



BOARD OF DIRECTORS

RESOLUTION
REGARDING AMENDMENT
of the
CORPORATION'S 403(B) THRIFT PLAN
[Resolution # 2003-002]

WHEREAS the Board of Directors ("Board") of the Legal Services Corporation established a 403(b) Thrift Plan called the "403(b) Thrift Plan for Employees of the Legal Services Corporation" ("the Plan") effective December, 1988 to provide retirement benefits for LSC employees;

WHEREAS, LSC appointed Diversified Investment Advisers ("DIA") to administer the Plan and adopted DIA's restatement of the Plan that became effective on April 1, 2001;

WHEREAS, LSC desires to amend the Plan to reflect certain changes in applicable law made pursuant to the Community Renewal Tax Relief Act of 2000, the Internal Revenue Service Restructuring and Reform Act of 1998, the Small Business Job Protection Act of 1996, the Taxpayer Relief Act of 1997, the Uniformed Services Employment and Reemployment Rights Act of 1994, and the Uruguay Round Agreements Act, which laws have been collectively referred to by the Internal Revenue Service as "GUST", such changes set out in the appended *Special Gust Amendments to the Tax Deferred Annuity Retirement Plan*;

WHEREAS, under section 9.1 of the Plan, the Board has the right to amend the Plan;

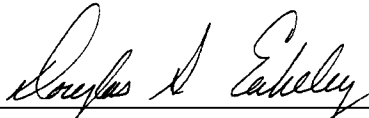
WHEREAS, in prior resolution 2002-005 on April 6, 2002, the Board amended the Plan to conform with GUST and DIA has subsequently asked that LSC also adopt

the attached confirming document;

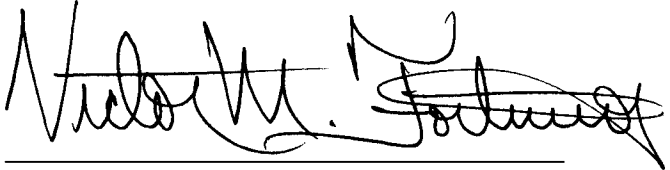
NOW, THEREFORE, BE IT RESOLVED THAT:

1. The appropriate officers and agents of LSC are hereby authorized and directed to take such action as may be necessary, appropriate or advisable to amend the Plan and make appropriate elections pursuant to the GUST legislation on behalf of LSC and to implement such amendments.
2. The appropriate officers and agents of LSC are hereby authorized and directed to take such further action as may be necessary, appropriate or advisable to effectuate this resolution.

**Adopted by the Board of Directors
on February 1, 2003**



Douglas S. Eakeley, Chair
Board of Directors



Victor M. Fortuno
Vice President for Legal Affairs,
General Counsel & Corporate Secretary