

RESOLUTION NO. _____

A RESOLUTION FINDING AND DETERMINING THAT THE RESOLUTION ENTITLED "A RESOLUTION OF THE MAYOR AND CITY COUNCIL OF THE CITY OF GAUTIER, MISSISSIPPI (THE "CITY"), DECLARING THE INTENTION OF THE CITY TO ENTER INTO A LOAN (THE "LOAN") WITH THE MISSISSIPPI DEVELOPMENT BANK (THE "BANK") SECURED BY A PROMISSORY NOTE (THE "NOTE") PURSUANT TO MISSISSIPPI CODE 1972 ANNOTATED, SECTIONS 21-27-23 AND 21-27-41 THROUGH 21-27-69, AS AMENDED FROM TIME TO TIME (THE "BOND ACT") AND SECTIONS 31-25-1 ET SEQ., MISSISSIPPI CODE OF 1972, AS AMENDED FROM TIME TO TIME (THE "BANK ACT" AND TOGETHER WITH THE BOND ACT, THE "ACT") FOR THE PURPOSES OF PROVIDING FUNDS FOR IMPROVING, REPAIRING, AND EXTENDING THE COMBINED UTILITY SYSTEM OF THE CITY AND OTHER AUTHORIZED PURPOSES UNDER THE ACT, SAID LOAN AND NOTE BEING FUNDED BY THE BANK FROM THE ISSUANCE OF ITS NOT TO EXCEED \$3,500,000 SPECIAL OBLIGATION BONDS, SERIES 2013 (GAUTIER, MISSISSIPPI COMBINED UTILITY SYSTEM REVENUE PROJECT); AND DIRECTING PUBLICATION OF NOTICE OF SUCH INTENTION" AS ADOPTED ON APRIL 16, 2013, WAS DULY PUBLISHED AS REQUIRED BY LAW; THAT NO PETITION OR OTHER OBJECTION OF ANY KIND OR CHARACTER AGAINST THE LOAN SECURED BY THE NOTE DESCRIBED IN SAID RESOLUTION WAS FILED; AND AUTHORIZING SAID LOAN WITH THE BANK, SECURED BY THE NOTE.

WHEREAS, the Mayor and City Council of the City of Gautier, Mississippi (the "City"), acting for and on behalf of the said City, does hereby find, determine, adjudicate, and declare as follows, to-wit:

1. That on April 16, 2013, the Mayor and City Council of the City did adopt a certain resolution entitled "A RESOLUTION OF THE MAYOR AND CITY COUNCIL OF THE CITY OF GAUTIER, MISSISSIPPI (THE "CITY"), DECLARING THE INTENTION OF THE CITY TO ENTER INTO A LOAN (THE "LOAN") WITH THE MISSISSIPPI DEVELOPMENT BANK (THE "BANK") SECURED BY A PROMISSORY NOTE (THE "NOTE") PURSUANT TO MISSISSIPPI CODE 1972 ANNOTATED, SECTIONS 21-27-23 AND 21-27-41 THROUGH 21-27-69, AS AMENDED FROM TIME TO TIME (THE "BOND ACT") AND SECTIONS 31-25-1 ET SEQ., MISSISSIPPI CODE OF 1972, AS AMENDED FROM TIME TO TIME (THE "BANK ACT" AND TOGETHER WITH THE BOND ACT, THE "ACT") FOR THE PURPOSES OF PROVIDING FUNDS FOR IMPROVING, REPAIRING, AND EXTENDING THE COMBINED UTILITY SYSTEM OF THE CITY AND OTHER AUTHORIZED PURPOSES UNDER THE ACT, SAID LOAN AND NOTE BEING FUNDED BY THE BANK FROM THE ISSUANCE OF ITS NOT TO EXCEED \$3,500,000 SPECIAL

OBLIGATION BONDS, SERIES 2013 (GAUTIER, MISSISSIPPI COMBINED UTILITY SYSTEM REVENUE PROJECT); AND DIRECTING PUBLICATION OF NOTICE OF SUCH INTENTION" (the "Intent Resolution"); and that as required by law and as directed by the aforesaid Intent Resolution the said Intent Resolution was (i) published once a week for at least three (3) consecutive weeks in *The Mississippi Press*, a newspaper published in the City of Pascagoula, Mississippi, and of general circulation in the City and qualified under the provisions of Section 13-3-31, Mississippi Code of 1972, as amended, and the last publication of this Intent Resolution being not more than ten (10) days prior to May 17, 2013, the date set forth as the deadline for the filing of objection or protest, and being more than ten (10) days prior to May 21, 2013, the date set forth for the meeting of the Mayor and City Council to authorize entering into a loan with the Mississippi Development Bank secured by a promissory note, said notice being published in said newspaper on April 26, May 3 and May 10, 2013, as evidenced by the publisher's affidavit heretofore presented and attached hereto as **EXHIBIT A**, and (ii) posted for at least twenty-one (21) days next preceding May 17, 2013 at three (3) public places in the City.

2. That on or prior to the hour of 5:00 o'clock p.m. on May 17, 2013, no petition signed by twenty percent (20%) of the qualified electors of said City objecting to and protesting such loan secured by the promissory note nor any other objection of any kind or character against entering into the loan secured by the promissory note described in the aforesaid resolution had been filed or presented by the qualified voters of said City; and

3. That the Mayor and City Council of the City is now authorized and empowered by the provisions of Mississippi Code 1972 Annotated, Sections 21-27-23 and 21-27-41 through 21-27-69, as amended (the "Bond Act"), to adopt this resolution (the "No Protest Resolution") to enter into the hereinafter described loan secured by the promissory note without any election on the question of entering into such loan secured by the promissory note; and

4. That the Mayor and City Council of the City, acting for an on behalf of the City, pursuant to Mississippi Code Annotated §§31-25-1 et seq., as amended (the "Act"), desire to enter into the loan, as hereinafter described, with the Mississippi Development Bank, secured by the promissory note and pursuant to the Act, the Intent Resolution and the No Protest Resolution the City is authorized to borrow funds by entering into such loan secured by the promissory note without the necessity of calling and holding an election on the question of entering into such loan secured by the promissory note.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF GAUTIER, MISSISSIPPI, AS FOLLOWS:

SECTION 1. That the Mayor and City Council of the City, acting for an on behalf of the City, pursuant to the Act, the Intent Resolution and the No Protest Resolution are authorized to borrow funds by entering into Loan secured by the Note, as all hereinafter defined and described.

SECTION 2. That City shall be and is hereby authorized to enter into a loan with the Mississippi Development Bank pursuant to the Act (the "Loan") secured by the not to exceed \$3,500,000 Promissory Note (Gautier, Mississippi Combined Utility System Project) (the "Note"), which Loan and Note are to be funded from the proceeds of bonds of the Mississippi Development Bank (the "Bank Bonds") to raise money for the purpose of providing funds for (i) improving, repairing and extending the combined utility system of the City, and other authorized

purposes under the Act, including funding a debt service reserve fund for the Bank Bonds and paying capitalized interest, and (ii) paying the costs of issuance of the Bank Bonds and the Note, in accordance with further orders, resolutions and directions of the Mayor and City Council.

Council Member _____ moved and Council Member _____ seconded the motion to adopt the foregoing resolution, and the question being put to a roll call vote, the result was as follows:

Mayor Tommy Fortenberry	Voted: _____
Council Member Johnny Jones	Voted: _____
Council Member Hurley Ray Guillotte	Voted: _____
Council Member Gordon T. Gollott	Voted: _____
Council Member Scott D. Macfarland	Voted: _____
Council Member Adam D. Colledge	Voted: _____
Council Member Mary F. Martin	Voted: _____

The motion having received the affirmative vote of a majority of the members present, the Mayor declared the motion carried and the No Protest Resolution adopted, on this the 21st day of May, 2013.

MAYOR

ATTEST:

CITY CLERK

(SEAL)

EXHIBIT A
PROOF OF PUBLICATION

ButlerSnow 16376500v1

4-26-13 MS Press

340 legals - Mississippi

CATION OF NOTICE OF SUCH INTENTION.
WHEREAS, the City of Gautier, Mississippi (the "City"), is authorized under the provisions of Sections 21-27-23 and 21-27-41 through 21-27-69, Mississippi Code of 1972, as amended from time to time (the "Bond Act") and Sections 31-25-1 et seq., Mississippi Code of 1972, as amended from time to time (the "Bank Act") and together with the Bond Act, the "Act"), to enter into a loan (the "Loan") with the Mississippi Development Bank (the "Bank") secured by a promissory note (the "Note") pursuant to the Act in such amounts as it may find necessary and proper in order to provide funds for the improvement, repair and extension of the combined utility system of the City (the "System") and other authorized purposes under the Act (together, the "Project"); and

WHEREAS, the Mayor and City Council find and determine that it is necessary and proper to improve, repair and extend the System which improvements, repairs and extensions are to be done substantially in accordance with plans and specifications prepared by engineers employed by the City and approved by the Mayor and City Council; and

WHEREAS, the Mayor and City Council have caused an estimate to be made of the cost of such improvements, repairs and extensions by competent engineers and the costs of such estimates plus the costs of other authorized purposes under the Act from which estimates and other costs the Mayor and City Council find that the total aggregate contemplated costs thereof will not exceed Three Million Five Hundred Thousand Dollars (\$3,500,000); and

WHEREAS, it is necessary for the health and well-being of the citizens of the City to enter into a loan (the "Loan") with the Bank secured by the Note pursuant to the Act, for the purposes herein stated, and for the Bank to issue its not to exceed \$3,500,000 Special Obligation Bonds, Series 2013 (Gautier Special Obligation Bonds, Series 2013) (the "Bonds") (the "Bonds") to finance the Loan and the Note to fund the Project; and

WHEREAS, it is necessary, proper and economically feasible that the City issue its Note to secure the Loan from the Bank to the City to secure the Loan and Bank Bonds, pursuant to the Act, for the purposes herein stated and under the provisions hereinafter set forth and as provided by law.

WHEREAS, THEREFORE, BE IT RESOLVED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF GAUTIER, MISSISSIPPI:

SECTION 1. That the Mayor and City Council of the City of Gautier, Mississippi, do hereby declare its intention to enter into the Loan with the Bank secured by its Note said Loan and Note to be in a total amount not to exceed Three Million Five Hundred Thousand Dollars (\$3,500,000) to raise money to provide funds for the Project.

SECTION 2. The principal and interest on the said Loan and Note shall be payable over a period not to exceed twenty (20) years solely from revenues derived and to be derived from operation of the combined utility system of the City, subject to the prior payment of the reasonable and necessary expense of operating and maintaining the System and subject to the prior lien of debt service on certain State Revolving Fund Loans (the "SRF Loans"), existing on the date of entering into the Loan and the issuance of the Note, from the State of Mississippi to the City, and the parity lien of the City's outstanding \$9,995,000 Combined Utility System Revenue Refunding Bonds, Series 2012 (the "2012 Bonds"). Said Loan and Note shall not constitute an indebtedness of the City within the meaning of any statutory or charter restriction, limitation, or provision, and the taxing power of the City will not be pledged to the payment of said Loan and Note, but the same, together with the interest thereon, shall be payable solely from revenues of the System subject to the prior payment of the reasonable and necessary expense of operating and maintaining the System and the prior lien of debt service on the SRF Loans and the parity lien of the 2012 Bonds.

SECTION 3. Unless a protest in writing signed by not less than twenty percent (20%) of the qualified electors of the City of Gautier, Mississippi, objecting to and protesting against the Loan and the Note is filed with the City Clerk on or before 5:00 o'clock p.m. on May 17, 2013, the Mayor and City Council of the City of Gautier, Mississippi, will authorize the Loan and the issuance of the Note at a meeting of the Mayor and City Council set for 6:30 o'clock p.m. on May 21, 2013, which date shall be more than ten (10) days after the date of the last publication of this resolution. If such sufficient protest and objection is filed on or before the date and hour hereinabove set forth, the question of entering into said Loan and the issuance of the Note shall be submitted to an election to be held as provided in Mississippi Code 1972 Annotated, Section 21-27-43, as amended.

SECTION 4. This resolution shall be (i) published once a week for at least three consecutive weeks in The Mississippi Press, a newspaper published in the City of Pascagoula, Mississippi, and having a general circulation in the City and qualified under the provisions of Section 13-3-31, Mississippi Code of 1972, as amended; and the last publication of this resolution shall be not more than ten (10) days prior to the date hereinabove set forth as the deadline for the filing of objection or protest and shall be more than ten (10) days prior to the date hereinabove set forth for the meeting of the Mayor and City Council to authorize entering into said Loan and the issuance of the Note; and (ii) be posted for at least twenty-one (21) days next preceding the date fixed therein at three (3) public places in the City.

SECTION 5. The City Clerk is hereby directed to procure from the publisher of the aforesaid newspaper the customary proof of publication of this resolution and have the same before the Mayor and City Council on the day and hour hereinabove specified.

Council Member Colledge moved and Council Member Martin seconded the motion to adopt the foregoing resolution, and the question being put to a roll call vote, the result was as follows:

- Mayor Tommy Fortenberry
Voted: Yes
- Council Member Johnny Jones
Voted: Yes
- Council Member Hurley Ray Guillotte
Voted: Yes
- Council Member Gordon T. Gollott
Voted: Yes
- Council Member Scott D. Macfarland
Voted: Yes
- Council Member Adam D. Colledge
Voted: Yes
- Council Member Mary F. Martin
Voted: Yes

The motion having received the affirmative vote of a majority of the members present, the Mayor declared the motion carried and the resolution adopted, on this the 16th day of April, 2013.

TOMMY FORTENBERRY
MAYOR

CITY CLERK
Cynthia Russell

(SEAL)

THE MISSISSIPPI PRESS
APRIL 26, MAY 3, 10, 2013

M. W. L. - 1 in MS Press April 26, 2013

REVENUE PROJECT); AND DIRECTING PUBLICATION OF NOTICE OF SUCH INTENTION.

WHEREAS, the City of Gautier, Mississippi (the "City"), is authorized under the provisions of Sections 21-27-23 and 21-27-41 through 21-27-69, Mississippi Code of 1972, as amended from time to time (the "Bond Act") and Sections 31-25-1 et seq., Mississippi Code of 1972, as amended from time to time (the "Bank Act" and together with the Bond Act, the "Act"), to enter into a loan (the "Loan") with the Mississippi Development Bank (the "Bank") secured by a promissory note (the "Note") pursuant to the Act in such amounts as it may find necessary and proper in order to provide funds for the improvement, repair and extension of the combined utility system of the City (the "System") and other authorized purposes under the Act (together, the "Project"); and WHEREAS, the Mayor and City Council find and determine that it is necessary and proper to improve, repair and extend the System which improvements, repairs and extensions are to be done substantially in accordance with plans and specifications prepared by engineers employed by the City and approved by the Mayor and City Council; and WHEREAS, the Mayor and City Council have caused an estimate to be made of the cost of such improvements, repairs and extensions by competent engineers and the costs of such estimates plus the costs of other authorized purposes under the Act from which estimates and other costs the Mayor and City Council find that the total aggregate contemplated costs thereof will not exceed Three Million Five Hundred Thousand Dollars (\$3,500,000); and WHEREAS, it is necessary for the health and well-being of the citizens of the City to enter into a loan (the "Loan") with the Bank secured by the Note pursuant to the Act, for the purposes herein stated, and for the Bank to issue its not to exceed \$3,500,000 Special Obligation Bonds, Series 2013 (Gautier, Mississippi Combined Utility System Revenue Project) (the "Bank Bonds") to finance the Loan and the Note to fund the Project; and WHEREAS, it is necessary, proper and economically feasible that the City issue its Note to secure the Loan from the Bank to the City said Loan and Note being funded from the proceeds of the Bank Bonds, pursuant to the Act, for the purposes herein stated and under the procedures hereinafter set forth and as provided by law.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF GAUTIER, MISSISSIPPI:

SECTION 1. That the Mayor and City Council of the City of Gautier, Mississippi, do hereby declare its intention to enter into the Loan with the Bank secured by its Note said Loan and Note to be in a total amount not to exceed Three Million Five Hundred Thousand Dollars (\$3,500,000) to raise money to provide funds for the Project.

SECTION 2. The principal and interest on the said Loan and Note shall be payable over a period not to exceed twenty (20) years solely from revenues derived and to be derived from operation of the combined utility system of the City, subject to the prior payment of the reasonable and necessary expense of operating and maintaining the System and subject to the prior lien of debt service on certain State Revolving Fund Loans (the "SRF Loans"), existing on the date of entering into the Loan and the issuance of the Note, from the State of Mississippi to the City, and the parity lien of the City's outstanding \$9,995,000 Combined Utility System Revenue Refunding Bonds, Series 2012

(the "2012 Bonds"). Said Loan and Note shall not constitute an indebtedness of the City within the meaning of any statutory or charter restriction, limitation, or provision, and the taxing power of the City will not be pledged to the payment of said Loan and Note, but the same, together with the interest thereon, shall be payable solely from revenues of the System subject to the prior payment of the reasonable and necessary expense of operating and maintaining the System and the prior lien of debt service on the SRF Loans and the parity lien of the 2012 Bonds.

SECTION 3. Unless a protest in writing signed by not less than twenty percent (20%) of the qualified electors of the City of Gautier, Mississippi, objecting to and protesting against the Loan and the Note is filed with the City Clerk on or before 5:00 o'clock p.m. on May 17, 2013, the Mayor and City Council of the City of Gautier, Mississippi, will authorize the Loan and the issuance of the Note at a meeting of the Mayor and City Council set for 6:30 o'clock p.m. on May 21, 2013, which date shall be more than ten (10) days after the date of the last publication of this resolution. If such sufficient protest and objection is filed on or before the date and hour hereinabove set forth, the question of entering into said Loan and the issuance of the Note shall be submitted to an election to be held as provided in Mississippi Code 1972 Annotated, Section 21-27-43, as amended.

SECTION 4. This resolution shall be (i) published once a week for at least three consecutive weeks in The Mississippi Press, a newspaper published in the City of Pascagoula, Mississippi, and having a general circulation in the City and qualified under the provisions of Section 13-3-31, Mississippi Code of 1972, as amended; and the last publication of this resolution shall be not more than ten (10) days prior to the date hereinabove set forth as the deadline for the filing of objection or protest and shall be more than ten (10) days prior to the date hereinabove set forth for the meeting of the Mayor and City Council to authorize entering into said Loan and the issuance of the Note; and (ii) be posted for at least twenty-one (21) days next preceding the date fixed therein at three (3) public places in the City.

SECTION 5. The City Clerk is hereby directed to procure from the publisher of the aforesaid newspaper the customary proof of publication of this resolution and have the same before the Mayor and City Council on the day and hour hereinabove specified. Council Member Colledge moved and Council Member Martin seconded the motion to adopt the foregoing resolution, and the question being put to a roll call vote, the result was as follows:

Mayor Tommy Fortenberry
Voted: Yes

Council Member Johnny Jones
Voted: Yes

Council Member Hurley Ray Guillotte
Voted: Yes

Council Member Gordon T. Gollott
Voted: Yes

Council Member Scott D. Macfarland
Voted: Yes

Council Member Adam D. Colledge
Voted: Yes

Council Member Mary F. Martin

Legal Advertising

A RESOLUTION OF THE MAYOR AND CITY COUNCIL OF THE CITY OF GAUTIER, MISSISSIPPI (THE "CITY"), DECLARING THE INTENTION OF THE CITY TO ENTER INTO A LOAN (THE "LOAN") WITH THE MISSISSIPPI DEVELOPMENT BANK (THE "BANK") SECURED BY A PROMISSORY NOTE (THE "NOTE") PURSUANT TO MISSISSIPPI CODE 1972 ANNOTATED, SECTIONS 21-27-23 AND 21-27-41 THROUGH 21-27-69, AS AMENDED FROM TIME TO TIME (THE "BOND ACT") AND SECTIONS 31-25-1 ET SEQ., MISSISSIPPI CODE OF 1972, AS AMENDED FROM TIME TO TIME (THE "BANK ACT") AND TOGETHER WITH THE BOND ACT, THE "ACT") FOR THE PURPOSES OF PROVIDING FUNDS FOR IMPROVING, REPAIRING, AND EXTENDING THE COMBINED UTILITY SYSTEM OF THE CITY AND OTHER AUTHORIZED PURPOSES UNDER THE ACT, SAID LOAN AND NOTE BEING FUNDED BY THE BANK FROM THE ISSUANCE OF ITS NOT TO EXCEED \$3,500,000 SPECIAL OBLIGATION BONDS, SERIES 2013 (GAUTIER, MISSISSIPPI COMBINED UTILITY SYSTEM

May 3, 2013 published in M&S Press

A RESOLUTION OF THE MAYOR AND CITY COUNCIL OF THE CITY OF GAUTIER, MISSISSIPPI (THE "CITY") REGARDING THE INTENTION OF THE CITY TO ENTER INTO A LOAN (THE "LOAN") WITH THE MISSISSIPPI DEVELOPMENT BANK (THE "BANK") SECURED BY A PROMISSORY NOTE (THE "NOTE") PURSUANT TO MISSISSIPPI CODE ANNOTATED SECTIONS 21-27-23 AND 21-27-41 THROUGH 21-27-69, AS AMENDED FROM TIME TO TIME (THE "BOND ACT") AND SECTIONS 21-25-1 ET SEQ, MISSISSIPPI CODE OF 1972, AS AMENDED FROM TIME TO TIME (THE "BANK ACT") AND TOGETHER WITH THE BOND ACT, THE "ACT") FOR THE PURPOSES OF PROVIDING FUNDS FOR IMPROVING, REPAIRING, AND EXTENDING THE COMBINED UTILITY SYSTEM OF THE CITY AND OTHER AUTHORIZED PURPOSES UNDER THE ACT, SAID LOAN AND NOTE BEING FUNDED BY THE BANK FROM THE ISSUANCE OF ITS NOT TO EXCEED \$3,500,000 SPECIAL OBLIGATION BONDS, SERIES 2013 (GAUTIER, MISSISSIPPI COMBINED UTILITY SYSTEM REVENUE PROJECT); AND DIRECTING PUBLICATION OF NOTICE OF SUCH INTENTION.

WHEREAS, the City of Gautier, Mississippi (the "City"), is authorized under the provisions of Sections 21-27-23 and 21-27-41 through 21-27-69, Mississippi Code of 1972, as amended from time to time (the "Bond Act") and Sections 21-25-1 et seq., Mississippi Code of 1972, as amended from time to time (the "Bank Act") and together with the Bond Act, the "Act" to enter into a loan (the "Loan") with the Mississippi Development Bank (the "Bank") secured by a promissory note (the "Note") pursuant to the Act in such amounts as it may find necessary and proper in order to provide funds for the improvement, repair and extension of the combined utility system of the City (the "System") and other authorized purposes under the Act (together, the "Project"); and WHEREAS, the Mayor and City Council find and determine that it is necessary and proper to improve, repair and extend the System which improvements, repairs and extensions are to be done substantially in accordance with plans and specifications prepared by engineers employed by the City and approved by the Mayor and City Council; and WHEREAS, the Mayor and City Council have caused an estimate to be made of the cost of such improvements, repairs and extensions by competent engineers and the costs of such purposes under the Act from which estimates and other costs the Mayor and City Council find that the total aggregate contemplated costs thereof will not exceed Three Million Five Hundred Thousand Dollars (\$3,500,000); and WHEREAS, it is necessary for the health and well-being of the citizens of the City to enter into a loan (the "Loan") with the Bank secured by the Note pursuant to the Act, for the purposes herein stated, and for the Bank to issue its not to exceed \$3,500,000 Special Obligation Bonds, Series 2013 (Gautier, Mississippi Combined Utility System Revenue Project) (the "Bank Bonds") to finance the Loan and the Note to fund the Project; and WHEREAS, it is necessary, proper and economically feasible that the City issue its Note to secure the Loan from the Bank to the City said Loan and Note being funded from the proceeds of the Bank Bonds, pursuant to the Act, for the purposes herein stated and under the procedures hereinafter set forth and as provided by law.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF GAUTIER, MISSISSIPPI:

SECTION 1. That the Mayor and City Council of the City of Gautier, Mississippi, do hereby declare its intention to enter into the Loan with the Bank secured by its Note said Loan and Note to be in a total amount not to exceed Three Million Five Hundred Thousand Dollars (\$3,500,000) to raise money to provide funds for the Project.

SECTION 2. The principal and interest on the said Loan and Note shall be payable over a period not to exceed twenty (20) years solely from revenues derived and to be derived from operation of the combined utility system of the City, subject to the prior payment of the reasonable and necessary expense of operating and maintaining the System and subject to the prior lien of debt service on certain State Revolving Fund Loans (the "SRF Loans"), existing on the date of entering into the Loan and the issuance of the Note, from the State of Mississippi to the City, and the parity lien of the City's outstanding \$9,995,000 Combined Utility System Revenue Refunding Bonds, Series 2012 (the "2012 Bonds"). Said Loan and Note shall not constitute an indebtedness of the City within the meaning of any statutory or charter restriction, limitation, or provision, and the taxing power of the City will not be pledged to the payment of said Loan and Note, but the same, together with the interest thereon, shall be payable solely from revenues of the System and necessary expense of operating and maintaining the System and the prior lien of debt service on the SRF Loans and the parity lien of the 2012 Bonds.

SECTION 3. Unless a protest in writing signed by not less than twenty percent (20%) of the qualified electors of the City of Gautier, Mississippi, objecting to and protesting against the Loan and the Note is filed with the City Clerk on or before 5:00 o'clock p.m. on May 17, 2013, the Mayor and City Council of the City of Gautier, Mississippi, will authorize the Loan and the issuance of the Note at a meeting of the Mayor and City Council set for 6:30 o'clock p.m. on May 21, 2013, which date shall be more than ten (10) days after the date of the last publication of this resolution. If such sufficient protest and objection is filed on or before the date and hour hereinafore set forth, the question of entering into said Loan and the issuance of the Note shall be submitted to an election to be held as provided in Mississippi Code 1972 Annotated, Section 21-27-43, as amended.

SECTION 4. This resolution shall be (i) published once a week for at least three consecutive weeks in The Mississippi Press, a newspaper published in the City of Pascagoula, Mississippi, and having a general circulation in

SUBSTITUTED TRUSTEE'S NOTICE
 WHEREAS, on 30th day of November, 2007, Albert W. Livings and Kathy L. Livings, executed a certain Deed of Trust to TRSTE, Inc. Trustee for the benefit of Wachovia Mortgage Corporation, which Deed of Trust is of record in the office of the Chancery Clerk of Jackson, MS County, State of Mississippi in Book/Instrument No. 2659 / Inst. #200737926 at Page 106-201; and

Whereas said Deed of Trust was assigned at Deed Book 3049 / Inst # 201209421, Page 280, on June 8, 2012 to JPMorgan Chase Bank, National Association filed in the office of the aforesaid Chancery Clerk; and

WHEREAS, JPMorgan Chase Bank, National Association, has heretofore substituted Philip L. Martin as Trustee in lieu and in place of TRSTE, Inc by instrument dated 2/13/2013 and recorded in Book/Instrument # 3109 at Page 248-250; and

WHEREAS default having been made in the terms and conditions of said Land Deed of Trust and the entire debt secured thereby having been declared to be due and payable in accordance with the terms of said Deed of Trust and the legal holder of said indebtedness, having requested the undersigned Substitute Trustee to execute the trust, and sell said land, property, and all fixtures in accordance with the terms of said Land Deed of Trust and for the purpose of raising the sums due thereunder, together with attorney's fees, Substitute Trustee's fees and expenses of sale.

NOW, THEREFORE, I, Philip L. Martin, Substitute Trustee in said Deed of Trust, will on 5/22/2013 offer for sale at public outcry and sell within legal hours (being between the hours of 11:00 a.m. and 4:00 p.m.) at 3104 Magnolia Street, Pascagoula, MS - Main Front Door of Jackson, MS County Courthouse State of Mississippi, to the highest and best bidder for cash the following described property situated in Jackson, MS County, Mississippi, to-wit:

Lot 2183, Ocean Beach Estates Subdivision as per plat thereof recorded in Plat Book 5 at Page 42, Record of Official Plats on file and of record in the office of the Chancery Clerk of Jackson County, Mississippi.

Title to said property is believed to be good but I WILL CONVEY only such title as is vested in me as Substitute Trustee.

WITNESS MY SIGNATURE, on April 19, 2013
 /s/ Philip L. Martin
 Martin & Brunavs
 Attorneys At Law
 2600 North Druid Hills Road
 Atlanta, GA 30329
 (404) 962-0888 or (877) 740-0883-Phone
 kMail File # 13-16769MS
 Publication Dates: April 26, 2013 and May 7

Published in MS Press May 10, 2013

Tricia Thigpen

From: Chassity Bilbo <cbilbo@gautier-ms.gov>
Sent: Thursday, May 16, 2013 11:19 AM
To: tthigpen@gautier-ms.gov
Subject: FW: MDB - Gautier, MS W&S Bonds (2013)
Attachments: MDB - Gautier, MS W&S Bonds (2013) (111446) - No Protest Resolution.pdf

Chassity Bilbo
City Manager
Executive Assistant
City of Gautier
Phone: 228-497-8020
Cell: 228-219-7644
www.gautier-ms.gov

From: Jan Daniel [<mailto:Jan.Daniel@butlersnow.com>]
Sent: Thursday, May 16, 2013 10:49 AM
To: cbilbo@gautier-ms.gov
Subject: FW: MDB - Gautier, MS W&S Bonds (2013)

Jan C. Daniel

Bond Consultant

Butler, Snow, O'Mara, Stevens & Cannada, PLLC
Direct: (601) 985-4325
Fax: (601) 985-4500
Jan.Daniel@butlersnow.com

BUTLER | SNOW

About Butler Snow

V-Card

P.O. Box 6010
Ridgeland, MS 39158-6010

Suite 1400
1020 Highland Colony Parkway
Ridgeland, MS 39157

From: Jan Daniel
Sent: Wednesday, May 15, 2013 4:36 PM
To: sabell@gautier-ms.gov; robertgramsay@att.net
Cc: Lucien Bourgeois; 'Government Consultants'; demerygrubbs@yahoo.com
Subject: MDB - Gautier, MS W&S Bonds (2013)

On behalf of Lucien Bourgeois, please find attached the form of the no protest resolution for presentation to the Mayor and City Council at their 5/21 Council meeting in connection with the above referenced financing. This resolution is only applicable if there is no written protest presented on or before 5 p.m. on 5/17/13. If a written protest is presented, please notify this office and we will provide you with the proper resolution for presentation to the Mayor and City Council taking such written protest under advisement.

Please let us know if you have any questions and/or comments.

Jan C. Daniel

Bond Consultant

Butler, Snow, O'Mara, Stevens & Cannada, PLLC

Direct: (601) 985-4325

Fax: (601) 985-4500

Jan.Daniel@butlersnow.com

BUTLER | SNOW

About Butler Snow

V-Card

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