

MCCALL

PARKHURST & HORTON

January 22, 2020

The Honorable County Judge
and Commissioners Court of Collin County
Collin County Administration Building
2300 Bloomdale Rd.
Suite 4192
McKinney, Texas 75071

Re: Consent by Collin County to financing and refinancing by New Hope Cultural Education Facilities Finance Corporation for Sanctuary LTC, LLC

Ladies and Gentlemen:

New Hope Cultural Education Facilities Finance Corporation (the "Issuer") proposes to issue bonds (the "Bonds") pursuant to the Cultural Education Facilities Finance Corporation Act, Chapter 337, Texas Local Government Code, as amended (the "Act") to provide funds to finance certain health facilities for Sanctuary LTC, LLC, a Texas limited liability company (the "Borrower"), whose sole member is Preservation Freehold Company, a Delaware nonprofit corporation exempt from taxation under section 501(c)(3) of the Internal Revenue Code of 1986. The proceeds of the Bonds will be used to finance and refinance skilled nursing and assisted living facilities for the Borrower in Texas and Oklahoma, including four facilities located in Collin County, in the cities of Celina, McKinney, Plano and Wylie (the "Project").

The facilities in Collin County are: (i) Accel at Willow Bend, located at 2620 Communications Parkway, Plano, Texas, consisting of approximately 110 licensed skilled nursing beds, together with common areas, (ii) Baybrooke Village Care and Rehab Center, located at 8300 Eldorado Parkway, McKinney, Texas, consisting of approximately 128 licensed skilled nursing beds, together with common areas, (iii) Garnet Hill Rehabilitation and Skilled Care, located at 1420 McCreary Road, Wylie, Texas, consisting of approximately 128 licensed skilled nursing beds, together with common areas and (iv) Settlers Ridge Care Center, located at 1280 Settlers Ridge Road, Celina, Texas, consisting of approximately 128 licensed skilled nursing beds, together with common areas.

Because a portion of the Project is located in Collin County, section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code") requires that the approval of Collin County (or the highest elected official of Collin County) be obtained to the financing by the Issuer after the holding of a public hearing. A public hearing was held on January 21, 2020 and a copy of the minutes of the public hearing is enclosed as **Exhibit A**.

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For your convenience, I have enclosed as **Exhibit B** a proposed form of a consent resolution. This approval is required solely for the purposes of satisfying the requirements of the Code and to enable the Issuer to proceed with the proposed financing of the Project with Bond proceeds. **This approval in no way imposes any payment or other obligations on Collin County in connection with the financing. Collin County will have no liability with respect to the proposed Bonds.**

Therefore, on behalf of the Issuer and the Borrower, we respectfully request that consideration of adoption of the enclosed consent resolution be placed on the agenda for the next available meeting of Collin County, Texas, and that the Commissioners Court approve and adopt such resolution. Upon such approval, I would also very much appreciate if you would email a scan or return an original version of the executed resolution to me at the contact information below. Please retain one copy for your file.

Please do not hesitate to contact me at (214) 754-9266 should you have any questions or comments. Thank you very much for your cooperation and assistance.

Sincerely yours,

McCall, Parkhurst & Horton L.L.P.



Abraham "Abe" Benavides

AAB:bc
Enclosures

Contact:
Abe Benavides
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Dallas, Texas 75201

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January 22, 2020

SPECIAL DELIVERY (1958.064)

Mr. Bill Bilyeu
Collin County Administrator
Collin County Administration Building
2300 Bloomdale Rd.
Suite 4192
McKinney, Texas 75071

Re: Consent by Collin County to financing and refinancing by New Hope Cultural Education Facilities Finance Corporation for Sanctuary LTC, LLC

Dear Mr. Bilyeu:

Enclosed is a request by Sanctuary LTC, LLC, a Texas limited liability company (the "Borrower"), whose sole member is Preservation Freehold Company, a Delaware nonprofit corporation exempt from taxation under section 501(c)(3) of the Internal Revenue Code of 1986, that Collin County consent to the issuance of bonds by New Hope Cultural Education Facilities Finance Corporation (the "Issuer") for the financing and refinancing of certain senior living facilities for the Borrower.

As the enclosed letter explains, federal tax law requires that Collin County's consent be obtained prior to the financing by the Issuer. Collin County will have no liability with respect to the proposed bonds.

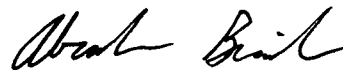
The Issuer and the Borrower would appreciate being placed on the next available agenda.

I will be in touch with you to answer any questions you may have.

Thank you for your assistance.

Sincerely yours,

McCall, Parkhurst & Horton L.L.P.



Abraham "Abe" Benavides

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