

**RESOLUTION OF THE BOARD OF DIRECTORS OF
A.W. BROWN FELLOWSHIP LEADERSHIP ACADEMY
CONCERNING THE ACQUISITION OF REAL PROPERTY**

The Board of Directors (the "Board") of A.W. Brown Fellowship Charter School d/b/a A.W. Brown – Fellowship Leadership Academy (the "School") hereby makes the following findings in connection with a certain tract of land (as well as the improvements, equipment, facilities, and personal property located therein) located at 2524 West Ledbetter Drive, Dallas, Texas (the "Property") currently owned by FOCUS Learning Academy, Inc. (the "Property Owners")

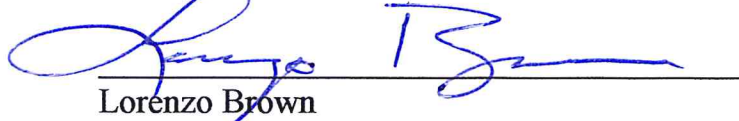
1. The Board believes that to secure the market position of the School it is in the best interest of students and the School to acquire the Property.
2. The Board hereby authorizes the President or a designee to take all necessary actions to acquire the Property, including negotiate and execute a Sale and Purchase Agreement with the Property Owners.

THEREFORE, BE IT RESOLVED, (1) that the Board authorizes the President or a designee to take all necessary actions to acquire the Property, including negotiate and execute a Sale and Purchase Agreement with FOCUS Learning Academy, Inc. for a purchase price not to exceed the amount required (i) to defease the Beasley Higher Education Finance Corporation Education Revenue Bonds (FOCUS Learning Academy, Inc.) Series 2011A (the "Series 2011A Bonds"), minus the application of funds then held by the trustee of the Series 2011A Bonds and any funds available from the Property Owners ; and (ii) to pay all costs, release of indenture, release of liens and closing costs; and

(2) Authorizes the President to execute a deed and any other documents necessary to consummate the acquisition and closing of the Property.

[Remainder of this page, intentionally left blank]

Passed the 5th day of December, 2016.



Lorenzo Brown
President, Board of Directors
A.W. Brown Fellowship Charter School

Attest: Samira Armstrong

Secretary, Board of Directors
A.W. Brown Fellowship Charter School

