



**Christian Methodist Episcopal Community
Development Corporation**

*Bishop Marshall Gilmora,
Chairman*

*Bishop Thomas J. Hoyt, Jr.,
Treasurer*

*Dr. N. Charles Thomas, President
& Chief Executive Officer*

August 14, 2002

**Senior Banking Corporate Trust Official
Corporate Trust banking Department**

Subject: Approval and Authorization to enter into Credit Enhancement Transaction

In consideration of a duly executed Service and Performance Agreement by and between CMECDC Housing Development Consultant Pacific Rim Development Group, L.L.C. and City West Mortgage, Inc.; as an inducement to assist the CMECDC affordable housing program City West Mortgage, Inc. is extending credit enhancement for the issuance of \$23,000,000.00 of our Qualified 501(c)(3) Private Activity Mortgage Revenue Bonds per the attached Official Action Resolution of the Housing Authority of the City of Holly Springs, Mississippi.

Please initiate, execute and forward, per the attached August 12, 2002 Authorization Letter from City West Mortgage, Inc., all requisite Transfer of Title or hypothecation Transaction Documents to 400 West Olive Avenue, Suite 102, Fresno, California 93728 necessary to expeditiously effect such a transaction.

Also as stated in the August 8, 2002 Bond Underwriting letter from The Chapman Company, the cash convertible assets backing the Private Placement of a Fixed Rate Certificate of Deposit "Government Security" offered as credit enhancement may be confirmed and verified by the Trustee Bank participating in this bond transaction.

Please proceed and upon completion, place the Fixed Rate Certificate of Deposit "Government Security" credit enhancement in Trust until the bonds are retired.

Sincerely,

N. Charles Thomas, PhD, President/CEO