

## Final Official Statement Dated November 20, 2013

*Subject to compliance by the Village with certain covenants, in the opinion of Miller, Canfield, Paddock and Stone, P.L.C., Bond Counsel, under present law, interest on the Bonds (i) is excludable from gross income of the owners thereof for federal income tax purposes, (ii) is not included as an item of tax preference in computing the federal alternative minimum tax for individuals and corporations and (iii) is taken into account in computing adjusted current earnings, which is used as an adjustment in determining the federal alternative minimum tax for certain corporations. See "TAX MATTERS" herein for a more complete discussion. The Bonds are "Qualified Tax-Exempt Obligations" under Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.*

**\$1,125,000**

### VILLAGE OF GREEN OAKS

Lake County, Illinois

Special Service Area Number Ten

Special Tax Refunding Bonds, Series 2013

**Dated Date of Delivery**

**Due Serially December 15, 2014-2022**

**Book-Entry**

**Non-Callable**

**Bank Qualified**

The \$1,125,000 Special Service Area Number Ten Special Tax Refunding Bonds, Series 2013 (the "Bonds") are being issued by the Village of Green Oaks, Lake County, Illinois (the "Village" or the "Issuer"). Interest is payable semiannually on June 15 and December 15 of each year, commencing June 15, 2014. The Bonds will be issued using a book-entry system. The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds. The ownership of one fully registered Bond for each maturity will be registered in the name of Cede & Co., as nominee for DTC and no physical delivery of Bonds will be made to purchasers. The Bonds will mature on December 15 in the following years and amounts. Interest is calculated based on a 360-day year of twelve 30-day months.

#### AMOUNTS, MATURITIES, INTEREST RATES, PRICES OR YIELDS AND CUSIP NUMBERS

Principal Amount	Due Dec. 15	Interest Rate	Yield or Price	CUSIP Number	Principal Amount	Due Dec. 15	Interest Rate	Yield or Price	CUSIP Number
\$115,000	2014	2.000%	1.300%	39318A AW2	\$125,000	2019	3.000%	3.000%	39318A BB7
120,000	2015	2.000%	1.600%	39318A AX0	130,000	2020	4.000%	3.400%	39318A BC5
120,000	2016	2.500%	2.000%	39318A AY8	130,000	2021	4.000%	3.700%	39318A BD3
120,000	2017	2.500%	2.250%	39318A AZ5	140,000	2022	4.000%	4.000%	39318A BE1
125,000	2018	3.000%	2.700%	39318A BA9					

#### NO OPTIONAL REDEMPTION

The Bonds are **not** subject to optional redemption prior to maturity.

#### PURPOSE, LEGALITY AND SECURITY

Bond proceeds will be used to currently refund a portion of the Village's outstanding Special Service Area Number Ten, Special Tax Bonds, Series 2003, due December 15, 2014-2022, and to pay the costs of issuance of the Bonds. See "PLAN OF FINANCING" herein. See APPENDIX A for maps and Property Index Numbers (PIN) of Special Service Area Number Ten.

**THE BONDS ARE LIMITED OBLIGATIONS OF THE VILLAGE SOLELY PAYABLE, EXCEPT AS TO ACCRUED INTEREST, FROM THE COLLECTION OF TAXES LEVIED AGAINST ALL OF THE PROPERTY IN THE AREA, IF, AS AND WHEN COLLECTED, AND PLEDGED UNDER THE BOND ORDINANCE TO SECURE THE PAYMENT THEREOF. THE BONDS ARE NOT GENERAL OBLIGATIONS OF THE VILLAGE, AND NEITHER THE FULL FAITH AND CREDIT NOR THE TAXING POWER OF THE VILLAGE, THE STATE OF ILLINOIS, OR ANY POLITICAL SUBDIVISION OF THE STATE OF ILLINOIS IS PLEDGED TO THE PAYMENT THEREOF.**

In the opinion of Bond Counsel, Miller, Canfield, Paddock and Stone, P.L.C., Chicago, Illinois, the Bonds will constitute valid and legally binding obligations of the Village payable both as to principal and interest from ad valorem taxes only within the Special Service Area according to their terms. See "SECURITY AND SOURCE OF PAYMENT FOR THE BONDS".

Persons considering a purchase of the Bonds should read this Final Official Statement in its entirety, including but not limited to "BONDHOLDER'S RISKS" herein.

*The Bonds are offered when, as and if issued by the Village and received by Bernardi Securities, Inc., Chicago, Illinois, subject to prior sale, to withdrawal or modification of the offer without notice, and to the approval of legality by Miller, Canfield, Paddock and Stone, P.L.C., Chicago, Illinois, Bond Counsel, and certain other conditions. Ice Miller LLP, Chicago, Illinois, will act as Disclosure Counsel to the Village. It is expected that beneficial interests in the Bonds will be available for delivery through the facilities of DTC on or about December 11, 2013.*

No dealer, broker, salesman or other person has been authorized by the Village to give any information or to make any representations with respect to the Bonds other than as contained in the Official Statement or the Final Official Statement and, if given or made, such other information or representations must not be relied upon as having been authorized by the Village. Certain information contained in the Official Statement and the Final Official Statement may have been obtained from sources other than records of the Village and, while believed to be reliable, is not guaranteed as to completeness. **THE INFORMATION AND EXPRESSIONS OF OPINION IN THE OFFICIAL STATEMENT AND THE FINAL OFFICIAL STATEMENT ARE SUBJECT TO CHANGE, AND NEITHER THE DELIVERY OF THE OFFICIAL STATEMENT OR THE FINAL OFFICIAL STATEMENT NOR ANY SALE MADE UNDER EITHER SUCH DOCUMENT SHALL CREATE ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE AFFAIRS OF THE VILLAGE SINCE THE RESPECTIVE DATES THEREOF.**

References herein to laws, rules, regulations, ordinances, resolutions, agreements, reports and other documents do not purport to be comprehensive or definitive. All references to such documents are qualified in their entirety by reference to the particular document, the full text of which may contain qualifications of and exceptions to statements made herein. Where full texts have not been included as appendices to the Official Statement or the Final Official Statement they will be furnished on request. This Final Official Statement does not constitute an offer to sell, or solicitation of an offer to buy, any securities to any person in any jurisdiction where such offer or solicitation of such offer would be unlawful.

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## BOND ISSUE SUMMARY

This Bond Issue Summary is expressly qualified by the entire Final Official Statement, which is provided for the convenience of potential investors and which should be reviewed in their entirety by potential investors.

<b>Issuer:</b>	Village of Green Oaks, Lake County, Illinois.
<b>Issue:</b>	\$1,125,000 Special Service Area Number Ten Special Tax Refunding Bonds, Series 2013.
<b>Dated Date:</b>	Date of delivery (expected to be on or about December 11, 2013).
<b>Interest Due:</b>	Each June 15 and December 15, commencing June 15, 2014.
<b>Principal Due:</b>	Serially each December 15, commencing December 15, 2014 through 2022, as detailed on the front page of this Final Official Statement.
<b>No Optional Redemption:</b>	The Bonds are <b>not</b> subject to optional redemption prior to maturity.
<b>Authorization:</b>	By vote of the Village Board and pursuant to the provisions of the Special Service Area Tax Law and the provisions of Section 7 of Article VII of the 1970 Constitution of the State of Illinois.
<b>Security:</b>	THE BONDS ARE LIMITED OBLIGATIONS OF THE VILLAGE SOLELY PAYABLE, EXCEPT AS TO ACCRUED INTEREST, FROM THE COLLECTION OF TAXES LEVIED AGAINST ALL OF THE PROPERTY IN THE AREA, IF, AS AND WHEN COLLECTED, AND PLEDGED UNDER THE BOND ORDINANCE (AS HEREINAFTER DEFINED) TO SECURE THE PAYMENT THEREOF. THE BONDS ARE NOT GENERAL OBLIGATIONS OF THE VILLAGE, AND NEITHER THE FULL FAITH AND CREDIT NOR THE TAXING POWER OF THE VILLAGE, THE STATE OF ILLINOIS, OR ANY POLITICAL SUBDIVISION OF THE STATE OF ILLINOIS IS PLEDGED TO THE PAYMENT THEREOF. See <b>“SECURITY AND SOURCE OF PAYMENT FOR THE BONDS”</b> herein.
<b>Bondholder’s Risks:</b>	There are risks associated with the purchase of the Bonds. There may also be legal and practical limitations on the enforcement of remedies and amounts which may be realized upon enforcement of remedies available to the Bond Registrar/Paying Agent and owners of the Bonds. See <b>“BONDHOLDER’S RISKS”</b> herein.
<b>Credit Rating:</b>	The Village does not intend to apply for a credit rating on the Bonds.
<b>Purpose:</b>	Bond proceeds will be used to currently refund a portion of the Village’s outstanding Special Service Area Number Ten, Special Tax Bonds, Series 2003, due December 15, 2014-2022, and to pay the costs of issuance of the Bonds. See <b>“PLAN OF FINANCING”</b> herein. See <b>APPENDIX A</b> for maps and Property Index Numbers (PIN) of Special Service Area Number Ten.
<b>Tax Matters:</b>	Miller, Canfield, Paddock and Stone, P.L.C., Chicago, Illinois, will provide an opinion as to the tax exemption of the Bonds as discussed under <b>“TAX MATTERS”</b> in this Final Official Statement. Interest on the Bonds is not exempt from present State of Illinois income taxes. See also <b>APPENDIX C</b> for a proposed form of Bond Counsel opinion.
<b>Bank Qualification:</b>	The Bonds are “qualified tax-exempt obligations” under Section 265(b)(3) of the Internal Revenue Code of 1986, as amended. See <b>“QUALIFIED TAX-EXEMPT OBLIGATIONS”</b> herein.
<b>Bond Registrar/Paying Agent/ Escrow Agent:</b>	The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois.
<b>Delivery:</b>	The Bonds are expected to be delivered on or about December 11, 2013.
<b>Book-Entry Form:</b>	The Bonds will be registered in the name of Cede & Co. as nominee for The Depository Trust Company (“DTC”), New York, New York. DTC will act as securities depository of the Bonds. See <b>APPENDIX B</b> herein.
<b>Denomination:</b>	\$5,000 or integral multiples thereof.
<b>Underwriter:</b>	Bernardi Securities, Inc., Chicago, Illinois.
<b>Financial Advisor:</b>	Speer Financial, Inc., Chicago, Illinois.

**VILLAGE OF GREEN OAKS**  
Lake County, Illinois

Bernard Wysocki  
*Village President*

**Board of Trustees**

Dennis Dorsey  
Pamela Milroy

Daniel Sugrue  
Patricia Thomas

John Wagener  
Virginia Wood

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**Village Officials**

Elaine Palmer  
*Village Administrator*

Clare Michelotti  
*Village Clerk*

Jean Schreck  
*Village Treasurer*

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Rudolph F. Magna, Esq.  
Law Offices of Rudolph F. Magna  
*Village Attorney*

Ice Miller LLP  
*Disclosure Counsel*

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**\$1,125,000**  
**VILLAGE OF GREEN OAKS**  
Lake County, Illinois  
Special Service Area Number Ten  
Special Tax Refunding Bonds, Series 2013

**INTRODUCTION**

The Village of Green Oaks, Lake County, Illinois, is authorized to issue its \$1,125,000 Special Service Area Number Ten Special Tax Refunding Bonds, Series 2013, as described herein, under and pursuant to The Special Service Area Tax Law of the State of Illinois, as supplemented and amended (35 ILCS 200/27-5, et.seq, the "Act"). Pursuant to the ordinance the Village adopted on November 20, 2013 (the "Bond Ordinance"), the proceeds of the Bonds will be deposited into appropriate funds and accounts therefore and used for the purposes of (i) currently refunding a portion of the Village's outstanding Special Service Area Number Ten, Special Tax Bonds, Series 2003, due December 15, 2014-2022 and (ii) funding certain costs of issuance of the Bonds. See "**PLAN OF FINANCING**" herein.

The Bank of New York Mellon Trust Company, N.A., with its principal corporate trust office in Chicago, Illinois, is acting as Bond Registrar and Paying Agent in connection with the Bond Ordinance (together with its successors, the "Bond Registrar" or "Paying Agent," as the case may be). The Village will apply the net proceeds to be derived from the issuance of the Bonds as described below under the captions "**PLAN OF FINANCING.**"

## DEFINITIONS

Certain words and terms used in this Final Official Statement are defined from place to place herein, and certain other words and terms as used herein are defined as follows:

"Act" means the Special Service Area Tax Law of the State of Illinois, as supplemented and amended.

"Area" means Special Service Area Number Ten of the Village of Green Oaks, Lake County, Illinois.

"Bonds" means \$1,125,000 Special Service Area Number Ten Special Tax Refunding Bonds, Series 2013, authorized to be issued by the Bond Ordinance, as amended and supplemented.

"Bond Fund" means the Bond Fund created in the Bond Ordinance.

"Bond Register" means the books of the Village kept by the Bond Registrar to evidence the registration and transfer of the Bonds.

"Bond Registrar" means The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois, having its principal corporate trust office in Chicago, Illinois, duly authorized to do business as a Bond Registrar with the powers and duties set forth in the Bond Ordinance, or any successor designated as Bond Registrar under the Bond Ordinance.

"Code" means the Internal Revenue Code of 1986, as amended.

"Corporate Authorities" means the President and Board of Trustees of the Village.

"Issuer" or "Village" means the Village of Green Oaks, Lake County, Illinois.

"Village Board" means the President and Board of Trustees of the Village.

"Ordinance" or "Bond Ordinance" means an "Ordinance providing for the issue of Special Service Area Number Ten, Special Tax Bonds, Series 2003 of the Village, and the levy of a special tax sufficient to pay the principal and interest on said Bonds", passed by the Corporate Authorities on December 18, 2002, as amended and supplemented by an "Ordinance confirming sale of \$1,125,000 Special Service Area Number Ten Special Tax Refunding Bonds, Series 2013, adopted on November 20, 2013, of the Village of Green Oaks, Lake County, Illinois to the purchaser thereof, designating the bank to act as paying agent for said Bonds, and abating a portion of the special tax heretofore levied to pay principal and interest on said Bonds."

"Paying Agent" or "Registrar" means The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois, having its principal corporate trust office in Chicago, Illinois, duly authorized to do business as a Paying Agent with its powers and duties as set forth in the Bond Ordinance or any successor designated as Paying Agent.

"Services" or "Special Services" means the municipal services to be provided in the Area as herein more fully described in the Bond Ordinance.

"Special Service Area Taxes" means the taxes levied without limit to rate or amount pursuant to the Bond Ordinance on the property in the Area by the Village to pay principal of and interest on the Bonds.

## THE VILLAGE

The Village of Green Oaks, Lake County, Illinois (the "Village") was incorporated in 1960 and is located in central Lake County. Nearby communities include Libertyville to the west and Mettawa to the south plus unincorporated areas. It is a residential community, 36 miles from downtown Chicago. The Village is governed by the Village President and a six member Board of Trustees. The population of the Village was 3,866 at the time of the 2010 Census.

### Government and Community Life

Libertyville Township Fire Protection District provides fire protection to the Village. Police protection is provided under contract by the County Sheriff's Department.

The Cook Memorial Library serves the Village residents with more than 250,000 adult and children's books, periodicals, reference materials, videos and compact discs.

### Education

Three elementary school districts serve the community. The Village lies mainly within Oak Grove School District Number 68 with an enrollment of 881 students. High school students in the Village attend Libertyville High School District Number 128, with an enrollment of approximately 2,000 students. Village residents are served by Community College District Number 532 (College of Lake County).

### Transportation

A variety of major highways, toll ways and roadways provide access to the community. Interstate 94 is immediately east and borders the Village. Route 137 (Buckley Road) is located at the Village's northern boundary, and St Mary's and O'Plaine Roads traverse the Village. O'Hare International Airport is approximately 29 miles south of the Village.

## THE BONDS

THE BONDS ISSUED UNDER AND PURSUANT TO THE BOND ORDINANCE ARE SPECIAL AND LIMITED OBLIGATIONS OF THE VILLAGE, PAYABLE SOLELY FROM THE COLLECTION OF TAXES LEVIED AGAINST EACH PARCEL OF THE PROPERTY IN SPECIAL SERVICE AREA NUMBER TEN IF, AS AND WHEN COLLECTED, AND NOT OTHERWISE. THE TAX IS TO BE LEVIED UPON ALL TAXABLE PARCELS WITHIN THE SPECIAL SERVICE AREA. NEITHER THE FULL FAITH, CREDIT, RESOURCES OR TAXING POWER OF THE STATE OF ILLINOIS NOR THE ISSUER OR ANY OTHER POLITICAL SUBDIVISION OR AGENCY OF THE STATE OF ILLINOIS IS PLEDGED TO OR AVAILABLE FOR THE PAYMENT OF THE PRINCIPAL OF OR INTEREST ON THE BONDS.

### Special Service Area (SSA) Bonds

Funds to pay for qualifying Special Services will be derived from special service area (SSA) financing. SSA Bonds are secured by the levy of annual special taxes upon each parcel of property within the Area, (the "Special Service Area Taxes"), all in accordance with and pursuant to the Act. The tax is to be levied upon all taxable parcels within the Area on a pro rata basis.

See below under the caption "**BONDHOLDER'S RISKS.**" If for any reason real estate taxes are not timely collected, there may not be sufficient Special Service Area Taxes to pay the principal of and interest on the Bonds. Unlike general obligation bonds, which are payable from any source even if levied taxes are unavailable, the Bonds are payable only from the levy of taxes in the Area if, as and when collected.

### **Authority, Special Service Area Taxes**

The Bonds are issued pursuant to the Act, and the principal of and interest on the Bonds are payable solely and only from Special Service Area Taxes. Under the Bond Ordinance, the Special Service Area Taxes when received shall be deposited in the Bond Fund and applied to pay the principal of and interest on the Bonds as the same become due.

### **Amount, Transfer and Registration**

The Bonds are transferable by the registered owners thereof in person or by their respective attorney duly authorized in writing at the principal corporate trust office of the Registrar in Chicago, Illinois, but only in the manner, subject to the limitations and upon payment of the charges provided in the Bond Ordinance in the case of any tax or governmental charge related to such transfer and upon surrender to the Registrar of the bonds for transfer thereof. Upon such transfer a new bond or bonds of authorized denominations of the same maturity and for the same aggregate principal amount will be issued to the transferee in exchange therefore.

The Bonds are issued in fully registered form in the denomination of \$5,000 each or authorizing integral multiples thereof. The Bonds may be exchanged at the principal corporate trust office of the Bond Registrar for a like aggregated principal amount of Bonds of the same maturity of other authorized denominations.

The Bond Registrar shall not be required to transfer or exchange any Bond during the period of the 1<sup>st</sup> day of the month in which an interest payment date occurs to the interest payment date.

The Village, the Registrar and the Paying Agent may deem and treat each of the registered owners of the Bonds as the absolute owner thereof for the purpose of receiving payment of or on account of the principal of, premium, if any, and interest due on the Bonds and for all other purposes and neither the Village nor the Registrar and Paying Agent shall be affected by any notice (other than a formal assignment as provided in the Bond Ordinance) to the contrary.

### **No Optional Redemption**

The Bonds are **not** subject to optional redemption prior to maturity.

## **SECURITY AND SOURCE OF PAYMENT FOR THE BONDS**

### **Security for the Bonds**

The Bonds and the interest thereon are limited obligations of the Village secured and payable solely from the Special Service Area Taxes to be levied, extended and collected on the property within the Area subject to the Special Service Area Taxes.

## Special Service Area Tax

The levying of the Special Service Area Taxes was authorized by the Village Board in the Bond Ordinance.

Taxes are assessed equally against all parcels, rather than ad valorem.

The Village shall take all actions which shall be necessary to provide for the levy, extension, collection and application of the Special Service Area Taxes levied by the Bond Ordinance, including enforcement of such taxes by institution of foreclosure procedures as provided by law. The Area is a contiguous area, located wholly within the corporate territory and boundaries of the Village (and solely within Lake County, Illinois).

## Enforcement of Payment of Special Service Area Taxes

The Lake County Clerk incorporated the bill for Special Service Area Taxes into the regular ad valorem property tax bill of property owners in the Area. In Illinois, general ad valorem property taxes are levied in one year and become payable during the following year. At the end of each collection year, the Lake County Treasurer applies to the Circuit Court of Lake County for a judgment for all unpaid general ad valorem property taxes. The Circuit Court of Lake County order resulting from that application for judgment provides for a sale of all property with unpaid general ad valorem property taxes. A public sale is held, at which time successful bidders pay the unpaid general ad valorem property taxes plus penalties. The annual tax sale is usually held during November of any given year in Lake County. Unpaid general ad valorem property taxes accrue penalties at the rate of 1-1/2% per month from their due date until the date of sale. Taxpayers can redeem their property by paying the purchaser of the delinquent taxes on the property at the general tax sale the amount paid at the sale, plus a penalty. If redemption does not occur within two and one half years, the purchaser of the property at the tax sale can receive a deed to the property which has been sold for delinquent taxes. Any delinquent Special Service Area Taxes for any given year would be included in this general tax sale. Alternatively, a municipality may seek enforcement of unpaid Special Service Area Taxes through foreclosure proceedings by seeking adjudication of the existence of a lien and a finding of a failure to pay Special Service Area Taxes when due. Upon making such a finding, a court having jurisdiction would enter a foreclosure decree authorizing the sale of the property subject to the lien of the Special Service Area Taxes.

If a delinquency in the payment of the Special Service Area Taxes occurs, the Village is authorized by the Act to order institution of an action pursuant to Article 9 of the Illinois Municipal Code (65 ILCS 5/9-1-1, et seq.) to foreclose any lien therefor securing the Special Service Area Taxes. In such action the real property subject to the lien of the Special Service Area Taxes may be sold at a judicial foreclosure sale. The ability of the Village to foreclose the lien of delinquent unpaid Special Service Area Taxes may be limited in certain instances and may require prior consent of the property owner in the event that the property is owned by any receivership of the Federal Deposit Insurance Corporation (the "FDIC"). See "**BONDHOLDER'S RISKS - Foreclosures and Bankruptcy**".

Such judicial foreclosure proceedings are not mandatory under the Act. However, in the Bond Ordinance the Village has covenanted with the holders of the Bonds to take all actions, all in the manner provided by law, if any, which shall be necessary to provide for the levy and extension, collection and application of the Special Service Area Taxes, and to assure the timely collection of Special Service Area Taxes, by providing the County with such information as is deemed necessary to enable the County to include any property subject to delinquent Special Service Area Taxes in the County Collector's annual tax sale and in the event the tax lien is forfeited at such tax sale, by the commencement and maintenance of an action to foreclose the lien of any delinquent Special Service Area Taxes, all in the manner provided by law.

No assurances can be given that a judicial foreclosure action, once commenced, will be completed or that it will be completed in a timely manner. Article 9 of the Illinois Municipal Code provides that the municipality or its assignee may file a complaint to foreclose a lien on Special Service Area Taxes in the same manner that foreclosures are permitted by law in case of delinquent general taxes. The “law in case of delinquent general taxes” to which the Illinois Municipal Code refers is the Illinois Revenue Code. Under such foreclosure proceedings, the court adjudicates the existence of a default in the payment obligation and authorizes a foreclosure sale; the sale is conducted and the proceeds distributed according to the respective priorities; the successful bidder is given a certificate of sale; and, if the redemption period expires without a redemption of the Special Service Area Taxes, the certificate of sale may be converted to a deed. Although the municipality holds the lien for the local improvement and is therefore the proper party to commence foreclosure procedures, bondholders with bonds secured by Special Service Area Taxes may compel the municipality to perform its duty and use all lawful means, including foreclosure, to collect the taxes out of which the bondholders are to be paid. Special Service Area Taxes create a lien that is superior to other liens and encumbrances, and when general property taxes and Special Service Area Taxes are both delinquent, the proceeds of any foreclosure action, if insufficient to pay each in full, are divided between them on a pro rata basis. If Special Service Area Taxes are not paid in full at a foreclosure sale, and the lien amounts are bid in at such foreclosure sale, then unless the Special Service Area Taxes are then redeemed through payment of the amount of the Special Service Area Taxes plus interest, the certificate of sale can be converted into a deed to the property only after expiration of the applicable redemption period. The Illinois Constitution prescribes certain minimum redemption periods for unpaid taxes on property, including Special Service Area Taxes, but the Illinois General Assembly may create longer redemption periods.

No assurances can be given that the real property subject to sale or foreclosure and sale will be sold or, if sold, that the proceeds of sale will be sufficient to pay any delinquent installment of Special Service Area Taxes. Neither the Act nor Article 9 of the Illinois Municipal Code requires the Village to purchase or otherwise acquire any lot or parcel of property offered for sale or subject to foreclosure if there is no other purchaser at such sale. Article 9 of the Illinois Municipal Code does specify that the Special Service Area Taxes will have the same lien priority in the case of delinquency as the priority of the lien of other property taxes.

## **Defeasance**

Any Bond or Bonds which (a) are paid and cancelled, (b) which have matured and for which sufficient sums been deposited with the Bond Registrar to pay all principal and interest due thereon, or (c) for which sufficient funds and Defeasance Obligations have been deposited with the Bond Registrar or similar institution to pay, taking into account investment earnings on such obligations, all principal of and interest on such Bond or Bonds when due at maturity or as called for redemption, pursuant to an irrevocable escrow or trust agreement, will cease to have any lien on or right to receive or be paid from the Special Service Area Taxes and will no longer have the benefits of any covenant for the registered owners of outstanding Bonds as set forth in the Bond Ordinance as such relates to lien and security of the outstanding Bonds. All covenants relative to the tax exempt status of the Bonds; and payment, registration, transfer, and exchange; are expressly continued for all Bonds whether outstanding Bonds or not. For purposes of this paragraph, “Defeasance Obligations” means (a) direct and general full faith and credit obligations of the United States Treasury (“Directs”), (b) certificates of participation or trust receipts in trusts comprised wholly of Directs or (c) other obligations unconditionally guaranteed as to timely payment by the United States Treasury.

## SPECIAL SERVICE AREA FINANCE IN ILLINOIS

Funds to pay for qualifying Special Services will be derived from special service area (SSA) financing. SSA financing involves the levy of the Special Service Area Taxes, all in accordance with and pursuant to the Act.

When special services are provided to a particular contiguous area within a municipality, in addition to the services generally provided throughout the municipality, a municipality may create a special service area. The cost of the special services may be paid from taxes levied upon the taxable real property within the area, and such taxes may be levied in the special service area at a rate or amount sufficient to produce revenues required to provide the special services.

Prior to the first levy of taxes in the special service area and prior to or within 60 days after the adoption of the ordinance proposing the establishment of the special service area, the municipality is required to hold a public hearing and to publish and mail notice of such hearing. At the public hearing, any interested person may file written objections or give oral statements with respect to the establishment of the special service area and the levy of taxes therein. As a result of the hearing, the municipality may delete areas from the special service area as long as the remaining area is contiguous. After the hearing, an ordinance establishing the special service area must be timely filed with the county recorder and the county clerk.

Bonds secured by the full faith and credit of the special service area territory may be issued for the purpose of providing special services. Such bonds are paid from the levy of taxes unlimited as to rate or amount against the taxable real property in the special service area. The county clerk will annually extend taxes against all of the taxable real property in the area in amounts sufficient to pay the principal and interest on the bonds. Such bonds are exempt from the Limitation Law (as hereinafter defined).

Prior to the issuance of special service area bonds, the municipality must give published and mailed notice and hold a hearing at which any interested person may file written objections, or be heard orally, with respect to the issuance of the bonds. The questions of the creation of the special service area, the levy of a tax on such area and the issuance of special service area bonds may all be considered at the same hearing.

The creation of the special service area, the levy of a tax within the area and the issuance of bonds for the provision of special services to the area are subject to a petition process. If, within 60 days after the public hearing, a petition signed by not less than 51% of the electors residing within the special service area and 51% of the owners of record of land located within the special service area is filed with the municipal clerk objecting to the creation of the special service area, the levy of a tax or the issuance of bonds, then the area may not be created, the tax may not be levied and the bonds may not be issued. If such a petition is filed, the subject matter of the petition may not be proposed relative to any of the signatories within the next two years.

The Village complied with all of the aforementioned conditions prior to the issuance of the Special Service Area Number Ten, Special Tax Bonds, Series 2003 (the "Series 2003 Bonds").

See below under the caption "**BONDHOLDER'S RISKS**". If for any reason real estate taxes are not timely collected, there may not be sufficient Special Service Area Taxes to pay the principal of and interest on the Bonds. Unlike general obligation bonds, which are payable from any source even if levied taxes are unavailable, the Bonds are payable only from the levy of the Special Service Area Taxes if, as and when collected.

## THE BOND ORDINANCE

The following is a summary of certain provisions of the Bond Ordinance, which incorporates by reference the matters set forth above under the caption "**THE BONDS**." Reference is made to the Bond Ordinance in its entirety for a complete recital of the detailed provisions thereof and of the Bonds.

## Provisions for Bonds

The Bond Ordinance makes provisions for the issuance, maturities, interest rates, and the form and other terms and provisions of the Bonds, all as described above under the caption entitled "**THE BONDS.**"

## Special Service Area Taxes

Under the Bond Ordinance, the Special Service Area Taxes are levied against 50 parcels of property within the Area to pay the principal of and interest on the Bonds when due. The Bonds, however, are not general obligations of the Village. The Special Service Area Taxes are those derived only from the Area, and the Village is not obligated to pay the Bonds from other sources in the event of late receipt of Special Service Area Taxes. The Bonds are payable from such Special Service Area Taxes, if, as and when collected as described in "**BONDHOLDER'S RISKS.**"

## Funds and Accounts

Special Service Area Taxes are appropriated and set aside for, among other things, paying the principal of and interest on the Bonds when and as the same become due, and the funds derived from the sale of the Bonds are appropriated and set aside for paying the costs of the Project and issuance costs related to the Bonds. Special Service Area Taxes when received are to be deposited into the Bond Fund.

## Area History

Special Service Area Number Ten was established in 2002. The debt service concerning the Bonds is payable from Special Service Area Taxes levied against and collected with respect to the Area. For further details see "**GENERAL INFORMATION**", "**PROPERTY ASSESSMENT AND TAX INFORMATION - Special Service Area Number Ten Trend of Equalized Assessed Valuations**" and "**PROPERTY ASSESSMENT AND TAX INFORMATION - Special Service Area Number Ten Tax Extensions and Collections**" herein.

## **BONDHOLDER'S RISKS**

The following discussion is not a complete list of the risks associated with the purchase of the Bonds nor does the order of presentation necessarily reflect the relative importance of the various risks. Potential purchasers of the Bonds are advised to consider the following factors, among others, and to review and consider the Final Official Statement in its entirety in evaluating the Bonds.

## Limited Sources of Payment

The Bonds are special and limited obligations of the Village, payable from the Special Service Area Taxes derived by the Village from the Area, subject, however, to the provisions of the Bond Ordinance requiring or permitting the use, setting apart, or payment of moneys held thereunder for or to the purposes and on the terms, conditions, priorities, and order set forth therein. **THE BONDS ARE PAYABLE FROM AND SECURED BY THE SPECIAL SERVICE AREA TAXES AND ARE NOT GENERAL OBLIGATIONS OF THE VILLAGE, AND NEITHER THE FULL FAITH AND CREDIT NOR THE TAXING POWER OF THE VILLAGE, THE STATE OF ILLINOIS, OR ANY POLITICAL SUBDIVISION OF THE STATE OF ILLINOIS IS PLEDGED TO THE PAYMENT THEREOF.** Any failure of taxpayers to timely pay the Special Service Area Taxes (including any payment under protest) can result in the unavailability of Special Service Area Taxes to pay debt service on the Bonds. The Village is to collect the Special Service Area Taxes and covenants to take all steps necessary to collect and enforce the special tax.

## **No Reserves**

In the event there is a delay in the payment of the Special Service Area Taxes to pay the principal of and interest on the Bonds, there is no reserve account or fund to "cushion" or "bridge" such a delay. The Village is not required to advance its own funds to cushion or bridge such a delay in the payment of debt service on the Bonds. The process to sell delinquent properties for taxes could result in a delay of over a year in the receipt of sale proceeds to apply to the Bonds.

## **Foreclosures and Bankruptcy**

In the event that any taxpayer should have its portion of the Area foreclosed upon or should file for bankruptcy or have bankruptcy proceedings filed against it, such foreclosure or bankruptcy proceedings may have an adverse impact on the Special Service Area Taxes available at a given time to pay debt service on the Bonds. While the foregoing does not abrogate, diminish or impair taxpayers' obligation to pay Special Service Area Taxes levied in connection with the Bonds, a delay in paying such taxes for any reason, including foreclosure and bankruptcy proceedings, would result in delays in the Village's receipt of Special Service Area Taxes to apply to the payment of the principal of and interest on the Bonds. The filing of bankruptcy proceeds stays all legal proceedings against a debtor during the pending of such proceedings. This could delay for an uncertain time the receipt of Special Service Area Taxes. Although general taxes are not dischargeable in bankruptcy proceedings, the amount of tax or other liens could conceivably become so large that a buyer at a tax sale could not be found and holders of the Bonds never paid.

## **Overlapping Indebtedness**

The Special Tax and any penalties assessed for failure to pay such taxes will constitute a lien against the parcels of land on which they will be levied until such taxes are paid. Such lien will be on a parity with all special taxes and special assessments which may be levied by other agencies and is co-equal to and independent of the lien for general ad valorem real property taxes regardless of when they are imposed, upon the same property. The Village, however, has no control over the ability of other entities and districts to issue indebtedness secured by special taxes or assessments payable from all or a portion of the property within the Area.

The ability of an owner of land within the Area to pay the Special Tax could be adversely affected if additional debt is issued or additional taxes or assessments are levied which are payable by the owners of land within the Area. The imposition of additional liens, whether public or private, may reduce the ability or willingness of the landowners to pay the Special Tax and increases the possibility that foreclosure proceeds will not be adequate to pay delinquent Special Tax.

## **No Public Market for the Bonds; No Rating**

No public market is expected to exist for the Bonds, and the Bonds will not be listed on any exchange. Neither the Underwriter nor any other person is obligated to make a secondary market in the Bonds or to take any action to maintain the prices thereof. No application has been made to any rating agency for the purpose of obtaining a rating on the Bonds. No person should invest in the Bonds with funds such person may need to convert readily into cash. The Bonds are not readily liquid, if at all; and holders of the Bonds should be prepared to hold their Bonds to their stated maturity dates.

## **Limited Remedies**

The practical realization of any remedies (especially in connection with bankruptcy proceedings and with tax sales in the event of failures to pay Special Service Area Taxes) in connection with Bond Ordinance and Special Service Area Taxes are in many respects dependent upon judicial or administrative actions, which are often subject to discretion and delay. Under existing constitutional, statutory and judicial law, any such remedies may not be readily available or may be limited. A court may decide not to order the specific performance of covenants contained in such documents. The various legal opinions to be delivered concurrently with the delivery of the Bonds will be qualified as to the enforceability of the various legal instruments by limitations imposed by state and federal laws, rulings, and decisions affecting remedies and by bankruptcy, moratorium, reorganization or other laws of general application affecting the enforcement of creditor's rights and equitable principles.

## **Risks Unidentified**

It is not anticipated and no assurance can be given, that all risks direct, indirect, or otherwise are included herein. The Village and the Underwriter make no assurances to that effect.

## **Loss of Tax Exemption**

As discussed under “**TAX MATTERS**” herein, interest on the Bonds could become includable in gross income for purposes of federal income taxation, retroactive to the date the Bonds were issued, as a result of future acts or omissions of the Village in violation of its covenants in the Bond Ordinance. Should such an event of taxability occur, the Bonds will remain outstanding until maturity and are not subject to any special redemption solely as a result of the occurrence of events which cause the loss of the tax exemption.

## **Modifications Require 100% Consent of the Bondholders**

Any material modification of the amount or date when payment is due with respect to the Bonds requires the consent of all of the owners of all of the then outstanding Bonds, which may be difficult or impossible to obtain. Thus, in the event that property owners within the Area encounter financial difficulties, it may be impossible for the Bondholders or the Village to grant any kind of relief from the payment of the Special Service Area Taxes necessary to make the timely payment of debt service on the Bonds.

## **No Acceleration Provision**

The Bonds do not contain a provision allowing for the acceleration of the Bonds in the event of a payment default.

## **THE SPECIAL SERVICE AREA**

Special Service Area No. 10 (the “Area”) of the Village consists of 50 fully developed parcels, three of which are currently vacant due to foreclosures. The Area is located generally on the southwest side of the Village; specifically just north of Illinois Route 176, a half of a mile west of Illinois Interstate 94, a third of a mile east of the Des Plaines River and a quarter of a mile south of the intersection of W Oak Spring Road and N St Mary’s Road.

### SOURCES AND USES

The sources and uses of funds resulting from the Bonds are expected to be:

<b>SOURCES:</b>	
Principal Amount.....	\$1,125,000.00
Reoffering Premium.....	13,894.15
Transfers from Prior Issue Debt Service Funds .....	26,000.00
Total Sources.....	\$1,164,894.15
<b>USES:</b>	
Deposit to Currently Refunding Fund.....	\$1,117,215.32
Rounding Amount.....	803.83
Costs of Issuance(1).....	46,875.00
Total Uses .....	\$1,164,894.15

Note: (1) Includes underwriter's discount and other issuance costs.

### THE PRIOR PROJECT

The Special Service Area Number Ten, Special Tax Bonds, Series 2003 were issued to finance the construction, acquisition and installation of infrastructure improvements, including water and sewer, to the Special Service Area Number Ten commonly known as the Hickory Haven Subdivision within the Village. The Special Service area consists of 50 parcels of property of which 3 are vacant due to foreclosure. For the past 5 full tax years, all 50 parcels have paid their taxes in full. For most recent tax collections, see table “**PROPERTY ASSESSMENT AND TAX INFORMATION - Special Service Area Number Ten Tax Extensions and Collections**” on page 16.

### PLAN OF FINANCING

Bond proceeds will be used to currently refund a portion of the Village's outstanding Special Service Area Number Ten, Special Tax Bonds, Series 2003, due December 15, 2014-2022 (the “Refunded Bonds”) as set forth below, and to pay the costs of issuance of the Bonds.

#### Special Service Area Number Ten, Special Tax Bonds, Series 2003

<u>Refunded Maturities</u>	<u>Outstanding Principal Amount</u>	<u>Principal Amount Refunded</u>	<u>Redemption Price</u>	<u>Redemption Date</u>
12/15/2013 .....	\$ 90,000	\$ 0	NA	NA
12/15/2014 .....	100,000	100,000	100.00%	1/13/2014
12/15/2015 .....	105,000	105,000	100.00%	1/13/2014
12/15/2016 .....	110,000	110,000	100.00%	1/13/2014
12/15/2017 .....	115,000	115,000	100.00%	1/13/2014
12/15/2018 .....	120,000	120,000	100.00%	1/13/2014
12/15/2019 .....	125,000	125,000	100.00%	1/13/2014
12/15/2020 .....	130,000	130,000	100.00%	1/13/2014
12/15/2021 .....	135,000	135,000	100.00%	1/13/2014
12/15/2022 .....	145,000	145,000	100.00%	1/13/2014
Total .....	\$1,175,000	\$1,085,000		

The Bond proceeds used to refund the Refunded Bonds will be used to purchase direct full faith and credit obligations of the United States of America (the “Government Securities”), the principal of which together with interest to be earned thereon will be sufficient: (i) to pay when due the interest on the Refunded Bonds as stated above, and (ii) to pay principal of and call premium, if any, on the Refunded Bonds on their respective redemption dates.

The Government Securities will be held in an escrow account created pursuant to an escrow agreement (the “Escrow Agreement”) between the Village and The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois, as Escrow Agent (the “Escrow Agent”).

**PROPERTY ASSESSMENT AND TAX INFORMATION**

The Special Service Area was established in 2002. A five year history is shown for the taxing districts within tax code number 11048, the primary but not only tax code in the Area. Special Service Area Taxes are expected to be assessed equally against all parcels, rather than ad valorem. For tax year 2012, collected in 2013, each parcel will be expected to pay \$2,999.65, which is paid as part of the regular tax bill. However, one parcel’s property taxes were sold for full payment. Representative tax rates in the Special Service Area Number Ten have been as follows.

**Representative Tax Rates(1)(2)**  
 (Per \$100 EAV)

	Levy Year				
	2008	2009	2010	2011	2012
Lake County .....	\$0.4530	\$0.4640	\$0.5050	\$0.5540	\$0.6080
Lake County Forest Preserve District .....	0.1990	0.2000	0.1980	0.2010	0.2120
Libertyville Township .....	0.0580	0.0590	0.0580	0.0600	0.0650
Libertyville Township Road and Bridge .....	0.0440	0.0450	0.0480	0.0510	0.0570
Village of Green Oaks .....	0.0000	0.0640	0.0000	0.0000	0.0000
Cook Memorial Public Library .....	0.2220	0.2230	0.2380	0.2540	0.2820
Libertyville Fire Protection District .....	0.3560	0.3550	0.3770	0.3950	0.4250
School District Number 70 .....	2.2780	2.2830	2.4310	2.5180	2.8390
High School District Number 128 .....	2.1630	2.1790	2.3240	2.3990	2.5800
Community College District Number 532 .....	0.1960	0.2000	0.2180	0.2400	0.2720
Total .....	\$5.9690	\$6.0720	\$6.3970	\$6.6720	\$7.3400

Notes: (1) Source: Lake County.  
 (2) Representative tax rates for Libertyville Township tax code 11048.

Equalized assessed valuations are as follows:

**Special Service Area Number Ten**  
**Trend of Equalized Assessed Valuations(1)**

	Levy Years				
	2008	2009	2010	2011	2012
Equalized Assessed Valuations .....	\$6,989,828	\$7,084,704	\$6,889,156	\$6,661,609	\$6,181,340

Note: (1) Source: Lake County.

**Special Service Area Number Ten**  
**Tax Extensions and Collections(1)**

	Levy Years				
	2008	2009	2010	2011	2012
Tax Extension .....	\$151,794.00	\$152,477.50	\$154,214.50	\$155,573.00	\$149,982.50
Tax Collections .....	\$151,794.00	\$152,477.50	\$154,214.50	\$155,573.00	\$143,983.00(2)
Percent Collected .....	100.00%	100.00%	100.00%	100.00%	96.00%

Notes: (1) Source: Lake County.  
 (2) Collections as of October 17, 2013

### DEBT INFORMATION

After issuance of the Bonds and the refunding of the Refunded Bonds, the Area will have outstanding \$1,215,000 principal amount of the Special Tax Bonds.

#### Special Service Area Number Ten Cumulative Retirement

Calendar Year	Series 2003	The Bonds	Less: The Refunded Bonds	Total Outstanding Debt	Cumulative Retirement	
					Amount	Percent
2013	\$ 90,000	\$ 0	\$ 0	\$ 90,000	\$ 90,000	7.41%
2014	100,000	115,000	(100,000)	115,000	205,000	16.87%
2015	105,000	120,000	(105,000)	120,000	325,000	26.75%
2016	110,000	120,000	(110,000)	120,000	445,000	36.63%
2017	115,000	120,000	(115,000)	120,000	565,000	46.50%
2018	120,000	125,000	(120,000)	125,000	690,000	56.79%
2019	125,000	125,000	(125,000)	125,000	815,000	67.08%
2020	130,000	130,000	(130,000)	130,000	945,000	77.78%
2021	135,000	130,000	(135,000)	130,000	1,075,000	88.48%
2022	145,000	140,000	(145,000)	140,000	1,215,000	100.00%
Total	\$1,175,000	\$1,125,000	\$(1,085,000)	\$1,215,000		

### REAL PROPERTY ASSESSMENT, TAX LEVY AND COLLECTION PROCEDURES

#### Tax Levy and Collection Procedures

Local assessment officers determine the assessed valuation of taxable real property and railroad property not held or used for railroad operations. The Illinois Department of Revenue (the "Department") assesses certain other types of taxable property, including railroad property held or used for railroad operations. Local assessment officers' valuation determinations are subject to review at the county level and then, in general, to equalization by the Department. Such equalization is achieved by applying to each county's assessments a multiplier determined by the Department. The purpose of equalization is to provide a common basis of assessments among counties by adjusting assessments toward the statutory standard of 33-1/3% of fair cash value. Farmland is assessed according to a statutory formula which takes into account factors such as productivity and crop mix. Taxes are extended against the assessed values after equalization.

Property tax levies of each taxing body are filed in the office of the county clerk of each county in which territory of that taxing body is located. The county clerk computes the rates and amount of taxes applicable to taxable property subject to the tax levies of each taxing body and determines the dollar amount of taxes attributable to each respective parcel of taxable property. The county clerk then supplies to the appropriate collecting officials within the county the information needed to bill the taxes attributable to the various parcels therein. After the taxes have been collected, the collecting officials distribute to the various taxing bodies their respective shares of the taxes collected. Taxes levied in one calendar year are due and payable in two installments during the next calendar year. Taxes that are not paid when due, or that are not paid by mail and postmarked on or before the due date, are subject to a penalty of 1-1/2% per month until paid. Unpaid property taxes, together with penalties, interest and costs, constitute a lien against the property subject to the tax.

## Exemptions

An annual General Homestead Exemption (the “General Homestead Exemption”) provides that the Equalized Assessed Valuation (“EAV”) of certain property owned and used for residential purposes (“Residential Property”) may be reduced by the amount of any increase over the 1977 EAV, up to a maximum reduction of \$3,500 for assessment years prior to assessment year 2004 in counties with less than 3,000,000 inhabitants, and a maximum reduction of \$5,000 for assessment year 2004 through 2007 in all counties. Additionally, the maximum reduction is \$5,500 for assessment year 2008 and the maximum reduction is \$6,000 for assessment year 2009 and thereafter in all counties.

The Homestead Improvement Exemption applies to Residential Properties that have been improved or rebuilt in the 2 years following a catastrophic event. The exemption is limited to \$45,000 through December 31, 2003, and \$75,000 per year beginning January 1, 2004 and thereafter, to the extent the assessed value is attributable solely to such improvements or rebuilding.

Additional exemptions exist for senior citizens. The Senior Citizens Homestead Exemption (“Senior Citizens Homestead Exemption”) operates annually to reduce the EAV on a senior citizen’s home for assessment years prior to 2004 by \$2,000 in counties with less than 3,000,000 inhabitants. For assessment years 2004 and 2005, the maximum reduction is \$3,000 in all counties. For assessment years 2006 and 2007, the maximum reduction is \$3,500 in all counties. In addition, for assessment year 2008 and thereafter, the maximum reduction is \$4,000 for all counties. Furthermore, beginning with assessment year 2003, for taxes payable in 2004, property that is first occupied as a residence after January 1 of any assessment year by a person who is eligible for the Senior Citizens Homestead Exemption must be granted a pro rata exemption for the assessment year based on the number of days during the assessment year that the property is occupied as a residence by a person eligible for the exemption.

A Senior Citizens Assessment Freeze Homestead Exemption (“Senior Citizens Assessment Freeze Homestead Exemption”) freezes property tax assessments for homeowners, who are 65 and older and receive a household income not in excess of the maximum income limitation. The maximum income limitation is \$35,000 for years prior to 1999, \$40,000 for assessment years 1999 through 2003, \$45,000 for assessment years 2004 and 2005, \$50,000 from assessment years 2006 and 2007 and for assessments year 2008 and after, the maximum income limitation is \$55,000. In general, the Senior Citizens Assessment Freeze Homestead Exemption limits the annual real property tax bill of such property by granting to qualifying senior citizens an exemption as to a portion of the valuation of their property. In counties with a population of 3,000,000 or more, the exemption for all assessment years is equal to the EAV of the residence in the assessment year for which application is made less the base amount. Furthermore, for those counties with a population of less than 3,000,000, the Senior Citizens Assessment Freeze Homestead Exemption is as follows: through assessment year 2005 and for assessment year 2007 and later, the exempt amount is the difference between (i) the current EAV of their residence and (ii) the base amount, which is the EAV of a senior citizen’s residence for the year prior to the year in which he or she first qualifies and applies for the Exemption (plus the EAV of improvements since such year). For assessment year 2006, the amount of the Senior Citizens Assessment Freeze Homestead Exemption phases out as the amount of household income increases. The amount of the Senior Citizens Assessment Freeze Homestead Exemption is calculated by using the same formula as above, and then multiplying the resulting value by a ratio that varies according to household income.

Another exemption available to disabled veterans operates annually to exempt up to \$70,000 of the Assessed Valuation of property owned and used exclusively by such veterans or their spouses for residential purposes. Also, certain property is exempt from taxation on the basis of ownership and/or use, such as public parks, not-for-profit schools and public schools, churches, and not-for-profit hospitals and public hospitals. However, individuals claiming exemption under the Disabled Persons’ Homestead Exemption (“Disabled Persons’ Homestead Exemption”) or the Disabled Veterans Standard Homestead Exemption (“Disabled Veterans Standard Homestead Exemption”) cannot claim the aforementioned exemption.

Furthermore, beginning with assessment year 2007, the Disabled Persons' Homestead Exemption provides an annual homestead exemption in the amount of \$2,000 for property that is owned and occupied by certain persons with a disability. However, individuals claiming exemption as a disabled veteran or claiming exemption under the Disabled Veterans Standard Homestead Exemption cannot claim the aforementioned exemption.

In addition, the Disabled Veterans Standard Homestead Exemption provides disabled veterans an annual homestead exemption starting with assessment year 2007 and thereafter. Specifically, (i) those veterans with a service-connected disability of 75% are granted an exemption of \$5,000 and (ii) those veterans with a service-connected disability of less than 75%, but at least 50% are granted an exemption of \$2,500. Furthermore, the veteran's surviving spouse is entitled to the benefit of the exemption, provided that the spouse has legal or beneficial title of the homestead, resides permanently on the homestead and does not remarry. Moreover, if the property is sold by the surviving spouse, then an exemption amount not to exceed the amount specified by the current property tax roll may be transferred to the spouse's new residence, provided that it is the spouse's primary residence and the spouse does not remarry. However, individuals claiming exemption as a disabled veteran or claiming exemption under the Disabled Persons' Homestead Exemption cannot claim the aforementioned exemption.

Beginning with assessment year 2007, the Returning Veterans' Homestead Exemption ("Returning Veterans' Homestead Exemption") is available for property owned and occupied as the principal residence of a veteran in the assessment year the veteran returns from an armed conflict while on active duty in the United States armed forces. This provision grants a homestead exemption of \$5,000, which is applicable in all counties. In order to apply for the Returning Veterans' Homestead Exemption, the individual must pay real estate taxes on the property, own the property or have either a legal or an equitable interest in the property, "or a leasehold interest of land on which a single family residence is located, which is occupied as a principle residence of a veteran returning from an armed conflict involving the armed forces of the United States who has an ownership interest therein, legal, equitable or as a lessee, and on which the veteran is liable for the payment of property taxes." Those individuals eligible for the Returning Veterans' Homestead Exemption may claim the Returning Veterans' Homestead Exemption, in addition to other homestead exemptions, unless otherwise noted.

### **Property Tax Extension Limitation law**

The Property Tax Extension Limitation Law, as amended (the "Limitation Law"), limits the annual growth in the amount of property taxes to be extended for certain Illinois non-home-rule units, including the Village. In general, the annual growth permitted under the Limitation Law is the lesser of 5% or the percentage increase in the Consumer Price Index during the calendar year preceding the levy year. Taxes can also be increased due to new construction, referendum approval of tax rate increases, mergers and consolidations.

The effect of the Limitation Law is to limit the amount of property taxes that can be extended for a taxing body. In addition, general obligation bonds, notes and installment contracts payable from ad valorem taxes unlimited as to rate and amount cannot be issued by the affected taxing bodies unless they are approved by referendum, are alternate bonds (such as the Bonds) or are for certain refunding purposes.

The Village has the authority to levy taxes for many different purposes. See the table entitled **Representative Tax Rates** under "**PROPERTY ASSESSMENT AND TAX INFORMATION**" herein. The ceiling at any particular time on the rate at which these taxes may be extended for the Village is either (i) unlimited (as provided by statute), (ii) initially set by statute but permitted to be increased by referendum, (iii) capped by statute, or (iv) limited to the rate approved by referendum. Public Act 94-0976, effective June 30, 2006, provides that the only ceiling on a particular tax rate is the ceiling set by statute above, at which the rate is not permitted to be further increased by referendum or otherwise. Therefore, taxing districts (such as the Village) will have increased flexibility to levy taxes for the purposes for which they most need the money. The total aggregate tax rate for the various purposes subject to the Limitation Law, however, will not be allowed to exceed the Village's limiting rate computed in accordance with the provisions of the Limitation Law.

Local governments, including the Village, can issue limited tax bonds in lieu of general obligation bonds that have otherwise been authorized by applicable law.

### **Truth in Taxation Law**

Legislation known as the Truth in Taxation Law (the “Law”) limits the aggregate amount of certain taxes which can be levied by, and extended for, a taxing district to 105% of the amount of taxes extended in the preceding year unless specified notice, hearing and certification requirements are met by the taxing body. The express purpose of the Law is to require published disclosure of, and hearing upon, an intention to adopt a levy in excess of the specified levels.

### **REGISTRATION, TRANSFER AND EXCHANGE**

See also **APPENDIX B** for information on registration, transfer and exchange of book-entry bonds. The Bonds will be initially issued as book-entry bonds.

The Village shall cause books (the “Bond Register”) for the registration and for the transfer of the Bonds to be kept at the principal corporate trust office of the Bond Registrar in Chicago, Illinois. The Village will authorize to be prepared, and the Bond Registrar shall keep custody of, multiple bond blanks executed by the Village for use in the transfer and exchange of Bonds.

Any Bond may be transferred or exchanged, but only in the manner, subject to the limitations, and upon payment of the charges as set forth in the Bond Resolution. Upon surrender for transfer or exchange of any Bond at the principal corporate trust office of the Bond Registrar, duly endorsed by, or accompanied by a written instrument or instruments of transfer in form satisfactory to the Bond Registrar and duly executed by the registered owner or such owner’s attorney duly authorized in writing, the Village shall execute and the Bond Registrar shall authenticate, date and deliver in the name of the registered owner, transferee or transferees (as the case may be) a new fully registered Bond or Bonds of the same maturity and interest rate of authorized denominations, for a like aggregate principal amount.

The execution by the Village of any fully registered Bond shall constitute full and due authorization of such Bond, and the Bond Registrar shall thereby be authorized to authenticate, date and deliver such Bond, provided, however, the principal amount of outstanding Bonds of each maturity authenticated by the Bond Registrar shall not exceed the authorized principal amount of Bonds for such maturity less Bonds previously paid.

The Bond Registrar shall not be required to transfer or exchange any Bond following the close of business on during the period of the 1<sup>st</sup> day of month of any interest payment date on such Bond to the interest payment date (known as the record date).

The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of the principal of or interest on any Bonds shall be made only to or upon the order of the registered owner thereof or such owner’s legal representative. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

No service charge shall be made for any transfer or exchange of Bonds, but the Village or the Bond Registrar may require payment of a sum sufficient to cover any tax or other governmental charge that may be imposed in connection with any transfer or exchange of Bonds.

## TAX MATTERS

In the opinion of Miller, Canfield, Paddock and Stone, P.L.C., Bond Counsel, under existing law, the interest on the Bonds is excludable from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations. Further, with respect to corporations (as defined for federal income tax purposes) such interest is taken into account in determining adjusted current earnings for the purpose of computing the alternative minimum tax imposed on such corporations. Bond Counsel will express no opinion regarding any other federal or state tax consequences arising with respect to the Bonds and the interest thereon.

The opinion on federal tax matters is based on the accuracy of certain representations and certifications, and continuing compliance with certain covenants, of the Village contained in the transcript of proceedings and which are intended to evidence and assure the foregoing, including that the Bonds are and will remain obligations the interest on which is excludable from gross income for federal income tax purposes. The Village has covenanted to take the actions required of it for the interest on the Bonds to be and to remain excludable from gross income for federal income tax purposes, and not to take any actions that would adversely affect that exclusion. Bond Counsel's opinion assumes the accuracy of the Village's certifications and representations and the continuing compliance with the Village's covenants. Noncompliance with these covenants by the Village may cause the interest on the Bonds to be included in gross income for federal income tax purposes retroactively to the date of issuance of the Bonds. After the date of issuance of the Bonds, Bond Counsel will not undertake to determine (or to so inform any person) whether any actions taken or not taken, or any events occurring or not occurring, or any other matters coming to Bond Counsel's attention, may adversely affect the exclusion from gross income for federal income tax purposes of interest on the Bonds or the market prices of the Bonds.

The opinion of Bond Counsel is based on current legal authority and covers certain matters not directly addressed by such authority. It represents Bond Counsel's legal judgment as to the excludability of interest on the Bonds from gross income for federal income tax purposes but is not a guarantee of that conclusion. The opinion is not binding on the Internal Revenue Service ("IRS") or any court. Bond Counsel cannot give and has not given any opinion or assurance about the effect of future changes in the Internal Revenue Code of 1986, as amended (the "Code"), the applicable regulations, the interpretations thereof or the enforcement thereof by the IRS.

Ownership of the Bonds may result in collateral federal income tax consequences to certain taxpayers, including, without limitation, corporations subject to the branch profits tax, financial institutions, certain insurance companies, certain S corporations, individual recipients of Social Security or Railroad Retirement benefits and taxpayers who may be deemed to have incurred (or continued) indebtedness to purchase or carry the Bonds. Bond Counsel will express no opinion regarding any such consequences.

### **Tax Treatment Of Accruals On Original Issue Discount Bonds**

Under existing law, if the initial public offering price to the public (excluding bond houses and brokers) of a Bond is less than the stated redemption price of such Bonds at maturity, then such Bond is considered to have "original issue discount" equal to the difference between such initial offering price and the amount payable at maturity (such Bonds are referred to as "OID Bonds"). Such discount is treated as interest excludable from federal gross income to the extent properly allocable to each registered owner thereof. The original issue discount accrues over the term to maturity of each such OID Bonds on the basis of a constant interest rate compounded at the end of each six-month period (or shorter period) from the date of original issue with straight-line interpolations between compounding dates. The amount of original issue discount accruing during each period is added to the adjusted basis of such OID Bonds to determine taxable gain upon disposition (including sale, redemption or payment on maturity) of such OID Bonds.

The Code contains certain provisions relating to the accrual of original issue discount in the case of purchasers of Bonds who purchase such OID Bonds after the initial offering of a substantial amount thereof. Owners who do not purchase such OID Bonds in the initial offering at the initial offering prices should consult their own tax advisors with respect to the tax consequences of ownership of such OID Bonds.

All holders of the OID Bonds should consult their own tax advisors with respect to the allowance of a deduction for any loss on a sale or other disposition of an OID Bond to the extent such loss is attributable to accrued original issue discount.

### **Amortizable Bond Premium**

For federal income tax purposes, the excess of the initial offering price to the public (excluding bond houses and brokers) at which a Bond is sold over the amount payable at maturity thereof constitutes for the original purchasers of such Bonds (collectively, the “Original Premium Bonds”) an amortizable bond premium. Bonds other than Original Premium Bonds may also be subject to an amortizable bond premium determined generally with regard to the taxpayer’s basis (for purposes of determining loss on a sale or exchange) and the amount payable on maturity or, in certain cases, on an earlier call date (such bonds being referred to herein collectively with the Original Premium Bonds as the “Premium Bonds”). Such amortizable bond premium is not deductible from gross income. The amount of amortizable bond premium allocable to each taxable year is generally determined on the basis of the taxpayer’s yield to maturity determined by using the taxpayer’s basis (for purposes of determining loss on sale or exchange) of such Premium Bonds and compounding at the close of each six-month accrual period. The amount of amortizable bond premium allocable to each taxable year is deducted from the taxpayer’s adjusted basis of such Premium Bonds to determine taxable gain upon disposition (including sale, redemption or payment at maturity) of such Premium Bonds.

All holders of the Premium Bonds should consult with their own tax advisors as to the amount and effect of the amortizable bond premium.

### **Market Discount**

The “market discount rules” of the Code apply to the Bonds. Accordingly, holders acquiring their Bonds subsequent to the initial issuance of the Bonds will generally be required to treat market discount recognized under the provisions of the Code as ordinary taxable income (as opposed to capital gain income). Holders should consult their own tax advisors regarding the application of the market discount provisions of the Code and the advisability of making any of the elections relating to market discount allowed by the Code.

### **Information Reporting And Backup Withholding**

Information reporting requirements apply to interest paid after March 31, 2007 on tax-exempt obligations, including the Bonds. In general, such requirements are satisfied if the interest recipient completes, and provides the payor with, a Form W-9, “Request for Taxpayer Identification Number and Certification,” or unless the recipient is one of a limited class of exempt recipients, including corporations. A recipient not otherwise exempt from information reporting who fails to satisfy the information reporting requirements will be subject to “backup withholding,” which means that the payor is required to deduct and withhold a tax from the interest payment, calculated in the manner set forth in the Code. For the foregoing purpose, a “payor” generally refers to the person or entity from whom a recipient receives its payments of interest or who collects such payments on behalf of the recipient.

If an owner purchasing the Bonds through a brokerage account has executed a Form W-9 in connection with the establishment of such account no backup withholding should occur. In any event, backup withholding does not affect the excludability of the interest on the Bonds from gross income for federal income tax purposes. Any amounts withheld pursuant to backup withholding would be allowed as a refund or a credit against the owner’s federal income tax once the required information is furnished to the IRS.

## Future Developments

Bond Counsel's engagement with respect to the Bonds ends with the issuance of the Bonds and, unless separately engaged, bond counsel is not obligated to defend the Village in the event of an audit examination by the IRS. The IRS has a program to audit tax-exempt obligations to determine whether the interest thereon is includible in gross income for federal income tax purposes. If the IRS does audit the Bonds, under current IRS procedures, the IRS will treat the Village as the taxpayer and the beneficial owners of the Bonds will have only limited rights, if any, to obtain and participate in judicial review of such audit.

NO ASSURANCE CAN BE GIVEN THAT ANY FUTURE LEGISLATION OR CLARIFICATIONS OR AMENDMENTS TO THE CODE, IF ENACTED INTO LAW, WILL NOT CONTAIN PROPOSALS WHICH COULD CAUSE THE INTEREST ON THE BONDS TO BE SUBJECT DIRECTLY OR INDIRECTLY TO FEDERAL INCOME TAXATION, ADVERSELY AFFECT THE MARKET PRICE OR MARKETABILITY OF THE BONDS, OR OTHERWISE PREVENT THE HOLDERS FROM REALIZING THE FULL CURRENT BENEFIT OF THE STATUS OF THE INTEREST THEREON. FURTHER, NO ASSURANCE CAN BE GIVEN THAT ANY SUCH FUTURE LEGISLATION, OR ANY ACTIONS OF THE INTERNAL REVENUE SERVICE, INCLUDING, BUT NOT LIMITED TO, SELECTION OF THE BONDS FOR AUDIT EXAMINATION, OR THE COURSE OR RESULT OF ANY EXAMINATION OF THE BONDS, OR OTHER BONDS WHICH PRESENT SIMILAR TAX ISSUES, WILL NOT AFFECT THE MARKET PRICE OF THE BONDS.

INVESTORS SHOULD CONSULT WITH THEIR TAX ADVISORS AS TO THE TAX CONSEQUENCES OF THEIR ACQUISITION, HOLDING OR DISPOSITION OF THE BONDS.

## QUALIFIED TAX-EXEMPT OBLIGATIONS

The Village has designated this issue of Bonds as "qualified tax-exempt obligations" for purposes of deduction of interest expense by financial institutions as defined in Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

## LIMITED CONTINUING DISCLOSURE

Because at the time of the delivery of the Bonds the Village will be an "obligated person" (as such term is defined in Rule 15c2-12 (the "Rule")) with respect to less than \$10,000,000 in aggregate amount of outstanding municipal securities, including the Bonds, the Village is required to provide to the Municipal Securities Rulemaking Board (the "MSRB"), as specified in the Rule, annual financial information or operating data regarding the Village which annual financial information and operating data shall include, at a minimum, that annual financial information and operating data which is customarily prepared by the Village and is publicly available. Consequently, pursuant to the Rule, the Village will enter into a Continuing Disclosure Undertaking (the "Undertaking") for the benefit of the beneficial owners of the Bonds to send certain annual financial information and operating data to the MSRB for purposes of the Rule and to provide notice of certain reportable events to the MSRB pursuant to the requirements of Section (b)(5) of the Rule adopted by the Securities Exchange Commission (the "Commission") under the Securities Exchange Act of 1934 (the "1934 Act"). No person, other than the Village, has undertaken, or is otherwise expected, to provide continuing disclosure with respect to the Bonds.

There have been no instances in the previous five years in which the Village failed to comply, in all material respects, with any undertaking previously entered into by it pursuant to the Rule. A failure by the Village to comply with the Undertaking will not constitute a default under the Bond Ordinance and beneficial owners of the Bonds are limited to the remedies described in the Undertaking. See "**THE UNDERTAKING - Consequences of Failure of the Village to Provide Information**". The Village must report any failure to comply with the Undertaking in accordance with the Rule. Any broker, dealer or municipal securities dealer must consider such report before recommending the purchase or sale of the Bonds in the secondary market. Consequently, such a failure may adversely affect the transferability and liquidity of the Bonds and their market price.

## THE UNDERTAKING

The following is a brief summary of certain provisions of the Undertaking of the Village and does not purport to be complete. The statements made under this caption are subject to the detailed provisions of the Undertaking, a copy of which is available upon request from the Village.

### Financial Information Disclosure

The Village covenants that it will disseminate its Financial Information (as described below) annually to the MSRB in such manner and format and accompanied by identifying information as is prescribed by the MSRB or the Commission at the time of delivery of such information. The Village is required to deliver such information within 210 days after the last day of the Village's fiscal year (currently on April 30). If audited financial statements are not available when the Financial Information is filed, the Village will file unaudited financial statements. The Village will submit audited financial statements to the MSRB's EMMA system within 210 days after availability to the Village. MSRB Rule G-32 requires all EMMA filings to be in word-searchable PDF format. This requirement extends to all documents to be filed with EMMA, including financial statements and other externally prepared reports.

"Financial Information" means financial statements of the Village as audited annually by independent certified public accountants. The Village's audited financial statements are prepared according to Generally Accepted Accounting Principles as applicable to governmental units (i.e., as subject to the pronouncements of the Governmental Accounting Standards Board and subject to any express requirements of State law).

### Reportable Events Disclosure

The Village covenants that it will disseminate in a timely manner (not in excess of ten business days after the occurrence of the Reportable Event) Reportable Events Disclosure to the MSRB in such manner and format and accompanied by identifying information as is prescribed by the MSRB or the Commission at the time of delivery of such information. MSRB Rule G-32 requires all EMMA filings to be in word-searchable PDF format. This requirement extends to all documents to be filed with EMMA, including financial statements and other externally prepared reports. The "Events" are:

1. Principal and interest payment delinquencies
2. Non-payment related defaults, if material
3. Unscheduled draws on debt service reserves reflecting financial difficulties
4. Unscheduled draws on credit enhancements reflecting financial difficulties
5. Substitution of credit or liquidity providers, or their failure to perform
6. Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the security, or other material events affecting the tax status of the security
7. Modifications to the rights of security holders, if material
8. Bond calls, if material, and tender offers
9. Defeasances
10. Release, substitution or sale of property securing repayment of the securities, if material
11. Rating changes
12. Bankruptcy, insolvency, receivership or similar event of the Village\*
13. The consummation of a merger, consolidation, or acquisition involving the Village or the sale of all or substantially all of the assets of the Village, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material
14. Appointment of a successor or additional trustee or the change of name of a trustee, if material.

\* This event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the Village in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the Village, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the Village.

## **Consequences of Failure of the Village to Provide Information**

In the event of a failure of the Village to comply with any provision of the Undertaking, the beneficial owner of any Bond may seek mandamus or specific performance by court order, to cause the Village to comply with its obligations under the Undertaking. A default under the Undertaking shall not be deemed a default under the Bond Ordinance, and the sole remedy under the Undertaking in the event of any failure of the Village to comply with the Undertaking shall be an action to compel performance.

## **Amendment; Waiver**

Notwithstanding any other provision of the Undertaking, the Village by resolution or ordinance authorizing such amendment or waiver, may amend the Undertaking, and any provision of the Undertaking may be waived, if:

(a) (i) The amendment or the waiver is made in connection with a change in circumstances that arises from a change in legal requirements including, without limitation, pursuant to a “no-action” letter issued by the Commission, a change in law, or a change in the identity, nature, or status of the Village, or type of business conducted; or

(ii) The Undertaking, as amended, or the provision, as waived, would have complied with the requirements of the Rule at the time of the primary offering, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and

(b) The amendment or waiver does not materially impair the interests of the beneficial owners of the Bonds, as determined by parties unaffiliated with the Village (such as Bond Counsel).

In the event that the Commission or the MSRB or other regulatory authority approves or requires Financial Information or notices of a Reportable Event to be filed with a central post office, governmental agency or similar entity other than the MSRB or in lieu of the MSRB, the Village shall, if required, make such dissemination to such central post office, governmental agency or similar entity without the necessity of amending the Undertaking.

## **Termination of Undertaking**

The Undertaking shall be terminated if the Village shall no longer have any legal liability for any obligation on or relating to repayment of the Bonds under the Bond Ordinance. The Village shall give notice to the MSRB in a timely manner if this paragraph is applicable.

## **Additional Information**

Nothing in the Undertaking shall be deemed to prevent the Village from disseminating any other information, using the means of dissemination set forth in the Undertaking or any other means of communication, or including any other information in any Financial Information or notice of occurrence of a Reportable Event, in addition to that which is required by the Undertaking. If the Village chooses to include any information from any document or notice of occurrence of a Reportable Event in addition to that which is specifically required by the Undertaking, the Village shall have no obligation under the Undertaking to update such information or include it in any future disclosure or notice of occurrence of a Reportable Event.

## **Dissemination of Information; Dissemination Agent**

When filings are required to be made with the MSRB in accordance with the Undertaking, such filings are required to be made through its EMMA system for municipal securities disclosure or through any other electronic format or system prescribed by the MSRB for purposes of the Rule.

The Village may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under the Undertaking, and may discharge any such Dissemination Agent, with or without appointing a successor Dissemination Agent.

## **LITIGATION**

At the time of delivery of and payment for the Bonds, the Village will certify that there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, regulatory agency, public board or body, pending with respect to which the Village has been served with process or is otherwise aware, or, to the knowledge of the officer of the Village executing such certificate, threatened against the Village affecting the existence of the Village, the Area or the titles of its officers to their respective offices or seeking to restrain or to enjoin the sale or delivery of the Bonds, the application of the proceeds thereof in accordance with the collection or application of the Special Tax, or in any way contesting or affecting the validity or enforceability of the Bonds, the Bond Ordinance, or any action of the Village contemplated by any of the said documents, or the collection or application of the Special Tax, or in any way contesting the completeness or accuracy of the Bond Ordinance, or any amendments or supplements hereto, or contesting the powers of the Village contemplated by any of said documents, nor, to the knowledge of the officer of the Village executing such certificate, is there any basis therefor.

## **FINAL OFFICIAL STATEMENT AUTHORIZATION**

This Final Official Statement has been authorized for distribution to prospective purchasers of the Bonds. All statements, information, and statistics herein are believed to be correct but are not guaranteed by the consultants or by the Village, and all expressions of opinion, whether or not so stated, are intended only as such.

## **INVESTMENT RATING**

The Bonds have no rating. No rating has been applied for.

## **CERTAIN LEGAL MATTERS**

Certain legal matters incident to the authorization, issuance and sale of the Bonds are subject to the approving legal opinion of Miller, Canfield, Paddock and Stone, P.L.C., Chicago, Illinois, as Bond Counsel (the "Bond Counsel") who has been retained by, and acts as, Bond Counsel to the Village. Ice Miller LLP, Chicago, Illinois, will serve as Disclosure Counsel to the Village. Bond Counsel has not been retained or consulted on disclosure matters and has not undertaken to review or verify the accuracy, completeness or sufficiency of this Final Official Statement or other offering material relating to the Bonds and assumes no responsibility for the statements or information contained in or incorporated by reference in this Final Official Statement, except that in its capacity as Bond Counsel, Miller, Canfield, Paddock and Stone, P.L.C. has, at the request of the Village supplied the information under the heading "TAX MATTERS".

## UNDERWRITING

Bernardi Securities, Inc., Chicago, Illinois (the “Underwriter”), has agreed to purchase all but not less than all of the Bonds at a price of \$1,122,019.15 (reflecting the par amount of \$1,125,000, plus a reoffering premium of \$13,894.15, and less an Underwriter’s discount of \$16,875.00). It is anticipated that delivery of the Bonds will occur on the date shown on the cover page hereof. The Bonds may be offered and sold to certain dealers (including the Underwriter or other dealers depositing Bonds into investment trusts) at prices or yields other than such public offering prices or yields shown on the cover page to this Final Official Statement, and such public offering prices or yields may be changed, from time to time, by the Underwriter.

## FINANCIAL ADVISOR

The Village has engaged Speer Financial, Inc. as financial advisor (the “Financial Advisor”) in connection with the issuance and sale of the Bonds. The Financial Advisor is a Registered Municipal Advisor in accordance with the rules of the Municipal Securities Rulemaking Board (the “MSRB”). The Financial Advisor will not participate in the underwriting of the Bonds. The financial information included in the Final Official Statement has been compiled by the Financial Advisor. Such information does not purport to be a review, audit or certified forecast of future events and may not conform with accounting principles applicable to compilations of financial information. The Financial Advisor is not obligated to undertake any independent verification of or to assume any responsibility for the accuracy, completeness or fairness of the information contained in this Final Official Statement, nor is the Financial Advisor obligated by the Village’s continuing disclosure undertaking.

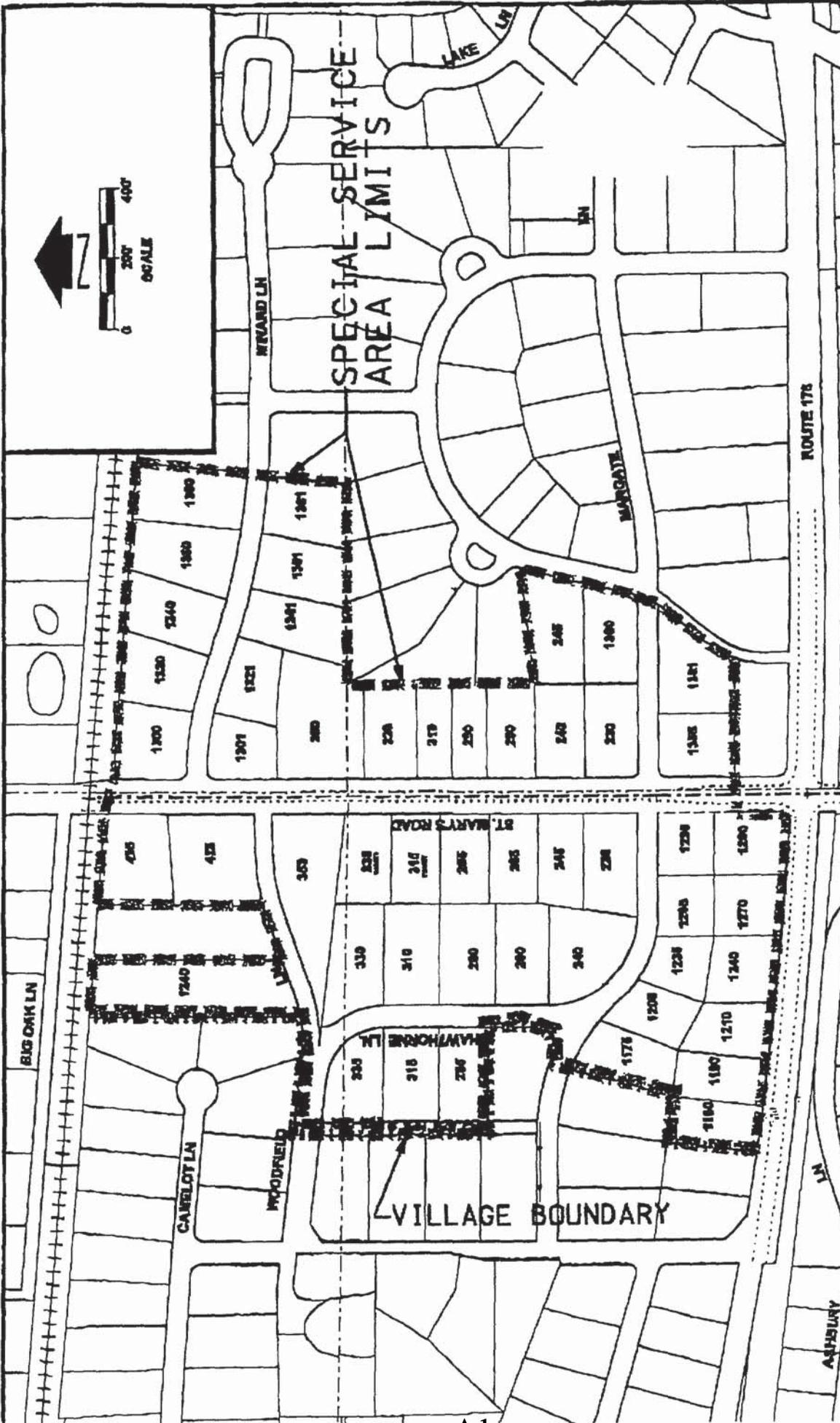
## CERTIFICATION

We have examined this Final Official Statement dated November 20, 2013 for the \$1,125,000 Special Service Area Number Ten Special Tax Refunding Bonds, Series 2013, believe it to be true and correct and will provide to the purchaser of the Bonds at the time of delivery a certificate confirming to the purchaser that to the best of our knowledge and belief information in the Official Statement was at the time of acceptance of the bid for the Bonds and, including any addenda thereto, was at the time of delivery of the Bonds true and correct in all material respects and does not include any untrue statement of a material fact, nor does it omit the statement of any material fact required to be stated therein, or necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading.

/s/ **ELAINE PALMER**  
*Village Administrator*  
VILLAGE OF GREEN OAKS  
Lake County, Illinois

/s/ **BERNARD WYSOCKI**  
*Village President*  
VILLAGE OF GREEN OAKS  
Lake County, Illinois

**APPENDIX A**  
**MAPS AND PROPERTY INDEX NUMBERS (PIN) OF SPECIAL SERVICE AREA NUMBER TEN**

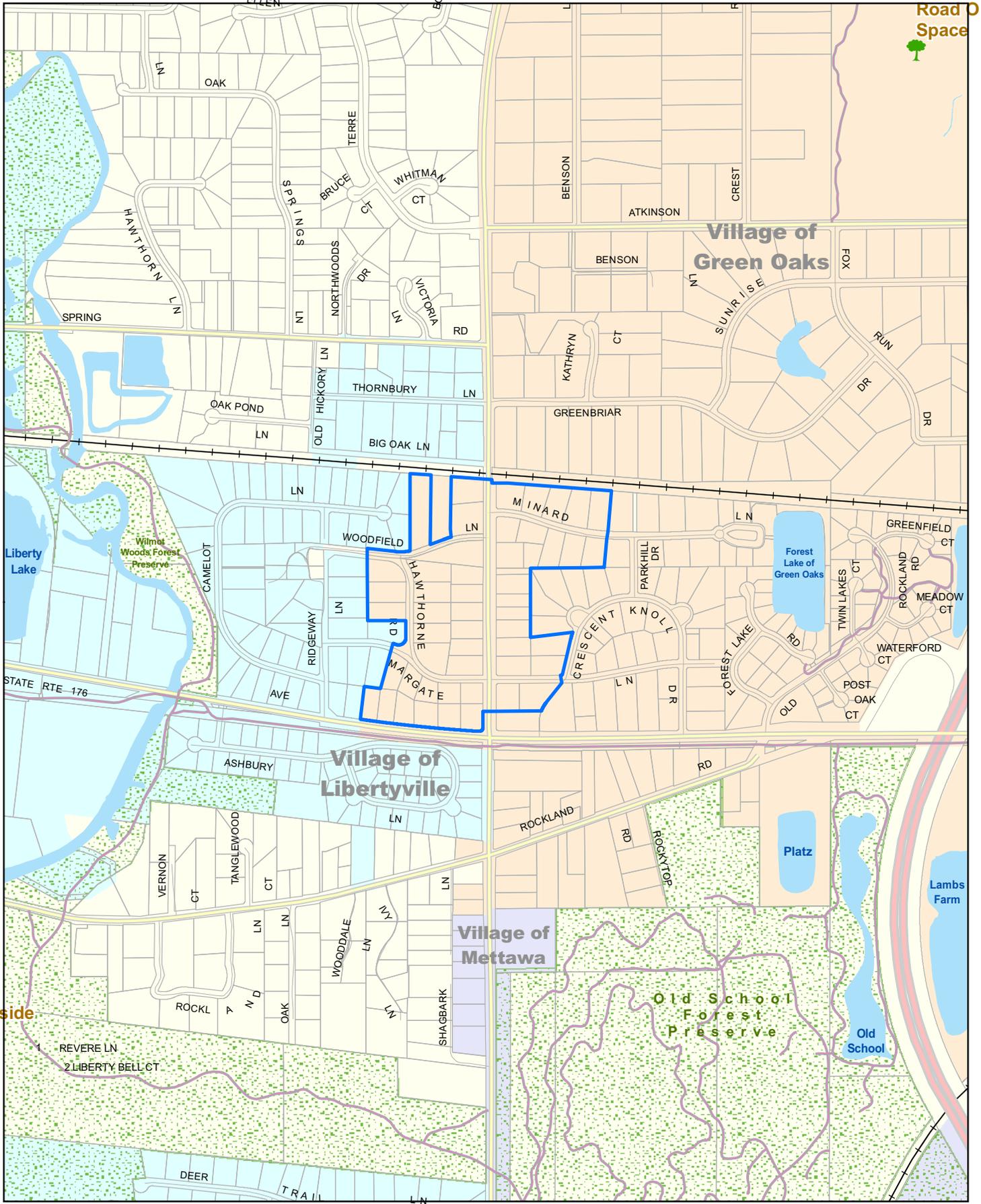


**SPECIAL SERVICE AREA NO. 10  
VILLAGE OF GREEN OAKS**

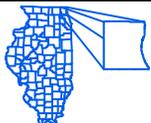
200 FT. SQUARES  
SCALE = 1" = 200'

ASHBURY LN  
ROUTE 178

# Lake County - Green Oaks Special Service Area 10



Prepared By:  
Lake County Department of Information Technology  
GIS Mapping Division  
18 North County Street  
Waukegan, Illinois 60085-4357  
(847) 377-2273



Revised:  
2012



0 250 500 1,000  
Feet

- District Boundary
- Major Water
- School
- Fire Department
- Police
- Parcels
- Trails
- Library
- Township Office / City Hall
- Airport
- Unincorporated Area
- Centerline
- Golf Course
- Railroad
- Park
- Metra Station
- Hospital

13-0477  
2/18/2013

**VILLAGE OF GREEN OAKS**  
**Lake County, Illinois**  
**Special Service Area Number Ten**

	<u>PIN</u>	<u>Address</u>	<u>2012 EAV</u>	<u>2012 Special Tax</u>
1.....	11-14-302-001	1300 Minard Ln	\$ 109,430	\$ 2,999.65
2.....	11-14-302-002	1320 Minard Ln	100,853	2,999.65
3.....	11-14-302-003	1340 Minard Ln	108,359	2,999.65
4.....	11-14-302-004	1360 Minard Ln	152,632	2,999.65
5.....	11-14-302-005	1380 Minard Ln	108,467	2,999.65
6.....	11-14-302-014	1341 Minard Ln	128,863	2,999.65
7.....	11-14-302-015	1361 Minard Ln	91,830	2,999.65
8.....	11-14-302-016	1381 Minard Ln	217,708	2,999.65
9.....	11-14-302-034	1301 Minard Ln	104,519	2,999.65
10.....	11-14-302-035	1321 Minard Ln	107,823	2,999.65
11.....	11-14-302-048	350 St. Mary's Rd	67,611	2,999.65
12.....	11-15-400-022	1240 Woodfield Ln	85,797	2,999.65
13.....	11-15-400-030	353 St. Mary's Rd	290,059	2,999.65
14.....	11-15-409-001	495 St. Mary's Rd	46,964	2,999.65
15.....	11-15-409-002	425 St. Mary's Rd	109,899	2,999.65
16.....	11-22-202-005	335 Hawthorne Rd	132,585	2,999.65
17.....	11-22-202-006	315 Hawthorne Rd	237,282	2,999.65
18.....	11-22-202-010	285 Hawthorne Rd	266,230	2,999.65
19.....	11-22-203-001	330 Hawthorne Rd	172,133	2,999.65
20.....	11-22-203-002	310 Hawthorne Rd	122,133	2,999.65
21.....	11-22-203-003(1)	280 Hawthorne Rd	144,313	2,999.65
22.....	11-22-203-004	260 Hawthorne Rd	248,658	2,999.65
23.....	11-22-203-005	240 Hawthorne Rd	248,223	2,999.65
24.....	11-22-203-006(1)	335 St. Mary's Rd	49,418	2,999.65
25.....	11-22-203-007	315 St. Mary's Rd	49,418	2,999.65
26.....	11-22-203-008	285 St. Mary's Rd	162,865	2,999.65
27.....	11-22-203-009	265 St. Mary's Rd	147,736	2,999.65
28.....	11-22-203-010	245 St. Mary's Rd	116,012	2,999.65
29.....	11-22-203-011(1)	225 St. Mary's Rd	100,825	2,999.65
30.....	11-22-204-004	1175 Margate Ln	117,585	2,999.65
31.....	11-22-204-005	1205 Margate Ln	115,610	2,999.65
32.....	11-22-204-006	1235 Margate Ln	96,767	2,999.65
33.....	11-22-204-007	1265 Margate Ln	115,716	2,999.65
34.....	11-22-204-008	1295 Margate Ln	111,679	2,999.65
35.....	11-22-204-011	1160 Park Ave	82,028	2,999.65
36.....	11-22-204-012	1190 Park Ave	93,931	2,999.65
37.....	11-22-204-013	1210 Park Ave	88,319	2,999.65
38.....	11-22-204-014(2)	1240 Park Ave	111,779	2,999.65
39.....	11-22-204-015	1270 Park Ave	92,455	2,999.65
40.....	11-22-204-016	1290 Park Ave	56,135	2,999.65
41.....	11-23-101-004	310 St. Mary's Rd	71,835	2,999.65
42.....	11-23-101-005	290 St. Mary's Rd	146,649	2,999.65
43.....	11-23-101-006	260 St. Mary's Rd	97,346	2,999.65
44.....	11-23-101-007	240 St. Mary's Rd	78,334	2,999.65
45.....	11-23-101-008	220 St. Mary's Rd	56,326	2,999.65
46.....	11-23-101-011	245 Crescent Knoll Dr	111,635	2,999.65
47.....	11-23-101-012	1360 Margate Ln	108,783	2,999.65
48.....	11-23-101-017	320 St. Mary's Rd	81,750	2,999.65
49.....	11-23-104-001	1355 Margate Ln	166,053	2,999.65
50.....	11-23-104-004	1361 Margate Ln	127,272	2,999.65
			<u>\$6,156,632</u>	<u>\$149,982.50</u>

Notes: (1) Property is in foreclosure.  
(2) Property taxes were sold for full payment

**APPENDIX B**  
**DESCRIBING BOOK-ENTRY-ONLY ISSUANCE**

1. The Depository Trust Company (“DTC”), New York, New York, will act as securities depository for the Bonds (the “Securities”). The Securities will be issued as fully-registered securities registered in the name of Cede & Co. (DTC’s partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Security certificate will be issued for each issue of the Securities, each in the aggregate principal amount of such issue, and will be deposited with DTC.

2. DTC, the world’s largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a “banking organization” within the meaning of the New York Banking Law, a member of the Federal Reserve System, a “clearing corporation” within the meaning of the New York Uniform Commercial Code, and a “clearing agency” registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC’s participants (“Direct Participants”) deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants’ accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation (“DTCC”). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly (“Indirect Participants”). DTC has a Standard & Poor’s rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at [www.dtcc.com](http://www.dtcc.com).

3. Purchases of Securities under the DTC system must be made by or through Direct Participants, which will receive a credit for the Securities on DTC’s records. The ownership interest of each actual purchaser of each Security (“Beneficial Owner”) is in turn to be recorded on the Direct and Indirect Participants’ records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Securities are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Securities, except in the event that use of the book-entry system for the Securities is discontinued.

4. To facilitate subsequent transfers, all Securities deposited by Direct Participants with DTC are registered in the name of DTC’s partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Securities with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Securities; DTC’s records reflect only the identity of the Direct Participants to whose accounts such Securities are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

5. Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Securities may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Securities, such as redemptions, tenders, defaults, and proposed amendments to the Security documents. For example, Beneficial Owners of Securities may wish to ascertain that the nominee holding the Securities for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

6. Redemption notices shall be sent to DTC. If less than all of the Securities within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

7. Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to Securities unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the Village as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Securities are credited on the record date (identified in a listing attached to the Omnibus Proxy).

8. Redemption proceeds, distributions, and dividend payments on the Securities will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the Village or the Paying Agent, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Paying Agent, or the Village, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, distributions, and dividend payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Village or the Paying Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

9. A Beneficial Owner shall give notice to elect to have its Securities purchased or tendered, through its Participant, to any Tender/Remarketing Agent, and shall effect delivery of such Securities by causing the Direct Participant to transfer the Participant's interest in the Securities, on DTC's records, to any Tender/Remarketing Agent. The requirement for physical delivery of Securities in connection with an optional tender or a mandatory purchase will be deemed satisfied when the ownership rights in the Securities are transferred by Direct Participants on DTC's records and followed by a book-entry credit of tendered Securities to any Tender/Remarketing Agent's DTC account.

10. DTC may discontinue providing its services as depository with respect to the Securities at any time by giving reasonable notice to the Village or the Paying Agent. Under such circumstances, in the event that a successor depository is not obtained, Security certificates are required to be printed and delivered.

11. The Village may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Security certificates will be printed and delivered to DTC.

12. The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the Village believes to be reliable, but the Village takes no responsibility for the accuracy thereof.

**APPENDIX C**  
**PROPOSED FORM OF OPINION OF BOND COUNSEL**

December 11, 2013

We hereby certify that we have examined a certified copy of the proceedings of the President and Board of Trustees of the Village of Green Oaks, Lake County, Illinois (the “**Village**”), passed preliminary to the issue by the Village of its fully registered Special Service Area Number Ten Special Tax Refunding Bonds, Series 2013 (the “**Bonds**”), to the amount of \$1,125,000, dated December 11, 2013, due on December 15 of the years, in the amounts and bearing interest at the rates percent per annum as follows:

<u>Year of Maturity (December 15)</u>	<u>Principal Amount (\$)</u>	<u>Rate of Interest (%)</u>
2014	\$115,000	2.00%
2015	120,000	2.00%
2016	120,000	2.50%
2017	120,000	2.50%
2018	125,000	3.00%
2019	125,000	3.00%
2020	130,000	4.00%
2021	130,000	4.00%
2022	140,000	4.00%

We have examined the documents which we deem pertinent to the validity of the Bonds, including the certified record evidencing the authorization of the Bonds by the President and Board of Trustees of the Village. On the basis of such examination, we are of the opinion that the Bonds have been lawfully authorized and issued under the laws of the State of Illinois; that they are the lawful and enforceable special obligations of the Village in accordance with their terms; that the obligation of the Village to pay principal of and interest on the Bonds is solely from the special taxes levied within Special Service Area Number Ten of the Village; that special taxes sufficient to pay the principal of and interest on the Bonds have been properly levied and filed and that the form of bond of said issue, which we have examined, is in proper form.

It is to be understood that the rights of the owners of the Bonds and the enforceability of the Bonds may be limited by bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors’ rights generally and by equitable principles, whether considered at law or in equity.

We are of the opinion, under existing law, that the interest on the Bonds (a) is excludable from gross income for federal income tax purposes and (b) is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations. Further, with respect to corporations (as defined for federal income tax purposes), the interest is taken into account in determining adjusted current earnings for the purpose of computing the alternative minimum tax imposed on such corporations. The opinion set forth in

clause (a) above is subject to the condition that the Village comply with all requirements of the Internal Revenue Code of 1986, as amended (the “**Code**”), that must be satisfied subsequent to the issuance of the Bonds in order that interest thereon be (or continue to be) excludable from gross income for federal income tax purposes. The Village has covenanted to comply with all such requirements. Failure to comply with certain of such requirements could cause the interest on the Bonds to be included in gross income retroactively to the date of issuance of the Bonds. In rendering our opinion on tax exemption, we have relied on the mathematical computations by Speer Financial, Inc., Chicago, Illinois, of the yield on the Bonds and on certain obligations acquired with the proceeds thereof.

It is also our opinion that the Village has properly designated the Bonds as “**qualified tax-exempt obligations**” pursuant to Section 265(b)(3) of the Code.

Except as stated in the two preceding paragraphs, we express no opinion regarding other federal or state consequences arising with respect to the Bonds and the interest thereon.

A portion of the proceeds of the Bonds will be used to refund all or a portion of the Village’s outstanding Special Service Area Number Ten Special Tax Bonds, Series 2003 (the “**Prior Bonds**”). A portion of the proceeds of the Bonds has been invested in obligations issued by the United States of America (the “**Acquired Obligations**”), and the Acquired Obligations and a beginning cash balance (the “**Cash**”) have been irrevocably deposited with The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois (the “**Escrow Agent**”). The principal of and interest on the Acquired Obligations will be collected by the Escrow Agent and applied, together with the Cash, as necessary to the payment of principal of, redemption premium, if any, and interest on the Prior Bonds as the same shall become due at maturity or upon prior redemption. Assuming the accuracy of the mathematical computations of Speer Financial, Inc., Chicago, Illinois dated the date hereof (as to which no opinion is expressed) and assuming the Escrow Agent performs its duties under the Escrow Agreement as and when required, the principal of and interest coming due on the Acquired Obligations, when paid, together with the Cash, will be sufficient to pay such principal of and interest on and redemption premium, if any, on the Prior Bonds at maturity or upon prior redemption in accordance with the Escrow Agreement.

The rights or remedies of bondholders may be affected by bankruptcy, insolvency, fraudulent conveyance or other laws affecting creditors’ rights generally, now existing or hereafter enacted, and by the application of general principles of equity, including those relating to equitable subordination.

This opinion is given as of the date hereof, and we assume no obligation to revise or supplement this opinion to reflect any facts or circumstances that may hereafter come to our attention, or any changes in law that may hereafter occur.

DRDavidson/cme

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