

## CERTIFICATE

The undersigned hereby certify that they are the Chairperson and Clerk of **Sanitary and Improvement District Number 291 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.

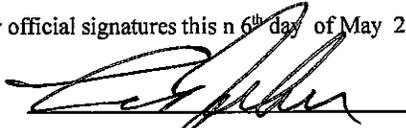
3. All of the subjects addressed at the Meeting were contained in the agenda for the Meeting, which agenda was kept continually current and readily available for public inspection at the address listed in the meeting notice for the Meeting and a copy of which is attached to this Certificate; such subjects 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 6<sup>th</sup> day of May 2015.

  
Chairperson

  
Clerk

**MINUTES OF THE MEETING OF THE BOARD OF  
TRUSTEES OF SANITARY AND IMPROVEMENT  
DISTRICT NO. 291 OF SARPY COUNTY, NEBRASKA  
HELD ON MAY 6, 2015**

The meeting of the Board of Trustees of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska was convened in open and public session at 9:00 A.M. on May 6, 2015 at 11440 West Center Road, Omaha, Nebraska.

Present at the meeting were Trustees Jim Emmons, Loren Johnson, Ryan Larsen, Chad Larsen and Paula Johnson.

Notice of the meeting was given in advance thereof by publication in The Bellevue Leader on April 22, 2015, 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 Clerk then certified that notice of this meeting had been given to the Sarpy County Clerk, 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 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 announced that the last publication of the notice of this meeting was more than five days prior to the time set by the Board of Trustees for public hearing, as set forth in the Proof of Publication. The Clerk further announced that notice had been posted in three conspicuous places within the District and filed his Certificate to that effect, said Certificate being attached to these minutes and made a part hereof by this reference.

The Clerk then stated that no petition opposing the Resolution of Necessity had been filed by any of the property owners within the District nor by any other person and no person appeared at the meeting or made any objections to the proposed Resolution of Necessity.

The Trustees then voted "aye" and passed and adopted the proposed Resolution of Advisability and Necessity, the same being the Resolution adopted in form at the meeting of the Board of Trustees held on March 27, 2015, which Resolution is set forth in full in the Proof of Publication attached hereto; the Trustees then passed the following resolution:

BE IT RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska that the Resolution of Necessity for the construction of Sanitary Sewer, Storm Sewer and Paving - Phase 3 be and hereby is approved as proposed at the meeting of the Board of Trustees held on March 27, 2015.

The Chairman then presented the following statements payable from the Construction Fund Account of the District and the Clerk was directed to attach a copy of said statement to these minutes:

a) Bankers Trust Company for annual administration Fees. (#20097, 20098)	\$750.00
b) Kutak Rock LLP for preparation of Warrant Offering Circular. (#2046788)	\$3,000.00
c) Kuehl Capital Corporation for advisory structuring fees for the Construction Fund warrants issued at this meeting. (2.5 %)	\$93.75
d) First National Capital Markets for underwriting fees for the Construction Fund warrants issued at this meeting. (1.5%)	\$57.65
Total	\$3,843.75

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. 291 of Sarpy County, Nebraska that the Chairman and Clerk be and hereby are authorized and directed to execute and deliver Warrant Nos. 913 through 916, inclusive, of the District, dated the date of this meeting, to the following payees for the following services and in the following amounts, said warrants to draw interest at the rate of 7% per annum to be made payable from the Construction Fund Account of the District (interest to be payable on February 1 of each year) and to be redeemed no later than five years from the date hereof being May 6, 2020, 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:

- 1) Warrant No. 913 for \$750.00 payable to Bankers Trust for annual administration fees.
- 2) Warrant No. 914 for \$3,000.00 payable to Kutak Rock for preparation of Warrant Offering Circular.
- 3) Warrant No. 915 for \$93.75 payable to Kuehl Capital Corporation for advisor fees for Construction Fund warrants issued at this meeting.
- 4) Warrant No. 916 for \$57.65 payable to First National Capital Markets for underwriting fees for Construction Fund warrants issued at this meeting.

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

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska, that the District hereby finds and determines and covenants, warrants and agrees as follows in connection with the issuance of the Construction Fund Warrants: (i) the improvements and/or facilities being financed by the Construction Fund Warrants are for essential governmental functions and are designed to serve members of the general public on an equal basis; (ii) 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; (iii) 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; (iv) 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; (v) 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; (vi) none of the proceeds of said Construction Fund Warrants have been or will be loaned to any private person or entity; and (vii) 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 Construction Fund Warrants.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska that the District covenants and agrees concerning the Construction Fund Warrants that: (i) it will comply with all applicable provisions of the Code, including Sections 103 and 141 through 150, necessary to maintain the exclusion from gross income for federal income tax purposes of the interest on the Construction Fund Warrants and (ii) it will not use or permit the use of any proceeds of the Construction Fund Warrants or any other funds of the District nor take or permit any other action, or fail to take any action, if any such action or failure to take action would adversely affect the exclusion from gross income of the interest on the Construction Fund Warrants. In addition, the District will adopt such other resolutions and take such other actions as may be necessary to comply with the Code and with all other applicable future laws, regulations, published rulings and judicial decisions, in order to ensure that the interest on the Construction Fund Warrants will remain excluded from federal gross income, to the extent any such actions can be taken by the District.

The District covenants and agrees that (i) it will comply with all requirements of Section 148 of the Code to the extent applicable to the Construction Fund Warrants, (ii) it will use the proceeds of the Construction Fund Warrants as soon as practicable and with all reasonable dispatch for the purposes for which the Construction Fund Warrants are issued, and (iii) it will not invest or directly or indirectly use or permit the use of any proceeds of the Construction Fund Warrants or any other funds of the District in any manner, or take or omit to take any action, that would cause the Construction Fund Warrants to be "arbitrage bonds" within the meaning of Section 148(a) of the Code.

The District covenants and agrees that it will pay or provide for the payment from time to time of all amounts required to be rebated to the United States pursuant to Section 148(f) of the Code and any Regulations applicable to the Construction Fund Warrants from time to time. This covenant shall survive payment in full of the Construction Fund Warrants. The District specifically covenants to pay or cause to be paid to the United States, the required amounts of rebatable arbitrage at the times and in the amounts as determined by reference to the Code and the Regulations. Pursuant to the "small issuer exception" set forth below, the District does not believe the Construction Fund Warrants will be subject to rebate.

The District covenants and agrees that (to the extent within its power or direction) it will not use any portion of the proceeds of the Construction Fund Warrants, including any investment income earned on such proceeds, directly or

indirectly, in a manner that would cause any Construction Fund Warrant to be a "private activity bond".

The District makes the following representations in connection with the exception for small governmental units from the arbitrage rebate requirements under Section 148(f)(4)(D) of the Code:

- (i) the District is a governmental unit under Nebraska law with general taxing powers;
- (ii) none of the Construction Fund Warrants is a private activity bond as defined in Section 141 of the Code;
- (iii) ninety-five percent or more of the net proceeds of the Construction Fund Warrants are to be used for local governmental activities of the District;
- (iv) the aggregate face amount of all tax-exempt obligations (other than "private activity bonds," but including any tax-exempt lease-purchase agreements) to be issued by the District during the current calendar year is not reasonably expected to exceed \$5,000,000; and
- (v) the District (including all subordinate entities thereof) will not issue in excess of \$5,000,000 of tax-exempt indebtedness (other than "private activity bonds," but including any tax-exempt lease-purchase agreements) during the current calendar year without first obtaining an opinion of nationally recognized counsel in the area of municipal finance that the excludability of the interest on the Construction Fund Warrants from gross income for federal tax purposes will not be adversely affected thereby.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska that the District hereby covenants, warrants and agrees that to the extent that it may lawfully do so, the District hereby designates the Construction Fund Warrants as its "qualified tax exempt obligations" under Section 265(b)(3)(B)(i)(III) of the Code.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 291 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 Construction Fund Warrants and the District hereby further certifies, as of the date of the registration of the Construction Fund Warrants with [Douglas] [Sarpy] County, Nebraska as follows:

1. The District reasonably anticipates that a portion of the monies in its Bond Fund will be expended for payment of

principal of and interest on the bonds and/or construction fund warrants of the District within 12 months after receipt of such monies. The District hereby establishes a reserve fund within its Bond Fund in connection with the issuance of the Construction Fund Warrants in the amount equal to the least of (i) 10% of the stated principal amount of the Construction Fund Warrants, (ii) the maximum annual debt service due on the Construction Fund Warrants during any fiscal year, or (iii) 125% of the average annual debt service for the Construction Fund Warrants over the term of such warrants. That amount that is currently held in the District's Bond Fund which exceeds the amount to be expended for payment of principal and interest on the bonds and/or construction fund warrants of the District within 12 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 Construction Fund 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 debt.

4. This Certificate is being passed, executed and delivered pursuant to Section 1.148-2 (b) (2) of the Income Tax Regulations under the Code (the "Regulations").

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska the District hereby authorizes and directs the Chair 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 (the "Code"), pertaining to the Construction Fund Warrants and the General Fund Warrants;

No opinion of nationally recognized counsel in the area of municipal finance has been delivered with respect to the treatment of interest on the General Fund Warrants. Purchasers of the General Fund Warrants are advised to consult their tax advisors as to the tax consequences of purchasing or holding the General Fund Warrants.

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

  
Loren Johnson, Chairman

  
Jim Emmons, Clerk

**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 Ron Petak deposes and says that he is the Executive Editor 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, April 22, 2015 Bellevue Leader  
Thereafter, Wednesday, April 29, 2015 Bellevue Leader

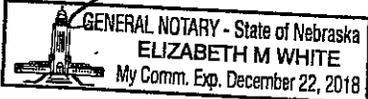
And that said newspaper is a legal newspaper under the statutes of the State of Nebraska. The above facts are within my personal knowledge.

*Ron Petak*

Shon Barenklau OR Ron Petak  
Publisher Executive Editor

Today's Date *4-29-2015*  
Signed in my presence and sworn to before me:

*[Signature]*  
Notary Public



Printer's Fee \$ 290.29  
Customer Number: 40972  
Order Number: 0001852475

FULLENKAMP, DOYLE & JOBEUN  
11440 WEST CENTER ROAD  
OMAHA, NEBRASKA 68144

SANITARY AND IMPROVEMENT  
DISTRICT NO. 291  
OF SARPY COUNTY, NEBRASKA

NOTICE

NOTICE IS HEREBY GIVEN that a meeting of the Board of Trustees of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska will be held at 9:00 A.M. on May 6, 2015 at 13903 So. 47th Street, Bellevue, Nebraska, which meeting will be open to the public. The agenda for such meeting, kept continuously current, is available for public inspection at 11440 West Center Road, Omaha, Nebraska and includes the payment of bills of the District and the consideration and passing or amending and passing the following Resolution, to-wit:

BE IT RESOLVED that the Board of Trustees of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska find and determine that it is advisable and necessary for the District to construct an improvement within the boundaries of the District, said improvement to be designated as Sanitary Sewer, Storm Sewer and Paving - Phase 3 and shall be constructed as follows:

### Sanitary Sewer

Construct sanitary sewer pipes together with manholes and service stubs, and perform all work necessary or incidental thereto in the following locations:

**Redwood Street** - Commencing at a point 1 foot east and 25 feet south of the southeast corner of Lot 336; thence easterly a 8" pipe 658 feet to a point 27 feet north and 18 feet east of the northeast corner of Lot 392.

**Willow Street** - Commencing at a point 25 feet south and 10 feet east of the southeast corner of Lot 384; thence easterly an 8" pipe 356 feet to a point 35 feet north and 23 feet east of the northeast corner of Lot 378.

**Blackwalnut Street** - Commencing at a point 25 feet south and 3 feet east of the southeast corner of Lot 371; thence easterly an 8" pipe 165 feet to a point 35 feet north and 24 feet east of the northeast corner of Lot 368.

**South 187th Street** - Commencing at a point 1 foot north and 27 feet east of the northeast corner of Lot 357; thence northerly an 8" pipe 837 feet to a point 35 feet north and 23 feet east of the northeast corner of Lot 346.

**South 186th Street (North Section)** - Commencing at a point 1 foot north and 25 feet west of the northwest corner of lot 404; thence northerly an 8" pipe 1039 feet to a point 5 feet north and 25 feet east of the northeast corner of lot 345.

**South 187th Street/Briar Street** - Commencing at a point 5 feet south and 25 feet west of the southwest corner of Lot 364; thence southerly an 8" pipe 210 feet to a point 42 feet north and 14 feet east of the northeast corner of Lot 441; thence easterly an 8" pipe 193 feet to a point 35 feet north and 24 feet east of the northeast corner of Lot 444.

**South 186th Street (South Section)** - Commencing at a point 25 feet west and 1 foot south of the southwest corner of Lot 405; thence southerly an 8" pipe 1,289 feet to a point 25 feet north and 13 feet west of the northwest corner of Lot 423.

**Rosewood Street (East Section)** - Commencing at a point 25 feet south and 1 foot east of the southeast corner of Lot 447; thence easterly an 8" pipe 155 feet to a point 34 feet north and 24 feet east of the northeast corner of Lot 440.

**Rosewood Street (West Section)** - Commencing at a point 25 feet north and 3 feet west of the northwest corner of Lot 297; thence westerly an 8" pipe 735 feet to a point 22 feet north and 6 feet east of the northeast corner of Lot 245.

**Birch Avenue** - Commencing at a point 17 feet north and 40 feet west of the northeast corner of Lot 274; thence westerly an 8" pipe 608 feet to a point 5 feet north and 24 feet east of the northeast corner of Lot 250.

**South 188th Street/Greenleaf Street** - Commencing at a point 3 feet north and 32 feet east of the northeast corner of Lot 299; thence southerly an 8" pipe 742 feet to a point 11 feet south and 25 feet west of the southwest corner of Lot 335; thence westerly an 8" pipe 515 feet to a point 2 feet south and 37 feet east of the eastern most corner of Lot 255.

**South 188th Street** - Commencing at a point 1 foot north and 25 feet west of the northwest corner of Lot 450; thence southerly an 8" pipe 159 feet to a point 35 feet north and 39 feet east of the northeast corner of Lot 458.

centerlines of Redwood Street and South 187th Street; thence easterly a 25' wide P.C.C. pavement 729 feet to the intersection of the centerlines of South 186th Street and Redwood Street.

**Willow Street** - Commencing at the intersection of the centerlines of Willow Street and South 187th Street; thence easterly a 25' wide P.C.C. pavement 645 feet to a point 146 feet east of the intersection of the centerlines of South 186th Street and Willow Street.

**Blackwalnut Street** - Commencing at the intersection of the centerlines of South 188th Street and Blackwalnut Street; thence easterly a 25' wide P.C.C. pavement 596 feet to the intersection of the centerlines of South 186th Street and Blackwalnut Street.

**Briar Street** - Commencing at a point 135 feet east of the intersection of the centerlines of South 188th Street and Briar Street; thence easterly a 25' wide P.C.C. pavement 475 feet to a point 148 feet east of the intersection of the centerlines of Briar Street and South 186th Street.

**South 187th Street** - Commencing at the intersection of the centerlines of South 187th Street and Briar Street; thence northerly a 25' wide P.C.C. pavement 1,199 feet to the intersection of the centerlines of Redwood Street and South 187th Street.

**South 186th Street** - Commencing at a point 32 feet north and 24 feet east of the northeast corner of Lot 345; thence southerly a 25' wide P.C.C. pavement 2,490 feet to the intersection of the centerlines of Robin Drive and South 186th Street.

**South 190th Street / Robin Drive** - Commencing at the intersection of the centerlines of South 190th Street and Briar Street; thence southeasterly a 25' wide P.C.C. pavement 2,041 feet to a point on the centerline of Robin Drive 146 feet east of the intersection of the centerlines of South 186th Street and Robin Drive.

**South 188th Street** - Commencing at the intersection of the centerlines of South 188th Street and Briar Street; thence southerly a 25' wide P.C.C. pavement 1,224 feet to a point on the centerline of South 188th Street 38 feet south of the intersection of the centerlines of South 188th Street and Robin Drive.

**Rosewood Street** - Commencing at the intersection of the centerlines of South 190th Street and Rosewood Street; thence easterly a 25' wide P.C.C. pavement 1,212 feet to the intersection of the centerlines of Rosewood Street and South 186th Street.

**Birch Avenue** - Commencing at the intersection of the centerlines of South 190th Street and Birch Avenue; thence easterly a 25' wide P.C.C. pavement 760 feet to the intersection of the centerlines of Birch Avenue and South 186th Street.

**Greenleaf Street** - Commencing at the intersection of the centerlines of South 190th Street and Greenleaf Street; thence easterly a 25' wide P.C.C. pavement 517 feet to the intersection of the centerlines of Greenleaf Street and South 188th Street.

The outer boundaries of the areas which may be subject to special assessments for said Improvement are proposed to be the same as the outer boundaries of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska.

**Robin Drive** - Commencing at a point 25 feet north and 1 foot west of the northeast corner of Lot 422; thence westerly an 8" pipe 838 feet to a point 22 feet north and 1 foot east of the northern most corner of Lot 463.

#### **STORM SEWER**

Construct storm sewer pipes together with manholes area inlets and discharge structures, and perform all work necessary or incidental thereto in the following locations:

**South 187th Street/Redwood Street** - Commencing at a point 1 foot north and 11 feet east of the northeast corner of Lot 347; thence northerly an 18" pipe 111 feet to a point 15 feet south and 37 feet east of the southeast corner of Lot 338; thence easterly an 18" pipe 440 feet; thence easterly a 24" pipe 62 feet; thence easterly a 36" pipe 47 feet to a point 79 feet north and 22 feet east of the northwest corner of Lot 393.

**South 186th Street (North)** - Commencing at a point 38 feet south and 10 feet east of the northeast corner of Lot 345; thence southerly an 18" pipe 126 feet to a point 78 feet north and 26 feet west of the northwest corner of Lot 393.

**South 186th Street (Middle)** - Commencing at a point 8 feet south and 12 feet east of the northeast corner of Lot 378; thence northerly an 18" pipe 379 feet to a point 78 feet north and 26 feet west of the northwest corner of Lot 393.

**Briar Street / South 186th Street** - Commencing at a point 10 feet south and 19 feet east of the southwest corner of Lot 406; thence southerly a 24" pipe 677 feet to a point 88 feet north and 12 feet west of the northwest corner of Lot 415; thence easterly a 36" pipe 35 feet to a point 87 feet north and 23 feet east of the northwest corner of Lot 415.

**Rosewood Street / South 190th Street** - Commencing at a point 5 feet south and 14 feet east of the southwest corner of Lot 310; thence southeasterly a 24" pipe 403 feet to a point 7 feet south and 28 feet east of the southeast corner of Lot 249; thence southeasterly a 30" pipe 508 feet to a point 27 feet north and 20 feet west of the northern corner of Lot 463; thence southwesterly a 42" pipe 63 feet to a point 3 feet south and 75 feet west of the northern corner of Lot 463.

**Birch Avenue** - Commencing at a point 2 feet south and 19 feet east of the southwest corner of Lot 286; thence southwesterly a 24" pipe 82 feet to a point 7 feet south and 28 feet east of the southeast corner of Lot 249.

**South 188th Street / Robin Drive** - Commencing at a point 9 feet north and 11 feet west of the southwest corner of Lot 451; thence southerly an 18" pipe 58 feet to a point 18 feet north and 31 feet west of the northwest corner of Lot 427; thence northwesterly 436 feet to a point 27 feet north and 20 feet west of the northwest corner of Lot 463.

#### **PAVING**

Construct 25 feet wide 7" thick P.C.C. pavement with integral curb, together with inlets and appurtenances and perform all other work necessary or incidental thereto in the following locations:

**Redwood Street** - Commencing at a point 229 feet west of the intersection of the

Said plans and specifications have been reviewed by Lamp Rynearson & Associates, Inc., engineers for the District and said engineers have filed with the Clerk of the District, prior to the first publication of this Resolution, an estimate of the total costs of said improvement, including engineering fees, legal fees, fiscal fees, interest and other miscellaneous costs, which estimate is in the sum of \$2,578,586.77.

To pay the cost of said improvement the Board of Trustees shall have the power to issue negotiable bonds of the District after such improvements have been completed and accepted; said bonds to be called "Sanitary and Improvement District Bonds" and shall be payable and bear interest as provided by the Statutes of the State of Nebraska.

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

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

SANITARY AND IMPROVEMENT  
DISTRICT NO. 291 OF  
SARPY COUNTY, NEBRASKA

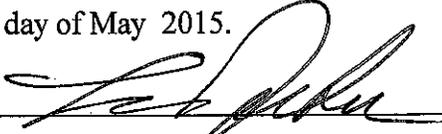
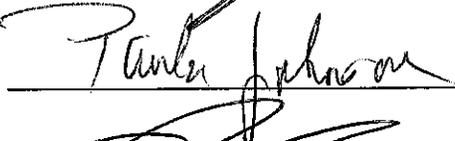
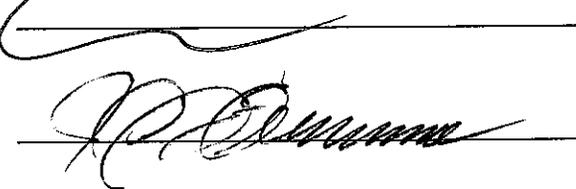
By: Loren Johnson, Chairman  
Jim Emmons, Clerk

1852475; 4/22, 4/29

ACKNOWLEDGMENT OF RECEIPT OF  
NOTICE OF MEETING

The undersigned Trustees of Sanitary and Improvement District No. 291 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 May 6, 2015 at 13903 So. 47<sup>th</sup> Street, Bellevue, Nebraska.

DATED this 6<sup>th</sup> day of May 2015.

  
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CERTIFICATE

The undersigned being Clerk of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska hereby certifies that Notice of a Meeting of the Board of Trustees of said District held on May 6, 2015 was mailed to the Sarpy County Clerk, 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 April 22, 2015 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

CERTIFICATE

The undersigned Clerk of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska does hereby certify that notice was posted in three conspicuous places within the District with regard to the construction of Sanitary Sewer, Storm Sewer and Paving - Phase 3.

Clerk

A handwritten signature in black ink, appearing to be 'R. E. ...', written over a horizontal line.

FULLENKAMP, DOYLE & JOBEUN  
11440 WEST CENTER ROAD  
OMAHA, NEBRASKA 68144

SANITARY AND IMPROVEMENT  
DISTRICT NO. 291  
OF SARPY COUNTY, NEBRASKA

NOTICE

NOTICE IS HEREBY GIVEN that a meeting of the Board of Trustees of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska will be held at 9:00 A.M. on May 6, 2015 at 13903 So. 47th Street, Bellevue, Nebraska, which meeting will be open to the public. The agenda for such meeting, kept continuously current, is available for public inspection at 11440 West Center Road, Omaha, Nebraska and includes the payment of bills of the District and the consideration and passing or amending and passing the following Resolution, to-wit:

BE IT RESOLVED that the Board of Trustees of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska find and determine that it is advisable and necessary for the District to construct an improvement within the boundaries of the District, said improvement to be designated as Sanitary Sewer, Storm Sewer and Paving - Phase 3 and shall be constructed as follows:

Sanitary Sewer

Construct sanitary sewer pipes together with manholes and service stubs, and perform all work necessary or incidental thereto in the following locations:

**Redwood Street** - Commencing at a point 1 foot east and 25 feet south of the southeast corner of Lot 336; thence easterly a 8" pipe 658 feet to a point 27 feet north and 18 feet east of the northeast corner of Lot 392.

**Willow Street** - Commencing at a point 25 feet south and 10 feet east of the southeast corner of Lot 384; thence easterly an 8" pipe 356 feet to a point 35 feet north and 23 feet east of the northeast corner of Lot 378.

**Blackwalnut Street** - Commencing at a point 25 feet south and 3 feet east of the southeast corner of Lot 371; thence easterly an 8" pipe 165 feet to a point 35 feet north and 24 feet east of the northeast corner of Lot 368.

**South 187th Street** - Commencing at a point 1 foot north and 27 feet east of the northeast corner of Lot 357; thence northerly an 8" pipe 837 feet to a point 35 feet north and 23 feet east of the northeast corner of Lot 346.

**South 186th Street (North Section)** - Commencing at a point 1 foot north and 25 feet west of the northwest corner of lot 404; thence northerly an 8" pipe 1039 feet to a point 5 feet north and 25 feet east of

the northeast corner of lot 345.

**South 187th Street/Briar Street** - Commencing at a point 5 feet south and 25 feet west of the southwest corner of Lot 364; thence southerly an 8" pipe 210 feet to a point 42 feet north and 14 feet east of the northeast corner of Lot 441; thence easterly an 8" pipe 193 feet to a point 35 feet north and 24 feet east of the northeast corner of Lot 444.

**South 186th Street (South Section)** - Commencing at a point 25 feet west and 1 foot south of the southwest corner of Lot 405; thence southerly an 8" pipe 1,289 feet to a point 25 feet north and 13 feet west of the northwest corner of Lot 423.

**Rosewood Street (East Section)** - Commencing at a point 25 feet south and 1 foot east of the southeast corner of Lot 447; thence easterly an 8" pipe 155 feet to a point 34 feet north and 24 feet east of the northeast corner of Lot 440.

**Rosewood Street (West Section)** - Commencing at a point 25 feet north and 3 feet west of the northwest corner of Lot 297; thence westerly an 8" pipe 735 feet to a point 22 feet north and 6 feet east of the northeast corner of Lot 245.

**Birch Avenue** - Commencing at a point 17 feet north and 40 feet west of the northeast corner of Lot 274; thence westerly an 8" pipe 608 feet to a point 5 feet north and 24 feet east of the northeast corner of Lot 250.

**South 188th Street/Greenleaf Street** - Commencing at a point 3 feet north and 32 feet east of the northeast corner of Lot 299; thence southerly an 8" pipe 742 feet to a point 11 feet south and 25 feet west of the southwest corner of Lot 335; thence westerly an 8" pipe 515 feet to a point 2 feet south and 37 feet east of the eastern most corner of Lot 255.

**South 188th Street** - Commencing at a point 1 foot north and 25 feet west of the northwest corner of Lot 450; thence southerly an 8" pipe 159 feet to a point 35 feet north and 39 feet east of the northeast corner of Lot 458.

**Robin Drive** - Commencing at a point 25 feet north and 1 foot west of the northeast corner of Lot 422; thence westerly an 8" pipe 838 feet to a point 22 feet north and 1 foot east of the northern most corner of Lot 463.

#### **STORM SEWER**

Construct storm sewer pipes together with manholes area inlets and discharge structures, and perform all work necessary or incidental thereto in the following locations:

**South 187th Street/Redwood Street** - Commencing at a point 1 foot north and 11 feet east of the northeast corner of Lot 347; thence northerly an 18" pipe 111 feet

to a point 15 feet south and 37 feet east of the southeast corner of Lot 338; thence easterly an 18" pipe 440 feet; thence easterly a 24" pipe 62 feet; thence easterly a 36" pipe 47 feet to a point 79 feet north and 22 feet east of the northwest corner of Lot 393.

**South 186th Street (North)** - Commencing at a point 38 feet south and 10 feet east of the northeast corner of Lot 345; thence southerly an 18" pipe 126 feet to a point 78 feet north and 26 feet west of the northwest corner of Lot 393.

**South 186th Street (Middle)** - Commencing at a point 8 feet south and 12 feet east of the northeast corner of Lot 378; thence northerly an 18" pipe 379 feet to a point 78 feet north and 26 feet west of the northwest corner of Lot 393.

**Briar Street / South 186th Street** - Commencing at a point 10 feet south and 19 feet east of the southwest corner of Lot 406; thence southerly a 24" pipe 677 feet to a point 88 feet north and 12 feet west of the northwest corner of Lot 415; thence easterly a 36" pipe 35 feet to a point 87 feet north and 23 feet east of the northwest corner of Lot 415.

**Rosewood Street / South 190th Street** - Commencing at a point 5 feet south and 14 feet east of the southwest corner of Lot 310; thence southeasterly a 24" pipe 403 feet to a point 7 feet south and 28 feet east of the southeast corner of Lot 249; thence southeasterly a 30" pipe 508 feet to a point 27 feet north and 20 feet west of the northern corner of Lot 463; thence southwesterly a 42" pipe 63 feet to a point 3 feet south and 75 feet west of the northern corner of Lot 463.

**Birch Avenue** - Commencing at a point 2 feet south and 19 feet east of the southwest corner of Lot 286; thence southwesterly a 24" pipe 82 feet to a point 7 feet south and 28 feet east of the southeast corner of Lot 249.

**South 188th Street / Robin Drive** - Commencing at a point 9 feet north and 11 feet west of the southwest corner of Lot 451; thence southerly an 18" pipe 58 feet to a point 18 feet north and 31 feet west of the northwest corner of Lot 427; thence northwesterly 436 feet to a point 27 feet north and 20 feet west of the northwest corner of Lot 463.

#### **PAVING**

Construct 25 feet wide 7" thick P.C.C. pavement with integral curb, together with inlets and appurtenances and perform all other work necessary on incidental thereto in the following locations:

**Redwood Street** - Commencing at a point 229 feet west of the intersection of the centerlines of Redwood Street and South 187th Street; thence easterly a 25' wide P.C.C. pavement 729 feet to the intersection of the centerlines of South 186th

Street and Redwood Street.

**Willow Street** - Commencing at the intersection of the centerlines of Willow Street and South 187th Street; thence easterly a 25' wide P.C.C. pavement 645 feet to a point 146 feet east of the intersection of the centerlines of South 186th Street and Willow Street.

**Blackwalnut Street** - Commencing at the intersection of the centerlines of South 188th Street and Blackwalnut Street; thence easterly a 25' wide P.C.C. pavement 596 feet to the intersection of the centerlines of South 186th Street and Blackwalnut Street.

**Briar Street** - Commencing at a point 135 feet east of the intersection of the centerlines of South 188th Street and Briar Street; thence easterly a 25' wide P.C.C. pavement 475 feet to a point 148 feet east of the intersection of the centerlines of Briar Street and South 186th Street.

**South 187th Street** - Commencing at the intersection of the centerlines of South 187th Street and Briar Street; thence northerly a 25' wide P.C.C. pavement 1,199 feet to the intersection of the centerlines of Redwood Street and South 187th Street.

**South 186th Street** - Commencing at a point 32 feet north and 24 feet east of the northeast corner of Lot 345; thence southerly a 25' wide P.C.C. pavement 2,490 feet to the intersection of the centerlines of Robin Drive and South 186th Street.

**South 190th Street / Robin Drive** - Commencing at the intersection of the centerlines of South 190th Street and Briar Street; thence southeasterly a 25' wide P.C.C. pavement 2,041 feet to a point on the centerline of Robin Drive 146 feet east of the intersection of the centerlines of South 186th Street and Robin Drive.

**South 188th Street** - Commencing at the intersection of the centerlines of South 188th Street and Briar Street; thence southerly a 25' wide P.C.C. pavement 1,224 feet to a point on the centerline of South 188th Street 38 feet south of the intersection of the centerlines of South 188th Street and Robin Drive.

**Rosewood Street** - Commencing at the intersection of the centerlines of South 190th Street and Rosewood Street; thence easterly a 25' wide P.C.C. pavement 1,212 feet to the intersection of the centerlines of Rosewood Street and South 186th Street.

**Birch Avenue** - Commencing at the intersection of the centerlines of South 190th Street and Birch Avenue; thence easterly a 25' wide P.C.C. pavement 760 feet to the intersection of the centerlines of Birch Avenue and South 188th Street.

**Greenleaf Street** - Commencing at the intersection of the centerlines of South

190th Street and Greenleaf Street; thence easterly a 25' wide P.C.C. pavement 517 feet to the intersection of the centerlines of Greenleaf Street and South 188th Street.

The outer boundaries of the areas which may be subject to special assessments for said improvement are proposed to be the same as the outer boundaries of Sanitary and Improvement District No. 291 of Sarpy County, Nebraska.

Said plans and specifications have been reviewed by Lamp Rynearson & Associates, Inc., engineers for the District and said engineers have filed with the Clerk of the District, prior to the first publication of this Resolution, an estimate of the total costs of said improvement, including engineering fees, legal fees, fiscal fees, interest and other miscellaneous costs, which estimate is in the sum of \$2,578,586.77.

To pay the cost of said improvement the Board of Trustees shall have the power to issue negotiable bonds of the District after such improvements have been completed and accepted; said bonds to be called "Sanitary and Improvement District Bonds" and shall be payable and bear interest as provided by the Statutes of the State of Nebraska.

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

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

SANITARY AND IMPROVEMENT  
DISTRICT NO. 291 OF  
SARPY COUNTY, NEBRASKA

By: Loren Johnson, Chairman  
Jim Emmons, Clerk

1852475; 4/22, 4/29

# The Omaha World-Herald Ad Order Confirmation

Ad Content

Ad Number 0001852475-01  
Sales Rep. ewhite  
Order Taker ewhite  
Ad Type SNI Legals  
Ad Size  
 : 1.0 X 377 Li  
PO Number SID 291  
Color B&W  
Promo Type  
Customer  
 FULLENKAMP, DOYLE & JOBE  
Customer Account  
 40972  
Customer Address  
 ATTN: BRIANNA M JOHNSON,  
 OMAHA NE 68144 USA  
Customer Phone  
 (402)334-0700  
Ordered By  
 Debbie Leach  
Special Pricing  
 None  
Invoice Text  
 SID 291 Resolution of Necessity  
Materials  
Ad Order Notes  

<u>Tear Sheets</u>	<u>Proofs</u>	<u>Blind Box</u>
0	0	
<u>Net Amount</u>		<u>Total Amount</u>
\$290.29		\$290.29

Payment Method  

<u>Payment Amount</u>	<u>Amount Due</u>
\$0.00	\$290.29

<u>Product Information</u>	<u>Placement/Classification</u>	<u>Run Dates</u>	<u># Inserts</u>	<u>Cost</u>
SNI Classified::	Bellevue Legals	4/22/2015, 4/29/2015	2	\$290.29
	SNI Legals Bellevue-Appears			



Bankers Trust Company  
 435 7th Street  
 Des Moines, IA 50309

**Invoice**

**SARPY 291 CONSTRUCTION**  
 FULLENKAMP, DOYLE & JOBEUN  
 ATTN: DEBBIE LEACH  
 11440 WEST CENTER ROAD, SUITE C  
 OMAHA NE 68144-4482

Invoice No: 20097  
 Invoice Date: 06/01/2015

CATEGORY	QUANTITY	RATE	AMOUNT
BALANCE CARRIED FORWARD:			\$0.00
PREVIOUS AMOUNT BILLED:	\$500.00		
AMOUNT RECEIVED:	\$500.00		
FLAT FEE ADMIN FEE ANNUAL			\$500.00
<b>TOTAL DUE</b>			<b>\$500.00</b>

CURRENT	1-30 DAYS PAST DUE	31-60 DAYS PAST DUE	61-90 DAYS PAST DUE	OVER 90 DAYS PAST DUE	AMOUNT DUE
500.00	0.00	0.00	0.00	0.00	500.00

PLEASE DETACH AND RETURN WITH PAYMENT

**SARPY 291 CONSTRUCTION**  
 FULLENKAMP, DOYLE & JOBEUN  
 ATTN: DEBBIE LEACH  
 11440 WEST CENTER ROAD, SUITE C  
 OMAHA NE 68144-4482

Invoice #: 20097  
 Invoice Date: 06/01/2015  
 Bill Code: 0184000669

**Total Due: 500.00**

Remit to: **Bankers Trust Company**  
**Attn: Corporate Trust Department**  
**PO Box 897**  
**Des Moines, IA 50304**

Amount Enclosed:





Bankers Trust Company  
 435 7th Street  
 Des Moines, IA 50309

**Invoice**

**SARPY 291 CONSTRUCTION**  
 FULLENKAMP, DOYLE & JOBEUN  
 ATTN: DEBBIE LEACH  
 11440 WEST CENTER ROAD, SUITE C  
 OMAHA NE 68144-4482

Invoice No: 20098  
 Invoice Date: 06/01/2015

CATEGORY	QUANTITY	RATE	AMOUNT
BALANCE CARRIED FORWARD:			\$0.00
PREVIOUS AMOUNT BILLED:	\$250.00		
AMOUNT RECEIVED:	\$250.00		
FLAT FEE DISCLOSURE FEE			\$250.00
<b>TOTAL DUE</b>			<b>\$250.00</b>

CURRENT	1-30 DAYS PAST DUE	31-60 DAYS PAST DUE	61-90 DAYS PAST DUE	OVER 90 DAYS PAST DUE	AMOUNT DUE
250.00	0.00	0.00	0.00	0.00	250.00

PLEASE DETACH AND RETURN WITH PAYMENT

**SARPY 291 CONSTRUCTION**  
 FULLENKAMP, DOYLE & JOBEUN  
 ATTN: DEBBIE LEACH  
 11440 WEST CENTER ROAD, SUITE C  
 OMAHA NE 68144-4482

Invoice #: 20098  
 Invoice Date: 06/01/2015  
 Bill Code: 0184000669

**Total Due: 250.00**

Remit to:  
 Bankers Trust Company  
 Attn: Corporate Trust Department  
 PO Box 897  
 Des Moines, IA 50304

Amount Enclosed:



**KUTAK ROCK LLP**

**OMAHA, NEBRASKA**  
Telephone: (402) 346-6000  
Facsimile: (402) 346-1148  
Federal ID 47-0597598

March 17, 2015

**Check Remit To:**  
Kutak Rock LLP  
PO Box 30057  
Omaha, NE 68103-1157

**Wire Transfer Remit To:**  
ABA # 104000016  
First National Bank of Omaha  
Kutak Rock LLP  
A/C # 24-690470  
Reference Invoice No. 2046788  
Client Matter No.: 1355501-292

Sanitary and Improvement District No. 291  
of Sarpy County, Nebraska  
c/o Fullenkamp Doyle & Jobeun  
11440 West Center Road  
Omaha, Nebraska 68144  
Attention: Brian Doyle

Invoice No. 2046788  
1355501-292

**Sanitary and Improvement District No. 291  
of Sarpy County, Nebraska  
(Whitetail Creek)  
Construction Fund Warrants**

**Sanitary and Improvement District No. 291  
of Sarpy County, Nebraska  
(Whitetail Creek)  
General Fund Warrants**

For professional services rendered and expenses incurred as disclosure counsel to the above-mentioned District in connection with the issuance of the above-captioned issues, including the following: (i) review of overall structure of the transaction; (ii) preparation of adopting resolution; (iii) preparation of Warrant Offering Circular; and (v) participation on telephone conferences.

**TOTAL DUE:**

**\$3,000.00**

PRIVILEGED AND CONFIDENTIAL  
ATTORNEY-CLIENT COMMUNICATION AND/OR WORK PRODUCT

AGENDA

**SANITARY AND IMPROVEMENT DISTRICT NO. 291 OF DOUGLAS COUNTY,  
NEBRASKA HELD ON MAY 6, 2015**

1. Present Open Meeting Laws.
2. Vote on and approve Resolution of Necessity for the construction of Sanitary Sewer, Storm Sewer and Paving - Phase 3; being the same Resolution adopted in form at the meeting of the Board of Trustees held on March 27, 2015.
3. Present statements, vote on and approve payment from the Construction Fund Account of the District for the following:

a) Bankers Trust Company for annual administration Fees. (#20097, 20098)	\$750.00
b) Kutak Rock LLP for preparation of Warrant Offering Circular. (#2046788)	\$3,000.00
c) Kuehl Capital Corporation for advisory structuring fees for the Construction Fund warrants issued at this meeting. (2.5 %)	\$93.75
d) First National Capital Markets for underwriting fees for the Construction Fund warrants issued at this meeting. (1.5%)	\$57.65