

## CERTIFICATE OF AUTHENTICATION

RE: \$32,840,000 Oconee County Industrial Development Authority Revenue Bonds (Presbyterian Village Athens Project) Fixed Rate Series 2018A-1 (the "Series 2018A-1 Bonds")

\$10,000,000 Oconee County Industrial Development Authority Revenue Bonds (Presbyterian Village Athens Project) Adjustable Rate Series 2018A-2 (the "Series 2018A-2 Bonds")

\$10,000,000 Oconee County Industrial Development Authority Revenue Bonds (Presbyterian Village Athens Project) Entrance Fee Series 2018A-3 (the "Series 2018A-3 Bonds")

Not to Exceed \$40,000,000 Oconee County Industrial Development Authority Revenue Bond (Presbyterian Village Athens Project) Bank Bought Construction Series 2018A-4 (the "Series 2018A-4 Bond")

Not to Exceed \$35,000,000 Oconee County Industrial Development Authority Revenue Bond (Presbyterian Village Athens Project) Bank Bought Entrance Fee Series 2018A-5 (the "Series 2018A-5 Bonds" and together with the Series 2018A-1 Bonds, the Series 2018A-2 Bonds, the Series 2018A-3 Bonds, and the Series 2018A-4 Bonds, the "Bonds")

I, Cristina G. Rhodebeck, hereby certify in my representative capacity that:

1. I am an elected, qualified and acting officer of Branch Banking and Trust Company (the "Trustee"), a national banking association organized and existing under the laws of the United States of America, and am familiar with the corporate records and officers of the Trustee.

2. The undersigned is authorized to execute the hereinafter defined Bond Indentures, Master Indenture, the Supplemental Master Indenture, and all other closing certificates and documents on behalf of the Trustee in its capacity as bond trustee under Bond Indentures and in its capacity as trustee under the Master Indenture and to authenticate the Bonds. Attached hereto as Exhibit A are extracts from the Bylaws of the Trustee authorizing the undersigned to execute the Bond Indentures, the Master Indenture, and the Supplemental Master Indenture and to authenticate the Bonds and Series 2018 Master Obligations, and such Bylaws remain in full force and effect as of the date hereof.

3. The Bond Trustee has accepted its appointment as Bond Trustee under the Bond Trust Indenture relating to the Series 2018A-1 Bonds, Series 2018A-2 Bonds, and Series 2018A-3 Bonds, dated as of December 1, 2018 (the "Underwritten Bond Indenture"), between the Oconee County Industrial Development Authority (the "Authority") and the Bond Trustee.

4. The Bond Trustee has accepted its appointment as Bond Trustee under the Indenture of Trust relating to the Series 2018A-4 Bond, dated as of December 1, 2018 (the "2018A-4 Bond Indenture"), between the Authority and the Bond Trustee.

5. The Bond Trustee has accepted its appointment as Bond Trustee under the Indenture of Trust relating to the Series 2018A-5 Bond, dated as of December 1, 2018 (the "2018A-5 Bond Indenture" and together with the Underwritten Bond Indenture and the 2018A-4 Indenture, the "Bond Indentures"), between the Authority and the Bond Trustee.

6. The Trustee has accepted its appointment as Master Trustee under the Master Trust Indenture (the "Master Indenture"), dated as of December 1, 2018, between the Borrower and the Master

Trustee, as supplemented by a Supplemental Indenture for Obligations No. 1 Through No. 6, dated as of December 1, 2018 (the "Supplemental Master Indenture"), between the Borrower and Master Trustee.

7. The Bond Trustee has received the documents specified in Section 2.10 of the Underwritten Bond Indenture, Section 2.12 of the Series 2018A-4 Bond Indenture, and Section 2.12 of the Series 2018A-5 Bond Indenture.

9. The Bond Indentures each has been executed in several counterparts in the name of and on behalf of the Bond Trustee by the undersigned and said executed Bond Indentures have been delivered to the Authority.

10. The undersigned, pursuant to the Bond Indentures at the request and order of the Authority, has authenticated the Bonds on behalf of the Bond Trustee as shown on Exhibit B hereto;

11. The undersigned, pursuant to the Master Indenture and the Supplemental Master Indenture at the request and order of the Borrower, has authenticated the Series 2018 Master Obligations as shown on Exhibit C hereto on behalf of the Master Trustee.

12. The Trustee has all necessary corporate and trust powers required to carry out the trust created by the Bond Indentures and Master Indenture, respectively;

13. To the best of the undersigned's knowledge, the acceptance by the Trustee of the duties and obligations of the Bond Trustee under the Bond Indentures and Master Trustee under the Master Indenture and the Supplemental Master Indenture and compliance with the provisions thereof will not conflict with or constitute a breach of or default under any law, administrative regulation, consent decree, or any agreement or other instrument to which the Trustee is subject.

[Signature Follows]

IN WITNESS WHEREOF, I have hereunto set my hand this 19<sup>th</sup> day of December, 2018.

**BRANCH BANKING AND TRUST  
COMPANY, as Trustee**

By: *Cristina G. Rhodebeck*  
Name: Cristina G. Rhodebeck  
Title: Vice President

The signature above and on each of the above-described Bonds is that of the authorized officer or agent of Branch Banking and Trust Company.

By: *Ruby J. J. J. J.*  
Name: *Ruby J. J. J. J.*  
Title: Trust Officer

[Signature Page of Trustee's Certificate of Authentication]

**EXHIBIT A**

**EXTRACTS FROM BYLAWS**

**CERTIFICATE OF BRANCH BANKING AND TRUST COMPANY**


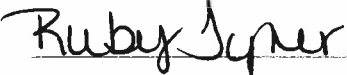
The undersigned, an Vice President of Branch Banking and Trust Company, a North Carolina banking corporation (the "Bank") hereby certifies that:

- (1) The following is a true and correct copy of a portion of the bylaws of the Bank as in effect on the date hereof and that the same has been duly adopted and is in full force and effect:

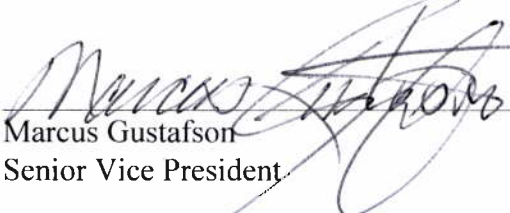
ARTICLE XI

SECTION 6 - Execution of Instruments. All agreements, indentures, mortgages, deeds, conveyances, transfers, certificates, declarations, receipts, discharges, releases, satisfactions, settlements, petitions, schedules, accounts, affidavits, bonds, undertakings, proxies, and other instruments or documents may be signed, executed, acknowledged, verified, delivered, or accepted in behalf of the Corporation by the Chairman of the Board, or the President, or any Vice President or Assistant Vice President, or the Secretary or Assistant Secretary, and if in connection with the exercise of fiduciary powers of the Corporation, by any of said officers or by any Trust Officer provided, however, (i) that where required, any such instruments shall be attested by one of said officers other than the officer executing such instruments, and (ii) any such instruments may also be executed, acknowledged, verified, delivered, or accepted in behalf of the Corporation in such other manner and by such other Officers as the Board of Directors may from time to time direct.

- (2) As of the date hereof, each of the following named persons has been duly elected to and now holds the office in the Bank indicated opposite their name and the signature appearing opposite their name is such person's true and genuine signature.

<u>NAME</u>	<u>OFFICE</u>	<u>SIGNATURE</u>
Cristina G. Rhodebeck	Vice President	
Ruby Tyner	Trust Officer	

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the Bank on this the 1st day of December, 2018.

  
\_\_\_\_\_  
Marcus Gustafson  
Senior Vice President.

(CORPORATE SEAL)

## EXHIBIT B

### DESCRIPTION OF BONDS AUTHENTICATED

#### Series 2018A-1 Bonds

<b><u>Number:</u></b>	<b><u>Registered in the Name of:</u></b>	<b><u>Maturity Date:</u></b>	<b><u>Principal Amount:</u></b>
RA1-1	Cede & Co.	December 1, 2028	\$2,630,000.00
RA1-2	Cede & Co.	December 1, 2038	\$7,030,000.00
RA1-3	Cede & Co.	December 1, 2048	\$12,810,000.00
RA1-4	Cede & Co.	December 1, 2053	\$10,370,000.00

#### Series 2018A-2 Bonds

<b><u>Number:</u></b>	<b><u>Registered in the Name of:</u></b>	<b><u>Maturity Date:</u></b>	<b><u>Principal Amount:</u></b>
RA2-1	Cede & Co.	December 1, 2053	\$10,000,000.00

#### Series 2018A-3 Bonds

<b><u>Number:</u></b>	<b><u>Registered in the Name of:</u></b>	<b><u>Maturity Date:</u></b>	<b><u>Principal Amount:</u></b>
RA3-1	Cede & Co.	December 1, 2028	\$10,000,000.00

#### Series 2018A-4 Bond

<b><u>Number:</u></b>	<b><u>Registered in the Name of:</u></b>	<b><u>Maturity Date:</u></b>	<b><u>Initial Principal Amount:</u></b>
RA4-1	Synovus Bank	December 1, 2021	Not to Exceed \$40,000,000

#### Series 2018A-5 Bond

<b><u>Number:</u></b>	<b><u>Registered in the Name of:</u></b>	<b><u>Maturity Date:</u></b>	<b><u>Initial Principal Amount:</u></b>
RA5-1	STI Institutional & Government, Inc.	December 1, 2022	Not to Exceed \$35,000,000

## **EXHIBIT C**

### **DESCRIPTION OF THE MASTER OBLIGATIONS AUTHENTICATED**

Obligation No. 1 in the principal amount of \$32,840,000, designated “Westminster Presbyterian Homes, Inc. Series 2018A-1 Note,”

Obligation No. 2 in the principal amount of \$10,000,000, designated “Westminster Presbyterian Homes, Inc. Series 2018A-2 Note,”

Obligation No. 3 in the principal amount of \$10,000,000, designated “Westminster Presbyterian Homes, Inc. Series 2018A-3 Note,”

Obligation No. 4 in the principal amount not to exceed \$40,000,000, designated “Westminster Presbyterian Homes, Inc. Series 2018A-4 Note,”

Obligation No. 5 in the principal amount not to exceed \$35,000,000, designated “Westminster Presbyterian Homes, Inc. Series 2018A-5 Note,” and

Obligation No. 6 in the principal amount of \$5,000,000, designated “Westminster Presbyterian Homes, Inc. Series 2018 Subordinate Note.”