RESOLUTION NO. 2006-019

Adopted by the Housing Authority
of the City Of Sacramento

November 28, 2006

AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF HOUSING AUTHORITY OF THE CITY OF SACRAMENTO MULTIFAMILY HOUSING REVENUE BONDS (SUMMERFIELD PLAZA APARTMENTS) 2006 ISSUE B, AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST INDENTURE, A LOAN AGREEMENT, A FINANCING AGREEMENT, A REGULATORY AGREEMENT, A BOND PURCHASE AGREEMENT AND AN OFFICIAL STATEMENT, AND AUTHORIZING THE EXECUTION AND DELIVERY OF AND APPROVING OTHER RELATED DOCUMENTS AND APPROVING OTHER RELATED ACTIONS IN CONNECTION THEREWITH; SUMMERFIELD PLAZA APARTMENTS

BACKGROUND

A. Chapter 1 of Part 2 of Division 24 of the Health and Safety Code of the State of California, commencing with Section 34200 (the "Act"), authorizes housing authorities to incur indebtedness for the purpose of financing the acquisition, rehabilitation and development of multifamily rental housing facilities to be occupied in part by persons of low and very low income.

B. The Housing Authority of the City of Sacramento (the "Authority") hereby finds and declares that it is necessary, essential and a public purpose for the Authority to engage in a program (the "Program") of financing the acquisition, rehabilitation and development of multifamily rental housing facilities, and has determined to borrow money for such purpose by the issuance of revenue bonds as authorized by the Act.

C. The Authority hereby finds and declares that this resolution is being adopted pursuant to the powers granted by the Act.

D. Pursuant to the Act and a request of Summerfield Village Apartments, L.P., an Ohio limited partnership (the "Borrower"), revenue bonds of the Authority designated as "Housing Authority of the City of Sacramento Multifamily Housing Revenue Bonds (Summerfield Plaza Apartments) 2006 Issue B" in an aggregate principal amount of $2,810,000 (the "Bonds") were issued for the purpose of financing the acquisition, rehabilitation and development of a multifamily rental housing project commonly known as Summerfield Plaza Apartments located at 2624 Traction Avenue and 521 Wilson Avenue in the City of Sacramento, California (the "Project").

E. The Borrower has requested that the Authority issue and sell the Taxable Bonds and remarket the Tax-Exempt Bonds (each hereinafter defined) for the purpose of financing the acquisition, rehabilitation and development of the Project.

F. All conditions, things and acts required to exist, to have happened and to have been performed precedent to and in the issuance of the Taxable Bonds and the remarketing of the Tax-Exempt Bonds, and the implementation of the Program as contemplated by this resolution and the documents referred to herein exist, have happened and have been performed in due time, form and manner as required by the laws of the State of California, including the Act.

BASED ON THE FACTS SET FORTH IN THE BACKGROUND, THE HOUSING AUTHORITY OF THE CITY OF SACRAMENTO RESOLVES AS FOLLOWS:

Section 1. The Authority hereby finds and declares that the above recitals are true and correct.

Section 2. Pursuant to the Act, revenue bonds of the Authority designated as "Housing Authority of the City of Sacramento Multifamily Housing Revenue Bonds (Summerfield Plaza Apartments) 2006 Issue B-1" in an aggregate principal amount not to exceed $2,750,000 (the "Tax-Exempt Bonds") are hereby authorized to be remarketed and revenue bonds of the Authority designated as "Housing Authority of the City of Sacramento Multifamily Housing Revenue Bonds (Summerfield Plaza Apartments) 2006 Issue B-2" in an aggregate principal amount not to exceed $1,400,000 (the "Taxable Bonds," and together with the Tax-Exempt Bonds, the "Bonds") are hereby authorized to be issued. The Bonds shall be executed by the manual or facsimile signature of the Chairperson, Vice Chairperson or Executive Director of the Authority, and attested by the manual or facsimile signature of the Secretary of the Board of the Authority or the Clerk of the Sacramento Housing and Redevelopment Agency (the "Clerk"), in the form set forth in and otherwise in accordance with the Indenture (hereinafter defined).

Section 3. The following documents with respect to the Bonds (the "Bond Documents") between and/or among the Authority and the institution's named therein, in the forms on file with the Clerk, are hereby approved:

(a) a trust indenture with respect to the Tax-Exempt Bonds (the "Indenture") between the Authority and Wells Fargo Bank, National Association, as trustee (the "Trustee");

(b) a financing agreement with respect to the Tax-Exempt Bonds (the "Financing Agreement") the Authority, the Trustee and the Borrower;

(c) a subordinate indenture with respect to the Taxable Bonds (the "Indenture") between the Authority and Wells Fargo Bank, National Association, as trustee (the "Trustee");

(d) a subordinate taxable loan agreement with respect to the Taxable Bonds (the "Financing Agreement") the Authority, the Trustee and the Borrower;

(e) an amended and restated regulatory agreement and declaration of restrictive covenants (2624 Traction Avenue) (the "Traction Regulatory Agreement") among the Authority, the Trustee and the Borrower;

(f) an amended and restated regulatory agreement and declaration of restrictive covenants (521 Wilson Avenue) (the "Wilson Regulatory Agreement") among the Authority, the Trustee and the Borrower;

(g) a bond purchase agreement (the "Bond Purchase Agreement") among the Authority, the Borrower and Red Capital Markets, Inc.; and

(h) a preliminary official statement with respect to the Bonds (the "preliminary Official Statement");

The Chairperson, the Vice Chairperson or the Executive Director of the Authority (the "Designated Officers") are, and each of them acting alone is, hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Bond Documents, and the Secretary of the Board of the Authority or the Clerk is hereby authorized and directed, for and in the name and on behalf of the Authority, to attest the Designated Officer's signature on the Bond Documents, if necessary, in substantially said forms, with such additions thereto or changes therein as are recommended or approved by such officers upon consultation with bond counsel to the Authority, including such additions or changes as are necessary or advisable in accordance with Section 5 hereof (provided that no additions or changes shall authorize an aggregate principal amount of Tax-Exempt Bonds in excess of $2,750,000), the approval of such additions or changes to be conclusively evidenced by the execution and delivery by the Authority of the Bond Documents The date, maturity dates, interest rate or rates, interest payment dates, denominations, form registration privileges, manner of execution, place of payment, terms of redemption, and other terms of the Bonds shall be as provided in the Indenture, as finally executed.

Section 4. The Bonds, when executed, shall be delivered to the Trustee for authentication. The Trustee is hereby requested and directed to authenticate the Bonds by executing the Trustee's certificate of authentication and registration appearing thereon, and to deliver the

Bonds, when duly executed and authenticated, to the purchasers thereof in accordance with written instructions executed on behalf of the Authority by one of the Designated Officers, which instructions such officers are, and each of them is, hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver to the Trustee. Such instructions shall provide for the delivery of the Bonds to the purchasers thereof upon payment of the purchase price therefor.

Section 5. All actions heretofore taken by the officers and agents of the Authority with respect to the establishment of the Program and the sale and issuance of the Bonds are hereby approved, confirmed and ratified, and the proper officers of the Authority, including the Designated Officers, are hereby authorized and directed, for and in the name and on behalf of the Authority, to do any and all things and take any and all actions, including, but not limited to, determining the principal amount of the Taxable Bonds to be issued and delivered (provided such aggregate principal amount shall not exceed $1,400,000) and determining the principal amount of the Tax-Exempt Bonds to be remarketed (provided such aggregate principal amount shall not exceed $2,750,000), and execute and deliver any and all certificates, agreements and other documents which they, or any of them, may deem necessary or advisable in order to consummate the lawful issuance, delivery and remarketing of the Bonds in accordance with this Resolution and resolutions heretofore adopted by the Authority and in order to carry out the Program, including but not limited to those certificates, agreements, deeds of trust and other documents described in the Indenture, the Subordinate Indenture, the Financing Agreement, the Subordinate Loan Agreement, the Traction Regulatory Agreement, the Wilson Regulatory Agreement, the Bond Purchase Agreement and the other documents herein approved and any certificates, agreements or documents as may be necessary to further the purpose hereof, evidence credit support or additional security for the Bonds, but which shall not create any obligation or liability of the Authority other than with respect to the revenues and assets derived from the proceeds of the Bonds.

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

Adopted by the City of Sacramento Housing Authority on November 28, 2006 by the following vote:

Ayes: Members, Cohn, Fong, Hammond, McCarty, Pannell, Sheedy, Tretheway, Waters, and Chair Fargo.

Noes: None.

Abstain: None.

Absent: None.

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Chair, Heather Fargo

Attest:

Shirley Concolino

Shirley Concolino, Secretary