

RESOLUTION NO. 14-105

A RESOLUTION OF THE GOVERNING BODY OF THE CITY OF WICHITA, KANSAS APPROVING SUPPLEMENTAL TRUST INDENTURE NO. 1 TO A CERTAIN TRUST INDENTURE ENTERED INTO BY THE CITY IN CONNECTION WITH THE ISSUANCE OF ITS TAXABLE INDUSTRIAL REVENUE BONDS, SERIES III, 2005 (ETHANOL PRODUCTS, LLC).

WHEREAS, the City of Wichita, Kansas (the "Issuer") and Bank of Oklahoma, N.A., Tulsa, Oklahoma (the "Trustee") are parties to a Trust Indenture dated as of October 1, 2005, authorizing and securing the Issuer's Taxable Industrial Revenue Bonds, Series III, 2005 (Ethanol Products, LLC), in the original principal amount of \$2,000,000 (the "Bonds"), for the purpose of acquiring, constructing, and equipping a headquarters facility located in the City of Wichita, Kansas (the "Project"); and

WHEREAS, the Issuer has leased the Project to Ethanol Products, LLC, a South Dakota limited liability company (d/b/a Poet Ethanol Products) (the "Company") pursuant to the terms of a Lease dated as of October 1, 2005 (the "Lease"); and

WHEREAS, pursuant to Section 1101 of the Trust Indenture, the parties desire to amend and supplement the Trust Indenture to correct an error in the amortization schedule for the Bonds; and

WHEREAS, the Company is the owner of 100% of the aggregate principal amount of all outstanding Bonds as of the date hereof and has consented to such amendment.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF WICHITA, KANSAS:

Section 1. Approval of Form of Supplemental Trust Indenture No. 1. The form of Supplemental Trust Indenture No. 1 between the Issuer and the Trustee, amending the Trust Indenture to correct an error in the amortization schedule for the Bonds, is hereby approved in substantially the form presented to the governing body concurrently with this Resolution.

Section 2. Authorization to Execute and Deliver Document. The Mayor and City Clerk are hereby authorized to execute and deliver Supplemental Trust Indenture No. 1 on behalf of the Issuer upon receipt of the original document signed on behalf of the Trustee by a duly authorized officer, and consented to in writing by the Company, as tenant under the Lease and as owner of 100% of the outstanding Bonds.

Section 3. Effective Date. This Resolution shall take effect from and after its adoption by a majority of the governing body of the Issuer.

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ADOPTED by the governing body of the City of Wichita, Kansas on April 15, 2014.

[SEAL]

By: _____
Mayor

[SEAL]

ATTEST:

By: _____
City Clerk