

**TOURISM AND SPORTS AUTHORITY**  
**Resolution Authorizing Interim Construction Agreement**  
**Change Order Number Two**

**I. RECITALS**

**WHEREAS**, pursuant to Arizona Revised Statutes Section 5-807 (the “Act”), the Tourism and Sports Authority (the “Authority”), B & B Holdings, Inc. d/b/a the Arizona Cardinals and Hunt Construction Group, Inc. have entered into that certain Interim Construction Agreement (the “Agreement”) dated June 26, 2001; and

**WHEREAS**, pursuant to the Act, the President and Chief Executive Officer of the Authority (the “President”) shall review construction change order requests and submit such requests to the Authority’s Board of Directors (the “Board”) with recommendations for the Board’s final action; and

**WHEREAS**, the President has negotiated that certain Interim Construction Agreement Change Order Number Two in substantially the form attached hereto as Exhibit A (“Change Order Number Two”); and

**WHEREAS**, John F. Long has threatened to commence an action alleging that the formation of the Authority violates the Arizona Constitution as a special law; and

**WHEREAS**, the Board has received and reviewed a copy of an opinion from the Attorney General of the State of Arizona dated September 6, 2001 setting forth her conclusion that the statute authorizing the formation of the Authority is constitutional under the Arizona Constitution; and

**WHEREAS**, the President recommends that the Board authorize Change Order Number Two subject to the limitations set forth below.

**II. AUTHORIZATION OF CHANGE ORDER**

**NOW, THEREFORE, BE IT RESOLVED**, that the Board, on behalf of the Authority and pursuant to the Act, hereby approves, authorizes and adopts Change Order Number Two believing that the terms thereof are fair and in the best interests of the Authority; and

**FURTHER RESOLVED**, that the President is authorized and directed to execute and deliver in the name and on behalf of the Authority, and to cause the Authority to perform its respective obligations under, Change Order Number Two (including payment pursuant thereto from Authority funds and B & B Holdings, Inc. d/b/a the Arizona Cardinals funds) and to perform all other acts that may be necessary in connection therewith; and

**III. 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 ratified and confirmed in all particulars as the acts of the Authority.

Dated September 10, 2001

**EXHIBIT A**

**Interim Construction Agreement  
Change Order Number Two**