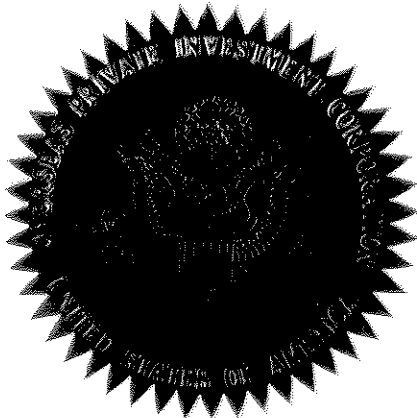
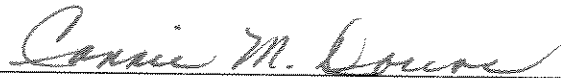


**BY THE BOARD OF DIRECTORS  
OF  
THE OVERSEAS PRIVATE INVESTMENT CORPORATION**

BE IT RESOLVED, that the Board hereby approves financing under Section 234 of the Foreign Assistance Act of 1961, as amended, in the principal amount of up to \$125 million, plus interest thereon, to the Microfinance Growth Fund for the purpose of on-lending to Microfinance Institutions throughout Latin America.



Approved by the Board of Directors  
on **November 19, 2009**



Connie M. Downs  
Corporate Secretary