

RESOLUTION NO. _____

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF BROWARD COUNTY, FLORIDA, AUTHORIZING THE REDEMPTION OF ALL OR A PORTION OF THE OUTSTANDING BROWARD COUNTY, FLORIDA PROFESSIONAL SPORTS FACILITIES TAX AND REVENUE REFUNDING BONDS, SERIES 2016 (BROWARD COUNTY CIVIC CENTER ARENA PROJECT), BROWARD COUNTY, FLORIDA PROFESSIONAL SPORTS FACILITIES TAX AND REVENUE REFUNDING BONDS, TAXABLE SERIES 2006B (BROWARD COUNTY CIVIC CENTER ARENA PROJECT) AND THE BROWARD COUNTY, FLORIDA NON-AD VALOREM TAXABLE REFUNDING REVENUE NOTE, SERIES 2018 IN THE AGGREGATE AMOUNT OF NOT TO EXCEED \$50,000,000; AUTHORIZING THE COUNTY ADMINISTRATOR AND THE CHIEF FINANCIAL OFFICER TO PERFORM ALL ACTIONS NECESSARY TO FACILITATE SUCH REDEMPTION; PROVIDING FOR CERTAIN OTHER MATTERS IN CONNECTION THEREWITH; AND PROVIDING AN EFFECTIVE DATE.

BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF BROWARD COUNTY, FLORIDA:

SECTION 1. FINDINGS. It is hereby found and determined that :

(A) Broward County, Florida (the "County") has determined that it is in its best interests to redeem and pay off all or a portion of the County's outstanding Professional Sports Facilities Tax and Revenue Refunding Bonds, Series 2016 (Broward County Civic Center Arena Project), all of the County's outstanding Professional Sports Facilities Tax and Revenue Refunding Bonds, Taxable Series 2006B (Broward County Civic Center Arena Project) (collectively, the "Bonds") and all of the County's outstanding Non-Ad Valorem Taxable Refunding Revenue Note, Series 2018 (the "Note") from available moneys of the County. The Bonds and the Note shall be collectively referred to as the "Debt." The original proceeds of the Debt were used to pay for capital improvements at the Broward County Civic Arena, also known as the Amerant Arena.

(B) The County issued such Bonds pursuant to a Master Trust Indenture dated as of September 1, 1996, as amended and supplemented (the "Trust Indenture"), between the County and The Bank of New York Mellon Trust Company, N.A. (the "Trustee"). The County issued the Note pursuant to Resolution No. 2018-050 adopted on February 27, 2018 (the "Note Resolution").

(C) The County has determined to provide for payment of the Bonds by depositing an amount which is at least equal to the total debt service of the Bonds with Trustee from amounts paid to the County pursuant to the Second Amended and Restated Operating

Agreement by and among Broward County, Arena Operating Company, Ltd., Florida Panthers Hockey Club, Ltd. and Sunrise Sports & Entertainment, LLC (the "Operating Agreement").

(D) The County has determined to provide for payment of the Note by paying an amount which is at least equal to the total debt service of the Note to Truist Bank, successor to Branch Banking and Trust Company, from amounts paid to the County pursuant to Operating Agreement.

SECTION 2. AUTHORITY. This Resolution is adopted pursuant to the provisions of the Florida Constitution, Chapter 125, Florida Statutes, and other applicable provisions of law.

SECTION 3. AUTHORIZATION TO REDEEM THE DEBT. Effective upon and subject to the execution and delivery of the Operating Agreement, the Board hereby directs the Chief Financial Officer to take such actions as are necessary to cause the Debt to be redeemed.

SECTION 4. PAYMENT OF TRANSACTIONAL COSTS. The Chief Financial Officer is hereby authorized and directed to pay the costs associated with the redemption of the Debt and any future transactions authorized hereunder, including but not limited to, fees for calculation of the redemption price of the Debt, bond counsel fees and expenses, and the fees and expenses of the paying agents for the Debt.

SECTION 5. GENERAL AUTHORITY. The Mayor, the County Administrator, the County Attorney, the Chief Financial Officer, and such other officers and employees of the County, as may be designated by the County Administrator, are each designated as agents of the County in connection with the matters described herein and are hereby authorized and empowered, collectively or individually, to take all actions and steps and to execute all instruments, documents, notices and contracts on behalf of the County that are necessary or desirable in connection with the execution and delivery therewith and which are specifically authorized by or are not inconsistent with, the terms and provisions of this Resolution, the Trust Indenture, the Note Resolution, or the Conditional Notices of Redemption, or desirable or consistent with the requirements hereof or of the Trust Indenture, or the Note Resolution for the full punctual and complete performance of all the terms, covenants and agreements contained herein or in the Trust Indenture, or the Note Resolution. Such officers and employees so designated are hereby charged with responsibility for the effectuation of the matters described herein, including undertaking all administrative and budgetary actions in connection therewith and with the notice required for the redemption of the Debt. If the Mayor is unavailable or unable at any time to perform any duties or functions hereunder, the Vice-Mayor is hereby authorized to act on his behalf. If the County Administrator is unavailable or unable at any time to perform any duties or functions hereunder, the designee of the County Administrator is hereby authorized to act on her behalf.

SECTION 6. SEVERABILITY AND INVALID PROVISIONS. If any one or more of the covenants, agreements or provisions herein contained shall be held contrary to any express

provision of law or contrary to the policy of express law, though not expressly prohibited or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining covenants, agreements or provisions and shall in no way affect the validity of any of the other provisions hereof.

SECTION 7. EFFECT OF RESOLUTION; RATIFICATION. All resolutions or ordinances and parts thereof in conflict herewith to the extent of such conflicts, are hereby superseded and repealed; provided, however, that all of the terms and conditions of this Resolution shall be complied with in full. All prior action in connection with this Resolution is hereby ratified, confirmed, and approved.

SECTION 8. EFFECTIVE DATE. This Resolution shall take effect immediately upon its adoption.

APPROVED AND ADOPTED by the Board of County Commissioners of Broward County, Florida, this _____ day of _____, 2025.

BOARD OF COUNTY COMMISSIONERS
OF BROWARD COUNTY, FLORIDA

(SEAL)

Mayor, Broward County, Florida

County Administrator and ex officio Clerk of
the Board of County Commissioners

BRYANT MILLER OLIVE P.A.

Approved as to Form by Bond Counsel