

RESOLUTION NO. 2004-199

A RESOLUTION APPROVING THE ISSUANCE BY THE HOUSING FINANCE AUTHORITY OF BREVARD COUNTY OF ITS SINGLE FAMILY MORTGAGE REVENUE BONDS TO PROVIDE FUNDS TO FINANCE THE PURCHASE OF SINGLE FAMILY RESIDENCES IN ST. JOHNS COUNTY AND VARIOUS OTHER COUNTIES WITHIN THE STATE OF FLORIDA; APPROVING THE OPERATION OF THE HOUSING FINANCE AUTHORITY OF BREVARD COUNTY IN THE TERRITORIAL BOUNDARIES OF ST. JOHNS COUNTY IN CONNECTION THEREWITH; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Brevard County Housing Finance Authority (the "Brevard Authority"), pursuant to Chapter 159, Part IV, Florida Statutes (the "Act"), is authorized to issue revenue bonds for the purposes of assisting in relieving the shortage of housing available at prices or rentals which many persons and families can afford; and

WHEREAS, the Act also permits the Brevard Authority to enter into interlocal agreements with other local housing finance authorities for purposes of expanding the Brevard Authority's area of operation to include that of other housing finance authority's areas of operation, including St. Johns County, Florida (the "County"); and

WHEREAS, as stated in the hereinafter described SJHFA Resolution, the Brevard Authority has indicated its intent to issue its single family mortgage revenue bonds (the "Bonds") for the purpose of financing the origination of affordable single family housing and for purposes of refunding certain amounts and thus preserving private activity bond allocation; and

WHEREAS, as stated in the SJHFA Resolution, the Brevard Authority has requested the Housing Finance Authority of St. Johns County, Florida (the "St. Johns Authority") to join in the issuance of the Bonds by means of execution of an interlocal agreement; and

WHEREAS, at the request of the Brevard Authority, the St. Johns Authority adopted its Resolution No. 04-03 on June 24, 2004 (the "SJHFA Resolution"), a copy of which is attached hereto as Exhibit A, authorizing the execution and delivery of an interlocal agreement with the Brevard Authority, substantially in the form attached to the SJHFA Resolution, in connection with the Brevard Authority's issuance of the Bonds; and

WHEREAS, the St. Johns Authority conducted a public hearing on the July 22, 2004, on the proposed issuance of the Bonds by the Brevard Authority, pursuant to the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended, and no views were expressed by anyone attending the hearing, as shown in the hearing officer's report attached hereto as Exhibit B; and

WHEREAS, the St. Johns Authority has requested the Board of County Commissioners of the County (the "Board") approve the issuance of the Bonds by the Brevard Authority, as required by Section 147(f) of the Internal Revenue Code of 1986, as amended, and approve the operation of the Brevard Authority within the territorial limits of the County with respect to the issuance of the Bonds, as required by the Act, including Section 159.603(1), Florida Statutes, as amended;

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA:

Section 1. The Board hereby approves the issuance of the Bonds by the Brevard Authority.

Section 2. The Board hereby approves the operation of the Brevard Authority within the territorial boundaries of St. Johns County with respect to the issuance of the Bonds.

Section 3. This Resolution shall take effect immediately upon its adoption.

PASSED, APPROVED AND ADOPTED this 27th day of July, 2004.

BOARD OF COUNTY COMMISSIONERS
OF ST. JOHNS COUNTY, FLORIDA

By: *[Signature]*
Chairman

(SEAL)

ATTEST:

[Signature]
Clerk

RENDITION DATE 7-28-04



EXHIBIT A
SJHFA Resolution

RESOLUTION NO. 64-03

A RESOLUTION OF THE HOUSING FINANCE AUTHORITY OF ST. JOHNS COUNTY, FLORIDA AUTHORIZING THE EXECUTION AND DELIVERY OF AN INTERLOCAL AGREEMENT WITH THE BREVARD COUNTY HOUSING FINANCE AUTHORITY IN CONNECTION WITH THE BREVARD AUTHORITY'S ISSUANCE OF SINGLE FAMILY MORTGAGE REVENUE BONDS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Housing Finance Authority of St. Johns County, Florida (the "Authority") is, pursuant to Chapter 159, Part IV, Florida Statutes (the "Act"), authorized to issue revenue bonds for the purposes of assisting in relieving the shortage of housing available at prices or rentals which many persons and families can afford; and

WHEREAS, the Act also permits the Authority to enter into interlocal agreements with other local housing finance authorities for purposes of expanding the Authority's area of operation or expanding such other authority's area of operation to include that of St. Johns County; and

WHEREAS, the Brevard County Housing Finance Authority (the "Brevard Authority") has indicated its intent to issue its Single Family Mortgage Revenue Bonds, Series 2004 (the "2004 Bonds") for the purpose of financing the origination of affordable single family housing and for purposes of refunding certain amounts and thus preserving private activity bond allocation; and

WHEREAS, the Brevard Authority has requested the Authority to join in the issuance of the 2004 Bonds by means of execution of an Interlocal Agreement, in the form attached hereto as Exhibit A;

NOW, THEREFORE, BE IT RESOLVED BY THE HOUSING FINANCE AUTHORITY OF ST. JOHNS COUNTY, FLORIDA, as follows:

SECTION 1. The Authority hereby authorizes the Chairman, Vice-Chairman, Secretary-Treasurer or Assistant Secretary of the Authority to execute and deliver an Interlocal Agreement, in substantially the form set forth in Schedule A attached hereto (the "Interlocal Agreement"), with such modifications thereto as approved by such party executing the same, approval to be evidenced by the execution thereof, with the Brevard Authority for purposes of expanding the area of operation of the Brevard Authority under the Act.

SECTION 2. All prior resolutions, motions and any other action of the Authority inconsistent with the provisions of this resolution are hereby modified, supplemented and amended to conform with the provisions herein contained and except as otherwise modified, supplemented and amended hereby shall remain in full force and effect.

SECTION 3. All members of the Authority are hereby authorized and directed to execute any and all certifications or other instruments or documents required by the Interlocal Agreement as a prerequisite or precondition to the issuance of the 2004 Bonds and any representation made therein shall be deemed to be made on behalf of the Authority.

SECTION 4. This resolution shall become effective immediately upon its adoption.

ADOPTED this 24th day of June, 2004.

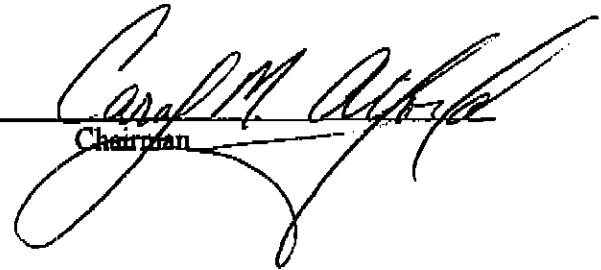
HOUSING FINANCE AUTHORITY OF
ST. JOHNS COUNTY, FLORIDA

(SEAL)

ATTEST:

By:


Secretary/Treasurer


Chairman

Prepared by and return to:

Mark T. Mustian, Esquire
1500 Mahan Drive
Suite 200
Tallahassee, Florida 32308

INTERLOCAL AGREEMENT

THIS AGREEMENT made and entered into by and between the **BREVARD COUNTY HOUSING FINANCE AUTHORITY**, a public body corporate and politic organized and existing under the laws of the State of Florida (hereinafter referred to as the "Brevard Authority"), and the **HOUSING FINANCE AUTHORITY OF ST. JOHNS COUNTY, FLORIDA**, a public body corporate and politic organized and existing under the laws of the State of Florida (hereinafter referred to as the "Local Authority").

WITNESSETH:

WHEREAS, Chapter 159, Part IV, Florida Statutes, as amended, authorizes the creation of Housing Finance Authorities within the State of Florida (the "State") for the purpose of issuing revenue bonds to assist in relieving the shortage of housing available at prices or rentals which many persons and families can afford; and

WHEREAS, the Brevard Authority has resolved to issue not exceeding \$20,000,000 Single Family Mortgage Revenue Bonds, Series 2004 (the "Brevard Bonds"); and

WHEREAS, pursuant to Section 143 of the Internal Revenue Code of 1986 (the "Code"), as amended, the amount of private activity bonds, including qualified mortgage bonds, which may be issued by governmental units in any calendar year is limited, and is available for allocation to issuers within the State in accordance with Chapter 159, Part VI, Florida Statutes, as amended; and

WHEREAS, pursuant to individual interlocal agreements to be entered into between the Brevard Authority and the Housing Finance Authorities of other counties (or with other counties in the absence of a housing finance authority) within the State, including St. Johns County (collectively, the "Counties"), each of the Counties will delegate its authority to purchase or to preserve allocation by refunding amounts otherwise to be used for redemption or payment of principal with respect to bonds the proceeds of which were originally spent or issued for the purpose of purchasing mortgage loans or securities backed by mortgage loans originated within the territorial boundaries of its respective county to the Brevard Authority

(the territorial boundaries of Brevard County and the territorial boundaries of the Counties, collectively, the "Area of Operation"); and

WHEREAS, by combining the Area of Operation of the Brevard Authority and the Counties, the Brevard Authority will be able to make available mortgage loans at rates below the rates otherwise attainable if any of the Counties undertook a separate issue; and

WHEREAS, the issuance of the Brevard Bonds by the Brevard Authority for use in the Area of Operation will result in a wider allocation of fixed expenses and achieve certain other economies of scale that will have the effect of reducing the interest on mortgage loans that otherwise would have to be charged; and

WHEREAS, Sections 125.01, 163.01, 159.608 and 159.803(1), Florida Statutes, as amended, authorize the Brevard Authority and the Local Authority to enter into this Interlocal Agreement in order to make the most efficient use of their respective powers, resources and capabilities by authorizing the Brevard Authority to exercise those powers which are common to them for the purpose of issuing one or more series of the Brevard Bonds to refund certain amounts previously issued for qualifying single family mortgage loan programs for the entire Area of Operation and to fund the origination of new mortgage loans in such Area of Operation.

NOW, THEREFORE, the parties agree as follows:

SECTION 1. SUBSTITUTION OF BONDS; EXPENSES. The Local Authority hereby grants authority to the Brevard Authority to issue its Homeowner Mortgage Revenue Bonds to preserve allocation by refunding amounts otherwise to be used for redemption or payment of principal or to finance qualifying single family housing mortgage loans described in the resolutions authorizing the Brevard Bonds, and any such Brevard Bonds issued for such purpose which relate to qualifying housing mortgage loans in St. Johns County are hereby deemed to be in full substitution for an equivalent principal amount of the Local Authority's Bonds. All revenues generated by bonds issued pursuant to this Agreement and by the use of the proceeds thereof, will be administered by the Brevard Authority or its agents and all payments due from such revenues shall be paid by the Brevard Authority or its agents without further action by the Local Authority.

SECTION 2. ADMINISTRATION. The Brevard Authority hereby assumes responsibility for administering this Agreement by and through its employees, agents and officers; provided, however, that the Local Authority retains and reserves its right and obligation to require reasonable reporting on programs designed for and operated within County. The Brevard Authority and its agents shall provide the Local Authority with such reports as may be necessary to account for funds generated by this Agreement.

(the territorial boundaries of Brevard County and the territorial boundaries of the Counties, collectively, the "Area of Operation"); and

WHEREAS, by combining the Area of Operation of the Brevard Authority and the Counties, the Brevard Authority will be able to make available mortgage loans at rates below the rates otherwise attainable if any of the Counties undertook a separate issue; and

WHEREAS, the issuance of the Brevard Bonds by the Brevard Authority for use in the Area of Operation will result in a wider allocation of fixed expenses and achieve certain other economies of scale that will have the effect of reducing the interest on mortgage loans that otherwise would have to be charged; and

WHEREAS, Sections 125.01, 163.01, 159.608 and 159.803(1), Florida Statutes, as amended, authorize the Brevard Authority and the Local Authority to enter into this Interlocal Agreement in order to make the most efficient use of their respective powers, resources and capabilities by authorizing the Brevard Authority to exercise those powers which are common to them for the purpose of issuing one or more series of the Brevard Bonds to refund certain amounts previously issued for qualifying single family mortgage loan programs for the entire Area of Operation and to fund the origination of new mortgage loans in such Area of Operation.

NOW, THEREFORE, the parties agree as follows:

SECTION 1. SUBSTITUTION OF BONDS; EXPENSES. The Local Authority hereby grants authority to the Brevard Authority to issue its Homeowner Mortgage Revenue Bonds to preserve allocation by refunding amounts otherwise to be used for redemption or payment of principal or to finance qualifying single family housing mortgage loans described in the resolutions authorizing the Brevard Bonds, and any such Brevard Bonds issued for such purpose which relate to qualifying housing mortgage loans in St. Johns County are hereby deemed to be in full substitution for an equivalent principal amount of the Local Authority's Bonds. All revenues generated by bonds issued pursuant to this Agreement and by the use of the proceeds thereof, will be administered by the Brevard Authority or its agents and all payments due from such revenues shall be paid by the Brevard Authority or its agents without further action by the Local Authority.

SECTION 2. ADMINISTRATION. The Brevard Authority hereby assumes responsibility for administering this Agreement by and through its employees, agents and officers; provided, however, that the Local Authority retains and reserves its right and obligation to require reasonable reporting on programs designed for and operated within County. The Brevard Authority and its agents shall provide the Local Authority with such reports as may be necessary to account for funds generated by this Agreement.

The Brevard Authority shall have full authority and responsibility to negotiate, validate, market, sell, issue and deliver its Brevard Bonds in such amount as the Brevard Authority shall in its sole judgment determine to finance or refinance qualifying single family housing mortgage loans in St. Johns County and to take such other action as may be necessary or convenient to accomplish such purpose, such bonds to be issued in one or more series as determined by the Brevard Authority.

SECTION 3. TERM. This Agreement will remain in full force and effect from the date of its execution until the date when no Brevard Bonds remain outstanding; provided that any party hereto shall have the right to terminate this Agreement upon 30 days' written notice to the other party hereto. Notwithstanding the foregoing, it is agreed that this Agreement may not be terminated by any party during any period that any series of Brevard Bonds issued pursuant to the terms hereof remain outstanding, or during any period in which the proceeds of such Brevard Bonds are still in the possession of the Brevard Authority or its agents pending distribution, unless the parties to this Agreement mutually agree in writing to the terms of such termination. It is further agreed that in the event of termination the parties to this Agreement will provide continuing cooperation to each other in fulfilling the obligations associated with the issuance of Brevard Bonds pursuant to this Agreement.

SECTION 4. INDEMNITY. The Brevard Authority agrees to hold the Local Authority harmless, to the extent permitted by law, from any and all liability for repayment of principal of and interest or penalty on the Brevard Bonds or in connection with the approval rendered by the Local Authority and St. Johns County pursuant to Sections 159.603 and 159.604, Florida Statutes, as amended. The Brevard Authority agrees that any offering circular or official statement approved by and used in marketing the Brevard Bonds will include a statement that Noteholders may not look to the Local Authority for payment of the Brevard Bonds and interest or premium thereon.

SECTION 5. MAINTENANCE OF RECORDS; REDEMPTION OF BONDS; CESSATION OF ACTIVITY. The Brevard Authority hereby covenants to maintain or cause to be maintained adequate records of any amounts refunded which related to mortgage loans originated in St. Johns County. If at any time the Local Authority shall direct the Brevard Authority to cease refinancings associated with mortgage loans originated in St. Johns County or to not effectuate any particular refinancing, the Brevard Authority shall so comply. The Local Authority may, at any time, upon providing the Brevard Authority sufficient notice to effectuate the refunding of the requested amount of Brevard Bonds, require the Brevard Authority to redeem from proceeds of bonds or other sums provided by the Local Authority all or a portion of the principal amount of the Brevard Bonds relating to mortgage loans originated in St. Johns County.

SECTION 6. COUNTERPARTS. This Agreement may be executed in multiple counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties to this Agreement have caused their names to be affixed hereto by the proper officers thereof as of _____.

**BREVARD COUNTY HOUSING FINANCE
AUTHORITY**

(SEAL)

By: _____
Chairman

ATTEST:

Secretary/Treasurer

**HOUSING FINANCE AUTHORITY OF
ST. JOHNS COUNTY, FLORIDA**

(SEAL)

By: _____
Chairman

ATTEST:

Secretary

EXHIBIT B

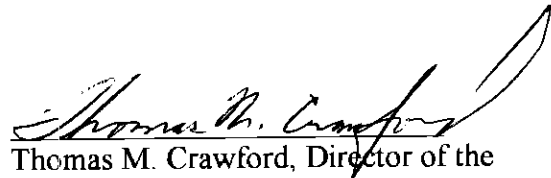
Hearing Officer's Report

Minutes
and
Report of Hearing Officer

The undersigned Director of the Housing Finance Authority of St. Johns County, Florida (the "Authority"), as Hearing Officer, convened on Thursday, July 22, 2004, in the offices of the St. Johns County Housing and Community Services/Housing Finance Authority located at 3149 Ponce de Leon Blvd., Suite 9, St. Augustine, Florida, a public hearing of the Authority on the proposed issuance by the Brevard County Housing Finance Authority of single family mortgage revenue bonds pursuant to the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended. Proceeds of such bond issue will provide below market interest rate mortgage financing to be used to finance the purchase of single family residences to be occupied primarily by first-time home buyers of moderate, middle or lesser income within Brevard County, St. Johns County and various other counties in the State of Florida.

The hearing began at 10:00 a.m. It was noted that a proof of publication from the *St. Augustine Record*, relating to a notice of this hearing being published in the July 6, 2004 edition, is on file in the Authority's records. No persons expressed a desire to speak at the hearing, and at 10:10 a.m. the hearing was concluded.

Dated: July 22, 2004.



Thomas M. Crawford, Director of the
Housing Finance Authority of St. Johns
County, Florida