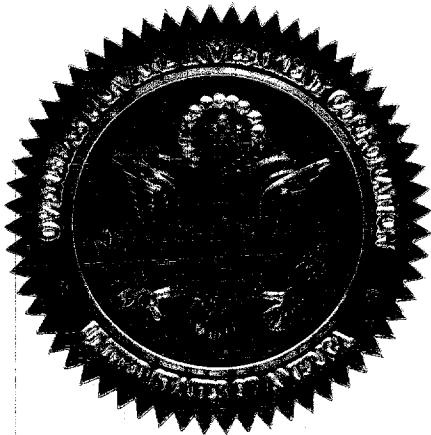


**BY THE BOARD OF DIRECTORS  
OF  
OVERSEAS PRIVATE INVESTMENT CORPORATION**

**BE IT RESOLVED, that the Board hereby approves financing under Section 234 of the Foreign Assistance Act of 1961, as amended, in the principal amount of up to \$75 million plus interest to Wells Fargo HSBC Trade Bank N.A. Special Purpose Vehicle for the purpose of supporting a portfolio of loans to U.S. SMEs or their affiliates for projects in OPIC-eligible countries.**



**Approved by the Board of Directors  
on January 19, 2006**

*Connie M. Downs*

**Connie M. Downs  
Corporate Secretary**