

RESOLUTION OF THE BOARD OF DIRECTORS OF THE HOPKINS COUNTY SCHOOL DISTRICT FINANCE CORPORATION AUTHORIZING AND APPROVING THE EXECUTION OF AN ESCROW AGREEMENT BY AND BETWEEN THE CORPORATION AND INDEPENDENCE BANK; APPROVING THE REFUNDING AND REDEMPTION OF A PORTION OF THE HOPKINS COUNTY SCHOOL DISTRICT FINANCE CORPORATION SCHOOL BUILDING REFUNDING REVENUE BONDS, SERIES 2017A, DATED MAY 4, 2017; AND APPROVING THE PLAN OF PAYING AND FINANCING THE COST OF SAID REFUNDING AND REDEMPTION.

WHEREAS, the Hopkins County School District Finance Corporation (the "Corporation"), issued and sold its Hopkins County School District Finance Corporation School Building Refunding Revenue Bonds, Series 2017A, dated May 4, 2017 (the "Bonds"), for the purpose of providing funds to pay the cost, not otherwise provided, of providing funds to pay the cost, not otherwise provided, of refunding and refinancing certain of the Corporation's bond anticipation notes issued for the Area Technology Center in 2014; and

WHEREAS, the Board has determined it to be beneficial to use a portion of its funds to refund, redeem and/or defease a portion of the Bonds (the "Bonds to be Refunded"); and

WHEREAS, the Bonds to be Refunded are described in the Escrow Agreement (the "Escrow Agreement") by and between the Corporation and Independence Bank (the "Paying Agent").

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

1. That the Corporation hereby authorizes and agrees to enter into the Escrow Agreement, a copy of which shall be filed with the Corporation and made a part of this Resolution. The Bonds to be Refunded shall be paid and redeemed in accordance with the terms of the Escrow Agreement.

2. That the Corporation authorizes the purchase of U.S. Treasury Obligations or such other obligations with the funds being provided by the Board, as recommended by Robert W. Baird & Co. Incorporated, which U.S. Treasury Obligations or such other obligations shall be deposited with the Paying Agent for the purpose of paying the principal of and interest on the Bonds to be Refunded as the same become due and payable and to redeem the Bonds to be Refunded on the redemption date set forth in the Escrow Agreement.

3. That the President and Secretary are authorized and directed to execute all other and further instruments necessary and desirable in carrying out the plan of paying and redeeming the Bonds to be Refunded Bonds in accordance with the Escrow Agreement.

4. That this Resolution shall take effect from and after its passage and approval.

Passed and approved on October 17, 2022.

President

Secretary

CERTIFICATE OF SECRETARY

I, the undersigned, hereby certify that I am the duly qualified and acting Secretary of the Hopkins County School District Finance Corporation, that the foregoing Resolution is a true and correct copy of the Resolution authorizing an Escrow Agreement for the investment of funds for the payment and redemption of a portion of the Hopkins County School District Finance Corporation School Building Refunding Revenue Bonds, Series 2017A, that said Resolution was adopted at a duly called meeting of the Board of Directors held on October 17, 2022, at which a quorum was present, that said Resolution has not been amended, modified, revoked or repealed, and is now in full force and effect.

IN TESTIMONY WHEREOF, witness my signature as Secretary of said Corporation this October 17, 2022.

Secretary