STOCKTON PUBLIC FINANCING AUTHORITY

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR, OR AUTHORIZED DESIGNEE, TO APPLY FOR AND ENTER INTO AN EXTENSION OF AN IRREVOCABLE DIRECT PAY LETTER OF CREDIT AGREEMENT ISSUED BY UNION BANK FOR THE $55,000,000 STOCKTON PUBLIC FINANCING AUTHORITY VARIABLE RATE DEMAND WATER REVENUE BONDS, SERIES 2010A

The City of Stockton ("City") and the former Redevelopment Agency of the City of Stockton entered into a Joint Exercise of Powers Agreement establishing the Stockton Public Financing Authority ("Authority"), a California joint exercise of powers entity duly organized to provide financial assistance to the City; and

The Authority previously issued its Variable Rate Demand Water Revenue Bonds, Series 2010A (Delta Water Supply Project) ("2010A Bonds") pursuant to an indenture, dated as of October 1, 2010 ("Indenture"), by and between the Authority and Wells Fargo Bank, National Association, as trustee ("Trustee"), to provide funds to the City through an installment purchase financing for the acquisition, construction, installation, and improvement of its Delta Water Supply Project; and

In connection with the original issuance of the 2010A Bonds, Authority and City entered into an Irrevocable Direct Pay Letter of Credit Agreement, dated as of October 1, 2010; and

The City now desires to extend the term of that Agreement for an initial period of 60 days to December 17, 2013, with possible future extensions as needed, subject to Union Bank of California's approval, in order to facilitate its election under the Indenture to provide sufficient time to remarket the 2010A Bonds to convert the interest rate period from variable rates to fixed rates to maturity; now, therefore,
BE IT RESOLVED BY THE STOCKTON PUBLIC FINANCING AUTHORITY, AS
FOLLOWS:

1. The Executive Director, or authorized designee, is authorized to apply for
and enter into an extension of an irrevocable direct pay letter of credit agreement issued
by Union Bank for the $55,000,000 Stockton Public Financing Authority Variable Rate
Demand Water Revenue Bonds, Series 2010A.

2. This resolution shall take effect immediately upon its adoption.

3. The Authorized Officers, each acting alone, are authorized to take such
actions as are necessary to carry out the intent of this resolution.

PASSED, APPROVED, AND ADOPTED October 8, 2013.

ANTHONY SILVA, Chairman
Stockton Public Financing Authority

ATTEST:

BONNIE PAIGE, Secretary
Stockton Public Financing Authority