

1115 929

ARTICLE XII

ADDITIONAL OBLIGATIONS OF LESSEE AND COUNTY

SECTION 12.1 Agreement to Purchase Project. The Lessee hereby agrees to purchase, and the County hereby agrees to sell, the Project for one (\$1.00) dollar, and any and all sums then due to the County under this Agreement, at the expiration or sooner termination of the Lease Term following full payment of the Note. At the closing of the foregoing purchase, the County shall deliver to the Lessee the documents referred to in Section 11.4 hereof. The obligation to purchase created in this Section shall be and remain prior and superior to the Mortgage and shall be exercised whether or not the Lessee is in default hereunder provided that no such default will result in nonfulfillment of any condition to this right.

SECTION 12.2 Agreement to Issue Bonds. The Lessee and the County agree that each will cooperate with the other and will issue the Bonds pursuant to the Bond Statute prior to the principal maturity date of the Note so that adequate funds will be on hand to pay the Note in full at maturity.

SECTION 12.3 Lessee's Obligation to Make Additional Rental Payments. As used in this Section 12.3, the following terms shall have the following meanings:

(a) "Additional Payments" means an amount equal to seven and one-half per centum (7-1/2%) per annum of the outstanding principal balance of the Note, commencing as of the Taxable Date.

(b) "Event of Taxability" means the earlier of (i) the issuance of a statutory notice of deficiency by the Internal Revenue Service or a ruling of the National Office of any District Office, or (ii) a final decision of a court of competent jurisdiction, which holds in effect that the interest paid or payable on the Note is wholly includable in the gross income of a Holder or former Holder (other than a Holder who is a "substantial user" of the Project or "related person", as such terms are defined in the Code) for any reason other than as the result of the enactment hereafter of legislation which subjects interest on the Note to Federal Income Taxes.

(c) "Holder" or "Holders" means any holder or holders of the Note from time to time.