

CERTIFICATE FOR ORDER

THE STATE OF TEXAS §
 §
COUNTY OF HIDALGO §

I, the undersigned County Clerk of Hidalgo County, Texas, hereby certify as follows:

1. The Commissioners Court of Hidalgo County, Texas, convened in regular meeting on February 26, 2020, at the regular meeting place thereof, within said County, and the roll was called of the duly constituted officers and members of said Commissioners Court and the County Clerk, to wit:

Richard F. Cortez	County Judge
David L. Fuentes	Commissioner
Eduardo "Eddie" Cantu	Commissioner
Joe M. Flores	Commissioner
Ellie Torres	Commissioner

and all of said persons were present except for David L. Fuentes and Joe M. Flores, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written

ORDER WITH RESPECT TO REPUBLIC SERVICES, INC. PROJECT

was duly introduced for the consideration of said Commissioners Court. It was then duly moved and seconded that said order be adopted; and, after due discussion, said motion, carrying with it the adoption of said order, prevailed and carried by the following vote:

AYES: 3 ;

NOES: 0 ;

ABSTENTIONS: 0 .

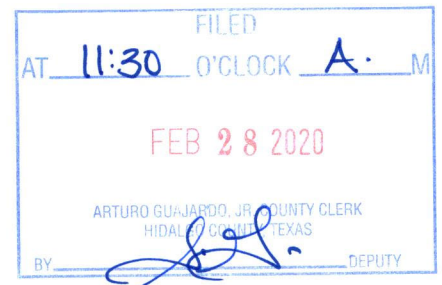
2. A true, full and correct copy of the aforesaid order adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; said order has been duly recorded in said Commissioners Court's minutes of said meeting; the above and foregoing paragraph is a true, full and correct excerpt from said Commissioners Court's minutes of said meeting pertaining to the adoption of said order; the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said Commissioners Court as indicated therein; each of the officers and members of said Commissioners Court was duly and sufficiently notified officially and personally, in advance, of the date, hour, place and purpose of the aforesaid meeting, and that said order would be introduced and considered for adoption at said meeting, and each of said officers and members consented, in advance, to the holding of said meeting for such purpose; and said meeting was open to the public as required by law; and public notice of the date, hour, place and subject of said meeting was given as required by the Texas Open Meetings Act.

SIGNED AND SEALED this 26th day of February, 2020



(SEAL)

**ORDER WITH RESPECT TO
REPUBLIC SERVICES, INC.
PROJECT**



WHEREAS, REPUBLIC SERVICES, INC., successor in interest to Allied Waste North America, Inc., and its subsidiaries or affiliates (collectively, the “Company”) own and operate various solid waste disposal facilities throughout the State of Texas (collectively, the “Facilities”); and

WHEREAS, in 2008 at the request of the Company, Mission Economic Development Corporation (the “Issuer”) issued its Solid Waste Disposal Variable Rate Demand Revenue Bonds (Allied Waste North America, Inc. Project) Series 2008A (the “Series 2008A Bonds”) to finance the costs of acquiring, constructing, equipping and improving the Facilities (collectively, the “2008A Project”), including portions of the Facilities located outside the boundaries of the Issuer’s sponsoring governmental unit, subject to certain requests, hearings and approvals from the other governmental units in which the 2008A Project is located; and,

WHEREAS, the Company now desires to refinance the Series 2008A Bonds and thereby refinance the 2008A Project and to finance additional costs of acquisition, construction, equipping and improvements to the Facilities (collectively, together with the 2008A Project, the “Project”) and has requested that the Issuer issue its Solid Waste Disposal Revenue Bonds (Republic Services, Inc. Project) Series 2020 or similarly captioned bonds in one or more series (the “Bonds”) for such purpose; and

WHEREAS, a portion of the Project consisting of the following sites is located in Hidalgo County, Texas (the “County”): 23485 Moorefield Rd, Edinburg, Texas 78541; and FM 493 & Mile 12 Road East, Donna, Texas 78537 (together, the “Local Portion of the Project”); and

WHEREAS, in order for the Local Portion of the Project to be financed and refinanced with the proceeds of the Bonds, the Commissioners Court (the “Commissioners Court”) of the County must request that the Issuer exercise its powers within the County for the purpose of issuing such Bonds to finance and refinance the Local Portion of the Project, such request being intended to satisfy the requirements of Section 501.159 of the Texas Development Corporation Act, Texas Local Government Code, Chapter 501, as amended (the “Act”); and

WHEREAS, the Commissioners Court desires hereby to make such request of the Issuer and to take other actions to enable the Issuer to issue the Bonds and the Company to use the proceeds thereof to finance and refinance the Local Portion of the Project; and

WHEREAS, approval of the Commissioners Court or the County Judge as the “applicable elected representative” is also required in connection with the issuance of the Bonds as tax-exempt bonds, in order to satisfy the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), and the Commissioners Court desires hereby to authorize the County Judge to give such approval.

NOW, THEREFORE, BE IT ORDERED, ADJUDGED AND DECREED BY THE COMMISSIONERS COURT OF HIDALGO COUNTY, TEXAS:

Section 1. Third Party Financing. In order for the Local Portion of the Project to be financed and refinanced as a part of the entire Project through the Issuer’s issuance of the Bonds, the Issuer is hereby requested to exercise its powers within the County for the purpose of issuing such Bonds in one or more

series to finance and refinance the Local Portion of the Project over the next thirty six months (the “Plan of Finance”). This request is intended to satisfy the requirements of Section 501.159 of the Act.

Section 2. Public Hearing to be Held and Approval for Federal Tax Purposes. In order to comply with Section 147(f) of the Code, a public hearing shall be held by the duly appointed hearing officer or officers of the Issuer, notice of such hearing having been published no less than seven days prior to such hearing in a newspaper of general circulation in the County or electronically posted on the County’s Web site used to inform its residents about events affecting the residents of the County, in which hearing members of the public will be permitted to express their views with respect to the Project, the Plan of Finance and the issuance of the Bonds for such purpose. Such hearing may be conducted in combination with hearings for other counties to the extent permitted by Section 147(f) of the Code, and Treas. Reg. § 1.147-1(d)(2). Following such hearing, based upon the results of such hearing, and for purposes of complying with Section 147(f) of the Code, the County Judge is hereby authorized to execute a certificate certifying approval of the Plan of Finance, the Bonds and the Local Portion of the Project to be financed and refinanced by the Plan of Finance in the County.

SECTION 3. DISCLAIMER OF LIABILITY. THE COUNTY, THE COMMISSIONERS COURT, THE COUNTY JUDGE AND ALL OTHER COUNTY OFFICIALS MAKE NO REPRESENTATION OR WARRANTY OF ANY KIND WHATSOEVER WITH RESPECT TO THE PROJECT OR THE ISSUANCE, CREDITWORTHINESS OR REPAYMENT OF THE BONDS TO BE ISSUED BY THE ISSUER WITH RESPECT TO THE PROJECT. UNDER NO CIRCUMSTANCES SHALL THE COUNTY HAVE ANY LIABILITY, FINANCIAL OBLIGATION OR RESPONSIBILITY OF ANY KIND WITH RESPECT TO THE PAYMENT OF BONDS ISSUED FOR THE PROJECT OR FOR THE CONSTRUCTION, MAINTENANCE, OPERATION OR ANY OTHER ASPECT OF THE PROJECT.

ADOPTED this 26th day of February, 2020.