RESOLUTION NO. 7225

A RESOLUTION INTRODUCED BY MAYOR HARRY FELKER EXPRESSING THE INTENT OF THE CITY OF TOPEKA, KANSAS, TO ISSUE ITS INDUSTRIAL REVENUE BONDS IN THE MAXIMUM PRINCIPAL AMOUNT OF $15,000,000 TO BOTH FINANCE VARIOUS IMPROVEMENTS BENEFITING HILL’S PET NUTRITION, INC., AND PROMOTE, STIMULATE AND DEVELOP THE ECONOMIC WELFARE OF BOTH THE CITY AND THE STATE OF KANSAS.

WHEREAS, the City of Topeka, Kansas, (the "City") is authorized and empowered pursuant to the provisions of K.S.A. 12-1740 to 12-1749(d), inclusive, as amended (the "Act"), to both issue its industrial revenue bonds to finance the cost of acquiring, constructing, furnishing and equipping certain facilities and enter into lease agreements with any person, firm or corporation for the use and acquisition of such facilities in order to promote, stimulate and develop the economic welfare and prosperity of both the City and the State of Kansas; and

WHEREAS, Hill’s Pet Nutrition, Inc., ("Hill’s") has requested that the City issue its industrial revenue bonds in one or more separate series in the maximum amount of Fifteen Million Dollars ($15,000,000) (the "Bonds") to finance the cost of acquiring, constructing, installing, furnishing and equipping certain facilities and improvements thereon the ("Project") to benefit Hill’s; and

WHEREAS, the City does hereby find and determine it to be advisable and in the best interest of the City and its inhabitants that such Bonds of the City, as and in the maximum amount so requested, be authorized and issued to finance the Project; and

WHEREAS, such Bonds when, as and if issued by the City will be payable solely and only from the moneys and revenues received by the City from the fees charged and rentals received for the use of the Project and not from any other fund or source.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF TOPEKA, SHAWNEE COUNTY, KANSAS, AS FOLLOWS:
Section 1. That the governing body of the City (the "Council") hereby finds and
determines that the Project will promote, stimulate and develop the general economic
welfare of the City and be in furtherance of the public purposes as set forth in the Act.

Section 2. That industrial revenue bonds of the City in the maximum principal
amount of $15,000,000 be issued in one or more separate series to finance the Project to be
leased to Hill’s pursuant to and in accordance with the Act.

Section 3. That the terms of all ordinances, trust indentures, lease agreements and
other documents required in the issuance of the Bonds (the "Bond Documents") shall be as
agreed to by and between the City and Hill’s. The selection of the purchaser of the Bonds
shall be the sole responsibility of Hill’s.

Section 4. That the City officials are hereby directed and authorized to proceed with
the necessary negotiations relating to the Bond Documents with Hill’s and with the
preparation of all other necessary documents relating thereto for final action by the Council
of the City. All terms and conditions of the Bonds and the sale thereof must be acceptable to
and approved by the Council of the City and Hill’s.

Section 5. That the City Clerk and Nichols and Wolfe Chartered, bond counsel, are
hereby authorized and directed to prepare and cause to be filed and published, where
necessary, all statements and notices required by the provisions of both K.S.A. 12-1740 et
seq., as amended.

Section 6. That as the Project site(s) and facilities are entitled to an exemption from
ad valorem taxation for a period of ten (10) years beginning after the calendar year in which
the Bonds are issued in accordance with the provisions of K.S.A. 79-201a, as amended, the
City shall, subject to the requirements of applicable law, agree to an abatement of ad valorem
taxes for the full ten (10) years such Project site(s) and facilities are entitled to an exemption
from ad valorem taxation and, in lieu of such ad valorem taxes, Hill’s shall make an annual
payment in lieu of such ad valorem taxes each year for such 10 year period.
Section 7. That the City will not be liable or otherwise responsible for the payment of any costs or expenses incurred by or in connection with the issuance of such Bonds.

Section 8. That the issuance of the Bonds by the City shall, in addition to all other requirements of the City, be subject to any limitations imposed upon the City by either federal or Kansas law, including any regulations, rulings or executive orders which might appertain thereto.

Section 9. That this Resolution shall be of force and effect immediately upon its adoption and approval.

ADOPTED AND APPROVED THIS 26th day of March, 2002.

CITY OF TOPEKA, KANSAS

Harry Felker, Mayor

ATTEST:

Iris E. Walker, City Clerk

(SEAL)

I, IRIS E. WALKER, City Clerk of the City of Topeka, Kansas, do hereby certify that the above and foregoing is a true and correct copy of Resolution No. _____, adopted and approved by the City Council on March 26, 2002.

Iris E. Walker, City Clerk