

\$16,000,000
JEFFERSON COUNTY BUILDING COMMISSION (WEST VIRGINIA)
LEASE REVENUE BONDS
(JEFFERSON COUNTY GOVERNMENT AND JUDICIAL COMPLEX PROJECT)
SERIES 2025

**CERTIFICATE AS TO AUTHENTICATION AND DELIVERY
OF THE BONDS AND RECEIPT AND DISPOSITION OF BOND PROCEEDS**

June 27, 2025

Jefferson County Building Commission
124 East Washington Street
Charles Town, West Virginia 25414

Ladies and Gentlemen:

The undersigned, on behalf of United Bank, a Virginia banking corporation, with trust powers, authorized to transact business in West Virginia, as Trustee (the "Trustee") and Registrar (the "Registrar") for the above-referenced Bonds (the "Bonds") of the Jefferson County Building Commission (the "Issuer"), under the Bond Indenture and Security Agreement dated as of June 1, 2025 (the "Indenture"), by and between the Issuer and the Trustee, hereby certifies as follows:

1. All documents required by Section 2.05 of the Indenture and all other conditions precedent contained in the Indenture to the issuance, authentication and delivery of the Bonds have been received or otherwise met and the Bonds are entitled to the benefit and security of the Indenture.

2. It has received the Bonds signed and sealed on behalf of the Issuer by manual signatures of the Chairman and Secretary of the Issuer and by a seal of the Issuer impressed thereon. The Bonds upon original issuance were in fully registered form, in eighteen (18) certificates being Certificate Numbers R-1 through R-18, inclusive, each registered in the name of Cede & Co., as nominee of The Depository Trust Company ("DTC") (said Certificate Numbers R-1 through R-18, inclusive, are referred to herein as the "Certificates").

3. It has authenticated the Bonds upon original issuance by manually executing on said Certificates a proper certificate of such authentication.

4. There has this day been received by the undersigned, for the account of the Issuer, the sum of \$153,957.11, being the principal amount of the Bonds, \$16,000,000.00, plus net reoffering premium of \$238,379.20, less underwriter's discount of \$144,000.00, less \$170,494.26 disbursed directly by the underwriter to Build America Mutual Assurance Company ("BAM") to pay the premium on the bond insurance to be provided by BAM guaranteeing the scheduled payments of the principal of and interest on the Bonds, and less \$15,769,927.83

disbursed directly by the Underwriter to the client trust account of Conrad Luttrell, LLP to be disbursed therefrom on the date hereof to pay a portion of the purchase prices of the Property.

5. The aforesaid amount of \$153,957.11 has been deposited in the Acquisition Fund created under the Indenture, which sum of \$153,957.11 will be disbursed from the Acquisition Fund for the payment of costs of issuance of the Bonds.

6. It has delivered the Certificates to DTC, pursuant to the FAST closing procedure, on behalf of Carty, Harding and Hearn, Inc., as original purchaser of the Bonds.

Capitalized terms used and not otherwise defined in this certificate have the respective meanings given them in the Indenture.

UNITED BANK

By: 

Its: Assistant Vice President