

RESOLUTION NO. 2008-131

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ELK GROVE
APPROVING THE ISSUANCE OF MULTIFAMILY HOUSING REVENUE BONDS BY
THE ASSOCIATION OF BAY AREA GOVERNMENTS FINANCE AUTHORITY FOR
NONPROFIT CORPORATIONS ON BEHALF OF TERRACINA ELK GROVE, LP**

WHEREAS, the Association of Bay Area Governments Finance Authority for Nonprofit Corporations (the "Authority"), proposes to issue tax-exempt multifamily housing revenue bonds in an approximate amount of \$8,000,000 (the "Bonds") and to lend the proceeds thereof to USA Properties Fund, Inc., together with its successors or assigns or any limited partnership or limited liability company established by USA Properties Fund, Inc. (the "Borrower"), to be used for the acquisition and rehabilitation of a 124-unit multifamily rental housing development commonly known as Terracina at Elk Grove (the "Project") located at 9440 West Stockton Boulevard in the City of Elk Grove, California (the "City"); and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986 requires the City Council of the City of Elk Grove (the "Council"), as the elected representative of the City, the host jurisdiction of such facilities, to approve the issuance of the Bonds after a public hearing has been held following reasonable notice; and

WHEREAS, a public hearing was held by the Council on this 11th day of June, 2008, following duly published notice thereof, and all persons desiring to be heard have been heard; and

WHEREAS, it is in the public interest and for the public benefit that the Council, as the elected representative of the City, the host jurisdiction of the subject multifamily housing residential facility, approve the issuance and delivery by the Authority of the Bonds.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Elk Grove:

Section 1. The Council hereby finds and determines that the foregoing recitals are true and correct.

Section 2. The Council hereby finds, determines and declares that issuance by the Authority of the Bonds in the maximum principal amount of \$8,000,000 for the purposes described above is hereby approved.

Section 3. The issuance and delivery of the Obligations shall be subject to the approval of and execution by the Authority of all financing documents relating thereto, to which the Authority is a party and subject to the sale of the Obligations by the Authority.


Section 4. The adoption of this Resolution shall not obligate (i) the City to provide financing to the Borrower for the acquisition, rehabilitation and development of the Project or to issue the Obligations for purposes of such financing; or (ii) the City, or any department of the City, to approve any application or request for, or take any other action in connection with, any environmental, General Plan, zoning or any other permit or other action necessary for the acquisition, rehabilitation, development or operation of the Project.

Section 5. The City Clerk shall forward a certified copy of this Resolution and a copy of the affidavit of publication of the public hearing notice to:

Thomas A. Downey
Jones Hall, A Professional Law Corporation
650 California Street, 18th Floor
San Francisco, California 94108

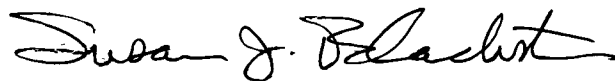
Section 6. This resolution shall take effect upon its adoption.

PASSED AND ADOPTED by the City Council of the City of Elk Grove this 11th day of June 2008.



PATRICK HUME, VICE MAYOR of the
CITY OF ELK GROVE

ATTEST:



SUSAN J. BLACKSTON, CITY CLERK

APPROVED AS TO FORM:



SUSAN COCHRAN, CITY ATTORNEY

CERTIFICATION
ELK GROVE CITY COUNCIL RESOLUTION NO. 2008-131

STATE OF CALIFORNIA)
COUNTY OF SACRAMENTO) ss
CITY OF ELK GROVE)


I, Susan J. Blackston, City Clerk of the City of Elk Grove, California, do hereby certify that the foregoing resolution was duly introduced, approved, and adopted by the City Council of the City of Elk Grove at a regular meeting of said Council held on June 11, 2008 by the following vote:

AYES : **COUNCILMEMBERS:** *Hume, Scherman, Leary*

NOES: **COUNCILMEMBERS:** *None*

ABSTAIN : **COUNCILMEMBERS:** *None*

ABSENT: **COUNCILMEMBERS:** *Davis, Cooper*



Susan J. Blackston, City Clerk
City of Elk Grove, California