

Tammy Benter, Manager

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January 31, 2014

The District's financial advisor submitted a cash flow schedule considering the requested \$5,765,000 bond issue (tax supported), no-growth to the District's January 1, 2013 certified taxable assessed valuation of \$1,047,277,474, a bond interest rate of 6%, 95% collection rate, and a projected tax rate of \$0.11 (maximum) per \$100 assessed value. A Water Supply Division financial analyst has reviewed the financial information submitted and concluded that the following level debt service tax rate would be sufficient.

	<u>Projected Tax Rate</u>
District	
Debt Service	\$ 0.11 ⁽¹⁾⁽²⁾
Maintenance	<u>\$ 0.01</u> ⁽³⁾
Sub-Total District Taxes	\$ 0.12
Town of Trophy Club	\$ 0.50 ⁽⁴⁾
Town of Westlake	<u>\$ 0.16</u> ⁽⁴⁾
Total District Taxes	\$ 0.62 ⁽⁵⁾

Notes:

- (1) Based on a net effective interest rate of 6.23%, a 95% collection rate, no-growth to the District's January 1, 2013 certified taxable assessed valuation of \$1,047,277,474, and at least a 25% ending debt service fund balance.
- (2) The term "commission-approved tax rate" in 30 Texas Administrative Code (TAC) Section 293.85 refers to an initial ad valorem debt service tax of at most \$0.11 per \$100 assessed valuation.
- (3) Based on the operating budget provided, the District anticipates an operation and maintenance (General Fund) tax rate of \$0.01.
- (4) Represents 2013 total tax rates based on information obtained from the Denton Central Appraisal District. Information provided does not specify how much, if any, of each total tax rate is attributable to water, wastewater, drainage, recreational, or road facilities as required by 30 TAC Section 293.59(f). As a result, staff has included the total tax in order to determine compliance with 30 TAC Sections 293.59(l) and (k)(3).
- (5) Represents the combined projected tax rate as defined by 30 TAC Section 293.59(f). The highest combined projected tax rate is the portion of the District that overlaps with the Town of Trophy Club (\$0.62), which is less than the \$1.20 limit allowed under 30 TAC Sections 293.59(l) and (k)(3).

The District's financial advisor submitted a cash flow schedule considering the requested \$9,230,000 bond issue (revenue supported) and a bond interest rate of 6%. The cash flow schedule provided indicates \$1,990,339 (\$7,461,907 in revenue less \$5,471,568 in expenses) being available for the District's current and proposed debt service requirements. According to the application material, the \$1,990,339 is based on: the District's 2012 fiscal year end audit; no additional growth projected for revenue based calculations (e.g. service revenue, etc.); and assumes no capital expenses that were accounted for in said fiscal year end. A Water Supply Division financial analyst has reviewed the financial information submitted and concluded that operating revenues appear to be sufficient for operating expenses and the District's current and proposed revenue debt. This determination is based on the following: the District's current operating budget provided (2013); no additional growth projected for revenue based calculations (e.g. service revenue, etc.); excluding capital expenses and debt service requirements that were/are accounted for in the current operating budget provided; and the District's general fund balance of approximately \$3,913,446 as of May 31, 2013 (as presented in the engineering report).

Additional Financial Comments

The District is exempt from the 75% and 25% build-out requirements of 30 TAC Sections 293.59(l)(4) and 293.59(k)(7), respectively, based on its combined no-growth tax rate of \$0.62 being less than \$1.20 pursuant to Sections 293.59(l) and 293.59(k)(11)(C).

C. ENGINEERING ANALYSIS

Water Supply

The District's source of water is treated surface water from the City of Fort Worth pursuant to a "Contract For Water Service Between The City Of Fort Worth, Texas, And Trophy Club Municipal Utility District No. 1" dated September 16, 2010 (revised from previous bond issue). The following table summarizes the water supply facilities serving the District along with the ESFC capacity of each component based on criteria stated in 30 TAC Section 290.45:

<u>Facility</u>	<u>Minimum Requirements</u>	<u>Total Capacity (ESFCs)</u>
Ground Storage	200 gal/ESFC	6,000,000 gal. (34,500 ESFCs) ⁽¹⁾
Elevated Storage	100 gal/ESFC	900,000 gal. (9,000 ESFCs)
Booster Pump	2 gpm/ESFC or 1,000 gpm max.	13,500 gpm (6,750 ESFCs)

Note: (1) Total storage of 6,900,000 gallons provides for 34,500 equivalent single-family connections (ESFC) at 200 gpd per ESFC.

The District's water supply facilities appear adequate to serve the existing 4,180 connections upon which the feasibility of this bond issue is based.

Wastewater Treatment

Wastewater treatment for the District is provided by the District's 1.75 million gallons per day wastewater treatment plant. Under TPDES Permit No. WQ0011593001, the plant is authorized to discharge 1.75 million gallons per day. Based on the indicated flow factor of 300 gallons per day per ESFC, the District's 1.75 million gallons per day plant can serve 5,833 ESFCs. The District's wastewater treatment plant capacity appears adequate to serve the existing 4,180 connections upon which the feasibility of this bond issue is based.

According to the engineering report, the effective treatment capacity of the plant's processes and infrastructure has been reduced as a result of lowering of permit requirements. The proposed bond issue (tax and revenue supported) includes funds to finance improvements to the District's plant. According to the engineering report, the project (plant improvements) will be divided into two phases to allow continuation of plant operations during construction.

Storm Water Drainage

Storm water from the Drainage generally drains through underground lines and swales, which eventually outfall into Lake Grapevine.

Purchase of Existing Facilities and/or Assumption of Existing Contracts -- None.

Facilities to be Constructed

<u>Project</u>	<u>Estimated Costs⁽¹⁾</u>
Wastewater Treatment Plant Improvements	\$11,297,015

Note: (1) Estimated costs as presented in the engineering report. The \$11,297,015 includes funds for both phases; \$5,777,199 for Phase 1A and \$5,519,816 for Phase 1B.

Approved plans and specifications, and various construction contract documents have not been provided.

D. SUMMARY OF COSTS

<u>Construction Costs</u>	<u>District's Share ⁽¹⁾</u>
A. Developer Contribution Items -- None.	
B. District Items	
1. Wastewater Treatment Plant Improvements	\$ 11,297,015
2. Contingencies (15% of Item No. 1)	1,694,552
3. Engineering (12% of Item Nos. 1 and 2)	<u>1,561,000</u>
Total District Items	<u>\$ 14,552,567</u>
Total Construction Costs	\$ 14,552,567
<u>Non-Construction Costs</u>	
A. Legal Fees (0.5%)	\$ 154,975 ⁽²⁾
B. Fiscal Agent Fees	154,975 ⁽³⁾
C. Bond Issuance Expense	60,000

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D. Bond Application Report Costs	20,000
E. Attorney General Fee (0.10%)	14,995 ⁽⁴⁾
F. TCEQ Bond Issuance Fee (0.25%)	37,488 ⁽⁴⁾
Total Non-Construction Costs	<u>\$ 442,433</u>
Total Bond Issue Requirement	\$ 14,995,000

Notes:

- (1) The facilities requested for funding are considered exempt from the 30% developer contribution requirement of 30 TAC Section 293.47.
- (2) Represents the respective fees for the tax supported (\$5,765,000) and revenue supported (\$9,230,000) bond issuances. Pursuant to the contract, fees are 1.5% of the first \$3,000,000 of bonds issued, plus 1.0% of the bonds issued from \$3,000,000 to \$5,000,000, plus 0.5% the bonds issued above \$5,000,000.
- (3) Represents the respective fees for the tax supported (\$5,765,000) and revenue supported (\$9,230,000) bond issuances. Pursuant to the contract, fees are 1.5% of the first \$3,000,000 of bonds issued, plus 1.0% of the bonds issued from \$3,000,000 to \$5,000,000, plus 0.5% the bonds issued above \$5,000,000.
- (4) Represents the respective fees for the tax supported (\$5,765,000) and revenue supported (\$9,230,000) bond issuances.

E. SPECIAL CONSIDERATIONS – None.

F. CONCLUSIONS

1. Based on the indicated \$27,094,217 in bonds approved by voters, and \$21,325,000 previously approved by the TCEQ and/or issued by the District, the District appears to have sufficient voter-authorized bonds (\$5,769,217) for the proposed tax supported portion (\$5,765,000) of the bond issuance.
2. Voter authorization is not required for the proposed revenue portion (\$9,230,000) of the bond issuance. Based on the review of the financial information submitted, operating revenues appear to be sufficient for operating expenses and the District's current and proposed revenue debt.
3. Based on the review of the engineering report and supporting documents, the bond issue is considered feasible and meets the economic feasibility criteria established by 30 TAC Section 293.59.
4. The recommendations are made under authority delegated by the Executive Director of the Texas Commission on Environmental Quality.

G. RECOMMENDATIONS

1. Approve the bond issue in the total amount of \$14,995,000 (\$5,765,000 in unlimited tax bonds and \$9,230,000 in revenue bonds) in accordance with the recommended summary of costs, at a maximum net effective interest rate of 6.23%.
2. Direct the District's board to ensure that system revenue is adequate to meet operating expenses and debt service requirements on revenue debt.
3. Direct the District not to expend a total of \$12,991,567 (\$11,297,015 for construction plus \$1,694,552 in contingencies) for the wastewater treatment plant improvements pending District board's receipt of plans and specifications approved by all entities with jurisdiction, as necessary.
4. Standard recommendations regarding consultant fees, surplus proceeds, time of approval, and bond proceeds fee apply.

EXHIBIT D



INSTRUMENT NO. 17

TCMUD005754

ORDER UPON HEARING OF PETITION TO CREATE
DENTON COUNTY MUNICIPAL UTILITY DISTRICT NO. 1

TEXAS §

TRAVIS §

On the 4th day of March, 1975, the Texas Water
Commission (herein "the Commission"), met in regular
session to the public, at its offices and regular
place in the City of Austin, Travis County, Texas,

the following members attending:

James D. Carter	Chairman
Mark Holman	Member
Wayne B. Hardeman	Member

Presented to the Commission a petition (herein
"the Petition") signed by a majority in value of the holders
of lands situated within the territory described in
the petition, as shown by the tax rolls of Denton County,
Texas ("the Petitioners"), praying for the creation,
and establishment of a municipal utility district
in Denton County Municipal Utility District No. 1
County, Texas, situated wholly in Denton County,
Texas. The Petition had previously been considered by the
Commission on January 27, 1975, and set down for hearing on

the hearing being convened the following persons
appeared in their respective capacities on
behalf of the Petitioners for the creation of the District:
James and Wally Claypool of Johnson-Loggins, Inc.,
and Freese & Nichols, Consulting Engineers, and

Don Settle, Jr. of Vinson, Elkins, Searls, Connally &

th. No one appeared in opposition to the Petitioners.

There was presented proper proof that notice of the hearing had been given in accordance with the provisions of Chapter 54, Section 54.019 of the Texas Water Code.

The Commission then invited any person interested to offer testimony and other evidence on the sufficiency of the petition and whether the project was feasible, practicable and necessary and would be a benefit to all or any part of the land proposed to be included in the District.

Thereupon, John D. Burley, Wally Claypool, and Joe [redacted] offered evidence, both oral and documentary, in favor of the allegations in the Petition, the form of the Petition, the necessity and feasibility of the District's project, and the benefits to accrue.

The Commission, after conducting said hearing and having heard such evidence, finds as follows:

1. That a Petition duly signed by a majority in value of the holders of title to lands situated within the territory described in said Petition, as shown by the tax rolls of Denton County, Texas, praying for the creation, organization and establishment of Denton County Municipal Utility District No. 1 of Denton County, Texas, was presented to this Commission; that said Petition fully conforms to the requirements of law relating thereto, including the requirements of Chapter 54, Section 54.015 of the Texas Water Code; and that upon due consideration, the Petition was by proper order of this

Commission set down for hearing on this the 4th day of March, 1975, at 10:00 o'clock a.m., at the Commission's offices, Stephen F. Austin State Office Bldg., 1700 Congress Avenue, Austin, Travis County, Texas.

2. That, in accordance with the requirements of Section 50.331, Texas Water Code, copies of the petition were mailed to the Town of Westlake and to the Commissioners Court of Denton County, Texas.

3. That, pursuant to the provisions of Chapter 54, Section 54.019 of the Texas Water Code, notice of the hearing was given by causing a representative of the Commission to mail a copy of the notice to each city that has extraterritorial jurisdiction in Denton County, Texas, and that has formally requested notice of the creation of all districts in Denton County, Texas; and by causing such notice to be published once a week for two (2) consecutive weeks in The Fort Worth Star-Telegram, a newspaper of general circulation in the area of the proposed District, that is, in the issues of January 17, February 21, and February 24, 1975, the first publication being at least fourteen (14) days before the date of the hearing; and that satisfactory evidence that such notice was given has been presented to this Commission.

4. That this Commission has jurisdiction to hear such petition and to enter its order creating said District for the reason that the same is being created and organized under the terms and provisions of Article XVI, Section 59 of the Constitution of Texas and Chapter 54 of the Texas Water Code.

5. That no part of the area within the proposed District is within the corporate limits of any city, town or village, and no part of the proposed District is within the extraterritorial jurisdiction (as such term is defined in Article 970a, Vernon's Texas Civil Statutes) of any city, town or village except the Town of Westlake, Texas. By Ordinance No. 88 adopted on September 18, 1974, (a certified copy of which has been presented to this Commission), the Town of Westlake granted its consent to the creation of the proposed District. All of the territory proposed to be included may properly be included in the District.

6. That the project is feasible, practicable, and necessary and will be of benefit to all the land petitioned to be included in the District.

7. That the allegations in the Petition requesting creation of this District are true and correct and the Petition is in proper and legal form.

IT IS THEREFORE ORDERED BY THE TEXAS WATER RIGHTS COMMISSION:

I.

The Petition is hereby in all things granted, and Denton County Municipal Utility District No. 1 of Denton County, Texas, is hereby created and organized as prayed for in said Petition.

II.

Said District is organized and created under the terms and provisions of Article XVI, Section 59 of the Constitution of Texas and Chapter 54 of the Texas Water Code, together

With all amendments and additions thereto, and the District shall have all the rights, powers, privileges, authority and functions conferred by and shall be subject to all duties imposed by the Texas Water Code and the general laws relating to municipal utility districts.

III.

Said District shall be composed of the area situated wholly in Denton County, Texas, described by metes and bounds in Exhibit "A" attached hereto and incorporated herein for all purposes.

IV.

The following five persons, each of whom is more than 18 years of age, is a resident citizen of the State of Texas, owns land subject to taxation in the District or is a qualified voter within the District, and is otherwise qualified by law to serve as a director for the District, are hereby named and appointed as temporary directors to serve until their successors are elected or appointed in accordance with law:

Charles R. Lewis
Isabelle R. Lobdell
John R. Pipes
Lee A. Smith
J. Don Williamson

V.

The foregoing directors shall as soon as practicable after the date of entry of this Order execute their official bonds and oaths of office. All bonds shall be approved by the Board of Directors, and each bond and oath shall be filed with the District and retained in its records.

VI.

A copy of this Order shall be mailed to each city exercising extraterritorial jurisdiction in Denton County, Texas, that has requested notice of hearing as provided in Chapter 54, Section 54.019 of the Texas Water Code.

It was moved by Commissioner Holman and seconded by Commissioner Hardeman that the foregoing Order be adopted, upon question being called, said Order was unanimously adopted, all members present voting "Aye" and no member voting "No".

PASSED AND APPROVED this 4th day of March, 1975.

/s/ Joe D. Carter

Chairman

TEST:

Audrey Strandtman

Secretary

(SEAL)

THE STATE OF TEXAS §

COUNTY OF TRAVIS §

I, the undersigned, Secretary of the Texas Water Rights Commission, hereby certify that the foregoing is a true and correct copy of an order duly adopted by said Commission upon hearing and granting the petition to create Denton County Municipal Utility District No. 1 of Denton County, Texas, together with an excerpt from the Minutes showing the adoption thereof as the same appears in the Official Minutes of said Commission on file in my office.

WITNESS MY HAND AND THE OFFICIAL SEAL OF THE COMMISSION on this the 12th day of March, 1975.

Marylinne Hefner
Secretary, Texas Water
Rights Commission

(SEAL)

EXHIBIT "A"

DENTON COUNTY MUNICIPAL UTILITY DISTRICT NUMBER 1

for all that certain tract of land out of the
Survey, Abstract 392, W. Medlin Survey, Abstract 829,
Survey, Abstract 1154, J. R. Michael Survey, Abstract
Medlin Survey, Abstract 823, W. Medlin Survey,
832, John R. Mitchell Survey, Abstract 821, W. H.
Survey, Abstract 1045, J. Henry Survey, Abstract 528, and
Survey, Abstract 1588, Denton County, Texas, and being
particularly described by metes and bounds as follows:

at an iron rod in the North right-of-way line of
Highway No. 114, said rod bears S 68° 48' 50" E 4248-7/10
on the most Westerly Southwest corner of that certain
tract conveyed to Rolling Green Co., Inc., by deed
in Volume 512, Page 539, Deed Records, Denton County,

departing said North line, N 01° 03' E 314-9/10 feet to
rod;

0-0/10 feet to a point;

0 E 290-0/10 feet to a point;

W 162-0/10 feet to a point;

0 E 520-0/10 feet to a point;

crossing Medlin Road; 190-0/10 feet to a point;

W 225-0/10 feet to a point;

0 E 171-0/10 feet to a point;

0 E 342-0/10 feet to a point;

0 E 233-0/10 feet to a point;

00 E 290-0/10 feet to a point;

02 E 385-0/10 feet to a point;

0-0/10 feet to a point;

Revised 7-30-74
Revised 7-18-74
Page 2 of 4 pages
M.U.D. #1
June 19, 1974

07' E 500-0/10 feet to a point;

08' E 411-5/10 feet to a point;

09' E 269-5/10 feet to a point;

10' E passing monument E-114 at 16-1/10 feet, and
11' E in all 136-75/100 feet to monument E-113;

12' E crossing the line common to said W. Medlin and
Michael Surveys, 393-9/10 feet to a monument in a fence;

13' E 299-1/10 feet to a monument;

14' E 958-2/10 feet to a monument;

15' E 221-55/100 feet to a monument marked "E-109";

16' E 169-0/10 feet;

17' W 234-0/10 feet;

18' E 306-5/10 feet;

19' E 877-4/10 feet;

20' W 224-0/10 feet; and

21' E 542-25/100 feet to monument E-103;

22' E 250-25/100 feet to monument E-102;

23' 13" W 850-8/10 feet to a point;

Departing said U.S.A. Property, N 65° 30' E 330-2/10
feet to a point;

24' E 1003-3/10 feet to a point;

25' W 730-0/10 feet to a point;

26' E 2237-75/100 feet to a point;

27' E 223-65/100 feet to a point;

28' E 700-0/10 feet to a point;

29' E 2042-6/10 feet to a point;

30' E 684-2/10 feet to a point;

31' E 1464-93/100 feet to a point in the East line of
HENRY SURVEY;

with said East line, South 0° 17' 30" W 3465-0/10 feet
iron rod;

42' W 196-4/10 feet to an iron rod;

07' W 54-8/10 feet to a point on the approximate county line between Denton and Tarrant Counties;

with said approximate county line, West 715-0/10 feet to a point in the North right-of-way line of State Highway 19, said point being on a curve, having a radius of 1959-00 feet;

Northwesterly with said right-of-way line, and the arc of said curve, to the left, for a distance of 1011-41/100 to the end of said curve;

with said North right-of-way line, N 71° 03' 20" W 177/10 feet to a point for corner;

continuing with said right-of-way line N 68° 48' 50" W 177/10 feet to the place of beginning, containing some 91/100 acres of land.

AND EXCEPT THE FOLLOWING:

ONE

That certain lot, tract or parcel of land out of the C. Medlin Survey, Abstract 823, and being the same tract of land now owned by the Medlin Cemetery, and being more particularly described by metes and bounds as follows:

BEGINNING at a point in the centerline of Medlin Road, at the Northerly Northwest corner of that certain tract conveyed to Harry Seeligson, et al in Volume 650, Page 103, Deed Records, Tarrant County, Texas, as occupied on the ground;

with a West line of said Seeligson tract S 00° 32' E 177/10 feet to a point for corner;

N 79° 22' W 33-35/100 feet to a point for corner;

S 0° 05' E 497-85/100 feet to a point for corner, the East corner of aforesaid cemetery property;

N 76° 24' W 432-7/10 feet to a point for corner, the West corner of the cemetery property, and in the common boundary between N. B. Hunt, Second Tract, Volume 4612, Page 362, and said Seeligson property;

with the common line between N. B. Hunt and cemetery property, N 0° 11' W 776-8/10 feet to a point for corner in the centerline of Medlin Road, the Northeast corner of said N. B. Hunt, Second Tract;

with said centerline of Ladlin Road, N 85° 26' 30" E
100 feet, and S 75° 40' 15" E 301-05/100 feet to the
beginning, and containing some 8-134/1000 acres of

a net area of some 835-78/100 acres of land.

SEMPCO, INC.
June 19, 1974
1467
(Compiled from records.)
M.U.D. #1
Revised 7-18-74
Revised 7-30-74

EXHIBIT E

ORDER 2009-0304
AMENDED AND RESTATED
ORDER CALLING CONSOLIDATION ELECTION

WHEREAS, Trophy Club Municipal Utility District No. 1, of Denton and Tarrant Counties, Texas ("District No. 1"), was heretofore duly created and organized; and

WHEREAS, District No. 1 and Trophy Club Municipal Utility District No. 2, of Denton County, Texas ("District No. 2"), have heretofore entered into an agreement relating to the consolidation of District No. 1 and District No. 2 (the "Consolidation Agreement"), a true and correct copy of which Consolidation Agreement is on file and available for public inspection at the offices of District No. 1 and District No. 2; and

WHEREAS, pursuant to the Consolidation Agreement, this Board of Directors has heretofore duly adopted that certain Order Calling Consolidation Election on January 26, 2009 (the "Prior Order"), relative to the conduct of an election to be held for the purpose of confirming the consolidation of District No. 1 and District No. 2, adopting a name for the consolidated district, and providing for the assumption of the outstanding and voted bonds, notes, obligations and taxes of the two Districts; and

WHEREAS, District No. 1 expressly reserved the right in the Prior Order to amend or supplement provisions therein to conduct a joint election pursuant to Chapter 271, Texas Election Code; and

WHEREAS, District No. 1, District No. 2 and the Town of Trophy Club, Texas (the "Town") entered into that certain Joint Election Agreement effective February 2, 2009 (the "Agreement"), relative to

the conduct of a joint election by and among the parties thereto pursuant to Chapter 271, Texas Election Code; and

WHEREAS, this Board of Directors deems it necessary and appropriate to amend and supplement the Prior Order in order to conform same to the various provisions of the Agreement; Now, therefore,

BE IT ORDERED BY THE BOARD OF DIRECTORS OF TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1, OF DENTON AND TARRANT COUNTIES, TEXAS, THAT:

Section 1: The matters and facts set out in the preamble of this order are hereby found and declared to be true and correct.

Section 2: A special election shall be held for District No. 1 on May 9, 2009, between the hours of 7:00 a.m. and 7:00 p.m., at 100 Municipal Drive, Trophy Club, Texas, at which the following proposition shall be submitted:

PROPOSITION NO. 1

SHALL TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS AND TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS BE CONSOLIDATED INTO ONE MUNICIPAL UTILITY DISTRICT, TO BE KNOWN AS TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, WITH EACH DISTRICT ASSUMING THE OTHER DISTRICT'S OUTSTANDING BONDS, NOTES AND OBLIGATIONS AND VOTED BUT UNISSUED BONDS PAYABLE IN WHOLE OR IN PART FROM TAXATION, WITH THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS, BEING AS FOLLOWS:

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1
BONDS, NOTES AND CONTRACTUAL OBLIGATIONS

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 WATERWORKS AND SEWER SYSTEM COMBINATION UNLIMITED TAX AND REVENUE REFUNDING BONDS, SERIES 1997, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$1,090,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 UNLIMITED TAX REFUNDING BONDS, SERIES 2003, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$715,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 PUBLIC PROPERTY CONTRACTUAL OBLIGATION, SERIES 2004, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$135,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 PUBLIC PROPERTY FINANCE CONTRACTUAL OBLIGATION, SERIES 2007, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$379,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2
BONDS

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX BONDS, SERIES 2002, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$2,935,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX BONDS, SERIES 2003, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$995,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX REFUNDING BONDS SERIES 2005, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$2,580,000

WITH THE PURPOSES AND EFFECTS THAT THE BOARD OF DIRECTORS OF THE CONSOLIDATED DISTRICT SHALL BE AUTHORIZED TO PROVIDE FOR THE PAYMENT OF PRINCIPAL OF AND INTEREST ON THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, AND THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS, THROUGH THE LEVY AND COLLECTION OF A SUFFICIENT AD VALOREM TAX UPON ALL TAXABLE PROPERTY WITHIN SAID CONSOLIDATED DISTRICT, AND TO ISSUE FOR AND IN THE NAME OF THE CONSOLIDATED DISTRICT THE VOTED BUT UNISSUED BONDS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, IN THE AMOUNT OF \$3,229,217, AND THE VOTED BUT UNISSUED BONDS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS, IN THE AMOUNT OF \$4,540,000, BEING ASSUMED BY THE CONSOLIDATED DISTRICT, AS MAY BE APPROPRIATE UNDER THE SPECIFIC AUTHORITY AND TERMS AND CONDITIONS OF THE PROPOSITIONS SUBMITTED AT THE ELECTIONS AUTHORIZING SAME, AND TO PROVIDE FOR THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON SUCH BONDS BY THE LEVY AND COLLECTION OF A SUFFICIENT TAX UPON ALL TAXABLE PROPERTY WITHIN SAID CONSOLIDATED DISTRICT; PROVIDED, HOWEVER, THAT SHOULD SAID DISTRICTS NOT BE CONSOLIDATED FOR ANY REASON, EACH OF SUCH DISTRICTS SHALL REMAIN SEPARATE AND INDEPENDENT DISTRICTS, AND THE BOARD OF DIRECTORS OF EACH OF SUCH DISTRICTS SHALL RETAIN THE AUTHORIZATION TO ISSUE ALL OR ANY PART OR PARTS OF THE REMAINING VOTED BUT UNISSUED BONDS VOTED AT THE ELECTIONS HELD WITHIN EACH OF SAID DISTRICTS, AS MAY BE APPROPRIATE UNDER THE SPECIFIC AUTHORITY AND TERMS AND

CONDITIONS OF THE PROPOSITIONS SUBMITTED AT THE ELECTIONS
AUTHORIZING SAME, AND TO LEVY TAXES FOR THE PAYMENT OF THE
PRINCIPAL OF AND INTEREST ON SAME, ALL AS AUTHORIZED BY THE
CONSTITUTION AND LAWS OF THE STATE OF TEXAS?

(No mistake or omission in the description of the foregoing indebtedness shall prevent any such indebtedness from being assumed by the consolidated district, it being the intention for the consolidated district to assume all of said indebtedness chargeable to either such district or any portion thereof.)

Section 4: Early and regular voting in said election shall be by the use of a direct recording electronic voting system which conforms to the requirements of the Texas Election Code; provided, however, that paper ballots may be used for provisional voting. The ballot for the election shall be in both English and Spanish, and in a form substantially as follows:

NO. _____

CONSOLIDATION ELECTION
MAY 9, 2009

ELECCION DE _____ [Spanish]
9 DE MAYO DE 2009

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1,
OF DENTON AND TARRANT COUNTIES, TEXAS
_____ [Spanish]

OFFICIAL BALLOT
BALOTA OFICIAL

INSTRUCTION NOTE: Place an "X" in the square beside the statement indicating the way you wish to vote.
INSTRUCCIONES: El votante indicara como desea votar colocando una "X" en el cuadrado que corresponda.

PROPOSITION I
PROPOSICION I

[] FOR
A FAVOR

CONSOLIDATION
_____ [Spanish]

[] AGAINST
EN CONTRA

Section 5: The boundaries of District No. 1 are hereby established as and shall constitute one election precinct for purposes of the election.

Section 6: The following individuals are initially appointed to serve as Presiding Election Judge and Alternate Presiding Election Judge, respectively, at the election:

Presiding Election Judge: Pam Irwin

Alternate Presiding Election Judge: Judy Williams

The Town Secretary shall, in accordance with Section 32.009, Texas Election Code, deliver to the Presiding Election Judge and the Alternate Presiding Judge, notice of their appointment in accordance with the Texas Election Code.

The Presiding Election Judge shall appoint not less than two (2) nor more than ten (10) qualified election clerks to serve and assist in the conduct of the election; provided, however, that if the Presiding Election Judge named above actually serves, the Alternate President Judge shall serve as one of the clerks. All election judges and election clerks shall be qualified voters of the Town.

In accordance with the Agreement, the Town will be responsible for the appointment of any replacement Presiding Election Judge or Alternate Presiding Election Judge and for the appointment of the Early Voting Ballot Board. The election judges shall be paid \$10.00 per hour, and all other election workers shall be paid \$8.00 per hour.

Section 7: Early voting by personal appearance shall be conducted at 100 Municipal Drive, Trophy Club, Texas, on the dates and during the times specified below:

Monday, April 27	8:00 a.m. - 5:00 p.m.
Tuesday, April 28	7:00 a.m. - 7:00 p.m.
Wednesday, April 29	8:00 a.m. - 5:00 p.m.
Thursday, April 30	8:00 a.m. - 5:00 p.m.
Friday, May 1	8:00 a.m. - 5:00 p.m.
Saturday, May 2	8:00 a.m. - 12:00 p.m.
Monday, May 4	8:00 a.m. - 5:00 p.m.
Tuesday, May 5	7:00 a.m. - 7:00 p.m.

Early voting will not be conducted on any other Saturday, or on any Sunday or official State and/or national holiday during the period of early voting.

Except as provided by Sections 84.008, 102.003 and 103.003, Texas Election Code, early voting by mail shall be conducted by an applicant submitting to the Early Voting Clerk by mail an application for a ballot to be voted by mail. The official mailing address of the Early Voting Clerk is 100 Municipal Drive, Trophy Club, Texas 76262. Except as otherwise provided by Chapters 84, 101, 102 and 103, Texas Election Code, such application must be submitted on or after March 11, 2009, and before the close of regular business in the Early Voting Clerk's office or 5:00 p.m., whichever is later, on May 1, 2009. A marked ballot voted by mail must arrive at the address reflected on the carrier envelope before the time the polls are required to close on the date of such election.

Section 8: In accordance with Section 31.123, Texas Election Code, the Board of Directors hereby appoints Mary Moore as its agent to perform various election duties for the election, including maintaining in such agent's office at 100 Municipal Drive, Trophy Club, Texas, the documents, records, and other papers relating to the

election that by law are placed in the custody of the Board of Directors and that are public information. The agent shall receive any personally delivered document relating to the election that the Board of Directors is authorized or required to receive and shall make available for inspection and copying, in accordance with the applicable regulations, the documents, records, and other papers that are required to be maintained in the agent's office and may perform any other ministerial duties in connection with the election that may lawfully be performed by an employee of District No. 1.

Section 9: The Secretary of the Board of Directors is hereby directed to cause notice of the election to be posted in English and Spanish at the public places used for the posting of meeting notices of District No. 1, including but not limited to the public place within District No. 1 designated by the Board of Directors for the posting of meeting notices of District No. 1, with said posting to be not later than twenty-one (21) days before the date of the election (unless said day is a Saturday, Sunday or official state holiday in which case it shall be posted on the next regular business day).

Section 10: The election shall be held and conducted and returns made to this Board of Directors in accordance with the Agreement, the Texas Election Code, Chapters 49 and 54, Texas Water Code, and applicable federal laws and regulations.

Section 11: All qualified resident electors of District No. 1 shall be entitled to vote in the election.

Section 12: The President or Vice-President and Secretary or Assistant Secretary of the Board of Directors and the agent for such

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election are hereby authorized and directed to take any action necessary to carry out the provisions of this amended Order.

Section 13: The Prior Order is hereby amended and restated in its entirety, and this amended Order is adopted to amend, supplement and correct certain provisions of the Prior Order relative to the conduct of the election pursuant to the Agreement. Accordingly, this amended Order shall be effective retroactively to January 26, 2009.

Section 14: The Board of Directors may further amend or supplement this amended Order as deemed necessary or appropriate to conduct the election as required by law or the various provisions of the Agreement, or to correct any error or mistake herein.

PASSED AND APPROVED this 4th day of March, 2009, TO BE EFFECTIVE the 26th day of January, 2009.

ATTEST:


President, Board of Directors


Secretary, Board of Directors



ORDEN 2009-0304
ORDEN MODIFICADA Y REAFIRMADA
CONVOCANDO UNA ELECCIÓN DE CONSOLIDACIÓN

EN VISTA DE QUE, el Distrito de Servicios Públicos Municipales Nro. 1 de Trophy Club, del Condados de Denton y Tarrant, Texas ("Distrito

Nro. 1"), ha sido hasta el presente debidamente creado y organizado; y

EN VISTA DE QUE, el Distrito Nro. 1 y el Distrito de Servicios Públicos Municipales Nro. 2 de Trophy Club, de los Condado de Denton, Texas ("Distrito Nro. 2"), han establecido hasta el presente un convenio en relación a la consolidación del Distrito Nro. 1 y el Distrito Nro. 2. (el "Convenio de Consolidación"), habiendo a disposición una copia verdadera y correcta de dicho Convenio de Consolidación para consulta del público en el archivo de las oficinas del Distrito Nro. 1 y del Distrito Nro. 2; y

EN VISTA DE QUE, en conformidad con el Convenio de Consolidación, esta Junta Directiva ha adoptado debidamente esa cierta Orden de Elección de Consolidación el 26 de enero de 2009 (la "Orden Anterior"), en relación a la celebración de una elección a realizarse con el propósito de confirmar la consolidación del Distrito Nro. 1 y el Distrito Nro. 2, de adoptar un nombre para el distrito consolidado y de disponer la asunción de los bonos pendientes y votados, notas, obligaciones e impuestos de los dos Distritos; y

EN VISTA DE QUE, el Distrito Nro. 1 ha reservado expresamente en la Orden Anterior el derecho de modificar o complementar las disposiciones de la misma a fin de realizar una elección conjunta en conformidad con el Capítulo 271, Código Electoral de Texas; y

EN VISTA DE QUE, el Distrito Nro. 1, el Distrito Nro. 2 y el Poblado de Trophy Club, Texas (el "Poblado") establecieron un cierto Convenio de Elección Conjunta con fecha de efectividad 2 de febrero de 2009 (el "Convenio"), en relación a la conducción de una elección conjunta por y entre las partes del mismo en conformidad con el Capítulo 271, Código Electoral de Texas; y

EN VISTA DE QUE, esta Junta Directiva considera necesario y apropiado enmendar y complementar la Orden Anterior para que la misma esté en conformidad con las varias disposiciones del Convenio; Ahora, por lo tanto,

LA JUNTA DIRECTIVA DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB DEL CONDADOS DE DENTON Y TARRANT, TEXAS, ORDENA QUE:

Sección 1: Los asuntos y hechos presentados en el preámbulo de esta orden son por el presente hallados y declarados verdaderos y correctos.

Sección 2: Deberá celebrarse una elección especial para el Distrito Nro. 1, el 9 de mayo de 2009, en el horario de 7:00 a.m. a 7:00 p.m., en 100 Municipal Drive, Trophy Club, Texas, en donde la siguiente proposición será presentada:

PROPOSICIÓN Nro. 1

¿DEBERÁN EL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB DE LOS CONDADOS DE DENTON Y TARRANT, TEXAS, Y EL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB DEL CONDADO DE DENTON, TEXAS, SER CONSOLIDADOS EN UN SOLO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES, A SER CONOCIDO COMO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB DE LOS CONDADOS DE DENTON Y TARRANT, TEXAS, CADA DISTRITO ASUMIENDO DEL OTRO DISTRITO LOS BONOS PENDIENTES, NOTAS, Y OBLIGACIONES Y BONOS VOTADOS PERO NUNCA EMITIDOS PAGADEROS PARCIAL O TOTALMENTE

CON IMPUESTOS, SIENDO LOS BONOS PENDIENTES, NOTAS Y OBLIGACIONES LOS SIGUIENTES:

DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES
Nro. 1 DE TROPHY CLUB

BONOS, NOTAS Y OBLIGACIONES CONTRACTUALES

BONOS DE IMPUESTO ILIMITADO Y DE REEMBOLSO DE UNA COMBINACIÓN DE LOS SISTEMAS DE AGUA Y ALCANTARILLADO, SERIE 1997, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB, CON UN MONTO DE CAPITAL PENDIENTE DE \$1,090,000

BONOS DE IMPUESTO ILIMITADO DE REEMBOLSO, SERIE 2003, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB, CON UN MONTO DE CAPITAL PENDIENTE DE \$715,000

OBLIGACIÓN CONTRACTUAL DE PROPIEDAD PÚBLICA, SERIE 2004, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB, POR UN MONTO DE CAPITAL PENDIENTE DE \$135,000

OBLIGACIÓN CONTRACTUAL DE PROPIEDAD PÚBLICA, SERIE 2007, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB, POR UN MONTO DE CAPITAL PENDIENTE DE \$379,000

DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES
Nro. 2 DE TROPHY CLUB

BONOS

BONOS DE IMPUESTO ILIMITADO, SERIE 2002, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB, CON UN MONTO DE CAPITAL PENDIENTE DE \$2,935,000

BONOS DE IMPUESTO ILIMITADO, SERIE 2003, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB, CON UN MONTO DE CAPITAL PENDIENTE DE \$995,000

BONOS DE IMPUESTO ILIMITADO, SERIE 2005, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB, CON UN MONTO DE CAPITAL PENDIENTE DE \$2,580,000

CON EL PROPÓSITO Y A LOS EFECTOS DE QUE LA JUNTA DIRECTIVA DEL DISTRITO CONSOLIDADO SEA AUTORIZADO A PROVEER EL PAGO DEL CAPITAL E INTERÉS DE LOS BONOS PENDIENTES, NOTAS Y OBLIGACIONES DEL ANTIGUO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB DE LOS CONDADO DE DENTON Y TARRANT, TEXAS, Y LOS BONOS PENDIENTES, NOTAS Y OBLIGACIONES DEL ANTIGUO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB DEL CONDADO DE DENTON, TEXAS, MEDIANTE LA IMPOSICIÓN Y RECAUDACIÓN DE UN IMPUESTO AL VALOR AGREGADO

SUFICIENTE SOBRE TODA PROPIEDAD GRAVABLE DENTRO DE DICHO DISTRITO CONSOLIDADO, Y A EMITIR PARA Y EN NOMBRE DEL DISTRITO CONSOLIDADO LOS BONOS DEL ANTIGUO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB DE LOS CONDADO DE DENTON Y TARRANT, TEXAS, QUE HAN SIDO VOTADOS PERO QUE NO FUERON EMITIDOS, EN LA CANTIDAD DE \$3,229,217, Y LOS BONOS DEL ANTIGUO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB DEL CONDADO DE DENTON, TEXAS, QUE HAN SIDO VOTADOS PERO QUE NO FUERON EMITIDOS, EN LA CANTIDAD DE \$4,540,000, QUE SON ASUMIDOS POR EL DISTRITO CONSOLIDADO, CONFORME SEA APROPIADO BAJO LA AUTORIDAD ESPECÍFICA Y LOS TÉRMINOS Y CONDICIONES DE LAS PROPOSICIONES PRESENTADAS EN LAS ELECCIONES EN QUE LOS MISMOS FUERON AUTORIZADOS, Y A PROVEER EL PAGO DEL CAPITAL E INTERÉS DE TALES BONOS MEDIANTE LA IMPOSICIÓN Y RECAUDACIÓN DE UN IMPUESTO SUFICIENTE SOBRE TODA PROPIEDAD GRAVABLE DENTRO DE DICHO DISTRITO CONSOLIDADO; ESTIPULANDO, SIN EMBARGO, QUE SI POR ALGUNA RAZÓN DICHOS DISTRITOS NO SON CONSOLIDADOS, CADA UNO DE DICHOS DISTRITOS DEBERÁ PERMANECER COMO UN DISTRITO SEPARADO E INDEPENDIENTE, Y LA JUNTA DIRECTIVA DE CADA UNO DE DICHOS DISTRITOS RETENDRÁ LA AUTORIZACIÓN DE EMITIR EN SU TOTALIDAD O EN PARTE LOS RESTANTES BONOS VOTADOS PERO NO EMITIDOS, VOTADOS EN ELECCIONES CELEBRADAS EN CADA UNO DE DICHOS DISTRITOS, CONFORME SEA APROPIADO BAJO LA AUTORIDAD ESPECÍFICA Y LOS TÉRMINOS Y CONDICIONES DE LAS PROPOSICIONES PRESENTADAS EN LA ELECCIONES EN QUE LOS MISMOS FUERON AUTORIZADOS, E IMPONER IMPUESTOS PARA EL PAGO DEL CAPITAL E INTERÉS DE LOS MISMOS, TODO COMO LO AUTORIZA LA CONSTITUCIÓN Y LEYES DEL ESTADO DE TEXAS?

(Ningún error u omisión en la descripción de los instrumentos de deuda mencionados anteriormente prevendrán que ningún instrumento de deuda sea asumido por el distrito consolidado, siendo la intención del distrito consolidado asumir todos dichos instrumentos de deuda, responsabilidad de cualquiera de tales distritos o una porción de los mismos.)

Sección 4: La votación anticipada y regular en dicha elección será mediante el uso de un sistema electrónico de votación de grabación directa que cumpla con los requisitos del Código Electoral de Texas; estipulando, sin embargo, que se utilicen boletas de votación de papel para los votos provisionales. La boleta de votación de la elección deberá ser en inglés y español, y deberá ser sustancialmente de la siguiente manera:

NO. _____

CONSOLIDATION ELECTION
MAY 9, 2009

ELECCIÓN DE CONSOLIDACIÓN
9 DE MAYO DE 2009

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1,
OF DENTON AND TARRANT COUNTIES, TEXAS

DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB,
DEL CONDADOS DE DENTON Y TARRANT, TEXAS

OFFICIAL BALLOT
BOLETA OFICIAL DE VOTACIÓN

INSTRUCTION NOTE: Place an "X" in the square beside the statement
indicating the way you wish to vote.
INSTRUCCIONES: Coloque una "X" en el cuadro junto a la declaración
que indique lo que usted desea votar.

PROPOSITION I
PROPOSICIÓN I

- [] FOR
A FAVOR
[] AGAINST
EN CONTRA

CONSOLIDATION
CONSOLIDACIÓN

Sección 5: Los límites del Distrito Nro. 1 son por el presente
establecidos como y constituyen un precinto electoral a efectos de
esta elección.

Sección 6: Las siguientes personas son inicialmente designadas
para cumplir la función de Juez Presidente Electoral y Juez Presidente
Electoral Alterno, respectivamente, en la elección:

Juez Presidente Electoral: Pam Irwin
Juez Presidente Electoral Alterno: Judy Williams

El Secretario del Poblado deberá, de acuerdo con la Sección 32.009, Código Electoral de Texas, entregar al Juez Presidente Electoral y al Juez Presidente Alterno, la notificación de su designación de acuerdo con el Código Electoral de Texas.

El Juez Presidente Electoral deberá designar no menos de dos (2) y no más de diez (10) funcionarios electorales calificados para que asistan en la conducción de la elección; estipulando, sin embargo, que si el Juez Presidente Electoral nombrado anteriormente de hecho desempeña su función, el Juez Presidente Alterno deberá ser uno de los funcionarios. Todos los jueces electorales deberán ser votantes habilitados del Poblado.

De acuerdo con el Convenio, el Poblado será responsable de la designación de cualquier Juez Presidente Electoral o Juez Presidente Electoral Alterno de reemplazo y de la designación del Consejo de Boletas de Votación Anticipada. Los jueces electorales recibirán el pago de \$10.00 por hora, y los demás trabajadores electorales recibirán el pago de \$8.00 por hora.

Sección 7: La votación anticipada en persona se llevará a cabo en 100 Municipal Drive, Trophy Club, Texas, en las fechas y horarios indicados a continuación:

Lunes 27 de abril	8:00 a.m. - 5:00 p.m.
Martes 28 de abril	7:00 a.m. - 7:00 p.m.
Miércoles 29 de abril	8:00 a.m. - 5:00 p.m.
Jueves 30 de abril	8:00 a.m. - 5:00 p.m.
Viernes 1 de mayo	8:00 a.m. - 5:00 p.m.
Sábado 2 de mayo	8:00 a.m. - 12:00 p.m.
Lunes 4 de mayo	8:00 a.m. - 5:00 p.m.
Martes 5 de mayo	7:00 a.m. - 7:00 p.m.

No habrá votación anticipada ningún otro día sábado ni domingo ni feriado estatal oficial y/o feriado nacional durante el periodo de votación anticipada.

Excepto por lo estipulado en la Secciones 84.008, 102.003 y 103.003, Código Electoral de Texas, la votación anticipada por correo será efectuada por el interesado mediante el envío por correo al Oficial de Votación Anticipada de una solicitud de boleta de votación para votar por correo. La dirección postal oficial del Oficial de Votación Anticipada es 100 Municipal Drive, Trophy Club, Texas 76262. Excepto por lo dispuesto de otra manera en los Capítulos 84, 101, 102 y 103, Código Electoral de Texas, tal solicitud debe ser presentada a partir del 11 de marzo de 2009 y antes del cierre del horario normal de oficina de la oficina del Oficial de Votación Anticipada o a las 5:00 p.m., lo que de esto sea más tarde, del día 1 de mayo de 2009. Un voto emitido por correo debe llegar a la dirección indicada en el sobre antes de que las casillas electorales tengan que cerrar en el día de tal elección.

Sección 8: En conformidad con la Sección 31.123, Código Electoral de Texas, la Junta Directiva designa por el presente a Mary Moore como su agente para desempeñar varias funciones electorales en la elección que incluyen mantener en la oficina del agente en 100 Municipal Drive, Trophy Club, Texas, los documentos, registros y demás papeles relacionados con la elección que por ley son puestos bajo la custodia de la Junta Directiva y que son información pública. El agente deberá recibir todo documento entregado personalmente relacionado con la elección que la Junta Directiva este autorizada u obligada a recibir, y deberá poner a disposición para ser consultados y hacerles copias, de acuerdo con las regulaciones aplicables, los documentos, registros y demás papeles que deban ser mantenidos en la oficina del agente y podrá cumplir cualquier otra función ministerial

en conexión con la elección que legalmente pueda ser desempeñada por un empleado del Distrito Nro. 1.

Sección 9: El Secretario de la Junta Directiva es por el presente instruido a hacer que sea colocado un aviso de la elección en inglés y español en los lugares públicos utilizados para colocar avisos de las reuniones del Distrito Nro. 1, incluyendo pero sin limitarse, los lugares públicos dentro del Distrito Nro. 1 designados por la Junta Directiva para la colocación de avisos de reuniones del Distrito Nro. 1, debiendo hacerse dicha colocación no más tarde de veintiún (21) días antes de la fecha de la elección (a no ser que dicho día sea un sábado, domingo o feriado estatal oficial, en cuyo caso el aviso deberá ser colocado el siguiente día hábil).

Sección 10: La elección deberá ser llevada a cabo y conducida, y los resultados deberán ser entregados a la Junta Directiva de acuerdo al Convenio, al Código Electoral de Texas, a los Capítulos 49 y 54 del Código de Agua de Texas, y a las leyes y regulaciones federales aplicables.

Sección 11: Todos los electores habilitados residentes del Distrito Nro. 1 tendrán el derecho de votar en la elección.

Sección 12: El Presidente o Vicepresidente y el Secretario o el Secretario Asistente de la Junta Directiva y el agente para tal elección son por el presente autorizados e instruidos a tomar cualquier medida necesaria para llevar a cabo las disposiciones de esta Orden modificada.

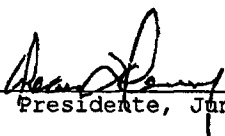
Sección 13: La Orden Anterior es por el presente modificada y reafirmada en su totalidad, y esta Orden modificada es adoptada para modificar, complementar y corregir ciertas disposiciones de la Orden

Anterior relacionadas a la conducción de la elección en conformidad con el Convenio. Por consiguiente, esta Orden modificada tendrá vigencia retroactiva al 26 de enero de 2009.

Sección 14: La Junta Directiva puede volver a modificar o complementar esta orden en caso de ser necesario o apropiado para la que la elección sea realizada de acuerdo a como la ley lo requiere o las varias disposiciones del Convenio, o para corregir cualquier error o equivocación en el presente.

PASADA Y APROBADA este día 4 de marzo de 2009, CON EFECTIVIDAD el 26 de enero de 2009.

ATESTIGUA:


Presidente, Junta Directiva


Secretario, Junta Directiva



EXHIBIT F

ORDER 2009-0304
AMENDED AND RESTATED
ORDER CALLING CONSOLIDATION ELECTION

WHEREAS, Trophy Club Municipal Utility District No. 2, of Denton County, Texas ("District No. 2"), was heretofore duly created and organized; and

WHEREAS, District No. 2 and Trophy Club Municipal Utility District No. 1, of Denton and Tarrant Counties, Texas ("District No. 1"), have heretofore entered into an agreement relating to the consolidation of District No. 1 and District No. 2 (the "Consolidation Agreement"), a true and correct copy of which Consolidation Agreement is on file and available for public inspection at the offices of District No. 1 and District No. 2; and

WHEREAS, pursuant to the Consolidation Agreement, this Board of Directors has heretofore duly adopted that certain Order Calling Consolidation Election on January 26, 2009 (the "Prior Order"), relative to the conduct of an election to be held for the purpose of confirming the consolidation of District No. 1 and District No. 2, adopting a name for the consolidated district, and providing for the assumption of the outstanding and voted bonds, notes, obligations and taxes of the two Districts; and

WHEREAS, District No. 2 expressly reserved the right in the Prior Order to amend or supplement provisions therein to conduct a joint election pursuant to Chapter 271, Texas Election Code; and

WHEREAS, District No. 1, District No. 2 and the Town of Trophy Club, Texas (the "Town") entered into that certain Joint Election Agreement effective February 2, 2009 (the "Agreement"), relative to

the conduct of a joint election by and among the parties thereto pursuant to Chapter 271, Texas Election Code; and

WHEREAS, this Board of Directors deems it necessary and appropriate to amend and supplement the Prior Order in order to conform same to the various provisions of the Agreement; Now, therefore,

BE IT ORDERED BY THE BOARD OF DIRECTORS OF TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2, OF DENTON COUNTY, TEXAS, THAT:

Section 1: The matters and facts set out in the preamble of this order are hereby found and declared to be true and correct.

Section 2: A special election shall be held for District No. 2 on May 9, 2009, between the hours of 7:00 a.m. and 7:00 p.m., at 100 Municipal Drive, Trophy Club, Texas, at which the following proposition shall be submitted:

PROPOSITION NO. 1

SHALL TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS AND TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS BE CONSOLIDATED INTO ONE MUNICIPAL UTILITY DISTRICT, TO BE KNOWN AS TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, WITH EACH DISTRICT ASSUMING THE OTHER DISTRICT'S OUTSTANDING BONDS, NOTES AND OBLIGATIONS AND VOTED BUT UNISSUED BONDS PAYABLE IN WHOLE OR IN PART FROM TAXATION, WITH THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS, BEING AS FOLLOWS:

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1
BONDS, NOTES AND CONTRACTUAL OBLIGATIONS

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 WATERWORKS AND SEWER SYSTEM COMBINATION UNLIMITED TAX AND REVENUE REFUNDING BONDS, SERIES 1997, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$1,090,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 UNLIMITED TAX REFUNDING BONDS, SERIES 2003, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$715,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 PUBLIC PROPERTY CONTRACTUAL OBLIGATION, SERIES 2004, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$135,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 PUBLIC PROPERTY FINANCE CONTRACTUAL OBLIGATION, SERIES 2007, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$379,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2
BONDS

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX BONDS, SERIES 2002, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$2,935,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX BONDS, SERIES 2003, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$995,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX REFUNDING BONDS SERIES 2005, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$2,580,000

WITH THE PURPOSES AND EFFECTS THAT THE BOARD OF DIRECTORS OF THE CONSOLIDATED DISTRICT SHALL BE AUTHORIZED TO PROVIDE FOR THE PAYMENT OF PRINCIPAL OF AND INTEREST ON THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, AND THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS, THROUGH THE LEVY AND COLLECTION OF A SUFFICIENT AD VALOREM TAX UPON ALL TAXABLE PROPERTY WITHIN SAID CONSOLIDATED DISTRICT, AND TO ISSUE FOR AND IN THE NAME OF THE CONSOLIDATED DISTRICT THE VOTED BUT UNISSUED BONDS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, IN THE AMOUNT OF \$3,229,217, AND THE VOTED BUT UNISSUED BONDS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS, IN THE AMOUNT OF \$4,540,000, BEING ASSUMED BY THE CONSOLIDATED DISTRICT, AS MAY BE APPROPRIATE UNDER THE SPECIFIC AUTHORITY AND TERMS AND CONDITIONS OF THE PROPOSITIONS SUBMITTED AT THE ELECTIONS AUTHORIZING SAME, AND TO PROVIDE FOR THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON SUCH BONDS BY THE LEVY AND COLLECTION OF A SUFFICIENT TAX UPON ALL TAXABLE PROPERTY WITHIN SAID CONSOLIDATED DISTRICT; PROVIDED, HOWEVER, THAT SHOULD SAID DISTRICTS NOT BE CONSOLIDATED FOR ANY REASON, EACH OF SUCH DISTRICTS SHALL REMAIN SEPARATE AND INDEPENDENT DISTRICTS, AND THE BOARD OF DIRECTORS OF EACH OF SUCH DISTRICTS SHALL RETAIN THE AUTHORIZATION TO ISSUE ALL OR ANY PART OR PARTS OF THE REMAINING VOTED BUT UNISSUED BONDS VOTED AT THE ELECTIONS HELD WITHIN EACH OF SAID DISTRICTS, AS MAY BE APPROPRIATE UNDER THE SPECIFIC AUTHORITY AND TERMS AND

CONDITIONS OF THE PROPOSITIONS SUBMITTED AT THE ELECTIONS
AUTHORIZING SAME, AND TO LEVY TAXES FOR THE PAYMENT OF THE
PRINCIPAL OF AND INTEREST ON SAME, ALL AS AUTHORIZED BY THE
CONSTITUTION AND LAWS OF THE STATE OF TEXAS?

(No mistake or omission in the description of the foregoing
indebtedness shall prevent any such indebtedness from being assumed by
the consolidated district, it being the intention for the consolidated
district to assume all of said indebtedness chargeable to either such
district or any portion thereof.)

Section 4: Early and regular voting in said election shall be by
the use of a direct recording electronic voting system which conforms
to the requirements of the Texas Election Code; provided, however,
that paper ballots may be used for provisional voting. The ballot for
the election shall be in both English and Spanish, and in a form
substantially as follows:

NO. _____

CONSOLIDATION ELECTION
MAY 9, 2009

ELECCION DE _____ [Spanish]
9 DE MAYO DE 2009

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2,
OF DENTON COUNTY, TEXAS

[Spanish]

OFFICIAL BALLOT
BALOTA OFICIAL

INSTRUCTION NOTE: Place an "X" in the square beside the statement
indicating the way you wish to vote.

INSTRUCCIONES: El votante indicara como desea votar colocando una "X"
en el cuadrado que corresponda.

PROPOSITION I
PROPOSICION I

[] FOR
A FAVOR

CONSOLIDATION

[Spanish]

[] AGAINST
EN CONTRA

Section 5: The boundaries of District No. 2 are hereby established as and shall constitute one election precinct for purposes of the election.

Section 6: The following individuals are initially appointed to serve as Presiding Election Judge and Alternate Presiding Election Judge, respectively, at the election:

Presiding Election Judge: Pam Irwin

Alternate Presiding Election Judge: Judy Williams

The Town Secretary shall, in accordance with Section 32.009, Texas Election Code, deliver to the Presiding Election Judge and the Alternate Presiding Judge, notice of their appointment in accordance with the Texas Election Code.

The Presiding Election Judge shall appoint not less than two (2) nor more than ten (10) qualified election clerks to serve and assist in the conduct of the election; provided, however, that if the Presiding Election Judge named above actually serves, the Alternate President Judge shall serve as one of the clerks. All election judges and election clerks shall be qualified voters of the Town.

In accordance with the Agreement, the Town will be responsible for the appointment of any replacement Presiding Election Judge or Alternate Presiding Election Judge and for the appointment of the Early Voting Ballot Board. The election judges shall be paid \$10.00 per hour, and all other election workers shall be paid \$8.00 per hour.

Section 7: Early voting by personal appearance shall be conducted at 100 Municipal Drive, Trophy Club, Texas, on the dates and during the times specified below:

Monday, April 27	8:00 a.m. - 5:00 p.m.
Tuesday, April 28	7:00 a.m. - 7:00 p.m.
Wednesday, April 29	8:00 a.m. - 5:00 p.m.
Thursday, April 30	8:00 a.m. - 5:00 p.m.
Friday, May 1	8:00 a.m. - 5:00 p.m.
Saturday, May 2	8:00 a.m. - 12:00 p.m.
Monday, May 4	8:00 a.m. - 5:00 p.m.
Tuesday, May 5	7:00 a.m. - 7:00 p.m.

Early voting will not be conducted on any other Saturday, or on any Sunday or official State and/or national holiday during the period of early voting.

Except as provided by Sections 84.008, 102.003 and 103.003, Texas Election Code, early voting by mail shall be conducted by an applicant submitting to the Early Voting Clerk by mail an application for a ballot to be voted by mail. The official mailing address of the Early Voting Clerk is 100 Municipal Drive, Trophy Club, Texas 76262. Except as otherwise provided by Chapters 84, 101, 102 and 103, Texas Election Code, such application must be submitted on or after March 11, 2009, and before the close of regular business in the Early Voting Clerk's office or 5:00 p.m., whichever is later, on May 1, 2009. A marked ballot voted by mail must arrive at the address reflected on the carrier envelope before the time the polls are required to close on the date of such election.

Section 8: In accordance with Section 31.123, Texas Election Code, the Board of Directors hereby appoints Mary Moore as its agent to perform various election duties for the election, including maintaining in such agent's office at 100 Municipal Drive, Trophy Club, Texas, the documents, records, and other papers relating to the

election that by law are placed in the custody of the Board of Directors and that are public information. The agent shall receive any personally delivered document relating to the election that the Board of Directors is authorized or required to receive and shall make available for inspection and copying, in accordance with the applicable regulations, the documents, records, and other papers that are required to be maintained in the agent's office and may perform any other ministerial duties in connection with the election that may lawfully be performed by an employee of District No. 2.

Section 9: The Secretary of the Board of Directors is hereby directed to cause notice of the election to be posted in English and Spanish at the public places used for the posting of meeting notices of District No. 2, including but not limited to the public place within District No. 2 designated by the Board of Directors for the posting of meeting notices of District No. 2, with said posting to be not later than twenty-one (21) days before the date of the election (unless said day is a Saturday, Sunday or official state holiday in which case it shall be posted on the next regular business day).

Section 10: The election shall be held and conducted and returns made to this Board of Directors in accordance with the Agreement, the Texas Election Code, Chapters 49 and 54, Texas Water Code, and applicable federal laws and regulations.

Section 11: All qualified resident electors of District No. 2 shall be entitled to vote in the election.

Section 12: The President or Vice-President and Secretary or Assistant Secretary of the Board of Directors and the agent for such

election are hereby authorized and directed to take any action necessary to carry out the provisions of this amended Order.

Section 13: The Prior Order is hereby amended and restated in its entirety, and this amended Order is adopted to amend, supplement and correct certain provisions of the Prior Order relative to the conduct of the election pursuant to the Agreement. Accordingly, this amended Order shall be effective retroactively to January 26, 2009.

Section 14: The Board of Directors may further amend or supplement this amended Order as deemed necessary or appropriate to conduct the election as required by law or the various provisions of the Agreement, or to correct any error or mistake herein.

PASSED AND APPROVED this 4th day of March, 2009, TO BE EFFECTIVE the 26th day of January, 2009.

ATTEST:

Jana C. Thum
Secretary, Board of Directors

[Signature]
President, Board of Directors



ORDEN 2009-0304
ORDEN MODIFICADA Y REAFIRMADA
CONVOCANDO UNA ELECCIÓN DE CONSOLIDACIÓN

EN VISTA DE QUE, el Distrito de Servicios Públicos Municipales Nro. 2 de Trophy Club, del Condado de Denton, Texas ("Distrito Nro. 2"), ha sido hasta el presente debidamente creado y organizado; y

EN VISTA DE QUE, el Distrito Nro. 2 y el Distrito de Servicios Públicos Municipales Nro. 1 de Trophy Club, de los Condados de Denton y Tarrant, Texas ("Distrito Nro. 1"), han establecido hasta el presente un convenio en relación a la consolidación del Distrito Nro. 1 y el Distrito Nro. 2 (el "Convenio de Consolidación"), habiendo a disposición una copia verdadera y correcta de dicho Convenio de Consolidación para consulta del público en el archivo de las oficinas del Distrito Nro. 1 y del Distrito Nro. 2; y

EN VISTA DE QUE, en conformidad con el Convenio de Consolidación, esta Junta Directiva ha adoptado debidamente esa cierta Orden de Elección de Consolidación el 26 de enero de 2009 (la "Orden Anterior"), en relación a la celebración de una elección a realizarse con el propósito de confirmar la consolidación del Distrito Nro. 1 y el Distrito Nro. 2, de adoptar un nombre para el distrito consolidado y de disponer la asunción de los bonos pendientes y votados, notas, obligaciones e impuestos de los dos Distritos; y

EN VISTA DE QUE, el Distrito Nro. 2 ha reservado expresamente en la Orden Anterior el derecho de modificar o complementar las disposiciones de la misma a fin de realizar una elección conjunta en conformidad con el Capítulo 271, Código Electoral de Texas; y

EN VISTA DE QUE, el Distrito Nro. 1, el Distrito Nro. 2 y el Poblado de Trophy Club, Texas (el "Poblado") establecieron un cierto

Convenio de Elección Conjunta con fecha de efectividad 2 de febrero de 2009 (el "Convenio"), en relación a la conducción de una elección conjunta por y entre las partes del mismo en conformidad con el Capítulo 271, Código Electoral de Texas; y

EN VISTA DE QUE, esta Junta Directiva considera necesario y apropiado enmendar y complementar la Orden Anterior para que la misma esté en conformidad con las varias disposiciones del Convenio; Ahora, por lo tanto,

LA JUNTA DIRECTIVA DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB DEL CONDADO DE DENTON, TEXAS, ORDENA QUE:

Sección 1: Los asuntos y hechos presentados en el preámbulo de esta orden son por el presente hallados y declarados verdaderos y correctos.

Sección 2: Deberá celebrarse una elección especial para el Distrito Nro. 2, el 9 de mayo de 2009, en el horario de 7:00 a.m. a 7:00 p.m., en 100 Municipal Drive, Trophy Club, Texas, en donde la siguiente proposición será presentada:

PROPOSICIÓN Nro. 1

¿DEBERÁN EL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB DE LOS CONDADOS DE DENTON Y TARRANT, TEXAS, Y EL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB DEL CONDADO DE DENTON, TEXAS, SER CONSOLIDADOS EN UN SOLO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES, A SER CONOCIDO COMO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB DE LOS CONDADOS DE DENTON Y TARRANT, TEXAS, CADA DISTRITO ASUMIENDO DEL OTRO DISTRITO LOS BONOS PENDIENTES, NOTAS, Y OBLIGACIONES Y BONOS VOTADOS PERO NUNCA EMITIDOS PAGADEROS PARCIAL O TOTALMENTE CON IMPUESTOS, SIENDO LOS BONOS PENDIENTES, NOTAS Y OBLIGACIONES LOS SIGUIENTES:

DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES
Nro. 1 DE TROPHY CLUB

BONOS, NOTAS Y OBLIGACIONES CONTRACTUALES

BONOS DE IMPUESTO ILIMITADO Y DE REEMBOLSO DE UNA COMBINACIÓN DE LOS SISTEMAS DE AGUA Y ALCANTARILLADO, SERIE 1997, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB, CON UN MONTO DE CAPITAL PENDIENTE DE \$1,090,000

BONOS DE IMPUESTO ILIMITADO DE REEMBOLSO, SERIE 2003, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB, CON UN MONTO DE CAPITAL PENDIENTE DE \$715,000

OBLIGACIÓN CONTRACTUAL DE PROPIEDAD PÚBLICA, SERIE 2004, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB, POR UN MONTO DE CAPITAL PENDIENTE DE \$135,000

OBLIGACIÓN CONTRACTUAL DE PROPIEDAD PÚBLICA, SERIE 2007, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB, POR UN MONTO DE CAPITAL PENDIENTE DE \$379,000

DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES
Nro. 2 DE TROPHY CLUB

BONOS

BONOS DE IMPUESTO ILIMITADO, SERIE 2002, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB, CON UN MONTO DE CAPITAL PENDIENTE DE \$2,935,000

BONOS DE IMPUESTO ILIMITADO, SERIE 2003, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB, CON UN MONTO DE CAPITAL PENDIENTE DE \$995,000

BONOS DE IMPUESTO ILIMITADO, SERIE 2005, DEL DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB, CON UN MONTO DE CAPITAL PENDIENTE DE \$2,580,000

CON EL PROPÓSITO Y A LOS EFECTOS DE QUE LA JUNTA DIRECTIVA DEL DISTRITO CONSOLIDADO SEA AUTORIZADO A PROVEER EL PAGO DEL CAPITAL E INTERÉS DE LOS BONOS PENDIENTES, NOTAS Y OBLIGACIONES DEL ANTIGUO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB DE LOS CONDADO DE DENTON Y TARRANT, TEXAS, Y LOS BONOS PENDIENTES, NOTAS Y OBLIGACIONES DEL ANTIGUO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB DEL CONDADO DE DENTON, TEXAS, MEDIANTE LA IMPOSICIÓN Y RECAUDACIÓN DE UN IMPUESTO AL VALOR AGREGADO SUFICIENTE SOBRE TODA PROPIEDAD GRAVABLE DENTRO DE DICHO DISTRITO CONSOLIDADO, Y A EMITIR PARA Y EN NOMBRE DEL DISTRITO CONSOLIDADO LOS BONOS DEL ANTIGUO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 1 DE TROPHY CLUB DE LOS

CONDADO DE DENTON Y TARRANT, TEXAS, QUE HAN SIDO VOTADOS PERO QUE NO FUERON EMITIDOS, EN LA CANTIDAD DE \$3,229,217, Y LOS BONOS DEL ANTIGUO DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB DEL CONDADO DE DENTON, TEXAS, QUE HAN SIDO VOTADOS PERO QUE NO FUERON EMITIDOS, EN LA CANTIDAD DE \$4,540,000, QUE SON ASUMIDOS POR EL DISTRITO CONSOLIDADO, CONFORME SEA APROPIADO BAJO LA AUTORIDAD ESPECÍFICA Y LOS TÉRMINOS Y CONDICIONES DE LAS PROPOSICIONES PRESENTADAS EN LAS ELECCIONES EN QUE LOS MISMOS FUERON AUTORIZADOS, Y A PROVEER EL PAGO DEL CAPITAL E INTERÉS DE TALES BONOS MEDIANTE LA IMPOSICIÓN Y RECAUDACIÓN DE UN IMPUESTO SUFICIENTE SOBRE TODA PROPIEDAD GRAVABLE DENTRO DE DICHO DISTRITO CONSOLIDADO; ESTIPULANDO, SIN EMBARGO, QUE SI POR ALGUNA RAZÓN DICHOS DISTRITOS NO SON CONSOLIDADOS, CADA UNO DE DICHOS DISTRITOS DEBERÁ PERMANECER COMO UN DISTRITO SEPARADO E INDEPENDIENTE, Y LA JUNTA DIRECTIVA DE CADA UNO DE DICHOS DISTRITOS RETENDRÁ LA AUTORIZACIÓN DE EMITIR EN SU TOTALIDAD O EN PARTE LOS RESTANTES BONOS VOTADOS PERO NO EMITIDOS, VOTADOS EN ELECCIONES CELEBRADAS EN CADA UNO DE DICHOS DISTRITOS, CONFORME SEA APROPIADO BAJO LA AUTORIDAD ESPECÍFICA Y LOS TÉRMINOS Y CONDICIONES DE LAS PROPOSICIONES PRESENTADAS EN LA ELECCIONES EN QUE LOS MISMOS FUERON AUTORIZADOS, E IMPONER IMPUESTOS PARA EL PAGO DEL CAPITAL E INTERÉS DE LOS MISMOS, TODO COMO LO AUTORIZA LA CONSTITUCIÓN Y LEYES DEL ESTADO DE TEXAS?

(Ningún error u omisión en la descripción de los instrumentos de deuda mencionados anteriormente prevendrán que ningún instrumento de deuda sea asumido por el distrito consolidado, siendo la intención del distrito consolidado asumir todos dichos instrumentos de deuda, responsabilidad de cualquiera de tales distritos o una porción de los mismos.)

Sección 4: La votación anticipada y regular en dicha elección será mediante el uso de un sistema electrónico de votación de grabación directa que cumpla con los requisitos del Código Electoral de Texas; estipulando, sin embargo, que se utilicen boletas de votación de papel para los votos provisionales. La boleta de votación de la elección deberá ser en inglés y español, y deberá ser sustancialmente de la siguiente manera:

NO. _____

CONSOLIDATION ELECTION
MAY 9, 2009

ELECCIÓN DE CONSOLIDACIÓN
9 DE MAYO DE 2009

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2,
OF DENTON COUNTY, TEXAS

DISTRITO DE SERVICIOS PÚBLICOS MUNICIPALES Nro. 2 DE TROPHY CLUB,
DEL CONDADO DE DENTON, TEXAS

OFFICIAL BALLOT
BOLETA OFICIAL DE VOTACIÓN

INSTRUCTION NOTE: Place an "X" in the square beside the statement
indicating the way you wish to vote.
INSTRUCCIONES: Coloque una "X" en el cuadro junto a la declaración
que indique lo que usted desea votar.

PROPOSITION I
PROPOSICIÓN I

[] FOR
A FAVOR

[] AGAINST
EN CONTRA

CONSOLIDATION
CONSOLIDACIÓN

Sección 5: Los límites del Distrito Nro. 2 son por el presente
establecidos como y constituyen un precinto electoral a efectos de
esta elección.

Sección 6: Las siguientes personas son inicialmente designadas
para cumplir la función de Juez Presidente Electoral y Juez Presidente
Electoral Alterno, respectivamente, en la elección:

Juez Presidente Electoral: Pam Irwin

Juez Presidente Electoral Alterno: Judy Williams

El Secretario del Poblado deberá, de acuerdo con la Sección 32.009, Código Electoral de Texas, entregar al Juez Presidente Electoral y al Juez Presidente Alterno, la notificación de su designación de acuerdo con el Código Electoral de Texas.

El Juez Presidente Electoral deberá designar no menos de dos (2) y no más de diez (10) funcionarios electorales calificados para que asistan en la conducción de la elección; estipulando, sin embargo, que si el Juez Presidente Electoral nombrado anteriormente de hecho desempeña su función, el Juez Presidente Alterno deberá ser uno de los funcionarios. Todos los jueces electorales deberán ser votantes habilitados del Poblado.

De acuerdo con el Convenio, el Poblado será responsable de la designación de cualquier Juez Presidente Electoral o Juez Presidente Electoral Alterno de reemplazo y de la designación del Consejo de Boletas de Votación Anticipada. Los jueces electorales recibirán el pago de \$10.00 por hora, y los demás trabajadores electorales recibirán el pago de \$8.00 por hora.

Sección 7: La votación anticipada en persona se llevará a cabo en 100 Municipal Drive, Trophy Club, Texas, en las fechas y horarios indicados a continuación:

Lunes 27 de abril	8:00 a.m. - 5:00 p.m.
Martes 28 de abril	7:00 a.m. - 7:00 p.m.
Miércoles 29 de abril	8:00 a.m. - 5:00 p.m.
Jueves 30 de abril	8:00 a.m. - 5:00 p.m.
Viernes 1 de mayo	8:00 a.m. - 5:00 p.m.
Sábado 2 de mayo	8:00 a.m. - 12:00 p.m.
Lunes 4 de mayo	8:00 a.m. - 5:00 p.m.
Martes 5 de mayo	7:00 a.m. - 7:00 p.m.

No habrá votación anticipada ningún otro día sábado ni domingo ni feriado estatal oficial y/o feriado nacional durante el período de votación anticipada.

Excepto por lo estipulado en la Secciones 84.008, 102.003 y 103.003, Código Electoral de Texas, la votación anticipada por correo será efectuada por el interesado mediante el envío por correo al Oficial de Votación Anticipada de una solicitud de boleta de votación para votar por correo. La dirección postal oficial del Oficial de Votación Anticipada es 100 Municipal Drive, Trophy Club, Texas 76262. Excepto por lo dispuesto de otra manera en los Capítulos 84, 101, 102 y 103, Código Electoral de Texas, tal solicitud debe ser presentada a partir del 11 de marzo de 2009 y antes del cierre del horario normal de oficina de la oficina del Oficial de Votación Anticipada o a las 5:00 p.m., lo que de esto sea más tarde, del día 1 de mayo de 2009. Un voto emitido por correo debe llegar a la dirección indicada en el sobre antes de que las casillas electorales tengan que cerrar en el día de tal elección.

Sección 8: En conformidad con la Sección 31.123, Código Electoral de Texas, la Junta Directiva designa por el presente a Mary Moore como su agente para desempeñar varias funciones electorales en la elección que incluyen mantener en la oficina del agente en 100 Municipal Drive, Trophy Club, Texas, los documentos, registros y demás papeles relacionados con la elección que por ley son puestos bajo la custodia de la Junta Directiva y que son información pública. El agente deberá recibir todo documento entregado personalmente relacionado con la elección que la Junta Directiva este autorizada u obligada a recibir, y deberá poner a disposición para ser consultados y hacerles copias, de acuerdo con las regulaciones aplicables, los documentos, registros y demás papeles que deban ser mantenidos en la oficina del agente y podrá cumplir cualquier otra función ministerial.

en conexión con la elección que legalmente pueda ser desempeñada por un empleado del Distrito Nro. 2.

Sección 9: El Secretario de la Junta Directiva es por el presente instruido a hacer que sea colocado un aviso de la elección en inglés y español en los lugares públicos utilizados para colocar avisos de las reuniones del Distrito Nro. 2, incluyendo pero sin limitarse, los lugares públicos dentro del Distrito Nro. 2 designados por la Junta Directiva para la colocación de avisos de reuniones del Distrito Nro. 2, debiendo hacerse dicha colocación no más tarde de veintiún (21) días antes de la fecha de la elección (a no ser que dicho día sea un sábado, domingo o feriado estatal oficial, en cuyo caso el aviso deberá ser colocado el siguiente día hábil).

Sección 10: La elección deberá ser llevada a cabo y conducida, y los resultados deberán ser entregados a la Junta Directiva de acuerdo al Convenio, al Código Electoral de Texas, a los Capítulos 49 y 54 del Código de Agua de Texas, y a las leyes y regulaciones federales aplicables.

Sección 11: Todos los electores habilitados residentes del Distrito Nro. 2 tendrán el derecho de votar en la elección.

Sección 12: El Presidente o Vicepresidente y el Secretario o el Secretario Asistente de la Junta Directiva y el agente para tal elección son por el presente autorizados e instruidos a tomar cualquier medida necesaria para llevar a cabo las disposiciones de esta Orden modificada.

Sección 13: La Orden Anterior es por el presente modificada y reafirmada en su totalidad, y esta Orden modificada es adoptada para modificar, complementar y corregir ciertas disposiciones de la Orden

Anterior relacionadas a la conducción de la elección en conformidad con el Convenio. Por consiguiente, esta Orden modificada tendrá vigencia retroactiva al 26 de enero de 2009.

Sección 14: La Junta Directiva puede volver a modificar o complementar esta orden en caso de ser necesario o apropiado para la que la elección sea realizada de acuerdo a como la ley lo requiere o las varias disposiciones del Convenio, o para corregir cualquier error o equivocación en el presente.

PASADA Y APROBADA este día 4 de marzo de 2009, CON EFECTIVIDAD el 26 de enero de 2009.

ATESTIGUA:

Jane C. Thomas
Secretario, Junta Directiva

[Signature]
Presidente, Junta Directiva



EXHIBIT G

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1
ORDER 2009 - 0512
ORDER CANVASSING CONSOLIDATION ELECTION RETURNS

WHEREAS, on the 9th day of May, 2009, there was held within and for Trophy Club Municipal Utility District No. 1, of Denton County, Texas (the "District"), an election for the purpose of voting on the following proposition:

PROPOSITION NO. 1

SHALL TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS AND TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS BE CONSOLIDATED INTO ONE MUNICIPAL UTILITY DISTRICT, TO BE KNOWN AS TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, WITH EACH DISTRICT ASSUMING THE OTHER DISTRICT'S OUTSTANDING BONDS, NOTES AND OBLIGATIONS AND VOTED BUT UNISSUED BONDS PAYABLE IN WHOLE OR IN PART FROM TAXATION, WITH THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS, BEING AS FOLLOWS:

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1
BONDS, NOTES AND CONTRACTUAL OBLIGATIONS

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 WATERWORKS AND SEWER SYSTEM COMBINATION UNLIMITED TAX AND REVENUE REFUNDING BONDS, SERIES 1997, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$1,090,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 UNLIMITED TAX REFUNDING BONDS, SERIES 2003, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$715,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 PUBLIC PROPERTY CONTRACTUAL OBLIGATION, SERIES 2004, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$135,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 PUBLIC PROPERTY FINANCE CONTRACTUAL OBLIGATION, SERIES 2007, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$379,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2
BONDS

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX BONDS, SERIES 2002, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$2,935,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX BONDS, SERIES 2003, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$995,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX REFUNDING BONDS SERIES 2005, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$2,580,000

WITH THE PURPOSES AND EFFECTS THAT THE BOARD OF DIRECTORS OF THE CONSOLIDATED DISTRICT SHALL BE AUTHORIZED TO PROVIDE FOR THE PAYMENT OF PRINCIPAL OF AND INTEREST ON THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, AND THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS, THROUGH THE LEVY AND COLLECTION OF A SUFFICIENT AD VALOREM TAX UPON ALL TAXABLE PROPERTY WITHIN SAID CONSOLIDATED DISTRICT, AND TO ISSUE FOR AND IN THE NAME OF THE CONSOLIDATED DISTRICT THE VOTED BUT UNISSUED BONDS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, IN THE AMOUNT OF \$3,229,217, AND THE VOTED BUT UNISSUED BONDS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS, IN THE AMOUNT OF \$4,540,000, BEING ASSUMED BY THE CONSOLIDATED DISTRICT, AS MAY BE APPROPRIATE UNDER THE SPECIFIC AUTHORITY AND TERMS AND CONDITIONS OF THE PROPOSITIONS SUBMITTED AT THE ELECTIONS AUTHORIZING SAME, AND TO PROVIDE FOR THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON SUCH BONDS BY THE LEVY AND COLLECTION OF A SUFFICIENT TAX UPON ALL TAXABLE PROPERTY WITHIN SAID CONSOLIDATED DISTRICT; PROVIDED, HOWEVER, THAT SHOULD SAID DISTRICTS NOT BE CONSOLIDATED FOR ANY REASON, EACH OF SUCH DISTRICTS SHALL REMAIN SEPARATE AND INDEPENDENT DISTRICTS, AND THE BOARD OF DIRECTORS OF EACH OF SUCH DISTRICTS SHALL RETAIN THE AUTHORIZATION TO ISSUE ALL OR ANY PART OR PARTS OF THE REMAINING VOTED BUT UNISSUED BONDS VOTED AT THE ELECTIONS HELD WITHIN EACH OF SAID

DISTRICTS, AS MAY BE APPROPRIATE UNDER THE SPECIFIC AUTHORITY AND TERMS AND CONDITIONS OF THE PROPOSITIONS SUBMITTED AT THE ELECTIONS AUTHORIZING SAME, AND TO LEVY TAXES FOR THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON SAME, ALL AS AUTHORIZED BY THE CONSTITUTION AND LAWS OF THE STATE OF TEXAS?

(No mistake or omission in the description of the foregoing indebtedness shall prevent any such indebtedness from being assumed by the consolidated district, it being the intention for the consolidated district to assume all of said indebtedness chargeable to either such district or any portion thereof.)

and

WHEREAS, the returns of said election have been certified to the Board of Directors of the District by the appropriate election officials; and

WHEREAS, the official election returns show that the duly qualified voters of the District cast seven hundred forty-nine (749) ballots at said election, and the votes cast for such proposition were as follows:

PROPOSITION 1

FOR	446 votes
THE CONSOLIDATION OF THE DISTRICTS	
AGAINST	303 votes

and

WHEREAS, the above totals are shown in the official election returns heretofore submitted to the Board of Directors and filed with the President and Secretary of the Board of Directors; and

WHEREAS, such election was called in all respects under and in strict conformity with the Constitution and laws of the State of Texas and the United States of America; Now, Therefore,

BE IT ORDERED BY THE BOARD OF DIRECTORS OF TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1, OF DENTON AND TARRANT COUNTIES, TEXAS, THAT:

Section 1: The matters and facts recited in the above preamble of this Order are found to be true and correct.

Section 2: The election held within and for the District on the 9th day of May, 2009, which is more fully described in the preamble of this Order, was called and notice was given thereof under the hand of the President and Secretary of the Board of Directors of the District in

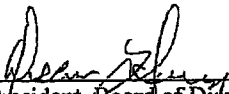
accordance with law; and that returns of the election have been lawfully made by the proper officer.

Section 3: It is hereby found, determined and declared that the proposition submitted to the voters at such election has carried, and voting has resulted favorably toward the consolidation of the District with Trophy Club Municipal Utility District No. 2, of Denton County, Texas.

Section 4: It is hereby found, determined and declared that the meeting at which this Order has been considered is open to the public as required by law, and that public notice of the time, date, place and subject matter of this meeting and of the proposed adoption of this Order was given, furnished and posted as required by law.

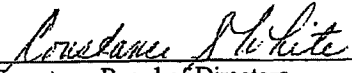
Section 5: A certified copy of this Order shall be maintained in the District's official election register.

PASSED AND APPROVED this 12th day of May, 2009.



President, Board of Directors

ATTEST:



Secretary, Board of Directors

(SEAL)

**TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1
CERTIFICATE FOR ORDER 2009 – 0512
CANVASSING CONSOLIDATION ELECTION RETURNS**

THE STATE OF TEXAS	§
COUNTY OF DENTON	§
COUNTY OF TARRANT	§
TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1	§

We, the undersigned officers of said District, hereby certify as follows:

1. The Board of Directors of said District convened in **REGULAR MEETING ON THE 12TH DAY OF MAY, 2009**, at the regular meeting place, and the roll was called of the duly constituted officers and members of said Board of Directors, to-wit:

Dean Henry, President
Gary Cantrell, Vice President
Constance S. White, Secretary/Treasurer
Jim Hase, Director
Neil Twomey, Director

and all of said persons were present, except the following members: Constance S. White, thus constituting a quorum. Whereupon, among other business, the following was transacted at said Meeting: a written

ORDER CANVASSING CONSOLIDATION ELECTION RETURNS

was duly introduced for the consideration of said Board of Directors and read in full. It was then duly moved and seconded that said Order be passed, and, after due discussion, said motion carrying with it the passage of said Order, prevailed and carried by the following vote:

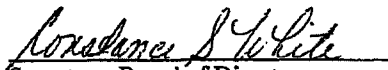
AYES: All members of said Board of Directors shown present above voted "Aye."
NOES: None.

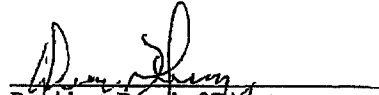
2. That a true, full and correct copy of the aforesaid Order passed at the Meeting described in the above and foregoing paragraph is attached to and follows this Certificate; that said Order has been duly recorded in said Board of Director's minutes of said Meeting; that the above and foregoing paragraph is a true, full and correct excerpt from said Board of Directors'

minutes of said Meeting pertaining to the passage of said Order; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said Board of Directors as indicated therein; that each of the officers and members of said Board of Directors was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid Meeting, and that said Order would be introduced and considered for passage at said Meeting, and each of said officers and members consented, in advance, to the holding of said Meeting for such purpose, and that said Meeting was open to the public and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code.

3. That the President of the Board of Directors of said District has approved and hereby approves the aforesaid Order; that the President of the Board of Directors and the Secretary of the Board of Directors of said District have duly signed said Order; and that the President of the Board of Directors and the Secretary of the Board of Directors of said District hereby declare that their signing of this Certificate shall constitute the signing of the attached and following copy of said Order for all purposes.

SIGNED AND SEALED the 12th day of May, 2009.


Secretary, Board of Directors


President, Board of Directors

(SEAL)

EXHIBIT H

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2
ORDER 2009 - 0512
ORDER CANVASSING CONSOLIDATION ELECTION RETURNS

WHEREAS, on the 9th day of May, 2009, there was held within and for Trophy Club Municipal Utility District No. 2, of Denton County, Texas (the "District"), an election for the purpose of voting on the following proposition:

PROPOSITION NO. 1

SHALL TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS AND TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS BE CONSOLIDATED INTO ONE MUNICIPAL UTILITY DISTRICT, TO BE KNOWN AS TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, WITH EACH DISTRICT ASSUMING THE OTHER DISTRICT'S OUTSTANDING BONDS, NOTES AND OBLIGATIONS AND VOTED BUT UNISSUED BONDS PAYABLE IN WHOLE OR IN PART FROM TAXATION, WITH THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS, BEING AS FOLLOWS:

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1
BONDS, NOTES AND CONTRACTUAL OBLIGATIONS

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 WATERWORKS AND SEWER SYSTEM COMBINATION UNLIMITED TAX AND REVENUE REFUNDING BONDS, SERIES 1997, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$1,090,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 UNLIMITED TAX REFUNDING BONDS, SERIES 2003, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$715,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 PUBLIC PROPERTY CONTRACTUAL OBLIGATION, SERIES 2004, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$135,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 PUBLIC PROPERTY FINANCE CONTRACTUAL OBLIGATION, SERIES 2007, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$379,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2
BONDS

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX BONDS, SERIES 2002, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$2,935,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX BONDS, SERIES 2003, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$995,000

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 UNLIMITED TAX REFUNDING BONDS SERIES 2005, OUTSTANDING IN THE PRINCIPAL AMOUNT OF \$2,580,000

4 WITH THE PURPOSES AND EFFECTS THAT THE BOARD OF DIRECTORS OF THE CONSOLIDATED DISTRICT SHALL BE AUTHORIZED TO PROVIDE FOR THE PAYMENT OF PRINCIPAL OF AND INTEREST ON THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, AND THE OUTSTANDING BONDS, NOTES AND OBLIGATIONS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS, THROUGH THE LEVY AND COLLECTION OF A SUFFICIENT AD VALOREM TAX UPON ALL TAXABLE PROPERTY WITHIN SAID CONSOLIDATED DISTRICT, AND TO ISSUE FOR AND IN THE NAME OF THE CONSOLIDATED DISTRICT THE VOTED BUT UNISSUED BONDS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1 OF DENTON AND TARRANT COUNTIES, TEXAS, IN THE AMOUNT OF \$3,229,217, AND THE VOTED BUT UNISSUED BONDS OF FORMER TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 OF DENTON COUNTY, TEXAS, IN THE AMOUNT OF \$4,540,000, BEING ASSUMED BY THE CONSOLIDATED DISTRICT, AS MAY BE APPROPRIATE UNDER THE SPECIFIC AUTHORITY AND TERMS AND CONDITIONS OF THE PROPOSITIONS SUBMITTED AT THE ELECTIONS AUTHORIZING SAME, AND TO PROVIDE FOR THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON SUCH BONDS BY THE LEVY AND COLLECTION OF A SUFFICIENT TAX UPON ALL TAXABLE PROPERTY WITHIN SAID CONSOLIDATED DISTRICT; PROVIDED, HOWEVER, THAT SHOULD SAID DISTRICTS NOT BE CONSOLIDATED FOR ANY REASON, EACH OF SUCH DISTRICTS SHALL REMAIN SEPARATE AND INDEPENDENT DISTRICTS, AND THE BOARD OF DIRECTORS OF EACH OF SUCH DISTRICTS SHALL RETAIN THE AUTHORIZATION TO ISSUE ALL OR ANY PART OR PARTS OF THE REMAINING VOTED BUT UNISSUED BONDS VOTED AT THE ELECTIONS HELD WITHIN EACH OF SAID

DISTRICTS, AS MAY BE APPROPRIATE UNDER THE SPECIFIC AUTHORITY AND TERMS AND CONDITIONS OF THE PROPOSITIONS SUBMITTED AT THE ELECTIONS AUTHORIZING SAME, AND TO LEVY TAXES FOR THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON SAME, ALL AS AUTHORIZED BY THE CONSTITUTION AND LAWS OF THE STATE OF TEXAS?

(No mistake or omission in the description of the foregoing indebtedness shall prevent any such indebtedness from being assumed by the consolidated district, it being the intention for the consolidated district to assume all of said indebtedness chargeable to either such district or any portion thereof.)

and

WHEREAS, the returns of said election have been certified to the Board of Directors of the District by the appropriate election officials; and

WHEREAS, the official election returns show that the duly qualified voters of the District cast eight hundred one (801) ballots at said election, and the votes cast for such proposition were as follows:

PROPOSITION 1

FOR		605 votes
	THE CONSOLIDATION OF THE DISTRICTS	
AGAINST		196 votes

and

WHEREAS, the above totals are shown in the official election returns heretofore submitted to the Board of Directors and filed with the President and Secretary of the Board of Directors; and

WHEREAS, such election was called in all respects under and in strict conformity with the Constitution and laws of the State of Texas and the United States of America; Now, Therefore;

BE IT ORDERED BY THE BOARD OF DIRECTORS OF TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2, OF DENTON COUNTY, TEXAS, THAT:

Section 1: The matters and facts recited in the above preamble of this Order are found to be true and correct.

Section 2: The election held within and for the District on the 9th day of May, 2009, which is more fully described in the preamble of this Order, was called and notice was given thereof under the hand of the President and Secretary of the Board of Directors of the District in

accordance with law; and that returns of the election have been lawfully made by the proper officer.

Section 3: It is hereby found, determined and declared that the proposition submitted to the voters at such election has carried, and voting has resulted favorably toward the consolidation of the District with Trophy Club Municipal Utility District No. 1, of Denton and Tarrant Counties, Texas.

Section 4: It is hereby found, determined and declared that the meeting at which this Order has been considered is open to the public as required by law, and that public notice of the time, date, place and subject matter of this meeting and of the proposed adoption of this Order was given, furnished and posted as required by law.

Section 5: A certified copy of this Order shall be maintained in the District's official election register..

PASSED AND APPROVED this 12th day of May, 2009.


President, Board of Directors

ATTEST:


Secretary, Board of Directors



TOWN OF TROPHY CLUB MUD 2 CUMULATIVE REPORT — Unofficial
DENTON COUNTY, TEXAS — NORTHWEST INDEPENDENT SCHOOL DISTRICT AND CITY ELECTIONS — May 09, 2009
 Page 1 of 1 05/11/2009 11:19 AM

Precincts Reporting 6 of 8 = 75.00%
 District Precincts Reporting 2 of 2 = 100.00%

Party	Candidate	Early	Election	Total
PROPOSITION NO. 3, Vote For 1				
For		334 76.43%	271 74.45%	605 75.53% *
Against		103 23.57%	93 25.55%	196 24.47%
Cast Votes:		437 90.04%	364 93.81%	801 95.02%

Mail Ballots included in Election
 Day Totals.

• Unofficial Winner

Total number of voters who
 voted as indicated by poll list.
 1,635

The Town of Trophy Club has
 5,359 registered voters.
 (Denton 5,074 and Tarrant 285)
 Voter Turnout was 30.5%.

I, the undersigned, the Election
 Administrator for the above described
 election held at the above designated
 election precinct, do hereby certify that the
 above return is a true and correct return for
 said election.

Lisa Hennet
 Election Administrator
 May 11, 2009

TCMUD005814

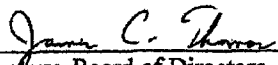
THE STATE OF TEXAS \$
COUNTY OF DENTON \$
TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 2 \$

667

above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said Board of Directors as indicated therein; that each of the officers and members of said Board of Directors was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid Meeting, and that said Order would be introduced and considered for passage at said Meeting, and each of said officers and members consented, in advance, to the holding of said Meeting for such purpose, and that said Meeting was open to the public and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code.

3. That the President of the Board of Directors of said District has approved and hereby approves the aforesaid Order; that the President of the Board of Directors and the Secretary of the Board of Directors of said District have duly signed said Order; and that the President of the Board of Directors and the Secretary of the Board of Directors of said District hereby declare that their signing of this Certificate shall constitute the signing of the attached and following copy of said Order for all purposes.

SIGNED AND SEALED the 12th day of May, 2009.


Secretary, Board of Directors


President, Board of Directors



EXHIBIT I

CERTIFICATE OF RESOLUTION 2013-0827A

THE STATE OF TEXAS §
COUNTY OF DENTON §
COUNTY OF TARRANT §

I, the undersigned member of the Board of Directors of the Trophy Club Municipal Utility District No. 1 of Denton and Tarrant Counties, Texas (the "District"), hereby certify as follows:

1. That I am the duly qualified Secretary of the Board of Directors of the District, and that, as such, I have custody of the minutes and records of the District.

2. That the Board of Directors of the District convened in Open Session at a Regular Meeting on August 27, 2013, at the regular meeting place thereof, and the roll was called of the duly constituted officers and members of the Board of Directors, to wit:

Jim Moss	President
Bill Armstrong	Vice President
Kevin R. Carr	Secretary/Treasurer
James C. Thomas	Director
Nick Sanders	Director

and Directors Moss, Armstrong, Carr, Thomas and Sanders were present, thus constituting a quorum, whereupon, among other business, the following was transacted at such meeting: a written

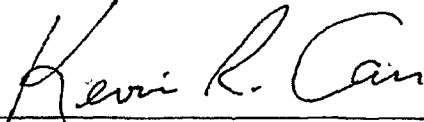
**RESOLUTION 2013-0827 AUTHORIZING APPLICATION
TO THE TEXAS COMMISSION ON ENVIRONMENTAL
QUALITY FOR APPROVAL OF PROJECT AND BONDS**

and duly introduced for the consideration of the Board of Directors of the District. It was then duly moved and seconded that such Resolution be adopted and, after due discussion, such motion, carrying with it the adoption of such Resolution, prevailed and carried by the following vote:

AYES: 5
NOES: 0

3. That a true, full and correct copy of such Resolution adopted at such meeting is attached to and follows this certificate; that such resolution has been duly recorded in the minutes of the Board of Directors for such meeting; that the persons named in the above and foregoing Paragraph 2 were the duly chosen, qualified and acting officers and members of the Board of Directors as indicated therein, that each was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of such meeting, and that such Resolution would be introduced and considered for adoption at such meeting, and that each consented, in advance, to the holding of such meeting for such purpose; that the canvassing of the officers and members of the Board of Directors present at and absent from such meeting and of the votes of each on such motion, as set forth in the above and foregoing Paragraph 2, is true and correct; and that sufficient and timely notice of the hour, date, place and subject of such meeting was given and posted as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED the 27th day of August 2013.



Kevin R. Carr
Secretary, Board of Directors



EXHIBIT "A"

RESOLUTION NO. 2013-0827A

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1

**AUTHORIZING APPLICATION TO THE TEXAS
COMMISSION ON ENVIRONMENTAL QUALITY FOR
APPROVAL OF PROJECT AND BONDS**

WHEREAS, Trophy Club Municipal Utility District No. 1 (the "District") is a Conservation and Reclamation District of the State of Texas created pursuant to Article 16, Section 69 of the Texas Constitution and Chapter 54, Texas Water Code, as amended;

WHEREAS, the District is the successor by merger and consolidation of Trophy Club Municipal Utility District No. 1 ("Prior MUD 1") and Trophy Club Municipal Utility District No. 2 ("Prior MUD 2" and with Prior MUD 1, the "Prior MUDs") pursuant to a consolidation election held in the District on May 9, 2009 by which the District consolidated the Prior MUDs into the District and assumed all outstanding and voted but unissued bonds and taxes of the Prior MUDs;

WHEREAS, the District now desires to issue up to \$5,769,217 in unlimited tax and/or unlimited tax and revenue bonds and up to \$9,230,783 in revenue bonds for the construction of improvements to the District's water and sewer system (the "Project") described in the Engineering Report prepared by The Wallace Group (the "Engineers");

WHEREAS, the Texas Water Code requires the District, when it desires to issue bonds, to submit in writing to the Texas Commission on Environmental Quality (the "Commission") an application for investigation of the Project and of the issuance of the bonds to finance the Project, together with a copy of the engineering report, data, profiles, maps, plans, and specifications prepared in connection therewith; and

WHEREAS, the Board of Directors desires to secure the approval and consent of the Commission for the Project, which is more completely described in the Engineering Report submitted in connection with this application, and to the issuance of the bonds hereinafter described in Section 1(b) of this Resolution.

THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1:

Section 1. The President and Secretary of the Board of Directors of the Trophy Club Municipal Utility District No. 1 (the "District"), the District's attorneys, and the District's engineers are hereby authorized and directed as follows:

- (a) To make application to the Texas Commission on Environmental Quality (the "Commission") for an investigation and report upon the feasibility of the District's financing that portion of the Project described in the Engineering Report prepared by The Wallace Group in connection with this application.
- (b) To request the Commission to approve the unlimited tax and/or unlimited tax and revenue bonds of the District in the principal amount not to exceed \$5,769,217 and the revenue bonds of the District in the principal amount not to exceed \$9,230,783, each bearing interest at a net effective interest rate not to exceed the maximum legal limit in effect at the time of issuance, and each maturing serially in accordance with the schedule provided in the aforesaid application and Engineering Report.

Section 2. By this application, the District assures the Commission that it will abide by the terms and conditions prescribed in connection with the Commission's approval of this Project.

Section 3. The Wallace Group is authorized and directed to prepare an Engineering Report in the form required by the Commission and to submit same to the Commission in support of this application together with a copy of the data, profiles, maps, plans and specifications prepared in connection with such report.


Section 4. The President and Secretary of the Board of Directors, the District's District Manager, the District's Engineers, The Wallace Group, the District's Attorneys, McCall, Parkhurst & Horton, L.L.P., and the District's Financial Advisor, Southwest Securities, Inc., are authorized and directed to do any and all things necessary and proper in connection with this application, including the filing of this application.

Section 5. A certified copy of this Resolution shall constitute an application and request on behalf of the District to the Commission pursuant to Section 49.181, Texas Water Code, for approval of the Project described in Section 1(a) and the bonds described in Section 1(b).

Section 6. The District will request the Commission for expedited review of the District's application in accordance with Sections 293.42 and 293.43 of the Commission rules.

PASSED AND APPROVED THIS AUGUST 27, 2013.

TROPHY CLUB MUNICIPAL UTILITY
DISTRICT NO. 1



Jim Moss,
President, Board of Directors

ATTEST:



Kevin R. Carr
Secretary, Board of Directors



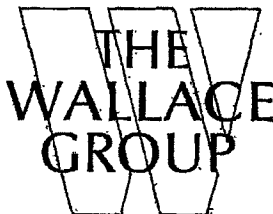
TCMUD005822

EXHIBIT J

**Trophy Club Municipal Utility
District #1
Denton, County**

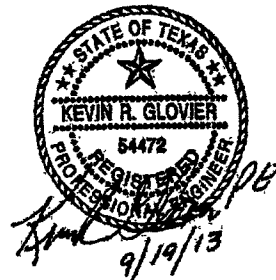
15,000,000 Bond

Bond Issue 2014



ENGINEERS
ARCHITECTS
SURVEYORS

**1825 Market Center Blvd., Suite 440
Dallas, Texas 75207
TBPE F-54**



TCMUD005824

CERTIFICATE OF RESOLUTION 2013-0827A

THE STATE OF TEXAS §
COUNTY OF DENTON §
COUNTY OF TARRANT §

I, the undersigned member of the Board of Directors of the Trophy Club Municipal Utility District No. 1 of Denton and Tarrant Counties, Texas (the "District"), hereby certify as follows:

1. That I am the duly qualified Secretary of the Board of Directors of the District, and that, as such, I have custody of the minutes and records of the District.

2. That the Board of Directors of the District convened in Open Session at a Regular Meeting on August 27, 2013, at the regular meeting place thereof, and the roll was called of the duly constituted officers and members of the Board of Directors, to wit:

Jim Moss	President
Bill Armstrong	Vice President
Kevin R. Carr	Secretary/Treasurer
James C. Thomas	Director
Nick Sanders	Director

and Directors Moss, Armstrong, Carr, Thomas and Sanders were present, thus constituting a quorum, whereupon, among other business, the following was transacted at such meeting: a written

**RESOLUTION 2013-0827A AUTHORIZING APPLICATION
TO THE TEXAS COMMISSION ON ENVIRONMENTAL
QUALITY FOR APPROVAL OF PROJECT AND BONDS**

and duly introduced for the consideration of the Board of Directors of the District. It was then duly moved and seconded that such Resolution be adopted and, after due discussion, such motion, carrying with it the adoption of such Resolution, prevailed and carried by the following vote:

AYES: 5

NOES: 0

3. That a true, full and correct copy of such Resolution adopted at such meeting is attached to and follows this certificate; that such resolution has been duly recorded in the minutes of the Board of Directors for such meeting; that the persons named in the above and foregoing Paragraph 2 were the duly chosen, qualified and acting officers and members of the Board of Directors as indicated therein, that each was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of such meeting, and that such Resolution would be introduced and considered for adoption at such meeting, and that each consented, in advance, to the holding of such meeting for such purpose; that the canvassing of the officers and members of the Board of Directors present at and absent from such meeting and of the votes of each on such motion, as set forth in the above and foregoing Paragraph 2, is true and correct; and that sufficient and timely notice of the hour, date, place and subject of such meeting was given and posted as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED the 27th day of August 2013.





Kevin R. Carr
Secretary, Board of Directors

EXHIBIT "A"

RESOLUTION NO. 2013-0827A

TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1

**AUTHORIZING APPLICATION TO THE TEXAS
COMMISSION ON ENVIRONMENTAL QUALITY FOR
APPROVAL OF PROJECT AND BONDS**

WHEREAS, Trophy Club Municipal Utility District No. 1 (the "District") is a Conservation and Reclamation District of the State of Texas created pursuant to Article 16, Section 69 of the Texas Constitution and Chapter 54, Texas Water Code, as amended;

WHEREAS, the District is the successor by merger and consolidation of Trophy Club Municipal Utility District No. 1 ("Prior MUD 1") and Trophy Club Municipal Utility District No. 2 ("Prior MUD 2" and with Prior MUD 1, the "Prior MUDs") pursuant to a consolidation election held in the District on May 9, 2009 by which the District consolidated the Prior MUDs into the District and assumed all outstanding and voted but unissued bonds and taxes of the Prior MUDs;

WHEREAS, the District now desires to issue up to \$5,769,217 in unlimited tax and/or unlimited tax and revenue bonds and up to \$9,230,783 in revenue bonds for the construction of improvements to the District's water and sewer system (the "Project") described in the Engineering Report prepared by The Wallace Group (the "Engineers");

WHEREAS, the Texas Water Code requires the District, when it desires to issue bonds, to submit in writing to the Texas Commission on Environmental Quality (the "Commission") an application for investigation of the Project and of the issuance of the bonds to finance the Project, together with a copy of the engineering report, data, profiles, maps, plans, and specifications prepared in connection therewith; and

WHEREAS, the Board of Directors desires to secure the approval and consent of the Commission for the Project, which is more completely described in the Engineering Report submitted in connection with this application, and to the issuance of the bonds hereinafter described in Section 1(b) of this Resolution.

THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF TROPHY CLUB MUNICIPAL UTILITY DISTRICT NO. 1:

Section 1. The President and Secretary of the Board of Directors of the Trophy Club Municipal Utility District No. 1 (the "District"), the District's attorneys, and the District's engineers are hereby authorized and directed as follows:

- (a) To make application to the Texas Commission on Environmental Quality (the "Commission") for an investigation and report upon the feasibility of the District's financing that portion of the Project described in the Engineering Report prepared by The Wallace Group in connection with this application.
- (b) To request the Commission to approve the unlimited tax and/or unlimited tax and revenue bonds of the District in the principal amount not to exceed \$5,769,217 and the revenue bonds of the District in the principal amount not to exceed \$9,230,783, each bearing interest at a net effective interest rate not to exceed the maximum legal limit in effect at the time of issuance, and each maturing serially in accordance with the schedule provided in the aforesaid application and Engineering Report.

Section 2. By this application, the District assures the Commission that it will abide by the terms and conditions prescribed in connection with the Commission's approval of this Project.

Section 3. The Wallace Group is authorized and directed to prepare an Engineering Report in the form required by the Commission and to submit same to the Commission in support of this application together with a copy of the data, profiles, maps, plans and specifications prepared in connection with such report.


Section 4. The President and Secretary of the Board of Directors, the District's District Manager, the District's Engineers, The Wallace Group, the District's Attorneys, McCall, Parkhurst & Horton, L.L.P., and the District's Financial Advisor, Southwest Securities, Inc., are authorized and directed to do any and all things necessary and proper in connection with this application, including the filing of this application.

Section 5. A certified copy of this Resolution shall constitute an application and request on behalf of the District to the Commission pursuant to Section 49.181, Texas Water Code, for approval of the Project described in Section 1(a) and the bonds described in Section 1(b).

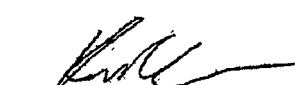
Section 6. The District will request the Commission for expedited review of the District's application in accordance with Sections 293.42 and 293.43 of the Commission rules.

PASSED AND APPROVED THIS AUGUST 27, 2013.

TROPHY CLUB MUNICIPAL UTILITY
DISTRICT NO. 1


Jim Moss,
President, Board of Directors

ATTEST:


Kevin R. Carr
Secretary, Board of Directors



TCEQ Expedited Review - Developer Projects

"Certificate Justifying 60-Day Bond Application Review"

We have reviewed the attached Bond Application and conclude that it is complete and request an expedited review in accordance with § 293.42. We understand that under an expedited review the TCEQ staff will assume that we have submitted all available documentation required pursuant to the Bond Application Report Format and will not request additional information. If documentation is found to be insufficient, the application will not be expedited and a review letter will be sent. Also, we understand that we may not be notified prior to completion of the TCEQ memorandum of items excluded from funding or recommended for escrow.

A. The following executed documents are included in the attached Bond Application Report:

1. Resolution and Certificate requesting approval of bonds and any special exemptions or waivers (such as 30% developer contribution, market study, or developer interest limitations);
2. Waiver of special tax exemptions as required by § 293.59(k)(8);
3. A current market study, unless exempt or inapplicable;
4. Any other items required by § 293.43;
5. Engineer's certificates of completion for streets in completed sections where either utilities are being funded in the bond issue or the section is included in the feasibility of the bond issue.
6. Provide a certificate stating whether the District intends for the financial feasibility of the proposed bond issue to be based on "no-growth" or "growth" projections. If based on growth, the certificate should indicate total number of ESFCs used for feasibility.

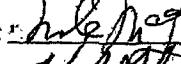
B. I have reviewed the District's current status and to the best of my knowledge the following statements are true:


1. All underground water, wastewater and drainage facilities and associated streets to be financed or necessary to serve the projected build-out to support the feasibility are 95% complete, or the District is exempt pursuant to § 293.59(k)(11) and applicable financial guarantees in compliance with Commission rules are provided. Financial guarantees are provided for the following:
2. Assessed Value necessary to meet tax rates shown in the no-growth cash flow table and all proposed exemptions is existing as documented by a certificate from the central appraisal district.
3. The District meets the applicable requirements of § 293.59(k)(6) A-E for all bond issues and § 293.59(l)(2)-(3) for second and subsequent bond issues related to completion of facilities and permits.
4. Any financial guarantees necessary for water, wastewater, and drainage facility capacities (based on the District engineer's design criteria) have been obtained, are included in the attached Bond Application Report Format and are in compliance with Commission rules.

5. The District meets the requirements of § 293.59(k)(7) and § 293.59(l)(4) as applicable related to vertical build-out.
6. The District meets the requirements of § 293.59(k)(3)-(4) related to acceptable tax rates.
7. The District is legally authorized to issue the bonds.
8. Sections and attachments in the attached Bond Application Report Format are separated by dividers or colored paper, tabbed, and labeled.
9. If the feasibility is based on growth, the build-out schedule:
 - a. Is consistent with the growth cash flow schedule.
 - b. Specifically identifies sections where growth is projected.
 - c. Includes the number of ESFCs for non single-family projections.
 - d. Includes only projections on available lots, reserves, etc. as identified in the Land Use Table in the attached Bond Application Report Format.
10. The application meets the requirements of § 293.44 related to special considerations.
11. To the best of our knowledge and belief the bond application is complete and in substantial compliance with Commission rules except for plans and specifications for the following facilities:

The District requests that the funds for these facilities be placed in escrow until such plans and specifications are complete.

Bond Counsel as to paragraph B, lines 4, 7, and 11:  Date 9-23-13

Financial Advisor as to paragraph B, lines 2, 5, 6, 9a, and 11:  Date 9-19-13

Engineer as to paragraph A and B, lines 1, 3, 8, 9b-d, 10 and 11:  Date 9-23-13

TROPHY CLUB MUNICIPAL UTILITY DISTRICT #1

DENTON, COUNTY

\$15,000,000 BOND

BOND ISSUE 2014

SECTION 1 – GENERAL INFORMATION

(A) Laws, Elections and Acreage:

- (i) **Authority Creating District:** Trophy Club Municipal Utility District No. 1 (the "District") is a conservation and reclamation district created as a municipal utility district pursuant to Article 16, Section 59, of the Texas Constitution by Order of the Texas Commission on Environmental Quality, the successor in interest to the Texas Water Commission (collectively the "Commission"). The District operates pursuant to Chapters 49 and 54 of the Texas Water Code.

The District is the successor by merger and consolidation of Trophy Club Municipal Utility District No. 1 ("Prior MUD 1") and Trophy Club Municipal Utility District No. 2 ("Prior MUD 2"). Prior MUD 1 and Prior MUD 2 were consolidated pursuant to a consolidation election held in the District on May 9, 2009 by which the District consolidated the Prior MUDs into the District and assumed all outstanding and voted but unissued bonds and taxes of the Prior MUDs. Additionally, Prior MUD 2 was the successor by merger and consolidation of Denton County MUD No. 2 and Denton County MUD No. 3. The MUDs were consolidated pursuant to a consolidation election held on May 5, 1990.

- (ii) **Governing Law:** The District is governed by Chapter 54 of the Texas Water Code and the applicable provisions of Chapter 49 of the Texas Water Code.
- (iii) **Confirmation Election:** The prior MUDs that now make up Trophy Club Municipal Utility District No. 1 each held bond elections to approve bond issuance. The following table provides a summary of confirmation election dates, bonds authorized, total issued, and bonds authorized but unissued.

<u>Taxing Body</u>	<u>Date of Creation</u>	<u>Date of Election</u>	<u>Amount Authorized</u>	<u>Total Amount Issued To Date</u>	<u>Amount Issued Per Deal</u>	<u>Date Issued</u>	<u>Unissued</u>
<u>Trophy Club MUD No. 1</u>							
Denton County MUD No. 1	3/4/1975	10/7/1975	\$12,344,217	\$11,115,000	\$1,530,000	1/15/1976	\$1,229,217
					\$2,035,000	7/15/1980	
					\$3,200,000	3/29/1983	
					\$4,350,000	10/17/1990	
<u>Trophy Club MUD No. 2</u>							
Denton County MUD No. 2	8/9/1980	4/4/1981	\$6,450,000	\$6,450,000	\$1,870,000	12/1/1988	\$0
					\$3,510,000	6/1/2002	
					\$1,070,000	6/18/2003	
Denton County MUD No. 3	8/9/1980	4/4/1981	\$5,800,000	\$3,760,000	\$3,630,000	12/1/1988	\$2,040,000
					\$130,000	6/18/2003	
		10/29/1988	\$2,500,000	\$0			\$2,500,000
Authorized But Unissued:							\$5,769,217

(iv) Acreage: 2688 Acres

(v) Boundary Map: See Attachment 1

(B) Location: See Attachment 2

SECTION 2 – PROPOSED BOND ISSUE

(A) Purpose: The purpose of the bond issue is pay for improvements to the MUD's existing wastewater treatment plant (WWTP). The Plant was originally constructed in the 1970's and was first improved in the mid 1980's to an expanded capacity of 1.4 MGD. The plant was again expanded in 2002 to a capacity of 1.75 MGD. After the 2002 improvements, the benefits were largely negated by TCEQ reducing the permit limits for biochemical oxygen demand (BOD), total suspended solids (TSS) and ammonia nitrogen (N). These are the primary constituents that are monitored and submitted to TCEQ for compliance purposes. They reflect the quality of the plant's treatment operations. As a result of the permit changes, the effective treatment capacity of the plant's processes and infrastructure were reduced accordingly by the lowering of these permit requirements. Specifically the 2002 plant expansion design was targeted for permit limits of 10 mg/l for carbonaceous oxygen demand (CBOD), 15 mg/L TSS and 3 mg/l for ammonia nitrogen (NH3-N), which can be summarized as

10/15/3 (CBOC/TSS/NH3-N). The permit that is now in place reduced those limits to 5/12/3, thus significantly reducing the effective treatment capacity of the plant upgrades. The proposed improvements to be paid for in this bond issue are intended to enable the plant to treat the permitted flow of 1.75 MGD and meet the reduced TCEQ requirements.

(B) Bond and Maintenance Tax Authorization :

(i) Bond Authorization:

Includes authorizations for Trophy Club MUD #1, Trophy Club MUD #2 and Denton Co. MUD #3
All MUDs noted above were ultimately merged into Trophy Club MUD #1 pursuant to an election on May 9, 2009

	<u>Date of Election</u>	<u>Purpose</u>	<u>Amount Approved</u>	<u>Amount Canceled</u>
Original MUD #1	10-07-75	Water / Wastewater	\$12,344,217	N/A
Originally for MUD #2	04-04-81	Water / Wastewater	6,450,000	N/A
Originally for MUD #3	04-04-81	Water / Wastewater	5,800,000	N/A
Originally for MUD #3	10-29-88	Water / Wastewater	2,500,000	N/A
Consolidated MUD #1	05-10-08	Fire Station	2,000,000	N/A

Following the issuance of the proposed 2014 Unlimited Tax Bonds all voted authorizations will be exhausted.

(ii) Maintenance Tax:

The District has a maintenance tax and a fire protection tax.

<u>Date of Election</u>	<u>Purpose</u>	<u>Amount Approved (per \$100 of AV)</u>
10-07-75	General Operating	\$ 0.25

The portion of the District's tax which is designated for fire protection is a part of this maintenance & operating tax authorization.

(C) Prior Bond Issues: See Attachment 5

(D) Type: District seeks approval for \$5,765,000 Unlimited Tax Bonds, Series 2014 and \$9,230,000 Revenue Bonds, Series 2014.

(E) Interest Rate: The projected interest rate of the proposed unlimited tax bonds for which the District requests approval from the Commission is 6.000%. The projected interest rate of the proposed revenue bonds for which the District requests approval from the Commission is 6.000%.

(F) Land-Use Plan: The Town of Trophy Club is scheduled to be built-out within the next four years. Total build-out population is expected to be between 14,000 and 15,000.

(G) Recreational Facilities: NA

(H) Roads: NA

SECTION 3 – FACILITIES PROPOSED FOR FUNDING:

(A) Purchase of existing facilities and/or assumption of Existing Contracts: NA

(B) Facilities to be Constructed:

See Attachment 3.

SECTION 4 – SUMMARY OF COSTS

Construction Costs *	Estimated Cost	District's Share
Wastewater Treatment Plant Improvements	\$ 11,297,015.00	100%
Contingencies	\$ 1,694,552.00	100%
Engineering and Design Services	\$ 1,561,000.00	100%
Subtotal Construction and Design	\$ 14,552,567.00	100%
*See Attachment 3 for breakdown of cost.		
Estimated Non-construction Costs *		
Financial Advisory Fee/Expense	\$ 154,975.00	100%
Bond Counsel Fee/Expense	\$ 159,975.00	100%
Attorney General Fee	\$ 14,995.00	100%
Ratings: S&P	\$ 25,000.00	100%
Paying Agent Registrar	\$ 1,000.00	100%
Official Statement Costs	\$ 8,000.00	100%
TCEQ Processing Fee (0.25% of par amount)	\$ 37,487.50	100%
TCEQ Application Filing Fee	\$ 1,000.00	100%
Bond Application Report - Engineer	\$ 20,000.00	100%
Misc.	\$ 20,000.00	100%
Subtotal Non-Construction Cost	\$ 442,432.50	100%
*See Attachment 7 for additional breakdown		
Total Bond Issue Requirement	\$ 14,994,999.50	100%

SECTION 5 – DEVELOPMENT STATUS AND LAND USE

The following information represents development as of September 3, 2013.

(A) Land-Use Table: NA

(B) Development from Prior Bonds: NA

(C) Development from Proposed Bonds: NA

(D) Development from Future Bonds: NA

(E) Historical Build-Out: NA

(F) Floodplain Information: See Attachment 4.

- (i) What is being done (if anything) to remove the areas of the District, if any, currently in the official floodplain? Current developable acres are not in the official floodplain.
- (ii) Are any of the improvements proposed for the purchase or construction funding through the proceeds of this bond issue currently in the official floodplain? ___ yes X No.
- (iii) Are areas currently in the official floodplain used in the build-out projection used to support this bond issue? ___ Yes X No.
- (iv) Who is charged with maintaining minimum floor slab elevations in the District area? Town of Trophy Club and City of West Lake.
- (v) Are any sites or easement to be funded in the bond issue currently in the floodplain? ___ Yes X No.

SECTION 6 – SOURCE OF WATER SUPPLY, WASTEWATER TREATMENT FACILITIES, AND STORM-WATER DRAINAGE FACILITIES

(A) Water Supply:

- (i) NA
- (ii) NA
- (iii) NA
- (iv) NA
- (v) NA
- (vi) The District's water supply is capable of serving 21,100* ESFCs, which is sufficient to serve the 5000 ESFCs necessary to support the feasibility of this proposed bond issue.

*This is based on an average daily demand per connection of 360 gpd and a maximum water supply of 7.6 MGD.

(B) Wastewater Treatment:

- (i) The purpose of the bond issue is to pay for improvements to the MUD's existing wastewater treatment plant (WWTP). The Plant was originally constructed in the 1970's and was first improved in the mid 1980's and expanded capacity of 1.4 MGD. The plant was again expanded in 2002 to a capacity of 1.75 MGD. After the 2002 improvements, the benefits were largely negated by TCEQ reducing the permit limits for biochemical oxygen demand (BOD), total suspended solids (TSS) and ammonia nitrogen (N). These are the primary constituents that are monitored and submitted to TCEQ for compliance purposes. They reflect the quality of the plant's treatment operations. As a result of the permit changes, the effective treatment capacity of the plant's processes and infrastructure were reduced accordingly by the lowering of these permit requirements. Specifically the 2002 plant expansion design was targeted for permit limits of 10 mg/l for carbonaceous oxygen demand (CBOD), 15 mg/L TSS and 3 mg/l for ammonia nitrogen (NH3-N), which can be summarized as 10/15/3 (CBOD/TSS/NH3-N). The permit that is now in place reduced those limits to 5/12/3, thus significantly reducing the effective treatment capacity of the plant upgrades. The proposed improvements to be paid for in this bond issue are intended to enable the plant to treat the permitted flow of 1.75 MGD and meet the reduced TCEQ requirements. The project will be divided into two phases to allow the plant to continue in service while the improvements are constructed. Phase 1 will include new facilities which will be able to handle the current wastewater flow. Phase 1 will go online while Phase 2 will retrofit existing facilities to meet the permitted flow and constituents loading of the existing TCEQ permit.
- (ii) ESFC calculations will be based on 300 gpd/ESFC.
- (iii) NA
- (iv) NA
- (v) The District's wastewater capacity will be capable of serving 5833 ESFCs, which will be sufficient to serve the 5000 ESFCs necessary to support the feasibility of this proposed bond issue.

(C) Storm-Water Drainage Facilities: NA

SECTION 7 – BASIS OF DESIGN

(A) Conformity with Regulatory Requirements:

- (i) Texas Commission on Environmental Quality - Yes
- (ii) City of _____ - NA WWTP is not under a city's jurisdiction
- (iii) County of Denton – NA WWTP is not regulated by County

- (iv) _____ County flood Control District – NA Denton County does not have a flood control district. Plant site is not located in flood zone.
- (v) Commission Permit Required by Water Code 16.236: NA Levee is not required
- (vi) NA

(B) **Oversizing:**

Is the District constructing any facility with capacity in excess of that reasonably anticipated for future in-district uses? No

SECTION 8 – FINANCIAL INFORMATION

See Attachment 8

SECTION 9 – SHARED FACILITIES - NA

SECTION 10 – PLANS, SPECIFICATIONS, OTHER CONSTRUCTION DOCUMENTS

(A) **Plans:**

- (i) Construction plans are currently being prepared. Plans are scheduled to be presented to TCEQ in January 2014 for review.
- (ii) Plat – NA

(B) **Contract Documents:** Contract documents and technical specifications (appropriately sealed) are currently being prepared.

(C) **Construction Documents:** The required construction documents will be sent to the appropriate Commission's *field office* (regional office) at the appropriate time.

(D) **Checklist:** The Construction Contract Checklist (Appendix 6) will be completed for each contract and attached to the construction documents and specifications for that contract at the appropriate time.

SECTION 11 – SPECIAL CONSIDERATIONS

(A) **Developer's Projects:** Are any of the projects in the proposed bond issue developer projects as defined in Commission Rule 293.44(a)(1)? No

(B) **All projects:**

- (i) Appraisals: NA
- (ii) Contract Revenue bonds: Are the proposed bonds contract revenue bonds? No

- (iii) **Impact Fees and Capital-Recovery Fees:** Does the proposed bond issue include funding for fees calculated and collected under the provisions of Local Government Code 395? No

SECTION 12 – MISCELLANEOUS CONSIDERATIONS

- (A) **Presconstruction Documents:** NA
 (B) **Bid Advertisement:** Competitive bidding statutes will be complied with for each construction contract executed.
 (C) **Developer's 30% Contribution Exemption Request:** NA
 (D) **Letters of Credit, Deferment of Bond Proceeds, Other Acceptable Financial Guarantees:** NA
 (E) **Developer Interest Reimbursement:** NA
 (F) **Land and Easement Acquisition:** NA
 (G) **District Participation in Regional Drainage Systems:** NA

SECTION 13 – MISCELLANEOUS INFORMATION

- (A) **Contracts with Professional Consultants:** See Attachment 10
 (B) **Compliance with Commission Rule 293.111 (a)(6):** The responsibility of certification, inspection, and enforcement of the District's rules with regards to water and wastewater service connections belongs to the Town of Trophy Club. The Town of Trophy Club adopted the International Plumbing Code (2009). Attachment 9 is the ordinance of the town calling for the adoption of the plumbing code.
 (C) **Key Personnel:**

	<u>Name</u>	<u>Address</u>	<u>Phone No.</u>	<u>Fax No.</u>
President, Board of Directors	Jim Moss	979 Trophy Club Drive Trophy Club, TX 76262	817-491-2302	None
Attorney	Bob West	301 Commerce Street, Suite 3500 Ft. Worth, TX 76102-4135	817-878-0511	817-878-0501
Attorney	Pam Liston	2801 Weems Way, Suite B Rowlett, TX 75088	972-475-2794	972-463-4158
Fiscal Agent	Mark McLiney of Southwest Securites Inc	4040 Broadway, Suite 220 San Antonio, TX 78209	210-226-8677	210-226-8299
Operator	Karl Schlieg	100 Municipal Drive Trophy Club, TX 76262	682-831-4600	817-491-9312
General Manager	Jennifer McKnight	100 Municipal Drive Trophy Club, TX 76262	682-831-4610	817-491-9312

Tax Assessor-Collector	Michelle French of Denton County	1505 E. McKinney St. Denton, TX 76209-4525	940-349-3500	940-349-3501
Chief Appraiser, Denton County	Joe Rogers	P.O. Box 2816 Denton, TX 76208-2816	940-349-3800	940-349-3801
Chief Appraiser, Tarrant County	Jeffery Law	2500 Handley-Ederville Road Fort Worth, TX 76118- 6982	817-284-0024	817-595-6744
Principal Developer (s)	NA	NA	NA	NA
Engineer	The Wallace Group, Inc.	1825 Market Center Blvd., Suite 440, Dallas, Texas 75207	214-747-7433	214-747-7331
Finance Manager	Renae Gonzales	100 Municipal Drive Trophy Club, TX 76262	682-831-4611	817-491-9312

(D) Reporting Requirements:

Has the District submitted a current Directors' Registration Form? Yes

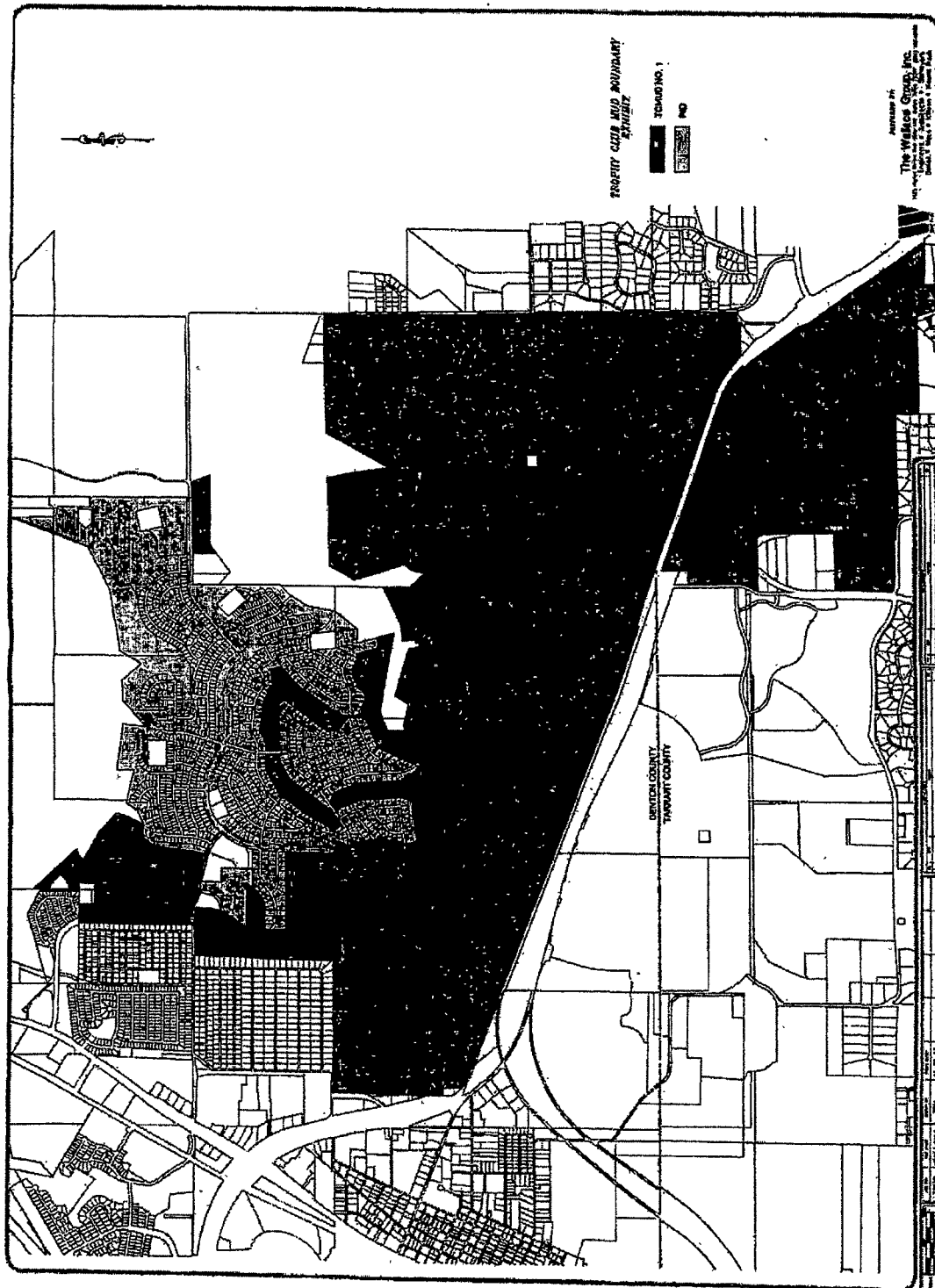
Has the District submitted a current District Information as required by Water Code Section 49.455? Yes

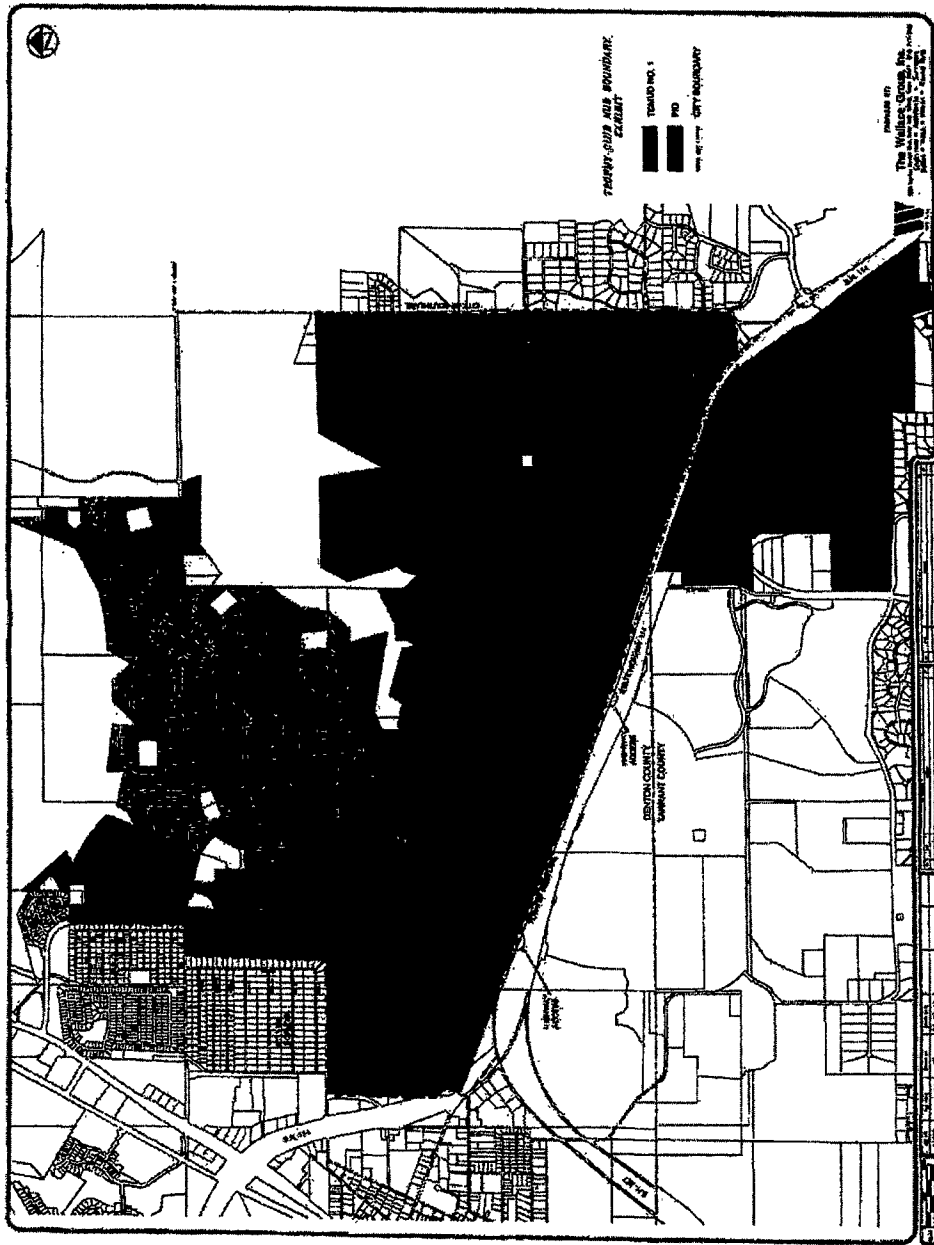
Has the District submitted a current Audit Report or Financial Dormancy Affidavit? Yes

(E) Name Signs:

Has the District posted at least two name signs, at two or more principal entrances to the District? Yes

1. Trophy Club Drive at Highway 114
2. Trophy Lake Drive at Highway 114
3. Trophy Wood Drive at Highway 114
4. Marshall Creek Road at Schooling Road
5. Bobcat Boulevard





ENGINEER'S OPINION OF PROBABLE COSTS
WASTE WATER TREATMENT FACILITY EXPANSION - TCMUD.#1
MBR - PHASE I (1.25 MGD)
THE WALLACE GROUP - PROJECT NO. 23000

Page - 1

ITEM	DESCRIPTION	UNIT	QUANTITY	UNIT COST	TOTAL
MBR TREATMENT SYSTEM (2 NEW TRANS BASINS)					
1	Concrete Basins and Construction - Vertical	CY	368	\$ 877.00	\$ 247,105.00
2	Concrete Basin and Construction - Horizontal	CY	285	\$ 395.00	\$ 112,575.00
3	MBR Basin Equipment, Controls & Piping	LS	1	\$ 2,155,943.00	\$ 2,155,943.00
4	MBR Basin Equipment, Controls & Piping Installation	LS	1	\$ 225,753.00	\$ 225,753.00
5	Aluminum Walkway & Handrail	LF	240	\$ 164.00	\$ 39,360.00
6	Aluminum Stairway	EA	1	\$ 22,575.00	\$ 22,575.00
7	Blower Piping & Installation	LS	1	\$ 73,370.00	\$ 73,370.00
SUBTOTAL					\$ 2,875,911.00
RAS/AS SUBMERSIBLE LIFT STATION REHAB					
8	Replace Submersible Pump - 15 Hp	EA	3	\$ 18,080.00	\$ 54,180.00
9	Upgrade L/R Station Piping & Valving	LS	1	\$ 28,219.00	\$ 28,219.00
10	Upgrade Force Main	LF	145	\$ 58.00	\$ 8,120.00
11	Demolition & Preparation	LS	1	\$ 11,288.00	\$ 11,288.00
12	Painting & Preparation	LS	1	\$ 3,951.00	\$ 3,951.00
13	Bypass Pumping	LS	1	\$ 5,844.00	\$ 5,844.00
SUBTOTAL					\$ 111,462.00
FINE SCREENING & GRIT FACILITY					
14	Concrete Basin and Construction - Vertical	CY	235	\$ 593.00	\$ 139,355.00
15	Concrete Basin and Construction - Horizontal	CY	75	\$ 395.00	\$ 29,625.00
16	Fine Screening Equipment Installation	LS	1	\$ 39,507.00	\$ 39,507.00
17	Grit Removal Equipment & Installation	LS	1	\$ 225,753.00	\$ 225,753.00
18	Aluminum Grating & Stairs	LS	1	\$ 22,575.00	\$ 22,575.00
19	Aluminum Handrail	LF	140	\$ 51.00	\$ 7,140.00
20	Facility Piping, Valves & Gates	LS	3	\$ 22,575.00	\$ 67,725.00
21	Painting & Preparation	LS	1	\$ 8,466.00	\$ 8,466.00
SUBTOTAL					\$ 494,596.00
WEIR CONTROL STRUCTURES					
22	Concrete Basin and Construction - Vertical	CY	45	\$ 593.00	\$ 26,685.00
23	Concrete Basin and Construction - Horizontal	CY	30	\$ 367.00	\$ 11,010.00
24	Adjustable Weir Gate	EA	6	\$ 5,844.00	\$ 35,064.00
25	Equipment Installation	LS	1	\$ 8,466.00	\$ 8,466.00
26	Aluminum Grating & Treading	SF	160	\$ 56.00	\$ 8,960.00
27	Hand Rail - Sch. 40 Aluminum	LF	120	\$ 51.00	\$ 6,120.00
SUBTOTAL					\$ 95,105.00
UV DISINFECTION					
28	Concrete Basin and Construction - Vertical	CY	45	\$ 621.00	\$ 27,945.00
29	Concrete Basin and Construction - Horizontal	CY	20	\$ 395.00	\$ 7,900.00
30	UV Equipment	EA	1	\$ 253,972.00	\$ 253,972.00
31	UV Equipment Installation	LS	1	\$ 28,219.00	\$ 28,219.00
32	Re-piping to Existing UV System	LS	1	\$ 28,219.00	\$ 28,219.00
33	Aluminum Grating & Treading	SF	200	\$ 56.00	\$ 11,200.00
34	Hand Rail - Sch. 40 Aluminum	LF	150	\$ 51.00	\$ 7,650.00
SUBTOTAL					\$ 365,105.00
AEROBIC DIGESTION					
35	Concrete Basin and Construction - Vertical	CY	270	\$ 677.00	\$ 182,790.00
36	Concrete Basin and Construction - Horizontal	CY	180	\$ 395.00	\$ 71,100.00
37	Aeration Equipment & Piping	LS	2	\$ 45,154.00	\$ 90,302.00
38	Aeration Equipment & Piping Installation	LS	2	\$ 22,575.00	\$ 45,150.00
39	Aluminum Handrail	LF	240	\$ 51.00	\$ 12,240.00
40	Blowers & Piping	LS	2	\$ 101,686.00	\$ 203,372.00
41	DODRP Control	LS	2	\$ 16,931.00	\$ 33,862.00
SUBTOTAL					\$ 530,722.00
YARD PIPING					
42	8-inch DIP	LF	370	\$ 45.00	\$ 16,650.00
43	20-inch DIP	LF	215	\$ 181.00	\$ 38,915.00
44	24-inch DIP	LF	200	\$ 203.00	\$ 40,600.00
45	Pipe Connections to Existing System	EA	8	\$ 1,693.00	\$ 13,544.00
SUBTOTAL					\$ 95,659.00
MISCELLANEOUS					
46	Final Grading & Seeding	LS	1	\$ 8,466.00	\$ 8,466.00
47	Demolition	LS	1	\$ 33,863.00	\$ 33,863.00
48	Paved Roadway - Relocation	SY	470	\$ 66.00	\$ 31,000.00
49	Entrance Gate Relocation	LS	1	\$ 8,466.00	\$ 8,466.00
50	MCC/Controls Building Expansion	SF	800	\$ 226.00	\$ 180,800.00
51	SCADA Upgrade	LS	1	\$ 84,657.00	\$ 84,657.00
52	Dewatering	LS	1	\$ 28,219.00	\$ 28,219.00
53	Generator	LS	1	\$ 332,986.00	\$ 332,986.00
54	Electrical	LS	1	\$ 400,712.00	\$ 400,712.00
SUBTOTAL					\$ 1,110,129.00
PHASE I-A PROJECT TOTAL					\$ 5,777,188.00

**ENGINEER'S OPINION OF PROBABLE COSTS
WASTE WATER TREATMENT FACILITY EXPANSION - TCMUD #1
MBR - PHASE 1B (1.75 MGD)
THE WALLACE GROUP - PROJECT NO. 23000**

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ITEM	DESCRIPTION	UNIT	QUANTITY	UNIT COST	TOTAL
MBR TREATMENT SYSTEM (4 RETROFIT TRAINS/BASINS)					
1	Concrete Basin Modifications and Construction	LS	1	\$ 189,315.00	\$ 189,315.00
2	MBR Basin Equipment, Controls & Piping	LS	1	\$ 3,154,901.00	\$ 3,154,901.00
3	MBR Basin Equipment, Controls & Piping Installation	LS	1	\$ 316,054.00	\$ 316,054.00
4	Aluminum Walkway & Handrail	LF	220	\$ 164.00	\$ 36,080.00
5	Blower Piping & Installation	LS	1	\$ 50,794.00	\$ 50,794.00
SUBTOTAL					\$ 3,727,144.00
INFLUENT LIFT STATION UPGRADES					
6	Install VFDs on 2 pumps	EA	2	\$ 56,438.00	\$ 112,876.00
SUBTOTAL					\$ 112,876.00
WEIR CONTROL STRUCTURES					
7	Concrete Basin and Construction - Vertical	CY	90	\$ 593.00	\$ 53,370.00
8	Concrete Basin and Construction - Horizontal	CY	60	\$ 367.00	\$ 22,020.00
9	Adjustable Wier Gate	EA	12	\$ 5,644.00	\$ 67,728.00
10	Equipment Installation	LS	2	\$ 8,466.00	\$ 16,932.00
11	Aluminum Grating & Treading	SF	320	\$ 56.00	\$ 17,920.00
12	Hand Rail -Sch. 40 Aluminum	LF	240	\$ 51.00	\$ 12,240.00
SUBTOTAL					\$ 190,210.00
UV DISINFECTION					
13	UV Equipment	EA	2	\$ 253,972.00	\$ 507,944.00
14	UV Equipment Installation	LS	2	\$ 28,219.00	\$ 56,438.00
SUBTOTAL					\$ 564,382.00
EFFLUENT LIFT STATION					
15	Replace Submersible Pumps	EA	4	\$ 67,726.00	\$ 270,904.00
16	Upgrade Lift Station Controls, Piping & Valving	LS	1	\$ 45,151.00	\$ 45,151.00
17	Demolition & Preparation	LS	1	\$ 8,466.00	\$ 8,466.00
18	Painting & Preparation	LS	1	\$ 6,000.00	\$ 6,000.00
SUBTOTAL					\$ 330,521.00
YARD PIPING					
19	8-inch DIP	LF	250	\$ 45.00	\$ 11,250.00
20	24-inch DIP	LF	355	\$ 203.00	\$ 72,065.00
21	Pipe Connections to Existing System	EA	5	\$ 1,693.00	\$ 8,465.00
SUBTOTAL					\$ 90,530.00
MISCELLANEOUS					
22	Final Grading & Seeding	LS	1	\$ 8,466.00	\$ 8,466.00
23	Demolition	LS	1	\$ 33,863.00	\$ 33,863.00
24	SCADA Upgrade	LS	1	\$ 84,657.00	\$ 84,657.00
25	Dewatering	LS	1	\$ 11,288.00	\$ 11,288.00
26	Electrical	LS	1	\$ 375,879.00	\$ 375,879.00
SUBTOTAL					\$ 514,153.00
PHASE 1B PROJECT TOTAL					\$ 5,519,816.00
PROJECT GRAND TOTAL					\$ 11,297,915.00

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