

CERTIFICATE OF PUBLIC HEARING

I, the undersigned, hereby certify in connection with a transaction to be entered into by the Wallis Cultural Education Facilities Finance Corporation (the "*Corporation*"), Young Mens Christian Association of Austin ("*Borrower*") and Compass Bank (the "*Bank*") in the maximum principal amount of \$7,500,000 (the "*Financing*") for the benefit of Borrower, as follows:

1. I served as Hearing Officer for the Corporation for the purpose of financing the improvement, expansion and renovation of (i) an approximately 64,000 square foot YMCA facility containing gymnasium, pool and fitness facilities located at 1100 W. Cesar Chavez, Austin, Texas 78703 and (ii) an approximately 30,000 square foot YMCA facility containing gymnasium, pool and fitness facilities located at 6219 Oakclaire Dr., Austin, Texas 78735. A portion of the proceeds of the Financing will be used to pay certain expenses in connection with the issuance of the Financing.

2. Such hearing was conducted on November 4, 2009, commencing at 10:00 a.m., Colorado Room, 17th Floor, Andrews Kurth LLP, 111 Congress Avenue, Suite 1700, Austin, Texas 78701, which building and office was open to the public for purposes of the hearing.

3. At the time for the commencement of the hearing, comments, either orally or in writing, were publicly requested on the Project and the Financing.

4. At the hearing,

☒ no persons presented comments orally or in writing.

☐ the comments summarized on the attached were made orally by the persons listed therein.

☐ the written comments attached hereto were presented.

5. No time limitations were imposed on any public comments.

IN WITNESS WHEREOF, I have hereunto set my hand this November 5, 2009.



Hearing Officer