

CERTIFICATE FOR RESOLUTION 2016-07-05-1

THE STATE OF TEXAS
CITY OF LLANO

I, the undersigned City Secretary of LLANO, TEXAS (the "City"), hereby certify as follows:

1. The City Council (the "Council") of the City convened in REGULAR MEETING ON THE 5TH DAY OF JULY, 2016, at its regular meeting place in Llano, Llano County, Texas (the "Meeting"), and the roll was called of the duly constituted officers and members of the Council.

All members of the Council were present, except the following: _____ thus constituting a quorum, whereupon among other business, the following was transacted at the Meeting, a written:

RESOLUTION APPROVING THE ISSUANCE OF CRAWFORD HEALTH FACILITIES DEVELOPMENT CORPORATION TAXABLE REVENUE BONDS (LIFELINE VENTURES PROJECTS), SERIES 2016A

(the "Resolution") was duly introduced for the consideration of the Council. It was then duly moved and seconded that the Resolution be adopted; and, after due discussion, such motion, carrying with it the adoption of the Resolution prevailed and carried by the following votes:

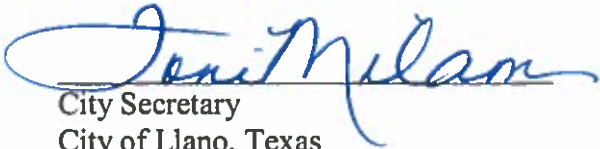
AYES: 5 NOES: _____ ABSTENTIONS: _____

2. A true, full, and correct copy of the Resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this Certificate; the Resolution has been recorded in the Council's minutes of the Meeting pertaining to the adoption of the Resolution; the members of the Council were duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting, and that the Resolution would be introduced and considered for adoption at the Meeting and each such officers and members consented, in advance, to the holding of the Meeting for such purpose; and the Meeting was open to the public, and public notice was given, all as required by Chapter 551, Texas Government Code.

SIGNED AND SEALED THIS 5th DAY OF JULY, 2016.



[SEAL]


City Secretary
City of Llano, Texas

RESOLUTION APPROVING THE ISSUANCE OF CRAWFORD HEALTH FACILITIES DEVELOPMENT CORPORATION TAXABLE REVENUE BONDS (LIFELINE VENTURES PROJECTS), SERIES 2016A

WHEREAS, the Health Facilities Development Act, Chapter 221, Texas Health and Safety Code (the "Act"), authorizes and empowers the Crawford Health Facilities Development Corporation (the "Issuer") to issue revenue bonds on behalf of the City of Crawford, Texas (the "Sponsoring Entity") to finance and refinance the costs of health facilities found by the Board of Directors of the Issuer to be required, necessary or convenient for health care, research and education, any one or more, within the State of Texas and in furtherance of the public purposes of the Act; and

WHEREAS, LLV1, LP, a to-be-formed Texas limited partnership or affiliated entity (the "User"), proposes to obtain financing from the Issuer from a portion of the proceeds of the Issuer's Revenue Bonds (Lifeline Ventures Projects), Series 2016A (the "Bonds") issued pursuant to the Act for the costs of certain health facilities consisting of three facilities (each a "Facility" and collectively referred to as the "Project") approximately described as follows: (i) Spanish Trail Assisted Living, which consists of the following two phases: (a) Phase I opened in 2011 and contains 14 rooms for 16 State licensed Type B Assisted Living residents, and (b) Phase II, a Certified Alzheimer's Facility (Memory Care) that opened in 2015 and contains 16 rooms for 16 State licensed Assisted Living Memory Care residents, located at 26409 TX-71, Horseshoe Bay, Llano County, Texas, 78657; (ii) Walden Court Assisted Living, a Type B Assisted Living Facility constructed in 2008 with over 26,000 square feet of living space and 20 studio units and 8 apartment units licensed for 36 residents with a plan to convert 16 existing rooms to Certified Alzheimer rooms (Memory Care), located at 701 E Young St, Llano, Llano County, Texas 78643; and (iii) The Paige House, which is currently a small Type A 16-bed Assisted Living Facility constructed in 2002 on 3 acres, is planned to have new permitting and construction completed for a 16-bed Certified Alzheimer Licensed (Memory Care) Facility, located at 2230 N Llano St, Fredericksburg, Gillespie County, Texas 78624.; and

WHEREAS, one of the Facilities, Walden Court, is located within the city limits of the City of Llano, Texas (the "City") and outside the limits of the Sponsoring Entity; and

WHEREAS, Section 221.030 of the Act, as amended, requires that the consent of a governmental unit in which the Facility is located be obtained prior to the issuance of the Bonds or the acquisition, rehabilitation, and equipping of the Facility; and

WHEREAS, the User has requested that the City give its approval and consent to the Project and to the issuance of the Bonds solely for the purpose of satisfying the provisions of Section 221.030 of the Act and for no other purposes whatsoever; and

WHEREAS, the City is willing to consider the User's request in order that the Bonds may be issued and the Project be acquired, rehabilitated, and equipped; and

WHEREAS, the City now desires to approve the Project and the issuance by the Issuer of the Bonds; and

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF LLANO, TEXAS:

1. Solely for the purpose of satisfying the provisions of Section 221.030 of the Act, the City hereby approves of and gives its consent to the Project and the issuance of the Bonds.

2. This Resolution is passed based on the express understanding and representation by the User that the Bonds do not and will not constitute in any way a liability or obligation of the City in any manner whatsoever.

3. **THIS RESOLUTION IS NOT TO BE CONSTRUED AS (I) A REPRESENTATION OR WARRANTY BY THE CITY, THE MAYOR OF THE CITY, THE COUNCIL, THE STATE OF TEXAS OR ANY OTHER AGENCY, INSTRUMENTALITY, OR POLITICAL SUBDIVISION OF THE STATE OF TEXAS OR THE CITY THAT THE BONDS WILL BE PAID OR THAT ANY OBLIGATION ASSUMED BY ANY OF THE PARTIES UNDER THE INSTRUMENTS DELIVERED IN CONNECTION WITH THE BONDS OR THE PROJECT WILL IN FACT BE PERFORMED; (II) A PLEDGE OF THE FAITH AND CREDIT OF THE CITY OR THE STATE OF TEXAS OR ANY OTHER AGENCY, INSTRUMENTALITY, OR POLITICAL SUBDIVISION OF THE STATE OF TEXAS OR THE CITY; OR (III) A REPRESENTATION OR WARRANTY BY THE CITY CONCERNING THE VALIDITY OF THE CORPORATE EXISTENCE OF THE CORPORATION OR THE VALIDITY OF THE BONDS.**

4. This Resolution shall take effect immediately from and after its adoption and accordingly it is so ordered.

PASSED AND APPROVED this 5th day of July, 2016.



Mike Reagan

Mayor
Llano, Texas

ATTEST:

Joni Melan

City Secretary
Llano, Texas