

2009 HENDRICKS COUNTY RESOLUTIONS

Adopting Body	Description	Number	Date
Commissioners	Vacating Public Streets In Liberty Township SW 1/4 Sec 25 & NW 1/4 Sec 36	09-01	1/13/2009
Council	In Support of Enactment of HB 1660	09-02	4/9/2009
Council	Pledge Contingent Local Match Funds for Express Bus Service	09-03	4/9/2009
Commissioners	Authorizing Filing of ARRA Grant Application - Section 5311 Federal Transit Act	09-04	4/21/2009
Council	Approving Brownsburg Public Library Capital Projects Plan	09-05	6/11/2009
Commissioners	Adopting Multi-Hazard Mitigation Plan	09-06	6/16/2009
Redevelopment Commission	Determining Need to Capture Tax Increment Revenues	09-07	6/29/2009
Council	Authorizing & Approving the Investment of Public Funds in Money Market Mutual Funds	09-08	7/9/2009
Council	To Transfer Balance of Certain Welfare Funds from Levy Excess Fund to Rainy Day Fund	09-09	8/13/2009
Commissioners	Transferring Volume Cap for Federal Recovery Zone Facility Bonds to Plainfield	09-10	8/28/2009
Commissioners	Authorizing Filing of Grant Application - Section 5311 Federal Transit Act, as Amended	09-11	9/1/2009
Commissioners	Approving Issuance of Bond Anticipation Notes for Redevelopment District	09-12	10/20/2009
Regional Sewer Redevelopment Commission	Regional Sewer District Rate Study	09-13	11/3/2009
	Authorizing Issuance of TIF Bonds - Heartland Crossing	09-14	11/4/2009
Commissioners	Authorizing Issuance of TIF Bonds - Heartland Crossing	09-15	11/10/2009
Council	Authorizing Issuance of TIF Bonds - Heartland Crossing	09-15A	11/12/2009
Commissioners	Establishment of Community Corrections Advisory Board	09-16	12/22/2009

RESOLUTION NO. 2009-01

RESOLUTION VACATING A PUBLIC STREET

BE IT RESOLVED by the County of Hendricks, Indiana, that:

WHEREAS, the County wishes to vacate a certain public street; and

WHEREAS, notice has been given to the adjacent property owners; and

WHEREAS, notice of publication and public hearing as prescribed by I.C. 5-3-1 have been completed; and

WHEREASE, after reviewing all the pertinent facts relative to the request to vacate a public street;

NOW, THEREFORE, by the powers vested in the Board of Commissioners of Hendricks County, Indiana, pursuant to I.C. 36-7-3-12, it is hereby ordered and resolved that the relief requested is now granted.

IT IS, THEREFORE, ORDERED AND ORDAINED that the following street heretofore platted be, and the same are hereby vacated which street is described as follows:

See Attachment A & B

IT IS FURTHER ORDAINED AND ORDERED that the Clerk of the Board of Commissioners of Hendricks County, Indiana, shall furnish a copy of this Resolution to the County Recorder for recording, and to the County Auditor, all pursuant to the provisions of I.C. 36-7-3-12

THIS RESOLUTION ADOPTED THIS 13th DAY OF January 2009

BOARD OF COMMISSIONERS OF
HENDRICKS COUNTY, INDIANA

David A. Wicker
Signature David A. Wicker

1/13/09
Date

Phyllis A. Palmer
Signature Phyllis A. Palmer

1/13/09
Date

Eric Wathen
Signature Eric Wathen

1/13/09
Date

STATE OF INDIANA

COUNTY OF HENDRICKS

Subscribed and sworn to before me, a Notary Public in and for the said County and State

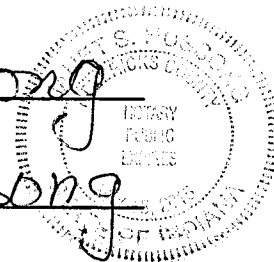
this 13th day of January, 2009

My Commission Expires:
5-18-2015

Signature: Janet S. Hussong

My County of Residence
Hendricks

Printed: Janet S. Hussong



This instrument was prepared by Gregory Steuerwald, Attorney at Law, 106 N. Washington Street, Danville, Indiana, 46122, telephone 317-745-4485

"I AFFIRM, UNDER THE PENALTIES FOR PERJURY,
THAT I HAVE TAKEN REASONABLE CARE TO REDACT
EACH SOCIAL SECURITY NUMBER IN THIS
DOCUMENT, UNLESS REQUIRED BY LAW."

NAME Cinda Kattan

Attachment A

LEGAL DESCRIPTION
ROAD TO BE VACATED-TRACT I

PART OF THE SOUTHWEST QUARTER OF SECTION 25, TOWNSHIP 14 NORTH, RANGE 1 WEST IN LIBERTY TOWNSHIP, HENDRICKS COUNTY, INDIANA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID QUARTER SECTION, THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS WEST, 100.00 FEET ALONG THE SOUTH LINE OF SAID QUARTER SECTION TO THE POINT OF BEGINNING, THENCE CONTINUING SOUTH 90 DEGREES 00 MINUTES 00 SECONDS WEST, 1154.17 FEET ALONG SAID SOUTH LINE TO THE EASTERLY RIGHT OF WAY LINE OF STATE ROAD 39, THENCE NORTH 01 DEGREES 59 MINUTES 00 SECONDS WEST, 16.51 ON SAID EASTERLY RIGHT OF WAY, THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, 1154.72 FEET PARALLEL WITH THE SOUTH LINE OF SAID QUARTER SECTION, THENCE SOUTH 00 DEGREES 05 MINUTES 00 SECONDS EAST, 16.50 FEET TO THE BEGINNING POINT OF THIS DESCRIPTION, CONTAINING 0.437 ACRES, MORE OR LESS.

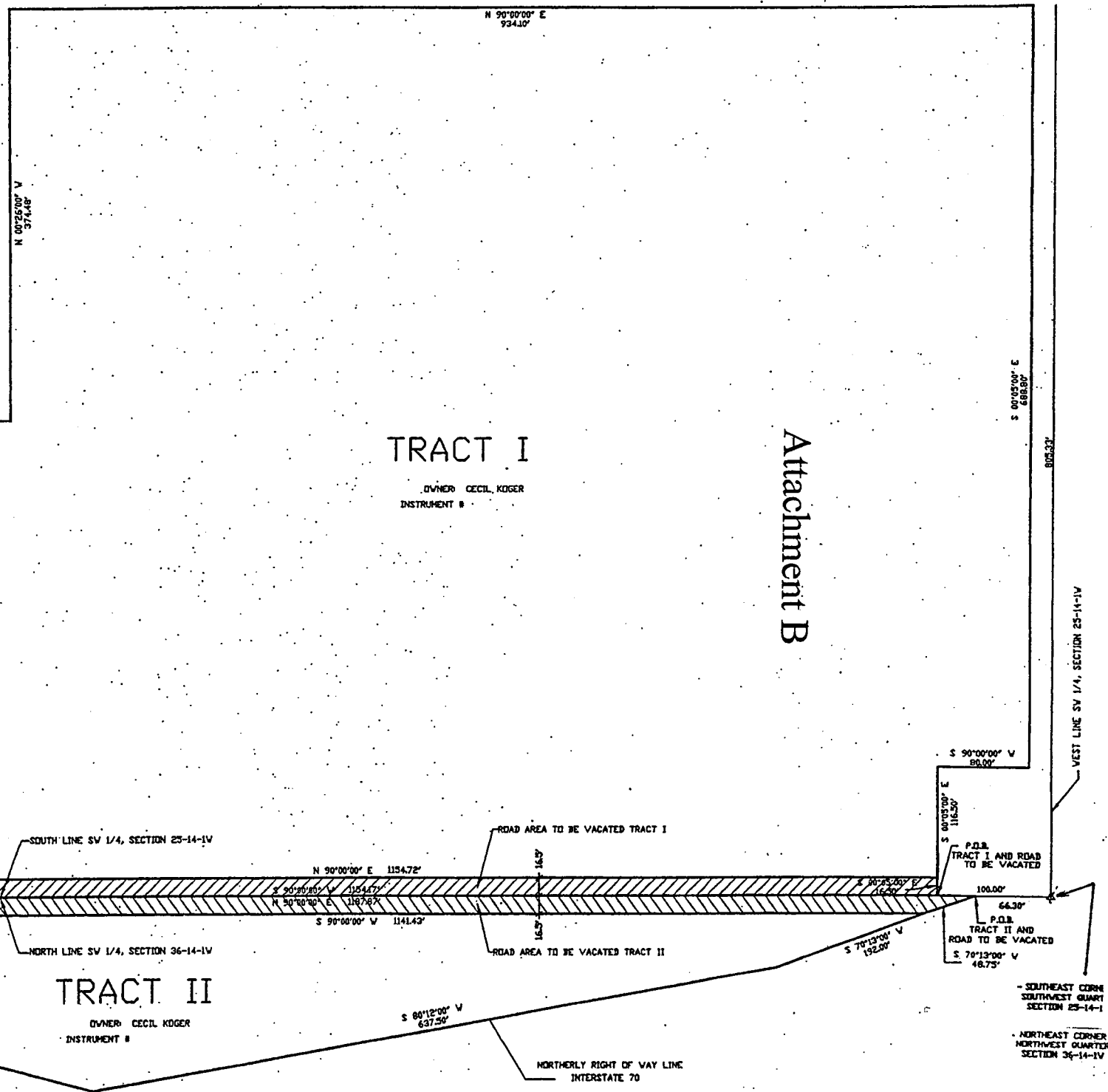
SUBJECT TO ALL LEGAL EASEMENTS, RIGHTS OF WAYS AND RESTRICTIONS OF RECORD.

LEGAL DESCRIPTION
ROAD TO BE VACATED-TRACT II

PART OF THE NORTHWEST QUARTER OF SECTION 36, TOWNSHIP 14 NORTH, RANGE 1 WEST IN LIBERTY TOWNSHIP, HENDRICKS COUNTY, INDIANA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID QUARTER SECTION, THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS WEST, 66.30 FEET ALONG THE NORTH LINE OF SAID QUARTER SECTION TO THE POINT OF BEGINNING, THENCE SOUTH 70 DEGREES 13 MINUTES 00 SECONDS WEST, 48.75 FEET, THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS WEST, 1141.43 FEET PARALLEL WITH THE NORTH LINE OF SAID QUARTER SECTION TO THE EASTERLY RIGHT OF WAY LINE OF STATE ROAD 39, THENCE NORTH 01 DEGREES 59 MINUTES 00 SECONDS WEST, 16.51 ON SAID EASTERLY RIGHT OF WAY TO A POINT ON THE NORTH LINE OF SAID QUARTER SECTION, THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, 1187.87 FEET ALONG THE NORTH LINE OF SAID QUARTER SECTION TO THE BEGINNING POINT OF THIS DESCRIPTION, CONTAINING 0.441 ACRES, MORE OR LESS.

SUBJECT TO ALL LEGAL EASEMENTS, RIGHTS OF WAYS AND RESTRICTIONS OF RECORD.



**HENDRICKS COUNTY COUNCIL
RESOLUTION NO. 09-02**

**A Resolution in Support of the Enactment
HB 1660 in the 2009 Legislative Session**

WHEREAS, the Indiana House of Representatives has, in this 2009 legislative session, passed HB 1660 which would authorize Indiana counties to form Regional Transportation Districts and, at the option of the County Councils, to fund their respective shares of transportation projects within such Regional Transportation Districts; and

WHEREAS, Hendricks County is an active member of the Central Indiana Regional Transportation Authority created by statute, and HB 1660 would provide direct funding for transit projects which are needed in central Indiana;

NOW, THEREFORE, BE IT RESOLVED by the Hendricks County Council that it supports the enactment of HB 1660 into law and requests the Indiana House of Representatives, the Indiana State Senate, and the Governor of the State of Indiana act in accordance with that goal.

SO RESOLVED by the County Council of Hendricks County, Indiana, this 9th day of April, 2009.


MYRON C. ANDERSON


NANCY G. JOHNSON


RICHARD A. THOMPSON

NAY
NATHANIEL WOODS


LARRY R. HESSON

NAY
JAY R. PUCKETT


BRAD WHICKER

ATTEST:


CINDA KATTAU, Hendricks County Auditor

**HENDRICKS COUNTY COUNCIL
RESOLUTION NO. 09-03**

**A Resolution to Pledge Contingent Local Match Funds
for Hendricks Express Bus Service**

WHEREAS, there exists a Federal Congestion Mitigation Air Quality grant to provide for a two (2) year demonstration period eighty per cent (80%) of the annual operating costs of express bus service (Hendricks Express Bus) connecting Hendricks County, Indiana to downtown area of Indianapolis, Indiana, which grant may include contracted service, use of a park and ride lot, marketing passenger amenities, and/or future service improvements; and

WHEREAS, if such Hendricks Express Bus is implemented, it would be under the auspices of IndyGo and the Central Indiana Regional Transportation Authority (CIRTA) which would also provide all marketing and promotional activities; and

WHEREAS, such grant requires a local match in the form of a pledge by the participating local government entities to be responsible annually for that portion, if any, of Eighty-one Thousand Eight Hundred Twelve Dollars (\$81,812.00), the remaining twenty per cent (20%), that passenger fares do not meet; and

WHEREAS, it is now unknown what the distribution might be of users of Hendricks Express Bus among the five participating local government entities, the Town of Avon, the Town of Brownsburg, the Town of Danville, the Town of Plainfield, and Hendricks County (outside town limits), subject to modification as more information is developed, each such entity is encouraged to pledge twenty per cent (20%) of the local match not met by passenger

fares, or up to Sixteen Thousand Three Hundred Sixty-two Dollars and Twenty-four Cents per annum;

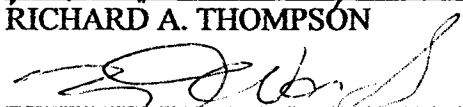
NOW, THEREFORE, BE IT RESOLVED by the Hendricks County Council that, in support of the Hendricks Express Bus, it pledges, consistent with the above statements and subject to modification, twenty per cent (20%) annually of the local match for Hendricks Express Bus not met by passenger fares, provided, however, that equivalent pledges are made by the remaining participating local government entities.

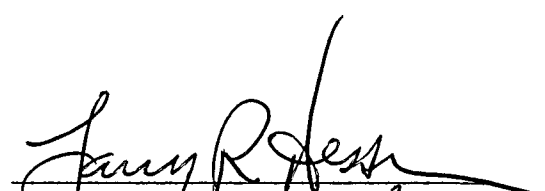
SO RESOLVED by the County Council of Hendricks County, Indiana, this 9th day of April, 2009.

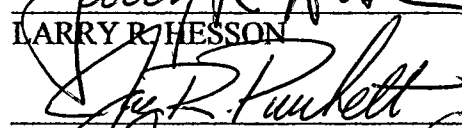

MYRON C. ANDERSON

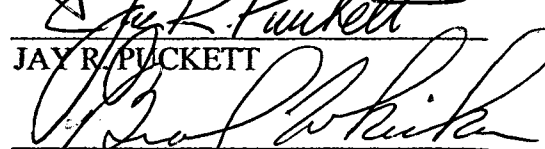

NANCY G. JOHNSON


RICHARD A. THOMPSON


NATHANIEL WOODS


LARRY R. HESSON


JAY R. PUCKETT


BRAD WHICKER

ATTEST:


CINDA KATTAU, Hendricks County Auditor

ATTACHMENT 5

Resolution No. 09-04

Resolution authorizing the filing of an application for a grant under Section 5311 of the Federal Transit Act, as amended.

WHEREAS, the U.S. Department of Transportation is authorized to make grants to states through the Federal Transit Administration (FTA) to support capital, operating and feasibility study assistance projects for nonurbanized public transportation systems under Section 5311 of the FTA Act of 1964, as amended;

WHEREAS, the Public Transit Section, Indiana Department of Transportation (INDOT) has been designated by the Governor to make Section 5311 grants for public transportation projects;

WHEREAS, the contract for financial assistance will impose certain obligations upon the applicant, including the provision by it of the local share of project costs;

NOW, THEREFORE, BE IT RESOLVED BY Hendricks County Board of Commissioners:

1. That LINK Hendricks County is authorized to execute and file an application on behalf of Hendricks County Board of Commissioners with the INDOT to aid in the financing of transit assistance projects pursuant to Section 5311 of the Federal Transit Act, as amended.
2. That LINK Hendricks County, is authorized to furnish such additional information as INDOT may require in connection with the application.
3. That LINK Hendricks County is authorized to execute grant contract agreements on behalf of Hendricks County Board of Commissioners.

CERTIFICATE

The undersigned duly qualified and acting Auditor, of Hendricks County, Indiana certifies that the foregoing is a true and correct copy of a resolution adopted at a legally convened meeting of the Hendricks County Board of Commissioners held on April 21, 2009

If Applicant has an official seal, impress here.

David A. Whicker
Signature of Authorized Representative

President, Hendricks County Commissioners
Title of Authorized Representative

Cinda Kattan
Signature of Recording Officer

Hendricks County Auditor
Title of Recording Officer


RESOLUTION NO. 09-05

RESOLUTION OF THE COUNTY COUNCIL OF HENDRICKS COUNTY,
INDIANA, APPROVING THE BROWNSBURG PUBLIC LIBRARY CAPITAL
PROJECTS PLAN


WHEREAS, the Brownsburg Public Library has adopted a Library Capital Projects Plan as provided for in IC 20-14-13, be it resolved that the Hendricks County Council, being the appropriate Fiscal Body for the Brownsburg Public Library as designated in IC 20-14-13-6, does hereby approve the Plan as received by this body on the 11th day of June, 2009.

DULY ADOPTED on this 11th day of June, 2009 by the County Council of Hendricks County, Indiana.

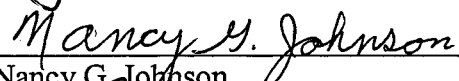
AYE



Myron C. Anderson



Larry R. Hesson



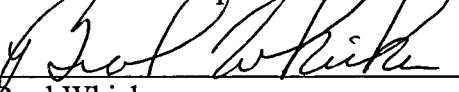
Nancy G. Johnson



Jay R. Puckett



Richard A. Thompson



Brad Whicker



Nathaniel Woods

NAY

Myron C. Anderson

Larry R. Hesson

Nancy G. Johnson

Jay R. Puckett

Richard A. Thompson

Brad Whicker

Nathaniel Woods

Attest:



Cinda Kattau, Auditor

**A RESOLUTION OF THE HENDRICKS COUNTY BOARD
OF COMMISSIONERS ADOPTING THE HENDRICKS COUNTY
MULTI-HAZARD MITIGATION PLAN**

WHERE AS, the Multi-Hazard Mitigation Planning Committee prepared the Hendricks County Multi-Hazard Mitigation Plan, a copy of which is incorporated herein by reference. The Committee included representatives from Hendricks County Departments, the Town of Avon, the Town of Brownsburg, the Town of Danville, the Town of Plainfield. Danville Fire Department, Hendricks County LEPC and various agencies. The Committee was assisted by Christopher B. Burke Engineering Ltd; and

WHERE AS, the Multi-Hazard Mitigation Plan recommends many activities which will protect the people and property of Hendricks County which are affected by natural hazards, and

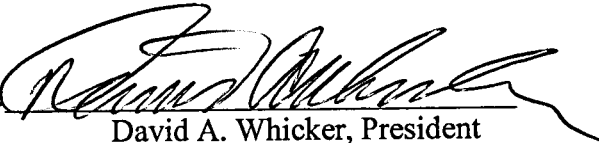
WHERE AS, Hendricks County is a voluntary participant in the National Flood Insurance Program.

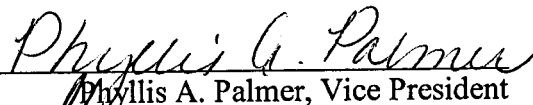
NOW THEREFORE, be it resolved that;

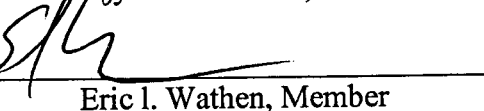
1. The adoption of the Multi-Hazard Mitigation Plan does not obligate or mandate the County to use local tax money for projects identified in any Multi-Hazard mitigation Plan.
2. The Multi-Hazard Mitigation Plan for Hendricks County, Indiana is hereby adopted as an official plan of Hendricks County.
3. This Resolution shall be in full force and effect from and after its adoption by this board.

READ AND ADOPTED, this 16th day of June, 2009

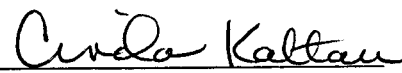
BOARD OF COMMISSIONERS OF
HENDRICKS COUNTY, INDIANA

By: 
David A. Whicker, President

By: 
Phyllis A. Palmer, Vice President

By: 
Eric I. Wathen, Member

ATTEST:


Cinda Kattau, Auditor

RESOLUTION NO. 09-07

**RESOLUTION OF THE HENDRICKS COUNTY REDEVELOPMENT COMMISSION
DETERMINING NEED TO CAPTURE TAX INCREMENT REVENUES**

WHEREAS, the Hendricks County Redevelopment Commission (the "Commission") previously has established the allocation areas set forth in Exhibit A hereto (collectively, the "Allocation Areas") for purposes of capturing incremental property taxes (the "TIF Revenues") pursuant to Indiana Code 36-7-14-39; and

WHEREAS, under IC 36-7-14-39(b)(3) the Commission is required to make certain determinations relating to its need to capture TIF Revenues for the following budget year;

NOW, THEREFORE, BE IT RESOLVED by the Hendricks County Redevelopment Commission, as follows:

1. Pursuant to IC 36-7-14-39(b)(3), the Commission hereby determines that, for budget year 2010, all of the incremental assessed value of taxable property in each of the Allocation Areas is needed to produce TIF Revenues necessary to make, when due, principal and interest payments on bonds issued pursuant to IC 36-7-14-39(b)(2), plus the amount necessary for other purposes described in IC 36-7-14-39(b)(2). The Commission therefore determines that there is no excess assessed value in any of the Allocation Areas that may be released to the respective taxing units in the manner prescribed in IC 36-7-14-39(b)(1).

2. Any officer of the Commission is hereby authorized to provide written notice of the determinations made herein to the Hendricks County Auditor, the Hendricks County Council, and each taxing unit that is wholly or partly located with the Allocation Areas, in the manner set forth in IC 36-7-14-39(b)(3)(B).

3. This Resolution shall take effect immediately upon adoption.

ADOPTED by the Hendricks County Redevelopment Commission this 29th day of June, 2009.

HENDRICKS COUNTY REDEVELOPMENT
COMMISSION


President


Vice President


Secretary


Member


Member

EXHIBIT A

List of Allocation Areas

1. Hendricks County Economic Development Area Number 4 (SDI Allocation Area)
2. Hendricks County Heartland Crossings Development Allocation Area (Hendricks County Allocation Area No. 3)
3. Westpoint Business Park Allocation Area
4. 70 West Commerce Park Allocation Area

HENDRICKS COUNTY REDEVELOPMENT COMMISSION
355 South Washington Street
Danville, IN 46122

July 1, 2009

FILED

JUL 06 2009

Ms. Cinda Kattau
355 S. Washington Street
#204
Danville, IN 46122

Cinda Kattau
AUDITOR HENDRICKS COUNTY

RE: TIF AREA A/V

Dear Ms. Kattau

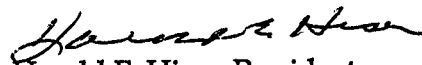
The Hendricks County Redevelopment Commission has taken action expressing their wish to "pass through" the A/V for the residential developments inside TIF area boundaries for Heartland Crossing for taxes payable in 2009

This includes \$17,603,300 as shown by information provided by Financial Solutions Group, Inc. for Aberdeen Apartments, LLC, dated July 1, 2009

Please note that this is a "pass through" action and not a removal. This course of action was taken because of the impact on existing and future bondholders. The "pass through" will have to be affirmed each year at a level chosen by the Commission, and your office will be advised accordingly.

If you have any questions, please contact me at (317) 745-9971.

Very truly yours,


Harold E. Hiser, President
Hendricks County Redevelopment Commission

Attachment

COUNTY COUNCIL RESOLUTION NO. 09-08

A RESOLUTION OF THE COUNTY COUNCIL
OF HENDRICKS COUNTY, INDIANA
AUTHORIZING AND APPROVING THE INVESTMENT
OF PUBLIC FUNDS IN MONEY MARKET MUTUAL FUNDS

WHEREAS, I.C. 5-13-9-1 et seq. Authorizes county treasurers and the fiscal officers of political subdivisions to invest public funds; and

WHEREAS, Hendricks County, Indiana ("the County") has public funds which are eligible for investment pursuant to the provisions of I.C. 5-13 by the County Treasurer, and regularly exercises his/her powers to invest such funds pursuant to the provisions thereof; and

WHEREAS, I.C. 5-13-9-2.4 requires that any investment of public funds in money market mutual funds be approved and authorized annually by the fiscal body of such political subdivision; and

WHEREAS, the County Council of Hendricks County, Indiana ("the Council"), is the fiscal body of the County and desires to authorize the County to invest public funds in money-market mutual funds, subject to the limitations of I.C. 5-13-9-2.5

NOW, THEREFORE, BE IT ORDAINED BY THE COUNTY COUNCIL OF HENDRICKS COUNTY, INDIANA

SECTION 1. The Council does hereby authorize and approve the investment of public funds by the County in investments commonly known as "money market mutual funds."

SECTION 2. Pursuant to I.C. 5-13-9-1, the County Treasurer is the investing Officer of the County.

SECTION 3. Investments authorized by this Resolution may not exceed fifty percent (50%) of the funds held by the investing officer and available for investment. This limitation does not apply to investments made by the County Treasurer between the date that is ten (10) days before each property tax installment is due, and the property tax settlement distribution date.

SECTION 4. The money market mutual funds must be in the form of securities of or interests in an open-end, no-load, management-type investment company or investment trust registered under the provisions of the federal investment Company Act of 1940, as amended (i.e. 15 U.S.C. Sec 80a et et seq)

SECTION 5. The portfolio of the investment company or investment trust described in Section 4 of this Resolution must be limited to the following (1) direct obligations of the United States; (2) obligations issued by a federal agency, a federal instrumentality, or a enterprise sponsored by the federal government; or (3) repurchase agreements fully collateralized by obligations described in (1) or (2).

SECTION 6. The form of securities of or interests in an investment company or investment trust described in Section 4 of this Resolution must be rated as either: (1) AAAM, or its equivalent, by Standard and Poor's Corporation or its successor; or (2) Aaa, or its equivalent, by Moody's Investors Service, Inc., or its successor.

SECTION 7. Investments made pursuant to this Resolution shall be made through depositories designated by the Indiana Board of Finance as depositories for state deposits.

SECTION 8. This Resolution shall expire one (1) calendar year from its adoption.

SECTION 9. This resolution shall be in full force and effect upon adoption and compliance with I.C. 36-3-4-14.

The foregoing was passed by the County Council this 9th day of July, 2009.

By: Richard A. Thompson
Richard A. Thompson, Vice President
Hendricks County Council

ATTEST:

By: Cinda Kattau
Cinda Kattau
Hendricks County Auditor

RESOLUTION 09- 09

A RESOLUTION TO TRANSFER REMAINING BALANCES OF THE FAMILY AND CHILDREN'S FUND AND THE CHILDREN'S PSYCHIATRIC RESIDENTIAL TREATMENT SERVICES FUND FROM THE LEVY EXCESS FUND TO THE COUNTY RAINY DAY FUND.

WHEREAS, Public Law 146-2008 repealed the county family and children's fund (IC 12-19-7 before its repeal); and the county children's psychiatric residential treatment services fund (IC 12-19-7.5 before its repeal); and

WHEREAS, Indiana Code 6-1.1-18.5-17 mandated the county transfer any excess balances from the county family and children's fund and the county children's psychiatric residential treatment services fund to the county levy excess fund; and

WHEREAS, the negative balance of the county children's psychiatric residential treatment services fund in the amount of \$63,492.46 was authorized to be repaid from the levy excess fund on July 9, 2009 ;

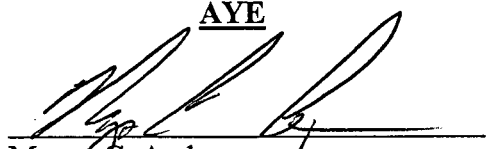
WHEREAS, Public Law 182-2009 allows counties to transfer said balances from the county levy excess fund to the county rainy day fund;

NOW, THEREFORE, BE IT RESOLVED BY THE COUNTY COUNCIL OF HENDRICKS COUNTY, INDIANA, AS FOLLOWS:

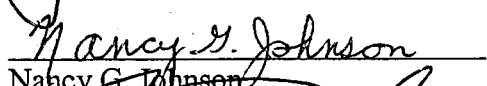
The remaining balance of the county family and children's fund now in the levy excess fund in the amount of \$347,592.42 is hereby transferred to the county rainy day fund.

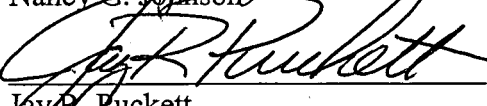
IN WITNESS WHEREOF, the County Council of Hendricks County, Indiana, determine that this Resolution be deemed effective this 13th day of August, 2009.

AYE


Myron C. Anderson


Larry R. Hesson


Nancy G. Johnson


Jay R. Puckett


Richard A. Thompson

NAY

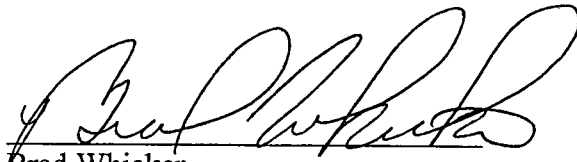
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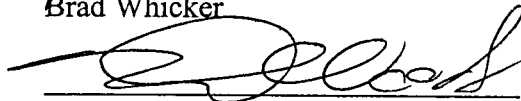
Jay R. Puckett

Richard A. Thompson



Brad Whicker


Brad Whicker



Nathaniel Woods

Nathaniel Woods

Attest:



Cinda Kattau, Auditor

RESOLUTION NO. 09-10

**RESOLUTION OF BOARD OF COMMISSIONERS OF HENDRICKS COUNTY,
INDIANA, TRANSFERRING VOLUME CAP FOR FEDERAL RECOVERY ZONE
FACILITY BONDS TO TOWN OF PLAINFIELD; DESIGNATING ELIGIBLE
RECOVERY ZONE THEREFOR; AND RELATED MATTERS**

WHEREAS, Section 1401 of Title 1 of Division B of the American Recovery and Reinvestment Act of 2009, Pub. L. No. 111-5, 123 Stat. 115 (2009), added Sections 1400U-1 through 1400U-3 to the Internal Revenue Code of 1986, as amended (the "Code"), thereby authorizing State and local governments to issue "Recovery Zone Bonds," including "Recovery Zone Facility Bonds";

WHEREAS, Recovery Zone Facility Bonds may be used to finance certain "recovery zone property" within designated "recovery zones" within the meaning of the Code;

WHEREAS, the Federal Government has allocated \$8,913,000 of Recovery Zone Facility Bond "volume cap" (the "Volume Cap") to Hendricks County, Indiana (the "County"), for issuance of Recovery Zone Facility Bonds;

WHEREAS, the County may transfer the Volume Cap to certain other issuers in any reasonable manner as the County shall determine in good faith in its discretion for eligible costs for recovery zone property within the contemplation of the Code;

WHEREAS, the Town of Plainfield, Indiana (the "Town") has advised the County that it desires to issue or cause to be issued not to exceed \$8,913,000 aggregate principal amount of Recovery Zone Facility Bonds for the general purpose of relieving "significant poverty, unemployment, rate of home foreclosures, or general distress" in an area within the corporate limits of Plainfield to be designated as a "recovery zone" (the "Recovery Zone"), all as contemplated by Section 1400U-1 through 1400U-3 of the Code; and

WHEREAS, in furtherance thereof, the Town has asked the County to (i) transfer \$8,913,000 of Volume Cap to the Town in connection with the issuance of the Recovery Zone Facility Bonds; and (ii) designate the Recovery Zone;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF HENDRICKS COUNTY, INDIANA, AS FOLLOWS:

Section 1. Pursuant to the Code, and in reliance upon IRS Notice 2009-50 containing interim guidance to the County (the "Notice"), the County hereby allocates and transfers \$8,913,000 of the Volume Cap to the Town in connection with the issuance of the Recovery Zone Facility Bonds for the general purpose of relieving significant poverty, unemployment, rate of home foreclosures, or general distress" in the Recovery Zone and the specific purpose of financing and funding recovery zone property and other permitted uses within the Recovery Zone. Notwithstanding anything to the contrary, the adoption of this Resolution is, and this Resolution is, an allocation

by the County of \$8,913,000 of the Volume Cap to the Town for Recovery Zone Facility Bonds. In issuing the Recovery Zone Facility Bonds, the Town may rely upon this Resolution, and the County will not amend or repeal this Resolution without the prior written consent of the Town.

Section 2. Pursuant to the Code, and in reliance upon the Notice and the Town's request to the County, the County hereby designates the Recovery Zone identified by the Town as a "recovery zone" within the meaning of the Code. In further reliance upon the Town's request to the County, the County hereby finds and determines that the Recovery Zone identified by the Town is an area having "significant poverty, unemployment, rate of home foreclosures, or general distress."

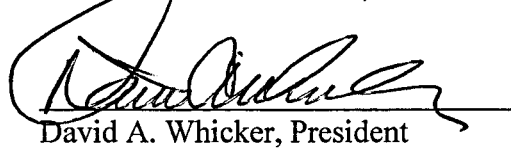
Section 3. The provisions of this Resolution are separable, and if any section, phrase or provision of this Resolution shall for any reason be declared to be invalid, such declaration shall not affect the remainder of the sections, phrases and provisions of this Resolution.

Section 4. Each Commissioner and the Hendricks County Auditor are, and each of them is, hereby authorized, empowered and directed, by and on behalf of the County to take any action as such Commissioner or Auditor deems necessary or desirable to effect this Resolution, and any such action is hereby ratified and approved.

Section 5. This Resolution shall be in full force and effect immediately upon adoption.

DULY ADOPTED on this 28th day of August, 2009, by the Board of Commissioners of Hendricks County, Indiana.

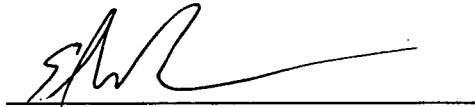
BOARD OF COMMISSIONERS OF
HENDRICKS COUNTY, INDIANA



David A. Whicker, President



Phyllis A. Palmer, Vice President



Eric L. Wathen, Member

ATTEST:


Cinda Kattau, County Auditor

AUTHORIZING RESOLUTION

Resolution No. 09-11

Resolution authorizing the filing of an application for a grant under Section 5311 of the Federal Transit Act, as amended.

WHEREAS, the U.S. Department of Transportation is authorized to make grants to states through the Federal Transit Administration (FTA) to support capital, operating and feasibility study assistance projects for nonurbanized public transportation systems under Section 5311 of the FTA Act of 1964, as amended;

WHEREAS, the Office of Transit, Indiana Department of Transportation (INDOT) has been designated by the Governor to make Section 5311 grants for public transportation projects;

WHEREAS, the contract for financial assistance will impose certain obligations upon the applicant, including the provision by it of the local share of project costs;

NOW, THEREFORE, BE IT RESOLVED BY Hendricks County Board of Commissioners:

1. That Sycamore Services, Inc./LINK Hendricks County is authorized to execute and file an application on behalf of Hendricks County Board of Commissioners with the INDOT to aid in the financing of transit assistance projects pursuant to Section 5311 of the Federal Transit Act, as amended.
2. That Sycamore Services, Inc./LINK Hendricks County, is authorized to furnish such additional information as INDOT may require in connection with the application.
3. That Sycamore Services, Inc./LINK Hendricks County is authorized to execute grant contract agreements on behalf of Hendricks County Board of Commissioners

CERTIFICATE

The undersigned duly qualified and acting Auditor of the Hendricks County Board of Commissioners certifies that the foregoing is a true and correct copy of a resolution adopted at a legally convened meeting of the Hendricks County Board of Commissioners held on August 25, 2009.

If Applicant has an official seal, impress here.


Signature of Recording Officer

Hendricks County Auditor
Title of Recording Officer

RESOLUTION NO. 09-12

RESOLUTION OF THE BOARD OF COMMISSIONERS OF HENDRICKS COUNTY
APPROVING THE ISSUANCE OF BOND ANTICIPATION NOTES OF THE HENDRICKS
COUNTY REDEVELOPMENT DISTRICT

WHEREAS, on August 18, 2008, the Hendricks County Redevelopment Commission (the "Commission") authorized the issuance of bonds of the Hendricks County Redevelopment District (the "District"), in one or more series, together with bond anticipation notes of the District, in one or more series (such bond anticipation notes, collectively, the "BANs"), payable from certain tax increment revenues and/or future bond proceeds, in an aggregate principal amount not to exceed \$23,500,000, to fund certain infrastructure projects in connection in or serving the Wespoint Business Park development; and

WHEREAS, the Commission now desires to proceed with the issuance of the first series of the BANs, in an aggregate principal amount not to exceed \$1,200,000 (the "2009 BANs"); and

WHEREAS, the Board of Commissioners of Hendricks County, Indiana (the "Commissioners"), as the legislative body of Hendricks County, Indiana, now desires to approve the issuance of the 2009 BANs pursuant to IC 36-7-14-25.1(p);

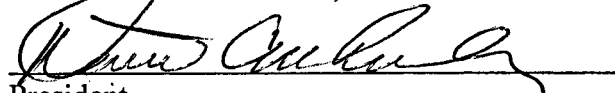
NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF HENDRICKS COUNTY, INDIANA, RESOLVES THE FOLLOWING:

Section 1. The Commissioners hereby approve the issuance of the 2009 BANs of the District in an aggregate principal amount not to exceed \$1,200,000.

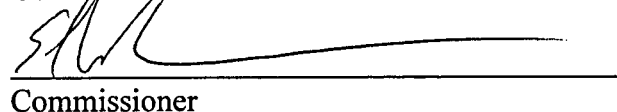
Section 2. This Resolution shall be in full force and effect from and after its adoption by the Commissioners.

Adopted this 20th day of October, 2009.

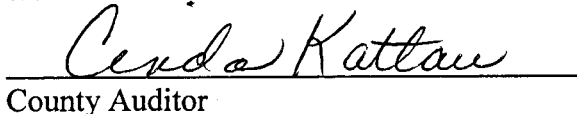
BOARD OF COMMISSIONERS OF
HENDRICKS COUNTY, INDIANA


President


Commissioner


Commissioner

ATTEST:


County Auditor

HENDRICKS COUNTY REGIONAL SEWER DISTRICT
BOARD OF DIRECTORS

RESOLUTION NO. 2009-13

WHEREAS, Hendricks County Regional Sewer District ("HCRSD") is organized under the laws of the State of Indiana and provides sewer utility service to certain areas in Hendricks County, Indiana; and

WHEREAS, the Regional Sewer Board is in receipt of four (4) rate studies regarding HCRSD; and

WHEREAS, Rate Study #1 is hereby known as the *Rate Consultant's Report regarding Exit 59*. The Regional Sewer Board has reviewed this study and is recommending that the rates and charges contained within this study be put into Resolution form, by the Board's attorney, and be submitted back to the Board, before its next meeting, for first reading of said Resolution; and

WHEREAS, the Regional Sewer Board is in receipt of a second rate study, hereby known as the *Rate Consultant's Report for the North Section Area*. It appears, at this point, based on this study, that an adequate rate of return has been achieved for the three actual periods of 2006, 2007 and 2008, on average; therefore, at this time, the Regional Sewer Board requests the following:

1. That the Rate Consultant prepares an updated Rate Study and submits it to the Board by April 1, 2010. In order for this to be achieved, Aqua of Indiana is asked to submit their complete and final Income Statement and Balance Sheet, to the Rate Consultant, no later than February 28, 2010. These financial statements should contain final information for 2009 and should also detail the following:
 - A. Construction work in progress, as of 12/31/09, and the remaining costs to be incurred for the new plant project. Once received, the Rate Consultant will be asked to prepare a Rate Study showing the three (3) options.
 - Option 1: The rate of return based upon 2009 in service assets
 - Option 2: The 2009 rate of return on in service and construction work in progress assets
 - Option 3: Projected 3-year rate of return based on a completed plant; and

WHEREAS, the Regional Sewer Board is in receipt of the Rate Consultant's Report hereby known as the *Proposed System Development Charge on the North Section Area*. After complete review of this report, the Rate Consultant has been asked to update the report and provide a new version, for additional capital needs, by the next Regional Sewer Board meeting. It appears, at this time, additional assets will be employed in the process of providing sewers to

this area and, therefore, will need to be recovered through the proposed system development charge; and

WHEREAS, the Regional Sewer Board has reviewed the report hereby known as the *System Development Charge - Exit 59 Area*, agrees with the findings, and would like to see the rates contained within the Rate Study put into Resolution form and brought back to the Regional Sewer Board, by the next meeting, for first reading.

NOW, THEREFORE, BE IT RESOLVED, by the Regional Sewer Board, that the actions stated above, in each WHEREAS, be performed, on a timely basis, and submitted as illustrated above.

IN WITNESS THEREOF, the Board of Directors of HCRSD has approved this Resolution on this 3rd day of November, 2009.

"HCRSD"
HENDRICKS COUNTY REGIONAL SEWER DISTRICT
BOARD OF DIRECTORS



David A. Whicker, President

Phyllis Palmer, Vice President



Eric Wathen, Board Member

RESOLUTION NO. 09-14

RESOLUTION OF THE HENDRICKS COUNTY REDEVELOPMENT COMMISSION AUTHORIZING THE ISSUANCE OF TAX INCREMENT REVENUE BONDS FOR THE PURPOSE OF PROVIDING FUNDS TO BE APPLIED TO PAY FOR THE REFUNDING OF CERTAIN OUTSTANDING TAX INCREMENT REVENUE BONDS OF THE REDEVELOPMENT DISTRICT AND OTHER COSTS AND INCIDENTAL EXPENSES IN CONNECTION THEREWITH AND ON ACCOUNT OF THE ISSUANCE OF THE BONDS

WHEREAS, within Hendricks County, Indiana, a governmental unit and political subdivision of the State (the "County"), there has been created the Hendricks County Redevelopment District (the "District"), governed by the Hendricks County Redevelopment Commission (the "Commission") operating under IC 36-7-14 and IC 36-7-25 (collectively, the "Act"); and

WHEREAS, on October 30, 1996, the Commission approved and adopted its Resolution No. 96-5 entitled "Resolution of the Hendricks County Redevelopment Commission Declaring an Area in Hendricks County as an Economic Development Area and Approving a Development Plan for Said Area" (the "Declaratory Resolution"); and

WHEREAS, the Declaratory Resolution found and determined that a certain area in Hendricks County (the "County") designated as the "Hendricks County Economic Development Area No. 4" (the "Economic Development Area") is an economic development area within the meaning of the Act, designated the entire Economic Development Area as an "allocation area" under Section 39 of the Act known as the Hendricks County Heartland Crossings Development Allocation Area (Hendricks County Allocation Area No. 3) (the "Allocation Area"), created the Hendricks County Heartland Crossings Development Allocation Area Allocation Fund (the "Allocation Fund"), and approved an economic development plan for the Economic Development Area (the "Plan"), which actions were confirmed by the Commission following a public hearing on December 30, 1996; and

WHEREAS, the Act authorizes the Commission to issue bonds of the District, in the name of the County, in anticipation of revenues of the District and to use the proceeds of such bonds to acquire and develop property in the District; and

WHEREAS, the Commission has previously issued the "Hendricks County Redevelopment District Adjustable Rate Tax Increment Revenue Bonds (Heartland Crossing Project) Series 1997A" (the "1997A Bonds"), in the original aggregate principal amount of \$3,495,000; and

WHEREAS, the Commission has previously issued the "Hendricks County Redevelopment District Adjustable Rate Tax Increment Revenue Bonds (Heartland Crossing Project) Series 2000A" (the "2000A Bonds"), in the original aggregate principal amount of \$3,660,000 (the 1997A Bonds and the 2000A Bonds, collectively, the "Prior Bonds"); and

WHEREAS, on September 20, 2005, the Commission entered into an interest rate swap agreement related to the 1997A Bonds (the "1997A Swap Agreement"); and

WHEREAS, on September 20, 2005, the Commission entered into an interest rate swap agreement related to the 2000A Bonds (the "2000A Swap Agreement") (the 1997A Swap Agreement and the 2000A Swap Agreement, collectively, the "Swap Agreements"); and

WHEREAS, the Commission has previously issued the "Hendricks County Redevelopment District Adjustable Rate Tax Increment Revenue Bonds (Heartland Crossing Project) Series 1997B (Taxable)" (the "1997B Bonds"), in the original aggregate principal amount of \$965,000; and

WHEREAS, the Commission has previously issued the "Hendricks County Redevelopment District Adjustable Rate Tax Increment Revenue Bonds (Heartland Crossing Project) Series 2000B (Taxable)" (the "2000B Bonds"), in the original aggregate principal amount of \$1,240,000 (the 1997B Bonds and the 2000B Bonds, collectively, the "Taxable Prior Bonds"); and

WHEREAS, on September 20, 2005, the Commission entered into an interest rate swap agreement related to the 1997B Bonds (the "1997B Swap Agreement"); and

WHEREAS, on September 20, 2005, the Commission entered into an interest rate swap agreement related to the 2000B Bonds (the "2000B Swap Agreement") (the 1997B Swap Agreement and the 2000B Swap Agreement, collectively, the "Taxable Swap Agreements"); and

WHEREAS, the Commission deems it advisable to issue, in one or more series of bonds, the "Hendricks County, Indiana Redevelopment District Tax Increment Revenue Refunding Bonds, Series 200_" (with such series notation necessary to indicate the year in which the bonds are issued and to indicate the allocation to the bonds attributable to the refunding of the 1997A Bonds and to the refunding of the 2000A Bonds, as further described herein) (the "Bonds"), in an original aggregate principal amount not to exceed Nine Million Dollars (\$9,000,000) (the "Authorized Amount") for the purpose of providing for the payment of all or any portion (i) the costs of refunding all of the outstanding Prior Bonds; (ii) the costs associated with the Swap Agreements, including one or more termination payments with respect thereto; (iii) the funding of one or more debt service reserve funds for the Bonds; and (iv) the costs of selling and issuing the Bonds including all the incidental expenses necessary to be incurred in connection with the issuance of the Bonds or on account thereof (clauses (i) through and including (iv), collectively, the "Refunding Program"); and

WHEREAS, it would be of public utility and benefit and in the best interests of the District and its citizens to pay the costs of the Refunding Program and of the sale and issuance of the Bonds, which will provide special benefits to property owners in the District, such Bonds to be issued as tax increment revenue bonds of the District payable from revenues of the Commission as described more fully herein; and

WHEREAS, the amount of proceeds of the Bonds allocated to pay costs of the Refunding Program, together with estimated investment earnings thereon, does not exceed the cost of the Refunding Program as estimated by the Commission; and

WHEREAS, the Commission desires to authorize the issuance of a bond anticipation note or notes hereunder, if necessary, payable from Tax Increment (as defined herein) or the proceeds of the revenue bonds authorized herein (the "BANs"), and to authorize the refunding of said BANs, if issued; and

WHEREAS, the projects that were financed by the Prior Bonds were located in or directly serve and benefit the Economic Development Area; and

WHEREAS, under the governing statutes it is necessary to make an appropriation to pay items to be financed with the Bonds, and it has been determined that said appropriation be made at this time; and

WHEREAS, notice has been given and this date a public hearing has been conducted regarding such appropriation, as required by Indiana law; and

WHEREAS, all conditions precedent to the adoption of a resolution authorizing the issuance of the Bonds have been complied with in accordance with the applicable provisions of the Act; and

WHEREAS, the Commission further desires to provide for the redemption of all outstanding Taxable Prior Bonds and the termination of the Taxable Swap Agreements with funds currently on deposit or to be deposited in the Allocation Fund.

NOW THEREFORE, BE IT RESOLVED BY THE HENDRICKS COUNTY REDEVELOPMENT COMMISSION, GOVERNING BODY OF THE DISTRICT, AS FOLLOWS:

SECTION 1. Authorization for Bonds and Appropriation of Proceeds. In order to provide financing for the Refunding Program as described above and the costs of selling and issuing the Bonds, the District shall borrow money, and the County, acting for and on behalf of the District, shall issue the Bonds and/or BANs as herein authorized. An appropriation in an amount not to exceed Nine Million Dollars (\$9,000,000) together with all investment earnings thereon, shall be made to pay for the governmental purposes to be financed by the Bonds, and the funds to meet said appropriation shall be provided out of the proceeds of the Bonds in the original principal amount not to exceed \$9,000,000 and such investment earnings. Said appropriation shall be in addition to all other appropriations provided for in the existing budget and tax levy.

SECTION 2. General Terms of Bonds.

(a) Issuance of Bonds. The Commission hereby authorizes the issuance of the Bonds as described herein, for the purpose of providing funds to pay (a) a portion of the costs of the Refunding Program, (b) all incidental expenses incurred in connection therewith (all of which are deemed to be a part of the Refunding Program), and (c) the costs of issuance of the Bonds including all the incidental expenses necessary to be incurred in connection with the issuance of the Bonds or on account thereof. The County, acting for and on behalf of the District, shall issue and sell the Bonds, in one or more series, and the County Auditor, as the fiscal officer of the

County (the "Fiscal Officer"), is hereby authorized and directed to have prepared and to issue and sell the Bonds as negotiable, fully registered bonds of the District, in one or more series, in an aggregate amount not to exceed the Authorized Amount. The County shall not issue any series of the Bonds until the issuance of such series has first been approved by the Board of Commissioners of the County (the "Executive") and by the County Council of the County.

(b) Source of Payment. The Bonds as to both principal and interest shall be payable solely from incremental tax revenues collected in the Allocation Area pursuant to Ind. Code § 36-7-14-39 (the "Tax Increment"). The Commission hereby pledges the Tax Increment to the payment of the principal of and interest and premium, if any, on the Bonds and any BANs as authorized herein. The Bonds are not a general obligation of the County or the District, but are limited and special obligations of the District payable solely from the Tax Increment.

(c) Denominations; Interest Rates; Interest Payment Dates; Sale of Bonds. The Bonds shall be issued in the denomination of Five Thousand Dollars (\$5,000) each or integral multiples thereof, numbered consecutively from R-1 upward, dated as of the first day of the month in which they are issued or the date of issuance, as determined on the date of sale of the Bonds by the President of the Commission. The Bonds shall bear interest at a rate or rates not exceeding eight and one-half percent (8.50%) per annum (the exact rate or rates to be determined by negotiated sale), calculated on the basis of a 360-day year comprised of twelve thirty-day months. Interest shall be payable semiannually on January 1 and July 1 in each year, beginning not earlier than January 1, 2010, as determined on the date of sale of the Bonds by the President of the Commission. The Bonds shall be sold at a price of not less than 98.0% of the par value thereof. Principal on the Bonds shall be payable in lawful money of the United States of America, at the principal office of the Paying Agent (as hereinafter defined) and such Bonds shall mature annually or semi-annually, or shall be subject to mandatory sinking fund redemption, on January 1 and/or July 1 of each year over a period ending not later than January 1, 2022 for any series of Bonds issued to refund outstanding 1997A Bonds, or January 1, 2025 for any series of Bonds issued to refund outstanding 2000A Bonds, on such dates and in such amounts as determined on the date of sale of each series of the Bonds by the President of the Commission with the advice of the Commission's financial advisor (the "Financial Advisor").

(d) Term Bonds. All or a portion of the Bonds may be issued as one or more term bonds. Such term bonds shall have a stated maturity or maturities of January 1 and/or July 1, in the years as determined by the President with the advice of the Financial Advisor, but in no event later than the last maturity date of the bonds as determined in the above paragraph. The term bonds shall be subject to mandatory sinking fund redemption and final payment(s) at maturity at 100% of the principal amount thereof, plus accrued interest to the redemption date, on principal payment dates which are hereinafter determined in accordance with the above paragraph.

SECTION 3. Registrar and Paying Agent; Trustee.

(a) The Auditor of the County (the "Auditor") is hereby authorized to serve as or to contract with a qualified financial institution to serve as Registrar and Paying Agent for the Bonds (the "Registrar" or "Paying Agent"). The Registrar is hereby charged with the responsibility of authenticating the Bonds. The Auditor is hereby authorized to enter into such agreements or understandings with such institution as will enable the institution to perform the

services required of a Registrar and Paying Agent. The Auditor is further authorized to pay such fees as the institution may charge for the services it provides as Registrar and Paying Agent and such fees may be paid from the Bond Principal and Interest Account established pursuant to this Resolution to pay the principal of and interest on the Bonds as fiscal agency charges.

(b) The principal of the Bonds shall be payable at the principal office of the Paying Agent. All payments of interest on the Bonds shall be paid by check, mailed one business day prior to the interest payment date to the registered owners thereof as the names appear as of the fifteenth day of the month preceding the interest payment date and at the addresses as they appear on the registration books kept by the Registrar or at such other address as is provided to the Paying Agent in writing by such registered owner. All payments on the Bonds shall be made in any coin or currency of the United States of America, which on the date of such payment, shall be legal tender for the payment of public and private debts.

(c) In the case of a registered owner holding \$1,000,000 or more of principal amount of the Bonds, by providing written instructions to the Registrar before the fifteenth day of the month immediately preceding the month in which such interest is payable, the principal of and interest thereon may be paid by wire transfer to such financial institution as designated by such registered owner, or as otherwise agreed, on the due date of such payment or, if such due date is a day when financial institutions are not open for business, on the business day immediately after such due date.

(d) Each Bond shall be transferable or exchangeable only upon the books of the Commission kept for that purpose at the principal corporate trust office of the Registrar by the registered owner in person, or by its attorney duly authorized in writing, upon surrender of such Bond together with a written instrument of transfer or exchange satisfactory to the Registrar duly executed by the registered owner, or its attorney duly authorized in writing, and thereupon a new fully registered Bond or Bonds in an authorized aggregate principal amount and of the same maturity, shall be executed and delivered in the name of the transferee or transferees or the registered owner, as the case may be, in exchange therefor. The costs of such transfer or exchange shall be borne by the Commission except for any tax or governmental charge required to be paid with respect to the transfer or exchange, which taxes or governmental charges are payable by the person requesting such transfer or exchange. The County, the Commission, the Registrar and the Paying Agent for the Bonds may treat and consider the person in whose name such Bonds are registered as the absolute owner thereof for all purposes including for the purpose of receiving payment of, or on account of, the principal thereof and interest due thereon. The Registrar shall not be obligated to make any transfer or exchange of any Bond called for redemption within forty-five (45) days of the redemption date.

(e) In the event any Bond is mutilated, lost, stolen or destroyed, the County may execute and the Registrar may authenticate a new bond of like date, maturity and denomination as that mutilated, lost, stolen or destroyed, which new bond shall be marked in a manner to distinguish it from the bond for which it was issued, provided that, in the case of any mutilated bond, such mutilated bond shall first be surrendered to the Registrar, and in the case of any lost, stolen or destroyed bond there shall be first furnished to the Registrar evidence of such loss, theft or destruction satisfactory to the Fiscal Officer and the Registrar, together with indemnity satisfactory to them. In the event any such bond shall have matured, instead of issuing a

duplicate bond, the County and the Registrar may, upon receiving indemnity satisfactory to them, pay the same without surrender thereof. The County and the Registrar may charge the owner of such Bond with their reasonable fees and expenses in this connection. Any Bond issued pursuant to this paragraph shall be deemed an original, substitute contractual obligation of the County, acting for and on behalf of the District, whether or not the lost, stolen or destroyed Bond shall be found at any time, and shall be entitled to all the benefits of this resolution, equally and proportionately with any and all other Bonds issued hereunder.

(f) The Registrar and Paying Agent may at any time resign as Registrar and Paying Agent upon giving 30 days' notice in writing to the Commission and by first class mail to each registered owner of the Bonds then outstanding, and such resignation will take effect at the end of such 30 day period or upon the earlier appointment of a successor registrar and paying agent by the Commission. Any such notice to the Commission may be served personally or sent by registered mail. The Registrar and Paying Agent may be removed at any time as Registrar and Paying Agent by the Commission, in which event the Commission may appoint a successor registrar and paying agent. The Commission shall notify each registered owner of the Bonds then outstanding by first class mail of the removal of the Registrar and Paying Agent. Notices to the registered owners of the Bonds shall be deemed to be given when mailed by first class mail to the addresses of such registered owners as they appear on the registration books kept by the Registrar.

(g) Upon the appointment of any successor registrar and paying agent by the Commission, the Auditor is authorized and directed to enter into such agreements and understandings with such successor registrar and paying agent as will enable the institution to perform the services required of a registrar and paying agent for the Bonds. The Auditor is further authorized to pay such fees as the successor registrar and paying agent may charge for the services it provides as registrar and paying agent and such fees may be paid from the Bond Principal and Interest Account established by this Resolution to pay the principal of and interest on the Bonds as fiscal agency charges. Any predecessor registrar and paying agent shall deliver all of the Bonds and any cash or investments in its possession with respect thereto, together with the registration books, to the successor registrar and paying agent.

(h) Interest on the Bonds shall be payable from the interest payment date to which interest has been paid next preceding the authentication date of the Bonds unless the Bonds are authenticated after the fifteenth day of the month immediately preceding the month of an interest payment date and on or before such interest payment date in which case they shall bear interest from such interest payment date, or unless the Bonds are authenticated on or before the fifteenth day of the month immediately preceding the month of the first interest payment date, in which case they shall bear interest from the original date until the principal shall be fully paid.

(i) With respect to any or all series of the Bonds, the Auditor is authorized to contract with a qualified financial institution to serve as trustee for purposes of holding and disbursing bond proceeds and/or Tax Increment pursuant to this Resolution.

SECTION 4. Redemption of Bonds.

(a) The President of the Commission, upon consultation with the Financial Advisor to the Commission, may designate maturities of the Bonds (or portion thereof in integral multiples of \$5,000 principal amount each) that shall be subject to optional redemption and/or mandatory sinking fund redemption, and the corresponding redemption dates, amounts and prices (including premium, if any). Except as otherwise set forth in this Resolution, the President of the Commission, upon consultation with the Financial Advisor, is hereby authorized and directed to determine the terms governing any such redemption and to reflect those terms in the Purchase Agreement on the date of sale of each series of the Bonds.

(b) If the Bonds are redeemable, notice of such redemption shall be given not less than thirty (30) days prior to the date fixed for redemption by mail unless the notice is waived by the registered owner of a Bond. Such notice shall be mailed to the address of the registered owners of the Bonds to be redeemed as shown on the registration records of the Commission. The notice shall specify the date and place of redemption and sufficient identification of the Bonds called for redemption. The failure to give such notice by mailing or a defect in the notice or the mailing as to any Bond shall not affect the validity of any proceedings for redemption as to any other Bonds for which notice is adequately given. The place of redemption shall be determined by the Commission. Interest on the Bonds so called for redemption shall cease on the redemption date fixed in such notice if sufficient funds are available at the principal office of the Paying Agent to pay the redemption price on the date so named, and thereafter, such Bonds shall no longer be protected by this resolution and shall not be deemed to be outstanding hereunder, and the holders thereof shall have the right only to receive the redemption price.

No later than the date fixed for redemption, funds shall be deposited with the Paying Agent or another paying agent to pay, and such agent is hereby authorized and directed to apply such funds to the payment of, the Bonds or portions thereof called for redemption, including accrued interest thereon to the redemption date. No payment shall be made upon any Bond or portion thereof called for redemption until such bond shall have been delivered for payment or cancellation or the Registrar shall have received the items required by this resolution with respect to any mutilated, lost, stolen or destroyed bond.

SECTION 5. Execution and Negotiability.

(a) Each of the Bonds shall be executed in the name of the District by the manual or facsimile signature of the Executive, and attested by the manual or facsimile signature of the Fiscal Officer, and the seal of the County, if any, shall be affixed, imprinted or impressed to or on each of the Bonds, by facsimile or any other means; and these officials, by the execution of a signature and no litigation certificate, shall adopt as and for their own proper signatures the facsimile signatures appearing on the Bonds. In case any officer whose signature or facsimile signature appears on the Bonds shall cease to be such officer before the delivery of the Bonds, the signature of such officer shall nevertheless be valid and sufficient for all purposes the same as if such officer had remained in office until such delivery.

(b) The Bonds shall have all of the qualities and incidents of negotiable instruments under the laws of the State of Indiana, subject to the provisions for registration herein.

(c) The Bonds shall also be authenticated by the manual signature of the Registrar, and no Bond shall be valid or become obligatory for any purpose until the certificate of authentication thereon has been so executed.

SECTION 6. Form of Bonds. The form and tenor of the Bonds shall be substantially as follows, all blanks to be filled in properly and all necessary additions and deletions to be made prior to delivery:

R-__

UNITED STATES OF AMERICA

STATE OF INDIANA

COUNTY OF HENDRICKS

HENDRICKS COUNTY, INDIANA
REDEVELOPMENT DISTRICT TAX INCREMENT
REVENUE REFUNDING BOND, SERIES 200_

Interest <u>Rate</u>	Maturity <u>Date</u>	Original <u>Date</u>	Authentication <u>Date</u>	[CUSIP]
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REGISTERED OWNER: _____

PRINCIPAL SUM: _____ Dollars (\$ _____)

Hendricks County, Indiana (the "County"), acting for and on behalf of the Hendricks County Redevelopment District (the "District"), for value received, hereby promises to pay to the Registered Owner set forth above, the Principal Sum set forth above on the Maturity Date set forth above (unless this bond is subject to and is called for redemption prior to maturity as hereafter provided), and to pay interest thereon until the Principal Sum shall be fully paid at the Interest Rate per annum specified above from the interest payment date to which interest has been paid next preceding the Authentication Date of this bond unless this bond is authenticated after the fifteenth day of the month preceding the interest payment date (the "Record Date") and on or before such interest payment date in which case it shall bear interest from such interest payment date, or unless this bond is authenticated on or before [December/June] 15, 20__ in which case it shall bear interest from the Original Date, which interest is payable semi-annually on January 1 and July 1 of each year, beginning on [January/July] 1, 20__. Interest shall be calculated on the basis of a 360-day year comprised of twelve 30-day months. The County shall make such payments of principal and interest solely from the sources described in the Resolution (as herein defined), which consist of allocated incremental taxes on real property located in the Hendricks County Heartland Crossings Development Allocation Area (Hendricks County Allocation Area No. 3) located in the County (the "Area") received by the District in accordance with Indiana Code 36-7-14-39 (the "Tax Increment").

The principal of and premium, if any, on this bond are payable at the principal office of (the "Registrar" or "Paying Agent"), in _____, Indiana. All payments of interest on this bond shall be paid by check mailed one business day prior to the interest payment date to the Registered Owner as of the Record Date at the address as it appears on the registration books kept by the Registrar or at such other address as is provided to the Paying Agent in writing by the Registered Owner. Each Registered Owner of \$1,000,000 or more in principal amount of bonds shall be entitled to receive interest payments by wire transfer by providing written wire instructions to the Paying Agent before the Record Date for any payment. All payments of principal of and premium, if any, on this bond shall be made upon surrender thereof at the principal office of the Paying Agent in any U.S. coin or currency which on the date of such payment shall be legal tender for the payment of public and private debts, or in the case of a Registered Owner of \$1,000,000 or more in principal amount of Bonds, by wire transfer on the due date upon written direction of such owner provided at least fifteen (15) days prior to the maturity date or redemption date.

This bond is one of an authorized issue of bonds of the District of like original date, tenor and effect, except as to denomination, numbering, interest rates, redemption terms and dates of maturity, in the total amount of _____ Dollars (\$ _____), numbered consecutively from R-1 upward, issued for the purpose of providing funds for the payment of all or any portion (i) the costs of refunding certain outstanding tax increment revenue bonds of the Redevelopment District issued in 1997 and 2000 to fund infrastructure improvements in or serving the Hendricks County Economic Development Area No. 4 and commonly known as Heartland Crossing (the "Prior Bonds"); (ii) the costs associated with certain outstanding interest rate swap agreements related to the Prior Bonds, including one or more termination payments with respect thereto; (iii) the costs of funding one or more debt service reserve funds for the bonds; and (iv) the costs of selling and issuing the bonds including all the incidental expenses necessary to be incurred in connection with the issuance of the bonds or on account thereof, as authorized by Resolution No. _____, adopted by the Hendricks County Redevelopment Commission (the "Commission") on the 4th day of November, 2009, entitled "Resolution of the Hendricks County Redevelopment Commission Authorizing the Issuance of Tax Increment Revenue Bonds for the Purpose of Providing Funds to be Applied to Pay for the Refunding of Certain Economic Outstanding Tax Increment Revenue Bonds of the Redevelopment District and Other Costs and Incidental Expenses in Connection Therewith and on Account of the Issuance of the Bonds" (the "Resolution"), and in accordance with the provisions of Indiana law, including without limitation Indiana Code 36-7-14, Indiana Code 36-7-25 and other applicable laws, as amended (collectively, the "Act"), all as more particularly described in the Resolution. The owner of this bond, by the acceptance hereof, agrees to all the terms and provisions contained in the Resolution and the Act.

THIS BOND DOES NOT CONSTITUTE A GENERAL OBLIGATION OR INDEBTEDNESS OF HENDRICKS COUNTY BUT THE SAME IS A LIMITED AND SPECIAL OBLIGATION OF THE DISTRICT AND IS PAYABLE SOLELY FROM THE TAX INCREMENT.

[Insert optional redemption terms, if any.]

[Insert mandatory sinking fund redemption terms, if any.]

[Notice of such redemption shall be mailed by first-class mail not less than thirty (30) days prior to the date fixed for redemption to the address of the registered owner of each bond to be redeemed as shown on the registration record of the Commission except to the extent such redemption notice is waived by owners of the bond or bonds redeemed, provided, however, that failure to give such notice by mailing, or any defect therein, with respect to any bond shall not affect the validity of any proceedings for the redemption of any other bonds. The notice shall specify the date and place of redemption, the redemption price and the CUSIP numbers of the bonds called for redemption. The place of redemption may be determined by the Commission. Interest on the bonds so called for redemption shall cease on the redemption date fixed in such notice if sufficient funds are available at the place of redemption to pay the redemption price on the date so named, and thereafter, such bonds shall no longer be protected by the Resolution and shall not be deemed to be outstanding thereunder.]

This bond is subject to defeasance prior to payment or redemption as provided in the Resolution.

If this bond shall not be presented for payment or redemption on the date fixed therefor, the Commission may deposit in trust with the Paying Agent or another paying agent, an amount sufficient to pay such bond or the redemption price, as the case may be, and thereafter the Registered Owner shall look only to the funds so deposited in trust for payment and the County shall have no further obligation or liability in respect thereto.

This bond is transferable or exchangeable only upon the registration record kept for that purpose at the office of the Registrar by the Registered Owner in person, or by the Registered Owner's attorney duly authorized in writing, upon surrender of this bond together with a written instrument of transfer or exchange satisfactory to the Registrar duly executed by the Registered Owner or such attorney, and thereupon a new fully registered bond or bonds in the same aggregate principal amount, and of the same maturity, shall be executed and delivered in the name of the transferee or transferees or the Registered Owner, as the case may be, in exchange therefor. The County, the Commission, any registrar and any paying agent for this bond may treat and consider the person in whose name this bond is registered as the absolute owner hereof for all purposes including for the purpose of receiving payment of, or on account of, the principal hereof and interest and premium, if any, due hereon.

[This bond has been designated a qualified tax-exempt obligation for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.]

The bonds maturing on any maturity date are issuable only in the denomination of \$5,000 or any integral multiple.

It is hereby certified and recited that all acts, conditions and things required to be done precedent to and in the execution, issuance and delivery of this bond have been done and performed in regular and due form as provided by law.

This bond shall not be valid or become obligatory for any purpose until the certificate of authentication hereon shall have been executed by an authorized representative of the Registrar.

IN WITNESS WHEREOF, the Redevelopment Commission of Hendricks County, State of Indiana, has caused this bond to be executed in the name of such County, for and on behalf of the Redevelopment District of said County, by the manual or facsimile signature of the Board of Commissioners of said County, and attested by manual or facsimile signature by the Auditor of said County, and the seal of said County or a facsimile thereof to be affixed, engraved, imprinted or otherwise reproduced hereon.

HENDRICKS COUNTY, INDIANA

By: Board of Commissioners of
Hendricks County, Indiana

_____, Commissioner

_____, Commissioner

_____, Commissioner

(SEAL)

ATTEST:

_____, County Auditor

CERTIFICATE OF AUTHENTICATION

It is hereby certified that this bond is one of the bonds described in the within-mentioned Resolution duly authenticated by the Registrar.

_____, as Registrar

By _____
Authorized Representative

ASSIGNMENT

The following abbreviations, when used in the inscription on the face of this bond, shall be construed as though they were written out in full according to applicable laws or regulations:

TEN. COM. as tenants in common

TEN. ENT. as tenants by the entireties

JT. TEN. as joint tenants with right of survivorship and not as tenants in common

UNIF. TRANS.
MIN. ACT

_____ Custodian _____
(Cust.) (Minor)

under Uniform Transfers to Minors Act of

(State)

Additional abbreviations may also be used although not in the above list.

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

(please print or typewrite name and address of transferee)

(please insert social security or
other identifying number of assignee)

\$_____ in principal amount (must be a multiple of \$_____) of the within bond and all rights thereunder, and hereby irrevocably constitutes and appoints _____, attorney, to transfer the within bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by an eligible guarantor institution participating in a Securities Transfer Association recognized signature guarantee program.

NOTICE: The signature of this assignment must correspond with the name as it appears upon the face of the within bond in every particular, without alteration or enlargement or any change whatever.

[END OF BOND FORM]

SECTION 7. Preparation and Sale of the Bonds, Approval of Related Documents.

(a) The Auditor is hereby authorized and directed to have the Bonds prepared, and the Executive and the Auditor are hereby authorized and directed to execute or to cause the execution of the Bonds in the form and manner herein provided. The Auditor is hereby authorized and directed to deliver the Bonds to the purchaser thereof upon compliance with the requirements established hereunder and under the Act for the sale thereof, and to collect the full amount which the purchaser has agreed to pay therefor. The Bonds, when fully paid for and delivered to the purchaser, shall be the binding special revenue obligations of the District, payable solely out of the Tax Increment, and the proceeds derived from the sale of the Bonds shall be and are hereby set aside for the application to the costs of the Refunding Program and the costs of issuance of the Bonds including all the incidental expenses necessary to be incurred in connection with the issuance of the Bonds or on account thereof. The authorized officers of the District are hereby authorized and directed to draw all proper and necessary warrants and to do whatever other acts and things that may be necessary or appropriate to carry out the provisions of this Resolution.

(b) The President, the Executive or the Auditor, with the advice of the Financial Advisor, is hereby authorized to negotiate the sale of each series of the Bonds, and enter into a purchase agreement (the "Purchase Agreement") between the District and the purchaser of each series of the Bonds (the "Purchaser") upon terms and conditions consistent with this resolution. The Commission hereby approves, and authorizes and directs the President, the Executive and the Auditor, for and on behalf of the District, to execute and deliver, and to perform the obligations of the District under, the Purchase Agreement for each series of the Bonds. The Executive, the Auditor, President or any other officer of the Commission are hereby authorized to execute the Purchase Agreement for each series of the Bonds, for and on behalf of the District, with such changes thereto as such officers shall approve, such approval to be conclusively evidenced by the execution thereof.

(c) Prior to the delivery of each series of the Bonds, the Auditor shall obtain a legal opinion as to the validity of the Bonds and, with respect to any series of Tax-Exempt Bonds (as hereinafter defined), the tax-exempt status of interest on such series of Bonds, from a nationally recognized bond counsel firm ("Bond Counsel"), and such opinion shall be furnished to the purchasers of the Bonds at the expense of the District. The costs of obtaining any such insurance and/or credit ratings, together with Bond Counsel's fee in preparing and delivering such opinion and in the performance of related services in connection with the issuance, sale and delivery of the Bonds, fees of the Financial Advisor and local counsel to the Commission and the County, shall be considered as a part of the costs of issuance of the Bonds and shall be paid out of the proceeds of the sale of the Bonds.

(d) If legally required as part of a public offering of any series of the Bonds, the Auditor is hereby authorized to deem final an official statement with respect to such series of the Bonds, as of its date, in accordance with the provisions of Rule 15c2-12 of the United States Securities and Exchange Commission, as amended (the "SEC Rule"), subject to completion as permitted by the SEC Rule, and the Commission further authorizes the distribution of the deemed final official statement, and the execution, delivery and distribution of such document as further modified and amended with the approval of the Auditor in the form of a final official

statement. The officers of the Commission and the County are further authorized to approve the form and distribution of any other offering materials that may be recommended by the Commission's Financial Advisor in connection with a private placement of any series of the Bonds.

(e) In order to assist any underwriter of any series of the Bonds in complying with paragraph (b)(5) of the SEC Rule by undertaking to make available appropriate disclosure about the Commission and the County and the Bonds to participants in the municipal securities market, the Commission may, in accordance with the SEC Rule, unless excluded from the applicability of the SEC Rule or otherwise exempted from the provisions of paragraph (b)(5) of the SEC Rule, execute and deliver any continuing disclosure contract. The execution and delivery by the Commission of the continuing disclosure contract, and the performance by the Commission of its obligation thereunder by or through any employee or agent of the Commission or the County, are hereby approved.

SECTION 8. Funds and Accounts.

(a) Use of Bond Proceeds; Refunding Fund. Any accrued interest and any premium received at the time of delivery of each series of the Bonds will be deposited in the Principal and Interest Account (as defined below) of the Allocation Fund and applied to payments on such series of the Bonds on the first interest payment date for such series. If recommended by the Financial Advisor, an amount equal to the Debt Service Reserve Requirement (as defined below) may be deposited into the Reserve Account of the Allocation Fund. The remaining proceeds received from the sale of each series of the Bonds shall be deposited in the fund hereby created and designated as the "Hendricks County Redevelopment District Refunding Fund" (the "Refunding Fund"). The proceeds deposited in the Refunding Fund, together with all investment earnings thereon, shall be expended by the Commission only for the purpose of paying all remaining principal, interest and redemption premium (if any) due on all of the outstanding Prior Bonds and costs of issuance of the Bonds. Any balance remaining in the Refunding Fund after retirement of all outstanding Prior Bonds which is not required to meet unpaid obligations incurred in connection therewith on account of the sale and issuance of the Bonds may be (i) used to pay debt service on the Bonds, or (ii) otherwise used as permitted by law. The President of the Commission is hereby authorized to enter into an Escrow Agreement with the trustee for the Prior Bonds to facilitate the refunding of the Prior Bonds, and to deposit and apply moneys from the Refunding Fund in accordance with the terms of said Escrow Agreement.

(b) Allocation Fund. There is hereby created within the Allocation Fund a General Account (the "General Account"), a Principal and Interest Account (the "Principal and Interest Account"), and a Reserve Account (the "Reserve Account"). All Tax Increment shall be deposited in the General Account as received. On each December 15 and June 15, there shall be deposited in the Principal and Interest Account from the General Account an amount of money, to the extent of available funds in the General Account, which together with any money contained in the Principal and Interest Account, is sufficient to pay the principal of and interest on the Bonds and any Parity Bonds (as hereinafter defined) and any fiscal agency charges associated with the Bonds and Parity Bonds and the collection of Tax Increment (the "Debt Service") due on the following January 1 and July 1 until the amount on deposit in the Principal

and Interest Account is sufficient to pay Debt Service payable during the next twelve (12) months. No deposit need be made to the Principal and Interest Account to the extent that the available amount in the Principal and Interest Account is at least equal to the amount of Debt Service becoming due and payable on all outstanding Bonds and Parity Bonds during the next twelve (12) months. All money in the Principal and Interest Account shall be used and withdrawn solely for the purpose of paying the interest on and the principal of the Bonds, Parity Bonds and any BANs as they shall become due and payable to the extent it is required therefor, including accrued interest on any such obligations purchased or redeemed prior to maturity.

If at the time of the sale of the Bonds or any Parity Bonds it is determined by the President of the Commission, with the advice of the Financial Advisor, to establish a Reserve Account for the Bonds or Parity Bonds, then after making the required deposits into the Principal and Interest Account, there shall be set aside from the Allocation Fund and deposited in the Reserve Account from the General Account an amount of money that shall be required to maintain the Reserve Account in the full amount of the Debt Service Reserve Requirement. No deposit need be made in the Reserve Account so long as there shall be on deposit therein a sum equal to the amount determined by the financial advisor to be required to adequately secure the Bonds and/or Parity Bonds (the "Debt Service Reserve Requirement"). All money in the Reserve Account shall be used and withdrawn by the District solely for the purpose of making deposits into the Principal and Interest Account, in the event of any deficiency at any time in such account, or for the purpose of paying the interest on or principal of or redemption premiums, if any, on the Bonds or Parity Bonds, in the event that no other money is lawfully available therefor. Any amount in the Reserve Account in excess of the Debt Service Reserve Requirement shall be withdrawn from the Reserve Account and deposited in the Principal and Interest Account. Money in the Reserve Account shall also be available to make the final payments of interest and principal on the Bonds or Parity Bonds.

(d) Excess Funds. After making the deposits described above, any remaining Tax Increment shall be deposited in the General Account of the Allocation Fund and shall be available in the following order of priority:

(1) to pay unpaid prior Debt Service overdue on the Bonds or Parity Bonds, provided that no payment shall be made after January 1, 2022 with respect to any series of Bonds issued to refund outstanding 1997A Bonds, or after January 1, 2025 with respect to any series of Bonds issued to refund outstanding 2000A Bonds;

(2) to pay debt service due on the BANs, if any;

(3) for any other purposes permitted by the Act, including the redemption, purchase or defeasance of the Bonds or Parity Bonds prior to maturity, the release of excess assessed value to the taxing units as provided under the Act, or the payment of costs of projects that are located in or directly serve or benefit the Economic Development Area

SECTION 9. Investment of Funds. Any income from the investment of a fund or account shall become a part of such fund or account and shall be used only as provided in this resolution. Subject to the applicability of the restrictions set forth in the following paragraph, all

moneys deposited in the funds and accounts shall be deposited, held and secured as public funds in accordance with the public depository laws of the State of Indiana; provided that moneys therein may be invested in obligations in accordance with the applicable laws, including particularly Indiana Code 5-13, as amended or supplemented.

SECTION 10. Issuance of BANs; Other Actions.

(a) The Commission, having satisfied all the statutory requirements for the issuance of the Bonds, has the authority to elect to issue a bond anticipation note or notes ("BANs"), repayable from Tax Increment or the proceeds received from the sale of the Bonds. The Commission hereby authorizes the issuance and sale of the BANs in one or more series, ranking on a parity with each other, in an original aggregate principal amount not to exceed Nine Million Dollars (\$9,000,000) to provide interim financing until permanent financing becomes available and to pay for costs of issuing the BANs. The designation of the BANs shall be "Hendricks County, Indiana Redevelopment District Tax Increment Revenue Bond Anticipation Notes, Series 200_" (with such series notation necessary to indicate the year in which the BANs are issued, as allocated to the 1997A Bonds and the 2000A Bonds, and as further described herein). The BANs shall be issued in fully registered form in denominations of One Dollar (\$1) or integral multiples thereof, shall be originally dated the date of delivery, shall be numbered consecutively from 1 upward, shall mature not more than five (5) years from the date of the original issuance of the BANs, may be prepayable on terms and conditions determined by the President of the Commission at the time of the sale of the BANs on advice of the Commission's financial advisor, shall bear interest at a rate not exceeding six percent (6.00%) per annum, payable upon maturity of the BANs or such dates as are determined by President at the time of issuance of the BANs, and shall be sold at a discount not exceeding 2.00% of the principal amount thereof. It shall not be necessary for the Commission to repeat the procedures for the issuance of the Bonds as the procedures followed before the issuance of the BANs are for all purposes sufficient to authorize the issuance of the Bonds and to use proceeds thereof to repay the BANs.

(b) The principal of and interest on the BANs herein authorized are payable solely from proceeds received from Tax Increment or the sale of the Bonds, and the Tax Increment and proceeds received from the sale of the Bonds are hereby irrevocably pledged to the payment of the principal of and interest on the BANs; provided, however, that the pledge of Tax Increment to the payment of the BANs shall be subordinate to the pledge thereof to the payment of the Bonds. Upon advice of the Financial Advisor, the President of the Commission is hereby authorized to provide further security for the BANs by contract with the purchaser thereof on terms and conditions satisfactory to the President. The Executive is hereby authorized to determine the form of the BANs and to execute the BANs, and the Fiscal Officer is hereby authorized to have the BANs prepared and to attest to the BANs. The Fiscal Officer is hereby authorized and directed to obtain the legal opinion as to the validity of and, if applicable, the tax-exempt status of the interest on the BANs from a nationally recognized bond counsel firm. After the BANs shall have been properly executed, the Fiscal Officer shall be authorized to receive from the purchaser thereof payment for the BANs and to provide for delivery of the BANs to the purchaser. Proceeds received from the sale of the BANs shall be deposited in the Refunding Fund referred to in Section 8(a) of this Resolution. The sale of the BANs shall be governed by the same provisions set forth in Section 7 hereof for the sale of the Bonds, including without

limitation the entry into a purchase agreement with respect to each series of the BANs. In any case any officer whose signature or a facsimile signature appears on the BANs shall cease to be such officer before delivery of the BANs, such signature shall nevertheless be valid and sufficient for all purposes as if such officer had remained in office until delivery of the BANs.

At the option of the President or Vice President of the Commission at the time of the sale of the BANs, the BANs may be issued to provide for periodic advances of principal from the purchaser of the BANs to the Commission, and the accrual of interest obligations only on advances when and if made, so long as the aggregate amount of all advances does not exceed \$9,000,000.

Upon execution of the BANs by the Executive and the attestation thereof by the Fiscal Officer, the BANs shall constitute the legal, valid and binding obligations of the County, acting for and on behalf of the District.

The provisions of this Resolution relating to the Bonds set forth in Sections 3(a), 3(b), 3(c), 3(d), 3(e), 3(f), 3(g), 12 and 16 hereof shall apply to the BANs as well.

SECTION 11. Pledge of Tax Increment. The Bonds as to both principal and interest, shall be payable from and secured by an irrevocable pledge of the Tax Increment. The District shall not be obligated to pay the Bonds or the interest thereon except from the Tax Increment, and the Bonds shall not constitute an indebtedness of the District, the County or any municipal corporation or political subdivision of the State of Indiana within the meaning of the provisions and limitations of the constitution of the State of Indiana.

SECTION 12. Defeasance of the Bonds. If, when the Bonds or a portion thereof shall have become due and payable in accordance with their terms or shall have been duly called for redemption or irrevocable instructions to call the Bonds or a portion thereof for redemption shall have been given, and the whole amount of the principal and the interest and the premium, if any, so due and payable upon all of the Bonds or a portion thereof then outstanding shall be paid; or (i) sufficient moneys, (ii) direct obligations of, or obligations the principal of and interest on which are unconditionally guaranteed by, the United States of America, the principal of and the interest on which when due will provide sufficient moneys for such purpose, or (iii) time certificates of deposit of a bank or banks fully secured as to both principal and interest by obligations of the kind described in (ii) above, the principal and interest on which when due will provide sufficient moneys for such purpose; shall be held in trust for such purpose, and provision shall also be made for paying all fees and expenses for the redemption, then and in that case the Bonds or any designated portion thereof issued hereunder shall no longer be deemed outstanding or entitled to the pledge of the Tax Increment.

SECTION 13. Additional Bonds. The Commission reserves the right to authorize and issue additional bonds or other obligations (the "Parity Bonds"), payable out of the Tax Increment, ranking on a parity with the Bonds authorized by this Resolution and payable ratably from the Tax Increment for the purpose of raising money for future property acquisition, economic development or redevelopment in accordance with the Plan, or to refund such obligations, subject to the following conditions:

(a) All interest on and principal of all bonds payable from the Tax Increment shall have been paid to date in accordance with the terms thereof, provided, this condition shall be deemed satisfied if any required amount is to be provided from the proceeds of the Parity Bonds or other funds of the Commission.

(b) As of the time of issuance of the Parity Bonds, the balance in the Reserve Account (if required and established) shall be at least equal to the Debt Service Reserve Requirement for the Bonds and all then outstanding bonds ranking on a parity therewith which are secured by the Reserve Account, provided, this condition shall be deemed satisfied if any required amount is to be provided from the proceeds of the Parity Bonds or other funds of the Commission.

(c) The Commission shall have received a certificate prepared by an independent certified public accountant or an independent financial consultant (the "Certifier") certifying that the Tax Increment estimated to be received in each succeeding year, adjusted as provided below, is estimated to be equal to at least 135% (or such higher percentage as is determined by certification of the President of the Commission at the time of the sale of the Bonds upon advice of the Financial Advisor) of the principal and interest requirements for each respective year during the term of the bonds with respect to the Bonds, and any Parity Bonds (the "Coverage Ratio"). In estimating the Tax Increment to be received in any future year, the Certifier shall base the calculation on assessed valuation actually assessed or to be assessed as of the assessment date immediately preceding the issuance of the Parity Bonds, adjusted for current and future reductions of property tax abatements granted to taxpayers in the Area without regard to any assumed increases in property values or property tax rates; provided, however, the Certifier may include in the calculation of Tax Increment to be received in the Area, Tax Increment based on the addition of new assessed value estimated to be derived from real property under construction in the Area or personal property in the process of being installed in the Area as of the date of issuance of the Parity Bonds, even though not yet assessed, to the extent that the Certifier believes the amount to be reasonable.

The Commission shall use its best efforts to maintain the Tax Increment at a level sufficient to maintain the Coverage Ratio.

The Commission shall approve and confirm the findings and estimates set forth in the above-described certificate in any supplemental resolution authorizing the issuance of the Parity Bonds.

SECTION 14. Amendments with Consent of Bondholders. Subject to the terms and provisions contained in this section and Section, the owners of not less than sixty-six and two-thirds percent (66 2/3%) in aggregate principal amount of the Bonds issued pursuant to this resolution and then outstanding shall have the right from time to time, to consent to and approve the adoption by the Commission of such resolution or resolutions supplemental hereto or amendatory hereof, as shall be deemed necessary or desirable by the District for the purpose of modifying, altering, amending, adding to or rescinding in any particular any of the terms or provisions contained in this resolution, or in any supplemental resolution; provided, however, that nothing herein contained shall permit or be construed as permitting:

(d) An extension of the maturity of the principal of or interest on any Bond issued pursuant to this resolution; or

(e) A reduction in the principal amount of any Bond or the redemption premium or the rate of interest thereon; or

(f) The creation of any further lien upon or a pledge of the Tax Increment; or

(g) A preference or priority of any Bonds issued pursuant to this resolution over any other Bonds issued pursuant to the provisions of this resolution; or

(h) A reduction in the aggregate principal amount of the Bonds required for consent to such supplemental resolution.

If the owners of not less than sixty-six and two-thirds percent (66 2/3%) in aggregate principal amount of the Bonds outstanding at the time of adoption of such supplemental resolution shall have consented to and approved the adoption thereof by written instrument to be maintained on file in the office of the Auditor, no owner of any Bond issued pursuant to this resolution shall have any right to object to the adoption of such supplemental resolution or to object to any of the terms and provisions contained therein or the operation thereof, or in any manner to question the propriety of the adoption thereof, or to enjoin or restrain the Commission from adopting the same, or from taking any action pursuant to the provisions thereof. Upon the adoption of any supplemental resolution pursuant to the provisions of this section, this resolution shall be, and shall be deemed, modified and amended in accordance therewith, and the respective rights, duties and obligations under this resolution of the District and all owners of Bonds then outstanding, shall thereafter be determined, exercised and enforced in accordance with this resolution, subject in all respects to such modifications and amendments. Notwithstanding anything contained in the foregoing provisions of this resolution, the rights and obligations of the District and of the owners of the Bonds authorized by this resolution, and the terms and provisions of the Bonds and this resolution, or any supplemental or amendatory resolution, may be modified or altered in any respect with the consent of the Commission and the consent of the owners of all the Bonds then outstanding.

SECTION 15. Amendment of Resolution without Consent of Bondholders. The Commission may, from time to time, and without the consent of bondholders, adopt resolutions supplemental hereto (which supplemental resolutions shall thereafter form a part hereof) for any one or more of the following purposes:

(a) To cure any ambiguity or formal defect or omission in this resolution or in any supplemental resolution;

(b) To grant to or confer upon the owners of the Bonds any additional benefits, rights, remedies, powers, authority or security that may lawfully be granted to or conferred upon the owners of the Bonds;

(c) To procure a rating on the Bonds from a nationally recognized securities rating agency designated in such supplemental resolution, if such supplemental resolution will not adversely affect the owners of the Bonds;

(d) To obtain or maintain bond insurance with respect to payments of principal of and interest on the Bonds;

(e) To provide for the refunding or advance refunding of the Bonds; or

(f) To make any other change, which in the determination of the Commission in its sole discretion, is not to the prejudice of the owners of the Bonds.

SECTION 16. Tax Covenants. In order to preserve the excludability of interest on any series of the Bonds, the interest on which is excluded from gross income for federal tax purposes (such series, the "Tax-Exempt Bonds") under Section 103 of the Internal Revenue Code of 1986 as existing on the date of issuance of any such series of the Tax-Exempt Bonds (the "Code"), and as an inducement to purchasers of the Tax-Exempt Bonds, the Commission represents, covenants and agrees that:

(a) Each of the District and the County will not take any action nor fail to take any action with respect to the Tax-Exempt Bonds that would result in the loss of the excludability of interest on the Tax-Exempt Bonds from gross income for federal tax purposes pursuant to Section 103 of the Code, nor will the District act in any other manner which would adversely affect such exclusion.

(b) It shall be not an event of default under this resolution if the interest on any Tax-Exempt Bond is not excludable from gross income for federal tax purposes or otherwise pursuant to any provision of the Code which is not currently in effect and in existence on the date of issuance of the Tax-Exempt Bonds.

(c) The District hereby covenants that it will rebate any arbitrage profits to the United States to the extent required by the Code and the regulations promulgated thereunder.

(d) These covenants are based solely on current law in effect and in existence on the date of delivery of each series of such Tax-Exempt Bonds.

Notwithstanding any other provisions of the Resolution, the foregoing covenants and authorizations (the "Tax Sections") which are designed to preserve the excludability of interest on the Tax-Exempt Bonds from gross income under federal law (the "Tax Exemption") need not be complied with to the extent the District receives an opinion of nationally recognized bond counsel that compliance with such Tax Section is unnecessary to preserve the Tax Exemption.

SECTION 17. Redemption of Taxable Prior Bonds. The Commission hereby authorizes the use of funds currently held in the Allocation Fund or to be deposited into the Allocation Fund prior to the issuance of the Bonds, for the following purposes: (a) to redeem all of the outstanding Taxable Prior Bonds, and (b) to pay all costs associated with the Taxable Swap Agreements, including one or more termination payments with respect thereto. The President of the Commission is hereby authorized to take such actions and execute such documents as may be necessary or appropriate to effectuate the redemption of the Taxable Prior Bonds and the termination of the Taxable Swap Agreements, upon advice of the Financial Advisor and Bond Counsel.

SECTION 18. Other Actions. The President of the Commission or any other officer of the Commission, the Executive and the Auditor may also take such other actions or deliver such other certificates as are necessary or desirable in connection with the issuance of the Bonds, the BANs and the other documents needed for the financing as they deem necessary or desirable in connection therewith.

SECTION 19. Severability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

SECTION 20. Non-Business Days. If the date of making any payment or the last date for performance of any act or the exercising of any right, as provided in this resolution, shall be a legal holiday or a day on which banking institutions in the County or the jurisdiction in which the Registrar or Paying Agent is located are typically closed, such payment may be made or act performed or right exercised on the next succeeding day not a legal holiday or a day on which such banking institutions are typically closed, with the same force and effect as if done on the nominal date provided in this resolution, and no interest shall accrue for the period after such nominal date.

SECTION 21. Interpretation. Unless the context or law clearly requires otherwise, references herein to statutes or other laws include the same as modified, supplemented or superseded from time to time.

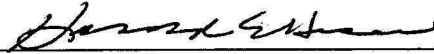
SECTION 22. Conflicting Resolutions. All resolutions and parts of resolutions in conflict herewith, are hereby repealed. After the issuance of the Bonds and so long as any of the Bonds or interest or premium, if any, thereon remains unpaid, except as expressly provided herein, this resolution shall not be repealed or amended in any respect which will adversely affect the rights of the holders of the Bonds, nor shall the Commission adopt any law or resolution which in any way adversely affects the rights of such holders.

SECTION 23. Headings. The headings or titles of the several sections shall be solely for convenience of reference and shall not affect the meaning, construction or effect of this resolution.

SECTION 24. Effective Date. This resolution shall be in full force and effect from and after its passage.

Adopted this 4th day of November, 2009.

**HENDRICKS COUNTY
REDEVELOPMENT COMMISSION**



President



Vice President



Secretary

Member

Member

RESOLUTION NO. 09-15

RESOLUTION OF THE HENDRICKS COUNTY COUNCIL APPROVING THE ISSUANCE
OF BONDS OF THE HENDRICKS COUNTY REDEVELOPMENT DISTRICT

WHEREAS, on November 4, 2009, following a public hearing, the Hendricks County Redevelopment Commission determined to issue bonds of the Hendricks County Redevelopment District (the "District"), in one or more series, together with bond anticipation notes of the District, in one or more series (such bonds and bond anticipation notes, collectively, the "Bonds"), payable from certain tax increment revenues, in an aggregate principal amount not to exceed \$9,000,000, to fund the payment of all or any portion of (i) the costs of refunding certain outstanding tax increment revenue bonds of the Redevelopment District issued in 1997 and 2000 to fund infrastructure improvements in or serving the Hendricks County Economic Development Area No. 4 and commonly known as Heartland Crossing (collectively, the "Prior Bonds"); (ii) the costs associated with certain outstanding interest rate swap agreements related to the Prior Bonds, including one or more termination payments with respect thereto; (iii) the funding of one or more debt service reserve funds for the Bonds; and (iv) the costs of selling and issuing the Bonds, including all the incidental expenses necessary to be incurred in connection with the issuance of the Bonds; and

WHEREAS, the Hendricks County Council (the "Council"), as the fiscal body of Hendricks County, Indiana, now desires to approve the issuance of the Bonds pursuant to IC 6-1.1-17-20.5;

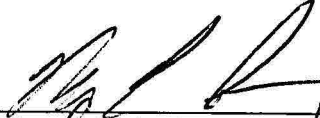
NOW, THEREFORE, THE HENDRICKS COUNTY COUNCIL RESOLVES THE FOLLOWING:

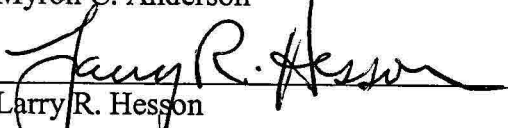
Section 1. The Council hereby approves the issuance of the Bonds of the District, in one or more series, in an aggregate principal amount not to exceed \$9,000,000.

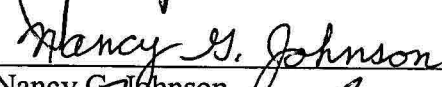
Section 2. This Resolution shall be in full force and effect from and after its adoption by the Council.

Adopted this 12th day of November, 2009.

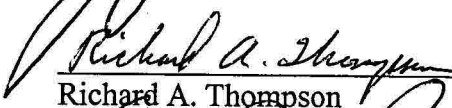
HENDRICKS COUNTY COUNCIL


Myron C. Anderson



Larry R. Hesson


Nancy G. Johnson



Jay R. Puckett


Richard A. Thompson


Brad Whicker


Nathaniel Woods

Attest:


Cinda Kattau, Auditor

RESOLUTION NO. 09-15 A

RESOLUTION OF THE HENDRICKS COUNTY COUNCIL APPROVING THE ISSUANCE
OF BONDS OF THE HENDRICKS COUNTY REDEVELOPMENT DISTRICT

WHEREAS, on November 4, 2009, following a public hearing, the Hendricks County Redevelopment Commission determined to issue bonds of the Hendricks County Redevelopment District (the "District"), in one or more series, together with bond anticipation notes of the District, in one or more series (such bonds and bond anticipation notes, collectively, the "Bonds"), payable from certain tax increment revenues, in an aggregate principal amount not to exceed \$9,000,000, to fund the payment of all or any portion of (i) the costs of refunding certain outstanding tax increment revenue bonds of the Redevelopment District issued in 1997 and 2000 to fund infrastructure improvements in or serving the Hendricks County Economic Development Area No. 4 and commonly known as Heartland Crossing (collectively, the "Prior Bonds"); (ii) the costs associated with certain outstanding interest rate swap agreements related to the Prior Bonds, including one or more termination payments with respect thereto; (iii) the funding of one or more debt service reserve funds for the Bonds; and (iv) the costs of selling and issuing the Bonds, including all the incidental expenses necessary to be incurred in connection with the issuance of the Bonds; and

WHEREAS, the Hendricks County Council (the "Council"), as the fiscal body of Hendricks County, Indiana, now desires to approve the issuance of the Bonds pursuant to IC 6-1.1-17-20.5;

NOW, THEREFORE, THE HENDRICKS COUNTY COUNCIL RESOLVES THE FOLLOWING:

Section 1. The Council hereby approves the issuance of the Bonds of the District, in one or more series, in an aggregate principal amount not to exceed \$9,000,000.

Section 2. This Resolution shall be in full force and effect from and after its adoption by the Council.

RESOLUTION NO. 04-16

A RESOLUTION CONFIRMING THE ESTABLISHMENT OF
THE COMMUNITY CORRECTIONS ADVISORY BOARD
OF HENDRICKS COUNTY

WHEREAS, I.C. 11-12-1-2 provides for the establishment and operating of community corrections programs by a county, for any of the purposes set forth in I.C. 11-12-1-2; and

WHEREAS, I.C. 11-12-1-1 defines a "community corrections program" as a community based or community oriented program that provides preventative services, services to offenders, services to persons charged with a crime or act of delinquency, services to persons diverted from the criminal or delinquency process or services to victims of crime or delinquency; and

WHEREAS, I.C. 11-12-2-1 provides for grants to counties for the establishment and operation of community corrections programs for the purpose of encouraging counties to develop a coordinated local corrections criminal justice system; and providing effective alternatives to imprisonment; and

WHEREAS, I.C. stated that to qualify for the aforementioned financial aid a county must establish a community corrections advisory board by resolution of the Board of County Commissioners; and

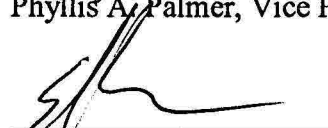
WHEREAS, the Board of Commissioners desires to establish the Community Corrections Advisory Board of Hendricks County;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners for the County of Hendricks and the State of Indiana, do hereby confirm and ratify the establishment of the Community Corrections Advisory Board, consisting of such members as mandated in I.C. 11-12-2-2(a) for such terms as mandated in I.C. 11-12-2-2(b)

PASSED AND ADOPTED BY THE BOARD OF HENDRICKS COUNTY
COMMISSIONERS THIS 22 day of DECEMBER 2009


David A. Whicker, President



Phyllis A. Palmer, Vice President


Eric L. Wathen, Member

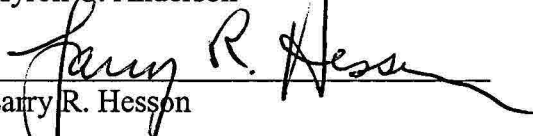
ATTEST: 
Cinda Kattau, Hendricks County Auditor

Adopted this 12th day of November, 2009.

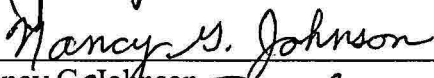
HENDRICKS COUNTY COUNCIL



Myron C. Anderson



Larry R. Hesson



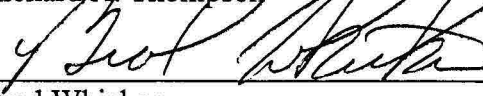
Nancy G. Johnson




Jay R. Puckett



Richard A. Thompson



Brad Whicker



Nathaniel Woods

Attest:



Cinda Kattau, Auditor