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EXHIBIT A

FORM OF BONDS

REGISTERED	REGISTERED
No. _____	\$ _____

United States of America  
State of Texas  
CITY OF AUSTIN, TEXAS  
AIRPORT SYSTEM REVENUE BOND  
SERIES 2013

MATURITY DATE	INTEREST RATE	DELIVERY DATE	CUSIP NO.
May 15, 2028	2.25%		

THE CITY OF AUSTIN, TEXAS (the "City"), in Travis, Williamson and Hays Counties, Texas, for value received, hereby promises to pay to \_\_\_\_\_ or registered assigns, on the Maturity Date, as specified above, the sum of \_\_\_\_\_ DOLLARS

and to pay interest thereon, to the maturity date specified above, or the date of its redemption prior to scheduled maturity, at the rate of interest per annum specified above, with said interest being payable on November 15, 2013, and semiannually on each May 15 and November 15 thereafter; except that if the Paying Agent/Registrar's Authentication Certificate appearing on the face of this Bond is dated later than November 15, 2013, such interest is payable semiannually on each May 15 and November 15 following such date. Interest on the Bonds shall accrue from the Delivery Date specified above. Interest on the Bonds shall be computed on the basis of a 360-day year consisting of twelve 30-day months.

Capitalized terms appearing herein that are defined terms in the Ordinance defined below, have the meanings assigned to them in the Ordinance. Reference is made to the Ordinance for such definitions and for all other purposes.

The principal of this Bond shall be payable without exchange or collection charges in lawful money of the United States of America upon presentation and surrender of this Bond at the corporate trust office in Austin, Texas (the "Designated Payment Transfer Office"), of Prosperity Bank, as Paying Agent/Registrar, or, with respect to a successor Paying Agent/Registrar, at the Designated Payment Transfer Office of such successor. The payment of interest on this Bond shall be made by the Paying Agent/Registrar to the registered owner

hereof as shown by the Registration Books kept by the Paying Agent/Registrar at the close of business on the last Business Day of the month next preceding such Interest Payment Date (a "Record Date") by check, dated as of such Interest Payment Date, drawn by the Paying Agent/Registrar on, and payable solely from, funds of the City required to be on deposit with the Paying Agent/Registrar for such purpose as hereinafter provided; and such check shall be sent by the Paying Agent/Registrar by United States mail, first class postage prepaid, on each such Interest Payment Date, to the registered owner hereof at its address as it appears on the Registration Books kept by the Paying Agent/Registrar, as hereinafter described. Any accrued interest due at maturity or upon redemption of this Bond prior to maturity as provided herein shall be paid to the registered owner upon presentation and surrender of this Bond for redemption and payment at the Designated Payment/Transfer Office of the Paying Agent/Registrar. The City covenants with the registered owner of this Bond that no later than each principal payment and/or interest payment date for this Bond it will make available to the Paying Agent/Registrar from the Debt Service Fund the amounts required to provide for the payment, in immediately available funds, of all principal of, premium, if any, and interest on the Bonds, when due.

In the event of nonpayment of interest on a scheduled Interest Payment Date, and for 30 days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received. Notice of the Special Record Date and of the scheduled payment date of the past due interest (the "Special Payment Date," which shall be 15 days after the Special Record Date) shall be sent at least five Business Days prior to the Special Record Date by United States mail, first class postage prepaid, to the address of each Owner of a Bond appearing on the books of the Paying Agent/Registrar at the close of business on the last Business Day preceding the date of mailing such notice.

If a date for the payment of the principal of or interest on the Bonds is a Saturday, Sunday, legal holiday, or a day on which banking institutions in the City or in the city in which the Designated Payment transfer Office is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding Business Day, and payment on such date shall have the same force and effect as if made on the original date payment was due.

This Bond is one of a series of fully registered bonds specified in the title hereof, dated May 1, 2013, issued in the aggregate principal amount of \$60,000,000 pursuant to the Ordinance. This Bond is one of the Revenue Bonds authorized by the Ordinance and is subject to the terms and provisions thereof. The Ordinance and its terms and provisions are incorporated herein for all purposes.

The Bonds are issued by the City for the purposes of obtaining funds to pay the costs of planning, acquiring, establishing, constructing, improving or equipping the Airport under and pursuant to Chapter 22, Texas Transportation Code, as amended, and all other applicable law, and to pay the City's costs incurred in connection with the issuance of the Bonds.

This Bond and all of the Bonds are special obligations of the City that are equally and ratably payable from and secured by a lien on and pledge of the "Net Revenues" and by

amounts on deposit in certain special funds of the "Airport System" of the City of Austin, Texas, WHICH LIEN ON NET REVENUES IS JUNIOR AND SUBORDINATE TO THE PRIOR AND SENIOR LIEN SECURING THE CITY'S "PRIOR LIEN BONDS." Net Revenues are required to be set aside for and pledged to the payment of the Bonds and certain other outstanding obligations equally and ratably secured on a parity with the Bonds (collectively, the "Revenue Bonds") and "Credit Agreement Obligations" heretofore or hereafter issued or incurred in connection therewith, in the debt service fund and the debt service reserve fund required to be maintained for the payment of all such Revenue Bonds, all as more fully described and provided for in the Ordinance. This Bond and the series of which it is a part, together with the interest thereon, are payable solely from such Net Revenues and special funds and do not constitute an indebtedness or general obligation of the City.

The City has reserved the right to issue additional obligations on a parity with the outstanding Revenue Bonds and the Bonds and subordinate or inferior obligations, subject to the restrictions contained in the Ordinance, which may be secured by a lien on a parity with, subordinate or inferior to, the lien on the aforesaid Net Revenues securing this Bond and the series of which it is a part.

The Ordinance contains provisions permitting the City to defease the Ordinance and to amend the Ordinance under certain circumstances. Any amendment to the Ordinance shall be binding upon the Owner of this Bond without endorsement hereon or any reference to such amendment, provided that no amendment shall permit (a) an extension of the maturity of the principal of or the interest on this Bond, or (b) a reduction of the principal amount of this Bond or the rate of interest thereon.

The Bonds are subject to redemption prior to maturity at the option of the City, in whole or in part, on any date, at the redemption price of par plus accrued interest to the date fixed for redemption. The Bonds or portions thereof redeemed shall be selected by lot or other method by the Paying Agent/Registrar. The Paying Agent/Registrar will select the specific Bonds to be redeemed in Authorized Denominations in the manner set forth in the Ordinance.

The Bonds are subject to mandatory sinking fund redemption in part (at random in such manner as the Paying Agent/Registrar in its discretion deems proper) on the dates and in the respective principal amounts set forth below at 100% of the principal amount thereof, plus accrued interest to the Redemption Date, from sinking fund installments which are required to be made in amounts sufficient to redeem on the dates set forth below the principal amount of such respective Bonds specified below:

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Sinking Fund Installments

<u>Date</u>	<u>Principal Amount (\$)</u>	<u>Date</u>	<u>Principal Amount (\$)</u>
November 15, 2015	880,000	November 15, 2022	4,630,000
November 15, 2016	2,710,000	November 15, 2023	4,730,000
November 15, 2017	4,145,000	November 15, 2024	4,845,000
November 15, 2018	4,235,000	November 15, 2025	4,950,000
November 15, 2019	4,335,000	November 15, 2026	5,060,000
November 15, 2020	4,425,000	November 15, 2027	5,175,000
November 15, 2021	4,530,000	May 15, 2028*	5,350,000

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\*Final Maturity

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The Bonds are subject to extraordinary mandatory redemption prior to maturity, in whole, at the redemption price of par plus accrued interest to the date fixed for redemption, upon the occurrence of a "Transfer Event". As used in this Bond, the term "Transfer Event" means the execution of a final agreement by the City effecting the transfer of ownership of the Airport, whether in fee or by a leasehold interest, by the City to a party other than an entity created by and under the exclusive control of the City. The extraordinary mandatory redemption of the Bonds shall occur no later than 90 days after the occurrence of a Transfer Event. The foregoing notwithstanding, a registered owner may by written notice to the City waive the occurrence of the extraordinary mandatory redemption, and the effect of a waiver shall be that the Bonds owned by the registered owner providing written notice of waiver shall remain outstanding in accordance with their terms.

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Notice of optional redemption of Bonds shall be given by United States mail, first class postage prepaid, not less than 30 days before the date fixed for redemption, to the registered owner of each of the Bonds to be redeemed in whole or in part. Notice having been so given, the Bonds or portions thereof designated for redemption shall become due and payable on the redemption date specified in such notice; from and after such date, notwithstanding that any of the Bonds or portions thereof so called for redemption shall not have been surrendered for payment, interest on such Bonds or portions thereof shall cease to accrue. For so long as Prosperity Bank is the registered owner of 100% of the principal amount of the Bonds then outstanding, the City shall not be required to provide notice of a mandatory sinking fund redemption. If Prosperity Bank is not the registered owner of 100% of the principal amount of the Bonds then outstanding, the City shall provide notice of a mandatory sinking fund redemption in the manner and with the effect described in this paragraph.

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As provided in the Ordinance, and subject to certain limitations therein set forth, this Bond is transferable upon surrender of this Bond for transfer at the Designated Payment/Transfer Office, with such endorsement or other evidence of transfer as is acceptable to the Paying Agent/Registrar, and, thereupon, one or more new fully registered Bonds of the same stated maturity, of authorized denominations, bearing the same rate of interest, and for the same aggregate principal amount will be issued to the designated transferee or transferees.

Neither the City nor the Paying Agent/Registrar shall be required to issue, transfer or exchange any Bond called for redemption where such redemption is scheduled to occur within 45 calendar days of the transfer or exchange date; provided, however, such limitation shall not be applicable to an exchange by the registered owner of the uncalled principal balance of a Bond.

The City, the Paying Agent/Registrar, and any other person may treat the person in whose name this Bond is registered as the owner hereof for the purpose of receiving payment as herein provided (except interest shall be paid to the person in whose name this Bond is registered on the Record Date or Special Record Date, as applicable) and for all other purposes, whether or not this Bond be overdue, and neither the City nor the Paying Agent/Registrar shall be affected by notice to the contrary.

It is hereby certified, recited and represented that the issuance of the Bonds is duly authorized by law; that all acts, conditions and things required to exist and be done precedent to and in the issuance of the Bonds to render the same lawful and valid have been properly done and performed and have happened in regular and due time, form and manner, as required by law; that due provision has been made for the payment of the principal of and interest on the Revenue Bonds by granting a lien on and pledge of the Net Revenues and special funds as provided in the Ordinance; such lien being junior and subordinate to the prior lien pledged to the payment of the Prior Lien Bonds, and that the issuance of the Bonds does not exceed any constitutional or statutory limitation.

This Bond shall not be valid or obligatory for any purpose or be entitled to any benefit under the Ordinance unless this Bond either (i) is registered by the Comptroller of Public Accounts of the State of Texas by registration certificate attached or affixed hereto or (ii) is authenticated by the Paying Agent/Registrar by due execution of the authentication certificate manually endorsed hereon. A duly executed certificate of authentication shall be conclusive evidence that this Bond was delivered by the Paying Agent/Registrar under the provisions of the Ordinance.

The owner of this Bond shall never have the right to demand payment of this Bond or the interest thereon out of any funds raised or to be raised by taxation.

IN WITNESS WHEREOF, the City has caused the official seal of the City to be impressed or placed in facsimile hereon and this Bond to be signed by the Mayor and attested by the City Clerk by their manual, lithographed, or printed facsimile signatures.

\_\_\_\_\_  
City Clerk, City of Austin, Texas

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Mayor, City of Austin, Texas

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Form of Certificate of Paying Agent/Registrar  
CERTIFICATE OF PAYING AGENT/REGISTRAR

It is hereby certified that this Bond has been issued under the Ordinance as described in the text of this Bond; and that this Bond has been issued in conversion of and exchange for or replacement of a bond, bonds, or portions of a bond or bonds of an issued which originally was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

\_\_\_\_\_  
PROSPERITY BANK,  
as Paying Agent/Registrar

Dated:

Form of Comptroller's Registration Certificate

The following Registration Certificate of Comptroller of Public Accounts shall appear on the Initial Bonds in lieu of the Certificate of the Paying Agent/Registrar:

REGISTRATION CERTIFICATE OF COMPTROLLER OF PUBLIC ACCOUNTS

OFFICE OF THE COMPTROLLER	§	
OF PUBLIC ACCOUNTS	§	REGISTER NO. _____
THE STATE OF TEXAS	§	

I HEREBY CERTIFY THAT there is on file and of record in my office a certificate of the Attorney General of the State of Texas to the effect that this Bond has been examined by him as required by law, and that he finds that it has been issued in conformity with the Constitution and laws of the State of Texas, and that it is a valid and binding special obligation of the City of Austin, Texas, payable from the revenues pledged to its payment by and in the ordinance authorizing the same; and this Bond has this day been registered by me.

WITNESS MY SIGNATURE AND SEAL OF OFFICE this \_\_\_\_\_.

[SEAL] \_\_\_\_\_  
Comptroller of Public Accounts of the State of Texas

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Form of Assignment.  
ASSIGNMENT

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FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto  
(print or typewrite name, address and zip code of transferee):

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(Social Security or other identifying number: \_\_\_\_\_) the within Bond and all  
rights hereunder and hereby irrevocably constitutes and appoints \_\_\_\_\_  
attorney to transfer the within Bond on the books kept for registration hereof, with full power  
of substitution in the premises.

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Signature Guaranteed By:

\_\_\_\_\_  
Authorized Signatory

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NOTICE: The signature on this Assignment must correspond with the name of the  
registered owner as it appears on the face of the within Bond in every particular and must be  
guaranteed in a manner satisfactory to the Paying Agent/Registrar.