

CERTIFICATE

The undersigned hereby certify that they are the Chairperson and Clerk of Sanitary and Improvement District Number 48 of Sarpy County, Nebraska, (the "District") and hereby further certify as follows:

1. Annexed to this certificate is a true and correct transcript of the proceedings of the Board of Trustees of the District relating to a meeting of said District held on the date and at the time reflected in the meeting minutes contained in said foregoing transcript (the "Meeting"). All of the proceedings of the District and of the Board of Trustees thereof which are set out in the annexed and foregoing transcript have been fully recorded in the journal of proceedings of the District and the undersigned District Clerk has carefully compared the annexed and foregoing transcript with said journal and with the records and files of the District which are in such Clerk's official custody and said transcript is a full, true and complete copy of said journal, records and files which are set out therein.

2. Advance notice for the Meeting was given by publication as set forth in the affidavit of publication contained in the foregoing transcript and was mailed to the Clerk of the municipality or county within whose zoning jurisdiction the District is located at least seven days prior to the date of the Meeting. Advance notice for the Meeting, including notice of agenda subjects, was given to all members of the Board of Trustees. All news media requesting notification of meetings of said body were provided with advance notice of the times and places of such meetings and the subjects to be discussed.

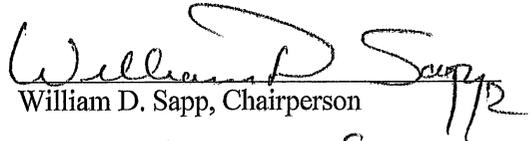
3. All of the subjects addressed at the Meeting were contained in the agenda for the Meeting, which agenda was kept continually current and readily available for public inspection at the address listed in the meeting notice for the Meeting and a copy of which is attached to this Certificate; such subjects were contained in said agenda for at least 24 hours prior to the Meeting and each agenda item was sufficiently descriptive to give the public reasonable notice of the matters to be considered at the Meeting.

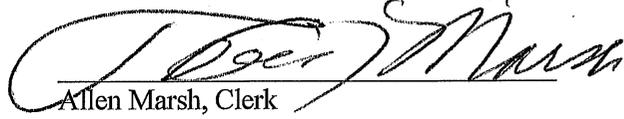
4. A current copy of the Nebraska Open Meetings Act was available and accessible to members of the public, posted during the Meeting in the room in which such Meeting was held and all in attendance at the Meeting were informed that such copy of the Nebraska Open Meetings Act was available for review and were informed of the location of such copy in the room in which such Meeting was being held. At least one copy of all resolutions and other reproducible written materials, for which actions are shown in said proceedings, was made available for examination and copying by members of the public at the Meeting.

5. The minutes of the Meeting were in written form and available for public inspection within ten (10) working days after the Meeting or prior to the next convened meeting, whichever occurred earlier, at the office of the District; within thirty (30) days after the date of the Meeting, a copy of the minutes of the Meeting was sent to the Clerk of the municipality or county within whose zoning jurisdiction the District is located.

6. No litigation is now pending or threatened to restrain or enjoin the District from the issuance and delivery of any warrants or other obligations issued by the District or the levy and collection of tax or other revenues or relating to any of the improvements for which any such warrants or other obligations were or are issued nor in any manner questioning the proceedings and authority under which any such warrants or other obligations were or are issued or affecting the validity thereof; neither the corporate existence or boundaries of the District nor the title of its present officers to their respective offices is being contested; no authority or proceedings for the issuance of any warrants or other obligations by the District have been repealed, revoked or rescinded as of the date hereof. All actions taken by the Board of Trustees referred to in said transcript were taken at a public meeting while open to the attendance of the public.

IN WITNESS WHEREOF, we have hereunto affixed our official signatures this 13th day of July
2009.


William D. Sapp, Chairperson


Allen Marsh, Clerk

SANITARY IMPROVEMENT DISTRICT NO. 48
OF
SARPY COUNTY, NEBRASKA
BOARD OF TRUSTEES MEETING
July 13, 2009

MINUTES

PRESENT: William D. Sapp, Bill D. Neumann, Chris Klotz, Rose Sapp and Allen Marsh

ABSENT: None

LOCATION: 9915 South 148th Street, Omaha, NE

TIME: 8:30 a.m.

Notice was given in advance thereof by publication in the Papillion Times, the designated method for giving notice on July 9, 2009 a copy of the Proof of Publication being attached to these minutes. Notice of this meeting was given to all members of the Board of Trustees, and a copy of their acknowledgment of receipt of notice is attached to these minutes. Availability of the agenda was communicated in the posted notice and in the notice to the Trustees of this meeting. All proceedings of the Board were taken while the convened meeting was open to the attendance of the public.

The Clerk publicly stated to all in attendance that a current copy of the Nebraska Open Meetings Act was available for review and indicated the location of such copy in the room where the meeting was being held.

The Clerk advised that it was necessary for the District to resurface Sapp Bros. Drive in the District. He further stated that Thompson, Dreessen & Dorner had provided a description of work to be performed, Engineer's Estimate and request for bids to the District. After some discussion, trustee Allen Marsh offered the following Resolution of Necessity and moved that it be proposed for adoption:

RESOLUTION FOR NECESSITY

BE IT RESOLVED by the Chairperson and Board of Trustees of Sanitary and Improvement District No. 48 of Sarpy County, Nebraska:

Section 1. The Chairperson and Board or Trustees of Sanitary and Improvement District No. 48 of Sarpy County, find and determine that it is desirous of proposing a Resolution of Necessity for the purpose of resurfacing Sapp Bros. Drive.

Section 2. It is hereby declared to be necessary and advisable for the District to mill existing asphalt concrete pavement and place 2-inch thick asphaltic concrete overly in the following location:

IN SAPP BROS. DRIVE

Beginning at a point 80 feet south of the intersection of the centerlines of Sapp Bros. Drive and Cornhusker Road, thence southwesterly along Sapp Bros. Drive a distance of 6,840 feet to a point 640 feet southwest of the intersection of the centerlines of Sapp Bros. Drive and 156th Street.

The above-described work is to include removing and replacing PCC integral curb and gutter, repaid of subgrade, storm sewer inlet repair, pavement striping, and all other work necessary or incidental to the construction of Sapp Bros. Drive Resurfacing in accordance with the plans and specifications.

The outer boundaries of the area, which may be subject to special assessments, are the same as the outer boundaries of Sanitary and Improvement District No. 48 of Sarpy County, Nebraska.

Section 3: That the plans and specifications for the paving and storm sewer system have been prepared by Thompson, Dreessen, & Dorner, Inc., consulting engineers employed by the District for such purpose, and on June 17, 2009, were filed with the Board of Trustees of the District. Said engineers have also made and on June 17, 2009, did file an estimate of the total costs of the proposed improvements, which costs as estimated by said engineers are as follows:

Estimated total construction costs	\$200,425.00
Estimated engineering, legal & misc. costs	\$ 50,110.00
Estimated total project cost	\$250,535.00

Section 4: To pay the cost of said improvements, the Board of Trustees, after such improvements have been completed and accepted shall have the power to issue general warrants as a charge against the general fund of the District as a general obligation of the District at large, payable and bearing interest as provided by the statutes of the State of Nebraska. Such improvements being of general benefit to the District. A portion of such costs may be paid by Sarpy County, Nebraska, a political subdivision that the District boundaries are within by virtue of an interlocal agreement between the County and the District. The principal terms of the agreement with the County requires the District to be the lead agency to complete the above-described work and for the County to reimburse the District for the work completed in the County Right of Way. Such costs are estimated by the District's engineers as \$24,306.00

The facilities proposed by this Resolution are designed to serve members of the general public on an equal basis; ownership and operation of said facilities shall be with the District or another political subdivision; the development of the land in the district for sale and occupation by the general public shall proceed with reasonable speed.

Trustee William D. Sapp seconded the motion and on roll call the following voted in favor of the same: Chris Klotz, William D. Sapp and Allen Marsh

The following voted NAY: None.

Thereupon, the Chairperson declared the motion carried and said resolution was passed and adopted.

Trustee Allen Marsh then offered the following resolution and moved its adoption:

BE IT FURTHER RESOLVED that a hearing be had upon the proposed Resolution of Necessity at 9915 South 148th Street, Omaha, Nebraska on July 31, 2009, at the hour of 11:30 a.m., at which time the owners of property in the District which might become subject to assessments for the special improvements contemplated by the proposed Resolution of Necessity may appear and make objections to the proposed improvements and if a Petition opposing the resolution signed by the property owners representing a majority of the front footage which may become subject to assessment for the cost of the improvements set out in the Resolution of Necessity is filed with the Clerk of the District before three days before the date of the meeting for the hearing on said resolution, such resolution shall not be passed. At said meeting, the resolution may be amended or passed as proposed.

BE IT FURTHER RESOLVED that notice of said hearing be given by publication in the Papillion Times, a legal newspaper of general circulation in Sarpy County, Nebraska, for two consecutive weeks, and that the notice be posted in three conspicuous places in the District as required by Section 31-745, Reissue Revised Statutes of Nebraska, 1943.

Trustee Chris Klotz seconded the motion and on roll call the following voted in favor of same: William D. Sapp, Chris Klotz, Rose Sapp, Bill Neumann and Allen Marsh

The following voted against the same: None.

Thereupon, the Chairperson declared the motion carried and said resolution was passed and adopted.

The Clerk then presented the following statements and recommended the issuance of warrants in payment thereof:

General Warrants

OPPD	\$ 874.99
Papillion Times	\$ 10.31
Sapp Bros. Petroleum, Inc.	\$ 20.15
Sapp Bros. Travel Centers, Inc.	\$ 54.72
Field R & D	\$11,025.13
City of Omaha	\$ 4,661.98
Andy Fossum	\$ 420.00

Trustee Allen Marsh introduced the following resolutions and moved their adoption:

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 48 of Sarpy County, Nebraska, that the Chairperson and Clerk be and they hereby are authorized and directed to execute and deliver General Warrant Nos. **G-09-501 and G-09-507** of the District, dated the date of this meeting, to the following payees in the following amounts, said general warrants to be drawn on the **General Fund** of the District and to draw interest at the rate of Seven percent (7%) per annum (interest to be payable in February of each

year) and to be redeemed no later than **July 13, 2012**, each subject to extension of said maturity date by order of the District Court of Sarpy County, Nebraska, after notice is given as required by law, to-wit:

- Warrant No. G-09-501 for \$874.99 payable to OPPD**
- Warrant No. G-09-502 for \$10.31 payable to Papillion Times**
- Warrant No. G-09-503 for \$20.15 payable to Sapp Bros. Petroleum, Inc.**
- Warrant No. G-09-504 for \$54.72 payable to Sapp Bros. Travel Centers, Inc.**
- Warrant No. G-09-505 for \$11,025.13 payable to Field R & D**
- Warrant No. G-09-506 for \$4,661.98 payable to City of Omaha**
- Warrant No. G-09-507 for \$420.00 payable to Andy Fossum**

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 48 of Sarpy County, Nebraska, that both they and the district hereby find and determine and covenant, warrant and agree as follows: the improvements and/or facilities being financed or refinanced by the above Warrants are for essential governmental functions and are designed to serve members of the general public on an equal basis; all said improvements have from the time of their first acquisition and construction been owned, are owned and are to be owned by the District or another political subdivision; to the extent special assessments have been or are to be levied for any of said improvements, such special assessments have been or are to be levied under Nebraska law as a matter of general application to all property specially benefited by said improvements in the District; the development of the land in the District is for residential or commercial use and the development of the land in the District for sale and occupation by the general public has proceeded and is proceeding with reasonable speed; other than any incidental use of said improvements by a developer during the initial period of development of said improvements, there have been, are and will be no persons with rights to use such improvements other than as members of the general public; none of the proceeds of said Bonds or any refinanced indebtedness have been or will be loaned to any private person or entity; the District hereby authorizes and directs the Chairperson or Clerk to file or cause to be filed, when due, an information reporting form pursuant to Section 149(e) of the Internal Revenue Code of 1986, as amended, pertaining to the above Warrants; and the District does not reasonably expect to sell or otherwise dispose of said improvements and/or facilities, in whole or in part, prior to the last maturity of the above Warrants.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 48 of Sarpy County, Nebraska, that the District hereby covenants, warrants and agrees as follows: (a) to take all actions necessary under current federal law to maintain the tax-exempt status (as to taxpayers generally) of interest in the above warrants; and (b) to the extent that it may lawfully do so, the District hereby designates the above warrants as its "qualified tax-exempt obligations" under Section 265 (b) (3) (B) (i) (III) of the Internal Revenue Code of 1986 as amended and covenants and warrants that the District does not reasonably expect to issue warrants or bonds or other obligations aggregating in the principal amount of more than \$5,000,000 during the calendar year in which the above warrants are to be issued.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 48 of Sarpy County, Nebraska, that this and the preceding resolutions are hereby

adopted as the Certificate With Respect to Arbitrage of the District pertaining to the above warrants and the District and the Chairman and Clerk of the District hereby further certify, as of the date of the registration of the above warrants with the County Treasurer of Dodge County, Nebraska, as follows:

1. No separate reserve or replacement fund has been or will be established with respect to the above warrants. The District reasonably anticipates that monies in its Bond Fund reasonably attributable to the above warrants in excess of the lessor of: (a) 10% of the net principal proceeds of the above warrants, (b) the maximum annual debt service due on the above warrants or (c) 125% of annual debt service due on the above warrants will be expended for payment of principal or an interest on the above warrants within thirteen months after receipt of such monies. That amount which is currently held in the District's Bond Fund which exceeds the amount which is to be expended for payment of principal and interest on the above warrants within thirteen months after receipt of such monies, plus that amount arrived at pursuant to the immediately preceding sentence, will not be invested in any securities or any other investment obligations which bear a yield, as computed in accordance with the actuarial method, in excess of the yield on the above warrants.

2. To the best of their knowledge, information and belief, the above expectations are reasonable.

3. The District has not been notified of any listing of it by the Internal Revenue Service as an issuer that may not certify its bonds.

4. The Certificate is being passed, executed and delivered pursuant to Sections 1.148-2(b)(2) of the Income Tax Regulations under the Internal Revenue Code of 1986, as amended.

Motion seconded by Rose Sapp. On roll call, the following voted for the passage and adoption of the foregoing Resolutions:

AYE: William D. Sapp, Bill D. Neumann, Chris Klotz, Rose Sapp and Allen Marsh

The following voted NAY: None

Thereupon the Chairperson declared said motion carried and said resolutions passed and adopted.


Allen Marsh, Clerk


William D. Sapp, Chairperson

AFFIDAVIT OF PUBLICATION

State of Nebraska}

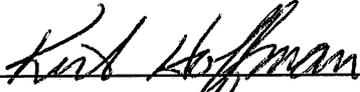
ss.

County of Sarpy}

Being duly sworn, upon oath, Shon Barenklau deposes and says that he is the Publisher or Kirk Hoffman deposes and says that he is the Business Manager of the **Papillion Times**, a legal newspaper of general circulation in Sarpy County, Nebraska, and published therein; that said newspaper has been established for more than one year last past; that it has a bona-fide paid subscription list of more than three hundred; that to this personal knowledge, the advertisement, a copy of which is hereto attached, was printed in the said newspaper once each week, the first insertion having been on:

Thursday, July 9, 2009

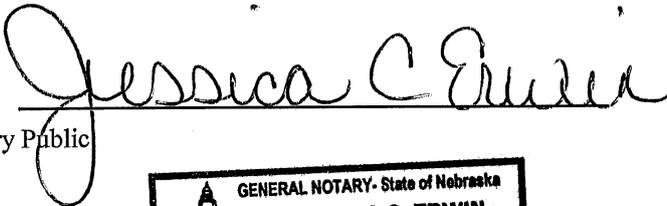
And that said newspaper is a legal newspaper under the statutes of the State of Nebraska. The above facts are within my personal knowledge.



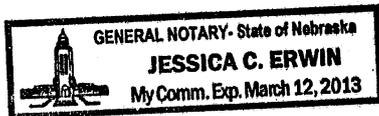
Shon Barenklau OR Kirk Hoffman
Publisher Business Manager

Today's Date 07-09-2009

Signed in my presence and sworn to before me:



Notary Public



ADAMS & SULLIVAN, P.C.
ATTORNEYS AT LAW
1246 GOLDEN GATE DRIVE, SUITE 1
PAPILLION, NE 68046

**NOTICE OF MEETING
SANITARY AND IMPROVEMENT
DISTRICT NO. 48
OF SARPY COUNTY, NEBRASKA**

Notice is hereby given that a meeting for the Board of Trustees of Sanitary and Improvement District No. 48 of Sarpy County, Nebraska, will be held at 8:30 a.m. on July 13, 2009 at 9915 South 148th Street, Omaha, Nebraska, which meeting will be open to the public.

An Agenda for such meeting, kept continuously current, is available for public inspection at 1246 Golden Gate Drive, Suite 1, Papillion, Nebraska which includes payment of the bills of the District.
Allen Marsh
Clerk of the District
11999423; 7/8

Printer's Fee \$ 10.31

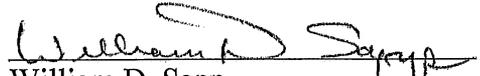
Customer Number: P01511

Order Number: 11999423

ACKNOWLEDGMENT OF RECEIPT OF NOTICE OF MEETING

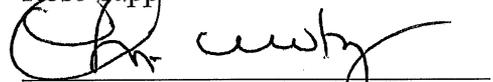
The undersigned Trustees of Sanitary and Improvement District No. 48 of Sarpy County, Nebraska, hereby acknowledge receipt of advance notice of a meeting of the Board of Trustees of said district and the agenda for such meeting held at 8:30 a.m. on July 13, 2009, at 9915 South 148th Street, Omaha, Nebraska.

Dated this 13th day of July 2009.


William D. Sapp


Allen Marsh


Rose Sapp


Chris Klotz


Bill D. Neuman

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 48 OF SARPY COUNTY, NEBRASKA
TO: TREASURER OF SARPY COUNTY, NEBRASKA
(Ex. Office Treasurer of the District)
 NO. G-09-504
 ISSUE DATE July 13, 2009

PAY TO Sapp Bros Travel Centers, Inc. OR SUBSEQUENT REGISTERED OWNER HEREOF
Fifty Four 72/100 DOLLARS \$ 54.72

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT.
 IF THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT SHALL DRAW INTEREST AT THE RATE OF 7 PER CENTUM PER ANNUM FROM DATE OF REGISTRATION UNTIL PAID, PAYABLE UPON REDEMPTION HEREOF. PAYMENT OF PRINCIPAL AND ACCRUED INTEREST THEN DUE SHALL BE MADE UPON PRESENTATION OF THIS WARRANT TO THE PAYING AGENT. THE REGISTRAR SHALL MAINTAIN RECORDS OF THE OWNERSHIP AND TRANSFER HEREOF AND THE DISTRICT, THE COUNTY TREASURER AND THE REGISTRAR MAY BE TRANSFERRED ONLY UPON PRESENTATION HEREOF TO THE REGISTRAR, ACCOMPANIED BY AN ASSIGNMENT IN FORM SATISFACTORY TO THE REGISTRAR, DULY EXECUTED BY THE REGISTERED OWNER OR DULY AUTHORIZED AGENT.
 THIS WARRANT SHALL BECOME DUE ON July 13, 2012 (UNLESS REDEEMED PRIOR TO SAID DATE), NOTICE OF REDEMPTION PRIOR TO MATURITY SHALL BE MAILED TO THE REGISTERED OWNER AT LEAST 7 DAYS PRIOR TO REDEMPTION DATE.
 THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:
GREAT WESTERN BANK
 9290 West Dodge Road, Suite 202, Omaha, NE 68114-3320

IN PAYMENT OF 270227 & 290065
 CHAIRMAN _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 48 OF SARPY COUNTY, NEBRASKA
TO: TREASURER OF SARPY COUNTY, NEBRASKA
(Ex. Office Treasurer of the District)
 NO. G-09-501
 ISSUE DATE July 13, 2009

PAY TO OPFD OR SUBSEQUENT REGISTERED OWNER HEREOF
Eight Hundred and Seventy Four 99/100 DOLLARS \$ 874.99

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT.
 IF THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
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 THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:
GREAT WESTERN BANK
 9290 West Dodge Road, Suite 202, Omaha, NE 68114-3320

IN PAYMENT OF 6563400090, 6029300001, 5563400000
2807200020, 0065400070
 CHAIRMAN _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 48 OF SARPY COUNTY, NEBRASKA
TO: TREASURER OF SARPY COUNTY, NEBRASKA
(Ex. Office Treasurer of the District)
 NO. G-09-505
 ISSUE DATE July 13, 2009

PAY TO Field R & I OR SUBSEQUENT REGISTERED OWNER HEREOF
Eleven Thousand and Twenty Five 13/100 DOLLARS \$ 11,025.13

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT.
 IF THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
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 THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:
GREAT WESTERN BANK
 9290 West Dodge Road, Suite 202, Omaha, NE 68114-3320

IN PAYMENT OF 270227 & 290065
 CHAIRMAN _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 48 OF SARPY COUNTY, NEBRASKA
TO: TREASURER OF SARPY COUNTY, NEBRASKA
(Ex. Office Treasurer of the District)
 NO. G-09-502
 ISSUE DATE July 13, 2009

PAY TO Papillon Himes OR SUBSEQUENT REGISTERED OWNER HEREOF
10 & 3/100 DOLLARS \$ 10.31

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT.
 IF THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
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 THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:
GREAT WESTERN BANK
 9290 West Dodge Road, Suite 202, Omaha, NE 68114-3320

IN PAYMENT OF _____
 CHAIRMAN _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 48 OF SARPY COUNTY, NEBRASKA
TO: TREASURER OF SARPY COUNTY, NEBRASKA
(Ex. Office Treasurer of the District)
 NO. G-09-506
 ISSUE DATE July 13, 2009

PAY TO City of Omaha OR SUBSEQUENT REGISTERED OWNER HEREOF
Four Thousand Six Hundred and Sixty One 98/100 DOLLARS \$ 4,661.98

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT.
 IF THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
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 THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:
GREAT WESTERN BANK
 9290 West Dodge Road, Suite 202, Omaha, NE 68114-3320

IN PAYMENT OF 57480
 CHAIRMAN _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 48 OF SARPY COUNTY, NEBRASKA
TO: TREASURER OF SARPY COUNTY, NEBRASKA
(Ex. Office Treasurer of the District)
 NO. G-09-503
 ISSUE DATE July 13, 2009

PAY TO Sapp Bros Petroleum, Inc. OR SUBSEQUENT REGISTERED OWNER HEREOF
Twenty 15/100 DOLLARS \$ 20.15

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT.
 IF THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
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 THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:
GREAT WESTERN BANK
 9290 West Dodge Road, Suite 202, Omaha, NE 68114-3320

IN PAYMENT OF _____
 CHAIRMAN _____
 CLERK _____

TO: TREASURER OF SARPY COUNTY, NEBRASKA
(Ex Officio Treasurer of the District)

No. G-09-507
ISSUE DATE July 13, 2009

PAY TO Andy Fossum OR SUBSEQUENT REGISTERED OWNER HEREOF

Four Hundred and Twenty 00/100 DOLLARS (\$ 420.00)

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT.
IF THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:

THIS WARRANT SHALL DRAW INTEREST AT THE RATE OF 7 PER CENTUM PER ANNUM FROM DATE OF REGISTRATION UNTIL PAID, PAYABLE UPON REDEMPTION HEREOF. PAYMENT OF PRINCIPAL AND ACCRUED INTEREST THEN DUE SHALL BE MADE UPON PRESENTATION OF THIS WARRANT TO THE PAYING AGENT. THE REGISTRAR SHALL MAINTAIN RECORDS OF THE OWNERSHIP AND TRANSFER HEREOF AND THE DISTRICT, THE COUNTY TREASURER AND THE PAYING AGENT AND REGISTRAR MAY TREAT THE REGISTERED OWNER AS SHOWN BY SUCH RECORDS AS THE ABSOLUTE OWNER FOR ALL PURPOSES. THE OWNERSHIP OF THIS WARRANT MAY BE TRANSFERRED ONLY UPON PRESENTATION HEREOF TO THE REGISTRAR, ACCOMPANIED BY AN ASSIGNMENT IN FORM SATISFACTORY TO THE REGISTRAR, DULY EXECUTED BY THE REGISTERED OWNER OR DULY AUTHORIZED AGENT.

THIS WARRANT SHALL BECOME DUE ON July 13, 2012 (UNLESS REDEEMED PRIOR TO SAID DATE), NOTICE OF REDEMPTION PRIOR TO MATURITY SHALL BE MAILED TO THE REGISTERED OWNER AT LEAST 7 DAYS PRIOR TO REDEMPTION DATE.
THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:

GREAT WESTERN BANK
9290 West Dodge Road, Suite 202, Omaha, NE 68114-3320

CHAIRMAN

IN PAYMENT OF _____

CLERK



ACCOUNT NUMBER: **6563400030**

0014402 2 0629

On-Going Energy Assistance Pledge

Monthly Amount \$ _____ Round Up



STATEMENT DATE June 29, 2009

Amount Paid _____
 Net Amount Due Upon Receipt **\$68.83**

Gross Amount Due After Jul 20, 2009 **\$68.83**

SID 48 SARPY
 % ADAMS & SULLIVAN
 1246 GOLDEN GATE DR
 PAPIILLION NE 68046-2843

PO BOX 3995
 OMAHA NE 68103-0995

01656340003020000000688300000006883200907201

Please return this portion with payment - Bring entire bill when making payment in the office

Customer Name: SID 48 SARPY
 Service Location: 9521 S 147 ST, LIFT
 OMAHA NE
 Account Number: 6563400030
 Meter Number: 1759817

For Bill Inquiries Call
 Omaha metro area (402) 536-4131
 Outside metro toll free (877) 536-4131

Statement Date: June 29, 2009

Rate	Billing Period		Meter Number	Meter Reading				Kilowatt-hours Used	Billing Demand
	From	To		Previous	Present	Difference	Multiplier		
General Service Non-Demand	5-26-09	6-25-09	1759817	12502	13079 Actual	577	1	KWH 577	

Basic Service 11.45
 kWh Usage 48.83
 Fuel & Transportation Cost Adjust. 4.96
 Sales Tax 3.59
\$156.28 Check received 06/25/09

Total Current Bill **68.83**

Net Amount Due Upon Receipt **\$68.83**

Bill Delinquent and Gross Amount Due After 07/20/09 **\$68.83**



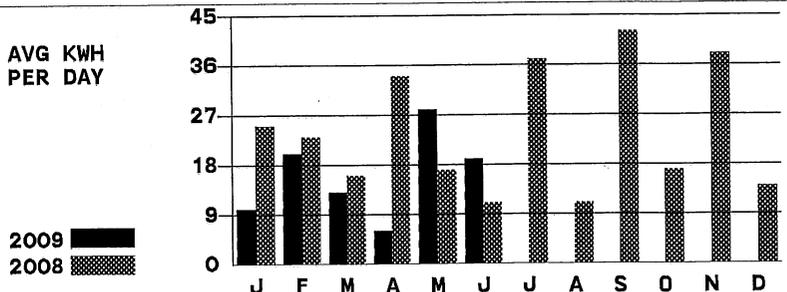
Omaha Public Power District

The Energy Assistance Program helps OPPD customers in need with energy-related expenses. To find out how you can help - or get help-see Outlets or visit www.oppd.com.

Your Electric Use Profile

BILLING PERIOD	BILLING DAYS	KWH USE	AVG. KWH PER DAY	AVG. HIGH	TEMP LOW
2009	30	577	19	80	60
2008	29	343	12	81	60

YOUR AVERAGE DAILY ELECTRIC COST WAS \$2.29





ACCOUNT NUMBER: 6023000001
0014392 9 0629

STATEMENT DATE June 29, 2009

Amount Paid _____

Net Amount Due Upon Receipt **\$200.96**

Gross Amount Due After Jul 20, 2009 **\$200.96**



SID 51 SARPY
ATTN ADAMS & SULLIVAN
1246 GOLDEN GATE DR
PAPILLION NE 68046-2843

PO BOX 3995
OMAHA NE 68103-0995

01602300000190000002009600000020096200907208

Please return this portion with payment - Bring entire bill when making payment in the office

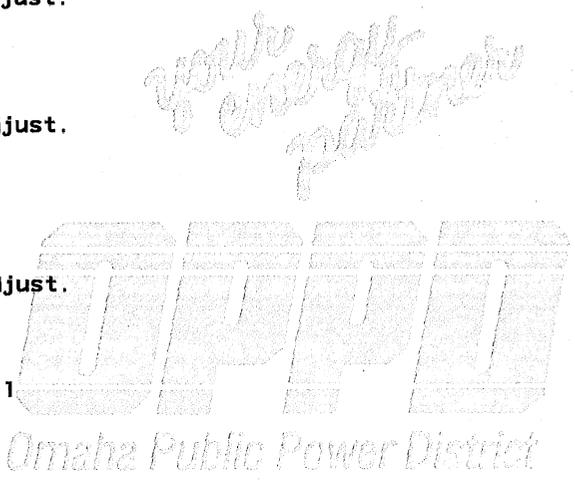
Customer Name: SID 51 SARPY
Service Location: 0 T14R11S27S4
PAPILLION NE
Account Number: 6023000001

For Bill Inquiries Call The
Omaha Office (402) 346-4636

Billing Period

From 5-28-2009 To 6-29-2009

Method No. Count of Lamps @ Price per Lamp	Amount
Method 49211 5 Lamps @ \$28.57 per Lamp @ 32 Days	142.85
Fuel & Transportation Cost Adjust.	13.03
Sales Tax	8.57
Basic Service	11.45
kWh Usage	.42
Fuel & Transportation Cost Adjust.	.04
Minimum Charge	2.67
Sales Tax	.80
Basic Service	11.45
kWh Usage	7.79
Fuel & Transportation Cost Adjust.	.79
Sales Tax	1.10
Total Current Bill	200.96
Account Status from Prior Bill	1,340.43
Payments Received	1,340.43 CR
Net Amount Due Upon Receipt	\$200.96
Bill Delinquent and	
Gross Amount Due After 07/20/09	\$200.96





ACCOUNT NUMBER: **5563400030**

0014384 4 0629

On-Going Energy Assistance Pledge

Monthly Amount \$ _____ Round Up



STATEMENT DATE **June 29, 2009**

Amount Paid _____
 Net Amount Due Upon Receipt **\$467.23**

Gross Amount Due After Jul 20, 2009 **\$467.23**

SID 48 SARPY
 % ADAMS & SULLIVAN
 1246 GOLDEN GATE DR
 PAPIILLION NE 68046-2843

PO BOX 3995
 OMAHA NE 68103-0995

01556340003040000004672300000046723200907209

Please return this portion with payment - Bring entire bill when making payment in the office

Customer Name: SID 48 SARPY
 Service Location: **9740 S 147 ST, WELL OMAHA NE**
 Account Number: 5563400030
 Meter Number: 1729391

For Bill Inquiries Call
 Omaha metro area (402) 536-4131
 Outside metro toll free (877) 536-4131

Statement Date: June 29, 2009

Rate	Billing Period		Meter Number	Meter Reading				Kilowatt-hours Used		Billing Demand
	From	To		Previous	Present	Difference	Multiplier			
General Service Non-Demand	5-26-09	6-25-09	1729391	68580	73652 Actual	5072	1	KWH	5072	

Basic Service 11.45
 kWh Usage 387.80
 Fuel & Transportation Cost Adjust. 43.62
 Sales Tax 24.36
\$921.54 Check received 06/25/09

Total Current Bill 467.23

Net Amount Due Upon Receipt \$467.23

Bill Delinquent and Gross Amount Due After 07/20/09 \$467.23



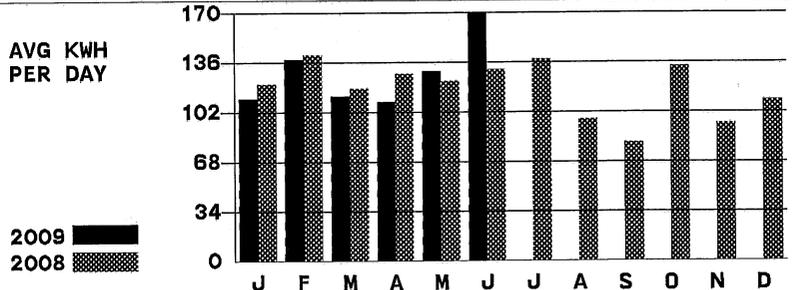
Omaha Public Power District

The Energy Assistance Program helps OPPD customers in need with energy-related expenses. To find out how you can help - or get help-see Outlets or visit www.oppd.com.

Your Electric Use Profile

BILLING PERIOD	BILLING DAYS	KWH USE	AVG. KWH PER DAY	AVG. HIGH	TEMP LOW
2009	30	5072	169	80	60
2008	29	3827	132	81	60

YOUR AVERAGE DAILY ELECTRIC COST WAS \$15.57



SEE REVERSE SIDE



ACCOUNT NUMBER: **2402400020**

0014355 8 0629

On-Going Energy Assistance Pledge

Monthly Amount \$ _____ Round Up



SID 48 SARPY
% ADAMS & SULLIVAN
1246 GOLDEN GATE DR
PAPILLION NE 68046-2843

STATEMENT DATE June 29, 2009

Amount Paid _____
Net Amount Due Upon Receipt **\$15.38**

Gross Amount Due After Jul 20, 2009 **\$15.38**

PO BOX 3995
OMAHA NE 68103-0995

01240240002080000000153800000001538200907209

Please return this portion with payment - Bring entire bill when making payment in the office

Customer Name: SID 48 SARPY
Service Location: 8698 S 145 ST
 OMAHA NE
Account Number: 2402400020
Meter Number: 1575880

For Bill Inquiries Call
Omaha metro area (402) 536-4131
Outside metro toll free (877) 536-4131

Statement Date: June 29, 2009

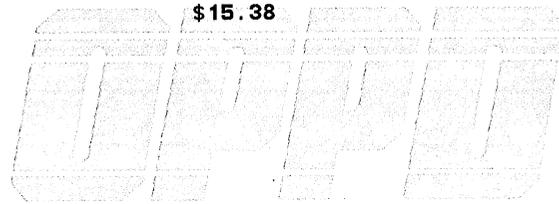
Rate	Billing Period		Meter Number	Meter Reading				Kilowatt-hours Used	Billing Demand
	From	To		Previous	Present	Difference	Multiplier		
General Service Non-Demand	5-26-09	6-25-09	1575880	325	346 Actual	21	1	KWH 21	

Basic Service 11.45
kWh Usage 1.78
Fuel & Transportation Cost Adjust. .18
Minimum Charge 1.17
Sales Tax .80 **\$46.14 Check received 06/25/09**

Total Current Bill 15.38

Net Amount Due Upon Receipt \$15.38

Bill Delinquent and Gross Amount Due After 07/20/09 \$15.38



Omaha Public Power District

The Energy Assistance Program helps OPPD customers in need with energy-related expenses. To find out how you can help - or get help-see Outlets or visit www.oppd.com.

Your Electric Use Profile

BILLING PERIOD	BILLING DAYS	KWH USE	AVG. KWH PER DAY	AVG. HIGH	TEMP LOW	AVG KWH PER DAY
2009	30	21	1	80	60	
2008	29	18	1	81	60	

YOUR AVERAGE DAILY ELECTRIC COST WAS \$.51



J F M A M J J A S O N D



ACCOUNT NUMBER: **0063400070**

0014335 1 0629

On-Going Energy Assistance Pledge

Monthly Amount \$ _____ Round Up



STATEMENT DATE June 29, 2009

Amount Paid _____
 Net Amount Due Upon Receipt **\$122.59**

Gross Amount Due After Jul 20, 2009 **\$122.59**

SID 48 SARPY
 % ADAMS & SULLIVAN
 1246 GOLDEN GATE DR
 PAPIILLION NE 68046-2843

PO BOX 3995
 OMAHA NE 68103-0995

01006340007010000001225900000012259200907201

Please return this portion with payment - Bring entire bill when making payment in the office

Customer Name: SID 48 SARPY
 Service Location: 10008 SAPP BROTHERS DR, PUMP
 OMAHA NE
 Account Number: 0063400070
 Meter Number: 7701192

For Bill Inquiries Call
 Omaha metro area (402) 536-4131
 Outside metro toll free (877) 536-4131

Statement Date: June 29, 2009

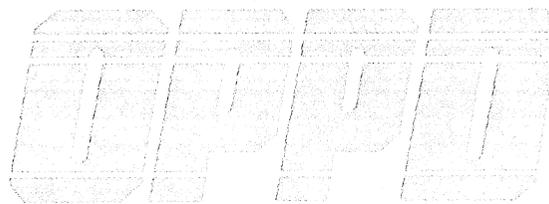
Rate	Billing Period		Meter Number	Meter Reading				Kilowatt-hours Used	Billing Demand
	From	To		Previous	Present	Difference	Multiplier		
General Service Non-Demand	5-26-09	6-26-09	7701192	7728	8862 Estimate	1134	1	KWH 1134	

Basic Service 11.45
 kWh Usage 95.00
 Fuel & Transportation Cost Adjust. 9.75
 Sales Tax 6.39
\$168.87 Check received 06/25/09

Total Current Bill 122.59

Net Amount Due Upon Receipt \$122.59

Bill Delinquent and Gross Amount Due After 07/20/09 \$122.59



Omaha Public Power District

The Energy Assistance Program helps OPPD customers in need with energy-related expenses. To find out how you can help - or get help-see Outlets or visit www.oppd.com.

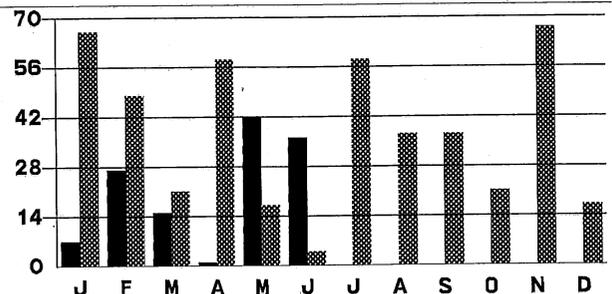
Your Electric Use Profile

BILLING PERIOD	BILLING DAYS	KWH USE	AVG. KWH PER DAY	AVG. HIGH	TEMP LOW
2009	31	1134	37	81	60
2008	29	120	4	81	60

YOUR AVERAGE DAILY ELECTRIC COST WAS \$3.95

AVG KWH PER DAY

2009 (Solid black bar)
 2008 (Hatched bar)





Sapp Bros. Petroleum, Inc.

Serving Nebraska, Iowa & Colorado

www.sappbrospetro.com

STATEMENT

DATE 06/30/2009

DATE 06/30/2009

ACCOUNT NUMBER SID48

ACCOUNT NUMBER SID48

SID #48
 ATTN: ALLEN MARSH
 P.O. BOX 45305
 OMAHA NE 68145-0305

- PHILLIPS
- EXXONMOBIL
- BP AMOCO
- SHELL
- PROPANE
- HEATING OIL
- DIESEL & GAS
- PETRO PRODUCTS
- KEROSENE

PAGE NO.

ACCOUNT NO.	DATE	DESCRIPTION	AMOUNT	AMOUNT	AMOUNT
01668163	07/30/09	IN INVOICE	1.43		
01668163	06/25/09	PY	1.43	.00	01668163 .00
01678740	05/31/09	IN INVOICE	7.39	7.39	01678740 7.39
<p><i>Jennifer</i> <i>Her credit</i> <i>we owe this</i> <i>Allen</i></p>					
<p>THANK YOU FOR YOUR BUSINESS</p> <p>PLEASE PAY</p> <p>PART DUE BALANCES ARE SUBJECT TO A FINANCE CHARGE OF 1.5% MONTHLY/1.5% PER ANNUM</p>					
CURRENT	OVER	OVER	OVER	OVER	OVER
.00	7.39	.00	.00	.00	.00

SAPP BROTHERS PETROLEUM
 9915 SOUTH 148TH
 OMAHA, NE 68138

- | | | | | | | |
|------------------------------|-----------------------------------|-------------------------------------|-------------------------------------|-----------------------------------|-----------------------------------|---------------------------------------|
| OMAHA
800-233-4059 | CRETE
402-825-0493 | LINCOLN
888-727-7788 | GRAND ISLAND
800-233-5883 | WEST POINT
800-838-1847 | OGALLALA
800-658-4212 | SIOUX CITY, IA
800-477-2549 |
| YORK
800-400-8917 | FILLEY
800-829-349 | NORTH PLATTE
308-832-8276 | SIDNEY
308-254-2826 | ELGIN
866-927-3775 | CLARKS, NE
800-982-6186 | JULESBURG, CO
970-474-3582 |
| BUTTE
800-882-8047 | FALLS CITY
402-245-2408 | COLUMBUS
888-727-7645 | | | | |



Sapp Bros. Petroleum, Inc.

P.O. BOX 45305
9915 SOUTH 148th STREET
OMAHA, NE 68145-0305
TELEPHONE: (402) 895-2202
TOLL FREE: (800) 233-4059
FAX: (402) 895-4253



INVOICE

1691358

GAS & DIESEL FUEL - HEATING OIL - KEROSENE - PROPANE
INDUSTRIAL OIL & GREASES
BULK ANTIFREEZE - FILTERS - BATTERIES

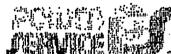
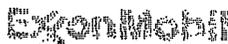
SALESPERSON RA	DATE OF INVOICE 07/01/2009
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SHIP TO
SID #48
OMAHA NE 68138

TO: SID #48
ATTN: ALLEN MARSH
P.O. BOX 45305
OMAHA NE 68145-0305

SID48	07/01/2009	LINDA	NET 10	ORDER NUMBER
				02250973

DESCRIPTION	UNIT PRICE	AMOUNT
POSTAGE No RINs Transferred	12.7600	12.76
<i>[Handwritten Signature]</i>		
SALES TAX		
TOTAL		12.76





Sapp Bros. Travel Centers, Inc.
 P.O. Box 45766
 Omaha, NE 68145-0766
 Phone: (402) 895-7038
 Fax: (402) 895-1957
 E-Mail: billing@sappbrosts.com

STATEMENT

Return This Stub With Payment

Date
 06/30/09
 Account No.

MONTHLY

51 Omaha, NE	52 Council Bluffs, IA
53 Cheyenne, WY	54 Denver, CO
55 Peru, IL	56 Salt Lake City, UT
57 Clearfield, PA	61 Fremont, NE
62 Odessa, NE	63 Columbus, NE
64 Ogallala, NE	65 Sidney, NE
66 York, NE	67 Junction City, KS
68 Nebraska City - Percival, IA	71 Lincoln, NE
91 Tire & Retread - Omaha, NE	92 AmeriNet
	99 Finance Charges

8041

SID #48 / #51
 P O BOX 45305
 ATTEN ALLEN MARSH
 OMAHA, NE 68145-0305

Statement Date	Acct. No.	Pg. No.	Page No.
06/30/2009	8041	1	1

REFERENCE	DATE	TRUCK NUMBER	TRAILER NUM	HUBOMETER	QUANTITY	UNIT PRICE	AMOUNT	SALSTAX	BALANCE	AMOUNT
		PO NUMBER	ST LICENSE NUM	DRIVER IDEN CDE						
5169442439	06/05/09	JOHNDEER T			D2S	9.563	2.479	23.71	.00	23.71
			NE 0					23.71		23.71
5169670719	06/28/09	0			D2S	11.932	2.599	31.01	.00	31.01
			NE JOHN DEERE					31.01		31.01
Totals for Sapp Bros Omaha, NE:						21.49	2.546	54.72	.00	54.72

Fuel Summary:

	D2S
Colorado	
Illinois	
Iowa	
Kansas	
Nebraska	21
Pennsylvania	
Utah	
Wyoming	
Totals:	21

STATEMENT TOTAL DUE BY: 07/10/2009

Current	Over 15	Over 30	Over 45	Over 60	Payments	Amount Due
54.72		.00		.00	.00	54.72

54.72

Sapp Bros. Travel Centers, Inc. • P.O. Box 45766 • Omaha, NE 68145-0766 • (402) 895-7038

***** I N V O I C E *****

FIELD R & D
 8505 Makaha Circle
 Papillion, NE 68046-5616

Copy

Invoice No. 270227- 11-03-08
 Customer No. SID48

SID48 - SARPY COUNTY
 9915 SOUTH 148TH STREET
 OMAHA, NE 68138
 Attn. ALLEN MARSH

Terms: 18% APR interest rate applies to unpaid balances after 31 days, 12-04-08

Quant	Item No.	Item Description	Unit Price	Extension
1	HRS	OCTOBER - WASTEWATER SERVICE RETAINER FEE	49.50	\$49.50
1		OCTOBER - WATER SYSTEM STANDARD MAINTENANCE PLAN	1000.00	1000.00
1		DISINFECTANT MAINTENANCE : 3 WELLS NACL4 INJECTION	975.00	975.00
16	HRS	EXTRAORDINARY HOURS	49.50	792.00
1		QWEST WELL PUMPS AND WATER TOWER CONTROL LINES	162.76	162.76
1		3,208,096 GALLONS MONTHLY USAGE: 10/08	.00	.00
1		USPS POSTAGE ARSENIC SAMPLES	38.00	38.00
-----> Note: SIGNIFICANT EVENTS: SUBURBAN MOTEL SHUTOFF; MURPHY TRACTOR LOCATE; CONSOLIDATED CONCRETE MAIN BREAK; ARSENIC SAMPLES; MANHOLE RING BREAKAGE.				

Subtotal \$3,017.26
 *Sales Tax: NOT APPLICABLE .00
 TOTAL AMOUNT DUE \$3,017.26

>>> Please submit your payment with the top part of this invoice <<< =====

***** I N V O I C E *****

FIELD R & D
8505 Makaha Circle
Papillion, NE 68046-5616

COPY

Invoice No. 290043 04-30-09
Customer No. SID48

SID48 - SARPY COUNTY
9915 SOUTH 148TH STREET
OMAHA, NE 68138
Attn. ALLEN MARSH

Terms: 18% APR interest rate applies to unpaid balances after 31 days, 05-31-09

Quant	Item No.	Item Description	Unit Price	Extension
1	HRS	APRIL '09 - WASTEWATER SERVICE RETAINER FEE	49.50	\$49.50
1		APRIL '09 - WATER SYSTEM STANDARD MAINTENANCE PLAN	1000.00	1000.00
1		DISINFECTANT MAINTENANCE : 3 WELLS NACL4 INJECTION	975.00	975.00
5	HRS	EXTRAORDINARY HOURS	49.50	247.50
1		QWEST WELL PUMPS AND WATER TOWER CONTROL LINES	162.76	162.76
1		2,615,682 GALLONS MONTHLY USAGE: MM/YY	.00	.00
-----> Note: SIGNIFICANT EVENTS: WATER MAIN LOCATE @ CENTENNIAL BANK FOR HEIMES. CL INJECTOR PUMP KITS AND REPAIRS. HIGH WATER ALARMS AT TOWER...SENSOR FAULTY, OK NOW.				

Subtotal	\$2,434.76
*Sales Tax: NOT APPLICABLE	.00
TOTAL AMOUNT DUE	\$2,434.76

>>> Please submit your payment with the top part of this invoice <<< =====

***** INVOICE *****

FIELD R & D
8505 Makaha Circle
Papillion, NE 68046-5616

Invoice No. 290065 07-02-09
Customer No. SID48

SID48 - SARPY COUNTY
9915 SOUTH 148TH STREET
OMAHA, NE 68138
Attn. ALLEN MARSH

Terms: 18% APR interest rate applies to unpaid balances after 31 days, 08-02-09

Table with 5 columns: Quant, Item No., Item Description, Unit Price, Extension. Rows include items like 'JUNE 2009 - WASTEWATER SERVICE RETAINER FEE', 'JUNE 2009 - WATER SYSTEM STANDARD MAINTENANCE PLAN', 'DISINFECTANT MAINTENANCE : 3 WELLS NACL4 INJECTION', 'EXTRAORDINARY HOURS', 'MATERIALS AND SUPPLIES: ELEC RELAYS, FITTINGS', 'QWEST WELL PUMPS AND WATER TOWER CONTROL LINES', and '3,066,336 GALLONS MONTHLY USAGE: 06/2009'.

Note: SIGNIFICANT EVENTS: WELL#1 VOLTAGE SPIKE REPLACE RELAYS. NE HHS SPECIAL WELL SAMPLES AT ALL 3 WELLS. REPAIR DISINFECTANT PORTS AT WELLS 1 AND 2. PREPARE WELL#3 FOR VARIABLE FREQUENCY DRIVE OPERATION WITH PRESSURE RELIEF VALVE AT HYDRANT E9 (AT END OF STRRET BY HOTSY EQUIP). THREE DAY TEST AND TUNE WITH WATER TOWER OFF.

Subtotal \$5,573.11
Sales Tax: NOT APPLICABLE .00
TOTAL AMOUNT DUE \$5,573.11

>>> Please submit your payment with the top part of this invoice <<<

Handwritten signature

1819 Farnam St. Billing Div.
Omaha, NE 68183

Date 29-JUN-09
1 of 1

Contact: (402) 444-5453

Remit To: City of Omaha Cashier
RM H10
1819 Farnam St.
Omaha NE 68183

Customer No: 28482
Bill To:

Ship To:

SID #48
ALLEN J MARSH
9915 S 148 ST
OMAHA NE 68138

Transaction Type: SEWER BILLING

Terms: 30 NET

Total Due: 4,661.98

Invoice Number: 57480

PLEASE RETURN TOP PORTION WITH REMITTANCE

Item No.	DESCRIPTION	QTY	UOM	TAX	UNIT PRICE	EXTENDED PRICE
1	SEWER BILLING SAPP BROS (QUARTERLY) MAR 2009 \$1290.15 \$7.96 \$2.09 3863.890 \$0.791 1518.450 \$0.2025	1		1	4,661.98	4,661.98
SPECIAL INSTRUCTION			DUE DATE		TOTAL DUE	
			57480 29-JUL-09		4,661.98	

[Handwritten signature]

089910

CUSTOMER'S ORDER NO.		DATE				
		7-2-09				
NAME						
311 45-						
ADDRESS						
CITY, STATE, ZIP						
SOLD BY	CASH	C.O.D.	CHARGE	ON ACCT.	MISC. RETD.	PAID OUT
QUAN.	DESCRIPTION	PRICE	AMOUNT			
1						
2	3-Monthly		400.00			
3						
4						
5	but up front sign		20.00			
6						
7						
8	Handy Fossil					
9	12458 218 2nd					
10	Quorum 72 68028					
11						
12						
RECEIVED BY						
<i>[Signature]</i>						

KEEP THIS SLIP FOR REFERENCE