

ORDER NO. _____

ORDER BY THE BOARD OF TRUSTEES OF ALEDO INDEPENDENT SCHOOL DISTRICT AUTHORIZING CONVERSION OF THE ALEDO INDEPENDENT SCHOOL DISTRICT VARIABLE RATE UNLIMITED TAX SCHOOL BUILDING BONDS, SERIES 2006-A, AND ENACTING OTHER PROVISIONS RELATED TO THE SUBJECT

Adopted June 21, 2010

WHEREAS, the Aledo Independent School District (the "District") has previously issued its Variable Rate Unlimited Tax School Building Bonds, Series 2006-A (the "Bonds") pursuant to an Order adopted by the Board of Trustees of the District (the "Board") on August 21, 2006 (the "Bond Order"); and

WHEREAS, the Bonds are currently in a "Term Rate" interest mode with a "Term Rate Period" of one year duration and are subject to mandatory tender for purchase at the end of the current Term Rate Period on August 2, 2010; and

WHEREAS, the District has entered into a Remarketing Agreement dated August 21, 2006 with respect to the Bonds with First Southwest Company (the "Remarketing Agent"); and

WHEREAS, the Bonds are supported by a Standby Bond Purchase Agreement dated as of August 21, 2006 (the "Standby BPA") by and between the District and Bank of America, N.A. (the "Bank"); and

WHEREAS, the Board hereby determines that it will be in the best interests of the District to convert the Bonds from a Term Rate interest mode to a "Weekly Rate" interest mode; and

WHEREAS, any capitalized terms used herein and not otherwise defined herein shall have the meanings assigned to such terms in the Bond Order;

THEREFORE, BE IT ORDERED BY THE BOARD OF TRUSTEES OF THE ALEDO INDEPENDENT SCHOOL DISTRICT that the Bonds shall be converted to a Weekly Rate interest mode on August 2, 2010 pursuant to the terms of the Bond Order, and remarketed by the Remarketing Agent in such mode.

BE IT FURTHER ORDERED that the President or Vice President, the Authorized Representatives and all other appropriate officials, agents and representatives of the District are hereby authorized to do any and all things necessary or desirable to provide for the conversion and remarketing of the Bonds in a Weekly Rate interest mode. The Board of Trustees authorizes and directs the preparation of any necessary addenda, supplements or amendments to the final Official Statement for the Bonds, or, if necessary, an updated Official Statement, all as shall be approved by an Authorized Representative; and the Board ratifies and approves the distribution of such addenda,

supplements or amendments to the Official Statement or updated Official Statement in the remarketing of the Bonds by the Remarketing Agent. The President of the Board is hereby authorized and directed to execute, and the Secretary of the Board is hereby authorized and directed to attest, any such addenda, supplements or amendments to the Official Statement or updated Official Statement. An Authorized Representative and all other officers, employees, attorneys, and agents of the District, and each of them, shall be and is hereby authorized and directed to furnish and execute such notices, documents, instruments and certifications relating to the conversion of the Bonds to a Weekly Rate interest mode, the District, and the remarketing of the Bonds, including certifications as to facts, estimates, circumstances and reasonable expectations, as may be necessary or convenient to carry out or assist in carrying out the intent and purposes of this Order, or as may be necessary (i) to obtain a rating from any of the national bond rating agencies, (ii) for the approval of the Attorney General, if necessary, and (iii) for the delivery of the Bonds to the purchasers and, together with the District's financial advisor, bond counsel and the Paying Agent/Registrar, make the necessary arrangements for the delivery of the Bonds to the purchasers. In addition, the statements, findings, representations, and determinations set forth in the recitals to this Order are hereby incorporated into and made a part of this Order for all purposes.

ATTEST:

President, Board of Trustees

Secretary, Board of Trustees

(SEAL)