

## CERTIFICATE

The undersigned hereby certify that they are the Chairperson and Clerk of Sanitary and Improvement District Number 158 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.

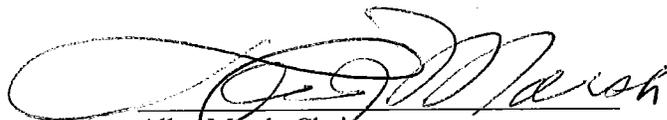
3. All of the subjects addressed at the Meeting were contained in the agenda for the Meeting, which agenda was kept continually current and readily available for public inspection at the address listed in the meeting notice for the Meeting and a copy of which is attached to this Certificate; such subjects 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.

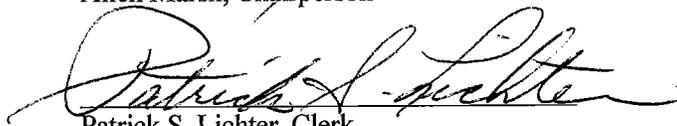
5. The minutes of the Meeting were in written form and available for public inspection within ten (10) working days after the Meeting or prior to the next convened meeting, whichever occurred earlier, at the office of the District; within thirty (30) days after the date of the Meeting, a copy of the 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 20<sup>th</sup> day of March  
2014.

A handwritten signature in cursive script, appearing to read "Allen Marsh", written over a horizontal line.

Allen Marsh, Chairperson

A handwritten signature in cursive script, appearing to read "Patrick S. Lichter", written over a horizontal line.

Patrick S. Lichter, Clerk

SANITARY IMPROVEMENT DISTRICT NO. 158  
OF  
SARPY COUNTY, NEBRASKA  
BOARD OF TRUSTEES MEETING  
March 20, 2014

MINUTES

PRESENT:     Allen Marsh, Chairperson                             Patrick J. Sullivan, Attorney  
              Patrick S. Lichter, Clerk                             Dean Jaeger, Thompson, Dreessen & Dornier  
              Dale Marples, Trustee                                 Diana Alderson, Tiburon Pool  
              Larry Hammer, Trustee                                Jan Davis, Tiburon Homeowners Association  
              Paul R. Stoupa, Trustee

ABSENT:       None

LOCATION:      9915 South 148<sup>th</sup> Street, Omaha, NE

TIME:         4:00 p.m.

Notice was given in advance thereof by publication in the Papillion Times, a designated method for giving notice on March 12, 2014, 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 published notice and in the notice of 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 Chairperson 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 Board's attention was then directed to agenda item no. 4 and Gerry Gutoski's recommendation for upgrades to wells #2 and # 4 for the District. After some discussion Trustee Patrick S. Lichter introduced the following Resolution and moved its adoption:

BE IT RESOLVED, by the Chairperson and the Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska, that the Board hereby approves the recommended upgrades for wells #2 and #4 in the District in the amount of \$16,000.00.

Trustee Dale Marples seconded the motion and on roll call the following voted in favor of the same: Allen Marsh, Patrick Lichter, Paul R. Stoupa, Larry Hammer and Dale Marples.

The following vote nay: None.

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

The Board's attention was then directed to agenda item no. 5, the Offering Circular provided by the fiscal agent for the District. The attorney for the District advised the Board that the Offering Circular

was required for the financing of the Water Main Improvements – 2013 and Water Tower projects of the District. After some further discussion Trustee Dale Marples introduced the following Resolution and moved its adoption:

BE IT RESOLVED that the Offering Circular dated March 20, 2014 (including the Addendum attached thereto, the “Offering Circular”) pertaining to the offering by the District from time to time of its construction fund warrants is: (1) hereby approved in substantially the form attached hereto; (2) the Chairman of the Board of Trustees is hereby authorized and directed to execute the Offering Circular in substantially the form and content attached hereto, but with such changes, modifications, deletions or additions therein as shall to the Chairman seem necessary, desirable or appropriate (provided that Ameritas Investment Corp., acting as fiscal agent to the District, and without further approving action by the Chairman or this Board, is hereby authorized to insert on behalf of the District into each Addendum relating to an offering of construction fund warrants, the numerical and statistical information specific to each such offering); (3) the Offering Circular as of its date is hereby deemed final within the meaning of Rule 15c2-12 under the Securities Exchange Act of 1934 (the “Rule”), as amended (except for any one or more of the permitted omissions specified by paragraph (b)(1) of the Rule); and (4) the distribution of the Offering Circular by Ameritas Investment Corp., as underwriter, with respect to each offering of construction fund warrants described by an Addendum is hereby authorized and approved.

The District hereby authorizes, approves and enters into the continuing disclosure undertaking for the benefit of the holders of the District’s construction fund warrants, as required by the Rule and set out as Appendix D of the Offering Circular, which is hereby incorporated by reference into this resolution as if set forth herein.

Trustee Larry Hammer seconded the motion and on roll call the following voted in favor of the same: Allen Marsh, Patrick Lichter, Paul R. Stoupa, Larry Hammer and Dale Marples.

The following vote nay: None.

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

Patrick Sullivan, the Board’s attorney then advised the Board that he had been able to reach a purchase price with the owner of Lot 9, Tiburon Village for the acquisition of the lot for the new water tower. After some discussion, trustee Patrick Lichter offered the following Resolution of Necessity and moved that it be proposed for adoption:

#### RESOLUTION FOR NECESSITY

BE IT RESOLVED that the Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska finds and determines that it is advisable and necessary for the District to enter into a purchase agreement in connection with Water Tower Project – 2013 with West Gate Banshares, Inc. for Lot 9, Tiburon Village. The purchase agreement proposed for approval and execution by the District is generally as follows:

West Gate Banshares, Inc. will sell to Sanitary & Improvement District No. 158 of Sarpy County, Nebraska Lot 9, Tiburon Village, Sarpy County, Nebraska. The District will pay \$6.00 per square feet for a total purchase price of \$266,586.00, plus or minus customary closing costs.

A copy of the proposed Purchase Agreement is presently on file with the Clerk of the District and sets forth verbatim the agreement of the parties.

The outer boundaries of the area which may be assessed to the extent it may be specially benefitted by such improvements is the same as Sanitary and Improvement District No. 158 of Sarpy County, Nebraska also known as Tiburon, in Sarpy County, Nebraska.

To pay the costs associated with such acquisition, the Board of Trustees, shall have the power to issue negotiable bonds to be called "Sanitary and Improvement Bonds", and shall be payable and bear interest as provided by the statutes of the State of Nebraska. The Board shall have the power to assess, to the extent of special benefit, the cost of such portions of such improvements as may be local improvements upon property found specially benefitted thereby.

All special assessments which may be levied on property specially benefitted by such improvements shall, when collected, be set aside and constitute a sinking fund for the payment of the interest and principal of said bonds. The District shall cause to be levied annually a tax upon the assessed value of all taxable property in said District, except intangible property, which together with such sinking fund derived from special assessments, shall be sufficient for the payment of interest and principal of said bonds as the same become due; such tax shall be known as the "Sanitary and Improvement District Tax" and shall be payable annually in money.

If a petition opposing this Resolution, signed by property owners representing a majority of the front footage which may become subject to assessment for the cost of the improvements as set forth herein, is filed with the Clerk of the District within three (3) days before the date of the hearing on this Resolution, this Resolution shall not be passed.

Trustee Dale Marples seconded the motion and on roll call the following voted in favor of the same: Allen Marsh, Patrick Lichter, Paul Stoupa, Dale Marples and Larry Hammer

The following voted NAY: None.

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

Trustee Patrick Lichter 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 Tiburon Clubhouse, 10302 South 168th Street, Omaha, Nebraska on April 17, 2014, at the hour of 4:00 p.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 Dale Marples seconded the motion and on roll call the following voted in favor of same: Allen Marsh, Pat Lichter, Paul Stoupa, Dale Marples and Larry Hammer

The following voted against the same: None.

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

Dean Jaeger then addressed the Board and advised them that they were finishing up the drainage issues along Cornhusker. He further advised the Board that the engineers were finishing up the revised bids for the Water Main Improvements – 2013 project and would present them to the Board at next month's meeting. Lastly, Mr. Jaeger discussed the issue of shut offs between wells #2 and #3 and concern of liability coverage for the property owner. The District's attorney advised that he had been contacted on this as well and that he would work with MUD and the property owner to ensure that there was adequate coverage.

The Board then moved to Agenda Item No. 7 and discussed the necessity of acquiring easements for the Water Main Improvements – 2013 project. To date, no property owners had been contacted. After some discussion it was advised that the District would send formal letters to the affected property owners advising them of the necessity of the easements and inviting them to the meeting on April 17<sup>th</sup>. The meeting would be held at the Tiburon Clubhouse to accommodate the residents.

The Chairperson then presented the letter prepared by the District's attorney to send to SID 192 with the District's proposal to purchase well #3. After some discussion Trustee Dale Marples introduced the following Resolution and moved its adoption:

BE IT RESOLVED, by the Chairperson and the Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska, that the Board hereby directs and authorizes the Chairperson to submit the proposal to purchase well #3 from SID 192 as presented to the Board in the amount of \$60,000.00

Trustee Patrick Lichter seconded the motion and on roll call the following voted in favor of the same: Allen Marsh, Patrick Lichter, Paul R. Stoupa, Larry Hammer and Dale Marples.

The following vote nay: None.

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

The Board's attention was then directed to the Water Regulations Ordinance of the District. Discussion was had regarding the fees associated with violations. After some discussion, Dale Marples introduced the following Resolution and moved its adoption:

BE IT FURTHER RESOLVED, by the Chairperson and the Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska that the Tiburon Water Supply Restriction Ordinance passed by the Board May 23, 2013 is hereby amended to include a \$100.00 fee for disconnection in relation to violations of Water Conservation Rules and Regulations. A copy of the revised Water Supply Restriction Ordinance shall be attached to these Minutes.

Trustee Patrick Lichter seconded the motion and on roll call the following voted in favor of the same: Allen Marsh, Patrick Lichter, Paul R. Stoupa, Larry Hammer and Dale Marples.

The following vote nay: None.

Thereupon, the Chairperson declared the motion carried and said resolution was passed and adopted. The Chairperson further requested that a letter be sent to all property owners in the District along

with the new Ordinance and a copy of the Rules and Regulations.

At this point, Dale Marples left the meeting.

Patrick Sullivan advised the Board that he had been contacted by a resident regarding the building plans he had submitted for approval. Apparently the Homeowners Association had approved the plans but the architectural committee did not. After reviewing the covenants for the property, the architectural committee's role was not clearly defined and it appeared that the Homeowners Association trumped the committee. After some discussion the Board decided not to press the issue and allow the builder to proceed with the plans as submitted by the property owner.

Patrick Lichter advised the Board that he had received a request that information regarding the water tower project be included on the subdivision's website. It was discussed that due to the fact that plans have not been solidified and that they are constantly changing, nothing would be added to the website, but as the District got closer to actual construction, information would be added.

Discussion moved to agenda item No. 12, approval of the cost of the monument sign for Tiburon Village. The attorney for the District advised that no funds should be expended by the District until the maintenance agreement had been entered into by the parties. After some further discussion Trustee Paul R. Stoupa introduced the following Resolution and moved its adoption:

BE IT RESOLVED, by the Chairperson and the Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska, that the Board is hereby authorized to submit half of the total payment to Dolphens for the construction of the monument sign once the District's attorney has received the signed Maintenance Agreement.

Trustee Patrick Lichter seconded the motion and on roll call the following voted in favor of the same: Allen Marsh, Patrick Lichter, Paul R. Stoupa and Larry Hammer.

The following vote nay: None.

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

The Chairperson then presented the Board with the proposal submitted by C & C Custom Cutting, LLC for landscape services for the District. After some discussion Trustee Patrick Lichter introduced the following Resolution and moved its adoption:

BE IT RESOLVED, by the Chairperson and the Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska, that the Board hereby approve the proposal submitted by C & C Custom Cutting, LLC as presented to the Board.

Trustee Larry Hammer seconded the motion and on roll call the following voted in favor of the same: Allen Marsh, Patrick Lichter, Paul R. Stoupa and Larry Hammer.

The following vote nay: None.

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

Discussion was then had with regard to the street signs along Cornhusker. Trustee Paul R. Stoupa suggested having someone simply come out to power wash the columns and then maybe repaint them so

they are easier to read. Allen Marsh said he would contact someone to see about getting this done.

At this point, Dean Jaeger and Diana Alderson left the meeting.

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

**General Warrants**

<b>Omaha World-Herald Media Group</b>	<b>\$ 10.25</b>
<b>OPPD</b>	<b>\$ 348.47</b>
<b>OPPD</b>	<b>\$ 5,904.68</b>
<b>Thompson, Dreessen &amp; Dorner, Inc.</b>	<b>\$ 1,755.00</b>
<b>Premier Waste Solutions</b>	<b>\$ 5,477.99</b>
<b>Providence Group, Inc.</b>	<b>\$ 5,662.50</b>
<b>Providence Group, Inc.</b>	<b>\$ 3,754.70</b>
<b>Field R &amp; D</b>	<b>\$ 6,323.20</b>
<b>One Call Concepts, Inc.</b>	<b>\$ 18.30</b>
<b>City of Omaha</b>	<b>\$ 8,825.81</b>
<b>Layne Christensen Company</b>	<b>\$ 8,556.79</b>
<b>Sapp Bros. Petroleum, Inc.</b>	<b>\$ 47.50</b>
<b>Adams &amp; Sullivan, P.C., L.L.O.</b>	<b>\$ 2,000.00</b>

Trustee Patrick Lichter introduced the following resolutions and moved their adoption:

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska, that the Chairperson and Clerk be and they hereby are authorized and directed to execute and deliver General Warrant Nos. 6135 through 6147 of the District, dated the date of this meeting, to the following payees in the following amounts, said 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 March 20, 2017, 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. 6135 for \$10.25 payable to Omaha World-Herald Media Group**
- Warrant No. 6136 for \$348.47 payable to OPPD**
- Warrant No. 6137 for \$5,904.68 payable to OPPD**
- Warrant No. 6138 for \$1,755.00 payable to Thompson, Dreessen & Dorner, Inc.**
- Warrant No. 6139 for \$5,477.99 payable to Premier Waste Solutions**
- Warrant No. 6140 for \$5,662.50 payable to Providence Group, Inc.**
- Warrant No. 6141 for \$3,754.70 payable to Providence Group, Inc.**
- Warrant No. 6142 for \$6,323.20 payable to Field R & D**
- Warrant No. 6143 for \$18.30 payable to One Call Concepts, Inc.**
- Warrant No. 6144 for \$8,825.81 payable to City of Omaha**
- Warrant No. 6145 for \$8,556.79 payable to Layne Christensen Company**
- Warrant No. 6146 for \$47.50 payable to Sapp Bros. Petroleum, Inc.**
- Warrant No. 6147 for \$2,000.00 payable to Adams & Sullivan, P.C., L.L.O.**

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 158 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. 158 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 \$10,000,000 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. 158 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 Sarpy 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 lesser 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 of 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 Larry Hammer. On roll call, the following voted for the passage and adoption of the foregoing Resolutions:

AYE: Allen Marsh, Paul R. Stoupa, Pat Lichter and Larry Hammer

The following voted NAY: None

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

There being nothing further before the Board, Trustee Patrick Lichter moved to adjourn the meeting, said motion being seconded by Paul R. Stoupa. On roll call, the following voted for the passage and adoption of the foregoing Resolutions:

AYE: Allen Marsh, Larry Hammer, Paul R. Stoupa and Patrick Lichter

The following voted NAY: None

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



Patrick S. Lichter, Clerk



Allen Marsh, 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 Anne Lee deposes and says that he is the Business Manager of the **Bellevue Leader, Papillion Times, Gretna Breeze and Springfield Monitor**, legal newspapers 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:

Wednesday, March 12, 2014 Papillion Times

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 Anne Lee  
Publisher Business Manager

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

NOTICE OF MEETING  
SANITARY AND IMPROVEMENT  
DISTRICT NO. 158  
OF SARPY COUNTY, NEBRASKA

Today's Date 03-12-2014

Signed in my presence and sworn to before me:

Notary Public

Notice is hereby given that a meeting for the Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska, will be held at 4:00 p.m. on March 20, 2014 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 bills of the District.

Patrick S. Lichter  
Clerk of the District  
1734215; 3/12

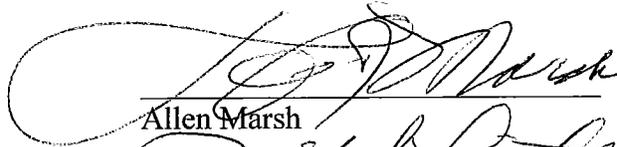


Printer's Fee \$ 10.25  
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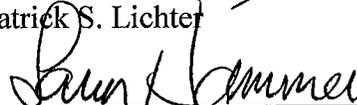
ACKNOWLEDGMENT OF RECEIPT OF NOTICE OF MEETING

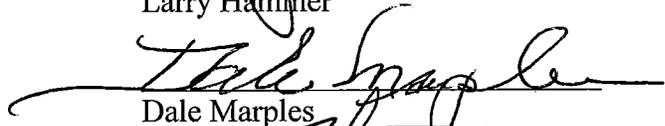
The undersigned Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska, hereby acknowledge receipt of advance notice of a meeting of the Board of Trustees of said district and the agenda for such meeting held at 4:00 p.m. on March 20, 2014, at 9915 South 148<sup>th</sup> Street, Omaha, Nebraska.

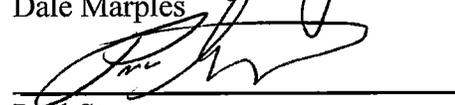
Dated this 20<sup>th</sup> day of March 2014.

  
Allen Marsh

  
Patrick S. Lichter

  
Larry Hammer

  
Dale Marples

  
Paul Stoupa

**WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARPY COUNTY, NEBRASKA**

**TO: TREASURER OF SARPY COUNTY, NEBRASKA**  
(Ex. Office, Treasurer of the District)

PAY TO Thompson, Dreesen & Dornier, Inc. OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6138

OR SUBSEQUENT REGISTERED OWNER HEREOF

One Thousand Seven Hundred Fifty-Five & 00/100 DOLLARS \$ 1,755.00

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 REGISTERAR SHALL MAINTAIN RECORDS 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 REGISTERAR, ACCOMPANIED BY AN ASSIGNMENT IN FORM SATISFACTORY TO THE REGISTERAR, DULY EXECUTED BY THE REGISTERED OWNER OR DULY AUTHORIZED AGENT.

March 20, 20 17 UNLESS REDEEMED PRIOR TO SAID DATE, NOTICE OF REDEMPTION PRIOR TO MATURITY SHALL BE MAILED TO THE REGISTERAR AND REGISTERAR FOR THIS WARRANT IS:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

CHAIRMAN  
*[Signature]*

CLERK  
*[Signature]*

IN PAYMENT OF Inv. 103331

**WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARPY COUNTY, NEBRASKA**

**TO: TREASURER OF SARPY COUNTY, NEBRASKA**  
(Ex. Office, Treasurer of the District)

PAY TO Premier Waste Solutions OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6139

OR SUBSEQUENT REGISTERED OWNER HEREOF

Five Thousand Four Hundred Seventy-Seven & 99/100 DOLLARS \$ 5,477.99

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 REGISTERAR SHALL MAINTAIN RECORDS 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 REGISTERAR, ACCOMPANIED BY AN ASSIGNMENT IN FORM SATISFACTORY TO THE REGISTERAR, DULY EXECUTED BY THE REGISTERED OWNER OR DULY AUTHORIZED AGENT.

March 20, 20 17 UNLESS REDEEMED PRIOR TO SAID DATE, NOTICE OF REDEMPTION PRIOR TO MATURITY SHALL BE MAILED TO THE REGISTERAR AND REGISTERAR FOR THIS WARRANT IS:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

CHAIRMAN  
*[Signature]*

CLERK  
*[Signature]*

IN PAYMENT OF

**WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARPY COUNTY, NEBRASKA**

**TO: TREASURER OF SARPY COUNTY, NEBRASKA**  
(Ex. Office, Treasurer of the District)

PAY TO Providence Group, Inc. OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6140

OR SUBSEQUENT REGISTERED OWNER HEREOF

Five Thousand Six Hundred Sixty-Two & 50/100 DOLLARS \$ 5,662.50

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 REGISTERAR SHALL MAINTAIN RECORDS 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 REGISTERAR, ACCOMPANIED BY AN ASSIGNMENT IN FORM SATISFACTORY TO THE REGISTERAR, DULY EXECUTED BY THE REGISTERED OWNER OR DULY AUTHORIZED AGENT.

March 20, 20 17 UNLESS REDEEMED PRIOR TO SAID DATE, NOTICE OF REDEMPTION PRIOR TO MATURITY SHALL BE MAILED TO THE REGISTERAR AND REGISTERAR FOR THIS WARRANT IS:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

CHAIRMAN  
*[Signature]*

CLERK  
*[Signature]*

IN PAYMENT OF Inv. 140123

**WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARPY COUNTY, NEBRASKA**

**TO: TREASURER OF SARPY COUNTY, NEBRASKA**  
(Ex. Office, Treasurer of the District)

PAY TO Omaha World-Herald Media Group OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6135

OR SUBSEQUENT REGISTERED OWNER HEREOF

Ten & 25/100 DOLLARS \$ 10.25

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 REGISTERAR SHALL MAINTAIN RECORDS 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 REGISTERAR, ACCOMPANIED BY AN ASSIGNMENT IN FORM SATISFACTORY TO THE REGISTERAR, DULY EXECUTED BY THE REGISTERED OWNER OR DULY AUTHORIZED AGENT.

March 20, 20 17 UNLESS REDEEMED PRIOR TO SAID DATE, NOTICE OF REDEMPTION PRIOR TO MATURITY SHALL BE MAILED TO THE REGISTERAR AND REGISTERAR FOR THIS WARRANT IS:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

CHAIRMAN  
*[Signature]*

CLERK  
*[Signature]*

IN PAYMENT OF Order No. 1734215

**WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARPY COUNTY, NEBRASKA**

**TO: TREASURER OF SARPY COUNTY, NEBRASKA**  
(Ex. Office, Treasurer of the District)

PAY TO OPPD OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6136

OR SUBSEQUENT REGISTERED OWNER HEREOF

Three Hundred Forty-Eight 47/100 DOLLARS \$ 348.47

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 REGISTERAR SHALL MAINTAIN RECORDS 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 REGISTERAR, ACCOMPANIED BY AN ASSIGNMENT IN FORM SATISFACTORY TO THE REGISTERAR, DULY EXECUTED BY THE REGISTERED OWNER OR DULY AUTHORIZED AGENT.

March 20, 20 17 UNLESS REDEEMED PRIOR TO SAID DATE, NOTICE OF REDEMPTION PRIOR TO MATURITY SHALL BE MAILED TO THE REGISTERAR AND REGISTERAR FOR THIS WARRANT IS:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

CHAIRMAN  
*[Signature]*

CLERK  
*[Signature]*

IN PAYMENT OF Acct. No. 2097155308

**WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARPY COUNTY, NEBRASKA**

**TO: TREASURER OF SARPY COUNTY, NEBRASKA**  
(Ex. Office, Treasurer of the District)

PAY TO OPPD OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6137

OR SUBSEQUENT REGISTERED OWNER HEREOF

Five Thousand Nine Hundred Four- & 68/100 DOLLARS \$ 5,904.68

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 REGISTERAR SHALL MAINTAIN RECORDS 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 REGISTERAR, ACCOMPANIED BY AN ASSIGNMENT IN FORM SATISFACTORY TO THE REGISTERAR, DULY EXECUTED BY THE REGISTERED OWNER OR DULY AUTHORIZED AGENT.

March 20, 20 17 UNLESS REDEEMED PRIOR TO SAID DATE, NOTICE OF REDEMPTION PRIOR TO MATURITY SHALL BE MAILED TO THE REGISTERAR AND REGISTERAR FOR THIS WARRANT IS:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

CHAIRMAN  
*[Signature]*

CLERK  
*[Signature]*

IN PAYMENT OF Acct. No. 9063100050

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARP COUNTY, NEBRASKA

TO: TREASURER OF SARP COUNTY, NEBRASKA  
(Ex. Office Treasurer of the District)

PAY TO City of Omaha OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6144

Eight Thousand Eight Hundred Twenty-Five & 81/100 DOLLARS \$ 8,825.81

OR SUBSEQUENT REGISTERED OWNER HEREOF

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 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 March 20, 20 17 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:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

IN PAYMENT OF Inv. 98221

*[Signature]* CHAIRMAN  
CLERK

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 139 OF SARP COUNTY, NEBRASKA

TO: TREASURER OF SARP COUNTY, NEBRASKA  
(Ex. Office Treasurer of the District)

PAY TO Layne Christensen Company OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6145

Eight Thousand Five Hundred Fifty-Six & 79/100 DOLLARS \$ 8,556.79

OR SUBSEQUENT REGISTERED OWNER HEREOF

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 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 March 20, 20 17 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:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

IN PAYMENT OF Inv. 89058330

*[Signature]* CHAIRMAN  
CLERK

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARP COUNTY, NEBRASKA

TO: TREASURER OF SARP COUNTY, NEBRASKA  
(Ex. Office Treasurer of the District)

PAY TO Sapp Bros. Petroleum, Inc. OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6146

Forty-Seven & 50/100 DOLLARS \$ 47.50

OR SUBSEQUENT REGISTERED OWNER HEREOF

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 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 March 20, 20 17 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:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

IN PAYMENT OF

*[Signature]* CHAIRMAN  
CLERK

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARP COUNTY, NEBRASKA

TO: TREASURER OF SARP COUNTY, NEBRASKA  
(Ex. Office Treasurer of the District)

PAY TO Providence Group, Inc. OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6141

Three Thousand Seven Hundred Fifty-Four & 70/100 DOLLARS \$ 3,754.70

OR SUBSEQUENT REGISTERED OWNER HEREOF

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 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 March 20, 20 17 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:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

IN PAYMENT OF Inv. 140117

*[Signature]* CHAIRMAN  
CLERK

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARP COUNTY, NEBRASKA

TO: TREASURER OF SARP COUNTY, NEBRASKA  
(Ex. Office Treasurer of the District)

PAY TO Field R & D OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6142

Six Thousand Three Hundred Twenty-Three & 20/100 DOLLARS \$ 6,323.20

OR SUBSEQUENT REGISTERED OWNER HEREOF

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 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 March 20, 20 17 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:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

IN PAYMENT OF Inv. 140121

*[Signature]* CHAIRMAN  
CLERK

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 138 OF SARP COUNTY, NEBRASKA

TO: TREASURER OF SARP COUNTY, NEBRASKA  
(Ex. Office Treasurer of the District)

PAY TO One Call Concepts, Inc. OR SUBSEQUENT REGISTERED OWNER HEREOF

ISSUE DATE March 20, 20 14 NO. 6143

Eighteen & 30/100 DOLLARS \$ 18.30

OR SUBSEQUENT REGISTERED OWNER HEREOF

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 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.

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THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

IN PAYMENT OF Inv. 1401451

*[Signature]* CHAIRMAN  
CLERK

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 158 OF SARPY COUNTY, NEBRASKA

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

NO. 6147  
ISSUE DATE March 20, 20 14

PAY TO Adams & Sullivan, P.C., L.L.O. OR SUBSEQUENT REGISTERED OWNER HEREOF

Two Thousand & 00/100 DOLLARS (\$ 2,000.00 )

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 March 20, 20 17 (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:

**BANKERS TRUST COMPANY**  
10250 Regency Circle, Suite 115, Omaha, NE 68114-3796

  
CHAIRMAN  
  
CLERK

IN PAYMENT OF \_\_\_\_\_

## Jennifer Fett

---

**From:** fieldRD <fieldrd@cox.net>  
**Sent:** Monday, March 10, 2014 5:36 PM  
**To:** Allen Marsh; Paul Stoupa; Pat Lichter; Larry Hammer; dale SID158  
**Cc:** Jennifer Fett  
**Subject:** Proposal/Quote Wells #2 & #4 upgrades

Upgrade 50HP Danfoss VFD to FC202 Specifications - Wells #2 & #4  
Parts, Materials and Labor: \$16,000.00

Submitted by,  
FieldRD  
Gerald S. Gutoski

This quote is valid until March 28, 2014

"Nostalgia isn't what it used to be."

OFFERING CIRCULAR

NEW ISSUE

NOT RATED

*In the opinion of Bond Counsel, assuming compliance with certain covenants, under existing law, the interest on the Warrants described by the Addendum attached hereto is not includable in the gross income of the holders thereof under the Internal Revenue Code of 1986, as amended (the "Code"), and such interest is exempt from Nebraska state income taxation. The District has designated the Warrants as "qualified tax-exempt obligations" under Section 265(b)(3) of the Code. See "TAX MATTERS" herein.*

**Sanitary and Improvement District No. 158  
of Sarpy County, Nebraska  
(Tiburon)  
Construction Fund Warrants**

**Dated:** See Addendum attached hereto.

**Due:** See Addendum attached hereto.

**THIS OFFERING CIRCULAR MUST BE READ TOGETHER WITH THE ADDENDUM ATTACHED HERETO AND MADE A PART HEREOF.**

The construction fund warrants (the "Warrants") of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska (the "District") offered hereby, as more fully described in the Addendum attached hereto (the "Addendum"), are being issued by the District to pay the costs of improvements to the water distribution system in the District and increasing the water storage capacity in the District (collectively, the "Project") as authorized by applicable statutes of the State of Nebraska (the "State") and resolutions of the Board of Trustees of the District. The Addendum sets forth the interest rates, the maturity dates, the aggregate principal amounts and the offering price of the Warrants, as well as the current aggregate principal amount of the District's outstanding debt obligations, including earlier issues of construction fund warrants, general fund warrants and bonds.

THIS OFFERING CIRCULAR SUPERSEDES THE OFFERING CIRCULAR DATED FEBRUARY 9, 2011 AND EACH ADDENDUM THERETO.

The Warrants are obligations of the District payable solely from moneys of the District available for such purpose, including ad valorem taxes levied and collected against all real property within the District and the proceeds of the District's bonds, if and when issued for such purpose. The District is not pledging its full faith and credit to the payment of the Warrants. The payment of the Warrants is subordinate to that of the District's outstanding General Obligation Bonds, Series 2009A and its General Obligation and Refunding Bonds, Series 2012 (collectively, the "Bonds").

The Warrants are not secured by any mortgage, lien or other interest on any property in the District and are not obligations of Sarpy County, Nebraska (the "County"), the State or any other political subdivision thereof (other than the District). See "WARRANTHOLDERS' RISKS" herein.

The Warrants are being issued in fully registered form in varying denominations. Interest is payable annually on the Warrants each March 1 of every year until maturity, commencing on the date set forth in the Addendum, by warrant or check mailed to the registered owner of record, except as described below and herein. Principal of the Warrants is payable at the local office of Bankers Trust Company, Omaha, Nebraska, as Paying Agent and Registrar (the "Paying Agent"), in the order registered with the Sarpy County Treasurer.

**Interest on the Warrants may be paid in the form of additional interest-bearing construction fund warrants issued for such purpose by the District, and not by check or cash. The maturity date of the Warrants may be extended from that set forth in the Addendum by order of the Sarpy County District Court.**

The Warrants are redeemable by the District at any time in the principal amounts thereof on or before their stated maturity dates in the order registered with the Sarpy County Treasurer, from funds available for such purpose. Under certain circumstances, the Warrants may be redeemed at less than the principal amount thereof. See "WARRANTHOLDERS' RISKS."

**SEE "WARRANTHOLDERS' RISKS" HEREIN FOR A DISCUSSION OF CERTAIN RISK FACTORS THAT SHOULD BE CONSIDERED (IN ADDITION TO THE OTHER MATTERS SET FORTH HEREIN) IN EVALUATING THE INVESTMENT QUALITY OF THE WARRANTS. THE WARRANTS ARE OFFERED BY THIS OFFERING CIRCULAR SUBJECT TO THE CONDITIONS SET FORTH HEREIN.**

*This cover page contains information for quick reference only. It is not a summary of the issue. Investors must read the entire Offering Circular (including the Addendum) to obtain information essential to the making of an informed investment decision.*

*The Warrants are offered when, as and if issued, subject to approval as to their legality by Baird Holm LLP, Omaha, Nebraska, Bond Counsel, and certain other conditions. Kutak Rock LLP has served as Counsel to the Underwriter. The Addendum states the anticipated delivery date in Omaha, Nebraska, of the Warrants.*

**AMERITAS INVESTMENT CORP.**

Date: March 20, 2014

**SANITARY AND IMPROVEMENT DISTRICT  
NO. 158  
OF SARPY COUNTY, NEBRASKA**

**BOARD OF TRUSTEES**

Allen Marsh .....Chairman  
Patrick Lichter..... Clerk  
Larry Hammer..... Trustee  
Dale Marples..... Trustee  
Paul Stoupa ..... Trustee

**BOND COUNSEL**

Baird Holm LLP

**ATTORNEY FOR DISTRICT**

Adams & Sullivan, P.C., L.L.O.

**REGISTRAR AND PAYING AGENT**

Bankers Trust Company

**ACCOUNTANT**

Awerkamp, Goodnight, Schwaller & Nelson, P.C.

**UNDERWRITER**

Ameritas Investment Corp.

**UNDERWRITER'S COUNSEL**

Kutak Rock LLP

NO DEALER, BROKER, SALESPERSON OR OTHER PERSON HAS BEEN AUTHORIZED BY THE DISTRICT OR THE UNDERWRITER TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS WITH RESPECT TO THE WARRANTS REFERRED TO HEREIN OTHER THAN THOSE CONTAINED IN THIS OFFERING CIRCULAR, AND, IF GIVEN OR MADE, SUCH OTHER INFORMATION OR REPRESENTATIONS MUST NOT BE RELIED UPON AS HAVING BEEN AUTHORIZED BY ANY OF THE FOREGOING. THIS OFFERING CIRCULAR DOES NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY NOR SHALL THERE BE ANY SALE OF THE WARRANTS BY ANY PERSON IN ANY JURISDICTION IN WHICH IT IS UNLAWFUL FOR SUCH PERSON TO MAKE SUCH OFFER, SOLICITATION OR SALE. THE INFORMATION SET FORTH HEREIN HAS BEEN FURNISHED BY THE DISTRICT AND IS BELIEVED TO BE RELIABLE, BUT SUCH INFORMATION IS NOT GUARANTEED AS TO ACCURACY OR COMPLETENESS, AND IS NOT TO BE CONSTRUED AS A REPRESENTATION, BY THE UNDERWRITER. THE INFORMATION AND EXPRESSIONS OF OPINION HEREIN ARE SUBJECT TO CHANGE WITHOUT NOTICE, AND NEITHER THE DELIVERY OF THIS OFFERING CIRCULAR NOR ANY SALE MADE HEREUNDER SHALL, UNDER ANY CIRCUMSTANCES, CREATE ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE AFFAIRS OF THE DISTRICT SINCE THE DATE HEREOF. THIS OFFERING CIRCULAR IS SUBMITTED IN CONNECTION WITH THE SALE OF THE WARRANTS REFERRED TO HEREIN AND MAY NOT BE REPRODUCED OR USED, IN WHOLE OR IN PART, FOR ANY OTHER PURPOSE. THE UNDERWRITER MAY OFFER AND SELL WARRANTS TO CERTAIN DEALERS AND TO OTHERS AT PRICES LOWER THAN THE OFFERING PRICES STATED ON THE ADDENDUM HERETO. THE OFFERING PRICE MAY BE CHANGED FROM TIME TO TIME BY THE UNDERWRITER.

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IN MAKING AN INVESTMENT DECISION INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE DISTRICT AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. THE WARRANTS HAVE NOT BEEN RECOMMENDED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY, AND THE WARRANTS HAVE NOT BEEN REGISTERED WITH THE SECURITIES AND EXCHANGE COMMISSION BY REASON OF THE PROVISIONS OF SECTION 3(a)(2) OF THE SECURITIES ACT OF 1933, AS AMENDED. THE FOREGOING AUTHORITIES HAVE NOT CONFIRMED THE ACCURACY OR DETERMINED THE ADEQUACY OF THIS DOCUMENT. ANY REPRESENTATION TO THE CONTRARY MAY BE A CRIMINAL OFFENSE.

**CAUTIONARY STATEMENTS REGARDING FORWARD-LOOKING STATEMENTS**

THIS OFFERING CIRCULAR CONTAINS STATEMENTS WHICH SHOULD BE CONSIDERED "FORWARD-LOOKING STATEMENTS," MEANING THEY REFER TO FORECASTED, EXPECTED OR PROJECTED FUTURE EVENTS OR CONDITIONS. SUCH STATEMENTS ARE GENERALLY IDENTIFIABLE BY WORDS SUCH AS "PLAN," "EXPECT," "ESTIMATE" AND "BUDGET" OR SIMILAR WORDS. THE ACHIEVEMENT OF CERTAIN RESULTS OR OTHER EXPECTATIONS CONTAINED IN SUCH FORWARD-LOOKING STATEMENTS INVOLVE KNOWN AND UNKNOWN RISKS, UNCERTAINTIES AND OTHER FACTORS WHICH MAY CAUSE ACTUAL RESULTS, PERFORMANCE OR ACHIEVEMENTS DESCRIBED TO BE MATERIALLY DIFFERENT FROM ANY FUTURE RESULTS, PERFORMANCE OR ACHIEVEMENTS EXPRESSED OR IMPLIED BY SUCH FORWARD-LOOKING STATEMENTS. THE DISTRICT DOES NOT EXPECT OR INTEND TO ISSUE ANY UPDATES OR REVISIONS TO THOSE FORWARD-LOOKING STATEMENTS IF OR WHEN ITS EXPECTATIONS, OR EVENTS, CONDITIONS OR CIRCUMSTANCES ON WHICH SUCH STATEMENTS ARE BASED, OCCUR.

**Sanitary and Improvement District No. 158  
of Sarpy County, Nebraska  
(Tiburon)  
Construction Fund Warrants**

**INTRODUCTORY STATEMENT**

The purpose of this Offering Circular, including the Addendum attached hereto (the "Addendum" and, collectively with this Offering Circular, the "Offering Circular") relating to the particular issue of the construction fund warrants (the "Warrants") of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska (the "District") identified by the Addendum, is to provide certain information concerning the issuance by the District of the Warrants.

**INVESTORS MUST READ THE ENTIRE OFFERING CIRCULAR, INCLUDING THE  
ADDENDUM, BEFORE MAKING AN INVESTMENT DECISION.**

By authority of Sections 31-727 et seq., Reissue Revised Statutes of Nebraska, as amended (the "Act"), sanitary and improvement districts may be established for the purpose of, among other things, financing the capital costs of acquiring, constructing and installing public improvements within the boundaries of the district. Such districts typically are sponsored and established by or on behalf of the developer of the particular subdivision that is, at the creation of the district, the owner of the district's undeveloped property.

Once duly established, a sanitary and improvement district is a body corporate and politic and a political subdivision of the State of Nebraska (the "State"), with the powers to issue warrants and bonds for its authorized purposes and to assess special assessments and levy ad valorem taxes to repay such indebtedness.

In particular, the Act authorizes the District to issue the Warrants for the purpose of paying amounts owed by the District to contractors and vendors with respect to the financing of public improvements and infrastructure in the District. The Warrants and all other construction fund warrants heretofore and hereafter issued by the District are obligations of the District payable from the moneys of the District available for such purpose, including its special assessments, bond fund ad valorem tax levy and proceeds of the District's bonds. The stated maturity date of the Warrants may be extended by order of the Sarpy County District Court (the "County District Court"). The annual interest payment on the Warrants may be in the form of additional construction fund warrants issued for such purpose, and not a check or cash.

The Warrants are not secured by any mortgage, lien or other interest on any property in the District and are not obligations of Sarpy County, Nebraska (the "County"), the State or any other political subdivision thereof (other than the District). In addition, the Warrants may, under certain circumstances, be redeemed at less than the principal amount thereof. Prospective investors are advised to read carefully "WARRANTHOLDERS' RISKS" herein for a description of certain risk factors that should be considered (in addition to other matters set forth herein) in evaluating the investment quality of the Warrants.

The principal of individual Warrants (together with all unpaid interest accrued thereon) is payable in full in the order of registration with the County Treasurer by Bankers Trust Company, as paying agent and registrar (the "Paying Agent"), at its local office in Omaha, Nebraska. The Addendum describing each issue of Warrants states the aggregate principal amount of construction fund warrants, general fund warrants and other District debt outstanding at the time of issuance of such Warrants. The payment of the Warrants is subordinate to that of the District's outstanding General Obligation Bonds, Series 2009A and its General Obligation and Refunding Bonds, Series 2012 (collectively, the "Bonds"). See "THE WARRANTS—Warrants Junior to Bonds" herein.

Brief descriptions of the Warrants, the security therefor and the District are included in this Offering Circular together with summaries of certain provisions of the Warrants and the District's related resolutions. Such descriptions do not purport to be comprehensive or definitive. All references herein to the Warrants and the District's related resolutions and agreements are qualified in their entirety by reference to the complete documents, copies of which are available for inspection at the office of the Underwriter, Ameritas Investment Corp., Suite 222,

440 Regency Parkway Drive, Omaha, Nebraska 68114, Attention: Mr. Richard S. Harman, during normal business hours.

## **WARRANT PAYMENT PROCEDURES**

### **General Information**

Warrants are orders of the District to the County Treasurer, as ex-officio Treasurer of the District, to pay debts of the District. All claims against the District must be paid by warrant, and the Board of Trustees (the "Board") of the District must authorize all warrants. Warrants are drawn on the District's general fund, which is used to pay operating expenses of the District, or its bond fund, which is used to pay costs of capital improvements within the District, such as streets, utilities and other public infrastructure improvements. The Warrants are not payable from the general fund tax levy and any general fund warrants are not payable from the bond fund tax levy. No general fund warrants of the District are offered by this Offering Circular.

Construction fund warrants must be presented for payment to the paying agent named on such construction fund warrant or to the County Treasurer, who will issue a check if money is available in the bond fund. Warrants so presented and not paid because adequate funds are not then on hand in the bond fund, including warrants offered for investment such as the Warrants, are then registered and bear interest at the rate shown on the warrant from the date of registration until paid. Interest on construction fund warrants is paid annually and at redemption or final maturity.

The Warrants are issued in fully registered form, with principal and interest payments made by the Paying Agent from its local office in Omaha, Nebraska. Warrants are paid or redeemed by the Paying Agent from moneys obtained from the County Treasurer. The Paying Agent pays warrantholders in the order in which such warrants were initially registered with the County Treasurer, so that warrants first registered are paid in full before any principal payment is made on later registered warrants. No warrantholder has any right or claim to any particular special assessment, tax levy or other source of payment, and warrants are not paid on a pro rata basis but rather by priority based on their respective dates of registration with the County Treasurer.

The District will issue additional interest-bearing construction fund warrants to provide cash to pay interest on its outstanding construction fund warrants, but the actual availability of any cash for such purpose will depend upon the District being able to find a purchaser for the additional interest warrants. If a purchaser is not found, the additional construction fund warrants for interest due will be issued directly to the warrantholders in lieu of cash. See "UNDERWRITING" and "WARRANTHOLDERS' RISKS" herein.

### **Redemption**

The Warrants are subject to redemption by the District in whole at any time in advance of their stated maturity (or maturity as extended by court order) at the principal amount thereof plus accrued interest to the redemption date.

### **Notice of Redemption**

The District shall mail or cause to be mailed notice of redemption prior to maturity of a Warrant to the registered owner thereof at least seven days prior to the redemption date.

### **Transfer and Registration**

The ownership of a Warrant may be transferred only by presentation thereof to the Paying Agent, accompanied by an assignment in form satisfactory to the Paying Agent duly executed by the registered owner or its duly authorized agent.

## **Warrants Payable in Order Registered**

As set forth in the Addendum, the District may have other warrants outstanding and expects to issue from time to time additional warrants, including construction fund warrants issued to provide cash to pay interest on outstanding construction fund warrants. Warrants are payable in the order in which registered with the County Treasurer. No warrant holder has any right or claim to any particular special assessments (if applicable), tax levy or other source of payment, and warrants are not paid on a pro rata basis but rather by priority based on their respective dates of registration with the County Treasurer. Consequently, the earlier the registration date of a particular warrant, the more likely it is that such warrant will be paid or called for redemption in advance of maturity for payment from the proceeds of special assessment collections (if applicable) and tax revenues. In the event of significant delinquencies in the collection of special assessments (if applicable) and ad valorem taxes, the principal of an earlier registered warrant is more likely to be paid than that of subsequently registered warrants. See "WARRANTHOLDERS' RISKS" herein.

## **Maturity Date**

The Warrants must become due within five years from their date of issuance, except that the County District Court may extend the maturity date (with such extension not constituting a default) upon application of the District. The County District Court may extend the maturity date if it finds that the District does not have funds to retire the Warrants and either (a) the District cannot sell bonds in an amount sufficient to retire the Warrants or (b) an unreasonably high tax levy, as compared to the levy on other similar property within the County, would be required to cover debt service requirements on bonds issued to retire the Warrants. Upon making such a determination, the County District Court may make such orders concerning retirement of the Warrants as it shall determine proper under the circumstances of the District, including ordering an increase in the tax levy of the District to provide funds for warrant redemption. (However, the court may not order a tax levy for such purpose that would cause the total tax levy of the District to be unreasonably high as compared with the tax levy of other similar property in the County.) Notice of any such extension application must be published three weeks before the County District Court hearing and mailed to each construction fund warrant holder known to the District. Warrant holders may appear before the County District Court at such hearing.

The Warrants are to be paid from ad valorem tax revenues and other funds available for the purpose, including, if and when issued, the proceeds of the District's bonds issued for such purpose. Construction fund warrants generally are retired at the time of a bond issue using bond proceeds, special assessment collections, if any, and other available moneys, if any. The District does not plan to levy special assessments in conjunction with the financing of the Project. See "THE DISTRICT—The Project" herein. Bonds to redeem construction fund warrants are issued at one time or from time to time as the development and taxable valuation of the District increase so that the debt service on the bonds can be covered by future special assessment collections, if any, and a reasonable bond fund ad valorem tax levy. The issuance of additional bonds by the District will depend on numerous factors, including the availability of a purchaser therefor. See "UNDERWRITING" and "WARRANTHOLDERS' RISKS" herein.

## **Authority for Issuance**

The Board must adopt a resolution authorizing each issue of the Warrants in order to finance the costs of the public improvements in the District. Such costs, with respect to each such issuance, may include, among other things, hard construction costs identified to the Board by the District's engineer, and bills submitted by the District's counsel, the Underwriter and other professional service providers.

## **Description of the Warrants**

The Warrants shall have the specific terms set out in the Addendum attached to this Offering Circular. The Warrants will be issued as fully registered warrants without coupons in varying denominations. Interest on the Warrants shall be payable annually on March 1, accruing from the date of registration with the County Treasurer by check mailed by the Paying Agent to the registered owners thereof at the owner's address as it appears on the registration books to be kept by the Paying Agent in its capacity as Paying Agent at its local office in Omaha, Nebraska, or at such other address as is furnished to the Paying Agent by the registered owner. If the District does

not then have on hand sufficient funds from the sale of additional District construction fund warrants issued for such purpose to make such interest payment by check or cash, the interest on the Warrants shall be payable by such additional construction fund warrants in lieu of cash. Any such additional construction fund warrants shall bear interest until paid at the interest rate per annum set at the time of issuance of such additional construction fund warrants. The principal of the Warrants shall be payable in lawful money of the United States of America at the local office of the Paying Agent upon presentation of the Warrants to the Paying Agent and shall be paid in the order of registration with the County Treasurer to the extent that the Paying Agent has sufficient funds to make such payment.

### **Warrants Junior to Bonds**

The Bonds are outstanding in the aggregate principal amounts set forth in the Addendum and have a final stated maturity of November 15, 2032. The District expects to issue additional general obligation bonds and apply the proceeds thereof to the payment of its outstanding construction fund warrants, including the Warrants. The payment of the principal of and interest on the District's construction fund warrants, including the Warrants, will be subordinate to any general obligation bonds that the District may issue or has issued, regardless of the respective issuance and registration dates of such warrants and of such bonds. See "WARRANTHOLDERS' RISKS" herein.

### **Sources of Payments on the Warrants**

The Warrants and the interest payable thereon are payable from the collections of ad valorem taxes levied annually by the District against all real property within the District and collected by the County on behalf of the District and by other available moneys of the District, including the proceeds of additional bonds, if and when issued for such purpose. The Warrants are not secured by a lien or mortgage interest on any property located within the District's boundaries. No landowner in the District is personally liable for the special assessments or ad valorem taxes relating to such landowner's properties. Neither the full faith and credit nor the taxing power of the District is pledged to the payment of the Warrants, and the Warrants are not obligations of the County.

*Special Assessments.* The following discussion is provided for general information purposes only because the District does not intend to levy special assessments in conjunction with the financing of the Project with the proceeds of the Warrants. Under the Act, a portion of the costs of the improvements for which the District issues construction fund warrants is assessed against the benefited properties. After the Board levies such assessments, the County Treasurer collects the special assessments on behalf of the District. Special assessments relating to the District's improvements constitute a lien in favor of the District on the assessed property, but do not constitute a personal or corporate indebtedness of the owners of property within the District. Such special assessments, as levied by the District, are payable at the time of the sale of the benefited property or in annual installments during a period of not more than 10 years. The lien of the District is inferior only to the general taxes levied by the State and its political subdivisions, including the District. If an annual installment of assessments is not paid by the property owner when due, the installment becomes delinquent. Interest accrues on nondelinquent installments at the interest rate per annum of the greater of (a) the rate of interest accruing on the construction fund warrants registered against the District 60 days prior to the actual levy of the special assessments or (b) the average rate of interest accruing on the District's construction fund warrants issued to pay for the improvements for which the special assessments are to be levied adjusted to the next greater ½%. Delinquent installments bear interest at the rate of 2% per annum above the rate set by the District on such installments before delinquency, subject to a 14% per annum ceiling (subject to adjustment from time to time by the Legislature). If three or more installments become delinquent, the Board may declare all remaining installments due and payable and increase to 14% per annum (subject to adjustment from time to time by the Legislature) the interest rate on all installments.

*Ad Valorem Tax.* The District's 2013/2014 ad valorem tax levy is \$0.70 per \$100 of taxable valuation upon all real property within the District. The County Treasurer collects ad valorem taxes on behalf of the District in the same manner and at the same time as it collects all other ad valorem taxes levied against real property within the County. Ad valorem tax revenues generated by the District's bond fund portion of its overall property tax levy (for 2013/2014 the bond fund portion of the overall tax levy is \$0. \_\_ per \$100 of taxable valuation), may also be applied to the payment of the principal of the Warrants. The District expects ad valorem tax revenues to be the sole source of payment for the Warrants, prior to the anticipated issuance of additional bonds to redeem the Warrants.

## NEBRASKA DEVELOPMENTS RELATED TO BUDGETS AND DELINQUENCIES

### Remedies for Delinquencies

**Tax Certificate Sale.** State law provides two statutory schemes for removing the liens of delinquent special assessment installments and ad valorem taxes. Both processes can require several years to reach conclusion. The first method is the sale of tax certificates by the county in which the property in question is located. County treasurers are empowered to sell tax certificates for real estate on which taxes or assessments have not been paid as provided by law for an amount equal to all of the taxes and, if so requested by the levying district, special assessments. The county treasurer conducts tax certificate sales in March following three weekly notice publications in a general circulation newspaper in the county. If taxes or assessments are delinquent for three years or more, the county must conduct a tax certificate sale or foreclose as described below in order to recapture anticipated proceeds from property taxes and special assessments. For the tax certificate sale to occur, the county treasurer must receive a sale price at least equal to the sum of the delinquent assessments, delinquent ad valorem taxes, if any, and certain statutory expenses. If a tax certificate is sold, the liens of the special assessments and any other taxes are transferred to the purchaser, and the county treasurer will distribute to the district that portion of the sale price attributable to the delinquent special assessment installments and the district's share of unpaid ad valorem taxes. Subject to the priority of outstanding bonds, the district then may retire warrants in full in the order registered to the extent of the amount of the proceeds of the tax certificate sale. The owner of the property will have three years from the tax certificate sale date to redeem the tax certificates, after which time the purchaser of the tax certificates, if not so redeemed, may obtain a tax deed or foreclose on the tax lien via a sheriff's sale; however, the purchaser must act to foreclose on the property within six months of the end of the three-year period. If a tax certificate is not sold, the owner retains the property, but interest still will accrue as aforesaid. The county treasurer conducts the tax certificate sale and maintains the records.

**Foreclosure Proceedings.** The second statutory method for clearing liens of taxes or assessments is foreclosure against the property in question. Either the sanitary and improvement district or the county may exercise the right to foreclose; however, the district may only foreclose its lien in the case of delinquent special assessments. A district's board of trustees may initiate foreclosure proceedings once special assessment installments are delinquent for three years running and may bid its lien in the amount of delinquent special assessments at the sheriff sale. A district will take the property if there are no other adequate bids and may resell the property, in which case the proceeds of the resale must be divided among the affected taxing jurisdictions, including the district, in proportion to their respective liens. However, the district is not entitled to any surplus unless the county treasurer has first offered the special assessments for sale.

Alternatively, the county may foreclose the lien of delinquent taxes or special assessments against property within a district. If the special assessments are not requested by a district to be included in the tax foreclosure proceeding and the county treasurer has not previously offered the delinquent special assessments for sale via the tax certificate sale described above, then a district's special assessment lien will survive the tax foreclosure sale.

Confirmation of the sale of foreclosed property pursuant to a sheriff's sale is not available until the passage of a two-year redemption period (during which time the delinquent property owner may satisfy the delinquency and remove the outstanding lien of taxes or special assessments), running from the sale date. Thus, the winning bidder must wait two years before receiving clear title. However, the purchaser of a tax certificate may foreclose its lien at the conclusion of the three year redemption period specifically associated with the tax certificate sale and will not be subject to an additional two year redemption period. There is no requirement that the auction price equal or exceed the special assessments and ad valorem taxes then owing; the recovery, if any, can be insufficient to make Warranholders whole.

Warranholders are paid the principal of and the interest on warrants issued by sanitary and improvement district's generally from ad valorem taxes and special assessments. Individual warranholders do not enjoy a lien on the real property within a district. The remedies of a tax certificate sale and foreclosure available to the district or the county may accrue to the benefit of the warranholders, but are not directly available to warranholders.

If there is warranholder unanimity, the warranholders may waive or otherwise settle any defaults or delinquencies with the district. If the payment of warrant principal has been in default for over 90 days, a majority

of the warrant holders may also petition for the appointment of an administrator in lieu of the district's board of trustees. The board of trustees or the new administrator, if any, may negotiate agreements to compromise the indebtedness, including the issuance of new bonds and warrants in conjunction with a workout. This effort can include a voluntary Chapter 9 bankruptcy filing by a district. There is no assurance under such circumstances that warrant holders will receive full payment of amounts owed to them on their warrants. See "WARRANTHOLDERS' RISKS."

### **Budget and Levy Limitations**

The State Legislature has imposed budget limitations and property tax restrictions on Nebraska political subdivisions, including sanitary and improvement districts, intended to reduce the level of property taxation and expenditures in the State. State law prohibits governmental units, including sanitary and improvement districts in existence for more than five years, from adopting budgets in excess of 102.5% of the prior fiscal year's budget plus allowable growth (which includes increases in taxable valuation for such things as new construction and annexations). However, such budgetary limitations do not apply, among other things, to revenues pledged to retire bonded indebtedness, or budgeted for capital improvements, such as the proceeds of the Warrants. Provision also is made for a governmental unit to exceed the budget limit for a given fiscal year by up to an additional 1% upon the affirmative vote of at least 75% of the governing body or in such amount as is approved by a majority vote of the electorate. State law also limits the maximum rates that may be levied by each type of governmental unit. The general fund levy by a sanitary and improvement district in existence for more than five years is limited to a maximum of 40¢ per \$100 of taxable valuation (districts in existence less than five years are not subject to any maximum general fund levy until they reach their fifth anniversary). The levy limit does not apply to tax levies for bonds or warrants approved according to law and secured by a levy on property (such as the bond fund levy of the District). Taxable value of motor vehicles no longer constitutes a portion of the ad valorem tax base of sanitary and improvement districts and districts do not receive motor vehicle taxes. Special assessments are not property taxes subject to the levy limitation. State law permits a political subdivision to exceed its levy limitation for a period of up to five years by majority vote of the electorate.

There can be no assurance that State's system of assessing and taxing real property will remain substantially unchanged. Such changes could materially and adversely affect the amount of property tax revenues the District could collect in future years. The District does not believe that the State Legislature, subject to constitutional restrictions, if any, would leave the District without adequate taxing resources to pay for its programs and meet its financial obligations, including the repayment of its warrants, bonds and other obligations.

### **Description of Budget Process**

A sanitary and improvement district is required by State law to file its budget with the county clerk and the State Auditor on or before September 20 of each year. Each district's accountant prepares a budget draft in July of each year based on actual expenses and revenues for the three preceding fiscal years and proposed expenses and revenues for the coming fiscal year. District budgets as proposed and adopted can frequently differ substantially from actual figures reviewed after the fact, especially in those years with major changes in tax rates or valuation. Such differences are principally due to the fact that while the fiscal year for a district begins on July 1, tax dollars generated by the budget are not received by the district until the following calendar year. The first half of such tax receipts is received during the spring of the following calendar year (April 1). The second half tax receipts are not received until the late summer of the following calendar year (August 1), several weeks into the ensuing fiscal year.

The proposed budget contains line items detailing, among other things, revenues and expenses in both the general fund and the bond fund. Revenues in the general fund cover noncapital expenses (i.e., operating expenses) including insurance, streetlights, legal and accounting fees and maintenance expenses. Revenues in the bond fund cover principally construction expenses (including associated professional fees), interest on registered construction fund warrants and payments of principal and interest on outstanding bond issues. Revenues in the general fund are generated primarily by ad valorem taxes, with a small amount coming from various state and local sources. Bond fund revenues are generated in the same way, plus special assessments and interest thereon. The proposed budget compares total anticipated expenses with total anticipated revenues, other than those to be collected from property taxes, to arrive at a net amount that must be generated from ad valorem taxes.

The proposed budget is reviewed by the board of trustees of a district, in consultation with the district's attorney, accountant and fiscal agent. Prior to its adoption, a budget summary is published in a local legal newspaper one time at least five days prior to the budget meeting, with a copy of the meeting notice being given at least one week prior to the meeting. At the meeting, the budget is discussed in open and public session, after which it can be adopted as proposed or as modified at the meeting. If modified, a summary of the modifications must be published one time in a legal newspaper within 20 days of adoption of the budget.

While district budgets must "balance," that balance is often accomplished through the registration of warrants. Under the warrant registration process, a warrant drawn on a district is not paid when presented to the county treasurer if adequate funds are not then on hand in that particular district fund to pay the warrant. It is then registered with the date of presentment for payment determining the date when interest begins to accrue and determining the priority of payment. Warrants are paid in the order of registration.

## **THE DISTRICT**

### **General**

The District, commonly known as Tiburon, was established on July 28, 1992 pursuant to the provisions of the Act. The District consists of approximately 224 acres located in Sarpy County, Nebraska between 168<sup>th</sup> and 180<sup>th</sup> Streets, one-half mile north of Nebraska Highway 370, three miles south of "Q" Street and two miles north of the Sarpy/Douglas County line, within the Omaha, Nebraska metropolitan area. The District lies within the zoning jurisdiction of Sarpy County, Nebraska. The District provides water to its residents. The City of Omaha provides the District with sanitary sewer services. Black Hills Energy and Omaha Public Power District provide the District with natural gas and electric utility services, respectively. The District lies within the Gretna Public School District. All of the school facilities are located in the City of Gretna, Nebraska, which is approximately four miles west of the District.

Development of the District as a mixed-use subdivision progressed in phases. Each phase commenced with the installation of streets, sewers, utilities and other public improvements required for the construction and sale of houses and for which the District issued its construction fund warrants. Installation of the public improvements is complete within all residential and commercial phases of the District. The District includes 600 platted lots of which 13 are commercial lots, 499 are single-family lots, 56 are patio home lots and 32 are duplex lots. As of November 1, 2013, there were 438 single-family houses, 56 patio homes and 32 duplexes on the 2013 tax rolls; 15 single-family houses were complete, but on the 2013 tax rolls at partial valuations; and 16 single-family houses were in various stages of construction for a total of 557 houses. Three of the commercial lots in the District are developed: one with a Kum & Go convenience store, one with an 11,880 square-foot strip shopping center and one with a commercial car wash. In February 2009, the District acquired 73 lots via a deed in lieu of foreclosure from Tiburon Limited Partnership (the "Former Developer"). The District has sold 55 of these lots and continues to market the remaining lots to home-builders and individuals for the construction of single-family houses.

A location map of the District and related information about Sarpy County, Nebraska are included in Appendices attached hereto.

### **Board of Trustees**

A five-member Board of Trustees governs the District:

<b>Name</b>	<b>Position</b>
Allan Marsh	Chairman
Patrick Lichter	Clerk
Larry Hammer	Trustee
Dale Marples	Trustee
Paul Stoupa	Trustee

Each member of the District's Board of Trustees is a resident within the District. Under the Act, the members of the Board of Trustees are elected every two years. The next District Board election will occur in September 2014.

**Financial Information**

The taxable value for all real property in the District as of January 1, 2013 is \$139,959,053, up from \$135,171,750 at January 1, 2012. The average value of the single-family houses, patio homes and townhouses in the District on the 2013 tax rolls approximated \$260,500. The District's ad valorem tax levy for the fiscal year 2013/2014 is \$0.70 per \$100 of taxable value (producing approximately \$951,713 in annual tax revenues). The tax levy of other public entities levying a tax against property in the District includes:

<b>Other Taxing Units</b>	<b>2013/2014</b>
Sarpy County	\$0.299900
Gretna Public School District	\$0.414849
Learning Community	\$0.960000
Papio Natural Resource District	\$0.032753
Gretna Rural Fire District	\$0.042789
Metropolitan Community College	\$0.095000
Agricultural Society	\$0.002104
Educational Service Unit #3	\$0.015000

As of December 15, 2013, the District had levied \$5,007,921 in special assessments with respect to all developed phases of the District, of which \$-0- remained outstanding.

Pursuant to the Act, its independent auditors must audit the District's financial statements annually and the audit and financial statements placed on file with the Nebraska State Auditor of Public Accounts. See "FINANCIAL STATEMENTS" herein.

**Plan of Financing**

*General.* The total cost of the public improvements within the District approximates \$10,000,000. The District anticipates building within the District to be substantially complete within the next five years. On the assumption that 499 single-family houses are built at an average price of \$275,000, 56 patio homes are built at an average price of \$169,500 and 32 townhouses/duplexes are built at an average price of \$204,500, the District anticipates its eventual residential tax base to be approximately \$145-\$150,000,000. Additionally, the District estimates the 13 commercial lots will generate approximately \$6,500,000 in additional valuation. The timing of development of the remaining 11 lots within the commercial area of the District is unknown.

**The Project**

The District plans in 2014 to incur costs in the approximate amount of \$685,000 on water distribution system improvements and \$1,300,000 on increasing water storage capacity. The water distribution improvements will include installation of approximately one mile of eight-inch pipe to loop the District's water system, while the water storage capacity improvements will be a 200,000 gallon elevated water storage unit. The Warrants issued hereunder will pay for said improvements.

**The Golf Course**

The Tiburon Golf Course is interleaved with the District. **The golf course is not in within the boundaries of the District.** Tiburon Golf Course is a 27-hole golf course that began play as an 18-hole golf course in 1989. There are some permanent memberships, but most play comes from daily green fees. A clubhouse provides snack and full bar service, as well as a buffet service for corporate and charitable golf outings. By mutual agreement, the golf course contributed \$125,000 as an incentive for the District to begin installation of public improvements within the District.

## **WARRANTHOLDERS' RISKS**

### **Adverse Property Development Conditions**

Continued development within the District is contingent upon numerous factors. In general, additional construction in the District may be adversely affected by changes in general economic conditions, fluctuations in the local real estate market, the availability of mortgage money and other similar factors. Other factors influencing decisions to buy property in the District will include the overall tax levels, the proximity and reputation of schools, the convenience to local shopping and employment and the availability and cost of utility services. Furthermore, land development is subject to comprehensive federal, state and local regulations. There can be no assurance that land development operations within the District will not be adversely affected by future government policies. The ultimate consequence of such adverse conditions may be an inability by the District to pay its debts, including the Warrants. See "Bankruptcy of District" and "Bankruptcy of Property Owners" below.

### **Bankruptcy of District**

Significant delays in the development of a sanitary and improvement district after the incurrence of debt for public improvements while interest on the debt continues to compound can result in a debt burden that discourages sales of undeveloped property and impedes the ability of such district to provide services to its residents. For such reasons, among others, several Nebraska sanitary and improvement districts have over the years filed bankruptcy petitions under Chapter 9 of the United States Bankruptcy Code. Such a filing by the District would result in an automatic stay of certain District payments, including its debt service payments, and enforcement actions against the District or its property. The consequences for the District's warrantholders of a Chapter 9 filing could include material modification of the terms of the Warrants and related documents and significant delays in the payment of, or the loss of, all or a portion of the principal of and interest on the Warrants. The Nebraska Supreme Court has held that the payment of a district's bonds, such as the Bonds, would have priority over the payment of such district's warrants, including those warrants issued before the bonds.

### **Bankruptcy of Property Owners**

The payment of property owners' taxes and the ability of the District or the County to foreclose the lien of a delinquent unpaid tax, as discussed in "NEBRASKA DEVELOPMENTS RELATED TO BUDGETS AND DELINQUENCIES," may be limited by bankruptcy, insolvency or other laws generally affecting creditors' rights or by the laws of the State relating to judicial foreclosure and tax certificate sales. Bond Counsel's approving legal opinion regarding the Warrants will be qualified, as to the enforceability of the various legal instruments, by bankruptcy, reorganization, insolvency or other similar laws affecting the rights of creditors generally.

Although personal bankruptcy proceedings would not cause the ad valorem taxes to become extinguished, the bankruptcy of a property owner could result in a delay in prosecuting foreclosure proceedings. Such delay in prosecuting foreclosure proceedings would increase the likelihood of a delay or default in payment of the principal of and interest on the Warrants and the possibility of delinquent installments of taxes not being paid in full. The dispersal of ownership of the property within the District to hundreds of property owners mitigates the potential risk of delay in the payment of the principal and interest on the Warrants due to a single District property owner filing for bankruptcy.

### **Challenges to Property Tax System**

The levy and collection of ad valorem taxes by taxing jurisdictions in the State is the object of frequent legislative, judicial and elector action. Ad valorem tax revenues are a source of payment of the Warrants; any diminution in the legal authority to levy and collect such taxes could adversely affect the timely payment of the Warrants.

### **Absence of Rating**

Neither the Warrants nor any other debt obligations of the District are rated by a securities rating agency.

The District has not applied, and does not intend to apply, for any such rating. The absence of a rating may adversely affect the marketability of the Warrants.

#### **Lack of Secondary Market**

The Underwriter has not agreed to maintain a secondary market for the Warrants, and the District does not anticipate that such a market will exist. Prospective purchasers of the Warrants should be prepared, therefore, to hold their Warrants until retired by the District.

#### **Delinquent Special Assessments**

The District has no special assessments outstanding, and does not anticipate levying new special assessments in connection with the Project. Accordingly, the District does not expect to be subject to the risk of delinquent special assessment collections. See "WARRANT PAYMENT PROCEDURES—Sources of Payments on the Warrants" herein for general information about special assessments.

#### **Interest Payable in Warrants**

The District expects to annually issue additional construction fund warrants representing the interest due on the Warrants and will seek to sell such construction fund warrants through the Underwriter to obtain funds to pay Warrant interest when due. The Underwriter is not obligated, however, to offer such warrants for sale, and there can be no assurance that any such sale will be possible otherwise. If the District is unable for any reason to sell the interest warrants, the District will issue such warrants directly to Warrantholders in lieu of checks or cash. Interest on all construction fund warrants, including the Warrants, paid in the form of cash or check is paid by the Paying Agent to the holders thereof in order of their registration with the County Treasurer.

#### **Inability to Issue Bonds**

The Act authorizes sanitary and improvement districts to issue bonds for the purpose of retiring construction fund warrants. The District expects to issue additional bonds to retire the Warrants; however, the District may be unable to issue such bonds or, if issued, be insufficient in amount (together with other available moneys) to retire all the Warrants. General market conditions or changes in federal or State laws, including income tax laws, may preclude such an issuance. The District also may not issue such bonds unless and until the District has sufficient taxable value to support (together with special assessments and other available moneys) the payment of debt service on the bonds. There can be no assurance that the District in fact will be able to issue bonds for the purpose of retiring the Warrants, in which case the timely payment of the Warrants will remain dependent on the collection of ad valorem taxes.

#### **Extension of Warrant Maturity**

Construction fund warrants, such as the Warrants, must become due no later than five years after their date of issuance. The Act permits the extension of such maturity (without there being a default), upon petition by the District to the County District Court, for a period determined by the County District Court (often three years). The District may file such a petition if for any reason there are insufficient funds to pay Warrant principal at the original maturity.

Warrantholders receive notice of and may appear at the hearing held by the County District Court preliminary to the issuance of the court's order. Because the Warrants will be paid and retired in the order registered, the holders of later registered Warrants are more exposed to delay in or nonpayment of the payment of their principal than are the holders of the Warrants first registered.

### **UNDERWRITING**

Ameritas Investment Corp., as Underwriter, is purchasing the Warrants from the District for resale at a purchase price of 100% of the principal amount plus accrued interest, if any. The Underwriter will receive a fee

(payable in additional construction fund warrants) from the District, equal to 5% of the aggregate principal amount of the Warrants. The Underwriter shall make a public offering of the Warrants at prices not in excess of the public offering prices set forth on the Addendum. The Warrants may be offered and sold to certain dealers at prices lower than such public offering prices, and the Underwriter may change such public offering prices from time to time.

In its agreement with the District, the Underwriter agreed to place or purchase the District's construction fund warrants, at such times and in such amounts, as the Underwriter determines, in the aggregate principal amount of not to exceed approximately \$2,000,000. Such agreement is subject, among other factors, to the continued availability of unqualified Bond Counsel opinions as to the tax-exempt status of the interest on such warrants.

From time to time, employees of the Underwriter may be offered and may purchase general fund warrants issued by the District.

The District has agreed with the Underwriter not to award or enter into any contract for any improvement in excess of the construction cost figure shown in the District engineer's estimate and not to amend any contract to bring the total price to an amount in excess of the construction cost figure in such estimate without the prior written consent of the Underwriter. The District has further agreed that it will not install nor in any manner become obligated for any improvement not covered by the engineer's estimate without the prior written consent of the Underwriter. The Underwriter has the right to purchase warrants for its own account, and any profit made or loss suffered on any subsequent resale of such warrants shall be for the account of the Underwriter.

The District is required to pay annual interest upon the Warrants, and the District will issue additional warrants to pay such interest. The Underwriter has no obligation to purchase or place such warrants to provide cash for interest payments on Warrants. If cash is not available for payment of interest on the Warrants, such additional warrants for interest due will be issued directly to the Warrantholder.

The Underwriter has further agreed to purchase bonds of the District, in addition to the Bonds, in an amount which, after considering other available funds, will be sufficient to retire warrants. The proceeds of such bond issue or issues may or may not be sufficient in amount to retire all of the outstanding construction fund warrants. The decision of the Underwriter to purchase bonds of the District would be based upon the taxable value of the District, the reasonableness of the tax levy and the amount of development to date as well as general market conditions and interest rate levels. The bonds would be issued at one time or from time to time as and when determined by the Underwriter. The District and the Underwriter have not identified a projected issuance date for such bonds, and there can be no assurance that any such bonds will be issued. The Underwriter's obligation to purchase any such bonds is subject to receipt at the time of issuance of an unqualified opinion of recognized bond counsel that the bonds are legally and validly issued, are general obligations of the District and that the interest thereon is exempt from federal and Nebraska state income taxes.

## **TAX MATTERS**

### **Legal Opinion**

The legal opinion of Baird Holm LLP, Omaha, Nebraska ("Bond Counsel"), approving the validity of the Warrants only will be provided to purchasers at the time of original delivery. Bond Counsel has examined a transcript of the District's proceedings and relied thereon without undertaking to verify the same by independent investigation. Bond Counsel has not reviewed, and undertakes no responsibility for, this Offering Circular or any of the information contained herein. Kutak Rock LLP, Omaha, Nebraska, has served as Counsel to the Underwriter.

### **Tax Exemption**

In the opinion of Bond Counsel, under existing laws and assuming compliance by the District with certain covenants:

- (a) the interest on the Warrants is not includable in the gross income of the holders thereof under the Internal Revenue Code of 1986, as amended (the "Code"); and

(b) the Warrants are not “private activity bonds” as defined in the Code.

Bond Counsel also is of the opinion that the Warrants are not “arbitrage bonds” under Sections 103(b)(2) and 148 of the Code and regulations applicable thereto. Such opinion, however, is subject to qualification that certain intentional actions on the part of the District under the terms of the Code could result in the classification of the Warrants as arbitrage bonds.

No opinion is expressed by Bond Counsel with respect to the treatment of interest on Warrants under the additional corporate minimum tax on “adjusted current earnings” as provided for in Sections 56(c) and (g) of the Code or with respect to any other tax based thereon or with respect to any other consequences affecting the federal income tax liability of a recipient of the interest on the Warrants.

Under existing laws with respect to State income taxes, such State income taxes are based upon the federal income taxes and federal taxable income, and interest on the Warrants in the hands of the holders thereof will be subject to Nebraska state income taxes only to the extent that it may be subject to federal income taxes.

The opinions set forth above are subject to continuing compliance by the District with its covenants regarding federal tax laws in the respective resolutions. Failure to comply with such covenants could cause interest on the Warrants to be included in gross income retroactive to the date of issue of the Warrants.

The accrual or receipt of interest on the Warrants may otherwise affect the federal income tax liability of certain recipients such as banks, thrift institutions, property and casualty insurance companies, corporations (including S corporations and foreign corporations operating branches in the United States), Social Security or Railroad Retirement benefit recipients, taxpayers otherwise entitled to claim the earned income credit or taxpayers who may be deemed to have incurred (or continued) indebtedness to purchase or carry tax-exempt obligations, among others. The extent of these other tax consequences will depend upon the recipients’ particular tax status or other items of income or deduction. Bond Counsel expresses no opinion regarding any such consequences and investors should consult their own tax advisors regarding the tax consequences of purchasing or holding the Warrants.

The District has designated the Warrants as its “qualified tax exempt obligations” under Section 265(b)(3)(B)(i)(III) of the Code and has covenanted and warranted that the District does not reasonably expect to issue warrants or bonds or other obligations aggregating in the principal amount of more than \$10,000,000 during the current calendar year. Financial institutions considering investing in the Warrants should consult their tax advisors regarding the tax consequences of investing in the Warrants.

From time to time, there are legislative proposals in the Congress and in the states that, if enacted, could alter or amend the federal and state tax matters referred to above or adversely affect the market value of the Warrants. It cannot be predicted whether or in what form any such proposal might be enacted or whether if enacted it would apply to bonds or warrants issued prior to enactment. In addition, regulatory actions are from time to time announced or proposed and litigation is threatened or commenced which, if implemented or concluded in a particular manner, could adversely affect the market value of the Warrants. Purchasers of the Warrants should consult their tax advisors regarding any pending or proposed legislation, regulatory initiatives or litigation. The opinions expressed by Bond Counsel are based upon existing legislation and regulations as interpreted by relevant judicial and regulatory authorities as of the date of issuance and delivery of the Warrants, and Bond Counsel has expressed no opinion as of any date subsequent hereto or with respect to any pending legislation, regulatory initiatives or litigation.

The rights of the holders of the Warrants and the priorities and enforceability thereof may be subject to valid bankruptcy, insolvency, reorganization, moratorium, extension, compromise and other similar laws for the relief of debtors.

## **NO LITIGATION**

No litigation is pending or, to the knowledge of the District, threatened in any court to restrain or enjoin the issuance or delivery of any of the Warrants or in any way contesting or affecting the validity of the Warrants or the District's resolutions approving the Warrants or contesting the powers or authority of the District to issue the Warrants or to adopt such resolutions.

## **ONGOING DISCLOSURE**

Subject to the provisions of a Dissemination Agent Agreement, by and between the District and Bankers Trust Company, as dissemination agent, the District has undertaken (the "Undertaking") on behalf of the Warrantholders to provide to the Municipal Securities Rulemaking Board ("MSRB"), in an electronic format accompanied by identifying information as prescribed by the MSRB, (a) financial information and operating data about the District and (b) notices of the material events specified by the Securities and Exchange Commission Rule 15c2-12 under the Securities Exchange Act of 1934, as amended (the "Rule"). See "APPENDIX D—Continuing Disclosure Undertaking".

A failure by the District to comply with the Undertaking will not constitute an event of default with respect to the Warrants, although any holder will have any available remedy at law or in equity, including seeking specific performance by court order, to cause the District to comply with its obligations under the Undertaking. The District believes it complies with its prior continuing disclosure undertakings in relation to the Rule.

The District is required by the Act annually to file its independently audited financial statements with the Nebraska State Auditor of Public Accounts, where they are available as public records for inspection during normal business hours. See "FINANCIAL STATEMENTS".

## **FINANCIAL STATEMENTS**

The audited financial statements for the District for its fiscal year ended June 30, 2013 are included in this Offering Circular as Appendix B and should be read in its entirety. The audited financial statements for the District for its fiscal years ended prior to June 30, 2013 are available for inspection at the offices of the District's counsel in Omaha, Nebraska, and at the offices of the State Auditor of Public Accounts in Lincoln, Nebraska. Averkamp, Goodnight, Schwaller & Nelson, P.C., as its independent accountant, have audited the financial statements of the District as of June 30, 2013 included as Appendix B of this Offering Circular, as stated in their report appearing herein.

## **MISCELLANEOUS**

The Board, on behalf of the District, has approved this Offering Circular and the delivery thereof. At the date of this Offering Circular and at the date of delivery of the Warrants, (a) the information and statements, including financial statements, of or pertaining to the District, contained in this Offering Circular were and are correct in all material respects; and (b) insofar as the District and its affairs, including its financial affairs, are concerned, this Offering Circular did not and does not contain an untrue statement of a material fact or omit to state a material fact required to be stated therein or necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading. The District further confirms that insofar as the descriptions and statements, including financial data, contained in this Offering Circular of or pertaining to nongovernmental bodies or governmental bodies other than the District are concerned, such descriptions, statements and data have been obtained from sources believed by the District to be reliable, and that the District has no reason to believe that they are untrue or incomplete in any material respect.

The appendices and the Addendum attached hereto are an integral part of this Offering Circular and must be read in conjunction with the foregoing material.

So far as any statements made in this Offering Circular involve matters of opinion, forecasts or estimates, whether or not expressly stated, they are set forth as such and not as representations of fact.

**AUTHORIZATION OF OFFERING CIRCULAR**

The District has duly authorized this Offering Circular and its distribution and use by the Underwriter.

SANITARY AND IMPROVEMENT  
DISTRICT NO. 158 OF SARPY COUNTY,  
NEBRASKA

**APPENDIX A**  
**LOCATION MAP OF THE DISTRICT**

**APPENDIX B**

**INDEPENDENT AUDITOR'S REPORT AND FINANCIAL  
STATEMENTS OF THE DISTRICT**

## APPENDIX C

### SARPY COUNTY, NEBRASKA INFORMATION

The following information about Sarpy County, Nebraska is included because the District is located within the County. *The Warrants are not a debt of, nor are they payable by, Sarpy County.*

#### GENERAL DESCRIPTION OF THE COUNTY

The County encompasses approximately 249 square miles, or 159,360 acres in area, and is located on the eastern border of Nebraska. Sarpy County is surrounded by Douglas County on the north, Saunders County on the west, Cass County on the south, and borders with the State of Iowa on the east. The Missouri River separates Iowa and Nebraska on Sarpy County's eastern edge. Papillion, the county seat of Sarpy County, is located ten miles from Omaha, Nebraska, and 45 miles from Lincoln, Nebraska. The current population of the County is estimated at 165,853.

Sarpy County, unlike most of Nebraska, does not have an agriculturally oriented economy. Offutt Air Force Base is located in the County, making the U.S. military the County's largest employer. Offutt is the headquarters for the Strategic Command ("STRATCOM").

The major highways serving Sarpy County include Interstate I-80 running from the north-center County line to the southwest corner of the County and connecting Omaha with Lincoln. U.S. Routes 73/75, and 6, and the Kennedy Freeway run north-south along with Nebraska Routes 50 and 85. The major east-west thoroughfare is Nebraska Route 370.

Rail facilities serving the County include the Union Pacific Railroad and the Burlington Northern Santa Fe Railroad. Residents of the County use Omaha's Eppley Field for air transportation.

*Source: 2010 US Census*

#### THE ECONOMY

The economy of Sarpy County can be described as follows:

Labor Force. According to the Nebraska Department of Labor, the average monthly civilian labor force in Sarpy County in 2012 was 83,941. According to Offutt Air Force Base, there are 9,980 military and civilian personnel employed on the base in Bellevue.

*Source: State of Nebraska, (for civilian labor); Offutt Impact Analysis for 9/30/12 (for military assigned)*

Per Capita Personal Income. In 2012, the per capita personal income of Sarpy County residents was \$44,323 which was 98.6% of the Nebraska average per capita income of \$45,012. Sarpy County's 28.2% population under age 18 explains the lower per capita income.

*Source: US Census (for population under 17); US Department of Commerce Bureau of Economic Analysis (for per capita personal income by County)*

Median Household Income. In 2011 the median income of households in Sarpy County was \$69,018.

*Source: US Census*

Sales. Net taxable sales (excluding motor vehicles) within the County increased from \$1,118,043,437 in 2011 to \$1,316,902,634 in 2012, representing a 17.79% increase over the prior year.

*Source: Nebraska Department of Revenue Research Department*

## **INDEBTEDNESS**

The County by law may assess taxes in an amount not to exceed \$0.50 per \$100 of actual valuation without an approving vote of the citizens of the County. The County's total tax levy for fiscal year 2012-2013 is 29.990 cents per \$100 of actual valuation.

### **LIMITED TAX BUILDING BONDS, SERIES 2007 (Courthouse Addition)**

The County issued \$7,000,000 Limited Tax Building Bonds dated February 6, 2007 to finance the construction of a Courthouse Administrative Addition. Refunding bonds were issued on August 18, 2011 in the amount of \$4,165,000, of which \$2,375,000 remain outstanding.

### **LIMITED TAX BUILDING BONDS, SERIES 2008 (Courthouse Remodel)**

The County issued \$5,700,000 Limited Tax Building Bonds dated June 5, 2008 to finance the remodel of the existing Courthouse. Refunding bonds were issued on October 22, 2013 in the amount of \$2,900,000, of which \$2,900,000 remain outstanding.

### **HIGHWAY ALLOCATION BONDS, SERIES 2009 (96<sup>th</sup> Street)**

The County issued \$6,075,000 in Highway Allocation Bonds dated February 18, 2009 to finance the repayment of the 96<sup>th</sup> Street Project. This bond issue was paid in full during the 2013FY.

### **LIMITED TAX BUILDING BONDS, SERIES 2009 (Law Enforcement Center)**

The County issued \$7,790,000 Limited Tax Building Bonds dated December 8, 2009 to finance the construction of a Law Enforcement Center, of which \$4,875,000 remain outstanding.

### **SARPY COUNTY LEASING CORPORATION LEASE RENTAL REVENUE BONDS (OMAHA ROYALS STADIUM PROJECT) (DEBT ISSUED BY SARPY COUNTY LEASING CORPORATION)**

The Sarpy County Leasing Corporation issued bonds dated October 15, 2009 in the aggregate principal amount of \$18,985,000 to pay the costs of acquiring, constructing, equipping and furnishing a baseball stadium owned by Sarpy County and leased to Omaha Royals Limited Partnership for use by the Omaha Storm Chasers Baseball Team. The aggregate principal amount consists of the following:

- **Series 2009A** Bonds \$4,195,000 of which \$3,520,000 remain outstanding.
- **Taxable Series 2009B** (Build America Bonds) \$9,290,000 of which \$9,290,000 remain outstanding.
- **Taxable Series 2009C** \$5,500,000 of which \$4,500,000 remain outstanding.

The Sarpy County Leasing Corporation issued bonds dated November 23, 2010 to pay the costs of acquiring, constructing, equipping and furnishing a baseball stadium owned by Sarpy County and leased to Omaha Royals Limited Partnership for use by the Omaha Royals Baseball Team. The aggregate principal amount consists of the following:

- **Series 2010** (Recovery Zone Facility Bonds) \$8,070,000 of which \$8,070,000 remain outstanding.

*Source: Bond Debt Service Schedules*

## EMPLOYERS

The twenty largest employers located in the County and the nature of their business is as follows:

<b>COMPANY</b>	<b>ADDRESS</b>	<b>PHONE</b>	<b>INDUSTRY</b>
Offutt Air Force Base	205 Looking Glass Ave. #121	402-294-5533	Government
PayPal, Inc.	12312 Port Grace Blvd. LaVista, NE 68128	402-935-2000	Service
Bellevue Public Schools	1600 Hwy 370 Bellevue, NE 68005	402-293-4000	Education
Werner Enterprises	14507 Frontier Road Omaha, NE 68145	402-895-6640	Trucking
Papillion-LaVista Schools	420 South Washington St. Papillion, NE 68046	402-537-6200	Education
Wal-Mart Super Center (Bellevue, Gretna & Papillion)	10504 S. 15 Street Bellevue, NE 68005	402-292-0156	Retail
InfoGroup Compilation Center	1020 East First Street Papillion, NE 68046	402-593-4500	Service
Sarpy County Government	1210 Golden Gate Dr. Papillion, NE 68046	402-593-2346	Gov't
Ehrling Bergquist Clinic	2501 Capehart Road Offutt AFB, NE 68113	402-294-5533	Military Healthcare
Bellevue University	1000 Galvin Road S. Bellevue, NE 68005	402-293-3800	Education
Hillcrest Health Systems	1702 Hillcrest Drive Bellevue, NE 68005	402-682-4800	Healthcare
Northrup Grumman	3200 Sampson Way Bellevue, NE 68005	402-291-8300	Service
Oriental Trading Company	4206 South 108 Street Omaha, NE 68137	402-331-5511	Warehouse/ Distribution
Alegent Health Midlands Hospital	1111 South 84 Street Papillion, NE 68046	402-593-3000	Healthcare
Gretna Public Schools	11717 S. 216 Street Gretna, NE 68028	402-332-3265	Education
Securities America, Inc.	12325 Port Grace Blvd. LaVista, NE 68128	402-339-9111	Financial
Bellevue Medical Center	2500 Bellevue Med Ctr Dr. Bellevue, NE 68123	402-763-3000	Healthcare
TSL Cos.	9902 S. 148 Street Omaha, NE 68138	402-895-6692	Trucking
Super Target Stores (Bellevue & Papillion)	716 N. Washington Street Papillion, NE 68046	402-597-9990	Retail
Streck, Inc.	7002 South 109 Street LaVista, NE 68128	402-333-1982	Manufacturing

Source: Sarpy County Department of Labor Planning & Development, Toby Churchill

**20 LARGEST TAXPAYERS**

The largest taxpayers located in the County, the actual taxes of their property and the type of their business include the following:

<b>BUSINESS NAME</b>	<b>2012 Taxes*</b>	<b>NATURE OF BUSINESS</b>
Shadow Lake Towne Center LLC	\$2,060,185.00	Retail Business
Clarkson Regional	\$1,604,211.00	Healthcare
JQH LaVista Conference/CY Dev/III Dev	\$1,335,027.00	Conference Center & Hotel
Offutt AFB America	\$1,033,227.00	Base Housing
Walmart Real Estate/Stores	\$945,046.00	Retail Business
Werner Leasing, Inc./Werner Enterprises	\$787,854.00	Lease/Trucking Company
PayPal	\$728,500.00	Commercial Business
Wells Exchange–Maas Rd/Samson Way	\$706,117.00	Foreign LLC
Harrison Hills Apartments	\$696,536.00	Apartments
Edward Rose Development	\$576,995.00	Apartments
Green Pointe LLC	\$540,281.00	Apartments
Cole Mt. Papillion NE LLC	\$525,899.00	Retail Business
Toys NE QRD 15–74 Inc.	\$510,543.00	Distribution
Shopko Properties/Real Estate	\$463,443.00	Distribution
Rock Creek Apartments	\$438,842.00	Apartments
Hillcrest Development	\$430,034.00	Healthcare & Apartments
NS OVLK LLC	\$429,819.00	Apartments
Twin Creek Apartments, LLC	\$422,712.00	Apartments
Nebraska Machinery	\$383,831.00	Retail Business
Bellevue Medical Center	\$344,904.00	Healthcare

\*Totals based on names on file.

Source: Sarpy County Treasurer's Office.

**SARPY COUNTY BUILDING PERMITS\***

<u>Year</u>	<u>Single Family</u>		<u>Multi Family</u>	
	<u>Permits</u>	<u>Value</u>	<u>Permits</u>	<u>Value</u>
2000	258	\$26,190,175	10	\$14,040,000
2001	281	\$28,562,177	0	\$ -
2002	340	\$35,253,309	0	\$ -
2003	467	\$49,115,417	2	\$ 460,880
2004	696	\$71,447,719	0	\$ -
2005	685	\$72,518,595	0	\$ -
2006	689	\$75,054,119	1	\$ 1,080,000
2007	400	\$48,871,958	1	\$ 1,000,000
2008	359	\$58,579,543	1	\$ 1,080,000
2009	216	\$43,714,130	1	\$ 1,617,941
2010	78	\$34,085,230	1	\$ 1,238,465
2011	169	\$36,527,462	0	\$ -
2012	195	\$38,787,474	0	\$ -
2013	318	\$63,519,462	4	\$8,232,185

\* Includes only areas outside city zoning jurisdictions.

**Commercial/Industrial Permits**

<u>Year</u>	<u>Permits</u>	<u>Value</u>
2000	12	\$18,421,674
2001	20	\$15,780,009
2002	18	\$10,553,549
2003	16	\$ 8,074,954
2004	10	\$ 6,265,000
2005	29	\$20,637,828
2006	25	\$15,496,200
2007	20	\$18,089,880
2008	12	\$13,027,139
2009	7	\$ 3,061,475
2010	4	\$ 2,742,806
2011	12	\$ 1,727,142
2012	17	\$ 6,540,526
2013	33	\$3,354,267

Source: Sarpy County Building and Planning Department

**LEVIES, COLLECTION AND VALUATIONS**

	<b>2010</b>	<b>2011</b>	<b>2012</b>
<b>TAX CERTIFIED BY THE ASSESSOR-</b>			
<b>Including Interest and Publication Fees:</b>			
Real Estate	\$223,669,089	\$228,991,725	\$234,965,835
Personal	6,415,192	5,752,590	6,135,521
Centrally Assessed	<u>1,210,009</u>	<u>1,088,752</u>	<u>1,291,352</u>
	\$231,294,290	\$235,833,067	\$242,392,708
<b>NET TAX COLLECTED BY THE COUNTY TREASURER-</b>			
<b>AS OF JUNE 30, 2013</b>			
<b>Including Interest and Publication Fees:</b>			
Real Estate	\$223,571,720	\$228,867,146	\$130,423,402
Personal	6,360,572	5,721,235	3,985,614
Centrally Assessed	<u>1,207,451</u>	<u>1,088,752</u>	<u>750,017</u>
	\$231,139,743	\$235,677,133	\$135,159,033
<b>TOTAL UNCOLLECTED TAX</b>			
<b>AS OF JUNE 30, 2013:</b>			
Real Estate	\$ 97,369.00	\$124,579.00	\$104,542,433.00
Personal	54,620.00	31,355.00	2,149,907.00
Centrally Assessed	<u>2,558.00</u>	<u>-</u>	<u>541,335.00</u>
	\$154,547.00	\$155,934.00	\$107,233,675.00
<b>PERCENTAGE</b>	<u>0.07%</u>	<u>0.07%</u>	<u>44.24%</u>

Source: Sarpy County Unaudited Financial Statements

**Actual Value of Taxable Property**

<b>Tax Year</b>	<b>Actual Valuation</b>	<b>Percentage of Increase</b>
2000	\$5,073,481,790.00	--
2001	\$5,693,368,879.00	12.22%
2002	\$6,211,567,033.00	9.10%
2003	\$6,693,775,606.00	7.76%
2004	\$7,262,349,503.00	8.49%
2005	\$8,105,260,699.00	11.61%
2006	\$9,053,018,756.00	11.69%
2007	\$9,969,144,239.00	10.12%
2008	\$10,716,813,121.00	7.50%
2009	\$10,977,324,419.00	2.43%
2010	\$11,076,469,531.00	0.90%
2011	\$11,197,886,358.00	1.10%
2012	\$11,451,696,861.00	2.30%
2013	\$11,599,879,360.00	1.30%

Source: Sarpy County Assessor

**History of County Tax Levies (Cents per \$100 of Assessed Valuation)**

<b>Year</b>	<b>Amount</b>
2000	29.008
2001	29.008
2002	29.990
2003	29.990
2004	29.990
2005	29.990
2006	29.990
2007	29.990
2008	29.990
2009	29.990
2010	29.990
2011	29.990
2012	29.990
2013	29.990

Source: Sarpy County

**POPULATION**

**Sarpy County Population (2000-2012)**

<b>Year</b>	<b>Population</b>
July 1, 2000 (Census)	122,595
October 24, 2002 (estimate)	125,836
July 2003 (estimate)	132,476
July 2004 (estimate)	135,973
July 2005 (estimate)	139,371
July 2006 (estimate)	142,637
July 2007 (estimate)	146,756
July 2008 (estimate)	150,467
July 2009 (estimate)	153,504
July 2010 (Census)	158,840
July 2011 (estimate)	162,561
July 2012 (estimate)	165,853

Source: U.S. Census

## APPENDIX D

### CONTINUING DISCLOSURE UNDERTAKING

The following is the District's continuing disclosure undertaking pursuant to Securities and Exchange Commission Rule 15c2-12(d)(2) which the District has incorporated by reference into the resolution approving this Offering Circular.

- a) The District does hereby covenant and agree and enters into this written undertaking (the "Undertaking") for the benefit of the holders of the District's construction fund warrants (the "Warrants") required by Section (d)(2) of Securities and Exchange Commission Rule 15c2-12 under the Securities Exchange Act of 1934, as amended (17 C.F.R. § 240.15c2-12) (the "Rule"). Capitalized terms used in this Undertaking and not otherwise defined in this Undertaking shall have the meanings assigned such terms in subsection (f) hereof. It being the intention of the District that there be full and complete compliance with the Rule, this Undertaking shall be construed in accordance with the written interpretative guidance and no-action letters published from time to time by the Securities and Exchange Commission and its staff with respect to the Rule.
- b) The District represents and warrants that the aggregate amount of its outstanding construction fund warrants, its outstanding general fund warrants and its outstanding bonds does not exceed \$10,000,000.
- c) The District undertakes to provide Financial Information about the District to the MSRB, via Bankers Trust Company, as Dissemination Agent pursuant to a Dissemination Agent Agreement between the District and Bankers Trust Company (the "Dissemination Agent"), in an electronic format accompanied by identifying information as prescribed by the MSRB, to the extent that the District customarily prepares such Financial Information and makes it publicly available. The District shall provide any information or notice required by this Undertaking to the Dissemination Agent. The Dissemination Agent will not be responsible for compiling any of the information required to be provided by this Undertaking.
- d) The District designates as the person from whom its Financial Information and Material Event Notices can be obtained: Ms. Melissa Stover, Bankers Trust Company, as Dissemination Agent, 453 7th Street, Des Moines, Iowa, 50309, Telephone: (515) 245-5269.
- e) If a Material Event occurs while any Warrants are outstanding, the District, through the Dissemination Agent, shall provide a Material Event Notice in a timely manner, not in excess of 10 business days after the occurrence of the event, to the MSRB. Each Material Event Notice shall be so captioned and shall prominently state the date and title of the Warrants.
- f) The following are the definitions of the capitalized terms used in this Undertaking and not otherwise defined in this Undertaking:
  - i) "*Financial Information*" means the financial information or operating data with respect to the District, which is customarily prepared by the District and is publicly available. The District customarily prepares and makes publicly available its Audited Financial Statements. In connection with its issues of warrants and bonds, the District from time to time prepares and makes publicly available its offering documents containing, among other things, financial information and operating data about the District.
  - ii) "*Audited Financial Statements*" means the District's annual financial statements, prepared in accordance with GAAP for governmental units as prescribed by GASB, which financial statements shall have been audited by such auditor as shall then be required or permitted by the laws of the State of Nebraska.
  - iii) "*Material Event*" means any of the following events with respect to the Warrants:
    - (a) Principal and interest payment delinquencies;
    - (b) Non-payment related defaults, if material;

- (c) Unscheduled draws on debt service reserves reflecting financial difficulties;
  - (d) Unscheduled draws on credit enhancements reflecting financial difficulties;
  - (e) Substitution of credit or liquidity providers, or their failure to perform;
  - (f) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the security, or other material events affecting the tax status of the Warrants;
  - (g) Modifications to rights of Warrantholders, if material;
  - (h) Warrant calls, if material, and tender offers;
  - (i) Defeasances;
  - (j) Release, substitution or sale of property securing repayment of the Warrants, if material;
  - (k) Rating changes;
  - (l) Bankruptcy, insolvency, receivership or similar event of District;
  - (m) The consummation of a merger, consolidation or acquisition involving the District or the sale of all or substantially all of the assets of the District other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; and
  - (n) Appointment of a successor or additional paying agent or the change of name of a paying agent, if material
- iv) *“Material Event Notice”* means an electronic notice of a Material Event.
- v) *“MSRB”* means the Municipal Securities Rulemaking Board. As of July 1, 2009, the MSRB is the sole repository to which the District must electronically submit Financial Information, Audited Financial Statements, if any, and Material Event Notices pursuant to this Undertaking. Reference is made to Commission Release No. 34-59062, December 8, 2008 (the “Release”) relating to the MSRB’s Electronic Municipal Market Access (“EMMA”) system for municipal securities disclosure that became effective on July 1, 2009. To the extent applicable to its Undertakings, the District shall comply with the Release and with EMMA.
- g) The continuing obligation hereunder of the District to provide Financial Information, Audited Financial Statements, if any, and Material Event Notices shall terminate immediately once the Warrants no longer are outstanding. This Undertaking, or any provision hereof, shall be null and void in the event that the District obtains an opinion of nationally recognized bond counsel to the effect that those portions of the Rule which require this Undertaking, or any such provision, are invalid, have been repealed retroactively or otherwise do not apply to the Warrants, provided that the District shall have provided notice of such delivery and the cancellation of this Undertaking to the MSRB.
- h) This Undertaking may be amended, without the consent of the Warrantholders, but only upon the District obtaining an opinion of nationally recognized bond counsel to the effect that such amendment, and giving effect thereto, will not adversely affect the compliance of this Undertaking with the Rule, provided that the District shall have provided notice of such delivery and of the amendment to the MSRB. Any such amendment shall satisfy, unless otherwise permitted by the Rule, the following conditions:

- i) The amendment may only be made in connection with a change in circumstances that arises from a change in legal requirements, change in law or change in the identity, nature or status of the District or type of business conducted;
  - ii) This Undertaking, as amended, would have complied with the requirements of the Rule at the time of the primary offering, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and
  - iii) The amendment does not materially impair the interests of Warrantholders, as determined either by parties unaffiliated with the District (such as nationally recognized bond counsel), or by approving vote of Warrantholders pursuant to the terms of this Undertaking at the time of the amendment.
- i) The initial Financial Information after the amendment shall explain, in narrative form, the reasons for the amendment and the effect of the change, if any, in the type of operating data or financial information being provided.
  - j) Any failure by the District to perform in accordance with this Undertaking shall not constitute an event of default with respect to the Warrants. If the District fails to comply herewith, any Warrantholder may take such actions as may be necessary and appropriate, including seeking specific performance by court order, to cause the District to comply with its obligations hereunder.

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

NOTICE OF MEETING  
SANITARY AND IMPROVEMENT DISTRICT NO. 158  
OF SARPY COUNTY, NEBRASKA

Notice is hereby given that a meeting of the Chairperson and Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska, held at 4:00 p.m. on March 20, 2014 there was introduced and placed on file the Resolution of Necessity hereinafter set forth, which Resolution will be considered for passage by the Chairperson and the Board of Trustees at a meeting to be held at 9915 South 148<sup>th</sup> Street, Omaha, Nebraska on the 17<sup>th</sup> day of April 2014 at 4:00 p.m., at which time and place the Chairperson and Board of Trustees will hear objections as to the passage of said Resolution, and to the making of the improvements proposed.

The meeting will be open to the public. The agenda for such meeting, kept continuously current, is available for inspection at the principal office of the Board at the above address. Such Agenda includes payment of the bills of the District and the consideration and passing (or amending and passing) said Resolution.

THEREAFTER, the Resolution may be amended or passed as proposed. Any petition opposing the Resolution of Necessity shall be filed with the Clerk of the District at 1246 Golden Gate Drive, Suite 1, Papillion, Nebraska, within three days before the date of the meeting for the hearing on the proposed Resolution of Necessity.

Said Resolution is as follows:

RESOLUTION FOR NECESSITY

BE IT RESOLVED that the Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska finds and determines that it is advisable and necessary for the District to enter into a purchase agreement in connection with Water Tower Project – 2013 with West Gate Banshares, Inc. for Lot 9, Tiburon Village. The purchase agreement proposed for approval and execution by the District is generally as follows:

West Gate Banshares, Inc. will sell to Sanitary & Improvement District No. 158 of Sarpy County, Nebraska Lot 9, Tiburon Village, Sarpy County, Nebraska. The District will pay \$6.00 per square feet for a total purchase price of \$266,586.00, plus or minus customary closing costs.

A copy of the proposed Purchase Agreement is presently on file with the Clerk of the District and sets forth verbatim the agreement of the parties.

The outer boundaries of the area which may be assessed to the extent it may be specially benefitted by such improvements is the same as Sanitary and Improvement District No. 158 of Sarpy County, Nebraska also known as Tiburon, in Sarpy County, Nebraska.

To pay the costs associated with such acquisition, the Board of Trustees, shall have the power to issue negotiable bonds to be called "Sanitary and Improvement Bonds", and shall be payable and bear interest as provided by the statutes of the State of Nebraska. The Board shall

have the power to assess, to the extent of special benefit, the cost of such portions of such improvements as may be local improvements upon property found specially benefitted thereby.

All special assessments which may be levied on property specially benefitted by such improvements shall, when collected, be set aside and constitute a sinking fund for the payment of the interest and principal of said bonds. The District shall cause to be levied annually a tax upon the assessed value of all taxable property in said District, except intangible property, which together with such sinking fund derived from special assessments, shall be sufficient for the payment of interest and principal of said bonds as the same become due; such tax shall be known as the "Sanitary and Improvement District Tax" and shall be payable annually in money.

If a petition opposing this Resolution, signed by property owners representing a majority of the front footage which may become subject to assessment for the cost of the improvements as set forth herein, is filed with the Clerk of the District within three (3) days before the date of the hearing on this Resolution, this Resolution shall not be passed.

SANITARY AND IMPROVEMENT  
DISTRICT NO. 158 OF  
SARPY COUNTY, NEBRASKA

By: Allen Marsh, Chairperson

Attest: Patrick Lichter, Clerk

March 20, 2014

Lee Harrow, Chairperson  
Sanitary & Improvement District  
No. 192, Sarpy County, Nebraska  
17210 Fairway Drive  
Omaha, NE 68136

RE: SID 158  
Well No. 3 in SID 192  
Letter of Intent

Dear Mr. Harrow,

Per the letter from SID #192's attorney dated November 14, 2013, SID #158 proposes the letter as a Letter of Intent ("LOI") to enter into an easement agreement between SID #192 and SID #158 for well no. 3. This letter shall be non-binding on either party and is simply a LOI to establish the salient terms of the agreement.

1. Transaction Type. The transaction is to enter into an easement agreement including a Bill of Sale for the well and well house.

2. Purchase Price. SID #158 shall pay SID #192 \$60,000.00.

3. Terms of the Easement.

(a) The easement shall be perpetual, exclusive where the well house is and non-exclusive for the easement needed to extend and loop water lines to SID #158's system. The water line is anticipated to go through Lot 187 then up the cart path into Lot 188. An easement will need to be obtained on Lot 187.

(b) The easement for the well house shall be the westerly 50' plus or minus of Lot 63, Balena.

(c) The easements shall be for the purpose of operating, maintaining and replacing the well house, well and water lines including ingress and egress.

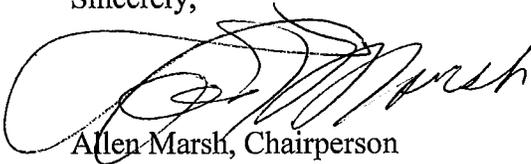
(d) SID #192 may use the electrical at no charge as long as it is utilized as incidental to the park. SID #192 may also use the easement area for any other purpose as long as it does not interfere with the dominant use by SID #158.

(e) All maintenance on the building shall be the responsibility of SID #158.

(f) Both SIDs shall maintain liability insurance with waiver of subrogation rights. SID #158 shall maintain casualty insurance. Both SIDs will endeavor to use the same insurance companies but neither SID shall be bound to do so.

These are the basic terms of an agreement to be formalized. Neither party shall be bound by this LOI and is made solely for the purpose of initiating the process.

Sincerely,

A handwritten signature in black ink, appearing to read "Allen Marsh", written over a large, loopy flourish.

Allen Marsh, Chairperson  
SID 158

cc. Patrick J. Sullivan

Mark LaPuzza  
Attorney for SID 192

## TIBURON WATER SUPPLY RESTRICTION ORDINANCE

Be it ordained by the Nebraska Sarpy County Sanitary and Improvement District 158, Tiburon.

Section 1. Purpose. To provide for the declaration of a water supply restriction and the implementation of mandatory water conservation measures along with the prescribing of associated rules, regulations and penalties.

Section 2. Definitions.

- A.) "Water" shall mean any water that is introduced into the Tiburon water system and/or distributed.
- B.) "User" shall mean any person or entity, private, public and/or commercial using water for any purpose from the Tiburon's water distribution system.

Section 3. Mandatory Conservation Measures. This ordinance authorizes the Chairman of the Tiburon Board of Trustees to implement mandatory conservation measures, including, but not limited to, the following:

- A.) Suspension of new connections to the Tiburon Water distribution system.
- B.) Restrictions on the uses of water, wholly or in part.
- C.) Restrictions on any sale of water.
- D.) Imposition of water rationing including, but not limited to, irrigation restrictions through rules and regulations.
- E.) Complete or partial bans on the use of water; and
- F.) ...any combination of the foregoing measures.

Section 4. Emergency Water Rates. Upon a declaration of a water supply emergency by the Tiburon Board of Trustees, the Chairman shall have the authority to adopt emergency water consumption rates for conservation purposes.

Section 5. Rules and Regulations. The Chairman is authorized to promulgate regulations as may be necessary to carry out the provisions of this ordinance, water supply emergency resolution, or emergency water rates. Such regulations shall be subject to approval of the Tiburon Board of Trustees.

Section 6. Violations, Disconnections and Penalties.

- A.) If any violation of water use restrictions imposed pursuant to Sections 3 or 5 of this ordinance occurs, the following steps shall be taken:
  - 1.) A written notice of the violation shall be affixed to the violating property and the responsible violating person shall be provided with this notice. Said notice will describe the violation and order that it be corrected in a time frame that is reasonable commensurate with the circumstances. If the order is not complied with, the District may terminate the user's water service subject to the following procedures:
    - a.) The user will be given actual notice or by mail that water service will be disconnected. An appeal may be requested within a

reasonable time frame, and the violator will be given the full opportunity to be heard before any disconnection of water service; and

- b.) The Tiburon Board of Trustees or their designated hearing officer shall make findings and rule on the water service continuation or termination by disconnect.
- 2.) A fee of \$100 shall be paid for the reconnection of any terminated water service. And, in the event of subsequent violations, the reconnection fee shall increase by \$100 for each and every additional reconnection.

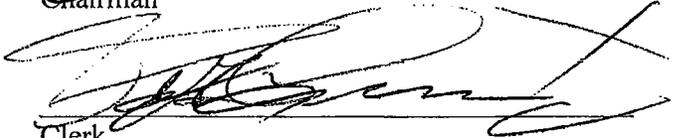
Section 7. Emergency Water Supply Termination. Nothing in this ordinance shall limit the ability of a properly authorized official from terminating the water supply to any or all users upon determination that an emergency exists that requires termination of water service to protect public health and safety.

Section 8. This ordinance shall become effective upon its publication in the Tiburon are newspapers and/or newsletters.

Adopted and approved by the SID158 Tiburon Board of Trustees this 23<sup>rd</sup> day of May, 2013.



Chairman



Clerk

**SID 158 TIBURON**  
**WATER CONSERVATION**  
**2014 Rules and Regulations**

Rev. 01/18/2014

The Tiburon Board of Trustees provide the following long-term strategies and emergency restrictions to preserve our area's water well resources.

**Mandatory Outdoor Watering Schedule:**

Beginning May 1<sup>st</sup> of every year through Labor Day; unless otherwise specified.

- Odd-numbered addresses may water on Tuesdays, Thursdays, and Saturdays.
- Even-numbered addresses may water on Wednesdays, Fridays, and Sundays.
- NO WATERING ON MONDAYS (to allow for well system recharge).
  
- The long-term strategy is to eradicate everyday watering to a more conservative every other day schedule. New lawn watering and hand watering are allowable exceptions to this rule. Also, it is recommended that automatic sprinklers be set to water on their scheduled days: 12 Midnight to 6 a.m. or from 4 p.m. to 12 Midnight.

**EMERGENCY WATER RESTRICTIONS:**

If the Tiburon water well system reaches critical service levels, then

- A complete outdoor water use ban will be in effect. This includes all refilling of outdoor fountains, waterfalls and swimming pools.
- Emergency notification is by means of email and by placement of Emergency Water Restriction signage at every street entryway into the subdivision.

The Tiburon Board of Trustees may enforce these rules and regulations through adopted ordinances that would include water shutoffs.

**C & C Custom Cutting, LLC  
16721 Woodland Drive  
Omaha, NE 68136  
(402) 689.5686**

**Mail To**

**BID #**

Mr. Allen Marsh  
S.I.D. 158  
9811 Hazeltine Avenue  
Omaha, NE 68136  
[A.J.Marsh@cox.net](mailto:A.J.Marsh@cox.net)

March 12, 2014,

106

(402) 690-2000

**S.I.D. 158 – Tiburon Development**

<u>Item</u>	<u>Description</u>	<u>Price</u>
	2014 MOWING OF ASSIGNED LOTS FOR TIBURON DEVELOPMENT SURROUNDING TIBURON GOLF COURSE SIX TIMES	
MOWING	ROUGH CUT MOWING ASSIGNED LOTS (ALL REMAINING LOTS HAVE PINES)	\$23.50 / LOT
TRIMMING	FINISH TRIMMING – POLES, SIGNS, POWER BOXES AND TREES FOR ALL LOTS EACH MOWING	\$90.00
DITCH	MOWING OF DITCH ON CORNHUSKER (BOTH SIDES OF STREET) & 180 <sup>th</sup> STREET (DEVELOPMENT SIDE ONLY)	\$150.00

**Accepted by:** \_\_\_\_\_

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

## Jennifer Fett

---

**From:** Allen Marsh <aj.marsh@cox.net>  
**Sent:** Tuesday, March 18, 2014 10:56 PM  
**To:** Jennifer Fett  
**Subject:** FW: Street signs in Tiburon along Cornhusker

---

**From:** Tim Goodman [<mailto:tpghawk@cox.net>]  
**Sent:** Tuesday, March 18, 2014 9:55 AM  
**To:** Shawn Bengel; Paul Stoupa; Allen Marsh  
**Subject:** Street signs in Tiburon along Cornhusker

Hi Fellas - At the THOA meetings there is periodically a comment about the columns along Cornhusker that have the street notations on them being not very good at showing what street they are trying to delineate. While they are stylish, when you're looking for a street location, as I did when Kris and I went to the wine party the other night, they are pretty near opaque as to what street they are designating. I don't want to get involved in SID 158 matters but it occurred to me that if you put the extra large reflective street signs on the existing poles along Cornhusker it would help folks find their way. Thanks. Tim Goodman

SARPY COUNTY TREASURER  
 SANITARY AND IMPROVEMENT DISTRICT  
 CLOSING BALANCES OF  
 FEB 2014

3/6/2014

	GENERAL BALANCE	GENERAL INVESTMENTS	BOND BALANCE	BOND INVESTMENTS	TOTAL
SID 111	15,460.46	0.00	146,199.43	0.00	161,659.89
SID 130	24,214.27	0.00	0.00	0.00	24,214.27
SID 133	34,909.02	0.00	9,760.98	169,971.90	214,641.90
SID 137	17,055.45	0.00	204,703.64	0.00	221,759.09
SID 143	239,567.68	0.00	221,906.30	0.00	461,473.98
SID 147 <i>R</i>	15,086.75	0.00	55,708.44	0.00	70,795.19
SID 151	14,288.14	0.00	43,478.00	0.00	57,766.14
SID 156	46,113.65	0.00	240,521.56	0.00	286,635.21
SID 158	84,675.92	0.00	1,340,322.43	0.00	1,424,998.35
SID 158 USE FEE	9,036.98	0.00	0.00	0.00	9,036.98
SID 162	58,927.12	0.00	783,438.19	0.00	842,365.31
SID 163	11,517.95	0.00	52,097.33	69,986.93	133,602.21

MISCELLANEOUS PAYMENT RECPT#: 30131  
SARPY COUNTY  
1210 Golden Gate Drive  
Papillion NE 68046

DATE: 03/20/14 TIME: 11:29  
CLERK: SJohnson DEPT:  
CUSTOMER#: 0

COMMENT:

CHG: 158USE STD 158 SERVICE 1539.45

REVENUE: 1 8411009 453050 1539.45

USE FEES REF1: REF2:

CASH: 0000 110000 1539.45

CASH ON HAND

AMOUNT PAID: 1539.45

PAID BY: STD #158

PAYMENT METH: CHECK

REFERENCE: 2 CHECKS

AMT TENDERED: 1539.45

AMT APPLIED: 1539.45

CHANGE: .00



ADAMS & SULLIVAN<sup>PC, LLO</sup>  
ATTORNEYS AT LAW

PATRICK J. SULLIVAN\*  
TIMOTHY J. BUCKLEY  
AIMEE C. BATAILLON  
C.G. (DOOLEY) JOLLY

\*ALSO LICENSED IN IOWA

1246 GOLDEN GATE DRIVE, STE. 1  
PAPILLION, NEBRASKA 68046-2843  
TELEPHONE: (402) 339-9550  
FAX: (402) 339-0401  
WWW.ADAMSANDSULLIVAN.COM

TYLER J. VOLKMER  
ANGELA FORSS SCHMIT\*\*  
DIXON G ADAMS  
(1924- 2009)

\*\*ALSO LICENSED IN COLORADO

March 19, 2014

Sarpy County Treasurer  
1210 Golden Gate Drive  
Papillion, NE 68046

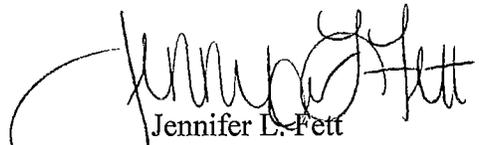
RE: Sanitary & Improvement District No. 158  
Tiburon  
Sarpy County, Nebraska

To Whom It May Concern:

Enclosed are checks that need to be deposited in the account of the above referenced District. The checks in the total amount of \$1,539.45 should be deposited in the **service use fund** of the District.

Thank you for your attention to this matter. If you have any questions or concerns, please let us know.

Very truly yours,

  
Jennifer L. Pett  
Legal Assistant to Patrick J. Sullivan  
Attorney for the District

Enc.

J. A. C. PROPERTIES, INC  
24261 S SOMERSET RD  
NORTH PLATTE, NE 69101-9331

1005

27-5/1040 2593  
3940307162

2/20/14 Date

Pay to the Order of S.I.D. 158

\$ 932<sup>09</sup>

NINE HUNDRED THIRTY TWO

Dollars



Security Features Details on Back.



Wells Fargo Bank, N.A.  
Nebraska  
wellsfargo.com

For 2013 WATER FORT BUNK

JAC Argenteau Jr  
By Jerne Knell

MP

⑆ 104000058⑆ 3940307162⑆ 01005

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND ON WHITE PAPER AND ORIGINAL DOCUMENT SECURITY SCREEN ON BACK WITH PADLOCK SECURITY ICON.

eam Car & Dog Wash  
Hilltop Drive  
NE 68028

Wells Fargo  
27-5/1040

003090

2/20/2014

Sanitary Improvement District

\$ \*\*607.36

undred Seven and 36/100

DOLLARS

Sanitary Improvement District  
1246 Golden Gate Drive, Ste. 1  
Papillion, NE 68046

Paul Muehl

AUTHORIZED SIGNATURE

MP

⑆ 003090⑆ ⑆ 104000058⑆ 8302036085⑆

MP

Security features included. Details on back.

MISCELLANEOUS PAYMENT RECPT#: 30132  
SARPY COUNTY  
1210 Golden Gate Drive  
Papillion NE 68046

DATE: 03/20/14 TIME: 11:32  
CLERK: sjohnson DEPT:  
CUSTOMER#: 0

COMMENT:

CHG: 158G SID 158 GEN REV 5600.00

REVENUE: 1 8058009 454001 5600.00

MISCELLANEOUS REVENUE

REF1: REF2:

CASH: 0000 110000 5600.00

CASH ON HAND

AMOUNT PAID: 5600.00

PAID BY: TIBURON POOL MGMT

PAYMENT METH: CHECK

REFERENCE: 4742

REFERENCE:

AMT TENDERED: 5600.00

AMT APPLIED: 5600.00

CHANGE: .00



ADAMS & SULLIVAN<sup>PC, LLO</sup>  
ATTORNEYS AT LAW

PATRICK J. SULLIVAN\*  
TIMOTHY J. BUCKLEY  
AIMEE C. BATAILLON  
C.G. (DOOLEY) JOLLY

\*ALSO LICENSED IN IOWA

1246 GOLDEN GATE DRIVE, STE. 1  
PAPILLION, NEBRASKA 68046-2843  
TELEPHONE: (402) 339-9550  
FAX: (402) 339-0401  
WWW.ADAMSANDSULLIVAN.COM

TYLER J. VOLKMER  
ANGELA FORSS SCHMIT\*\*  
DIXON G ADAMS  
(1924- 2009)

\*\*ALSO LICENSED IN COLORADO

March 19, 2014

Sarpy County Treasurer  
1210 Golden Gate Drive  
Papillion, NE 68046

RE: Sanitary & Improvement District No. 158  
Tiburon  
Sarpy County, Nebraska

To Whom It May Concern:

Enclosed is a check that needs to be deposited in the account of the above referenced District. The check in the amount of \$5,600.00 should be deposited in the **general fund** of the District.

Thank you for your attention to this matter. If you have any questions or concerns, please let us know.

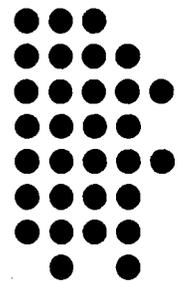
Very truly yours,

  
Jennifer L. Fett  
Legal Assistant to Patrick J. Sullivan  
Attorney for the District

Enc.

# Invoice

SID 158



**Bill To:**

TIBURON POOL  
P.O. Box 293  
10220 South 168th Street  
Omaha, NE 68136

**December 31, 2013**

**Terms: Due Upon Receipt**

DESCRIPTION	TOTAL
MANAGEMENT FEES FOR 2013	\$5,600.00
Balance Due	\$5,600.00

**Remit Payment to:**

**SID 158**

TRUE WATERMARK PAPER HOLD TO LIGHT TO VIEW HEAT SENSITIVE RED IMAGE DISAPPEARS WITH HEAT

4742

**TIBURON POOL MANAGEMENT CO.**

P.O. BOX 293  
GRETNA, NE 68028  
(402) 891-4832



1/25/2014

\$ \*\*5,600.00

SID 158

and Six Hundred and 00/100\*\*\*\*\* DOLLARS

D 158



*Debra Olson*  
AUTHORIZED SIGNATURE

Security features. Details on back.

⑈004742⑈ ⑆104000854⑆005123380⑈

**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 Anne Lee deposes and says that he is the Business Manager of the **Bellevue Leader, Papillion Times, Gretna Breeze and Springfield Monitor**, legal newspapers 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:

Wednesday, March 12, 2014 Papillion Times

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 Anne Lee  
Publisher Business Manager

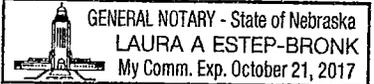
ADAMS & SULLIVAN, P.C., L.L.O.  
ATTORNEYS AT LAW  
1246 GOLDEN GATE DRIVE, SUITE 1  
PAPILLION, NE 68046

NOTICE OF MEETING  
SANITARY AND IMPROVEMENT  
DISTRICT NO. 158  
OF SARPY COUNTY, NEBRASKA

Today's Date 03-12-2014  
Signed in my presence and sworn to before me:

Notary Public

Notice is hereby given that a meeting for the Board of Trustees of Sanitary and Improvement District No. 158 of Sarpy County, Nebraska, will be held at 4:00 p.m. on March 20, 2014 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 bills of the District.  
Patrick S. Lichter  
Clerk of the District  
1734215; 3/12



Printer's Fee \$ 10.25  
Customer Number: 26207  
Order Number: 0001734215



Account Number	Due Date	Total Amount Due
2097155308	Mar 31, 2014	\$723.68

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

For bill inquiries call the Omaha Office  
(402) 536-4131. See back for toll-free number.

**Billing Information for service address: 17504 CORNHUSKER RD, WELL 5 OMAHA NE**

Rate	Billing Period		Meter Number	Meter Reading				Usage	
	From	To		Previous	Present	Difference	Multiplier		
General Service Non-Demand	2-6-14	3-7-14	8091223	368911	372391 Actual	3480	1	kWh	3480

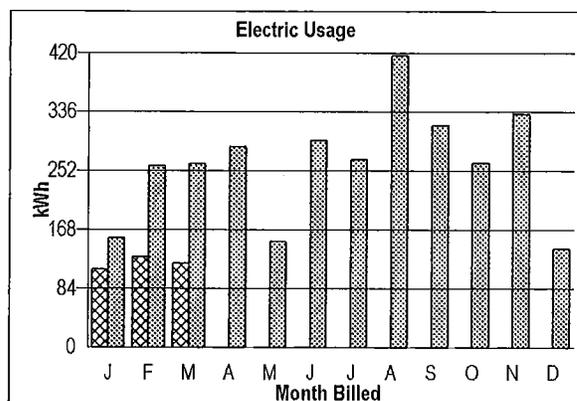
**Your Electric Usage Profile**

Billing Period	Billing Days	kWh Use	Avg. kWh per day	Avg Temp	
				High	Low
2014 <input checked="" type="checkbox"/>	29	3480	120	32	12
2013 <input checked="" type="checkbox"/>	28	7332	261	37	21

Basic Service	13.00
kWh Usage	309.82
Fuel And Purchased Power Adjustment	7.48
Sales Tax	18.17
<b>Total Charges</b>	<b>\$348.47</b>
Previous Balance	735.26
Payments Received: 03/05/14	360.05CR
<b>Total Amount Due</b>	<b>\$723.68</b>

Late Payment Charge of \$13.94 applies after due date.

Your average daily electric cost was: \$12.02



1

Please return this portion with payment

To learn more about OPPD's tree-trimming methods, visit oppd.com/trees or contact OPPD's Forestry Department at 402-536-4131 or 1-877-536-4131 outside the metro.

Statement Date: March 11, 2014

Account Number	Due Date	Total Amount Due
2097155308	Mar 31, 2014	\$723.68

Late Payment Charge of \$13.94 applies after due date.

Amount Paid

Energy Assistance: Monthly \$1  \$2  \$5  Other \$

One-Time Contribution \$

A current phone number on our record simplifies outage reporting. Your service address is identified by the phone number: (402) 339-9550

Check Here to indicate name, address or phone changes on back of this statement



SID 158  
C/O ADAMS & SULLIVAN P.C. LLO  
1246 GOLDEN GATE DR STE 1  
PAPILLION NE 68046-2843

PO BOX 3995  
OMAHA NE 68103-0995



01209715530810000007236800000073762201403318



Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

For bill inquiries call the Omaha Office  
(402) 536-4131. See back for toll-free number.

Service Address	Rate	Billing Period		Usage		
		From	To	Kilowatt-hours used	Billing Demand/kW	Current Amount
10302 S 168 ST, LFT1 OMAHA NE	General Service Non-Demand	2-6-14	3-7-14	1521 kWh		\$167.04
10302 S 168 ST, LFT2 OMAHA NE	General Service Non-Demand	2-6-14	3-7-14	695 kWh		\$83.77
10302 S 168 ST, POOL OMAHA NE	General Service Non-Demand	2-6-14	3-7-14	271 kWh		\$41.03
10309 S 180 ST, WELL OMAHA NE	General Service Demand	2-6-14	3-7-14	10085 kWh	30.00	\$805.98
10507 S 179 AVE, LIFT OMAHA NE	General Service Non-Demand	2-6-14	3-7-14	649 kWh		\$79.15
16800 CORNHUSKER RD, STLT OMAHA NE	Street Light Method 61	N/A	N/A			\$1,830.97
17201 CORNHUSKER RD, WELL 1 OMAHA NE	General Service Non-Demand	2-6-14	3-7-14	2935 kWh		\$309.58
17419 RIVIERA DR, LFT2 OMAHA NE	General Service Non-Demand	2-6-14	3-7-14	84 kWh		\$22.19
17505 RIVIERA DR, WELL OMAHA NE	General Service Non-Demand	2-6-14	3-3-14	5585 kWh		\$490.26
17640 PRESTWICK AVE, LIFT OMAHA NE	General Service Non-Demand	2-6-14	3-7-14	371 kWh		\$51.11
17710 PINEHURST AVE, SIGN OMAHA NE	General Service Non-Demand	2-6-14	3-7-14	3 kWh		\$17.45
18000 CORNHUSKER RD, LIFT OMAHA NE	General Service Non-Demand	2-6-14	3-7-14	243 kWh		\$38.21
9494 S 175 CIR, LIFT OMAHA NE	General Service Non-Demand	2-6-14	3-7-14	284 kWh		\$42.35
9818 S 175 CIR, SIREN OMAHA NE	General Service Non-Demand	N/A	N/A			\$17.44

2 Please return this portion with payment

To learn more about OPPD's tree-trimming methods, visit oppd.com/trees or contact OPPD's Forestry Department at 402-536-4131 or 1-877-536-4131 outside the metro.

Statement Date: March 11, 2014

Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Late Payment Charge of \$236.19 applies after due date.

Amount Paid

Energy Assistance: Monthly \$1  \$2  \$5  Other \$

One-Time Contribution \$

A current phone number on our record simplifies outage reporting. Your service address is identified by the phone number: (402) 339-9550

Check Here to indicate name, address or phone changes on back of this statement

SID 158 SARPY
   
C/O ADAMS & SULLIVAN P.C. LLO
   
1246 GOLDEN GATE DR STE 1
   
PAPILLION NE 68046-2843

PO BOX 3065  
OMAHA NE 68103-0065





Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

Service Address	Rate	Billing Period		Usage		
		From	To	Kilowatt-hours used	Billing Demand/kW	Current Amount
9902 S 172 ST OMAHA NE	Street Light Method 61	N/A	N/A			\$1,908.15

Total Charges	\$5,904.68
Previous Balance	11,985.01
Payments Received: 03/05/14	5,936.40CR
<b>Total Amount Due</b>	<b>\$11,953.29</b>

Late Payment Charge of \$236.19 applies after due date.



Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

**Billing Information for service address: 10302 S 168 ST, LFT2 OMAHA NE**

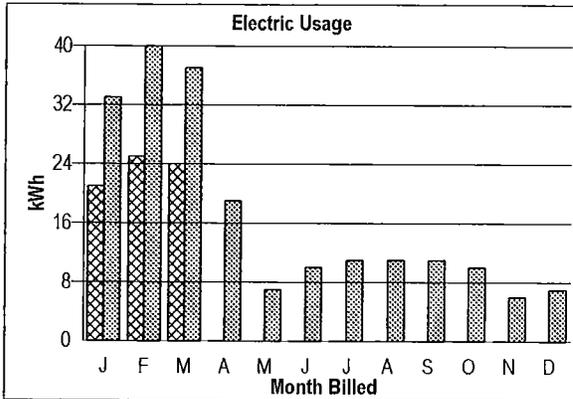
Rate	Billing Period		Meter Number	Meter Reading				Usage	
	From	To		Previous	Present	Difference	Multiplier	kWh	
General Service Non-Demand	2-6-14	3-7-14	7249880	38045	38740 Actual	695	1	kWh	695

**Your Electric Usage Profile**

Billing Period	Billing Days	kWh Use	Avg. kWh per day	Avg Temp	
				High	Low
2014 ☒	29	695	23	32	12
2013 ☑	28	1039	37	37	21

Basic Service	13.00
kWh Usage	64.91
Fuel And Purchased Power Adjustment	1.49
Sales Tax	4.37
<b>Total Charges</b>	<b>\$83.77</b>

Your average daily electric cost was: \$2.89





Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

**Billing Information for service address: 10309 S 180 ST, WELL OMAHA NE**

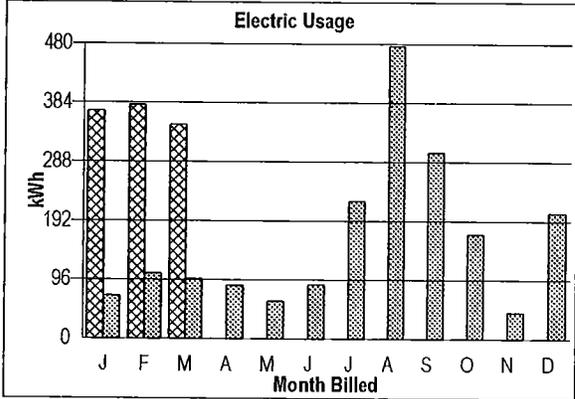
Rate	Billing Period		Meter Number	Meter Reading				Usage	
	From	To		Previous	Present	Difference	Multiplier		
General Service Demand	2-6-14	3-7-14	8091421	661984	672069 Actual	10085	1	kWh	10085
Billing Demand								KW	30.00

**Your Electric Usage Profile**

Billing Period	Billing Days	kWh Use	Avg. kWh per day	Avg Temp	
				High	Low
2014 ☒	29	10085	347	32	12
2013 ☒	28	2718	97	37	21

Actual Demands	26.93KW	0.00KVA	100.00%PF
Basic Service			18.62
Demand Revenue			155.40
kWh Usage			568.26
Fuel And Purchased Power Adjustment			21.68
Sales Tax			42.02
<b>Total Charges</b>			<b>\$805.98</b>

Your average daily electric cost was: \$27.79





Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

Billing Information for service address: 16800 CORNHUSKER RD, STLT OMAHA NE

Billing Period From 02-10-2014 To 03-11-2014 @ 29 Days

Rate	Summary Usage		
	Current Amount	Fuel and Purchased Power Adjustment	Subtotal Amount per Rate
SL61	\$1,724.42	\$11.10	\$1,830.97

Rate	Summary Usage		
	Current Amount	Fuel and Purchased Power Adjustment	Subtotal Amount per Rate

Sales Tax	95.45
Total Charges	\$1,830.97



Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

**Billing Information for service address: 17201 CORNHUSKER RD, WELL 1 OMAHA NE**

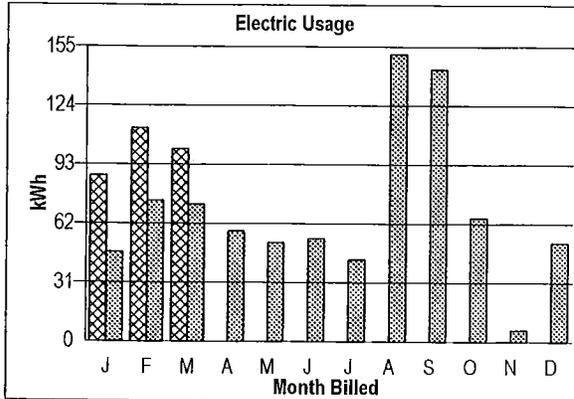
Rate	Billing Period		Meter Number	Meter Reading				Usage	
	From	To		Previous	Present	Difference	Multiplier		
General Service Non-Demand	2-6-14	3-7-14	8091408	234800	237735 Actual	2935	1	kWh	2935

**Your Electric Usage Profile**

Billing Period	Billing Days	kWh Use	Avg. kWh per day	Avg Temp	
				High	Low
2014 ☒	29	2935	101	32	12
2013 ☐	28	2020	72	37	21

Basic Service	13.00
kWh Usage	274.13
Fuel And Purchased Power Adjustment	6.31
Sales Tax	16.14
<b>Total Charges</b>	<b>\$309.58</b>

Your average daily electric cost was: \$10.68





Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

**Billing Information for service address: 17505 RIVIERA DR, WELL OMAHA NE**

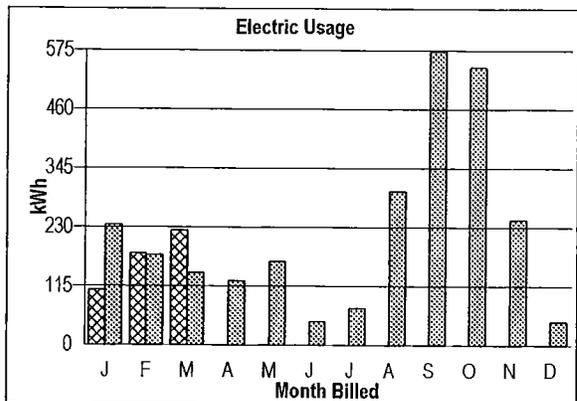
Rate	Billing Period		Meter Number	Meter Reading				Usage	
	From	To		Previous	Present	Difference	Multiplier		
General Service Non-Demand	2-6-14	3-3-14	8292176	547400	552985 Actual	5585	1	kWh	5585

**Your Electric Usage Profile**

Billing Period	Billing Days	kWh Use	Avg. kWh per day	Avg Temp	
				High	Low
2014 ☒	25	5585	223	31	11
2013 ☑	28	3946	140	37	21

Basic Service	13.00
kWh Usage	439.69
Fuel And Purchased Power Adjustment	12.01
Sales Tax	25.56
<b>Total Charges</b>	<b>\$490.26</b>

Your average daily electric cost was: \$19.61





Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

**Billing Information for service address: 17710 PINEHURST AVE, SIGN OMAHA NE**

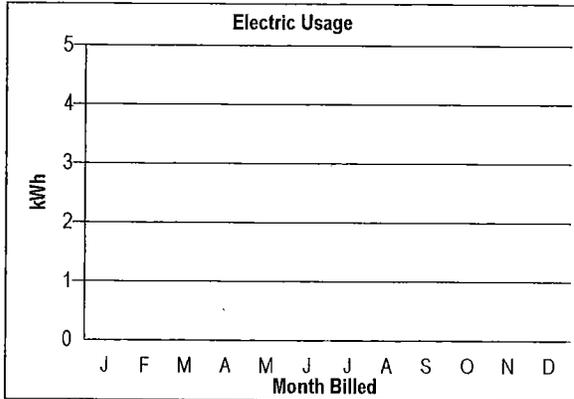
Rate	Billing Period		Meter Number	Meter Reading				Usage
	From	To		Previous	Present	Difference	Multiplier	
General Service Non-Demand	2-6-14	3-7-14	5679622	126	129 Actual	3	1	kWh 3

**Your Electric Usage Profile**

Billing Period	Billing Days	kWh Use	Avg. kWh per day	Avg Temp	
				High	Low
2014 ☒	29	3	0	32	12
2013 ☒	28	3	0	37	21

Basic Service	13.00
kWh Usage	0.28
Fuel And Purchased Power Adjustment	0.01
Minimum Charge	3.25
Sales Tax	0.91
<b>Total Charges</b>	<b>\$17.45</b>

Your average daily electric cost was: \$0.60





Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

**Billing Information for service address: 9494 S 175 CIR, LIFT OMAHA NE**

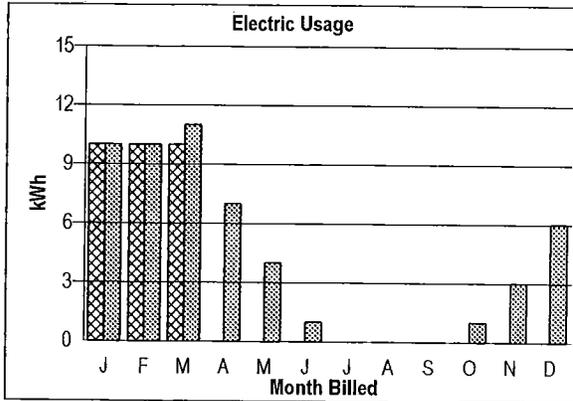
Rate	Billing Period		Meter Number	Meter Reading				Usage	
	From	To		Previous	Present	Difference	Multiplier		
General Service Non-Demand	2-6-14	3-7-14	6841830	7332	7616 Actual	284	1	kWh	284

**Your Electric Usage Profile**

Billing Period	Billing Days	kWh Use	Avg. kWh per day	Avg Temp	
				High	Low
2014 ☒	29	284	9	32	12
2013 ☒	28	300	10	37	21

Basic Service	13.00
kWh Usage	26.53
Fuel And Purchased Power Adjustment	0.61
Sales Tax	2.21
<b>Total Charges</b>	<b>\$42.35</b>

Your average daily electric cost was: \$1.46





Account Number	Due Date	Total Amount Due
9063100050	Apr 1, 2014	\$11,953.29

Customer Name: SID 158 SARPY  
Statement Date: March 11, 2014

Billing Information for service address: 9902 S 172 ST OMAHA NE

Billing Period From 02-10-2014 To 03-11-2014 @ 29 Days

Rate	Summary Usage		
	Current Amount	Fuel and Purchased Power Adjustment	Subtotal Amount per Rate
SL61	\$1,797.12	\$11.55	\$1,908.15

Rate	Summary Usage		
	Current Amount	Fuel and Purchased Power Adjustment	Subtotal Amount per Rate

Sales Tax	99.48
Total Charges	<u>\$1,908.15</u>



Thompson, Dreessen & Dorner, Inc.  
 Consulting Engineers & Land Surveyors

**INVOICE**

Please remit to:  
 TD2 Nebraska Office  
 10836 Old Mill Road; Omaha, NE 68154  
 Office: 402/330-8860 Fax: 402/330-5866

TD2 South Dakota Office  
 5000 S. Minnesota Ave., Ste. 300; Sioux Falls, SD 57108  
 Office: 605/951-0886

SID #158 (TIBURON) SCN  
 MR. PATRICK SULLIVAN  
 ADAMS & SULLIVAN, P.C., L.L.O.  
 1246 GOLDEN GATE DRIVE  
 PAPIILLION, NE 68046

Invoice number 103331  
 Date 03/04/2014  
 Project 1592-103 SID #158 (TIBURON)  
 MISCELLANEOUS SERVICES, 2010-  
 CURRENT

Professional Services from January 13, 2014 through February 09, 2014

Annual Storm Sewer Inspection and Report	\$1,052.50
Attend S I D Board Meeting	\$ 110.00
Tiburon Village Replat Mylars	\$ 592.50

Description	Current Billed
<b>Engineering Services</b>	1,755.00
<b>Total</b>	<b>1,755.00</b>

Invoice total 1,755.00

**Aging Summary**

Invoice Number	Invoice Date	Outstanding	Current	Over 30	Over 60	Over 90	Over 120
102942	01/30/2014	636.84		636.84			
103331	03/04/2014	1,755.00	1,755.00				
	Total	2,391.84	1,755.00	636.84	0.00	0.00	0.00

*Terms Net 30 Days. A Finance Charge of 1 1/2% Per Month (18% per Annum) Will Be Charged on Past Due Accounts. Also Liable for all Legal and Collection Fees.*

10203 South 152nd St  
Omaha, NE 68138



Office: 402-339-1229  
Fax: 402-285-7033

Contact@PremierWasteSolutions.com • www.PremierWasteSolutions.com

---

February 28, 2014

Adams & Sullivan, P.C., L.L.O.  
Clerk of the District  
SID #158  
1246 Golden Gate Drive, Suite 1  
Papillion, NE 68046

## Partial Payment Request

RE: Solid Waste Collection & Disposal Services

Month: February 2014

563 houses (including park) x \$9.73 = \$5,477.99

**Total: \$5,477.99**

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

Providence Group, Inc.  
 8505 Makaha Court  
 Papillion, NE 68046-5616

Invoice No. 140123      03-01-14  
 Customer No. TIB

SID 158 TIBURON  
 c/o ADAMS & SULLIVAN, PC, LLO  
 1246 GOLDEN GATE DRIVE, #1  
 PAPIILLION, NE 68046  
 Attn. JENNIFER FETT

Terms: 18% APR interest rate applies to unpaid balances after 31 days, 04-01-14

Quant	Item No.	Item Description	Unit Price	Extension
1		BACKLUND PLUMBING #29861	5662.50	\$5662.50
-----> Note: EMERGENCY POOL AREA REPAIR WORK BY BACKLUND PLUMBING.				

Subtotal      \$5,662.50  
 \*Sales Tax: NOT APPLICABLE      .00  
 TOTAL AMOUNT DUE      \$5,662.50

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

TIB

# BACKLUND PLUMBING

6215 Grover Street Omaha, NE 68106 p (402) 341-0450 f (402) 345-8742

POOL  
WORK

## Invoice

Bill To
FIELD R & D ATTN: GUS - SID #81 8505 MAKAHA CIR PAPILLION, NE 68046-5616

Date	Invoice #
2/22/2014	29861

Job Location
TIBURON GOLF 10302 S 168 ST OMAHA, NE 68136

P.O. No.	Terms	Project
	NET 10 DAYS	29861 - Tiburon Pool Fix

Quantity	Description	Rate	Amount
1	Sawcut pool deck.	300.00	300.00
1	Remove concrete.	400.00	400.00
1	Y95 Woodford Hydrant	890.00	890.00
1	3/4" copper / fittings	285.00	285.00
8	Vac Truck / Operator	225.00	1,800.00
8.5	Utility Crew	135.00	1,147.50
4	Small Excvator / Operator	85.00	340.00
4	Plumber / Apprentice	125.00	500.00
Locat & shut down broken hydrant line at Tiburon Pool. Break up concrete & excavate down to broken 3/4". Replace yard hydrant, backfill & complete.			
		<b>Total</b>	\$5,662.50

**PAID**  
2/27/14  
vsous

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

Providence Group, Inc.  
 8505 Makaha Court  
 Papillion, NE 68046-5616

Invoice No. 140117      03-01-14  
 Customer No. TIB

SID 158 TIBURON  
 c/o ADAMS & SULLIVAN, PC, LLO  
 1246 GOLDEN GATE DRIVE, #1  
 PAPIILLION, NE 68046  
 Attn. JENNIFER FETT

Terms: 18% APR interest rate applies to unpaid balances after 31 days, 04-01-14

Quant	Item No.	Item Description	Unit Price	Extension
6	LS158	LAST MONTH LIFT STATION STANDARD MAINTENANCE	275.00	\$1650.00
21	HRS	EXTRAORDINARY SERVICES	53.00	1113.00
1		MATERIALS & SUPPLIES:	60.21	60.21
6	VDOUT	VERIZON DIALOUT ALARM SERVICE	25.00	150.00
1	MS15	M&S @ COST PLUS 15%:	781.49	781.49
-----> Note: LIFT STATION NON-STD ACTIVITIES: LS8: RELAY FAILURES AND RAG CLOGS. LS1: HIGH WATER ALARMS IN 80FT PIT; PIT OBTRUCTIONS; MAJOR CHECK VALVE AND INFLOW PROBLEMS. REPLACE RELAYS, CHECK VALVE BALLS, VOLUTE GASKETS.				

Subtotal      \$3,754.70  
 \*Sales Tax: NOT APPLICABLE      .00  
 TOTAL AMOUNT DUE      \$3,754.70

>>> 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

Invoice No. 140121      03-01-14  
 Customer No. TIB

SID 158 TIBURON  
 c/o ADAMS & SULLIVAN, PC, LLO  
 1246 GOLDEN GATE DRIVE, #1  
 PAPIILLION, NE 68046  
 Attn. JENNIFER FETT

Terms: 18% APR interest rate applies to unpaid balances after 31 days, 04-01-14

Quant	Item No.	Item Description	Unit Price	Extension
4	TIBPWS	LASTMONTH - COMMUNITY WATER WELL OPERATING FEE	1000.00	\$4000.00
8	HRS	EXTRAORDINARY SERVICE HOURS	53.00	424.00
1		MATERIALS, SUPPLIES, POSTAGE	15.20	15.20
4		WEEKLY MICROBIAL MANHOLE(2) DOUSING - SID158	176.00	704.00
4	VDOUT	VERIZON DIALOUT ALARM SERVICE	25.00	100.00
9	MHFH	MANHOLE FIREHOSE FLUSHING	120.00	1080.00
-----> Note: SIGNIFICANT EVENTS: MULTIPLE MANHOLE INSPECTIONS WITH FLUSHINGS.				

Subtotal      \$6,323.20  
 \*Sales Tax: NOT APPLICABLE      .00  
 TOTAL AMOUNT DUE      \$6,323.20

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

One Call Concepts, Inc.  
 7223 Parkway Dr. Suite 210  
 Hanover, MD 21076  
 (410) 712-0082

Invoice No.	4020451
Invoice Date	02/28/2014
Billing Period	February
CDC	SID158S
Account #	04-SID158S
PO #	

SID 158 SARPY COUNTY  
 ADAMS & SULLIVAN PC  
 1246 GOLDEN GATE DR  
 SUITE 1  
 PAPILLION, NE 68046

Current Costs associated with your participation in Diggers Hotline of Nebraska

Description	Amount
Regular Locate Fee: 23 Locates at \$0.95	\$21.85
ITIC Tickets Discount: 20 at \$0.35	(\$7.00)
Administrative Fee: 23 at \$0.15	\$3.45
<b>TOTAL:</b>	<b>\$18.30</b>

Terminal	Tickets								
SID158SP	23								

*We are now accepting E-Checks and MasterCard / Discover payments. Please go to [www.occinc.com](http://www.occinc.com) for more information.*

-----  
 REMITTANCE COPY

Company Name:	SID 158 SARPY COUNTY
Account Number:	04-SID158S
CDC:	SID158S
Invoice Number:	4020451
Invoice Date:	02/28/2014
Amount Due:	\$18.30

**Make Check Payable to: One Call Concepts, Inc.  
 7223 Parkway Drive, Suite 210  
 Hanover, MD 21076**

# City of Omaha

1819 Farnam St. Billing Div.  
Omaha NE 68183  
Contact : (402) 444-5453

Remit To :

City of O  
RM H10  
1819 Far  
Omaha N

Bill To :

TIBURON SID 158  
1246 GOLDEN GATE DR #1

Ship To :

PAPILLION NE 68046

Customer Number : 32905

Invoice Number : 98221

Terms :

Transaction Type : SEWER BILLING

Total due : \$

**PLEASE RETURN TOP PORTION WITH REMIT**

Item No	Description	Qty Invoiced
1	SEWER BILLING 372.76, 3.26, 5293.08, 1.597 - NOV 2013	1
	<b>SPECIAL INSTRUCTIONS</b>	<b>DUE DATE</b>
	Invoice Number : 98221	26-MAR-14

# Layne Christensen Company

Remit to: 25666 Network Place Chicago, IL 60673-125

Midwest Region ~ Kansas City, KS \*\*\* Omaha, NE \*\*\* St. Louis, MO \*\*\* Wichita, KS  
PH: 262-246-4646 ~ FAX: 262-246-4784

**INVOICE #: 89058330**

**SOLD TO:** Tiburon, S.I.D. #158  
C/O Adams & Sullivan PC, LLO  
1246 Golden Gate Dr., Suite 1  
Papillion, NE 68046  
Attn: Jennifer Fett  
Phone: 402-250-2203

INVOICE

LAYNE OR  
CL

Engineer: Brad Harris

**TERMS: NET 30 DAYS**

QUANTITY		DESCRIPTION
<b>WELL 2 PUMP REPAIR</b>		
1	LS	*Well #2 pump rebuild materials.
11	HR	Field Labor - Mobilize to site, pull pump, inspect, demobilize to shop.
12	HR	Shop Labor (Estimated) - Tear down bowl, clean up, inspect, write report, machine needed parts, reassemble, blast and paint.
10	HR	Field Labor (Estimated) - Mobilize to site, set pump, flow test, demob.

Invoice S

Invoice

**RETAIL SERVICE ORDER/MERCHANDISE INVOICE**

Sapp Bros  
9915 S. 1st

CHECK HERE IF:

CUSTOMER NUMBER \_\_\_\_\_  NEW CUSTOMER  CREDIT APPROVED  
 CUSTOMER NAME SID 158  
 MAILING ADDRESS \_\_\_\_\_  
 CITY \_\_\_\_\_ STATE \_\_\_\_\_ ZIP \_\_\_\_\_  
 PHONE \_\_\_\_\_

REMIT TO: \_\_\_\_\_

ADDRESS \_\_\_\_\_  
 CITY \_\_\_\_\_

**DELIVER PRODUCT/SERVICE TO**

ADDRESS \_\_\_\_\_  
 CITY \_\_\_\_\_ STATE \_\_\_\_\_ ZIP \_\_\_\_\_

DATE ORDERED	DATE F

WORK TO BE DONE \_\_\_\_\_  
*move*  
*Back*  
 WORK COMPLETED \_\_\_\_\_  
*Interst*

TANK/CYLINDER			
MAKE	SIZE	SERIAL NO.	% FULL

DOT PERMANENTLY INSTALLED CONTAINER	
DATE OF MANUFACTURE	LAST TEST DATE

SYSTEM PRESSURE TESTS							
PIPING PRESSURE TEST		LEAK CHECK		FLOW CHECK		LOCKUP TEST	
START	FINISH	START	FINISH	MANOMETER READING UNDER LOAD		MANOMETER READING	
						START	AFTER 5 MIN.

**TYPE OF TRANSACTION**

61 CASH SALE     62 CHARGE SALE     63 RETURN CREDIT

PART NO.	DESCRIPTION	INVENTORY ACCOUNT NO.	PRODUCT CODE	UNIT OF MEAS.
	<i>1/2 hour of labor</i>			
	<i>[Signature]</i>			
	<i>[Signature]</i>			
	LABOR			
CUSTOMER SIGNATURE				
SAPP BROS. <i>Randy Benson</i> DATE: <i>3/10/14</i>				



ADAMS & SULLIVAN<sup>PC, LLO</sup>  
ATTORNEYS AT LAW

Allen Marsh  
SID 158  
9915 S. 148th Street  
Omaha, NE 68138

Regarding: SID 158 - General Matters  
Invoice No: 11898

***Services Rendered***

<u>Date</u>	<u>Description</u>
3/01/2014	Legal services provided the District

Total New Charges

1246  
Papi  
(402)  
Tax I  
www