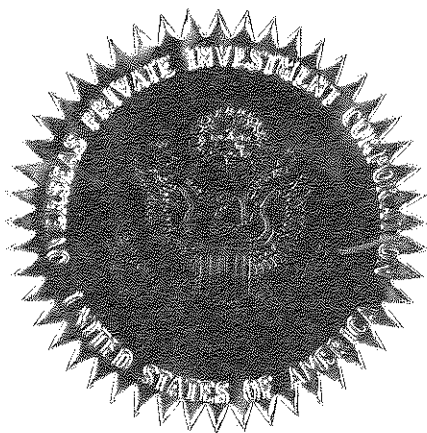


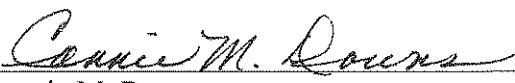
BDR(11)3

**BY THE BOARD OF DIRECTORS
OF
THE OVERSEAS PRIVATE INVESTMENT CORPORATION**

BE IT RESOLVED, that the President's appointment of **Judith D. Pryor** as Vice President, Office of External Affairs, be and hereby is confirmed.



Approved by the Board of Directors
on March 10, 2011



Connie M. Downs
Corporate Secretary