LOGAN CITY UNITED IN SERVICE
LEGAL DEPARTMENT
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March 31, 2016

State of Utah
Department of Environmental Quality,
Water Quality Board
195 North 1950 West
Salt Lake City, Utah 84114

Zions Bank, a division of ZB, National Association
One South Main Street, 12th Floor
Salt Lake City, Utah 84133

Ballard Spahr LLP
201 South Main Street, Suite 800
Salt Lake City, Utah 84111

This opinion is being rendered in connection with the issuance by Logan City, Utah (the "Issuer"), of its Taxable Sewer Treatment Revenue Bonds, Series 2016 in the total principal amount of $70,000,000 (the "Series 2016 Bonds"), pursuant to (a) resolutions adopted by the Issuer on February 16, 2016 and March 15, 2016 (collectively, the "Resolution"); (b) the Local Government Bonding Act, Title 11, Chapter 14, Utah Code Annotated 1953, as amended; and (c) a General Indenture of Trust and a First Supplemental Indenture of Trust, each dated as of March 1, 2016 (collectively, the "Indenture"), each between the Issuer and Zions Bank, a division of ZB, National Association, as trustee. The Series 2016 Bonds are being issued to (i) finance 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 (ii) pay costs of issuance of the Series 2016 Bonds.

The undersigned is the attorney for the Issuer and has acted as counsel for the Issuer in connection with the issuance of the Series 2016 Bonds and the execution of certain agreements to which the Issuer is a party. In this connection, I have examined fully executed counterparts of such documents, original or photostatic or certified copies of records of the Issuer, certificates or letters of officers of the Issuer, and certificates of certain public officials. In such examination, I have assumed the genuineness and authenticity of all documents submitted to me as originals and the conformity to original documents of documents submitted to me as certified or photostatic copies. I have relied upon such certificates of public officials and such certificates of officers of the Issuer with respect to the accuracy of factual matters contained therein as I have deemed relevant and necessary as a basis for the opinions hereinafter set forth and I know of no reason why I should not rely thereon. All references herein to agreements, instruments, documents, laws, statutes, regulations, orders, writs, decrees, and injunctions are as of the date hereof.



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Based on the foregoing, I am of the opinion that:

1. The Issuer is a political subdivision and body politic duly organized and validly existing under the laws of the State of Utah, with full governmental powers to execute, deliver, and perform its obligations under the Series 2016 Bonds.

2. The Resolution has been duly adopted by the Issuer and remains in full force and effect without change or modification as of the date hereof and is sufficient in law and in fact to cover the documents executed in consequence thereof.

3. The Issuer has taken all action necessary to authorize the execution, delivery, receipt, and due performance of such agreements and documents that may be required to be executed, delivered, and received by the Issuer in order to carry out, give effect to, and consummate the transactions contemplated by the Indenture.

4. No additional or further approvals, consent, or authorization of the Issuer are required in connection with the participation by the Issuer in the transactions contemplated by the Indenture.

5. The adoption or execution of the Indenture does not violate the Constitution or laws of the State of Utah, or any applicable rule, order, or regulation of any state or federal government authority or agency or, to my knowledge, any court order by which the Issuer is or may be bound, and such action does not constitute a default under any agreement, indenture, mortgage, lease, note, or other obligation or instrument to which the Issuer is a party and of which I have knowledge; and as of the date hereof, no approval or other action by any state governmental authority or agency is required in connection therewith, except such approvals or actions which have heretofore been obtained or taken.

6. I know of no action, suit, proceeding, or investigation at law or in equity before or by any court, public board, or body pending or threatened against or affecting the Issuer, or any other party to the agreements which are the subject of this opinion, wherein an unfavorable decision, ruling, or finding would adversely affect the transactions contemplated.

7. 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.

8. 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.

9. 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.

10. The process utilized by the Issuer with respect to the bidding for the construction of the Series 2016 Project complied in all respect with the requirements imposed by Utah law, said bidding having been made pursuant to public notice, the bids received being in proper form and the award to the low bidder being made after appropriate study and deliberation. All contract documents used by the Issuer with respect to said bidding process appear to be in proper legal format and comply with the provisions of Title 34, Chapter 30, Utah Code Annotated 1953, as amended.

Very truly yours,

Kymber Housley

Kymber Housley
Logan City Attorney