

RESOLUTION NO. \_\_\_\_\_

A RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A "RELEASE OF MORTGAGE" RELATING TO THAT CERTAIN INDENTURE OF MORTGAGE AND LOAN AGREEMENT, AND ASSIGNED TO MUSKOGEE COUNTY, OKLAHOMA BY THAT CERTAIN CONTRACT AND ASSIGNMENT OF INDENTURE OF MORTGAGE AND LOAN AGREEMENT; AND CONTAINING OTHER PROVISIONS RELATING THERETO.

WHEREAS, the Muskogee County Industrial Authority (the "Authority") was created by that certain "Trust Indenture", dated as of the 1st day of January, 1970 (hereinafter, the "Trust Indenture"), which designated those persons named therein as Trustees of the Authority for the use and benefit of Muskogee County, Oklahoma (the "County") under authority of and pursuant to the provisions of Title 60, Sections 176 et seq. of the Oklahoma Statutes, as amended and supplemented (the "Public Trust Act"), and other applicable statutes of the State of Oklahoma; and

WHEREAS, on January 1, 2004, the Board of County Commissioners of the County issued \$1,900,000 of General Obligation Limited Tax Bonds of 2004, Series B (the "Series 2004B Bonds") and loaned the proceeds of said Series 2004B Bonds to the Authority for the purpose of financing: (i) the purchase of land, building, and manufacturing equipment for Array Partners, L.L.C., an Oklahoma limited liability company (the "Borrower"), to manufacture pressure control equipment for the hydrocarbon industry, (ii) capitalizing certain principal and interest requirements of the Series 2004B Bonds and (iii) costs incurred in the issuance of the Series 2004B Bonds; and

WHEREAS, to secure the loan of the proceeds of the Series 2004B Bonds, the Borrower granted the Authority a first mortgage lien in the land, buildings, improvements and fixtures and a senior security interest in personal property and equipment acquired with proceeds of the Series 2004B Bonds (collectively, the "Collateral"), pursuant to the terms of that certain "Indenture of Mortgage and Loan Agreement", dated as of the 1st day of January, 2004, by and between the Authority and the Borrower; and

WHEREAS, pursuant to the terms of that certain "Contract and Assignment of Indenture of Mortgage and Loan Agreement", dated as of January 1, 2004 (hereinafter called "Contract"), by and between the County and the Authority, the Authority has assigned the Collateral to the County, along with the Authority's interest in all funds and revenues accruing from payments made by the Borrower; and

WHEREAS, all payments due to be paid by the Borrower to the Authority have now been paid and the Series 2004B Bonds have been paid in full, the Board of County Commissioners of the County and the Trustees of the Authority have determined it to be in the best interest of the County to release all mortgage liens and security interests granted to the Authority by the Borrower.

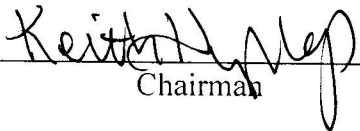
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MUSKOGEE COUNTY, OKLAHOMA, AS FOLLOWS:

SECTION 1. Authorizing the Execution and Delivery of a "Release Of Mortgage" Relating to That Certain Indenture of Mortgage and Loan Agreement, And Assigned To Muskogee County, Oklahoma by That Certain Contract And Assignment Of Indenture Of Mortgage And Loan Agreement. The Board of County Commissioners of the County hereby approve a "Release of Mortgage" (the "Release"), relating to that certain "Indenture of Mortgage and Loan Agreement", dated as of the 1st day of January, 2004, by and between APC Leasing, LLC (formerly, Array Partners, L.L.C.) and the Authority, and that certain "Contract and Assignment of Indenture of Mortgage and Loan Agreement", dated as of the 1st day of January, 2004, by and between the County and the Authority. Such Release shall be in substantially the form submitted at this meeting, with such changes as made by approved by the Chairman of the Board of County Commissioners.

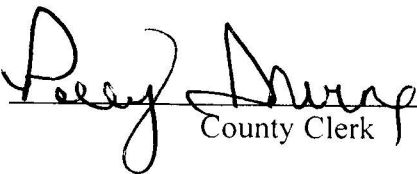
SECTION 2. Authorizing and Directing Execution and Delivery of All Related Instruments. The Chairman and the County Clerk are hereby authorized and directed to execute and deliver the Release and such other instruments as may be necessary or appropriate in order to effectuate the execution and delivery of the Release.

ADOPTED AND APPROVED THIS 2ND DAY OF AUGUST, 2021.

BOARD OF COUNTY COMMISSIONERS  
OF MUSKOGEE COUNTY, OKLAHOMA

  
Chairman

(SEAL)  
ATTEST:

  
County Clerk

**RELEASE OF MORTGAGE**

For value received, the undersigned hereby releases that certain Indenture of Mortgage and Loan Agreement executed by APC Leasing, LLC, an Oklahoma limited liability company, formerly known as Array Partners, L.L.C. ("Mortgagor"), in favor of the Trustees of the Muskogee County Industrial Authority in the amount of \$1,900,000.00, dated January 1, 2004, recorded on March 24, 2004, in Book 3225, Page 92, and that certain Contract and Assignment of Indenture of Mortgage and Loan Agreement in favor of the County of Muskogee recorded March 24, 2004, in Book 3225, Page 126 in the records in the office of the County Clerk of Muskogee County, Oklahoma, covering the property described on Exhibit A attached hereto.

SIGNED AND DELIVERED this \_\_\_ day of July, 2021.

"Mortgagee and Assignor of Mortgage"

MUSKOGEE COUNTY INDUSTRIAL  
AUTHORITY

Attest:

\_\_\_\_\_  
Secretary  
(Seal)

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Chairman

"Mortgagee and Assignee of Mortgage"

THE BOARD OF COUNTY COMMISSIONERS  
OF THE COUNTY OF MUSKOGEE OF THE  
STATE OF OKLAHOMA

By: \_\_\_\_\_  
Name: Keith H. [Signature]  
Title: Chairman

ACKNOWLEDGEMENT

STATE OF OKLAHOMA )
)
COUNTY OF MUSKOGEE ) ss:

This instrument was acknowledged before me on July \_\_\_\_, 2021, by \_\_\_\_\_, as Chairman of the Board of Trustees of the Muskogee County Industrial Authority, a public trust on behalf of the Board of Trustees.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year aforesaid.

(Seal)

Notary Public
My Commission Expires: \_\_\_\_\_

STATE OF OKLAHOMA )
)
COUNTY OF MUSKOGEE ) ss:

This instrument was acknowledged before me this \_\_ day of \_\_\_\_\_, 2021 by \_\_\_\_\_, as Chairman of the Board of County Commissioners of the County of Muskogee of the State of Oklahoma.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year aforesaid.

(Seal)

Notary Public
My Commission Expires: \_\_\_\_\_

2 day of Aug 2021
Chairman [Signature]
Member [Signature]
Member [Signature]
Attest: [Signature]
County Clerk



County Clerk  
Alfred  
Member  
Member  
Chairman  
day of

## EXHIBIT A

Commencing at the Northwest corner of Lot 1, North 45<sup>th</sup> Street East Addition to the City of Muskogee, Muskogee County, State of Oklahoma, according to the recorded plat thereof; thence N 88°32'42" E a distance of 228.04 feet to the point of beginning; thence S 00°01'34" W a distance of 87.17 feet; thence S 89°58'26" E a distance of 6.00 feet; thence S 00°01'34" W a distance of 184.56 feet; thence S 89°58'26" E a distance of 38.11 feet; thence S 00°01'34" W a distance of 87.25 feet to a point on the South line of said Lot 1; thence N 88°32'42" E a distance of 202.66 feet; thence N 03°45'42" E a distance of 361.50 feet; thence S 88°32'42" W a distance of 270.35 feet to the point of beginning.