RESOLUTION NO. 2026-____

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF BROWARD COUNTY, FLORIDA, APPROVING, SOLELY FOR THE LIMITED PURPOSES OF SECTION 147(F) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, THE ISSUANCE BY THE CAPITAL TRUST AUTHORITY OF ITS REVENUE BONDS, IN ONE OR MORE SERIES OF TAX-EXEMPT QUALIFIED 501(C)(3) BONDS OR TAXABLE BONDS, SENIOR AND SUBORDINATE, PURSUANT TO A PLAN OF FINANCE, AS SET FORTH HEREIN, FOR THE PURPOSE OF FINANCING OR REFINANCING THE FACILITIES HEREIN DESCRIBED; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Board of County Commissioners (the "Board") of Broward County, Florida (the "County"), has been informed that the Capital Trust Authority (the "Authority") proposes to issue its Revenue Bonds, in one or more series from time to time pursuant to a plan of financing, on a tax-exempt qualified 501(c)(3) bonds or taxable basis (the "Bonds") in an aggregate principal amount not to exceed $210,000,000, to provide funds to be loaned by the Authority to MUNIficent USR, LLC, a Delaware limited liability company, USR Holdings, LLC, a Florida limited liability company, Amber Behavioral Health, LLC, a Florida limited liability company, Ignite Recovery Center, LLC, a Florida limited liability company, Ignite Sober Living, LLC, a Florida limited liability company, Onyx Behavioral Health, LLC, a Florida limited liability company, and Amethyst Recovery Center, LLC, a Florida limited liability company (each, a "LLC" and collectively, the "Borrower"). Each LLC is or will be a single member limited liability company that is disregarded as an entity separate from its sole direct or indirect member, which is or will be MUNIficent Foundation, a Delaware charitable nonstock corporation and an organization exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986, as amended (the "Code"), as an organization described in Section 501(c)(3) of the Code, for the purpose of financing or refinancing, including through reimbursement, (i) the acquisition, construction, expansion, rehabilitation, renovation, improvement and equipping of the Facilities, as defined and as more fully described below, via the acquisition of the membership interests in the entities that own such assets and/or through the acquisition of such assets directly from one or more sellers; (ii) the funding of one or more debt service reserve funds, if deemed necessary or desirable; (iii) the funding of certain liquidity and other reserve funds, if deemed necessary or desirable; (iv) the funding of capitalized interest, if deemed necessary or desirable; (v) the funding of working capital expenditures, if deemed necessary or desirable; and (vi) the payment of certain costs of issuing the Bonds (collectively, the "Project"); and

WHEREAS, the Project includes the financing or refinancing, including through reimbursement, of the acquisition, construction, expansion, rehabilitation, renovation, improvement and equipping of the Facilities, three (3) of which facilities are located in the County (the "County Facilities") and the remaining three (3) of which are located in the City of Port St. Lucie, Florida (together with the County Facilities, the "Facilities"); and

WHEREAS, the County Facilities are described as follows:

(A) Ignite Recovery Center, an approximately 6,903 square foot, outpatient mental health treatment facility, located at 4850 W Oakland Park Blvd., Suite 257, Lauderdale Lakes, Broward County, Florida 33313, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $28,765,000 of the Bonds is expected to be allocated to this site);

(B) Ignite Sober Living – Fort Lauderdale, an approximately 6,000 square foot, 10-bed sober living facility, located at 1501-1503 Northeast 12th Street, Fort Lauderdale, Broward County, Florida 33304, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $12,000,000 of the Bonds is expected to be allocated to this site); and

(C) Ignite Sober Living – Oakland Park, an approximately 7,340 square foot, 22-bed sober living facility, located at 1286 NE 30th Street, Oakland Park, Broward County, Florida 33334, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $12,000,000 of the Bonds is expected to be allocated to this site).

WHEREAS, in order to finance or refinance the costs of the Project from the proceeds of the Bonds on a tax-exempt basis, Section 147(f) of the Code requires that, prior to their issuance, the Bonds are approved by the "applicable elected representative" of a governmental unit having jurisdiction over the area in which the applicable facilities financed with the Bonds are located, after a public hearing is held following reasonable public notice thereof; and

WHEREAS, in reliance on the information provided by the Borrower, the County Facilities are located within the County, and the County has jurisdiction over the entire area in which the County Facilities are located; and

WHEREAS, the Borrower has requested that the Board, as the elected governing body of the County, approve the issuance of the Bonds for purposes of Section 147(f)(2)(A)(ii) of the Code; and

WHEREAS, Denis A. McKinnon, III, Executive Director of the Authority, as hearing officer (the "Hearing Officer"), conducted the public hearing related to the Bonds, on behalf of the County, as required by Section 147(f) of the Code; and

WHEREAS, according to the report of the Hearing Officer submitted to the Board, a copy of which is attached hereto as Exhibit C (the "Report of the Hearing Officer"), following notice by publication in the *Sun-Sentinel*, a newspaper of general circulation in the jurisdiction of the County, on Wednesday, July 29, 2026, at least seven (7) days prior to Wednesday, August 5, 2026, proof of which is attached hereto as Exhibit A (the "Affidavit of Publication"), a public hearing was held before the Hearing Officer on behalf of the County on Wednesday, August 5, 2026, during which comments and discussions concerning the plan of finance concerning the issuance of the Bonds by the Authority to finance or refinance the Project were requested and, if there were any such comments or discussions, heard, as required by Section 147(f) of the Code; and

WHEREAS, a copy of the Report of Hearing Officer indicates said public hearing disclosed no compelling reason why the Bonds should not be issued; and

WHEREAS, the Borrower and the Authority have requested the Board provide limited approval (solely for purposes of Section 147(f) of the Code) of the issuance of the Bonds by the Authority; and

WHEREAS, the Bonds, when issued by the Authority, will be special, limited obligations of the Authority payable solely from the proceeds to be derived from the repayment of the related loan to the Borrower or from the security pledged therefor by the Borrower, and the County will not be the issuer of the Bonds nor will the County be obligated to pay the Bonds or have any obligation or liability pecuniary or otherwise in any respect whatsoever with respect to the Bonds or the Project; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF BROWARD COUNTY, FLORIDA, AS FOLLOWS:

SECTION 1. Findings. The Board hereby finds, determines and declares as follows:

A. The matters set forth in the "WHEREAS" clauses above are hereby ratified and affirmed.

B. The Board is the elected legislative body of the County, and the County has jurisdiction over the entire area in which the County Facilities are located.

SECTION 2. Approval for Purposes of Section 147(f) of the Code. For the purposes of Section 147(f) of the Code, the Board hereby: (i) accepts the service of the Hearing Officer and the Report of Hearing Officer; and (ii) approves the financing of the Project through the issuance of the Bonds by the Authority, in one or more series, in an aggregate principal amount not exceeding $210,000,000; provided, however, that no more than $52,765,000 of which will be allocated to the County Facilities. Nothing in this Resolution obligates the County to grant further approvals for the Project or any other project and the County does not provide any approval or consent beyond the approval specifically provided hereby.

SECTION 3. Payment of Fees and Costs by Borrower. The fees and expenses of the County shall be paid by the Borrower in the manner and to the extent mutually agreed upon by the officials of the County and the Borrower at or prior to issuance of the Bonds.

SECTION 4. No Liability or Endorsement. The County shall have no obligation, financial or otherwise, with respect to the Bonds, and the approval given herein by the Board shall not be deemed or construed to create any obligation or liability, pecuniary or otherwise, of the County, in connection with either the Bonds or the Project in any respect whatsoever and the Authority shall so provide in the documents related to the issuance of the Bonds. The general credit or taxing power of the County or the State of Florida (the "State") or any political subdivision or public agency thereof shall not be pledged to the payment of the Bonds. No statement, representation or recital made herein shall be deemed to constitute a legal conclusion or a determination by the County that any particular action or proposed action is required, authorized or permitted under the laws of the State or the United States.

No recourse under or upon any obligation, covenant or agreement of this Resolution or the Bonds or any agreement executed in connection with the Bonds, or for any claim based thereon or otherwise in respect thereof, shall be had against any Board member, the County Administrator or the County Attorney or any other staff of the County or professionals retained by the County in connection with the issuance of the Bonds, as such, past, present or future, either directly or through the County, it being expressly understood (a) that no personal liability whatsoever shall attach to, or is or shall be incurred by, the Board members, the County Administrator or the County Attorney or any other staff of the County or professionals retained by the County in connection with the issuance of the Bonds, as such, under or by reason of the obligations, covenants or agreements contained in this Resolution or implied therefrom, and (b) that any and all such personal liability, either at common law or in equity or by constitution or statute, of, and any and all such rights and claims against, every such Board member, the County Administrator or the County Attorney or any other staff of the County or professionals retained by the County in connection with the issuance of the Bonds, as such, are waived and released as a condition of, and as a consideration for, the execution of this Resolution on the part of the County.

The approval given herein shall not be construed as: (i) an endorsement of the creditworthiness of the Borrower or the financial viability of the Project, (ii) a recommendation to any prospective purchaser to purchase the Bonds, (iii) an evaluation of the likelihood of the repayment of the debt service on the Bonds, or (iv) approval of any necessary rezoning applications or approval or acquiescence to the alteration of existing zoning or land use nor approval for any other regulatory permits relating to the County Facilities, and the Board shall not be construed by reason of its adoption of this Resolution to make any endorsement, finding or recommendation or to have waived any right of the Board or to have estopped the Board from asserting any rights or responsibilities it may have in such regard.

SECTION 5. Indemnification. The receipt of the Indemnification Certificate of the Borrower attached hereto as Exhibit B and incorporated hereby by reference is a material inducement to the County in granting the approvals set forth herein.

SECTION 6. Effective Date. This Resolution shall take effect immediately upon its adoption.

Adopted by the Board of County Commissioners of Broward County, Florida this 20th day of August, 2026.

BOARD OF COUNTY COMMISSIONERS
BROWARD COUNTY, FLORIDA

(SEAL)

By: ______________________________
Mayor

By: ______________________________
County Administrator and ex officio Clerk to the Board of County Commissioners

Approved as to form and legal sufficiency:
Andrew J. Meyers, County Attorney

By: */s/ Claudia Capdesuner* *08/06/2026*
Claudia Capdesuñer (Date)
Assistant County Attorney

By: */s/ Annika E. Ashton* *08/06/2026*
Annika E. Ashton (Date)
Deputy County Attorney

Exhibit A: Publisher's Affidavit Regarding Notice of Public Hearing
Exhibit B: Indemnification Certificate of the Borrower
Exhibit C: Report of the Hearing Officer

EXHIBIT A

PROOF OF PUBLICATION

[Follows.]

SunSentinel
MEDIA GROUP

Sold To:
Bryant Miller Olive PA - 227184
201 N Franklin St
Ste 270
Tampa, FL 33602

Bill To:
Bryant Miller Olive PA - 227184
201 N Franklin St
Ste 270
Tampa, FL 33602

Published Daily
Fort Lauderdale, Broward County, Florida
Boca Raton, Palm Beach County, Florida
Miami, Miami-Dade County, Florida

State Of Florida
County Of Orange

Before the undersigned authority personally appeared Rose Williams, who on oath says that he or she is a duly authorized representative of the SUN- SENTINEL, a DAILY newspaper published in BROWARD/PALM BEACH/MIAMI-DADE County, Florida; that the attached copy of advertisement, being a Legal Notice in:

The matter of NOTICEOFTELEPHONICPUBLICHEARIN
Was published in said newspaper by print in the issues of, and by publication on the newspaper's website, if authorized on 29 Jul 2026
Affiant further says that the newspaper complies with all legal requirements for publication in Chapter 50, Florida Statutes.

Rose Williams

Signature of Affiant

Sworn to and subscribed before me this: 29 Jul 2026.

LeAnne Rollins

Signature of Notary Public

Notary Public State of Florida
Leanne Rollins
My Commission HH 500022
Expires 4/27/2028

Name of Notary, Typed, Printed, or Stamped
Personally Known (X) or Produced Identification ( )

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SunSentinel
MEDIA GROUP

NOTICE OF TELEPHONIC PUBLIC HEARING

FOR THE PURPOSES OF SECTION 147(F) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED (THE "CODE"), NOTICE IS HEREBY GIVEN THAT A TELEPHONIC PUBLIC HEARING WILL BE HELD BY A HEARING OFFICER ON BEHALF OF BROWARD COUNTY, FLORIDA (THE "COUNTY") ON WEDNESDAY, AUGUST 5, 2026 AT 8:30 A.M. CT/9:30 A.M. EST, OR AS SOON THEREAFTER AS THE MATTER MAY BE HEARD, USING THE TELEPHONE CONFERENCE INSTRUCTIONS PROVIDED HEREIN, IN CONNECTION WITH THE PROPOSED ISSUANCE BY THE CAPITAL TRUST AUTHORITY (THE "CTA") OF ITS REVENUE BONDS, IN ONE OR MORE SERIES FROM TIME TO TIME PURSUANT TO A PLAN OF FINANCING, ON A TAX-EXEMPT QUALIFIED 501(C)(3) BONDS OR TAXABLE BASIS (THE "BONDS")
in an aggregate principal amount not to exceed $210,000,000, to provide funds to be loaned by the CTA to MUNIficent USR, LLC, a Delaware limited liability company, USR Holdings, LLC, a Florida limited liability company, Amber Behavioral Health, LLC, a Florida limited liability company, Ignite Recovery Center, LLC, a Florida limited liability company, Ignite Sober Living, LLC, a Florida limited liability company, Onyx Behavioral Health, LLC, a Florida limited liability company, and Amethyst Recovery Center, LLC, a Florida limited liability company (each, a "LLC" and collectively, the "Borrower"). Each LLC is or will be a single member limited liability company that is disregarded as an entity separate from its sole direct or indirect member, which is or will be MUNIficent Foundation (together with its successors, the "Parent"), a Delaware charitable nonstock corporation and an organization exempt from federal income tax under Section 501(a) of the Code, as an organization described in Section 501(c)(3) of the Code. The Bonds are to be issued as "qualified 501(c)(3) bonds" (as defined in Section 145 of the Code) for the purpose of financing or refinancing, including through reimbursement, (i) the acquisition, construction, expansion, rehabilitation, renovation, improvement and equipping of various substance use disorder and behavioral health treatment facilities and sober living facilities located within the State of Florida (collectively, the "Facilities") via the acquisition of the membership interests in the entities that own such assets and/or through the acquisition of such assets directly from one or more sellers; (ii) the funding of one or more debt service reserve funds, if deemed necessary or desirable; (iii) the funding of certain liquidity and other reserve funds, if deemed necessary or desirable; (iv) the funding of capitalized interest, if deemed necessary or desirable; (v) the funding of working capital expenditures, if deemed necessary or desirable; and (vi) the payment of certain costs of issuing the Bonds (collectively, the "Project"). A portion of the Facilities are located within the jurisdictional limits of the County (collectively, the "County Facilities") and are described as follows:
(A) Ignite Recovery Center, an approximately 6,903 square foot, outpatient mental health treatment facility, located at 4850 W Oakland Park Blvd., Suite 257, Lauderdale Lakes, Broward County, Florida 33313, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $28,765,000 of the Bonds is expected to be allocated to this site); (B) Ignite Sober Living – Fort Lauderdale, an approximately 6,000 square foot, 10-bed sober living facility, located at 1501-1503 Northeast 12th Street, Fort Lauderdale, Broward County, Florida 33304, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $12,000,000 of the Bonds is expected to be allocated to this site); and (C) Ignite Sober Living – Oakland Park, an approximately 7,340 square foot, 22-bed sober living facility, located at 1286 NE 30th Street, Oakland Park, Broward County, Florida 33334, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $12,000,000 of the Bonds is expected to be allocated to this site).
Separate public approval proceedings are expected to be conducted in the City of Port St. Lucie, Florida, for the Facilities that are located therein, as required by Section 147(f) of the Code. The plan of finance contemplates that the CTA will issue, with respect to the Project, not exceeding $210,000,000 in aggregate principal amount of the Bonds, in one or more series of tax-exempt qualified 501(c)(3) bonds or taxable bonds, senior and subordinate, and loan the proceeds of the Bonds to the Borrower to provide funds for the

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Project. The maximum aggregate principal amount of the Bonds to be used to finance the County Facilities will not exceed $52,765,000. The Facilities will be owned and operated by the Parent, either directly or indirectly through one or more of the LLCs, and will be the true beneficial party of interest for the Facilities.
The County will neither issue, nor be obligated in any manner with respect to, the Bonds.
The Bonds, when issued, will be special, limited obligations of the CTA payable solely out of the revenues, income and receipts pledged to the payment thereof and derived from financing agreements with the Borrower, and the CTA will not be obligated to pay the principal of, premium, if any, or interest on the Bonds except from the payments of the Borrower. The Bonds will not constitute: (i) a debt, liability or obligation of the CTA, the County, the State of Florida (the "State"), or any political subdivision, public agency or municipality thereof, (ii) a pledge of the full faith and credit of the CTA, the County, the State, or any political subdivision, public agency or municipality thereof, or (iii) a pledge of the taxing power of the County, the State, or any political subdivision, public agency or municipality thereof within the meaning of any constitutional or statutory provision. The CTA has no taxing power.
INTERESTED PERSONS ARE ENCOURAGED TO ATTEND BY TELEPHONE CONFERENCE USING THE INSTRUCTIONS BELOW. PRIOR TO SAID TELEPHONIC PUBLIC HEARING, WRITTEN COMMENTS MAY BE DELIVERED TO THE CTA AT 315 FAIRPOINT DRIVE, GULF BREEZE, FLORIDA 32561, ATTENTION EXECUTIVE DIRECTOR.
TELEPHONE CONFERENCE INSTRUCTIONS: TOLL FREE DIAL IN NUMBER: 1 (888) 667-1808
At the date and time fixed for said telephonic public hearing all who appear by telephone conference will be given an opportunity to express their views for or against the Project, the plan of finance and the proposed approval of the issuance of the Bonds. Comments made at the public hearing are for the consideration of the parties providing an approval of the issuance of the Bonds and the plan of finance but will not bind the CTA or such parties as to any action the CTA or such parties may take. All persons are advised that, if they decide to appeal any decision made with respect to the proposed approval of the issuance of the Bonds, they will need a record of the proceedings, and for such purpose, they may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based.
All interested persons are invited to present their comments on the date and time set forth above.
IN ACCORDANCE WITH THE AMERICANS WITH DISABILITIES ACT OF 1990, AS AMENDED, ALL PERSONS WHO ARE DISABLED AND WHO NEED SPECIAL ACCOMMODATIONS TO PARTICIPATE IN THIS TELEPHONIC PUBLIC HEARING BECAUSE OF THAT DISABILITY SHOULD CONTACT THE HEARING OFFICER AT (850) 934-4046 AT LEAST 48 HOURS IN ADVANCE OF THE HEARING, EXCLUDING SATURDAY AND SUNDAY.

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EXHIBIT B

INDEMNIFICATION CERTIFICATE OF THE BORROWER

[Follows.]

EXHIBIT B

INDEMNIFICATION CERTIFICATE OF THE BORROWER

July 31, 2026

The undersigned hereby certifies that he or she is authorized to execute and deliver this Indemnification Certificate of the Borrower and further represents, on behalf of MUNIficent USR, LLC, a Delaware limited liability company, USR Holdings, LLC, a Florida limited liability company, Amber Behavioral Health, LLC, a Florida limited liability company, Ignite Recovery Center, LLC, a Florida limited liability company, Ignite Sober Living, LLC, a Florida limited liability company, Onyx Behavioral Health, LLC, a Florida limited liability company, and Amethyst Recovery Center, LLC, a Florida limited liability company (each, a "LLC" and collectively, the "Borrower"). Each LLC is or will be a single member limited liability company that is disregarded as an entity separate from its sole direct or indirect member, which is or will be MUNIficent Foundation, a Delaware charitable nonstock corporation and an organization exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986, as amended (the "Code"), as an organization described in Section 501(c)(3) of the Code, the following (capitalized terms not otherwise defined herein shall have the meaning ascribed thereto in the resolution adopted by the Board of County Commissioners (the "Board") of Broward County, Florida (the "County") on August 20, 2026, regarding the hereinafter defined Bonds (the "County Resolution")):

(1) At the request of the Borrower, the Capital Trust Authority (the "Authority") proposes to issue its Revenue Bonds, in one or more series from time to time pursuant to a plan of financing, on a tax-exempt qualified 501(c)(3) bonds or taxable basis (the "Bonds") in an aggregate principal amount not to exceed $210,000,000, to provide funds to be loaned by the Authority to the Borrower for the purpose of financing or refinancing, including through reimbursement, (i) the acquisition, construction, expansion, rehabilitation, renovation, improvement and equipping of the Facilities, as defined and as more fully described below, via the acquisition of the membership interests in the entities that own such assets and/or through the acquisition of such assets directly from one or more sellers; (ii) the funding of one or more debt service reserve funds, if deemed necessary or desirable; (iii) the funding of certain liquidity and other reserve funds, if deemed necessary or desirable; (iv) the funding of capitalized interest, if deemed necessary or desirable; (v) the funding of working capital expenditures, if deemed necessary or desirable; and (vi) the payment of certain costs of issuing the Bonds (collectively, the "Project");

(2) The Project includes the financing or refinancing, including through reimbursement, of the acquisition, construction, expansion, rehabilitation, renovation, improvement and equipping of the Facilities, three (3) of which

facilities are located in the County (the "County Facilities") and the remaining three (3) of which are located in the City of Port St. Lucie, St. Lucie County, Florida (together with the County Facilities, the "Facilities");

(3) The County Facilities are described as follows:

(A) Ignite Recovery Center, an approximately 6,903 square foot, outpatient mental health treatment facility, located at 4850 W Oakland Park Blvd., Suite 257, Lauderdale Lakes, Broward County, Florida 33313, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $28,765,000 of the Bonds is expected to be allocated to this site);

(B) Ignite Sober Living – Fort Lauderdale, an approximately 6,000 square foot, 10-bed sober living facility, located at 1501-1503 Northeast 12th Street, Fort Lauderdale, Broward County, Florida 33304, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $12,000,000 of the Bonds is expected to be allocated to this site); and

(C) Ignite Sober Living – Oakland Park, an approximately 7,340 square foot, 22-bed sober living facility, located at 1286 NE 30th Street, Oakland Park, Broward County, Florida 33334, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $12,000,000 of the Bonds is expected to be allocated to this site).

(4) The issuance of the Bonds to finance or refinance the Project: (i) is appropriate to the needs and circumstances of, and will make contributions to the economic growth of the County, (ii) will provide or preserve gainful employment, (iii) will provide health care facilities and promote commerce within the State, and (iv) will serve a public purpose by advancing the economic prosperity and the general welfare of the State and its people by providing for health care facilities within the meaning of Chapter 159, Part II, Florida Statutes;

(5) the County will be able to cope satisfactorily with the impact of the financing or refinancing of the Project related to the County Facilities by the Borrower and will be able to provide, or cause to be provided when needed, the public facilities, including utilities and public services, that will be necessary for the operation, repair, and maintenance of the County Facilities and on account of any increases in population or other circumstances resulting therefrom;

(6) in order to finance or refinance the costs of the Project from the proceeds of the Bonds on a tax-exempt basis, Section 147(f) of the Code requires that, prior

to their issuance, the Bonds are approved by the "applicable elected representative" of a governmental unit having jurisdiction over the area in which the applicable facilities financed with the Bonds are located, after a public hearing is held following reasonable public notice thereof;

(7) The Borrower has requested a public hearing be held on behalf of and accepted by the County, and that the Board, as the elected governing body of the County, approve the issuance of the Bonds for purposes of Section 147(f)(2)(A)(ii) of the Code; and

(8) The County desires indemnification from the Borrower as a material inducement to the Board holding such hearing and granting the foregoing approval.

NOW THEREFORE, THE UNDERSIGNED, ON BEHALF OF THE BORROWER, DOES HEREBY: Agree to defend the County and its officials, employees, attorneys, professionals and agents and the members of the Board, and hold the County and its officials, employees, attorneys, professionals and agents and the members of the Board, harmless against any and all claims, losses, liabilities or damages to property or any injury or death of any person or persons occurring in connection with the issuance of the Bonds or the acquisition or operation of the Project by or on behalf of the Borrower, including in the case of any and all negligence of such indemnitee, or in any way growing out of or resulting from the Project or from the issuance, sale or delivery of the Bonds, including, but not limited to, liabilities or costs arising under the Code, the Securities Act of 1933, the Securities Exchange Act of 1934 or any applicable securities law of the State, including, without limitation, all costs and expenses of the County, including reasonable attorneys' fees, incurred in connection therewith.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the Borrower has executed this Indemnification Certificate of the Borrower as of the date first above written.

MUNIFICENT USR, LLC, a Delaware limited liability company

By: **MUNIFICENT FOUNDATION**, a Delaware charitable nonstock corporation, its sole member

By: ______________________________
Name: Richard T. Needham
Title: President

[Signature Page | Indemnification Certificate of the Borrower]

EXHIBIT C

REPORT OF HEARING OFFICER

[Follows.]

EXHIBIT C

REPORT OF HEARING OFFICER

This instrument shall constitute the official report of the undersigned designated official of the Capital Trust Authority (the "Authority"), a legal entity duly created and a public agency duly organized and validly existing under the laws of the State of Florida (the "State") established for the purposes set forth under Section 163.01, Florida Statutes, Chapter 166, Part II, Florida Statutes, Chapter 617, Florida Statutes, and Chapter 159, Florida Statutes, each as amended; Resolution No. 14-22, duly adopted by the City Council of the City of Gulf Breeze, Florida ("Gulf Breeze"), on June 6, 2022, as amended by Resolution No. 46-22, duly adopted by the City Council of Gulf Breeze on November 21, 2022; Ordinance Number 04-00, enacted by the City Council of Gulf Breeze on May 15, 2000, as amended and supplemented by Ordinance No. 05-01, and Ordinance No. 10-11, enacted by Gulf Breeze on May 7, 2001 and September 6, 2011, respectively; Resolution No. 1424-2022, duly adopted by the City Commission of the City of Quincy, Florida ("Quincy"), on May 24, 2022; the City Charter of Gulf Breeze; the City Charter of Quincy; the Interlocal Agreement dated as of June 6, 2022, between Gulf Breeze and Quincy, as may be amended and supplemented from time to time, with powers as a "local agency" under Chapter 159, Part II, Florida Statutes, and together with all of the home rule powers granted by the Constitution and laws of the State and all other applicable provisions of law, for and on behalf of Broward County, Florida (the "County"), in connection with the proposed issuance by the Authority of its Revenue Bonds, in one or more series from time to time pursuant to a plan of financing, on a tax-exempt qualified 501(c)(3) bonds or taxable basis (the "Bonds") in an aggregate principal amount not to exceed $210,000,000, to provide funds to be loaned by the Authority to MUNIficent USR, LLC, a Delaware limited liability company, USR Holdings, LLC, a Florida limited liability company, Amber Behavioral Health, LLC, a Florida limited liability company, Ignite Recovery Center, LLC, a Florida limited liability company, Ignite Sober Living, LLC, a Florida limited liability company, Onyx Behavioral Health, LLC, a Florida limited liability company, and Amethyst Recovery Center, LLC, a Florida limited liability company (each, a "LLC" and collectively, the "Borrower"). Each LLC is or will be a single member limited liability company that is disregarded as an entity separate from its sole direct or indirect member, which is or will be MUNIficent Foundation, a Delaware charitable nonstock corporation and an organization exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986, as amended (the "Code"), as an organization described in Section 501(c)(3) of the Code for the purpose of financing or refinancing, including through reimbursement, (i) the acquisition, construction, expansion, rehabilitation, renovation, improvement and equipping of the Facilities, as defined and as more fully described below, via the acquisition of the membership interests in the entities that own such assets and/or through the acquisition of such assets directly from one or more sellers; (ii) the funding of one or more debt service reserve funds, if deemed necessary or desirable; (iii) the funding of certain liquidity and other reserve funds, if deemed necessary or desirable; (iv) the funding of capitalized interest, if deemed necessary or desirable; (v) the funding of working capital expenditures, if deemed necessary or desirable; and (vi) the payment of certain costs of issuing the Bonds (collectively, the "Project").

The Project includes the financing or refinancing, including through reimbursement, of the acquisition, construction, expansion, rehabilitation, renovation, improvement and equipping of the Facilities, three (3) of which facilities are located in the County (the "County Facilities") and the remaining three (3) of which are located in the City of Port St. Lucie, Florida (together with the County Facilities, the "Facilities").

The County Facilities are described as follows:

(A) Ignite Recovery Center, an approximately 6,903 square foot, outpatient mental health treatment facility, located at 4850 W Oakland Park Blvd., Suite 257, Lauderdale Lakes, Broward County, Florida 33313, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $28,765,000 of the Bonds is expected to be allocated to this site);

(B) Ignite Sober Living – Fort Lauderdale, an approximately 6,000 square foot, 10-bed sober living facility, located at 1501-1503 Northeast 12th Street, Fort Lauderdale, Broward County, Florida 33304, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $12,000,000 of the Bonds is expected to be allocated to this site); and

(C) Ignite Sober Living – Oakland Park, an approximately 7,340 square foot, 22-bed sober living facility, located at 1286 NE 30th Street, Oakland Park, Broward County, Florida 33334, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $12,000,000 of the Bonds is expected to be allocated to this site).

The public hearing was duly advertised in the *Sun-Sentinel*, a newspaper of general circulation in the jurisdiction of the County, on Wednesday, July 29, 2026**,** at least seven (7) days prior to Wednesday, August 5, 2026. The proof of publication was presented to me at such hearing, and a copy of which is attached hereto as Exhibit "A" (the "Notice").

The hearing commenced at the time and location stated in the Notice. At such hearing, interested individuals were afforded reasonable opportunity to express their views, both orally and in writing, on all matters pertaining to the plan of finance and the financing of the County Facilities. Information about the proposed Bonds, the location of the County Facilities, and the proposed use of the proceeds were presented. When the information had been presented, opportunity was given for members of the public in attendance to give their input. It was noted that no written communication was received.

[Remainder of Page Intentionally Left Blank]

Minutes of the public hearing will be kept on file with the County as referenced on Exhibit "B" attached hereto and incorporated herein by reference. The undersigned then concluded the hearing.

Respectfully submitted,

By: ______________________________
Denis A. McKinnon, III, Hearing Officer
on behalf of Broward County, Florida

EXHIBIT "A" TO REPORT OF HEARING OFFICER
MUNIFICENT USR, LLC

PROOF OF PUBLICATION

[Follows.]

SunSentinel
MEDIA GROUP

Sold To:
Bryant Miller Olive PA - 227184
201 N Franklin St
Ste 270
Tampa, FL 33602

Bill To:
Bryant Miller Olive PA - 227184
201 N Franklin St
Ste 270
Tampa, FL 33602

Published Daily
Fort Lauderdale, Broward County, Florida
Boca Raton, Palm Beach County, Florida
Miami, Miami-Dade County, Florida

State Of Florida
County Of Orange

Before the undersigned authority personally appeared Rose Williams, who on oath says that he or she is a duly authorized representative of the SUN- SENTINEL, a DAILY newspaper published in BROWARD/PALM BEACH/MIAMI-DADE County, Florida; that the attached copy of advertisement, being a Legal Notice in:

The matter of NOTICEOFTELEPHONICPUBLICHEARIN
Was published in said newspaper by print in the issues of, and by publication on the newspaper's website, if authorized on 29 Jul 2026
Affiant further says that the newspaper complies with all legal requirements for publication in Chapter 50, Florida Statutes.

Rose Williams

Signature of Affiant
Sworn to and subscribed before me this: 29 Jul 2026.

LeAnne Rollins

Signature of Notary Public

Notary Public State of Florida
Leanne Rollins
My Commission HH 500022
Expires 4/27/2028

Name of Notary, Typed, Printed, or Stamped
Personally Known (X) or Produced Identification ( )

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SunSentinel
MEDIA GROUP

NOTICE OF TELEPHONIC PUBLIC HEARING

FOR THE PURPOSES OF SECTION 147(F) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED (THE "CODE"), NOTICE IS HEREBY GIVEN THAT A TELEPHONIC PUBLIC HEARING WILL BE HELD BY A HEARING OFFICER ON BEHALF OF BROWARD COUNTY, FLORIDA (THE "COUNTY") ON WEDNESDAY, AUGUST 5, 2026 AT 8:30 A.M. CT/9:30 A.M. EST, OR AS SOON THEREAFTER AS THE MATTER MAY BE HEARD, USING THE TELEPHONE CONFERENCE INSTRUCTIONS PROVIDED HEREIN, IN CONNECTION WITH THE PROPOSED ISSUANCE BY THE CAPITAL TRUST AUTHORITY (THE "CTA") OF ITS REVENUE BONDS, IN ONE OR MORE SERIES FROM TIME TO TIME PURSUANT TO A PLAN OF FINANCING, ON A TAX-EXEMPT QUALIFIED 501(C)(3) BONDS OR TAXABLE BASIS (THE "BONDS")
in an aggregate principal amount not to exceed $210,000,000, to provide funds to be loaned by the CTA to MUNIficent USR, LLC, a Delaware limited liability company, USR Holdings, LLC, a Florida limited liability company, Amber Behavioral Health, LLC, a Florida limited liability company, Ignite Recovery Center, LLC, a Florida limited liability company, Ignite Sober Living, LLC, a Florida limited liability company, Onyx Behavioral Health, LLC, a Florida limited liability company, and Amethyst Recovery Center, LLC, a Florida limited liability company (each, a "LLC" and collectively, the "Borrower"). Each LLC is or will be a single member limited liability company that is disregarded as an entity separate from its sole direct or indirect member, which is or will be MUNIficent Foundation (together with its successors, the "Parent"), a Delaware charitable nonstock corporation and an organization exempt from federal income tax under Section 501(a) of the Code, as an organization described in Section 501(c)(3) of the Code. The Bonds are to be issued as "qualified 501(c)(3) bonds" (as defined in Section 145 of the Code) for the purpose of financing or refinancing, including through reimbursement, (i) the acquisition, construction, expansion, rehabilitation, renovation, improvement and equipping of various substance use disorder and behavioral health treatment facilities and sober living facilities located within the State of Florida (collectively, the "Facilities") via the acquisition of the membership interests in the entities that own such assets and/or through the acquisition of such assets directly from one or more sellers; (ii) the funding of one or more debt service reserve funds, if deemed necessary or desirable; (iii) the funding of certain liquidity and other reserve funds, if deemed necessary or desirable; (iv) the funding of capitalized interest, if deemed necessary or desirable; (v) the funding of working capital expenditures, if deemed necessary or desirable; and (vi) the payment of certain costs of issuing the Bonds (collectively, the "Project"). A portion of the Facilities are located within the jurisdictional limits of the County (collectively, the "County Facilities") and are described as follows:
(A) Ignite Recovery Center, an approximately 6,903 square foot, outpatient mental health treatment facility, located at 4850 W Oakland Park Blvd., Suite 257, Lauderdale Lakes, Broward County, Florida 33313, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $28,765,000 of the Bonds is expected to be allocated to this site); (B) Ignite Sober Living – Fort Lauderdale, an approximately 6,000 square foot, 10-bed sober living facility, located at 1501-1503 Northeast 12th Street, Fort Lauderdale, Broward County, Florida 33304, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $12,000,000 of the Bonds is expected to be allocated to this site); and (C) Ignite Sober Living – Oakland Park, an approximately 7,340 square foot, 22-bed sober living facility, located at 1286 NE 30th Street, Oakland Park, Broward County, Florida 33334, including related facilities, fixtures, furnishings and equipment (a maximum principal amount of $12,000,000 of the Bonds is expected to be allocated to this site).
Separate public approval proceedings are expected to be conducted in the City of Port St. Lucie, Florida, for the Facilities that are located therein, as required by Section 147(f) of the Code. The plan of finance contemplates that the CTA will issue, with respect to the Project, not exceeding $210,000,000 in aggregate principal amount of the Bonds, in one or more series of tax-exempt qualified 501(c)(3) bonds or taxable bonds, senior and subordinate, and loan the proceeds of the Bonds to the Borrower to provide funds for the

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MEDIA GROUP

Project. The maximum aggregate principal amount of the Bonds to be used to finance the County Facilities will not exceed $52,765,000. The Facilities will be owned and operated by the Parent, either directly or indirectly through one or more of the LLCs, and will be the true beneficial party of interest for the Facilities.

The County will neither issue, nor be obligated in any manner with respect to, the Bonds.

The Bonds, when issued, will be special, limited obligations of the CTA payable solely out of the revenues, income and receipts pledged to the payment thereof and derived from financing agreements with the Borrower, and the CTA will not be obligated to pay the principal of, premium, if any, or interest on the Bonds except from the payments of the Borrower. The Bonds will not constitute: (i) a debt, liability or obligation of the CTA, the County, the State of Florida (the "State"), or any political subdivision, public agency or municipality thereof, (ii) a pledge of the full faith and credit of the CTA, the County, the State, or any political subdivision, public agency or municipality thereof, or (iii) a pledge of the taxing power of the County, the State, or any political subdivision, public agency or municipality thereof within the meaning of any constitutional or statutory provision. The CTA has no taxing power.

INTERESTED PERSONS ARE ENCOURAGED TO ATTEND BY TELEPHONE CONFERENCE USING THE INSTRUCTIONS BELOW. PRIOR TO SAID TELEPHONIC PUBLIC HEARING, WRITTEN COMMENTS MAY BE DELIVERED TO THE CTA AT 315 FAIRPOINT DRIVE, GULF BREEZE, FLORIDA 32561, ATTENTION EXECUTIVE DIRECTOR.

TELEPHONE CONFERENCE INSTRUCTIONS: TOLL FREE DIAL IN NUMBER: 1 (888) 667-1808

At the date and time fixed for said telephonic public hearing all who appear by telephone conference will be given an opportunity to express their views for or against the Project, the plan of finance and the proposed approval of the issuance of the Bonds. Comments made at the public hearing are for the consideration of the parties providing an approval of the issuance of the Bonds and the plan of finance but will not bind the CTA or such parties as to any action the CTA or such parties may take. All persons are advised that, if they decide to appeal any decision made with respect to the proposed approval of the issuance of the Bonds, they will need a record of the proceedings, and for such purpose, they may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based. All interested persons are invited to present their comments on the date and time set forth above.

IN ACCORDANCE WITH THE AMERICANS WITH DISABILITIES ACT OF 1990, AS AMENDED, ALL PERSONS WHO ARE DISABLED AND WHO NEED SPECIAL ACCOMMODATIONS TO PARTICIPATE IN THIS TELEPHONIC PUBLIC HEARING BECAUSE OF THAT DISABILITY SHOULD CONTACT THE HEARING OFFICER AT (850) 934-4046 AT LEAST 48 HOURS IN ADVANCE OF THE HEARING, EXCLUDING SATURDAY AND SUNDAY.

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EXHIBIT "B" TO REPORT OF HEARING OFFICER
MUNIFICENT USR, LLC

MINUTES FROM TEFRA HEARING

[Follows.]

IN RE:
City of Port St. Lucie, Florida
_______________________________/

TRANSCRIPT OF: TELEPHONIC PUBLIC TEFRA HEARING
DATE: August 5, 2026
TIME: 9:31 a.m.
REPORTED BY: Whitlie G. Cullipher
Notary Public
State of Florida at Large

APPEARANCES:

KAREEM SPRATLING, ESQUIRE
-and-
CADEN STRAIN, ESQUIRE
Bryant, Miller, Olive
Suite 2700
One Tampa City Center
Tampa, Florida 33602
(Via telephone)

ALSO PRESENT: Denis McKinnon, III
Krista Hall

The transcript of the telephonic public TEFRA hearing, on the 5th day of August, 2026, beginning at 9:31 a.m., reported by Whitlie G. Cullipher, Notary Public, State of Florida at Large.

* * * * * * * * * * * * * * * *

PROCEEDINGS

MR. SPRATLING: Good morning, everyone. My name is Kareem Spratling and I am an attorney at the law firm Bryant, Miller, Olive. We represent the Capital Trust Authority and we are here for a TEFRA hearing with respect to a series of bonds proposed to be issued by the Capital Trust Authority.

I'd like to take just a moment to check to see who's on the line. Other than our court reporter, I've heard Denis McKinnon with the Capital Trust Authority. Is there anybody else on the line who would like to be heard?

(No response.)

MR. SPRATLING: Caden, are you on?

MR. STRAIN: Hey, Kareem, this is Caden.

MR. SPRATLING: Excellent. So Caden Strain from Bryant, Miller, Olive as well and I believe Krista Hall from Bryant, Miller, Olive is on the line as well.

Krista, are you on?

MS. HALL: Yes, sir, I'm here.

MR. SPRATLING: Thank you. Is there anybody else on the line who would like to be heard?

(No response.)

MR. SPRATLING: Okay. Hearing no one, I'll pass it over to Denis.

MR. McKINNON: Excellent. Good morning, my name is Denis McKinnon, III and I'm the executive director of the Capital Trust Authority. Excuse me. I am acting as today's hearing officer on behalf of Broward County, Florida and the City of Port St. Lucie, Florida.

This is a public hearing on the proposed issuance by the Capital Trust Authority of it's revenue bonds in one or more series of tax exempt qualified 501(c)(3) bonds or taxable bonds in an aggregate principal amount not to exceed $210,000,000.

Notice of this hearing was published in the Sun Sentinel and the Treasure Coast News on Wednesday, July 29th, 2026. As of close of business yesterday, we have not received written or oral communications from any members of the public wishing to be heard on this matter and hearing that there is no one on the line today wishing to be heard, we will deem this public hearing closed.

MR. SPRATLING: Thank you.

THE COURT REPORTER: Okay, great. Off the record.

(At 9:33 a.m., all proceedings were concluded.)

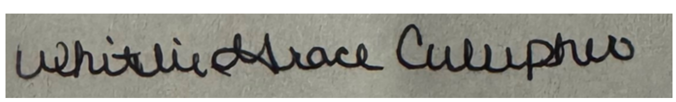
CERTIFICATE OF REPORTER

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, Whitlie G. Cullipher, Certified Shorthand Reporter, do hereby certify that I was authorized to and did stenographically report the Tax Equity and Fiscal Responsibility Act public hearing; that a review of the transcript WAS NOT requested; and that the foregoing transcript is a true record of my stenographic notes.

I FURTHER CERTIFY that I am not a relative, employee, or attorney, or counsel of any of the parties, nor am I a relative or employee of any of the parties' attorney or counsel connected with the action, nor am I financially interested in the action.

DATED this 5th day of August, 2025, at Hillsborough County, Florida.



Whitlie Cullipher, CSR

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FLORIDA RULES OF CIVIL PROCEDURE

Rule 1.310

(e) Witness Review. If the testimony is transcribed, the transcript shall be furnished to the witness for examination and shall be read to or by the witness unless the examination and reading are waived by the witness and by the parties. Any changes in form or substance that the witness wants to make shall be listed in writing by the officer with a statement of the reasons given by the witness for making the changes. The changes shall be attached to the transcript. It shall then be signed by the witness unless the parties waived the signing or the witness is ill, cannot be found, or refuses to sign. If the transcript is not signed by the witness within a reasonable time after it is furnished to the witness, the officer shall sign the transcript and state on the transcript the waiver, illness, absence of the witness, or refusal to sign with any reasons given therefor. The deposition may then be used as fully as though signed unless the court holds that the reasons given for the refusal to sign require rejection of the deposition wholly or partly, on motion under rule 1.330(d)(4).

DISCLAIMER: THE FOREGOING CIVIL PROCEDURE RULES ARE PROVIDED FOR INFORMATIONAL PURPOSES ONLY. THE ABOVE RULES ARE CURRENT AS OF APRIL 1, 2019. PLEASE REFER TO THE APPLICABLE STATE RULES OF CIVIL PROCEDURE FOR UP-TO-DATE INFORMATION.

VERITEXT LEGAL SOLUTIONS

COMPANY CERTIFICATE AND DISCLOSURE STATEMENT

Veritext Legal Solutions represents that the foregoing transcript is a true, correct and complete transcript of the colloquies, questions and answers as submitted by the court reporter. Veritext Legal Solutions further represents that the attached exhibits, if any, are true, correct and complete documents as submitted by the court reporter and/or attorneys in relation to this deposition and that the documents were processed in accordance with our litigation support and production standards.

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