

BDR(04)15

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

**WHEREAS** The Honorable Gary A. Barron has served the Corporation as a Director since May 31, 1999; and

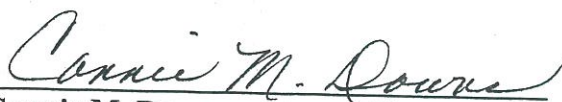
**WHEREAS** his valuable counsel and guidance to the Corporation and his dedication to the objectives of the Corporation have earned him the esteem and respect of his fellow Directors and of the Corporation's Management and staff; and

**WHEREAS** Mr. Barron's service as a Director of the Corporation ended on March 11, 2004;

**THEREFORE BE IT RESOLVED** that this Board notes with deep regret the departure of Mr. Barron 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 April 29, 2004

  
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Connie M. Downs  
Corporate Secretary