

**RESOLUTION APPROVING THE FINANCING BY THE NEW HOPE
CULTURAL EDUCATION FACILITIES FINANCE CORPORATION OF
HEALTH FACILITIES LOCATED WITHIN PANOLA COUNTY, TEXAS**

WHEREAS, the Cultural Education Facilities Finance Corporation Act, Chapter 337, Texas Local Government Code, as amended (the "Act"), authorizes and empowers New Hope Cultural Education Facilities Finance Corporation (the "Issuer") to issue revenue bonds or notes on behalf of the Town of New Hope, Texas (the "Issuing Unit") to finance the costs of health facilities found by the Board of Directors of the Issuer to be required, necessary or convenient for health care, research and education, any one or more, within the State of Texas and in furtherance of the public purposes of the Act; and

WHEREAS, Sanctuary LTC, LLC (the "Borrower"), a Texas limited liability company whose sole member is Preservation Freehold Company, a Delaware 501(c)(3) organization, proposes to obtain financing from the Issuer from the proceeds of one or more series of the Issuer's bonds or notes in a maximum principal amount of \$821,000,000 (the "Bonds") and will use a portion of the proceeds of the Bonds to finance the cost of acquisition of a skilled nursing facility known as Briarcliff Skilled Nursing Center, consisting of approximately 93 licensed skilled nursing beds, together with common areas, located at 4054 NW Loop in Carthage, Texas (the "Project"); and

WHEREAS, section 147 (f) of the Internal Revenue Code of 1986, as amended (the "Code") requires that the bonds or notes and the facilities to be financed with the bonds or notes be approved by the governmental unit or the highest elected official of the governmental unit having jurisdiction over the area in which the facilities will be located after the holding of a public hearing relating to the bonds or notes and the facilities; and

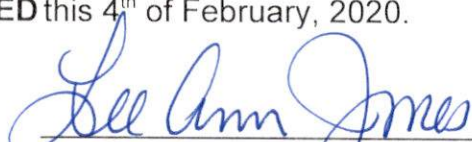
WHEREAS, the Project is located within Panola County, Texas (the "County") and outside the limits of the Issuing Unit;

NOW, THEREFORE BE IT RESOLVED by the Commissioners Court of Panola County, Texas that:


Section 1. The County hereby approves the Bonds and the Project for the purposes of section 147(f) of the Internal Revenue Code of 1986; provided that the County shall have no liability in connection with the financing of the Project and shall not be required to take any further action with respect thereto.

Section 2. This Resolution shall take effect immediately from and after its adoption and it is accordingly so order.


PASSED, APPROVED AND ADOPTED this 4th of February, 2020.



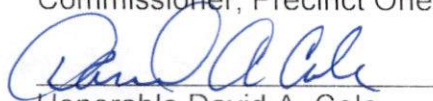
Lee Ann Jones, County Judge



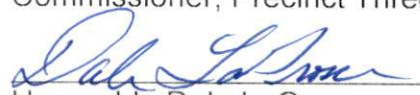
Honorable Ronnie LaGrone
Commissioner, Precinct One



Honorable Craig M. Lawless
Commissioner, Precinct Three



Honorable David A. Cole
Commissioner, Precinct Two



Honorable Dale LaGrone
Commissioner, Precinct Four

ATTEST:



Bobbie Davis, County Clerk



January 21, 2020

LONE STAR DELIVERY (1958.064)

The Honorable County Judge
and Commissioners Court of Panola County
Panola County Courthouse
110 S. Sycamore, Room 216-A
Carthage, Texas 75633

Re: Consent to financing 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, on behalf of the Town of New Hope, Texas, to issue its bonds or notes in a maximum principal amount of \$821,000,000 (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 for (a) financing a portion of the cost of the acquisition, rehabilitation and equipping of 28 senior healthcare facilities located in Bowie, Collin, Dallas, Lubbock, Panola, San Augustine, Shelby and Smith Counties in the State of Texas and Canadian, Cleveland, Comanche, Garfield, Oklahoma, Okmulgee and Tulsa Counties in the State of Oklahoma (the "Project"), (b) financing certain capital expenditures and startup costs at the Project, (c) funding debt service reserve funds, and (d) paying a portion of the costs of issuing such revenue bonds. Our firm is acting as bond counsel to the Issuer in connection with the issuance of the Bonds.

The portion of the Project located in Panola County is the facility known as Briarcliff Skilled Nursing Center, located at 4054 NW Loop, Carthage, Texas. It consists of 93 licensed skilled nursing beds, together with common areas.

Because a portion of the Project is located in Panola County, section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code") requires that the approval of Panola County (or the highest elected official of Panola 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**.



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 Panola County in connection with the financing. Panola 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 Panola 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
(214) 754-9266
abenavides@mphlegal.com
McCall, Parkhurst & Horton L.L.P.
717 North Harwood, Suite 900
Dallas, Texas 75201

EXHIBIT A
MINUTES OF PUBLIC HEARING

MINUTES OF PUBLIC HEARING
New Hope Cultural Education Facilities Finance Corporation

Re: New Hope Cultural Education Facilities Finance Corporation Senior Living Revenue Bonds (Preservation Freehold Project)

The undersigned, Jim Chance, designated Hearing Officer of New Hope Cultural Education Facilities Finance Corporation (the "Issuer"), the Issuer of the above referenced Bonds (the "Bonds"), called the Public Hearing of the Issuer held at Briarcliff Skilled Nursing Center, 4054 NW Loop, Carthage, Texas 75633 on Tuesday, January 21, 2020 to order at 11:00 a.m.


I declared that a Public Hearing, required under section 147(f) of the Internal Revenue Code of 1986 was open for purposes of discussing the Bonds and the project to be financed, refinanced or constructed with the proceeds of the Bonds (the "Project") by Preservation Freehold Company or an affiliated entity.

I declared that the required notice of the Public Hearing for the Project was published in the NACOGDOCHES DAILY SENTINEL, being a newspaper of general circulation in Shelby County and San Augustine County, Texas, THE PANOLA WATCHMAN, being a newspaper of general circulation in Panola County, Texas, TEXARKANA GAZETTE, being a newspaper of general circulation in Bowie County, Texas and TYLER MORNING TELEGRAPH, being a newspaper of general circulation in Smith County, Texas, as evidenced by Affidavits of Publications attached hereto as Exhibit A.

I proceeded to hold the Public Hearing. Comments and discussions with respect to the Bonds and the Project are summarized in Exhibit B hereto.

After sufficient time was given for all present to make their comments with respect to the Bonds and the Project, I declared the Public Hearing closed at 11:05 a.m.

Dated: January 21, 2020



Jim Chance, Hearing Officer
New Hope Cultural Education Facilities
Finance Corporation

EXHIBIT A

AFFIDAVITS OF PUBLICATIONS

**NACOGDOCHES DAILY SENTINEL
THE PANOLA WATCHMAN
TEXARKANA GAZETTE
TYLER MORNING TELEGRAPH**

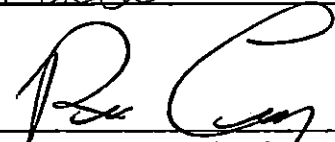
The Daily Sentinel

4920 COLONIAL DRIVE- PO BOX 630068- NACOGDOCHES, TEXAS 75963-0068- (936) 564-8361
Rick Craig Publisher

THE STATE OF TEXAS COUNTY OF Nacogdoches

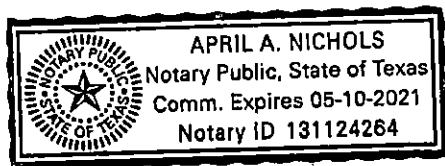
BEFORE ME, the undersigned, a Notary Public, this day personally came **Rick Craig** who after being sworn according to law that He is the Managing Editor FOR ***THE DAILY SENTINEL***.

THE PUBLISHERS, of **The DAILY SENTINEL**, a daily newspaper of general circulation published in Nacogdoches, Texas, in Nacogdoches County and said State, attest that the attached printed material was published in said newspaper 1.12.2020.



Publisher

SUBSCRIBED AND SWORN TO BEFORE ME THIS THE 13
day of January 2020.





Notary Public, State of Texas

April A. Nichols
Notary's Printed Name

NOTICE OF PUBLIC HEARING

New Hope Cultural Education Facilities Finance Corporation (the "Issuer") will hold a public hearing at 11:00 a.m. on Tuesday, January 21, 2020 at Briarcliff Skilled Nursing Center located at 4054 NW Loop, Carthage, Texas 75633. Among items to be discussed will be a proposal for issuance by the Issuer of its bonds or notes in one or more series (the "Bonds") in an aggregate principal amount not to exceed \$821,000,000, the proceeds of which will be loaned to Preservation Freehold Company, a Delaware nonprofit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Borrower"), or an affiliated entity.

The proceeds of the Bonds will be loaned to the Borrower or an affiliated entity for the following purposes (collectively, the "Project"):

- (1) To finance the cost of acquisition of certain skilled nursing facilities located in Plano, Texas, known as Accel at Willow Bend, in a maximum amount of \$30,000,000, consisting of approximately 110 licensed skilled nursing beds, together with common areas, located at 2620 Communications Parkway in Plano, Texas.
- (2) To finance the cost of acquisition of certain skilled nursing facilities known as Baybrooke Village Care and Rehab Center, in a maximum amount of \$33,000,000, consisting of approximately 128 licensed skilled nursing beds, together with common areas, located at 8300 Eldorado Pkwy in McKinney, Texas.
- (3) To finance the cost of acquisition of certain skilled nursing facilities known as Briarcliff Skilled Nursing Center, in a maximum amount of \$18,000,000, consisting of approximately 93 licensed skilled nursing beds, together with common areas, located at 4054 NW Loop in Carthage, Texas.
- (4) To finance the cost of acquisition of certain skilled nursing facilities known as Colonial Pines Healthcare Center, in a maximum amount of \$16,000,000, consisting of approximately 107 licensed skilled nursing beds, together with common areas, located at 1203 FM 1277 in San Augustine, Texas.
- (5) To finance the cost of acquisition of certain skilled nursing facilities known as Garnet Hill Rehabilitation and Skilled Care, in a maximum amount of \$38,000,000, consisting of approximately 128 licensed skilled nursing beds, together with common areas, located at 1420 McCreary Road in Wylie, Texas.
- (6) To finance the cost of acquisition of certain skilled nursing facilities known as Heritage Plaza Nursing Center, in a maximum amount of \$19,000,000, consisting of approximately 95 licensed skilled nursing beds, together with common areas, located at 600 West 52nd Street in Texarkana, Texas.
- (7) To refinance the cost of certain assisted living facilities known as Lakewest Assisted Living, in a maximum amount of \$27,000,000, consisting of approximately 128 assisted living beds, together with common areas, located at 3494 Kingbridge Street in Dallas, Texas.
- (8) To finance the cost of acquisition of certain skilled nursing facilities known as Pine Grove Nursing Center, in a maximum amount of \$26,000,000, consisting of approximately 120 licensed skilled nursing beds, together with common areas, located at 246 Haley Drive in Center, Texas.
- (9) To finance the cost of acquisition of certain skilled nursing facilities known as The Plaza at Lubbock, in a maximum amount of \$24,000,000, consisting of approximately 132 licensed skilled nursing beds, together with common areas, located at 4910 Emory Street in Lubbock, Texas.
- (10) To finance the cost of acquisition of certain skilled nursing facilities known as Providence Park Rehabilitation and Skilled Nursing, in a maximum amount of \$43,000,000, consisting of approximately 125 licensed skilled nursing beds, together with common areas, located at 5505 New Copeland Road in Tyler, Texas.
- (11) To finance the cost of acquisition of certain skilled nursing facilities known as Reunion Plaza Senior Care and Rehabilitation Center, in a maximum amount of \$28,000,000, consisting of approximately 129 licensed skilled nursing beds, together with common areas, located at 1401 Hampton Road in Texarkana, Texas.
- (12) To finance the cost of acquisition of certain skilled nursing facilities known as Settlers Ridge Care Center, in a maximum amount of \$26,000,000, consisting of approximately 128 licensed skilled nursing beds, together with common areas, located at 1280 Settlers Ridge Road in Celina, Texas.
- (13) To refinance the cost of certain skilled nursing and assisted living facilities known as Simpson Place, in a maximum amount of \$31,000,000, consisting of approximately 50 licensed skilled nursing beds and 120 assisted living units, together with common areas, located at 3922 Simpson Street in Dallas, Texas.
- (14) To finance the cost of acquisition of certain skilled nursing facilities known as Villages on MacArthur, in a maximum amount of \$23,000,000, consisting of approximately 124 licensed skilled nursing beds, together with common areas, located at 3443 North MacArthur Boulevard in Irving, Texas.

(15) To finance the cost of acquisition of certain skilled nursing facilities known as Williamsburg Village Healthcare Campus, in a maximum amount of \$46,000,000, consisting of approximately 242 licensed skilled nursing beds, together with common areas, located at 940 York Drive in DeSoto, Texas.

(16) To finance the cost of acquisition of certain skilled nursing facilities known as Accel at Crystal Park, in a maximum amount of \$34,000,000, consisting of approximately 59 licensed skilled nursing beds, together with common areas, located at 315 Southwest 80th Street in Oklahoma City, Oklahoma.

(17) To finance the cost of acquisition of certain skilled nursing facilities known as Garland Road Nursing & Rehab Center, in a maximum amount of \$26,000,000, consisting of approximately 118 licensed skilled nursing beds, together with common areas, located at 1404 North Garland Road in Enid, Oklahoma.

(18) To finance the cost of acquisition of certain skilled nursing facilities known as Highland Park Health Care, in a maximum amount of \$25,000,000, consisting of approximately 114 licensed skilled nursing beds, together with common areas, located at 1307 R. D. Miller Drive in Okmulgee, Oklahoma.

(19) To finance the cost of acquisition of certain skilled nursing facilities known as Meadowlake Estates, in a maximum amount of \$23,000,000, consisting of approximately 124 licensed skilled nursing beds, together with common areas, located at 959 Southwest 107th Street in Oklahoma City, Oklahoma.

(20) To finance the cost of acquisition of certain assisted living facilities known as Meadowlakes Retirement Village, in a maximum amount of \$11,000,000, consisting of approximately 61 assisted living beds, together with common areas, located at 963 Southwest 107th Street in Oklahoma City, Oklahoma.

(21) To finance the cost of acquisition of certain skilled nursing facilities known as Medical Park West Rehabilitation and Skilled Care, in a maximum amount of \$35,000,000, consisting of approximately 104 licensed skilled nursing beds, together with common areas, located at 3110 Healthplex Drive in Norman, Oklahoma.

(22) To finance the cost of acquisition of certain skilled nursing facilities known as Montevista Rehabilitation and Skilled Care, in a maximum amount of \$29,000,000, consisting of approximately 105 licensed skilled nursing beds, together with common areas, located at 7604 N.W. Quannah Parker Trailway in Lawton, Oklahoma.

(23) To finance the cost of acquisition of certain skilled nursing facilities known as Noble Health Care Center, in a maximum amount of \$26,000,000, consisting of approximately 110 licensed skilled nursing beds, together with common areas, located at 1501 North 8th Street in Noble, Oklahoma.

(24) To finance the cost of acquisition of certain skilled nursing facilities known as Ranchwood Nursing Center, in a maximum amount of \$40,000,000, consisting of approximately 150 licensed skilled nursing beds, together with common areas, located at 824 South Yukon Parkway in Yukon, Oklahoma.

(25) To finance the cost of acquisition of certain skilled nursing facilities known as Tulsa Nursing Center, in a maximum amount of \$26,000,000, consisting of approximately 104 licensed skilled nursing beds, together with common areas, located at 10912 East 14th Street in Tulsa, Oklahoma.

(26) To finance the cost of acquisition of certain skilled nursing facilities known as Tuscan Village Nursing Center, in a maximum amount of \$39,000,000, consisting of approximately 137 licensed skilled nursing beds, together with common areas, located at 2333 Tuscan Boulevard in Oklahoma City, Oklahoma.

(27) To finance the cost of acquisition of certain assisted living facilities known as Victorian Estates, in a maximum amount of \$4,000,000, consisting of approximately 38 assisted living beds, together with common areas, located at 1129 Cameo Drive in Yukon, Oklahoma.

(28) To finance the cost of acquisition of certain continuum of care facilities known as The Villages at Southern Hills, in a maximum amount of \$75,000,000, consisting of approximately 110 licensed skilled nursing beds and 98 assisted living units, together with common areas, located at 5721 S. Lewis Avenue in Tulsa, Oklahoma.

The communities listed in (7) and (13) above are currently owned and operated by the Borrower or an affiliated entity. Each of the other communities listed in (1) through (28) above will be owned by the Borrower or an affiliated entity.

All interested parties are invited to attend such public hearing to express their views with respect to the Project and the Bonds. Any interested persons unable to attend the hearing may submit their views in writing to the Issuer c/o Abraham Benavides, McCall, Parkhurst & Horton L.L.P., 717 North Harwood, Suite 900, Dallas, Texas 75201, prior to the date scheduled for the hearing.

This notice is published and the above described hearing is to be held in satisfaction of the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended, regarding the public approval prerequisite to the exemption from federal income taxation of interest on the Bonds.

The Panola Watchman
109 W Panola
Carthage, TX 75633

Phone:(903) 693-7888 Fax: Email:glynch@panolawatchman.com

State of Texas)

County of Panola)

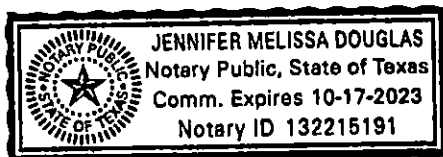
This Affidavit of Publication for the Panola Watchman, a daily newspaper of general circulation, printed and published at Carthage, hereby certifies that the attached legal notice, ad # 1620703, was published in said newspaper on Jan. 12, 2020, and that copies of each paper in which said Public Notice was published were delivered by carriers to the subscribers of said paper, according to their accustomed mode of business in this office.

for the Panola Watchman

The above Affidavit and Certificate of Publication was subscribed and sworn to before me by the above-named Gayla Lynch, who is personally known to me to be the identical person in the above certificate on this 13 day of

Notary Public in and for
State of Texas)
County of Panola)

My commission expires 10-17-23



ad id: 1620703

[illegible]

NOTICE OF PUBLIC HEARING

New Hope Cultural Education Facilities Finance Corporation (the "Issuer") will hold a public hearing at 11:00 a.m. on Tuesday, January 21, 2020 at Briarcliff Skilled Nursing Center located at 4054 NW Loop, Carthage, Texas 75633. Among items to be discussed will be a proposal for issuance by the Issuer of its bonds or notes in one or more series (the "Bonds") in an aggregate principal amount not to exceed \$821,000,000, the proceeds of which will be loaned to Preservation Freehold Company, a Delaware nonprofit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Borrower"), or an affiliated entity.

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AFFIDAVIT OF PUBLICATION

THE STATE OF TEXAS §

COUNTY OF BOWIE §

CITY OF TEXARKANA §

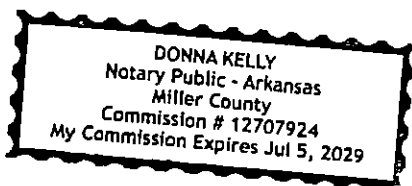
BEFORE ME, a notary public in and for the above named County, on this day personally appeared the person whose name is subscribed below, who, having been duly sworn, says upon oath that he or she is a duly authorized officer or employee of TEXARKANA GAZETTE, (1) which is a newspaper of general circulation in Bowie County, Texas; and (2) said newspaper is a "newspaper" as described in Sections 2051.044 and 2051.048 of the Texas Government Code; and that a true and correct copy of the NOTICE OF PUBLIC HEARING, a clipping of which is attached to this affidavit, was published in said Newspaper on Jan. 12, 2020.

Camara Du Corps
Authorized Officer or Employee

SUBSCRIBED AND SWORN TO BEFORE ME on the 13th day of January, 2020.

Donna Kelly
Notary Public

NOTARY SEAL



NOTICE OF PUBLIC HEARING

New Hope Cultural Education Facilities Finance Corporation (the "Issuer") will hold a public hearing at 11:00 a.m. on Tuesday, January 21, 2020 at Briarcliff Skilled Nursing Center located at 4054 NW Loop, Carthage, Texas 75633. Among items to be discussed will be a proposal for issuance by the issuer of its bonds or notes in one or more series (the "Bonds") in an aggregate principal amount not to exceed \$821,000,000, the proceeds of which will be loaned to Preservation Freehold Company, a Delaware nonprofit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Borrower"), or an affiliated entity. The proceeds of the Bonds will be loaned to the Borrower or an affiliated entity for the following purposes (collectively, the "Project"):

- (1) To finance the cost of acquisition of certain skilled nursing facilities located in Plano, Texas, known as Accel at Willow Bend, in a maximum amount of \$30,000,000, consisting of approximately 110 licensed skilled nursing beds, together with common areas, located at 2620 Communications Parkway in Plano, Texas.
- (2) To finance the cost of acquisition of certain skilled nursing facilities known as Baybrooke Village Care and Rehab Center, in a maximum amount of \$33,000,000, consisting of approximately 128 licensed skilled nursing beds, together with common areas, located at 8300 Eldorado Pkwy in McKinney, Texas.
- (3) To finance the cost of acquisition of certain skilled nursing facilities known as Briarcliff Skilled Nursing Center, in a maximum amount of \$18,000,000, consisting of approximately 93 licensed skilled nursing beds, together with common areas, located at 4054 NW Loop in Carthage, Texas.
- (4) To finance the cost of acquisition of certain skilled nursing facilities known as Colonial Pines Healthcare Center, in a maximum amount of \$16,000,000, consisting of approximately 107 licensed skilled nursing beds, together with common areas, located at 1203 FM 1277 in San Augustine, Texas.
- (5) To finance the cost of acquisition of certain skilled nursing facilities known as Garnet Hill Rehabilitation and Skilled Care, in a maximum amount of \$38,000,000, consisting of approximately 128 licensed skilled nursing beds, together with common areas, located at 1420 McCreary Road in Wylie, Texas.
- (6) To finance the cost of acquisition of certain skilled nursing facilities known as Heritage Plaza Nursing Center, in a maximum amount of \$19,000,000, consisting of approximately 95 licensed skilled nursing beds, together with common areas, located at 600 West 52nd Street in Texarkana, Texas.
- (7) To refinance the cost of certain assisted living facilities known as Lakewest Assisted Living, in a maximum amount of \$27,000,000, consisting of approximately 128 assisted living beds, together with common areas, located at 3494 Kingbridge Street in Dallas, Texas.
- (8) To finance the cost of acquisition of certain skilled nursing facilities known as Pine Grove Nursing Center, in a maximum amount of \$26,000,000, consisting of approximately 120 licensed skilled nursing beds, together with common areas, located at 246 Haley Drive in Center, Texas.
- (9) To finance the cost of acquisition of certain skilled nursing facilities known as The Plaza at Lubbock, in a maximum amount of \$24,000,000, consisting of approximately 132 licensed skilled nursing beds, together with common areas, located at 4910 Emory Street in Lubbock, Texas.

(10) To finance the cost of acquisition of certain skilled nursing facilities known as Providence Park Rehabilitation and Skilled Nursing, in a maximum amount of \$43,000,000, consisting of approximately 125 licensed skilled nursing beds, together with common areas, located at 5505 New Copeland Road in Tyler, Texas.

(11) To finance the cost of acquisition of certain skilled nursing facilities known as Reunion Plaza Senior Care and Rehabilitation Center, in a maximum amount of \$28,000,000, consisting of approximately 129 licensed skilled nursing beds, together with common areas, located at 1401 Hampton Road in Texarkana, Texas.

(12) To finance the cost of acquisition of certain skilled nursing facilities known as Settlers Ridge Care Center, in a maximum amount of \$26,000,000, consisting of approximately 128 licensed skilled nursing beds, together with common areas, located at 1280 Settlers Ridge Road in Celina, Texas.

(13) To refinance the cost of certain skilled nursing and assisted living facilities known as Simpson Place, in a maximum amount of \$31,000,000, consisting of approximately 50 licensed skilled nursing beds and 120 assisted living units, together with common areas, located at 3922 Simpson Street in Dallas, Texas.

(14) To finance the cost of acquisition of certain skilled nursing facilities known as Villages on MacArthur, in a maximum amount of \$23,000,000, consisting of approximately 124 licensed skilled nursing beds, together with common areas, located at 3443 North MacArthur Boulevard in Irving, Texas.

(15) To finance the cost of acquisition of certain skilled nursing facilities known as Williamsburg Village Healthcare Campus, in a maximum amount of \$46,000,000, consisting of approximately 242 licensed skilled nursing beds, together with common areas, located at 940 York Drive in DeSoto, Texas.

(16) To finance the cost of acquisition of certain skilled nursing facilities known as Accel at Crystal Park, in a maximum amount of \$34,000,000, consisting of approximately 59 licensed skilled nursing beds, together with common areas, located at 315 Southwest 60th Street in Oklahoma City, Oklahoma.

(17) To finance the cost of acquisition of certain skilled nursing facilities known as Garland Road Nursing & Rehab Center, in a maximum amount of \$26,000,000, consisting of approximately 118 licensed skilled nursing beds, together with common areas, located at 1404 North Garland Road in Enid, Oklahoma.

(18) To finance the cost of acquisition of certain skilled nursing facilities known as Highland Park Health Care, in a maximum amount of \$25,000,000, consisting of approximately 114 licensed skilled nursing beds, together with common areas, located at 1307 R. D. Miller Drive in Okmulgee, Oklahoma.

(19) To finance the cost of acquisition of certain skilled nursing facilities known as Meadowlake Estates, in a maximum amount of \$23,000,000, consisting of approximately 124 licensed skilled nursing beds, together with common areas, located at 959 Southwest 107th Street in Oklahoma City, Oklahoma.

(20) To finance the cost of acquisition of certain assisted living facilities known as Meadowlakes Retirement Village, in a maximum amount of \$11,000,000, consisting of approximately 61 assisted living beds, together with common areas, located at 863 Southwest 107th Street in Oklahoma City, Oklahoma.

(21) To finance the cost of acquisition of certain skilled nursing facilities known as Medical Park West Rehabilitation and Skilled Care, in a maximum amount of \$35,000,000, consisting of approximately 104 licensed skilled nursing beds, together with common areas, located at 3110 Healthplex Drive in Norman, Oklahoma.

(22) To finance the cost of acquisition of certain skilled nursing facilities known as Montevista Rehabilitation and Skilled Care, in a maximum amount of \$29,000,000, consisting of approximately 105 licensed skilled nursing beds, together with common areas, located at 7604 N.W. Quannah Parker Trailway in Lawton, Oklahoma.

(23) To finance the cost of acquisition of certain skilled nursing facilities known as Noble Health Care Center, in a maximum amount of \$26,000,000, consisting of approximately 110 licensed skilled nursing beds, together with common areas, located at 1501 North 8th Street in Noble, Oklahoma.

(24) To finance the cost of acquisition of certain skilled nursing facilities known as Ranchwood Nursing Center, in a maximum amount of \$40,000,000, consisting of approximately 150 licensed skilled nursing beds, together with common areas, located at 824 South Yukon Parkway in Yukon, Oklahoma.

(25) To finance the cost of acquisition of certain skilled nursing facilities known as Tulsa Nursing Center, in a maximum amount of \$26,000,000, consisting of approximately 104 licensed skilled nursing beds, together with common areas, located at 10912 East 14th Street in Tulsa, Oklahoma.

(26) To finance the cost of acquisition of certain skilled nursing facilities known as Tuscany Village Nursing Center, in a maximum amount of \$39,000,000, consisting of approximately 137 licensed skilled nursing beds, together with common areas, located at 2333 Tuscany Boulevard in Oklahoma City, Oklahoma.

(27) To finance the cost of acquisition of certain assisted living facilities known as Victorian Estates, in a maximum amount of \$4,000,000, consisting of approximately 38 assisted living beds, together with common areas, located at 1129 Cameo Drive in Yukon, Oklahoma.

(28) To finance the cost of acquisition of certain continuum of care facilities known as The Villages at Southern Hills, in a maximum amount of \$75,000,000, consisting of approximately 110 licensed skilled nursing beds and 98 assisted living units, together with common areas, located at 5721 S. Lewis Avenue in Tulsa, Oklahoma.

The communities listed in (7) and (13) above are currently owned and operated by the Borrower or an affiliated entity. Each of the other communities listed in (1) through (28) above will be owned by the Borrower or an affiliated entity.

All interested parties are invited to attend such public hearing to express their views with respect to the Project and the Bonds. Any interested persons unable to attend the hearing may submit their views in writing to the issuer c/o Abraham Benavides, McCall, Parkhurst & Horton L.L.P., 717 North Harwood, Suite 900, Dallas, Texas 75201, prior to the date scheduled for the hearing.

This notice is published and the above described hearing is to be held in satisfaction of the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended, regarding the public approval prerequisite to the exemption from federal income taxation of interest on the Bonds.

Tyler Morning Telegraph

Tyler Morning Telegraph
410 W. Erwin St.
Tyler, Texas 75702

01/13/20

Phone: (903) 597-8111 Fax: Email: jbaggett@tylerpaper.com

AFFIDAVIT OF PUBLICATION

State of Texas)

County of Smith)

This Affidavit of Publication for the Tyler Morning Telegraph, a daily newspaper of general circulation, printed and published at Tyler hereby certifies that the attached legal notice, ad # 1620802, was published in said newspaper on 1/12/2020, and that copies of each paper in which said Public Notice was published were delivered by carriers to the subscribers of said paper, according to their accustomed mode of business in this office.

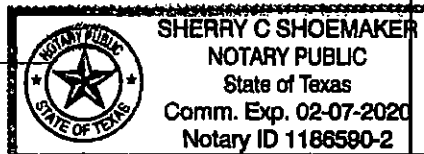


for the Tyler Morning Telegraph

The above Affidavit and Certificate of Publication was subscribed and sworn to before me by the above-named John Baggett, who is personally known to me to be the identical person in the above certificate on this 13th day of

January, 2020.

Sherry C. Shoemaker
Notary Public in and for
State of Texas)
County of Smith)



My commission expires 02/07/2020

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EXHIBIT B

No member of the public attended the Public Hearing, and thus no comments were made or discussion had about the Project or the Bonds.

EXHIBIT B

FORM OF PROPOSED CONSENT RESOLUTION