

CERTIFICATE OF THE CITY OF COMMERCE CITY, COLORADO
CONCERNING ASSIGNMENT OF
PRIVATE ACTIVITY BOND VOLUME CAP ALLOCATION
TO THE HOUSING AUTHORITY OF THE CITY OF COMMERCE CITY

I, the undersigned, hereby certify as of August 15, 2022 that I am the duly chosen, qualified and acting Mayor of the City of Commerce City, Colorado (the “City”), and that:

1. The City is a public body politic and corporate, duly organized and existing under the constitution and laws of the State of Colorado.

2. The City has been previously notified that, pursuant to Section 24-32-1706 of the Colorado Private Activity Bond Ceiling Allocation Act, Part 17 of Article 32 of Title 24, Colorado Revised Statutes (the “Allocation Act”), it has an allocation of a portion of the State ceiling (as defined in the Allocation Act) for 2022 in the amount of \$3,465,832.

3. Attached hereto as Exhibit A is a true and correct copy of Resolution 2022-84 (the “Resolution”) authorizing the assignment to the Housing Authority of the City of Commerce City, Colorado (the “Authority”) of all of such allocation of the 2022 State ceiling in the amount of \$3,465,832 (the “Assigned Allocation”), and authorizing the execution and delivery of an Assignment of Allocation dated as of August 15, 2022 (the “Assignment of Allocation”) between the City and the Authority in connection therewith, which Resolution was duly adopted by the City Council of the City (the “City Council”) at a meeting thereof held on August 15, 2022, at which meeting a quorum was present and acting throughout and which Resolution has not been revoked, rescinded, repealed, amended or modified and is in full force and effect on the date hereof.

4. The meeting of the City Council at which action has been taken with respect to the Assignment of Allocation was a regular meeting properly called and open to the public at all times.

5. With respect to the Assigned Allocation, the City has not heretofore: (a) issued private activity bonds; (b) assigned the Assigned Allocation to another “issuing authority,” as defined in the Allocation Act; (c) made a mortgage credit certificate election; or (d) treated the Assigned Allocation as an allocation for a project with a carryforward purpose, as defined in the Allocation Act.

6. The Assignment of Allocation, attached hereto as Exhibit B, is in the form presented to and approved by the City Council at the meeting thereof held on August 15, 2022.

7. On or before the date hereof, the Mayor of the City and the City Clerk officially executed counterparts of the Assignment of Allocation.

8. The City has authorized the execution, delivery and due performance of the Assignment of Allocation, and the execution and delivery of the Assignment of Allocation and the compliance by the City with the provisions thereof, will not, to the best of my knowledge, conflict with or constitute on the part of the City a breach of or a default under any

existing Colorado law, City resolution, court or administrative regulation, decree or order or any agreement or other instrument to which the City is subject or by which it is bound.

9. To the best of the undersigned's knowledge, there does not exist any action, suit, proceeding or investigation pending, or threatened against the City, contesting (a) the corporate existence of the City, (b) the title of its present officers or any of them to their respective offices, including, without limitation, the members of the City Council, (c) the validity of the Assignment of Allocation or (d) the power of the City to execute, deliver or perform the Assignment of Allocation.

10. No referendum petition has been filed concerning the Resolution; and to the best of my knowledge none is being circulated or planned for circulation.

(Signature page follows)

(Signature page to Certificate Concerning Assignment
of Private Activity Bond Volume Cap Allocation)

WITNESS my hand as of the date first written above.

COMMERCE CITY, COLORADO

Mayor

EXHIBIT A
RESOLUTION

EXHIBIT B
ASSIGNMENT OF ALLOCATION

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