

## CLOSING CERTIFICATE

We, the undersigned, Mayor and City Clerk of the City of Oelwein, Iowa (the "City"), in connection with the issuance of the City's amended and restated Sewer Revenue Bond, Series 2026, dated the date hereof (the "Replacement Bond"), do hereby certify as follows:

We are now and were at the time of the execution of the Replacement Bond, the officers respectively above indicated of the City; and in pursuance of Chapter 384 of the Code of Iowa, a resolution adopted by the City Council on February 9, 2026 (the "Resolution"), and a certain amended and restated Loan and Disbursement Agreement (the "Replacement Agreement"), by and between the City and the Iowa Finance Authority, Des Moines, Iowa, as lender (the "Lender"), the Replacement Bond has been heretofore lawfully authorized and this day by us lawfully issued and delivered to the Lender.

The Lender has agreed to forgive a portion of the City's outstanding Sewer Revenue Bond, SRF Series 2023, dated December 22, 2023 (the "Original Bond"), which was issued pursuant to a Loan and Disbursement Agreement, dated December 22, 2023 (the "Original Agreement"). The Replacement Bond is being issued, and the Replacement Agreement is being executed, in replacement of the Original Bond and the Original Agreement. The modification of the Original Bond will result in a "reissuance" or current refunding of the Original Bond. The City will not receive any new loan proceeds as a result of the current refunding.

The Replacement Bond has been executed by the aforesaid officers; the certificate on the back of the Replacement Bond has been executed by the City Treasurer; and the Replacement Bond has been fully registered as to principal and interest in the name of the Lender on the registration books of the City.

We further certify that no controversy or litigation is pending, prayed or threatened involving the incorporation, organization, existence or boundaries of the City or the titles of the aforesaid officers to their respective positions or the proceedings incident to the authorization of the Replacement Bond or in any way concerning the validity of the Replacement Bond, and that none of the proceedings incident to the authorization and issuance of the Replacement Bond have been repealed or rescinded.

We further certify that no appeal of the decision of the City Council to enter into the Replacement Agreement and to issue the Replacement Bond has been taken to the district court.

We further certify that no board of trustees has been created for the management and control of the Municipal Sanitary Sewer System of the City, and such management and control are vested in the City Council of the City.

We further certify that all meetings held in connection with the Replacement Bond were open to the public at a place reasonably accessible to the public and that notice was given at least 24 hours prior to the commencement of all meetings by advising the news media who requested notice of the time, date, place and the tentative agenda and by posting such notice and agenda at the City Hall or principal office of the City on a bulletin board or other prominent place which is easily accessible to the public and is the place designated for the purpose of posting notices of meetings.

IN WITNESS WHEREOF, we have hereunto affixed our hands on February 27, 2026.

CITY OF OELWEIN, IOWA

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Mayor

Attest:

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City Clerk