

STATE OF ILLINOIS        )  
  ) SS  
COUNTY OF UNION        )

**ISSUER'S ORGANIZATION AND GENERAL CERTIFICATE**

We, the undersigned, do hereby certify that we are the duly qualified and acting Chairman of the County Board of Commissioners (the "Board") and County Clerk, respectively, of the County of Union, Illinois (the "County"), and as such officials we do further certify as follows:

1. That the County was organized and incorporated as a County under the laws of the State of Illinois in the year 1818 has continuously since its incorporation operated under the general laws of the State of Illinois as a County governed by a County Board, has never changed its form of government, is now operating under the provisions of the Counties Code of the State of Illinois as amended (55 ILCS 5/1-1001 *et seq.*) (the "*Code*"), and is not now operating under the provisions of any special act or charter.
2. The present duly qualified and acting officials of the County are as follows:

<u>Name</u>	<u>Position</u>
Randy Lambdin	Chairman, Board of Commissioners
John Garner	County Board Commissioner
Don Denny	County Board Commissioner
Bobby Toler, Jr.	County Clerk
Bobby G. Myers	County Treasurer

All of the officers of the County as hereinabove described have been duly elected or appointed and qualified for their respective offices and are now in lawful incumbency of their respective offices.

3. General taxes have been levied for the County for each of the years since the County was organized, and taxes have been duly extended against all the taxable property within the County and are now in the process of collection. No objections have been filed or are now pending to any of such taxes so levied and extended which in any way question the organization of the County or its right to levy taxes.
4. The County is subject to the provisions of the Property Tax Extension Limitation Law of the State of Illinois, 35 ILCS 200/18-185 *et seq.*, as amended.
5. The regular meetings of the Board are held on the first Tuesday of each month at 4:00 p.m. at the County Office located at 309 W. Market Street, Jonesboro, Illinois. The Board has given notice of said schedule of regular meetings at the beginning of each calendar or fiscal year stating the regular dates, times and places of said meetings by posting a copy of said public notice at the principal

office of the Board and by supplying copies of said public notice to all of the newspapers, radio or television stations and other news media that have filed a request for such notice pursuant to "AN ACT in relation to meetings," 5 ILCS 120/1 *et seq.*, as amended, and the Board has made said schedule available to the public.

6. All meetings concerning the issuance of the Bonds (as hereinafter defined) held by the legislative, executive, administrative and advisory bodies of the County, including committees and subcommittees, which are supported in whole or in part by tax revenues or which expend tax revenues, were open to the public, subject to the exceptions of 5 ILCS 120/2, as amended; and public notice of all such meetings was given pursuant to the procedures of 5 ILCS 120/2.02, as amended.
7. The County has an official population of 18,293, and there are approximately 15,280 legal voters in the County.
8. *The Gazette-Democrat* is the local community newspaper of general circulation in the County.
9. Ordinance No. 2010-20 adopted on September 7, 2010 (the "Ordinance") was published in pamphlet form on September 7, 2010, and the Ordinance as so published was on said date readily available for public inspection and distribution, in sufficient number, at the office of the County Clerk located in the County.
10. The Ordinance has been duly executed by the County Board Chairman and County Clerk and recorded in the permanent records of the County. The Ordinance has not been amended, modified, repealed or rescinded and is now in full force and effect. The copy of the Ordinance set out in the foregoing transcript is a full, true and correct copy of the whole of such Ordinance.
11. The Bond Order (the "Bond Order") was duly executed by the County Board Chairman on September 20, 2010, and recorded in the permanent records of the County. The Bond Order has not been amended, modified, repealed or rescinded and is now in full force and effect. The copy of the Bond Order set out in the foregoing transcript is a full, true and correct copy of whole of such Bond Order.
12. The transcript to which this certificate is attached contains full, true and correct copies of all proceedings, including the agenda and the minutes of the meeting of the Board held on September 7, 2010 with respect to the Ordinance, had by the Board relating to the authorization, issuance and sale of the County's Taxable General Obligation Bonds (Alternate Revenue Source), Series 2010A (Recovery Zone Economic Development Bonds (Direct Payment)) (the "Series 2010A Bonds"), its Taxable General Obligation Bonds (Alternate Revenue Source), Series 2010B (Build America Bonds (Direct Payment)) (the "Series 2010B Bonds") and its Taxable General Obligation Bonds (Alternate Revenue Source), Series 2010C (the "Series 2010C Bonds" together with the Series 2010A Bonds and the Series 2010B Bonds, the "Bonds"); all of these proceedings have been

duly recorded in the proper permanent records of the County and have been signed by the proper officials of the County. No proceedings or authority for the issuance, sale, execution or delivery of the Bonds have or has been amended, repealed, rescinded or revoked.

13. This transcript contains full, true and correct copies of the following:
  - (a) Ordinance adopted July 6, 2010, authorizing issuance of the bonds, together with copy of agenda and minutes of the meeting;
  - (b) Proof of Publication of Ordinance of Intent and Notice of Intent;
  - (c) Proof of Publication of Notice of BINA Public Hearing; and
  - (d) Agenda and minutes of meeting holding BINA Public Hearing.
  
14. There is no litigation, controversy, action, suit, inquiry, investigation, or other proceeding pending or, to our knowledge, threatened in or before any court, governmental agency, authority, body, or arbitrator in any way (a) affecting, questioning or contesting (i) the corporate existence or the boundaries of the County, (ii) the title of any official of the County to his or her office, (iii) the exclusion from gross income of interest on the Bonds for federal income tax purposes, (iv) the validity or enforceability of the Bonds, the Ordinance, the Bond Order, the Bond Purchase Agreement, the Paying Agent and Custodial Agreement or the Continuing Disclosure Undertaking or any of the proceedings had relating to the authorization, issuance, sale, execution or delivery of the Bonds or to the Project (as such term is defined in the Ordinance), (v) the powers or any authority of the County for the issuance or sale of the Bonds, the adoption of the Ordinance, the execution and delivery of the Bond Order, the Bond Purchase Agreement, the Paying Agent and Custodial Agreement or the Continuing Disclosure Undertaking, or the execution and distribution of the Official Statement, (vi) the completeness or accuracy of the Official Statement, (vii) the payment of interest on or principal of the Bonds or the pledge of the County's full faith, credit and taxing power and the Pledged Revenues (as defined in the Ordinance) for the payment of principal and interest on the Bonds or (viii) the tax levy to pay the principal of and interest on the Bonds, or (b) affecting, questioning or seeking to prohibit, restrain or enjoin the issuance, delivery or sale of the Bonds.
  
15. The execution, delivery, receipt and due performance of the Bonds, the Ordinance, the Continuing Disclosure Undertaking, the Bond Order, the Bond Purchase Agreement, the Paying Agent and Custodial Agreement and any other agreements contemplated hereby and by the Official Statement under the circumstances contemplated thereby, and the County's compliance with the provisions thereof, will not conflict with or constitute on its part a breach of or a default under any existing law, court or administrative regulation, decree or order or any agreement, ordinance, Ordinance, mortgage, lease or other instrument to which the County is subject or by which it is or may be bound.

16. The Official Statement in connection with the Bonds, including any amendment or supplement thereto, does not contain any untrue statement of a material fact or omit to state any fact that should be included therein for the purposes for which such Official Statement is intended to be used or which is necessary to make the statements contained therein, in the light of the circumstances under which they were made, not misleading.
17. The official seal of the County which has been affixed, imprinted or impressed upon all of the Bonds and upon this certificate is the legally adopted, proper and only official corporate seal of the County.
18. The undersigned have officially signed, or caused to be signed by a facsimile of our signatures, the Bonds of the County described in Exhibit A attached hereto and made a part hereof, being on the date of such signing and on the date hereof, the duly elected, qualified and acting officers authorized to execute said Bonds and holding the offices indicated by the official titles opposite our names.
19. There have been no changes in the boundaries of the County since the date the assessed valuation of all taxable property located in the County was last equalized and determined for state and local taxes for the year 2009, except as noted on Exhibit B.
20. The County is in compliance with each and every undertaking previously entered into by it pursuant to Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934.

IN WITNESS WHEREOF, we hereunto affix our official signatures and the seal of the County, this September 29, 2010.

**COUNTY OF UNION, ILLINOIS**

By: *Russell Runkle*  
Its: Chairman, Board of Commissioners

By: *Bobby Joler*  
Its: County Clerk

(Seal)

**EXHIBIT A**

Designation: County of Union, Illinois, Taxable General Obligation Bonds (Alternate Revenue Source), Series 2010A (Recovery Zone Economic Development Bonds (Direct Payment))

Total issue: \$1,070,000

Originally Dated: September 29, 2010

Denomination: \$5,000 each or integral multiples thereof

Interest Payment Dates: Payable semiannually on each September 1 and March 1 of each year, beginning on September 1, 2011

Maturities and Interest Rates: Maturing on September 1 in the years and amounts and bearing interest at the rates as follows:

<u>Year of Maturity</u>	<u>Principal Amount</u>	<u>Rate of Interest</u>
2042	\$1,070,000	7.450%

The Series 2010A Bonds due on September 1, 2042 are subject to mandatory redemption on September 1 of the years and in the principal amounts as follows:

YEAR	PRINCIPAL AMOUNT
2041	\$215,000
2042	855,000 (final maturity)

Designation: County of Union, Illinois, Taxable General Obligation Bonds (Alternate Revenue Source), Series 2010B (Build America Bonds (Direct Payment))

Total issue: \$12,635,000

Originally Dated: September 29, 2010

Denomination: \$5,000 each or integral multiples thereof

Interest Payment Dates: Payable semiannually on each September 1 and March 1 of each year, beginning on September 1, 2011

Maturities and Interest Rates: Maturing on September 1 in the years and amounts and bearing interest at the rates as follows:

<u>Year of Maturity</u>	<u>Principal Amount</u>	<u>Rate of Interest</u>
2015	\$280,000.00	3.400%
2016	285,000.00	3.700%
2017	295,000.00	4.300%
2018	300,000.00	4.550%
2019	310,000.00	4.800%
2020	320,000.00	5.000%
2021	330,000.00	5.200%
2022	345,000.00	5.400%
2023	355,000.00	5.600%
2024	370,000.00	5.800%
2025	390,000.00	6.000%
2026	400,000.00	6.200%
2030	1,805,000.00	6.900%
2040	6,350,000.00	7.250%
2041	500,000.00	7.350%

The Series 2010B Bonds due on September 1, 2030 are subject to mandatory redemption on September 1 of the years and in the principal amounts as follows:

YEAR	PRINCIPAL AMOUNT
2027	\$420,000
2028	440,000
2029	460,000
2030	485,000 (final maturity)

The Series 2010B Bonds due on September 1, 2040 are subject to mandatory redemption on September 1 of the years and in the principal amounts as follows:

YEAR	PRINCIPAL AMOUNT
2031	\$505,000
2032	530,000
2033	555,000
2034	585,000
2035	610,000
2036	645,000
2037	675,000
2038	710,000
2039	745,000
2040	790,000 (final maturity)

Designation: County of Union, Illinois, Taxable General Obligation Bonds (Alternate Revenue Source), Series 2010C

Total issue: \$725,000

Originally Dated: September 29, 2010

Denomination: \$5,000 each or integral multiples thereof

Interest Payment Dates: Payable semiannually on each September 1 and March 1 of each year, beginning on September 1, 2011

Maturities and Interest Rates: Maturing on September 1 in the years and amounts and bearing interest at the rates as follows:

<u>Year of</u> <u>Maturity</u>	<u>Principal</u> <u>Amount</u>	<u>Rate of</u> <u>Interest</u>
2011	\$100,000.00	1.700%
2012	295,000.00	2.000%
2013	165,000.00	2.400%



**EXHIBIT B**

[No changes.]