

NEBRASKA AUDITOR OF PUBLIC ACCOUNTS

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STATE OF NEBRASKA
OFFICE OF THE AUDITOR OF PUBLIC ACCOUNTS

September 21, 2012

The office of the Auditor of Public Accounts of the State of Nebraska is in receipt of the bond issuance documents for Sanitary & Improvement District No. 458 of Douglas County, Nebraska, General Obligation Refunding Bonds, Series 2012. These documents have been filed pursuant to the requirements of Neb. Rev. Stat. § 10-140 (Reissue 2007).

(SEAL)

Ashley Colee, Bond Registrar

MEMO OF BOND FOR REGISTRATION

Office of Auditor of Public Accounts Attn: Ms. Ashley Colee P.O. Box 98917 State Capitol, Room 2303 Lincoln, NE 68509

RE: \$2,425,000 Douglas County, Nebraska of Sanitary and Improvement District No. 458 General Obligation Refunding Bonds, Series 2012



Dear Jammie

Pursuant to a resolution passed and approved by the Board of Trustees of Sanitary and Improvement District No. 458 of Douglas County, Nebraska, the District is issuing its \$2,425,000 of General Obligation Refunding Bonds, Series 2012, dated October 15, 2012. All of the Series 2012 Bonds of this issue are being issued in fully registered form pursuant to Section 10-135, R.R.S. 1943, as amended. Pursuant to Section 10-140, R.R.S. 1943, as amended, said Bonds may be registered without having a certificate of the State Auditor endorsed on each Bond. The following information is hereby provided for purposes of the registration of said Bonds in the office of the Auditor of Public Accounts of the State of Nebraska:

- 1. Date of original issue of said Bonds is October 15, 2012.
- 2. The Series 2012 Bonds are General Obligation Refunding Bonds issued pursuant to Section 10-615 and Sections 31-727 to 31-785, inclusive, R.R.S. Neb. 1943, as amended, and are being issued in fully registered form.
- 3. The Series 2012 Bonds will be numbered from 1 upwards in the order of their issuance as originally issued.
- 4. The Series 2012 Bonds are being issued in denomination of \$5,000 or in integral multiples thereof.
- 5. The Series 2012 Bonds mature and bear interest as shown on the attached pages from the Bond Resolution.
- 6. Interest is payable semiannually on April 15 and October 15 of each year.
- 7. Bankers Trust Company, Des Moines, Iowa, has been designated by the District as Paying Agent and Registrar. Payments are to be made by check or draft mailed by said Paying Agent and Registrar to each registered owner at said registered owner's registered address as shown on the books of registration maintained by said Paying Agent and Registrar. Interest due at maturity or upon call for redemption prior to maturity is payable in the same manner as the principal.

Office of Auditor of Public Accounts Page 2

- 8. The principal of the Series 2012 Bonds is payable in accordance with the pages attached, which also show the redemption provisions.
- 9. The principal of the Series 2012 Bonds is payable on presentation and surrender at the principal banking office of the Paying Agent and Registrar.
- 10. The Series 2012 Bonds are being issued to provide funds for the purpose of redeeming the Outstanding Series 2006 Bonds of the District and to pay certain costs of issuance of this bond issue.

Please acknowledge the registration of the above Bonds in the appropriate form attached on a copy of this letter. A true and correct copy of the Bond Resolution authorizing the Series 2012 Bonds is tendered herewith to the Auditor of Public Accounts.

District (1

Cost of Bond Issuance \$2,425,000

Sanitary and Improvement District No. 458 of Douglas County, Nebraska General Obligation Refunding Bonds, Series 2012 Dated: October 15, 2012

| | | Paid from Bond Proceeds | | Paid from Other <u>Issuer Funds</u> | |
|----|---|-------------------------|------|-------------------------------------|--|
| 1. | Underwriter's Fee (including expenses, management fee and Underwriter's discount) Ameritas Investment Corp. | \$ <u>121,250.00</u> | . \$ | | |
| 2. | Bond Counsel Name: Baird Holm LLP | _ \$ | _ \$ | 9,700.00 | |
| 3. | Other Counsel (eg. underwriter's counsel, special counsel, etc. please specify type, if any): Name & Type: Ronald W. Hunter, Issuer's | \$ | _\$ | 6,062.50 | |
| | Name & Type: Kutak Rock LLP, Underwriter's | \$ Part of 1 | _ \$ | | |
| 4. | Registration Fees (eg. PSA fees, CUSIP fees, DTC fees) | \$ Part of 1 | \$ | | |
| 5. | Trustee Fees (eg. opening trustee fee, paying agent fee) | \$ | _\$ | 200.00 | |
| 6. | Other costs (eg. printing costs, publication fees, cash flow fees, travel expenses, other professional fees, if any, etc.) | \$ | \$ | · . | |
| T | OTAL | \$ <u>121,250.00</u> | _\$_ | 15,962.50 | |

Information Return for Tax-Exempt Governmental Obligations ► Under Internal Revenue Code section 149(e)

► See separate instructions.

Caution: If the issue price is under \$100,000, use Form 8038-GC.

OMB No. 1545-0720

| Departm | ent of the Treasury Revenue Service | Caution: If the issue price i | eparate instructions. is under \$100,000, us | e Form 8038 | -GC. | | | |
|---|---|---|---|----------------|----------------------------------|--|--------------|--|
| Part | | ority | | | | turn, check here 🕨 | | |
| 1 Issuer's name 2 Issuer's emp | | | | | | oyer identification number (EIN) | | |
| Sanitary and Improvement District No. 458 of Douglas County, Nebraska | | | | 47 0844357 | | | | |
| 3a N | lame of person (other than issue | er) with whom the IRS may communicate | e about this return (see in | nstructions) | 3b Telephone nun | nber of other person show | n on 3a | |
| Ronald W. Hunter | | | | 402-397-6965 | | | | |
| 4 1 | lumber and street (or P.O. box it | f mail is not delivered to street address) | | Room/suite | 5 Report number | Report number (For IRS Use Only) | | |
| 11605 Arbor Street 104 | | | | | | 3 | | |
| 6 (| City, town, or post office, state, a | and ZIP code | | | 7 Date of issue | | | |
| Omah | a, NE 68144 | MILLIANS . | at . | | 1 | 10/16/2012 | | |
| 8 1 | Name of Issue | | | | 9 CUSIP number | ar . | | |
| Gener | al Obligation Refunding B | onds Series 2012 | All to Arthur to | and the second | 2 | 25932PAP9 | | |
| | Name and title of officer or other instructions) | employee of the issuer whom the IRS n | nay call for more informa | ition (see | 10b Telephone nu employee sho | mber of officer or other own on 10a | | |
| Andre | w Sibbernsen, Clerk | | | | 40 | 02-397-6965 | | |
| Part | II Type of issue (e | enter the issue price). See t | he instructions and | attach sche | edule. | | | |
| 11 | Education | | | | | 11 | | |
| 12 | Health and hospital . | | | | | 12 | | |
| 13 | Transportation | | | | | 13 | | |
| 14 | Public safety | | | | | 14 | The state of | |
| 15 | Environment (including | sewage bonds) | | | | 15 | | |
| 16 | Housing | | | | | 16 | T | |
| 17 | Utilities | | | | | 17 | | |
| 18 | Other. Describe ▶ Var | ious Public Improvements | | | | 18 2,425,000 | 00 | |
| 19 | | or RANs, check only box 19a | | | ▶□ | | | |
| 20 | | , check only box 19b form of a lease or installment s | | | • | | | |
| Part | III Description of | Obligations. Complete for the | he entire issue for | which this | s form is being f | iled. | | |
| | (a) Final maturity date | (b) Issue price | (c) Stated redemp price at maturity | | (d) Weighted average maturity | (e) Yield | | |
| 21 | 10/15/2026 | \$ 2,425,000.00 | \$ 2,42 | 5,000.00 | 8.121 years | 2.74 | 118 % | |
| Part | V Uses of Procee | ds of Bond Issue (includin | g underwriters' | discount) | mel A Pal Line | most martness. | | |
| 22 | Proceeds used for accr | ued interest | | | | 22 162 | 2 69 | |
| 23 | Issue price of entire iss | ue (enter amount from line 21, o | column (b)) | | | 23 2,425,000 | 0 00 | |
| 24 | Proceeds used for bond | issuance costs (including under | writers' discount). | . 24 | 121,250 00 | | | |
| 25 | Proceeds used for cred | lit enhancement | craft states to be | . 25 | 0 .00 | | | |
| 26 | Proceeds allocated to r | reasonably required reserve or | replacement fund | . 26 | 0 00 | | | |
| 27 | Proceeds used to curre | ently refund prior issues | | . 27 | 2,303,750 00 | | | |
| 28 | Proceeds used to adva | nce refund prior issues | | . 28 | 0 00 | | | |
| 29 | Total (add lines 24 thro | ugh 28) | | | | 29 2,425,000 | 0 00 | |
| 30 | Nonrefunding proceeds | s of the issue (subtract line 29 f | rom line 23 and ent | ter amount l | nere) | 30 | 0 00 | |
| Part | V Description of | Refunded Bonds. Complete | e this part only fo | r refunding | bonds. | | | |
| 31 | Enter the remaining we | ighted average maturity of the l | bonds to be curren | tly refunded | ▶ | 7.732 | years | |
| 32 | Enter the remaining we | ighted average maturity of the | bonds to be advance | ce refunded | ▶ | N/A | years | |
| 33 | Enter the last date on v | which the refunded bonds will b | e called (MM/DD/Y | YYY) | ▶ | 10/16/2012 | | |
| 34 | Enter the date(s) the re- | funded bonds were issued 🕨 (M | MM/DD/YYYY) | | 03/15/2006 | | 1 | |
| For F | Paperwork Reduction Ad | ct Notice, see separate instru | ctions. | 1 8 | Cat. No. 63773S | Form 8038-G (Rev. | . 9-2011 | |

| Part VI Miscellaneous 35 | | 324.75 | | | _ | | | |
|--|----------|--|---|---------------------|--|--|--|--|
| Enter the amount of the state volume cap allocated to the issue under section 141(b)(5) | | | | | Page 2 | | | |
| Enter the amount of gross proceeds invested or to be invested in a guaranteed investment contract (GIC) (see instructions) be Enter the final maturity date of the GIC center the name of the GIC provider 7 Pooled financings: Enter the amount of the proceeds of this issue that are to be used to make loans to other governmental units. 38 If this issue is a loan made from the proceeds of another tax-exempt issue, check box is the last of the master pool obligation center the EIN of the issuer of the master pool obligation denter the name of the issuer of the master pool obligation denter the name of the issuer of the master pool obligation denter the name of the issuer of the master pool obligation denter the selected to pay a penalty in lieu of arbitrage rebate, check box fithe issuer has elected to pay a penalty in lieu of arbitrage rebate, check box fithe issuer has elected to pay a penalty in lieu of arbitrage rebate, check box from of hedge denter the selected to pay a penalty in lieu of arbitrage rebate, check box from of hedge denter the sesuer has established written procedures to ensure that all nonqualified bonds of this issue are remediated according to the requirements under the Code and Regulations (see instructions), check box from proceeds was used to reimburse expenditures, check here determined the procedures to monitor the requirements of section 148, check box from proceeds was used to reimburse expenditures, check here determined the deleting of the proceeds was used to reimburse expenditures, check here determined the deleting of the proceeds was used to reimburse expenditures, check here determined the best of my knowledge and belief, they are true, copper, and companying schedules and statements, and to the best of my knowledge and belief, they are true, copper, and companying schedules and statements, and to the best of my knowledge and belief, they are true, copper, and companying schedules and statements, and to the best of my knowledge and belief, they are true. Si | Part ' | Mi Mi | iscellaneous | 4 4 4 (1) (12) | 10-1 | | | |
| Calc) (see instructions) 38a | 35 | Enter the | e amount of the state volume cap allocated to the issue under section | 141(b)(5) | 35 | | | |
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| c Enter the name of the GIC provider ▶ Pooled financings: Enter the amount of the proceeds of this issue that are to be used to make loans to other governmental units | | | of a state of the | | 36a | | | |
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| Signature and belief, they are true, correct, and complete that have examined this return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete that her declare that I consent to the IRS's disclosure of the issuer's return information, as necessary to process this noted. Consent Print/Type preparer's name Preparer's signature Charles L. Addy Print/Type preparer's name Preparer's signature Date Date Charles L. Addy Pollo80883 | 45a | If some | e portion of the proceeds was used to reimburse expenditures, check | nere ▶ 📙 and | enter the amount | | | |
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| Consent Mark Livingston, Chairman Type or print name and title | 0: | | Under penalties of perjury, I declare that have examined this return and accompanying | schedules and state | ements, and to the best of my knowledge | | | |
| Consent Mark Livingston, Chairman Type or print name and title | 200 | ature | process this return, to the person that I have authorized above. | | | | | |
| Signature of issuer's authorized representative Date Type or print name and title Print/Type preparer's name Preparer's signature Date Date Charles I Addy Print/Type preparer's name Preparer's signature Date 10/16/12 Self-employed P01080883 | 1500 | | 10/11/11 | 7 | | | | |
| Paid Print/Type preparer's name Preparer's signature Date Check if PTIN Point | Con | sent | July July VIVIII | | | | | |
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| Use Only Firm's name Baird Holm LLP Firm's EIN 47-0389074 | Use Only | | | racka cosna | | | | |

1500 Woodmen Tower, 1700 Farnam Street, Omaha, Nebraska 68102

402-344-0500 Form 8038-G (Rev. 9-2011)

Phone no.