

Cynthia L. Amara  
camara@mhtl.com

Certification of Legal Counsel for the  
Tri-County Regional Vocational Technical School District

I, Cynthia L. Amara, duly appointed legal counsel for the **District**, hereby certify that:

1. The **District** is validly organized and existing under and by virtue of the laws of the Commonwealth, has full power and authority to own its properties and carry on its business as now conducted, and has full power and authority to execute, deliver and perform its obligations under the Feasibility Study Agreement, and any amendments thereto, between the **District** and the Massachusetts School Building Authority for the Proposed Project at **Tri-County Regional Vocational Technical High School** (the “Feasibility Study Agreement”) and all other related documents.
2. The **District** has duly obtained all necessary votes, resolutions, authorizations, appropriations and local approvals, in accordance with the formats prescribed by the Authority, and has taken all actions necessary or required by law to authorize the execution and delivery of the Feasibility Study Agreement, and any amendments thereto, and to fund and perform the obligations of the **District** under the Feasibility Study Agreement, and any amendments thereto.
3. The Feasibility Study Agreement, and any amendments thereto, constitute a valid and binding obligation of the **District**, enforceable in accordance with its terms, except as such enforceability may be limited by bankruptcy, insolvency, moratorium, reorganization or other laws heretofore or hereafter enacted and general equity principles.
4. The following elected or appointed governmental officer(s) and/or governmental body has the full legal authority under the laws of the Commonwealth of Massachusetts and all applicable local charters, ordinances and by-laws to execute and deliver the Feasibility Study Agreement, and any amendments thereto, on behalf of the District and to bind the District to its terms and conditions:

Superintendent-Director  
Tri-County Regional Vocational Technical School District  
147 Pond Street  
Franklin, MA 02038  
Tel: (508) 528-5400  
Fax:(508) 52806074  
[dockray@tri-county.us](mailto:dockray@tri-county.us)



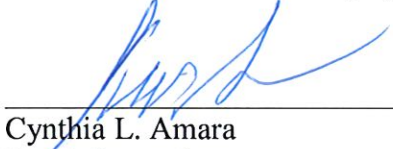
**MURPHY, HESSE, TOOMEY & LEHANE, LLP**  
**Attorneys At Law**

5. The following elected or appointed governmental officer(s) and/or governmental body has the full legal authority under the laws of the Commonwealth of Massachusetts and all applicable local charters, ordinances and by-laws to make final, binding decisions on behalf of the **District** with respect to the Proposed Project described in the Feasibility Study Agreement, and any amendments thereto.

Superintendent-Director  
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I hereby further certify that, to the best of my knowledge and belief, the above-listed certifications are true, complete and accurate.

IN WITNESS WHEREOF, signed this 5<sup>th</sup> day of May, 2021.

  
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Cynthia L. Amara  
Legal Counsel