

MEMORANDUM

TO: Lakewood Ranch Stewardship District
Series 2017 Note

FROM: Hank Fishkind, Ph.D., Municipal Advisor

SUBJECT: Closing Memo Series 2017 Note

DATE: September 7, 2017

VIA: Email only

- 1.0 This memo describes the flow of funds from the closing of the Series 2017 Notes. The closing is to occur Friday September 8, 2017. Unless otherwise noted, all funds will be delivered in same day funds (Federal Funds). Closing must occur no later than 12:00 noon Eastern Daylight Time (“EDT”).
- 2.0 Pre-closing will start at 3:00 PM EDT at SMR’s offices located at 14400 Covenant Way, Bradenton, FL 34202.
- 3.0 Closing will occur at the Stewardship District meeting beginning at 9:00 AM EDT at SMR’s offices located at 14400 Covenant Way, Bradenton, FL 34202. The standard dial in number will be used for those calling in to the closing.
- 4.0 After the closing, Florida Community Bank, NA (“Bank”) will draw on the Note for its commitment fee and to pay its counsel as follows.

<i>Florida Community Bank, NA</i>	
Bank Fee	\$225,000
Bank Counsel	\$17,500
	=====
Subtotal Bank	\$242,500

5.0 The Bank will wire \$1,372,588 to U.S. Bank as follows

U.S. Bank
 777 East Wisconsin Avenue
 Milwaukee, WI 53202
 ABA 091000022
 A/C: U.S. Bank Trust Wire Clearing
 A/C: 180121167365
 Ref: LRSD 2017/241830000

6.0 Use of Proceeds from the 2017 Note

Following the Trustee's receipt of the wired funds totaling \$1,372,588, the Trustee shall apply the funds as follows.

\$146,826 into the 2017 Note Reserve Account;
 \$3,937 into the 2017 Interest Account;
 \$482,238 into the 2017 Note Costs of Issuance Account; and
 \$739,586 into the 2017 Note Acquisition and Construction Account.

7.0 Reconciliation of Funds

<i>Initial Draw on 2017 Note</i>	<i>\$1,615,088</i>
Florida Community Bank, NA	
Bank Fee	\$225,000
Bank Counsel	\$17,500
	=====
Subtotal Bank	\$242,500
2017 Note Reserve Account	\$146,826
2017 Interest Account	\$3,937
2017 Note Cost of Issuance	\$482,238
2017 Note Acquisition/Construction	\$739,586
	=====
	\$1,615,088
Net Proceeds less Bank	\$1,372,588

8.0 Breakout of Cost of Issuance

<i>Cost of Issuance</i>	<i>Amounts</i>
Placement Fee	\$360,000
Bond Counsel	\$55,000
District Counsel	\$16,500
Trustee	\$7,100
Trustee Counsel	\$5,250
Financial Advisor	\$20,000
District Manager	\$10,000
District Engineer	\$3,388
Miscellaneous	\$5,000
	=====
Total Cost of Issuance	\$482,238

