

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


WHEREAS The Honorable Zell Miller has served the Corporation as a Director since December 14, 1999; and

WHEREAS his valuable counsel and guidance to the Corporation and his dedication to the objectives of the Corporation have earned him the esteem and respect of his fellow Directors and of the Corporation's Management and staff; and

WHEREAS Senator Miller has resigned from the Board effective July 25, 2000 to assume the position of U.S. Senator from the State of Georgia;

THEREFORE BE IT RESOLVED that this Board notes with deep regret the resignation of Senator Miller from the Board of Directors and expresses to him the appreciation and gratitude of his colleagues and their high regard for him as a friend and associate.

Approved by the Board of Directors
on September 19, 2000



Connie M. Downs

Connie M. Downs
Corporate Secretary