The Board of County Commissioners of Orange County, Florida, met in regular public session, pursuant to law and the rules of said Board of County Commissioners at the regular meeting place of said Board in the Orange County Courthouse in Orlando, Florida, on December 6, 1982, at 9:00 o'clock A.M. The meeting was called to order by Chairman Lou Treadway. The roll was called and the following were determined to be present:

Lou Treadway, Chairman
Vera Carter, Commissioner
Tom Dorman, Commissioner
Bob Harrell, Commissioner
Hal Marston, Commissioner

Absent: None

Also present, Charles Gray, County Attorney and Thomas H. Locke, Clerk.

The following resolution was introduced in written form by Comptroller Tom Locke. Pursuant to motion made by Hal Marston, and seconded by Vera Carter, after due discussion, the resolution was adopted by the following roll call vote:
AYE:  
Lou Treadway  
Vera Carter  
Hal Marston  
Tom Doiman  
Robert Harrell  

NAY:  
None  

The resolution was thereupon signed by the Chairman, attested by the Clerk and declared to be in effect. The resolution is as follows:

A RESOLUTION AUTHORIZING THE ISSUANCE OF $1,500,000 TOURIST DEVELOPMENT TAX REVENUE BONDS, SECOND SERIES B, OF ORANGE COUNTY AUTHORIZING THE EXECUTION AND DELIVERY OF A THIRD SUPPLEMENTAL INDENTURE OF TRUST TO SECURE THE SAME, AND MAKING OTHER PROVISIONS IN CONNECTION WITH THE FOREGOING.

***     ***     ***

WHEREAS, acting under authority granted by Section 125.0104 Florida Statutes, the Board of County Commissioners of Orange County, Florida did on March 16, 1978 adopt Ordinance No. 78-7, which has been amended by Ordinance No. 79-6 adopted on May 22, 1979 (the "Tourist Development Tax Ordinance") and by Ordinance No. 82-26 adopted November 1, 1982 imposing that certain tax which is defined in the hereinafter mentioned Indenture as the "Tourist Development Tax" and adopting a plan known as the "Tourist Development Plan"; and

WHEREAS, in order to carry out said Tourist Development Plan, the Board of County Commissioners of the County did on May 29, 1979, adopt a Resolution, which has been amended by Resolution
adopted on March 18, 1980, authorizing $35,000,000 Tourist Development Tax Revenue Bonds, Series 1980, ("Series 1980 Bonds") to be secured and liquidated by revenue from the Tourist Development Tax and other limited sources in order to construct publicly owned facilities to be known as the "Orange County Civic Center, Phase I," all as provided in the hereinafter mentioned Indenture; and

WHEREAS, in addition, pursuant to resolutions adopted by this Board on September 15, 1980, there have been authorized the issuance of $3,500,000 Tourist Development Tax Revenue Bonds, Series 1980A (the "Series 1980A Bonds") and, on a subordinate basis, $7,500,000 Junior Lien Tourist Development Tax Revenue Bonds, Series 1980B (the "Series 1980B Bonds") and this Board has authorized the execution and delivery of a First Supplemental Indenture securing said Series 1980A Bonds and a Second Supplemental Indenture securing said Series 1980B Bonds; and

WHEREAS, there have heretofore been issued $3,500,000 Junior Lien Tourist Development Tax Revenue Completion Bond, Anticipation Notes and $7,500,000 Junior Lien Tourist Development Tax Revenue Bond Anticipation Notes in anticipation of the proceeds of the sale of said Series 1980A Bonds and Series 1980B Bonds (the "1980A Notes" and the "1980B Notes" respectively); and

WHEREAS, the bonds herein authorized will be issued only upon receiving the approval of the holders of at least 51% in principal amount of all outstanding Series 1980B Bonds and the holders of all 1980A Notes and said 1980B Notes outstanding on the date of issue of said bonds herein authorized; and
WHEREAS, due to unanticipated construction costs, it is now necessary to borrow additional funds to pay for the cost of the completion of the Orange County Civic Center, Phase I, and in order to pay such costs, it is desired at this time to authorize the issuance of $1,500,000.00 Tourist Development Tax Revenue Bonds, Second Series B, (the "Second Series B Bonds") on a parity with the Series 1980B Bonds and subordinate to the Series 1980 and Series 1980A Bonds; and

WHEREAS, in order to provide for the security of said Second Series B Bonds it is desired to enter into a Third Supplemental Indenture of Trust in substantially the form more particularly hereinafter provided for;

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

Section 1. That for the purpose of paying part of the cost of completing the construction of said Civic Center, Phase I, including the payment of capitalized interest and all fiscal, legal, engineering, architectural, bond insurance and other expenses properly incident thereto and to the issuance of such bonds, including the capitalization of a reserve, there is hereby authorized, on a junior lien basis, the issuance of Tourist Development Tax Revenue Bonds, Second Series B, of said County in the aggregate principal amount of $1,500,000.00. Reimbursement of any County moneys for advances made to pay any such costs, and payment of any notes issued in anticipation of the proceeds of said bonds shall be deemed payment of such costs for all purposes of this resolution. Said bonds shall be issued under and only when
permitted by Sections 2.10 and 5.4 of that certain Indenture of Trust dated as of September 1, 1980 between Orange County and Southeast Banks Trust Company, N.A., Miami, Florida, as Trustee (the "Indenture"). Said bonds shall be dated as of a date or dates to be determined by resolution to be adopted on or prior to the sale thereof, shall be in the denomination of $5,000 or whole multiples thereof, and shall bear interest at the maximum rate permitted by Section 215.84 F.S. or such lesser rate or rates as may be established upon the sale thereof. Principal of and redemption premium (if any) on said bonds shall be payable in lawful money of the United States of America at the principal office of the Trustee under the Indenture and may additionally be made payable at one or more other banks or trust companies at the option of the holder, such alternate paying agents to be designated by supplemental resolution to be adopted prior to delivery of the bonds. Said bonds shall be numbered and shall mature on such dates not later than 35 years from the date of such bonds as may be provided by subsequent resolution of this Board of County Commissioners. Said bonds may be term bonds maturing in one or more years but subject, in large part, to mandatory redemption prior to maturity, or may be serial bonds or any combination of such term bonds and serial bonds. Said bonds shall bear interest which shall be payable semiannually on the first days of March and September of each year until payment of principal beginning on such date not later than one year from date of original issuance of such bonds as the Board of County Commissioners may determine, all as may be provided by
resolution of the Board of County Commissioners at or prior to the sale of said bonds. Some or all of said bonds may be made subject to redemption at the option of the County prior to maturity under terms and conditions to be prescribed by subsequent resolution.

Said bonds shall be signed by the Chairman and shall be attested by the Clerk of the Board of County Commissioners (one or both of whose signatures may be by facsimile) and shall have the facsimile of the corporate seal of said County printed thereon; interest coupons, if any, attached to said bonds shall be executed with the facsimiles of the official signatures of said officials.

Said bonds shall be in either coupon form payable to bearer or in fully registered form or a combination of both; if in coupon form, said bonds shall be registerable as to principal or as to principal and interest. In any event, it is anticipated that said bonds shall bear interest which is exempt from federal income taxation and so said bonds may be issued in any form which, under Section 103(j) of the Internal Revenue Code of the United States, may be used in order to comply with the requirements of said section with respect to bonds on which the interest is exempt from federal income taxation.

Section 2. That in order to provide for the security of said bonds and to express the contract between the County and the holder or holders of said bonds, the Chairman and Clerk of the Board of County Commissioners, acting on behalf of said County, are authorized and directed to execute and deliver to
Southeast Banks Trust Company, N.A., Miami, Florida, as Trustee, a Third Supplemental Indenture of Trust substantially in the form attached hereto as Exhibit A. The bonds herein authorized shall be in the form prescribed by said Indenture, but modified to reflect the arrangements under which they are sold.

Section 1. That Gray, Harris & Robinson of Orlando, Florida, as attorneys for the County, shall take appropriate proceedings in the Circuit Court of the Ninth Judicial Circuit of Florida in and for Orange County for the validation of the bonds herein authorized and the proceedings incident thereto and the Chairman and Clerk are authorized to sign any pleadings and offer testimony in such proceedings for and on behalf of the County.

Section 4. That all of the Net Operating Revenues, Investment Earnings, Tourist Development Tax Proceeds (subject only to payment of Priority Expenses of Operation and Maintenance when required under the aforementioned Indenture) and gifts, grants and other income of said Civic Center not specifically restricted by the donor, grantor or other contract party to purposes other than payment of principal of and interest on said bonds, are hereby pledged to the payment of principal of and interest on said bonds when due, all as more particularly provided with respect to Series B Bonds in said Indenture.

Section 5. That the bonds herein authorized shall be sold at one time or from time to time at public or negotiated sale at the price of not less than 95% of par and accrued interest to the date of delivery.
Section 6. That if any section, paragraph, clause or provision of this resolution shall be held to be invalid for any reason, such invalidity shall not affect the validity or enforceability of any of the remaining provisions hereof.

Section 7. That this resolution shall take immediate effect.

PASSED in open session of the Board of County Commissioners of Orange County, this 6th day of December, 1982.

[Signature]
Chairman of the Board of County Commissioners

ATTEST:

[Signature]
Clerk of the Board of County Commissioners

-8-
ORANGE COUNTY, FLORIDA

AND

SOUTHEAST BANKS TRUST COMPANY, N.A.
AS TRUSTEE

THIRD SUPPLEMENTAL INDENTURE OF TRUST

Dated as of _______ 1, 198__

Securing $_______ Junior Lien Tourist Development Tax
Revenue Bonds, Second Series B

This instrument was prepared by:

Manly W. Mumford
Chapman and Cutler
111 West Monroe Street
Chicago, Illinois 60603
THIS THIRD SUPPLEMENTAL INDENTURE OF TRUST MADE AND
ENTERED INTO as of the first day of_____198__ by and between
ORANGE COUNTY, FLORIDA and SOUTHEAST BANKS TRUST COMPANY, N.A. of
Miami, Florida, a banking association duly organized and qualified
under the laws of Florida to accept and administer the trust hereby
created, and having its principal place of business in the City of
Miami, Florida ("Trustee"):

WITNESSETH:

WHEREAS, acting under authority granted by Section 125.0104
Florida Statutes, the Board of County Commissioners of Orange County,
Florida did on March 16, 1978 adopt Ordinance No. 78-7, as amended by
Ordinance No. 79-6 adopted on May 22, 1979 and by Ordinance No._
adopted on November 1, 1982 (the "Tourist Development Tax Ordinance")
imposing that certain tax which is defined in the hereinafter
mentioned Indenture as the "Tourist Development Tax" and adopting
a plan known as the "Tourist Development Plan"; and

WHEREAS, pursuant to Resolution duly adopted by the Board
of County Commissioners of Orange County, Florida, on____-, 1982, the Board of County Commissioners of the County has determined
to issue the bonds for which provision is hereinafter made; and

WHEREAS, the County has issued $35,000,000 Tourist Develop­
ment Tax Revenue Bonds, Series 1980, and $3,500,000 Tourist Develop­
ment Tax Revenue Bonds, Series 1980A, which enjoy a first lien on and
pledge of the revenue from the Tourist Development Tax and other
limited sources, and has issued $7,500,000 Junior Lien Tourist
Development Tax Revenue Bonds, Series 1980B, and to secure said
Tourist Development Tax Revenue Bonds, Series 1980, has entered
into an Indenture of Trust, dated as of September 1, 1980, with
the Trustee, to secure said Tourist Development Tax Revenue Bonds,
Series 1980A, has entered into a First Supplemental Indenture of
Trust, dated as of_____, 198__; and to secure said Tourist
Development Tax Revenue Bonds, Series 1980B, has entered into a
Second Supplemental Indenture of Trust, dated as of_____198__; and

WHEREAS, it is desired to provide that the Bonds secured
by this Third Supplemental Indenture of Trust shall in all respects
be subordinate to the aforementioned Tourist Development Tax Revenue
Bonds, Series 1980, and the Tourist Development Tax Revenue Bonds,
Series 1980A, but shall otherwise be secured and liquidated by
revenue from the Tourist Development Tax and other limited sources
in like manner and on a parity with said Junior Lien Tourist Develop­
ment Tax Revenue Bonds, Series 1980B; and

WHEREAS, the Junior Lien Tourist Development Tax Revenue
Bonds, Second Series B, to be issued hereunder and the Trustee's
Certificate of Authentication to be endorsed thereon are all to
be in substantially the following form, to-wit:
FORM OF BOND

UNITED STATES OF AMERICA

STATE OF FLORIDA
COUNTY OF ORANGE

JUNIOR LIEN TOURIST DEVELOPMENT TAX REVENUE BOND, SECOND SERIES B

Number $_______

Orange County, Florida, for value received, hereby promises to pay, solely from the revenues provided therefor as hereinafter set forth, to $_______ or registered assigns, as hereinafter provided, on the first day of September, 19__, the principal sum of $____ Thousand Dollars ($____) and to pay from said revenues interest thereon from the date hereof at the rate of ____ per cent (____ %) per annum on ____1, 198__, and semiannually thereafter on the first days of March and September of each year until payment of principal. Principal of, and redemption premium, if any, on this Bond are payable in lawful money of the United States of America at the principal office of the Trustee under the hereinafter mentioned Indenture and Third Supplemental Indenture of Trust, initially Southeast Banks Trust Company, N.A., in the City of Miami, Florida. Payment of the installments of interest shall be made to the registered owner hereof as shown by the registration books maintained by the Bond Registrar at the close of business on the 15th day of the calendar month next preceding the interest payment date and shall be paid by check or draft on the Trustee mailed to such registered owner at his address as it appears on such registration books or at such other address as may be furnished in writing by such registered owner to the Bond Registrar.

This Bond is one of an authorized issue of $____ principal amount of Bonds, issued by said County pursuant to and in full compliance with the provisions of the Constitution and laws of the State of Florida, and pursuant to resolution duly adopted by the Board of County Commissioners on _________, 1982, for the purpose of paying part of the cost of the completion of the construction of the Orange County Civic Center, Phase I, as part of the Orange County Tourist Development Plan, comprising a center to accommodate large conventions and multi-purpose community activities and paying expenses incidental thereto and to the issuance of such Bonds, including fiscal, legal, engineering, architectural, and bond insurance premiums, if any. The issue of Bonds of which this is one are all issued under and equally and ratably secured and entitled (on a subordinate basis as provided hereinafter) to the security of an Indenture of Trust dated as of September 1, 1980, (hereinafter called the "Indenture") as supplemented by a First Supplemental Indenture of Trust, by a Second Supplemental Indenture of Trust, and
by a Third Supplemental Indenture of Trust dated as of 198_ (hereinafter called the "Third Supplemental Indenture"), duly executed and delivered by the County to the Trustee.

The bonds of the issue of which this is one are subordinate in all respects to certain Tourist Development Tax Revenue Bonds, Series 1980, certain Tourist Development Tax Revenue Bonds, Series 1980A, and to obligations which may in the future rank on a parity therewith under the terms of the Indenture, and rank on a parity with certain Junior Lien Tourist Development Tax Revenue Bonds, Series 1980B.

Bonds of the series of which this is one maturing after 19_, are subject to redemption by said County prior to maturity on and after that date, either in whole at any time or in part in amounts of whole multiples of $5,000 on any interest payment date, in the inverse order of their maturities (less than all of a single maturity to be selected by lot), upon terms of par and accrued interest plus a redemption premium (expressed as a percentage of principal amount) as set forth in the table below:

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<thead>
<tr>
<th>Period of Optional Redemption</th>
<th>Redemption Premium</th>
</tr>
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</table>

Notice of call for redemption is to be given by mailing a copy of the redemption notice by registered or certified mail at least 30 but not more than 60 days prior to the date fixed for redemption to the registered owner of each Bond to be redeemed at the address shown on the Registrar's registration books.

The Bonds of the issue of which this is one and such Bonds as have heretofore been and may in the future be issued on a parity therewith are secured by subordinate pledge of the "Pledged Revenues" of said Civic Center, comprising principally the revenues derived by the County from the Tourist Development Tax imposed by said County under Section 125.0104 F.S. by Ordinance No. 78-7 adopted March 16, 1978 and approved by the voters of said County at a referendum held by the voters of said County on April 25, 1978, as said Ordinance has been amended prior to the issuance of Bonds of the series of which this is one. Said Tourist Development Tax is imposed at the rate of two per cent (2%) of each whole and major fraction of each dollar of the total rental charged every person who rents, leases, or lets for consideration any living quarters or accommodations in any hotel, apartment hotel, motel, resort motel, apartment, apartment motel, rooming house, tourist or trailer camp, or condominium for a term of six months or less. Said Pledged
Revenues further include all net operating revenues of said Civic Center, all unrestricted gifts, grants and other income of the Civic Center and interest on investments made with the proceeds of said Bonds and money derived from the aforementioned sources. Under certain circumstances, said Tourist Development Tax revenues may be applied, as a first charge, to the payment of priority expenses of operation, maintenance and promotion of the Civic Center to the extent that operating revenues are insufficient for such purpose.

Orange County is not obligated to pay the Bonds of the issue of which this is one or the interest thereon except from such revenues and neither the faith and credit nor any physical properties of the County are pledged to the payment of the principal of or interest on such Bonds. The issuance of such Bonds does not directly or indirectly or contingently obligate said County to levy any ad valorem taxes whatever therefor or to make any appropriation for their payment except from the aforesaid Pledged Revenues. This Bond does not constitute a corporate indebtedness of Orange County and shall not constitute a charge, lien or encumbrance, legal or equitable, upon any property of said County.

Orange County has covenanted and hereby covenants and agrees at all times while this Bond, or any Bond of the issue of which it is a part, is outstanding and unpaid to fix and maintain such rates for the use of the aforementioned Civic Center as will, together with the other Pledged Revenues, be fully sufficient to provide for the payment of the interest on and principal of all of the aforementioned Tourist Development Tax Revenue Bonds, Series 1980 and Series 1980A, and Junior Lien Tourist Development Tax Revenue Bonds, Series 1980B, and all bonds of the issue of which this is one as interest and principal become due, to create proper funds therefor, and to provide for the payment of the expenses of operating, maintaining in good condition, and adequately promoting the Civic Center.

For a more particular statement of the covenants and provisions securing the Bonds of the issue of which this is one, the conditions upon which additional Bonds may be issued on a parity, the conditions under which this Bond may be exchanged for other Bonds of denominations of whole multiples of $5,000 or may be transferred to a different registered owner (except during the period of 15 days next preceding an interest payment date, or after mailing of notice of redemption, or during a period of 15 days next preceding the giving of such notice of redemption), and the conditions upon which such Indenture may be amended with the consent of the holders of 51% of such Bonds and Parity Bonds, reference is made to the aforementioned Indenture and Third Supplemental Indenture.

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 Bond have existed, have happened and have been performed in due time, form and manner as required by law.
This Bond is one of an issue of Bonds which were validated and confirmed by judgment of the Circuit Court of the Ninth Judicial Circuit of Florida in and for Orange County rendered on ___.

This Bond shall not be entitled to any benefit under the Indenture or become valid or obligatory for any purpose until it shall have been authenticated by the certificate of the Trustee endorsed hereon.

IN WITNESS WHEREOF, Orange County has caused this Bond to be signed by the Chairman of the Board of County Commissioners of said County and attested by the Clerk of said Board by their respective facsimile signatures and a facsimile of the corporate seal of said County to be printed hereon, all as of this first day of _______, 198_.

ORANGE COUNTY, FLORIDA

ATTEST:

___________________________ Chairman

___________________________ Clerk

(TRUSTEE'S CERTIFICATE OF AUTHENTICATION)

This Bond is one of the Bonds described in the within mentioned Indenture.

SOUTHEAST BANKS TRUST COMPANY, N.A.,

as Trustee

By___________________________ Authorized Officer
NOW, THEREFORE, THIS THIRD SUPPLEMENTAL
INDENTURE OF TRUST WITNESSETH:

That to secure the observance and performance by the County of all the covenants expressed or implied herein and in the Bonds, Orange County, Florida does hereby grant, warrant, assign and pledge unto the Trustee and unto its successors in trust and its assigns forever the rights and interests hereinafter granted or purported to be granted for the securing of said Second Series B Bonds but subject and subordinate to all rights of the holders of the County's Tourist Development Tax Revenue Bonds, Series 1980, the Tourist Development Tax Revenue Bonds, Series 1980A, and such Bonds as shall in the future rank on a parity therewith and on a parity with all outstanding Junior Lien Tourist Development Tax Revenue Bonds, Series 1980B;

TO HAVE AND TO HOLD all of said rights and interests and all of the funds required hereby to be deposited with the Trustee;

IN TRUST NEVERTHELESS for the equal and proportionate benefit and security of the holders from time to time of the Second Series B Bonds authenticated and delivered hereunder and issued by the County and outstanding, without preference, priority or distinction as to lien or otherwise of any of the Second Series B Bonds over any other or others of the Second Series B Bonds to the end that each holder of such Second Series B Bonds has the same rights, privileges and lien under and by virtue of this Indenture; and conditioned, however, that if the County shall, well and truly pay or cause to be paid fully and promptly when due all liabilities, obligations and sums at any time secured hereby, including interest and attorneys' fees and shall promptly, faithfully and strictly keep, perform and observe or cause to be kept, performed and observed all of its covenants, warrantees and agreements contained herein, then and in such event this Indenture shall become void and of no further force and effect; otherwise, the same shall remain in full force and effect and upon the trusts and subject to the covenants and conditions hereinafter set forth.

ARTICLE I
Definitions

"First Lien Bonds" means the Tourist Development Tax Revenue Bonds, Series 1980, the Tourist Development Tax Revenue Bonds, Series 1980A, and such Bonds as may be issued on a parity with said Bonds under the Indenture.

"Indenture" means that certain Indenture of Trust dated September 1, 1980, as amended by that certain First Supplemental Indenture of Trust dated __________, 198____, and by that Second Supplemental Indenture of Trust dated __________, 198____, by and between the County and Trustee, securing the First Lien Bonds.

All terms which are defined in Article I and elsewhere in the Indenture have the same meaning when used in this Third Supplemental Indenture of Trust.

ARTICLE II

The Bonds

Section 2.1 Authorization. Orange County, acting through its Board of County Commissioners, has authorized and hereby authorizes the completion of construction of a publicly owned facility to be known as the Orange County Civic Center, as Phase I of the Tourist Development Plan, comprising a center designed to accommodate large conventions and multi-purpose community activities. For the purpose of completion of the construction of said Civic Center Phase I, including the payment of capitalized interest and all fiscal, legal, engineering, architectural, bond insurance and other expenses properly incident thereto and to the issuance of Second Series B Bonds, including the capitalization of a reserve, there have been and there are hereby authorized to be issued the Junior Lien Tourist Development Tax Revenue Bonds, Second Series B, of said County in the aggregate principal amount of $__________.

Section 2.2 Bond Details. The Second Series B Bonds shall be dated ____________ 1, 198__. Interest on said Bonds shall be payable ____________ 1, 198__ and semianually thereafter on March 1 and September 1 of each year as shown in Section 2.7 hereof. The Second Series B Bonds shall be in the aggregate principal amount of $__________, shall be in the denomination of whole multiples of $5,000 each, shall bear interest, and shall mature on September 1 of each of the years as follows:

<table>
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<tr>
<th>AMOUNT</th>
<th>YEAR OF MATURITY</th>
<th>ANNUAL INTEREST RATE</th>
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</table>
Of said Second Series B Bonds those maturing on and prior to September 1, shall be Serial Bonds and those maturing after said date shall be Term Bonds.

Section 2.3 Authorized Amount of Second Series B Bonds. The total principal amount of Second Series B Bonds that may be issued under the Indenture by virtue of this Third Supplemental Indenture of Trust is limited to $, but additional Series B Parity Bonds may be issued under further supplemental indentures under Section 2.10 and Article V of the Indenture.

Section 2.4 Registration of Bonds. The Second Series B Bonds shall be in registered form. Upon surrender for transfer of any Second Series B bond at the principal corporate trust office of the Trustee, duly endorsed by, or accompanied by a written instrument or instruments of transfer in form satisfactory to the Trustee, duly endorsed by, or accompanied by a written instrument or instruments of transfer in form satisfactory to the Trustee and duly executed by the registered owner or his attorney duly authorized in writing, the County shall have executed and the Trustee shall authenticate, date and deliver in the name of the transferee or transferees a new fully registered bond or bonds of the same maturity of authorized denominations for a like aggregate principal amount, reduced by any amount as to which the County shall have called for prior redemption the obligation represented by such bond and shall have provided for payment of the redemption price. Any fully registered bond or bonds may be exchanged at said office of the Trustee for a like aggregate principal amount of bond or bonds the same maturity of other authorized denominations. The bond registrar shall not be required to transfer or exchange any bonds during the period of 15 days next preceding any interest payment date on such bond, nor to transfer or exchange any bond after notice calling such bond for redemption has been mailed nor during a period of 15 days next preceding the giving of a notice of redemption of any bonds.

The person in whose name any bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes in payment of the principal of, premium (if any) or interest on any bond. Such payments shall be made only to or upon the order
of such registered owner thereof or his legal representative. All such payments shall be valid and effectual to satisfy and discharge the liability upon such bonds to the extent of the amount so paid. In any registration or transfer of registration of any Second Series B Bonds the owner or holder thereof shall not be required to pay any charge or fee except the cost to be paid by the Trustee for returning the Second Series B Bond or Bonds to such owner or holder; provided, however, if and to whatever extent any tax or governmental charge is at any time imposed on any such transfer the County or the Trustee may require payment of a sum sufficient for such tax or charge.

The County hereby covenants and agrees so long as any of the Second Series B Bonds are outstanding to retain and maintain a Bond Registrar having appropriate registration books for the purpose of registering and transferring the registration of any Second Series B Bonds as in this section contemplated. The Trustee is designated such Bond Registrar.

Section 2.5 Form of Second Series B Bonds, Execution. The Second Series B Bonds, including the recital therein with respect to court validation to be incorporated therein as hereinafter provided, the Trustee's Authentication Certificate shall be in substantially the form set out in the preamble of this Third Supplemental Indenture of Trust. Said Second Series B Bonds shall be signed by the Chairman of the Board of County Commissioners and shall be attested by the Clerk of said Board (the signatures of said officials being by facsimile) and with the facsimile of the corporate seal of said County printed thereon.

Section 2.6 Survival of Signatures; Lost and Mutilated Second Series B Bonds. In case any officer whose signature or a facsimile thereof appears on any Second Series B Bond shall cease to be such officer before delivery of any of the Second Series B Bonds, such signature or facsimile thereof shall, nevertheless, be valid and sufficient for all purposes the same as if such officer has remained in office until such delivery.

In case any Second Series B Bond shall become mutilated or be destroyed or lost, the County will, if not then prohibited by law, cause to be executed, authenticated and delivered a new Bond of like date, number, maturity and tenor, in exchange and substitution for and upon cancellation of such mutilated Second Series B Bond or in lieu of and in substitution for such Second Series B Bond destroyed or lost, upon the holder or owner paying the reasonable expenses and charges in connection therewith, and in the case of a Second Series B Bond destroyed or lost filing with the Trustee evidence satisfactory to said Trustee and the County that such Second Series B Bond was destroyed or lost and of the ownership thereof, and furnishing indemnity satisfactory to the Trustee and the County.
Section 2.7 Place of Payment. The principal of and premium, if any, on the Second Series B Bonds shall be payable in lawful money of the United States of America at the principal office of the Trustee; the interest thereon shall be paid by check or draft on the Trustee and mailed to the persons in whose names such bonds are registered at the close of business on the 15th day of the calendar month next preceding the interest payment date.

Section 2.8 Authentication. Only such Second Series B Bonds as shall be authenticated by the endorsement thereon of a certificate substantially in the form hereinbefore recited, executed by the Trustee by one of its authorized officers, shall be secured by this Third Supplemental Indenture of Trust or shall be entitled to any benefit hereunder and every such certificate of the Trustee upon any Second Series B Bond purporting to be secured hereby shall be conclusive evidence that the Second Series B Bond so certified has been duly issued hereunder, and that the holder is entitled to the benefit of the trust hereby created. It shall not be necessary that the same officer sign the certificate of authentication on all of the Second Series B Bonds secured hereunder.

Section 2.9 Authentication and Delivery of Second Series B Bonds. The Trustee, forthwith upon the execution and delivery of this Third Supplemental Indenture of Trust, or from time to time thereafter, upon the execution and delivery to it by the County of the Second Series B Bonds, as hereinabove provided and without any further action on the part of the County, shall authenticate Second Series B Bonds in the aggregate principal amount of not to exceed $ and shall deliver them upon the written order of the County.

Prior to the delivery by the Trustee of any of the Second Series B Bonds there shall be filed with the Trustee:

1. A copy, duly certified by the Clerk of the Board of County Commissioners, of the resolution or resolutions adopted by the Board of County Commissioners of the County authorizing the execution and delivery of this Third Supplemental Indenture and the issuance and sale of the Second Series B Bonds and fixing the rates of interest to be borne thereby.

2. A certified copy of the judgment of the Circuit Court in and for Orange County, Florida showing the validation of said Second Series B Bonds.

3. Certified copies of all amendments to the Tourist Development Tax Ordinance.

4. A certificate, dated as of the date of delivery, by the Clerk of the Board of County Commissioners that the aforementioned ordinances, resolutions and proceedings are still in full force and effect without amendments except as shown in said filings.
5. The approval of the holders of at least 51% of any outstanding Junior Lien Tourist Development Tax Revenue Bonds, Series 1980B, as provided in Paragraph 7 of Section 2.10 and Subsection 5.36 of the Indenture.

6. A request and authorization to the Trustee on behalf of the County and signed by an authorized County official to authenticate and deliver such Second Series B Bonds to the purchasers therein identified upon payment to the Trustee, but for the account of the County, of a sum specified in such request and authorization plus accrued interest thereon to the date of delivery. Such proceeds shall be paid over to the Trustee and deposited as provided in Article VII hereof.

ARTICLE III

Redemption of Bonds

Section 3.1 Redemption of Second Series B Bonds. The Second Series B Bonds maturing after September 1, 19__, shall be subject to optional redemption by the County prior to maturity on and after that date, either in whole at any time or in part in amounts of whole multiples of $5,000 on any interest payment date, in inverse order of their maturities (less than all of a single maturity to be selected by lot by the Trustee in such manner as the Trustee may deem appropriate), upon terms of par and accrued interest plus a redemption premium (expressed as a percentage of principal amount) as set forth in the table below:

<table>
<thead>
<tr>
<th>Period of Optional Redemption</th>
<th>Redemption Premium</th>
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</tbody>
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Section 3.2 Notice of Redemption. Notice of call of any Second Series B Bond for redemption shall be given by mailing a copy of the redemption notice by registered or certified mail at least 30 but not more than 60 days prior to the date fixed for redemption to the registered owner of each bond to be redeemed at the address shown on the Registrar's registration books.

Section 3.3 County or Trustee May Give Notice of Redemption. Notice of redemption of Second Series B Bonds to be redeemed at the option of the County shall be given by the County or by the Trustee for and on behalf of the County whenever either (i) such redemption is required to be made under this Third Supplemental Indenture of Trust, or (ii) whenever such redemption is permitted to be made under this Third Supplemental Indenture of Trust and the County requests that such redemption be made.
Section 3.4 Effect of Notice of Redemption. Notice having been given in the manner and under the conditions hereinabove provided, and monies for payment of the redemption price being held by the Trustee as provided in this Third Supplemental Indenture of Trust, the Second Series B Bonds so called for redemption shall, on the redemption date designated in such notice, become and be due and payable at the redemption price provided for redemption of such Bonds on such date, and interest on the Second Series B Bonds so called for redemption shall cease to accrue, such Second Series B Bonds shall cease to be entitled to any lien, benefit or security under this Third Supplemental Indenture of Trust, and the holders of said Second Series B Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof.

Second Series B Bonds so redeemed shall be cancelled upon surrender thereof.

ARTICLE IV

Flow of Funds and Security

Section 4.1 Pledge of Revenues. The Second Series B Bonds, constituting "Series B Bonds" as used in Section 2.11 and Articles III through XIII of the Indenture, shall be payable as to interest from the Series B Principal and Interest Account. To assure prompt payment of principal of and interest on the Second Series B Bonds, there shall be paid into the Series B Principal and Interest Account the payments required under Section 4.3 of the Indenture. All money which is or ought to be deposited in the Series B Principal and Interest Account hereunder or under the Indenture is hereby pledged to the prompt payment of principal of and interest on the Second Series B Bonds on a parity with the Junior Lien Tourist Development Revenue Bonds, Series 1980B.

Section 4.2. Enforcement of Rights. The holders of the Second Series B Bonds shall, subject to the rights of the holders of the First Lien Bonds to priority in the application of Pledged Revenues as provided in the Indenture, have the same rights to enforce the Indenture and the covenants therein as do the holders of the First Lien Bonds, it being recognized that said Second Series B Bonds constitute "Bonds" as defined in Article I of said Indenture.

ARTICLE V

Concerning the Trustee

The Trustee's rights, duties and responsibilities under this Third Supplemental Indenture of Trust shall be governed by the Indenture.
ARTICLE VI

Sale of Bonds and Application of Proceeds

Upon the written request of the County the Trustee shall deliver the Second Series B Bonds to the purchaser thereof and shall receive and receipt for the payment of the purchase price therefor. The Trustee shall apply the purchase price so received as follows:

(a) that portion which represents accrued interest shall be deposited in the Series B Principal and Interest Account;

(b) the amount of $________ shall be set aside to be applied to the payment of costs and expenses incidental to the issuance of the Second Series B Bonds; and

(c) the remainder shall be deposited in the Construction Fund.

IN WITNESS WHEREOF, ORANGE COUNTY, FLORIDA, by resolution duly adopted by its Board of County Commissioners has caused this Third Supplemental Indenture of Trust to be executed by the Chairman of the Board of County Commissioners and the corporate seal of said County to be hereunto affixed, attested by the Clerk of said Board, and Southeast Banks Trust Company, N.A., in the City of Miami, Florida, has caused this Third Supplemental Indenture of Trust to be executed and attested in its behalf by its duly authorized officers and its corporate seal to be hereunto affixed, all as of the day and year first above written, but actually this ______ day of ________, 198__.

ORANGE COUNTY, FLORIDA

(County Seal)

By_________________________
Chairman of the Board of County Commissioners

Attest:

__________________________
Clerk

SOUTHEAST BANKS TRUST COMPANY, N.A., as Trustee

(Bank Seal)

By_________________________
Senior Vice President

Attest:

__________________________
Trust Officer

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I hereby certify that on this day before me, ____________, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared ____________, and to me known and known to be the persons described in and who executed the foregoing instrument as Chairman and Clerk, respectively, of the Board of County Commissioners, Orange County, Florida, one of the Corporations named therein, and severally acknowledged before me that they executed the same as such officers in the name and on behalf of said Orange County, Florida.

WITNESS my hand and official seal in the County and State last aforesaid this ____ day of ____________, A.D., 198_.

________________________
Notary Public

My commission expires ____________

(SEAL)
STATE OF FLORIDA  
COUNTY OF ORANGE  

I hereby certify that on this day before me, ____________________________, an officer duly authorized in the State aforesaid and in the county aforesaid to take acknowledgments, personally appeared ____________________________ and ____________________________ to me known and known to be the persons described in and who executed the foregoing instrument as ____________________________ and as ____________________________ respectively, of Southeast Banks Trust Company, N.A., one of the Corporations names therein, and severally acknowledged before me that they executed the same as such officers in the name and on behalf of Southeast Banks Trust Company, N.A.

WITNESS my hand and official seal in the County and State last aforesaid this ___ day of ________________, A.D., 198__.

______________________________
Notary Public

My commission expires __________

(SEAL)

MWM:prd
11/17/82
The following resolution was introduced in written form by Comptroller Tom Locker. Pursuant to motion made by Hal Maiston and seconded by Vera Carter, the resolution was adopted by the following vote:

AYE: Lou Treadway
      Vera Carter
      Hal Maiston
      Tom Dorman
      Robert Harrell

NAY None

The resolution was thereupon signed by the Chairman, attested by the Clerk of the Board of County Commissioners and declared to be in effect. The resolution is as follows:

A RESOLUTION AUTHORIZING THE ISSUANCE OF $1,500,000.00 SECOND SERIES JUNIOR LIEN TOURIST DEVELOPMENT TAX REVENUE BOND ANTICIPATION NOTES OF ORANGE COUNTY, FLORIDA, PROVIDING FOR THE PAYMENT THEREOF AND PROVIDING FOR CERTAIN COVENANTS AND AGREEMENTS IN CONNECTION THERewith.

*** *** ***

WHEREAS, on December 6, 1982, the Board of County Commissioners of Orange County, Florida, adopted a resolution authorizing the issuance of $1,500,000.00 Junior Lien Tourist Development Tax Revenue Bonds, Second Series B, of Orange County for the purpose of paying part of the cost of completing the Orange County Civic Center, Phase I; and

WHEREAS, said bonds have not yet been sold and it is desired to proceed with the completion of said Civic Center, Phase I, in anticipation of receipt of the proceeds of said
bonds through the issuance of anticipation notes, all as permitted under the Constitution and Laws of the State of Florida, including particularly Section 215.431, F.S.;

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

Section 1. That for the purpose of paying part of the cost of completing the Orange County Civic Center, Phase I, including the payment of all expenses properly incident thereto and properly incident to the authorization and issuance of such notes and in anticipation of the receipt of all or part of the proceeds of the sale of $1,500,000.00 Junior Lien Tourist Development Tax Revenue Bonds, Second Series B, of Orange County, there is hereby authorized to be issued the Second Series Junior Lien Tourist Development Tax Revenue Bond Anticipation Notes of Orange County, Florida in the aggregate principal amount of $1,500,000.00. Said notes shall be dated as may be provided by subsequent resolution or resolutions of the Board, shall mature on March 1, 1986, shall bear only that interest represented by the discount at which such notes are sold, and shall be in the denomination of $5,000 or integral multiples thereof. Any and all of said notes shall be subject to prepayment by the County at any time on 30 days written notice to the holder thereof at a price which will result in a return to the holder of the price paid for such note or notes with simple interest at the rate of seven and one-half per cent (7.5%) per annum. Said notes shall be issued in fully registered form, as one note or as a series of notes numbered R-1 and consecutively upward in the discretion of the County Comptroller, and shall be payable
at the principal office of the Orange County Comptroller in the City of Orlando, Florida.

Section 2. That books for the registration and for the transfer of notes shall be kept by the office of the Orange County Comptroller, which is hereby constituted and appointed Registrar. The execution by the County officials designated below of any note in the denomination of $5,000 or any integral multiple thereof shall constitute full and due authorization of such denomination. No charge shall be made to any noteholder for the privilege of registration, but any noteholder requesting any such registration shall pay any tax or other governmental charge required to be paid with respect thereto. The Registrar shall not be required to transfer any note during the period of fifteen days next preceding any interest payment date of such note.

The person in whose name any note shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of or on account of principal on any note (or interest on any fully registered note or note registered as to principal and interest) shall be made only to or upon the order of the registered owner thereof or his legal representative. All such payments shall be valid and effectual to satisfy and discharge the liability upon such note to the extent of the sum or sums so paid.

Section 3. That the Chairman and Clerk of the board of County Commissioners shall have prepared and shall execute, manually (or with one facsimile signature) under seal (or a facsimile of the seal) of the County a note or notes in substantially the following form:

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(Form of fully registered note)

UNITED STATE OF AMERICA
STATE OF FLORIDA
COUNTY OF ORANGE

SECOND SERIES JUNIOR LIEN TOURIST DEVELOPMENT TAX REVENUE BOND
ANTICIPATION NOTE

No. R-______ $_______

KNOW ALL MEN BY THESE PRESENTS that Orange County,
Florida for value received hereby promises to pay to ___________ 
____________________________ or registered assigns, solely from 
the source hereinafter specified, the sum of ________________ 
___________________________ Dollars ($_______) in lawful money of the 
United States of America on __________, 198__. This note is 
payable at the principal office of ____________________________, 
in the City of ______________, Florida.

This note is one of a series of notes in the aggregate 
principal amount of $___________ notes authorized to be issued 
in anticipation of the receipt of a sufficient portion of the 
proceeds of the sale of $___________ Junior Lien Tourist 
Development Tax Revenue Bonds, Second Series B, of Orange County. 
Said bonds were authorized pursuant to resolution adopted by the 
Board of County Commissioners of Orange County, Florida, on 
_______________, 1982, for the purpose of paying part of the 
cost of completing the Orange County Civic Center, Phase I. This 
note has been authorized pursuant to resolution adopted by said 
Board of County Commissioners on ________________, 1982, under 
authority of Section 215.431 F.S.

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This note and the series of which it is one may be prepaid at any time on 30 days written notice to the holder thereof at a price which will result in a return to the holder of the price paid for such note or notes with simple interest at the rate of seven and one-half per cent (7.5%) per annum.

This note and the issue of which it is a part is payable from the proceeds of the Junior Lien Tourist Development Tax Revenue Bonds, Second Series B, of Orange County in anticipation of which it is issued. Said bonds may be issued only under the conditions prescribed in the Indenture of Trust dated as of September 1, 1980 between the County and Southeast Banks Trust Company, N.A. as Trustee, and said conditions include obtaining the consent of the holders of at least 51% in principal amount of all Series B Bonds (as defined in said Indenture) at the time outstanding. Subject to prior claims as described below, Orange County reserves the right to pay this note (i) from any source of revenue pledged or provided to be pledged to the payment of said bonds, including the Net Operating Revenues, Investment Earnings, Tourist Development Tax Proceeds (subject only to payment of Priority Expenses of Operation and Maintenance when required under the proceedings authorizing said bonds) and gifts, grants and other income of said Civic Center not specifically restricted by the donor, grantor or other contract party to purposes other than payment of principal of and interest on said bonds; and (ii) from the proceeds of any other revenue bonds which the County may issue. Any such payment under (i) above will be subordinate in the application of all such sources of revenues to the principal,
interest and reserve requirements of certain other obligations of said County.

It is hereby certified and recited that all acts, conditions and things required by the Constitution and Law of Florida and the proceedings authorizing the issuance hereof, to happen, exist and be performed precedent to and in the issuance of this note have happened, exist and have been performed as so required.

This note is one of an issue of notes which were validated and confirmed by judgment of the Circuit Court of the Ninth Judicial Circuit of Florida in and for Orange County rendered on __________, 198__.

IN WITNESS WHEREOF, Orange County, Florida has caused this note to be executed on its behalf by the Chairman of the Board of County Commissioners, and attested by the Clerk of said Board (the signature of said __________________________ being by facsimile) and (a facsimile of) the corporate seal of said County to be impressed (or printed) hereon, all as of the ___ day of __________, 19__.  

ORANGE COUNTY, FLORIDA

Chairman of the Board of County Commissioners

ATTEST:

Clerk of the Board of County Commissioners

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(Form of Assignment)

hereby sell and assign and transfer unto ________________ the within note and all right, title and interest thereto and irrevocably authorize and appoint ________________, Attorney, to transfer said note on the books of the Registrar with full power of substitution in the premises.

Dated ________________, 19__.

________________________________________(L.S.)

In the presence of:

________________________________________

Witnesses

Section 4. That Orange County hereby agrees so long as the notes herein authorized remain outstanding, as follows:

A. The holder or holders of said notes shall have the right to enforce all of the covenants prescribed by the proceedings authorizing the issuance of the aforementioned Junior Lien Tourist Development Tax Revenue Bonds, Second Series B, of Orange County.

B. The County represents that it has and will from time to time continue to have the legal power to issue and sell the Junior Lien Tourist Development Tax Revenue Bonds, Second Series B, of Orange County authorized pursuant to resolution adopted by the Board of county Commissioners on December 6 ________, 1982, upon meeting all requirements of the aforementioned Indenture.
C. Upon the issuance of said bonds a sufficient amount of the proceeds of said bonds shall be promptly applied to the payment of said notes.

D. The County will apply the proceeds of said notes solely for the purpose for which they are herein authorized.

E. The holder or holders of the notes herein authorized shall have any and all rights and remedies either at law or in equity to enforce the provisions of this resolution and the notes herein authorized.

F. The County will supply all necessary information to the holder or holders of the notes that such holder or holders may reasonably require or request to show that the County is carrying out its covenants and agreements as herein set forth.

G. The County will incur no obligation payable from the proceeds of said Junior Lien Tourist Development Tax Revenue Bonds, Second Series B, of Orange County, nor (except for bonds heretofore authorized) from said Tourist Development Tax proceeds without the consent of the holders of all of the notes herein authorized.

Section 5. That the County intends, and will use its best efforts to obtain all necessary consents and to make all necessary arrangements in order to issue and deliver the Junior Lien Tourist Development Tax Revenue Bonds, Second Series B, of Orange County and to pay the notes herein authorized at or prior to maturity. The resolution authorizing said bonds will not be amended to reduce the amount of bonds of said issue to an amount
less than will produce sufficient proceeds to assure the retirement of the notes herein authorized except with the consent of the holder or holders of 100% of the aggregate principal amount of the notes then outstanding and unpaid, provided that such amount may be reduced to the extent that the County provides for the payment of the notes herein authorized from other available money.

Section 6. That, if at any time after January 1, 1985 the holder or holders of the notes shall feel it necessary to prevent default in the payment of the principal amount of the notes herein authorized, the holder or holders of 75% of the aggregate principal amount of the notes then outstanding and unpaid may, by mandamus or otherwise, require the County to try to offer for public sale all or a sufficient portion of the Junior Lien Tourist Development Tax Revenue Bonds, Second Series B, of Orange County at not less than the par value thereof and accrued interest to the date of delivery, and bearing interest at the maximum rate then permitted by law or such lesser rate as may be acceptable to the purchaser. Notice of the exercise of such right shall be given by registered mail by said holders or their agent to the Clerk of the Board of County Commissioners at least forty-five days prior to the date upon which said bonds are to be sold, and during said period (as well as at any time prior thereto) the County shall have the complete right to sell said bonds and deliver the same to any other purchaser or purchasers so long as the County is thereby enabled to pay the notes herein authorized; it is the intention of this section to provide that the holder or
holders of the notes shall have the right to purchase the bonds if necessary to make sure that said bonds will in fact be issued and delivered prior to the maturity of said notes.

Section 7. That the Chairman or the Clerk of the Board of County Commissioners is authorized to sign all documents necessary or helpful in the issuance of said notes including a certificate, which shall be the certification and representation of the County, that the proceeds of the notes are not to be invested in such a manner as to cause the notes to be "arbitrage bonds" under Section 103(c) of the Internal Revenue Code.

Section 8. That the notes herein authorized shall be sold at a discount which will result in the County's paying, in addition to an amount equal to the purchase price, compensation for the use of the money so borrowed of not more than seven and one-half per cent of such borrowed money multiplied by the number of years from the date of delivery of each note to maturity; such computation shall be made on the basis of an assumed 360 day year comprising twelve assumed 30-day months. Said notes may be sold at one time or from time to time and any notes sold at the same time may be delivered from time to time whenever, in the judgment of the County Comptroller, the proceeds of said notes shall be required for the purpose for which they are authorized. Upon payment of any note the County comptroller shall cancel the same and, after two years following such cancellation, shall cause the same to be destroyed.

Section 9. That Gray, Harris & Robinson of Orlando, Florida, as attorneys for the County, shall take appropriate
proceedings in the Circuit Court of the Ninth Judicial Circuit of Florida in and for Orange County for the validation of the notes herein authorized and the proceedings incident thereto and the Chairman and Clerk are authorized to sign any pleadings and offer testimony in such proceedings for and on behalf of the County.

Section 10. That if any section, paragraph, clause or provision of this resolution shall be held to be invalid or ineffective for any reason the remainder of this resolution shall continue in full force and effect, it being expressly hereby found and declared that the remainder of this resolution would have been adopted despite the invalidity or ineffectiveness of such section, paragraph, clause or provision.

Section 11. That this resolution shall take immediate effect.

PASSED in open session of the Board of County Commissioners of Orange County, this 6th day of December, 1982.

Chairman of the Board of County Commissioners

ATTEST:

Deputy Clerk of the Board of County Commissioners
(Other business not pertaining to the above appears in the minutes of the meeting).

Pursuant to motion duly made and carried, the Board of County commissioners adjourned.

[Signature]
Chairman of the Board of County Commissioners

ATTEST:

[Signature]
Deputy Clerk of the Board of County Commissioners
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 Junior Lien Tourist Development Tax Revenue Bonds, Second Series B, and Second Series Junior Lien Tourist Development Tax Revenue Bond Anticipation Notes of Orange County, Florida, referred to in the foregoing resolutions will have accepted such bonds and notes 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 as to whether the action taken by said resolutions or any part thereof should or should not be taken by said Board of County Commissioners or should be recommended as an action to be taken or not to be taken by said Board of County Commissioners:

WITNESS our official Signatures:

Chairman

Commissioner

Commissioner

Commissioner

Subscribed and sworn to before me, a Notary Public in the State and County aforesaid, this 13th day of December, 1982.

Notary Public

My Commission Expires: __________, 19__.
STATE OF FLORIDA  
COUNTY OF ORANGE  

I, THOMAS H. LOCKER, the duly qualified and acting County Comptroller and ex officio Clerk of the Board of County Commissioners 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 regular public meeting of the Board of County Commissioners of said County held on December 6, 1982, including two resolutions adopted at said meeting, and form of Third Supplemental Indenture of Trust approved at said meeting, 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 resolutions have been or will immediately be entered on the minutes of said Board and that provision has been made for the preservation and indexing of said resolutions which are open for inspection by the public at all reasonable times at my office in the Courthouse of said County.

WITNESS my official signature and the official seal of Orange County this 14th day of December, 1982.

Clerk of the Board of County Commissioners

(SEAL)

MWM:prd
11/17/82

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