

EXHIBIT 2

RESOLUTION

366N-2008

WX21199075

**RESOLUTION OF THE City of Somerset (GRANTEE) ACCEPTING THE GRANT,
APPROVING THE GRANT AGREEMENT, AUTHORIZING THE AMENDMENT OF
LOCAL BUDGET, AND AUTHORIZING A REPRESENTATIVE TO SIGN ALL
RELATED DOCUMENTS**

WHEREAS, the General Assembly has appropriated funds for infrastructure projects in the 2008-2010 Budget of the Commonwealth; and

WHEREAS, the Grantee has previously determined that it is in the public interest to acquire and construct certain facilities and improvements to the Grantee's utility system (the "Project"); and

WHEREAS, the Grantee desires funding from the Kentucky Infrastructure Authority (the "Authority") for the purpose of acquisition and construction of the Project.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Somerset as follows:

SECTION 1. That the Grantee hereby accepts the grant award and approves the Agreement between the Grantee and the Authority substantially in the form on file with the Grantee for the purpose of providing a portion of the necessary financing to the Grantee for the acquisition and construction of the Project.

SECTION 2. That the Mayor of the City of Somerset is hereby authorized, directed and empowered by the Grantee to execute the Agreement and all other necessary documents or agreements and to otherwise act on behalf of the Grantee to implement the Project.

SECTION 3. That the Grantee hereby includes in its annual budget the receipt and expenditures of funds subject to the Agreement with the Authority.

SECTION 4. This Agreement shall take effect immediately upon passage.

ADOPTED on April 13, 2009.

City of Somerset, (Grantee)

 (Representative)

Title Mayor