

**BY THE BOARD OF DIRECTORS
OF
THE OVERSEAS PRIVATE INVESTMENT CORPORATION**

BE IT RESOLVED, that the Board hereby approves financing under Section 234 of the Foreign Assistance Act of 1961, as amended, of up to \$60 million as part of the capitalization of an investment fund for the power sector in **Mexico and/or Latin America** renewable energy under the management of **Conduit Capital Partners LLC**, or such other firm as OPIC's management may approve.



Approved by the Board of Directors
on January 27, 2005

Connie M. Downs
Corporate Secretary