

CERTIFICATE

The undersigned hereby certify that they are the Chairperson and Clerk of Sanitary and Improvement District Number 299 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 5th day of June
2014.



Gerald L. Torczon, Chairperson



Doris Nicholson, Clerk

SANITARY IMPROVEMENT DISTRICT NO. 299
OF
SARPY COUNTY, NEBRASKA
BOARD OF TRUSTEES MEETING
June 5, 2014

MINUTES

PRESENT: Gerald L. Torczon, Doris Nicholson, John Torczon, Jeff Torczon and Neil Smith

ABSENT: None

LOCATION: Birchwood Homes, Inc., 11205 S. 150th Street, Suite 100, Omaha, Nebraska

TIME: 2:00 p.m.

Notice was given in advance thereof by publication in the Papillion Times, the designated method for giving notice on May 21, 2014 and May 28, 2014, a copy of the proof of publication being attached to these minutes, as well as by posting in three conspicuous places within the District, a copy of the certificate of posting being attached to these minutes. Notice of this meeting was given to all members of the Board of Trustees, and a copy of their acknowledgment of Receipt of Notice is attached to these minutes. Availability of the agenda was communicated in the published notice and in the notice of the Trustees of this meeting. All proceedings of the Board were taken while the convened meeting was open to the attendance of the public.

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

The Chairperson advised that the first order of business was to move for the adoption of the Resolution of Necessity for Interceptor Sewer Connection Fees, Sub-Basin Interceptor Fees, Water Capital Facility Fees, first payment on Water Main Extension and Plan Review Fees for the District, which was proposed at the meeting of the Board of Trustees held on May 13, 2014.

The Clerk advised that the following written objections were received from the following persons appearing in person or by their attorney to object to the adoption of the Resolution of Necessity: None.

Trustee Gerald L. Torczon introduced the following Resolution and moved its adoption:

BE IT RESOLVED, by the Chairperson and the Board of Trustees of Sanitary and Improvement District No. 299 of Sarpy County, Nebraska, that the Resolution of Necessity for Interceptor Sewer Connection Fees, Sub-Basin Interceptor Fees, Water Capital Facility Fees, first payment on Water Main Extension and Plan Review Fees proposed for adoption at the meeting of the Board of Trustees held on May 13, 2014 be adopted.

Trustee Doris Nicholson seconded the motion and on roll call the following voted in favor of the same: Gerald L. Torczon, Doris Nicholson, John Torczon, Jeff Torczon and Neil Smith.

The following vote nay: None.

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

The Chairperson advised that the next order of business was to approve the Agreement with the City of Gretna for Interceptor Connection and Wastewater Service. After some discussion, trustee John Torczon introduced the following Resolution and moved its adoption:

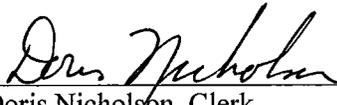
BE IT RESOLVED, by the Chairperson and the Board of Trustees of Sanitary and Improvement District No. 299 of Sarpy County, Nebraska, that the Agreement for Interceptor Connection and Wastewater Service with the City of Gretna as attached hereto is accepted by the District and that the Chairperson and Clerk are hereby authorized and directed to enter into said Agreement with the City of Gretna.

Trustee Doris Nicholson seconded the motion and on roll call the following voted in favor of the same: Gerald L. Torczon, Doris Nicholson, John Torczon, Jeff Torczon and Neil Smith.

The following vote nay: None.

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

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



Doris Nicholson, Clerk



Gerald L. Torczon, Chairperson

AFFIDAVIT OF PUBLICATION

STATE OF NEBRASKA }
} SS.
County of Sarpy }

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

Wednesday, May 21, 2014 Papillion Times
Thereafter, Wednesday, May 28, 2014 Papillion Times

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

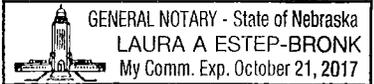
Handwritten signatures of Shon Barenklau and Anne Lee.

Shon Barenklau OR Anne Lee
Publisher Business Manager

Today's Date 05-27-2014
Signed in my presence and sworn to before me:

Handwritten signature of the Notary Public.

Notary Public



Printer's Fee \$ 110.88
Customer Number: 26207
Order Number: 0001757866

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

NOTICE OF MEETING
SANITARY AND IMPROVEMENT DISTRICT NO. 299
OF SARPY COUNTY, NEBRASKA

Notice is hereby given that a meeting of the Chairperson and Board of Trustees of Sanitary and Improvement District No. 299 of Sarpy County, Nebraska, held at 2:00 p.m. on May 13, 2014 there was introduced and placed on file the Resolution of Necessity hereinafter set forth, which Resolution will be considered for passage by the Chairperson and the Board of Trustees at a meeting to be held at Birchwood Homes, Inc., 11205 S. 150th Street, Suite 100, Omaha, Nebraska on the 5th day of June 2014 at 2:00 p.m., at which time and place the Chairperson and Board of Trustees will hear objections as to the passage of said Resolution, and to the making of the improvements proposed.

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

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

Said Resolution is as follows:

RESOLUTION FOR NECESSITY

BE IT RESOLVED that the Board of Trustees of Sanitary and Improvement District No. 299 of Sarpy County, Nebraska find and determine that it is advisable and necessary for the District to enter into a Subdivision Agreement with the City of Gretna with payment of the fees required therein including Interceptor Sewer Connection Fees, Sub-Basin Interceptor Fees, Water Capital Facility Fees, first payment on Water Main Extension and Plan Review Fees in the total amount of \$725,642.62 to the City of Gretna.

The outer boundaries of the areas which may become subject to special assessment for said improvements are proposed to be the same as the outer boundaries of Sanitary and Improvement District No. 299 of Sarpy County, Nebraska.

Said Agreement has been reviewed by Lamp Rynerson & Associates, engineers employed by 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 improvements, including engineering fees, legal fees, fiscal fees, interest and other miscellaneous costs, which estimate is in the sum of \$853,000.00.

To pay the cost of said improvements 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.

Said resolution contingent upon the Subdivision Agreement being approved and executed by the City of Gretna and the final plat of the District being filed with the Register of Deeds.

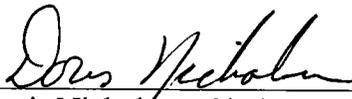
If a petition opposing this Resolution, signed by property owners representing a majority of the front footage which may become subject to assessment for the cost of the improvements as set forth herein, is filed with the Clerk of the District within three (3) days before the date of the hearing on this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

SANITARY AND IMPROVEMENT
DISTRICT NO. 299 OF
SARPY COUNTY, NEBRASKA
By: Gerald L. Torczon, Chairperson
Attest:

CERTIFICATE OF POSTING

I, the undersigned, Chairperson of Sanitary and Improvement District No. 299 of Sarpy County, Nebraska, hereby certify that the notice of the pendency of the Resolution of Necessity for the Subdivision Agreement with the City of Gretna with payment of the fees required therein including Interceptor Sewer Connection Fees, Sub-Basin Interceptor Fees, Water Capital Facility Fees, first payment on Water Main Extension and Plan Review Fees proposed at the meeting of the Chairperson and Board of Trustees of Sanitary and Improvement District No. 299 of Sarpy County, Nebraska, on the 13th day of May 2014 was posted by me on the 22nd day of May 2014, in three conspicuous places in the district, in form as per attached Notice.

I further certify that the said notices remained posted until the 5th day of June 2014.



Doris Nicholson, Clerk

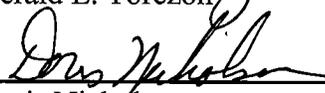
ACKNOWLEDGMENT OF RECEIPT OF NOTICE OF MEETING

The undersigned Trustees of Sanitary and Improvement District No. 299 of Sarpy County, Nebraska, hereby acknowledge receipt of advance notice of a meeting of the Board of Trustees of said district and the agenda for such meeting held at 2:00 p.m. on June 5, 2014, at Birchwood Homes, Inc., 11205 S. 150th Street, Suite 100, Omaha, Nebraska.

Dated this 5th day of June 2014.



Gerald L. Torczon



Doris Nicholson



John Torczon



Jeff Torczon

Neil Smith