

RESOLUTION NO. 2004-57
Arizona Sports and Tourism Authority
Resolution Ratifying and Approving Consulting Agreements with
Pentagram Design, Inc. and Geotechnical and Environmental Consultants, Inc.

I. RECITALS

WHEREAS, pursuant to Arizona Revised Statutes Section 5-801 et seq. (the "Act"), the Tourism and Sports Authority, doing business as the Arizona Sports & Tourism Authority (the "Authority") is authorized to construct, finance, furnish, maintain, improve, operate, market and promote the use of a multipurpose stadium facility (the "Facility") and do all things necessary or convenient to accomplish those purposes; and

WHEREAS, pursuant to the Act, the Board of Director of the Authority (the "Board") is empowered to enter into agreements necessary to carry out the purposes of the Authority; and

WHEREAS, pursuant to the Act, the President and Chief Executive Officer of the Authority (the "CEO") is empowered to negotiate, make, execute, acknowledge and perform agreements necessary to accomplish the purposes of the Authority, which agreements are subject to the approval or ratification of the Board; and

WHEREAS, the Authority desires to ratify and approve the execution, delivery and performance of consulting agreements with Pentagram Design, Inc. and Geotechnical and Environmental Consultants, Inc.

II. APPROVAL AND RATIFICATION OF CONSULTING AGREEMENT WITH PENTAGRAM DESIGN, INC.

NOW, THEREFORE, BE IT RESOLVED, that the Board, on behalf of the Authority and pursuant to the Act, hereby approves and ratifies the execution, delivery and performance, in the name and on behalf of the Authority, of the Consulting Agreement by and among Pentagram Design, Inc., the Authority and B&B Holdings, an Arizona corporation, d/b/a Arizona Cardinals (the "Cardinals"), effective as of June 1, 2004 (the "Pentagram Consulting Agreement"), a copy of which is attached hereto as Exhibit "A", and to cause the Authority to perform its respective obligations under the Pentagram Consulting Agreement; and

III. APPROVAL AND RATIFICATION OF AMENDMENT TO CONSULTING AGREEMENT WITH GEOTECHNICAL AND ENVIRONMENTAL CONSTULANTS, INC.

NOW, THEREFORE, BE IT RESOLVED, that the Board, on behalf of the Authority and pursuant to the Act, hereby approves and ratifies the execution, delivery and performance, in the name and on behalf of the Authority, of the Consulting Agreement by and among Geotechnical and Environmental Consultants, Inc., the Authority and the Cardinals, effective as of July 6, 2004 (the "Geotechnical and Environmental Consultants, Inc. Consulting Agreement"),

a copy of which is attached hereto as Exhibit "B", and to cause the Authority to perform its respective obligations under the Geotechnical and Environmental Consults, Inc. Consulting Agreement; and

IV. MISCELLANEOUS MATTERS

FURTHER RESOLVED, that all actions previously taken on behalf of the Authority by any director or officer of the Authority in connection with any of the foregoing matters are hereby ratified and confirmed in all particulars as the acts of the Authority.

Dated: October 7, 2004

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Exhibit "A"
Pentagram Consulting Agreement

Exhibit "B"
Geotechnical and Environmental Consulting Agreement