

JAN 31 1983

RESOLUTION NO. 83-B-10

A RESOLUTION APPROVING THE ISSUANCE AND SALE OF \$29,625,000 ORANGE COUNTY CIVIC IMPROVEMENT CORPORATION, INC. REVENUE BONDS, SERIES 1983 (COUNTY ADMINISTRATIVE FACILITIES), AUTHORIZING THE EXECUTION OF A FIRST SUPPLEMENTAL LEASE AND A FIRST SUPPLEMENTAL GROUND LEASE IN THAT CONNECTION AND THE CALL FOR REDEMPTION OF THE OUTSTANDING REVENUE BONDS, SERIES 1982 (COUNTY ADMINISTRATIVE FACILITIES), CONCURRING WITH THE BOARD OF DIRECTORS OF ORANGE COUNTY CIVIC IMPROVEMENT CORPORATION, INC. THAT THE NEGOTIATED SALE OF SAID BONDS IS IN THE BEST INTEREST OF ORANGE COUNTY AND THAT AN EMERGENCY EXISTS, AND MAKING OTHER PROVISIONS IN CONNECTION THEREWITH.

WHEREAS, there has been filed with the Board of County Commissioners of Orange County, Florida, a resolution adopted by the Board of Directors of Orange County Civic Improvement Corporation, Inc., a Florida not-for-profit corporation, adopted this date and captioned as follows:

A RESOLUTION AUTHORIZING THE ISSUANCE AND CONFIRMING THE SALE OF \$29,625,000 REVENUE BONDS, SERIES 1983 (COUNTY ADMINISTRATIVE FACILITIES) OF ORANGE COUNTY CIVIC IMPROVEMENT CORPORATION, INC., AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND PURCHASE AGREEMENT, AN OFFICIAL STATEMENT, A FIRST SUPPLEMENTAL LEASE AND A FIRST SUPPLEMENTAL GROUND LEASE AND A FIRST SUPPLEMENTAL INDENTURE IN CONNECTION THEREWITH, AUTHORIZING THE USE OF AN OFFICIAL STATEMENT, CALLING FOR REDEMPTION THE OUTSTANDING REVENUE BONDS, SERIES 1982 (COUNTY ADMINISTRATIVE FACILITIES) OF THE CORPORATION, FINDING THAT AN EMERGENCY EXISTS AND WAIVING ANY NOTICE REQUIREMENTS, DECLARING THAT A NEGOTIATED SALE IS IN THE BEST INTERESTS OF THE CORPORATION, THE COUNTY AND ITS CITIZENS, AND MAKING OTHER PROVISIONS IN CONNECTION WITH SAID BONDS.

WHEREAS, this Board of County Commissioners desires to express its approval of and concurrence in the action taken by said Corporation in adopting said Resolution;

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

Section 1. That the resolution of Orange County Civic Improvement Corporation, Inc. adopted on the date of this resolution and referred to in the preamble hereto is hereby approved and concurred in by this Board of County Commissioners and ordered recorded with the minutes of this meeting.

Section 2. That in order to cause the Ground Lease and the Lease dated February 1, 1982, and amended on September 28, 1982, between the Company and the County to acknowledge that the bonds referred to therein are the Series 1983 Bonds, this Board of County Commissioners hereby authorizes the execution and delivery on behalf of Orange County, Florida, of a First Supplemental Lease and a First Supplemental Ground Lease in suitable form. Said First Supplemental Lease and First Supplemental Ground Lease shall be executed by the Chairman of the Board of County Commissioners and attested by the Clerk thereof under the official seal of the County.

Section 3. That this Board of County Commissioners hereby approves (i) the bonds to be issued by said Corporation under the terms of a First Supplemental Indenture to be in substantially the form attached as Exhibit B to said corporate resolution, and (ii) the call for redemption of the Outstanding Revenue Bonds,

Series 1982 (County Administrative Facilities) as provided in said corporate resolution.

Section 4. That this Board of County Commissioners hereby approves and ratifies the action of the Board of Directors of said Corporation in entering into a Bond Purchase Agreement in substantially the form attached as Exhibit C to said corporate resolution.

Section 5. That the Chairman and Clerk of this Board of County Commissioners, or either of them, are hereby authorized to execute and deliver, on behalf of Orange County, any other documents which may be necessary or helpful in connection with the transaction above contemplated.

Section 6. That this Board of County Commissioners at public meeting hereby finds and determines that under the conditions currently prevailing in the market for municipal bonds generally, bonds of the type described above may most advantageously be sold at negotiated sale; therefore, it is necessary and in the best interests of Orange County that said bonds be sold at negotiated rather than at public sale. This Board further approves and adopts the findings and declarations of the Corporation that a bona fide emergency exists.

Section 7. That this resolution shall take immediate effect.

PASSED AND ADOPTED this 31st day of January, 1983.

ATTEST:

Thomas H. Lach
County Comptroller

Law Tremblay
Chairman, Board of County
Commissioners

STATE OF FLORIDA)
) SS
COUNTY OF ORANGE)

We, the undersigned Chairman and members of the Board of County Commissioners of Orange County, Florida, recognizing that the purchasers and subsequent holders of the Orange County Civic Improvement Corporation, Inc. Revenue Bonds, Series 1983 (County Administrative Facilities), referred to in the foregoing resolution, will have accepted such Bonds in reliance upon this certificate, do hereby certify, individually and collectively, that no two or more of us, meeting together in any meeting which was not open to the public or of which the public did not have notice, reached any prior conclusion concerning whether the action taken by said resolution or any act thereof should be recommended as an action to be taken or not taken by said Board of County Commissioners:

WITNESS our official signatures:

Ron Treadway
Chairman
Nora M. Carter
Commissioner
Bob Howell
Commissioner
Tom Harman
Commissioner
Hal Garston
Commissioner

Subscribed and sworn to before me, a Notary Public in the State and County aforesaid, this 14th day of February, 1983.

(NOTARIAL SEAL)

Charles L. DeLeon
Notary Public
State of Florida at Large
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES JAN 25 1986
BONDED thru GENERAL INS. UNDERWRITERS

STATE OF FLORIDA)
)
COUNTY OF ORANGE)

I, THOMAS H. LOCKER, the duly qualified and acting County Comptroller of Orange County, Florida, do hereby certify according to the official records of said County in my possession that the above and foregoing constitutes a true and correct excerpt from the minutes of the meeting of the Board of County Commissioners of said County held on January 31, 1983, including a resolution adopted at said meeting, and exhibits attached thereto, insofar as said minutes pertain to the matters above set out.

I further certify that the ayes and nays taken on the passage of said resolution have been entered in the minutes of said Board of County Commissioners and that provision has been made for the preservation and indexing of said resolution, which is open for inspection by the public at all reasonable times at my office in the County Courthouse of said County.

WITNESS my official signature and the official seal of Orange County this 14th day of February, 1983.



County Comptroller

(SEAL)