

**THE BOARD OF COUNTY COMMISSIONERS
OF SANTA FE COUNTY**

RESOLUTION NO. 2008-90

**A RESOLUTION GRANTING THE COUNTY MANAGER SIGNATORY
AUTHORITY FOR EXECUTING THE PROJECT PARTICIPATION AND LAND
TRANSFER AGREEMENT, THE LEDA PERFORMANCE AND RIGHT TO
REPURCHASE AGREEMENT, AND ANY OTHER DOCUMENTS NECESSARY
TO EFFECTUATE THE PURCHASE AND SALE OF THE SANTA FE COUNTY
ECONOMIC DEVELOPMENT PARCEL TO LA LUZ HOLDINGS LLC AND
SANTA FE FILM AND MEDIA STUDIOS INC. AS SET FORTH IN THE
ORDINANCE APPROVING A SANTA FE COUNTY ECONOMIC
DEVELOPMENT PROJECT WITH LA LUZ HOLDINGS, LLC AND
SANTA FE FILM AND MEDIA STUDIOS, INC.**

WHEREAS, Santa Fe Film and Media Studios, Inc. ("Santa Fe Studios") and La Luz Holdings LLC ("La Luz"), submitted a Project Application to the County pursuant to Ordinance No. 1996-7, the County Economic Development Ordinance, which application was approved by the Board of County Commissioners in Ordinance No. 2008-07, dated June 10, 2008;

WHEREAS, in order to complete the transaction, numerous documents must be executed, including the Project Participation and Land Transfer Agreement, the LEDA Performance and Right of Repurchase Agreement, as well as the deed, closing statement and other closing documents;

WHEREAS, these documents, together with an inducement resolution for Industrial Revenue Bond financing approved this day in Resolution No. 2008-91, are necessary to provide for the transfer of the property to La Luz and to establish an economic development project consisting of the property, with the necessary security and other features to satisfy the New Mexico Economic Development Act and County Ordinance No. 1996-7; and

WHEREAS, the Board desires to delegate the responsibility to execute these many documents and participate in the closing of this transaction to the County Manager.

NOW THEREFORE BE IT RESOLVED, AS FOLLOWS:

The County Manager shall have authority to execute the Project Participation and Land Transfer Agreement, the LEDA Performance and Right to Repurchase Agreement, and any other documents necessary to effectuate the purchase and sale of the Santa Fe County Economic Development parcel to La Luz Holdings LLC and Santa Fe Film and Media Studios Inc. as set forth in Ordinance No. 2008-07 (An Ordinance Approving a Santa Fe County Economic Development Project with La Luz Holdings LLC and Santa Fe Film and Media Studios Inc.).

PASSED, APPROVED and ADOPTED this 10th DAY OF JUNE, 2008.

THE BOARD OF COUNTY COMMISSIONERS
OF SANTA FE COUNTY

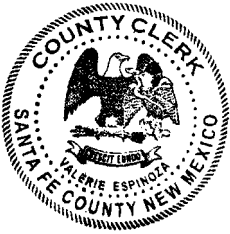
By: *Jack Sullivan*
Jack Sullivan, Chair



Valerie Espinoza
Valerie Espinoza, Santa Fe County Clerk

APPROVED AS TO FORM:

Stephen C. Ross
Stephen C. Ross, Santa Fe County Attorney



COUNTY OF SANTA FE)
STATE OF NEW MEXICO) ss

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I Hereby Certify That This Instrument Was Filed for
Record On The 18TH Day Of June, A.D., 2008 at 10:14
And Was Duly Recorded as Instrument # 1529322
Of The Records Of Santa Fe County

Deputy *Marcella*)
Witness My Hand And Seal Of Office
Valerie Espinoza
County Clerk, Santa Fe, NM