

RESOLUTION OF COMMISSIONERS COURT OF JOHNSON COUNTY, TEXAS, AUTHORIZING THE COUNTY JUDGE TO APPROVE THE ISSUANCE OF HOSPITAL REVENUE BONDS ISSUED FOR THE BENEFIT OF TEXAS HEALTH RESOURCES

WHEREAS, Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer") is proposing to issue one or more series of its Texas Health Resources Revenue Bonds, Series 2015 (the "Bonds"), pursuant to the Cultural Education Facilities Finance Corporation Act, Article 1528m, Texas Revised Civil Statutes, as amended (the "Act"); and

WHEREAS, the proceeds of the Bonds will be loaned by the Issuer to Texas Health Resources, a Texas nonprofit corporation, for the purpose of financing and refinancing the cost of "health facilities" as defined in the Health Facilities Development Act, Chapter 221, Texas Health and Safety Code, as amended (the "Project"); and

WHEREAS, a portion of the proceeds of the Bonds will be used in connection with financing and refinancing certain facilities in Johnson County, Texas (the "County"), as described in a notice of public hearing published in, among other newspapers, the *Fort Worth Star Telegram*, a newspaper of general circulation within the County; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended, (the "Code") requires that the Bonds and the Project be approved by the "applicable elected representative" (as defined in the Code) of the jurisdiction in which any portion of the Project is located after a public hearing following reasonable public notice thereof; and

WHEREAS, the County Judge of Johnson County has been requested to approve, as the "applicable elected representative" of the County, the issuance of the Bonds and the Project in accordance with the requirements of the Code, and has been furnished with an affidavit of publication and minutes of public hearing in connection therewith; and

WHEREAS, the Commissioners Court of the County desires to authorize the County Judge to approve the issuance of the Bonds and the Project;


NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS COURT OF JOHNSON COUNTY, TEXAS, THAT:

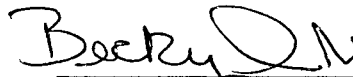
Section 1. The County Judge of Johnson County, Texas, is hereby authorized to approve the issuance of the Bonds and the Project and to execute and deliver such approval as requested.

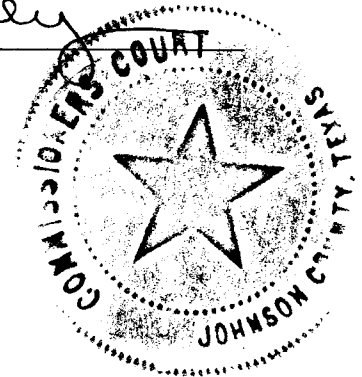
Section 2. The authorization to approve the Bonds and the Project is made solely for the purposes of complying with the requirements of Section 147(f) of the Code and shall not be construed as (i) a representation or warranty by the County Judge, the County or the Commissioners Court that the Bonds will be paid or that any obligations assumed by any of the parties will, in fact, be performed, or (ii) as a pledge of the faith and credit of or by the County. Further, the fact that the Commissioners Court has authorized the approval of the Bonds and the Project, as herein stated, may not, in any event, be used as a sales device with respect to the Bonds.

Section 3. This Resolution shall be effective upon its adoption.

APPROVED AND ADOPTED THIS 4/13/15.


County Judge, Johnson County, Texas


County Clerk
Johnson County, Texas



Signature Page for Resolution

**Minutes and Certification of Public Hearing
March 25, 2015**

Pertaining to

**Tarrant County Cultural Education Facilities Finance Corporation
Texas Health Resources System Revenue Bonds
Series 2015**

Call to Order

Hearing Officer opened the Public Hearing relating to the issuance of the captioned bonds (the "Series 2015 Bonds"), on the date, at the time and at the location specified in the Notice of Public Hearing published in accordance with the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), a copy of the form of such notice being attached hereto and Affidavits of Publication from the Dallas Morning News and the Fort Worth Star Telegram being attached hereto as Annex A.

Attendees

Hearing Officer Jonathan Leatherberry.

Public Hearing Closed

No one other than the Hearing Officer being present at the Public Hearing, the Hearing Officer closed the Public Hearing.

Certification

The undersigned hereby certifies that the above and foregoing is a true and correct statement of the Minutes of the Public Hearing described therein.

Jonathan Leatherberry, Hearing Officer

Annex A

NOTICE OF PUBLIC HEARING

TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION
TEXAS HEALTH RESOURCES SYSTEM REVENUE BONDS
SERIES 2015

NOTICE IS HEREBY GIVEN of a public hearing to be held by the Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer") on March 25, 2015, at 10:00 a.m., at the offices of Bracewell & Giuliani LLP, 1445 Ross Avenue, 38th Floor, Dallas, Texas 75202, with respect to a plan of finance including one or more issues in one or more series or subseries of revenue bonds (the "Bonds") to be issued by the Issuer in an aggregate principal amount not to exceed \$70,000,000, the proceeds of which will be loaned to the Borrower (as defined below). The aforesaid public hearing is a "combined hearing" within the meaning of Treasury Regulation section 5f.103-2(d) and the location of said public hearing is within 100 miles of the seat of government of each participating governmental unit beyond whose geographic jurisdiction the hearing is conducted.

Proceeds of the Bonds will be loaned to the Borrower and a portion thereof used to finance or refinance the purchase, development, construction, reconstruction, renovation, rehabilitation and/or equipping of the following health facilities: (i) Texas Health Harris Methodist Hospital Fort Worth, 1301 Pennsylvania Avenue, Fort Worth, Texas (Tarrant County, Texas); (ii) Texas Health Presbyterian Hospital Plano, 6200 West Parker Road, Plano, Texas (Collin County, Texas); (iii) Texas Health Presbyterian Hospital Allen, 1105 Central Expressway, Allen, Texas (Collin County, Texas); (iv) Texas Health Arlington Memorial Hospital, 800 West Randol Mill Road, Arlington, Texas (Tarrant County, Texas); (v) Texas Health Presbyterian Hospital Dallas, 8200 Walnut Hill Lane, Dallas, Texas (Dallas County, Texas); (vi) Texas Health Harris Methodist Hospital Stephenville, 411 North Belknap, Stephenville, Texas (Erath County, Texas); (vii) Texas Health Harris Methodist Hospital Hurst Eules Bedford, 1600 Hospital Parkway, Bedford, Texas (Tarrant County, Texas); (viii) Texas Health Harris Methodist Hospital Azle, 108 Denver Trail, Azle, Texas (Tarrant County, Texas); (ix) Texas Health Harris Methodist Hospital Southwest Fort Worth, 6100 Harris Parkway, Fort Worth, Texas (Tarrant County, Texas); (x) Texas Health Harris Methodist Hospital Cleburne, 201 Walls Drive, Cleburne, Texas (Johnson, County, Texas); (xi) Texas Health Presbyterian Hospital Kaufman, 850 Highway 243 West, Kaufman, Texas (Kaufman County, Texas); (xii) Texas Health Presbyterian Hospital Denton, 3000 North I-35, Denton, Texas (Denton County, Texas); (xiii) Texas Health Harris Methodist Hospital Alliance, 10864 Texas Health Trail, Fort Worth, Texas (Tarrant County, Texas); (xiv) Texas Health Harris Methodist Outpatient Center Burleson, 2750 SW Wilshire Blvd., Burleson, Texas (Johnson County, Texas); (xv) Texas Health Harris Methodist Outpatient Center Willow Park, 101 Crown Pointe Blvd., Willow Park, Texas (Parker County, Texas); and (xvi) Texas Health Presbyterian Outpatient Center Prosper, a Health Facility to be located at the corner of SH 380 and Dallas North Tollway, Prosper, Texas (Denton County, Texas) (collectively, the "Project"). A portion of the proceeds of the Bonds will used to pay the costs of issuing the Bonds and related financing costs.

The initial owner of the Project will be Texas Health Resources and/or any other affiliated tax-exempt corporation (collectively, the "Borrower").

All interested persons are invited to attend such public hearing to express their views with respect to the Project and the issuance of the Bonds. Questions or requests for additional information may be directed to Jonathan Leatherberry, 1445 Ross Ave., Suite 3800, Dallas, Texas 75202 (phone: 214/758-1079).

Persons who intend to appear at the hearing and express their views are invited to contact Mr. Leatherberry either in writing or by telephone in advance of the hearing. Any interested persons unable to attend the hearing may submit their views in writing to Mr. Leatherberry prior to the date scheduled for the hearing. The Issuer will reschedule the location and time of the hearing or schedule an additional hearing if requested to do so in written requests submitted to Mr. Leatherberry prior to the aforementioned date of the hearing by a significant number of interested persons.

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 the interest on the Bonds.

Affidavits of Publication

(See attached)

APPROVAL BY APPLICABLE ELECTED REPRESENTATIVE
JOHNSON COUNTY, TEXAS

I, Roger Harmon, County Judge of Johnson County, Texas (the "County"), certify with respect to the Tarrant County Cultural Education Facilities Finance Corporation Texas Health Resources System Revenue Bonds, Series 2015 (the "Bonds"), that:

Based upon the evidence presented to me, for the sole purpose of satisfying the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code") and for no other purpose, I hereby approve the Bonds and the facilities to be financed with a portion of the proceeds of the Bonds and located within the County, all as described in the published Notice of Public Hearing attached to the Minutes and Certification of Public Hearing attached hereto as Exhibit A. This approval is not to be construed as (i) a representation or warranty by the County or the undersigned that the Bonds will be paid or that any obligations assumed by any of the parties will, in fact, be performed, or (ii) as a pledge of the faith and credit of or by the County. Further, the fact that the undersigned has approved the Bonds as required by the Code may not, in any event, be used as a sales device with respect to the Bonds.

IN TESTIMONY WHEREOF, I have hereunto signed my name officially hereon on this April 13, 2015.



Roger Harmon
County Judge, Johnson County, Texas