

**FIRST AMENDMENT TO
JOINDER TO INTERLOCAL AGREEMENT**

THIS FIRST AMENDMENT TO JOINDER TO INTERLOCAL AGREEMENT is being entered into as of this __ day of _____, 2021 by and between **FLORIDA DEVELOPMENT FINANCE CORPORATION**, a public body corporate and politic created by the Florida Development Finance Corporation Act, Chapter 288, Part X, Florida Statutes (“FDFC”) and **PINELLAS COUNTY, FLORIDA** (the “County”).

WHEREAS, the Board of County Commissioners of Pinellas County, Florida (the “Board”) joined in that certain Interlocal Agreement, dated as of April 12, 1994 between FDFC and Orange County, Florida and agreed to be bound by all the terms and provisions thereof by that certain Joinder to Interlocal Agreement, dated September 23, 1997 (the “Joinder”); and

WHEREAS, the Joinder expressly limits the principal amount of bonds issued by FDFC pursuant to the Joinder to \$1,200,000 or less; and

WHEREAS, Waste Pro USA, Inc. (the “Borrower”) has requested the issuance of FDFC’s Solid Waste Disposal Revenue Bonds (the “Bonds”) for the purpose of financing the acquisition, construction and equipping of solid waste disposal facilities located throughout the State of Florida and used in connection with the disposal conversion, or reclamation of solid waste (the “Project”); and

WHEREAS, the Project will be financed as part of an ongoing plan of financing for eligible capital projects to be used as solid waste facilities including, but not limited to, the Borrower’s facilities located in Pinellas County, Florida at 5170 126th Avenue N, Clearwater, Florida 33760 (the “Pinellas County Facilities”); and

WHEREAS, the Borrower anticipates that Bond proceeds in an amount not to exceed \$1,200,000 will be utilized to finance or refinance improvements to the Pinellas County Facilities which improvements include, but are not limited to, the purchase of new collection vehicles and/or repairs to existing collection vehicles, solid waste collection containers and compactors, and related machinery and equipment; and

WHEREAS, the Board desires to clarify that the First Amendment to the Joinder to Interlocal Agreement limits the FDFC to issue bonds within Pinellas County at a total amount of \$1,200,000 per project, and is not limited to that amount for total overall bond issues outside Pinellas County, and

WHEREAS, FDFC has requested that the Board approve the issuance of the Bonds so that the Bonds may be issued in compliance with the provisions of the Joinder; and

WHEREAS, based on the foregoing, the Board has determined it to be in the best interests of its citizens and residents that the Joinder be amended as set forth in Section 1 below.

NOW THEREFORE, based on the foregoing and for other good and valuable consideration, the parties do hereby agree as follows:

Section 1. Amendment to the Joinder. The fourth paragraph to the Joinder is hereby amended and restated in its entirety as follows:

“NOW THEREFORE, Pinellas County hereby joins in the Interlocal Agreement and agrees to be bound by all the terms and provision thereof; provided, however, that the authority of FDFC to issue bonds for projects located in Pinellas County shall be limited to projects in an amount not to exceed \$1,200,000 and provided further that Pinellas County reserves the right to approve or reject the issuance of any bonds issued by FDFC in Pinellas County.”

Section 2. Approval of Issue. Notwithstanding the foregoing, the bonds to be issued for the benefit of Waste Pro USA, Inc. and as approved by the Board pursuant to Resolution No. 21-_____ may be issued in an amount not to exceed \$110,000,000.

Section 3. Remaining Terms and Provisions. Except as hereby amended, all provisions and conditions in the Joinder remain in full force and effect.

IN WITNESS WHEREOF, the Board has caused this First Amendment to Joinder to Interlocal Agreement to be executed for the uses and purposes therein expressed on this ___ day of _____, 2021.

BOARD OF COUNTY COMMISSIONERS
OF PINELLAS COUNTY, FLORIDA

[OFFICIAL SEAL]

Its: Chairman

ATTEST:

Its: Clerk of the Circuit Court and Comptroller

APPROVED AS TO FORM

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By: Donald S. Crowell
Office of the County Attorney

By: _____