

STATE OF ILLINOIS)
) SS.
COUNTY OF DUPAGE)

SECRETARY'S CERTIFICATE

I, **Laurie Kagann**, the duly qualified and acting Secretary of the Board of Trustees of the Lisle-Woodridge Fire Protection District, DuPage and Will Counties, Illinois, do hereby certify that attached hereto is a true and correct copy of a Resolution entitled:

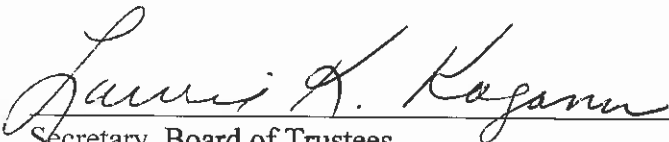
RESOLUTION NO. 05-06

**A RESOLUTION ENHANCING THE DEFERRED COMPENSATION
PLAN FOR THE LISLE WOODRIDGE FIRE PROTECTION DISTRICT,
DUPAGE AND WILL COUNTIES, ILLINOIS**

which Resolution was duly adopted by said Board of Trustees at a meeting held on the 28th day of June 2005.

I do hereby certify that a quorum of said Board of Trustees was present at said meeting, and that the Board complied with all requirements of the Illinois Open Meetings Act.

IN WITNESS WHEREOF, I have hereunto set my hand this 28th day of June 2005.


Secretary, Board of Trustees
Lisle-Woodridge Fire Protection District

(SEAL)

RESOLUTION NO. 05-06

**A RESOLUTION ENHANCING THE DEFERRED COMPENSATION
PLAN FOR THE LISLE WOODRIDGE FIRE PROTECTION DISTRICT,
DUPAGE AND WILL COUNTIES, ILLINOIS**

WHEREAS, the Board of Trustees of the Lisle-Woodridge Fire Protection District, DuPage and Will Counties, Illinois (the “District”), has considered the enhancement of the Deferred Compensation Plan that will be made available to all eligible district employees, pursuant to Federal legislation permitting such Plans; and

WHEREAS, certain substantial tax benefits could accrue to employees, participating in said Deferred Compensation; and

WHEREAS, such benefits will act as incentives to District employees to voluntarily set aside and invest portions of their current income to meet their future financial requirements and supplement their District retirement and Social Security (if applicable), at no cost to the District; and

WHEREAS, AIG – Valic has established a master prototype deferred compensation program for cities and political subdivisions including fire protection districts, permitting its members and their employees to enjoy the advantages of this program;

WHEREAS, AIG – Valic as Plan Administrator, agrees to hold harmless and indemnify the District, its appointed and elected officers and participating employees from any loss resulting from AIG – Valic or its Agent’s failure to perform its duties and services pursuant to AIG – Valic’s Program;

NOW, THEREFORE, the Board of Trustees of the Lisle-Woodridge Fire Protection District, DuPage and Will Counties, Illinois, does hereby resolve as follows:

The Board of Trustees hereby adopts the AIG – Valic Deferred Compensation Plan, thereby augmenting the Lisle-Woodridge Fire Protection District Deferred Compensation Plan for the voluntary participation of all eligible district employees, officials and independent contractors.

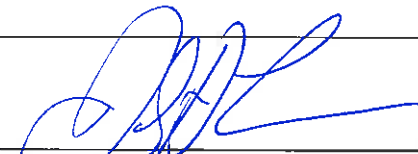
The Fire Chief/Administrator is hereby authorized to execute for the District, individual participation agreements with each said employee requesting same, and to act as the “Administrator” of the Plan representing the District, and to execute such agreements and contracts as are necessary to implement the Plan. It is implicitly understood that other than the incidental expenses of collecting and disbursing the employee’s deferrals and other minor administrative matters, there is to be no cost to the District for the Program.

Adopted this 28th day of June 2005 by the following roll call vote:

AYES: 5 (Fisher, Schreiber, Michals, Larence)

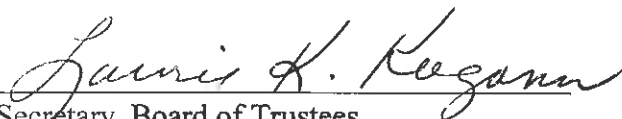
NAYS: 0

ABSENT: 1 (Kagann)



President, Board of Trustees
Lisle-Woodridge Fire Protection District

ATTEST:



Secretary, Board of Trustees
Lisle-Woodridge Fire Protection District