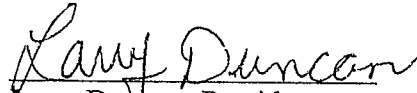


THE TARPLEY SHOP UTILITY DISTRICT OF GILES COUNTY, TN


The Commissioners of the Tarpely Shop Utility District of Giles County, Tennessee hereby resolve to adopt the model of Ethical Standards prepared by TAUD as the ethical standards for Tarpely Shop Utility District

Duly adopted this the 4 day of September 2007

The Tarpely Shop Utility
District of Giles County, TN


Larry Duncan, President

I, William Dobbins, Secretary of the Tarpely Shop Utility District of Giles County, Tennessee, do hereby certify that the foregoing resolution is a true and accurate copy of that adopted 9/4/07.


William Dobbins, Secretary
The Tarpely Shop Utility District of
Giles County, Tennessee