

CERTIFICATE

The undersigned hereby certify that they are the Chairperson and Clerk of Sanitary and Improvement District Number 163 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 23rd day of May 2013.



Stan M. Baatz, Chairperson



David L. Miller, Clerk

SANITARY AND IMPROVEMENT DISTRICT NO. 163

OF

SARPY COUNTY, NEBRASKA

BOARD OF TRUSTEES MEETING

May 23, 2013

MINUTES

PRESENT: Stan Baatz, David L. Miller, Larry K. Miller and Troy Blenderman

ABSENT: Barbara Kroeger

LOCATION: 15426 West Center Road, Omaha, Nebraska

TIME: 9:00 a.m.

Notice was given in advance thereof by publication in The Times, the designated method for giving notice on May 15, 2013, 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 to the Trustees of this meeting. All proceedings of the Board were taken while the convened meeting was open to the attendance of the public.

The Clerk of the District 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 had previously been provided with copies of the Sarpy County Election Commissioner's Certificate of Election, a copy of which is attached to these minutes. Elected were David L. Miller, Stan M. Baatz, Barbara Kroeger, Larry K. Miller and Troy Blenderman. Each Trustee took an Oath of Office, which Oaths will be kept with the District's records.

The Clerk then stated it was necessary for this newly elected Board to elect two officers, a Chairperson and a Clerk, and stated that the Board should now entertain nominations for the office of Chairperson. Following discussion, Stan M. Baatz was nominated for the office of Chairperson and David L. Miller was nominated for the office of Clerk. The following resolutions were duly moved by Troy Blenderman and seconded by Larry K. Miller:

BE IT RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 163 of Sarpy County, Nebraska that Stan M. Baatz is elected Chairperson of the District, to serve until the next election of Trustees or until his/her successor is duly elected and qualified.

On roll call on the foregoing Resolution the following voted in favor of the same: David L. Miller, Stan M. Baatz, Larry K. Miller and Troy Blenderman
The following voted nay: None

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

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 163 of Sarpy County, Nebraska, that David L. Miller is elected as Clerk of the District, to serve until the next election of Trustees or until his/her successor is duly elected and qualified.

On roll call on the foregoing Resolution the following voted in favor of the same: Stan M. Baatz, David L. Miller, Larry K. Miller and Troy Blenderman

The following voted nay: None

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

The Clerk stated that he would check the status of the statutory bonds for the Chairperson and Clerk and file them as required with the County Clerk.

Trustee Stan M. Baatz then offered the following resolution and moved its adoption:

BE IT RESOLVED by the Chairman and Board of Trustees of Sanitary & Improvement District No. 163 of Sarpy County, Nebraska that the approved methods of giving notice of meetings of the Board of Trustees shall be by publication of notice in the Papillion Times, a legal newspaper printed in and of general circulation in Sarpy County, Nebraska, or by posting notice in three places in the District.

Trustee David L. Miller seconded the motion and on roll call on the foregoing Resolution the following voted in favor of the same: David L. Miller, Stan M. Baatz, Larry K. Miller and Troy Blenderman

The following voted nay: None

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

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

General Warrants

| | |
|--|-------------------|
| OPPD | \$3,415.41 |
| Omaha World-Herald Media Group | \$ 55.21 |
| Great Plains One-Call Services, Inc. | \$ 22.88 |
| One Call Concepts, Inc. | \$ 14.35 |
| Thompson, Dreessen & Dorner, Inc. | \$1,587.72 |
| Massman Nelson Reinig PC | \$4,050.00 |
| Shallcross Insurance Agency | \$ 219.00 |
| Adams & Sullivan, P.C., L.L.O. | \$5,567.40 |

Trustee David L. Miller introduced the following resolutions and moved their adoption:

BE IT RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 163 of Sarpy County, Nebraska, that the Chairperson and Clerk be and they hereby are authorized and directed to execute and deliver General Warrant Nos. **G-13-709 through G-13-716** of the District, dated the date of this meeting, to the following payees in the following amounts, said general warrants to be drawn on the **General Fund** of the District and to draw interest at the rate of Seven percent (6%) per annum (interest to be payable in February of each year) and to be redeemed no later than **May 23, 2016**, each subject to extension of said maturity date by order of the District Court of Sarpy County, Nebraska, after notice is given as required by law, to-wit:

Warrant No. G-13-709 for \$3,415.41 payable to OPPD

Warrant No. G-13-710 for \$55.21 payable to the Omaha World-Herald

Warrant No. G-13-711 for \$22.88 payable to Great Plains One-Call Services, Inc.

Warrant No. G-13-712 for \$14.35 payable to One Call Concepts, Inc.

Warrant No. G-13-713 for \$1,587.72 payable to Thompson, Dreesen & Dorner, Inc.

Warrant No. G-13-714 for \$4,050.00 payable to Massman Nelson Reinig PC

Warrant No. G-13-715 for \$219.00 payable to Shallcross Insurance Agency

Warrant No. G-13-716 for \$5,567.40 payable to Adams & Sullivan, P.C., L.L.O.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 163 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. 163 of Sarpy County, Nebraska, that the District hereby covenants, warrants and agrees as follows: (a) to take all actions necessary under current federal law to maintain the tax-exempt status (as to taxpayers generally) of interest in the above warrants; and (b) to the extent

that it may lawfully do so, the District hereby designates the above warrants as its "qualified tax-exempt obligations" under Section 265 (b) (3) (B) (i) (III) of the Internal Revenue Code of 1986 as amended and covenants and warrants that the District does not reasonably expect to issue warrants or bonds or other obligations aggregating in the principal amount of more than \$5,000,000 during the calendar year in which the above warrants are to be issued.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 163 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.

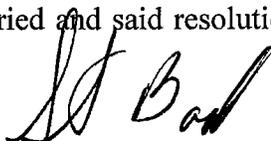
4. The Certificate is being passed, executed and delivered pursuant to Sections 1.148-2(b)(2) of the Income Tax Regulations under the Internal Revenue Code of 1986, as amended.

Motion seconded by Trustee Troy Blenderman. On roll call, the following voted for the passage and adoption of said resolution:

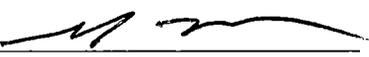
AYE: Stan M. Baatz, David L. Miller, Larry K. Miller and Troy Blenderman

The following voted NAY: None.

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



Stan M. Baatz, Chairperson



David L. Miller, Clerk

ACKNOWLEDGMENT OF RECEIPT OF NOTICE OF MEETING

The undersigned Trustees of Sanitary and Improvement District No. 163 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 9:00 a.m. on May 23, 2013, at 15426 West Center Road, Omaha, Nebraska.

Dated this 23rd day of May 2013

Barbara H. Kroeger



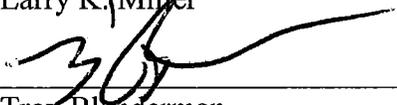
Stan M. Baatz



David L. Miller



Larry K. Miller

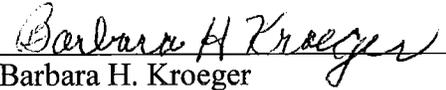


Troy Blenderman

ACKNOWLEDGMENT OF RECEIPT OF NOTICE OF MEETING

The undersigned Trustees of Sanitary and Improvement District No. 163 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 9:00 a.m. on May 23, 2013, at 15426 West Center Road, Omaha, Nebraska.

Dated this ____ day of May 2013


Barbara H. Kroeger

Stan M. Baatz

David L. Miller

Larry K. Miller

Troy Blenderman

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 163 OF SARP COUNTY, NEBRASKA
TO: TREASURER OF SARP COUNTY, NEBRASKA
 PAY TO: One Call Concepts, Inc.
 DATE May 23, 20 13
 OR SUBSEQUENT REGISTERED OWNER HEREOF
Fourteen & 35/100 DOLLARS \$ 14.35

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT. THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT SHALL DRAW INTEREST AT THE RATE OF 6% 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 May 23, 20 13 (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:
D.A. DAVIDSON & CO.
 1111 North 102nd Court, Suite 300, Omaha, NE 68114 • 402-392-7901
 IN PAYMENT OF Customer No. 04-SIDI163

CHAIR _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 163 OF SARP COUNTY, NEBRASKA
TO: TREASURER OF SARP COUNTY, NEBRASKA
 PAY TO: OPPD
 DATE May 23, 20 13
 OR SUBSEQUENT REGISTERED OWNER HEREOF
Three Thousand Four Hundred Fifteen & 41/100 DOLLARS \$ 3,415.41

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT. THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT SHALL DRAW INTEREST AT THE RATE OF 6% 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 May 23, 20 16 (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:
D.A. DAVIDSON & CO.
 1111 North 102nd Court, Suite 300, Omaha, NE 68114 • 402-392-7901
 IN PAYMENT OF Acct. 2404100021

CHAIR _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 163 OF SARP COUNTY, NEBRASKA
TO: TREASURER OF SARP COUNTY, NEBRASKA
 PAY TO: Thompson, Dreesen & Dornier, Inc.
 DATE May 23, 20 13
 OR SUBSEQUENT REGISTERED OWNER HEREOF
One Thousand Five Hundred Eighty-Seven & 72/100 DOLLARS \$ 1,587.72

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT. THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT SHALL DRAW INTEREST AT THE RATE OF 6% PER CENTUM PER ANNUM FROM DATE OF REGISTRATION UNTIL PAID, PAYABLE UPON REDEMPTION HEREOF.
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 THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:
D.A. DAVIDSON & CO.
 1111 North 102nd Court, Suite 300, Omaha, NE 68114 • 402-392-7901
 IN PAYMENT OF Inv. 96110, 96500, 96895, 97402, 97665, 98347, 98629 & 99161

CHAIR _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 163 OF SARP COUNTY, NEBRASKA
TO: TREASURER OF SARP COUNTY, NEBRASKA
 PAY TO: Omaha World-Herald Media Group
 DATE May 23, 20 13
 OR SUBSEQUENT REGISTERED OWNER HEREOF
Fifty-Five & 21/100 DOLLARS \$ 55.21

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT. THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT SHALL DRAW INTEREST AT THE RATE OF 6% 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.
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 THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:
D.A. DAVIDSON & CO.
 1111 North 102nd Court, Suite 300, Omaha, NE 68114 • 402-392-7901
 IN PAYMENT OF Order Nos. 0001636465, 0001560723 & 0001560655

CHAIR _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 163 OF SARP COUNTY, NEBRASKA
TO: TREASURER OF SARP COUNTY, NEBRASKA
 PAY TO: Massman Nelson Reiring PC
 DATE May 23, 20 13
 OR SUBSEQUENT REGISTERED OWNER HEREOF
Four Thousand Fifty & 00/100 DOLLARS \$ 4,050.00

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT. THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT SHALL DRAW INTEREST AT THE RATE OF 6% PER CENTUM PER ANNUM FROM DATE OF REGISTRATION UNTIL PAID, PAYABLE UPON REDEMPTION HEREOF.
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 THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:
D.A. DAVIDSON & CO.
 1111 North 102nd Court, Suite 300, Omaha, NE 68114 • 402-392-7901
 IN PAYMENT OF _____

CHAIR _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 163 OF SARP COUNTY, NEBRASKA
TO: TREASURER OF SARP COUNTY, NEBRASKA
 PAY TO: Great Plains One-Call Services, Inc.
 DATE May 23, 20 13
 OR SUBSEQUENT REGISTERED OWNER HEREOF
Twenty-Two & 88/100 DOLLARS \$ 22.88

AND CHARGE TO THE GENERAL ACCOUNT OF THE DISTRICT. THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT IS REGISTERED BY THE COUNTY TREASURER, THE FOLLOWING PROVISIONS SHALL APPLY:
 THIS WARRANT SHALL DRAW INTEREST AT THE RATE OF 6% PER CENTUM PER ANNUM FROM DATE OF REGISTRATION UNTIL PAID, PAYABLE UPON REDEMPTION HEREOF.
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 THE PAYING AGENT AND REGISTRAR FOR THIS WARRANT IS:
D.A. DAVIDSON & CO.
 1111 North 102nd Court, Suite 300, Omaha, NE 68114 • 402-392-7901
 IN PAYMENT OF Invoice 1012SD163

CHAIR _____
 CLERK _____

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 163 OF SARPY COUNTY, NEBRASKA

TO: TREASURER OF SARPY COUNTY, NEBRASKA

NO. G-13-715

(Ex Officio Treasurer of the District)

DATE May 23, 20 13

PAY TO Shallcross Insurance Agency

OR SUBSEQUENT REGISTERED OWNER HEREOF

Two Hundred Nineteen & 00/100

DOLLARS (\$ 219.00)

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 6% 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 May 23, 20 16 (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:

D.A. DAVIDSON & CO.

1111 North 102nd Court, Suite 300, Omaha, NE 68114 • 402-392-7901

CHAIR

IN PAYMENT OF _____

CLERK

WARRANT OF SANITARY AND IMPROVEMENT DISTRICT NO. 163 OF SARPY COUNTY, NEBRASKA

TO: TREASURER OF SARPY COUNTY, NEBRASKA

NO. G-13-716

(Ex Officio Treasurer of the District)

DATE May 23, 20 13

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

OR SUBSEQUENT REGISTERED OWNER HEREOF

Five Thousand Five Hundred Sixty-Seven & 40/100

DOLLARS (\$ 5,567.40)

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 6% 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 May 23, 20 16 (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:

D.A. DAVIDSON & CO.

1111 North 102nd Court, Suite 300, Omaha, NE 68114 • 402-392-7901

CHAIR

IN PAYMENT OF _____

CLERK

CERTIFICATE OF RESULTS OF ELECTION SID #163

We, the undersigned, have been appointed by the Election Commissioner of Sarpy County, Nebraska, to count and record the results of the election for the purpose of electing Trustees of Sanitary and Improvement District Number 163 of Sarpy County, Nebraska, held on the 11th day of September, 2012.

| All Property Owners Ballot Candidates as they appeared on the Ballot | Elect Five Votes Cast |
|---|--------------------------|
| Stan M Baatz, Designated Representative of Miller Developments LLC 21040 Timberlane Elkhorn NE | 24 |
| David L Miller, Designated Representative of Miller Properties LLC 4035 S 224 th Terrace Elkhorn NE | 24 |
| Barbara Kroeger 4004 N 210 th St Elkhorn | 25 |
| Larry K Miller | 8 |
| Troy Blenderman | 8 |

Dated this 20th day of September, 2012.

Susan Stockwell
Election Board Member

Marlyp Dively
Election Board Member

I, Wayne Bena, Election Commissioner of Sarpy County, Nebraska certify that the above votes were cast for the Office of Trustee by the Legal Property Owners within the said Sanitary and Improvement District.

W.B.
Wayne Bena, Election Commissioner

Ballots Mailed 44
Ballots Voted 25



| Account Number | Due Date | Total Amount Due |
|----------------|--------------|------------------|
| 2404100021 | May 20, 2013 | \$3,415.41 |

Customer Name: SID 163 SARPY
Statement Date: April 29, 2013

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

Billing Information for service address: 13700 GILES RD, STLT OMAHA NE

Billing Period From 03-28-2013 To 04-29-2013 @32 Days

| Rate | Summary Usage | | |
|------|----------------|-------------------------------------|--------------------------|
| | Current Amount | Fuel and Purchased Power Adjustment | Subtotal Amount per Rate |
| SL61 | \$397.44 | \$2.49 | \$421.93 |

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

Sales Tax 22.00
 Total Charges \$421.93
 Previous Balance 2,993.48
 Total Amount Due \$3,415.41
 Late Payment Charge of \$16.88 applies after due date.

1 Please return this portion with payment

Are you planning any spring projects? Remember to call the Digger's Hotline of Nebraska at 811 or 800-331-5666 before you dig.

Statement Date: April 29, 2013

| Account Number | Due Date | Total Amount Due |
|----------------|--------------|------------------|
| 2404100021 | May 20, 2013 | \$3,415.41 |

Late Payment Charge of \$16.88 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:

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



SID 163 SARPY
% ADAMS & SULLIVAN
1246 GOLDEN GATE DR STE 1
PAPILLION NE 68046-2843

PO BOX 3995
OMAHA NE 68103-0995



01240410002110000034154100000343229201305201



| Account Number | Due Date | Total Amount Due |
|----------------|--------------|------------------|
| 2404100021 | May 20, 2013 | \$3,415.41 |

Customer Name: SID 163 SARPY
Statement Date: April 29, 2013

Billing Information for service address: 13700 GILES RD, STLT OMAHA NE

Billing Period From 03-28-2013 To 04-29-2013 @32 Days

| Rate | Method No. | Number of Lamps | Price per Lamp | Usage | | | |
|------|------------|-----------------|----------------|----------------|-------------------------------------|--------------------|---------------------------|
| | | | | Current Amount | Fuel and Purchased Power Adjustment | Total Usage Amount | Sub-Total Amount per Rate |
| SL61 | 61211 | 23 | \$17.28 | \$397.44 | | | |
| SL61 | | | | | 2.49 | 397.44 | \$421.93 |

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 Ann 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:

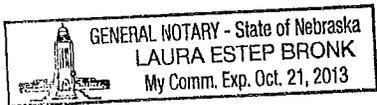
Wednesday, May 15, 2013 Papillion Times

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 Ann Lee
Publisher Business Manager

Today's Date 05-15-2013
Signed in my presence and sworn to before me:

Notary Public



Printer's Fee \$ 10.25
Customer Number: 26207
Order Number: 0001636465

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. 163
OF SARPY COUNTY, NEBRASKA

Notice is hereby given that a meeting for the Board of Trustees of Sanitary and Improvement District No. 163 of Sarpy County, Nebraska, will be held at 9:00 a.m. on May 23, 2013 at 15426 West Center Road, Omaha, Nebraska, which meeting will be open to the public.

An Agenda for such meeting which includes payment of the bills of the District, kept continuously current, is available for public inspection at 1246 Golden Gate Drive, Suite 1, Papillion, Nebraska.

Dave Miller
Clerk of the District
1636465; 5/15

Return address (NOT remittance address):

Great Plains One-Call Service Inc.
4141 N 156th St Suite 200
Omaha, NE 68116



Statewide
1-800-331-5666
Metro Omaha
344-3565

www.ne-diggers.com Nationwide Dial 811

BILL TO:

SID 163 SARPY COUNTY
PATRICK SULLIVAN, ATTORNEY
1246 GOLDEN GATE DRIVE

PAPILLION NE 68046

INVOICE DATE: 11/1/2012
FOR MONTH OF 10/1/2012
INVOICE#: 1012SD163
PO#:

| <i>SID163</i> | Ticket Type | Quantity | Amount | Total |
|---------------|--------------------------|----------|--------|---------------|
| | Meet Requested | 1 | \$1.72 | \$1.72 |
| | Locate Request | 4 | \$1.72 | \$6.88 |
| | Terminal Subtotal | 5 | | \$8.60 |

Member Billing Subtotal 5 \$8.60

Nebraska One Call Board Surcharge (.04 per ticket): \$0.20

Total Current Billing: \$8.80

Previous Balance: \$14.08

TOTAL BALANCE DUE: \$22.88

IF the Total Balance Due is in () do not pay - credit on account

PLEASE PAY EXACT AMOUNT DUE - THIS IS THE FINAL INVOICE
from Great Plains One Call Service - see billing insert

| Over 30 Days | Over 60 Days | Over 90 Days | Over 120 Days |
|--------------|--------------|--------------|---------------|
| \$14.08 | \$0.00 | \$0.00 | \$0.00 |

Terms: Net 30 days Any total balance due less than \$25.00 may be paid quarterly.

For billing questions and correspondence please contact: JILL GEYER

EMAIL: JillGeyer@usicinc.com PHONE: 402-738-2170

Make checks payable to: Great Plains One Call
SEND ALL PAYMENTS TO: PO Box 713596, Cincinnati, OH 45271-3596

From: SID 163 SARPY COUNTY

Invoice: 1012SD163

Code: SD163

Current Invoice: \$8.80

Total Amount Due: \$22.88

Invoice Number

Amount Enclosed

IF the Total Balance Due is in () do not pay - credit on account

Please return this portion of the bill with your remittance. Thank You.

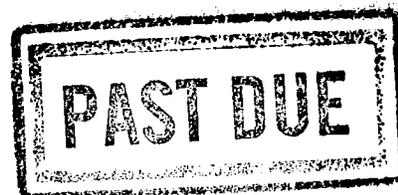
Statement

ONE CALL CONCEPTS, INC.
 7223 PARKWAY DR.
 SUITE 210
 HANOVER MD. 21076
 (410) 712-0082

Statement Date: 5/6/2013
Customer Number: 04-SID163

SID 163 SARPY COUNTY
 PATRICK SULLIVAN, ATTORNEY
 1246 GOLDEN GATE DR, STE 1
 Papillion, NE 68046

| Date | Reference | Description | Charge | Credit | Balance |
|------------|------------|-------------|--------|--------|---------|
| 11/30/2012 | 2110673-IN | | 2.95 | | 2.95 |
| 12/31/2012 | 2120634-IN | | 4.40 | | 4.40 |
| 3/31/2013 | 3030621-IN | | 1.10 | | 1.10 |
| 4/30/2013 | 3040583-IN | | 5.90 | | 5.90 |



Total: 14.35

| Current | 30 Days | 60 Days | 90 Days | 120 Days | Balance Due |
|---------|---------|---------|---------|----------|-------------|
| 5.90 | 1.10 | 0.00 | 0.00 | 7.35 | 14.35 |

WE NOW ACCEPT E-CHECKS AND MASTERCARD/ DISCOVER PAYMENTS.
 GO TO WWW.OCCINC.COM FOR MORE INFORMATION.

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

| | |
|----------------|------------|
| Invoice No. | 2110673 |
| Invoice Date | 11/30/2012 |
| Billing Period | November |
| CDC | SID163 |
| Account # | 04-SID163 |
| PO # | |

SID 163 SARPY COUNTY
 PATRICK SULLIVAN, ATTORNEY
 1246 GOLDEN GATE DR, STE 1
 PAPIILLION, NE 68046

Current Costs associated with your participation in Diggers Hotline of Nebraska

| Description | Amount |
|---|---------------|
| Regular Locate Fee: 3 Locates at \$0.95 | \$2.85 |
| ITIC Tickets Discount: 1 at \$0.35 | (\$0.35) |
| Advertising : 3 at \$0.15 | \$0.45 |
| TOTAL: | \$2.95 |

| Terminal | Tickets |
|----------|---------|----------|---------|----------|---------|----------|---------|----------|---------|
| SID163 | 3 | | | | | | | | |

REMITTANCE COPY

| | |
|-----------------|----------------------|
| Company Name: | SID 163 SARPY COUNTY |
| Account Number: | 04-SID163 |
| CDC: | SID163 |
| Invoice Number: | 2110673 |
| Invoice Date: | 11/30/2012 |
| Amount Due: | \$2.95 |

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

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

| | |
|----------------|------------|
| Invoice No. | 2120634 |
| Invoice Date | 12/31/2012 |
| Billing Period | December |
| CDC | SID163 |
| Account # | 04-SID163 |
| PO # | |

SID 163 SARPY COUNTY
 PATRICK SULLIVAN, ATTORNEY
 1246 GOLDEN GATE DR, STE 1
 PAPILLION, NE 68046

Current Costs associated with your participation in Diggers Hotline of Nebraska

| Description | Amount |
|---|---------------|
| Regular Locate Fee: 4 Locates at \$0.95 | \$3.80 |
| ITIC Tickets Discount: 0 at \$0.35 | \$0.00 |
| Administrative Fee: 4 at \$0.15 | \$0.60 |
| TOTAL: | \$4.40 |

| Terminal | Tickets |
|----------|---------|----------|---------|----------|---------|----------|---------|----------|---------|
| SID163 | 4 | | | | | | | | |

Receive your invoice by EMAIL or FAX by contacting Angela Smith at (410) 712-0082.

 REMITTANCE COPY

| | |
|-----------------|----------------------|
| Company Name: | SID 163 SARPY COUNTY |
| Account Number: | 04-SID163 |
| CDC: | SID163 |
| Invoice Number: | 2120634 |
| Invoice Date: | 12/31/2012 |
| Amount Due: | \$4.40 |

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

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

| | |
|----------------|------------|
| Invoice No. | 3030621 |
| Invoice Date | 03/31/2013 |
| Billing Period | March |
| CDC | SID163 |
| Account # | 04-SID163 |
| PO # | |

SID 163 SARPY COUNTY
 PATRICK SULLIVAN, ATTORNEY
 1246 GOLDEN GATE DR, STE 1
 PAPIILLION, NE 68046

Current Costs associated with your participation in Diggers Hotline of Nebraska

| Description | Amount |
|---|---------------|
| Regular Locate Fee: 1 Locates at \$0.95 | \$0.95 |
| ITIC Tickets Discount: 0 at \$0.35 | \$0.00 |
| Administrative Fee: 1 at \$0.15 | \$0.15 |
| TOTAL: | \$1.10 |

| Terminal | Tickets |
|----------|---------|----------|---------|----------|---------|----------|---------|----------|---------|
| SID163 | 1 | | | | | | | | |

We are now accepting E-Checks and MasterCard / Discover payments. Please go to www.occinc.com for more information. Receive your invoice by EMAIL or FAX by contacting Angela Smith or Jennie Jamison at (410) 712-0082.

If your invoice is less than \$25.00 per month, you can sign up to receive quarterly billings by contacting Angela Smith or Jennie Jamison at (410) 712-0082.

 REMITTANCE COPY

| | |
|-----------------|----------------------|
| Company Name: | SID 163 SARPY COUNTY |
| Account Number: | 04-SID163 |
| CDC: | SID163 |
| Invoice Number: | 3030621 |
| Invoice Date: | 03/31/2013 |
| Amount Due: | \$1.10 |

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

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

| | |
|----------------|------------|
| Invoice No. | 3040583 |
| Invoice Date | 04/30/2013 |
| Billing Period | April |
| CDC | SID163 |
| Account # | 04-SID163 |
| PO # | |

SID 163 SARPY COUNTY
 PATRICK SULLIVAN, ATTORNEY
 1246 GOLDEN GATE DR, STE 1
 PAPIILLION, NE 68046

Current Costs associated with your participation in Diggers Hotline of Nebraska

| Description | Amount |
|---|---------------|
| Regular Locate Fee: 6 Locates at \$0.95 | \$5.70 |
| ITIC Tickets Discount: 2 at \$0.35 | (\$0.70) |
| Administrative Fee: 6 at \$0.15 | \$0.90 |
| TOTAL: | \$5.90 |

| Terminal | Tickets |
|----------|---------|----------|---------|----------|---------|----------|---------|----------|---------|
| SID163 | 6 | | | | | | | | |

We are now accepting E-Checks and MasterCard / Discover payments. Please go to www.occinc.com for more information.

Receive your invoice by EMAIL or FAX by contacting Angela Smith or Jennie Jamison at (410) 712-0082.

 REMITTANCE COPY

| | |
|-----------------|----------------------|
| Company Name: | SID 163 SARPY COUNTY |
| Account Number: | 04-SID163 |
| CDC: | SID163 |
| Invoice Number: | 3040583 |
| Invoice Date: | 04/30/2013 |
| Amount Due: | \$5.90 |

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



Thompson, Dreessen & Dorner, Inc.
 Consulting Engineers & Land Surveyors
 10836 Old Mill Road
 Omaha, NE 68154
 Office: 402.330.8860 Fax: 402-330-5866
 www.td2co.com

INVOICE

SID #163 (I-80 INDUSTRIAL PARK)
 MR. PATRICK SULLIVAN
 ADAMS & SULLIVAN, P.C.
 1246 GOLDEN GATE DRIVE
 PAPANILLION, NE 68046

Invoice number 96110
 Date 09/10/2012
 Project 0951-900 SID #163 (I-80 INDUSTRIAL
 PARK) ONE CALL MEMBER
 AGREEMENT

Professional Services from August 1, 2012 through August 31, 2012

| Description | Current Billed |
|--|----------------|
| 1 - One Call Response for August, 2012 | 25.00 |
| Total | 25.00 |

Invoice total 25.00

Aging Summary

| Invoice Number | Invoice Date | Outstanding | Current | Over 30 | Over 60 | Over 90 | Over 120 |
|----------------|--------------|-------------|---------|---------|---------|---------|----------|
| 94200 | 04/17/2012 | 225.00 | | | | | 225.00 |
| 94568 | 05/15/2012 | 100.00 | | | | 100.00 | |
| 94997 | 06/18/2012 | 91.95 | | | 91.95 | | |
| 95430 | 07/18/2012 | 243.55 | | 243.55 | | | |
| 95741 | 08/09/2012 | 175.00 | | 175.00 | | | |
| 96110 | 09/10/2012 | 25.00 | 25.00 | | | | |
| | Total | 860.50 | 25.00 | 418.55 | 91.95 | 100.00 | 225.00 |

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.



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 Consulting Engineers & Land Surveyors
 10836 Old Mill Road
 Omaha, NE 68154
 Office: 402.330.8860 Fax: 402-330-5866
 www.td2co.com

INVOICE

SID #163 (I-80 INDUSTRIAL PARK)
 MR. PATRICK SULLIVAN
 ADAMS & SULLIVAN, P.C., L.L.O.
 1246 GOLDEN GATE DRIVE
 PAPIILLION, NE 68046

Invoice number 96500
 Date 10/10/2012
 Project 0951-900 SID #163 (I-80 INDUSTRIAL
 PARK) ONE CALL MEMBER
 AGREEMENT

Professional Services from September 1, 2012 through September 30, 2012

| Description | Current Billed |
|--|----------------|
| 8 - One Call Responses and 3-Locate Tickets for September, 2012 | 342.60 |
| Total | 342.60 |

Invoice total 342.60

Aging Summary

| Invoice Number | Invoice Date | Outstanding | Current | Over 30 | Over 60 | Over 90 | Over 120 |
|----------------|--------------|---------------|---------------|--------------|-------------|-------------|-------------|
| 96110 | 09/10/2012 | 25.00 | | 25.00 | | | |
| 96500 | 10/10/2012 | 342.60 | 342.60 | | | | |
| | Total | 367.60 | 342.60 | 25.00 | 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.



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 Consulting Engineers & Land Surveyors
 10836 Old Mill Road
 Omaha, NE 68154
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 www.td2co.com

INVOICE

SID #163 (I-80 INDUSTRIAL PARK)
 MR. PATRICK SULLIVAN
 ADAMS & SULLIVAN, P.C., L.L.O.
 1246 GOLDEN GATE DRIVE
 PAPANILLION, NE 68046

Invoice number 96895
 Date 11/13/2012
 Project 0951-900 SID #163 (I-80 INDUSTRIAL
 PARK) ONE CALL MEMBER
 AGREEMENT

Professional Services from October 1, 2012 through October 31, 2012

Set up Service Area and Verify Mapping for New Service Provider One Call Concepts.
 One Call Concepts has Replaced Great Plains One Call Service and is Providing One Call
 Notification Services for Diggers Hotline of Nebraska Effective November 1, 2012. \$125.00
 5 - One Call Responses for October, 2012 \$125.00

| Description | Current Billed |
|--------------------------|----------------|
| One Call Services | 250.00 |
| Total | 250.00 |

Invoice total 250.00

Aging Summary

| Invoice Number | Invoice Date | Outstanding | Current | Over 30 | Over 60 | Over 90 | Over 120 |
|----------------|--------------|---------------|---------------|---------------|--------------|-------------|-------------|
| 96110 | 09/10/2012 | 25.00 | | | 25.00 | | |
| 96500 | 10/10/2012 | 342.60 | | 342.60 | | | |
| 96895 | 11/13/2012 | 250.00 | 250.00 | | | | |
| | Total | 617.60 | 250.00 | 342.60 | 25.00 | 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.



Thompson, Dreesen & Dorner, Inc.
 Consulting Engineers & Land Surveyors
 10836 Old Mill Road
 Omaha, NE 68154
 Office: 402.330.8860 Fax: 402-330-5866
 www.td2co.com

INVOICE

SID #163 (I-80 INDUSTRIAL PARK)
 MR. PATRICK SULLIVAN
 ADAMS & SULLIVAN, P.C., L.L.O.
 1246 GOLDEN GATE DRIVE
 PAPIILLION, NE 68046

Invoice number 97402
 Date 12/19/2012
 Project 0951-900 SID #163 (I-80 INDUSTRIAL
 PARK) ONE CALL MEMBER
 AGREEMENT

Professional Services from November 1, 2012 through November 30, 2012

| | |
|---|----------|
| 4 - One Call Responses for November, 2012 | \$100.00 |
| 1 - Site Visit for a Storm Sewer Locate | \$ 25.50 |

| Description | Current Billed |
|--------------------------|----------------|
| One Call Services | 125.50 |
| Total | 125.50 |

Invoice total 125.50

Aging Summary

| Invoice Number | Invoice Date | Outstanding | Current | Over 30 | Over 60 | Over 90 | Over 120 |
|----------------|--------------|---------------|---------------|---------------|---------------|--------------|-------------|
| 96110 | 09/10/2012 | 25.00 | | | | 25.00 | |
| 96500 | 10/10/2012 | 342.60 | | | 342.60 | | |
| 96895 | 11/13/2012 | 250.00 | | 250.00 | | | |
| 97402 | 12/19/2012 | 125.50 | 125.50 | | | | |
| | Total | 743.10 | 125.50 | 250.00 | 342.60 | 25.00 | 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.



Thompson, Dreessen & Dörner, Inc.
 Consulting Engineers & Land Surveyors
 10836 Old Mill Road
 Omaha, NE 68154
 Office: 402.330.8860 Fax: 402-330-5866
 www.td2co.com

INVOICE

SID #163 (I-80 INDUSTRIAL PARK)
 MR. PATRICK SULLIVAN
 ADAMS & SULLIVAN, P.C., L.L.O.
 1246 GOLDEN GATE DRIVE
 PAPANILLION, NE 68046

Invoice number 97665
 Date 01/11/2013

Project 0951-900 SID #163 (I-80 INDUSTRIAL
 PARK) ONE CALL MEMBER
 AGREEMENT

Professional Services from December 1, 2012 through December 31, 2012

4 - One Call Responses for December, 2012

| Description | Current Billed |
|--------------------------|----------------|
| One Call Services | 100.00 |
| Total | 100.00 |

Invoice total 100.00

Aging Summary

| Invoice Number | Invoice Date | Outstanding | Current | Over 30 | Over 60 | Over 90 | Over 120 |
|----------------|--------------|---------------|---------------|---------------|-------------|---------------|--------------|
| 96110 | 09/10/2012 | 25.00 | | | | | 25.00 |
| 96500 | 10/10/2012 | 342.60 | | | | 342.60 | |
| 96895 | 11/13/2012 | 250.00 | | 250.00 | | | |
| 97402 | 12/19/2012 | 125.50 | 125.50 | | | | |
| 97665 | 01/11/2013 | 100.00 | 100.00 | | | | |
| | Total | 843.10 | 225.50 | 250.00 | 0.00 | 342.60 | 25.00 |

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.



Thompson, Dreesen & Dorner, Inc.
 Consulting Engineers & Land Surveyors
 10836 Old Mill Road
 Omaha, NE 68154
 Office: 402.330.8860 Fax: 402-330-5866
 www.td2co.com

INVOICE

SID #163 (I-80 INDUSTRIAL PARK)
 MR. PATRICK SULLIVAN
 ADAMS & SULLIVAN, P.C., L.L.O.
 1246 GOLDEN GATE DRIVE
 PAPANILLION, NE 68046

Invoice number 98344
 Date 03/13/2013
 Project 0951-101 SID #163 (I-80 INDUSTRIAL
 PARK) MISCELLANEOUS SERVICES,
 1992-CURRENT

Professional Services from February 4, 2013 through March 03, 2013

| Description | Current Billed |
|---|----------------|
| Engineering Services-Annual Storm Sewer Inspection and Report | 527.72 |
| Total | 527.72 |

Invoice total 527.72

Aging Summary

| Invoice Number | Invoice Date | Outstanding | Current | Over 30 | Over 60 | Over 90 | Over 120 |
|----------------|--------------|---------------|---------------|---------|---------|---------|----------|
| 98344 | 03/13/2013 | 527.72 | 527.72 | | | | |
| | Total | 527.72 | 527.72 | 0.00 | 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.



Thompson, Dreessen & Dörner, 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 #163 (I-80 INDUSTRIAL PARK)
 MR. PATRICK SULLIVAN
 ADAMS & SULLIVAN, P.C., L.L.O.
 1246 GOLDEN GATE DRIVE
 PAPIILLION, NE 68046

Invoice number 98939
 Date 04/25/2013

Project 0951-900 SID #163 (I-80 INDUSTRIAL
 PARK) ONE CALL MEMBER
 AGREEMENT

Professional Services from March 1, 2013 through March 31, 2013

| Description | Current Billed |
|--------------------------------|----------------|
| One Call Services - 1 Response | 25.00 |
| Total | 25.00 |

Invoice total 25.00

Aging Summary

| Invoice Number | Invoice Date | Outstanding | Current | Over 30 | Over 60 | Over 90 | Over 120 |
|----------------|--------------|---------------|--------------|-------------|-------------|---------------|---------------|
| 96110 | 09/10/2012 | 25.00 | | | | | 25.00 |
| 96500 | 10/10/2012 | 342.60 | | | | | 342.60 |
| 96895 | 11/13/2012 | 250.00 | | | | | 250.00 |
| 97402 | 12/19/2012 | 125.50 | | | | | 125.50 |
| 97665 | 01/11/2013 | 100.00 | | | | 100.00 | |
| 98939 | 04/25/2013 | 25.00 | 25.00 | | | | |
| | Total | 868.10 | 25.00 | 0.00 | 0.00 | 100.00 | 743.10 |

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.



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 #163 (I-80 INDUSTRIAL PARK)
 MR. PATRICK SULLIVAN
 ADAMS & SULLIVAN, P.C., L.L.O.
 1246 GOLDEN GATE DRIVE
 PAPIILLION, NE 68046

Invoice number 99181
 Date 05/13/2013

Project 0951-900 SID #163 (I-80 INDUSTRIAL
 PARK) ONE CALL MEMBER
 AGREEMENT

Professional Services from April 1, 2013 through April 30, 2013

6 - One Call Responses \$150.00
 1 - Locate Ticket \$ 41.90

| Description | Current Billed |
|-------------------|----------------|
| One Call Services | 191.90 |
| Total | 191.90 |

Invoice total 191.90

Aging Summary

| Invoice Number | Invoice Date | Outstanding | Current | Over 30 | Over 60 | Over 90 | Over 120 |
|----------------|--------------|-----------------|---------------|-------------|-------------|-------------|---------------|
| 96110 | 09/10/2012 | 25.00 | | | | | 25.00 |
| 96500 | 10/10/2012 | 342.60 | | | | | 342.60 |
| 96895 | 11/13/2012 | 250.00 | | | | | 250.00 |
| 97402 | 12/19/2012 | 125.50 | | | | | 125.50 |
| 97665 | 01/11/2013 | 100.00 | | | | | 100.00 |
| 98939 | 04/25/2013 | 25.00 | 25.00 | | | | |
| 99181 | 05/13/2013 | 191.90 | 191.90 | | | | |
| | Total | 1,060.00 | 216.90 | 0.00 | 0.00 | 0.00 | 843.10 |

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.

MASSMAN NELSON REINIG PC
Certified Public Accountants
13310 I Street | Omaha, Nebraska 68137
402 330 7099 Fax 402 330 0809

Invoice submitted to:

SID #163 (Sarpy Co.)
1246 Golden Gate Dr.
Papillion, NE 68046

April 30, 2013

| | <u>Amount</u> |
|------------------|-------------------|
| Previous balance | \$4,050.00 |
| Balance due | <u>\$4,050.00</u> |

NOW ACCEPTING VISA AND MASTERCARD PAYMENTS FOR PROFESSIONAL SERVICES.

A FINANCE CHARGE OF ONE AND ONE FOURTH (1.25) PERCENT PER MONTH (ANNUAL RATE OF 15%) WILL BE ADDED TO ANY ACCOUNT BALANCE WHICH REMAINS OUTSTANDING FOR MORE THAN THIRTY (30) DAYS FROM THE DATE SUCH BALANCE IS FIRST INVOICED.

Insurance Invoice

DATE: March 26, 2013

INSURANCE COVERS

STAN BAATZ Chw Dave Miller Chw 163

| COMPANY & POLICY NO. | AMOUNT | TERM | DATE EFFECTIVE | DATE EXPIRES | PREMIUM |
|------------------------------------|------------------|------------|----------------|----------------|---------------|
| <u>Old Republic</u> RPO 0439285 | <u>\$5000.00</u> | <u>2yr</u> | <u>3/23/13</u> | <u>2/23/15</u> | <u>100.00</u> |
| <u>RPO 0487703</u> | <u>20000.00</u> | <u>2yr</u> | <u>3/23/13</u> | <u>2/23/15</u> | <u>119.00</u> |
| | | | | | <u>219.00</u> |

TO

Dixan Adams
1246 Golden Gate Dr
Papillion, Ne 68146

SHALLCROSS INSURANCE AGENCY

"Your Interest is Our Interest"

2219 FRANKLIN BELLEVUE, NEBRASKA 68005

Phone: 291-2701

Accounts 60 days in arrears carry 6% interest.



ADAMS &
SULLIVAN, P.C., L.L.O.
Attorneys at Law
"Trusted Advice, Valued Results"

Adams & Sullivan, P.C., L.L.O.
1246 Golden Gate Drive
Papillion, NE 68046

Stan Baatz
Miller Properties
15426 West Center Road
Omaha, NE

Date: 5/01/2013

Regarding: SID 163, Annual
Invoice No: 10415

Services Rendered

| <u>Date</u> | <u>Description</u> | | |
|-------------|---|------------|------------|
| 5/01/2013 | Legal services provided the District during the fiscal year including preparing and filing Annual Statement as required | | |
| | | Total Fees | \$5,510.00 |

Expenses

| <u>Start Date</u> | <u>Description</u> | <u>Quantity</u> | <u>Charges</u> |
|-------------------|--|-----------------|----------------|
| 10/05/2012 | Election costs from Sarpy County Election Commission | 1.00 | \$57.40 |
| | | Total Expenses | \$57.40 |
| | Total New Charges | | \$5,567.40 |



Sarpy County Election Commission
WAYNE BENA, ELECTION COMMISSIONER
1261 Golden Gate Drive Suite 6E · Papillion NE 68046-2884
Phone 402-593-2167 · www.sarpy.com/election · Fax 402-593-5770

September 25, 2012

RE: ELECTION EXPENSES FOR SANITARY AND IMPROVEMENT
DISTRICT #163 HELD ON SEPTEMBER 11, 2012 IN SARPY COUNTY
NEBRASKA.

| | |
|--|----------|
| Conducting Election per LB 587 and LB 652: | \$ 25.00 |
| All personnel and supplies: including all mailings, property owners list, ballots, results and all postage. | \$32.40 |
| Total Cost: | \$57.40 |

Please submit payment to the Sarpy County Election Commission within 60 days following the receipt of this billing, in accordance with 31-735.05. Payment of the total amount billed shall be in currency (no warrants) and made by the attorney for the Sanitary and Improvement District.

Sincerely,

A handwritten signature in black ink, appearing to read "W-Bena".

Wayne Bena
Election Commissioner

WB:sjs