

CERTIFICATE OF CITY CLERK

THE STATE OF TEXAS

COUNTY OF TRAVIS

CITY OF AUSTIN

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I, the undersigned, City Clerk of the City of Austin, Texas, DO HEREBY CERTIFY as follows:

1. On the 12th day of August, 2004, a regular meeting of the City Council of the City of Austin, Texas, was held at a meeting place within the City; the duly constituted members of the Council being as follows:

WILL WYNN

MAYOR

JACKIE GOODMAN)

MAYOR PRO TEM

DARYL SLUSHER)

RAUL ALVAREZ)

BETTY DUNKERLEY)

COUNCILMEMBERS

BREWSTER McCracken)

DANNY THOMAS)

all of said persons were present at said meeting, except the following: Raul Alvarez. Among other business considered at said meeting, the attached ordinance numbered and entitled:

Ordinance No. 040812-43

AN ORDINANCE authorizing the issuance and sale of "CITY OF AUSTIN, TEXAS, WATER AND WASTEWATER SYSTEM VARIABLE RATE REVENUE REFUNDING BONDS, SERIES 2004," prescribing the terms, features and specifications of said Bonds; pledging the net revenues of the City's Water and Wastewater System to the payment of principal of and interest on said Bonds and to the payment of other obligations of the City; enacting other provisions incident and related to the issuance, payment, sale and delivery of such Bonds, including the purchase of bond insurance, insurance for an interest rate swap agreement, and a surety bond, and the approval and execution of a Paying Agent/Registrar Agreement, a Standby Bond Purchase Agreement, a Tender Agent Acceptance Letter, a Remarketing Agreement, and a Bond Purchase Agreement, and the approval and distribution of an Official Statement pertaining thereto; providing for the redemption of certain outstanding obligations of the City; and providing an effective date.

was introduced and submitted to the Council for passage and adoption. After presentation and due consideration of the ordinance, and upon a motion being made by Mayor Pro Tem Jackie Goodman and seconded by Councilmember Betty Dunkerley, the ordinance was finally passed and adopted by the Council to be effective immediately in accordance with the provisions of V.T.C.A., Government Code, Section 1201.028 by the following vote:

6 voted "For"

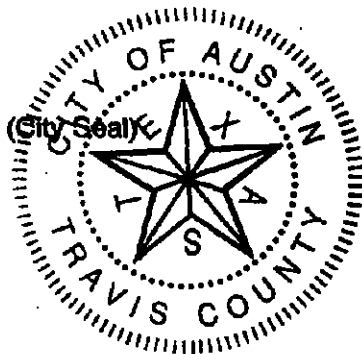
0 voted "Against"


0 abstained

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

2. The attached ordinance is a true and correct copy of the original on file in the official records of the City; the duly qualified and acting members of the City Council of the City 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 Council; 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 ordinance, was posted and given in advance thereof in compliance with the provisions of V.T.C.A, Government Code, Chapter 551, as amended.

IN WITNESS WHEREOF, I have hereunto signed my name officially and affixed the seal of said City, this the 12th day of August, 2004.




SHIRLEY A. BROWN
City Clerk, City of Austin, Texas