

CERTIFICATE

The undersigned hereby certify that they are the Chairperson and Clerk of **Sanitary and Improvement District Number 260 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.

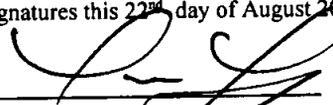
3. All of the subjects addressed at the Meeting were contained in the agenda for the Meeting, which agenda was kept continually current and readily available for public inspection at the address listed in the meeting notice for the Meeting and a copy of which is attached to this Certificate; such subjects 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 22nd day of August 2012.



Chairperson



Clerk

WUZ

MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES OF SANITARY AND IMPROVEMENT DISTRICT NO. 260 OF SARPY COUNTY, NEBRASKA HELD ON AUGUST 22, 2012

The meeting of the Board of Trustees of Sanitary and Improvement District No. 260 of Sarpy County, Nebraska was convened in open and public session at 9:00 A.M. on August 22, 2012 at 9719 Giles Road, LaVista, Nebraska.

Present at the meeting were Trustees Tim Young, Mark Boyer and Kristina (Young) Philbin.

Notice of the meeting was given in advance thereof by publication in The Bellevue Leader on August 8, 2012, a copy of the Proof of Publication being attached to these minutes. Notice of the meeting was simultaneously 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 Chairman then stated that a copy of the Nebraska Open Meeting Laws was available for review and inspection and stated the location of said copy in the room in which such meeting was being held.

The Clerk then certified that notice of this meeting had been given to the Sarpy County Clerk of Papillion, Nebraska at least seven days prior to the time set by the Board of Trustees for this meeting and filed his Certificate to that effect, said Certificate being attached to these minutes and made a part hereof by this reference.

The Chairman then presented the following statements to be paid from the General Fund Account of the District:

- a) E & A Consulting Group for engineering services.
(#118138, 117905) \$2,943.31

- b) Omaha Public Power District for electrical services.
(#1599401738 - \$282.64, 597-3371894 - \$11,677.24) \$11,959.88

- c) Wheatley dba Team Green for mowing maintenance.

| | |
|---|------------|
| (#0612) | \$280.00 |
| d) Utilities Service Group for sewer maintenance. (#9541, 9502, 9519) | \$2,812.50 |
| e) Chastian-Otis, Inc. for insurance renewals. | \$4,701.00 |
| f) HTM, inc. for lift station maintenance. (#11-27382-9, 10, 11; 11-27380-11, 12, 13) | \$1,830.00 |

Then, upon motion duly made, seconded and upon a roll call vote of "aye" by the Trustees, the following resolution was adopted:

RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 260 of Sarpy County, Nebraska that the Chairman and Clerk be and hereby are authorized and directed to execute and deliver Warrant Nos. 2976 through 2981, inclusive, of the District, dated the date of this meeting, to the following payees for the following services and in the following amounts to draw interest at the rate of 6% per annum and to be payable from the General Fund Account of the District and to be redeemed no later than three years from the date hereof being August 22, 2015; to-wit:

- 1) Warrant No. 2976 for \$2,943.31 payable to E & A Consulting Group for engineering services.
- 2) Warrant No. 2977 for \$11,959.88 payable to Omaha Public Power District for electrical services.
- 3) Warrant No. 2978 for \$280.00 payable to Wheatley dba Team Green for mowing maintenance.
- 4) Warrant No. 2979 for \$2,812.50 payable to Utilities Service Group for sewer maintenance.
- 5) Warrant No. 2980 for \$4,701.00 payable to Chastain-Otis, Inc. for insurance renewals.
- 6) Warrant No. 2981 for \$1,830.00 payable to HTM, Inc. for lift station maintenance.

Then upon motion duly made, seconded and upon a unanimous roll call vote of "aye" by the Trustees, the following resolution was adopted:

FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 260 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 benefitted 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. 260 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 on 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)(ii) of the Internal Revenue Code 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. 260 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 Chairperson 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 less 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 average annual debt service due on the above Warrants will be expended for payment of principal of and interest on the above Warrants within 13 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 13 months after receipt of such monies, plus the 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. This 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, and under the Internal Revenue Code of 1986.

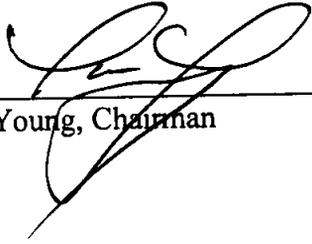
The Chairman then presented a proposed Bond Resolution authorizing the issuance of \$2,400,000 principal amount of bonds of the District. After discussion, the Resolution attached to these minutes, identified as "Bond Resolution" and by this reference made a part hereof as if fully incorporated herein, was duly moved, seconded and upon a roll call vote of "aye" by the Trustees was adopted. Said Bond Resolution having been consented to by a unanimous vote of the Board of Trustees was by the Clerk declared passed and adopted. The attorney for the District was then instructed to proceed with securing a hearing date for the issuance of said bonds and approval of the District Court for same.

The Chairman next presented the Paying Agent Agreement between the District and First National Bank, wherein First National Bank will provide services as Paying Agent and Registrar for the issuance of the \$2,400,000 principal amount of bonds of the District. Following discussion, a motion was duly made, seconded and upon a roll call vote of "aye" by the Trustees, the following resolutions were adopted:

RESOLVED that First National Bank has been appointed as Paying Agent and Registrar for the payment of principal and interest on the 2012 Bonds of this District issued September 15, 2012, which appointment is hereby confirmed and ratified, and the County Treasurer of Sarpy County, Nebraska, as ex-officio treasurer of this District is hereby authorized and directed to pay, from time to time, to said Paying Agent, from funds of the District, such amounts of money as such Paying Agent shall certify in writing to the County Treasurer as shall be needed for payment of principal and interest on bonds of the District, such certificate of the Paying Agent to show the amounts needed for payment of principal or interest, the date upon which amount is due, and the date when due transfer shall be made to the Paying Agent by the County Treasurer for each transfer of funds requested by the Paying Agent.

BE IT FURTHER RESOLVED that the Chairman and Clerk of this District shall certify this Resolution to said County Treasurer who may deem this Resolution to be a continuing Resolution and authorization to make transfers to such Paying Agent, until and unless the County Treasurer is notified of termination of such authority.

There being no further business to come before the meeting, the meeting was adjourned.



Tim Young, Chairman

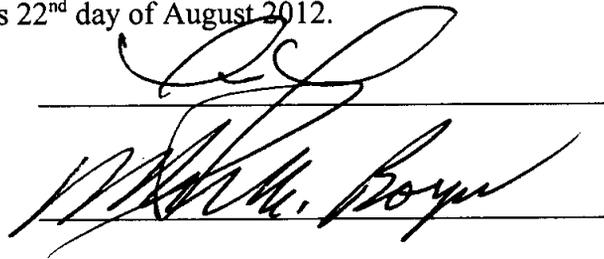


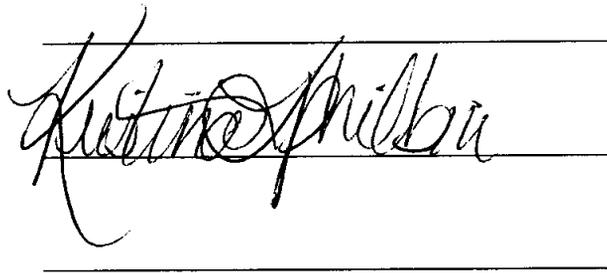
Mark Boyer, Clerk

ACKNOWLEDGMENT OF RECEIPT OF
NOTICE OF MEETING

The undersigned Trustees of Sanitary and Improvement District No. 260 of Sarpy County, Nebraska do hereby acknowledge receipt of advance notice of a meeting Board of Trustees of said District and the agenda for such meeting held at 9:00 A.M. on August 22, 2012 at 9719 Giles Road, LaVista, Nebraska.

DATED this 22nd day of August 2012.





CERTIFICATE

The undersigned being Clerk of Sanitary and Improvement District No. 260 of Sarpy County, Nebraska hereby certifies that Notice of a Meeting of the Board of Trustees of said District held on August 22, 2012 was mailed to the Sarpy County Clerk of Papillion, Nebraska at least seven days prior to the date of said meeting.

The undersigned further certifies that the agenda for the meeting of the Board of Trustees of said District was prepared and available for public inspection at the address designed in the notice of meeting published in The Bellevue Leader on August 8, 2012 and that no items were added to the agenda after the commencement of the meeting; and further, that the minutes for the meeting were available for public inspection within ten (10) days of the date of said meeting and that a copy of the minutes of this meeting were sent to the Sarpy County Clerk of Papillion, Nebraska within thirty days from the date of this meeting.


Clerk

E & A Consulting Group, Inc.
330 North 117th Street
Omaha, NE 68154-2509
402-895-4700

Sarpy County SID #260
c/o Mr. Robert Doyle, Attorney
11440 West Center Road
Omaha, NE 68144

July 18, 2012
Project No: P2004.020.000
Invoice No: 118139

Project P2004.020.000 Palisades--NW of 168th & Cornhusker Rd.--District Maintenance
Professional Services from June 04, 2012 to July 01, 2012

| | | | | | |
|-------------------------------|-----|-------------------------------|--------------|------------------------|-----------------|
| Phase | 112 | District Maintenance for 2012 | | | |
| Task | 010 | As-Builts | | | |
| Professional Personnel | | | | | |
| | | | Hours | Rate | Amount |
| Eng. Technician II | | | 5.00 | 57.00 | 285.00 |
| Totals | | | 5.00 | | 285.00 |
| Total Labor | | | | | 285.00 |
| | | | | Total this Task | \$285.00 |

| | | | | | |
|-------------------------------|-----|------------------|--------------|------------------------|-----------------|
| Task | 135 | Digger's Hotline | | | |
| Professional Personnel | | | | | |
| | | | Hours | Rate | Amount |
| Eng. Technician IV | | | 4.00 | 78.00 | 312.00 |
| Const. Admin Tech I | | | 2.25 | 52.00 | 123.50 |
| Const. Admin Tech II | | | .25 | 64.00 | 16.00 |
| Totals | | | 6.50 | | 451.50 |
| Total Labor | | | | | 451.50 |
| | | | | Total this Task | \$451.50 |

| | | | | | |
|-------------------------------|-----|---------------------|--------------|------------------------|-----------------|
| Task | 440 | Repairs/Maintenance | | | |
| Professional Personnel | | | | | |
| | | | Hours | Rate | Amount |
| Administrative Assistant II | | | .40 | 59.00 | 23.60 |
| Const. Admin Tech II | | | .50 | 64.00 | 32.00 |
| Const. Depart. Manager III | | | 2.50 | 113.00 | 282.50 |
| Totals | | | 3.40 | | 338.10 |
| Total Labor | | | | | 338.10 |
| | | | | Total this Task | \$338.10 |

| | | | | | |
|---------------------|-----|----------|--|------------------------|----------------|
| Task | 999 | Expenses | | | |
| Unit Billing | | | | | |
| Mileage | | | | | 36.63 |
| Total Units | | | | | 36.63 |
| | | | | Total this Task | \$36.63 |

| | | | | |
|---------|---------------|-------------------------------------|-------------------------|-------------------|
| Project | P2004.020.000 | 260-Palisades--District Maintenance | Invoice | 118139 |
| | | | Total this Phase | \$1,111.23 |

| | | |
|-------|-----|--|
| Phase | 212 | Erosion & Sediment Control Inspecting/Reporting for 2012 |
| Task | 196 | Erosion Control |

Professional Personnel

| | Hours | Rate | Amount | |
|--------------------------------|-------|--------|------------------------|-----------------|
| Erosion Control Specialist I | 8.00 | 64.00 | 600.00 | |
| Erosion Control Dept. Mgr. III | 2.00 | 110.00 | 220.00 | |
| Totals | 10.00 | | 820.00 | |
| Total Labor | | | 820.00 | |
| | | | Total this Task | \$820.00 |

| | | | | |
|---------------------|-----|----------|---------------------------|-------------------|
| Task | 999 | Expenses | | |
| Unit Billing | | | | |
| Mileage | | | 26.64 | |
| Total Units | | | 26.64 | |
| | | | Total this Task | \$26.64 |
| | | | Total this Phase | \$846.64 |
| | | | Total this Invoice | \$1,957.87 |

Approved: 
 Robert Czerwinski

E & A Consulting Group, Inc.
330 North 117th Street
Omaha, NE 68154-2509
402-895-4700

Sarpy County SID #260
c/o Mr. Robert Doyle, Attorney
11440 West Center Road
Omaha, NE 68144

June 18, 2012
Project No: P2004.020.000
Invoice No: 117905

Project P2004.020.000 Palisades--NW of 168th & Cornhusker Rd.--District Maintenance
Professional Services from May 07, 2012 to June 03, 2012

Phase 112 District Maintenance for 2012
Task 135 Digger's Hotline

Professional Personnel

| | Hours | Rate | Amount | |
|------------------------------|-------|-------|--------|---------------------------------|
| Eng. Technician IV | 3.25 | 78.00 | 253.50 | |
| Eng. Technician V | .75 | 88.00 | 66.00 | |
| Const. Admin Tech I | 1.50 | 52.00 | 78.00 | |
| Const. Admin Tech II | 1.25 | 64.00 | 80.00 | |
| Erosion Control Specialist I | .75 | 64.00 | 48.00 | |
| Totals | 7.50 | | 525.50 | |
| Total Labor | | | | 525.50 |
| | | | | Total this Task \$525.50 |

Task 440 Repairs/Maintenance
Professional Personnel

| | Hours | Rate | Amount | |
|-----------------------------|-------|--------|--------|---------------------------------|
| Administrative Assistant II | .25 | 59.00 | 14.75 | |
| Const. Depart. Manager III | 1.00 | 113.00 | 113.00 | |
| Totals | 1.25 | | 127.75 | |
| Total Labor | | | | 127.75 |
| | | | | Total this Task \$127.75 |

Task 999 Expenses

Unit Billing

| | | | | |
|--------------------|--|--|--------------|----------------------------------|
| Mileage | | | 13.88 | |
| Total Units | | | 13.88 | 13.88 |
| | | | | Total this Task \$13.88 |
| | | | | Total this Phase \$667.13 |

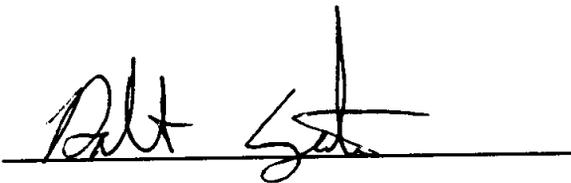
Phase 212 Erosion & Sediment Control Inspecting/Reporting for 2012

Task 196 Erosion Control

Professional Personnel

| | Hours | Rate | Amount |
|--------------------------------|-------|--------|--------|
| Erosion Control Specialist I | 3.75 | 64.00 | 240.00 |
| Erosion Control Dept. Mgr. III | .50 | 110.00 | 55.00 |

| | | | | |
|---------------------|--------------------|-------------------------------------|---------------------------|-----------------|
| Project | P2004.020.000 | 260-Palisades--District Maintenance | Invoice | 117905 |
| | Totals | 4.25 | 295.00 | |
| | Total Labor | | | 295.00 |
| | | | Total this Task | \$295.00 |
| ----- | | | | |
| Task | 999 | Expenses | | |
| Unit Billing | | | | |
| Mileage | | | 23.31 | |
| | Total Units | | 23.31 | 23.31 |
| | | | Total this Task | \$23.31 |
| | | | Total this Phase | \$318.31 |
| | | | Total this Invoice | \$985.44 |

Approved: 
 Robert Czerwinski



| Account Number | Due Date | Total Amount Due |
|----------------|--------------|------------------|
| 1599401738 | Aug 29, 2012 | \$27.68CR |

Customer Name: SID 260 SARPY CO
Statement Date: August 9, 2012

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 |
| 9209 S 168 AVE CIR, LIFT OMAHA NE | General Service Non-Demand | 7-6-12 | 8-7-12 | 208 | kWh | \$36.05 |
| 9798 S 168 ST, LIFT OMAHA NE | General Service Non-Demand | 7-6-12 | 8-7-12 | 195 | kWh | \$34.61 |

Total Charges \$70.66
Previous Balance 98.34CR
Total Amount Due \$27.68CR

PAID
1524-01

Please return this portion with payment

Thank you for your support, OPPD customers! OPPD has been honored for residential customer satisfaction by J.D. Power and Associates for the 12th consecutive year. Learn more in Outlets.

Statement Date: August 9, 2012

No Payment Due

| Account Number | Due Date | Total Amount Due |
|----------------|--------------|------------------|
| 1599401738 | Aug 29, 2012 | \$27.68CR |

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 260 SARPY CO - PALISADES
 ATTN BOB DOYLE
 11440 W CENTER RD
 OMAHA NE 68144-4421

PO BOX 3995
OMAHA NE 68103-0995



0115994017384000000276800000003050201208290



| Account Number | Due Date | Total Amount Due |
|----------------|--------------|------------------|
| 1599401738 | Aug 29, 2012 | \$27.68CR |

Customer Name: SID 260 SARPY CO
Statement Date: August 9, 2012

Billing Information for service address: 9209 S 168 AVE CIR, LIFT OMAHA NE

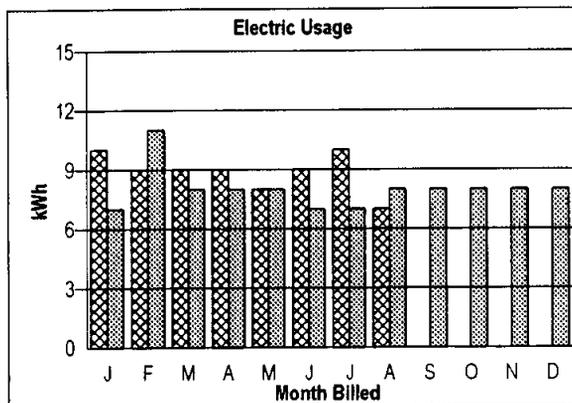
| Rate | Billing Period | | Meter Number | Meter Reading | | | | Usage | |
|-------------------------------|----------------|--------|--------------|---------------|-----------------|------------|------------|-------|-----|
| | From | To | | Previous | Present | Difference | Multiplier | kWh | |
| General Service Non-Demand | 7-6-12 | 8-7-12 | 6493283 | 11291 | 11499 Actual | 208 | 1 | kWh | 208 |

Your Electric Usage Profile

| Billing Period | Billing Days | kWh Use | Avg. kWh per day | Avg Temp | |
|----------------|--------------|---------|------------------|----------|-----|
| | | | | High | Low |
| 2012 ☒ | 32 | 208 | 6 | 96 | 71 |
| 2011 ☒ | 30 | 243 | 8 | 91 | 74 |

| | |
|-------------------------------------|----------------|
| Basic Service | 12.35 |
| kWh Usage | 21.30 |
| Fuel And Purchased Power Adjustment | 0.52 |
| Sales Tax | 1.88 |
| Total Charges | \$36.05 |

Your average daily electric cost was: \$1.13





| Account Number | Due Date | Total Amount Due |
|----------------|--------------|------------------|
| 5973371894 | Aug 20, 2012 | \$3,017.41CR |

Customer Name: SID 260 SARPY CO
Statement Date: July 30, 2012

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

Billing Information for service address: 16800 CHUTNEY RD, STLTS OMAHA NE
Billing Period From 06-28-2012 To 07-30-2012 @32 Days

| Rate | Summary Usage | | |
|------|----------------|-------------------------------------|--------------------------|
| | Current Amount | Fuel and Purchased Power Adjustment | Subtotal Amount per Rate |
| SL61 | \$2,750.28 | \$16.84 | \$2,919.31 |

| Rate | Summary Usage | | Subtotal Amount per Rate |
|------|----------------|-------------------------------------|--------------------------|
| | Current Amount | Fuel and Purchased Power Adjustment | |
| | | | 152.19 |
| | | | \$2,919.31 |
| | | | 5,936.72CR |
| | | | \$3,017.41CR |

Sales Tax
Total Charges
Previous Balance
Total Amount Due

Please return this portion with payment

Learn about the challenges and advantages of public power ... OPPD Speaker Series Event, Tuesday, Aug. 13, 5:30 p.m. at the South Omaha Library/MCC. See Outlets or visit oppd.com to learn more.

Statement Date: July 30, 2012

| Account Number | Due Date | Total Amount Due |
|----------------|--------------|------------------|
| 5973371894 | Aug 20, 2012 | \$3,017.41CR |

No Payment Due

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 260 SARPY CO
%FULLENKAMP, DOYLE & JOBEUN
11440 W CENTER RD
OMAHA NE 68144-4421

PO BOX 3995
OMAHA NE 68103-0995



015973371894600003017410000313418201208208



| Account Number | Due Date | Total Amount Due |
|----------------|--------------|------------------|
| 5973371894 | Aug 20, 2012 | \$3,017.41CR |

Customer Name: SID 260 SARPY CO
Statement Date: July 30, 2012

Billing Information for service address: 16800 CHUTNEY RD, STLTS OMAHA NE

Billing Period From 06-28-2012 To 07-30-2012 @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 | 156 | \$17.63 | \$2,750.28 | 16.84 | 2,750.28 | \$2,919.31 |
| SL61 | | | | | | | |

WHEATLEY d.b.a TEAM GREEN

Invoice

Grounds Management Company
24343 Douglas Circle
Waterloo Nebraska 68069

| Date | Invoice # |
|-----------|-------------|
| 6/30/2012 | SID260 0612 |

| |
|--|
| Bill To |
| SID 260 C/O E&A CONSULTING ATTN: TOM RASMUSSEN PALISADES OMAHA, NE |

| P.O. No. | Terms | ADDRESS |
|----------|----------------|------------------|
| | Due on receipt | 168 N CORNHUSKER |

| Quantity | Description | Rate | Amount | | | | | |
|---|---|-------------------------|----------|--|---------------------|---------------------|--------------------|---------------------------------|
| | MOWING, FERTILIZER, PRE-EMERGENT, WEED CONTROL, TRASH PICK UP, TRIMMING AND ENTRYWAY MAINTENANCE - EACH SERVICE PERFORMED AS PER CONTRACT SID # 260 PALISADES | | 0.00 | | | | | |
| 4 | MOWING AND TRIMMING 6/5/12 6/13/12 6/20/12 6/27/12 | 70.00 | 280.00 | | | | | |
| <table border="1"> <tr> <td>Approved by E & A Consulting Group, Inc.</td> </tr> <tr> <td>Date: <u>7/6/12</u></td> </tr> <tr> <td>Initials: <u>RM</u></td> </tr> <tr> <td>SID No. <u>260</u></td> </tr> <tr> <td>Project No. <u>2004.030.000</u></td> </tr> </table> | | | | Approved by E & A Consulting Group, Inc. | Date: <u>7/6/12</u> | Initials: <u>RM</u> | SID No. <u>260</u> | Project No. <u>2004.030.000</u> |
| Approved by E & A Consulting Group, Inc. | | | | | | | | |
| Date: <u>7/6/12</u> | | | | | | | | |
| Initials: <u>RM</u> | | | | | | | | |
| SID No. <u>260</u> | | | | | | | | |
| Project No. <u>2004.030.000</u> | | | | | | | | |
| All payments are due upon job completion unless otherwise agreed to in writing. Any collection or re-processing fee is the responsibility of the client. | | Payments/Credits | \$0.00 | | | | | |
| | | Balance Due | \$280.00 | | | | | |

| | | | |
|--------------|--------------|--------------------------|--------------------------|
| Phone # | Fax # | E-mail | Web Site |
| 402-763-8550 | 402-431-4917 | TeamGreenGrounds@cox.net | www.TeamGreenGrounds.com |



UTILITIES SERVICE GROUP
SEWER CLEANING • SEWER TELEVISION
 Vacuum Trucks • Jet Trucks • Municipal & Industrial
 2623 Center Street Omaha, NE 68105
 OFFICE PHONE: (402) 342-3626
 FAX: (402) 342-7328

RECEIVED
 JUL 16 2012
 BY: _____

Invoice

| | |
|-----------|-----------|
| Date | Invoice # |
| 7/13/2012 | 9541 |

Bill To

SID 260 Sarpy County
 c/o E & A Consulting Group
 330 N. 117th Street
 Omaha, NE 68154-2509
 Attn: Bob Czerwinski

| | | |
|----------|--------|----------------------|
| P.O. No. | Terms | Project |
| | Net 30 | SID 260 Sarpy Cou... |

| Quantity | Description | Rate | Amount |
|----------|---|--------|--------|
| | Reference: Palisades Location: Sarpy County, NE - 172nd St. & Colony Drive | | |
| | 7-6-12 Clean sewer lines as directed | | |
| 3 | CAMEL (per hour) | 225.00 | 675.00 |

| | |
|--|---------------------|
| Approved by E & A Consulting Group, Inc. | |
| Date: | <u>7/26/12</u> |
| Initials: | <u>BA</u> |
| SID No. | <u>260</u> |
| Project No. | <u>2004.020.000</u> |

| | |
|-------------------------|----------|
| Subtotal | \$675.00 |
| Sales Tax (0.0%) | \$0.00 |
| Total | \$675.00 |



UTILITIES SERVICE GROUP
SEWER CLEANING • SEWER TELEVISION
 Vacuum Trucks • Jet Trucks • Municipal & Industrial
 2623 Center Street Omaha, NE 68105
 OFFICE PHONE: (402) 342-3626
 FAX: (402) 342-7328

RECEIVED
 JUN 11 2012
 BY:

Invoice

Date Invoice #
 6/8/2012 9502

Bill To

SID 260 Sarpy County
 c/o E & A Consulting Group
 330 N. 117th Street
 Omaha, NE 68154-2509
 Attn: Bob Czerwinski

P.O. No. Terms Project
 Net 30 SID 260 Sarpy Cou...

| Quantity | Description | Rate | Amount |
|----------|---|--------|----------|
| | Reference: Palisades - E & A Job No. 2004.020.000 Location: Sarpy County, Nebraska | | |
| | 5-17-12 Clean sewer lines as directed | | |
| 7 | CAMEL (per hour) | 225.00 | 1,575.00 |

Approved by E & A Consulting Group, Inc.
 Date: 6/15/12
 Initials: RTG
 SID No. 260
 Project No. 2004.020.000

Subtotal \$1,575.00
Sales Tax (0.0%) \$0.00
Total \$1,575.00



UTILITIES SERVICE GROUP
SEWER CLEANING • SEWER TELEVISION
 Vacuum Trucks • Jet Trucks • Municipal & Industrial
 2623 Center Street Omaha, NE 68105
OFFICE PHONE: (402) 342-3626
FAX: (402) 342-7328

Invoice

| | |
|-----------|-----------|
| Date | Invoice # |
| 6/22/2012 | 9519 |

Bill To

SID 260 Sarpy County
 c/o E & A Consulting Group
 330 N. 117th Street
 Omaha, NE 68154-2509
 Attn: Bob Czerwinski

| | | |
|----------|--------|----------------------|
| P.O. No. | Terms | Project |
| | Net 30 | SID 260 Sarpy Cou... |

| Quantity | Description | Rate | Amount |
|----------|--|--------|--------|
| | Reference: Palisades Location: Sarpy County, NE - 172nd St. & Colony Dr. 6-6-12 Clean sewer lines as directed | | |
| 2.5 | CAMEL (per hour) | 225.00 | 562.50 |

| | |
|--|---------------------|
| Approved by E & A Consulting Group, Inc. | |
| Date: | <u>7/6/13</u> |
| Initials: | <u>ERC</u> |
| SID No. | <u>260</u> |
| Project No. | <u>2004.030.000</u> |

| | |
|-------------------------|----------|
| Subtotal | \$562.50 |
| Sales Tax (0.0%) | \$0.00 |
| Total | \$562.50 |

Chastain-Otis

9394 West Dodge Road Suite 150
Omaha, NE 68114-3319
Phone : 402-397-2500 Fax : 402-397-2467

| | | |
|---|------------------|-------------------------|
| INVOICE # 23285 | | Page 1 |
| ACCOUNT NO: SID26-0 | CSR SC | DATE 07/13/12 |
| PRODUCER David R. Chastain, CLU, CPCU | | |

SID #260

Fullenkamp, Doyle & Jobeun
11440 West Center Rd
Omaha, NE 68144

| Item # | Due Date | Trm | Type | Policy # | Description | Amount |
|-------------------------|----------|-----|------|------------|------------------------------|--------------------|
| 476812 | 07/29/12 | REN | UM-S | CUPNEG0308 | Policy renewal umbrella | \$ 2,100.00 |
| 476813 | 07/29/12 | REN | GL-S | CGSNEG0308 | Policy renewal Liability | \$ 2,175.00 |
| 476814 | 07/29/12 | REN | WC-S | WCPNEG0308 | Policy renewal work comp | \$ 306.00 |
| 476815 | 07/30/12 | REN | BOND | 406887 | Policy renewal chairman bond | \$ 50.00 |
| 476816 | 07/30/12 | REN | BOND | 406888 | Policy renewal clerk bond | \$ 70.00 |
| Invoice Balance: | | | | | | \$ 4,701.00 |

HTM SALES INC.

P.O Box 24304 PH: 402-935-0300
Fax 402-935-0301
Omaha NE 68124
FED ID 47-0708758

INVOICE

11-27380-11

Jun 5, 2012

RECEIVED

JUN 07 2012

BY:

YOUR P.O. # Bob

SHIPPED TO:

SID # 260 Sarpy - Palisades North@
North Station - 168 &
Omaha Ne

SOLD TO:

SID #260 %E&A Consulting Group
330 North 117th Street
Omaha NE 68154

TERMS

Net 30 Days

F.O.B.

origin

SHIPPED VIA

service

DATE SHIPPED

6/5/12

| ORDERED | PART # | DESCRIPTION | PRICE | AMOUNT |
|---------|--------|--|--------|--------|
| 1 | | SID # 260 Palisades North Lift Station Inspection - May | 305.00 | 305.00 |

Approved by E & A Consulting Group, Inc.
Date: 6/5/12
Initials: RT
SID No. 260
Project No. 2004.020.000

SUBTOTAL \$305.00
FREIGHT \$.00
STATE TAX \$.00
CITY TAX \$.00

HTM SALES INC.

P.O Box 24304 PH: 402-935-0300
Fax 402-935-0301
Omaha NE 68124
FED ID 47-0708758

INVOICE

11-27380-12

Jun 27, 2012

RECEIVED

JUN 28 2012

YOUR P.O. # Bob

SHIPPED TO:

SID # 260 Sarpy - Palisades North@@
North Station - 168 &
Omaha Ne

SOLD TO:

SID #260 %E&A Consulting Group
330 North 117th Street
Omaha NE 68154

TERMS

Net 30 Days

F.O.B.

origin

SHIPPED VIA

service

DATE SHIPPED

6/27/12

| ORDERED | PART # | DESCRIPTION | PRICE | AMOUNT |
|---------|--------|---|--------|--------|
| 1 | | SID # 260 Palisades North Lift Station Inspection - June | 305.00 | 305.00 |

Approved by E & A Consulting Group, Inc.
 Date: 7/6/12
 Initials: RFC
 SID No. 260
 Project No. 2004.020.000

SUBTOTAL \$305.00
 FREIGHT \$0.00
 STATE TAX \$0.00
 CITY TAX \$0.00
 TOTAL \$305.00

Jun 27, 2012

HTM SALES INC.

P.O. Box 24304 PH: 402-935-0300
Fax 402-935-0301
Omaha NE 68124
FED ID 47-0708758

INVOICE

11-27380-13

Jul 31, 2012

RECEIVED

YOUR P.O. # Bob

AUG 02 2012

SHIPPED TO:

BY: _____

SID # 260 Sarpy - Palisades North@@
North Station - 168 &
Omaha Ne

SOLD TO:

SID #260 %E&A Consulting Group
330 North 117th Street
Omaha NE 68154

TERMS

Net 30 Days

F.O.B.

origin

SHIPPED VIA

service

DATE SHIPPED

7/31/12

| ORDERED | PART # | DESCRIPTION | PRICE | AMOUNT |
|---------|--------|---|--------|--------|
| 1 | | SID # 260 Palisades North Lift Station Inspection - July | 305.00 | 305.00 |

Approved by E & A Consulting Group, Inc.
 Date: 8/8/12
 Initials: ETC
 SID No. 260
 Project No. 2004.020.00

SUBTOTAL \$305.00
 FREIGHT \$.00
 STATE TAX \$.00
 CITY TAX \$.00
 TOTAL \$305.00

Jul 31, 2012

HTM SALES INC.

P.O Box 24304 PH: 402-935-0300
 Fax 402-935-0301
 Omaha NE 68124
 FED ID 47-0708758

INVOICE

12-27382-9

Jun 5, 2012

YOUR P.O. # Bob

RECEIVED
 JUN 07 2012

SOLD TO:

SID #260 %E&A Consulting Group
 330 North 117th Street
 Omaha NE 68154

SHIPPED TO:

SID # 260 Sarpy Palisades South@
 168 &
 Omaha Ne

TERMS

Net 30 Days

F.O.B.

origin

SHIPPED VIA

service

DATE SHIPPED

6/5/12

| ORDERED | PART # | DESCRIPTION | PRICE | AMOUNT |
|---------|--------|--|--------|--------|
| 1 | | SID # 260 Palisades South Lift Station Inspection - May | 305.00 | 305.00 |

Approved by E & A Consulting Group, Inc.
 Date: 6/15/12
 Initials: RPC
 SID No. 260
 Project No. 2004-020000

SUBTOTAL \$305.00
 FREIGHT \$.00
 STATE TAX \$.00
 CITY TAX \$.00
 TOTAL \$305.00

HTM SALES INC.

P.O Box 24304 PH: 402-935-0300
Fax 402-935-0301
Omaha NE 68124
FED ID 47-0708758

INVOICE

12-27382-10

Jun 27, 2012

YOUR P.O. # Bob

SHIPPED TO:

SID # 260 Sarpy Palisades South
168 &
Omaha Ne

RECEIVED

JUN 28 2012

BY:

SOLD TO:

SID #260 %E&A Consulting Group
330 North 117th Street
Omaha NE 68154

TERMS

Net 30 Days

F.O.B.

origin

SHIPPED VIA

service

DATE SHIPPED

6/27/12

| ORDERED | PART # | DESCRIPTION | PRICE | AMOUNT |
|---------|--------|---|--------|--------|
| 1 | | SID # 260 Palisades South Lift Station Inspection - June | 305.00 | 305.00 |

Approved by E & A Consulting Group, Inc.
Date: 7/6/12
Initials: PRC
SID No. 260
Project No. 2004.020.000

SUBTOTAL \$305.00
FREIGHT \$0.00
STATE TAX \$0.00
CITY TAX \$0.00
TOTAL \$305.00

Jun 27, 2012

HTM SALES INC.

P.O Box 24304 PH: 402-935-0300
Fax 402-935-0301
Omaha NE 68124
FED ID 47-0708758

INVOICE

12-27382-11

Jul 31, 2012

RECEIVED
AUG 02 2012
BY:

YOUR P.O. # Bob

SHIPPED TO:

SID # 260 Sarpy Palisades South@
168 &
Omaha Ne

SOLD TO:

SID #260 %E&A Consulting Group
330 North 117th Street
Omaha NE 68154

TERMS

Net 30 Days

F.O.B.

origin

SHIPPED VIA

service

DATE SHIPPED

7/31/12

| ORDERED | PART # | DESCRIPTION | PRICE | AMOUNT |
|---------|--------|---|--------|--------|
| 1 | | SID # 260 Palisades South Lift Station Inspection - July | 305.00 | 305.00 |

Approved by E & A Consulting Group, Inc.
 Date: 7/31/12
 Initials: JFZ
 SID No. 260
 Project No. 2004.020.000

SUBTOTAL \$305.00
 FREIGHT \$0.00
 STATE TAX \$0.00
 CITY TAX \$0.00
 TOTAL \$305.00

Jul 31, 2012

RESOLUTION

BE IT RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 260 of Sarpy County, Nebraska.

Section 1. The Board of Trustees finds and determines: That such District was duly organized under the provisions of Section 31-727 to 31-762, R.R.S. Nebraska, 1943, as amended; that the Board of Trustees of the District has previously adopted Resolutions of Necessity for the installation of certain improvements, that a portion of such improvements have been installed and the work completed has been and is hereby accepted by the Board of Trustees of the District, and special assessments have been or will be levied as provided by law to pay the cost of such improvements and the District has outstanding construction warrants issued to pay the cost of such improvements in the amount of \$6,025,911.15 on which interest has accrued in the approximate amount of \$399,488.63 for a total of \$6,425,399.78 of which a portion shall be funded by this issuance of bonds along with the application of cash.

The Chairperson and Board of Trustees further find, that after applying the money collected from special assessments and all other funds available for the improvements it is now necessary and appropriate for the District to issue bonds in the principal amount to \$2,400,000 to provide funds along with the application of cash to redeem outstanding construction warrants in the principal amount of \$3,660,644.93, to pay accrued interest thereon of approximately \$242,722.66 as of September 21, 2012, for a total of \$3,903,367.59 and to provide funds to pay a portion of the costs of issuance.

Section 2. All conditions, acts and things required by law to exist or to be done precedent to the issuance of sanitary and improvement district bonds to pay for the above improvements do exist and have been done in due form and time as required by law and Sanitary and Improvement District No. 260 of Sarpy County, Nebraska, is empowered to issue such bonds in the amount of \$2,400,000 to pay a portion of the costs of the herein described improvements.

Section 3. For the purpose of paying the costs specified in Section 1 there are hereby ordered issued fully registered bonds of the District in the total principal amount of Two Million Four Hundred Thousand Dollars, (\$2,400,000) which shall be designated General Obligation Bonds, Series 2012. Said bonds shall be initially dated September 15, 2012, and shall bear interest at the rates per annum and mature on September 15 in each of the years and in the principal amount as follows:

\$2,400,000 Series 2012

| <u>Maturity on</u> <u>September 15 of Year</u> | <u>Principal</u> <u>Amount</u> | <u>Interest</u> <u>Rate</u> |
|---|-----------------------------------|--------------------------------|
| 2013 | \$ 20,000 | 1.30% |
| 2014 | 25,000 | 1.50% |
| 2015 | 30,000 | 1.75% |
| 2016 | 35,000 | 2.00% |
| 2017 | 40,000 | 2.20% |
| 2018 | 45,000 | 2.45% |
| 2019 | 50,000 | 2.70% |
| 2020 | 55,000 | 2.95% |
| 2021 | 60,000 | 3.20% |
| 2022 | 65,000 | 3.35% |
| 2023 | 70,000 | 3.55% |
| 2024 | 75,000 | 3.70% |

| | | |
|------|---------|-------|
| 2025 | 80,000 | 3.75% |
| 2026 | 85,000 | 3.80% |
| 2027 | 90,000 | 3.90% |
| 2028 | 250,000 | 4.00% |
| 2029 | 275,000 | 4.10% |
| 2030 | 325,000 | 4.20% |
| 2031 | 350,000 | 4.30% |
| 2032 | 375,000 | 4.40% |

Bonds maturing on or after September 15, 2018 are callable in whole or in part anytime on or after September 15, 2017 at par and accrued interest to the date set for redemption.

Said bonds shall be issued in the form of fully registered bonds, in the denomination of \$5,000 or any integral multiple thereof, and may contain such variations, omissions and insertions as are incidental to such differences of series, denomination and form. The bonds initially issued shall be dated September 15, 2012, and bonds issued upon exchanges and transfer of bonds shall be dated so that no gain or loss of interest shall result from such transfer. Each bond shall bear interest from the date thereof and bonds shall be numbered from 1 upwards, in the order of their issuance. Interest on the bonds shall be payable semi-annually on March 15 and September 15 of each year, commencing March 15, 2013. The principal of said bonds shall be payable upon presentation and surrender thereof at the principal corporate trust office of the First National Bank of Omaha, in Omaha, Nebraska, which is hereby designated as Paying Agent and Registrar for the bonds. Interest on said bonds will be paid on each interest payment date by check or draft mailed by the Paying Agent to the person in whose name the ownership of each bond is registered on the books of the Paying Agent and Registrar at the close of business on the last day of the month preceding each such interest payment date. The principal and interest on the bonds are payable in lawful money of the United States of America.

Section 4. Bonds shall be executed on behalf of the District with the facsimile signatures of the Chairperson and Clerk of the District in office on September 15, 2012, and an impr.int of the corporate seal of the District shall be impressed or imprinted upon each bond. In case any officer whose manual or facsimile signature shall appear on the bonds shall cease to be such officer before the delivery of such bonds, such signature shall, nevertheless, be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery.

Each bond shall have endorsed thereon a certificate of authentication substantially in the form hereinafter set forth, duly executed by the Paying Agent and Registrar. No bonds shall be valid or obligatory for any purpose unless and until such certificate of authentication shall have been duly executed by the Paying Agent and Registrar and such executed certificate upon any such bond shall be conclusive evidence that such bond has been authenticated and delivered in accordance with this Bond Resolution.

At the request of the original purchaser of the Series 2012 Bonds, the District hereby provides and directs that the Series 2012 Bonds may be issued initially in "book-entry-only" form under the services of The Depository Trust Company (the "Depository"), with one typewritten bond per maturity being issued to the Depository. In such connection, said officers are authorized to execute and deliver a Letter of Representation in the form required by the Depository, for and on behalf of the District, which shall thereafter govern matters with respect to registration transfer, payment and redemption of the Series 2012 Bonds. Upon the issuance of the Series 2012 Bonds as "book-entry-only" bonds, the following provisions shall apply:

- (a) The District and the Paying Agent and Registrar shall have no responsibility or obligation to any broker-dealer, bank or other financial institution for which the Depository holds the Series 2012 Bonds as securities depository (each, a "Bond Participant") or to any person who is an actual purchaser of a Series 2012 Bond from a Bond Participant while the

Series 2012 Bonds are in book-entry form (each, a "Beneficial Owner") with respect to the following:

(i) the accuracy of the records of the Depository, any nominees of the Depository or any Bond Participant with respect to any ownership interest in the Series 2012 Bonds.

(ii) the delivery to any Bond Participant, any Beneficial Owner or any other person, other than the Depository, of any notice with respect to the Series 2012 Bonds, including any notice of redemption, or

(iii) the payment to any Bond Participant, any Beneficial Owner or any other person, other than the Depository, of any amount with respect to the bonds. The Paying Agent and Registrar shall make payments with respect to the Series 2012 Bonds only to or upon the order of the Depository or its nominee, and all such payments shall be valid and effective fully to satisfy and discharge the obligations with respect to such Series 2012 Bonds to the extent of the sum or sums so paid. No person other than the Depository shall receive an authenticated Series 2012 Bond.

(b) Upon receipt by the Paying Agent and Registrar of written notice from the Depository to the effect that the Depository is unable or unwilling to discharge its responsibilities, the Paying Agent and Registrar shall issue, transfer and exchange Series 2012 Bonds requested by the Depository in appropriate amounts. Whenever the Depository requests the Paying Agent and Registrar to do so, the Paying Agent and Registrar will cooperate with the Depository in taking appropriate action after reasonable notice (i) to arrange, with the prior written consent of the District, for a substitute depository willing and able upon reasonable and customary terms to maintain custody of the Series 2012 Bonds or (ii) to make available Series 2012 Bonds registered in whatever the name or names the Beneficial Owners transferring or exchanging such Series 2012 Bonds shall designate.

(c) If the District determines that it is desirable that certificates representing the Series 2012 Bonds be delivered to the ultimate Beneficial Owners of the Series 2012 Bonds and so notifies the Paying Agent and Registrar in writing, the Paying Agent and Registrar shall so notify the Depository, whereupon the Depository will notify the Bond Participants of the availability through the Depository of bond certificates representing the Series 2012 Bonds. In such event, the Paying Agent and Registrar shall issue, transfer and exchange bond certificates representing the Series 2012 Bonds as requested by the Depository in appropriate amounts and in authorized denominations.

(d) Notwithstanding any other provision of this resolution to the contrary, so long as any Series 2012 Bond is registered in the name of the Depository or any nominee thereof, all payments with respect to such Series 2012 Bond and all notices with respect to such Series 2012 Bonds shall be made and given, respectively, to the Depository as provided in the Letter of Representation.

(e) Registered ownership of the Series 2012 Bonds may be transferred on the books of registration maintained by the Paying Agent and Registrar, and the Series 2012 Bonds may be delivered in physical form to the following:

(i) any successor securities depository or its nominee;

(ii) any person, upon (A) the resignation of the Depository from its functions as depository or (B) termination of the use of the Depository pursuant to this Section and the terms of the Paying Agent and Registrar's Agreement.

(f) In the event of any partial redemption of a Series 2012 Bond unless and until such partially redeemed Series 2012 Bonds has been replaced in accordance with the provisions of Section 5 of this Resolution, the books and records of the Paying Agent and Registrar shall govern and establish the principal amount of such Series 2012 Bond as is then outstanding and all of the Series 2012 Bonds issued to the Depository or its nominee shall contain a legend to such effect.

If for any reason the Depository resigns and is not replaced, the District shall immediately provide a supply of printed bond certificates for issuance upon the transfers from the Depository and subsequent transfers or in the event of partial redemption. In the event that such supply of bond certificates shall be insufficient to meet the requirements of the Registrar for issuance of replacement Series 2012 Bonds upon transfer or partial redemption, the District agrees to order printed an additional supply of bond certificates and to direct their execution by facsimile or manual signatures of its then duly qualified and acting Chairperson and Clerk and by imprinting thereon or affixing thereto the District's seal. In case any officer whose signature or facsimile thereof shall appear on any Series 2012 Bond shall cease to be such officer before the delivery of such Series 2012 Bond (including bond certificates delivered to the Registrar for issuance upon transfer or partial redemption), such signature or such facsimile signature shall nevertheless be valid and sufficient for all purposes the same as if such officer or officers had remained in office until the delivery of such Series 2012 Bond.

Section 5. The District and the Paying Agent and Registrar may treat the registered owner of any bond as the absolute owner of such bond for the purpose of making payment thereof and for all other purposes and neither the District nor the Paying Agent and Registrar shall be bound by any notice or knowledge to the contrary, whether such bonds shall be over due or not. All payments of or on account of interest to any registered owner of any bond and all payments of or on account of principal to the registered owner of any bond shall be valid and effectual and shall be a discharge of the District and the Paying Agent and Registrar, in respect of the liability upon the bond or claim for interest, as the case may be, to the extent of the sum or sums paid.

The District will cause books for the registration and transfer of the bonds to be kept at the principal office of the Paying Agent and Registrar at all times while any of such bonds shall be outstanding. Any bond may be transferred pursuant to its provisions at the principal office of the Paying Agent and Registrar by surrender of such bond for cancellation, accompanied by a written instrument of transfer in form satisfactory to such Paying Agent and Registrar duly executed by the registered owner in person or by his duly authorized agent, and thereupon the Paying Agent and Registrar will authenticate and deliver at the office of the Paying Agent and Registrar (or send by registered mail to the owner thereof at such owner's expense), in the name of the transferee or transferees, a new bond of the same series, interest rate, principal amount and maturity, dated so there shall result in no gain or loss of interest as a result of such transfer. To the extent of denominations authorized for bonds by the terms if this Bond Resolution, one bond may be transferred for several other bonds of this issue, series, interest rate and maturity, and for a like aggregate principal amount and several such bonds of this issue may be transferred for one or several such bonds, respectively, of this issue, series, interest rate and maturity and for a like aggregate principal amount.

As a condition of any registration or transfer, the Paying Agent and Registrar may at its option require the payment of a sum sufficient to reimburse it or the District for any tax or other governmental charge that may be imposed thereon, but no fees shall be charged to the bond holder for the registration of transfer or issuance.

The Paying Agent and Registrar shall not be required (a) to issue, transfer or exchange bonds from the last day of the month immediately preceding any interest payment date until such interest payment date; (b) to issue, register or transfer any bonds for a period of 15 days thereafter; (c) to register, transfer or exchange any bonds which have been designated for redemption within a period of 30 days next preceding the date fixed for redemption.

Section 6. Notice of redemption of any bonds shall be given by first class mail to the registered owner of such bond, addressed to his or her registered address and placed in the mail not less than 30 nor more than 60 days prior to the date fixed for redemption. Such notice shall specify the numbers of the bonds called for redemption, the redemption date and the place where the redemption amount will be payable, and in the case of bonds to be redeemed in part only, such notice shall specify the respective portion of the principal amount thereof to be redeemed. If funds sufficient for such redemption shall be held by the Paying Agent and Registrar on the date fixed for redemption and such notice shall have been given, the bonds or the portion thereof thus called for redemption shall not bear interest after the date fixed for redemption.

If less than all of the bonds are to be redeemed at any time, the Paying Agent and Registrar shall determine, in it's sole discretion in any manner deemed by it to be fair and equitable, the particular bonds or portions of such maturity to be redeemed. Any bond shall be subject to redemption in part in a principal amount equal to \$5,000 or any integral multiple thereof.

Section 7. The District agrees that it will collect all special assessments levied against the property within the District and will cause the same to be set aside and constitute a sinking fund for the payment of the interest on and principal of bonds and construction warrants of the District now or hereafter issued and outstanding. The District further agrees that it will cause to be levied annually upon all the taxable property in the District, a tax which, together with such sinking fund, will be sufficient to meet the payment of interest on and principal of these bonds and other bonds issued by the District, as such interest and principal become due.

The Clerk shall make and certify in duplicate a complete transcript and statement of all proceedings had and done by the District precedent to the issuance of said bonds, of which a copy of such transaction shall be delivered to the bond purchaser. The Clerk shall cause the bonds to be registered with the Auditor of Public Accounts as provided by law.

Section 8. The First National Bank of Omaha, located in Omaha, Nebraska, is hereby appointed as Paying Agent and Registrar for the Series 2012 Bonds. The District agrees to pay the fees and expenses of said Paying Agent and Registrar. On or before any interest or principal payment date or any date upon which bonds are to be redeemed, the District shall transfer to the Paying Agent and Registrar funds sufficient to pay the principal and interest due on such payment or redemption date and the Chairperson and Clerk then serving are hereby authorized and directed, without further authorization or direction, to make such transfer of funds and draw warrants upon the County Treasurer, as treasurer of the District, in such amounts and at such times as shall be necessary to provide to the Paying Agent and Registrar funds sufficient for such purposes.

Section 9. The Series 2012 Bonds shall be in substantially the following form, with such modifications as shall be necessary or advisable to comply with the terms of this Bond Resolution.

UNITED STATES OF AMERICA
STATE OF NEBRASKA

SANITARY AND IMPROVEMENT DISTRICT NO. 260
OF SARPY COUNTY, NEBRASKA

GENERAL OBLIGATION BOND
SERIES 2012

R- _____

\$ _____

Interest Rate
_____%

Maturity Date

Date of Original Issue
September 15, 2012

Registered Owner:

Cusip

Principal Amount:

KNOW ALL MEN BY THESE PRESENTS: That Sanitary and Improvement District No. 260 of Sarpy County, Nebraska, being organized and existing under Chapter 31, Article 7, Reissue Revised Statutes of Nebraska, 1943, as amended, hereby acknowledges itself to owe and for value received promises to pay to the registered owner specified above, or registered assigns, on the maturity date specified above (unless sooner redeemed), the principal sum specified above upon surrender of this bond, and to pay interest on said sum from the date hereof to maturity or earlier redemption at the rate per annum specified above, payable semi-annually on the fifteenth day of September and March of each year, the first interest payment being due on March 15, 2013. Said interest shall be computed on the basis of a 360-day year consisting of twelve 30-day months. The principal of this bond is payable upon presentation and surrender hereof at the principal corporate trust office of the First National Bank of Omaha, located in Omaha, Nebraska, as Paying Agent and Registrar. Interest on this bond will be paid on each interest payment date by check or draft mailed to the person in whose name this bond is registered on the books of the Paying Agent and Registrar at the close of business on the last day of the month immediately preceding such interest payment date. The principal and interest on this bond are payable in lawful money of the United States of America; and for the prompt payment of such principal and interest, as the same become due, the full faith, credit and resources of said District are hereby irrevocably pledged.

Bonds of this issue maturing on or after September 15, 2018 are subject to redemption, in whole or in part, prior to maturity at the option of the District at any time on or after September 15, 2017, in the principal amount thereof plus interest accrued thereon to the date fixed for redemption, with no redemption premium.

If less than all of the bonds of any maturity of this issue are to be redeemed, the Paying Agent and Registrar shall determine, in its sole discretion, in any manner deemed by it to be fair and equitable, the particular bonds or portions of bonds of such maturity to be redeemed.

Notice of redemption of this bond or any portion hereof shall be given by first class mail to the registered owner addressed to his or her last registered address and placed in the mail not less than 30 days nor more than 60 days prior to the date fixed for redemption. If funds sufficient for such redemption shall be held by the Paying Agent on the date fixed for redemption and such notice shall have been given, this bond or the portion thus called for redemption shall not bear interest after the date fixed for redemption.

This bond is one of an issue of bonds, all originally dated September 15, 2012 and of like tenor herewith except as to amount, date of maturity, and rate of interest, in the total principal amount of Two Million Four Hundred Thousand Dollars (\$2,400,000) issued by said District for the purpose of paying a portion of the cost of construction of certain improvements in and for the District, and warrants issued in connection therewith

in strict compliance with the provisions of Section 31-727 to 31-762, Reissue Revised Statutes of Nebraska, 1943, as amended, and other statutes applicable thereto and the issuance of said bonds has been duly authorized by proceedings duly had and a Bond Resolution duly passed and adopted by the Chairperson and Board of Trustees of said District, and approved by the District Court of Sarpy County, Nebraska, in an action brought for that purpose.

Special assessments have been or will be levied upon the properties within the District, which special assessments are valid liens against the respective lots and parcels of land upon which they will be levied. The District agrees that it will collect said special assessments and that the same shall be set aside and constitute a sinking fund for the payment of the interest on and principal of this bond and other bonds and construction warrants of the District now or hereafter issued; and that the District will cause to be levied annually upon all taxable property in said District a tax which, together with such sinking fund derived from the special assessments, will be sufficient to meet the payments of interest on and principal of this bond and other bonds of the District now or hereafter outstanding, as such principal and interest become due.

This bond is transferable by the registered owner or such owner's attorney duly authorized in writing at the principal office of the Paying Agent and Registrar upon surrender and cancellation of this bond, and thereupon a new bond (or bonds) in the same principal amount (or in any multiple of \$5,000) and with the same interest rate and maturity will be issued to the transferee as provided in the Bond Resolution. The District and Paying Agent and Registrar and any other person may treat the person in whose name this bond is registered as the absolute owner hereof for the purpose of receiving payment thereof and for all other purposes, and shall not be affected by any notice to the contrary whether this bond be overdue or not.

This bond shall not be valid and binding on the District until authenticated by the Paying Agent and Registrar in the space hereinbelow indicated.

AS PROVIDED IN THE RESOLUTION REFERRED TO HEREIN, UNTIL THE TERMINATION OF THE SYSTEM OF BOOK-ENTRY-ONLY TRANSFERS THROUGH THE DEPOSITORY TRUST COMPANY, NEW YORK, NEW YORK, REFERRED TO HEREINAFTER AS "DTC" TOGETHER WITH ANY SUCCESSOR SECURITIES DEPOSITORY APPOINTED PURSUANT TO THE RESOLUTION AND NOTWITHSTANDING ANY OTHER PROVISIONS OF THE RESOLUTION TO THE CONTRARY, A PORTION OF THE PRINCIPAL AMOUNT OF THIS BOND MAY BE PAID OR REDEEMED WITHOUT SURRENDER HEREOF TO THE REGISTRAR. DTC, OR A NOMINEE, TRANSFEREE, OR ASSIGNEE OF DTC OF THIS BOND MAY NOT RELY UPON THE PRINCIPAL AMOUNT INDICATED HEREON AS THE PRINCIPAL AMOUNT OUTSTANDING AND UNPAID. THE PRINCIPAL AMOUNT HEREOF OUTSTANDING AND UNPAID SHALL FOR ALL PURPOSES BE THE AMOUNT DETERMINED IN THE MANNER PROVIDED IN THE RESOLUTION.

UNLESS THIS BOND IS PRESENTED BY AN AUTHORIZED OFFICER OF DTC (A) TO THE REGISTRAR FOR REGISTRATION OF TRANSFER OR EXCHANGE OR (B) TO THE REGISTRAR FOR PAYMENT OF PRINCIPAL, AND ANY BOND ISSUED IN REPLACEMENT HEREOF OR SUBSTITUTION HEREOF IS REGISTERED IN THE NAME OF DTC AND ANY PAYMENT IS MADE TO DTC OR ITS NOMINEE, ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL BECAUSE ONLY THE REGISTERED OWNER HEREOF, DTC OR ITS NOMINEE, HAS AN INTEREST HEREIN.

IT IS HEREBY CERTIFIED AND WARRANTED that all conditions, acts and things required by law to exist or to be done precedent to and in the issuance of this bond, did exist, did happen, and were done and performed in regular and due form and time as required by law, and that the indebtedness of the District including this bond does not exceed any limitation imposed by law.

IN WITNESS WHEREOF, Sanitary and Improvement District No. 260 of Sarpy County, Nebraska, has caused this bond to be executed on its behalf with the facsimile signatures of its Chairperson and Clerk and a facsimile of its corporate seal to be affixed hereto, all as of the date specified above.

Sanitary and Improvement District No. 260
of Sarpy County, Nebraska

Chairperson

ATTEST:

Clerk

(SEAL)

CERTIFICATION OF AUTHENTICATION

This bond is one of the bonds of the issue designated therein and issued under the provisions of the resolution authorizing said issue.

First National Bank of Omaha,
Omaha, Nebraska

By: _____
Authorized Signature

ASSIGNMENT

For value received _____ hereby sells, assigns and transfers unto _____ the within mentioned Bond and hereby irrevocably constitutes and appoints _____, Attorney to transfer the same on the books of registration in the office of the within mentioned Paying Agent and Registrar with full power of substitution in the premises.

Dated: _____

Registered Owner

Registered Owner

Witness: _____

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

Section 10. Said Series 2012 Bonds shall be and are hereby sold to D.A. Davidson & Co., at a price equal to 92% of the principal amount thereof, plus accrued interest to the date of delivery, which purchase price shall be paid to the County Treasurer of Sarpy County, Nebraska. Said purchase price excludes any fiscal fees separately paid to D.A. Davidson & Co. Said purchase price shall be paid into the Bond Fund of the District and applied as described in Section 1, to the payment and redemption of construction fund warrants of the District.

Section 11. Upon receipt by the Paying Agent and Registrar of evidence satisfactory to it that the purchase price for the Series 2012 Bonds have been paid to the County Treasurer of Sarpy County, Nebraska, said Paying Agent and Registrar shall deliver the Series 2012 Bonds to D.A. Davidson & Co.

Section 12. Sanitary and Improvement District No. 260 of Sarpy County, Nebraska, hereby covenants to the purchasers and holders of the Series 2012 bonds that it will make no use of the proceeds of the Series 2012 bonds which would cause the Series 2012 bonds to be arbitrage bonds within the meaning of Sections 103 and 148 of the Internal Revenue Code of 1986, as amended, and further covenants to comply with said Sections 103 and 148 and all applicable regulations thereunder throughout the term of said bond issue. The District hereby covenants 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 on the Series 2012 Bonds; and (b) to the extent that it may lawfully do so, the District hereby designates the Series 2012 Bonds 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 or more than \$5,000,000 during the calendar year in which the Series 2012 Bonds are issued.

Section 13. Sanitary and Improvement District No. 260 of Sarpy County, Nebraska, hereby covenants and agrees as follows: the improvements and/or facilities being financed or refinanced 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 said Bonds; 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 said Bonds.

Section 14. The Chairperson and Board of Trustees hereby approve the Preliminary Official Statement with respect to the Series 2012 Bonds and the information contained therein, and the Chairperson and Clerk or either of them are authorized to approve and deliver a final Official Statement for and on behalf of the District, said Official Statement to be delivered in accordance with the requirements of Reg. Sec. 240.15c2-12 of the Securities and Exchange Commission.

Section 15. The District hereby agrees, while the Series 2012 Bonds are outstanding and in accordance with the requirements of Rule 15c2-12 (the "Rule") promulgated by the Securities and Exchange Commission (the "Commission:), pursuant to the Securities Exchange Act of 1934 that it will provide or cause to be provided the following continuing disclosure information.

- A. to the Municipal Securities Rulemaking Board (the "MSRB") and to D.A. Davidson & Co., on or before December 31, of each year commencing on December 31, 2012, annual financial information and operating data generally consistent with the information set forth in the Official Statement for the Series 2012 Bonds and the District's audited financial statements; audited financial statements shall be prepared in accordance with generally accepted accounting principals (including, as deemed appropriate by the District, as such principals may be modified by accounting standards promulgated by the Government Accounting Standards Board), or mandated state statutory principals, as in effect from time to time;
- B. in a timely manner, to the MSRB, notice of the occurrence of any of the following events with respect to the Series 2012 Bonds, if in the judgment of the District, such event is material: (a) principal and interest payment delinquencies, (b) non-payment related defaults, (c) unscheduled draws on debt service reserves, if any, reflecting financial difficulties (it being understood that no debt service reserves are being established for the Series 2012 Bonds authorized under this Resolution), (d) adverse tax opinions or events affecting the tax-exempt status of the Series 2012 Bonds, (e) modifications to rights of the registered owners of the Series 2012 Bonds, (f) unscheduled calls of the Series 2012 Bonds, (g) defeasances of the Series 2012 Bonds, (h) release, substitution or sale of property securing repayment of the Series 2012 Bonds and (i) rating changes, if any (it being understood that no rating with respect to the Series 2012 Bonds has been or is expected to be applied for).
- C. in the timely manner, to the MSRB, notice of any failure on the part of the District to provide required annual financial information not later than 180 days from the end of the District's fiscal year.

The District agrees that all such information required to be filed with the MSRB shall be provided for filing in such format and accompanied by such identifying information as shall be prescribed by the MSRB. The District reserves the right to modify from time to time the specific types of information, provided or the format of the presentation of such information, to the extent necessary or appropriate in the judgment of the District, consistent with the Rule. The District agrees that the foregoing covenants are for the benefit of the registered owners of the Series 2012 Bonds (including Beneficial Owners) and that such covenants may be enforced by any registered owner or Beneficial Owner, provided that any such right to enforcement shall be limited to specific enforcement of such undertaking and any failure shall not constitute an event of default under the resolution governing the issuance of the Series 2012 Bonds. The foregoing continuing disclosure obligations of the District shall cease when none of the Series 2012 Bonds remain outstanding.

Adopted this 22nd day of August, 2012.



Chairperson

Clerk

PAYING AGENT AND REGISTRAR AGREEMENT

This Agreement made and entered into as of the 22nd day of August, 2012, by and between Sanitary and Improvement District No. 260 of Sarpy County, Nebraska, (the "District") and the First National Bank of Omaha, in Omaha, Nebraska, (the "Registrar").

WHEREAS, the District has authorized the issuance of \$2,400,000 General Obligation Bonds, Series 2012, initially dated September 15, 2012 (the "Bonds"), by a Bond Resolution adopted August 22, 2012 (the "Resolution") and requires the services of a paying agent and registrar for said issue; and,

WHEREAS, the Registrar is willing to provide services as paying agent and registrar pursuant to the terms of this Agreement and the Resolution in consideration for the compensation described in this Agreement.

NOW THEREFORE, the District and the Registrar do hereby agree as follows:

1. The Registrar agrees that it shall maintain on behalf of the District books of record in which the registered owners of the Bonds and their registered addresses shall be duly recorded.
2. Registrar agrees that it shall serve as paying agent for the District in making the payments of principal and interest falling due on the Bonds. The District shall, before each principal and interest payment date, deposit with the Registrar an amount sufficient to make such payment and the Registrar shall apply such deposit by mailing a check or draft to each of the registered owners of the Bonds as shown on the books of record maintained pursuant to paragraph 1 hereof for the appropriate amounts of principal and interest due on each respective bond.
3. Registrar hereby accepts and agrees to perform all duties directed by the Resolution to be performed by the Registrar as defined in the Resolution and the terms of the Resolution are hereby incorporated by reference. Provided however, nothing in this agreement shall prevent the Registrar to resign its capacity for any reasonable cause.
4. The Registrar shall make the initial registration of the Bonds upon written directions from the original purchaser thereof as designated in the Resolution.
5. Transfer of the Bonds shall be registered and new Bonds issued in replacement thereof, pursuant to the limitations prescribed in the Resolution, upon surrender to the Registrar of any outstanding Bond accompanied by an assignment for transfer in such manner and form as the Registrar may require and by such assurances as the Registrar shall deem necessary or appropriate to evidence the genuineness and effectiveness of each necessary signature and, if deemed appropriate by the Registrar, satisfactory evidence of compliance with all applicable laws relating to the collection of taxes. In registering transfer of the Bonds, the Registrar may rely upon the Uniform Commercial Code or any other statutes which in the opinion of counsel protect the Registrar and the District in not requiring complete documentation, in registering Bonds without inquiry into adverse claims, in delaying registration for purposes of such inquiry, or in refusing registration where in the Registrar's judgment an adverse claim requires such refusal.

6. As provided by law, the books of registration maintained by the Registrar shall not be deemed public records and shall be available for inspection solely pursuant to a court order or a subpoena of any governmental agency having jurisdiction to issue such subpoena.

7. At least annually, the Registrar shall give a report to the District accounting for all funds received and disbursements made. The Registrar shall maintain customary records in connection with its exercise of its duties under this Agreement and the Resolution.

8. At any time the Registrar may apply to the District for instructions and may consult with the District's attorney or the Registrar's own counsel in respect to any matter arising in connection with its duties under this Agreement and the Resolution and the Registrar shall not be liable or accountable for any action taken or omitted by it in good faith in accordance with such instructions or with the opinion of such counsel. The Registrar may rely on any paper or document reasonably believed by it to be genuine and to have signed by the proper person or persons.

9. The District hereby agrees to pay any expenses reasonably incurred by the Registrar in connection with the performance of its duties under this Agreement and the Resolution including counsel fees, and in addition shall pay to the Registrar as compensation for its services the following:

SEE ATTACHED FEE SCHEDULE

10. Any corporation or association into which the Registrar may be converted or merged, or with which it may be consolidated, or to which it may sell or transfer its trust business and assets as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, sale, merger, consolidation, or transfer to which it is a party, shall, ipso facto, be and become successor Registrar hereunder and vested with all of the trusts, powers, discretion, immunities, privileges, and all other matters as was its predecessor, without the execution or filing of any instruments or any further act, deed, or conveyance on the part of any of the parties hereto, anything herein to the contrary notwithstanding.

11. The District shall have the right to remove the Registrar only in the event of a material breach of the Registrar's duties under this Agreement and the Resolution. In such event the District shall have the right to designate a successor and the Registrar hereby agrees that it shall turn over all of its records with respect to the Bonds to any such successor upon request by the District.

12. Under the terms of the Resolution, at the request of the original purchaser of the Bonds, the Bonds are to be issued initially as "book-entry-only bonds" using the services of The Depository Trust Company, New York, New York (the "Depository") and initially at the direction of the original purchaser of the Bonds, the entire issue of the Bonds shall be registered in the name of Cede & Co., as nominee for the Depository, with one typewritten or photographically reproduced bond for each separate stated maturity. Payment of semiannual interest for any Bond registered as of each Record Date in the name of Cede & Co. shall be made by wire transfer of same-day funds to the account of Cede & Co. on the Interest Payment Date for the Bonds at the address shown in the Registrar's books of registration for Cede & Co. as registered owner of the Bonds. The Registrar agrees that it will execute and observe the terms

and conditions of the Letter of Representations (the "Representation Letter") as authorized by the Resolution.

The Registrar and the District may treat the Depository (or its nominee) as the sole and exclusive owner of the Bonds which are registered in the Depository (or its nominee) name for the purposes of payment of principal of or interest on the Bonds, selecting the Bonds or portions thereof to be redeemed, giving any notice permitted or required to be given to bondholders under the Resolution, registering the transfer of Bonds, obtaining any consent or other action to be taken by bondholders and for all other purposes whatsoever, and neither the Registrar nor the District shall be affected by any notice to the contrary. Neither the Registrar nor the District shall have any responsibility or obligation to any participant of the Depository ("Participant"), any persons claiming a beneficial ownership interest in the Bonds under or through the Depository or any Participant, or any other person which is not shown on the registration books of the Registrar as being a registered owner of any of the Bonds, with respect to the accuracy of any records maintained by the Depository or any Participant, the payment by the Depository or any Participant or any amount in respect of the principal of or interest on the Bonds; any notice which is permitted or required to be given to bondholders under the Resolution; the selection by the Depository or any Participant of any person to receive payment in the event of a partial redemption of the Bonds; or any consent given or other action taken by the Depository as bondholder. The Registrar shall pay all principal of and interest on the Bonds only to the Depository as registered owner of the Bonds, and all such payments shall be valid and effective to fully satisfy and discharge the District's obligations with respect to the principal of and interest on the Bonds to the extent of the sum or sums so paid. Except under the conditions directed below, no person other than the Depository shall receive an authenticated Bond for each separate stated maturity evidencing the obligation of the District to make payments of principal of and interest pursuant to the Resolution. Upon delivery by the Depository to the Registrar of written notice to the effect that the Depository has determined to substitute a new nominee in the place of Cede & Co., and subject to the provisions in the Resolution with respect to Record Dates, the term "Cede & Co." in this Agreement shall refer to such new nominee of the Depository. If the Depository gives notice to the District or the Registrar pursuant to the Representation Letter that it will discontinue providing its services as securities depository with respect to the Bonds, the District shall either appoint a successor securities depository or terminate the book entry system for the Bonds under the following conditions.

(i) Any successor securities depository must be a clearing agency registered with the Securities and Exchange Commission pursuant to Section 17A of the Securities Exchange Act of 1934 and must enter into an agreement with the District and the Registrar agreeing to act as the depository and clearing agency for all the Bonds. After such agreement has become effective, the Depository shall present the Bonds for registration of transfer in accordance with Section 3 of the Resolution and the Registrar shall register them in the name of the successor securities depository or its nominee. If a successor securities depository has not accepted such position prior to the effective date of the Depository's termination of its services, the book-entry system shall automatically terminate.

(ii) If the District elects to terminate the book-entry system for the Bonds, it shall so notify the Registrar in writing. Thereafter, upon presentation of the bonds, or any of them, by the Depository or its nominees to the Registrar

for registration of transfer in accordance with Section 4 of the Resolution, the Registrar shall register the transfer in accordance with such Section 4 of the Resolution and all provisions of this paragraph 12 shall immediately cease to be in effect.

The District may elect to terminate the book-entry system for the Bonds in accordance with the Resolution by giving written notice to the Depository and the Registrar. On the effective date of such termination, the provisions of this paragraph 12 shall cease to be in effect, except that the Registrar shall continue to comply with applicable provisions of the Representation Letter with respect to Bonds as to which the Depository remains the registered owner. After such termination, the Registrar shall, upon presentation of Bonds by the Depository or its nominee for registration of transfer or exchange in accordance with Section 4 of the Resolution make such transfer or exchange in accordance with said Section 4. Upon the appointment of the successor securities depository or termination of the book-entry system, the Registrar shall give notice of such event to the registered owners of Bonds (through the Depository) and (1) of the name and address of the successor securities depository or (2) that Bonds may now be obtained by the beneficial owners of the Bonds, or their nominees, upon proper instructions being given to the Depository by the relevant Participant and compliance by the Depository with the provisions of the Resolution regarding registration of transfers. Notwithstanding any other provision of this Agreement to the contrary, so long as any Bond is registered in the name of Cede & Co., as nominee of the Depository (or any successor nominee), all payments with respect to the principal and interest on such Bond and all notices with respect to such Bond shall be made and given respectively, to the Depository as provided in the Representation Letter. In connection with any notice or other communication to be provided to bondholders pursuant to the Resolution by the District or the Registrar with respect to any consent or other action to be taken by bondholders, the District or the Registrar, as the case may be, shall establish a record date for such consent or other action and give the Depository notice of such record date not less than 15 calendar days in advance of such record date to the extent possible.

13. This Agreement shall terminate when the Bonds have been paid in full. The Registrar shall have no duties with respect to the investment of monies paid to it under this Agreement and the Resolution except as may be otherwise agreed upon between the Registrar and the District. Any deposit of such monies shall be either fully insured by insurance of the Federal Deposit Insurance Corporation or fully secured in the manner required by law for deposit of funds of the District. Any such deposit may be in an account maintained with the Registrar.

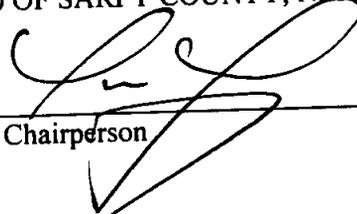
14. If any one or more of the covenants or agreements to be performed by either of the parties of this Agreement shall be determined by a court of competent jurisdiction to be unenforceable, such covenant or agreement shall be deemed and construed to be severable from the remaining covenants and agreements contained herein and shall in no way affect the validity of the remaining provisions of this Agreement.

15. This Agreement may be executed in several counterparts, all or any of which shall be regarded for all purposes as one original and shall constitute and be but one and the same instrument.

16. This Agreement shall be governed by and construed in accordance with the laws of the State of Nebraska.

17. IN WITNESS WHEREOF, the parties hereto have each caused this Paying Agent and Registrar's Agreement to be executed by their duly authorized officers and attested as of the date first above written.

SANITARY AND IMPROVEMENT DISTRICT
NO. 260 OF SARPY COUNTY, NEBRASKA



Chairperson

ATTEST:



Clerk

FIRST NATIONAL BANK OF OMAHA
OMAHA, NEBRASKA

By: _____

Title: _____

AGENDA

**SANITARY AND IMPROVEMENT DISTRICT NO. 260 OF SARPY
COUNTY, NEBRASKA HELD ON AUGUST 22, 2012**

1. Present Open Meeting Laws.

2. Present statements, vote on and approve payment from the General Fund Account of the District for the following:

| | |
|--|-------------|
| a) E & A Consulting Group for engineering services. (#118138, 117905) | \$2,943.31 |
| b) Omaha Public Power District for electrical services. (#1599401738 - \$282.64, 597-3371894 - \$11,677.24) | \$11,959.88 |
| c) Wheatley dba Team Green for mowing maintenance. (#0612) | \$280.00 |
| d) Utilities Service Group for sewer maintenance. (#9541, 9502, 9519) | \$2,812.50 |
| e) Chastian-Otis, Inc. for insurance renewals. | \$4,701.00 |
| f) HTM, inc. for lift station maintenance. (#11-27382-9, 10, 11; 11-27380-11, 12, 13) | \$1,830.00 |

3. Present and approve proposed \$2,400,000 General Obligation Refunding Bond Issue.