

**SIGNATURE AND INCUMBENCY CERTIFICATE
OF THE
SAN DIEGO COUNTY REGIONAL TRANSPORTATION COMMISSION**

Dated: June 4, 2015

We, the undersigned officers of the San Diego County Regional Transportation Commission (the "Commission"), holding the respective offices hereinbelow set opposite our signatures, hereby certify as follows:

1. Pursuant to due authorization in accordance with the provisions of Resolution No. RTC 2008-01 (the "Resolution"), duly adopted at a meeting of the Board of Directors of the Commission duly and regularly held on February 22, 2008, the undersigned Executive Director of the Commission officially executed and delivered: (i) the First Amendment to Standby Bond Purchase Agreement, dated June 4, 2015 (the "Amendment"), among the Commission, the Trustee, State Street Bank and Trust Company ("State Street") and California State Teachers' Retirement System; (ii) the Amended and Restated Fee Letter Agreement, dated June 4, 2015, between the Commission and State Street (the "Fee Letter"); and (iii) certain closing certificates relating to the execution and delivery of the Amendment.

2. Said officer, at the time of signing of the Amendment, the Fee Letter and said closing certificates held said office and he now holds the same.




3. Each of the undersigned hereby certifies that the persons named below have each been designated to act on behalf of the Commission as an Authorized Representative as such term is defined in the Indenture.

4. Each of the undersigned by his or her signature confirms that the signatures of the others of the undersigned set forth below are genuine.

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IN WITNESS WHEREOF, the undersigned hereunto set their hands as of the date first written above.

Signature	Name	Official Title
	Gary L. Gallegos	Executive Director
	Kim Kawada	Chief Deputy Executive Director
	André Douzdjian	Director of Finance