

APPROVED BY THE BOARD OF COUNTY
COMMISSIONERS AT THEIR MEETING

~~AUG 20 1991~~ *[Signature]*

RESOLUTION NO. 91-B-04

A RESOLUTION of the Board of County Commissioners of Orange County, Florida approving the issuance by the Orange County Health Facilities Authority of its Adjustable Rate Revenue Bonds, Series 1991A (Orlando Regional Medical Center Project) in an aggregate principal amount not to exceed \$60,000,000 for the benefit of Orlando Regional Medical Center, Inc., a Florida not-for-profit corporation.

WHEREAS, the Orange County Health Facilities Authority (the "Authority") has been created pursuant to Chapter 74-323, Laws of Florida 1974, being Part III of Chapter 154 of the Florida Statutes, as amended, known as the Health Facilities Authorities Law (the "Act"), and is authorized to issue revenue bonds for the benefit of a "health facility", as defined in the Act; and

WHEREAS, Orlando Regional Medical Center, Inc., a Florida not-for-profit corporation (the "Medical Center") and a health facility within the meaning of the Act, has requested the Authority to issue its Adjustable Rate Revenue Bonds, Series 1991A (Orlando Regional Medical Center Project) in an aggregate principal amount not to exceed \$60,000,000 (the "Series 1991A Bonds") and to loan the proceeds thereof to the Medical Center; and

WHEREAS, the proceeds of the Series 1991A Bonds will be used by the Medical Center to (i) reimburse the Medical Center for its prior payment of the costs of certain capital improvements to its health care facilities known as ORMC-Downtown Division, Arnold Palmer Hospital and Sand Lake Hospital (the "Medical Center Facilities"), (ii) fund reserves for debt service and capitalized interest, if deemed necessary or advisable by the Authority and the Medical Center, (iii) pay credit enhancement fees, if credit enhancement for the Series 1991A Bonds is deemed advisable by the Authority and the Medical Center, and (iv) pay certain expenses incurred in connection with the issuance of the Series 1991A Bonds; and

WHEREAS, the Medical Center Facilities are located at 1414 Kuhl Avenue, Orlando, Florida; 85 West Miller, Orlando, Florida; 92 West Miller, Orlando, Florida; and 9400 Turkey Lake Road, Orlando, Florida; and are owned and operated by the Medical Center; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires approval by the Board of

County Commissioners of Orange County, Florida, as the "applicable elected representative" under such Section 147(f), of the issuance of the Series 1991A Bonds after a public hearing following reasonable public notice; and

WHEREAS, attached hereto as Exhibits A and B, respectively, are copies of the publisher's affidavit evidencing publication of the Notice of Public Hearing and the Minutes of a Public Hearing held by the Authority on August 15, 1991;

NOW, THEREFORE, Be It Resolved by the Board of County Commissioners of Orange County, Florida, as follows:

Section 1. The issuance by the Authority of the Series 1991A Bonds in an aggregate principal amount not to exceed \$60,000,000 for the purposes set forth above is hereby approved.

Section 2. The Series 1991A Bonds shall not constitute a debt, liability or obligation of Orange County, Florida, the State of Florida or any political subdivision thereof or a pledge of the faith and credit of Orange County, Florida, the State of Florida or any political subdivision thereof, but shall be limited obligations of the Authority payable solely from and secured by a pledge of payments made by the Medical Center.

Section 3. The approval given herein shall be solely for the purpose of satisfying the requirements of Section 147(f) of the Code and shall not be construed as an approval of any necessary rezoning application or any regulatory permits required in connection with the issuance of the Series 1991A Bonds, and this Board shall not be construed by virtue of its adoption of this Resolution to have waived, or be estopped from asserting, any rights or responsibilities it may have in that regard.

Section 4. This Resolution shall take effect immediately upon its adoption.

ADOPTED this 20th day of August, 1991.

ORANGE COUNTY, FLORIDA

By Bill Donegan
~~COMMISSIONER~~ Chairman BILL Donegan
FOR THE COUNTY CHAIRMAN

[SEAL]

Attest:

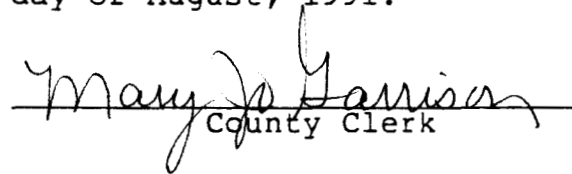
Mary D. Garrison
County Clerk

STATE OF FLORIDA)
) SS
COUNTY OF ORANGE)

The undersigned does hereby certify that the attached is a true and correct copy of the Resolution duly adopted by the Board of County Commissioners of Orange County, Florida (the "Board") at its meeting held on August 20, 1991.

The undersigned further certifies that the ayes and nays taken on passage of the Resolution have been entered in the minutes of the Board and that provision has been made for the preservation of the Resolution.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal of the Board this 23rd day of August, 1991.


County Clerk

(SEAL)

Published Daily
Orlando, Orange County, Florida

ADVERTISING CHARGE \$222.08

State of Florida)
) SS
COUNTY OF ORANGE

Before the undersigned authority personally appeared _____
CANDACE CODY

_____, who on oath says that she is the Legal Advertising Representative of the Orlando Sentinel, a Daily newspaper published at Orlando, in Orange County, Florida; that the attached copy of advertisement, being a _____
PUBLIC HEARING

—ADJUSTABLE RATE REVENUE BONDS—
_____ in the _____ Court,

was published in said newspaper in the issues of _____
JULY 31, 1991

Affiant further says that the said Orlando Sentinel is a newspaper published at Orlando, in said Orange County, Florida, and that the said newspaper has heretofore been continuously published in said Orange County, Florida, each Week Day and has been entered as second-class mail matter at the post office in Orlando, in said Orange County, Florida for a period of one year next preceding the first publication of the attached copy of advertisement; and affiant further says that he/she has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing this advertisement for publication in the said newspaper.

Candace Cody

Sworn to and subscribed before me this _____ 1st _____ day

of _____ AUGUST _____ A.D., 19 _____ 91

Maenni R. Lucena

Notary Public State of Florida at Largo
My Commission Expires August 28, 1994
Bonded thru Brown & Brown Inc AD-262



NOTICE OF PUBLIC HEARING
PUBLIC NOTICE IS HEREBY GIVEN that a public hearing will be held on Thursday, August 15, 1991, at 4:00 p.m., in the First Floor Meeting Room of the Orange County Administration Center, 201 South Rosalind Avenue, Orlando, Florida, by the Orange County Health Facilities Authority (the "Authority") regarding a plan to issue its Adjustable Rate Revenue Bonds, Series 1991A (Orlando Regional Medical Center Project) in an aggregate principal amount not to exceed \$80,000,000 (the "Series 1991A Bonds") for the benefit of Orlando Regional Medical Center, Inc., a Florida not-for-profit corporation (the "Medical Center"). The proceeds of the Series 1991A Bonds will be loaned to the Corporation and used to (i) reimburse the Medical Center for its prior payment of the costs of certain capital improvements to its health care facilities known as ORMC-Downtown Division, Arnold Palmer Hospital and Sand Lake Hospital (the "Medical Center Facilities"); (ii) fund reserves for debt service, if deemed necessary or advisable by the Authority and the Corporation; (iii) pay credit enhancement fees, if credit enhancement for the Series 1991 Bonds is deemed advisable by the Authority and the Corporation; and (iv) pay certain other expenses incurred in connection with the issuance of the Series 1991A Bonds.
The Medical Center Facilities are located at 1414 Kuhl Avenue, Orlando, Florida; 85 West Miller, Orlando, Florida; 92 West Miller, Orlando, Florida; and 9400 Turkey Lake Road, Orlando, Florida, and are owned and operated by the Medical Center.
The public hearing is required by Section 147(f) of the Internal Revenue Code of 1986, as amended. Interested individuals are invited to express their views, both orally and in writing, on the proposed issuance of the Series 1991 Bonds. Comments at the public hearing are invited. Written comments may be submitted to the Authority in care of its counsel, Gray, Harris & Robinson, P.A., Suite 1200, Southeast Bank Building, 201 East Pine Street, P.O. Box 3068, Orlando, Florida 32802, Attention: Richard M. Robinson, Esq., until 5:00 p.m. on August 14, 1991. Additional information can be obtained from the Authority at the address listed immediately above.

above.

NOTICE IS HEREBY ALSO GIVEN that the Authority will meet in public session following the public hearing for the purpose of considering for adoption resolutions bearing the following titles and considering such other business as may properly come before the Authority at said meeting:

1. A **RESOLUTION** (i) authorizing the issuance by the Orange County Health Facilities Authority (the "Authority") of Orange County Health Facilities Authority Adjustable Rate Revenue Bonds, Series 1991A (Orlando Regional Medical Center Project) in an aggregate principal amount not to exceed \$60,000,000 (the "Series 1991A Bonds") to (a) reimburse Orlando Regional Medical Center, Inc. for its prior payment of the costs of certain capital improvements to its health care facilities; (ii) authorizing the execution and delivery of a Trust Indenture securing the Series 1991A Bonds and a Loan Agreement providing for the loan of the proceeds thereof to the Corporation; (iii) approving Supplemental Indenture Number 7, supplementing a Master Trust Indenture previously approved by the Authority; (iv) providing for credit support for the Series 1991A Bonds; (v) providing that the Series 1991A Bonds shall not constitute a debt, liability or obligation of Orange County, Florida or of the State of Florida or of any political subdivision thereof but shall be payable solely from the revenues provided therefor; (vi) electing not to validate the Series 1991A Bonds; and (vii) making other provisions with respect thereto; and

2. A **RESOLUTION** confirming the sale of the Orange County Health Facilities Authority First Mortgage Revenue Bonds (RHA-Princeton Hospital, Inc. Project), Series 1991 (the "Series 1991 Bonds"); fixing the rates of interest thereon; providing that the Series 1991 Bonds shall not constitute a debt, liability or obligation of Orange County, Florida or of the State of Florida or of any political subdivision thereof but shall be payable solely from the revenues provided therefor and that neither the faith and credit nor any taxing power of Orange County, Florida or of the State of Florida or of any political subdivision thereof is pledged to the payment of the principal of premium, if any, or interest on the Series 1991 Bonds; and making other provisions with respect thereto.

The Series 1991 Bonds referred to in the foregoing title will not exceed \$46,000,000 in aggregate principal amount.

Pursuant to Section 286.0105 of the Florida Statutes, as amended, the Authority hereby advises that if any person decides to appeal any decision made by the Authority with respect to any matter considered at such public hearing and meeting, such person will need a record of the proceedings and, for such purpose, may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and the evidence upon which the appeal is to be based.

NOTICE DATED: July 31, 1991

ORANGE COUNTY
HEALTH FACILITIES
AUTHORITY
/s/Jack Martin
Chairman

CL-957 Jul. 31, 1991

Exhibit "B"

MINUTES OF A PUBLIC HEARING of the Orange County Health Facilities Authority held in the First Floor Meeting Room at the Orange County Administration Center, Orlando, Florida, at 4:00 P.M., on Thursday, August 15, 1991.

The Orange County Health Facilities Authority (the "Authority") held a public hearing with the following members present:

Jack Martin , Chairman
Linda M. Shaughnessy , Vice Chairman
Faye Agoes , Member
Louis C. Murray, M.D. , Member
_____ , Member

and the following members absent:

Fran Pignone

At 4:00 P.M., the _____ Chairman of the Authority called the public hearing to order. The _____ Chairman stated that the purpose of the meeting was to conduct a public hearing, pursuant to published notice as required by law (Section 147(f) of the Internal Revenue Code of 1986, as amended), on the proposed issuance by the Authority of tax-exempt bonds in an aggregate principal amount not to exceed \$60,000,000 (the "Series 1991 Bonds"), the proceeds of which will be loaned to Orlando Regional Medical Center, Inc., a Florida not-for-profit corporation, for the purposes described in said notice.

The _____ Chairman stated that the notice of the public hearing was published on July 31, 1991 in The Orlando Sentinel, a newspaper of general circulation in Orange County, Florida. The _____ Chairman further stated that the publisher's affidavit for the above-described publication, with newspaper clipping attached, is forthcoming and, upon receipt, shall be placed on file in the office of the Authority as part of the permanent records of the Authority.

The _____ Chairman then announced that all interested persons wishing to contend for or protest against the issuance by the Authority of the Series 1991 Bonds would be heard and that all oral or written statements would be considered.

All interested persons wishing to speak were then given the full opportunity to be heard; the persons so speaking being as follows:

Name	Address
NONE.	

A summary of the views so expressed, if any, is attached hereto.

All interested persons wishing to file written statements were given the full opportunity to do so; the persons filing written statements being as follows:

Name	Address
NONE.	

Copies of all such written statements, if any, are attached hereto.

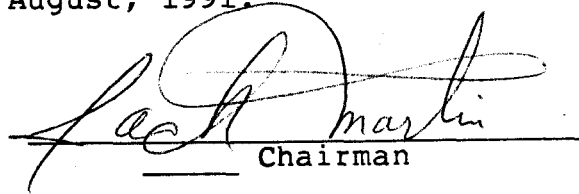
Prior to the public hearing, the Authority solicited written statements from interested persons pursuant to an invitation set forth in the public notice referred to above; the persons filing written statements with the Authority pursuant to such invitation being as follows:

Name	Address
NONE.	

Copies of all such written statements, if any, are attached hereto.

Thereupon, after all persons desiring to speak or submit written statements had been permitted to do so, the _____ Chairman stated that the public hearing on the proposed issuance of the Series 1991 Bonds by the Authority was concluded.

DATED this 15th day of August, 1991.


Chairman

[Seal]

ATTEST:


Member