

COUNTY OF TAYLOR, STATE OF FLORIDA

RESOLUTION NO. 2014 - N/A

RECORDED IN RESOLUTION BOOK _____, PAGE _____

A RESOLUTION APPROVING THE ISSUANCE BY THE TAYLOR COUNTY DEVELOPMENT AUTHORITY OF ITS SOLID WASTE DISPOSAL FACILITY REVENUE BONDS FOR THE PRINCIPAL PURPOSES OF FINANCING COSTS RELATING TO ACQUISITION, CONSTRUCTION, AND EQUIPPING OF A 520 TON PER DAY BIOGEN SOLID WASTE DISPOSAL FACILITY TO BE LOCATED IN TAYLOR COUNTY, FLORIDA; PROVIDING FOR THE PRELIMINARY APPROVAL BY THE AUTHORITY FOR THE ISSUANCE OF NOT EXCEEDING \$300,000,000 OF SUCH BONDS IN ONE OR MORE SERIES; AND PROVIDING FOR AN EFFECTIVE DATE.

BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF TAYLOR COUNTY, FLORIDA:

SECTION 1. FINDINGS. It is hereby ascertained, determined and declared as follows:

A. The Taylor County Development Authority (the "*Authority*") has submitted to the Board of County Commissioners of Taylor County, Florida (the "*County*") a copy of a resolution of the Authority which was adopted by the Authority on April 24, 2014 (the "*Authority Resolution*") granting its preliminary approval for the issuance by the Authority of its Solid Waste Disposal Facility Revenue Bonds in one or more series in an aggregate principal amount not to exceed \$300,000,000 (the "*Bonds*") and loaning the proceeds thereof to BioNitrogen Plant FL Taylor, LLC (the "*Borrower*") to: (i) finance the cost of the acquisition, construction, and equipping of a plant to be used for the purposes of transforming residual agricultural waste and other vegetative biomass materials and solid waste biomass into bulk urea for sale to agricultural wholesalers (the "*Project*"), which will be located on an approximately sixty (60) or more acre parcel of real property located in Taylor County, Florida; (ii) fund necessary reserves associated with the issuance of the Bonds; and (iii) pay certain costs of issuance associated with the issuance of the Bonds. A copy of the Authority Resolution is attached hereto as Exhibit A.

B. On May 20, 2014 the Authority held a public hearing, which public hearing was duly conducted by the Authority on such date upon reasonable public notice, and at which hearing members of the public were afforded reasonable opportunity to be heard on all matters pertaining to the location and nature of the Project, and the issuance of the Bonds for such purposes.

C. The Authority has requested the County to approve the issuance of the Bonds in order to satisfy the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended and Section 125.01(1)(z), Florida Statutes.

D. The purposes of Parts II, III, and VI of Chapter 159, Florida Statutes, will be effectively served and it is desirable and in the best interests of the County that the issuance of the Bonds and the use of the proceeds thereof to finance the costs of the Project be approved by the Board.

SECTION 2. APPROVAL OF ISSUANCE OF THE BONDS; FINANCING OF THE PROJECT. The issuance of the Bonds and the use of the proceeds thereof to finance the costs of the Project as contemplated by the Authority Resolution be and hereby are approved.

SECTION 3. LIMITED APPROVAL. The approval given herein shall not be construed as (A) an endorsement of the creditworthiness of the Borrower or the financial viability of the Project, (B) a recommendation to any prospective purchaser to purchase the Bonds, (C) an evaluation of the likelihood of the repayment of the debt service on the Bonds, or (D) approval of any necessary rezoning applications or approval or acquiescence to the alteration of existing zoning or land use nor approval for any other regulatory permits relating to the Project, and the Board shall not be construed by reason of its adoption of this Resolution to make any such endorsement, finding or recommendation or to have waived any right of the Board or estopping the Board from asserting any rights or responsibilities it may have in such regard. Further, the approval by the Board of the issuance of the Bonds by the Authority shall not be construed to obligate the County to incur any liability, pecuniary or otherwise, in connection with either the issuance of the Bonds, the acquisition and construction of the Project, and the Authority shall so provide in the financing documents setting forth the details of the Bonds.

SECTION 4. EFFECT OF RECITALS AND FINDINGS. To the extent that there are typographical and/or administrative errors that do not change the tone, tenor, or concept of this Resolution, then this Resolution may be revised without subsequent approval by the Board of County Commissioners.

SECTION 5. EFFECTIVE DATE. This Resolution shall take effect immediately upon its adoption.

ADOPTED, this 20th day of May, 2014.

(SEAL)



**BOARD OF COUNTY COMMISSIONERS OF
TAYLOR COUNTY, FLORIDA**

By: Malcolm V. Page
Malcom Page, Chairman

ATTEST:

Annie Mae Murphy
Annie Mae Murphy, Clerk

APPROVED AS TO FORM AND
LEGAL SUFFICIENCY:

Conrad C. Bishop
CONRAD C. BISHOP
County Attorney

EXHIBIT A
AUTHORITY RESOLUTION

**RESOLUTION OF THE
TAYLOR COUNTY DEVELOPMENT AUTHORITY**

AN INDUCEMENT RESOLUTION OF THE TAYLOR COUNTY DEVELOPMENT AUTHORITY RELATIVE TO THE PROPOSED ISSUANCE OF SOLID WASTE DISPOSAL FACILITY REVENUE BONDS FOR THE PRINCIPAL PURPOSES OF FINANCING COSTS RELATING TO THE ACQUISITION, CONSTRUCTION, AND EQUIPPING OF A 520 TON PER DAY BIOGEN SOLID WASTE DISPOSAL FACILITY TO BE LOCATED IN TAYLOR COUNTY, FLORIDA; PROVIDING FOR THE PRELIMINARY APPROVAL BY THE AUTHORITY FOR THE ISSUANCE OF NOT EXCEEDING \$300,000,000 OF SUCH BONDS IN ONE OR MORE SERIES; PROVIDING FOR CERTAIN RELATED MATTERS IN CONNECTION THEREWITH AND FOR AN EFFECTIVE DATE.

WHEREAS, BioNitrogen Plant FL Taylor, LLC (the "*Borrower*"), has heretofore applied to the Taylor County Development Authority (the "*Authority*"), to issue one or more series of Solid Waste Disposal Facility Revenue Bonds in an initial aggregate principal amount not to exceed \$300,000,000 (the "*Bonds*");

WHEREAS, the proceeds of the Bonds will be loaned to the Borrower, which will use the proceeds of the Bonds to: (i) finance the cost of the acquisition, construction, and equipping of a plant to be used for the purposes of transforming residual agricultural waste and other vegetative biomass materials and solid waste biomass into bulk urea for sale to agricultural wholesalers (the "*Project*"), which will be located on an approximately fifty (50) or more acre parcel of real property located in Taylor County, Florida; (ii) fund necessary reserves associated with the issuance of the Bonds; and (iii) pay certain costs of issuance associated with the issuance of the Bonds;

WHEREAS, the Borrower has requested the Authority loan the proceeds of the Bonds to the Borrower pursuant to Chapter 159, Parts II, III and VI, Florida Statutes, and such other provisions of Florida law as the Authority may determine advisable (the "*Act*") in order to accomplish the foregoing;

WHEREAS, the bond resolution granting the final authority for the issuance of the Bonds has not yet been adopted by the Authority;

WHEREAS, the issuance of the Bonds under the Act in one or more series of Solid Waste Disposal Facility Revenue Bonds not exceeding an aggregate principal amount of \$300,000,000 and the loaning of the proceeds thereof to finance the costs of the Project as described above under a loan agreement and other financing agreements which will provide that payments thereunder be at least sufficient to pay the principal of and interest and redemption premium, if any, on such Bonds and such other costs in connection therewith as may be incurred by the Authority, will assist the Borrower and promote the public purposes provided in the Act;

WHEREAS, in order to satisfy certain requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "*Code*"), the Authority will hold a public hearing on the proposed issuance of the Bonds for the purposes herein stated on a date to be determined, which date will be more than 14 days following the first publication of notice of such public hearing in a newspaper of general circulation in Taylor County, Florida (the "*County*") (the form of Notice of Public Hearing is attached hereto as EXHIBIT A), which public hearing will be conducted in a manner that provides a reasonable opportunity for persons with differing views to be heard, both orally and in writing, on the issuance of such Bonds and the location and nature of the Project and will be held in a location which, under the facts and circumstances, is convenient for the residents of the County; such notice is reasonably designed to inform residents of the County of the proposed issue, states the Authority will be the issuer of the Bonds, states the time and place of the hearing, and generally contains the information required by Section 147(f) of the Code and applicable regulations thereunder; and such 14 days are adequate for notice to be brought to the attention of all interested persons, exceeds the normal periods for notice of public hearings conducted by the Authority, and will provide sufficient time for interested persons to prepare for and to express their views at such hearing;

WHEREAS, the Borrower has agreed to execute and deliver to the Authority the Memorandum of Agreement for Issuance of Private Activity Revenue Bonds (the "*Memorandum of Agreement*") relating to the issuance of the Bonds, attached hereto as EXHIBIT B; and

WHEREAS, it is intended that this Resolution shall constitute official action toward the issuance of the Bonds within the meaning of the applicable United States Treasury Regulations and, specifically, to satisfy the requirements of Treasury Regulations Section 1.150-2 and to be a declaration of official intent under such Section.

IT IS, THEREFORE, DETERMINED AND RESOLVED BY THE TAYLOR COUNTY DEVELOPMENT AUTHORITY THAT:

SECTION 1. AUTHORITY FOR THIS RESOLUTION. This resolution, hereinafter called "*Resolution*" is adopted pursuant to the provisions of the Act and other applicable provisions of law.

SECTION 2. PRELIMINARY STATEMENT. This Resolution is entered into to permit the Borrower to proceed with additional commitments for the financing of the costs of the Project, to provide a limited expression of intention by the Authority prior to the issuance of the Bonds, to issue and sell the Bonds and make the proceeds thereof available to finance all or part of the costs of the Project, all in accordance with and subject to the provisions of the Constitution and other laws of the State of Florida, the Code and this Resolution, but subject in all respects to the terms of the Memorandum of Agreement.

SECTION 3. APPROVAL OF FINANCING OF THE PROJECT. The financing of the Project as described in the form Notice of Public Hearing, attached hereto as EXHIBIT A, through the issuance of the Bonds pursuant to the Act will promote the economic development and welfare of the citizens of the County, will provide jobs to residents of the County, will promote the general economic structure and development of the County, will thereby serve the public purposes of the Act and is hereby preliminarily approved, subject,

however, in all respects to the Borrower meeting the conditions set forth in the Memorandum of Agreement to the sole satisfaction of the Authority.

SECTION 4. EXECUTION AND DELIVERY OF MEMORANDUM OF AGREEMENT. The Chairman or the Vice-Chairman and the Secretary and any Assistant Secretary of the Authority are hereby authorized and directed to execute, for and on behalf of the Authority, the Memorandum of Agreement attached hereto as EXHIBIT B between the Authority and the Borrower providing understandings relative to the proposed issuance of the Bonds by the Authority to finance the costs of the Project in an initial aggregate principal amount not to exceed the lesser of (i) \$300,000,000 of taxable or tax exempt bonds, or (ii) the amount determined by the Authority and the Borrower to be necessary to accomplish the foregoing.

SECTION 5. AUTHORIZATION OF THE BONDS. There is hereby authorized to be issued and the Authority hereby determines to issue the Bonds, if so requested by the Borrower and subject to the conditions set forth in the Memorandum of Agreement attached hereto in one or more series of taxable or tax exempt Solid Waste Disposal Facility Revenue bonds in an aggregate principal amount not to exceed \$300,000,000 for the principal purposes of financing the costs of the Project. The rate of interest payable on the Bonds shall not exceed the maximum rate permitted by law.

SECTION 6. RECOMMENDATION FOR APPROVAL TO BOARD OF COUNTY COMMISSIONERS. The Authority hereby recommends the issuance of the Bonds and financing of the Project for approval to the Board of County Commissioners of Taylor County (the "*Board*"). The Authority hereby directs the Chairman or Vice-Chairman, Authority Counsel and Bond Counsel, either alone or jointly, at the expense of the Borrower, to cooperate in seeking approval for the issuance of the Bonds and the financing of the Project by the Board as the applicable elected representatives of the County under and pursuant to the Act and Section 147(f) of the Code.

SECTION 7. APPOINTMENT OF BOND COUNSEL. The firm of Jones Walker LLP, Baton Rouge, Louisiana, is hereby appointed by the Authority to act as Bond Counsel to the Authority in connection with the issuance by the Authority of the Bonds.

SECTION 8. APPOINTMENT OF SPECIAL COUNSEL. The firm of Smith & Smith, P.A., Perry, Florida, is hereby appointed by the Authority to act as Special Counsel to the Authority in connection with the issuance by the Authority of the Bonds.

SECTION 9. GENERAL AUTHORIZATION. The Chairman, the Vice-Chairman and the Secretary and any Assistant Secretary are hereby further authorized to proceed with the undertakings on the part of the Authority and are further authorized to take such steps and actions as may be required or necessary in order to cause the Authority to issue the Bonds subject in all respects to the terms and conditions set forth herein and in the Memorandum of Agreement.

SECTION 10. AFFIRMATIVE ACTION. This resolution evidences the official intent of the Authority toward the issuance of the Bonds, as contemplated in the Memorandum of Agreement, in accordance with the purposes of the laws of the State of Florida and the applicable

United States Treasury Regulations, Section 1.150-2(e). The Bonds are not expected to exceed an aggregate principal amount of \$300,000,000.

SECTION 11. LIMITED OBLIGATIONS. The Bonds and the interest thereon shall not constitute an indebtedness or pledge of the general credit or taxing power of the County, the Authority, the State of Florida or any political subdivision or agency thereof but shall be payable solely from the revenues pledged therefor pursuant to a loan agreement or other financing agreement entered into by and between the Authority and the Borrower prior to or contemporaneously with the issuance of the Bonds.

SECTION 12. LIMITED APPROVAL. The approval given herein shall not be construed as an approval of any necessary rezoning applications nor for any other regulatory permits relating to the Project and the Authority shall not be construed by reason of its adoption of this resolution to (i) attest to the Borrower's ability to repay the indebtedness represented by the Bonds, (ii) a recommendation to prospective purchasers of the Bonds to purchase the same, or (iii) have waived any right of the County or stopping the County from asserting any rights or responsibilities it may have in that regard. In addition, this Resolution and the Memorandum of Agreement attached hereto as EXHIBIT B are conditioned upon and subject to: (i) the determination by the Authority, in its sole and absolute discretion at a date in the future, that it is in the best interests of the Authority, the residents of the County and other counties in Region 2 to use the tax exempt volume cap allocation potentially available to the Authority to issue the Bonds; (ii) receipt of the necessary volume cap tax exempt allocation from the State of Florida, Division of Bond Finance; (iii) receipt of the approval of the Project and the proposed financing of the Project by the Board; (iv) the ownership and control of the Borrower and its principals shall not vary more than five (5%) percent from what has been represented to the Authority in the Borrower's Application; and (v) the proposed Project, including, but not limited to design, materials, type of construction materials, etc., shall not change materially without the prior written consent of the Authority.

SECTION 13. BOND ALLOCATION. Upon approval by the Board of the issuance of the Bonds and the financing of the Project and a determination by the Authority to request private activity bond allocation with respect to such Bonds, the Chairman, Vice Chairman, or Authority's Counsel are hereby authorized to execute all necessary documents for obtaining and preserving an allocation from the State of Florida, Division of Bond Finance upon request by the Borrower.

SECTION 14. EFFECTIVE DATE. This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED this ____ day of April, 2014.

(SEAL)

**TAYLOR COUNTY
DEVELOPMENT AUTHORITY**

By: _____

Jim Bassett
Jim Bassett, Chairman

ATTEST:

Rudolph Parker
_____, Secretary

Keaton Beach Fishing Report

Sunny weekends bring the crowds

BY PATT MCGRIFF
 overcast sky loomed.
 Word! A lot has been going on at Keaton Beach and a lot is going on this weekend.
 The Perry Optimist Club's 23rd annual Saltwater Tournament is Saturday and Sunday. A great change event benefiting the kids of the town.

Last Saturday it looked like Memorial Day weekend. The boat weren't too many about the crowds and kids took a day off. We managed a limit of 10 trout for my charter but that it was tough.

Sunday was a grand improvement as I had Keith and Ben Golden of Tallahassee onboard and we managed a magnificent haul of 15 trout with three over 20 inches in length. There we found the hole and caught three that were 27, 26.75 and 26.5 inches long. All three fish are live pinks and five shrimp under back Bay Headless.

Tuesday I took out Dave Booth of Tifton, Ga., his brother Larry Booth of Marietta and Bill Cluck of Virginia and we brought in 20 trout in under three hours with the top 10 weighing 26.5 pounds. We caught all these fish on live pink under back Bays from 5.5 feet of water in 18 knot wind.

Here are some reports from Lynn from Sea Reg Marina at Keaton Beach: Thanks Lynn for everything! Jack Minchey of Baton Rouge, La., fished three days last week and caught his limit each day one had three trout, 7 blue and 10 Spanish mackerel. Jack was using live pinkish under Cajun Thunders in 4 feet of water.

Honey and son Harrell of Tallahassee had the limit of four Saturday using a whole Jack Shad bouncing the bottom and Catch 2000 in 8 feet of water Tommy and Betty Brown of Jennings



Keith Golden of Tallahassee caught this beautiful reelfish recently while fishing with Pat McGriff of One More Cast Guide Service.

Women's fishing clinic set in Fernandina Beach

I trust that with an opportunity and your line into the sea by attending the Florida Fish and Wildlife Conservation Commission (FWC) Women's Fishing Clinic in Fernandina Beach on Saturday, May 10.

Anglers compete for prizes totaling \$13,000 Saturday

The 22nd Annual Perry Optimist Saltwater Fishing Tournament is coming up Saturday, May 3. Three weight classes include Seabag in Steinhebece, Seabag in Keaton Beach and Brooming River Keaton.

The fishing happens in 7 a.m. with a 4 p.m. weigh-in. The entry fee is \$30 per person.

More than \$15,000 in cash and prizes will be awarded.

- Largest trout \$3,000, 2nd \$1,000, 3rd \$250;
- Largest legal redfish \$1,000, 2nd \$500;
- Largest Cobia \$500.

There is also a drawing for a 15-foot Carolina Skiff and trailer with 25 hp. Yamaha motor. Tickets are \$20 each. For more information visit www.perryoptimist.org or call Forbes at 850-643-0378.

Participants will take home a 100gms. hobby and leave with a new appreciation for the marine environment," organizers said.

"They will learn the basics of environmental stewardship, fishing ethics, angling skills, safety and the importance of Florida's natural ecosystems in a fun, fish-back atmosphere."

The first day-long clinic is from 8:30 a.m. until 4 p.m. in a responsible p.m. The event will be at Port Clinch State Park, 2601 Atlantic Ave.

Advance registration is required, and the cost is capped at 20 participants.

Participants must have a valid Florida fishing license and a valid boat registration, and must have a valid Florida fishing license and a valid boat registration.

TIDE TABLES

F 2	High 5:14 AM	3.1	6	High 8:38 AM	2.8
2	Low 10:18 AM	1.3	6	Low 1:33 PM	1.8
2	High 4:08 PM	3.8	6	High 6:54 PM	2.8
2	Low 11:28 PM	-0.1	W 7	Low 2:46 AM	0.9
Se 3	High 5:58 AM	3.0	7	High 9:03 AM	2.7
3	Low 10:52 AM	1.4	7	Low 3:12 PM	1.8
3	High 4:40 PM	3.6	7	High 8:36 PM	2.5
St 4	Low 12:06 AM	0.2	Th 8	Low 3:57 AM	1.0
4	High 6:37 AM	2.8	8	High 10:35 AM	2.8
4	Low 11:52 AM	1.8	8	Low 4:47 PM	1.5
4	High 5:14 PM	3.4	8	High 10:36 PM	2.5
M 5	Low 12:40 AM	0.4	F 9	Low 4:50 AM	1.1
5	High 7:51 AM	2.7	0	High 11:43 AM	3.0
5	Low 12:22 PM	1.7	9	Low 5:53 PM	1.2
5	High 5:55 PM	3.1	9	High 11:53 PM	2.7
Th 6	Low 1:41 AM	0.7			

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\$300,000,000 TAYLOR COUNTY DEVELOPMENT AUTHORITY SOLID WASTE DISPOSAL FACILITY REVENUE BONDS (BIONITROGEN PLANT FL TAYLOR, LLC PROJECT) IN ONE OR MORE SERIES

NOTICE OF PUBLIC HEARING

Notice is hereby given that the Taylor County Development Authority (the "Issuer") will conduct and hold a public hearing at the office of the Issuer, 103 E. Elio St., Perry, Florida 32347 in Taylor County, Florida on Tuesday, May 20th, 2014 at 2 PM to hear any objections with respect to the issuance, sale, and delivery by the Issuer of its not to exceed \$300,000,000 Solid Waste Disposal Facility Revenue Bonds (BioNitrogen Plant FL Taylor, LLC Project) in one or more series, taxable or tax-exempt (the "Bonds").

The proceeds of the Bonds will be loaned by the Issuer to Bionitrogen Plant FL Taylor, LLC (the "Company"). The Company will use the proceeds of the Bonds for the purposes of: (i) financing the cost of the acquisition, construction, and equipping of a plant to be used for the purposes of transforming residual agricultural waste and other vegetative biomass materials into solid waste biomass into bulk urea for sale to agricultural enterprises (the "Project"), which will be located in Taylor County, Florida on an approximately sixty (60) acre parcel of land commonly known as the Foley Lands consisting of two adjoining lots along County Road 30 and situated within the boundaries of Eustis Center Road to the north, County Road 30 to the southeast, and Foley Cut Off Road to the west; (ii) funding necessary reserves associated with the issuance of the Bonds; and (iii) paying certain costs of issuance associated with the issuance of the Bonds. The Project will be owned and operated by the Company or one or more of its filial subsidiaries, or related entities. The sole limited purpose of the Issuer's approval of the issuance of the Bonds and the location and nature of the Project is to comply with the provisions of Section 147(f) of the Internal Revenue Code of 1986, as amended (Taylor County, Florida (the "County") will not issue and will not be obligated on the Bonds.

The Bonds are being issued under the Authority of Parts II, III, and VI of Chapter 160, Florida Statutes, and such other provisions of Florida law as the Issuer may determine advisable (the "Act"), and are being loaned to the Company by the Issuer and (notwithstanding the Act), and are being loaned to the Company by the Issuer and (notwithstanding the Act). The Bonds shall be payable solely from the revenues derived from a loan and other financing documents to be negotiated between the Issuer and the Company prior to or contemporaneously with the issuance of the Bonds. Such revenues and the interest thereon shall not constitute an endorsement or pledge of the general credit or taxing power of the Issuer, the County, the State of Florida, or any political subdivision or agency thereof. Issuance of the Bonds is subject to several conditions, including satisfactory documentation and approval of necessary approvals for the financing. The aforementioned meeting shall be a public meeting and all persons who may be interested will be given an opportunity to be heard concerning the same. Written comments may also be submitted prior to the hearing to the County Administrator at 103 E. Elio St., Perry, Florida 32347. Comments made at the hearing are for the consideration of the Issuer, the County, and the State of Florida and will not bind the Issuer or the County as to any action it may take.

ALL PERSONS FOR OR AGAINST SAID APPROVAL CAN BE HEARD AT SAID TIME AND PLACE. IF A PERSON DECIDES TO APPEAL ANY DECISION MADE BY THE ISSUER WITH RESPECT TO ANY MATTER CONSIDERED AT SUCH MEETING OR HEARING, HE OR SHE WILL NEED A RECORD OF THE PROCEEDINGS AND THAT FOR SUCH PURPOSE, HE OR SHE MAY NEED TO ENSURE THAT A VERBATIM RECORD OF THE PROCEEDINGS IS MADE, WHICH RECORD INCLUDES THE TESTIMONY AND EVIDENCE UPON WHICH THE APPEAL IS TO BE BASED.

In accordance with the Americans with Disabilities Act, persons needing a special accommodation to participate in this proceeding should contact the Issuer or County no later than seven (7) days prior to the proceeding at the address giving in this notice or telephone: (850) 584-9827

Dated: May 1, 2014

CONGRATULATIONS
Cassidy Stephens Pridgeon
 Florida State University
 Bachelor of Science
 Visual Disabilities
 Summa Cum Laude
 May 3, 2014
 We Love You!
 Stephens & Pridgeons