

**POMPANO BEACH  
COMMUNITY REDEVELOPMENT AGENCY  
SUPPLEMENTAL RESOLUTION  
RELATING TO  
TAX INCREMENT REVENUE BONDS  
(NORTHWEST DISTRICT AREA)**

**ADOPTED MAY 14, 2025**

**RESOLUTION NO. 2025-08**

**A SUPPLEMENTAL RESOLUTION OF THE POMPAÑO BEACH COMMUNITY REDEVELOPMENT AGENCY SUPPLEMENTING MASTER BOND RESOLUTION NO. 2022-20 ADOPTED BY THE COMMUNITY REDEVELOPMENT AGENCY ON JUNE 28, 2022 TO AUTHORIZE THE ISSUANCE OF ITS NOT EXCEEDING \$75,000,000 TAX INCREMENT REVENUE BONDS (NORTHWEST DISTRICT AREA) IN ONE OR MORE SERIES OF TAX EXEMPT AND/OR TAXABLE BONDS AND AS ADDITIONAL BONDS PURSUANT TO THE MASTER BOND RESOLUTION, FOR THE PURPOSE OF FINANCING (INCLUDING THROUGH REIMBURSEMENT), TOGETHER WITH OTHER LEGALLY AVAILABLE FUNDS, ALL OR A PORTION OF THE COST OF A REDEVELOPMENT PROJECT RELATING TO THE NORTHWEST DISTRICT AREA, INCLUDING CERTAIN OTHER COSTS RELATED TO SUCH ADDITIONAL BONDS, ALL AS MORE FULLY PROVIDED FOR HEREIN; AUTHORIZING THE EXECUTION AND DELIVERY OF SUCH ADDITIONAL BONDS; AUTHORIZING THE NEGOTIATED SALE OF SUCH ADDITIONAL BONDS AND ESTABLISHING CERTAIN PARAMETERS OF SUCH SALE; DELEGATING AUTHORITY TO THE EXECUTIVE DIRECTOR OF THE COMMUNITY REDEVELOPMENT AGENCY, IN CONSULTATION WITH THE AGENCY'S MUNICIPAL ADVISOR, TO SELECT ONE OR MORE UNDERWRITERS FOR EACH SERIES OF SUCH ADDITIONAL BONDS; APPROVING THE FORM, AND AUTHORIZING EXECUTION, OF A BOND PURCHASE CONTRACT FOR EACH SERIES OF SUCH ADDITIONAL BONDS, SUBJECT TO THE PARAMETERS SET FORTH HEREIN; APPROVING A FORM OF PRELIMINARY OFFICIAL STATEMENT AND RELATED MATTERS FOR EACH SERIES OF ADDITIONAL BONDS AND AUTHORIZING EXECUTION AND DELIVERY OF A FINAL OFFICIAL STATEMENT FOR EACH SERIES OF ADDITIONAL BONDS; APPROVING THE FORM, AND AUTHORIZING EXECUTION, OF A CONTINUING DISCLOSURE CERTIFICATE AND RELATED MATTERS FOR EACH SERIES OF ADDITIONAL BONDS; PROVIDING FOR THE APPOINTMENT OF THE INITIAL PAYING AGENT AND REGISTRAR FOR EACH SERIES OF SUCH ADDITIONAL BONDS AND THE EXECUTION OF A RELATED PAYING AGENT AND REGISTRAR AGREEMENT; PROVIDING FOR A MUNICIPAL BOND INSURANCE OPTION FOR EACH SERIES OF ADDITIONAL BONDS; AUTHORIZING OTHER REQUIRED ACTIONS; AUTHORIZING THE PROPER OFFICIALS OF THE AGENCY TO DO ALL OTHER THINGS DEEMED NECESSARY OR ADVISABLE IN CONNECTION WITH THE MATTERS PROVIDED FOR HEREIN; PROVIDING FOR SEVERABILITY; PROVIDING AN EFFECTIVE DATE.**

**NOW, THEREFORE, BE IT RESOLVED BY THE POMPAÑO BEACH COMMUNITY REDEVELOPMENT AGENCY, that:**

**SECTION 1.**     **AUTHORITY FOR THIS RESOLUTION; DEFINITIONS.** The Pompano Beach Community Redevelopment Agency (the “Agency”) is authorized to adopt this resolution (this “Supplemental Resolution”) supplementing Resolution No. 2022-20 adopted by the Agency on June 28, 2022 (as supplemented and amended from time to time, the “Master Resolution”) under the authority granted pursuant to the Constitution of the State of Florida, the Redevelopment Act, the CRA Ordinance, the Interlocal Agreement, the County Resolution (hereinafter defined) and other applicable provisions of law. All capitalized terms not otherwise defined herein shall have the meaning ascribed thereto in the Master Resolution. In consideration of the acceptance of the Authorized Additional Bonds (hereinafter defined) by the Registered Owners thereof from time to time, the Master Resolution and this Supplemental Resolution (collectively, the “Bond Resolution”) shall be deemed to be and shall constitute a contract between the Agency and such Registered Owners of the Authorized Additional Bonds. To the extent necessary to effectuate the terms and conditions hereof, the Master Resolution is hereby incorporated herein by this reference.

**SECTION 2.**     **FINDINGS.** It is hereby found and determined that:

A. Pursuant to the Master Resolution, the Agency authorized the issuance thereunder of Bonds and Parity Obligations from time to time, secured by the Pledged Revenues, for the principal purpose of financing and refinancing Projects relating to the Redevelopment Area, as more fully described in the Master Resolution.

B. The Agency issued and has Outstanding under the Master Resolution, as supplemented by Resolution No. 2022-21 adopted by the Agency on June 28, 2022 (the “2022 Supplemental Resolution”), its Tax Increment Revenue Bond (Northwest District Area), Series 2022 (the “Series 2022 Bond”). The Series 2022 Bond represents the only Bonds of the Agency Outstanding under the Master Resolution. No Parity Obligations are currently issued and Outstanding under the Master Resolution. The Series 2022 Bond was issued for the principal purpose of financing the Cost of the “Series 2022 Redevelopment Project” as defined in the 2022 Supplemental Resolution.

C. Subsequent to the issuance of the Series 2022 Bond, the following occurred: (i) the plan for redevelopment of the Northwest District Area (as more fully defined in the Master Resolution, the “Redevelopment Area”) approved by the Agency pursuant to Resolution No. 2021-53 adopted on July 20, 2021 and by the City Commission pursuant to Resolution No. 2021-287 adopted on September 14, 2021 was amended by Resolution No. 2024-31 adopted by the Agency on May 21, 2024 and by Resolution No. 2024-144 adopted by the City Commission on June 11, 2024 (the “2024 Redevelopment Plan Amendment”); (ii) the County adopted Resolution No. 2024-088 on April 19, 2024 approving the extension of the duration of the Redevelopment Area through December 31, 2049 (the “County Resolution”); and (iii) Exhibit 1 to the Interlocal Agreement was amended to reflect certain projects in the 2024 Redevelopment Plan Amendment, including projects referenced in clause (ii) of the definition of Additional Redevelopment Project (hereinafter defined). For purposes of the Master Resolution, the term “Redevelopment Plan” includes the 2024 Redevelopment Plan Amendment.

D. The Master Resolution authorizes the issuance of Additional Bonds payable from, and secured by, a pledge of the Pledged Revenues on a parity with Bonds and Parity Obligations

Outstanding under the Master Resolution, including the Series 2022 Bond, subject to compliance with the terms and conditions set forth in the Master Resolution.

E. The Agency hereby determines that it is necessary, desirable, and in the best interests of the Agency and serves a paramount public purpose to finance (including through reimbursement) all or a portion of the Cost of a Project consisting of the following public capital improvements, all of which are in the Redevelopment Plan: (i) the NW 6th Avenue beautification project to improve the aesthetics of the roadway from Atlantic Boulevard to NW 15th Street, which includes, without limitation, demolition of three roundabouts and replacement with raised brick paver intersections, replacement of worn and dilapidated utility boxes, replacement of street lighting with LED lamps, milling, sealing, striping and repaving the public roadway, landscaping the public right of way areas and constructing a public parking lot on Agency-owned property for Annie Adderly Gillis Park and (ii) various public infrastructure and related improvements in furtherance of the Agency's and the City's master development plan for the City's downtown area, including, without limitation, public roadways and alleys, pedestrian bridges, grading public property for future use for public projects, public open space, parks and other common areas, upgrades to the existing drainage system, improvements to existing water and sewer mains, signage, traffic signal modifications and realignment of existing traffic signals (collectively, the "Additional Redevelopment Project").

F. In furtherance of the foregoing, and pursuant to the Master Resolution, subject to the requirements of Section 3 and Section 4 hereof, the Agency deems it to be in its best interest to issue the Authorized Additional Bonds in one or more Series of Tax Exempt Bonds and/or Taxable Bonds, in the aggregate original principal amount of not exceeding \$75,000,000 (exclusive of original issue discount and original issue premium), and to apply the proceeds of the Authorized Additional Bonds to finance (including through reimbursement), together with other legally available funds, all or a portion of the Cost of the Additional Redevelopment Project, including for such purposes as set forth herein. By resolution, the Agency has previously indicated its intent to reimburse all or a portion of the Cost of the Additional Redevelopment Project from proceeds of Bonds issued under the Master Resolution.

G. Due to the volatility of the market for instruments such as the Authorized Additional Bonds, and the complexity of the transactions relating to the Authorized Additional Bonds, it is in the best interest of the Agency for each Series of Authorized Additional Bonds to be sold by a delegated, negotiated sale, rather than at a specified advertised date, in order to permit each Series of Authorized Additional Bonds to be sold at the most advantageous time and to obtain the best possible price and interest rates per annum for each Series of Authorized Additional Bonds. As more fully provided in Section 4 hereof, the Underwriter (hereinafter defined) of each Series of Authorized Additional Bonds selected in accordance herewith shall provide the Agency with a disclosure and truth-in-bonding statement containing the information required by Section 218.385, Florida Statutes prior to the Agency's acceptance of the Underwriter's offer to purchase such Series of Authorized Additional Bonds.

H. All of the provisions, covenants, pledges and conditions in the Bond Resolution shall be applicable to the Authorized Additional Bonds of a Series and such Authorized Additional Bonds of a Series shall constitute "Bonds" and "Additional Bonds" within the meaning of the Master Resolution. Each Series of Authorized Additional Bonds shall be secured by a lien on the Pledged Revenues in the manner, and to the extent, provided in the Master Resolution, on a parity with one

another, with the Outstanding Series 2022 Bond, and with any Additional Bonds and Parity Obligations, in addition to the Authorized Additional Bonds, hereafter issued and Outstanding under the Master Resolution.

I. No Event of Default has occurred and is continuing under the Master Resolution. All of the covenants in the Master Resolution will be fully applicable to each Series of Authorized Additional Bonds as if originally issued under the Master Resolution.

**SECTION 3. ADDITIONAL REDEVELOPMENT PROJECT; APPROVAL AND AUTHORIZATION OF THE AUTHORIZED ADDITIONAL BONDS AND RELATED MATTERS.**

(a) The Agency hereby confirms its approval of the Additional Redevelopment Project through its approval of the Redevelopment Plan. The components of the Additional Redevelopment Project funded by a Series of Authorized Additional Bonds may be designated as the “Series 20[ ] Redevelopment Project” (with the applicable Series designation indicating the year in which the related Series of Authorized Additional Bonds is issued) and referred to as such in the related Preliminary Official Statement and related final Official Statement (as such capitalized terms are hereinafter defined) and in the closing certificates and instruments executed and delivered in connection with the related Series of Authorized Additional Bonds. The Agency hereby delegates authority to the Executive Director, in consultation with bond counsel to the Agency, to determine, prior to the issuance of a Series of Authorized Additional Bonds, which components of the Additional Redevelopment Project are eligible to be funded by such Series of Authorized Additional Bonds issued as Tax Exempt Bonds. Any components of the Additional Redevelopment Project determined not to be so eligible may be funded by a Series of Authorized Additional Bonds issued as Taxable Bonds. The final list of the components of the Additional Redevelopment Project to be funded by each Series of Authorized Additional Bonds issued as Tax Exempt Bonds and the final list of the components of the Additional Redevelopment Project to be funded by each Series of Authorized Additional Bonds issued as Taxable Bonds, if any, shall be as set forth in a certificate of the Executive Director executed and delivered on the date of issuance of the related Series of Authorized Additional Bonds (each, an “Executive Director Certificate”).

(b) Based on a certificate of the Executive Director executed and delivered following the issuance of a Series of Authorized Additional Bonds, the Agency may modify or amend the Additional Redevelopment Project funded by such Series to delete components thereof or to add components thereto that are Projects contained in the Redevelopment Plan, provided that the Agency first obtains an opinion of bond counsel to the effect that such modification or amendment will not adversely affect, for federal income tax purposes, the tax-exempt status of the related Series of Outstanding Authorized Additional Bonds issued as Tax Exempt Bonds.

(c) Subject to the provisions of Section 3(a) and Section 4 hereof, the Agency hereby authorizes and approves the issuance of the Authorized Additional Bonds in one or more Series of Tax Exempt Bonds and/or Taxable Bonds and as Additional Bonds within the meaning of the Master Resolution in the aggregate original principal amount of not exceeding \$75,000,000 (exclusive of original issue discount and original issue premium) to be known as the “Pompano Beach Community Redevelopment Agency Tax Increment Revenue Bonds (Northwest District Area), Series 20[ ]” (collectively, the “Authorized Additional Bonds”). The applicable Series designation for each Series

of Authorized Additional Bonds, indicating the year in which such Series of Authorized Additional Bonds is issued and further designating whether such Series is being issued as Taxable Bonds, shall be set forth in the related Preliminary Official Statement, and shall be deemed part of the name of such Series of Bonds. Proceeds of each Series of Authorized Additional Bonds shall be used for the purpose of providing funds to finance (including through reimbursement), together with other legally available funds, all or a portion of the Cost of the Additional Redevelopment Project, including to pay costs of issuance of the applicable Series of Authorized Additional Bonds, which may include the premium(s) for a municipal bond insurance policy and/or Reserve Product, if determined to be appropriate pursuant to Section 7 hereof. Additionally, as provided in Section 4 hereof, proceeds of each Series of the Authorized Additional Bonds may be applied to fund capitalized interest and/or fund a subaccount or subaccounts in the Reserve Account.

(d) In furtherance of the foregoing, the specific amounts to be deposited with respect to a Series of Authorized Additional Bonds into the related Series 20[ ] Construction Subaccount Account (hereinafter defined), the related Series 20[ ] Bonds Cost of Issuance Subaccount (hereinafter defined), the related Series 20[ ] Capitalized Interest Subaccount (hereinafter defined), if any is established, and the related Series 20[ ] Reserve Subaccount (hereinafter defined), if any is established, shall be set forth in the related Executive Director Certificate. Amounts representing proceeds of each Series of Authorized Additional Bonds on deposit in the related Series 20[ ] Construction Subaccount, the related Series 20[ ] Cost of Issuance Subaccount, the related Series 20[ ] Capitalized Interest Subaccount, if any, and the related Series 20[ ] Reserve Subaccount, if any, together with investment earnings thereon, shall be applied as provided in the Bond Resolution.

(e) The portion of the proceeds of each Series of Authorized Additional Bonds to be used to pay all or a portion of the Costs of the Authorized Additional Redevelopment Project, other than the Costs of issuance of such Series of Authorized Additional Bonds, shall be deposited or credited on the date of issuance of such Series to a separate subaccount in the Construction Account, which subaccount is hereby authorized to be created and designated as the “Series 20[ ] Construction Subaccount” (with the establishment of such subaccount and the applicable Series designation, indicating the year in which the related Series of Authorized Additional Bonds is issued, being set forth in the related Executive Director Certificate). To the extent any such proceeds are used to reimburse the Agency for Costs of the Authorized Additional Redevelopment Project incurred prior to the date of issuance of the applicable Series of Authorized Additional Bonds, such reimbursement will be reflected in the related Executive Manager Certificate. A portion of the proceeds of each Series of Authorized Additional Bonds shall be used to pay the Costs of issuance of such Series and shall be deposited on the date of issuance of such Series to a separate subaccount in the Construction Account, which subaccount is hereby authorized to be created and designated as the “Series 20[ ] Cost of Issuance Subaccount” (with the establishment of such subaccount and the applicable Series designation, indicating the year in which the related Series of Authorized Additional Bonds is issued, being set forth in the related Executive Director Certificate). Any amounts remaining on deposit in a Series 20[ ] Cost of Issuance Subaccount on the date which is 180 days from the date of issuance of the related Series of Authorized Additional Bonds shall be transferred to the related Series 20[ ] Construction Subaccount.

(f) Each Series of the Authorized Additional Bonds shall be secured by a first lien on and pledge of the Pledged Revenues, on a parity with one another, with the Outstanding Series 2022 Bond, and with any Additional Bonds and Parity Obligations, in addition to the Authorized

Additional Bonds, hereafter issued and Outstanding under the Master Resolution. As a condition to the issuance of each Series of the Authorized Additional Bonds, the applicable requirements of Section 10.02 of the Master Resolution shall be met.

(g) The Agency affirms, with respect to each Series of Authorized Additional Bonds issued as Tax Exempt Bonds: (i) the tax covenants set forth in Section 9.06 of the Master Resolution and (ii) the matters relating to rebate set forth in Section 9.07 of the Master Resolution. In furtherance thereof, the Agency covenants with the holders of each Series of Authorized Additional Bonds issued as Tax Exempt Bonds that it shall comply with the requirements of the Code necessary to maintain the exclusion of interest on such Series of Authorized Additional Bonds from gross income for purposes of federal income taxation, including the payment of any amount required to be rebated to the U.S. Treasury pursuant to the Code, and, in particular, that it shall not make or direct the making of any investment or other use of the proceeds of such Series of Authorized Additional Bonds (or amounts deemed to be proceeds under the Code) in any manner which would cause the interest on such Series of Authorized Additional Bonds to be or become subject to federal income taxation, nor shall it fail to do any act which is necessary to prevent such interest from becoming subject to federal income taxation. The Agency further covenants that neither the Agency nor any other person under its control or direction will make any investment or other use of the proceeds of a Series of Authorized Additional Bonds issued as Tax Exempt Bonds (or amounts deemed to be proceeds under the Code) in any manner which would cause such Series of Authorized Additional Bonds to be “private activity bonds” as that term is defined in Section 141 of the Code (or any successor provision thereto), or “arbitrage bonds” as that term is defined in Section 148 of the Code (or any successor provision thereto), and that it will comply with such sections of the Code throughout the term of such Series of Authorized Additional Bonds.

(h) Each Series of the Authorized Additional Bonds shall be initially issued as a single fully registered bond for each maturity. Each Series of the Authorized Additional Bonds shall be dated as of its date of issuance or such other date as set forth in the related Official Statement, shall be issued in denominations of \$5,000 or integral multiples thereof, and will bear interest payable semi-annually on each February 1 and August 1, commencing on the date specified in the related Official Statement.

(i) Subject to the requirements of Section 4 hereof, each Series of the Authorized Additional Bonds shall be subject to mandatory sinking fund redemption, if issued as Term Bonds, shall be subject to optional redemption, and may be subject to extraordinary redemption, all as shall be provided in the related final Official Statement and in such Series of Authorized Additional Bonds. Each Series of Authorized Additional Bonds may be issued as Serial Bonds and/or Term Bonds, and any Term Bonds shall have such Amortization Installments as shall be set forth in the related final Official Statement and in such Series of Authorized Additional Bonds.

(j) The Chairman or his designee is hereby authorized and directed to execute, and/or to cause his facsimile signature to be placed on, and the Secretary or his designee is hereby authorized to attest, by manual or facsimile signature, without further act of the Agency, each Series of Authorized Additional Bonds and such officers are further authorized to cause the corporate seal of the Agency to be imprinted or reproduced thereon and to deliver such Series of Authorized Additional Bonds to the Registrar for authentication and delivery. Each Series of Authorized Additional Bonds shall be in substantially the form set forth in Exhibit A hereto, with such

insertions, deletions, modifications and changes as are necessary and appropriate, consistent with the Parameters (hereinafter defined), and approved by the Executive Director, in consultation with the Agency's general counsel and Bond Counsel. Execution of each Series of Authorized Additional Bonds by the Chairman or his designee shall constitute conclusive evidence of the approval thereof by the Agency.

(k) A book-entry-only system of registration is hereby authorized for each Series of Authorized Additional Bonds. Prior to the issuance of the first Series of Authorized Additional Bonds, the Executive Director is authorized to execute and deliver, without further act of the Agency, a customary agreement with The Depository Trust Company ("DTC") providing for such book-entry-only system (the "DTC Agreement"). So long as the Agency shall maintain a book-entry-only system with respect to the Authorized Additional Bonds, the following provisions shall apply:

Each Series of Authorized Additional Bonds shall initially be issued in the name of Cede & Co. as nominee for DTC, which will act as securities depository for such Series of Authorized Additional Bonds. So long as such Series of Authorized Additional Bonds are held in book-entry-only form, Cede & Co. shall be considered the registered owner for all purposes of the Bond Resolution. On original issue, each Series of Authorized Additional Bonds shall be deposited with DTC, which shall be responsible for maintaining a book-entry-only system for recording the ownership interests of its participants ("DTC Participants"), and other institutions who clear through or maintain a custodial relationship with DTC Participants ("Indirect Participants"). The DTC Participants and Indirect Participants will be responsible for maintaining records with respect to the beneficial ownership interests of individual purchasers of each Series of Authorized Additional Bonds ("Beneficial Owners").

Principal and interest prior to and at maturity shall be payable directly to Cede & Co. in care of DTC. Disbursal of such amounts to DTC Participants shall be the responsibility of DTC. Payments to Indirect Participants shall be the responsibility of DTC Participants, and payments by DTC Participants and Indirect Participants to Beneficial Owners shall be the responsibility of DTC Participants and Indirect Participants and not of DTC, the Paying Agent or the Agency.

Individuals may purchase beneficial interests in the amount of \$5,000 or integral multiples thereof in book-entry-only form, without certificated Authorized Additional Bonds of a Series, through the DTC Participants and Indirect Participants.

DURING THE PERIOD FOR WHICH CEDE & CO. IS REGISTERED OWNER OF A SERIES OF AUTHORIZED ADDITIONAL BONDS, ANY NOTICE TO BE PROVIDED TO ANY REGISTERED OWNER THEREOF WILL BE PROVIDED TO CEDE & CO. DTC SHALL BE RESPONSIBLE FOR NOTICE TO DTC PARTICIPANTS AND DTC PARTICIPANTS SHALL BE RESPONSIBLE FOR NOTICE TO INDIRECT PARTICIPANTS, AND DTC PARTICIPANTS AND INDIRECT PARTICIPANTS SHALL BE RESPONSIBLE FOR NOTICE TO BENEFICIAL OWNERS.



The DTC Agreement may be terminated at any time by either DTC or the Agency. In the event of such termination, the Agency shall select another securities depository or discontinue such book-entry-only system. If the Agency does not replace DTC, the Registrar will register and deliver to the Beneficial Owners replacement Authorized Additional Bonds of the same Series in the form of fully registered Authorized Additional Bonds of such Series, without coupons, in denominations of \$5,000 or integral multiples thereof, in accordance with instructions from Cede & Co.

#### **SECTION 4. SALE OF THE AUTHORIZED ADDITIONAL BONDS; PARAMETERS AND RELATED MATTERS.**

(a) Based on the findings set forth in Section 2(G), the Agency hereby delegates authority to the Executive Director, in consultation with the Agency's municipal advisor (the "Municipal Advisor"), to select, pursuant to a proposal process, one or more qualified financial institutions to serve as the underwriter or underwriters for each Series of the Authorized Additional Bonds. The underwriter or underwriters so selected are referred to herein as the "Underwriter."

(b) Each Bond Purchase Contract relating to a Series of Authorized Additional Bonds shall be substantially in the form attached hereto as Exhibit B (the "Bond Purchase Contract"), and such form is hereby authorized and approved, with such insertions, deletions, modifications and changes as are necessary and appropriate, consistent with the Parameters, and approved by the Executive Director, in consultation with the Agency's general counsel and Bond Counsel. Upon such approval, the Chairman or his designee is hereby authorized and directed to execute, without further act of the Agency, each Bond Purchase Contract and to accept the disclosure and truth-in-bonding statement to be provided by the Underwriter pursuant to Section 218.385, Florida Statutes. Execution of each Bond Purchase Contract by the Chairman or his designee shall constitute conclusive evidence of the approval thereof by the Agency.

(c) The Executive Director, in consultation with the Municipal Advisor, is hereby authorized and directed to determine the following with respect to each Series of the Authorized Additional Bonds, subject to the applicable Parameters: (i) the maturity dates; (ii) the aggregate original principal amount; (iii) the dated date; (iv) the first interest payment date; and (v) the redemption provisions. The Executive Director, in consultation with the Agency's general counsel, Bond Counsel and Municipal Advisor, is also authorized to determine the respective dates of the negotiated sale and issuance of each Series of the Authorized Additional Bonds and the components of the Additional Redevelopment Project to be funded by such Series. Notwithstanding anything herein to the contrary, nothing herein shall require the Authorized Additional Bonds to be issued in more than one Series.

(d) In addition to the foregoing, the Executive Director, in consultation with the Municipal Advisor, is hereby authorized to determine with respect to each Series of Authorized Additional Bonds:

(i) whether it is necessary and advisable to capitalize interest on such Series of Authorized Additional Bonds, and, if so, the period of time during which interest shall be capitalized (subject to the limitations of applicable law, the Code with respect to Tax Exempt Bonds, and the Parameters) and to cause such information to be set forth in the related

Preliminary Official Statement. If a portion of the proceeds of a Series of Authorized Additional Bonds will be used to fund capitalized interest on such Series, the establishment of a related subaccount in the Construction Account designated as the “Series 20[ ] Capitalized Interest Subaccount” is hereby authorized and approved (with the establishment of such subaccount and the applicable Series designation, indicating the year in which the related Series of Authorized Additional Bonds is issued, being set forth in the related Executive Director Certificate). The amount of the proceeds of a Series of Authorized Additional Bonds representing capitalized interest on such Series, if any, shall be set forth in the related Executive Director Certificate and is hereby deemed approved; and

(ii) whether it is necessary and advisable to fund a subaccount in the Reserve Account in connection with such Series of Authorized Additional Bonds in order to market such Series and, if such Series of Authorized Additional Bonds is to be secured by a subaccount in the Reserve Account, the applicable Reserve Requirement for such Series of Authorized Additional Bonds (subject to the requirements of the Master Resolution, the Code with respect to Tax Exempt Bonds, and the Parameters) (the “Series 20[ ] Reserve Requirement”) (with the establishment of such Reserve Requirement and the applicable Series designation, indicating the year in which the related Series of Authorized Additional Bonds is issued, being set forth in the related Executive Director Certificate). The amount of the proceeds of a Series of Authorized Additional Bonds representing the related Series 20[ ] Reserve Requirement, if any, shall be set forth in the related Executive Director Certificate and is hereby deemed approved. If a portion of the proceeds of a Series of Authorized Additional Bonds will be used to fund a related Series 20[ ] Reserve Requirement, the establishment of a subaccount in the Reserve Account designated as the “Series 20[ ] Reserve Subaccount” and securing only the related Series of Authorized Additional Bonds is hereby authorized and approved (with the establishment of such subaccount and the applicable Series designation, indicating the year in which the related Series of Authorized Additional Bonds is issued, being set forth in the related Executive Director Certificate). Notwithstanding the foregoing, if set forth in the related Executive Director Certificate, a Series of Authorized Additional Bonds may be secured by the same subaccount in the Reserve Account that secures another Series of Authorized Additional Bonds. The applicable Series 20[ ] Reserve Requirement, if any, may be satisfied, all or in part, by a Reserve Product, as more fully provided in Section 7 hereof.

(e) For purposes hereof, the “Parameters” shall be as follows: (i) the aggregate original principal amount of the Authorized Additional Bonds shall not exceed \$75,000,000 (exclusive of original issue discount and original issue premium); (ii) the interest rate or rates per annum on each Series of Authorized Additional Bonds shall not exceed the maximum rate permitted by applicable law; (iii) the final maturity date of each Series of Authorized Additional Bonds shall not be later than December 31, 2049; (iv) the purchase price for each Series of Authorized Additional Bonds shall not be less than 98% of the aggregate original principal amount of such Series of Authorized Additional Bonds; (v) each Series of Authorized Additional Bonds shall be subject to mandatory sinking fund redemption, if issued as Term Bonds, shall be subject to optional redemption as provided in the related final Official Statement, and may be subject to extraordinary redemption, in each case, in such manner and at such times so as to produce the best market acceptance for such Series of Authorized Additional Bonds, all as shall be provided in the related final Official Statement; and (vi) each Series of Authorized Additional Bonds issued as Tax Exempt Bonds may be sold with original

issue premium only if such sale with original issue premium shall meet the requirements of the Code with respect to such Series of Authorized Additional Bonds. The execution by the Executive Director or his designee of the related Executive Director Certificate shall constitute conclusive evidence that the Parameters have been met with respect to the related Series of Authorized Additional Bonds.

**SECTION 5. PRELIMINARY OFFICIAL STATEMENT AND OFFICIAL STATEMENT.** The Preliminary Official Statement relating to each Series of Authorized Additional Bonds shall be in substantially the form attached hereto as Exhibit C (each, a “Preliminary Official Statement”), and such form is hereby authorized and approved, with such insertions, deletions, modifications, and changes as may be approved by the Executive Director, in consultation with the Agency’s general counsel, Bond Counsel, disclosure counsel and Municipal Advisor. The distribution and use of the related Preliminary Official Statement by the Underwriter in connection with the marketing of each Series of Authorized Additional Bonds is hereby authorized. The execution by the Executive Director or his designee of a certificate deeming each Preliminary Official Statement final within the meaning of Rule 15c2-12 of the Securities Exchange Act of 1934 is hereby authorized. The Executive Director or his designee or the Chairman or his designee is hereby authorized and directed to execute, and the Secretary or his designee is hereby authorized and directed to attest, without further act of the Agency, a final Official Statement to be dated the date of the sale of the related Series of Authorized Additional Bonds to the Underwriter (each, an “Official Statement”), and, upon such execution, to deliver the same to the Underwriter for use in connection with the related Series of Authorized Additional Bonds. Each Official Statement shall, among other matters, contain such information as necessary to confirm the details of the related Series of Authorized Additional Bonds. The execution and delivery of each Official Statement by the Executive Director or his designee shall constitute conclusive evidence of the approval thereof. The Agency hereby authorizes each Official Statement and the information contained therein to be used in connection with the offering and sale of the related Series of Authorized Additional Bonds.

**SECTION 6. PAYING AGENT AND REGISTRAR.** The Executive Director, in consultation with the Municipal Advisor, is authorized to select a qualified financial institution, pursuant to a proposal process, to serve as the initial Paying Agent and Registrar for each Series of Authorized Additional Bonds; provided, however, the financial institution selected to serve as the Paying Agent and Registrar for the first Series of Authorized Additional Bonds may serve in that capacity for any other Series of Authorized Additional Bonds. The Chairman or his designee is hereby authorized and directed to execute, and the Secretary or his designee is hereby authorized and directed to attest, without further act of the Agency, a customary paying agent and registrar agreement between the Agency and the Paying Agent and Registrar for each Series of Authorized Additional Bonds.

**SECTION 7. INSURANCE MATTERS; RATINGS.** Obtaining a municipal bond insurance policy with respect to any Series of Authorized Additional Bonds and/or any maturities thereof is hereby authorized and approved if the Executive Director, determines, in consultation with the Municipal Advisor, that obtaining such municipal bond insurance policy is in the best interest of the Agency. Obtaining a Reserve Product to fund all or a portion of the applicable Series 20[ ] Reserve Requirement, if the Series 20[ ] Subaccount in the Reserve Account is established in connection with one or more Series of Authorized Additional Bonds, is hereby authorized and approved. In consultation with the Agency’s general counsel, Bond Counsel and Municipal Advisor,

the Chairman or his designee is hereby authorized and directed to execute, and the Secretary or his designee is hereby authorized and directed to attest, without further act of the Agency, any agreements with the provider of a municipal bond insurance policy and/or Reserve Product as necessary to set forth the requirements of such provider, which agreements may permit the provider, as a Bond Insurer, to consent in lieu of owners of the related Series of Authorized Additional Bonds for purposes of the Master Resolution. The execution of such agreement(s) by the Chairman or his designee shall constitute conclusive evidence of the approval thereof. In the event a municipal bond insurance policy is obtained for all or a portion of a Series of Authorized Additional Bonds, the applicable Bond Insurer shall have the rights set forth in the Master Resolution with respect to the Series of Authorized Additional Bonds subject to the municipal bond insurance policy, including, without limitation, the rights set forth in Section 11.02 and 11.08 of the Master Resolution. The Executive Director, in consultation with the Municipal Advisor, is authorized to seek to obtain an investment grade rating or ratings for each Series of Authorized Additional Bonds.

**SECTION 8.**      **CONTINUING DISCLOSURE.** The Continuing Disclosure Certificate relating to each Series of Authorized Additional Bonds shall be substantially in the form attached as Exhibit D, and such form is hereby authorized and approved, with such insertions, modifications, and deletions as are approved by the Executive Director, in consultation with the Agency's general counsel, disclosure counsel and Municipal Advisor. The Chairman or his designee is hereby authorized and directed to execute, and the Secretary or his designee is hereby authorized and directed to attest, without further act of the Agency, each Continuing Disclosure Certificate. The execution and delivery of each Continuing Disclosure Certificate by the Chairman or his designee shall constitute conclusive evidence of the approval thereof. The Obligated Person with respect to each Continuing Disclosure Certificate is the Agency. The Executive Director is hereby authorized to appoint a firm to serve as initial dissemination agent under each Continuing Disclosure Certificate and execution of each Continuing Disclosure Certificate by the Chairman shall be conclusive evidence of such appointment.

**SECTION 9.**      **AMENDMENT TO MASTER RESOLUTION.** The following amendment is made to the Master Resolution as permitted by Section 12.01 of the Master Resolution to correct scrivener's errors as follows, to amend and restate Section 7.01(b) of the Master Resolution as follows (with strikethroughs indicating deletions and underlining adding additions):

“(b) the amount of ad valorem taxes which would have been produced by the rate upon which the tax is levied each year by or for the City upon the total of the assessed value of the taxable real property within the Redevelopment Area as shown on the assessment roll used in connection with the taxation of such property by the City ~~prior to~~ as of January 1, 1989.”

**SECTION 10.**      **GENERAL AUTHORITY.** The Chairman, Secretary, Executive Director and any other proper officials of the Agency are hereby authorized to do all acts and things required of them by this Supplemental Resolution, the Master Resolution, each Series of Authorized Additional Bonds, the DTC Agreement, each Bond Purchase Contract and each Continuing Disclosure Certificate or that may otherwise be desirable or consistent with accomplishing the full, punctual and complete performance of all the terms, covenants and agreements contained in any of the foregoing and each member, employee, attorney and officer of the Agency is hereby authorized

and directed to execute and deliver any and all papers and instruments and to cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated thereby.

**SECTION 11.**     **SEVERABILITY AND INVALID PROVISIONS.** If any one or more of the covenants, agreements or provisions herein contained shall be held contrary to any express provision of law or contrary to the policy of express law, but not expressly prohibited or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining covenants, agreements or provisions and shall in no way effect the validity of the other provisions hereof or of the Authorized Additional Bonds.

**SECTION 12.**     **EFFECTIVE DATE.** This Supplemental Resolution shall take effect immediately upon the occurrence of the following two conditions: (a) its adoption and (b) the adoption by the City Commission of a resolution approving the adoption by the Agency of this Supplemental Resolution.

**PASSED AND ADOPTED this 14th day of May, 2025.**

**POMPANO BEACH COMMUNITY  
REDEVELOPMENT AGENCY**

**[SEAL]**

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**REX HARDIN, CHAIRMAN**

**ATTEST:**

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**KERVIN ALFRED, SECRETARY**

**EXHIBIT A**  
**FORM OF AUTHORIZED ADDITIONAL BONDS**

No. R-[ ]

\$[ ]

**UNITED STATES OF AMERICA**

**STATE OF FLORIDA**

**POMPANO BEACH COMMUNITY REDEVELOPMENT AGENCY**

**TAX INCREMENT REVENUE BOND (NORTHWEST DISTRICT AREA),  
SERIES 20[ ]**

<b>Interest Rate</b>	<b>Dated Date</b>	<b>Maturity Date</b>	<b>CUSIP</b>
[ ]%	[ ] 1, 20[ ]	[ ], 20[ ]	[ ]

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: [ ] MILLION DOLLARS

The POMPANO BEACH COMMUNITY REDEVELOPMENT AGENCY (hereinafter called the "Agency"), for value received, hereby promises to pay to the order of the Registered Owner identified above or registered assigns, as herein provided, on the Maturity Date identified above (unless this Bond shall have been duly called for redemption prior to maturity and payment of the redemption price shall have been duly made or provided for) upon the presentation and surrender hereof at the designated corporate trust office of [ ], [ ], as Registrar, from the sources hereinafter mentioned, the Principal Amount identified above in any coin or currency of the United States of America which on the date of payment thereof is legal tender for the payment of public and private debts, and to pay, solely from said sources, to the Registered Owner hereof by wire transfer or check transmitted to the Registered Owner at his address as it appears on the Bond registration books of the Agency as it appears on the 15th day of the calendar month preceding the applicable interest payment date, interest on said Principal Amount at the Interest Rate per annum identified above on each August 1 and February 1 commencing [ ] 1, 20[ ]. Notwithstanding the foregoing, presentation shall not be required when this Bond is held in a book-entry-only system of registration.

This Bond is one of an authorized issue of Bonds of the Agency designated as its Tax Increment Bonds (Northwest District Area), Series 20[ ] and issued in the aggregate original principal amount of \$[ ] (the "Series 20[ ] Bonds") of like date, tenor and effect, except as to number, principal amount, maturity, redemption provisions and interest rate. The Series 20[ ] Bonds are issued pursuant to the authority of and in full compliance with the Constitution and laws

of the State of Florida, including particularly the Community Redevelopment Act of 1969, Part III, Chapter 163, Florida Statutes, as amended, and other applicable provisions of law. This Bond and the interest hereon is payable solely from and secured by a lien upon and pledge of the Pledged Revenues, and amounts held in certain funds and accounts established under the hereinafter described Supplemental Resolution (collectively, the “Pledged Revenues”), all in the manner and to the extent provided in Resolution No. 2022-20 adopted by the Agency on June 28, 2022, as supplemented by Resolution No. 2025-08 adopted by the Agency on May 14, 2025 (as the same may be supplemented and amended from time to time, collectively, the “Bond Resolution”). This Bond is subject to all of the terms and conditions of the Bond Resolution.

All terms used herein in capitalized form and not otherwise defined shall have the meanings ascribed thereto in the Bond Resolution.

Reference is hereby made to the Bond Resolution for the provisions, among others, relating to the terms, lien and security of the Bonds, the custody and application of the proceeds of the Series 20[ ] Bonds, the rights and remedies of the registered owners of the Series 20[ ] Bonds, the extent of and limitations, on the Agency’s rights, duties and obligations, and the provisions permitting the issuance of additional parity indebtedness, to all of which provisions the Registered Owner hereof for itself and its successors in interest assents by acceptance of this Bond.

This Bond and the indebtedness represented hereby are limited obligations of the Agency secured solely by the Pledged Revenues in the manner and to the extent provided in the Bond Resolution and shall not be deemed to constitute a general or moral indebtedness or a pledge of the faith and credit of the Agency, the City, Broward County, Florida, the State of Florida or any other political subdivision thereof within the meaning of any constitutional, legislative or charter provision or limitation. It is expressly agreed by the Registered Owner of this Bond that such Registered Owner shall never have the right, directly or indirectly, to require or compel the exercise of the ad valorem taxing power of the City, Broward County, Florida, the State of Florida or any political subdivision thereof or taxation in any form on any real or personal property for the payment of the principal of, premium, if any, and interest on this Bond or for the payment of any other amounts provided for in the Bond Resolution. It is further agreed as between the Agency and the Registered Owner of this Bond that this Bond and the indebtedness evidenced hereby shall not constitute a lien upon any other funds or property of or in the Agency, but shall constitute a lien only on the Pledged Revenues as described in the Bond Resolution. The Agency has no taxing power.

The Series 20[ ] Bonds are being issued on a parity with the Agency’s Tax Increment Revenue Bond (Northwest District Area), Series 2022 (the “Series 2022 Bond”) issued and Outstanding under the Master Resolution, as supplemented in connection with the Series 2022 Bond [add any other previously issued Series of outstanding Authorized Additional Bonds]. The Agency may hereafter issue Additional Bonds and Parity Obligations on a parity with the Outstanding Series 20[ ] Bonds and the Outstanding Series 2022 Bond [add any other previously issued Series of outstanding Authorized Additional Bonds] from time to time upon the conditions and within the limitations and in the manner provided in the Master Resolution.

Modifications or alterations of the Bond Resolution or any resolutions supplemental thereto may be made only to the extent and in the circumstances permitted by the Master Resolution.

This Bond does not constitute a general indebtedness of the Agency within the meaning of any constitutional, statutory, or charter provision or limitation, and it is expressly agreed by the Holder of this Bond that such Bondholder shall never have the right to require or compel the exercise of the ad valorem taxing power of the Agency or taxation of any real or personal property therein for the payment of the principal of, premium if any, and interest on this Bond or the making of any debt service fund, reserve or other payments provided for in the Bond Resolution.

It is further agreed between the Agency and the Holder of this Bond that this Bond and the indebtedness evidenced thereby shall not constitute a lien upon the Additional Redevelopment Project, or any part thereof, or on any other property of or in the Agency, but shall constitute a lien only on the Pledged Revenues, all in the manner provided in the Bond Resolution.

The Agency has entered into certain covenants with the Holders of the Series 20[ ] Bonds for the terms of which reference is made to the Bond Resolution.

The Registered Owner of this Bond shall have no right to enforce the provisions of the Bond Resolution, or to institute action to enforce the covenants therein, or to take any action with respect to any Event of Default under the Bond Resolution, or to institute, appear in or defend any suit or other proceeding with respect thereto, except as provided in the Bond Resolution.

The initial Registered Owner, and each successive Registered Owner of this Bond shall be conclusively deemed to have agreed and consented to the following terms and conditions:

1. This Bond shall be issued initially pursuant to a book-entry-only system administered by The Depository Trust Company, New York, New York ("DTC"), which shall act a securities depository for the Series 20[ ] Bonds, with no physical distribution of Series 20[ ] Bonds to be made. Any provisions of the Bond Resolution or this Bond requiring physical delivery of Series 20[ ] Bonds shall, under the book-entry-only system, be deemed to be satisfied by a notation on the records maintained by DTC of beneficial ownership interests of DTC participants. Beneficial ownership interests in this Bond may be transferred in accordance with the book-entry-only system maintained by DTC.

2. This Bond shall initially be issued in the name of Cede & Co. as nominee for DTC, and so long as this Bond is held in book-entry-only form Cede & Co. shall be considered the Registered Owner for all purposes hereof. Payment to DTC participants shall be the responsibility of DTC. Payments by DTC participants to individual beneficial owners shall be the responsibility of DTC participants and not of DTC, the Registrar, or the Agency. By purchase and acceptance of a Bond or portion thereof in book-entry-only form, the beneficial owner agrees that the Agency shall have no responsibility for the action or inaction of DTC or other registered depository or any of its participants, nominees, or successors as depository in connection with this Bond.

3. This Bond shall be registered as to both principal and interest and shall not be registered to "bearer."

4. The Registrar shall keep books for the registration of this Bond and for the registration of transfers of this Bond as provided in the Bond Resolution. This Bond may be transferred only upon the books of the Agency kept by the Registrar under the Bond Resolution upon surrender thereof at the principal office of the Registrar by the Registered Owner thereof in person or



by his duly authorized attorney in writing, but only in the manner, subject to the limitations and upon payment of a sum sufficient to cover any charge that may be imposed in connection with such transfer, as provided in the Bond Resolution, together with a written instrument of transfer duly executed by the Registered Owner or his duly authorized attorney. Upon any such transfer, there shall be executed in the name of the transferee, and the Registrar shall authenticate and deliver, a new registered Series 20[ ] Bond in authorized denominations, in the same aggregate principal amount and of the same series, maturity and interest rate as the surrendered bond.

5. In like manner, subject to such conditions and upon the payment of a sum sufficient to cover any tax, fee, or governmental charge, if any, that may be imposed in connection with such exchange, as provided in the Bond Resolution, the Registered Owner of this Bond may surrender this Bond (together with a written authorization for exchange satisfactory to the Registrar duly executed by the Registered Owner or his duly authorized attorney) and upon such surrender the Registrar shall authenticate and deliver a new registered Series 20[ ] Bond in exchange for an equal aggregate principal amount of fully registered bonds in authorized denominations of the same series, maturity and interest rate as this Bond.

6. The Agency and the Registrar may treat the Registered Owner of any Series 20[ ] Bond as the absolute owner of such Series 20[ ] Bond for the purpose of receiving payment of, or on account of, the principal of and interest on such Series 20[ ] Bond as the same becomes due, and for all other purposes, whether or not such Bond shall be overdue. All such payments so made to any Registered Owner or upon his order shall be valid and effectual to satisfy and discharge the liability upon such Series 20[ ] Bond to the extent of the sums so paid. The person in whose name any Series 20[ ] Bond is registered may be deemed the owner thereof by the Agency and the Registrar, and any notice to the contrary shall not be binding upon the Agency or the Registrar.

Optional Redemption of Series 20[ ] Bonds. The Series 20[ ] Bonds maturing on or prior to [ ] 1, 20[ ], are not subject to redemption at the option of the Agency prior to their respective dates of maturity. The Series 20[ ] Bonds maturing on or after [ ] 1, 20[ ], are subject to redemption at the option of the Agency prior to their respective dates of maturity on or after [ ] 1, 20[ ], in whole or in part at any time, and if in part, in accordance with the procedures described in this section below under “Partial Redemption,” at a redemption price equal to [one hundred percent (100%)] of the principal amount of the Series 20[ ] Bonds or portion of the Series 20[ ] Bonds to be redeemed, together with accrued interest from the most recent interest payment date as of which interest has been paid to the date fixed for redemption.

[Mandatory Sinking Fund Redemption of Series 20[ ] Bonds. The Series 20[ ] Bonds maturing on [ ] 1, 20[ ] are Term Bonds subject to mandatory redemption in part by the Agency by lot prior to their scheduled maturity from moneys in the Debt Service Account established under the Master Resolution in satisfaction of applicable Amortization Installments at the redemption price of 100% of the principal amount thereof, without premium, together with accrued interest to the date of redemption on August 1 of the years and in the principal amounts set forth below:

Redemption Date

Amortization Installment

\*

\_\_\_\_\_  
\*Final Maturity.]

Partial Redemption. If less than all of the Series 20[ ] Bonds shall be called for redemption, the particular maturity or maturities of Series 20[ ] Bonds or portions of Series 20[ ] Bonds to be redeemed shall be selected by the Agency, and the particular Series 20[ ] Bonds of like maturity to be redeemed shall be selected by the Registrar by such method as the Registrar in its sole discretion deems fair and appropriate. So long as the Series 20[ ] Bonds are in book-entry-only form held by DTC, the Registrar shall select such Series 20[ ] Bonds within such selected maturities on a “Pro Rata Pass-Through Distribution of Principal” basis in accordance with DTC procedures, provided that so long as such Series 20[ ] Bonds are held in book-entry-only form, the selection for redemption of such Series 20[ ] Bonds shall be made in accordance with the operational arrangements of DTC then in effect and, if the DTC operational arrangements do not allow for redemption on a “Pro Rata Pass-Through Distribution of Principal” basis, such Series 20[ ] Bonds shall be selected for redemption within each such maturity in such manner as the Registrar shall determine and in accordance with DTC procedures. In any event, the portion of the Series 20[ ] Bond to be redeemed in part shall be in the principal amount of \$5,000 or any integral multiple in excess thereof.

With regard to the foregoing, it is the Agency’s intent that redemption allocations made by DTC, its Participants, or such other intermediaries that may exist between the Agency and the Beneficial Owners be made pro rata. However, the Agency can provide no assurance that DTC, its Participants or any other intermediaries will allocate redemptions of Series 20[ ] Bonds on a pro rata basis.

In the event that the obligations of DTC are terminated, the Agency may determine that the Series 20[ ] Bonds shall be registered in the name of and deposited with a successor depository operating a universal book-entry system, as may be acceptable to the Agency, or such depository’s agent or designee, and if the Agency does not select such alternate universal book-entry system, then the Series 20[ ] Bonds may be registered in whatever name or names Registered Owners of Series 20[ ] Bonds transferring or changing Series 20[ ] Bonds designate, in accordance with the provisions of the Bond Resolution.

Notice of redemption of this Bond shall be given in the manner required by the Bond Resolution. Notwithstanding any other provision of the Bond Resolution to the contrary, so long as the Series 20[ ] Bond are held in book-entry only form, all payments with respect to principal of, premium, if any, and interest on such Series 20[ ] Bonds and all notices with respect to such Series 20[ ] Bonds shall be made and given, respectively, in accordance with the procedures of the applicable securities depository. As permitted by the Master Resolution, notice of optional redemption may be conditioned upon the occurrence or nonoccurrence of such event or events as shall be specified in such notice of optional redemption and may also be subject to rescission by the Agency if expressly set forth in such notice.

If the date for payment of the principal of, premium, if any, or interest on this Bond shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in the city where the designated corporate trust office of the Registrar is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday or a day on which such banking institutions are authorized to close, and payment on such day shall have the same force and effect as if made on the nominal date of payment.

It is hereby certified and recited that all acts, conditions and things required to exist, to happen, and to be performed precedent to and in the issuance of this Bond exist, have happened and have been performed in regular and due form and time as required by the laws and Constitution of the State of Florida applicable hereto, and that the issuance of the Bond of this Series does not violate any constitutional or statutory limitation or provision.

Neither the members of the governing body of the Agency nor any person executing the Bonds shall be liable personally on the Bonds by reason of their issuance.

This Bond is issued in connection with community redevelopment, as defined in the Redevelopment Act, and pursuant to the Redevelopment Act, this Bond shall be conclusively deemed to have been issued for such purpose, and the projects financed with the proceeds of this Bond shall be conclusively deemed to have been planned, located and carried out in accordance with the provisions of the Redevelopment Act.

This Bond is and has all the qualities and incidents of a negotiable instrument under the laws of the State of Florida. This Bond shall not be valid or become obligatory for any purpose or be entitled to any security or benefit under the Bond Resolution until the Certificate of Authentication endorsed hereon shall have been signed by the Registrar.

IN WITNESS WHEREOF, the Pompano Beach Community Redevelopment Agency, has issued this Bond and has caused the same to be signed by the Chairman of the Agency and attested by its Secretary, either manually or with their facsimile signatures, and its seal or a facsimile thereof to be reproduced hereon, all as of the [\_\_\_\_] day of [\_\_\_\_], 20[\_\_\_\_].

POMPANO BEACH COMMUNITY REDEVELOPMENT  
AGENCY

(SEAL)

By: \_\_\_\_\_  
Chairman

ATTEST:

By: \_\_\_\_\_  
Secretary

### **CERTIFICATE OF AUTHENTICATION**

This Bond is one of the Series 20[ ] Bonds described in the within-mentioned Bond Resolution.

DATE OF AUTHENTICATION:

[ ], 20[ ]

[ ], as Registrar

By: \_\_\_\_\_  
Authorized Officer

## ASSIGNMENT AND TRANSFER

For value received, the undersigned hereby sells, assigns, and transfers unto \_\_\_\_\_  
\_\_\_\_\_(Please insert Social Security or other identifying number of transferee) \_\_\_\_\_  
\_\_\_\_\_ the attached bond of the Pompano Beach Redevelopment Agency and does hereby  
constitute and appoint, \_\_\_\_\_, attorney, to transfer the said Bond on the books  
kept for Registration thereof, with full power of substitution in the premises.

Date: \_\_\_\_\_

Signature Guaranteed by \_\_\_\_\_  
[member firm of the New York Stock Exchange  
or a commercial bank or a trust company.]

By: \_\_\_\_\_ (manual or facsimile)  
Authorized Officer

NOTICE: No transfer will be registered, and no new Bonds will be issued in the name of the transferee, unless the signature to this assignment corresponds with the name as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever and the Social Security or Federal Employer Identification Number of the transferee is supplied.

**EXHIBIT B**

**FORM OF BOND PURCHASE CONTRACT**

**EXHIBIT C**

**FORM OF PRELIMINARY OFFICIAL STATEMENT**



**EXHIBIT D**

**FORM OF CONTINUING DISCLOSURE CERTIFICATE**