

CERTIFICATE OF COUNTY CLERK

THE STATE OF TEXAS §
 §
COUNTY OF COLLIN §

I, the undersigned, County Clerk and Ex-officio Clerk of the Commissioners Court of Collin County, Texas, DO HEREBY CERTIFY as follows:

1. That on the 18th day of April, 2011, a regular meeting of the Commissioners Court of Collin County, Texas, was held in the Commissioners' Courtroom, on the 4th floor of the Jack Hatchell Administration Building, 2300 Bloomdale Road, in McKinney, Texas; the duly constituted members of the Court being as follows:

Keith Self	County Judge
Matt Shaheen	Commissioner
Cheryl Williams	Commissioner
Joe Jaynes	Commissioner
Duncan Webb	Commissioner

and all of said persons were present at said meeting, except _____. Among other business considered at said meeting, the attached resolution entitled:

“RESOLUTION OF THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, APPROVING THE BONDS TO BE ISSUED BY TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE PURPOSE OF FINANCING OR REFINANCING CERTAIN HEALTH FACILITIES LOCATED WITHIN THE BOUNDARIES OF THE COUNTY OF COLLIN, TEXAS FOR THE BENEFIT OF BAYLOR HEALTH CARE SYSTEM AS REQUIRED BY SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; AND PROVIDING AN EFFECTIVE DATE”

was introduced and submitted to the Court for passage and adoption. After presentation and due consideration of the resolution, and upon a motion duly made and seconded, the resolution was duly passed and adopted by the Court to be effective immediately by the following vote:

5 voted “For” ___ voted “Against” ___ abstained

all as shown in the official Minutes of the Court for the meeting held on the aforesaid date.

2. That the attached resolution is a true and correct copy of the original on file in the official records of the County; the duly qualified and acting members of the Commissioners Court of said County on the date of the aforesaid meeting are those persons shown above and, according to the records of my office, advance notice of the time, place and purpose of the meeting was given to each member of the Court; and that said meeting and the deliberation of the aforesaid public business was open to the public and written notice of said meeting, including

the subject of the above entitled resolution, was posted and given in advance thereof in compliance with the provisions of Chapter 551, Texas Government Code, as amended.

IN WITNESS WHEREOF, I have hereunto signed my name officially and affixed the seal of the Commissioners Court, this the 18th day of April, 2011.


County Clerk and Ex-officio Clerk
Commissioners Court, Collin County, Texas



RESOLUTION OF THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, APPROVING THE BONDS TO BE ISSUED BY TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE PURPOSE OF FINANCING OR REFINANCING CERTAIN HEALTH FACILITIES LOCATED WITHIN THE BOUNDARIES OF THE COUNTY OF COLLIN, TEXAS FOR THE BENEFIT OF BAYLOR HEALTH CARE SYSTEM AS REQUIRED BY SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; AND PROVIDING AN EFFECTIVE DATE

WHEREAS, by resolution the Commissioners Court of Tarrant County, Texas (the "**Sponsoring Entity**"), authorized and approved the creation of the Tarrant County Cultural Education Facilities Finance Corporation (the "**Issuer**") as a nonprofit corporation under the provisions of the Cultural Education Facilities Finance Corporations Act, Article 1528m, Texas Revised Civil Statutes, as amended from time to time, authorized to issue revenue bonds on behalf of the Sponsoring Entity to provide funds to finance or refinance all or part of the cost of "health facilities" (as defined in the Health Facilities Development Act, Chapter 221, Texas Health and Safety Code, as amended from time to time); and

WHEREAS, Baylor Health Care System, a Texas nonprofit corporation ("**BHCS**"), directly or through affiliates, owns and operates in Collin County at or adjacent to 4700 Alliance Boulevard, Plano, Texas a charitable health care facility known as Baylor Regional Medical Center at Plano ("**Baylor-Plano**") and at or adjacent to 5252 W. University Drive, McKinney, Texas a charitable health care facility known as Baylor Medical Center at McKinney ("**Baylor-McKinney**");

WHEREAS, it has been proposed that the Issuer, pursuant to a plan of finance, issue hospital revenue bonds in multiple series and in multiple years (collectively, the "**Bonds**") in a total amount not to exceed \$980,000,000 and loan the proceeds thereof to BHCS to (i) finance and/or refinance the construction, reconstruction, renovation, furnishing, remodeling, rehabilitation and/or equipping of health facilities of BHCS and its affiliates, all as described in the published Notice of Public Hearing attached to this Resolution as Exhibit A (the "**Notice**"), which includes Baylor-Plano and Baylor-McKinney, (ii) refund all or a portion of the following prior bond issues and/or lease obligations: the North Central Texas Health Facilities Development Corporation Hospital Revenue Bonds (Baylor Health Care System Project) Series 2006B and Series 2006C, the Tarrant County Cultural Education Facilities Finance Corporation Hospital Revenue Refunding Bonds (Baylor Health Care System Project) Series 2009, the North Central Texas Health Facilities Development Corporation Hospital Revenue Bonds (Baylor Health Care System Project) Series 2001A, the Tarrant County Health Facilities Development Corporation Hospital Revenue Bonds (Baylor Health Care System Project) Series 2002A and various lease obligations, (iii) pay capitalized interest on the Bonds to the extent authorized and (iv) pay the costs of issuing the Bonds;

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "**Code**"), requires that the Bonds and the projects to be financed or refinanced by the Bonds (the "**Projects**") be approved by an "applicable elected representative" (the "**AER**") after a public hearing following reasonable public notice, as a condition to the exclusion of interest on the Bonds from gross income for federal income tax purposes; and

WHEREAS, an AER for the issuance of the Bonds is the Commissioners Court of Collin County, Texas (the “**Governing Body**”); and

WHEREAS, the duly appointed hearing officer of the Issuer held a public hearing on April 8, 2011 and conducted such hearing in a manner that provided a reasonable opportunity for persons with differing views on the Bonds and the Projects to be heard, following the publication of the Notice, which contains the date, time and place of the public hearing, no less than 14 days before said date in *The Dallas Morning News* and the *Fort Worth Star Telegram*, being newspapers of general circulation within the Sponsoring Entity or within the geographical jurisdictions in which a portion of the facilities comprising the Projects are located; and

WHEREAS, the Governing Body desires to: (i) confirm action taken with respect to public hearing requirements for the Projects; and (ii) approve the Bonds and the Projects as required by Section 147(f) of the Code; and

WHEREAS, the Governing Body has considered evidence of the posting of notice of this meeting and officially finds, determines, recites and declares that notice of this meeting was given and this meeting was held in accordance with the requirements of the Open Meetings Act, Chapter 551, Texas Government Code, as amended;

NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, THAT:

Section 1. Findings, Determinations and Statements. The findings, determinations and statements set forth in the preamble hereof are hereby incorporated by reference as if set forth in full.

Section 2. Confirmation of Public Hearing. All actions taken with respect to the holding of the public hearing are hereby confirmed.

Section 3. AER Approval. The Governing Body, acting in its capacity as AER pursuant to the requirements of Section 147(f) of the Code, hereby approves the Bonds and the Projects located within the jurisdiction of Collin County, Texas (the “**County**”), all as described in the Notice. The approval granted hereby is not to be construed as (i) a representation or warranty by the County, the Governing Body, any of the officers of the Governing Body, the State of Texas or any other agency, instrumentality or political subdivision of the State of Texas that the Bonds will be paid or that any obligations assumed by any of the parties under the instruments delivered in connection with the Bonds will in fact be performed; (ii) a pledge of faith and credit of or by the State of Texas or any agency, instrumentality or political subdivision of the State of Texas, including the County; or (iii) a representation or warranty concerning the validity of the Bonds.

Section 4. Providing an Effective Date. This resolution shall be in full force and effect from and after its passage, and it is accordingly so resolved.

PASSED AND APPROVED BY THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, THIS APRIL 18, 2011.

EXHIBIT A
PUBLISHED NOTICE OF PUBLIC HEARING

AFFIDAVIT OF PUBLICATION

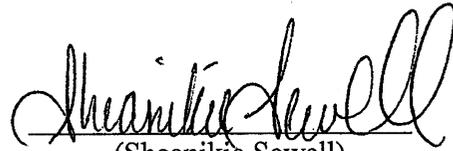
STATE OF TEXAS

COUNTY OF DALLAS

Before me, a Notary Public in and for Dallas County, this day personally appeared Sheanikie Sewell, Advertising Representative for the DALLAS MORNING NEWS, being duly sworn by oath, states the attached advertisement of:

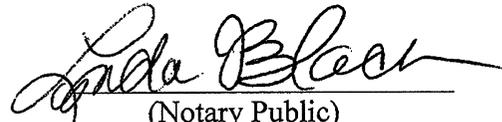
Fulbright & Jaworski LLP
as published in The Dallas Morning News on:

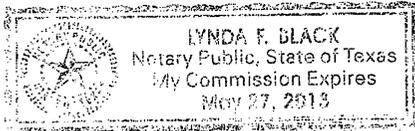
March 24, 2011


(Sheanikie Sewell)

Sworn to and subscribed before me this

March 24, 2011


(Notary Public)



Thursday, March 24, 2011

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Legal Notices

Legal Notices

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NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN of a public hearing to be held by the Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer") on behalf of Tarrant County, Dallas County, Ellis County and Collin County on April 8, 2011, at 10:00 a.m., at Brown, Pruitt, Peterson & Wambsganss, P.C., 201 Main St., Suite 801, Fort Worth, Texas, 76102, with respect to a plan of finance that will consist of the issuance, in multiple series and in multiple years, of hospital revenue bonds (the "Bonds") to be issued by the Issuer in an aggregate principal amount not to exceed \$980,000,000. The public hearing is a "combined hearing" within the meaning of Treasury Regulation Section 5f.103-2(d), and the location of the public hearing is within 100 miles of the seat of government of each participating governmental unit beyond whose geographic jurisdiction the hearing is conducted. Proceeds of the Bonds will be loaned to Baylor Health Care System (the "System") to provide funds to (1) finance and/or refinance the construction, reconstruction, renovation, furnishing, remodeling, rehabilitation and/or equipping of health facilities, including but not limited to, hospital facilities (the "New Money Projects"); (2) refund all or a portion of the following prior bond issues and/or lease obligations: the North Central Texas Health Facilities Development Corporation Hospital Revenue Bonds (Baylor Health Care System Project) Series 2006B and Series 2006C, the Tarrant County Cultural Education Facilities Finance Corporation Hospital Revenue Refunding Bonds (Baylor Health Care System Project) Series 2009, the North Central Texas Health Facilities Development Corporation Hospital Revenue Bonds (Baylor Health Care System Project) Series 2001A, the Tarrant County Health Facilities Development Corporation Hospital Revenue Bonds (Baylor Health Care System Project) Series 2002A, and various lease obligations (collectively, the "Refunded Bonds"), which financed and/or refinanced the construction, reconstruction, renovation, furnishing, remodeling, rehabilitation and/or equipping of health facilities, including but not limited to, hospital facilities (the "Refunded Bond Projects"); (3) pay capitalized interest on the Bonds to the extent authorized; and (4) pay the costs of issuing the Bonds.

The New Money Projects and the Refunded Bond Projects (collectively, the "Projects") are at the following locations:

- (1) Baylor All Saints Medical Center located at or adjacent to 1400 Eighth Avenue, Fort Worth, Texas, 76104, and 7100 Oakmont, Fort Worth, Texas, 76132;
- (2) Baylor Medical Center at Grapevine located at or adjacent to 1650 West College Street, Grapevine, Texas, 76051;
- (3) the facilities comprising the entire main campus of Baylor Health Care System and Baylor University Medical Center located in the City of Dallas, at or adjacent to 3500 Gaston and 3600 Gaston, Dallas, Texas, including but not limited to, facilities at or adjacent to 3505 Gaston, 3301 Swiss Avenue, 3404 Swiss Avenue, 3535 Worth Street, 75246;
- (4) System facilities located at 2001 Bryan Street, Dallas, Texas, 75201;
- (5) Baylor Regional Medical Center at Plano located at or adjacent to 4700 Alliance Boulevard, Plano, Texas, 75093;
- (6) Baylor Medical Center at Garland located at or adjacent to 2300 Madam Curie Boulevard, Garland, Texas, 75042 and 501-621 Clara Barton Boulevard, Garland, Texas, 75042;
- (7) Baylor Medical Center at McKinney located at or adjacent to 5252 W. University Drive, McKinney, Texas, 75071;
- (8) Baylor Medical Center at Irving located at or adjacent to 1901 N. MacArthur Boulevard, Irving, Texas 75061 and 400 West I-635(LBJ Freeway), Irving, Texas 75063; and
- (9) Baylor Medical Center at Waxahachie located at or adjacent to 1405 W. Jefferson Street, Waxahachie, Texas 75165, NW Quadrant I-35/Highway 287, Waxahachie, Texas, and 2400 N. Interstate Highway 35, Waxahachie, Texas 75167.

The initial owner, operator or manager of each of the Projects will be the System or a tax-exempt nonprofit affiliate of the System. All interested persons are invited to attend such public hearing to express their views with respect to the issuance of the Bonds to finance and refinance the Projects. Questions or requests for additional information may be directed to President, Tarrant County Cultural Education Facilities Finance Corporation in care of Harold Brown at Brown, Pruitt, Peterson & Wambsganss, P.C., 201 Main St., Suite 801, Fort Worth, Texas 76102.

Persons who intend to appear at the hearing and express their views are invited to contact Mr. Brown either in writing or by telephone in advance of the hearing. Any interested persons unable to attend the hearing may submit their views in writing to Mr. Brown prior to the date scheduled for the hearing. The Issuer will reschedule the location and time of the hearing or schedule an additional hearing if requested to do so in written requests submitted to Mr. Brown prior to the aforementioned date of the hearing by a significant number of interested persons.

This notice is published and the above-described hearing is to be held in satisfaction of the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended, regarding the public approval prerequisite to the exemption from federal income taxation of the interest on the Bonds.

TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION

**STATE OF TEXAS
COUNTY OF TARRANT**

Before me, a Notary Public in and for said County and State, this day

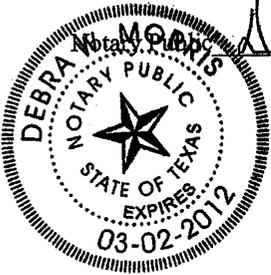
personally appeared Christine Lopez, Advertising Representative for the Star-Telegram, published by the Star-Telegram, Inc. at Fort Worth, in Tarrant County, Texas and distributed in other surrounding Counties; and who, after being duly sworn, did dispose and say that the following clipping of an advertisement was published in the above named paper on the following dates:

Thurs March 24, 2011

Signed Christine Lopez

Subscribed and sworn to before me, this the 24 day of March 2011

Debra W. Morris
Tarrant County, Texas



Legal Notices

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