

STATE OF ILLINOIS)
) SS
COUNTY OF LAKE)

Agenda Item # 43

SERIES A OF 2006
BOND ORDER

TO:

The County Board of The County of Lake, Illinois (the "County"):

GREETINGS:

We are pleased to advise you as follows:

A. *Sale.* We have received an Underwriter's Certificate Re: Bond Sale and also a Financial Advisor's Certificate Re: Bond Sale. Please be advised that responsive to the information contained in such Certificates and the authority contained in an ordinance adopted by the County Board on October 10, 2006 (the "Bond Ordinance") (terms used herein shall have the meanings given to them in the Bond Ordinance unless otherwise defined herein), and being entitled:

AN ORDINANCE of The County of Lake, Illinois, Authorizing the Issuance and Sale of Water and Sewer System Revenue Refunding Bonds, in Two Series, and Providing the Terms of and Security for Payment Thereof.

a contract for the purchase of \$6,700,000.00 Series A of 2006 Bonds was awarded by us as the Designated Officials (as defined and provided in the Bond Ordinance), to J.P. Morgan Securities Inc., as representative for itself and for LaSalle Financial Services, Inc. (the "Underwriters"), at a price of \$6,806,225.90 (which is the par amount of the Series A of 2006 Bonds plus a reoffering premium of \$146,425.90, less an underwriter's discount of \$40,200.00) plus accrued interest to the date of delivery (-0-). The Refunded Bonds (of Series A of 1998) are described in *Exhibit A* attached hereto and made a part hereof.

B. *Terms.* Pursuant to the terms of the bond purchase agreement executed contemporaneously with this Bond Order (the "Bond Purchase Agreement"), the Series A of 2006 Bonds shall have the terms set forth in *Exhibit B*.

C. *Conditions.* The sale of the Series A of 2006 Bonds has met the following conditions:

As evidenced by the aforesaid certificates of the Underwriters and the Financial Advisor, (1) the terms of the Series A of 2006 Bonds are fair and reasonable in view of current market conditions and (2) the debt service on the Series A of 2006 Bonds in each year does not exceed the debt service on the refunded Series A of 1998 Bonds in such year.

D. *Bond Insurance.* The Bonds will be insured with a municipal bond insurance policy issued by MBIA Insurance Corporation.

E. *Deposits into Funds.* The net proceeds of the Series A of 2006 Bonds (exclusive of accrued interest) shall be deposited as follows:

(1) \$6,742,974.25 to The Bank of New York Trust Company, N.A., as Escrow Agent, to accomplish the Refunding;

(2) \$17,600.00 to MBIA Insurance Corporation as insurance premium; and

(3) \$45,651.65 to various persons to pay costs of issuance of the Series A of 2006 Bonds or to the Expense Account established for that purpose, any remainder therein to be applied to the purpose provided by the Bond Ordinance.

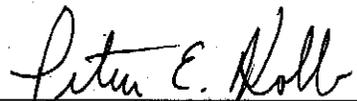
F. *No Conflicts.* Please be further advised that to the best of our knowledge and belief, after due inquiry, we find and determine that no person holding any office of the County either by election or appointment, is in any manner financially interested, either directly, in his or her own name or indirectly in the name of any other person, association, trust or corporation, in the Bond Purchase Agreement with the Underwriters.

G. *Records.* Finally, please be advised that this Bond Order shall be entered into the records of the County and made available to all County Board Members at the next public meeting thereof.

Respectfully submitted this 3rd day of November 2006.



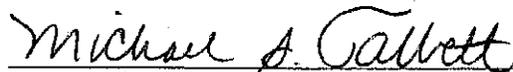
Chairman, County Board
The County of Lake, Illinois



Superintendent, Public Works Department
The County of Lake, Illinois



Treasurer
The County of Lake, Illinois



Vice Chairman, County Board
The County of Lake, Illinois

Note: This document must be signed by any two or more of the officers shown above.

ACKNOWLEDGMENT OF FILING

Filed in the office of the County Clerk of The County of Lake, Illinois this ____ day of
November 2006.



County Clerk
The County of Lake, Illinois

[SEAL]

CHIEF DEPUTY COUNTY CLERK

EXHIBITS:

EXHIBIT	DESCRIBES
A	Description of Refunded Bonds
B	Terms of the Series A of 2006 Bonds - Maturities, Redemption and Other
C	Bond Insurance Commitment

EXHIBIT A

REFUNDED BONDS

WATER AND SEWER SYSTEM REVENUE REFUNDING BONDS, SERIES A OF 1998

Original Principal Amount: \$8,950,000
Dated: November 15, 1998
Originally Due Serially: December 1, 1999-2017
Amount Refunded: \$6,760,000

Bonds refunded more fully described as follows:

YEAR	AMOUNT (\$) ORIGINAL BONDS DUE	RATE OF INTEREST (%)	AMOUNT (\$) REFUNDED
2009	615,000	4.20	ALL
2010	685,000	4.20	ALL
2011	680,000	4.20	ALL
2012	775,000	4.20	ALL
2013	765,000	4.25	ALL
2014	760,000	4.30	ALL
2015	800,000	4.50	ALL
2016	845,000	4.50	ALL
2017	835,000	4.50	ALL

which bonds are subject to redemption on December 1, 2006, the first call date, and on any date thereafter, at the redemption price of par plus accrued interest to the date of redemption, and which bonds shall be called for redemption on December 20, 2006.

EXHIBIT B

TERMS OF THE SERIES A OF 2006 BONDS

The Water and Sewer System Revenue Refunding Bonds, Series A of 2006 (the "Bonds") are in the amount of \$6,700,000, are dated November 16, 2006, of the denomination of \$5,000 or authorized integral multiples thereof, and are due serially on December 1 of the years, in the respective amounts and bearing interest at the respective rates percent per annum as follows:

YEAR	AMOUNT (\$)	RATE (%)
2009	620,000	4.00
2010	685,000	4.00
2011	680,000	4.00
2012	775,000	4.00
2013	760,000	4.00
2014	755,000	4.00
2015	790,000	4.00
2016	830,000	4.00
2017	805,000	4.00

Each Bond bears interest from the later of the dated date as stated above or from the most recent interest payment date to which interest has been paid or duly provided for, until the principal amount of each Bond, respectively, is paid or duly provided for, such interest (computed upon the basis of a 360-day year of twelve 30-day months) being payable on June 1 and December 1 of each year, commencing on June 1, 2007.

Those of the Bonds due on December 1, 2017, are subject to redemption prior to maturity at the option of the County, from any available funds, in whole or in part on any date on or after December 1, 2016, and if less than the entire maturity, in integral multiples of \$5,000, selected by lot, at the redemption price of par plus accrued interest to the date fixed for redemption.

STATE OF ILLINOIS)
) SS
COUNTY OF LAKE)

AVAILABILITY OF BOND ORDER

I, the undersigned, do hereby certify that I am the duly qualified and acting County Clerk of The County of Lake, Illinois (the "County"), and as such official I am the keeper of the official journal of proceedings, books, records, minutes and files of the County and of the County Board thereof.

I do further certify that I made available to all Members of the County Board at the regular meeting of the County Board held on the 16th day of January 2007, a Bond Order, as such term is defined in an Ordinance entitled:

AN ORDINANCE of The County of Lake, Illinois, Authorizing the Issuance and Sale of Water and Sewer System Revenue Refunding Bonds, in Two Series, and Providing the Terms of and Security for Payment Thereof.

which Bond Order is pursuant to such Ordinance; a true, correct and complete copy of which said Bond Order as provided at said meeting being attached hereto.

IN WITNESS WHEREOF I hereunto affix my official signature and the seal of the County this 18th day of January 2007.



County Clerk
The County of Lake, Illinois

[SEAL]

CHIEF DEPUTY COUNTY CLERK

STATE OF ILLINOIS)
) SS
COUNTY OF LAKE)

**SERIES A OF 2006
CLOSING CERTIFICATE**

We, the undersigned officers as described by our names and signatures, do hereby certify that we are the duly qualified and acting Chair of the County Board, County Clerk, County Treasurer, and Superintendent of Public Works, respectively, of The County of Lake, Illinois (the "*County*"); and as such officials, we do certify that we have reviewed the books, records, and documents of the County in our custody or to which we have lawful access, and from such review or on the basis of our own personal knowledge, we do further certify as follows:

PART A. PURPOSE

The purpose of this certificate is to provide representations in connection with the delivery of \$6,700,000 Water and Sewer System Revenue Refunding Bonds, Series A of 2006 (the "*Bonds*") of the County.

PART B. BOND PROCEEDINGS

1. The Bonds have been authorized to be issued by an ordinance of the County Board entitled:

AN ORDINANCE OF THE COUNTY OF LAKE, ILLINOIS, AUTHORIZING THE ISSUANCE AND SALE OF WATER AND SEWER SYSTEM REVENUE REFUNDING BONDS, SERIES 2006, IN TWO SERIES AND PROVIDING THE TERMS OF AND SECURITY FOR PAYMENT THEREOF.

(the "*Bond Ordinance*"). Other documents incident to the sale and delivery of the Bonds include the following: (a) a "Bond Purchase Agreement," dated November 3, 2006 (the "*Bond Purchase Agreement*"), by which the Bonds were sold to J.P. Morgan Securities Inc. and LaSalle

Financial Services, Inc. (the "*Underwriters*"); (b) a "Bond Order," dated November 3, 2006, relating to the Bonds sale (the "*Bond Order*"); (c) a Preliminary Official Statement, dated October 13, 2006 (the "*Preliminary Official Statement*") authorized by the County Board in connection with the sale of the Bonds; and (d) a Final Official Statement, dated November 3, 2006 (the "*Final Official Statement*").

2. The Bond Ordinance was duly adopted by the County Board at the regular public meeting of the County Board held on October 10, 2006 (the "*October Meeting*").

3. The Bond Ordinance and the October Meeting may be referred to as the "*Bond Proceedings*." In connection with the Bond Proceedings, the County Board has caused the execution and delivery of the (a) Preliminary Official Statement; (b) the Final Official Statement; (c) the Bond Purchase Agreement; (d) the Bond Order; (e) an "Escrow Agreement," dated as of November 16, 2006, by and between the County and The Bank of New York Trust Company, N.A., as Escrow Agent, relating to the use of the proceeds of the Bonds and certain other funds for the refunding for which the Bonds are issued; a "Continuing Disclosure Undertaking," dated November 16, 2006, relating to continuing disclosure of certain financial information; and (g) a "Tax Exemption Certificate and Agreement," dated November 16, 2006, containing representations and covenants regarding the tax -exempt status of the Bonds (collectively, all of the documents so referenced in clauses (a) through (g) being the "*Bond Documents*"). The Bond Proceedings were held and conducted in the manner provided by law and in accordance with Applicable Law. The Bond Proceedings are now in full force and effect and have not been repealed, superseded, rescinded, amended, or supplemented. No litigation has ever been filed or threatened in connection with the Bond Proceedings or the Bond Documents.

PART C. CLOSING REPRESENTATIONS

1. The Chair and the County Clerk have caused the due and proper execution of the Bonds as provided in the Bond Proceedings, by their manual or duly authorized facsimile signatures (having filed such signatures with their official titles with the Secretary of State of Illinois pursuant to the Uniform Facsimile Signatures of Public Officials Act), as the case may be.

2. To the best of our knowledge and belief, no person holding any office of the County, either by election or appointment, is in any manner financially interested, either directly, in his or her own name, or indirectly, in the name of any other person, association, trust or corporation, in the contract (*viz.*, the Bond Purchase Agreement) heretofore entered into between the County and the Underwriters for the purchase of the Bonds.

3. No litigation, court or administrative proceeding, or action before any state or federal hearing officer or tribunal, of any nature, is now pending or, to our knowledge, threatened to restrain or enjoin the issuance of the Bonds, or affecting in any way the Bond Proceedings or the Bond Documents, or affecting in any way the right or authority of the County to pay the Bonds and the interest thereon and to carry out the terms and provisions of the Bond Proceedings or the Bond Documents, or affecting directly or indirectly the validity of the Bonds or the right of the County to apply the proceeds of the sale of the Bonds to the purposes for which they are issued.

4. The representations and warranties in the Bond Purchase Agreement are true and correct as of this date; and the County has complied with all covenants and agreements and satisfied all conditions and terms on its part to be performed or satisfied at or prior to this date.

5. The information contained in the Preliminary Official Statement and the Final Official Statement was obtained from the records of the County, the County Clerk, and County Treasurer, and other sources which are believed to be reliable. The Preliminary Official

Statement, as of its date did not, and the Final Official Statement, as of its date did not and as of this date does not contain any untrue statement of a material fact or omit to state a material fact which should be included therein for the purposes for which such is intended to be used, or which was or is necessary to make the statements contained therein, in the light of the circumstances under which they were made, not misleading; and no action, suit inquiry, investigation or other proceeding is pending or, to our knowledge, threatened in or before any court, governmental agency, body or arbitrator in any way affecting the existence of the County or the title of any official of the County to his or her office which would affect the validity or enforceability of the Bond Proceedings or the Bond Documents, or contesting in any way the completeness or accuracy of the Preliminary Official Statement or the Final Official Statement, or the powers of the County with respect to the Bond Proceedings or the Bond Documents or the exemption of interest on the Bonds from federal income taxation.

6. The only other tax-exempt obligations issued by the County in calendar year 2006 are the \$17,170,000 Water and Sewer System Revenue Refunding Bonds, Series B of 2006, issued on November 2, 2006.

PART D. RECEIPT AND FUNDS STATEMENT

I the undersigned Treasurer hereby acknowledge receipt of the proceeds of the Bonds in accordance with the Bond Proceedings and shall duly apply such proceeds as provided therein, all as shown as follows:

A. SOURCES

1.	Par Amount	\$6,700,000.00
2.	Net Original Issue Premium	<u>146,425.90</u>
3.	Price to Public	6,846,425.90
4.	Underwriters' Production	<u>(40,200.00)</u>
5.	Received of the Underwriters	<u>\$6,806,225.90</u>

* No accrued interest

B. USES

1.	Deposit to Escrow Account with The Bank of New York Trust Company, N.A. per Escrow Agreement, dated November 16, 2006	\$6,742,974.25
2.	Pay MBIA Insurance Corporation for Municipal Bond Insurance Policy	17,600.00
3.	Remaining Costs of Issuance of Bonds Paid at Closing or Through Expense Fund	<u>45,651.65</u>
4.	Total Uses	<u>\$6,806,225.90</u>

I do further certify that I deposited the additional sum of \$146,251.25 of other funds on hand and lawfully available for the purpose were deposited into said Escrow Account, which sum was derived \$146,251.25 from the debt service fund for the Bonds.

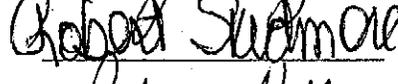
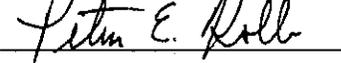
I do further certify that all accounts of the Waterworks and Sewerage System Fund are as of this date properly funded under the Bond Ordinance.

PART E. BOND REGISTRAR TO AUTHENTICATE

WE DO FURTHER AUTHORIZE AND DIRECT The Bank of New York Trust Company, N.A., Chicago, Illinois, as the Bond Registrar, to authenticate the Series the Bonds as hereinabove described and deliver the Bonds to the account of the Underwriters at The Depository Trust Company, New York, New York.

WITNESS

IN WITNESS WHEREOF we have hereunto affixed our official signatures and the seal of the County this 16th day of November 2006, as appearing below.

NAME	OFFICE	SIGNATURE
Suzi Schmidt	Chair, County Board	
Willard R. Helander	County Clerk CHIEF DEPUTY COUNTY CLERK	
Robert Skidmore	County Treasurer	
Peter E. Kolb	Superintendent of Public Works	

[SEAL]

**SERIES A OF 2006
FINANCIAL ADVISOR'S COSTS CERTIFICATE**

I, the undersigned, do hereby certify that I am Vice President of Speer Financial, Inc., Chicago, Illinois ("*Speer Financial*"), and as such officer I do further certify as follows:

1. Speer Financial is the financial advisor to The County of Lake, Illinois (the "*County*") in connection with the issuance of \$6,700,000 Water and Sewer System Revenue Refunding Bonds, Series A of 2006 (the "*Bonds*") of the County.

2. The Bonds have been sold to J. P. Morgan Securities Inc. (as representative) Chicago, Illinois (the "*Purchasers*"). The County is to receive from the Purchasers the purchase price of \$6,806,225.90 plus accrued interest for the Bonds. The Bonds have been sold at a price such that the net interest rate (cost) to the County of the proceeds of the Bonds does not exceed 9.00%.

3. We have obtained the attached fee estimates or quotations on fees for the issuance of the Bonds. These aggregate \$46,500 including contingencies; a schedule which provides an itemization of such fees is attached hereto. We have been requested to review all of said fees or costs except those pertaining to attorneys (which attorney's fees are governed by canons of ethics with which we are not familiar). It is our opinion that each fee we have been requested to review is reasonable and not excessive in view of the amount of the Bonds and the complexity of the proceedings related to their issuance.

4. In our estimation, the fees charged for services rendered in connection with the issuance of the Bonds would have been the same whether or not the County had also sold and issued its \$17,170,000 Water and Sewer Revenue Refunding Bonds, Series B of 2006 (the "*Series B Bonds*") close in time to the sale and issuance of the Bonds. None of the service providers (including Speer Financial, J.P. Morgan Securities, or Chapman and Cutler LLP) would have charged more for services related to the issuance of the Bonds if the Series B Bonds had not been issued.

5. Our recommendations to the County concerning the advisability of selling or issuing the Bonds was independent of any consideration concerning the Series B Bonds.

IN WITNESS WHEREOF, I hereunto affix our name and may signature this 16th day of November 2006.

SPEER FINANCIAL, INC.

By 
Its Vice President

EXHIBIT A
TO FINANCIAL ADVISORS CERTIFICATE*

SERIES A of 2006

ESTIMATED LIST OF EXPENSES

PERSON	SERVICE	FEE (\$)
Speer Financial, Inc.	Financial Advisor	\$16,700.00
Chapman and Cutler LLP	Bond Counsel	14,200.00
Moody's Investors Service	Credit Rating	6,500.00
Fitch Ratings	Credit Rating	3,500.00
Bank of New York	Paying Agent/Registrar	550.00
Bank of New York	Escrow Agent	400.00
Grant Thornton	Verifier	1,500.00
Miscellaneous	Postage, Mailing, Printing Final Official Statement, Etc.	<u>3,150.00</u>
Total		\$46,500.00

* Note: With contingencies, amounts calculated to equal \$46,500 for costs of issuance.

FINANCIAL ADVISOR'S CERTIFICATE RE: BOND SALE

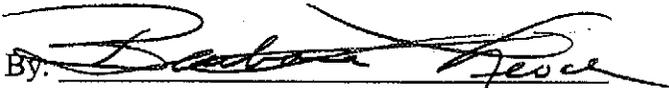
I, the undersigned, do hereby certify that I am an officer of Speer Financial, Inc. (the "*Financial Advisor*"), and as such officer I do further certify as follows with respect to:

\$6,700,000 Water and Sewer System Revenue Refunding Bonds,
Series A of 2006 (the "*Series A of 2006 Bonds*") of The County of
Lake, Illinois (the "*County*").

The Series A of 2006 Bonds are to be sold and delivered to the Underwriters. (1) The terms of the Series A of 2006 Bonds are fair and reasonable in view of current market conditions. (2) The debt service on the Series A of 2006 Bonds in each year does not exceed the debt service on the refunded Series A of 1998 Bonds in such year.

IN WITNESS WHEREOF I hereunto affix our name and my signature this 3rd day of November 2006.

SPEER FINANCIAL, INC.

By: 

Title: Vice President

STATE OF ILLINOIS)
) SS-
COUNTY OF LAKE)

BOND ORDER

To:

The County Board of The County of Lake, Illinois (the "County");

GREETINGS:

We are pleased to advise you as follows:

A. *Sale.* We have received an Underwriter's Certificate Re: Bond Sale and also a Financial Advisor's Certificate Re: Bond Sale. Please be advised that responsive to the information contained in such Certificates and the authority contained in an ordinance adopted by the County Board on October 16, 2006 (the "*Bond Ordinance*") (terms used herein shall have the meanings given to them in the Bond Ordinance unless otherwise defined herein), and being entitled:

AN ORDINANCE of The County of Lake, Illinois, Authorizing the Issuance and Sale of Water and Sewer System Revenue Refunding Bonds, in Two Series, and Providing the Terms of and Security for Payment Thereof.

a contract for the purchase of \$17,170,000.00 Series B of 2006 Bonds was awarded by us as the Designated Officials (as defined and provided in the Bond Ordinance), to J.P. Morgan Securities Inc., as representative for itself and for LaSalle Financial Services, Inc. (the "*Underwriters*"), at a price of \$17,313,645.40 (which is the par amount of the Series A of 2006 Bonds plus a reoffering premium of \$250,957.90, less an underwriter's discount of \$107,312.50) plus accrued interest to the date of delivery (-0-). The Refunded Bonds (of Series C of 2003) are described in *Exhibit A* attached hereto and made a part hereof.

B. *Terms.* Pursuant to the terms of the bond purchase agreement executed contemporaneously with this Bond Order (the "*Bond Purchase Agreement*"), the Series B of 2006 Bonds shall have the terms set forth in *Exhibit B*.

C. *Conditions.* The sale of the Series B of 2006 Bonds has met the following conditions:

As evidenced by the aforesaid certificates of the Underwriters and the Financial Advisor, (1) the terms of the Series B of 2006 Bonds are fair and reasonable in view of current market conditions and (2) the net present value savings as a result of the Refunding is not less than 4.25% of the par amount of the Compound Accreted Value of the Series C of 2003 Bonds so refunded as of June 1, 2006.

D. *Bond Insurance.* The Bonds will be insured with a municipal bond insurance policy issued by MBIA Insurance Corporation.

E. *Deposits into Funds.* The net proceeds of the Series B of 2006 Bonds (exclusive of accrued interest) shall be deposited as follows:

(1) \$17,160,975.79 to The Bank of New York Trust Company, N.A., as Escrow Agent, to accomplish the Refunding;

(2) \$53,400.00 to MBIA Insurance Corporation as insurance premium; and

(3) \$99,269.61 to various persons to pay costs of issuance of the Series B of 2006 Bonds or to the Expense Account established for that purpose, any remainder therein to be applied to the purpose provided by the Indenture.

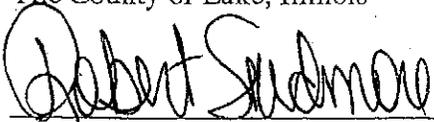
F. *No Conflicts.* Please be further advised that to the best of our knowledge and belief, after due inquiry, we find and determine that no person holding any office of the County either by election or appointment, is in any manner financially interested, either directly, in his or her own name or indirectly in the name of any other person, association, trust or corporation, in the Bond Purchase Agreement with the Underwriters.

G. *Records.* Finally, please be advised that this Bond Order shall be entered into the records of the County and made available to all County Board Members at the next public meeting thereof.

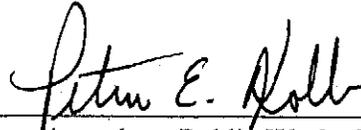
Respectfully submitted this 18th day of October 2006.



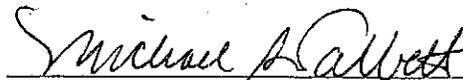
Chairman, County Board
The County of Lake, Illinois



Treasurer
The County of Lake, Illinois



Superintendent, Public Works Department
The County of Lake, Illinois



Vice Chairman, County Board
The County of Lake, Illinois

Note: This document must be signed by any two or more of the officers shown above.

ACKNOWLEDGMENT OF FILING

Filed in the office of the County Clerk of The County of Lake, Illinois this 27 day of
October 2006.



County Clerk
The County of Lake, Illinois

[SEAL]

EXHIBITS:

EXHIBIT	DESCRIBES
A	Description of Refunded Bonds
B	Terms of the Series B of 2006 Bonds - Maturities, Redemption and Other
C	Bond Insurance Commitment

EXHIBIT A

REFUNDED BONDS

WATER AND SEWER SYSTEM REVENUE BONDS, SERIES C OF 2003
(CAPITAL APPRECIATION BONDS)
(THE "SERIES 2003C BONDS")

The Series 2003C Bonds were originally issued in the amount of \$11,594,224.50, dated and issued September 10, 2003. The Series 2003C Bonds were issued having a compound accreted value at maturity of \$24,275,000 and are due serially on December 1 of the years and in the original principal amounts and bearing the approximate original yields to maturity as follows:

YEAR OF MATURITY	ORIGINAL PRINCIPAL AMOUNT (\$)	ORIGINAL YIELD TO MATURITY (%)	COMPOUND ACCRETED VALUE AT MATURITY (\$)
2013	236,722.50	4.55	375,000
2014	1,393,848.00	4.90	2,400,000
2015	1,315,368.00	4.98	2,400,000
2016	1,232,976.00	5.10	2,400,000
2017	1,149,888.00	5.24	2,400,000
2018	1,419,034.50	5.36	3,175,000
2019	1,251,810.00	5.46	3,000,000
2020	1,166,430.00	5.56	3,000,000
2021	1,086,720.00	5.65	3,000,000

The Series 2003C Bonds due on December 1 of the years 2014 to 2021, inclusive, in the aggregate original amount of \$10,014,661.00, are subject to redemption (inter alia) on June 1, 2013, at the redemption price of 100% of the compound accreted values at such date.

EXHIBIT B

TERMS OF THE SERIES B OF 2006 BONDS

MATURITY	PRINCIPAL AMOUNT (\$)	INTEREST RATE (%)
2014	1,550,000	4.50
2015	1,615,000	4.50
2016	1,690,000	4.50
2017	1,765,000	4.50
2018	2,615,000	4.25
2019	2,555,000	4.25
2020	2,665,000	4.375
2021	2,715,000	4.250

The Bonds due on and after December 1, 2017 are subject to redemption, at the option of the County, in whole or in part, on any date on or after December 1, 2016, and if in part in integral multiples of \$5,000, in such order of maturity as the County may determine and by lot within any maturity, at the redemption price of par plus accrued interest to the redemption date.

CERTIFICATE OF PURCHASER

The undersigned is an authorized officer of J.P. Morgan Securities Inc. (“we” or “us” or “our”), and as such officer, I hereby certify as follows:

1. On November 3, 2006 (the “*Sale Date*”), we and the County of Lake, Illinois (the “*County*”) executed a bond purchase agreement in connection with the \$6,700,000 Water and Sewer System Revenue Refunding Bonds, Series A of 2006 (the “*Bonds*”) of the County. The bond purchase agreement has not been modified since its execution on the Sale Date.

2. We have made (or another firm reporting to us has made) a bona fide offering of each maturity of the Bonds to the public (excluding bond houses, brokers, or similar persons or organizations acting in the capacity of underwriters, placement agents or wholesalers [hereinafter “*to the public*”]) at the price for such maturity (the “*first offer price*”) shown on the attached *Appendix A*.

3. Based on our assessment of the prevailing market conditions as of the Sale Date, the first offer price for the Bonds of each maturity was not less than the fair market value to the public for the Bonds of such maturity of as of such date.

4. As of the Sale Date, we reasonably expected (a) that the first sale to the public of a block of Bonds of each maturity equal to ten percent or more of such maturity of the Bonds (the “*first substantial block*”) would be equal to the first offer price for such maturity and (b) that no Bonds of any maturity would be sold at a higher price before the first substantial block of Bonds of such maturity were sold to the public at the first offer price.

5. A marked “X” in column (VI) of *Appendix A* appears on the line relating to each maturity of the Bonds for which an actual sale to the public of the first substantial block of Bonds of such maturity did in fact occur at the first offer price. If an actual first sale to the public of the first substantial block of Bonds of a maturity has occurred at a different price, such price is shown (as a percentage) on the line for such maturity in column (VI). If an actual first sale to the public of the first substantial block of Bonds of a maturity has not yet occurred, no entry has been made on the line for such maturity in column (VI).

6. The present value of the fee paid for the Credit Facility (using as a discount rate the expected Yield on the Bonds treating the fee paid as interest on the Bonds) is less than the present value of the interest reasonably expected to be saved on the Bonds over the term of the Bonds as a result of the Credit Facility. The fee paid for the Credit Facility does not exceed a reasonable, arm’s-length charge for the transfer of credit risk. The fee does not include any payment for any direct or indirect services other than the transfer of credit risk.

7. The absence of the Credit Facility would have materially affected in an adverse manner the interest rates or Yields at which the Bonds were sold. The Credit Facility Provider has stated that it would not have issued the Credit Facility in the absence of the Debt Service Reserve Fund in the amount required by the Resolution. Such a requirement by credit enhancers is reasonable and customary in transactions similar to the issuance of the Bonds.

8. The weighted average maturity of the Bonds is not greater than 12.1 years.

9. We purchased the County's \$17,170,000 Water and Sewer Revenue Refunding Bonds, Series B of 2006 (the "Series B Bonds"); such purchase occurred at least 15 days prior to the Sale Date.

10. The Purchase Price of the Bonds, paid by us, the First Offer Price of the Bonds, the First Sale Price of the Bonds, and the interest rates on the Bonds would have been the same whether or not we previously purchased and sold the Series B Bonds.

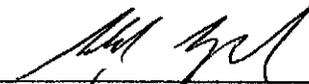
All terms not defined herein shall have the same meanings as in the Tax Exemption Certificate and Agreement with respect to the Bonds, a copy of which we have received.

Dated: November 16, 2006

Very truly yours,

J.P. MORGAN SECURITIES INC.

By



Its Via Power

APPENDIX A

TO CERTIFICATE OF PURCHASER

Re: Village of Franklin Park, Cook County, Illinois
 \$9,500,000 General Obligation Refunding Bonds
 (Alternate Revenue Source), Series 2006

The Bonds are dated November 28, 2006, and are due or subject to mandatory redemption on July 1 of the years, in the amounts, bearing interest at the rates, and first offered to the public as described in the attached Certificate of Purchaser at the prices, or yields in percentages and dollars, as follows. Purchasers also paid accrued interest. For completion of column (VI), see paragraph 5 of the foregoing certificate.

(I)	(II)	(III)	(IV)	(V)	(VI)
YEAR	PRINCIPAL AMOUNT (\$)	INTEREST RATE (%)	OFFERING PRICE (%)	OFFERING PRICE (\$)	"X" OR OTHER FIRST SALE PRICE (%)
2011	40,000	4.00	101.506	40,602.40	100.060
2012	40,000	4.00	101.601	40,640.40	100.439
2013	45,000	4.00	101.620	45,729.00	100.534
2014	45,000	4.00	101.503	45,676.35	100.366
2015	50,000	4.00	101.304	50,652.00	100.543
2016	50,000	4.00	101.030	50,515.00	100.218
2017	50,000	4.00	98.801	49,400.50	X
2018	55,000	4.00	98.801	54,340.55	X
2019	55,000	4.00	98.801	54,340.55	X
2020	60,000	4.00	98.801	59,280.60	X
2021	60,000	4.00	98.801	59,280.60	X
2022	65,000	4.00	98.801	64,220.65	X
2023	985,000	4.00	98.801	973,189.85	X
2024	1,030,000	4.00	98.505	1,014,601.50	X
2025	1,070,000	4.00	98.193	1,050,665.10	X
2026	1,110,000	4.00	97.867	1,086,323.70	X
2027	1,160,000	4.00	97.662	1,132,879.20	X
2028	1,205,000	4.00	97.453	1,174,308.65	X
2029	1,255,000	4.00	97.239	1,220,349.45	X
2030	1,070,000	4.00	97.021	1,038,124.70	X
Total	<u>9,500,000</u>			<u>9,305,120.75</u>	

STATE OF ILLINOIS)
) SS
COUNTY OF LAKE)

AVAILABILITY OF BOND ORDER

I, the undersigned, do hereby certify that I am the duly qualified and acting County Clerk of The County of Lake, Illinois (the "County"), and as such official I am the keeper of the official journal of proceedings, books, records, minutes and files of the County and of the County Board thereof.

I do further certify that I made available to all Members of the County Board at the regular meeting of the County Board held on the 14th day of November 2006, a Bond Order, as such term is defined in an Ordinance entitled:

AN ORDINANCE of The County of Lake, Illinois, Authorizing the Issuance and Sale of Water and Sewer System Revenue Refunding Bonds, in Two Series, and Providing the Terms of and Security for Payment Thereof.

which Bond Order is pursuant to such Ordinance; a true, correct and complete copy of which said Bond Order as provided at said meeting being attached hereto.

IN WITNESS WHEREOF I hereunto affix my official signature and the seal of the County this 15th day of November 2006.



County Clerk
The County of Lake, Illinois

[SEAL]

UNDERWRITERS' CERTIFICATE RE: BOND SALE

I, the undersigned, do hereby certify that I am an officer of J.P. Morgan Securities Inc., as representative for itself and for LaSalle Financial Services, Inc. (the "*Underwriters*"), and as such officer I do further certify as follows with respect to:

\$17,170,000 Water and Sewer System Revenue Refunding Bonds,
Series B of 2006 (the "*Series B of 2006 Bonds*") of The County of
Lake, Illinois (the "*County*").

The Series B of 2006 Bonds are to be sold and delivered to the Underwriters. (1) The terms of the Series B of 2006 Bonds are fair and reasonable in view of current market conditions. (2) The net present value saving as a result of the refunding of certain of the County's Water and Sewer System Revenue Bonds, Series C of 2013 (Capital Appreciation Bonds) with the proceeds of the Series B of 2006 Bonds is not less than 4.25% of the Compound Accreted Value of said Series C of 2003 Bonds at June 1, 2006; in dollar terms, the net present value savings is \$527,621, and the compound accreted value at said date was _____.

IN WITNESS WHEREOF I hereunto affix our name and my signature this 18th day of October 2006.

J.P. MORGAN SECURITIES INC., as
representative for itself and for LaSalle
Financial Services, Inc.

By: _____

Title: _____

FINANCIAL ADVISOR'S CERTIFICATE RE: BOND SALE

I, the undersigned, do hereby certify that I am an officer of Speer Financial, Inc. (the "*Financial Advisor*"), and as such officer I do further certify as follows with respect to:

\$17,170,000 Water and Sewer System Revenue Refunding Bonds,
Series B of 2006 (the "*Series B of 2006 Bonds*") of The County of
Lake, Illinois (the "*County*").

The Series B of 2006 Bonds are to be sold and delivered to the Underwriters. (1) The terms of the Series B of 2006 Bonds are fair and reasonable in view of current market conditions. (2) The net present value saving as a result of the refunding of certain of the County's Water and Sewer System Revenue Bonds, Series C of 2013 (Capital Appreciation Bonds) with the proceeds of the Series B of 2006 Bonds is not less than 4.25% of the Compound Accreted Value of said Series C of 2003 Bonds at June 1, 2006; in dollar terms, the net present value savings is \$527,621, and the compound accreted value at said date was _____.

IN WITNESS WHEREOF I hereunto affix our name and my signature this 18th day of October 2006.

SPEER FINANCIAL, INC.

By: _____
Title: President