Resolution 83-31

Inducement Resolution for Economic Development Revenue Bonds for Wetterau, Incorporated

WHEREAS, the City of Bloomington, Indiana (the "Issuer") is authorized by IC 36-7-12 (the "Act") to issue revenue bonds for the financing of economic development facilities, the funds from said financing to be used for the construction and equipping of said facilities, and said facilities to be either sold or leased to a company or directly owned by a company; and

WHEREAS, Wetterau, Incorporated, a Missouri corporation (the "Applicant") has advised the Bloomington Economic Development Commission (the "Commission") and the Issuer that it proposes that the Issuer either construct and equip an economic development facility and sell or lease the same to Wetterau, Incorporated (or one of its wholly owned subsidiaries), or loan proceeds of an economic development financing to Wetterau, Incorporated (or one of its wholly owned subsidiaries), which will then use said facility, said economic development facility to consist of the renovation of an existing one-story warehouse facility, and the construction of an approximate 85,000 square foot one-story expansion of the existing facility, for the warehousing and wholesale distribution of food and non-food products, and the machinery and equipment to be installed therein, to be located at 311 North Curry Pike, in close proximity to the municipal limits of Bloomington, Indiana (the "Project"); and

WHEREAS, the diversification of industry and increase in job opportunities (65 new jobs) to be achieved by the construction and equipping of the Project will be of public benefit to the health, safety and general welfare of the Issuer and its citizens; and

WHEREAS, having received the advice of the Bloomington Economic Development Commission, it would appear that the financing of the Project would be of public benefit to the health, safety and general welfare of the Issuer and its citizens; and

WHEREAS, the construction and equipping of the facility will not have an adverse competitive effect on any similar facility already constructed or operating in or near Bloomington, Indiana;

NOW, THEREFORE, BE IT HEREBY RESOLVED BY THE COMMON COUNCIL OF THE CITY OF BLOOMINGTON, MONROE COUNTY, INDIANA, THAT:

SECTION I. The Common Council of the City of Bloomington finds, determines, ratifies and confirms that the promotion of diversification of economic development and job opportunities in and near Bloomington, Indiana is desirable to preserve the health, safety, and general welfare of the citizens of the Issuer; and that it is in the public interest that the Commission and the Issuer take such action as they lawfully may to encourage economic development, diversification of industry and promotion of job opportunities in and near the Issuer.

SECTION II. The Common Council approves, determines, ratifies and confirms that the issuance and sale of economic development revenue bonds in an amount of approximately $6,000,000 of the Issuer under the Act for the construction and equipping of

the Project and the sale or leasing of the Project or loan of proceeds of the financing to the Applicant, will serve the public purposes referred to above, in accordance with the Act.

SECTION III. In order to induce the Applicant to proceed with the construction and equipping of the Project, the Common Council of the City of Bloomington hereby approves, determines, ratifies and confirms that (i) it will take or cause to be taken such actions pursuant to the Act as may be required to implement the aforesaid financing, or as it may deem appropriate in pursuance thereof; and (ii) it will adopt such ordinances and resolutions and authorize the execution and delivery of such instruments and the taking of such action as may be necessary and advisable for the authorization, issuance and sale of said economic development revenue bonds; and (iii) it will use its best efforts at the request of the Applicant to authorize the issuance of additional bonds for refunding and refinancing the outstanding principal amount of the bonds, for additions to the Project, including the costs of issuance (providing that the financing of such addition or additions to the Project is found to have a public purpose (as defined in IC 36-7-12-1) at the time of authorization of such additional bonds), and that the aforementioned purposes comply with the provisions of IC 18-6-4.5; provided that all of the foregoing shall be mutually acceptable to the Issuer and the Applicant.

SECTION IV. All costs of the Project incurred after the adoption of this inducement resolution, including reimbursement or repayment to the Applicant of moneys expended by the Applicant for planning, engineering, interest paid during construction, underwriting expenses, attorney and bond counsel fees, construction and equipping of the Project will be permitted to be included as part of the bond issue to finance the Project, and the Issuer will sell or lease the same to the Applicant or loan the proceeds from the sale of the bonds to the Applicant for the same purposes. Also, certain indirect expenses, including but not limited to, planning, architectural work and engineering incurred prior to this inducement resolution will be permitted to be included as part of the bond issue to finance the Project.

SECTION V. The liability and obligation of the Common Council of the City of Bloomington and the City of Bloomington, Indiana, including their officers and agents, shall be limited solely to good faith efforts to consummate such proceedings and issue such Bonds, and neither the Bloomington Common Council nor the City of Bloomington, Indiana, or their officers or agents, shall incur any liability whatsoever if for any reason the proposed issuance of such Bonds is not consummated.

PASSED and ADOPTED by the Common Council of the City of Bloomington, Monroe County, Indiana, upon this 17 day of August, 1983.

Katherine Pulcher

Bloomington Common Council

ATTEST:

Patricia Williams

Patricia Williams, City Clerk

SIGNED and APPROVED by me upon this 18th day of August, 1983.

Tomilea Allison

City of Bloomington

SYNOPSIS

IC 36-7-12 authorizes cities to issue revenue bonds for the financing of economic development facilities. Wetterau, Incorporated (or one of its wholly owned subsidiaries) would like to renovate, expand and equip warehouse facilities located at 311 North Curry Pike, in close proximity to the municipal limits of Bloomington, Indiana. They request that the bonds be approved for $6 million and state that approximately 65 new jobs will be created. This city has no liability for these bonds if approved.