

The Board of Supervisors (the "Board") of Madison County, Mississippi (the "County") took up for further consideration the matter of issuing General Obligation Road and Bridge Bonds, Series 2014, of the County. After a discussion of the subject, Supervisor _____ offered and moved the adoption of the following resolution:

RESOLUTION FINDING AND DETERMINING THAT THE RESOLUTION DECLARING THE INTENTION OF THE BOARD OF SUPERVISORS OF MADISON COUNTY, MISSISSIPPI (THE "COUNTY"), TO ISSUE GENERAL OBLIGATION ROAD AND BRIDGE BONDS, SERIES 2014 (THE "BONDS") OF THE COUNTY, IN THE TOTAL AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED FIFTEEN MILLION DOLLARS (\$15,000,000), ADOPTED ON THE 18TH DAY OF AUGUST, 2014 WAS DULY PUBLISHED AS REQUIRED BY LAW; THAT NO SUFFICIENT PROTEST AGAINST THE ISSUANCE OF THE BONDS DESCRIBED IN SAID RESOLUTION HAS BEEN FILED BY THE QUALIFIED ELECTORS; AND AUTHORIZING THE ISSUANCE OF THE BONDS.

WHEREAS, the Board of the County does hereby find, determine, adjudicate, and declare as follows:

1. Heretofore, on the 18th day of August, 2014, the Governing Body adopted a Resolution entitled "RESOLUTION DECLARING THE INTENTION OF THE BOARD OF SUPERVISORS OF MADISON COUNTY, MISSISSIPPI, TO ISSUE GENERAL OBLIGATION ROAD AND BRIDGE BONDS, SERIES 2014, OF MADISON COUNTY, MISSISSIPPI IN THE PRINCIPAL AMOUNT OF NOT TO EXCEED FIFTEEN MILLION DOLLARS (\$15,000,000) TO RAISE MONEY FOR THE PURPOSE OF PROVIDING FUNDS FOR CONSTRUCTING, RECONSTRUCTING, AND REPAIRING BOZEMAN ROAD, YANDELL ROAD, AND HIGHLAND COLONY PARKWAY AND OTHER ROADS, HIGHWAYS AND BRIDGES, AS DESCRIBED HEREIN, AND ACQUIRING THE NECESSARY LAND, INCLUDING LAND FOR ROAD-BUILDING MATERIALS, ACQUIRING RIGHTS-OF-WAY THEREFOR; AND THE PURCHASE OF HEAVY CONSTRUCTION EQUIPMENT AND ACCESSORIES THERETO REASONABLY REQUIRED TO CONSTRUCT, REPAIR AND RENOVATE SUCH ROADS, HIGHWAYS AND BRIDGES AND APPROACHES THERETO WITHIN THE COUNTY; AND DIRECTING PUBLICATION OF NOTICE OF SUCH INTENTION" wherein the Governing Body found, determined and adjudicated that it is necessary that bonds of the County be issued in the amount, for the purpose and secured as aforesaid, declared its intention to issue said bonds, and fixed 9:00 o'clock a.m. on October 6, 2014, as the date and hour on which it proposed to direct the issuance of said bonds, on or prior to which date and hour any protests to be made against the issuance of such bonds were required to be filed.

2. As required by law and as directed by the aforesaid resolution, said resolution was published once a week for at least three (3) consecutive weeks in *The Madison County Herald*, a newspaper published in Jackson, Mississippi and having a general circulation in the County, and qualified under the provisions of Section 13-3-31, Mississippi Code of 1972, as amended, the first publication having been made not less than twenty-one (21) days prior to the date fixed

herein for the issuance of the Bonds, and the last publication having been made not more than seven (7) days prior to such date, said notice having been published in said newspaper on September 11, 18 and 25, and October 2, 2014, as evidenced by the publisher's affidavit heretofore presented and filed.

3. On or prior to 9:00 o'clock a.m. on October 6, 2014, no written protest against the issuance of the Bonds described in the aforesaid resolution had been filed or presented by qualified electors of the County.

4. The Governing Body is now authorized and empowered by the provisions of the Act to issue the Bonds without an election on the question of the issuance thereof and is authorized to issue Bonds registered as to principal and interest in the form and manner hereinafter provided for by Sections 31-21-1 to 31-21-7, Mississippi Code of 1972, as amended.

5. The amount of said general obligation bonds so proposed to be issued, when added to the outstanding indebtedness of the County, will not exceed any constitutional or statutory limitation of indebtedness.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY AS FOLLOWS:

SECTION 1. That the Governing Body is now authorized and empowered by the Act to issue General Obligation Road and Bridge Bonds, Series 2014, of the County in the total aggregate principal amount of not to exceed Fifteen Million Dollars (\$15,000,000) to raise money for the purpose of providing funds for constructing, reconstructing, and repairing Bozeman Road, Yandell Road, and Highland Colony Parkway and other roads, highways and bridges in the County, and acquiring the necessary land, including land for road-building materials, and acquiring rights-of-way therefor; and the purchase of heavy construction equipment and accessories thereto reasonably required to construct, repair and renovate such roads, highways and bridges and approaches thereto within the County, and providing the costs of issuance thereof and for such other costs as are authorized by Sections 19-9-1 through 19-9-31, Mississippi Code of 1972, as amended.

SECTION 2. Said Bonds shall be issued and offered for sale in accordance with the further orders and directions of this Governing Body.

Supervisor _____ seconded the motion to adopt the foregoing resolution. Thereafter, the Board President called for a vote on the motion, the result was as follows:*

Supervisor John Bell Crosby	voted: ____
Supervisor Gerald Steen	voted: ____
Supervisor Paul Griffin	voted: ____
Supervisor Karl Banks	voted: ____

* There is currently one vacancy on the Board of Supervisors of the County.

The motion having received the affirmative vote of a majority of the members present, the President declared the motion carried and the resolution adopted, on this the 6th day of October, 2014.

PRESIDENT, BOARD OF SUPERVISORS

ATTEST:

CLERK, BOARD OF SUPERVISORS

(SEAL)

EXHIBIT A
PROOF OF PUBLICATION

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