RESOLUTION PROVIDING FOR THE SALE OF $3,180,000
GENERAL OBLIGATION REFUNDING BONDS

WHEREAS the City of Cedarburg, Ozaukee County, Wisconsin (the "City") is in need of $3,180,000 for the public purpose of refunding obligations of the City, including interest on them.

NOW, THEREFORE, BE IT RESOLVED that:

Section 1. Issuance of Bonds. The City shall issue general obligation bonds ("Bonds") in an amount not to exceed $3,180,000 for the purpose set forth above, pursuant to Chapter 67 of the Wisconsin Statutes.

Section 2. Sale of Bonds. The Common Council hereby authorizes and directs that the Bonds be offered for public sale. At a subsequent meeting, the Common Council shall consider such bids for the Bonds as may have been received and take action thereon.

Section 3. Notice of Bond Sale. The City Clerk be and hereby is directed to cause notice of the sale of the Bonds to be disseminated in such manner and at such times as the City Clerk may determine and to cause copies of a complete, official Notice of Bond Sale and other pertinent data to be forwarded to interested bidders as the City Clerk may determine.

Section 4. Official Statement. The City Clerk shall cause an Official Statement concerning this issue to be prepared by the City's financial advisor, Ehlers and Associates, Inc. The appropriate City officials shall determine when the Official Statement is final for purposes of Securities and Exchange Commission Rule 15c2-12 and shall certify said Statement, such certification to constitute full authorization of such Statement under this resolution.

Passed this 12th day of May, 2008.

Approved this 12th day of May, 2008.

______________________________
Steven H. Glamm, Acting Mayor

Attest:

________________________________
Constance K. McHugh, City Clerk

Approved as to form:

________________________________
Kaye K. Vance, City Attorney