GENERAL CERTIFICATE

The undersigned Mayor and City Recorder of Logan City, Utah (the "Issuer"), do hereby certify as follows:

1. The Issuer is a body politic and political subdivision duly organized and validly existing under the laws of the State of Utah.

2. The names of the members of the Municipal Council (the "Council") and officers of the Issuer who participated in these bond proceedings are as follows:

| | | |
|---|---|---|
| Mayor | H. Craig Petersen | January 2017 |
| Councilmember | Herm Olsen | January 2019 |
| Councilmember | Holly Daines | January 2017 |
| Councilmember | S. Eugene Needham | January 2017 |
| Councilmember | Jeannie F. Simmonds | January 2017 |
| Councilmember | Tom Jensen | January 2019 |
| City Recorder | Teresa Harris | Appointed |

3. The Council has arranged to issue the following Bonds:

Logan City, Utah Taxable Sewer Treatment Revenue Bonds, Series 2016 in the total principal amount of $70,000,000 (the "Series 2016 Bonds"), bearing interest and maturing according to the repayment schedule set forth in the First Supplemental Indenture (defined below), as approved by resolutions adopted by the Council on February 16, 2016 and March 15, 2016 (collectively, the "Resolution").

4. In the Resolution, the Council granted to the Mayor or Mayor Pro Tem (collectively, the "Mayor"), or the Finance Director (the "Finance Director") (collectively, the "Designated Officers") of the Issuer the authority to approve the interest rates, principal amounts, terms, maturities, redemption features, and purchase price at which the Series 2016 Bonds were sold and any changes with respect thereto from those terms which were before the Council at the time of adoption of the Resolution. The Resolution is in effect as of the date hereof and has not been amended, modified, or repealed in any respect.

5. The Logan Herald Journal is a newspaper having general circulation within the boundaries of the Issuer for the purposes of publication of all notices required by the Local Government Bonding Act, Title 11, Chapter 14, Utah Code Annotated 1953, as amended.

6. The Series 2016 Bonds are issued pursuant to a General Indenture of Trust (the "General Indenture") and a First Supplemental Indenture of Trust, each dated as of March 1, 2016 (the "First Supplemental Indenture" and collectively with the General Indenture, the "Indenture"), by and between the Issuer and Zions Bank, a division of ZB National Association, as trustee (the "Trustee"). The proceeds of the sale of the Series

2016 Bonds will be used for the purposes of (a) financing the acquisition and construction of improvements and additions to the Issuer's existing sewage treatment system, including, but not limited to, a new sewer treatment facility to serve the Issuer and other cities pursuant to an Interlocal Agreement, and all related improvements (collectively, the "Series 2016 Project"), and (b) paying the costs incident to the authorization and issuance of the Series 2016 Bonds.

7. The Resolution was duly adopted, is in effect as of the date hereof, and has not been amended, modified, or repealed in any respect.

8. The State of Utah Department of Environmental Quality, Water Quality Board (the "Purchaser") has purchased the Series 2016 Bonds at the purchase price of $70,000,000.

9. The Issuer has duly performed all obligations to be performed at or prior to the delivery of the Series 2016 Bonds; each representation and warranty contained in the Resolution and the Indenture is true as of the date hereof; the Issuer has authorized by all necessary action, the execution, delivery, receipt, and due performance of the Series 2016 Bonds, the Indenture and any and all such other agreements and documents as may be required to be executed, delivered, and received by the Issuer to carry out, give effect to, and consummate the transactions contemplated by the Resolution and the Indenture.

10. The Issuer has complied in all respects with the Local Government Bonding Act, Title 11, Chapter 14, Utah Code Annotated 1953, as amended (the "Act") and the Indenture; the Issuer has full legal right, power, and authority to issue the Series 2016 Bonds; the Council had at the time the Resolution and the Indenture were adopted, authorized, or entered into, full legal right, power, and authority to adopt the Resolution, to enter into the Indenture, to sell and deliver the Series 2016 Bonds to the Purchaser, and to carry out and consummate all other transactions contemplated by the Indenture. The Indenture and the Series 2016 Bonds are legal, valid, and binding obligations of the Issuer, enforceable in accordance with their terms, subject only to the applicable bankruptcy, insolvency, or other similar laws generally affecting creditors' rights.

11. The issuance, sale, execution, and delivery of the Series 2016 Bonds and the execution and delivery of the Indenture and the fulfillment of the obligations of the Issuer contained therein will not conflict with or constitute a breach of or a default under the Act, or any constitutional provision, law, administrative rule, agreement, loan agreement, indenture, lease, resolution, or other instrument to which the Issuer is a party or to which the Issuer or any of its properties or other assets is otherwise subject or bound, nor will any such execution, delivery, or compliance result in the creation or imposition of any lien on any of the properties or other assets of the Issuer under the terms of any such law, regulation, or instrument, except as provided or permitted by the Act and the Indenture.

12. All approvals, consents, and orders of any governmental authority, legislative body, council, agency, or commission having jurisdiction which constitutes a condition precedent to or the absence of which would materially adversely affect the due

performance by the Issuer of its obligations under the Indenture and the Series 2016 Bonds have been duly obtained. This representation and warranty does not extend to such approvals, consents, and orders as may be required under the Blue Sky or securities laws of any state in connection with the offering and sale of the Series 2016 Bonds.

13. The Series 2016 Bonds are valid and legally enforceable special obligations of the Issuer for which the Net Revenues (as defined in the Indenture) are pledged for payment of principal and interest on the Series 2016 Bonds in accordance with the term of the Series 2016 Bonds and terms of the Indenture.

14. To the best of our knowledge, there are no legal or governmental proceedings (including any litigation, action, suit, proceeding, or investigation at law or in equity before or by any court, public council, or body, or any governmental or administrative authority or agency) pending or, to the best of our knowledge, threatened or contemplated (or any basis therefor):

(a) wherein an unfavorable decision, ruling, or finding might adversely affect the financial condition or operations of the Issuer, the validity of the Indenture, or the transactions contemplated thereby;

(b) challenging in any way the titles of the officials of the Issuer or their rights to their respective offices;

(c) seeking to restrain or enjoin the issuance, sale, or delivery of the Series 2016 Bonds, or the application of the proceeds of the Series 2016 Bonds, or the execution, delivery, and performance of the Indenture or the source of payment for the Series 2016 Bonds;

(d) contesting or affecting the authority for or the validity of the Series 2016 Bonds or the Indenture, or the collection of revenues or moneys to pay the Series 2016 Bonds or the application of the proceeds of the Series 2016 Bonds; or

(e) contesting in any way the existence, boundaries, or powers of the Issuer or its authority to adopt the Resolution and to issue the Series 2016 Bonds.

15. The Issuer has complied with all the agreements and satisfied all the conditions on its part to be performed or satisfied at or prior to the date of this Certificate.

16. The Issuer has not been and is not in default as to principal or interest payments on any of its bonds or other obligations.

17. Pursuant to the provisions of the Indenture, the Trustee is hereby requested and authorized to authenticate the Series 2016 Bonds, and, upon receipt of the initial incremental advance of proceeds of the Series 2016 Bonds, deliver the same to the Purchaser.

18. No petition purporting to initiate legislation relating to or affecting the Series 2016 Bonds or the authority for the issuance thereof or any of the transactions

contemplated by the terms of sale or purporting to require the submission of the Resolution to the vote of the electors of the Issuer, pursuant to Article VI, Section 1, Subsection 2 of the Constitution of the State of Utah or under any applicable statute, has been filed with the Issuer or any officer thereof or of the Issuer, nor, to our knowledge, has any such petition been threatened.

19. In accordance with the provisions of Section 11-14-307 of the Act, the City Recorder has caused a "Notice of Public Hearing" (the "Notice") to be published twice, on February 19 and 26, 2016, in the Logan Herald Journal, a newspaper having general circulation in the Issuer. In addition, in accordance with the provisions of Section 11-14-307 of the Act and the Notice, the Council held a public hearing on March 15, 2016, to receive input with respect to the issuance of the Series 2016 Bonds. No petition has been received by the Issuer requesting the holding of a special bond election with respect to the Series 2016 Bonds. No application has been filed within five (5) days after the adoption of the Resolution on March 15, 2016, for the purpose of submitting an application for referendum pursuant to Sections 20A-7-601(4)(a) and 20A-7-602 of the Utah Code Annotated 1953, as amended. A copy of the Resolution was filed in the offices of the Issuer on February 16, 2016, and has been kept on file for public inspection continuously since that date and for a period of at least thirty (30) days from and after February 19, 2016, that being the first date of the publication of the Notice.

20. The Issuer has duly adopted the ordinance establishing rates and charges for sewer treatment services provided by the System (as defined in the Indenture) and delivered simultaneously herewith, and such ordinance is in full force and effect as of the date hereof and has not been amended, modified, rescinded, repealed, or revoked.

21. As of the date hereof, and subject to the limitations of Article XI of the Constitution of the State of Utah, the Issuer has good and merchantable title to the System (as defined in the Indenture) as it now exists.

22. Except for those portions of the existing System which are laid in, on, or under public roads, highways, streets, or alleys which have been heretofore dedicated to the public for road, highway, street, or alley purposes and which have actually been in use for such purpose for more than five years past, all of the System is located either on land of the Issuer as to which the Issuer has good and merchantable fee simple title or as to which the Issuer has acquired good and valid permanent easements, rights-of-way, licenses, or permits not terminable by action of any party without the consent of the Issuer sufficient to permit the Issuer to maintain and operate the System; and to those portions of the existing System which are laid in, on, or under public roads, highways, streets, or alleys which are not owned by the Issuer, the Issuer has acquired good and valid licenses or permits sufficient to permit the Issuer to maintain and operate those portions of the System.

23. The Issuer has obtained all necessary land and all necessary easements, rights-of-way, permits, licenses, and approvals required by law, whether state or federal, to be obtained by the Issuer in connection with the acquisition, construction, improvement, and extension of the Series 2016 Project and the operation of the System.

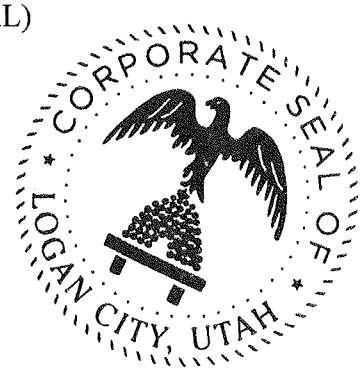
24. The issuance of the Series 2016 Bonds will not cause the Issuer to exceed any limitations on indebtedness under the Constitution and laws of the State of Utah.

25. The Issuer has no other outstanding sewer treatment revenue bonds or other forms of indebtedness that are superior to, or on a parity with the Series 2016 Bonds for which the Issuer's System revenues have been pledged.

26. The regular meetings of the Council of the Issuer are held the first and third Tuesdays of the month.

IN WITNESS WHEREOF, we have hereunto set our hands and the seal of the Issuer this March 31, 2016.

(SEAL)




By: _____
Mayor

By: _____
City Recorder