

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE HENDERSON COUNTY SCHOOL DISTRICT FINANCE CORPORATION, AMENDING A BOND RESOLUTION ADOPTED MAY 21, 2015.

WHEREAS, the Henderson County School District Finance Corporation (the "Corporation"), at the direction of the Board of Education of the Henderson County School District (the "Board") pursuant to and as permitted by KRS Sections 162.120 through 162.300, 162.385, and 58.180 as repealed, amended and reenacted (the "Act") adopted a resolution on May 21, 2015 (the "2015 Bond Resolution") authorizing the issuance of \$3,790,000 of Henderson County School District Finance Corporation School Building Revenue Bonds, Series of 2015, to be dated June 1, 2015 (the "Bonds"), for the purpose of financing a Tech Center addition and remodel at Henderson County High School (the "Project");and

WHEREAS, the 2015 Bond Resolution determined that Ohio Valley Financial Group, Henderson, Kentucky would serve as the Bond Registrar/Paying Agent for the Bonds, however, after adoption of the 2015 Bond Resolution, it was determined that Independence Bank, Bowling Green, Kentucky would serve as Bond Registrar/Paying Agent for the Bonds; and

WHEREAS, Independence Bank has requested that the 2015 Bond Resolution be amended to correct the initial determination and clarify that Independence Bank is to serve as Bond Registrar/Paying Agent for the Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE HENDERSON COUNTY SCHOOL DISTRICT FINANCE CORPORATION, AS FOLLOWS:

SECTION 1. AMENDMENT TO 2015 BOND RESOLUTION. Section 3 and Section 18 of the 2015 Bond Resolution are hereby amended to designate Independence Bank, Bowling Green, Kentucky as the Bond Registrar/Paying agent for the Bonds. Any reference to Ohio Valley Bank, Henderson, Kentucky in the 2015 Bond Resolution or other Bond documents shall be read as Independence Bank, Bowling Green, Kentucky.

SECTION 2. CONTRACTUAL NATURE OF RESOLUTION. This Resolution shall constitute a contract between the Corporation and all who may become the Registered Owners of the Bonds, and any bonds subsequently issued ranking on a parity therewith, and after the issuance and delivery of such Bonds, no change, variation or alteration of any kind in the provisions of this Resolution shall be made in any manner except for the purpose of curing any ambiguity, or of curing, correcting or supplementing any defective or inconsistent provisions contained herein.

SECTION 3. SEVERABILITY. If any section, paragraph or clause hereof shall be held invalid, the invalidity of said section, paragraph or clause shall not affect any of the remaining provisions of this Resolution.

SECTION 4. CONFLICTS REPEALED. All resolutions or parts thereof in conflict with the provisions of this Resolution are hereby repealed and this Resolution shall take effect and be in force upon its adoption.

Adopted June __, 2016.

President

Attest:

Secretary