

STATE OF ILLINOIS)
) SS
COUNTY OF LAKE)

**BOND ORDER
IN CONNECTION WITH THE ISSUANCE OF
\$31,410,000
TAXABLE GENERAL OBLIGATION BONDS
(SALES TAX ALTERNATE REVENUE SOURCE), SERIES 2010A**

To: The County Board
The County of Lake, Illinois, and the
County Clerk of The County of Lake, Illinois

GREETINGS:

A. SALE

Please be advised that responsive to authority contained in an ordinance adopted by the County Board (the "*County Board*") of The County of Lake, Illinois (the "*County*"), on the 12th day of October 2010, and being entitled:

AN ORDINANCE authorizing and providing for the issuance of not to exceed \$32,000,000 Taxable General Obligation Bonds (Sales Tax Alternate Revenue Source), Series 2010A, of The County of Lake, Illinois, authorizing the execution of a bond order in connection therewith, and providing for the imposition of taxes to pay the same, and for the collection, segregation and distribution of certain sales taxes received by the County.

(the "*Bond Ordinance*"), a contract for the purchase of \$31,410,000 Taxable General Obligation Bonds (Sales Tax Alternate Revenue Source), Series 2010A (the "*Bonds*"), of the County was awarded by the undersigned officers (the "*Designated Officers*") to the Purchaser thereof, namely, M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin (the "*Purchaser*") at a price of \$31,132,854.85 (being the par amount of the bonds, plus original issue premium of \$118,934.95 and less an underwriters' discount of \$396,080.10), plus accrued interest, if any, to the date of delivery. It is hereby found and determined that said price is not less than 98.5% of the par value

of the Bonds, as required by the Bond Ordinance; and such price is hereby approved. Terms used herein shall have the meanings given to them in the Bond Ordinance unless otherwise defined herein.

B. FINDINGS

The following further conditions have also been met: (1) We have received the required certificates and reports of Speer Financial, Inc., the Financial Advisor, and of the Purchaser, supporting our statements herein. (2) The maximum maturity date of the Bonds does not extend past November 30, 2028. (3) The par amount of the Bonds does not exceed the maximum authorized of \$32,000,000. (4) No interest rate on the Bonds exceeds 7.0% per annum. (5) The *sum* of the principal of and interest on the Bonds due (or subject to mandatory redemption) in any given annual period from December 1 to the following November 30 (a "*Bond Year*") does not exceed \$10,000,000. (6) The maximum annual tax levy for the Bonds in any given year does not exceed \$10,000,000. (7) The purchase price of the Bonds to the Purchaser is not less than 98.5% of the par value of the Bonds. (8) The terms of the Bonds are fair and reasonable in light of current conditions in the market for obligations such as the Bonds.

C. NO CONFLICTS

No member of the County Board nor any County official called upon to give advice in the matter of the sale of the Bonds is in any manner financially interested, either directly, in his or her own name, or indirectly, in the name of any other person, association, trust or corporation, in the agreement with the Purchaser, for the purchase of the Bonds.

D. TERMS OF THE BONDS

Each of the Bonds is hereby designated a "Taxable General Obligation Bond (Sales Tax Alternate Revenue Source), Series 2010A." Pursuant to the terms of the Bond Purchase Agreement, executed on this 26th day of October 2010, the Bonds shall be issued in the amount

stated; shall be dated December 15, 2010; and shall have the further terms as is set forth in *Exhibit I* attached hereto and incorporated herein by reference.

E. TAXES

Section 17 of the Bond Ordinance provides for direct annual taxes to pay the principal of and interest on the Bonds promptly when and as the same falls due at maturity or as subject to mandatory redemption. Please be further advised that the Bonds were sold on terms resulting in a final schedule of taxes levied and to be extended as set forth in *Exhibit II* attached hereto and incorporated herein by reference.

F. BOND INSURANCE

The Purchaser has not requested and no Bond Insurance has been procured as of the date hereof for the payment of principal of and interest on the Bonds.


G. BOND REGISTRAR

The Bond Registrar and Paying Agent for the Bonds is The Bank of New York Mellon Trust Company, National Association, located in the City of Chicago, Illinois, or successor thereto or designated hereunder, in its respective capacities as bond registrar and paying agent.

H. RECORDS

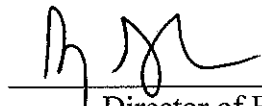
Finally, please be advised that this Bond Order shall be entered into the records of the County and made available to all members of the County Board at a public meeting thereof held after the date hereof.

Respectfully submitted as of this 26th day of October 2010.*


County Board Chair


County Clerk

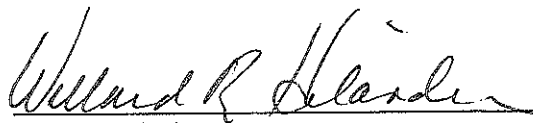

County Treasurer


Director of Finance and
Administrative Services

* To be signed by at least *two* of the following individuals, at least *one* of whom must be an elected officer.

ACKNOWLEDGMENT OF FILING

Filed in the office of the County Clerk of The County of Lake, Illinois, this 26th day of
October 2010.

A handwritten signature in cursive script, reading "Willard R. Harder". The signature is written in black ink and is positioned above the printed name and title.

County Clerk
The County of Lake, Illinois

EXHIBITS:

EXHIBIT

DESCRIBES

I

Terms of the Bonds

II

Taxes to be levied for the Bonds

EXHIBIT I

TERMS OF THE BONDS

The Bonds are dated December 15, 2010 and are due on November 30 of the years and in the amounts and bear interest at the rates percent per annum as follows:

YEAR	AMOUNT (\$)	RATE (%)
2025	6,265,000	4.850
2026	8,140,000	5.000
2027	8,385,000	5.125
2028	8,620,000	5.250

Each of the Bonds bears interest from the later of the dated date as stated above or from the most recent interest payment date to which interest has been paid or duly provided for, until the principal amount of such Bond, respectively, is paid or duly provided for, such interest (computed upon the basis of a 360-day year of twelve 30-day months) being payable on May 30 and November 30 of each year, commencing on May 30, 2011.

TERMS OF THE BONDS — REDEMPTION

Mandatory Redemption. The Bonds are not subject to mandatory redemption prior to maturity.

Optional Redemption. The Bonds are subject to redemption prior to maturity at the option of the County as a whole, or in part in integral multiples of \$5,000, in any order of their maturity as determined by the County (less than all of the Bonds of a single maturity to be selected by the Bond Registrar by lot), on November 30, 2019, and on any date thereafter, at the redemption price of par plus accrued interest to the redemption date, which price does not exceed one hundred and three percent (103%) of the principal amount of Bonds to be redeemed.

TERMS OF THE BONDS — TAX STATUS

Recovery Zone Economic Development Bonds. The County hereby makes an irrevocable election to designate the following maturities of the Bonds as "recovery zone economic development bonds" pursuant to the Stimulus Act:

YEAR	AMOUNT (\$)
2026	4,650,000
2027	8,385,000
2028	8,620,000

Build America Bonds. The County hereby makes an irrevocable election to designate the following maturities of the Bonds as “qualified build America bonds” pursuant to the Stimulus Act:

YEAR	AMOUNT (\$)
2025	6,265,000
2026	3,490,000

EXHIBIT II

TAX LEVY FOR BONDS

YEAR	A TAX SUFFICIENT TO PRODUCE THE DOLLAR (\$) AMOUNT	
2010	\$ 1,526,753.19	for interest up to and including November 30, 2011
2011	\$ 1,593,133.76	for interest
2012	\$ 1,593,133.76	for interest
2013	\$ 1,593,133.76	for interest
2014	\$ 1,593,133.76	for interest
2015	\$ 1,593,133.76	for interest
2016	\$ 1,593,133.76	for interest
2017	\$ 1,593,133.76	for interest
2018	\$ 1,593,133.76	for interest
2019	\$ 1,593,133.76	for interest
2020	\$ 1,593,133.76	for interest
2021	\$ 1,593,133.76	for interest
2022	\$ 1,593,133.76	for interest
2023	\$ 1,593,133.76	for interest
2024	\$ 7,858,133.76	for interest and principal
2025	\$ 9,429,281.26	for interest and principal
2026	\$ 9,267,281.26	for interest and principal
2027	\$ 9,072,550.00	for interest and principal

STATE OF ILLINOIS)
) SS
COUNTY OF LAKE)

**NOTIFICATION OF BOND TERMS AND
DIRECTION FOR COLLECTION OF TAXES
\$31,410,000 TAXABLE GENERAL OBLIGATION BONDS
(SALES TAX ALTERNATE REVENUE SOURCE), SERIES 2010A**

TO: THE COUNTY CLERK OF THE COUNTY OF LAKE, ILLINOIS: GREETINGS.

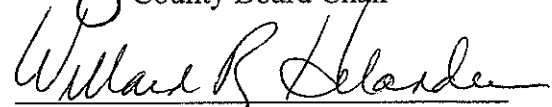
Please take note of the advice and terms on the attached Bond Order (the "*Bond Order*"), dated as of the 26th day of October 2010, for the aggregate principal amount of \$31,410,000 Taxable General Obligation Bonds (Sales Tax Alternate Revenue Source), Series 2010A, of The County of Lake, Illinois (the "*County*"), which Bond Order has been executed by the Designated Officers of the County. Terms used herein are by reference to the Bond Order.

YOU ARE ACCORDINGLY ORDERED AND DIRECTED to collect taxes, levied in Section 17 of the Bond Ordinance, as enumerated in the Bond Order.

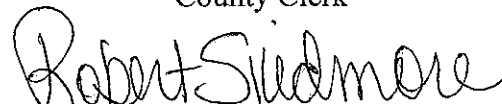
IN WITNESS WHEREOF we hereunto affix our official signatures as of this 26th day of October 2010.*



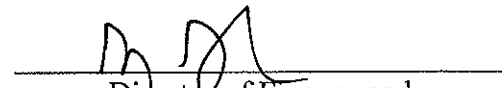
County Board Chair



County Clerk



County Treasurer



Director of Finance and
Administrative Services

* To be signed by at least *two* of the following individuals, at least *one* of whom must be an elected officer.