

**RESOLUTION APPROVING PRELIMINARY OFFICIAL STATEMENT AND
AUTHORIZING DISTRIBUTION OF SUCH PRELIMINARY OFFICIAL STATEMENT
AND ENGAGEMENT OF CONSULTANTS RELATING TO NORTHWOODS ROAD
DISTRICT NO. 1 UNLIMITED TAX ROAD BONDS, SERIES 2018**

WHEREAS, Williamson County, Texas has previously executed a Development Agreement dated March 22, 2011 (the "Development Agreement") with Northwoods Avery Ranch LLC, a Texas limited liability company (the "Developer"), relating to the reimbursement of the Developer through the Northwoods Road District No. 1 (the "District") for certain costs related to the construction of Staked Plains Blvd. and Lakeline Blvd. through the issuance of bonds from time to time by the District in accordance with the Development Agreement; and

WHEREAS, the District has authorized the District's financial advisor, Specialized Public Finance, Inc. (the "Financial Advisor"), to prepare a Preliminary Official Statement related to the issuance of the District's Unlimited Tax Road Bonds, Series 2018 (the "Bonds") to reimburse the Developer for certain costs incurred related to the widening and expansion of Staked Plains Blvd. and Lakeline Blvd.; and

WHEREAS, the Commissioners Court, acting in its role as the governing body of the District, deems it appropriate to approve the Preliminary Official Statement and authorize the engagement of consultants and the distribution of the Preliminary Official Statement as further set forth below.

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

Section 1. APPROVAL AND DISTRIBUTION OF PRELIMINARY OFFICIAL STATEMENT. The Commissioners Court, acting in its role as the governing body of the District, hereby approves the Preliminary Official Statement substantially in the form attached hereto as Exhibit "A" with such changes, additions or deletions as directed by the County Auditor. The District's Financial Advisor is hereby authorized and directed to distribute the Preliminary Official Statement and to do all things necessary to market the Bonds, including making application for ratings and bond insurance, if applicable.

Section 2. ENGAGEMENT OF CONSULTANTS. The Commissioners Court, acting in its role as the governing body of the District, hereby approves the engagement of: (1) Specialized Public Finance to serve as financial advisor to the District in connection with the Bonds at a fee of 1% of the principal amount of the Bonds, subject to a \$25,000 minimum, plus reasonable out-of-pocket expenses and (2) McCall, Parkhurst & Horton L.L.P. to serve as bond counsel to the District in connection with the bonds at a fee of 1% of the principal amount of the Bonds, subject to a \$25,000 minimum, issued plus reasonable out-of-pocket expenses. Fees for financial advisor and bond counsel are contingent upon the issuance of the Bonds.

Section 3. OTHER MATTERS. The County Judge is authorized to do all things proper and necessary to carry out the intent hereof, including the approval of appropriate changes to the Preliminary Official Statement.

EXHIBIT A

Preliminary Official Statement