

CERTIFICATE OF BOND TRUSTEE

The undersigned officer of BancFirst, Oklahoma City, Oklahoma, as Trustee, hereby certifies:

1. On the 12th day of August, 2020, acting as such officer of said BancFirst, Oklahoma City, Oklahoma (the "Bank"), the Certificate of Authentication appearing on each of the Bonds (the "Bonds") of the issue hereinafter described, that were delivered as hereinafter set forth, were signed by a person(s) duly authorized by the Bank to so sign, each of the Bonds of said issue delivered as hereinafter set forth was duly registered by a person(s) duly authorized by the Bank to register the Bonds, and I received the full purchase price of the Bonds issued under authority of the Spencer Utilities Authority Series 2020 Revenue Bond Indenture, entered into between the Trustees of the Spencer Utilities Authority (the "Authority") and the Bank, as Bond Trustee, under date of August 1, 2020, which Bonds bear the signature of the Chairman of Trustees of the Authority, and are attested by the signature of the Secretary of Trustees of the Authority with the seal of the Authority impressed thereon, are in the aggregate principal amount of \$8,720,000.00, bear interest at the rates, and mature as to principal as set forth in said Indenture.
2. At the time of signing said Certificates of Authentication as aforesaid and at this time, the undersigned was and is the duly appointed, acting and qualified officer of the Bank, having full authority to perform all of the acts herein mentioned on behalf of the Bank.
3. On the date of this Certificate, pursuant to directions of the Trustees of the Authority, I did receive from the purchaser of the Bonds the sum of \$8,581,260.70 (which sum includes accrued interest from their dated date to date of delivery), in cash, as the entire of the purchase price of the Bonds, and immediately upon receipt thereof, did disburse the Bond proceeds as directed by the Trustees of the Authority.
4. At the time of performing the aforesaid acts the undersigned was, and at the time of signing this Certificate the undersigned is, a duly appointed, qualified and acting officer of the Bank, having full authority to do so upon its behalf.

IN WITNESS WHEREOF, I have hereunto set my official signature and caused to be affixed thereto the corporate seal of the Bank in attestation thereof, this 12th day of August, 2020.

BANCFIRST, OKLAHOMA CITY,
OKLAHOMA, as Trustee

By: _____

(Title) _____

Jacqui Sater
AVP



(Title) _____

BancFirst®

I, Tammy Engles, Assistant Secretary of BancFirst, hereby certify that the following is a full, true and complete copy of a resolution of the Meeting of the Board of Directors of BancFirst held at its principal offices in Oklahoma City, Oklahoma on the 23rd day of January, 1997 at 10:00 a.m.:

WHEREAS, BancFirst, (the "Bank"), has or may be asked to enter into agreements and/or accept judicial appointments under which the Bank would act as executor, administrator, trustee, guardian, receiver, agent or custodian: and

WHEREAS, the Board of Directors of the Bank has determined it to be in the best interest of the Bank to accept such appointments and to authorize officers of the Bank to act on behalf of the Bank regarding said appointments.

THEREFORE IT BE RESOLVED, by the Board of Directors of BancFirst, that the following officers of the Trust Department of the Bank ("BancFirst"), the President, Senior Vice Presidents, Vice Presidents, Assistant Vice Presidents and Trust Officers, be, and each of them is severally authorized, on behalf of the Bank, to enter into agreements and accept judicial appointments under which the Bank shall act as executor, administrator, trustee, guardian, receiver, agent, custodian or in such other capacity as permitted by law, to do any and all acts reasonably or apparently necessary in the performance of such functions, and to execute any and all written instruments in the assumption or performance of said function, which instruments may be attested to by any of the above named officers, any Trust Officer (whether or not bearing that title in addition to any other title), or the Secretary to the Board of Directors, and that all acts heretofore, done by said respective officers in the remises, are ratified and confirmed.

RESOLVED FURTHER, that any Trust Officer (whether or not bearing that title in addition to any other title) be and is hereby authorized, on behalf of the Bank, to guaranty signatures, attest the signature(s) of other officers of the Bank, to certify copies of these resolutions and the incumbency of officers of the Bank, and to perform other such clerical and ministerial acts and to execute instruments necessary or incidental thereto including, but not limited to the execution of drafts, checks, oil and gas division orders, transfer orders, surface property leases and assignments, bills of sale of personal property, operating agreements, promissory notes, and other such contracts.

I DO HEREBY CERTIFY that Jackie Gates was elected Assistant Vice President and Trust Officer of BancFirst at the Board of Directors meeting on May 25, 2017 and that she has been and is now Trust Officer of BancFirst. IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of BancFirst to be affixed hereto this 12th day of August, 2020.



Tammy Engles, Assistant Secretary

Seal