

RESOLUTION NO. \_\_\_\_\_

**RESOLUTION OF THE CITY OF GREENSBURG REDEVELOPMENT COMMISSION AUTHORIZING ISSUANCE OF BONDS FOR THE PURPOSE OF PROVIDING FUNDS TO BE APPLIED TO PAY FOR THE CONSTRUCTION OF CERTAIN IMPROVEMENTS TO VETERAN'S WAY AND RELATED UTILITY AND OTHER IMPROVEMENTS, AND INCIDENTAL EXPENSES IN CONNECTION THEREWITH AND ON ACCOUNT OF THE ISSUANCE OF THE BONDS**

**WHEREAS**, within the City of Greensburg, Indiana, a governmental unit and political subdivision of the State (the "City"), there is created the City of Greensburg Redevelopment District (the "District"), governed by the City of Greensburg Redevelopment Commission (the "Commission"); and

**WHEREAS**, the Commission deems it advisable to issue the "City of Greensburg, Indiana, Redevelopment District Tax Increment Revenue Bonds, Series 2014 (Veteran's Way Project)" (the "2014 Bonds"), in one or more series, in an original aggregate principal amount not to exceed Nine Million Five Hundred Thousand Dollars (\$9,500,000) (the "Authorized Amount") for the purpose of providing for the payment of all or any portion of (a) the construction of improvements to Veteran's Way, including real estate acquisition, water and sanitary sewer utility improvements, and other related improvements (the "Project"); (b) reimbursement of preliminary expenses related thereto and all incidental expenses incurred in connection therewith, including necessary engineering, design, supervisory and related activities, and (if deemed necessary) and capitalized interest (all of which are deemed to be a part of the Project); and (c) the costs of selling and issuing the Bonds; and

**WHEREAS**, pursuant to IC 36-7-14 and IC 36-7-25 (collectively, the "Act"), the Commission has previously created the Expanded SR 3 Corridor Development Economic Development Area (the "Economic Development Area"), has designated the entire area as the Expanded SR 3 Corridor Development Economic Development Allocation Area (the "Allocation Area") for purposes of the allocation and distribution of property taxes under IC 36-7-14-39, and has created the Expanded SR 3 Corridor Development Economic Development Allocation Area Fund (the "Allocation Fund") pursuant to IC 36-7-14-39; and

**WHEREAS**, the entire Project is located in or directly serves and benefits the Economic Development Area;

**WHEREAS**, it would be of public utility and benefit and in the best interests of the District and its citizens to pay the costs of the Project and of the sale and issuance of the 2014 Bonds; and

**WHEREAS**, the amount of proceeds of the 2014 Bonds allocated to pay costs of the Project, together with estimated investment earnings thereon, does not exceed the cost of the Project as estimated by the Commission; and

**WHEREAS**, the Commission did not include the proceeds of the 2014 Bonds in the regular budget for the year 2014; and

**WHEREAS**, there are insufficient funds available or provided for in the existing budget and tax levy which may be applied to the cost of the Project, and the issuance of the 2014 Bonds has been authorized to procure the necessary funds and an extraordinary emergency and necessity exists for the making of the additional appropriation set out herein; and

**WHEREAS**, notice of a hearing on said appropriation has been published as required by law; and

**WHEREAS**, such public hearing was held on July 23, 2014, on said appropriation at which all taxpayers and interested persons had an opportunity to appear and express their views regarding such additional appropriation; and

**WHEREAS**, the Commission reasonably expects to reimburse expenditures for the Project with the proceeds of the 2014 Bonds and the Commission desires to establish such intent pursuant to Treas. Reg. § 1.150-2 and Indiana Code § 5-1-14-6(c); and

**WHEREAS**, all conditions precedent to the adoption of a resolution authorizing the issuance of the 2014 Bonds have been complied with in accordance with the applicable provisions of the Act.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF GREENSBURG REDEVELOPMENT COMMISSION, GOVERNING BODY OF THE DISTRICT, AS FOLLOWS:**

**SECTION 1. Authorization for Bonds.** In order to provide financing for the Project as described above and the costs of selling and issuing the 2014 Bonds, the District shall borrow money, and the City, acting for and on behalf of the District, shall issue the 2014 Bonds as herein authorized. The Commission hereby declares its official intent to reimburse expenditures for the Project with proceeds of the Bonds received by the Commission. This Resolution constitutes a declaration of official intent to reimburse expenditures under Treas. Reg. § 1.150-2(e) and Indiana Code § 5-1-14-6(c).

**SECTION 2. Appropriation of Bond Proceeds.** The Commission hereby appropriates a sum not to exceed Nine Million Five Hundred Thousand Dollars (\$9,500,000), out of the proceeds of the 2014 Bonds, together with all investment earnings thereon, for the use of the Commission in paying the costs of the Project and the costs of issuing the 2014 Bonds. Such appropriation shall be in addition to all appropriations provided for in the existing budget and levy, and shall continue in effect until the completion of the Project. Any surplus of such proceeds shall be credited to the proper fund as provided by law. All actions previously taken in connection with such appropriation, including publication of the notice of the public hearing, be, and hereby are, ratified and approved. A certified copy of this resolution, together with such other proceedings and actions as may be necessary, shall be filed by the Clerk-Treasurer of the City (the "Fiscal Officer"), along with a report of the appropriation, with the Indiana Department of Local Government Finance.

**SECTION 3. General Terms of Bonds.**

(a) Issuance of 2014 Bonds. In order to procure said loan for such purposes, the Commission hereby authorizes the issuance of the 2014 Bonds as described herein. The Fiscal Officer is hereby authorized and directed to have prepared and to issue and sell the 2014 Bonds as negotiable, fully registered bonds of the District, in one or more series, in an aggregate amount not to exceed the Authorized Amount.

The 2014 Bonds shall be signed in the name of the City, acting for and on behalf of the District, by the manual or facsimile signature of the Mayor, as executive of the City (the "*Executive*") and attested by the manual or facsimile signature of the Fiscal Officer, who shall affix the seal of the City to each of the 2014 Bonds manually or shall have the seal imprinted or impressed thereon by facsimile or other means. In case any officer whose signature or facsimile signature appears on the 2014 Bonds shall cease to be such officer before the delivery of 2014 Bonds, such signature shall nevertheless be valid and sufficient for all purposes as if such officer had remained in office until delivery thereof. The 2014 Bonds also shall be, and will not be valid or become obligatory for any purpose or entitled to any benefit under this resolution unless and until, authenticated by the manual signature of the Registrar (as defined in Section 5 hereof).

The 2014 Bonds shall be numbered consecutively from R-1 upward, shall be issued in denominations of One Hundred Thousand Dollars (\$100,000) and integral multiples of One Thousand Dollars (\$1,000) above such amount, shall be originally dated as of the first day of the month in which the 2014 Bonds are sold or dated the date of delivery, as determined by the Fiscal Officer, and shall bear interest payable semi-annually commencing on a January 15 or July 15, no earlier than January 15, 2015, and continuing each January 15 and July 15 thereafter at a rate or rates not exceeding four percent (4.00%) per annum (the exact rate or rates to be determined by bidding or negotiation), calculated on the basis of a 360-day year comprised of twelve 30-day months. The 2014 Bonds shall mature on January 15 and July 15 of each year in the years and in the amounts determined by the Fiscal Officer at the time of the sale of the 2014 Bonds, provided that the final maturity shall be no later than twenty (20) years after the date of issuance of the 2014 Bonds.

All or a portion of the 2014 Bonds may be aggregated into and issued as one or more term bonds. The term bonds will be subject to mandatory sinking fund redemption with sinking fund payments and final maturities corresponding to the serial maturities described above. Sinking fund payments shall be applied to retire a portion of the term bonds as though it were a redemption of serial bonds, and, if more than one term bond of any maturity is outstanding, redemption of such maturity shall be made by lot. Sinking fund redemption payments shall be made in a principal amount equal to such serial maturities, plus accrued interest to the redemption date, but without premium or penalty. For all

purposes of this resolution, such mandatory sinking fund redemption payments shall be deemed to be required payments of principal which mature on the date of such sinking fund payments. Appropriate changes shall be made in the definitive form of 2014 Bonds, relative to the form of 2014 Bonds contained in this resolution, to reflect any mandatory sinking fund redemption terms.

(b) Advancement of Principal. The principal amount of the 2014 Bonds shall be advanced from time to time by registered owners of the 2014 Bonds to or upon the order of the President or Vice President of the Commission in order to pay, or as reimbursement to the Commission for payment made, for the costs of the Project and the costs of issuance of the 2014 Bonds, upon receipt by the registered owners of the 2014 Bonds of an advance request, substantially in the form attached hereto as Exhibit A (an "Advance Request").

Each Advance Request shall increase the principal amount of outstanding 2014 Bonds by an amount equal to the amount of such Advance Request. The unpaid principal amount of the 2014 Bonds shall be the total amounts advanced by the registered owners of the 2014 Bonds, from time to time, pursuant to Advance Requests, less the principal amount paid to the registered owners of the 2014 Bonds by maturity or redemption. An Advance Request may not be submitted by the Commission to the registered owners of the 2014 Bonds and the Trustee after August 1, 2019.

If on the date of the submission of the final Advance Request, the principal amount of the 2014 Bonds that has been advanced by the registered owners of the 2014 Bonds (taking into account the final Advance Request) is less than the Authorized Amount, then the amortization schedule of the 2014 Bonds shall be amended to provide as nearly as possible equal annual payments of principal of and interest on the 2014 Bonds, with each annual period consisting of July 15 of a year and January 15 of the following year.

(c) Source of Payment. Pursuant to the Act and IC 5-1-14-4, the Commission hereby pledges all allocated incremental taxes received on real property located in the Allocation Area in accord with IC 36-7-14-39 (the "Tax Increment") to the payment of the principal of and interest on the 2014 Bonds and any additional obligations issued on a parity therewith. The 2014 Bonds and any bonds ranking on a parity therewith, as to both principal and interest, shall not be a general obligation of the District or the City, but rather shall be limited and special obligations of the District payable solely from the Tax Increment. The District shall not be obligated to pay the 2014 Bonds or the interest thereon except from the Tax Increment, and the 2014 Bonds shall not constitute an indebtedness of the District, the City or any municipal corporation or political subdivision of the State of Indiana within the meaning of the provisions and limitations of the constitution of the State of Indiana.

(d) Payments. All payments of interest on the 2014 Bonds shall be paid by check mailed one business day prior to the interest payment date to the

registered owners thereof as of the first (1st) day of the month in which interest is payable (the "Record Date") at the addresses as they appear on the registration and transfer books of the Commission kept for that purpose by the Registrar (the "Registration Record") or at such other address as is provided to the Paying Agent (as defined in Section 5 hereof) in writing by such registered owner. Each registered owner of \$1,000,000 or more in principal amount of 2014 Bonds shall be entitled to receive interest payments by wire transfer by providing written wire instructions to the Paying Agent before the Record Date for any payment. All principal payments and premium payments, if any, on the 2014 Bonds shall be made upon surrender thereof at the principal office of the Paying Agent, in any U.S. coin or currency which on the date of such payment shall be legal tender for the payment of public and private debts, or in the case of a registered owner of \$1,000,000 or more in principal amount of 2014 Bonds, by wire transfer on the due date upon written direction of such owner provided at least fifteen (15) days prior to the maturity date or redemption date.

Interest on 2014 Bonds shall be payable from the interest payment date to which interest has been paid next preceding the authentication date thereof unless such 2014 Bonds are authenticated after the Record Date for an interest payment and on or before such interest payment date in which case they shall bear interest from such interest payment date, or unless authenticated on or before the Record Date for the first interest payment date, in which case they shall bear interest from the original date, until the principal shall be fully paid.

(e) Transfer and Exchange. Each 2014 Bond shall be transferable or exchangeable only upon the Registration Record, by the registered owner thereof in writing, or by the registered owner's attorney duly authorized in writing, upon surrender of such 2014 Bond together with a written instrument of transfer or exchange satisfactory to the Registrar duly executed by the registered owner or such attorney, and thereupon a new fully registered 2014 Bond or Bonds in the same aggregate principal amount, and of the same maturity, shall be executed and delivered in the name of the transferee or transferees or the registered owner, as the case may be, in exchange therefor. The costs of such transfer or exchange shall be borne by the Commission, except for any tax or governmental charges required to be paid in connection therewith, which shall be payable by the person requesting such transfer or exchange. The City, Commission, Registrar and Paying Agent may treat and consider the persons in whose names such 2014 Bonds are registered as the absolute owners thereof for all purposes including for the purpose of receiving payment of, or on account of, the principal thereof and interest and premium, if any, due thereon.

(f) Mutilated, Lost, Stolen or Destroyed Bonds. In the event any 2014 Bond is mutilated, lost, stolen or destroyed, the City may execute and the Registrar may authenticate a new bond of like date, maturity and denomination as that mutilated, lost, stolen or destroyed, which new bond shall be marked in a manner to distinguish it from the bond for which it was issued, provided that, in the case of any mutilated bond, such mutilated bond shall first be surrendered to

the Registrar, and in the case of any lost, stolen or destroyed bond there shall be first furnished to the Registrar evidence of such loss, theft or destruction satisfactory to the Fiscal Officer and the Registrar, together with indemnity satisfactory to them. In the event any such bond shall have matured, instead of issuing a duplicate bond, the City and the Registrar may, upon receiving indemnity satisfactory to them, pay the same without surrender thereof. The City and the Registrar may charge the owner of such 2014 Bond with their reasonable fees and expenses in this connection. Any 2014 Bond issued pursuant to this paragraph shall be deemed an original, substitute contractual obligation of the City, acting for and on behalf of the District, whether or not the lost, stolen or destroyed 2014 Bond shall be found at any time, and shall be entitled to all the benefits of this resolution, equally and proportionately with any and all other 2014 Bonds issued hereunder.

**SECTION 4. Terms of Redemption.** The 2014 Bonds maturing on or after January 15, 2025 are redeemable at the option of the Commission on thirty (30) days' notice, in whole or in part, in any order of maturities selected by the Commission and by lot within a maturity, on any date on or after September 1, 2024 and on such other terms as determined by the President of the Commission with the advice of the Commission's financial advisor, as evidenced by delivery of the form of 2014 Bonds to the Fiscal Officer.

Notice of redemption shall be mailed by first-class mail to the address of each registered owner of a 2014 Bond to be redeemed as shown on the Registration Record not more than sixty (60) days and not less than thirty (30) days prior to the date fixed for redemption except to the extent such redemption notice is waived by owners of 2014 Bonds redeemed, provided, however, that failure to give such notice by mailing, or any defect therein, with respect to any 2014 Bond shall not affect the validity of any proceedings for the redemption of any other 2014 Bonds. The notice shall specify the date and place of redemption, the redemption price and the CUSIP numbers, if any, of the 2014 Bonds called for redemption. The place of redemption may be determined by the Commission. Interest on the 2014 Bonds so called for redemption shall cease on the redemption date fixed in such notice if sufficient funds are available at the place of redemption to pay the redemption price on the date so named, and thereafter, such 2014 Bonds shall no longer be protected by this resolution and shall not be deemed to be outstanding hereunder, and the holders thereof shall have the right only to receive the redemption price.

All 2014 Bonds which have been redeemed shall be canceled and shall not be reissued; provided, however, that one or more new registered bonds shall be issued for the unredeemed portion of any 2014 Bond without charge to the holder thereof.

No later than the date fixed for redemption, funds shall be deposited with the Paying Agent or another paying agent to pay, and such agent is hereby authorized and directed to apply such funds to the payment of, the 2014 Bonds or portions thereof called for redemption, including accrued interest thereon to the redemption date. No payment shall be made upon any 2014 Bond or portion thereof called for redemption until such bond shall have been delivered for payment or cancellation or the Registrar shall have received the items required by this resolution with respect to any mutilated, lost, stolen or destroyed bond.

**SECTION 5. Appointment of Registrar and Paying Agent.** The Fiscal Officer or a financial institution designated by the Fiscal Officer is hereby appointed to serve as registrar and paying agent for the 2014 Bonds (together with any successor, the “Registrar” or “Paying Agent”). The Registrar is hereby charged with the responsibility of authenticating the 2014 Bonds, and shall keep and maintain the Registration Record at its office. The Executive is hereby authorized to enter into such agreements or understandings with any such institution as will enable the institution to perform the services required of the Registrar and Paying Agent. The Fiscal Officer is authorized to pay such fees as any such institution may charge for the services it provides as Registrar and Paying Agent.

The Registrar and Paying Agent may at any time resign as Registrar and Paying Agent by giving thirty (30) days written notice to the Commission and to each registered owner of the 2014 Bonds then outstanding, and such resignation will take effect at the end of such thirty (30) days or upon the earlier appointment of a successor Registrar and Paying Agent by the Commission. Such notice to the Commission may be served personally or be sent by first-class or registered mail. The Registrar and Paying Agent may be removed at any time as Registrar and Paying Agent by the Commission, in which event the Commission may appoint a successor Registrar and Paying Agent. The Commission shall notify each registered owner of the 2014 Bonds then outstanding of the removal of the Registrar and Paying Agent. Notices to registered owners of the 2014 Bonds shall be deemed to be given when mailed by first-class mail to the addresses of such registered owners as they appear on the Registration Record. Any predecessor Registrar and Paying Agent shall deliver all the 2014 Bonds, cash and investments related thereto in its possession and the Registration Record to the successor Registrar and Paying Agent. At all times, the same entity shall serve as Registrar and as Paying Agent.

**SECTION 6. Form of Bonds; Authorization for Book-Entry System.** (a) The form and tenor of the 2014 Bonds shall be substantially as follows, all blanks to be filled in properly and all necessary additions and deletions to be made prior to delivery thereof:

R-\_\_\_\_\_

UNITED STATES OF AMERICA

STATE OF INDIANA

COUNTY OF DECATUR

CITY OF GREENSBURG, INDIANA  
 REDEVELOPMENT DISTRICT TAX INCREMENT  
 REVENUE BOND, SERIES 2014  
 (VETERAN’S WAY PROJECT)

<u>Interest</u> <u>Rate</u>	<u>Original</u> <u>Date</u>	<u>Authentication</u> <u>Date</u>	<u>CUSIP</u>
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REGISTERED OWNER:

PRINCIPAL SUM:

Dollars (\$\_\_\_\_\_)

The City of Greensburg, Indiana (the “City”), acting for and on behalf of the City of Greensburg Redevelopment District (which District includes all of the territory within the corporate boundaries of Greensburg, Indiana), for value received, hereby promises to pay to the Registered Owner set forth above, the Principal Sum set forth above or such lesser amount as has been advanced hereunder in accordance with the Resolution (as defined herein) (unless this bond is subject to and is called for redemption prior to maturity as hereafter provided), and to pay interest thereon until the Principal Sum shall be fully paid at the Interest Rate per annum specified above from the interest payment date to which interest has been paid next preceding the Authentication Date of this bond unless this bond is authenticated after the first day of the month of preceeding the interest payment date (the “Record Date”) and on or before such interest payment date in which case it shall bear interest from such interest payment date, or unless this bond is authenticated on or before \_\_\_\_\_ in which case it shall bear interest from the Original Date, which interest is payable semi-annually on January 15 and July 15 of each year, beginning on \_\_\_\_\_. Interest shall be calculated on the basis of a 360-day year comprised of twelve 30-day months.

The outstanding principal amount of this bond shall be the total amounts advanced by the registered owner from time to time pursuant in accordance with the Resolution (as hereinafter defined), less any prior repayment by maturity or redemption. The principal of this bond advanced by the registered owner shall be payable on each January 15 and July 15, commencing on [July 15, 2015 and ending on January 15, 2034], as set forth on Exhibit A hereto. The maturity schedule shall be amended under the conditions set forth in the Resolution.

The principal of and premium, if any, on this bond are payable at the principal office of \_\_\_\_\_ (the “Registrar” or “Paying Agent”), in \_\_\_\_\_, Indiana. All payments of interest on this bond shall be paid by check mailed one business day prior to the interest payment date to the Registered Owner as of the Record Date at the address as it appears on the registration books kept by the Registrar or at such other address as is provided to the Paying Agent in writing by the Registered Owner. Each Registered Owner of \$1,000,000 or more in principal amount of bonds shall be entitled to receive interest payments by wire transfer by providing written wire instructions to the Paying Agent before the Record Date for any payment. All payments of principal of and premium, if any, on this bond shall be made upon surrender thereof at the principal office of the Paying Agent in any U.S. coin or currency which on the date of such payment shall be legal tender for the payment of public and private debts, or in the case of a Registered Owner of \$1,000,000 or more in principal amount of 2014 Bonds, by wire transfer on the due date upon written direction of such owner provided at least fifteen (15) days prior to the maturity date or redemption date.

This bond is one of an authorized issue of bonds of the District of like original date, tenor and effect, except as to denomination, numbering, interest rates, redemption terms and dates of maturity, in the total amount of \_\_\_\_\_ Dollars (\$\_\_\_\_\_), numbered consecutively from R-1 upward, issued for the purpose of providing funds for the payment of costs of the construction of improvements to Veteran's Way and related utility and other improvements, and for the purpose of paying incidental expenses to be incurred in connection therewith and on account of the sale and issuance of bonds therefor, as authorized by Resolution No. \_\_\_\_\_ adopted by the City of Greensburg Redevelopment Commission (the "Commission") on the 23rd day of July, 2014, entitled "Resolution of the City of Greensburg Redevelopment Commission Authorizing Issuance of Bonds for the Purpose of Providing Funds to be Applied to Pay for Improvements to Veteran's Way and Related Utility and Other Improvements, and Incidental Expenses in Connection Therewith and on Account of the Issuance of the Bonds" (the "Resolution"), and in accordance with the provisions of Indiana law, including without limitation IC 36-7-14 and IC 36-7-25, and other applicable laws, as amended (collectively, the "Act"), all as more particularly described in the Resolution. The owner of this bond, by the acceptance hereof, agrees to all the terms and provisions contained in the Resolution and the Act.

This bond and all other bonds of this issue and any other bonds issued hereafter on a parity therewith are payable solely from allocated incremental taxes received on real property located in the Expanded SR 3 Corridor Development Economic Development Allocation Area (the "Allocation Area") received by the District in accord with IC 36-7-14-39 (the "Tax Increment"). The District irrevocably pledges the Tax Increment to the prompt payment of the principal of and interest on the bonds authorized by the Resolution, of which this is one, and any bonds ranking on a parity therewith, to the extent necessary for such purposes. Reference is made to the Resolution for a more complete statement of the revenues from which and conditions under which this bond is payable, a statement of the conditions on which obligations may hereafter be issued on parity with this bond, the manner in which the Resolution may be amended and the general covenants and provisions pursuant to which this bond has been issued.

**THIS BOND DOES NOT CONSTITUTE A CORPORATE OBLIGATION OR INDEBTEDNESS OF THE CITY OF GREENSBURG, INDIANA. THIS BOND IS A LIMITED AND SPECIAL OBLIGATION OF THE DISTRICT AND IS PAYABLE ONLY OUT OF TAX INCREMENT DEPOSITED IN THE ALLOCATION FUND ESTABLISHED BY THE DISTRICT FOR THE ALLOCATION AREA, AS DESCRIBED IN THE RESOLUTION. NEITHER THE FULL FAITH AND CREDIT NOR THE TAXING POWER OF THE DISTRICT OR THE CITY OF GREENSBURG, INDIANA IS PLEDGED TO PAY THE INTEREST OR PREMIUM ON OR THE PRINCIPAL OF THIS BOND.**

The bonds maturing on or after January 15, 2025 may be redeemed prior to maturity at the option of the Commission in whole or in part, in any order of maturity as selected by the Commission and by lot within maturities, on at least thirty day's notice, on any date not earlier than September 1, 2024. Redemption will be at face value plus in each case, accrued interest to the date fixed for redemption without premium.

Notice of such redemption shall be mailed by first-class mail not more than sixty (60) days and not less than thirty (30) days prior to the date fixed for redemption to the address of the registered owner of each bond to be redeemed as shown on the registration record of the Commission except to the extent such redemption notice is waived by owners of the bond or bonds redeemed, provided, however, that failure to give such notice by mailing, or any defect therein, with respect to any bond shall not affect the validity of any proceedings for the redemption of any other bonds. The notice shall specify the date and place of redemption, the redemption price and the CUSIP numbers of the bonds called for redemption. The place of redemption may be determined by the Commission. Interest on the bonds so called for redemption shall cease on the redemption date fixed in such notice if sufficient funds are available at the place of redemption to pay the redemption price on the date so named, and thereafter, such bonds shall no longer be protected by the Resolution and shall not be deemed to be outstanding thereunder.

This bond has been designated as a qualified tax-exempt obligation for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986.

This bond is subject to defeasance prior to payment or redemption as provided in the Resolution.

If this bond shall not be presented for payment or redemption on the date fixed therefor, the Commission may deposit in trust with the Paying Agent or another paying agent, an amount sufficient to pay such bond or the redemption price, as the case may be, and thereafter the Registered Owner shall look only to the funds so deposited in trust for payment and the City shall have no further obligation or liability in respect thereto.

This bond is transferable or exchangeable only upon the registration record kept for that purpose at the office of the Registrar by the Registered Owner in person, or by the Registered Owner's attorney duly authorized in writing, upon surrender of this bond together with a written instrument of transfer or exchange satisfactory to the Registrar duly executed by the Registered Owner or such attorney, and thereupon a new fully registered bond or bonds in the same aggregate principal amount, and of the same maturity, shall be executed and delivered in the name of the transferee or transferees or the Registered Owner, as the case may be, in exchange therefor. The City, the Commission, any registrar and any paying agent for this bond may treat and consider the person in whose name this bond is registered as the absolute owner hereof for all purposes

including for the purpose of receiving payment of, or on account of, the principal hereof and interest and premium, if any, due hereon.

The bonds maturing on any maturity date are issuable only in the denomination of \$100,000 and integral multiples of \$1,000 above such amount.

It is hereby certified and recited that all acts, conditions and things required to be done precedent to and in the execution, issuance and delivery of this bond have been done and performed in regular and due form as provided by law.

This bond shall not be valid or become obligatory for any purpose until the certificate of authentication hereon shall have been executed by an authorized representative of the Registrar.

The terms and provisions of this bond are continued below and such terms and provisions shall for all purposes have the same effect as though fully set forth at this place.

IN WITNESS WHEREOF, the Redevelopment Commission of the City of Greensburg, State of Indiana, has caused this bond to be executed in the name of such City, for and on behalf of the Redevelopment District of said City, by the manual or facsimile signature of the Mayor of said City, and attested by manual or facsimile signature by the Clerk-Treasurer of said City, and the seal of said City or a facsimile thereof to be affixed, engraved, imprinted or otherwise reproduced hereon.

CITY OF GREENSBURG, INDIANA

By: \_\_\_\_\_  
Mayor

(SEAL)

ATTEST:

\_\_\_\_\_  
Clerk-Treasurer

It is hereby certified that this bond is one of the bonds described in the within-mentioned Resolution duly authenticated by the Registrar.

\_\_\_\_\_, as Registrar

By \_\_\_\_\_  
Authorized Representative

The following abbreviations, when used in the inscription on the face of this bond, shall be construed as though they were written out in full according to applicable laws or regulations:

TEN. COM. as tenants in common

TEN. ENT. as tenants by the entireties

JT. TEN. as joint tenants with right of survivorship and not as  
tenants in common

UNIF. TRANS.  
MIN. ACT

\_\_\_\_\_ Custodian \_\_\_\_\_  
(Cust.) (Minor)

under Uniform Transfers to Minors Act of

\_\_\_\_\_  
(State)

Additional abbreviations may also be used although not in the above list.

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

\_\_\_\_\_  
(please print or typewrite name and address of transferee)

\_\_\_\_\_  
(please insert social security or  
other identifying number of assignee)

\$\_\_\_\_\_ in principal amount (must be a multiple of \$5,000) of the within bond and all rights thereunder, and hereby irrevocably constitutes and appoints \_\_\_\_\_, attorney, to transfer the within bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: \_\_\_\_\_

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by an eligible guarantor institution participating in a Securities Transfer Association recognized signature guarantee program.

NOTICE: The signature of this assignment must correspond with the name as it appears upon the face of the within bond in every particular, without alteration or enlargement or any change whatever.

EXHIBIT A

Maturity Date

Principal Amount

(End of Form of 2014 Bond)

(b) The 2014 Bonds may, in compliance with all applicable laws, initially be issued and held in book-entry form on the books of the central depository system, The Depository Trust Company, its successors, or any successor central depository system appointed by the Commission from time to time (the "Clearing Agency"), without physical distribution of bonds to the purchasers. The following provisions of this Section apply in such event.

One definitive 2014 Bond of each maturity shall be delivered to the Clearing Agency (or its agent) and held in its custody. The City, the Commission and the Registrar and Paying Agent may, in connection therewith, do or perform or cause to be done or performed any acts or things not adverse to the rights of the holders of the 2014 Bonds as are necessary or appropriate to accomplish or recognize such book-entry form 2014 Bonds.

During any time that the 2014 Bonds remain and are held in book-entry form on the books of a Clearing Agency, (1) any such 2014 Bond may be registered upon the Registration Record in the name of such Clearing Agency, or any nominee thereof, including Cede & Co.; (2) the Clearing Agency in whose name such 2014 Bond is so registered shall be, and the City, the Commission and the Registrar and Paying Agent may deem and treat such Clearing Agency as, the absolute owner and holder of such 2014 Bond for all purposes of this resolution, including, without limitation, the receiving of payment of the principal of and interest and premium, if any, on such 2014 Bond, the receiving of notice and the giving of consent; (3) neither the City, the Commission nor the Registrar or Paying Agent shall have any responsibility or obligation hereunder to any direct or indirect participant, within the meaning of Section 17(a) of the Securities Exchange Act of 1933, as amended, of such Clearing Agency, or any person on behalf of which, or otherwise in respect of which, any such participant holds any interest in any 2014 Bond, including, without limitation, any responsibility or obligation hereunder to maintain accurate records of any interest in any 2014 Bond or any responsibility or obligation hereunder with respect to the receiving of payment of principal of or interest or premium, if any, on any 2014 Bond, the receiving of notice or the giving of consent; and (4) the Clearing Agency is not required to present any 2014 Bond called for partial redemption, if any, prior to receiving payment so long as the Registrar and Paying Agent and the Clearing Agency have agreed to the method for noting such partial redemption.

If either the Commission receives notice from the Clearing Agency which is currently the registered owner of the 2014 Bonds to the effect that such Clearing Agency is unable or unwilling to discharge its responsibility as a Clearing Agency for the 2014 Bonds, or the Commission elects to discontinue its use of such Clearing Agency as a Clearing Agency for the 2014 Bonds, then the City, the Commission and the Registrar and Paying Agent each shall do or perform or cause to be done or performed all acts or things, not adverse to the rights of the holders of the 2014 Bonds, as are necessary or appropriate to discontinue use of such Clearing Agency as a Clearing Agency for the 2014 Bonds and to transfer the ownership of each of the 2014 Bonds to such person or persons, including any other Clearing Agency, as the holders of the 2014 Bonds may direct in accordance with this resolution. Any expenses of such discontinuance and transfer, including expenses of printing new certificates to evidence the 2014 Bonds, shall be paid by the Commission.

During any time that the 2014 Bonds are held in book-entry form on the books of a Clearing Agency, the Registrar shall be entitled to request and rely upon a certificate or other written representation from the Clearing Agency or any participant or indirect participant with respect to the identity of any beneficial owner of 2014 Bonds as of a record date selected by the Registrar. For purposes of determining whether the consent, advice, direction or demand of a registered owner of a 2014 Bond has been obtained, the Registrar shall be entitled to treat the beneficial owners of the 2014 Bonds as the bondholders and any consent, request, direction, approval, objection or other instrument of such beneficial owner may be obtained in the fashion described in this resolution.

During any time that the 2014 Bonds are held in book-entry form on the books of the Clearing Agency, the provisions of its standard form of Letter of Representations, if executed in connection with the issuance of the 2014 Bonds, as amended and supplemented, or any Blanket Issuer Letter of Representations filed by the City, for and on behalf of the District, or any successor agreement shall control on the matters set forth therein. The Executive is authorized to execute and deliver such a Letter of Representations. The Registrar, by accepting the duties of Registrar under this resolution, agrees that it will (i) undertake the duties of agent required thereby and that those duties to be undertaken by either the agent or the issuer shall be the responsibility of the Registrar, and (ii) comply with all requirements of the Clearing Agency, including without limitation same day funds settlement payment procedures. Further, during any time that the 2014 Bonds are held in book-entry form, the provisions of this Section shall control over conflicting provisions in any other section of this resolution.

**SECTION 7. Sale of Bonds.** The President or Vice President of the Redevelopment Commission is authorized to select one or more purchasers of the 2003 Bonds (collectively, the “Purchaser”), and to enter into a bond purchase agreement in customary form with the Purchaser, with such terms as are acceptable to the President or Vice President as evidenced by the execution of the bond purchase agreement.

After the 2014 Bonds have been properly sold and executed, the Fiscal Officer shall receive from the purchasers payment for the 2014 Bonds and shall provide for delivery of the 2014 Bonds to the purchasers.

The Fiscal Officer is hereby authorized and directed to obtain a legal opinion as to the validity of the 2014 Bonds from Barnes & Thornburg LLP, and to furnish such opinion to the purchasers of the 2014 Bonds. The cost of such opinion shall be paid out of the proceeds of the 2014 Bonds.

**SECTION 8. Funds and Accounts.**

(a) Use of Bond Proceeds; Capital Fund. Any accrued interest and capitalized interest and any premium received at the time of delivery of the 2014 Bonds will be deposited in the Principal and Interest Account of the Allocation Fund (as defined below) and applied to payments on the 2014 Bonds on the first interest payment date. The remaining proceeds received from the sale of the 2014 Bonds shall be deposited in the fund hereby created and designated as the “City of Greensburg, Indiana Redevelopment District 2014 Bonds Capital Fund” (the “*Capital Fund*”). The proceeds deposited in the Capital Fund, together with all investment earnings thereon, shall be expended by the Commission only for the purpose of paying expenses incurred in connection with the Project and on account of the sale and issuance of the 2014 Bonds. Any balance remaining in the Capital Fund after the completion of the Project which is not required to meet unpaid obligations incurred in connection therewith and on account of the sale and issuance of the 2014 Bonds may be (i) used to pay debt service on the 2014 Bonds, or (ii) otherwise used as permitted by law.

(b) Allocation Fund. There is hereby continued a separate fund designated as the allocation fund for the Allocation Area (the “*Allocation Fund*”), which shall consist of a General Account and a Principal and Interest Account. All Tax Increment shall be deposited in the General Account. On each January 1 and July 1, there shall be deposited in the Principal and Interest Account an amount of money from the General Account, to the extent of available funds in the General Account, which together with any money contained in the Principal and Interest Account is sufficient to pay the principal and interest on the 2014 Bonds, and any bonds issued on a parity therewith due on the following January 15 and July 15. No such deposit need be made into the Principal and Interest Account if the amount contained therein is sufficient to pay the principal and the interest due thereon. All money in the Principal and Interest Account shall be used and withdrawn solely for the purpose of paying the interest on and the principal of the 2014 Bonds and any bonds issued on a parity therewith as it shall become due and payable to the extent it is required therefor, including accrued interest on any such obligations purchased or redeemed prior to maturity.

(c) Excess Funds. After meeting requirements of subsection (b), money in the Allocation Fund in excess of that amount (the “*Excess Funds*”) may be used for any purpose permitted under the Act.

(d) Investment of Funds. All money available hereunder for the payment of debt service on bonds shall be held in trust for the benefit of the holders of the bonds and shall be applied, used and withdrawn in accordance with

this Section 8. The proceeds of the funds and accounts described below shall be deposited with a legally qualified depository or depositories for funds of the Commission as now provided by law and shall be segregated and kept separate and apart from all other funds of the Redevelopment Department and the Commission and may be invested in accordance with applicable provisions of Indiana law.

**SECTION 9. Additional Bonds.** The Commission reserves the right to authorize and issue additional bonds (the "Parity Bonds"), payable out of the Tax Increment, ranking on a parity with the 2014 Bonds authorized by this Resolution and payable ratably from the Tax Increment for the purpose of raising money for future property acquisition, economic development or redevelopment in or serving the Economic Development Area, or to refund such obligations, subject to the following conditions:

(a) All interest on and principal of all bonds payable from the Tax Increment shall have been paid to date in accordance with the terms thereof, provided, this condition shall be deemed satisfied in any required amount is to be provided from the proceeds of the Parity Bonds or other funds of the Commission.

(b) The Commission shall have received a certificate prepared by an independent certified public accountant or an independent financial consultant (the "Certifier") certifying that the Tax Increment estimated to be received in each succeeding year, adjusted as provided below, is estimated to be equal to at least 125% of the principal and interest requirements for each respective year during the term of the bonds with respect to the 2014 Bonds and any Parity Bonds. In estimating the Tax Increment to be received in any future year, the Certifier shall base the calculation on assessed valuation actually assessed or to be assessed as of the assessment date immediately preceding the issuance of the Parity Bonds, adjusted for current and future reductions of property tax abatements granted to taxpayers in the Economic Development Area without regard to any assumed increases in property values or property tax rates; provided, however, the Certifier may include in the calculation of Tax Increment to be received in the Economic Development Area, Tax Increment based on the addition of new assessed value from new real or personal property proposed to be included in the Economic Development Area, to the extent that the Certifier believes the amount to be reasonable. The Commission shall approve and confirm the findings and estimates set forth in the above-described certificate in any supplemental resolution authorizing the issuance of the Parity Bonds.

The Commission reserves the right to issue bonds or enter into leases or other obligations payable from Tax Increment that are junior or subordinate to the 2014 Bonds and any Parity Bonds.

**SECTION 10. Defeasance.** If, when the 2014 Bonds or any portion thereof shall have become due and payable in accordance with their terms or shall have been duly called for redemption or irrevocable instructions to call the 2014 Bonds or any portion thereof for redemption have been given, and the whole amount of the principal, premium, if any, and the

interest so due and payable upon such bonds or any portion thereof then outstanding shall be paid, or (i) cash, or (ii) direct non-callable obligations of or unconditionally guaranteed by (including obligations issued or held in book entry form on the books of) the U.S. Department of the Treasury, and to the extent permitted by Indiana law and by each rating agency maintaining a rating on the 2014 Bonds, Refcorp interest strips, CATS, TIGRS, STRPS, defeased municipal bonds or other investments rated in the highest category for such obligations by Standard & Poor's Corporation or Moody's Investors Service (or any combination thereof), the principal of and the interest on which when due without reinvestment will provide sufficient money, or (iii) any combination of the foregoing, shall be held irrevocably in trust for such purpose, and provision shall also be made for paying all fees and expenses for the payment, then and in that case the 2014 Bonds or such designated portion thereof shall no longer be deemed outstanding or secured by this resolution.

**SECTION 11.**        Tax Matters. In order to preserve the exclusion of interest from gross income for federal income tax purposes on any series of the 2014 Bonds, the interest on which is excluded from gross income for federal income tax purposes (such series of the 2014 Bonds, the "Tax-Exempt Bonds"), and as an inducement to purchasers of the Tax-Exempt Bonds, the Commission represents, covenants and agrees that:

(a)        Payment of debt service on the Tax-Exempt Bonds will not be directly or indirectly secured by any interest in property used or to be used for a private business use, or by payments in respect of such property.

(b)        No Tax-Exempt Bond proceeds will be loaned to any entity or person other than a state or local governmental unit. No Tax-Exempt Bond proceeds will be transferred, directly or indirectly, or deemed transferred to a non-governmental person in any manner that would in substance constitute a loan of the Tax-Exempt Bond proceeds.

(c)        The Commission and the City will not take any action or fail to take any action with respect to the Tax-Exempt Bonds that would result in the loss of the exclusion from gross income for federal income tax purposes of interest on the Tax-Exempt Bonds pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and the regulations thereunder as applicable to the Tax-Exempt Bonds, including, without limitation, the taking of such action as is necessary to rebate or cause to be rebated arbitrage profits on Tax-Exempt Bond proceeds or other monies treated as Tax-Exempt Bond proceeds to the federal government as provided in Section 148 of the Code, and will set aside such monies, which may be paid from investment income on funds and accounts notwithstanding anything else to the contrary herein, in trust for such purposes.

(d)        The City will file an information report on Form 8038-G with the Internal Revenue Service as required by Section 149 of the Code.

(e)        The Commission and the City will not make any investment or do any other act or thing during the period that any Tax-Exempt Bond is outstanding hereunder which would cause any Tax-Exempt Bond to be an "arbitrage bond"

within the meaning of Section 148 of the Code and the regulations thereunder as applicable to the Tax-Exempt Bonds.

Notwithstanding any other provisions of this resolution, the foregoing covenants and authorizations (the "Tax Sections") which are designed to preserve the exclusion of interest on the Tax-Exempt Bonds from gross income under federal income tax law (the "Tax Exemption") need not be complied with to the extent the City receives an opinion of nationally recognized bond counsel that compliance with such Tax Section is unnecessary to preserve the Tax Exemption.

**SECTION 12.** Amendments. Subject to the terms and provisions contained in this section, and not otherwise, the owners of not less than sixty-six and two-thirds percent (66-2/3%) in aggregate principal amount of the 2014 Bonds then outstanding shall have the right, from time to time, to consent to and approve the adoption by the Commission of such resolution or resolutions supplemental hereto as shall be deemed necessary or desirable by the Commission for the purpose of amending in any particular any of the terms or provisions contained in this resolution, or in any supplemental resolution; provided, however, that nothing herein contained shall permit or be construed as permitting:

(a) An extension of the maturity of the principal of or interest or premium, if any, on any 2014 Bond or an advancement of the earliest redemption date on any 2014 Bond, without the consent of the holder of each 2014 Bond so affected; or

(b) A reduction in the principal amount of any 2014 Bond or the redemption premium or rate of interest thereon, or a change in the monetary medium in which such amounts are payable, without the consent of the holder of each 2014 Bond so affected; or

(c) A preference or priority of any 2014 Bond over any other 2014 Bond, without the consent of the holders of all 2014 Bonds then outstanding; or

(d) A reduction in the aggregate principal amount of the 2014 Bonds required for consent to such supplemental resolution, without the consent of the holders of all 2014 Bonds then outstanding.

If the Commission shall desire to obtain any such consent, it shall cause the Registrar to mail a notice, postage prepaid, to the addresses appearing on the Registration Record. Such notice shall briefly set forth the nature of the proposed supplemental resolution and shall state that a copy thereof is on file at the office of the Registrar for inspection by all owners of the 2014 Bonds. The Registrar shall not, however, be subject to any liability to any owners of the 2014 Bonds by reason of its failure to mail such notice, and any such failure shall not affect the validity of such supplemental resolution when consented to and approved as herein provided.

Whenever at any time within one year after the date of the mailing of such notice, the Commission shall receive any instrument or instruments purporting to be executed by the owners of the 2014 Bonds of not less than sixty-six and two-thirds per cent (66-2/3%) in aggregate principal amount of the 2014 Bonds then outstanding, which instrument or instruments shall

refer to the proposed supplemental resolution described in such notice, and shall specifically consent to and approve the adoption thereof in substantially the form of the copy thereof referred to in such notice as on file with the Registrar, thereupon, but not otherwise, the Commission may adopt such supplemental resolution in substantially such form, without liability or responsibility to any owners of the 2014 Bonds, whether or not such owners shall have consented thereto.

No owner of any 2014 Bond shall have any right to object to the adoption of such supplemental resolution or to object to any of the terms and provisions contained therein or the operation thereof, or in any manner to question the propriety of the adoption thereof, or to enjoin or restrain the Commission or its officers from adopting the same, or from taking any action pursuant to the provisions thereof. Upon the adoption of any supplemental resolution pursuant to the provisions of this section, this resolution shall be, and shall be deemed, modified and amended in accordance therewith, and the respective rights, duties and obligations under this resolution of the Commission and the City and all owners of 2014 Bonds then outstanding shall thereafter be determined, exercised and enforced in accordance with this resolution, subject in all respects to such modifications and amendments.

Notwithstanding anything contained in the foregoing provisions of this resolution, the rights, duties and obligations of the Commission and the City and of the owners of the 2014 Bonds, and the terms and provisions of the 2014 Bonds and this resolution, or any supplemental resolution, may be modified or amended in any respect with the consent of the Commission and the consent of the owners of all the 2014 Bonds then outstanding.

Without notice to or consent of the owners of the 2014 Bonds, the Commission may, from time to time and at any time, adopt such resolutions supplemental hereto as shall not be inconsistent with the terms and provisions hereof (which supplemental resolutions shall thereafter form a part hereof),

- (a) To cure any ambiguity or formal defect or omission in this resolution or in any supplemental resolution; or
- (b) To grant to or confer upon the owners of the 2014 Bonds any additional rights, remedies, powers, authority or security that may lawfully be granted to or conferred upon the owners of the 2014 Bonds; or
- (c) To procure a rating on the 2014 Bonds from a nationally recognized securities rating agency designated in such supplemental resolution, if such supplemental resolution will not adversely affect the owners of the 2014 Bonds; or
- (d) To obtain or maintain bond insurance with respect to the 2014 Bonds; or
- (e) To provide for the refunding or advance refunding of the 2014 Bonds; or

(f) To make any other change which, in the determination of the Commission in its sole discretion, is not to the prejudice of the owners of the 2014 Bonds.

**SECTION 13.** No Conflict. All resolutions and orders or parts thereof in conflict with the provisions of this resolution are to the extent of such conflict hereby repealed. After the issuance of the 2014 Bonds and so long as any of the 2014 Bonds or interest or premium, if any, thereon remains unpaid, except as expressly provided herein, this resolution shall not be repealed or amended in any respect which will adversely affect the rights of the holders of the 2014 Bonds, nor shall the Commission adopt any law or resolution which in any way adversely affects the rights of such holders.

**SECTION 14.** Severability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

**SECTION 15.** Non-Business Days. If the date of making any payment or the last date for performance of any act or the exercising of any right, as provided in this resolution, shall be a legal holiday or a day on which banking institutions in the City or the jurisdiction in which the Registrar or Paying Agent is located are typically closed, such payment may be made or act performed or right exercised on the next succeeding day not a legal holiday or a day on which such banking institutions are typically closed, with the same force and effect as if done on the nominal date provided in this resolution, and no interest shall accrue for the period after such nominal date.

**SECTION 16.** Interpretation. Unless the context or laws clearly require otherwise, references herein to statutes or other laws include the same as modified, supplemented or superseded from time to time.

**SECTION 17.** Other Action. The Executive, the Fiscal Officer, any other officer of the City, and any member of the Commission may take such other actions or deliver such other certificates and documents needed for the Project or the financing as they deem necessary or desirable in connection therewith.

**SECTION 18.** Effectiveness. This resolution shall be in full force and effect from and after its passage.

Passed and adopted this 23<sup>rd</sup> day of July, 2014.

CITY OF GREENSBURG REDEVELOPMENT  
COMMISSION

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President

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Vice President

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Member

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Member

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Member

CERTIFICATE TO FISCAL OFFICER OF GREENSBURG, INDIANA

This is to certify that attached is a true copy of Resolution No. \_\_\_\_\_ adopted by the City of Greensburg Redevelopment Commission at a meeting held July 23, 2014.

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Secretary  
City of Greensburg Redevelopment Commission

EXHIBIT A  
ADVANCE REQUEST

Pursuant to Resolution No. \_\_\_\_\_, adopted on July 23, 2014, by the City of Greensburg Redevelopment Commission (the "Resolution") the undersigned requests the registered owners of the 2014 Bonds advance \$\_\_\_\_\_ of the City of Greensburg, Indiana Redevelopment District Tax Increment Revenues Bonds, Series 2014 (Veteran's Way Project) (the "2014 Bonds") to the Greensburg Redevelopment Commission, as governing body of the City of Greensburg Redevelopment District. Such advance shall be used to pay, or reimburse the Commission for the payment of, the expenses listed on Schedule 1 attached hereto. The undersigned, in connection with the foregoing request, hereby certifies that:

- (a) The costs of an aggregate amount set forth herein have been made or incurred and were necessary for the Project (as defined in the Resolution) and were made or incurred in accordance with the plans and specifications for the Project, or that the amounts set forth herein are for allowable costs of issuance of the 2014 Bonds;
- (b) The amount paid or to be paid, as set forth herein, is reasonable and represents a part of the amount payable for the costs of issuance of the 2014 Bonds or the costs of the Project; and such payment was not paid in advance of the time, if any, fixed for payment and was made in accordance with the terms of any contracts applicable thereto and in accordance with usual and customary practice under existing conditions; and
- (c) No part of such costs has been included in any Advance Request previously filed pursuant to the Resolution.

This statement and Schedule 1 shall be conclusive evidence of the facts and statements set forth herein and shall constitute full warrant and protection to the registered owners of the 2014 Bonds for actions taken pursuant hereto.

This document evidences the approval of the undersigned of the payments hereby requested and the certification of the undersigned with respect to the matters herein contained.

Upon the receipt by the Commission of payment by the registered owners of the 2014 Bonds of this Advance Request, the outstanding principal amount of the 2014 Bonds shall be increased by the amount of \$\_\_\_\_\_.

All terms used herein, which are not otherwise defined herein, shall have the meanings set forth in the Resolution.

Dated this \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_.

CITY OF GREENSBURG  
REDEVELOPMENT COMMISSION

By: \_\_\_\_\_

Printed: \_\_\_\_\_

Title: \_\_\_\_\_

**ACKNOWLEDGEMENT OF ADVANCE**

The undersigned, the registered owner of the 2014 Bonds, hereby acknowledges the payment, on the date hereof, to or on the order of the City of Greensburg Redevelopment Commission of an advance of the principal amount of the 2014 Bonds in the amount of \$\_\_\_\_\_.

By: \_\_\_\_\_

Printed: \_\_\_\_\_

Title: \_\_\_\_\_