

Law Offices of

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April 8, 2003

VIA UPS

Ms. Julie A. O'Brien
Controller; The County of Lake
18 North County Street
Waukegan, Illinois 60085

Re: The County of Lake, Illinois
\$2,500,000 Debt Certificates, Series 2003

Dear Ms. O'Brien:

Now that the above-referenced Certificates have been issued, we call your attention to Section 13 of the ordinance adopted by the County Board authorizing the issuance of the above-referenced Certificates (the "*Ordinance*"). Section 13 of the Ordinance requires the County Board to identify all or a designated portion of each Work Contract to the Installment Purchase Agreement between the County and the Seller-Nominee of the Project as defined in the Ordinance.

We have prepared and are enclosing a suggested form of an resolution to be duly adopted by the County Board, from time to time, as appropriate, to identify all or a portion of current or future Work Contracts to the County's Installment Purchase Agreement. Any such resolution, as adopted, and any Work Contracts so identified to the Installment Purchase Agreement must be filed of record with the County Clerk and the Treasurer of the County. *The adoption and filing of any such resolution and any such Work Contracts with such officers shall constitute authority for the officer or officers of the County to make disbursements from the Project Fund to pay amounts due under such Work Contracts from time to time.*

As always, we trust that whenever we can be of any further service, you will not hesitate to contact us.

Very truly yours,

CHAPMAN AND CUTLER

By

Timothy V. McGree

TVM
Enclosure.

RESOLUTION NUMBER _____

A RESOLUTION of The County of Lake, Illinois, Identifying Work Contracts to Installment Purchase Agreement.

PREAMBLES

WHEREAS

A. The County of Lake, Illinois (the "*County*"), is a county and unit of local government of the State of Illinois (the "*State*") operating, *inter alia*, under and pursuant to the following laws:

1. the Counties Code (the "*Counties Code*");
2. the Local Government Debt Reform Act of the State of Illinois (the "*Debt Reform Act*"), and in particular, the provisions of Section 17 of the Debt Reform Act (the "*Installment Purchase Provisions of the Debt Reform Act*"); and

3. all other Omnibus Bond Acts of the State;

in each case, as supplemented and amended (collectively, "*Applicable Law*"),

B. The County Board (the "*Corporate Authorities*") has previously adopted Ordinance Number 28 (the "*Ordinance*"), on January 14, 2003, and entitled:

AN ORDINANCE of The County of Lake, Illinois, authorizing and providing for an Installment Purchase Agreement for the purpose of paying a part of the cost of improvements to the emergency telephone (911) system of the County, and authorizing and providing for the issue of \$2,500,000 Debt Certificates, Series 2003, evidencing the rights to payment under such Agreement, prescribing the details of the Agreement and Certificates, and providing for the security for and means of payment under the Agreement of the Certificates.

C. The Ordinance provides that Work Contracts, as defined therein, shall be identified to the Agreement, as defined therein, so as to permit the disbursement of Certificate proceeds, as defined therein, for the purpose of making payments on such Agreement.

D. It is the purpose of this Resolution to provide identification of Work Contracts to the Agreement.

Now THEREFORE Be It Resolved by the County Board of The County of Lake, Illinois, as follows:

Section 1. Incorporation of Preambles. The Corporate Authorities hereby find that the recitals contained in the preambles to this Resolution are true, correct, and complete and do incorporate them into this Resolution by this reference. This Resolution ("*Resolution*") does hereby incorporate by reference the definitions, terms, and provisions of the Ordinance.

Section 2. Procedure for Identification. Contracts ("*Work Contracts*") have been or shall be awarded, from time to time, by the Corporate Authorities for the Project; and the Corporate Authorities represent and covenant that each Work Contract has been or will be let in strict accordance with Applicable Law and the rules and procedures of the County for same. In Section 3 of this Resolution, as follows, or pursuant to ordinance or resolution previously or to be duly adopted, the Corporate Authorities have previously or shall identify all or a designated portion of each Work Contract to the Agreement. This Resolution and any such other ordinance or resolution has been or shall be filed of record with the Clerk and the Treasurer. The adoption and filing of any such ordinance or resolution and the Work Contracts with such officers shall constitute authority for the officer or officers of the County to make disbursements from the Project Fund under the Ordinance to pay amounts due under such Work Contracts from time to time, upon such further resolutions, orders, vouchers, warrants, or other proceedings as are required under Applicable Law and the rules and procedures of the County for same. No action

need be taken by or with respect to the contractors under the Work Contracts as, pursuant to the Installment Purchase Provisions of the Debt Reform Act, the Treasurer acts as Nominee-Seller of the Project for all purposes, enabling the issuance of the Certificate.

Section 3. The Work Contracts. The following Work Contracts are hereby identified

to the Agreement:

<u>BRIEF DESCRIPTION OF WORK CONTRACT</u>	<u>NAME OF CONTRACTOR</u>	<u>CONTRACT AMOUNT(\$)</u>	<u>IDENTIFIED AMOUNT(\$)</u>
Mounting Hardware installations	Lake County Radio	7,987.20	7,987.20
Mounting Hardware	CDS	9,490.00	9,490.00
IWIN start up fees	Dept of Central Mgmt. Services	36,000.00	36,000.00

The Work Contracts so identified are attached to this Resolution as *Exhibits A-I* through

A- .

Section 4. Superseder and Effective Date, All resolutions, and orders, or parts thereof, in conflict herewith, are to the extent of such conflict hereby superseded; and this Resolution shall be in full force and effect upon its passage and approval as provided by law.

AYEs:

NAYS:

ABSENT:

ADOPTED: _____, 2004

SIGNED: _____, 2004

Chairman of the County Board,
The County of Lake, Illinois

Recorded In County Records: _____, 2004

ATTEST:

County Clerk, The County of Lake, Illinois

STATE OF ILLINOIS)
) SS
COUNTY OF LAKE)

CERTIFICATE OF FILING

We, the undersigned, do hereby certify that we are, respectively, the duly qualified and acting County Clerk and County Treasurer of The County of Lake, Illinois (the "County"), and as such officers we do hereby certify that on the _____ day of _____ 2004 there was filed with each of us, respectively, and placed on deposit in our respective records, a properly certified copy of Resolution Number _____, passed by the County Board of the County, on the _____ day of _____ 2004, and approved by the Chairman of the County Board, and entitled:

A RESOLUTION of The County of Lake, Illinois, Identifying Work Contracts to Installment Purchase Agreement.

and further, properly certified copy of each of the following "Work Contracts" as defined in the Resolution, enumerated as follows:

BRIEF DESCRIPTION OF WORK CONTRACT	NAME OF CONTRACTOR	CONTRACT AMOUNT(\$)	IDENTIFIED AMOUNT(\$)
Mounting Hardware installations	Lake County Radio	7,987.20	7,987.20
Mounting Hardware	CDS	9,490.00	9,490.00
IWIN start up fees	Dept of Central Mgmt. Services	36,000.00	36,000.00

and that the same have all been deposited in, and all as appears from, the official files and records of our respective offices,

IN WITNESS WHEREOF we have hereunto affixed our official signatures and the seal of

The County of Lake, at Waukegan, Illinois, this _____ day of _____ 2004.

County Clerk

[SEAL]

County Treasurer