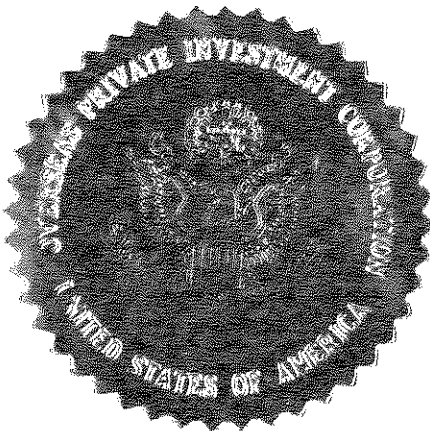


**RESOLUTION OF THE BOARD OF DIRECTORS
OF
THE OVERSEAS PRIVATE INVESTMENT CORPORATION**

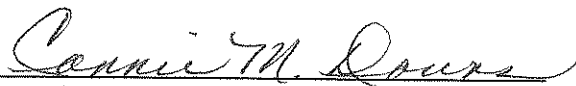
WHEREAS Deborah Burand served the Corporation with great distinction as an Insurance Assistant from June 1, 1982 to August 21, 1982, as a legal intern from August 22, 1982 to August 20, 1983, and subsequently as Vice President and General Counsel from August 19, 2010 to October 31, 2011; and

WHEREAS Ms. Burand left OPIC to undertake new responsibilities in the private sector;

THEREFORE BE IT RESOLVED, that this Board accepts with deep regret the resignation of Ms. Burand as Vice President and General Counsel of the Corporation and expresses to her its gratitude for her outstanding efforts in furthering the goals of the Corporation, for her extraordinary devotion to the Corporation's objectives, and for her timely advice and counsel, which have earned her the affection and esteem of the Corporation's Directors and her associates and their recognition of her unstinting efforts and accomplishments.



Approved by the Board of Directors
on December 8, 2011


Connie M. Downs
Corporate Secretary