

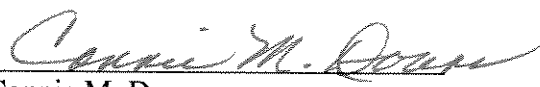
BDR(08)45

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

BE IT RESOLVED, that the Board Resolution **BDR(05)06** is **hereby superseded**, and that the Board hereby approves financing under Section 234 of the Foreign Assistance Act of 1961, as amended, of up to **\$200 million** principal amount, plus interest thereon, to **Citibank, N.A.** or an acceptable affiliate for a lending facility for eligible downstream project loans to be originated in **Mexico and any country in Central America.**



Approved by the Board of Directors
on **September 18, 2008**


Connie M. Downs
Corporate Secretary