

ESMEC ENERGY TRUST

COUNTY SUB-PARTICIPANT AUTHORIZATION

_____ County ("Participant") is a Participant of the Eastern Shore of Maryland Educational Consortium ("ESMEC") Energy Trust and has approved and consented to the First Amended and Restated Eastern Shore of Maryland Educational Consortium Energy Trust Agreement dated as of _____, 2003 (the "Trust Agreement").

_____ ("Sub-Participant"), with its governance and/or budget subject to the approval of the governing body of Participant, is an agency or instrumentality thereof. Participant has agreed to include the energy accounts of Sub-Participant as part of its participation in ESMEC Energy Trust.

Participant hereby acknowledges their obligations and responsibilities under the Trust Agreement with respect to the inclusion of Sub-Participant's energy accounts. Sub-Participant, by its governing body, hereby consents to and approves the participation of its energy accounts in ESMEC Energy Trust through Participant.

For Participant:

ATTEST:

By:

Authorized Officer

Title of Authorized Officer

Date of Participant Acknowledgement: _____

For Sub-Participant:

ATTEST:

By:

Authorized Officer

Title of Authorized Officer

Date of Sub-Recipient Consent and Approval: _____

(attach copy of official action by Sub-Participant – *i.e.*, resolution, order, letter)