

ORDINANCE NO. 8485- 76

AN ORDINANCE authorizing the issuance of \$1,700,000 aggregate principal amount Economic Development Revenue Bonds, Series 1985 (Lincoln Commerce Center Project); the lending of the proceeds of said Bonds to The Champaign National Bank, Champaign, Illinois, as Trustee under Trust Agreement dated May 25, 1984 and known as Trust No. 031413271, the execution and delivery of a Loan, Mortgage and Security Agreement and a Trust Indenture; approving the sale of said Bonds; and prescribing other matters relating thereto.

WHEREAS, the City of Urbana, Champaign County, Illinois (the "Issuer") is a municipal corporation and a unit of local government of the State of Illinois and is authorized pursuant to the home rule provisions of the 1970 Illinois Constitution and the Issuer's Ordinance No. 7475-3, passed May 20, 1974 and approved May 21, 1974, and Ordinance No. 8081-37, passed October 6, 1980 and approved October 14, 1980, as from time to time supplemented and amended (collectively the "Enabling Ordinance"), to issue its revenue bonds to finance the acquisition, construction, reconstruction, repair, alteration, improvement, equipping and extension of economic development projects; and

WHEREAS, the Issuer proposes to issue \$1,700,000 aggregate principal amount Economic Development Revenue Bonds, Series 1985 (Lincoln Commerce Center Project) (the "Series 1985 Bonds") pursuant to a Trust Indenture (the "Indenture") by and between the Issuer and the Trustee named therein (the "Trustee"); and

WHEREAS, the Series 1985 Bonds will be secured in part by a Letter of Credit (the "Letter of Credit") to be issued by Busey First National Bank, Urbana, Illinois (the "Letter of Credit Bank"); and

WHEREAS, pursuant to a Loan, Mortgage and Security Agreement (the "Loan Agreement") by and among the Issuer, the Letter of Credit Bank and The Champaign National Bank, Champaign, Illinois, as Trustee under Trust Agreement dated May 25, 1984 and known as Trust No. 031413271 (the "Borrower"), the Issuer proposes to lend the proceeds from the sale of the Series 1985 Bonds to the Borrower in order to provide funds: (1) to acquire, equip and construct an

office/warehouse facility to serve small businesses and service related and high technology businesses, including necessary land, buildings and equipment, and related facilities, in accordance with Section 103(b)(6)(D) of the Internal Revenue Code of 1954, as amended (the "Code"), to be located in Lincoln Center Subdivision on Killarney Street, Urbana, Illinois (the "Project") and (2) to pay necessary expenses incidental thereto; and

WHEREAS, pursuant to the Loan Agreement the Borrower will grant the Issuer and the Letter of Credit Bank a mortgage on and security interest in the Project described in the Loan Agreement; and

WHEREAS, pursuant to the Loan Agreement the Borrower will execute and deliver to the Issuer its Series 1985 Note in the aggregate principal amount of \$1,700,000 (the "Series 1985 Note"); and

WHEREAS, pursuant to the Indenture, as security for the Series 1985 Bonds, the Issuer will assign to the Trustee all of the Issuer's right, title and interest in, under and to the Loan Agreement (except the Issuer's rights to issue Additional Bonds, to consent to supplements and amendments to the Loan Agreement and to be reimbursed and held harmless, which rights are herein collectively referred to as the "Unassigned Rights"), and the Series 1985 Note, and its interests in any lease agreements in connection with the Project; and

WHEREAS, pursuant to a Bond Purchase Agreement by and among the Issuer, the owners of 100% of the beneficial interest of the Borrower (the "Beneficiaries") and Stephens Inc., Little Rock, Arkansas (the "Underwriter"), and the Official Statement, in preliminary and/or final form, mentioned therein (the "Official Statement"), the Issuer will issue and deliver the Series 1985 Bonds to the Underwriter.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF URBANA, CHAMPAIGN COUNTY, ILLINOIS, AS FOLLOWS:

Section 1. The construction of the Project and the payment of necessary expenses incidental thereto are hereby authorized and determined to be in the public interest and in further-

ance of the public purposes contemplated by the Enabling Ordinance and Section 103(b) (6) of the Code.

Section 2. In order to provide funds to carry out the public purposes set forth in Section 1 hereof, there are hereby authorized to be issued the revenue bonds of the Issuer in the aggregate principal sum of \$1,700,000 each of which bonds shall be designated "Economic Development Revenue Bond, Series 1985 (Lincoln Commerce Center Project)" (the "Series 1985 Bonds").

The Series 1985 Bonds shall be dated, shall be in substantially such form and shall bear interest at the rate or rates per annum all as set forth in the Indenture, shall be issuable as only as fully registered bonds in the denomination of \$5,000 or any authorized integral multiple thereof (provided, however, that one or more temporary bonds may be issued in substitution for or preliminary to the availability of bonds in definitive form), and shall mature and come due in such amounts and at such times as provided in Articles II and III of the Indenture, interest being payable semiannually as provided in the Indenture. The Series 1985 Bonds shall be subject to redemption prior to or at maturity at the times, under the circumstances, in the manner, at the prices and with the effect, and shall have such other terms and provisions, all as set forth in the Indenture.

The Series 1985 Bonds shall be executed in the name of the Issuer by the manual or facsimile signature of the Mayor, shall be attested by the manual or facsimile signature of the City Clerk, shall have the corporate seal of the Issuer impressed or otherwise reproduced thereon and shall be authenticated by the endorsement of the Trustee. The facsimile signatures of both the Mayor and the City Clerk are hereby authorized to be placed on the Series 1985 Bonds, the manual signature of the Trustee to authenticate the Series 1985 Bonds being a signature hereby required or permitted thereon.

The Series 1985 Bonds and the interest thereon shall be limited obligations of the Issuer, payable solely and only from the revenues and receipts derived by the Issuer or the Trustee from the Project pursuant to the Loan Agreement and the Series

1985 Note and otherwise as provided in the Indenture and the Loan Agreement, including the Letter of Credit. No recourse under or upon any obligation, covenant or agreement contained in the Indenture, or in any Series 1985 Bond thereby secured, or under any judgment obtained against the Issuer, or by the enforcement of any assessment or by any legal or equitable proceeding by virtue of any constitution or statute or otherwise or under any circumstances, under or independent of the Indenture, shall be had against any employee, council member, attorney or officer, as such, past, present or future, of the Issuer, either directly or through the Issuer, or otherwise, for the payment for or to the Issuer or any receiver thereof, or for or to the holder or owner of any Series 1985 Bond issued under the Indenture or otherwise, of any sum that may be due and unpaid by the Issuer upon any such Series 1985 Bonds. The Series 1985 Bonds and the interest thereon shall never constitute an obligation or commitment by the Issuer to expend any of its funds other than (i) the proceeds of the sale of the Series 1985 Bonds, (ii) the revenues and receipts derived by the Issuer from the Project pursuant to the Loan Agreement, the Series 1985 Note and the Indenture, (iii) any insurance or condemnation award proceeds with respect to the Project, (iv) any money arising out of the investment or reinvestment of such proceeds, income, revenues or money, (v) any proceeds derived by the Issuer or the Trustee from the sale or other disposition of the Project in accordance with the provisions of the Loan Agreement and the Indenture; and (vi) any proceeds derived by the Trustee pursuant to the Letter of Credit; and

Section 3. The Series 1985 Bonds shall be issued in compliance with and under the authority of the provisions of the Enabling Ordinance, this Bond Ordinance and the Indenture and the foregoing shall be stated on the Series 1985 Bonds. Additional bonds may be issued on a parity with the Series 1985 Bonds in accordance with the provisions and limitations set forth in the Indenture.

Section 4. The forms, terms and provisions of the Loan Agreement, the Indenture and the Bond Purchase Agreement (collectively the "Instruments") and the Official Statement are hereby in all respects approved, and the Mayor and City Clerk are hereby authorized, empowered and directed to execute and deliver the Instruments and the Official Statement in the name and on behalf of the Issuer. The Instruments and the Official Statement, as executed and delivered, shall be in substantially the forms thereof now before this meeting and hereby or previously approved, or with such changes therein as shall be approved by the officers of the Issuer executing the same, their execution thereof to constitute conclusive evidence of their approval of any and all changes or revisions therein from the forms of the Instruments now before this meeting; and from and after the execution and delivery of the Instruments the officers, agents and employees of the Issuer are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out the intent and accomplish the purposes of this Bond Ordinance and to comply with and make effective the provisions of the Instruments as executed, including the acceptance of any additional security, which additional security the Issuer hereby assigns to the Trustee to further secure the principal of, premium, if any, and interest on the Series 1985 Bonds.

Section 5. The sale of the Series 1985 Bonds to the Underwriter, at a price of not less than 95% of the par value thereof, as approved by the Borrower by delivering the Bond Purchase Agreement, is hereby approved.

Section 6. The Issuer will make such filings and elections as may be necessary to effect or perfect the issuance of the Series 1985 Bonds. The Issuer hereby elects to have the provisions of Section 103 (b) (6) (D) apply to the Series 1985 Bonds. The Mayor and City Clerk, as the case may be, are hereby authorized and directed to execute and file such certificates, elections or other documents to effect the issuance of the Series 1985 Bonds. The Mayor is hereby designated as the authorized or applicable elected representative of the Issuer in connection with the issuance of

the Bonds, and the official of the Issuer charged with the issuance of the Bonds, public approval of the issuance thereof being hereby given as required by Section 103(k) of the Code. The required public hearing having been held and conducted, the approval hereof by the Mayor shall constitute approval of the authorized or applicable elected representative within the meaning of Section 103(k) of the Code.

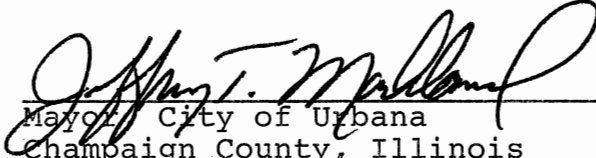
Section 7. Under and pursuant to Section 103(n) of the Code the Issuer hereby allocates \$1,700,000 of the allocation available to it under Section 103(n) of the Code, to be in effect, if at all, if, as and when the Series 1985 Bonds are issued, sold and delivered, the Borrower and the Beneficiaries assuming all risks in connection therewith. The Issuer neither represents, warrants nor guarantees that an allocation under and pursuant to Section 103(n) of the Code is or will be available at the time that the Series 1985 Bonds are otherwise available for issuance and delivery to the Underwriter, the Borrower and the Beneficiaries assuming all risk in that connection. Under applicable procedures, the Mayor and Clerk, as the case may be, are hereby authorized and directed to execute and file such applications, certificates or other documents to effect and confirm such allocation. Under and pursuant to Section 103(n) of the Code the Mayor and each member of the City Council, whether voting for or against this Bond Ordinance, under penalty of perjury hereby certifies that the allocation described in this Section 7 was not made in consideration of any bribe, gift, gratuity or direct or indirect campaign contribution.

Section 8. The provisions of this Bond Ordinance are hereby declared to be separable and if any section, phrase or provision shall for any reason be declared by a court of competent jurisdiction to be invalid or unenforceable, such declaration shall not affect the validity of the remainder of the sections, phrases and provisions hereof.

Section 9. All ordinances, orders and resolutions and parts thereof in conflict herewith are to the extent of such conflict hereby repealed, and this Bond Ordinance shall take effect and be in full force immediately upon its adoption.

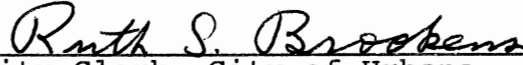
PASSED by the City Council of City of Urbana, Champaign County, Illinois this 22nd day of April, 1985.

APPROVED by the Mayor of the City of Urbana, Champaign County, Illinois, this 24th day of April, 1985.



Mayor, City of Urbana
Champaign County, Illinois

Attest:



City Clerk, City of Urbana,
Champaign County, Illinois

