

April 13, 2020

VIA HAND DELIVERY

Patrise Perkins-Hooker, Esq.
County Attorney
Office of the Fulton County Attorney
141 Pryor Street, SW
Atlanta, Georgia 30308

**Re: Signature Package of Bond Validation Documents in connection with the
Fulton County Water & Sewerage Revenue and Revenue Refunding Bonds,
Series 2020**

Dear Patrise,

In connection with the validation of the Fulton County Water & Sewerage Revenue and Revenue Refunding Bonds, Series 2020, enclosed please a full set of the validation documents, together with signature pages to the following documents list, as to which we are requesting Fulton County's execution:

- Signature pages to the Answer of Fulton County (3 originals);
- Signature pages to the Verification (3 originals); and
- Signature pages to the Acknowledgement of Service by Fulton County (Answer) (3 originals).

Please kindly execute three (3) originals of the above-referenced signature pages. Upon completion, please return the documents to me at your earliest convenience. . Given the dislocation caused by the COVID-19 pandemic, and the need for more advance coordination with the various parties, we kindly request your signature by Monday, April 20, 2020. We currently have our bond validation hearing, appearing before the Honorable Judge LaGrua, via Zoom videoconference, scheduled for May 14, 2020 at 3:00 PM.

Finally, due to the current COVID-19 pandemic, our offices are operating on a full remote status. Please contact me, at (404) 443-5612 or via email at relias@mcguirewoods.com, once the documents are ready and I will personally retrieve the executed documents from your office. If you should have any questions and/or concerns regarding this request, please do not hesitate to contact me.

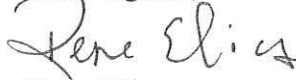
Patrise Perkins-Hooker, Esq.

Re: Signature Package of Bond Validation Documents in connection with the Fulton County
Water & Sewerage Revenue and Revenue Refunding Bonds, Series 2020

April 13, 2020

Page 2

Kind regards,

A handwritten signature in cursive script that reads "Rene Elias". The signature is written in dark ink and is positioned above the printed name.

Rene Elias

Senior Paralegal to Kenneth M. Neighbors, Esq.

Enclosures

IN THE SUPERIOR COURT OF FULTON COUNTY
STATE OF GEORGIA

STATE OF GEORGIA,

Plaintiff,

v.

FULTON COUNTY, GEORIGIA,

Defendant.

)
)
)
)
)
)
)
)
)
)

CIVIL ACTION FILE NO. _____

BOND VALIDATION

ANSWER OF FULTON COUNTY, GEORGIA

COMES NOW FULTON COUNTY, GEORGIA, the defendant named in the above-entitled cause (the "County"), and files this its answer to the copy of the petition and complaint and order served on it and for answer says:

1.

The County admits each and every paragraph of the petition and complaint (the "Petition and Complaint") filed against it in this case by the Honorable Paul L. Howard, District Attorney of the Atlanta Judicial District, and each and every allegation contained in said paragraphs.

2.

Answering further, the County shows that due and legal service was made upon it of an order requiring it to show cause, if any exists, why not to exceed \$305,000,000 in aggregate principal amount of its Water and Sewerage Revenue Bonds, Series 2020A (the "Series 2020A Bonds") and why not to exceed \$155,600,000 in aggregate principal amount of its Water and Sewerage Revenue Refunding Bonds, Series 2020B (the "Series 2020B Bonds," together with the Series 2020A Bonds, are collectively the "Series 2020 Bonds"), as more fully described in the District Attorney's petition and complaint, should not be validated and confirmed, and that following service of the petition and complaint and order of this Honorable Court on this

defendant, the Clerk of the Fulton County Superior Court, had published in the newspaper in which sheriffs advertisements are published for the County a notice to the public of the validation hearing as required by law. An affidavit of publication of the public notice in said newspaper is attached hereto, made a part hereof and marked **Exhibit A**.

3.

The County further shows that the authority for the issuance of the Series 2020 Bonds by it is contained the Constitution and laws of the State of Georgia, including the Revenue Bond Law (O.C.G.A. Section 36-82-60 *et seq.*), as amended, and a resolution adopted by the Board of Commissioners of the County on June 17, 1998, as supplemented on August 24, 2004, September 7, 2011, March 6, 2013 and March 18, 2020 (the "Resolution").

4.

The Series 2020 Bonds, when issued, will be secured by a first lien on the Net Revenues (as defined in the Resolution) of the water and sewer system (the "System") owned and operated by the County. The lien on the Net Revenues securing the Series 2020 Bonds will be on parity with the lien thereon securing the Series 2011 Bonds (until refunded by the Series 2020B Bonds), the Series 2013 Bonds and any Additional Parity Bonds issued by the County.

5.

The Series 2020 Bonds shall not be deemed to constitute a debt of this defendant within the meaning of any constitutional or statutory limitation on indebtedness, and no holder of any of the Series 2020 Bonds shall have the right to compel the exercise of the taxing power of this defendant to pay the principal thereof or the interest thereon, or to enforce payment of either principal or interest against the property of this defendant other than the net revenues of the System pledged to the payment thereof. The Series 2020 Bonds shall be payable solely from the special

fund provided therefor from the Net Revenues of the System as the same now exists and as it may hereafter be added to, extended and improved.

6.

This defendant has in every way complied with the Constitution and laws of the State of Georgia concerning the issuance of the Series 2020 Bonds, and that all steps taken pertaining thereto are legal in all respects, and this defendant prays for an adjudication of all matters pertaining to the validity of the Series 2020 Bonds and the security therefor.

WHEREFORE, having answered fully, this defendant prays for judgment in favor of the issuance of the Series 2020 Bonds, finding that all necessary requirements as a matter of fact and as a matter of law have been met, and that an order be issued confirming and validating the Series 2020 Bonds and the security therefor, as provided by law.



Patrise Perkins-Hooker, Esq.

County Attorney

141 Pryor Street, S.W.

Suite 4038

Atlanta, Georgia 30303

Phone: 404-612-0238

Georgia State Bar No. 572358

VERIFICATION

STATE OF GEORGIA

COUNTY OF FULTON

Before the undersigned attesting officer personally appeared the undersigned, who on oath depose and say that they are the duly elected, qualified and acting Chairman and Interim Clerk, respectively, of Fulton County, Georgia that they have read the above and foregoing answer; and that the facts contained therein are true and correct.

FULTON COUNTY, GEORGIA

(SEAL)

By: _____
Robert L. Pitts, Chairman

Attest:

By: _____
Tonya Grier Interim Clerk to the Commission

Sworn to and subscribed
before me this ____ day
of _____, 2020

Notary Public

My Commission Expires:
(NOTARY SEAL)

APPROVED AS TO FORM:

By: _____
Patrise Perkins-Hooker, County Attorney

IN THE SUPERIOR COURT OF FULTON COUNTY
STATE OF GEORGIA

STATE OF GEORGIA,

Plaintiff,

v.

FULTON COUNTY, GEORIGIA,

Defendant.

)
)
)
)
)
)
)
)
)
)

CIVIL ACTION FILE NO. _____

BOND VALIDATION

ACKNOWLEDGMENT OF SERVICE BY DISTRICT ATTORNEY

Due and legal service of the within and foregoing answer of the defendant, Fulton County, Georgia, together with copies of all the exhibits attached thereto, is hereby acknowledged; copy received; process and all other and further service is hereby waived.

This the ____ day of _____, 2020.

Paul L. Howard, Jr.
District Attorney, Atlanta Judicial Circuit
Counsel for Plaintiff State of Georgia
Georgia Bar No. 371088
136 Pryor Street, 3rd Floor
Atlanta, Georgia 30303

Patrise Perkins-Hooker, Esq.
County Attorney
141 Pryor Street, S.W.
Suite 4038
Atlanta, Georgia 30303
Phone: 404-612-0238
Georgia State Bar No. 572358

IN THE SUPERIOR COURT OF FULTON COUNTY
STATE OF GEORGIA

STATE OF GEORGIA,)	
)	
Plaintiff,)	
)	CIVIL ACTION FILE NO.
v.)	
)	BOND VALIDATION
FULTON COUNTY, GEORIGIA,)	
)	
Defendant.)	

FINAL VALIDATION ORDER

The above-entitled cause coming on for a hearing in its regular order pursuant to an order heretofore granted and it appearing from an examination and inspection of the proceedings concerning the issuance of not to exceed \$305,000,000 in aggregate principal amount of Fulton County Water and Sewerage Revenue Bonds, Series 2020A (the "Series 2020A Bonds") and the issuance of not to exceed \$155,600,000 in aggregate principal amount of Fulton County Water and Sewerage Revenue Refunding Bonds, Series 2020B (the "Series 2020B Bonds," together with the Series 2020A Bonds, are collectively the "Series 2020 Bonds") now sought to be issued and validated, as more fully described in the District Attorney's petition and complaint, that the issuance of said Series 2020 Bonds is in all respects lawful and feasible and after inspection of the record and hearing the evidence on all matters bearing upon the Series 2020 Bonds and the right of Fulton County, Georgia (the "County") to issue the Series 2020 Bonds and the security therefor;

IT IS DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that the Superior Court of Fulton County, Georgia, has jurisdiction over the subject matter of this proceeding and over the parties hereto and this cause is properly before this Court; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that the Revenue Bond Law (O.C.G.A. Section, 36-82-60, *et seq.*, as amended) has been duly enacted and approved and is legal and valid in all respects, that all rights, powers, authorities and duties therein granted and imposed are legal in all respects, that pursuant thereto the defendant County was and is authorized to issue the Series 2020 Bonds for the purposes and in the manner stated in the pleadings hereto, and that the defendant County was and is taking all proper and necessary steps in issuing and securing the Series 2020 Bonds; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that the defendant County has the right, power and authority by virtue of the Constitution and laws of the State of Georgia to (a) adopt the resolution on June 17, 1998, as supplemented on August 24, 2004, September 7, 2011, March 6, 2013, and March 18, 2020 (the "Resolution"), authorizing, among other things, the issuance of the Series 2020 Bonds and perform its obligations thereunder; and (b) issue, execute, deliver and perform its obligations under the Series 2020 Bonds; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that the defendant County has properly adopted the Resolution, and that the Resolution constitutes the legal, valid, binding and enforceable obligation of the defendant County; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that capitalized terms used, but not defined herein, shall have the meanings assigned to them in the Resolution; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that the Series 2020 Bonds are to be issued for the purpose

of (a) funding additional capital improvements to the County's water and sewerage system (the "System") (as to the Series 2020A Bonds), (b) refunding the County's outstanding Water and Sewerage Revenue Refunding Bonds, Series 2011 (as to the Series 2020B Bonds) and (c) paying the costs of issuing the Series 2020 Bonds, and that such purposes are in furtherance of the public purpose for which the defendant County was created; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that pursuant to the Resolution, the defendant County has created a first lien on the Net Revenues as security for the Series 2020 Bonds (which such lien on the Net Revenues is on parity with the lien on the Net Revenues which secures the Series 2011 Bonds (until refunded by the Series 2020B Bonds), the Series 2013 Bonds and any Additional Parity Bonds) and that the pledge of and lien on the Net Revenues shall be valid and binding upon the defendant County and against all parties having claims against the defendant County whether such claims arise in contract, tort or otherwise and irrespective of whether such parties have notice thereof; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that under the Resolution the defendant County has reserved the right to issue additional parity bonds (the "Additional Parity Bonds") payable from and secured by the Net Revenues, and that the lien on the Net Revenues securing the Additional Parity Bonds will be on parity with the lien thereon securing the County's Series 2011 Bonds (until refunded by the Series 2020B Bonds), Series 2013 Bonds and the Series 2020 Bonds; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that the County has placed into effect a schedule of rates, fees and charges for the services, facilities and commodities furnished by the System and as often

as it shall appear necessary the County shall revise and adjust such schedule of rates, fees and charges for the services, facilities and commodities of the System to produce funds sufficient to: (a) operate, maintain and repair the System on a sound businesslike basis, (b) create and maintain the Sinking Fund in the amounts required to pay the principal of and interest on the Bonds as the same become due in the current Sinking Fund Year, and (c) create and maintain a reserve in the Reserve Account in the amount required in the Resolution; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that the undertakings for which the Series 2020 Bonds is issued, the issuance of the Series 2020 Bonds and the security therefor are sound, feasible and reasonable; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that the Series 2020 Bonds will not constitute a general obligation of the State of Georgia or the County within the meaning of any constitutional or statutory limitation upon indebtedness, that no owner of the Series 2020 Bonds shall ever have the right to compel the exercise of the taxing power of the State of Georgia or the County to pay the same or the interest thereon, and that the principal of and interest on the Series 2020 Bonds are payable solely from the Net Revenues; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as matter of fact and as a matter of law, that the Series 2020 Bonds is hereby in each and every respect confirmed and validated, that the County is authorized and empowered to issue the Series 2020 Bonds and was authorized to adopt the Resolution, and that when the Series 2020 Bonds is so issued, the Series 2020 Bonds shall be a legal, valid, binding and enforceable special obligations of the County; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as matter of fact and as a matter of law, that the defendant County has waived its obligation to complete the performance audit or review and periodic reports requirements set forth in O.C.G.A. Section 36-82-100 by including a specific waiver of public accountability in its notice to the public as part of these validation proceedings; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, that the parties to this proceeding have duly and lawfully waived the requirement that separate findings of fact and conclusions of law be entered pursuant to O.C.G.A. Section 9-11-52; and

IT IS FURTHER DETERMINED, DECLARED, ORDERED AND ADJUDGED, as matter of fact and as a matter of law, that the Clerk of the Superior Court of Fulton County, Georgia, is authorized to execute the certificate of validation upon the Series 2020 Bonds as provided in the Resolution.

Let the County pay the cost of these proceedings from the proceeds of the sale of the Series 2020 Bonds.

IN OPEN COURT this the _____ day of _____, 2020.

Judge, Superior Court
Fulton County, Georgia

VERIFICATION

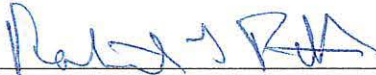
STATE OF GEORGIA

COUNTY OF FULTON

Before the undersigned attesting officer personally appeared the undersigned, who on oath depose and say that they are the duly elected, qualified and acting Chairman and Interim Clerk, respectively, of Fulton County, Georgia that they have read the above and foregoing answer; and that the facts contained therein are true and correct.

FULTON COUNTY, GEORGIA

(SEAL)

By: 
Robert L. Pitts, Chairman

Attest:

By: 
Tonya Grier Interim Clerk to the Commission



Sworn to and subscribed
before me this 15 day
of April 2020


Notary Public



By: 
Patrie Perkins-Hooker, County Attorney

ITEM # 2020-0281 RCS 4,1520
RECESS MEETING

VERIFICATION

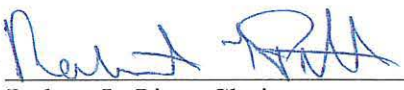
STATE OF GEORGIA

COUNTY OF FULTON

Before the undersigned attesting officer personally appeared the undersigned, who on oath depose and say that they are the duly elected, qualified and acting Chairman and Interim Clerk, respectively, of Fulton County, Georgia that they have read the above and foregoing answer; and that the facts contained therein are true and correct.

FULTON COUNTY, GEORGIA

(SEAL)

By: 
Robert L. Pitts, Chairman

Attest:

By: 
Tonya Grier Interim Clerk to the Commission



Sworn to and subscribed
before me this 15th day
of April, 2020


Notary Public

My Commission Expires
(NOTARY SEAL)

APPROVED AS TO FORM
APRIL 26, 2020

By: 
Patrise Perkins-Hooker, County Attorney



VERIFICATION

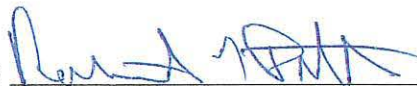
STATE OF GEORGIA

COUNTY OF FULTON

Before the undersigned attesting officer personally appeared the undersigned, who on oath depose and say that they are the duly elected, qualified and acting Chairman and Interim Clerk, respectively, of Fulton County, Georgia that they have read the above and foregoing answer; and that the facts contained therein are true and correct.

FULTON COUNTY, GEORGIA

(SEAL)

By: 
Robert L. Pitts, Chairman

Attest:

By: 
Tonya Grier Interim Clerk to the Commission

Sworn to and subscribed
before me this 15th day
of April 2020


Notary Public

My Commission Expires:
(NOTARY SEAL) PUBLIC

APPROVED FOR FULTON COUNTY, GEORGIA

By: 
Patrie Perkins-Hooker, County Attorney

ITEM # 2020-0221 RCS 4/15/20
RECEIVED

IN THE SUPERIOR COURT OF FULTON COUNTY
STATE OF GEORGIA

STATE OF GEORGIA,

Plaintiff,

v.

FULTON COUNTY, GEORIGIA,

Defendant.

)
)
)
)
)
)
)
)
)
)

CIVIL ACTION FILE NO. _____

BOND VALIDATION

ACKNOWLEDGMENT OF SERVICE BY FULTON COUNTY, GEORGIA

Due and legal service of the foregoing petition and complaint and order dated _____, 2020 is hereby acknowledged; copy received; process and any and all other notice and service waived this _____ day of _____, 2020.



Patrise Perkins-Hooker, Esq.

County Attorney

141 Pryor Street, S.W.

Suite 4038

Atlanta, Georgia 30303

Phone: 404-612-0238

Georgia State Bar No. 572358

IN THE SUPERIOR COURT OF FULTON COUNTY
STATE OF GEORGIA

STATE OF GEORGIA,

Plaintiff,

v.

FULTON COUNTY, GEORIGIA,

Defendant.

)
)
)
)
)
)
)
)
)
)

CIVIL ACTION FILE NO. _____

BOND VALIDATION

ACKNOWLEDGMENT OF SERVICE BY FULTON COUNTY, GEORGIA

Due and legal service of the foregoing petition and complaint and order dated _____, 2020 is hereby acknowledged; copy received; process and any and all other notice and service waived this _____ day of _____, 2020.



Patrise Perkins-Hooker, Esq.
County Attorney
141 Pryor Street, S.W.
Suite 4038
Atlanta, Georgia 30303
Phone: 404-612-0238
Georgia State Bar No. 572358

IN THE SUPERIOR COURT OF FULTON COUNTY
STATE OF GEORGIA

STATE OF GEORGIA,

Plaintiff,

v.

FULTON COUNTY, GEORIGIA,

Defendant.

)
)
)
)
)
)
)
)
)
)

CIVIL ACTION FILE NO. _____

BOND VALIDATION

ACKNOWLEDGMENT OF SERVICE BY FULTON COUNTY, GEORGIA

Due and legal service of the foregoing petition and complaint and order dated _____, 2020 is hereby acknowledged; copy received; process and any and all other notice and service waived this _____ day of _____, 2020.



Patrise Perkins-Hooker, Esq.
County Attorney
141 Pryor Street, S.W.
Suite 4038
Atlanta, Georgia 30303
Phone: 404-612-0238
Georgia State Bar No. 572358

fund provided therefor from the Net Revenues of the System as the same now exists and as it may hereafter be added to, extended and improved.

6.

This defendant has in every way complied with the Constitution and laws of the State of Georgia concerning the issuance of the Series 2020 Bonds, and that all steps taken pertaining thereto are legal in all respects, and this defendant prays for an adjudication of all matters pertaining to the validity of the Series 2020 Bonds and the security therefor.

WHEREFORE, having answered fully, this defendant prays for judgment in favor of the issuance of the Series 2020 Bonds, finding that all necessary requirements as a matter of fact and as a matter of law have been met, and that an order be issued confirming and validating the Series 2020 Bonds and the security therefor, as provided by law.



Patrise Perkins-Hooker, Esq.

County Attorney

141 Pryor Street, S.W.

Suite 4038

Atlanta, Georgia 30303

Phone: 404-612-0238

Georgia State Bar No. 572358

fund provided therefor from the Net Revenues of the System as the same now exists and as it may hereafter be added to, extended and improved.

6.

This defendant has in every way complied with the Constitution and laws of the State of Georgia concerning the issuance of the Series 2020 Bonds, and that all steps taken pertaining thereto are legal in all respects, and this defendant prays for an adjudication of all matters pertaining to the validity of the Series 2020 Bonds and the security therefor.

WHEREFORE, having answered fully, this defendant prays for judgment in favor of the issuance of the Series 2020 Bonds, finding that all necessary requirements as a matter of fact and as a matter of law have been met, and that an order be issued confirming and validating the Series 2020 Bonds and the security therefor, as provided by law.



Patrise Perkins-Hooker, Esq.

County Attorney

141 Pryor Street, S.W.

Suite 4038

Atlanta, Georgia 30303

Phone: 404-612-0238

Georgia State Bar No. 572358

fund provided therefor from the Net Revenues of the System as the same now exists and as it may hereafter be added to, extended and improved.

6.

This defendant has in every way complied with the Constitution and laws of the State of Georgia concerning the issuance of the Series 2020 Bonds, and that all steps taken pertaining thereto are legal in all respects, and this defendant prays for an adjudication of all matters pertaining to the validity of the Series 2020 Bonds and the security therefor.

WHEREFORE, having answered fully, this defendant prays for judgment in favor of the issuance of the Series 2020 Bonds, finding that all necessary requirements as a matter of fact and as a matter of law have been met, and that an order be issued confirming and validating the Series 2020 Bonds and the security therefor, as provided by law.



Patrise Perkins-Hooker, Esq.

County Attorney

141 Pryor Street, S.W.

Suite 4038

Atlanta, Georgia 30303

Phone: 404-612-0238

Georgia State Bar No. 572358