

RESOLUTION NO. 2016-310

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, REGARDING (1) AN INTERLOCAL AGREEMENT WITH ORANGE COUNTY HEALTH FACILITIES AUTHORITY, THE BOARD OF COUNTY COMMISSIONERS OF LEON COUNTY, FLORIDA, THE CITY OF BRADENTON, FLORIDA AND THE CITY OF ST. PETERSBURG HEALTH FACILITIES AUTHORITY AND (2) GRANTING HOST COMMUNITY APPROVAL PURSUANT TO SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, FOR ORANGE COUNTY HEALTH FACILITIES AUTHORITY REVENUE BONDS (PRESBYTERIAN RETIREMENT COMMUNITIES PROJECT), SERIES 2016 IN ONE OR MORE SERIES FOR THE BENEFIT OF PRESBYTERIAN RETIREMENT COMMUNITIES, INC. AND WESLEY MANOR, INC. AND PROVIDING AN EFFECTIVE DATE.

**WHEREAS**, the St. Johns County Industrial Development Authority (the "Authority") has received an application from Presbyterian Retirement Communities, Inc. ("PRC"), a Florida not-for-profit corporation, requesting that the Authority execute and deliver an interlocal agreement relating to the issuance by Orange County Health Facilities Authority (the "Issuer") of its not to exceed \$170,000,000 Revenue Bonds (Presbyterian Retirement Communities Project), Series 2016 in one or more series (the "Bonds"), a portion of the proceeds of which relate to certain continuing care retirement community facilities owned by PRC and Wesley Manor, Inc. ("Wesley Manor") (collectively, the "Corporations"); and

**WHEREAS**, the interlocal agreement will be by and between the Authority, the City of St. Petersburg Health Facilities Authority, the Board of County Commissioners of Leon County, Florida, the City of Bradenton and the Issuer; and

**WHEREAS**, Wesley Manor owns a continuing care retirement facility known as Westminster Woods of Julington Creek ("Westminster Woods") which is located within the jurisdiction of St. Johns County, Florida (the "County"); and

**WHEREAS**, a portion of the proceeds of the Bonds may be used by the Corporations to refinance the outstanding St. Johns County Industrial Development Authority Revenue Bonds (Presbyterian Retirement Communities Project), Series 2010A which included proceeds for capital improvements to Westminster Woods consisting of the construction of 87 residential living units at Westminster Woods. Such refinancing is referred to herein as the "Project"; and

**WHEREAS**, the Authority has agreed to execute and deliver such interlocal agreement subject to the approval by the Board of County Commissioners of St. Johns County, Florida (the "Board") of such financing for the purposes of Section 147(f) of the Internal Revenue Code, as amended (the "Code"); and

**WHEREAS**, neither the County, the Authority, nor the State of Florida or any political subdivision or agency thereof shall in any way be obligated to pay the principal, premium, if any, or interest on the Bonds as the same shall become due, and the issuance of the Bonds shall not directly, indirectly, or contingently obligate the Authority, the County, the State of Florida, or any political subdivision or agency thereof to levy or pledge any form of taxation whatsoever therefor or to make any appropriation from ad valorem taxation revenues for their payment; and

**WHEREAS**, in order to satisfy the requirements of 147(f) of the Code, the Authority held a public hearing on the proposed issuance of the Bonds by the Issuer and the use of a portion of the proceeds on the Project, on September 12, 2016, which date was at least 14 days following the publication of notice of such public hearing in a newspaper of general circulation in the County (a true and accurate copy of the proof of publication of such notice is attached hereto as Exhibit "A"), which public hearing was conducted in a manner that provided reasonable opportunity for persons with differing views to be heard on both the issuance of the Bonds and the use of a portion of the proceeds therefrom on the Project.

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

**SECTION 1.** The financing of the Project through the issuance of the Bonds by the Issuer, as described in the notice of public hearing contained in Exhibit "A," is hereby approved for the purposes of compliance with Section 147(f) of the Code.

**SECTION 2.** The execution and delivery by the Authority of an interlocal agreement in the form approved by the Authority and attached hereto as Exhibit "B" is hereby approved.

**SECTION 3.** The Bonds and the interest thereon shall not constitute an indebtedness or pledge of the general credit or taxing power of the County, the Authority, the State of Florida or any political subdivision or agency thereof but shall be payable solely from the revenues pledged therefor pursuant to that certain financing agreement entered into by and among the Issuer, the Corporations, a corporate trustee or other parties prior to or contemporaneously with the issuance of the Bonds.


**SECTION 4.** The approval given herein shall not be construed as (i) an endorsement of the creditworthiness of the Corporations or the financial viability of the Project, (ii) a recommendation to any prospective purchaser to purchase the Bonds or (iii) an evaluation of the likelihood of the repayment of the debt service on the Bonds, and the Board shall not be construed by reason of adoption of this Resolution to make any such endorsement, finding or recommendation or to have waived any right of the County or the Authority or to be estopped from asserting any rights or responsibilities the County or the Authority may have in such regard. Further, the approval by the Board of the issuance of the Bonds by the Issuer shall not be construed to obligate the County or the Authority to incur any liability, pecuniary or otherwise, in connection with either the issuance of the Bonds or the financing or refinancing of the Project, and the Issuer shall so provide in the financing documents setting forth the details of the Bonds.

SECTION 5. To the extent that there are any typographical, clerical, or administrative errors that do not change the tone, tenor, or concept of this Resolution, this Resolution may be revised without subsequent approval of the Board of County Commissioners.

PASSED AND ADOPTED this 4<sup>th</sup> day of October, 2016.

[OFFICIAL SEAL]

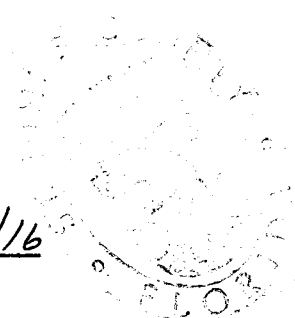
**BOARD OF COUNTY COMMISSIONERS  
OF ST. JOHNS COUNTY, FLORIDA**

By:   
Jeb S. Smith, Chair

Attest: Hunter S. Conrad, Clerk of Court

By:   
Deputy Clerk

RENDITION DATE 10/5/16



**Exhibit A**  
**Proof of Publication**  
**(see attached)**

# THE ST. AUGUSTINE RECORD

ROGERS TOWERS  
ATTN TINA BENTLEY  
1301 RIVERPLACE BLVD STE 1500  
JACKSONVILLE FL 32207

Ref.#: 16904725D  
P.O.#:

PUBLISHED EVERY MORNING SUNDAY THRU SATURDAY  
ST. AUGUSTINE AND ST. JOHNS COUNTY, FLORIDA

STATE OF FLORIDA,  
COUNTY OF ST. JOHNS

before the undersigned authority personally appeared **NICOLE CORRIVEAU**

who on oath says that he/she is an Employee of the St. Augustine Record,  
daily newspaper published at St. Augustine in St. Johns County, Florida;  
at the attached copy of advertisement being a **NOTICE OF HEARING**

the matter of **TEFRA IDA 9/12 NOH - TEFRA IDA 9/12 NOH**

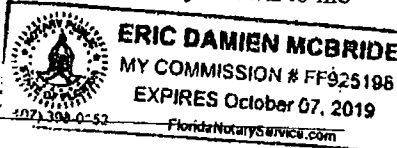
is published in said newspaper on **08/29/2016**

affiant further says that the St. Augustine Record is a newspaper published  
St. Augustine, in said St. Johns County, Florida, and that the said newspaper  
etofore has been continuously published in said St. Johns County, Florida,  
h day and has been entered as second class mail matter at the post office in the  
y of St. Augustine, in said St. Johns County, for a period of one year preceding  
first publication of the copy of advertisement; and affiant further says that  
he has neither paid nor promised any person, firm or corporation any discount,  
ite, commission or refund for the purpose of securing the advertisement for  
lication in the said newspaper.

read and subscribed before me this \_\_\_\_\_ day of **AUG 29 2016**

*[Signature]*  
who has produced as identification

who is personally known to me



Signature of Notary Public)

(Seal)

## NOTICE OF PUBLIC HEARING AND PUBLIC MEETING

NOTICE IS HEREBY GIVEN that a public hearing will be held on the 12<sup>th</sup> day of September, 2016 at 3:00 p.m. at Executive Board Conference Room County Commission Office of the Administration Building, 500 San Sebastian View, St. Augustine, Florida 32084 by the St. Johns County Industrial Development Authority (the "Authority") relating to the issuance by the Orange County Health Facilities Authority of Revenue Bonds (Presbyterian Retirement Communities Project), Series 2016 in an aggregate principal amount not to exceed \$170,000,000 in one or more series under a plan of financing (the "Bonds") in order to (i) refund the outstanding St. Johns County Industrial Development Authority Revenue Bonds (Presbyterian Retirement Communities Project), Series 2010A presently outstanding in the aggregate principal amount of \$112,960,000 (These bonds financed: (a) \$8,252,000 for construction of 47 residential units and \$4.4 million for construction of 40 residential units at Westminster Woods on Julington Creek, State Road 13, Jacksonville, Florida; located in Fruit Cove in St. Johns County; This facility consists of 381 units including 284 residential units, 4 assisted living units and 60 skilled nursing beds and is owned by Weslie Manor, Inc.; (b) \$14,216,000 for construction of 20 residential units and construction of the main common areas including, dining, administrator library and activities and \$4.9 million for 40 new residential units at Westminster Shores 125 56th Avenue South, St. Petersburg, Florida 33075, owned by Westminster Shores, Inc.; (c) \$3,761,700.01 for window replacements at Westminster Winter Park, 1111 South Lakewood Avenue, Winter Park, Florida (a 306 residential unit, 55 assisted living unit and 120 nursing assisted unit facility) and Westminster Towers, 70 West Lucerne Circle, Orlando, Florida, both owned by Presbyterian Retirement Communities, Inc. ("PRC"); (d) \$4,019,000 for construction of 20 villa home and \$12.1 million for construction of a 120-bed skilled nursing center at Westminster Oaks, 4449 Meandering Way, Tallahassee, Florida owned by PRC; (e) \$15 million for renovation of the 100 residential units at Westminster Palms, located at 939 Beach Drive, St. Petersburg, Florida; This facility consists of 245 total units composed of 181 residential units, 3 assisted living units and 32 skilled nursing units. This facility is owned by Palm Shores Retirement Community, Inc.; and (f) \$9.7 million for construction of 54 residential units and a 400-space parking deck at Westminster Winter Park, owned by PRC; (ii) construct up to 5 residential units aggregating 103,500 square feet at Westminster Oaks (Cost \$13 million) and construct an assisted living memory support building at Westminster Oaks aggregating approximately 50,000 square feet containing 40 units (Cost: \$5 million) both at Westminster Oaks (at the above address). Westminster Oaks is a 366 residential unit, 86 assisted living unit and 120 skilled nursing bed facility; (iii) construction of an approximately 450-space parking garage which will also include approximately 6,000 square feet of office space at Westminster Towers (at the above address). Westminster Towers is a 191 residential unit, 45 assisted living unit and 120 skilled nursing bed facility; (iv) construct 8 residential units totaling approximately 184,000 square feet at Westminster Winter Park Baldwin Park 2653 Lake Baldwin Lane, Orlando, Florida 32817. The Baldwin Park portion of Westminster Winter Park is an 80 residential unit and 40 skilled nursing bed facility under construction and owned by PRC. Cost: \$24 million; (v) construct an assisted living memory support unit of up to 40 units aggregating approximately 50,000 square feet at Westminster Bradenton Manor, 1700 21st Avenue West, Bradenton, Florida; Westminster Bradenton Manor is a 143 residential unit, 45 assisted living unit and 59 skilled nursing bed facility owned by PRC. Cost: \$5 million; and (vi) construct up to 60 residential units aggregating approximately 140,000 square feet at Westminster Shores (at the above address). Westminster Shores is composed of 159 apartments, villas and houses for independent living and 38 assisted living units. Cost: \$20 million.

The Public Hearing described above is required by the Internal Revenue Code of 1986, as amended. At the time and place set for public hearing, resident taxpayers and other interested persons will be given the opportunity to express their views, both orally and in writing, on the proposed issuance of the Bonds. Written comments may also be submitted to the Authority by mail to the attention of Melissa S. Glasgow, Director of Economic Development, Office of the County Administrator, St. Johns County Board of County Commissioners, 500 San Sebastian View, St. Augustine, Florida 32084. Additional information can be obtained from that office.

Pursuant to Section 286.0105, Florida Statutes, as amended, the Authority hereby advises that if any person decides to appeal any decision made by the Authority with respect to any matter considered at such public hearing and meeting, such person will need a record of the proceedings and, for such purpose, may need to insure that a verbatim record of the proceedings is made, which record includes the testimony and the evidence upon which the appeal is to be based.

In accordance with the Americans with Disabilities Act, persons needing special accommodation to participate in this proceeding should contact the individual or agency publishing this notice no later than seven days prior to the proceeding at the address given in this notice or by calling Melissa S. Glasgow, telephone 904.209.0552.

DATED: August 29, 2016.

By: ST. JOHNS COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY  
16904725D August 29, 2016

**Exhibit B**  
**Interlocal Agreement**  
**(see attached)**

Prepared by, record and return to:  
Irvin M. Weinstein, Esquire  
Rogers Towers, P.A.  
1301 Riverplace Boulevard, Suite 1500  
Jacksonville, Florida 32207

## INTERLOCAL AGREEMENT

**THIS INTERLOCAL AGREEMENT** (this "Agreement") dated as of \_\_\_\_\_, 2016 entered into by and among the **ORANGE COUNTY HEALTH FACILITIES AUTHORITY** (the "Issuer"), the **ST. JOHNS COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY** (the "SJCID Authority"), the **BOARD OF COUNTY COMMISSIONERS OF LEON COUNTY, FLORIDA** ("Leon County"), the **CITY OF BRADENTON, FLORIDA** (the "City") and the **CITY OF ST. PETERSBURG HEALTH FACILITIES AUTHORITY** (the "SPHF Authority").

### R E C I T A L S:

The Issuer is a public body corporate and politic created and existing under the Health Facilities Authorities Law, Chapter 154, Part III, Florida Statutes (the "Health Act"). Leon County is a political subdivision of the State of Florida and a public body corporate and politic. The City is a municipal corporation organized and existing under the laws of the State of Florida. The SPHF Authority is a public body corporate and politic created and existing under the Health Act. The SJCID Authority is public body corporate and politic created and existing under Chapter 159, Part III, Florida Statutes. All of the parties hereto are public agencies within the meaning of the Florida Interlocal Cooperation Act of 1969, Section 163.01, Florida Statutes (the "Interlocal Act").

The Obligated Group (as defined below) has represented that Presbyterian Retirement Communities, Inc., Palm Shores Retirement Community, Inc., Suncoast Manor Retirement Community, Inc., Wesley Manor, Inc., Westminster Retirement Communities Foundation, Inc., Westminster Services, Inc. and Westminster Shores, Inc., each a Florida not-for-profit corporation organized and existing under the laws of the State of Florida (together with any other not-for-profit corporations affiliated therewith which become a member of the obligated group financing, collectively, the "Obligated Group"), taken together maintain continuing care retirement facilities within the jurisdiction of each of the parties hereto.

The Issuer represents that it intends to issue its Orange County Health Facilities Authority Revenue Bonds (Presbyterian Retirement Communities Project), Series 2016, in one or more series, in an aggregate principal amount not to exceed \$170,000,000 (collectively, the "Bonds") for the purpose of (i) reimbursing or financing (a) the construction of a parking garage including space for administrative offices at Westminster Towers in Orlando, (b) the construction of 80 residential units at Westminster Winter Park—Baldwin Park in Orlando, (c) the construction of up to 50 residential units and an assisted living memory support building at Westminster Oaks in Tallahassee, (d) the construction of an assisted living memory support unit of up to 40 units at Westminster Bradenton Manor in Bradenton, (e) the construction of up to 60

residential units at Westminster Shores in St. Petersburg, (ii) refunding the SJCID Authority's Revenue Bonds (Presbyterian Retirement Communities Project), Series 2010A, and (iii) establishing a debt service reserve fund to secure the Bonds and paying costs of issuance of the Bonds (collectively, the foregoing clauses (i) – (iii), the "Project").

In consideration of the mutual promises contained herein, the parties hereto agree as follows (based upon information provided by the Obligated Group):

1. The Issuer may, upon finding that all applicable provisions of law have been complied with, issue the Bonds. The proceeds of the Bonds may be used for the Project.

2. The Bonds shall be issued pursuant to the provisions of the Health Act and Chapter 159, Part II, Florida Statutes. The Issuer shall assume responsibility for determining compliance with the Health Act and with Chapter 159, Part II, Florida Statutes, including but not limited to, the criteria set forth in Section 159.29, Florida Statutes.

3. It is recognized that the capital improvements financed, refinanced and reimbursed are for facilities which have been or will be acquired, constructed, improved and equipped and are located within the respective jurisdictions of the parties hereto.

4. The Bonds shall be limited obligations of the Issuer payable solely from the revenues received from the Obligated Group and as otherwise provided in the financing documents for the Bonds. The Bonds shall not constitute a debt, liability or obligation of Orange County, St. Johns County, the Issuer, Leon County, the City, the City of St. Petersburg, the SPHF Authority, the SJCID Authority or the State of Florida or any political subdivision thereof, and Orange County, the Issuer, St. Johns County, the SJCID Authority, Leon County, the City, the City of St. Petersburg, the SPHF Authority and the State of Florida and any other political subdivision thereof shall not be liable thereon nor in any event shall the Bonds or the interest thereon be payable out of the funds or property other than those received from the Obligated Group and as otherwise described in the financing documents for the Bonds. The Bonds shall not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation of the laws of the State of Florida. The Bonds shall not, directly or indirectly, obligate Orange County, St. Johns County, the Issuer, the SJCID Authority, Leon County, the City, the City of St. Petersburg, the SPHF Authority or the State of Florida or any political subdivision thereof to levy any form of taxation therefor or to make any appropriations for their payment; and the Bonds shall not constitute a charge against the general credit or taxing powers of Orange County, St. Johns County, the Issuer, the SJCID Authority, Leon County, the City, the City of St. Petersburg, the SPHF Authority or the State of Florida or any political subdivision thereof. The Issuer, the SPHF Authority and the SJCID Authority have no taxing power.

5. The Issuer shall take all actions it deems necessary or appropriate in connection with the issuance of the Bonds, including, in its discretion, the preparation, review, execution and filing with government agencies of certificates, opinions, agreements and other documents to be delivered at the closing of the Bonds and the establishment of any funds and accounts pursuant to a financing agreement related to the Bonds.



6. None of the parties hereto shall be liable for the costs of issuing the Bonds or the costs incurred by any of them in connection with the preparation, review, execution or approval of this Agreement or any documentation or opinions required to be delivered in connection therewith by Orange County, the Issuer, Leon County, the City, the City of St. Petersburg, the SPHF Authority, St. Johns County, the SJCID Authority or the State of Florida or any political subdivision thereof or counsel to any of them. All of such costs shall be paid from the proceeds of the Bonds or from other moneys of the Obligated Group.

7. The Obligated Group, by its approval and acknowledgment at the end of this Agreement, agrees to indemnify and hold harmless the parties hereto, and their respective elected and appointed officials, members, officers, employees, attorneys and agents, from and against any and all losses, claims, damages, liabilities or expenses, of every conceivable kind, character and nature whatsoever, including, but not limited to, losses, claims, damages, liabilities or expenses (including reasonable fees and expenses of attorneys, accountants, consultants and other experts), arising out of, resulting from, or in any way connected with this Agreement or the issuance of the Bonds.

8. Upon filing as hereinafter provided, this Agreement will remain in full force and effect from the date of its execution, until such time as it is terminated by any party hereto upon 10 days advance written notice to the other parties hereto. Notwithstanding the foregoing, it is agreed that this Agreement may not be terminated so long as any of the Bonds remains outstanding or unpaid. Nothing herein shall be deemed in any way to limit or restrict any party hereto from issuing its own obligations or entering into any other agreement for the financing or refinancing of any facility which any party hereto may choose to finance or refinance.

9. It is agreed that this Agreement shall be filed by the Obligated Group or its authorized agent or representative with the Clerks of the Circuit Courts of Leon, Manatee, Orange, Pinellas and St. Johns Counties, all in accordance with the Interlocal Act, and that this Agreement shall not become effective until so filed.

10. If any one or more of the covenants, agreements or provisions herein contained shall be held contrary to any express provisions of law or contrary to the policy of any express provisions of law, though not expressly prohibited or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining covenants, agreements or provisions and shall in no way affect the validity of any of the other provisions hereof.

11. The approval given herein shall not be construed as (i) an endorsement of the creditworthiness of the Obligated Group or the financial viability of the Project, (ii) a recommendation to any prospective purchaser to purchase the Bonds, (iii) an evaluation of the likelihood of the repayment of the debt service on the Bonds, or (iv) approval of any necessary rezoning applications or approval or acquiescence to the alteration of existing zoning or land use nor approval for any other regulatory permits relating to the Project, and the parties hereto shall not be construed by reason of their execution and delivery of this Agreement to make any such endorsement, finding, recommendation or approval, to have waived any right of the parties hereto or estopping the parties hereto from asserting any rights or responsibilities they may have in such regard. Further, the approval by the Board of County Commissioners of Orange County, Florida

of the issuance of the Bonds by the Issuer shall not be construed to obligate any public agency to incur any liability, pecuniary or otherwise, in connection with either the issuance of the Bonds or the refinancing, reimbursing and financing of the acquisition and construction of the Project.

12. This Agreement shall be construed and governed by the laws of the State of Florida.

13. This Agreement shall be effective from the date last executed by a party hereto, and shall expire upon the refunding or redemption of the Bonds.

14. This Agreement may be executed in counterparts which, when combined with executed counterparts signed by each of the parties hereto, shall be deemed an original executed Agreement.

[Signature pages to follow]

IN WITNESS WHEREOF, this Interlocal Agreement has been executed and delivered by and on behalf of the authorized officers and representatives of the parties hereto.

**ORANGE COUNTY HEALTH  
FACILITIES AUTHORITY**

DATE: \_\_\_\_\_, 2016

\_\_\_\_\_

Chairperson

Attest: \_\_\_\_\_

Member

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this \_\_\_ day of \_\_\_\_\_, 2016, by \_\_\_\_\_, Chairperson of the Orange County Health Facilities Authority, who is personally known to me or who has produced \_\_\_\_\_ as identification.

Notary Public, State of Florida

Name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

My Commission Number is: \_\_\_\_\_

**ST. JOHNS COUNTY INDUSTRIAL  
DEVELOPMENT AUTHORITY**

Date: \_\_\_\_\_

By: \_\_\_\_\_  
\_\_\_\_\_

Attest: \_\_\_\_\_  
\_\_\_\_\_

STATE OF FLORIDA

COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged before me this \_\_\_ day of \_\_\_\_\_, 2016,  
by \_\_\_\_\_, Chairman of the St. Johns County Industrial Development Authority, who is  
personally known to me or who have produced \_\_\_\_\_ as identification.

Notary Public, State of Florida

Name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

My Commission Number is: \_\_\_\_\_

LEON COUNTY, FLORIDA

By: \_\_\_\_\_  
Chairman  
Board of County Commissioners

ATTEST:  
Bob Inzer, Clerk of the Court  
Leon County, Florida

By: \_\_\_\_\_  
Clerk

APPROVED AS TO FORM:  
Leon County Attorney's Office

By: \_\_\_\_\_  
Name: Herbert W.A. Thiele, Esq.  
County Attorney

STATE OF FLORIDA

COUNTY OF LEON

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2016, by Bill Proctor, Chairman of the Board of County Commissioners of Leon County, Florida, who is personally known to me or who has produced \_\_\_\_\_ as identification.

Notary Public, State of Florida  
Name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

My Commission Number is: \_\_\_\_\_

**CITY OF BRADENTON, FLORIDA**

Date: \_\_\_\_\_

By: \_\_\_\_\_

Name: Wayne H. Poston  
Mayor

Attest: \_\_\_\_\_

Name: Carl A. Callahan  
City Clerk

STATE OF FLORIDA

COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2016, by Wayne H. Poston, Mayor of the City of Bradenton, Florida, who is personally known to me or who has produced \_\_\_\_\_ as identification.

\_\_\_\_\_  
Notary Public, State of Florida  
Name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_  
My Commission Number is: \_\_\_\_\_

**CITY OF ST. PETERSBURG HEALTH  
FACILITIES AUTHORITY**

DATE: \_\_\_\_\_

By: \_\_\_\_\_

Name: Mary Wyatt Allen

Title: Chairperson

Attest: \_\_\_\_\_

Name: Mary Hilton Cross

Title: Secretary

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this \_\_\_ day of \_\_\_\_\_, 2016, by Mary Wyatt Allen, Chairperson of the City of St. Petersburg Health Facilities Authority, who is personally known to me or who has produced \_\_\_\_\_ as identification.

Notary Public, State of Florida

Name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

My Commission Number is: \_\_\_\_\_

APPROVAL AND ACKNOWLEDGMENT OF THE OBLIGATED GROUP

Presbyterian Retirement Communities, Inc., a Florida not for profit corporation on behalf of the obligated group for which the Bonds are being issued, hereby approves this Interlocal Agreement and acknowledges acceptance of its obligations arising hereunder, including, without limitation, its obligations under Section 7 hereof regarding indemnification, by causing this Approval and Acknowledgment to be executed by its proper officer as of the date of said Interlocal Agreement.

**PRESBYTERIAN RETIREMENT  
COMMUNITIES, INC.**

By: \_\_\_\_\_

Henry T. Keith  
Treasurer