

AN ORDINANCE AUTHORIZING THE ISSUANCE OF REFUNDING BONDS, SERIES 1993, OF THE CITY OF GOTHENBURG, NEBRASKA, OF THE PRINCIPAL AMOUNT OF THREE HUNDRED FORTY-FIVE THOUSAND DOLLARS (\$345,000) ISSUED TO REFUND THE CITY'S VARIOUS PURPOSE BONDS, SERIES 1988, IN THE PRINCIPAL AMOUNT OF THREE HUNDRED THIRTY-FIVE THOUSAND DOLLARS (\$335,000) AND TO PAY THE COSTS OF ISSUANCE OF THE BONDS; PRESCRIBING THE FORM OF SAID BONDS; PROVIDING FOR A SINKING FUND TO PAY SAID BOND; PROVIDING FOR THE SALE OF THE BONDS; AUTHORIZING THE DELIVERY OF THE BONDS TO THE PURCHASER; CALLING THE SERIES 1988 BONDS FOR REDEMPTION; PROVIDING FOR THE DISPOSITION OF THE BOND PROCEEDS AND ORDERING THE ORDINANCE PUBLISHED IN PAMPHLET FORM

BE IT ORDAINED BY THE MAYOR AND COUNCIL OF THE CITY OF GOTHENBURG, NEBRASKA:

Section 1. The Mayor and Council of the City of Gothenburg, Nebraska hereby find and determine as follows: (a) That pursuant to Ordinance No. 521 adopted June 7, 1988, there were issued Various Purpose Bonds of the City in the principal amount of \$335,000, designated Series 1988 Bonds, all of which remain outstanding; (b) That pursuant to authority granted by Section 10-142, Reissue Revised Statutes of Nebraska, 1943, as amended, City may issue bonds for the purpose of refunding bonds previously issued by the City; and (c) That all conditions, acts and things required by law to exist or to be done precedent to the issuance of Refunding Bonds, Series 1993, of the City of Gothenburg, Nebraska, in the principal amount of \$345,000 have been done in due form and time as required by law.

Section 2. For the purposes set out in Section 1 hereof, there shall be and there hereby are ordered issued the Refunding Bonds, Series 1993, of the City of Gothenburg, in the principal amount of \$345,000 in the denomination of \$5,000 or integral

multiples thereof, numbered from 1 and upward, dated June 15, 1993, in fully registered form. Said bonds shall bear interest at the rate of 3.85% per annum, computed on the basis of a 360 day year consisting of twelve 30 day months, payable on November 15, 1993, and each May 15 and November 15 thereafter. The Bonds shall mature on May 15, 1997. Payments of interest due on the bonds prior to maturity or redemption shall be made by the Paying Agent and Registrar, as designated pursuant to Section 3 hereof, by mailing a check in the amount due for such interest on each interest payment date to the registered owner of each bond to such owner's registered address as shown on the books of registration, as required to be maintained in Section 3 hereof. Payment of principal due at maturity or at any date fixed for redemption, together with any accrued interest then due, shall be made by said Paying Agent and Registrar to the registered owners upon presentation and surrender of the bonds to said Paying Agent and Registrar. The City and said Paying Agent and Registrar may treat the registered owner of any bond as the absolute owner of such bond for the purpose of making payments thereon and for all other purposes and neither the City nor said Paying Agent and Registrar shall be affected by any notice or knowledge to the contrary whether such bond or any installment of interest due thereon shall be overdue or not. All payments on account of interest or principal made to the registered owner of any bond shall be valid and effectual and shall be a discharge of the City and said Paying Agent and Registrar, in respect of the liability upon the bonds or

claims for interest to the extent of the sum or sums so paid. If any bond is not paid upon presentation of the bond at maturity or any interest installment is not paid when due, the delinquent bond or delinquent interest installment shall bear interest thereafter until paid at a rate equal to the rate assessed against delinquent taxes under Section 45-104.01 R.R.S. Nebraska, 1943, as now existing or as the same may be amended from time to time by the Nebraska Legislature.

Section 3. FirstTier Bank, N.A., Lincoln, Nebraska, is hereby designated as Paying Agent and Registrar for the Bonds. Said Paying Agent and Registrar shall keep and maintain for the City books for the registration and transfer of the bonds at the office of the Paying Agent and Registrar in Lincoln, Nebraska. The names and registered addresses of the initial registered owner or owners of the bonds shall be recorded in such books prior to the issuance thereof. Any bond may be transferred pursuant to its provisions at the office of the Paying Agent and Registrar upon surrender of such bond for notation of transfer, accompanied by a written instrument of transfer, in form satisfactory to such Paying Agent and Registrar, duly executed by the registered owner in person or by his duly authorized agent, and thereupon the Paying Agent and Registrar will register such transfer upon said registration books and make notation thereof on the bond and deliver the same to the transferee registered owner (or send it by registered mail to the transferee owner at such owner's expense). Payments of interest shall be mailed to the registered owners of

the bonds as of the record date for each interest payment date. The record date for payments shall be the first day of the month in which such payment is due. The City and the Paying Agent and Registrar shall not be required to transfer bonds during any period from any record date until its immediately following interest payment date or to transfer any bonds called for redemption for period of 30 days next preceding the date fixed for redemption prior to maturity.

Section 4. The Bonds shall be subject to redemption, in whole or in part, prior to maturity at any time on or after May 15, 1995, at par plus accrued interest on the principal amount redeemed to the date fixed for redemption. Notice of redemption of any bond called for redemption shall be given at the direction of the Mayor and Council by the Paying Agent and Registrar by mail not less than thirty (30) days prior to the date fixed for redemption, first class postage prepaid, sent to the registered owner of such bond at said owner's registered address. Such notice shall designate the bond or bonds to be redeemed by number and maturity, the date of issue, the date fixed for redemption and state that such bond or bonds are to be presented for prepayment at the office of the Paying Agent and Registrar. No defect in the mailing of notice for any bond shall affect the sufficiency of the proceedings of the Mayor and Council designating the bonds called for redemption of the effectiveness of such call for bonds for which notice by mail has been properly given and the Mayor and Council shall have the

right to further direct notice of redemption for any such bond for which defective notice has been given.

Section 5. Said bonds shall be executed on behalf of the City by being signed by the Mayor and City Clerk, both of which signatures may be facsimile signatures, and shall have the seal or a facsimile of the seal of the City impressed on each bond.

Section 6. Said bonds shall be in substantially the following form:

UNITED STATES OF AMERICA
STATE OF NEBRASKA
CITY OF GOTHENBURG

REFUNDING BOND
SERIES 1993

No. _____			\$5,000
<u>Date</u>	<u>Rate</u>	<u>Maturity</u>	<u>Cusip</u>
June 15, 1993	____%	May 15, 1997	_____

KNOW ALL MEN BY THESE PRESENTS: That the City of Gothenburg in the County of Dawson, in the State of Nebraska, hereby acknowledges itself to owe and for value received promises to pay to the registered owner hereof the Principal Amount of this Bond in lawful money of the United States of America on the maturity date specified above, with interest thereon from the date hereof to maturity at the rate per annum specified above. Said interest shall be payable semiannually on the fifteenth day of May and November in each year, beginning November 15, 1993. If this Bond is not paid upon presentation at maturity or any interest

installment hereon is not paid when due, the bond or interest installment shall bear interest thereafter until paid at a rate equal to the rate assessed against delinquent taxes under Section 45-104.01 R.R.S. Nebraska 1943, as now existing or as the same may be amended from time to time by the Nebraska Legislature. the interest hereon shall be paid on each interest payment date by FirstTier Bank, N.A., Lincoln, Nebraska, as Paying Agent and Registrar for the City by check or draft mailed to registered owner hereof, as of the close of business on the first day of the month immediately preceding the month in which each interest payment date occurs, at such owner's registered address as it appears on the books of registration of the City. The principal of the Bond and the interest due at maturity or upon call for redemption prior to maturity are payable on presentation and surrender of this Bond at the office of the Paying Agent and Registrar in Lincoln, Nebraska. For the prompt payment of this bond, principal and interest as the same become due, the full faith, credit and resources of said City are hereby irrevocably pledged.

The City, however, reserves the right and option of redeeming the bonds of this issue, in whole or in part, on May 15, 1995, or at any time thereafter. Notice of such redemption shall be given by mail, sent to the registered owner of any bond to be redeemed at said registered owner's address in the manner provided in the ordinance authorizing said bonds.

This bond is one of an issue of registered bonds, numbered from 1 and upward, in denominations of \$5,000, or integral

multiples thereof, of the total principal amount of \$345,000 of like tenor herewith issued by said City pursuant to Section 10-142, Reissue Revised Statutes of Nebraska, 1943, as amended, for the purpose of refunding and redeeming the City's Various Purpose Bonds, Series 1988 dated May 15, 1988, in the principal amount of \$335,000. The Series 1988 Bonds were issued pursuant to Sections 18-1801 and 18-1802 to pay the cost of street improvement for Street Improvement District 103 in the City. The issuance of said bonds has been authorized by an ordinance duly passed and approved by the Mayor and Council of said City, and published as provided by law.

This bond is transferable by the registered owner or his attorney duly authorized in writing at the office of the Paying Agent and Registrar upon surrender of this Bond for notation of transfer as provided on the reverse hereof. The City, its Paying Agent and Registrar and any other person may treat the person in whose name this bond is registered as the absolute owner hereof for the purpose of receiving payment hereof and for all purposes and shall not be affected by any notice to the contrary, whether this Bond is overdue or not.

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

it will cause to be levied and collected annually a tax upon the actual valuation of all the taxable property in said City, except intangible property, in addition to all other taxes, sufficient in rate and amount to pay the interest on said bonds as such interest becomes due and to create a sinking fund to pay the principal of said bonds when such principal becomes due.

IN WITNESS WHEREOF, the Mayor and Council of the City of Gothenburg, Nebraska, have caused this bond to be executed on behalf of the City by being signed by the facsimile signatures of the City, and by causing the official seal, or a facsimile thereof, of the City to be affixed hereto.

CITY OF GOTHENBURG, NEBRASKA

Mayor

ATTEST:

City Clerk

(S E A L)

BOND REGISTRAR AND PAYING AGENT'S
CERTIFICATE OF AUTHENTICATION

This bond is one of the series of bonds described in the within-mentioned Ordinance.

FirstTier Bank, National Association
Lincoln, Nebraska, as Bond Registrar and Paying Agent

By _____
Authorized Signature

Date: _____

ASSIGNMENT

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

_____ 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:

NOTICE: The signature to 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 whatsoever.

Section 7. The Bonds shall be issued in the form of fully registered Bonds, and shall be registered with the Auditor of Public Accounts of the State of Nebraska.

Section 8. The Bonds are hereby sold to FirstTier Bank, N.A., Lincoln, Nebraska, at 98.15% of the principal amount thereof, and the Mayor and City Clerk are authorized to deliver the Bonds to said purchaser upon payment in full of the purchase price plus accrued interest to the date of payment.

Section 9. The Mayor and Council shall cause to be levied and collected annually a tax upon the actual valuation of all the taxable property in said City, except intangible property, in addition to all other taxes, sufficient in rate and amount to pay the interest on said bonds as such interest becomes due and to

create a sinking fund to pay the principal of said bonds when such principal becomes due.

Section 10. The City represents, warrants, covenants and agrees as follows:

(a) The property acquired and construction with the proceeds of the Series 1988 Bonds will be used for essential governmental purposes of the City. None of the property or proceeds of the Bonds will be used, either directly or indirectly, (a) to make or finance loans to persons other than state and local governments or (b) in any trade or business carried on by any person other than a governmental unit. No payment of principal and interest on the Bonds will be made directly or indirectly from any trade or business use of the property or proceeds. In addition, no payment of principal and interest on the Bonds will be otherwise secured by or derived from property used in a trade or business or payments in respect of such property.

(b) Except as permitted under Section 149(b)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), (a) the payment of principal and interest on the Bonds will not be guaranteed, either directly or indirectly in whole or in part, by the United States or any agency or instrumentality thereof and (b) neither the property acquired or constructed with the proceeds of the Bonds nor the proceeds of the Bonds will be

(i) used in making loans, the payment of principal or interest with respect to which are to be guaranteed, in

whole or in part, by the United States or any agency or instrumentality thereof; or

(ii) invested directly or indirectly in federally insured deposits or accounts.

(c) The City covenants and agrees that the City, together with its subordinates, (i) shall not issue more than \$10,000,000 of tax-exempt obligations (other than private activity bonds as defined in the Code) during the calendar year in which the Bonds are issued and (ii) has not designated more than \$10,000,000 of obligations (including the Bonds) to date as qualified tax-exempt obligations and hereby designates its Bonds as "qualified tax-exempt obligations" pursuant to Section 265 (b) (3) (B) (i) of the Code.

(d) In accordance with Section 148 (f) (4) (C) of the Code, the City covenants that it is a governmental unit with general taxing powers; that the Bonds are not private activity bonds as defined in Section 141 of the Code, that ninety-five percent (95%) or more of the net proceeds of the Bonds are to be used for local governmental activities of the City (or of governmental unit of jurisdiction of which is entirely within the jurisdiction of the City), and that the aggregate face amount of all tax-exempt obligations (other than private activity bonds as defined in Section 141 of the Code) issued by the City, including all subordinate entities of the City, during the calendar year in which the Bonds are issued will not exceed \$5,000,000. In the event the City fails or ceases to meet the foregoing covenant, the

City shall take or retain experts to take all actions with respect to rebate deposits and payments required by the Code and regulations promulgated thereunder. The City hereby establishes a Rebate Fund, containing a rebate account and an earnings account, to hold funds required to be rebated to the United States pursuant to the Code and regulations.

(e) The information contained in the Internal Revenue Service Information Return (Form 8038-G) executed, delivered and filed by the authorized officer of the City with respect to the Bonds is complete and accurate.

(f) To the best of the City's knowledge, information and belief, the following expectations concerning arbitrage matters are reasonable:

(i) All proceeds of the Series 1988 Bonds were used for acquisition, construction and equipping of property to be used for the City and the payment of costs of issuance of the Bonds. Except as specifically permitted in this resolution, no funds or accounts will be created, held or pledged with respect to the property or the Bonds.

(ii) The City has not been advised by the Commissioner, any District Director or any other official of the Internal Revenue Service that certifications by the City with respect to arbitrage may not be relied upon.

(iii) The initial offering price of the Bonds is one hundred percent (100%) of their principal amount, the price of the Bonds paid by the public (excluding bond houses,

broker or similar persons or organizations acting in the capacity of underwriters or wholesalers).

Based upon the foregoing, it is not expected that the proceeds of the Bonds will be used in a manner that will cause the Bonds to become "arbitrage bonds" within the meaning of the Code. The City shall deliver an appropriate certificate on behalf of the City, on the date of delivery of the Bonds, are for inclusion in the transcript of the proceedings relating thereto, setting forth the facts, estimates circumstances, reasonable expectations pertaining to the use of the proceeds thereof and the provisions of said Section 148 of the Code and the regulations thereunder.

Section 11. The City's obligations under this resolution shall be fully discharged and satisfied as to the Bonds authorized and issued hereunder, and said Bonds shall no longer be deemed outstanding hereunder when payment of the principal of the Bonds and accrued interest thereon to the date of maturity or redemption thereof plus the applicable premium, if any (a) shall have been made, or caused to have been made, in accordance with the terms thereof; or (b) shall have been provided for by depositing with the Registrar, or in escrow with a national or state bank having trust powers in trust solely for such payment of the Bonds

- (i) sufficient moneys to make such payment; or
- (ii) direct general obligations of, or obligations the principal and interest of which are unconditionally guaranteed by, the United States of America, or obligations of any agency of the United States of America (herein referred

to as "Governmental Obligations"), in such amounts and with such maturities as to principal and interest as will insure the availability of sufficient moneys to make such payments, and the Bonds shall thereupon cease to draw interest from the date fixed for their redemption or maturity and, except for the purposes of such payment, shall no longer be entitled to the benefits of this resolution; provided that with respect to any Bonds called or to be called for redemption shall have been duly given.

All moneys or Government Obligations shall have been deposited in accordance with the terms hereof with the Registrar, or escrow agent in trust for that purpose sufficient to pay the principal of such Bonds, the premium thereon, if appropriate, and all interest due thereon to the due date thereof or to the date fixed for the redemption thereof, all liability of the City for such payment shall forthwith cease, determine and be completely discharged and the Bonds shall no longer be considered outstanding.

Section 12. Without in any way limiting the power, authority, or discretion else where herein granted or delegated, the City hereby (1) authorizes and directs all of the officers, employees, and agents of the City to carry out, or cause to be carried out, and to perform such obligations of the City and such other actions as they or any one of them shall consider necessary, advisable, desirable, or appropriate in connection with this resolution, and the issuance, sale, and delivery of the Bonds, including, without limitation and whenever appropriate, the

execution and delivery thereof and of all other related documents, instruments, certifications, and opinions; and (2) delegates, authorizes, and directs the Mayor and City Clerk the right, power, and authority to exercise her or his own independent judgment and absolute discretion in determining and finalizing the terms, provisions, form, and contents of each of the foregoing. The execution and delivery by the Mayor or the City Clerk and their approval of all changes, modifications, amendments, revisions, and alterations made therein, and shall conclusively establish their absolute, unconditional, and irrevocable authority with respect thereto from the City and the authorization, approval, and ratification by the City of the documents, instruments, certifications, and opinions so executed and the action so taken.

Section 13. The City hereby irrevocably calls all outstanding Series 1988 Bonds for redemption on June 23, 1993, and hereby directs the Paying Agent and Registrar as Paying Agent and Registrar for the Series 1988 Bonds, to give the bondholder notice of redemption as required by the ordinance governing the issuance of the Series 1988 Bonds.

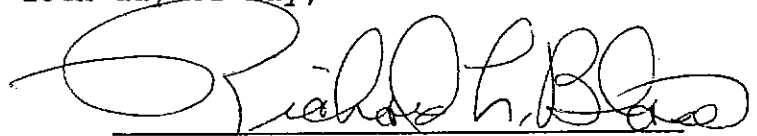
Section 14. If any one or more of the provisions of this ordinance should be determined by a court of competent jurisdiction to be contrary to law, then such provisions shall be deemed severable from the remaining provisions of this ordinance and the invalidity thereof shall in no way affect the validity of the other provisions of this ordinance or of the Bonds and the owners of the

Bonds shall retain all the rights and benefits accorded to them under this ordinance and under any applicable provisions of law.

If any provisions of this ordinance shall be held or deemed to be or shall, in fact, be inoperative or unenforceable or invalid in any particular case in any jurisdiction or jurisdictions, or in all cases because it conflicts with any constitution or statute or rule of public policy, or for any other reason, such circumstances shall not have the effect of rendering the provision in question inoperative or unenforceable or invalid in any other case or circumstances, or of rendering any other provision or provisions herein contained inoperative or unenforceable or invalid to any extent whatever.

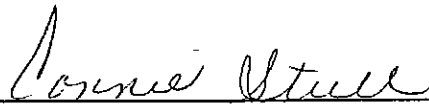
Section 15. This ordinance shall be published in pamphlet form and take effect as provided by law.

PASSED AND APPROVED this 18th day of May, 1993.



Mayor

ATTEST:



City Clerk

(S E A L)