

**THE SUMMIT CHURCH –
HOMESTEAD HEIGHTS BAPTIST CHURCH, INC.**

Durham, North Carolina

*Certified Copy of Resolutions Authorizing
\$11,270,000 First Mortgage Bonds (2010 Series) and Purchase of Presidential Park Real Property*

Trustee's Certificate

Each of the undersigned, as a trustee of The Summit Church - Homestead Heights Baptist Church, Inc., a nonprofit corporation organized and existing under the laws of the State of North Carolina (the "Church"), do hereby certify (in their corporate capacities and not individually) as follows:

1. I am a trustee of the Church, and have custody or access to the corporate records of the Church, including records of minutes, resolutions, etc., if any, of the meetings of the congregation and Board of Elders of the Church.

2. I recently recorded or confirmed the actions of the congregation and the Board of Elders of the Church taken at respective meetings, whereby each of the congregation and the Board of Elders of the Church authorized and approved (a) borrowing a sum of money in an amount not exceeding Eleven Million Seven Hundred Fifty Thousand Dollars (\$11,750,000), (b) evidencing such indebtedness by creating and issuing its First Mortgage Bonds, 2010 Series, (c) authorizing the underwriting of said First Mortgage Bonds, 2010 Series with B.C. Ziegler and Company, Milwaukee, Wisconsin (collectively, the "Financing Transaction"), and (d) using the proceeds of the Financing Transaction to, among other things, purchase four (4) parcels of real property located at 2335, 2415, 2315 and 2375 Presidential Drive, Durham, North Carolina 27703 (collectively, the "Financing and Purchase Transactions").

3. The meetings of the congregation and the Board of Elders of the Church were held in accordance with the Bylaws of the Church.

4. Attached hereto as Exhibit 1 is a true and correct copy of resolutions duly adopted by the Board of Elders of the Church, and attached hereto as Exhibit 2 is a true and correct copy of resolutions duly adopted by the congregation of the Church, whereby, among other things the Financing and Purchase Transactions were authorized and approved. Such resolutions have not been modified or rescinded as of the date of this Trustee's Certificate.

5. The Church is a nonprofit corporation in good standing in the State of North Carolina.

6. Each of the undersigned hereby endorse, in his or her capacity as a trustee of the Church, the actions described in the attached resolutions.

This _____ day of _____, 2010.

Timothy Jackson, Trustee

Bonnie Shrum, Trustee

EXHIBIT 1

**Resolutions of the Board of Elders of
The Summit Church - Homestead Heights Baptist Church, Inc.**

_____, 2010

WHEREAS, due to increasing growth, The Summit Church - Homestead Heights Baptist Church, Inc., a North Carolina nonprofit corporation with principal offices in Durham, North Carolina (the "Church"), has an immediate need for expansion, particularly with respect to its largest campus on Presidential Parkway;

WHEREAS, the Church is in need of funds to accommodate such expansion;

WHEREAS, it is in the best interest of the Church to borrow a sum of money in an amount not exceeding Eleven Million Seven Hundred Fifty Thousand Dollars (\$11,750,000), and to evidence the indebtedness by creating and issuing its First Mortgage Bonds, 2010 Series;

WHEREAS, the authorized officers of the Church have made arrangements for the underwriting of the First Mortgage Bonds, 2010 Series with B.C. Ziegler and Company, Milwaukee, Wisconsin ("Ziegler"); and

WHEREAS, the funds derived from the First Mortgage Bonds, 2010 Series shall be used for, among other things, (a) the purchase of four (4) parcels of real property located at 2315, 2335, 2375 and 2415 Presidential Drive, Durham, North Carolina 27703 (collectively, the "Property"), in order to accommodate the Church's expansion, and (b) the refinancing of existing Church debt.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Elders of the Church:

1. Subject to congregational approval, that the trustees of the Church (collectively, the "Authorized Officers") be, and they hereby are, authorized for and in the name of the Corporation to borrow a sum not in excess of Eleven Million Seven Hundred Fifty Thousand Dollars (\$11,750,000), and in order to evidence such borrowing, to make, execute, issue and deliver The Summit Church - Homestead Heights Baptist Church, Inc., Durham, North Carolina, First Mortgage Bonds, 2010 Series (the "Bonds") of the Church in an aggregate principal amount not in excess of Eleven Million Seven Hundred Fifty Thousand Dollars (\$11,750,000).

2. Subject to congregational approval, that the Authorized Officers be, and they hereby are, authorized for and in the name of the Church to execute and deliver a Trust Indenture and a Deed of Trust (collectively, the "Trust Indenture"), under the terms of which Trust Indenture the Church may (a) mortgage any and all of its real property, (b) grant a security interest in any and all of its personal property and revenues, and (c) agree to terms, conditions and covenants for the benefit of the holders of the Bonds. The Trust Indenture will be delivered to secure the payment of the Bonds, and the performance by the Church of the covenants contained in the Trust Indenture. The Trust Indenture shall provide for and permit the issuance of additional bonds in the future, which shall be equally and ratably secured with the Bonds issued pursuant to these resolutions. The execution and delivery by the Authorized Officers of the Bonds and the Trust Indenture shall constitute conclusive evidence of the approval, execution and delivery of the Bonds and the Trust Indenture by the Church.

3. That the Bonds and the Trust Indenture shall name as Trustee Reliance Trust Company, Atlanta, Georgia, or such other person or corporation designated by Ziegler.

4. That the Bonds shall have the maturities, interest rates and redemption provisions as determined by the Authorized Officers.

5. That the Church hereby ratifies and confirms the acts of its officers performed before the date hereof in connection with the borrowing of said sum, and the execution and delivery of the Bonds and the Trust Indenture, including, without limitation, executing a Letter of Intent with Ziegler.

6. That the Authorized Officers be, and they hereby are, authorized for and in the name of the Church to execute and deliver:

(a) an Underwriting Agreement (“Underwriting Agreement”) with Ziegler in connection with the sale of the Bonds to the public;

(b) a Prospectus describing the Bonds and the affairs of this Church to be used in connection with the sale of the Bonds to the public;

(c) documents relating to the registration or exemption from registration of the Bonds in the several states of the United States in which the Bonds will be offered for sale; and

(d) such other documents and notices as the Authorized Officers deem appropriate or necessary in connection with the issuance of the Bonds.

The Underwriting Agreement will contain such terms and conditions as the Authorized Officers determine, and the execution and delivery of the Underwriting Agreement by the Authorized Officers shall constitute conclusive evidence of the approval, execution and delivery of the Underwriting Agreement by the Church.

7. That the proceeds from the sale of the Bonds shall be used for, among other things, (a) the purchase of the Property (subject to congregational approval), and (b) the refinancing of existing Church debt.

8. That the Church hereby ratifies and confirms the acts of its officers performed before the date hereof in connection with the purchase of the Property, including, without limitation, execution of the Purchase and Sale Agreement.

9. That the Authorized Officers be, and they hereby are, authorized for and in the name of the Church to execute and deliver any documents, notices, filings, etc. as the Authorized Officers deem appropriate or necessary in connection with the purchase of the Property.

EXHIBIT 2

**Resolutions of the Congregation of
The Summit Church - Homestead Heights Baptist Church, Inc.**

_____, 2010

WHEREAS, due to increasing growth, The Summit Church - Homestead Heights Baptist Church, Inc., a North Carolina nonprofit corporation with principal offices in Durham, North Carolina (the "Church"), has an immediate need for expansion, particularly with respect to its largest campus on Presidential Parkway;

WHEREAS, the Church is in need of funds to accommodate such expansion;

WHEREAS, the Board of Elders of the Church has determined that it is in the best interest of the Church to borrow a sum of money in an amount not exceeding Eleven Million Seven Hundred Fifty Thousand Dollars (\$11,750,000), and to evidence the indebtedness by creating and issuing its First Mortgage Bonds, 2010 Series;

WHEREAS, the authorized officers of the Church have made arrangements for the underwriting of the First Mortgage Bonds, 2010 Series with B.C. Ziegler and Company, Milwaukee, Wisconsin ("Ziegler"); and

WHEREAS, the Board of Elders of the Church has determined that it is in the best interest of the Church for the funds derived from the First Mortgage Bonds, 2010 Series to be used for, among other things, (a) the purchase of four (4) parcels of real property located at 2315, 2335, 2375 and 2415 Presidential Drive, Durham, North Carolina 27703 (collectively, the "Property"), in order to accommodate the Church's expansion, and (b) the refinancing of existing Church debt.

NOW, THEREFORE, BE IT RESOLVED, by the congregation of the Church (and based on the recommendation of the Board of Elders of the Church):

1. That the trustees of the Church (collectively, the "Authorized Officers") be, and they hereby are, authorized for and in the name of the Corporation to borrow a sum not in excess of Eleven Million Seven Hundred Fifty Thousand Dollars (\$11,750,000), and in order to evidence such borrowing, to make, execute, issue and deliver The Summit Church - Homestead Heights Baptist Church, Inc., Durham, North Carolina, First Mortgage Bonds, 2010 Series (the "Bonds") of the Church in an aggregate principal amount not in excess of Eleven Million Seven Hundred Fifty Thousand Dollars (\$11,750,000).

2. That the Authorized Officers be, and they hereby are, authorized for and in the name of the Church to execute and deliver a Trust Indenture and a Deed of Trust (collectively, the "Trust Indenture"), under the terms of which Trust Indenture the Church may (a) mortgage any and all of its real property, (b) grant a security interest in any and all of its personal property and revenues, and (c) agree to terms, conditions and covenants for the benefit of the holders of the Bonds. The Trust Indenture will be delivered to secure the payment of the Bonds, and the performance by the Church of the covenants contained in the Trust Indenture. The Trust Indenture shall provide for and permit the issuance of additional bonds in the future, which shall be equally and ratably secured with the Bonds issued pursuant to these resolutions. The execution and delivery by the Authorized Officers of the Bonds and the Trust Indenture shall constitute conclusive evidence of the approval, execution and delivery of the Bonds and the Trust Indenture by the Church.

3. That the Bonds and the Trust Indenture shall name as Trustee Reliance Trust Company, Atlanta, Georgia, or such other person or corporation designated by Ziegler.

4. That the Bonds shall have the maturities, interest rates and redemption provisions as determined by the Authorized Officers.

5. That the Church hereby ratifies and confirms the acts of its officers performed before the date hereof in connection with the borrowing of said sum, and the execution and delivery of the Bonds and the Trust Indenture, including, without limitation, executing a Letter of Intent with Ziegler.

6. That the Authorized Officers be, and they hereby are, authorized for and in the name of the Church to execute and deliver:

(a) an Underwriting Agreement (“Underwriting Agreement”) with Ziegler in connection with the sale of the Bonds to the public;

(b) a Prospectus describing the Bonds and the affairs of this Church to be used in connection with the sale of the Bonds to the public;

(c) documents relating to the registration or exemption from registration of the Bonds in the several states of the United States in which the Bonds will be offered for sale; and

(d) such other documents and notices as the Authorized Officers deem appropriate or necessary in connection with the issuance of the Bonds.

The Underwriting Agreement will contain such terms and conditions as the Authorized Officers determine, and the execution and delivery of the Underwriting Agreement by the Authorized Officers shall constitute conclusive evidence of the approval, execution and delivery of the Underwriting Agreement by the Church.

7. That the proceeds from the sale of the Bonds shall be used for, among other things, (a) the purchase of the Property, and (b) the refinancing of existing Church debt.

8. That the Church hereby ratifies and confirms the acts of its officers performed before the date hereof in connection with the purchase of the Property, including, without limitation, execution of the Purchase and Sale Agreement.

9. That the Authorized Officers be, and they hereby are, authorized for and in the name of the Church to execute and deliver any documents, notices, filings, etc. as the Authorized Officers deem appropriate or necessary in connection with the purchase of the Property.