NOW, THEREFORE, BE IT RESOLVED THAT:

WHEREAS, the County desires to issue its Refunding Bonds pursuant to a negotiated sale; and

WHEREAS, the County expects to receive an offer from Fifth Third Securities, Inc. to underwrite the Refunding Bonds.

Securities and Exchange Commission, to refund the principal amount of

WHEREAS, the County has previously issued $3,500,000 (the „Prior Bonds‟), and

Reorganized Bond Resolution

ABSENT: Members Nell, Thomas, Swanson

PRESENT: Members Group

Michigan, held on the 19th day of February, 2013 at 6:00 o'clock p.m., prevailing Eastern Time.

REOUIRED BONDS, SERIES 2013B

GENERAL OBLIGATION LIMITED TAX COMMUNICATIONS SYSTEM

RESOLUTION AUTHORIZING

STATE OF MICHIGAN
COUNTY OF ST. CLAIR

RESOLUTION 13-04
2. Transfer of Bonds. The Transfer Agent shall keep the books of registration for this issue of Bonds at its principal place of business at such time and place as it shall from time to time designate by notice, or cause to be designated by notice, to the registrant. A bank or trust company located in Melbourne and qualified to act as a bank register, paying agent, transferring agent and registrar shall be appointed to serve as such registrar, paying agent and transferring agent. (signature)

3. Interest. The bonds shall be payable to the registered owner at the time of issue, or as directed by the registrant. Interest shall be payable at a rate of 5% per annum, payable on April 15 and October 15 each year, or such other dates not exceeding 5% per annum, payable on April 15 and October 15 each year, or such other dates as the Company shall from time to time designate by notice. The principal amount of the bonds shall be paid in annual installments, payable on April 15 and October 15 each year, or such other dates as the Company shall from time to time designate by notice. The Company reserves the right to change the date of payment of interest and principal at any time by notice, or cause to be designated by notice, to the registrant. The Company reserves the right to change the date of payment of interest and principal at any time by notice, or cause to be designated by notice, to the registrant. The Company reserves the right to change the date of payment of interest and principal at any time by notice, or cause to be designated by notice, to the registrant. The Company reserves the right to change the date of payment of interest and principal at any time by notice, or cause to be designated by notice, to the registrant. The Company reserves the right to change the date of payment of interest and principal at any time by notice, or cause to be designated by notice, to the registrant.

The bonds shall consist of bonds registered as to principal and interest in the name of the payee and in such years as determined at the time of sale by an Authorized Officer.
The Bonds shall be signed by the County Treasurer of the County, which shall have the seal of the County impressed or imprinted on the Bonds. The Bonds shall be valid until the authorized representative of the Transfer Agent for authentication and be delivered to the purchaser in accordance with instructions from the County Treasurer of the County upon payment of the purchase price for the Bonds. The County Treasurer is hereby authorized to open a separate depositary account with a bank or trust company, designated as a special trust account for the purpose of depositing the proceeds from the sale of the Bonds. The proceeds from the sale of the Bonds shall be held in trust and held as security for the payment of the principal and interest on the Bonds, and shall be available for the payment of the principal and interest on the Bonds at the time of sale. The proceeds shall be deposited in trust and held as security for the payment of the principal and interest on the Bonds, and shall be available for the payment of the principal and interest on the Bonds at the time of sale. The proceeds shall be deposited in trust and held as security for the payment of the principal and interest on the Bonds, and shall be available for the payment of the principal and interest on the Bonds at the time of sale.
6. Bonds. The Bonds shall be in substantially the following form:

Bonds shall be transferred to the Debt Retirement Fund for the Bonds
establishment of the Escrow Fund, any moneys remaining in the debt retirement funds for the Prior
encumbrances to maturity or the call for redemption required by this paragraph. Following
become due pursuant to maturity or the call for redemption. Interest and redemption premiums on the Prior Bonds as they
redeem, upon notice, on any call date, as specified by the County. The investments held in the Escrow
redeem, upon notice, on any call date, as specified by the County. The investments held in the Escrow
Prior Bonds specified by the County upon sale of the Bonds, including publication and mailing of

Funds are on hand with the transfer agent to redeem said bond or portion thereof.

Notice of redemption shall be given to the registered owner of any bond or portion thereof called for redemption by mailing or such notice not less than thirty (30) days prior to the date fixed for redemption to the registered owner of record at the address shown on the registration statement or such other address to which such person may direct the transfer agent. The holders of any such called for redemption bonds are hereby notified that the trustee is entitled to receive interest in the redemption of such bonds at the rates set forth in the indenture of trust hereinto referred.

The County, at its option, may extend the date of each such maturity date.

Principal Amount:

Date of Original Issue: April 1, 2015

Cusip: 207807555

Date of Maturity: __, __________

% Interest Rate: __________

REDEEMING BOND, SERIES 2015B

GENERAL OBLIGATION LIMITED TAX COMMUNICATIONS SYSTEM

COUNTY OF ST. CLAIR

STATE OF MICHIGAN

UNITED STATES OF AMERICA
el economic benefit to the County, to obtain funds on the Bonds, and to take all other actions necessary
cases the qualification of the Bonds. Therefore, if the assignment of such insurance would be of
interest or that the assignment of such insurance would not. The assignment of such insurance would be of
interest or that the assignment of such insurance would not.

14. Authorization of other Actions. The Authorized Officers are hereby authorized and
directed to take such action and to execute and deliver such instruments, in the County’s best interest, as
may be necessary or advisable for the purpose of raising the Bonds.

15. Appointment of Financial Advisor. The County hereby appoints Bennett, Koonce, &
Co., Municipal Financial Advisors, as registered municipal bond advisors with respect to the Bonds.

16. Appointment of Bond Counsel. The County hereby appoints Bond Counsel, which is
notwithstanding the periodic representation by Miller, Canfield, Paddock and Stone, P.C. in
unrelated matters of public or potential parties to the Resolution, to render periodic representation
by Miller, Canfield, Paddock and Stone, P.C. in unrelated matters of public or potential parties to
the Resolution, to render periodic representation by Miller, Canfield, Paddock and Stone, P.C., as
Bond Counsel for the Bonds, as hereinafter provided.

17. Appointment of Bond Counsel. The County hereby appoints Bond Counsel, as
hereinafter provided.

18. Purpose of Escrow. The purpose of the funds secured by the bonds is to provide
such funds for the construction, maintenance, and operation of the Project, as hereinafter
provided.

19. Differentiation of Uses. The different uses of the funds secured by the bonds are
as hereinafter provided.

20. Tax Covenant. The County shall, to the extent permitted by law, take all actions
within its power to ensure that the funds secured by the bonds are not used for any purpose not
provided for herein.

21. Approval of Bond Terms. The Authorized Officers are hereby authorized to
approve the terms and conditions of the Bonds.

22. Sale of Bonds. The Authorized Officers are hereby authorized to sell the Bonds
and deliver the proceeds therefor, and to execute and deliver such instruments, as hereinafter
provided.

23. Authorization of Other Actions. The Authorized Officers are hereby authorized to
take all other actions necessary to complete the sale of the Bonds, and in pursuance of the
foregoing, and deliver the proceeds therefor, and to execute and deliver such instruments, as
hereinafter provided.

24. Definition of Terms. The Board of Commissioners has considered the opinion of selling the
Bonds in connection with the sale of the Bonds, and the Board of Commissioners hereby approves
the sale of the Bonds.
The provisions of this Resolution be and the same hereinafter
repealed.

Concurred: Resolution. All resolutions and parts of resolutions insofar as they conflict with
parties, to enable the issuance, sale and delivery of the Bonds as contemplated herein,
or advisable, and make such other things with the Michigan Department of Treasury or with other

ABSTAIN:

NAYS:

YES:

RESOLUTION DECLARED ADOPTED.