

Resolution No. 6-1

RESOLUTION OF THE COUNTY OF SANGAMON, ILLINOIS, RATIFYING THE EXECUTION AND DELIVERY OF A NOTICE OF INTENT TO PURCHASE THE COUNTY PUBLIC HEALTH BUILDING AND AUTHORIZING THE EXECUTION OF ALL NECESSARY DOCUMENT ASSOCIATED THEREWITH AND IDENTIFYING ACQUISITION CONTRACTS TO BE PAID FROM PROCEEDS OF THE COUNTY'S \$12,970,000 TAXABLE DEBT CERTIFICATES, SERIES 2010.

BE IT RESOLVED, BY THE MEMBERS OF THE BOARD OF SANGAMON COUNTY, ILLINOIS, IN SESSION THIS 14TH DAY OF SEPTEMBER, 2010, AS FOLLOWS:

Section 1. Findings. It is found and declared by the Members of the Board (the "County Board") of Sangamon County, Illinois as follows:

(a) The County is a duly organized and existing county created under the provisions of the laws of the State of Illinois, is now operating under and pursuant to the provisions of the Counties Code of the State of Illinois (55 ILCS 5/1 *et seq.*, as amended, the "Counties Code"), and is a "governmental unit" within the meaning of the Local Government Debt Reform Act of the State of Illinois (30 ILCS 350/1 *et seq.*, as amended, the "Debt Reform Act").

(b) Pursuant to Section 17(b) of the Debt Reform Act, the County issued on April 1, 2010 its \$12,970,000 Taxable Debt Certificates, Series 2010 (the "Series 2010 Certificates") to finance (i) the lease, purchase, construction, furnishing and equipping of a new County building to be used by the Sangamon County Department of Public Health, the offices of the Sangamon County Department of Community Services and/or other governmental offices, as determined by the Sangamon County Board, to provide services to the residents of the County (the "Public Health Building"), (ii) constructing a new roof and undertaking other improvements and renovations to the Sangamon County Complex, (iii) other public works and improvements, and (iv) paying costs and expenses incidental thereto, such as legal and other financing and related administrative fees and costs (collectively, the "Project").

(c) In connection with the issuance of the Series 2010 Certificates, the County entered into an installment contract, dated March 17, 2010 with the County Treasurer as nominee seller with respect to the Project (the "Installment Contract"), with consideration to be paid through installments over a term not to exceed twenty (20) years.

(d) The Chairman of the County Board (the "Chairman") delivered a notice of intent to purchase the Public Health Building dated August 11, 2010 (the "Notice") to Illinois Equity Asset Investors, LLC (the "Seller") in the form attached hereto as Exhibit A.

(e) The Board wishes to ratify the execution and delivery of the Notice and authorize the officers and employees of the County to execute and deliver all necessary documents in connection with the County's purchase of the Public Health Building.

FILED

AUG 25 2010

Joe Cullis
Sangamon County Clerk

RECEIVED

AUG 24 2010

Paul Palazzolo
SANGAMON COUNTY AUDITOR

(f) The adoption of a resolution or ordinance (each an "Identification Action") identifying all or any part of an Acquisition Contract (as defined herein) and the filing of it and the related Acquisition Contract with the County Treasurer of the County (the "County Treasurer") are conditions to the disbursement of moneys on deposit in the Project Fund (as defined in Section 2(b) of Resolution No. 1-1 adopted by the County Board on February 18, 2010) to pay amounts under such Acquisition Contract.

Section 2. Ratification of the Execution and Delivery of the Notice and Authorization to Execute and Deliver Related Documents. The execution and delivery of the Notice by the Chairman is hereby ratified by the Board. The Chairman, Vice-Chairman of the County Board (the "Vice Chairman"), the County Treasurer, the County Clerk of the County (the "County Clerk"), the County Administrator of the County (the "County Administrator") and the other officers and employees of the County are authorized to execute and deliver on behalf of the County such other documents, agreements and certificates and to do such other things consistent with the terms of this Resolution and the Notice as such officers and employees shall deem necessary or appropriate in order to effectuate the County's purchase of the Public Health Building from the Seller; provided however, that the purchase price of the Public Health Building shall not exceed \$6,510,000.00.

Section 3. Acquisition Contracts.

(a) Contracts for the leasing, acquisition, construction and equipping of the Project, or any component part of the Project (each an "Acquisition Contract") shall be let in compliance with applicable Illinois law and the rules and procedures of the County pertaining to such contracts. In order to pay all or any part of an Acquisition Contract from the proceeds of the

(b) The County Board identifies all or any part of the Acquisition Contracts set forth in the Certificate of Filing attached hereto (copies of which are attached to the Certificate of Filing) to the Installment Contract as required by Section 17(b) of the Debt Reform Act. The County Clerk is authorized and directed to file a certified copy of this Resolution, including the Certificate of Filing attached hereto and the related Acquisition Contract(s) with the County Treasurer in his or her capacity as nominee seller under the Installment Contract.

(c) This Resolution shall constitute an Identification Action with respect to all or any part of the Acquisition Contracts set forth in the Certificate of Filing and the County Treasurer is authorized and directed to apply proceeds of sale of the Series 2010 Certificates directly to pay such Acquisition Contracts as set forth in the Certificate of Filing and to disburse moneys on deposit in the BAB Account of the Project Fund and/or the RZEDB Account of the Project Fund (as defined in the Tax Regulatory Certificate for the Series 2010 Certificates dated April 1, 2010 of the County) as applicable, to pay such Acquisition Contracts without further action by the County Board or other officers of the County.

Section 4. Additional Authority. The Chairman, Vice-Chairman, the County Treasurer, the County Clerk, the County Administrator and the other officers and employees of the County are authorized to execute and deliver on behalf of the County such other documents,

agreements and certificates and to do such other things consistent with the terms of this Resolution.

Section 5. Conflicting Resolutions. All resolutions and orders or parts of resolutions and orders in conflict with this Resolution are repealed to the extent of such conflict

Section 6. Severability. If any section, paragraph, clause or provision of this Resolution shall be held invalid, the invalidity of such section, paragraph, clause or provision shall not affect any of the other provisions of this Resolution.

Section 7. Further Acts. All actions of the officers, agents and employees of the County that are in conformity with the purposes and intent of this Resolution, whether taken before or after the adoption date thereof, are hereby ratified, confirmed and adopted.

Section 8. Effective Date. This Resolution shall take effect immediately upon its adoption.

Andy Solomon

John Davsko

John Burns

Rosemarie Long

[Signature]

[Signature]

[Signature]

6-4

CERTIFICATE OF FILING

We, the undersigned, do hereby certify that we are, respectively, the duly qualified and acting County Clerk and County Treasurer of The County of Sangamon, Illinois (the "County"), and as such officers we do hereby certify that on the ___ day of _____, 2010 there was filed with each of us, respectively, and placed on deposit in our respective records, a properly certified copy of Resolution No. _____, passed by the County Board of the County, on the ___ day of _____, 2010, and approved by the Chairman, and entitled:

RESOLUTION OF THE COUNTY OF SANGAMON, ILLINOIS, IDENTIFYING ACQUISITION CONTRACTS TO BE PAID FROM PROCEEDS OF THE \$12,970,000 TAXABLE DEBT CERTIFICATES, SERIES 2010.

and further, a properly certified copy of each of the following "Acquisition Contracts" as defined in the Resolution, enumerated as follows:

BRIEF DESCRIPTION OF ACQUISITION CONTRACT	NAME OF CONTRACTOR	CONTRACT AMOUNT (S)	IDENTIFIED AMOUNT(S)	TO BE PAID FROM BAB ACCOUNT OR RZEDB ACCOUNT OF PROJECT FUND
Purchase of the Public Health Building pursuant to lease/purchase/construction contract for the Public Health Building	Illinois Equity Investors, LLC	Purchase of the Public Health Building for not to exceed \$6,510,000.00	Purchase of the Public Health Building for not to exceed \$6,510,000.00	All to be paid from BAB Account of Project Fund

and that copies of the same have all been deposited in, and all as appears from, the official files and records of our respective offices.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, we have hereunto affixed our official signatures and the seal
of The County of Sangamon, Illinois, this ___ day of _____, 2010.

Joe Aiello
County Clerk,
The County of Sangamon, Illinois

Thomas K. Cavanagh
County Treasurer,
The County of Sangamon, Illinois

[SEAL]