ORDINANCE NO. 3975

AN ORDINANCE of the City of Kent, Washington, providing for the issuance and sale of a limited tax general obligation bond of the City in the aggregate principal amount of not to exceed $1,200,000 to finance costs of a geothermal energy project of the City, and to pay costs of issuance of the bond; providing the form and terms of the bond; and delegating authority to approve the final terms of the bond.

PASSED: October 5, 2010

This document prepared by:

K&L Gates LLP
Seattle, Washington

LTGO Bond, 2010
(Taxable Qualified Energy Conservation Bond)
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CITY OF KENT, WASHINGTON

ORDINANCE NO. __________

AN ORDINANCE of the City of Kent, Washington, providing for the issuance and sale of a limited tax general obligation bond of the City in the aggregate principal amount of not to exceed $1,200,000 to finance costs of a geothermal energy project of the City, and to pay costs of issuance of the bond; providing the form and terms of the bond; and delegating authority to approve the final terms of the bond.

RECITALS

A. The City is designing, constructing and equipping geothermal facilities to produce energy for City facilities (the “Project”); and

B. The City is authorized by chapters 35A.40 and 39.46 RCW to borrow money and issue a general obligation bond to finance costs of the Project; and

C. Section 54D of the Internal Revenue Code (the “Code”), enacted by the American Recovery and Reinvestment Act of 2009, authorizes the issuance of a “Qualified Energy Conservation Bond” for capital expenditures incurred for qualified facilities under Section 45(d) of the Code, including geothermal energy facilities; and

D. The City has received from the Washington State Department of Commerce an allocation of authority to issue up to $1,200,000 of Qualified Energy Conservation Bonds; and

E. The City requested proposals from banks to purchase a limited tax general obligation bond (the “Bond”) to fund a costs of the Project, and received four proposals; and

F. The proposal of Banc of America Leasing & Capital, LLC (the “Lender”) represents the lowest interest cost for the Bond; and

LTGO Bond, 2010
(Taxable Qualified Energy Conservation Bond)
G. The City now desires to authorize the issuance of the Bond as a Qualified Energy Conservation Bond and to authorize the sale of the Bond to the Lender;

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF KENT, WASHINGTON, DO ORDAIN AS FOLLOWS:

SECTION 1. Definitions. As used in this ordinance, the following words shall have the following meanings:

Bond means the City of Kent, Washington Limited Tax General Obligation Bond, 2010 (Taxable Qualified Energy Conservation Bond), if any, issued pursuant to this ordinance.

Bond Fund means the LTGO Bond Debt Service Fund described in Section 10 of this ordinance.

Bond Register means the registration books showing the name, address and tax identification number of the Registered Owner of the Bond, maintained pursuant to Section 149(a) of the Code.

Bond Registrar, initially, means the Finance Director. At any time following the issuance of the Bond, however, the Finance Director may determine to appoint a different Bond Registrar, including, but not limited to the fiscal agency of the State of Washington.

City means the City of Kent, Washington, a municipal corporation of the State of Washington.

Code means the Internal Revenue Code of 1986, as amended, and shall include all applicable regulations and rulings relating thereto.

Council means the City Council of the City, as the same shall be duly and regularly constituted from time to time.

Designated City Representative means the Mayor of the City and any successor to the functions of such office.

Federal Tax Certificate means the certificate regarding the status of the Bond as a Qualified Energy Conservation Bond under Section 54D of the Code.
**Finance Director** means the Finance Director of the City, or any successor to the functions of the Finance Director.

**Fixed Rate** means the per annum rate of interest for the Bond equal to the seven year U.S. Treasury interest rate swap rate plus 2.50 percent, as fixed pursuant to the Purchase Contract.

**Government Obligations** means those obligations now or hereafter defined as such in chapter 39.53 RCW.

**Lender** means Banc of America Leasing & Capital, LLC.

**Maturity Date** means the maturity date for the Bonds approved by the Designated City Representative pursuant to Section 11 of this ordinance.

**Project** means the design, construction and equipping of a geothermal facility to produce energy for City facilities.

**Purchase Contract** means the contract for the purchase of the Bond between the Lender and City, executed pursuant to Section 11 of this ordinance.

**RCW** means the Revised Code of Washington.

**Registered Owner** means the person named as the registered owner of a Bond in the Bond Register.

**SECTION 2.** - **Authorization of the Bond.** The City shall issue and sell to the Lender its limited tax general obligation bond in the principal amount of not to exceed $1,200,000 (the “Bond”) to provide funds to pay costs of the Project and costs of issuance of the Bond. The Bond shall be designated “City of Kent, Washington, Limited Tax General Obligation Bond, 2010 (Taxable Qualified Energy Conservation Bond),” shall be dated as of the date of its delivery to the Lender, shall be fully registered as to both principal and interest, shall be issued as a single fully registered bond, and shall be numbered R-1 with any additional designation as the Bond Registrar deems necessary for purposes of identification.

**SECTION 3.** - **Description of the Bond.** The Bond shall bear interest at the Fixed Rate on unpaid principal from its date or the most recent date
to which interest has been paid. Principal of the Bond shall be payable on each December 1 in the amounts and in the years set forth in the Purchase Contract. Interest on unpaid principal shall be calculated as set forth in the Purchase Contract. Interest payments shall be made semiannually on the first day of each June and December, beginning on the date set forth in the Purchase Contract, with the final payment of all outstanding principal, together with interest thereon, on the Maturity Date.

SECTION 4.- Registration, Transfer and Payment of Bond. The City hereby appoints the Finance Director to act as the Bond Registrar. The duties of the Bond Registrar hereunder shall be limited to authenticating the Bond and to remitting money to the Lender on the payment dates as provided therein. The Bond shall not be transferable, except as follows: to a purchaser who represent that (i) such purchaser has sufficient knowledge and experience in financial and business matters to be able to evaluate the risks and merits of the investment, (ii) such purchaser understands that the Bond will not be registered under the Securities Act of 1933, (iii) such purchaser is either an “accredited investor” within the meaning of Regulation D under the Securities Act of 1933, or a qualified institutional buyer within the meaning of Rule 144A, and (iv) it is the intention of such purchaser to acquire such Bond (A) for investment for its own account or (B) for resale in a transaction exempt from registration under the Securities Act of 1933. The Finance Director may determine at any time that he no longer wishes to act as Bond Registrar and thereupon appoint a successor Bond Registrar, which may or may not be the fiscal agency of the State of Washington. The Bond Registrar is authorized, on behalf of the City, to authenticate and deliver the Bond and to carry out all of the Bond Registrar’s powers and duties under this ordinance.

Principal of and interest on the Bond shall be payable in lawful money of the United States of America. Installments of principal of and interest on the Bond shall be paid by check, wire, or electronic transfer on
the date due to the Registered Owner; provided, however, the final installment of principal on the Bond shall be payable only upon presentation and surrender of the Bond by the Registered Owner at the principal office of the Bond Registrar.

SECTION 5. - Prepayment. The City reserves the right to prepay the Bond in advance of its maturity, in whole on any date, upon payment of a prepayment penalty equal to two percent of the principal amount of the Bond prepaid plus accrued interest to the date of prepayment, as set forth in the Purchase Contract.

The Bond is further subject to extraordinary mandatory prepayment, in whole or in part, in an amount equal to the unexpended proceeds of the sale of the Bond, to preserve the designation of the Bonds under Section 54D(e)(1) of the Code as a Qualified Energy Conservation Bond, at a prepayment price equal to the principal amount of the Bond prepaid plus accrued interest to the date of prepayment, plus a prepayment penalty equal to two percent of the principal amount of the Bond prepaid, but only to the extent that the City fails to expend all of the proceeds of the Bond within three years of issuance thereof, as such period may be extended by the Internal Revenue Service.

The City will notify the Registered Owner at least thirty days in advance of its intent to prepay.
SECTION 6.— Form of the Bond. The Bond shall be in substantially the following form:

UNITED STATES OF AMERICA

NO. R-1

STATE OF WASHINGTON
CITY OF KENT, WASHINGTON
LIMITED TAX GENERAL OBLIGATION BOND, 2010
(TAXABLE QUALIFIED ENERGY CONSERVATION BOND)

INTEREST RATE: %
MATURITY DATE: _____________
REGISTERED OWNER: Banc of America Capital & Leasing, LLC
TAX IDENTIFICATION #: 52-2185192
PRINCIPAL AMOUNT: _____________

The City of Kent, Washington (the “City”), hereby acknowledges itself to owe and for value received promises to pay to the Registered Owner identified above, or registered assigns, the Principal Amount indicated above, pursuant to principal payments as set forth below, and to pay interest thereon at the Interest Rate set forth above from _____________, 20__, or the most recent date to which interest has been paid or duly provided for until payment of this bond. Interest on this bond is payable on December 1, 20__, and semiannually thereafter on the first day of each succeeding June and December. Principal payments on this bond are payable on December 1 as follows:

<table>
<thead>
<tr>
<th>December 1</th>
<th>Principal Amount Due</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Both principal of and interest on this bond are payable in lawful money of the United States of America. Installments of the principal of and interest on this bond shall be paid by check, draft or electronic funds transfer on the date such interest is due to the Registered Owner or nominee at the address appearing on the Bond Register. Upon final payment of all installments of principal and interest thereon, this bond shall be submitted to the Bond Registrar for cancellation and surrender.

This bond is issued pursuant to Ordinance No. _____ of the City (the “Bond Ordinance”), to provide funds to design, construct and equip a geothermal facility to produce energy for City facilities. Capitalized terms appearing on this bond and not otherwise defined herein shall have the meanings given such terms in the Bond Ordinance.

LTGO Bond, 2010
(Taxable Qualified Energy Conservation Bond)
The City reserves the right to prepay this bond prior to maturity as provided in the Bond Ordinance. This bond is also subject to extraordinary mandatory prepayment prior to maturity as provided in the Bond Ordinance.

This bond is not transferable, except in whole as follows: to a purchaser who represent that (i) such purchaser has sufficient knowledge and experience in financial and business matters to be able to evaluate the risks and merits of the investment, (ii) such purchaser understands that the Bond will not be registered under the Securities Act of 1933, (iii) such purchaser is either an “accredited investor” within the meaning of Regulation D under the Securities Act of 1933, or a qualified institutional buyer within the meaning of Rule 144A, and (iv) it is the intention of such purchaser to acquire such Bond (A) for investment for its own account or (B) for resale in a transaction exempt from registration under the Securities Act of 1933.

The City hereby irrevocably covenants and agrees with the Registered Owner of this bond that it will include in its annual budget and levy taxes annually, within and as a part of the tax levy permitted to the City without a vote of the electorate, upon all the property subject to taxation in amounts sufficient, together with other money legally available therefor, to pay the principal of and interest on this bond as the same shall become due. The full faith, credit and resources of the City are hereby irrevocably pledged for the annual levy and collection of such taxes and the prompt payment of such principal and interest.

This bond is not a “qualified tax-exempt obligation” for investment by financial institutions under Section 265(b) of the Code. Interest on this bond is not excludable from gross income for purposes of federal income taxation.

It is hereby certified that all acts, conditions and things required by the Constitution and statutes of the State of Washington to exist, to have happened, been done and performed precedent to and in the issuance of this bond exist and have happened, been done and performed and that the issuance of this bond does not violate any constitutional, statutory or other limitation upon the amount of bonded indebtedness that the City may incur.
IN WITNESS WHEREOF, the City of Kent, Washington has caused this bond to be executed by the manual or facsimile signatures of the Mayor and City Clerk and the seal of the City imprinted, impressed or otherwise reproduced hereon as of this ____ day of ____________, 2010.

CITY OF KENT, WASHINGTON

/s/ manual or facsimile
By Mayor

ATTEST:

/s/ manual or facsimile
City Clerk

[SEAL]

The Bond Registrar’s Certificate of Authentication on the Bond shall be in substantially the following form:

CERTIFICATE OF AUTHENTICATION

This bond is described in the within mentioned Bond Ordinance and is the Limited Tax General Obligation Bond, 2010 (Taxable Qualified Energy Conservation Bond) of the City of Kent, Washington, dated ______________, 2010.

FINANCE DIRECTOR,
as Bond Registrar

By _______________________

LTGO Bond, 2010
(Taxable Qualified Energy Conservation Bond)
REGISTRATION CERTIFICATE

This bond is registered in the name of the Registered Owner on the books of the City, in the office of the City Finance Director (the "Bond Registrar"), as to both principal and interest, as noted in the registration blank below. All payments of principal of and interest on this Bond shall be made by the City by the Bond Registrar's check, draft or electronic funds transfer, made payable to the last Registered Owner as shown hereon and on the registration books of the Bond Registrar at his/her address noted hereon and on the registration books of the Bond Registrar.

<table>
<thead>
<tr>
<th>Date of Registration</th>
<th>Name and Address of Registered Owner</th>
<th>Signature of Registrar</th>
</tr>
</thead>
<tbody>
<tr>
<td>__________, 2010</td>
<td>Banc of America Leasing &amp; Capital, LLC</td>
<td>City Finance Director</td>
</tr>
</tbody>
</table>

SECTION 7. - Execution of the Bond. The Bond shall be executed on behalf of the City with the manual or facsimile signatures of the Mayor and City Clerk of the City and the seal of the City shall be impressed, imprinted or otherwise reproduced thereon.

Only such Bond as bears thereon a Certificate of Authentication in the form hereinbefore recited, manually executed by the Bond Registrar, shall be valid or obligatory for any purpose or entitled to the benefits of this ordinance. Such Certificate of Authentication shall be conclusive evidence that the Bond so authenticated have been duly executed, authenticated and delivered hereunder and are entitled to the benefits of this ordinance.

In case either of the officers who shall have executed the Bond shall cease to be an officer or officers of the City before the Bond so signed shall have been authenticated or delivered by the Bond Registrar, or issued by the City, such Bond may nevertheless be authenticated, delivered and issued and upon such authentication, delivery and issuance, shall be as binding upon the City as though those who signed the same had continued to be such officers of the City. The Bond may be signed and attested on behalf of the City by such persons who at the date of the actual execution of the Bond, are the proper officers of the City, although at the original
date of the Bond any such person shall not have been such officer of the City.

**SECTION 8. - Application of Bond Proceeds.** The proceeds of sale of the Bond shall be deposited in the 2010 Project Fund (the “Project Fund”) of the City and shall be expended solely to pay the costs of the Project and the costs of issuing and selling the Bond, as authorized herein. The Finance Director or his designee may invest money in the Project Fund in legal investments for City funds. Earnings on such investments shall accrue to the benefit of the Project Fund. Any part of the proceeds of the Bond remaining in the Project Fund after all costs of the Project have been paid (including costs of issuance) shall be applied as set forth in the Federal Tax Certificate. Proceeds of the Bond remaining in the Project Fund three years after issuance of the Bond, as such period may be extended by the Internal Revenue Service, shall be applied to prepay all or a portion of the Bond pursuant to the extraordinary mandatory prepayment provision under Section 5 of this ordinance.

**SECTION 9. - Tax Covenant; Designation of the Bond as a Qualified Energy Conservation Bond.** The City hereby makes an irrevocable designation under Section 54D(e)(1) of the Code that the Bond be issued and sold as a Qualified Energy Conservation Bond. The City makes a further irrevocable designation to have Section 6431(f)(3)(B) of the Code, apply to the Bonds, with the effect that that the Bonds will be issued and sold as direct payment tax credit bonds as set forth in the Federal Tax Certificate.

The City hereby covenants that it will comply with the covenants set forth in the Federal Tax Certificate. The City will take such additional actions as are required to qualify such Bond as a Qualified Energy Conservation Bond, to maintain such qualification and to seek reimbursement of the applicable federal subsidy in the future on a timely basis.
The City has not designated the Bond as a “qualified tax-exempt obligation” under Section 265(b)(3) of the Code for investment by financial institutions.

**SECTION 10. - Bond Fund; Provision for Payment.** The City has heretofore established a fund to be used for the payment of debt service on the Bond, designated as the “LTGO Bond Debt Service Fund” (the “Bond Fund”). No later than the date each payment of principal or interest on the Bond matures or becomes due and payable, the City shall transmit sufficient funds, from the Bond Fund or from other legally available sources to the Bond Registrar for the payment of such principal and interest. Money in the Bond Fund not needed to pay the interest or principal next coming due may temporarily be deposited in legal investments for City funds.

The City hereby irrevocably covenants and agrees for as long as the Bond is outstanding and unpaid that each year it will include in its budget and levy an *ad valorem* tax upon all the property within the City subject to taxation in an amount that will be sufficient, together with all other revenues and money of the City legally available for such purposes, to pay the principal of and interest on the Bond as the same shall become due.

The City hereby irrevocably pledges that the annual tax provided for herein to be levied for the payment of such principal and interest shall be within and as a part of the tax levy permitted to cities without a vote of the electorate, and that a sufficient portion of each annual levy to be levied and collected by the City prior to the full payment of the principal of and interest on the Bond will be and is hereby irrevocably set aside, pledged and appropriated for the payment of the principal of and interest on the Bond. The full faith, credit and resources of the City are hereby irrevocably pledged for the annual levy and collection of said taxes and for the prompt payment of the principal of and interest on the Bond as the same shall become due.

*LTGO Bond, 2010*
*(Taxable Qualified Energy Conservation Bond)*
**SECTION 11. - Sale of the Bond.** Due to the need to expeditiously set the Fixed Rate under the Purchase Contract, the Council has determined that it would be in the best interest of the City to delegate to the Designated City Representative for a limited time the authority to determine whether to proceed with the issuance of the Bond, and to approve the final Fixed Rate, Maturity Date, principal amount, payment dates, and annual principal payment amounts on the Bond. The Designated City Representative is authorized to approve the final Fixed Rate, Maturity Date, principal amount, payment dates, and annual principal payment amounts on the Bond so long as (i) the principal amount of the Bond does not exceed $1,200,000; (ii) the Fixed Rate for the Bond does not exceed 6.50%; and (iii) the Maturity Date of the Bond is not later than December 1, 2024.

The Bond shall be sold to the Lender pursuant to the terms of the Purchase Contract. The Designated City Representative is hereby authorized to execute the Purchase Contract, with such terms as are approved by the Designated City Representative pursuant to this section and consistent with this ordinance.

In determining whether or not to proceed with determining the final Fixed Rate, Maturity Date, principal amount, payment dates, and annual principal payment amounts, the Designated City Representative, in consultation with City staff, shall take into account those factors that, in her judgment, will result in the lowest net interest cost on the Bond to its Maturity Date, including, but not limited to current financial market conditions and current interest rates for obligations comparable in tenor and quality to the Bond. Subject to the terms and conditions set forth in this Section 11, the Designated City Representative is hereby authorized to execute the final form of the Purchase Contract, upon the Designated City Representative’s approval of the final Fixed Rate, Maturity Date, principal amount, payment dates, and annual principal payment amounts set forth therein. Following the execution of the Purchase Contract, the Designated City Representative shall provide a report to the Council, describing the
final terms of the Bond approved pursuant to the authority delegated in this section.

The authority granted to the Designated City Representative by this Section 11 shall expire 120 days after the date of approval of this ordinance. If a Purchase Contract for the Bond has not been executed within 120 days after the date of final approval of this ordinance, the authorization for the issuance of the Bond shall be rescinded, and the Bond shall not be issued nor their sale approved unless the Bond shall have been re-authorized by ordinance of the Council. The ordinance re-authorizing the issuance and sale of the Bond may be in the form of a new ordinance repealing this ordinance in whole or in part or may be in the form of an amendatory ordinance approving a purchase contract or establishing terms and conditions for the authority delegated under this ordinance.

Upon the passage and approval of this ordinance, the proper officials of the City, including the Designated City Representative, are authorized to undertake all actions necessary for the prompt execution and delivery of the Bond to the Lender and further to execute all closing certificates and documents required to effect the closing and delivery of the Bond in accordance with the terms of the Purchase Contract.

SECTION 12. - Lost, Stolen or Destroyed Bond. In case the Bond shall be lost, stolen or destroyed, the Bond Registrar may execute and deliver a new Bond of like date, number and tenor to the Registered Owner thereof upon the Registered Owner’s paying the expenses and charges of the City and the Bond Registrar in connection therewith and upon his/her filing with the City evidence satisfactory to the City that the Bond was actually lost, stolen or destroyed and of his/her ownership thereof, and upon furnishing the City and/or the Bond Registrar with indemnity satisfactory to the City and the Bond Registrar.

SECTION 13. - Reporting Requirements. The City has kept, and so long as the Bond is outstanding, shall keep, its books and records in accordance with generally accepted accounting principles and practices.

LTGO Bond, 2010
(Taxable Qualified Energy Conservation Bond)
consistently applied, and in accordance with legal requirements, and shall deliver to Lender (i) annual audited financial statements (including (1) a balance sheet, (2) statement of revenues, expenses and changes in fund balances for budget and actual, (3) statement of cash flows, and (4) footnotes, schedules and attachments to the financial statements) within 210 days after its fiscal year end, (ii) such other financial statements and information as Lender may reasonably request, and (iii) its annual budget for the following fiscal year when approved but not later than 30 days prior to its current fiscal year end. Credit information relating to the City may be disseminated among Lender and any of its affiliates and any of their respective successors and assigns.

SECTION 14. - Events of Default. Each of the following events is hereby declared an “Event of Default” under this ordinance.

A. Payment of the principal of the Bond shall not be made when the same shall become due and payable, either at maturity or otherwise;

B. Payment of any installment of interest on the Bond shall not be made when the same becomes due and payable;

C. An order or decree shall be entered by a court of competent jurisdiction with the consent or acquiescence of the City appointing a receiver or receivers for the City and its finance, or if an order or decree having been entered without the consent of acquiescence of the City, shall not be vacated or discharged or stayed on appeal within sixty (60) days after entry;

D. The City shall have made any materially false or misleading statement or omitted to state material information with respect to the sale of the Bond; and

E. The City shall default in the due and punctual performance of any other of the representations, covenants, conditions, agreements and other provisions contained in the Bond or in this ordinance on its part to be performed, if such default shall
continue for sixty (60) days after written notice specifying such
default and requiring the same to be remedied shall have been give
to the City by the Registered Owner of the Bond.

SECTION 15. - Remedies for Default. Upon the occurrence and
continuance of any Event of Default, as provided in Section 14 hereof, then
and in every case the Registered Owner of the Bond, including, without
limitation, a trustee or trustees therefor; may proceed against the City in
equity or at law, in any court of competent jurisdiction, either for the
appointment of a receiver or for the specific performance of any covenant
or agreement contained herein or for the enforcement of any proper, legal
or equitable remedy as such Registered Owner may deem most effectual to
protect and to enforce the rights aforesaid, or thereby to enjoin any act or
thing which may be unlawful or in violation of any right of the Registered
Owner of the Bond, or to require the City to act as if it were the trustee of
an expressed trust, or any combination of such remedies. The Registered
Owner of the Bond shall also be entitled to all of the privileges, rights and
remedies provided or permitted at law or in equity or by any statutes.
Commencing 30 days following an Event of Default and for the duration of
the Event of Default, the interest rate on the Bond shall bear interest at the
Fixed Rate, plus 5% per annum or the maximum amount permitted by law,
whichever is less, from such date.

SECTION 16. - Right to Enforce Payment. Nothing in this
ordinance affects or impairs the right of the Registered Owner of the Bond
issued hereunder to enforce the payment of the principal, redemption
premium and interest on the Bond or the obligation of the City to pay the
principal, redemption premium and interest on the Bond to the Registered
Owner thereof at the time and the place expressed in the Bond.

SECTION 17. - Exercise of Remedies. The failure of the Registered
Owner of the Bond to proceed in any manner herein provided shall not
relieve the City, the City Council, or any of its officers, agents or
employees of any liability for failure to perform or carry out any duty, obligation or other commitment. Each right or privilege of any such owner is in addition and is cumulative to any other right or privilege, and the exercise of any right or privilege by or on behalf of any of them shall not be deemed a waiver of any other right or privilege thereof.

**SECTION 18. – Fees and Costs of Enforcement of Remedies.** The City shall also be responsible for the reasonable fees and costs, including attorney's fees, of the Registered Owner of the Bond including, without limitation, a trustee or trustees therefore, and any receiver incurred in the enforcement of the Registered Owner’s remedies in an Event of Default by the City.

**SECTION 19. – Severability.** If any one or more of the covenants or agreements provided in this ordinance to be performed on the part of the City shall be declared by any court of competent jurisdiction to be contrary to law, then such covenant or covenants, agreement or agreements, shall be null and void and shall be deemed separable from the remaining covenants and agreements of this ordinance and shall in no way affect the validity of the other provisions of this ordinance or of the Bond.
SECTION 20. - Effective Date. This ordinance shall take effect and be in force thirty (30) days from and after its passage as provided by law.

ATTEST:
BRENDA JACOBER, CITY CLERK

APPROVED AS TO FORM:
K&L GATES LLP
Special Counsel and Bond Counsel

PASSED: 5th day of October, 2010.
APPROVED: 14th day of October, 2010.
PUBLISHED: 8th day of October, 2010.
CERTIFICATION

I, the undersigned, City Clerk of the City of Kent, Washington (the “City”), hereby certify as follows:

1. The attached copy of Ordinance No. 3975 (the “Ordinance”) is a full, true and correct copy of an ordinance duly passed at a regular meeting of the City Council of the City held at the regular meeting place thereof on October 5, 2010, as that ordinance appears on the minute book of the City; and the Ordinance will be in full force and effect five days after publication in the City's official newspaper; and

2. A quorum of the members of the City Council was present throughout the meeting and a majority of those members present voted in the proper manner for the passage of the Ordinance.

IN WITNESS WHEREOF, I have hereunto set my hand this 5th day of October, 2010.

CITY OF KENT, WASHINGTON

Brenda Jacober, City Clerk
STATE OF WASHINGTON, COUNTY OF KING
AFFIDAVIT OF PUBLICATION

PUBLIC NOTICE
Linda M Mills, being first duly sworn on oath that she is the Legal Advertising Representative of the

Kent Reporter

a weekly newspaper, which newspaper is a legal newspaper of general circulation and is now and has been for more than six months prior to the date of publication hereinafter referred to, published in the English language continuously as a weekly newspaper in King County, Washington. The Kent Reporter has been approved as a Legal Newspaper by order of the Superior Court of the State of Washington for King County.
The notice in the exact form annexed was published in regular issues of the Kent Reporter (and not in supplement form) which was regularly distributed to its subscribers during the below stated period.
The annexed notice, a:

Public Notice

was published on October 8, 2010.

The full amount of the fee charged for said foregoing publication is the sum of $89.09.

Linda M. Mills
Legal Advertising Representative, Kent Reporter
Subscribed and sworn to me this 8th day of October, 2010.

Kathy Dalseg, Notary Public for the State of Washington, Residing in Covington, Washington
P. O. Number: