State of Wisconsin Event Filing #2015-09

Dated April 21, 2015

This Event Filing concerns an event described in Securities and Exchange Act Rule 15c2-12, as amended.

Issuer: State of Wisconsin

General Obligation Bonds/

General Obligation Refunding Bonds

CUSIP Numbers: 97705L FX0 97705L E29(a)

 97705L SR9
 97705L UL9

 97705L UN5
 97705L C88

 97705L 5T0
 97705L 5U7

97705M AC9(b)

Type of Information: Defeasance.

The State of Wisconsin has entered into a Refunding Escrow Agreement, dated April 14, 2015 (**Escrow Agreement**) with The Bank of New York Mellon Trust Company, N.A. (**Escrow Agent**). This Escrow Agreement is attached to this Notice. As a result of the purchase of securities and deposit of money as specified by the Escrow Agreement, and the deposit of funds on April 15, 2015 into the State's Bond Security and Redemption Fund, the bonds, or portion of bonds, identified in this notice (via CUSIP numbers above) have been defeased to their respective redemption or maturity dates.

Robert Thomas CPA, LLC provided the independent verification report addressing the arithmetical accuracy of computations of the sufficiency of amounts deposited into the fund created by the Escrow Agreement. This verification report, dated April 14, 2015, is attached to this Notice.

For the bonds identified in this notice that are being redeemed prior to their maturity date, a separate notice of redemption is required prior to the redemption date and the Escrow Agreement requires the Escrow Agent to provide such notice. *This Event Filing does not constitute any notice of redemption*

The State of Wisconsin is providing this Event Filing with the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access system. This Event Filing is also available on the State of Wisconsin Capital Finance Office web site at:

doa.wi.gov/capitalfinance

⁽a) Only a portion of these bonds maturing May 1, 2015 has been defeased to the maturity date.

⁽b) Reflects only the CUSIP number assigned to the pre-refunded potion of these bonds. The original CUSIP number was 97705L 5V5.

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The undersigned represents that he is the Assistant Capital Finance Director, State of Wisconsin Capital Finance Office, which is the office of the State of Wisconsin responsible for providing annual reports and Event Filings pursuant to the State's Master Agreement on Continuing Disclosure (Amended and Restated December 1, 2010), and is authorized to distribute this information publicly.

/s/ DAVID R. ERDMAN

David R. Erdman, Assistant Capital Finance Director State of Wisconsin Capital Finance Office Wisconsin Department of Administration 101 East Wilson Street, FLR 10 Madison, WI 53703

Phone: (608) 267-0374 Fax: (608) 266-7645

E-mail: DOACapitalFinanceOffice@wisconsin.gov Website: www.doa.state.wi.us/capitalfinance

REFUNDING ESCROW AGREEMENT

THIS REFUNDING ESCROW AGREEMENT (as amended from time to time, in accordance with Article IV hereof, this "Agreement") is dated as of April 14, 2015, and is entered into by and between the STATE OF WISCONSIN BUILDING COMMISSION (the "Commission"), acting on behalf of the State of Wisconsin (the "Issuer"), and The Bank of New York Mellon Trust Company, N.A., a national banking association duly established, existing, and authorized to accept and execute trusts of the character herein set out under and by virtue of the laws of the United States of America with an office and place of business for corporate trust matters located in Chicago, Illinois (the "Escrow Agent").

Preliminary Statement

The Issuer has issued various general obligation bonds, pursuant to the Authorizing Resolutions (as herein defined). The maturities, or portions of maturities, of general obligation bonds described in Exhibit I hereto (the "**Refunded Bonds**") are presently outstanding and unpaid in the respective principal amounts or portion thereof described in Exhibit I hereto.

The Issuer has determined to refinance the Refunded Bonds by making provision for the payment of the principal of, and interest on, the Refunded Bonds up to and including the dates of redemption thereof described on Exhibit I hereto. The Issuer will cause to be deposited in the Trust Fund (as defined herein) created by this Agreement an amount sufficient to provide for the retirement of the Refunded Bonds. An amount to be provided from the proceeds of the \$171,045,000 State of Wisconsin General Obligation Refunding Bonds of 2015, Series 1, dated April 14, 2015 (the "Refunding Bonds"), will be deposited in the Trust Fund created by this Agreement. Such moneys will be invested in the Escrow Securities (as defined herein). The principal of, and interest to become due on, the Escrow Securities will be used, together with other funds deposited in such Trust Fund, to pay interest due on the Refunded Bonds from and including November 1, 2015 to and including their Redemption Dates (as defined herein) and to pay the principal of the Refunded Bonds on their respective Redemption Dates as provided herein.

This Agreement is entered into for the purpose of accomplishing the refinancing of the Refunded Bonds and for the purpose of setting forth the duties and obligations of the Issuer and the Escrow Agent in connection with such refinancing.

The Issuer and the Escrow Agent accordingly covenant and agree as follows:

Definitions

As used in this Agreement, the following terms shall have the following meanings, unless the context clearly indicates otherwise:

"Agreement" means this instrument, as amended from time to time in accordance with Article IV.

"Authorizing Resolutions" means the respective resolutions providing for the issuance of the Refunded Bonds, namely:

2008 State of Wisconsin Building Commission Resolution 3, adopted on March 19, 2008 (with respect to the 2008 Series A Bonds),

2008 State of Wisconsin Building Commission Resolution 13, adopted on August 6, 2008 (with respect to the 2008 Series C Bonds),

2010 State of Wisconsin Building Commission Resolution 16, adopted on October 20, 2010 (with respect to the 2011 Series A Bonds), and

2014 State of Wisconsin Building Commission Resolution 6, adopted on June 11, 2014 (with respect to the 2014 Series B Bonds).

"Bond Registrar" means the Secretary of Administration, who is the registrar designated pursuant to each of the Authorizing Resolutions.

"Effective Time" means the time specified as such in Section 1.2 of this Agreement.

"Electronic Means" means facsimile transmission, email transmission, or other similar electronic means of communication providing evidence of transmission, including a telephonic communication confirmed by facsimile transmission, email transmission, or other similar means of communication.

"Escrow Agent" means The Bank of New York Mellon Trust Company, N.A. or its successor, acting as escrow agent under this Agreement.

"Escrow Securities" means the securities described in Exhibit II.

"Issuer" means the State of Wisconsin.

"Paying Agent" means the Secretary of Administration, who is the paying agent for the Bonds designated by the Commission.

"Permitted Investments" means direct noncallable obligations of the United States of America or its agencies and, with the written consent of the Issuer, corporations wholly owned by the United States, or any corporation chartered by an act of Congress (including, but not limited to, the Federal National Mortgage Association and the Federal Home Loan Mortgage Corporation), but "Permitted Investments" does not include a mutual fund or a unit investment trust.

"Rating Agency" means, collectively, Fitch Ratings, Kroll Bond Rating Agency, Inc., Moody's Investors Service, Inc., and Standard & Poor's Ratings Services, or the successor of a Rating Agency; *provided*, that such Rating Agency is at the time providing a rating, at the Issuer's request, with respect to one or more of the Refunded Bonds.

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"Redemption Dates" means, when used with respect to a particular maturity of the Refunded Bonds, the respective date fixed for such redemption by Section 1.4, as indicated in Exhibit I.

"Redemption Price" means the price at which the Refunded Bonds are to be redeemed pursuant to the respective Authorizing Resolutions, namely, 100% of the principal amount thereof, without premium.

"**Refunded Bonds**" means the presently outstanding Bonds of the maturities, or portions of maturities, and in the principal amounts described in <u>Exhibit I</u> hereto, which are issued as part of one of the following series of the Issuer's General Obligation Bonds:

State of Wisconsin General Obligation Bonds of 2008, Series A ("2008 Series A Bonds"),

State of Wisconsin General Obligation Bonds of 2008, Series C ("2008 Series C Bonds"),

State of Wisconsin General Obligation Bonds of 2011, Series A ("2011 Series A Bonds"), and

State of Wisconsin General Obligation Bonds of 2014, Series B ("2014 Series B Bonds").

"**Refunding Bonds**" means the \$171,045,000 State of Wisconsin General Obligation Refunding Bonds of 2015, Series 1.

"Trust Fund" means the Trust Fund created by Section 1.2 of this Agreement.

"Verification Report" means the report, prepared by Robert Thomas CPA, LLC, a nationally recognized firm of independent verification agents, verifying that the Escrow Securities and cash deposited in the Trust Fund and the Bond Security and Redemption Fund will provide sufficient funds to pay the interest due on the Refunded Bonds on and prior to the respective Redemption Dates, and the Redemption Price of the Refunded Bonds on the respective Redemption Dates.

ARTICLE I

THE REFINANCING OF THE REFUNDED BONDS

<u>Section 1.1</u> The Issuer shall cause to be deposited with the Escrow Agent from amounts received from the Issuer from the proceeds of the Refunding Bonds the aggregate cash amount of \$123,213,570.69 (the "**Initial Deposit**").

Section 1.2 The Initial Deposit, together with the investment income therefrom, shall be contained in an account hereinafter referred to as the "**Trust Fund**." The Trust Fund shall be effectively established when the Initial Deposit shall be made (the "**Effective Time**"). Except for \$476.54, which shall initially remain in cash, the balance of the Initial

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Deposit in the Trust Fund shall be applied by the Escrow Agent, at the Effective Time to the purchase of the Escrow Securities described on <u>Exhibit II</u>. Amounts collected as principal of or interest on the Escrow Securities shall be applied as provided in Section 2.1.

The Issuer represents and warrants that the Trust Fund, if held, invested, and disposed of by the Escrow Agent in accordance with the provisions of this Agreement, will be sufficient to make all payments of the Redemption Price of, and interest on, the Refunded Bonds required under this Agreement.

- Section 1.3 Although the Refunded Bonds shall remain obligations of the Issuer until redeemed at or prior to maturity as provided herein, the principal of the Refunded Bonds, and interest due on the Refunded Bonds due from and after November 1, 2015, shall be payable from the Trust Fund.
- Section 1.4 At the Effective Time, the Issuer hereby authorizes and irrevocably instructs the Escrow Agent to cause each of the Refunded Bonds to be called for redemption on its applicable Redemption Date, in the manner provided in the respective Authorizing Resolution and in Section 2.2 hereof.
- Section 1.5 Before the Redemption Dates, the Issuer shall submit a notice of advance refunding to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access website.

ARTICLE II

DUTIES OF THE ESCROW AGENT

- Section 2.1 The Escrow Agent shall, without further authorization or direction from the Issuer, (a) collect the principal of, and interest on, the Escrow Securities promptly as the same shall fall due, (b) hold all other proceeds of the Escrow Securities, together with the uninvested portion of the Initial Deposit, in the Trust Fund, and (c) pay the interest due on the Refunded Bonds as the same shall become due on and after November 1, 2015 to and including their respective Redemption Dates, and (d) pay the principal of the Refunded Bonds on their respective Redemption Dates, in the amounts set forth in the Trust Fund cash flow attached as Exhibit A to the Verification Report. The Escrow Agent shall transfer such funds to the Paying Agent for the account described in Section 3.9 or such other account as the Issuer may provide to the Escrow Agent for each of the Refunded Bonds as and when needed for such payments.
- Section 2.2 The Escrow Agent shall call the Refunded Bonds for redemption on the respective Redemption Dates and in the respective amounts set forth in Exhibit I. The Escrow Agent shall cause notices of the redemption of the Refunded Bonds to be given in the manner described as part of Exhibit III, and shall provide a copy of each notice to the Issuer. Each notice of redemption shall be substantially in the respective form attached hereto as part of Exhibit III, with all blank items completed appropriately.
- Section 2.3 No fees or other charges, other than as expressly hereinafter provided, may be paid from the Trust Fund prior to retirement of all Refunded Bonds, and the

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Issuer agrees that it will pay all such fees, including but not limited to the Escrow Agent's fees, publication and mailing costs, and any bond counsel fees, from its other available funds as such payments become due prior to such retirement. The Issuer shall pay the Escrow Agent from its available funds, other than the Trust Fund, the reasonable fees and expenses of the Escrow Agent for the performance by the Escrow Agent of its duties and obligations hereunder, as set forth in this Agreement. In addition, the Issuer shall pay the Escrow Agent for any extraordinary services or expenses performed or incurred by the Escrow Agent in connection with its duties under this Agreement if notified in writing prior to the performance of those services or the incurrence of those expenses (if reasonably possible) so as to allow the Issuer to appropriate or otherwise provide sufficient funds for such payment.

Section 2.4 Following the maturity of any of the Escrow Securities, the Escrow Agent shall not invest the proceeds thereof, except as directed in writing by the Issuer in Permitted Investments that mature not later than May 1 or November 1 immediately following the maturity of the Escrow Securities. In giving directions, the Issuer covenants that the reinvestment shall not cause the yield on such Escrow Securities to exceed the yield on the Refunding Bonds.

Section 2.5 The Escrow Agent will promptly collect the principal of, interest on, and income and profit from, the Escrow Securities and promptly apply the same solely and only to the purposes expressly stated herein, including any reinvestment thereof required hereunder and the payment of the Redemption Price of, and interest due on and after November 1, 2015 on, the Refunded Bonds as the same shall become due through their respective Redemption Dates.

Section 2.6 Should the amounts in the Trust Fund at any time be insufficient to make timely payments of the Redemption Price of, and interest due on and after November 1, 2015 on, the Refunded Bonds on any payment date, the Escrow Agent shall, not less than 15 business days prior to the payment date, provide the Issuer with a written request for additional sum or sums of money to assure the timely payment of the Redemption Price of, and interest due on and after November 1, 2015 on, the Refunded Bonds.

Section 2.7 The Escrow Agent shall not later than August 1 of each year, commencing August 1, 2015, send a report of transactions to the Issuer of the receipts, income, investments, redemptions, and payments of and from the Trust Fund, as of the date of this Agreement through and including June 30, 2015, and thereafter from July 1 through and including June 30 of each subsequent year until the year in which the final transaction occurs in the Trust Fund.

ARTICLE III

GENERAL PROVISIONS

Section 3.1 The Trust Fund hereby created shall be irrevocable, and the owners of the Refunded Bonds shall have an express lien on any deposits and the principal of and the interest on the Escrow Securities and any other Permitted Investments until used and applied in accordance with this Agreement.

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- Section 3.2 The Escrow Agent shall hold the Trust Fund as a separate trust account wholly segregated from all other funds held by the Escrow Agent in any capacity and shall make disbursements from the Trust Fund only in accordance with the provisions of this Agreement.
- Section 3.3 The Issuer agrees that, after receipt of any written request under Section 2.6 hereof, it will promptly and without delay and in any event prior to the payment date, remit to the Escrow Agent such additional sum or sums of money as may be necessary to assure the timely payment of Redemption Price of, and interest due on and after November 1, 2015 on, the Refunded Bonds.
- Section 3.4 None of the provisions contained in this Agreement shall require the Escrow Agent to use or advance its own funds or otherwise incur personal financial liability in the performance of any of its duties or the exercise of any of its right or powers hereunder. The Escrow Agent shall be under no liability for interest on any funds or other property received by it hereunder, except as herein expressly provided. The Escrow Agent shall have no lien, nor will it assert any lien, for its services or for any other cause on any Escrow Securities or any other Permitted Investments or on any moneys from time to time on deposit in the Trust Fund, and any right to such lien is hereby expressly waived by the Escrow Agent.
- Section 3.5 All payments to be made by, and all acts and procedures required to be done by, the Escrow Agent under the terms and provisions of this Agreement shall be made and done by the Escrow Agent without any further direction or authority of the Issuer.
- Section 3.6 If any one or more of the covenants or agreements provided in this Agreement on the part of the parties hereto to be performed should be determined by a court of competent jurisdiction to be contrary to law, such covenant or agreement shall be deemed and construed to be severable from the remaining covenants and agreements herein contained and shall in no way affect the validity of the remaining provisions of this Agreement.
- Section 3.7 This Agreement may be executed in several counterparts, all or any of which shall be regarded for all purposes as one original and shall constitute and be but one and the same instrument.
- Section 3.8 This Agreement shall be governed by and construed in accordance with the laws of the State of Wisconsin.

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<u>Section 3.9</u> Any notice, request, or other communication, shall be sufficiently given and shall be deemed given when delivered or mailed, by certified mail, postage prepaid, or when transmitted by Electronic Means, as follows:

If to the Issuer at:

Department of Administration Attention: Capital Finance Director 101 East Wilson Street, 10th Floor

Madison, Wisconsin 53703

Fax: (608) 266-7645

Email: DOACapitalFinanceOffice@wisconsin.gov

with the following wiring instructions:

Bank Name: U.S. Bank National Association

ABA Routing No.: 075000022

Account Name: For credit to the General Control

Account, State of Wisconsin Account No.: 111-851-166

If to the Escrow Agent at:

The Bank of New York Mellon Trust Company, N.A.

2 North LaSalle Street, Suite 1020

Chicago, Illinois 60602

Fax: (312) 827-8522

Email: Katherine.cokic@bnymellon.com

If to a Rating Agency at:

Fitch Ratings

Attention: Public Finance One State Street Plaza

New York, New York 10004

Email: Pubfinsurv@fitchratings.com

Kroll Bond Rating Agency, Inc.

Attention: Public Finance

845 Third Avenue, Fourth Floor

New York, New York 10022

Email: khackett@krollbondratings.com

Moody's Investors Service, Inc.

Attention: Public Finance Rating Desk/

Refunded Bonds

7 World Trade Center at 250 Greenwich Street

New York, New York 10007-2796 Email: ratingsdesk@moodys.com

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Standard & Poor's Ratings Services Attention: Municipal Department

55 Water Street

New York, New York 10041

Email: SLG@standardandpoors.com

The Issuer, the Escrow Agent, and each Rating Agency may designate any further or different addresses to which subsequent notices, requests, or other communications, shall be sent.

ARTICLE IV

SUBSTITUTION OF SECURITIES; AMENDMENTS; IRREVOCABILITY OF THIS ESCROW AGREEMENT

Section 4.1 In addition to reinvestment following the maturity of any of the Escrow Securities, as permitted by Section 2.4 hereof, the Escrow Securities or any portion thereof sold or redeemed, and moneys derived therefrom held in the Trust Fund or any portion thereof may be invested, reinvested, or disbursed in any manner directed in writing by the Issuer, and other securities deposited into the Trust Fund, *provided* that:

- (a) All securities so deposited are Permitted Investments;
- (b) The Escrow Agent is provided with an opinion (at the expense of the Issuer) of an individual certified public accountant or a firm of certified public accountants, which in either case shall be independent of the Issuer, to the effect that the amounts available or to be available for payment of the Refunded Bonds will remain sufficient after such action to pay when due without further reinvestment all principal of, and interest due on and after November 1, 2015 on, the Refunded Bonds up to and including their respective Redemption Dates; and
- (c) The Escrow Agent is provided with an opinion of a nationally recognized bond counsel firm (at the expense of the Issuer) to the effect that such action is permitted under this Agreement and will not adversely affect the exclusion from gross income for federal income tax purposes of the receipt of the interest paid on either the Refunded Bonds or the Refunding Bonds.

Section 4.2 Without the consent of the owners of the Refunded Bonds, the Issuer and the Escrow Agent may amend or add to the terms of this Agreement:

- (a) to correct errors, clarify ambiguities, or insert inadvertently omitted material:
- (b) to pledge additional collateral for the benefit of the owners of the Refunded Bonds;
 - (c) to deposit additional cash or securities into the Trust Fund;

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- (d) to preserve the exclusion from gross income for federal income tax purposes of interest on any of the Refunded Bonds; and
- (e) to make any other amendment so long as each Rating Agency has confirmed in writing that such amendment will not result in the lowering or withdrawal of the outstanding rating on any of the Refunded Bonds.

Prior to any such amendment or addition, the Issuer shall obtain the opinion of nationally recognized bond counsel addressed to it and the Escrow Agent to the effect that such amendment or addition meets the requirements of this Section 4.2.

Not less than fifteen calendar days prior to such amendment or addition becoming effective, the Issuer shall give notice, by certified mail, postage prepaid, or by Electronic Means to each Rating Agency and shall promptly furnish each Rating Agency with a draft of such amendment or addition.

- Section 4.3 Except as provided in Sections 4.1 and 4.2 hereof, all the rights, powers, duties, and obligations of the Escrow Agent hereunder shall be irrevocable and shall not be subject to amendment by the Escrow Agent and shall be binding on any successor to the Escrow Agent during the term of this Agreement.
- Section 4.4 Except as provided in Sections 4.1 and 4.2 hereof, all the rights, powers, duties, and obligations of the Issuer hereunder shall be irrevocable and shall not be subject to amendment by the Issuer and shall be binding on any successor to the Issuer during the term of this Agreement.
- Section 4.5 This Agreement shall terminate two business days after the later of the following two events: (a) the final payment of the Redemption Price of, and interest on, the Refunded Bonds and (b) the Escrow Agent's submission of the report of transactions described in Section 2.7 covering the annual period which includes the date of the last transaction in the Trust Fund. Upon final disbursement for the payment of the Refunded Bonds, the Escrow Agent will transfer any balance (cash and securities) remaining in the Trust Fund to the Issuer.
- Section 4.6 The Issuer shall promptly give notice to each Rating Agency in the event a court of competent jurisdiction issues a final order that severs any obligation contained in this Agreement.

ARTICLE V

CONCERNING THE ESCROW AGENT

Section 5.1 The Escrow Agent may at any time resign from the trust and be discharged of the duties and obligations hereby created by giving 60 calendar days' notice to the Issuer by certified mail and 60 calendar days' notice to all registered owners of Refunded Bonds by first class mail. Such resignation shall take effect only upon the appointment of a successor escrow agent and the transfer of the Trust Fund to the successor escrow agent. If an instrument of acceptance by a successor escrow agent shall not have been delivered to the resigning Escrow

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Agent within 60 calendar days after the giving of such notice of resignation, the resigning Escrow Agent may petition any court of competent jurisdiction for the appointment of a successor.

Section 5.2 The Escrow Agent, including its officers, directors, employees, and agents, shall:

- (a) have no responsibility or liability whatsoever for any of the recitals, undertakings, or statements of the Issuer herein or hereunder;
- (b) be entitled to act and rely upon any notice, order, requisition, request, consent, certificate, order, opinion, affidavit, letter, or other document in good faith deemed by it to be genuine and correct and to have been signed or sent by the proper person or persons, including those transmitted by Electronic Means;
- (c) not be required to risk, use, or advance its own funds or otherwise incur financial liability in the performance of any of its duties or the exercise of any of its rights and powers hereunder;
- (d) not be liable for any action taken or omitted under this Agreement so long as the Escrow Agent shall have acted in good faith and without gross negligence;
- (e) be indemnified and saved harmless by the Issuer, to the extent permitted by law, from all losses, liabilities, costs, and expenses, including attorney fees and expenses, which may be incurred by the Escrow Agent as a result of its acceptance or the performance of its duties under this Agreement, unless such losses, liabilities, costs, and expenses shall have resulted from the willful misconduct or gross negligence of the Escrow Agent, and such indemnification shall survive its resignation or removal, or the termination of this Agreement;
- (f) have the right to perform any of its duties under this Agreement through agents, attorneys, custodians, or nominees and shall not be responsible for the misconduct or negligence of such agents, attorneys, custodians, and nominees appointed by it with due care; and
- (g) have the right, but not the obligation, to consult with counsel of its choice and shall not be responsible for any action taken, or omitted to be taken, by the Escrow Agent in accordance with a written opinion of counsel to the Escrow Agent or the Issuer addressed and delivered to both the Escrow Agent and the Issuer.
- Section 5.3 Any banking association or corporation into which the Escrow Agent may be merged or converted or with which the Escrow Agent may be consolidated, or any corporation resulting from any merger, conversion, or consolidation to which the Escrow Agent shall be a party, or any banking association or corporation to which all or substantially all of the corporate trust business of the Escrow Agent shall be transferred, shall succeed to all the Escrow Agent's rights and obligations hereunder without the execution or filing of any paper or any further act on the part of any of the parties hereto, anything herein to the contrary notwithstanding.

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Section 5.4 The Issuer acknowledges that, if the law makes its agents or employees liable, the Issuer will indemnify as required by Section 895.46 (1) (a), Wisconsin Statutes. The Issuer acknowledges that the Paying Agent is either an employee or an agent of the Issuer.

Section 5.5 If, at the request of the Issuer or with the consent of the Issuer, the Escrow Agent renders any service not provided for in this Agreement, but in furtherance of this Agreement, the Issuer shall compensate the Escrow Agent, as shall be agreed between the Escrow Agent and the Issuer.

[SIGNATURE PAGE FOLLOWS]

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IN WITNESS WHEREOF, the parties hereto have each caused this Agreement to be duly executed as of the date first above written.

| | STATE OF WISCONSIN BUILDING COMMISSION By: |
|------|---|
| | Name: Kevin D. Taylor |
| | Title: Capital Finance Director |
| | THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A. as Escrow Agent |
| | By: |
| | Name: |
| | Title: |
| EAL) | |

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IN WITNESS WHEREOF, the parties hereto have each caused this Agreement to be duly executed as of the date first above written.

STATE OF WISCONSIN BUILDING COMMISSION

By:

Name: Kevin D. Taylor

Title:

Capital Finance Director

THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A. as Escrow Agent

Name:

Mietka Collins

Title:

Vice President

(SEAL)

EXHIBIT I

DESCRIPTION OF REFUNDED BONDS

| <u>Bonds</u> | Principal <u>Amount</u> | Interest <u>Rate</u> | Maturity <u>Date</u> | CUSIP <u>Number</u> | Redemption <u>Date</u> | Redemption <u>Price</u> |
|---------------------|---|-------------------------|----------------------------------|---|----------------------------------|-------------------------|
| 2008 Series A Bonds | \$ 10,765,000 | 4.75% | 5/1/2027 | 97705L SR9 | 5/1/2018 | 100% |
| 2008 Series C Bonds | 16,810,000 27,445,000 | 4.75 5.00 | 5/1/2027 5/1/2029 | 97705L UL9 97705L UN5 | 5/1/2018 5/1/2018 | 100 100 |
| 2011 Series A Bonds | 18,630,000 | 5.25 | 5/1/2025 | 97705L C88 | 5/1/2021 | 100 |
| 2014 Series B Bonds | 16,775,000 17,685,000 65,000 ¹ | 5.00 5.00 5.00 | 5/1/2024 5/1/2025 5/1/2026 | 97705L 5T0 97705L 5U7 97705M AC9 ¹ | 5/1/2020 5/1/2020 5/1/2020 | 100 100 100 |

 $^{1} \ Reflects \ a \ partial \ refunding \ of the \$15,880,000 \ bond \ maturing \ May \ 1,2026 \ and \ the \ assignment \ of \ a \ new \ CUSIP \ number \ to \ the \ prerefunded \ portion. \ Original \ CUSIP \ for \ the \ bond \ was \ 97705L \ 5V5.$

EXHIBIT II

ESCROW SECURITIES TO BE ACQUIRED ON APRIL 14, 2015

| <u>Security</u> | Maturity <u>Date</u> | Par <u>Amount</u> | Interest Rate | <u>Price</u> | <u>Cost</u> | Accrued <u>Interest</u> | Total <u>Cost</u> |
|--|-------------------------|----------------------|------------------|--------------|-----------------|----------------------------|----------------------|
| U.S. Treasury Note | 10/31/2015 | \$ 1,524,000.00 | 0.250% | 100.043260 | \$ 1,524,659.28 | \$ 1,736.60 | \$ 1,526,395.88 |
| U.S. Treasury Note | 04/30/2016 | 1,890,000.00 | 2.000 | 101.693360 | 1,922,004.50 | 17,229.28 | 1,939,233.78 |
| U.S. Treasury Note | 10/31/2016 | 1,909,000.00 | 3.125 | 103.961200 | 1,984,619.31 | 27,191.38 | 2,011,810.69 |
| U.S. Treasury Note | 04/30/2017 | 1,939,000.00 | 0.875 | 100.257040 | 1,943,984.01 | 7,733.24 | 1,951,717.25 |
| Agency For International Development | 09/15/2017 | 1,239,000.00 | n/a | 97.599870 | 1,209,262.39 | n/a | 1,209,262.39 |
| Agency For International Development | 09/15/2017 | 708,000.00 | n/a | 97.587760 | 690,921.34 | n/a | 690,921.34 |
| Federal Home Loan Bank | 05/01/2018 | 56,965,000.00 | 1.180 | 99.970310 | 56,948,087.09 | n/a | 56,948,087.09 |
| U.S. Treasury Note | 10/31/2018 | 942,000.00 | 1.250 | 99.812350 | 940,232.34 | 5,367.06 | 945,599.40 |
| U.S. Treasury Note | 04/30/2019 | 948,000.00 | 1.625 | 100.731530 | 954,934.90 | 7,021.62 | 961,956.52 |
| Federal Home Loan Mortgage Corporation | 09/15/2019 | 315,000.00 | n/a | 92.626960 | 291,774.92 | n/a | 291,774.92 |
| Resolution Funding Corp STRIP | 10/15/2019 | 641,000.00 | n/a | 92.705500 | 594,242.26 | n/a | 594,242.26 |
| Federal Home Loan Mortgage Corporation | 05/01/2020 | 35,481,000.00 | 1.375 | 98.300660 | 34,878,057.17 | 220,893.86 | 35,098,951.03 |
| Agency For International Development | 10/30/2020 | 336,000.00 | 2.503 | 103.597350 | 348,087.10 | 3,831.26 | 351,918.36 |
| Federal Home Loan Bank | 02/12/2021 | 525,000.00 | 6.000 | 122.328910 | 642,226.78 | 5,162.50 | 647,389.28 |
| Agency For International Development | 02/15/2021 | 3,785,000.00 | n/a | 89.308850 | 3,380,339.97 | n/a | 3,380,339.97 |
| Agency For International Development | 03/15/2021 | 149,000.00 | n/a | 88.954970 | 132,542.91 | n/a | 132,542.91 |
| Federal Home Loan Bank | 04/30/2021 | 14,510,000.00 | 1.830 | 100.144391 | 14,530,951.08 | n/a | 14,530,951.08 |

Total \$ 123,213,094.15

EXHIBIT III

REDEMPTION NOTICES

Redemption Notice for General Obligation Bonds of 2008, Series A

1. Manner of providing notice.

So long as the bonds are in book-entry-only form, a notice of redemption shall be sent to the depository not less than 30 and not more than 60 days prior to the date of redemption.

Source: 2008 State of Wisconsin Building Commission Resolution 3.

2. Form of redemption notice as long as the bonds are in book-entry form. If the bonds are not in book-entry-only form, the form of redemption notice may be revised.

NOTICE OF REDEMPTION

State of Wisconsin General Obligation Bonds of 2008, Series A, dated April 30, 2008

| CUSIP Number | Interest Rate | Maturity |
|--------------|---------------|-----------------|
| 97705L SR9 | 4 75% | 05/01/2027 |

NOTICE IS HEREBY GIVEN, pursuant to a Refunding Escrow Agreement, to the beneficial owners of the State of Wisconsin General Obligation Bonds of 2008, Series A, dated April 30, 2008 (the "Bonds") that the entire principal amount of the Bonds maturing on May 1, 2027 has been called for redemption on May 1, 2018, prior to maturity. Upon the surrender of the called Bonds on or after May 1, 2018, at the office of the Secretary of Administration of the State of Wisconsin, the called Bonds will be redeemed at the redemption price of 100% of the principal amount and accrued interest up to May 1, 2018, and from and after that date interest thereon shall cease to accrue and be payable. The Bonds are held in book-entry-only form by The Depository Trust Company ("DTC"). DTC will receive payment from the State on the redemption date. Beneficial owners will receive payment in accordance with the rules between DTC and its participants.

|] | Notice is also given that the called Bonds shall cease to bear interest from and |
|------------------------|--|
| after May 1, 20 | 018. |
| • | |
| Publication Dat | te: |
| Publication Dat | te: |

NEITHER THE ISSUER NOR THE ESCROW AGENT SHALL BE RESPONSIBLE FOR THE SELECTION OR USE OF THE CUSIP NUMBER(S), NOR IS ANY REPRESENTATION MADE AS TO THEIR CORRECTNESS IN THE REDEMPTION NOTICE OR ON ANY BOND(S). THEY ARE INCLUDED SOLELY FOR THE CONVENIENCE OF THE HOLDERS.

| D | |
|-----|-----------------------------|
| By: | Th. D C. N V M |
| | The Bank of New York Mellon |
| | Trust Company, N.A., |
| | as Escrow Agent |

STATE OF WISCONSIN BUILDING COMMISSION

Redemption Notice for General Obligation Bonds of 2008, Series C

1. Manner of providing notice.

So long as the bonds are in book-entry-only form, a notice of redemption shall be sent to the depository not less than 30 and not more than 60 days prior to the date of redemption.

Source: 2008 State of Wisconsin Building Commission Resolution 13.

2. Form of redemption notice as long as the bonds are in book-entry form. If the bonds are not in book-entry-only form, the form of redemption notice may be revised.

NOTICE OF REDEMPTION

State of Wisconsin General Obligation Bonds of 2008, Series C, dated September 4, 2008

| CUSIP Number | Interest Rate | <u>Maturity</u> |
|--------------|---------------|-----------------|
| 97705L UL9 | 4.75% | 05/01/2027 |
| 97705L UN5 | 5.00 | 05/01/2029 |

NOTICE IS HEREBY GIVEN, pursuant to a Refunding Escrow Agreement, to the beneficial owners of the State of Wisconsin General Obligation Bonds of 2008, Series C, dated September 4, 2008 (the "Bonds") that the entire principal amount of the Bonds maturing on May 1, 2027 and 2029 has been called for redemption on May 1, 2018, prior to maturity. Upon the surrender of the called Bonds on or after May 1, 2018, at the office of the Secretary of Administration of the State of Wisconsin, the called Bonds will be redeemed at the redemption price of 100% of the principal amount and accrued interest up to May 1, 2018, and from and after that date interest thereon shall cease to accrue and be payable. The Bonds are held in bookentry-only form by The Depository Trust Company ("DTC"). DTC will receive payment from the State on the redemption date. Beneficial owners will receive payment in accordance with the rules between DTC and its participants.

| | Notice is also | given that | the called | Bonds | shall | cease 1 | to bear | interest | from | and |
|----------------|----------------|------------|------------|-------|-------|---------|---------|----------|------|-----|
| after May 1, 2 | 2018. | | | | | | | | | |

| Publication Date: | |
|-------------------|--|
| | |

NEITHER THE ISSUER NOR THE ESCROW AGENT SHALL BE RESPONSIBLE FOR THE SELECTION OR USE OF THE CUSIP NUMBER(S), NOR IS ANY REPRESENTATION MADE AS TO THEIR CORRECTNESS IN THE REDEMPTION NOTICE OR ON ANY BOND(S). THEY ARE INCLUDED SOLELY FOR THE CONVENIENCE OF THE HOLDERS.

| By: | |
|-----|-----------------------------|
| Dy. | |
| | The Bank of New York Mellon |
| | Trust Company, N.A., |
| | as Escrow Agent |

STATE OF WISCONSIN BUILDING COMMISSION

Redemption Notice for General Obligation Bonds of 2011, Series A

1. Manner of providing notice.

So long as the bonds are in book-entry-only form, a notice of redemption shall be sent to the depository not less than 30 and not more than 60 days prior to the date of redemption.

Source: 2010 State of Wisconsin Building Commission Resolution 16.

2. Form of redemption notice as long as the bonds are in book-entry form. If the bonds are not in book-entry-only form, the form of redemption notice may be revised.

NOTICE OF REDEMPTION

State of Wisconsin General Obligation Bonds of 2011, Series A, dated February 2, 2011

| CUSIP Number | Interest Rate | Maturity | |
|--------------|---------------|-----------------|--|
| 97705L C88 | 5.25% | 05/01/2025 | |

NOTICE IS HEREBY GIVEN, pursuant to a Refunding Escrow Agreement, to the beneficial owners of the State of Wisconsin General Obligation Bonds of 2011, Series A, dated February 2, 2011 (the "Bonds") that the entire principal amount of the Bonds maturing on May 1, 2025 has been called for redemption on May 1, 2021, prior to maturity. Upon the surrender of the called Bonds on or after May 1, 2021, at the office of the Secretary of Administration of the State of Wisconsin, the called Bonds will be redeemed at the redemption price of 100% of the principal amount and accrued interest up to May 1, 2021, and from and after that date interest thereon shall cease to accrue and be payable. The Bonds are held in bookentry-only form by The Depository Trust Company ("DTC"). DTC will receive payment from the State on the redemption date. Beneficial owners will receive payment in accordance with the rules between DTC and its participants.

| | Notice is also | given that the | canea Bonas | s snall cease | to bear interes | st from and |
|-----------------|----------------|----------------|-------------|---------------|-----------------|-------------|
| after May 1, 20 | 021. | | | | | |
| Publication Da | nte: | | | | | |

NEITHER THE ISSUER NOR THE ESCROW AGENT SHALL BE RESPONSIBLE FOR THE SELECTION OR USE OF THE CUSIP NUMBER(S), NOR IS ANY REPRESENTATION MADE AS TO THEIR CORRECTNESS IN THE REDEMPTION NOTICE OR ON ANY BOND(S). THEY ARE INCLUDED SOLELY FOR THE CONVENIENCE OF THE HOLDERS.

| By: | |
|-----|-----------------------------|
| • | The Bank of New York Mellon |
| | Trust Company, N.A., |
| | as Escrow Agent |

STATE OF WISCONSIN BUILDING COMMISSION

Redemption Notice for General Obligation Bonds of 2014, Series B

1. Manner of providing notice.

So long as the bonds are in book-entry-only form, a notice of redemption shall be sent to the depository not less than 30 and not more than 60 days prior to the date of redemption.

Source: 2014 State of Wisconsin Building Commission Resolution 6.

2. Form of redemption notice as long as the bonds are in book-entry form. If the bonds are not in book-entry-only form, the form of redemption notice may be revised.

NOTICE OF REDEMPTION

State of Wisconsin General Obligation Bonds of 2014, Series B, dated July 29, 2014

| CUSIP Number | Interest Rate | Maturity | Redeemed <u>Amount</u> |
|-------------------------|---------------|------------|---------------------------|
| 97705L 5T0 | 5.00% | 05/01/2024 | \$16,775,000 |
| 97705L 5U7 | 5.00 | 05/01/2025 | 17,685,000 |
| 97705M AC9 ¹ | 5.00 | 05/01/2026 | 65,000 |

NOTICE IS HEREBY GIVEN, pursuant to a Refunding Escrow Agreement, to the beneficial owners of the State of Wisconsin General Obligation Bonds of 2014, Series B, dated July 29, 2014 (the "Bonds") that the entire principal amount of the Bonds maturing on May 1, 2024 and 2025 and a portion of the Bonds maturing on May 1, 2026 has been called for redemption on May 1, 2020, prior to maturity. Upon the surrender of the called Bonds on or after May 1, 2020, at the office of the Secretary of Administration of the State of Wisconsin, the called Bonds will be redeemed at the redemption price of 100% of the principal amount and accrued interest up to May 1, 2020, and from and after that date interest thereon shall cease to accrue and be payable. The Bonds are held in book-entry-only form by The Depository Trust Company ("DTC"). DTC will receive payment from the State on the redemption date. Beneficial owners will receive payment in accordance with the rules between DTC and its participants.

| | Notice is also | given that the | called Bonds | shall cease | e to bear i | nterest fror | n and |
|-----------------|----------------|----------------|--------------|-------------|-------------|--------------|-------|
| after May 1, 20 |)20. | | | | | | |
| | | | | | | | |

Publication Date: _____

-

 $^{^{1}}$ New CUSIP number assigned to the prerefunded portion. Original CUSIP for the Bond was 97705L 5V5.

NEITHER THE ISSUER NOR THE ESCROW AGENT SHALL BE RESPONSIBLE FOR THE SELECTION OR USE OF THE CUSIP NUMBER(S), NOR IS ANY REPRESENTATION MADE AS TO THEIR CORRECTNESS IN THE REDEMPTION NOTICE OR ON ANY BOND(S). THEY ARE INCLUDED SOLELY FOR THE CONVENIENCE OF THE HOLDERS.

| By: | |
|-----|-----------------------------|
| 2). | TPI D 1 CNI X/ 1 M/ 11 |
| | The Bank of New York Mellon |
| | Trust Company, N.A., |
| | as Escrow Agent |

STATE OF WISCONSIN BUILDING COMMISSION

Robert Thomas CPA, LLC Certified Public Accountants

STATE OF WISCONSIN

Verification Report April 14, 2015

Robert Thomas CPA, LLC

Certified Public Accountants

INDEPENDENT ACCOUNTANT'S VERIFICATION REPORT

April 14, 2015

State of Wisconsin Building Commission c/o Department of Administration Office of Capital Finance ("Issuer") Madison, Wisconsin

Morgan Stanley & Co. LLC as representative of the underwriters ("Underwriter") Chicago, Illinois

Foley & Lardner LLP ("Bond Counsel")
Milwaukee. Wisconsin

The Bank of New York Mellon
Trust Company, N.A. ("Escrow Trustee")
Milwaukee, Wisconsin

Lamont Financial Services Corporation ("Financial Advisor") Fairfield, New Jersey

Pursuant to the request of the Issuer, we have performed certain procedures, as discussed below, in connection with the proposed delivery of \$171,045,000 General Obligation Refunding Bonds of 2015, Series 1 (the "Bonds"), dated April 14, 2015.

Proceeds from the Bonds will be used to (i) acquire obligations of the United States of America or its agencies, or corporations wholly owned by the United States or chartered by act of Congress (the "Escrowed Securities") and (ii) establish a cash deposit in the Issuer's Bond Security and Redemption Fund to collectively provide funds to:

- currently refund a callable maturity, comprising serial bonds originally scheduled to mature May 1, 2016 (the "2005-1 Refunded Bonds"), of the Issuer's outstanding **General Obligation Refunding Bonds of 2005, Series 1,** dated February 10, 2005 (the "2005-1 Bonds"); and
- advance refund a callable maturity, comprising serial bonds originally scheduled to mature May 1, 2027 (the "2008A Refunded Bonds"), of the Issuer's outstanding General Obligation Bonds of 2008, Series A, dated April 30, 2008 (the "2008A Bonds"); and
- advance refund certain callable maturities, comprising serial bonds originally scheduled to mature May 1, 2027, and May 1, 2029 (the "2008C Refunded Bonds"), of the Issuer's outstanding General Obligation Bonds of 2008, Series C, dated September 4, 2008 (the "2008C Bonds"); and

- currently refund a portion of an outstanding maturity, comprising serial bonds originally scheduled to mature
 May 1, 2015 (the "2011-1 Refunded Bonds"), of the Issuer's outstanding General Obligation Refunding
 Bonds of 2011, Series 1, dated June 2, 2011 (the "2011-1 Bonds").
- advance refund a callable maturity, comprising serial bonds originally scheduled to mature May 1, 2025 (the "2011A Refunded Bonds"), of the Issuer's outstanding General Obligation Bonds of 2011, Series A, dated February 2, 2011 (the "2011A Bonds"); and
- advance refund certain callable maturities, comprising serial bonds, or portions thereof, originally scheduled to mature May 1, 2024 through May 1, 2026 (the "2014B Refunded Bonds"), of the Issuer's outstanding General Obligation Bonds of 2014, Series B, dated July 29, 2014 (the "2014B Bonds").

Collectively, the 2005-1 Refunded Bonds, the 2008A Refunded Bonds, the 2011-1 Refunded Bonds, the 2011A Refunded Bonds and the the 2014B Refunded Bonds are hereinafter referred to as the "Refunded Bonds" and, collectively, the 2005-1 Bonds, the 2008A Bonds, the 2008C Bonds, the 2011-1 Bonds, the 2011A Bonds and the 2014B Bonds are hereinafter referred to as the "Prior Bonds".

The procedures were performed solely to assist the addressees of this report in evaluating the mathematical accuracy of certain schedules prepared by the Underwriter which indicate that:

- there will be sufficient funds available in an escrow account (the "Escrow Fund") to be established on April
 14, 2015 to pay the remaining payments of principal and interest (excluding the interest requirement due
 on May 1, 2015) related to the 2008A Refunded Bonds, the 2008C Refunded Bonds, the 2011A Refunded
 Bonds and the 2014B Refunded Bonds (the "Escrow Requirements"), assuming:
 - the 2008A Refunded Bonds, in the aggregate principal amount of \$10,765,000, will be called and redeemed on the first optional redemption date of May 1, 2018 at 100.00 percent of the principal amount thereof; and
 - the 2008C Refunded Bonds, in the aggregate principal amount of \$44,255,000, will be called and redeemed on the first optional redemption date of May 1, 2018 at 100.00 percent of the principal amount thereof: and
 - the 2011A Refunded Bonds, in the aggregate principal amount of \$18,630,000, will be called and redeemed on the first optional redemption date of May 1, 2021 at 100.00 percent of the principal amount thereof; and
 - the 2014B Refunded Bonds, in the aggregate principal amount of \$34,525,000, will be called and redeemed on the first optional redemption date of May 1, 2020 at 100.00 percent of the principal amount thereof; and

- there will be sufficient funds on deposit with the Issuer's Bond Security and Redemption Fund to pay the
 remaining payments of principal for the 2005-1 Refunded Bonds and the 2011-A Refunded Bonds and all
 interest requirements due May 1, 2015 for the Refunded Bonds (collectively, the "Cash Requirements")
 assuming:
 - the 2005-1 Refunded Bonds, in the aggregate principal amount of \$57,720,000 will be called and redeemed on the first optional redemption date of May 1, 2015 at 100.00 percent of the principal amount thereof; and
 - the 2011-1 Refunded Bonds, in the aggregate principal amount of \$5,760,000 will be paid as they become due; and
- the yield on the Escrowed Securities is less than the yield on the Bonds.

The procedures we performed are summarized below:

- 1. We independently calculated the future cash receipts from the Escrowed Securities and compared the future cash receipts to the Underwriter's schedules. We found the future cash receipts to be in agreement.
- 2. We independently calculated the Escrow Requirements and Cash Requirements related to the Refunded Bonds using information from the respective Official Statements for the Prior Bonds (collectively the "Prior Bond Documents"), compared the Escrow Requirements and the Cash Requirements to the Underwriter's schedules, and found the Escrow Requirements and Cash Requirements to be in agreement. We assume the Prior Bond Documents to be accurate.
- 3. Using the results of our independent calculations described in procedures 1 and 2, and assuming an initial cash deposit in the amount of \$476.54 to the Escrow Fund on April 14, 2015, we prepared an Escrow Fund cash flow schedule (attached hereto as Exhibit A-1). The resulting cash flow schedule indicates that there will be sufficient funds available in the Escrow Fund to pay the Escrow Requirements on a timely basis.
- 4. Using the results of our independent calculations described in procedure 2, and assuming an initial cash deposit in the amount of \$67,760,193.75 to the Bond Security and Redemption Fund on April 14, 2015, we prepared a cash flow schedule (shown herein in Exhibits A-2 and C-2) indicating that there will be sufficient funds available to pay the Cash Requirements on a timely basis.
- 5. We compared the terms (i.e., the principal maturity amounts, interest rates, purchase prices and dates, maturity dates, and accrued interest amounts) of the Escrowed Securities to be acquired on April 14, 2015, as summarized herein, to the broker confirmation tickets (provided by the Financial Advisor); we found the terms to be in agreement.
- 6. We compared pertinent terms of the Refunded Bonds (i.e., debt service payment dates, annual maturity amounts, interest rates, and optional redemption provisions, including the first optional redemption dates for the Refunded Bonds), as summarized herein, using information from the Prior Bond Documents, provided by the Underwriter; we found the terms to be in agreement.

- 7. We compared the maturity and interest payment dates, principal amounts, interest rates, and redemption provisions, as summarized herein, to the Official Statement for the Bonds provided by the Underwriter; we found the terms to be in agreement.
- 8. We independently calculated the yield on the Escrowed Securities and the yield on the Bonds, assuming a settlement date of April 14, 2015. The term "yield," as used herein, means that yield which, when used in computing the present value of all payments of principal and interest on an obligation compounded semiannually using a 30/360-day year basis, produces an amount equal to:
 - in the case of the Escrowed Securities, the purchase price of such securities; and
 - in the case of the Bonds, the issue price to the public, as represented by the Underwriter. Certain Bonds are (a) issued at prices that exceed the stated redemption price at maturity by more than one-fourth of one percent multiplied by the product of the stated redemption price at maturity and the number of complete years to the first optional redemption date for those bonds, and (b) subject to optional redemption on May 1, 2025. For yield purposes, we have verified that treating the Bonds maturing May 1, 2027 and May 1, 2029 as being redeemed and paid on the first optional redemption date of May 1, 2025, at a call price of 100.00, as shown in Exhibit D-2 produces the lowest yield on the Bonds.

The results of our yield calculations, which are listed below, were compared to the yield calculations provided by the Underwriter; we found the yields to be in agreement.

| | | YIELD | EXHIBIT |
|---|----------------------------------|------------|---------|
| • | Yield on the Escrowed Securities | 1.5246827% | B-1 |
| • | Yield on the Bonds | 2.4011388% | D-2 |

Based on performing the agreed-upon procedures, we have found that those schedules provided by the Underwriter, when compared to those schedules prepared by us (attached hereto as Exhibits), are arithmetically accurate and reflect, based on the assumptions set forth herein, that:

- there will be sufficient funds available in the Escrow Fund to pay the Escrow Requirements on a timely basis; and
- there will be sufficient funds on deposit with the Issuer's Bond Security and Redemption Fund to pay the Cash Requirements on a timely basis; and
- the yield on the Escrowed Securities is less than the yield on the Bonds, as described above.

This engagement was performed in accordance with standards established by the American Institute of Certified Public Accountants (the "AICPA"). The sufficiency of these procedures is solely the responsibility of the specified users of the report. We make no representation regarding the sufficiency of the procedures summarized above, either for the purpose for which this report has been requested or for any other purpose.

State of Wisconsin April 14, 2015 Page 5

We were not engaged to, and did not, perform an examination, the objective of which would be the expression of an opinion on the achievability of the anticipated Escrow Fund or Cash Requirements cash sufficiency or yield calculations. Accordingly, in accordance with standards for attestation services established by the AICPA, we cannot express such an opinion. Had we performed an examination or performed additional procedures, other matters might have come to our attention that would have been reported to you.

The results of our independent calculations with respect to the proposed transactions are summarized in the accompanying exhibits. The original computations, along with related characteristics and assumptions contained herein, were provided by the Underwriter on behalf of the Issuer. We relied solely on this information and these assumptions and limited our work to performing those procedures set forth above.

This report is issued solely for the information of, and assistance to, the addressees of this report and is not to be quoted or referred to in any document, except for the Official Statement for the Bonds and required closing transaction documents. Additionally, this report should not be used by those who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. Under the terms of our engagement, we have no obligation to update this report because of events or transactions occurring subsequent to the date of this report.

Shawnee Mission, Kansas

Rout Manas CA, CCC

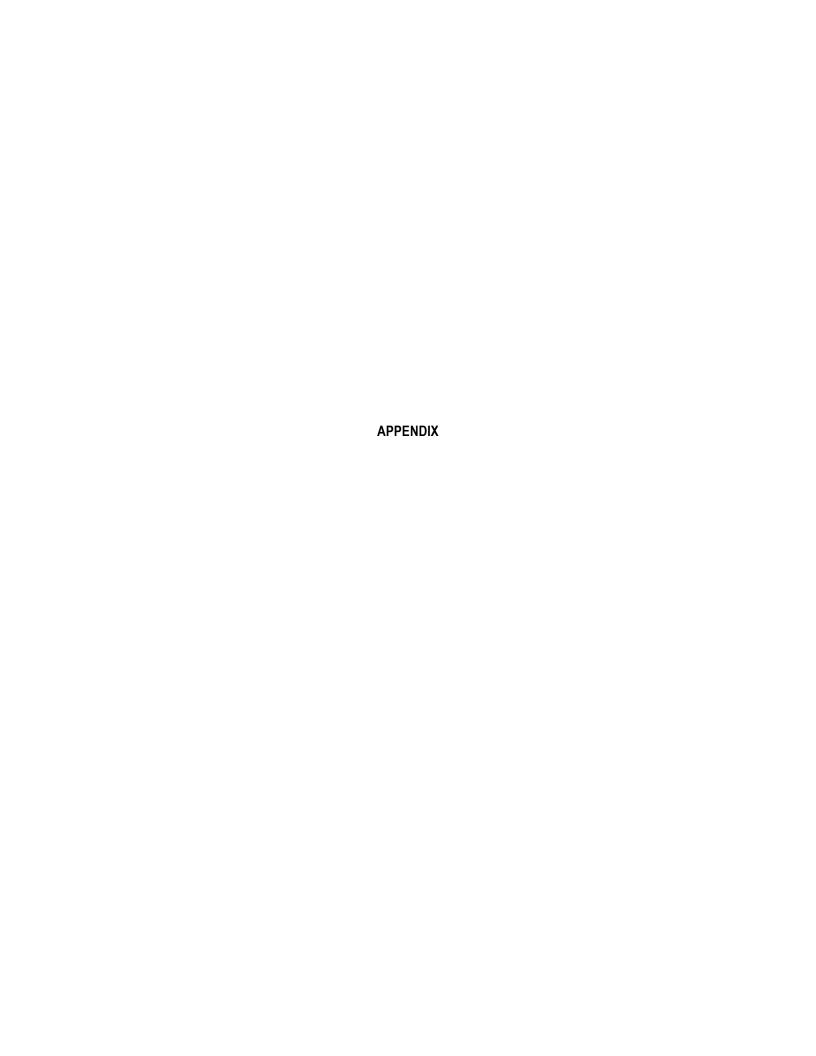


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GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

ESCROW FUND CASH FLOW

| Date | Cash receipts from Escrowed Securities (Exhibit B-1) | Cash Disbursements for the Escrow Requirements (Exhibit C-1) | Cash balance | |
|-------------------------------------|--|--|-----------------|----------------------------|
| Initial cash deposit o 4/14/2015 | n | | \$ | 476.54 |
| 4/00/0045 | | | | 00.400.04 |
| 4/30/2015 | \$ 88,712.77 | | | 89,189.31 |
| 5/1/2015 | 275,674.04 | | | 364,863.35 |
| 8/15/2015 | 15,750.00 | | | 380,613.35 |
| 10/30/2015 10/31/2015 | 4,205.04 1,729,472.76 | | | 384,818.39 2,114,291.15 |
| 11/1/2015 | 580,025.38 | \$ 2,693,193.75 | | 1,122.78 |
| 2/15/2016 | 15,750.00 | φ 2,093,193.73 | | 16,872.78 |
| 4/30/2016 | 2,097,772.80 | | | 2,114,645.58 |
| 5/1/2016 | 580,025.38 | 2,693,193.75 | | 1,477.21 |
| 8/15/2016 | 15,750.00 | 2,033,133.73 | | 17,227.21 |
| 10/30/2016 | 4,205.04 | | | 21,432.25 |
| 10/31/2016 | 2,093,667.76 | | | 2,115,100.01 |
| 11/1/2016 | 580,025.38 | 2,693,193.75 | | 1,931.64 |
| 2/15/2017 | 15,750.00 | 2,000,100.10 | | 17,681.64 |
| 4/30/2017 | 2,098,044.67 | | | 2,115,726.31 |
| 5/1/2017 | 580,025.38 | 2,693,193.75 | | 2,557.93 |
| 8/15/2017 | 15,750.00 | 2,000,100.10 | | 18,307.93 |
| 9/15/2017 | 1,947,000.00 | | | 1,965,307.93 |
| 10/30/2017 | 4,205.04 | | | 1,969,512.97 |
| 10/31/2017 | 146,356.50 | | | 2,115,869.47 |
| 11/1/2017 | 580,025.38 | 2,693,193.75 | | 2,701.11 |
| 2/15/2018 | 15,750.00 | ,, | | 18,451.11 |
| 4/30/2018 | 150,561.54 | | | 169,012.65 |
| 5/1/2018 | 57,545,025.38 | 57,713,193.75 | | 844.28 |
| 8/15/2018 | 15,750.00 | , , | | 16,594.28 |
| 10/30/2018 | 4,205.04 | | | 20,799.32 |
| 10/31/2018 | 1,088,356.50 | | | 1,109,155.82 |
| 11/1/2018 | 243,931.88 | 1,352,162.50 | | 925.20 |
| 2/15/2019 | 15,750.00 | | | 16,675.20 |
| 4/30/2019 | 1,092,674.04 | | | 1,109,349.24 |
| 5/1/2019 | 243,931.88 | 1,352,162.50 | | 1,118.62 |
| 8/15/2019 | 15,750.00 | | | 16,868.62 |
| 9/15/2019 | 315,000.00 | | | 331,868.62 |
| 10/15/2019 | 641,000.00 | | | 972,868.62 |
| 10/30/2019 | 4,205.04 | | | 977,073.66 |
| 10/31/2019 | 132,766.50 | | | 1,109,840.16 |
| 11/1/2019 | 243,931.88 | 1,352,162.50 | | 1,609.54 |
| 2/15/2020 | 15,750.00 | | | 17,359.54 |
| 4/30/2020 | 136,971.54 | | | 154,331.08 |
| 5/1/2020 | 35,724,931.88 | 35,877,162.50 | | 2,100.46 |
| 8/15/2020 | 15,750.00 | | | 17,850.46 |
| 10/30/2020 | 340,205.04 | | | 358,055.50 |
| 10/31/2020 | 132,766.50 | | | 490,822.00 |
| 11/1/2020 | | 489,037.50 | | 1,784.50 |
| 2/12/2021 | 540,487.50 | | | 542,272.00 |
| 2/15/2021 | 3,785,000.00 | | | 4,327,272.00 |
| 3/15/2021 | 149,000.00 | | | 4,476,272.00 |
| 4/30/2021 | 14,642,766.50 | | | 19,119,038.50 |
| 5/1/2021 | | 19,119,037.50 | | 1.00 |
| | \$ 130,720,411.96 | \$ 130,720,887.50 | | |

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

DEPOSIT TO THE BOND SECURITY AND REDEMPTION FUND

| Date | Disbursements for the Cash Requirements (Exhibit C-2) | | Cash balance |
|-----------------------------------|--|---------------|---------------------|
| Initial cash deposit on 4/14/2015 | | | \$ 67,760,193.75 |
| 5/1/2015 | \$ | 67,760,193.75 | - |
| | \$ | 67,760,193.75 | |

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

CASH RECEIPTS FROM AND YIELD ON THE ESCROWED SECURITIES

| | 1 | otal Escrowed Receipts | Present value on 4/14/2015 using a yield of |
|---|----|---------------------------|---|
| Date | | (Exhibit B-2) | 1.5246827% |
| 4/30/2015 | \$ | 88,712.77 | 88,652.90 |
| 5/1/2015 | | 275,674.04 | 275,476.38 |
| 8/15/2015 | | 15,750.00 | 15,669.80 |
| 10/30/2015 | | 4,205.04 | 4,170.41 |
| 10/31/2015 | | 1,729,472.76 | 1,715,157.37 |
| 11/1/2015 | | 580,025.38 | 575,224.33 |
| 2/15/2016 | | 15,750.00 | 15,551.24 |
| 4/30/2016 | | 2,097,772.80 | 2,064,756.17 |
| 5/1/2016 8/15/2016 | | 580,025.38 | 570,872.33 |
| 10/30/2016 | | 15,750.00 4,205.04 | 15,433.59 4,107.54 |
| 10/31/2016 | | 2,093,667.76 | 2,045,038.62 |
| 11/1/2016 | | 580,025.38 | 566,553.26 |
| 2/15/2017 | | 15,750.00 | 15,316.82 |
| 4/30/2017 | | 2,098,044.67 | 2,033,895.10 |
| 5/1/2017 | | 580,025.38 | 562,266.87 |
| 8/15/2017 | | 15,750.00 | 15,200.94 |
| 9/15/2017 | | 1,947,000.00 | 1,876,748.53 |
| 10/30/2017 | | 4,205.04 | 4,045.63 |
| 10/31/2017 | | 146,356.50 | 140,802.14 |
| 11/1/2017 | | 580,025.38 | 558,012.91 |
| 2/15/2018 | | 15,750.00 | 15,085.93 |
| 4/30/2018 | | 150,561.54 | 143,757.78 |
| 5/1/2018 | | 57,545,025.38 | 54,942,293.28 |
| 8/15/2018 | | 15,750.00 | 14,971.80 |
| 10/30/2018 | | 4,205.04 | 3,984.64 |
| 10/31/2018 | | 1,088,356.50 | 1,031,268.90 |
| 11/1/2018 2/15/2019 | | 243,931.88 15,750.00 | 231,136.91 14,858.52 |
| 4/30/2019 | | 1,092,674.04 | 1,027,570.07 |
| 5/1/2019 | | 243,931.88 | 229,388.19 |
| 8/15/2019 | | 15,750.00 | 14,746.11 |
| 9/15/2019 | | 315,000.00 | 294,549.09 |
| 10/15/2019 | | 641,000.00 | 598,625.83 |
| 10/30/2019 | | 4,205.04 | 3,924.58 |
| 10/31/2019 | | 132,766.50 | 123,906.12 |
| 11/1/2019 | | 243,931.88 | 227,652.70 |
| 2/15/2020 | | 15,750.00 | 14,634.54 |
| 4/30/2020 | | 136,971.54 | 126,868.75 |
| 5/1/2020 | | 35,724,931.88 | 33,088,524.79 |
| 8/15/2020 | | 15,750.00 | 14,523.82 |
| 10/30/2020 | | 340,205.04 | 312,728.03 |
| 10/31/2020 | | 132,766.50 | 122,038.33 |
| 2/12/2021 | | 540,487.50 | 494,700.92 |
| 2/15/2021 | | 3,785,000.00 | 3,463,920.96 |
| 3/15/2021 | | 149,000.00 | 136,187.94 |
| 4/30/2021 | | 14,642,766.50 | 13,358,292.72 |
| | \$ | 130,720,411.96 | \$ 123,213,094.15 |
| | (| to Exhibit A-1) | |
| Total purchase price | | | |
| of the Escrowed Securities (Exhibits E & B-3) | | | \$ 123,213,094.15 |

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

INTEREST RECEIPTS AND PRINCIPAL MATURITIES OF THE ESCROWED SECURITIES

| Date | Principal Maturity | | Coupon | Interest Receipts | | | Total |
|-------------------------|-----------------------|-------------|---------|-------------------|--------------------------|----|----------------------------|
| 4/20/201E | | | | ¢ | 00 710 77 | ¢ | 00 710 77 |
| 4/30/2015 5/1/2015 | | | | \$ | 88,712.77 275,674.04 | \$ | 88,712.77 275,674.04 |
| 8/15/2015 | | | | | 15,750.00 | | 15,750.00 |
| | | | | | * | | , |
| 10/30/2015 | \$ | 1,524,000 | 0.250% | | 4,205.04 205,472.76 | | 4,205.04 1,729,472.76 |
| 10/31/2015 11/1/2015 | Ф | 1,524,000 | 0.230% | | 580,025.38 | | 580,025.38 |
| | | | | | 15,750.00 | | |
| 2/15/2016 4/30/2016 | | 1 000 000 | 2.0000/ | | , | | 15,750.00 |
| 5/1/2016 | | 1,890,000 | 2.000% | | 207,772.80 580,025.38 | | 2,097,772.80 580,025.38 |
| 8/15/2016 | | | | | | | , |
| 10/30/2016 | | | | | 15,750.00 4,205.04 | | 15,750.00 |
| 10/31/2016 | | 1 000 000 | 2 1250/ | | , | | 4,205.04 |
| 11/1/2016 | | 1,909,000 | 3.125% | | 184,667.76 | | 2,093,667.76 |
| | | | | | 580,025.38 | | 580,025.38 |
| 2/15/2017 | | 4 020 000 | 0.0750/ | | 15,750.00 | | 15,750.00 |
| 4/30/2017 | | 1,939,000 | 0.875% | | 159,044.67 | | 2,098,044.67 |
| 5/1/2017 | | | | | 580,025.38 | | 580,025.38 |
| 8/15/2017 | | 4.047.000 | 0.0000/ | | 15,750.00 | | 15,750.00 |
| 9/15/2017 | | 1,947,000 | 0.000% | | 4 005 04 | | 1,947,000.00 |
| 10/30/2017 | | | | | 4,205.04 | | 4,205.04 |
| 10/31/2017 | | | | | 146,356.50 | | 146,356.50 |
| 11/1/2017 | | | | | 580,025.38 | | 580,025.38 |
| 2/15/2018 | | | | | 15,750.00 | | 15,750.00 |
| 4/30/2018 | | | 4.4000/ | | 150,561.54 | | 150,561.54 |
| 5/1/2018 | | 56,965,000 | 1.180% | | 580,025.38 | | 57,545,025.38 |
| 8/15/2018 | | | | | 15,750.00 | | 15,750.00 |
| 10/30/2018 | | 0.40.000 | 4.0=00/ | | 4,205.04 | | 4,205.04 |
| 10/31/2018 | | 942,000 | 1.250% | | 146,356.50 | | 1,088,356.50 |
| 11/1/2018 | | | | | 243,931.88 | | 243,931.88 |
| 2/15/2019 | | | | | 15,750.00 | | 15,750.00 |
| 4/30/2019 | | 948,000 | 1.625% | | 144,674.04 | | 1,092,674.04 |
| 5/1/2019 | | | | | 243,931.88 | | 243,931.88 |
| 8/15/2019 | | | | | 15,750.00 | | 15,750.00 |
| 9/15/2019 | | 315,000 | 0.000% | | | | 315,000.00 |
| 10/15/2019 | | 641,000 | 0.000% | | | | 641,000.00 |
| 10/30/2019 | | | | | 4,205.04 | | 4,205.04 |
| 10/31/2019 | | | | | 132,766.50 | | 132,766.50 |
| 11/1/2019 | | | | | 243,931.88 | | 243,931.88 |
| 2/15/2020 | | | | | 15,750.00 | | 15,750.00 |
| 4/30/2020 | | | | | 136,971.54 | | 136,971.54 |
| 5/1/2020 | | 35,481,000 | 1.375% | | 243,931.88 | | 35,724,931.88 |
| 8/15/2020 | | | | | 15,750.00 | | 15,750.00 |
| 10/30/2020 | | 336,000 | 2.503% | | 4,205.04 | | 340,205.04 |
| 10/31/2020 | | | | | 132,766.50 | | 132,766.50 |
| 2/12/2021 | | 525,000 | 6.000% | | 15,487.50 | | 540,487.50 |
| 2/15/2021 | | 3,785,000 | 0.000% | | | | 3,785,000.00 |
| 3/15/2021 | | 149,000 | 0.000% | | | | 149,000.00 |
| 4/30/2021 | | 14,510,000 | 1.830% | | 132,766.50 | | 14,642,766.50 |
| | \$ | 123,806,000 | | \$ | 6,914,411.96 | \$ | 130,720,411.96 |

(To Exhibit B-1)

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

CHARACTERISTICS AND PURCHASE PRICE OF THE ESCROWED SECURITIES

| Maturity date | Туре | Total Par | Coupon rate | Price | Total Cost | Accrued Interest | Total Cost |
|---------------|--------|---------------|----------------|-------------|-------------------|---------------------|-------------------|
| 10/31/2015 | T-Note | \$ 1,524,00 | 0 0.250% | 100.0432600 | \$ 1,524,659.28 | \$ 1,736.60 | \$ 1,526,395.88 |
| 4/30/2016 | T-Note | 1,890,00 | 0 2.000% | 101.6933600 | 1,922,004.50 | 17,229.28 | 1,939,233.78 |
| 10/31/2016 | T-Note | 1,909,00 | 0 3.125% | 103.9612000 | 1,984,619.31 | 27,191.38 | 2,011,810.69 |
| 4/30/2017 | T-Note | 1,939,00 | 0.875% | 100.2570400 | 1,943,984.01 | 7,733.24 | 1,951,717.25 |
| 9/15/2017 | Strip | 708,00 | 0.000% | 97.5877600 | 690,921.34 | | 690,921.34 |
| 9/15/2017 | Strip | 1,239,00 | 0.000% | 97.5998700 | 1,209,262.39 | | 1,209,262.39 |
| 5/1/2018 | Agency | 56,965,00 | 0 1.180% | 99.9703100 | 56,948,087.09 | | 56,948,087.09 |
| 10/31/2018 | T-Note | 942,00 | 0 1.250% | 99.8123500 | 940,232.34 | 5,367.06 | 945,599.40 |
| 4/30/2019 | T-Note | 948,00 | 0 1.625% | 100.7315300 | 954,934.90 | 7,021.62 | 961,956.52 |
| 9/15/2019 | Strip | 315,00 | 0.000% | 92.6269600 | 291,774.92 | | 291,774.92 |
| 10/15/2019 | Strip | 641,00 | 0.000% | 92.7055000 | 594,242.26 | | 594,242.26 |
| 5/1/2020 | Agency | 35,481,00 | 0 1.375% | 98.3006600 | 34,878,057.17 | 220,893.86 | 35,098,951.03 |
| 10/30/2020 | Agency | 336,00 | 0 2.503% | 103.5973500 | 348,087.10 | 3,831.26 | 351,918.36 |
| 2/12/2021 | Agency | 525,00 | 0 6.000% | 122.3289100 | 642,226.78 | 5,162.50 | 647,389.28 |
| 2/15/2021 | Strip | 3,785,00 | 0.000% | 89.3088500 | 3,380,339.97 | | 3,380,339.97 |
| 3/15/2021 | Strip | 149,00 | 0.000% | 88.9549700 | 132,542.91 | | 132,542.91 |
| 4/30/2021 | Agency | 14,510,00 | 0 1.830% | 100.1443906 | 14,530,951.08 | | 14,530,951.08 |
| | | \$ 123,806,00 | <u>0</u> | | \$ 122,916,927.35 | \$ 296,166.80 | \$ 123,213,094.15 |

Purchased Price of the Escrowed Securities (Exhibit E) \$ 123,213,094.15

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

TOTAL ESCROW REQUIREMENTS

| Date | f Re | Escrow Requirements for the 2008A efunded Bonds (Exhibit C-4) | f | Escrow Requirements for the 2008C efunded Bonds (Exhibit C-5) | f Re | Escrow Requirements for the 2011A efunded Bonds (Exhibit C-7) | Escrow Requirements for the 2014B Refunded Bonds (Exhibit C-8) | | Escrow Requirements Total |
|-----------|---------|---|----|---|---------|---|--|---------------|---------------------------------|
| 11/1/2015 | \$ | 255,668.75 | \$ | 1,085,362.50 | \$ | 489,037.50 | \$ | 863,125.00 | \$ 2,693,193.75 |
| 5/1/2016 | | 255,668.75 | | 1,085,362.50 | | 489,037.50 | | 863,125.00 | 2,693,193.75 |
| 11/1/2016 | | 255,668.75 | | 1,085,362.50 | | 489,037.50 | | 863,125.00 | 2,693,193.75 |
| 5/1/2017 | | 255,668.75 | | 1,085,362.50 | | 489,037.50 | | 863,125.00 | 2,693,193.75 |
| 11/1/2017 | | 255,668.75 | | 1,085,362.50 | | 489,037.50 | | 863,125.00 | 2,693,193.75 |
| 5/1/2018 | | 11,020,668.75 | | 45,340,362.50 | | 489,037.50 | | 863,125.00 | 57,713,193.75 |
| 11/1/2018 | | | | | | 489,037.50 | | 863,125.00 | 1,352,162.50 |
| 5/1/2019 | | | | | | 489,037.50 | | 863,125.00 | 1,352,162.50 |
| 11/1/2019 | | | | | | 489,037.50 | | 863,125.00 | 1,352,162.50 |
| 5/1/2020 | | | | | | 489,037.50 | | 35,388,125.00 | 35,877,162.50 |
| 11/1/2020 | | | | | | 489,037.50 | | | 489,037.50 |
| 5/1/2021 | | | | | | 19,119,037.50 | | | 19,119,037.50 |
| | \$ | 12,299,012.50 | \$ | 50,767,175.00 | \$ | 24,498,450.00 | \$ | 43,156,250.00 | \$ 130,720,887.50 |

(to Exhibit A-1)

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

TOTAL CASH REQUIREMENTS TO BE PAID BY THE BOND SECURITY AND REDEMPTION FUND

| Date | Cash Requirements for the 2005-1 tefunded Bonds (Exhibit C-3) | fo Ref | Cash equirements or the 2008A unded Interest Exhibit C-4) | Re | Cash Requirements for the 2008C Refunded Interest (Exhibit C-5) | | Cash Requirements for the 2011-1 Refunded Bonds (Exhibit C-6) | Cash Requirements for the 2011A Refunded Interest (Exhibit C-7) | | Cash Requirements for the 2014B Refunded Interest (Exhibit C-8) | | C | ash Requirements Total |
|----------|---|-----------|---|----|---|----|---|---|------------|---|------------|----|---------------------------|
| 5/1/2015 | \$ 59,163,000.00 | \$ | 255,668.75 | \$ | 1,085,362.50 | \$ | 5,904,000.00 | \$ | 489,037.50 | \$ | 863,125.00 | \$ | 67,760,193.75 |
| | \$ 59,163,000.00 | \$ | 255,668.75 | \$ | 1,085,362.50 | \$ | 5,904,000.00 | \$ | 489,037.50 | \$ | 863,125.00 | \$ | 67,760,193.75 |

(to Exhibit A-2)

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

REMAINING SCHEDULED DEBT SERVICE PAYMENTS AND CASH REQUIREMENTS FOR THE 2005-1 REFUNDED BONDS

Remaining Scheduled Debt Service Payments to Original Maturity Date

| | (For Re | eference Purpos | ses Only) | | Total Debt | | | |
|-----------|------------------|-----------------|-----------|--------------|---------------------|--------------|---------------|--|
| | | Interest | | | Service | | Cash | |
| Date | Principal | rate | | Interest | Payments | requirements | | |
| | | | | | | | | |
| 5/1/2015 | | | \$ | 1,443,000.00 | \$ 1,443,000.00 | \$ | 59,163,000.00 | |
| 11/1/2015 | | | | 1,443,000.00 | 1,443,000.00 | | | |
| 5/1/2016 | \$ 57,720,000 | 5.000% | | 1,443,000.00 | 59,163,000.00 | | | |
| | \$ 57,720,000 | | \$ | 4,329,000.00 | \$ 62,049,000.00 | \$ | 59,163,000.00 | |
| | | | | | | | | |

(Exhibit C-2)

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

REMAINING SCHEDULED DEBT SERVICE PAYMENTS AND CASH AND ESCROW REQUIREMENTS FOR THE 2008A REFUNDED BONDS

Remaining Scheduled Debt Service Payments to Original Maturity Date (For Reference Purposes Only)

| | • | s to Original Ma | • | e | | | | | |
|-----------|------------------|------------------|-----------|--------------|---------------------|----|-------------|-----|---------------|
| | (For Re | eference Purpos | ses Only) | | Total Debt | | | _ | |
| | | Interest | | | Service | | Cash | | Escrow |
| Date | Principal | rate | | Interest | Payments | re | equirements | ⊢ | requirements |
| 5/1/2015 | | | \$ | 255,668.75 | \$ 255,668.75 | \$ | 255,668.75 | | |
| 11/1/2015 | | | | 255,668.75 | 255,668.75 | | · I | 9 | \$ 255,668.75 |
| 5/1/2016 | | | | 255,668.75 | 255,668.75 | | | - [| 255,668.75 |
| 11/1/2016 | | | | 255.668.75 | 255,668.75 | | | | 255,668.75 |
| 5/1/2017 | | | | 255,668.75 | 255,668.75 | | | | 255,668.75 |
| 11/1/2017 | | | | 255,668.75 | 255,668.75 | | | | 255,668.75 |
| 5/1/2018 | | | | 255,668.75 | 255,668.75 | | | | 11,020,668.75 |
| 11/1/2018 | | | | 255,668.75 | 255,668.75 | | | | |
| 5/1/2019 | | | | 255,668.75 | 255,668.75 | | | | |
| 11/1/2019 | | | | 255,668.75 | 255,668.75 | | | | |
| 5/1/2020 | | | | 255,668.75 | 255,668.75 | | | | |
| 11/1/2020 | | | | 255,668.75 | 255,668.75 | | | | |
| 5/1/2021 | | | | 255,668.75 | 255,668.75 | | | | |
| 11/1/2021 | | | | 255,668.75 | 255,668.75 | | | | |
| 5/1/2022 | | | | 255,668.75 | 255,668.75 | | | | |
| 11/1/2022 | | | | 255,668.75 | 255,668.75 | | | | |
| 5/1/2023 | | | | 255,668.75 | 255,668.75 | | | | |
| 11/1/2023 | | | | 255,668.75 | 255,668.75 | | | | |
| 5/1/2024 | | | | 255,668.75 | 255,668.75 | | | | |
| 11/1/2024 | | | | 255,668.75 | 255,668.75 | | | | |
| 5/1/2025 | | | | 255,668.75 | 255,668.75 | | | | |
| 11/1/2025 | | | | 255,668.75 | 255,668.75 | | | | |
| 5/1/2026 | | | | 255,668.75 | 255,668.75 | | | | |
| 11/1/2026 | | | | 255,668.75 | 255,668.75 | | | | |
| 5/1/2027 | \$ 10,765,000 | 4.750% | | 255,668.75 | 11,020,668.75 | | | | |
| | \$ 10,765,000 | | \$ | 6,391,718.75 | \$ 17,156,718.75 | \$ | 255,668.75 | | 12,299,012.50 |
| | ,,. | | <u> </u> | .,, | .,, | | , | Ë | |

(To Exhibit C-2)

(To Exhibit C-1)

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

REMAINING SCHEDULED DEBT SERVICE PAYMENTS AND CASH AND ESCROW REQUIREMENTS FOR THE 2008C REFUNDED BONDS

Remaining Scheduled Debt Service Payments to Original Maturity Date (For Reference Purposes Only)

| | (For Reference Purposes Only) | | | | | | T-4-1 D-1-4 | | | | |
|-----------|-------------------------------|------------|-----------------------------|-----------|---------------|----|-----------------------|----------|-----------------|----|------------------|
| | | (FOF K | ererence Purpos Interest | ses Only) | | | Total Debt Service | | Escrow | _ | Escrow |
| Data | | Dringing | | | Interest | | | Ι. | | | |
| Date | | Principal | rate | | Interest | | Payments | <u> </u> | requirements | _ | requirements |
| 5/1/2015 | | | | \$ | 1,085,362.50 | \$ | 1,085,362.50 | \$ | 1,085,362.50 | | |
| 11/1/2015 | | | | | 1,085,362.50 | | 1,085,362.50 | | | \$ | 1,085,362.50 |
| 5/1/2016 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | 1,085,362.50 |
| 11/1/2016 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | 1,085,362.50 |
| 5/1/2017 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | 1,085,362.50 |
| 11/1/2017 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | 1,085,362.50 |
| 5/1/2018 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | 45,340,362.50 |
| 11/1/2018 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 5/1/2019 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 11/1/2019 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 5/1/2020 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 11/1/2020 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 5/1/2021 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 11/1/2021 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 5/1/2022 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 11/1/2022 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 5/1/2023 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 11/1/2023 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 5/1/2024 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 11/1/2024 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 5/1/2025 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 11/1/2025 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 5/1/2026 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 11/1/2026 | | | | | 1,085,362.50 | | 1,085,362.50 | | | | |
| 5/1/2027 | \$ | 16,810,000 | 4.750% | | 1,085,362.50 | | 17,895,362.50 | | | | |
| 11/1/2027 | | | | | 686,125.00 | | 686,125.00 | | | | |
| 5/1/2028 | | | | | 686,125.00 | | 686,125.00 | | | | |
| 11/1/2028 | | | | | 686,125.00 | | 686,125.00 | | | | |
| 5/1/2029 | | 27,445,000 | 5.000% | | 686,125.00 | | 28,131,125.00 | | | | |
| | \$ | 44,255,000 | | \$ | 29,878,562.50 | \$ | 74,133,562.50 | \$ | 1,085,362.50 | \$ | 50,767,175.00 |
| | | | | | | | | | | | |
| | | | | | | | | /1 | To Evhihit C-2\ | | (To Evhibit C-1) |

(To Exhibit C-2) (To Exhibit C-1)

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

REMAINING SCHEDULED DEBT SERVICE PAYMENTS AND CASH REQUIREMENTS FOR THE 2011-1 REFUNDED BONDS

Remaining Scheduled Debt Service Payments to Original Maturity Date (For Reference Purposes Only)

| | (For Ret | erence Purpos Interest | ses Only) | | | Service | | |
|----------|-------------------|---------------------------|-----------|------------|----------|--------------|--|--|
| Date | Principal | rate | | Interest | Payments | | | |
| 5/1/2015 | \$ 5,760,000 * | 5.000% | \$ | 144,000.00 | \$ | 5,904,000.00 | | |
| | \$ 5,760,000 | | \$ | 144,000.00 | \$ | 5,904,000.00 | | |

| Cash |
|--------------------|
| requirements |
| \$ 5,904,000.00 |
| \$ 5,904,000.00 |
| |

(To Exhibit C-2)

^{*} portion of maturity

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

REMAINING SCHEDULED DEBT SERVICE PAYMENTS AND CASH AND ESCROW REQUIREMENTS FOR THE 2011A REFUNDED BONDS

Remaining Scheduled Debt Service Payments to Original Maturity Date (For Reference Purposes Only)

| | (For Reference Purposes Only) | | | | | Total Debt | | | | |
|-----------|-------------------------------|----------|----|---------------|----|---------------|----|----------------|----|------------------|
| | (, , , , , | Interest | | | | Service | | Cash | | Escrow |
| Date | Principal | rate | | Interest | | Payments | r | equirements | | requirements |
| 5/1/2015 | | | \$ | 489.037.50 | \$ | 489,037.50 | \$ | 489,037.50 | | |
| 11/1/2015 | | | | 489,037.50 | | 489,037.50 | ' | , | \$ | 489,037.50 |
| 5/1/2016 | | | | 489,037.50 | | 489,037.50 | | | ' | 489,037.50 |
| 11/1/2016 | | | | 489,037.50 | | 489,037.50 | | | | 489,037.50 |
| 5/1/2017 | | | | 489,037.50 | | 489,037.50 | | | | 489,037.50 |
| 11/1/2017 | | | | 489,037.50 | | 489,037.50 | | | | 489,037.50 |
| 5/1/2018 | | | | 489,037.50 | | 489,037.50 | | | | 489,037.50 |
| 11/1/2018 | | | | 489,037.50 | | 489,037.50 | | | | 489,037.50 |
| 5/1/2019 | | | | 489,037.50 | | 489,037.50 | | | | 489,037.50 |
| 11/1/2019 | | | | 489,037.50 | | 489,037.50 | | | | 489,037.50 |
| 5/1/2020 | | | | 489,037.50 | | 489,037.50 | | | | 489,037.50 |
| 11/1/2020 | | | | 489,037.50 | | 489,037.50 | | | | 489,037.50 |
| 5/1/2021 | | | | 489,037.50 | | 489,037.50 | | | | 19,119,037.50 |
| 11/1/2021 | | | | 489,037.50 | | 489,037.50 | | | | |
| 5/1/2022 | | | | 489,037.50 | | 489,037.50 | | | | |
| 11/1/2022 | | | | 489,037.50 | | 489,037.50 | | | | |
| 5/1/2023 | | | | 489,037.50 | | 489,037.50 | | | | |
| 11/1/2023 | | | | 489,037.50 | | 489,037.50 | | | | |
| 5/1/2024 | | | | 489,037.50 | | 489,037.50 | | | | |
| 11/1/2024 | | | | 489,037.50 | | 489,037.50 | | | | |
| 5/1/2025 | \$ 18,630,000 | 5.250% | | 489,037.50 | | 19,119,037.50 | | | | |
| | \$ 18,630,000 | | \$ | 10,269,787.50 | \$ | 28,899,787.50 | \$ | 489,037.50 | \$ | 24,498,450.00 |
| | | | - | | | | | | | |
| | | | | | | | (T | o Exhibit C-2) | | (To Exhibit C-1) |

Page 12

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

REMAINING SCHEDULED DEBT SERVICE PAYMENTS AND CASH AND ESCROW REQUIREMENTS FOR THE 2014B REFUNDED BONDS

Remaining Scheduled Debt Service Payments to Original Maturity Date (For Reference Purposes Only)

| | (For Reference Purposes Only) | | | | | | Total Debt | | | | |
|-----------|-------------------------------|-----------------|----------|----------|---------------|----|---------------|-----|----------------|----|------------------|
| | | , | Interest | | , | | Service | | Cash | | Escrow |
| Date | | Principal | rate | | Interest | | Payments | r | equirements | | requirements |
| 5/1/2015 | | | | \$ | 863,125.00 | \$ | 863,125.00 | \$ | 863,125.00 | | |
| 11/1/2015 | | | | | 863,125.00 | | 863,125.00 | | | \$ | 863,125.00 |
| 5/1/2016 | | | | | 863,125.00 | | 863,125.00 | | | | 863,125.00 |
| 11/1/2016 | | | | | 863,125.00 | | 863,125.00 | | | | 863,125.00 |
| 5/1/2017 | | | | | 863,125.00 | | 863,125.00 | | | | 863,125.00 |
| 11/1/2017 | | | | | 863,125.00 | | 863,125.00 | | | | 863,125.00 |
| 5/1/2018 | | | | | 863,125.00 | | 863,125.00 | | | | 863,125.00 |
| 11/1/2018 | | | | | 863,125.00 | | 863,125.00 | | | | 863,125.00 |
| 5/1/2019 | | | | | 863,125.00 | | 863,125.00 | | | | 863,125.00 |
| 11/1/2019 | | | | | 863,125.00 | | 863,125.00 | | | | 863,125.00 |
| 5/1/2020 | | | | | 863,125.00 | | 863,125.00 | | | | 35,388,125.00 |
| 11/1/2020 | | | | | 863,125.00 | | 863,125.00 | | | | |
| 5/1/2021 | | | | | 863,125.00 | | 863,125.00 | | | | |
| 11/1/2021 | | | | | 863,125.00 | | 863,125.00 | | | | |
| 5/1/2022 | | | | | 863,125.00 | | 863,125.00 | | | | |
| 11/1/2022 | | | | | 863,125.00 | | 863,125.00 | | | | |
| 5/1/2023 | | | | | 863,125.00 | | 863,125.00 | | | | |
| 11/1/2023 | | | | | 863,125.00 | | 863,125.00 | | | | |
| 5/1/2024 | \$ | 16,775,000 | 5.000% | | 863,125.00 | | 17,638,125.00 | | | | |
| 11/1/2024 | | | | | 443,750.00 | | 443,750.00 | | | | |
| 5/1/2025 | | 17,685,000 | 5.000% | | 443,750.00 | | 18,128,750.00 | | | | |
| 11/1/2025 | | | | | 1,625.00 | | 1,625.00 | | | | |
| 5/1/2026 | | 65,000 * | 5.000% | | 1,625.00 | | 66,625.00 | | | | |
| | \$ | 34,525,000 | | \$ | 17,290,125.00 | \$ | 51,815,125.00 | \$ | 863,125.00 | \$ | 43,156,250.00 |
| * | portio | ons of maturity | | <u> </u> | | | | (To | o Exhibit C-2) | | (To Exhibit C-1) |

portions of maturity

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

DEBT SERVICE ON THE BONDS

| Debt service payment date | Principal | Interest rate | | Interest | Total debt service |
|------------------------------------|-------------------|------------------|-----|---------------------|-----------------------|
| | - Timolpai | | | into root | 0011100 |
| 11/1/2015 | \$ 60,285,000 | 1.000% | 9 | \$ 3,138,729.86 | \$ 63,423,729.86 |
| 5/1/2016 | | | | 2,566,450.00 | 2,566,450.00 |
| 11/1/2016 | | | | 2,566,450.00 | 2,566,450.00 |
| 5/1/2017 | 250,000 | 4.000% | | 2,566,450.00 | 2,816,450.00 |
| 11/1/2017 | | | | 2,561,450.00 | 2,561,450.00 |
| 5/1/2018 | 260,000 | 4.000% | | 2,561,450.00 | 2,821,450.00 |
| 11/1/2018 | | | | 2,556,250.00 | 2,556,250.00 |
| 5/1/2019 | 270,000 | 5.000% | | 2,556,250.00 | 2,826,250.00 |
| 11/1/2019 | | | | 2,549,500.00 | 2,549,500.00 |
| 5/1/2020 | 285,000 | 5.000% | | 2,549,500.00 | 2,834,500.00 |
| 11/1/2020 | | | | 2,542,375.00 | 2,542,375.00 |
| 5/1/2021 | 300,000 | 5.000% | | 2,542,375.00 | 2,842,375.00 |
| 11/1/2021 | | | | 2,534,875.00 | 2,534,875.00 |
| 5/1/2022 | 315,000 | 5.000% | | 2,534,875.00 | 2,849,875.00 |
| 11/1/2022 | | | | 2,527,000.00 | 2,527,000.00 |
| 5/1/2023 | 330,000 | 5.000% | | 2,527,000.00 | 2,857,000.00 |
| 11/1/2023 | | | | 2,518,750.00 | 2,518,750.00 |
| 5/1/2024 | 17,120,000 | 5.000% | | 2,518,750.00 | 19,638,750.00 |
| 11/1/2024 | | | | 2,090,750.00 | 2,090,750.00 |
| 5/1/2025 | 36,680,000 | 3.909% | (1) | 2,090,750.00 | 38,770,750.00 |
| 11/1/2025 | | | | 1,373,750.00 | 1,373,750.00 |
| 5/1/2026 | | | | 1,373,750.00 | 1,373,750.00 |
| 11/1/2026 | | | | 1,373,750.00 | 1,373,750.00 |
| 5/1/2027 | 27,505,000 | 5.000% | | 1,373,750.00 | 28,878,750.00 |
| 11/1/2027 | | | | 686,125.00 | 686,125.00 |
| 5/1/2028 | | | | 686,125.00 | 686,125.00 |
| 11/1/2028 | | | | 686,125.00 | 686,125.00 |
| 5/1/2029 | 27,445,000 | 5.000% | | 686,125.00 | 28,131,125.00 |
| | | | _ | | |
| | \$ 171,045,000 | | 9 | \$ 58,839,479.86 | \$ 229,884,479.86 |

⁽¹⁾ Blended interest rate - par amounts and rates shown on Exhibit D-3

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

YIELD ON THE BONDS

| Debt service payment date | | Principal to maturity | | | Principal to call | Interest rate | Interest | Adjusted Total debt service | Present value on 4/14/2015 using a yield of 2.4011388% |
|------------------------------------|----------|--------------------------|-------|----|----------------------|------------------|---------------------|---------------------------------------|---|
| 11/1/2015 | \$ | 60,285,000 | | | | 1.000% | \$ 3,138,729.86 | \$ 63,423,729.86 | \$ 62,600,719.00 |
| 5/1/2016 | | | | | | | 2,566,450.00 | 2,566,450.00 | 2,503,095.36 |
| 11/1/2016 | | | | | | | 2,566,450.00 | 2,566,450.00 | 2,473,400.47 |
| 5/1/2017 | | 250,000 | | | | 4.000% | 2,566,450.00 | 2,816,450.00 | 2,682,135.54 |
| 11/1/2017 | | | | | | | 2,561,450.00 | 2,561,450.00 | 2,410,358.28 |
| 5/1/2018 | | 260,000 | | | | 4.000% | 2,561,450.00 | 2,821,450.00 | 2,623,524.48 |
| 11/1/2018 | | | | | | | 2,556,250.00 | 2,556,250.00 | 2,348,730.20 |
| 5/1/2019 | | 270,000 | | | | 5.000% | 2,556,250.00 | 2,826,250.00 | 2,566,004.57 |
| 11/1/2019 | | | | | | | 2,549,500.00 | 2,549,500.00 | 2,287,277.78 |
| 5/1/2020 | | 285,000 | | | | 5.000% | 2,549,500.00 | 2,834,500.00 | 2,512,796.97 |
| 11/1/2020 | | | | | | | 2,542,375.00 | 2,542,375.00 | 2,227,089.10 |
| 5/1/2021 | | 300,000 | | | | 5.000% | 2,542,375.00 | 2,842,375.00 | 2,460,347.22 |
| 11/1/2021 | | | | | | | 2,534,875.00 | 2,534,875.00 | 2,168,146.48 |
| 5/1/2022 | | 315,000 | | | | 5.000% | 2,534,875.00 | 2,849,875.00 | 2,408,656.82 |
| 11/1/2022 | | | | | | | 2,527,000.00 | 2,527,000.00 | 2,110,432.18 |
| 5/1/2023 | | 330,000 | | | | 5.000% | 2,527,000.00 | 2,857,000.00 | 2,357,726.60 |
| 11/1/2023 | | | | | | | 2,518,750.00 | 2,518,750.00 | 2,053,928.45 |
| 5/1/2024 | | 17,120,000 | | | | 5.000% | 2,518,750.00 | 19,638,750.00 | 15,824,541.39 |
| 11/1/2024 | | | | | | | 2,090,750.00 | 2,090,750.00 | 1,664,701.77 |
| 5/1/2025 | | 36,680,000 | | \$ | 54,950,000 (1) | 3.909% | 2,090,750.00 | 93,720,750.00 | 73,737,283.54 |
| 11/1/2025 | | | | | | | | | |
| 5/1/2026 | | | | | | | | | |
| 11/1/2026 | | | | | | | | | |
| 5/1/2027 | | | (1) | | | 5.000% | | | |
| 11/1/2027 | | | . , | | | | | | |
| 5/1/2028 | | | | | | | | | |
| 11/1/2028 | | | | | | | | | |
| 5/1/2029 | | (| (1) | | | 5.000% | | | |
| | \$ | 116,095,000 | | \$ | 54,950,000 | | \$ 50,599,979.86 | \$ 221,644,979.86 | \$ 192,020,896.20 |
| | | 5 | ., | | | | | | 400,000,000,00 |
| Aggregate Offeri | ng Price | of the Bonds (Ext | nıbıt | ⊨) | | | | | \$ 192,020,896.20 |

Note (1) Callable Premium Bonds - for arbitrage yield purposes callable premium bonds due 5/1/2027 and 5/1/2029 are considered as being redeemed and paid on the first optional redemption date of 5/1/2025 at a call price of 100.00.

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

CHARACTERISTICS AND PRICING SUMMARY OF THE BONDS

| Scheduled maturity date | | Principal | Interest Rate | Yield as of 4/14/2015 | Price | Gross Production | |
|-------------------------------|------|----------------|------------------|-----------------------------|-------------|---------------------|----------------|
| 44/4/0045 | | 00.005.000 | 4.0000/ | 0.4400/ | 400 400 | | 00 577 005 40 |
| 11/1/2015 | \$ | 60,285,000 | 1.000% | 0.110% | 100.486 | \$ | 60,577,985.10 |
| 5/1/2017 | | 250,000 | 4.000% | 0.670% | 106.759 | | 266,897.50 |
| 5/1/2018 | | 260,000 | 4.000% | 1.060% | 108.792 | | 282,859.20 |
| 5/1/2019 | | 270,000 | 5.000% | 1.330% | 114.413 | | 308,915.10 |
| 5/1/2020 | | 285,000 | 5.000% | 1.540% | 116.739 | | 332,706.15 |
| 5/1/2021 | | 300,000 | 5.000% | 1.730% | 118.697 | | 356,091.00 |
| 5/1/2022 | | 315,000 | 5.000% | 2.000% | 119.627 | | 376,825.05 |
| 5/1/2023 | | 330,000 | 5.000% | 2.140% | 121.038 | | 399,425.40 |
| 5/1/2024 | | 17,120,000 | 5.000% | 2.250% | 122.396 | | 20,954,195.20 |
| 5/1/2025 | | 20,000,000 | 3.000% | 2.340% | 105.878 | | 21,175,600.00 |
| 5/1/2025 | | 16,680,000 | 5.000% | 2.340% | 123.692 | | 20,631,825.60 |
| 5/1/2027 | | 27,505,000 | 5.000% | 2.550% | 121.593 (1) | | 33,444,154.65 |
| 5/1/2029 | | 27,445,000 | 5.000% | 2.720% | 119.925 (1) | | 32,913,416.25 |
| | \$ | 171,045,000 | | | | \$ | 192,020,896.20 |
| | | | | | | | |
| Aggregate Offerin | \$ | 192,020,896.20 | | | | | |
| Par amount of the | • | , | , | | | • | 171,045,000.00 |
| Original issue pre | mium | | | | | \$ | 20,975,896.20 |

⁽¹⁾ Priced to the optional redemption date of 5/1/2025 @100 treated as redeemed and paid on that date for arbitrage yield purposes

GENERAL OBLIGATION REFUNDING BONDS OF 2015, SERIES 1

SOURCES AND USES OF FUNDS

Sources of Funds

| Par amount of the Bonds Original issue premium | \$ 171,045,000.00 20,975,896.20 |
|---|---|
| Aggregate Offering Price of the Bonds | \$ 192,020,896.20 |
| | |
| | |
| <u>Uses of Funds</u> | |
| Purchase price of Escrowed Securities Beginning cash deposit to Escrow Fund | \$ 123,213,094.15 476.54 |
| Total deposit to Escrow Fund Deposit to Bond Security and Redemption Fund Issuance Costs Underwriter's Discount | 123,213,570.69 67,760,193.75 475,252.90 571,878.86 |
| | \$ 192,020,896.20 |

Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As Of: 03/16/15

ISIN: US912828QF01 TICKET NUMBER: 35362399
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 04/30/16
SALES PERSON: SCOTT DORSEY (DATED: 04/30/11)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 1890 (M) of UST 2.0 04/30/2016 CUSIP: 912828QF0 PRICE: 101.69336000, YIELD: .37356540, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: UNITED STA

NOTES:

FINRA Rule 4515.01 requires that all accepted orders with the intent to allocate complete that allocation by 12 p.m. EST on the next business day following the trading session. In order to comply with this new rule, we ask for your help to provide your allocations to us with enough time to execute before the noon deadline.

Wells Fargo Securities is the trade name for the capital markets and investment banking services of Wells Fargo & Company and its subsidiaries, including Wells Fargo Securities, LLC, member FINRA and SIPC. If this communication relates to an offering of US registered securities

(i) a registration statement has been filed with the SEC,

(ii) before investing you should read the prospectus and other documents the issuer has filed with the SEC, and

(iii) you may obtain these documents from your sales representative, by calling 1-800-326-5897 or visiting www.sec.gov.

If this communication relates to a securities offering exempt from US registration, you should contact your sales representative for the complete disclosure package.

In Japan, see: https://www.wellsfargo.com/com/disclaimer/wfsjb1.

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As Of: 03/16/15

ISIN: US912828WB23 TICKET NUMBER: 35362396 ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 10/31/15 SALES PERSON: SCOTT DORSEY (DATED: 10/31/13)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 1524 (M) of UST 0.25 10/31/2015 CUSIP: 912828WB2 PRICE: 100.04326000, YIELD: .17042840, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: UNITED STA

NOTES:

PRINCIPAL: \$ 1,524,659.28
ACCRUED (days): 1,736.60
ADDITIONAL FEE: \$.00
TOTAL: \$ 1,526,395.88

FINRA Rule 4515.01 requires that all accepted orders with the intent to allocate complete that allocation by 12 p.m. EST on the next business day following the trading session. In order to comply with this new rule, we ask for your help to provide your allocations to us with enough time to execute before the noon deadline.

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(iii) you may obtain these documents from your sales representative, by calling 1-800-326-5897 or visiting www.sec.gov.

If this communication relates to a securities offering exempt from US registration, you should contact your sales representative for the complete disclosure package.

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As 0f: 03/16/15

ISIN: US912828LU23 TICKET NUMBER: 35362400
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 10/31/16
SALES PERSON: SCOTT DORSEY (DATED: 11/02/09)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 1909 (M) of UST 3.125 10/31/2016 CUSIP: 912828LU2 PRICE: 103.96120000, YIELD: .54536230, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: US TREASUR

NOTES:

PRINCIPAL: \$ 1,984,619.31
ACCRUED (days): 27,191.38
ADDITIONAL FEE: \$.00
TOTAL: \$ 2,011,810.69

FINRA Rule 4515.01 requires that all accepted orders with the intent to allocate complete that allocation by 12 p.m. EST on the next business day following the trading session. In order to comply with this new rule, we ask for your help to provide your allocations to us with enough time to execute before the noon deadline.

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(i) a registration statement has been filed with the SEC,

(ii) before investing you should read the prospectus and other documents the issuer has filed with the SEC, and

(iii) you may obtain these documents from your sales representative, by calling 1-800-326-5897 or visiting www.sec.gov.

If this communication relates to a securities offering exempt from US registration, you should contact your sales representative for the complete disclosure package.

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As 0f: 03/16/15

ISIN: US912828SS04 TICKET NUMBER: 35362403
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 04/30/17
SALES PERSON: SCOTT DORSEY (DATED: 04/30/12)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 1939 (M) of UST 0.875 4/30/2017 CUSIP: 912828SS0 PRICE: 100.25704000, YIELD: .74802750, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: US TREASUR

NOTES:

{912828SS0 Govt DES<G0>}
** PRINCIPAL: \$ 1,943,984.01

** ACCRUED (days): 7,733.24 ** ADDITIONAL FEE: \$.00 ** TOTAL: \$ 1,951,717.25

FINRA Rule 4515.01 requires that all accepted orders with the intent to allocate complete that allocation by 12 p.m. EST on the next business day following the trading session. In order to comply with this new rule, we ask for your help to provide your allocations to us with enough time to execute before the noon deadline.

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(i) a registration statement has been filed with the SEC,

(ii) before investing you should read the prospectus and other documents the issuer has filed with the SEC, and

(iii) you may obtain these documents from your sales representative, by calling 1-800-326-5897 or visiting www.sec.gov.

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As 0f: 03/16/15

ISIN: US465139BJ15 TICKET NUMBER: 35362404
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 09/15/17
SALES PERSON: SCOTT DORSEY (DATED: 03/24/93)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 708 (M) of AID-ISRAEL 0.0 09/15/17 CUSIP: 465139BJ1

PRICE: 97.58776000, YIELD: 1.01220050, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: AID ISRAEL

NOTES:

{465139BJ1 Corp DES<G0>}

** PRINCIPAL: \$ 690,921.34

** ACCRUED (days): .00

** ADDITIONAL FEE: \$.00

** TOTAL: \$ 690,921.34

FINRA Rule 4515.01 requires that all accepted orders with the intent to allocate complete that allocation by 12 p.m. EST on the next business day following the trading session. In order to comply with this new rule, we ask for your help to provide your allocations to us with enough time to execute before the noon deadline.

Wells Fargo Securities is the trade name for the capital markets and investment banking services of Wells Fargo & Company and its subsidiaries, including Wells Fargo Securities, LLC, member FINRA and SIPC. If this communication relates to an offering of US registered securities

(i) a registration statement has been filed with the SEC,

(ii) before investing you should read the prospectus and other documents the issuer has filed with the SEC, and

(iii) you may obtain these documents from your sales representative, by calling 1-800-326-5897 or visiting www.sec.gov.

If this communication relates to a securities offering exempt from US registration, you should contact your sales representative for the complete disclosure package.

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As Of: 03/16/15

{465139DE0 Corp DES<G0>}

ISIN: US465139DE00 TICKET NUMBER: 35362407
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 09/15/17
SALES PERSON: SCOTT DORSEY (DATED: 09/29/93)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 1239 (M) of AID 0.0 09/15/2017 CUSIP: 465139DE0 PRICE: 97.59987000, YIELD: 1.00664070, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: AID-ISRAEL

NOTES:

** PRINCIPAL: \$ 1,209,262.39

** ACCRUED (days): .00

** ADDITIONAL FEE: \$.00

** TOTAL: \$ 1,209,262.39

FINRA Rule 4515.01 requires that all accepted orders with the intent to allocate complete that allocation by 12 p.m. EST on the next business day following the trading session. In order to comply with this new rule, we ask for your help to provide your allocations to us with enough time to execute before the noon deadline.

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As Of: 03/16/15

ISIN: TICKET NUMBER: 35362409
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 05/01/18
SALES PERSON: SCOTT DORSEY (DATED: 04/14/15)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 56965 (M) of FHLB 1.18 05/01/18 CUSIP: 3130A4QD7 PRICE: 99.97031000, YIELD: 1.19000010, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: FEDERAL HO

NOTES:

{3130A4QD7 Corp DES<G0>}

** PRINCIPAL: \$ 56,948,087.09

** ACCRUED (days): .00

** ADDITIONAL FEE: \$.00

** TOTAL: \$ 56,948,087.09

FINRA Rule 4515 01 requires that all accented orders with the intent to

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As 0f: 03/16/15

ISIN: US912828D234 TICKET NUMBER: 35362413
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 04/30/19
SALES PERSON: SCOTT DORSEY (DATED: 04/30/14)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 948 (M) of UST 1.625 04/30/2019 CUSIP: 912828D23 PRICE: 100.73153000, YIELD: 1.43809590, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: UNITED STA

NOTES:

{912828D23 Govt DES<G0>}

** PRINCIPAL: \$ 954,934.90

** ACCRUED (days): 7,021.62

** ADDITIONAL FEE: \$.00

** TOTAL: \$ 961,956.52

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As 0f: 03/16/15

ISIN: US912828WD88 TICKET NUMBER: 35362411
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 10/31/18
SALES PERSON: SCOTT DORSEY (DATED: 10/31/13)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 942 (M) of UST 1.25 10/31/2018 CUSIP: 912828WD8 PRICE: 99.81235000, YIELD: 1.30430380, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: UNITED STA

NOTES:

PRINCIPAL: \$ 912828WD8 Govt DES<GO>}
ACCRUED (days): 5,367.06

** ADDITIONAL FEE: \$.00
** TOTAL: \$ 945,599.40

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As Of: 03/16/15

ISIN: US3134A4BQ61 TICKET NUMBER: 35362414
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 09/15/19
SALES PERSON: SCOTT DORSEY (DATED: 10/25/00)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 315 (M) of FRESTP 0.0 09/15/2019 CUSIP: 3134A4BQ6 PRICE: 92.62696000, YIELD: 1.74055210, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: FREDDIE MA

NOTES:

{3134A4BQ6 Corp DES<G0>}

** PRINCIPAL: \$ 291,774.92

** ACCRUED (days): .00

** ADDITIONAL FEE: \$.00

** TOTAL: \$ 291,774.92

FINRA Rule 4515.01 requires that all accepted orders with the intent to allocate complete that allocation by 12 p.m. EST on the next business day following the trading session. In order to comply with this new rule, we ask for your help to provide your allocations to us with enough time to execute before the noon deadline.

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:18 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As 0f: 03/16/15

ISIN: US76116ECM03 TICKET NUMBER: 35362416
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 10/15/19
SALES PERSON: SCOTT DORSEY (DATED: 10/15/89)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 641 (M) of RFCS 0.0 10/15/2019 CUSIP: 76116ECM0 PRICE: 92.70550000, YIELD: 1.68923100, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: RESOLUTION

NOTES:

PRINCIPAL: \$ 594,242.26
ACCRUED (days): .00
ADDITIONAL FEE: \$.00
TOTAL: \$ 594,242.26

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:17 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As Of: 03/16/15

ISIN: US3133MDYF40 TICKET NUMBER: 35362424
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 02/12/21
SALES PERSON: SCOTT DORSEY (DATED: 03/26/01)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 525 (M) of FHLB 6.0 02/12/2021 CUSIP: 3133MDYF4 PRICE: 122.32891000, YIELD: 1.93004259, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: FEDERAL HO

NOTES:

{\ 3133MDYF4 Corp DES<60>\}
** PRINCIPAL: \$ 642,226.78

** ACCRUED (days): 5,162.50

** ADDITIONAL FEE: \$.00

** TOTAL: \$ 647,389.28

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:17 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As 0f: 03/16/15

ISIN: US3137EADR73 TICKET NUMBER: 35362419
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 05/01/20
SALES PERSON: SCOTT DORSEY (DATED: 04/04/13)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 35481 (M) of FHLMC 1.375 05/01/2020 CUSIP: 3137EADR7

PRICE: 98.30066000, YIELD: 1.72798260, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: FREDDIE MA

NOTES:

{3137EADR7 Corp DES<GO>}

** PRINCIPAL: \$ 34,878,057.17

** ACCRUED (days): 220,893.86

** ADDITIONAL FEE: \$.00

** TOTAL: \$ 35,098,951.03

FINRA Rule 4515.01 requires that all accepted orders with the intent to allocate complete that allocation by 12 p.m. EST on the next business day following the trading session. In order to comply with this new rule, we ask for your help to provide your allocations to us with enough time to execute before the noon deadline.

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:17 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As 0f: 03/16/15

ISIN: US418097AC53 TICKET NUMBER: 35362422 ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 10/30/20 SALES PERSON: SCOTT DORSEY (DATED: 10/31/13)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 336 (M) of AID-JORDAN 2.503 10/30/2020 CUSIP: 418097AC5

PRICE: 103.59735000, YIELD: 1.81790280, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: AID-JORDAN

NOTES:

{418097AC5 Corp DES<G0>}

** PRINCIPAL: \$ 348,087.10

** ACCRUED (days): 3,831.26

** ADDITIONAL FEE: \$.00

** TOTAL: \$ 351,918.36

FINRA Rule 4515.01 requires that all accepted orders with the intent to allocate complete that allocation by 12 p.m. EST on the next business day following the trading session. In order to comply with this new rule, we ask for your help to provide your allocations to us with enough time to execute before the noon deadline.

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:17 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As 0f: 03/16/15

ISIN: US465139EP48 TICKET NUMBER: 35362426
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 02/15/21
SALES PERSON: SCOTT DORSEY (DATED: 03/18/94)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 3785 (M) of AID-ISREAL 0.0 02/15/2021 CUSIP: 465139EP4

PRICE: 89.30885000, YIELD: 1.94682770, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: AID-ISREAL

NOTES:

{465139EP4 Corp DES<GO>}
** PRINCIPAL: \$ 3,380,339.97
** ACCRUED (days): .00

** ADDITIONAL FEE: \$.00
** TOTAL: \$ 3,380,339.97

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:17 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As 0f: 03/16/15

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 149 (M) of AID-ISRAEL 0.0 03/15/2021 CUSIP: 465139BR3

PRICE: 88.95497000, YIELD: 1.98734260, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: AID-ISRAEL

NOTES:

{465139BR3 Corp DES<GO>}

** PRINCIPAL: \$ 132,542.91

** ACCRUED (days): .00

** ADDITIONAL FEE: \$.00

** TOTAL: \$ 132,542.91

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Subject: Trade Confirmation

Date: March 16, 2015 at 2:17 PM

To: Clemente.Cesare@wellsfargo.com

* TRADE TICKET * As Of: 03/16/15

ISIN: TICKET NUMBER: 35362430
ENTRY DATE TIME: 03/16/15 03:09 MATURITY DATE : 04/30/21
SALES PERSON: SCOTT DORSEY (DATED: 04/14/15)

CUSTOMER ACCOUNT: LAMONT/SUBALLOCATE Broadridge #: xxxx0383

SELLS: 14510 (M) of FHLB 1.83 04/30/21 CUSIP: 3130A4QC9 PRICE: 100.14439065, YIELD: 1.80473600, SPREAD: .0000

SETTLEMENT on 04/14/15 ISSUER: FEDERAL HO

NOTES:

{3130A4QC9 Corp DES<G0>}

** PRINCIPAL: \$ 14,530,951.08 ** ACCRUED (days): .00 ** ADDITIONAL FEE: \$.00 ** TOTAL: \$ 14,530,951.08

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