

TRANSCRIPT CERTIFICATE

I, the undersigned, being first duly sworn, do hereby depose and certify that I am the duly appointed, qualified and acting City Clerk of the City of Dubuque, Iowa, and that as such Clerk I have in my possession or have access to the complete corporate records of the City Council and of its officials, and that I have carefully compared the transcript hereto attached with the aforesaid corporate records and that the transcript hereto attached is a true and complete copy of all the corporate records in relation to the authorization, issuance and disposition of \$20,800,000 Sales Tax Increment Revenue Bonds (Annual Appropriation Property Tax Supported), Senior Bond Series 2015A of the City, dated the date of delivery, and that the transcript hereto attached contains a true and complete statement of all the measures adopted and proceedings, acts and things had, done and performed up to the present time in relation to the authorization, issuance and disposition of the Series 2015A Bonds, and that the City Council consists of six (6) Council Members and that Roy Buol is Mayor thereof, and that the offices were duly and lawfully filled by the individuals listed in the attached transcript as of the dates and times referred to therein.

I further certify that all meetings of the City Council at which action was taken in connection with the Series 2015A Bonds were open to the public at all times in accordance with a notice of meeting and tentative agenda, a copy of which was timely served on each member of the Council and was duly given at least twenty-four hours prior to the commencement of the meeting by notification of the communications media having requested such notice and posted on a bulletin board or other prominent place designated for the purpose and easily accessible to the public at the principal office of the Council all pursuant to the provisions and in accordance with the conditions of the local rules of the Council and Chapter 21, Code of Iowa.

I further certify that no City officer or employee has any interest in the contract for the sale of the Series 2015A Bonds or any matter incidental thereto, according to my best knowledge and belief.

WITNESS my hand and the seal of the City hereto attached this _____ day of _____, 2015, at Dubuque, Iowa.

City Clerk, City of Dubuque, Iowa

(SEAL)

Finally, the below stated officers whose signatures appear hereafter are now the duly qualified and acting officials of the City, possessed of the offices as designated below, to-wit:

Mayor

Roy Buol

(Original Signature)

Clerk:

Kevin Firnstahl

(Original Signature)

Finance Director:

Ken TeKippe

(Original Signature)

STATE OF IOWA

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) SS

COUNTY OF DUBUQUE

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Subscribed and sworn to before me by Kevin Firnstahl on this _____ day of _____, 2015.

Notary Public in and for Dubuque County,
Iowa

(SEAL)