

RESOLUTION OF THE GOVERNING BODY OF  
THE TOWN OF SPRING HILL, TENNESSEE,  
AUTHORIZING THE ISSUANCE, SALE, AND PAYMENT  
OF INTEREST-BEARING GENERAL OBLIGATION  
CAPITAL OUTLAY NOTES NOT TO EXCEED \$300,000

BE IT RESOLVED BY THE BOARD OF MAYOR AND ALDERMEN OF THE  
TOWN OF SPRING HILL:

WHEREAS, the Governing Body of the Town of Spring Hill,  
Tennessee, (the "Local Government") has determined that it is  
necessary and desirable to pave and otherwise improve certain  
streets and roads which are designated in the Town of Spring Hill  
First 1994 Street Paving Project as set forth on an estimated cost  
schedule attached hereto as Exhibit "1", which is hereby made a  
part of this Resolution (the "Project") for the benefit of the  
citizens of the Town of Spring Hill; and

WHEREAS, the Governing Body has determined that the  
Project will promote or provide a traditional governmental activity  
and fulfill a public purpose; and

WHEREAS, under the provisions of Parts 1, 4, and 6 of  
Title 9, Chapter 21, Tennessee Code Annotated (the "Act"), local  
governments in Tennessee are authorized to finance the cost of such  
a Project through the issuance and sale of interest-bearing capital  
outlay notes upon the approval of the State Director of Local  
Finance; and

WHEREAS, the Governing Body finds that it is advantageous  
to the Local Government to authorize the issuance of capital outlay  
notes to finance the cost of the Project;

NOW, THEREFORE, BE IT RESOLVED by the Governing body of the Town of Spring Hill, Tennessee, as follows:

Section 1: That, for the purpose of providing funds to finance the cost of the Project in and for the Local Government, the Mayor of the Local Government is hereby authorized in accordance with the terms of this resolution to issue and sell interest-bearing capital outlay notes in a principal amount not to exceed Three Hundred Thousand Dollars (\$300,000.00) (the "Notes") by an informal bid process upon approval of the State Director of Local Finance pursuant to the terms, provisions, and conditions permitted by law. The Notes shall be designated "April 1994 Capital Outlay Notes, Series 1994"; shall be numbered serially from 1 upwards; shall be dated as of the date of issuance; shall be in denomination(s) as agreed upon with the purchaser; shall be sold at not less than 99% of par value and accrued interest; and shall bear interest at a rate or rates not to exceed seven percent (7%) per annum, and in no event shall the rate exceed the legal limit provided by law.

Section 2: That, the notes shall mature not later than twelve (12) years after the date of issuance with principal payments as follows:

<u>YEAR</u>	<u>PRINCIPAL AMOUNT</u>	<u>YEAR</u>	<u>PRINCIPAL AMOUNT</u>
1995	\$20,000	2001	\$25,000
1996	\$20,000	2002	\$25,000
1997	\$20,000	2003	\$25,000
1998	\$25,000	2004	\$30,000
1999	\$25,000	2005	\$30,000
2000	\$25,000	2006	\$30,000

The Notes shall not exceed the reasonably expected economic life of the Project, which is hereby certified by the Governing Body to be at least twelve (12) years.

Section 3: That, Notes maturing on or before 1999 will not be subject to redemption or call before maturity. Notes maturing after 1994 shall be subject to redemption prior to maturity at the option of the Local Government, on any interest payment date, in whole or in part, at any time, at the principal amount and accrued interest to the date of redemption, without a premium, or, if sold at par, with or without a premium of not exceeding one percent (1%) of the principal amount.

Section 4: That, the Notes shall be direct general obligations of the Local Government, for which the punctual payment of the principal and interest on the notes, the full faith and credit of the Local Government is irrevocably pledged and the Local Government hereby pledges its taxing power as to all taxable property in the Local Government for the purpose of providing funds for the payment of principal of and interest on the Notes. The Governing Body of the Local Government hereby authorizes the levy and collection of a special tax on all taxable property of the Local Government over and above all other taxes authorized by the Local Government to create a sinking fund to retire the Notes with interest as they mature in an amount necessary for that purpose.

The Notes shall be further secured by a pledge of any impact fees collected under Ordinance No. 94-2 of the Town of Spring Hill from the areas benefited by the Project.

Section 5: That, the Notes shall be executed in the name of the Local Government and bear the manual signature of the chief executive officer of the Local Government and the manual signature of the Recorder with the Local Government seal affixed thereon; and shall be payable as to principal and interest at the office of the Recorder of the Local Government or the paying agent duly appointed by the Local Government. Proceeds of the Notes shall be deposited with the Recorder of the Local Government and shall be paid out for the purpose of financing the Project pursuant to this Resolution and as required by law.

Section 6: That, the Notes will be issued in fully registered form and that at all times during which any Note remains outstanding and unpaid, the Local Government or its agent shall keep or cause to be kept at its office a note register for the registration, exchange or transfer of the Notes. The note register, if held by an agent of the Local Government, shall at all times be open for inspection by the Local Government or any duly authorized officer of the Local Government. Each Note shall have the qualities and incidents of a negotiable instrument and shall be transferable only upon the note register kept by the Local Government or its agent, by the registered owner of the Note in person or by the registered owner's attorney duly authorized in writing, upon presentation and surrender to the Local Government or its agent together with a written instrument or transfer satisfactory to the Local Government duly executed by the registered owner or the registered owner's duly authorized

attorney. Upon the transfer of any such note, the Local Government shall issue in the name of the transferee a new registered note or notes of the same aggregate principal amount and maturity as the surrendered Notes. The Local Government shall not be obligated to make any such Note transfer during the fifteen (15) days next preceding an interest payment date on the Notes or, in the case of any redemption of the Notes, during the forty-five (45) days next preceding the date of redemption.

Section 7: That, the Notes shall be in substantially the form attached hereto as Exhibit "2" to this resolution and shall recite that the Notes are issued pursuant to Title 9, Chapter 21, Tennessee Code Annotated.

Section 8: That, prior to the sale of the Notes, the Local Government shall submit a copy of this resolution authorizing the Notes to the State Director of the Local Finance for approval and a copy of the proposed disclosure statement, if any, and a statement showing the estimated annual principal and interest requirements for the Notes and a detailed statement showing the estimated cost of issuance which shall include at least the following, if applicable: (1) fiscal agent and/or financial advisor fees; (2) bond counsel fees; (3) other legal charges if any; (4) credit enhancement fees; (5) trustee fees; (6) registration fees; (7) paying agent fees; (8) rating agency fees; (9) underwriters' discount or charges; (10) remarketing agent fees; (11) printing, advertising and other expenses, together with any

other information deemed pertinent to the Note issue by the Local Government.

In its request for approval, the Local Government shall state and demonstrate that the proposed sale by informal bid process is feasible and in the best interest of the Local Government and that the Local Government should be able to amortize the proposed indebtedness together with all the obligations then outstanding.

Section 9: That, the Notes shall be sold only after the receipt of the written approval of the State Director of Local Finance for the sale of the Notes.

Section 10: That, the notes are hereby designated as qualified tax-exempt obligations for purpose of Section 265(b)(3) of the Internal Revenue Code of 1986.

Section 11: That, after the issuance and sale of the Notes, and for each year that any of the Notes are outstanding, the Local Government shall submit its annual budget to the State Director of Local Finance for approval immediately upon the Local Government's adoption of the budget.

Section 12: That, all orders or resolutions in conflict with this Resolution are hereby repealed insofar as such conflict exists. This Resolution shall become effective immediately upon its passage.

Passed and adopted by the Board of Mayor and Aldermen on  
this the 21st day of March, 1994.

Freeman Cowherd  
FREEMAN COWHERD, MAYOR

June Quirk  
JUNE QUIRK, RECORDER

LEGAL FORM APPROVED:

Robin Courtney  
ROBIN COURTNEY, TOWN ATTORNEY

TOWN OF SPRING HILL  
FIRST 1994 STREET PAVING PROJECT AND ESTIMATED COSTS

I. Kedron Road

A. Kedron Road from Saturn Parkway to Weaver Farm

<u>ITEM</u>	<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>UNIT</u>	<u>UNIT PRICE</u>	<u>AMOUNT</u>
1.	Mineral Aggregate Shoulder Stone	1,000	Tons	\$ 9.50	\$ 9,500.00
2.	Bituminous Plant Mix, Grading 307 "B" Modified	1,200	Tons	21.50	25,800.00
3.	Bituminous Plant Mix, Surface Grading 411-"E" (Hot Mix)	1,500	Tons	24.00	36,600.00
4.	Pavement Repair	500	S.Y.	2.00	<u>1,000.00</u>
	Estimated Construction Cost				\$72,300.00
	Contingencies				<u>2,700.00</u>
	TOTAL ESTIMATED PROJECT COST				\$75,000.00

B. Kedron Road from U.S. Highway to Saturn Parkway

<u>ITEM</u>	<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>UNIT</u>	<u>UNIT PRICE</u>	<u>AMOUNT</u>
1.	Mineral Aggregate Base/Shoulder Stone	1,000	Tons	\$ 9.50	\$ 9,500.00
2.	Bituminous Plant Mix, Grading 307 "B" Modified	1,100	Tons	21.50	23,650.00
3.	Bituminous Plant Mix, Surface Grading 411-"E" (Hot Mix)	1,650	Tons	24.00	39,600.00
4.	Pavement Repair	500	S.Y.	2.00	<u>1,000.00</u>
	Estimated Construction Cost				\$73,750.00
	Contingencies				<u>6,250.00</u>
	TOTAL ESTIMATED CONSTRUCTION COST				\$80,000.00

II. Moore Lane (from Kedron Road to City Limits)

<u>ITEM</u>	<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>UNIT</u>	<u>UNIT PRICE</u>	<u>AMOUNT</u>
1.	Mineral Aggregate Shoulder Stone	300	Tons	\$ 9.50	\$ 2,850.00
2.	Bituminous Plant Mix, Grading 307 "B" Modified	600	Tons	21.50	12,900.00
3.	Bituminous Plant Mix, Surface Grading 411-"E" (Hot Mix)	700	Tons	24.00	16,800.00
4.	Pavement Repair	1,000	S.Y.	2.00	<u>2,000.00</u>
	Estimated Construction Cost				\$34,550.00
	Contingencies				<u>4,450.00</u>
	<b>TOTAL ESTIMATED CONSTRUCTION COST</b>				<b>\$39,000.00</b>

III. Buckner Road

A. Buckner Road from Buckner Place Subdivision to Buckner Lane

<u>ITEM</u>	<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>UNIT</u>	<u>UNIT PRICE</u>	<u>AMOUNT</u>
1.	Mineral Aggregate Base/ Shoulder Stone	500	Tons	\$ 9.50	\$ 4,750.00
2.	Bituminous Plant Mix, Grading 307 "B" Modified	1,000	Tons	21.50	21,500.00
3.	Bituminous Plant Mix, Surface Grading 411-"E" (Hot Mix)	850	Tons	24.00	20,400.00
4.	Pavement Repair	1,000	S.Y.	2.00	<u>2,000.00</u>
	Estimated Construction Cost				\$48,650.00
	Contingencies				<u>5,350.00</u>
	<b>TOTAL ESTIMATED CONSTRUCTION COST</b>				<b>\$54,000.00</b>

B. Buckner Road from Buckner Place Subdivision to Buckner Lane  
(Please note this section of Buckner Road is presently outside  
the Spring Hill limits)

<u>ITEM</u>	<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>UNIT</u>	<u>UNIT PRICE</u>	<u>AMOUNT</u>
1.	Mineral Aggregate Base/ Shoulder Stone	350	Tons	\$ 9.50	\$ 3,325.00
2.	Bituminous Plant Mix, Grading 307 "B" Modified	600	Tons	21.50	12,950.00
3.	Bituminous Plant Mix, Surface Grading 411-"E" (Hot Mix)	580	Tons	24.00	13,920.00
4.	Pavement Repair	500	S.Y.	2.00	<u>1,000.00</u>
	Estimated Construction Cost				\$31,195.00
	Contingencies				<u>2,805.00</u>
	<b>TOTAL ESTIMATED CONSTRUCTION COST</b>				<b>\$34,000.00</b>

IV. Buckner Lane (from Buckner Road to Thompson Station Road)

<u>ITEM</u>	<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>UNIT</u>	<u>UNIT PRICE</u>	<u>AMOUNT</u>
1.	Mineral Aggregate Base/ Shoulder Stone	300	Tons	\$ 9.50	\$ 2,850.00
2.	Bituminous Plant Mix, Grading 307 "B" Modified	400	Tons	21.50	8,600.00
3.	Bituminous Plant Mix, Surface Grading 411-"E" (Hot Mix)	580	Tons	24.00	13,920.00
4.	Pavement Repair	1,000	S.Y.	2.00	<u>2,000.00</u>
	Estimated Construction Cost				\$27,370.00
	Contingencies				<u>3,630.00</u>
	<b>TOTAL ESTIMATED CONSTRUCTION COST</b>				<b>\$31,000.00</b>

Summary of Construction Costs:

I.	Kedron Road				
	A. From Saturn Parkway to Weaver Farms				\$ 75,000.00
	B. From U.S. Highway 31 to Saturn Parkway				80,000.00
II.	Moore Lane				39,000.00
III.	A. Buckner Road (Buckner Place Subdivision to Buckner Lane)				54,000.00
IV.	Buckner Lane				<u>31,000.00</u>
	Estimated Construction Cost				\$279,000.00
	Other Project Costs				<u>21,000.00</u>
	<b>TOTAL ESTIMATED PROJECT COST</b>				<b>\$300,000.00</b>

Note:

The above project cost does not include repaving Buckner Road from Buckner Place Subdivision to U.S. Highway 31.

Highers, Koonce & Associates, Inc.  
 File No. 0215-27  
 02/07/94  
 /30387

Registered  
No. - \_\_\_\_\_

Town of Spring Hill  
of the  
State of Tennessee

Registered  
\$ \_\_\_\_\_

FIRST 1994 CAPITAL OUTLAY NOTE, SERIES 1994

<u>DATED</u>	<u>INTEREST RATE</u>	<u>MATURITY DATE</u>
April 1, 1994	_____ %	_____ , 19__

Registered Owner: \_\_\_\_\_

Principal Sum: \_\_\_\_\_

The Town of Spring Hill (the "Local Government") of the State of Tennessee hereby acknowledges itself indebted, and for value received hereby promises to pay to the Registered Owner hereof (named above), or registered assigns, the Principal Sum (specified above) on the Maturity Date (specified above) (unless this note shall have been duly called for prior redemption and payment of the redemption price shall have been duly made or provided for), upon presentation and surrender to the Local Government or its agent, and to pay interest on the Principal Sum on \_\_\_\_\_, \_\_\_\_\_, and thereafter on the \_\_\_\_\_ day of each year at the Interest Rate per annum (specified above), by check, draft, or warrant mailed to the Registered Owner, at the address of the Registered Owner as it appears on the fifteenth (15th) calendar day of the month next preceding the applicable payment date in the note register maintained by or on behalf of the Local Government. Both principal of and interest on this note are payable at the office of the Recorder of the Town of Spring Hill or paying agent duly appointed by the Local Government in lawful money of the United States of America.

This note is a direct obligation of the Town of Spring Hill for the payment of which as to both principal and interest the full faith and credit of the Local Government is pledged. Any and all revenues collected as impact fees from the areas benefited under Ordinance No. 94-2 of the Town of Spring Hill are likewise pledged for these purposes.

This note is subject to redemption prior to its stated maturity in whole or in part at any time at the option of the Board of Mayor and Aldermen of the Town of Spring Hill upon payment of the principal amount of the note together with the interest accrued thereon to the date of redemption with a premium of 1% of par value.

This note is issued under the authority of Parts 1, 4, and 6 of Title 9, Chapter 21, Tennessee Code Annotated, and a Resolution duly adopted by the Governing Body of the Local Government meeting in regular session on the 21st day of March, 1994, (the "Resolution") to finance some or all of the cost of the 1994 Spring Hill Street Paving Project (the "Project").

This note shall have the qualities and incidents of a negotiable instrument and shall be transferable only upon the note register kept by the Local Government or its agent, by the Registered Owner of the note in person or by the Registered Owner's attorney duly authorized in writing, upon presentation and surrender to the Local Government or its agent of the note together with a written instrument of transfer satisfactory to the Local Government duly executed by the Registered Owner or the Register's Owner's duly authorized attorney but only in the manner as provided in the Resolution of the Local Government authorizing the issuance of this note and upon surrender hereof for cancellation. Upon the transfer of any such note, the Local Government or its agent shall issue in the name of the transferee a new registered note or notes of the same aggregate principal amount and maturity as the surrendered note. The Local Government shall not be obligated to make any such Note transfer during the fifteen (15) days next preceding an interest payment date on the Notes or, in the case of any redemption of the Notes, during the forty-five (45) days next preceding the date of redemption.

Title 9, Chapter 21, Section 117, Tennessee Code Annotated, provides that this note and interest thereon are exempt from taxation by the State of Tennessee or by any county, municipality or taxing district of the State, except for

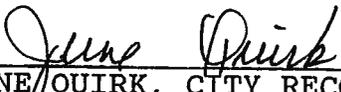
inheritance, transfer and estate taxes and except as otherwise provided under the laws of the State of Tennessee.

IT IS HEREBY CERTIFIED, RECITED AND DECLARED that all acts, conditions and things required to exist, happen and be performed precedent to and in the issuance of this note exist, have happened and have been performed in due time, form and manner as required by the Constitution and the laws of the State of Tennessee, and that the amount of this note, together with all other indebtedness of the Local Government, does not exceed any constitutional or statutory limitation thereon, and that this note is within every constitutional and statutory limitation.

IN WITNESS WHEREOF, the Board of Mayor and Aldermen of the Town of Spring Hill has caused this note to be executed in the name of the Town of Spring Hill by the manual signature of the Mayor, and countersigned and attested by the manual signature of the Recorder, with the Seal of the Local Government affixed hereto or imprinted hereon, and this note to be dated as of the 1st day of \_\_\_\_\_, 1994.

  
\_\_\_\_\_  
FREEMAN COWHERD, MAYOR

ATTESTED:

  
\_\_\_\_\_  
JUNE QUIRK, CITY RECORDER

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto

Please insert social security or other tax identifying number of assignee: \_\_\_\_\_

\_\_\_\_\_  
(name and address of assignee)

the within-mentioned note and hereby irrevocably constitutes and appoints \_\_\_\_\_

\_\_\_\_\_, attorney-in-fact, to transfer the same on the note register in the office of the Recorder of Local Government or the agent of the Local Government with full power of substitution in the premises.

Date: \_\_\_\_\_

\_\_\_\_\_  
(name of assignor)

\_\_\_\_\_

\_\_\_\_\_  
(address of assignor)

Signature Guaranteed:

\_\_\_\_\_

\_\_\_\_\_

NOTE: The signature as to this assignment must correspond with the name as written on the face of the within note in every particular, without alteration, enlargement or any change whatsoever.