

ARTICLE XII

ADDITIONAL OBLIGATION OF LESSEE AND COUNTY

SECTION 12.1. Obligation to Purchase Project. The Lessee hereby agrees to purchase, and the County hereby agrees to sell, the Project for one 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 the payment of the Notes. At the closing of the foregoing purchase, the County will deliver to the Lessee the documents referred to in Section 11.4 hereof. The right to purchase granted in this Section shall be and remain prior and superior to the Mortgage and may 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. Lessee's Obligation to Pay Taxability Rate Under Certain Circumstances:

Should, subject to the provision in the following paragraph of this Section 12.2, interest on the Series 1980 Note be determined by:

- (i) the National Office of the Internal Revenue Service of the United States Treasury Department, or
- (ii) the District Director of Internal Revenue for the District in which the Lessee or any Noteholder files its Federal income tax returns, or

0.85

4328 RV.2