



# THE STATE OF GEORGIA

## EXECUTIVE ORDER

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BY THE GOVERNOR:

**WHEREAS:** The Governor of the State of Georgia has been informed by officials of the Georgia Higher Education Facilities Authority that the Georgia Higher Education Facilities Authority on April 29, 2009 approved a plan of financing through the use of revenue bonds (the "Bonds") to be issued by the Georgia Higher Education Facilities Authority in an amount not to exceed \$110,000,000, the proceeds of which are to be loaned to USG Real Estate Foundation II, LLC (the "Company") to (A) finance the acquisition, construction, renovation, installation and equipping of various improvements on the campuses of Bainbridge College, Columbus State University and Southern Polytechnic State University (collectively, the "Institutions") to be owned by the Company and to be rented to the Board of Regents of the University System of Georgia (the "Board of Regents") for the use of such Institutions, including, without limitation, (i) an approximately 76,000 square foot student wellness center to be located on the southern end of the campus loop road just east of the existing tennis courts on the campus of Bainbridge College in Bainbridge, Georgia; (ii) an approximately 103,000 square foot student recreation center to be located near the intersection of Cougar Court Road and Cougar Way Road on the campus of Columbus State University in Columbus, Georgia; and (iii) an approximately 600-bed student housing facility and an approximately 16,500 square foot dining facility to be located on Hornet Drive near the intersection with Alumni Drive and 120 beds of special interest housing to be located on Alumni Drive near the intersection with South Cobb Drive, all on the campus of Southern Polytechnic State University in Marietta, Georgia; (B) finance the acquisition, construction, renovation, installation and equipping of various other improvements to be located on or near the Institutions' campuses to provide academic, administrative, athletic, housing or recreational facilities for use by the Institutions (collectively with the projects described in the immediately preceding (A), the "Projects"); and (C) fund (i) capitalized interest on the Bonds, (ii) the Debt Service Reserve Fund through a cash deposit or the purchase of a debt service surety bond and (iii) the costs of issuance of the Bonds, including the premium for a bond insurance policy (if such a policy is obtained for the Bonds); and

**WHEREAS:** The aforementioned Bonds will be issued by the Georgia Higher Education Facilities Authority, an instrumentality of the State of Georgia and the Projects will be owned by the Company and operated by the Board of Regents and located entirely within the boundaries of the State of Georgia; and

**WHEREAS:** The Governor is the chief elected executive officer of the State of Georgia; and

**WHEREAS:** This executive order is intended to constitute the approval required by Section 147(f) of the Internal Revenue Code of 1986, as amended; and

**WHEREAS:** A hearing which was open to the public relating to the proposed issuance of the aforementioned bonds, was held on June 16, 2009, for which due and reasonable public notice was given in accordance with the provisions of law and the procedures established therefor; and

**WHEREAS:** The Georgia Higher Education Facilities Authority, following such hearings, has recommended that the issuance of the aforementioned Bonds be approved; and

**WHEREAS:** The Governor has made a determination to approve the issuance of the aforementioned Bonds solely for the purpose of satisfying the requirement for such approval under Section 147(f) of the Internal Revenue Code of 1986, as amended, as recommended by the Georgia Higher Education Facilities Authority.


NOW, THEREFORE, PURSUANT TO THE AUTHORITY VESTED IN ME AS GOVERNOR OF THE STATE OF GEORGIA, PARTICULARLY BY VIRTUE OF THE PROVISIONS OF THE INTERNAL REVENUE CODE, IT IS HEREBY

**ORDERED:** The issuance of the aforementioned Bonds by the Georgia Higher Education Facilities Authority on behalf of the State of Georgia is hereby approved solely for the purpose of satisfying the requirements for such approval under Section 147(f) of the Internal Revenue Code of 1986, as amended.

This 2<sup>ND</sup> day of July, 2009.

  
GOVERNOR

Attest:

  
Deputy Executive Counsel