

COMMONWEALTH OF PUERTO RICO
MUNICIPALITY OF GUAYNABO
MUNICIPAL ASSEMBLY

O R D I N A N C E

Number 67

Presented by: Administration

Series 1985-86

APPROVING, AUTHORIZING AND DIRECTING EXECUTION OF CERTAIN LEASE DOCUMENTS, AUTHORIZING AND DIRECTING EXECUTION OF A PURCHASE CONTRACT, APPROVING AN OFFICIAL STATEMENT AND AUTHORIZING AND DIRECTING CERTAIN ACTIONS WITH RESPECT THERETO.

- WHEREAS : The Board of Awards of the Municipality of Guaynabo (the "Municipality") has pursuant to the Laws of the Commonwealth of Puerto Rico awarded Kane Caribbean, Inc. (the "Corporation") a contract to supply the Municipality with certain equipment (the "Equipment") through a lease / purchase transaction; and
- WHEREAS : The Municipality, working together with the Corporation, is proposing to proceed with a lease/purchase transaction; and
- WHEREAS : In connection therewith, the Municipality proposes to lease/purchase of the Equipment described in the Lease Agreement (as hereinbelow referred to) and determines it to be in the public interest and for the public benefit to enter into the Lease Agreement and in furtherance of its the socio-economic program the Municipality wishes to authorize and direct execution of the Lease Agreement and certain other documents in connection therewith; and
- WHEREAS : Banco Popular de Puerto Rico (the "Trustee") will execute and deliver Certificates of Participation (as hereinbelow referred to) evidencing proportionate interests in the lease payments to be made by the Municipality pursuant to the lease Agreement; and
- WHEREAS : The documents below specified have been filed with the Municipality, and the members of the Assembly of the Municipality, with the aid of its staff, have reviewed said documents;
- NOW THEREFORE: BE IT RESOLVED BY THE MUNICIPAL ASSEMBLY OF 14TH, APRIL 1986, AS FOLLOWS:
- SECTION 1 : The below-enumerated documents be and are acknowledged and approved substantially in the form thereof as presented to this meeting and made a part hereof as is fully set forth herein, and the Mayor, or such other official as is authorized by him to act on his behalf in accordance with the constitution and laws of the Commonwealth of Puerto Rico, is hereby authorized and directed to execute said documents, with such changes, insertions and omissions as may be approved by the Mayor or such official, and the Municipality's Clerk is hereby authorized and directed to attest to the Mayor's or such official's signature:

- (a) A Lease Purchase Agreement, by and between the Corporation, as lessor, and the Municipality, as the lessee (the "Lease Agreement"), so long as the term of the Lease Agreement does not exceed 5 years and so long as the principal amount of the Lease Agreement does not exceed \$5,000.000;
- (b) A Purchase Contract, by and among the Underwriter, the Municipality, the Corporation, and the Trustee relating to the purchase by the Underwriter of the Certificates of Participation (the "Purchase Contract"), so long as the principal amount of the Certificates of Participation attributable to the Municipality will not exceed \$5,000,000 and so long as the Underwriters' fee with respect to the Certificates does not exceed \$140,000.
- (c) An Official Statement dated April 14, 1986, to be used by the Underwriter in connection with the offering and sale of the Certificates and the use by the Underwriters of any supplement or amendment to the Official Statement which is necessary so that the Official Statement does not include any untrue statement of a material fact and does not omit to state any material fact necessary to make the statements therein not misleading or which is deemed necessary or desirable to correctly reflect the transaction described therein.

SECTION 2 : The provisions of the below-enumerated documents, which are in the integral part of the lease transaction contemplated hereby, be and are acknowledged and approved substantially in the form thereof as presented to this meeting and made a part hereof as if fully set forth herein:

(a) A Trust Agreement, by and between the Corporation and the Trustee, relating to the financing of the acquisition of the Equipment (the "Trust Agreement"), and the execution and delivery of Certificates of Participation evidencing the proportionate interests the owners thereof in Basic Lease Payments (as defined in the Lease Agreement) to be made by the Municipality under the Lease Agreement (the "Certificates of Participation"); and

(b) An Assignment Agreement, by and between the Corporation, as Lessor and the Trustee (the "Assignment Agreement").

SECTION 3 : The Mayor of the Municipality, and such official as he shall designate in writing, are hereby named Authorized Municipal Representatives (as defined in the Trust Agreement) and are hereby authorized and directed to execute such other agreements, documents and certificates as may be necessary to effect the purposes of this ordinance and the lease transaction herein authorized.

SECTION 4 : This ordinance shall take effect immediatelly.

Luis A. Berroque
President

Opusón Castro López
Secretary

This ordinance was approved by the Hon. Alejandro Cruz, Jr., Mayor on april 15 1986.

Alejandro Cruz Jr.
Mayor

Estado Libre Asociado de Puerto Rico
Gobierno Municipal de Guaynabo
Asamblea Municipal

CERTIFICACION

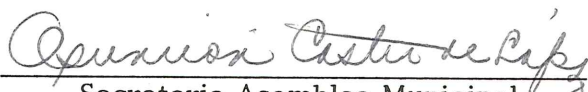
YO, SRA. ASUNCION CASTRO DE LOPEZ, Secretaria de la Honorable Asamblea Municipal de Guaynabo, Puerto Rico, por medio de la presente certifico que la que antecede es una copia fiel y exacta de la Ordenanza Núm. 67, Serie 1985-86, aprobada por la Asamblea en su sesión ordinaria del día 14 de abril de 1986.

CERTIFICO, ADEMAS, que la misma fue aprobada por mayoría de los miembros presentes en dicha sesión, los Hons. Luis A. Berríos Pérez, Adolfo Avilés Medina, José M. Cuevas García, Zoraida Meléndez de Aguayo, Adrián Martínez Maldonado, Julio Vega Rosario, Milagros Pabón, Rafael Pesquera Cantellops, Lillian Jiménez de Irizarry, Francisco Nieves Figueroa, Jaime E. Zequeira Román y Maggie Ginés de Soto.

Votos en contra de los Honorables Gladys Rodríguez de Muñiz, Miguel M. Matos y Juan Fuentes Rodríguez.

Fue aprobada por el Honorable Alcalde, Alejandro Cruz, Jr., el día 15 de abril de 1986.

EN TESTIMONIO DE TODO LO CUAL, libro
la presente certificación bajo mi firma y el
sello oficial del Municipio de Guaynabo,
Puerto Rico, a los quince días del mes de
abril del año mil novecientos ochenta y seis.


Secretaria Asamblea Municipal