

Consolidated 12/16/06/jm

COUNTY OF DAUPHIN,
COMMONWEALTH OF PENNSYLVANIA

RESOLUTION NO. 29-2006

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF DAUPHIN COUNTY, PENNSYLVANIA: APPROVING, PURSUANT TO THE PROVISIONS OF THE PENNSYLVANIA ECONOMIC DEVELOPMENT FINANCING LAW OF 1967, AS AMENDED, THE FINANCING BY DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY (THE "AUTHORITY") OF A PROJECT FOR THE BENEFIT OF CENTRAL PENNSYLVANIA MHA ASSOCIATES, LP, A DELAWARE LIMITED PARTNERSHIP, WHICH PROJECT CONSISTS OF THE ACQUISITION, REHABILITATION AND/OR EQUIPPING OF MULTIFAMILY RENTAL HOUSING FACILITIES LOCATED IN SEVEN COUNTIES, INCLUDING THIS COUNTY; RATIFYING THE CONDUCT OF A PUBLIC HEARING BY THE AUTHORITY ON BEHALF OF THIS COUNTY, AS REQUIRED UNDER SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; RATIFYING THE PUBLICATION BY THE AUTHORITY OF A LEGAL ADVERTISEMENT PROVIDING PUBLIC NOTICE OF SAID PUBLIC HEARING IN COMPLIANCE WITH SAID SECTION 147(f); AUTHORIZING THE EXECUTION OF AN APPROVAL CERTIFICATE WITH RESPECT TO THE FINANCING OF SAID PROJECT; AND PROVIDING FOR AN EFFECTIVE DATE AND A GENERAL REPEALER.

WHEREAS, Dauphin County Industrial Development Authority (the "Authority") is an industrial development authority incorporated, organized and duly existing under the Act of August 23, 1967, P.L. 251, of the Commonwealth of Pennsylvania, as amended and supplemented, known as the Economic Development Financing Law (the "Act"); and

WHEREAS, the Act (i) provides that the Authority is "a public instrumentality of the Commonwealth and a public body corporate and politic and shall be for the purpose of ... financing projects" and (ii) defines "project" to include "facilities or activities which promote any of the public purposes set forth" in the Act; and

WHEREAS, the Act specifies that purposes of the Authority, *inter alia*, include "the promotion of new or improved residential facilities ... deemed appropriate to eliminate blight or otherwise improve an area for ... economic activity" and to "otherwise promote the health, welfare and safety of the residents of this Commonwealth by ... providing public benefit and prosperity ..."; and

WHEREAS, the Authority desires to undertake the issuance of its tax-exempt mortgage revenue bonds in an amount not to exceed \$13,000,000 and to make a loan of the proceeds therefrom to Central Pennsylvania MHA Associates, LP (the "Company"), a Delaware limited partnership, pursuant to a loan agreement (the "Loan Agreement") between the Authority, as lender, and the Company, as borrower; and

WHEREAS, the Company will utilize the amounts loaned pursuant to the Loan Agreement to undertake a project (the "Project") consisting of: (1) the acquisition, rehabilitation and/or equipping of multifamily rental housing facilities situated in seven (7) counties, specifically (i) a facility located in this County having approximately 20 units and related common space and known generally as Harvestview Apartments, at 77 Harvestview Road, Elizabethville and Washington Township, (ii) a facility located in Centre County having approximately 80 units and related common space and known generally as Centre Estates I and Centre Estates II at Boal Avenue and Jack's Mill Drive, Boalsburg, (iii) a facility located in Clinton County having approximately 20 units and related common space and known generally as Summit Hollow Apartments at Summit and Washington Streets, Avis, (iv) two facilities located in Columbia County, one having approximately 20 units and related common space and known generally as Scottown Apartments at 400 block of Railroad Street, Bloomsburg and the other having approximately 45 units and related common space and known generally as Columbia Village Apartments at the end of South Center Street, Millville, (v) a facility located in Lebanon County having approximately 36 units and related common space and known generally as Walnut Manor Apartments at North Fisher Street and Walnut Manor Way, Jonestown, (vi) a facility located in Lycoming County having approximately 30 units and related common space and known generally as Gladeside Apartments at 700 Tanglewood Road, Muncy and (vii) a facility located in Perry County having approximately 32 units and related common space and known generally as Locust Village Apartments at 200 Leonard Street, Marysville, all identified in the hereinafter described Certificate of Approval; (2) reimbursing the Company for the payment of certain costs related to the Project; and (3) paying the costs of issuing the Authority's tax-exempt bonds; and

WHEREAS, said bonds shall be limited obligation of the Authority and shall not be secured by any pledge of assets, moneys, revenues or taxing power of this County, the Commonwealth of Pennsylvania or any political subdivision thereof; and

WHEREAS, the provisions of the Internal Revenue Code of 1986, as amended (the "Code") provides in Section 147(f) that financings of certain types of projects with tax-exempt bonds require the approval of each governmental unit having jurisdiction over the area in which the project is located; and

WHEREAS, in accordance with Section 147(f) of the Code, a public hearing (the "Public Hearing") following notice duly given must be conducted by the governmental unit or its designee (the "Governmental Unit"); and

WHEREAS, such financings are treated as having been approved by the Governmental Unit if approved by the "applicable elected representative" after the Public Hearing; and

WHEREAS, in compliance with Section 147(f) of the Code, the Authority, on behalf of this County as such Governmental Unit, has heretofore caused the publication of a legal notice advertising said Public Hearing; and

WHEREAS, on December 5, 2006, the Authority, as such Governmental Unit and as the designee of this County, conducted a duly-advertised Public Hearing in compliance with Section 147(f) of the Code; and

WHEREAS, the Act provides that with respect to any county of any class, the "applicable elected representative" shall be any county commissioner designated for such purpose by the county commissioners of such county.

NOW THEREFORE, BE IT RESOLVED AND IT HEREBY IS RESOLVED by the Board of Commissioners of the County of Dauphin, as follows:

1. The publication by the Authority of a legal notice advertising the Public Hearing hereby is ratified.
2. The conduct by the Authority of the Public Hearing as designee of this County under Section 147(f) of the Code hereby is ratified; the transcript of the Public Hearing being attached hereto as Exhibit "A".
3. Each member of this Board of Commissioners hereby is designated as an "applicable elected representative" within the meaning of Section 147(f) of the Code and authorized to execute a Certificate of Approval substantially in the form attached hereto as Exhibit "B" indicating this Board of Commissioners' approval of the Project financing for purposes of Section 147(f) of the Code.
4. This Resolution shall become effective immediately upon its adoption. Any ordinances or resolutions to the extent inconsistent herewith hereby are repealed.

RESOLVED AND ADOPTED this 20th day of December, 2006, by the Board of Commissioners of Dauphin County, Pennsylvania, in lawful session duly assembled.

ATTEST:

BOARD OF COMMISSIONERS OF DAUPHIN
COUNTY, PENNSYLVANIA




Chief Clerk

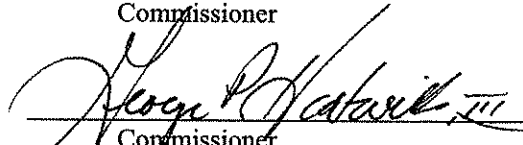


Chairman, Board of Commissioners

(SEAL)



Commissioner



Commissioner

EXHIBIT A

HEARING TRANSCRIPT

EXHIBIT B

APPROVAL OF APPLICABLE ELECTED OFFICIAL

CERTIFICATE OF APPROVAL

December 5, 2006

RE: DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY

Owner: Central Pennsylvania MHA Associates, LP, a Delaware limited partnership

Proposed Financing: Issuance of a tax-exempt bonds (the "Bonds") by Dauphin County Industrial Development Authority (the "Authority") in an aggregate amount not to exceed \$13,000,000, which Bonds will fund the Project described below.

Project: Proceeds from the Bonds will be loaned to Central Pennsylvania MHA Associates, LP (the "Company") for a project (the "Project"), which includes: (1) the acquisition, rehabilitation and/or equipping of a multifamily rental housing facilities consisting of (i) approximately 20 units and related common space and known generally as Harvestview Apartments located at 77 Harvestview Road, Elizabethville and Washington Township (ii) a facility in Centre County having approximately 80 units and related common space and known generally as Centre Estates I and Centre Estates II located at Boal Avenue and Jack's Mill Drive, Boalsburg, (iii) a facility in Clinton County having approximately 20 units and related common space and known generally as Summit Hollow Apartments located at Summit and Washington Streets, Avis, (iv) two facilities in Columbia County, one having approximately 20 units and related common space and known generally as Scottown Apartments located at 400 block of Railroad Street, Bloomsburg and the other having approximately 45 units and related common space and known generally as Columbia Village Apartments located at the end of South Center Street, Millville, (v) a facility in Lebanon County having approximately 36 units and related common space and known generally as Walnut Manor Apartments located at North Fisher Street and Walnut Manor Way, Jonestown, (vi) a facility in Lycoming County having approximately 30 units and related common space and known generally as Gladeside Apartments located at 700 Tanglewood Road, Muncy and (vii) a facility in Perry County having approximately 32 units and related common space and known generally as Locust Village Apartments located at 200 Leonard Street, Marysville; (2) reimbursing the Company for the payment of certain costs related to the Project; and (3) paying the costs of issuing the Bonds.

After a duly-advertised public hearing held by Dauphin County Industrial Development Authority at 10:00 AM, local time, on December 5, 2006, in the Conference Room located at the Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania 17101, pursuant to provisions

of the Internal Revenue Code of 1986, as amended (the "Code"), and after review of the minutes of said public hearing regarding the Project, the tax-exempt financing of the Project has been approved and execution of this Certificate of Approval has been authorized by Resolution duly adopted by the Board of County Commissioners (the "Resolution").

The Bonds will not constitute a debt of or a pledge of the full faith and credit of the County of Dauphin or the Commonwealth of Pennsylvania, or any political subdivision thereof.

Pursuant to the Resolution, the undersigned executes this Certificate of Approval on behalf of the County of Dauphin with respect to the financing of the Project. This approval is granted only for the purpose of complying with the requirements of Section 147(f) of the Code for issuance of tax-exempt bonds and does not constitute approval for any permit, license or zoning by the County of Dauphin for the construction and occupancy of any portion of the Project.

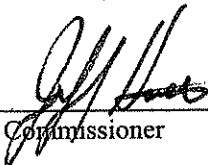
IN WITNESS WHEREOF, the undersigned has affixed his signature this 6th day of December, 2006.

ATTEST:

BOARD OF COMMISSIONERS OF DAUPHIN
COUNTY, PENNSYLVANIA



Chief Clerk

By: 

Commissioner

(SEAL)

TRANSCRIPT OF PUBLIC HEARING

TRANSCRIPT OF PUBLIC HEARING OF DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY CONDUCTED ON BEHALF OF THE COUNTIES OF CENTRE, CLINTON, COLUMBIA, DAUPHIN, LEBANON, LYCOMING AND PERRY, ON DECEMBER 5, 2006 AT 10:00 AM AT THE DAUPHIN COUNTY ADMINISTRATION BUILDING, 2 SOUTH SECOND STREET, HARRISBURG, PENNSYLVANIA, PURSUANT TO NOTICES DULY PUBLISHED IN THE PATRIOT NEWS ON NOVEMBER 20, 2006, CENTRE DAILY TIMES ON NOVEMBER 21, 2006, PRESS ENTERPRISE ON NOVEMBER 21, 2006, LEBANON DAILY NEWS ON NOVEMBER 20, 2006 AND WILLIAMSPORT SUN-GAZETTE ON NOVEMBER 20, 2006.

Present at the hearing on behalf of the Authority was August Memmi, Jr., Deputy Executive Director, and C. Peter Carlucci, solicitor, respectively, of the Authority.

The Public Hearing was convened for the purpose of obtaining public comments concerning the proposed issuance by Dauphin County Industrial Development Authority of its tax-exempt bonds in the aggregate principal amount not to exceed \$13,000,000 (the "Bonds"). The Bonds will provide funds to finance all or a portion of the costs of several projects located in seven (7) counties, including Dauphin County, consisting of:

(i) the acquisition, renovation, improvement and/or equipping of existing multifamily rental housing facilities, as follows -

Centre Estate I Apartments (40 apartment units)
Boal Avenue & Jack's Mill Drive, Boalsburg PA 16827
(Boalsburg, Centre County)

Centre Estate II Apartments (40 apartment units)
Boal Avenue & Jack's Mill Drive, Boalsburg PA 16827
(Harris Township, Centre County)

Summit Hollow Apartments (20 apartment units)
Summit & Washington Streets, Avis PA 17721
(Avis Borough, Clinton County)

Scottown Apartments (20 apartment units)
400 block of Railroad Street, Bloomsburg PA 17815
(Bloomsburg Town, Columbia County)

Columbia Village Apartments (45 apartment units)
End of South Center Street, Millville PA 17846
(Millville Borough, Columbia County)

Harvestview Apartments (20 apartment units)
77 Harvestview Road, Elizabethville PA 17023
(Elizabethville Borough and Washington Township, Dauphin County)

Walnut Manor Apartments (36 apartment units)
North Fisher Street & Walnut Manor Way, Jonestown PA 17038
(Jonestown Borough, Lebanon County)

Gladeside Apartments (30 apartment units)
700 Tanglewood Road, Muncy PA 17756
(Muncy Borough, Lycoming County)

Locust Village Apartments (32 apartment units)
200 Leonard Street, Marysville PA 17053
(Marysville Borough, Perry County)

and (ii) payment of a portion of the costs and expenses of issuing the tax-exempt bonds.

A description of the proposed financing, as it appeared in the public notice, was read; copies of proofs of publication are attached.

THERE BEING NO MEMBERS OF THE GENERAL PUBLIC IN ATTENDANCE AND THEREFORE NO QUESTIONS OR COMMENTS, THE HEARING WAS ADJOURNED.

DAUPHIN COUNTY INDUSTRIAL
DEVELOPMENT AUTHORITY

By: _____


August Memmi, Jr.

Dated: December 5, 2006

CENTRE DAILY TIMES

www.centredaily.com

PROOF OF PUBLICATION

COMMONWEALTH OF PENNSYLVANIA)

COUNTY OF CENTRE) SS:

ARIEL BOHN, being duly sworn according to law says that she is an agent of the Centre Daily Times, a daily newspaper of general circulation, having its place of business in State College, Centre County, Pennsylvania, and having been established in the year 1898; that the advertisement, a printed copy of which is attached hereto, appeared in said newspaper on the 21st day(s) of November, 2006; that affiant is not interested in the subject matter of the notice or advertisement; that all of the allegations contained herein relative to the time, place and character of the publication are true.

Ariel C. Bohn

Witness Signature

Sworn and Subscribed to me this 26th day of November, A.D. 2006.

Amy D. Sinclair

Notary Signature

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Amy D. Sinclair, Notary Public
College Twp., Centre County
My Commission Expires Dec. 2, 2008

Member, Pennsylvania Association Of Notaries

3400 East College Avenue, State College, PA 16801

(8)

NOTICE OF PUBLIC HEARING
OF
DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY
PURSUANT TO INTERNAL REVENUE CODE
SECTION 147(f)

NOTICE IS HEREBY GIVEN that Dauphin County Industrial Development Authority (the "Authority") on behalf of itself and the Board of Commissioners of each of the County of Dauphin, the County of Centre, the County of Clinton, the County of Columbia, the County of Lebanon, the County of Lycoming and the County of Perry shall hold a public hearing at 10:00 a.m., local time, on December 5, 2006, at the Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania, to receive comments from the public with respect to the Authority's participation in the following proposed project and tax-exempt financing:

It is proposed that the Authority make a loan from the proceeds of its proposed tax-exempt housing revenue bonds to Central Pennsylvania MHA Associates LLC (the "Company"), in connection with financing the following project (the "Project"): (1) acquisition and rehabilitation of the following existing multifamily residential facilities:

- Centre I Apartments (40 apartment units)
Boal Avenue & Jack's Mill Drive, Boalsburg PA 16827
(Harris Township, Centre County)
- Centre II Apartments (40 apartment units)
Boal Avenue & Jack's Mill Drive, Boalsburg PA 16827
(Harris Township, Centre County)
- Summit Hollow Apartments (20 apartment units)
Summit & Washington Streets, Avis PA 17721
(Avis Borough, Clinton County)
- Scottown Apartments (20 apartment units)
416 Broad Street, Bloomsburg PA 17815
(Bloomsburg Town, Columbia County)
- Columbia Village Apartments (45 apartment units)
South Center Street, Millville PA 17846
(Millville Borough, Columbia County)
- Harvestview Apartments (20 apartment units)
77 Harvestview Road, Elizabethtown PA 17022
(Elizabethtown Borough and Washington Township, Dauphin County)
- Walnut Manor Apartments (36 apartment units)
North Fisher Street & Walnut Manor Way, Jonesboro PA 17038
(Jonesboro Borough, Lebanon County)
- Gleasons Apartments (30 apartment units)
708 Langewood Road, Muncy PA 17260
(Muncy Borough, Lycoming County)
- Locus Village Apartments (32 apartment units)
200 Leonard Street, Marysville PA 17053
(Marysville Borough, Perry County)

and (2) paying the costs of issuing the Authority's tax-exempt housing revenue bonds.

The financing to be provided by the Authority with respect to the Project through the issuance of its tax-exempt mortgage revenue notes will not be in excess of \$13,000,000.

This Notice is being given and the hearing is being held pursuant to the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

Additional information concerning the above may be requested from and written comments should be addressed to: Dauphin County Industrial Development Authority, Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania 17101, ATTN: C. Peter Corlucci, Solicitor; telephone number (717) 237-6000.

DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY
C. Peter Corlucci, Esquire
Solicitor

**PROOF OF PUBLICATION OF NOTICE
IN THE LEBANON DAILY NEWS**

**STATE OF PENNSYLVANIA
COUNTY OF LEBANON**

Joan Shields, being duly sworn says: That she is the Advertising Director of the LEBANON DAILY NEWS, a newspaper of general circulation, published at Number 718 Poplar Street, City of Lebanon, County of Lebanon, and State of Pennsylvania.

That said newspaper was established as a daily newspaper of general circulation in 1872, since which date said newspaper has been published in the City of Lebanon; that a copy of the printed notice, hereto attached, is exactly the same as was printed and published in the regular editions and issues which appeared on: November 20, 2006

The affiant further deposes and declares that he is not interested in the subject matter of the aforesaid notice of publication and that all allegations in the foregoing statement as to time, place and character of publication are true.

Joan Shields
Joan Shields

Sworn and subscribed to before me this 20 day of November 2006

**DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY
PURSUANT TO INTERNAL REVENUE CODE
SECTION 1477**

NOTICE IS HEREBY GIVEN that Dauphin County Industrial Development Authority (the "Authority") on behalf of itself and the Board of Commissioners of each the County of Dauphin, the County of Carbon, the County of Clinton, the County of Columbia, the County of Lebanon, the County of Lycoming and the County of Perry shall hold a public hearing at 12:00 a.m., local time, on December 4, 2006, at the Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania, to receive comments from the public with respect to the Authority's participation in the following proposed project and tax-exempt financing:

It is proposed that the Authority make a loan from the proceeds of its proposed tax-exempt housing revenue bonds to Central Pennsylvania MBA Association, LLC (the "Company"), in connection with financing the following project (the "Project"): (1) acquisition and rehabilitation of the following existing multifamily residential facilities:

- Centre I Apartments (40 apartment units) East Avenue & Jack's Mill Drive, Boalsburg PA 16827 (Harris Township, Centre County)
- Centre II Apartments (40 apartment units) East Avenue & Jack's Mill Drive, Boalsburg PA 16827 (Harris Township, Centre County)
- Surrell Hollow Apartments (20 apartment units) Surrell & Washington Streets, Aris PA 17721 (Webb Borough, Clinton County)
- Stokrows Apartments (20 apartment units) 418 Railroad Street, Bloomsburg PA 17815 (Bloomsburg Town, Columbia County)
- Columbia Village Apartments (45 apartment units) South Center Street, Millville PA 17848 (Millville Borough, Columbia County)
- Harvestview Apartments (20 apartment units) 77 Harvestview Road, Elizabethville PA 17022 (Elizabethville Borough and Washington Township, Dauphin County)
- Walnut Manor Apartments (30 apartment units) North Peter Street & Walnut Manor Way, Jonestown PA 17036 (Jonestown Borough, Lebanon County)
- Gladesville Apartments (30 apartment units) 700 Tanglewood Road, Muncy PA 17756 (Muncy Borough, Lycoming County)
- Lancaster Village Apartments (32 apartment units) 200 Leonard Street, Marysville PA 17053 (Marysville Borough, Perry County)

and (2) paying the costs of issuing the Authority's tax-exempt housing revenue bonds.

The financing to be provided by the Authority with respect to the Project through the issuance of its tax-exempt mortgage revenue notes will not be in excess of \$13,000,000.

This Notice is being given and the hearing is being held pursuant to the requirements of Section 1477 of the Internal Revenue Code of 1986, as amended.

Additional information concerning the above may be requested from, and written comments should be addressed to, Dauphin County Industrial Development Authority, Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania 17101, ATTN: C. Peter Carlock, Solicitor, telephone number (717) 237-6000.

DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY
C. Peter Carlock, Esquire
Solicitor

Michele L. Walker
Notary Public
My commission expires 8/16/09

**Statement of Advertising Costs
To the Lebanon Daily News
For publishing the notice or publications attached**

Advertisement Cost	\$ 439.16
Affidavit Fee	\$ 16.00
Total Cost	\$ 455.16

**THE PATRIOT NEWS
THE SUNDAY PATRIOT NEWS**

Proof of Publication

Under Act No. 587, Approved May 16, 1929
Commonwealth of Pennsylvania, County of Dauphin) ss

Joseph A. Dennison, being duly sworn according to law, deposes and says:
That he is the Assistant Controller of The Patriot News Co., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, with its principal office and place of business at 812 to 818 Market Street, in the City of Harrisburg, County of Dauphin, State of Pennsylvania, owner and publisher of The Patriot-News and The Sunday Patriot-News newspapers of general circulation, printed and published at 812 to 818 Market Street, in the City, County and State aforesaid; that The Patriot-News and The Sunday Patriot-News were established March 4th, 1854, and September 18th, 1949, respectively, and all have been continuously published ever since;

That the printed notice or publication which is securely attached hereto is exactly as printed and published in their regular daily and/or Sunday/ Metro editions which appeared in the 20th day(s) of November 2006. That neither he nor said Company is interested in the subject matter of said printed notice or advertising, and that all of the allegations of this statement as to the time, place and character of publication are true; and

That he has personal knowledge of the facts aforesaid and is duly authorized and empowered to verify this statement on behalf of The Patriot-News Co. aforesaid by virtue and pursuant to a resolution unanimously passed and adopted severally by the stockholders and board of directors of the said Company and subsequently duly recorded in the office for the Recording of Deeds in and for said County of Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

**PUBLICATION
COPY**

Sworn to and subscribed before me this 20th day of November 2006 A.D.
COMMONWEALTH OF PENNSYLVANIA

Meeting Notices	Meeting Notices
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**NOTICE OF PUBLIC HEARING
OF
DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY
PURSUANT TO INTERNAL REVENUE CODE
SECTION 147(f)**

NOTICE IS HEREBY GIVEN that Dauphin County Industrial Development Authority (the "Authority") on behalf of itself and the Board of Commissioners of each of the County of Dauphin, the County of Centre, the County of Clinton, the County of Columbia, the County of Lebanon, the County of Lycoming and the County of Perry shall hold a public hearing at 10:00 a.m. local time, on December 3, 2006, at the Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania, to receive comments from the public with respect to the Authority's participation in the following proposed project and tax exempt financing:

It is proposed that the Authority request a loan from the proceeds of its proposed tax-exempt housing revenue bonds to Central Pennsylvania RWA Associates, LLC (the "Company"), in connection with financing the following project (the "Project"):

(1) acquisition and rehabilitation of the following existing multifamily residential buildings:

- Centre 1 Apartments (80 apartment units)
Boor Avenue & Jack's Mill Drive, Boonshower PA 17027
(Harris Township, Centre County)
- Centre 11 Apartments (40 apartment units)
Boor Avenue & Jack's Mill Drive, Boonshower PA 17027
(Harris Township, Centre County)
- South Hill Townhome Apartments (20 apartment units)
South Hill, Boonshower PA 17027
(Lebanon Township, Centre County)
- Scarfboro Apartments (60 apartment units)
418 Rock and Street, Duncansville PA 17815
(Duncansville Township, Columbia County)
- Columbia Village Apartments (45 apartment units)
South Centre Street, Mifflin PA 17844
(Mifflin Township, Columbia County)
- Harvest View Apartments (20 apartment units)
77 Harvest View Road, Elizabethtown PA 17823
(Elizabethtown Township, Dauphin County)
- Walnut Meadow Apartments (30 apartment units)
North State Street & Walnut Meadow Street,
Jonestown PA 17838
(Jonestown Borough, Lebanon County)
- Gladeside Apartments (20 apartment units)
700 Tanglewood Road, Muncy PA 17756
(Muncy Borough, Lycoming County)
- Locust Village Apartments (22 apartment units)
200 Leonard Street, Hagerstown PA 17833
(Hagerstown Borough, Perry County)

and (2) paying the costs of issuing the Authority's tax-exempt housing revenue bonds.

The financing to be provided by the Authority with respect to the Project through the issuance of its tax-exempt mortgage revenue notes will not be in excess of \$13,000,000.

This Notice is being given and the hearing is being held pursuant to the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

Additional information concerning the above may be requested from, and written comments should be addressed to, Dauphin County Industrial Development Authority by Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania 17101. ATTN: C. Peter Carlucci, Solicitor; telephone number (717) 237-6800.

DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY
C. Peter Carlucci, Esquire
Solicitor

Notarial Seal
Terry L. Russell, Notary Public
City Of Harrisburg, Dauphin County
My Commission Expires June 6, 2010
Member, Pennsylvania Association of Notaries

Terry L. Russell
NOTARY PUBLIC

ECKERT, SEAMANS, CHERIN & MELLOTT, LLC
ATTN: C. PETER CARLUCCI, JR.
213 MARKET STREET, 8TH FLOOR
P.O. BOX 1248
HARRISBURG, PA. 17108

Brandon R. Eyerly, Publisher, being duly sworn according to law deposes and says that Press Enterprise is a newspaper of general circulation with its principal office and place of business at 3185 Lackawanna Avenue, Bloomsburg, County of Columbia and State of Pennsylvania, and was established on the 1st day of March, 1902, and has been published daily, continuously in said Town, County and State since that day and on the attached notice November 21, 2006 as printed and published; that the affiant is one of the officers or publisher of said newspaper in which legal advertisement was published; that neither the affiant nor Press Enterprise is interested in the subject matter of said notice and advertisement and that all of the allegations in the foregoing statement as to time, place, and character of publication are true.

Sworn and subscribed to before me this 21st day of November 2006

(Notary Public)
Commonwealth of Pennsylvania
My commission expires
Dennis L. Ashenfelter, Notary Public
Scott Twp., Columbia County
My Commission Expires July 3, 2007
Member, Pennsylvania Association Of Notaries

And now, _____, 20_____, I hereby certify that the advertising and publication charges amounting to \$_____ for publishing the foregoing notice, and the fee for this affidavit have been paid in full.

**NOTICE OF PUBLIC HEARING
OF
DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY
PURSUANT TO INTERNAL REVENUE CODE
SECTION 147(f)**

NOTICE IS HEREBY GIVEN that Dauphin County Industrial Development Authority (the "Authority") on behalf of itself and the Board of Commissioners of each the County of Dauphin, the County of Centre, the County of Clinton, the County of Columbia, the County of Lebanon, the County of Lycoming and the County of Perry shall hold a public hearing at 10:00 a.m., local time, on December 5, 2006, at the Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania, to receive comments from the public with respect to the Authority's participation in the following proposed project and tax-exempt financing:

It is proposed that the Authority make a loan from the proceeds of its proposed tax-exempt housing revenue bonds to Central Pennsylvania MHA Associates, LLC (the "Company"), in connection with financing the following project (the "Project"): (1) acquisition and rehabilitation of the following existing multifamily residential facilities:

Centre I Apartments (40 apartment units) Boal Avenue & Jack's Mill Drive, Boalsburg PA 16827 (Harris Township, Centre County)	Centre II Apartments (40 apartment units) Boal Avenue & Jack's Mill Drive, Boalsburg PA 16827 (Harris Township, Centre County)
Summit Hollow Apartments (20 apartment units) Summit & Washington Streets, Avis PA 17721 (Avis Borough, Clinton County)	Scottdown Apartments (20 apartment units) 416 Railroad Street, Bloomsburg PA 17815 (Bloomsburg Town, Columbia County)
Columbia Village Apartments (45 apartment units) South Center Street, Millville PA 17846 (Millville Borough, Columbia County)	Harvestview Apartments (20 apartment units) 77 Harvestview Road, Elizabethtown PA 17023 (Elizabethtown Borough and Washington Township, Dauphin County)
Walnut Manor Apartments (36 apartment units) North Fisher Street & Walnut Manor Way, Jonestown PA 17038 (Jonestown Borough, Lebanon County)	Glideside Apartments (30 apartment units) 700 Thanglewood Road, Muncy PA 17756 (Muncy Borough, Lycoming County)
Locust Village Apartments (32 apartment units) 200 Leonard Street, Marysville PA 17053 (Marysville Borough, Perry County)	

and (2) paying the costs of issuing the Authority's tax-exempt housing revenue bonds.

The financing to be provided by the Authority with respect to the Project through the issuance of its tax-exempt mortgage revenue notes will not be in excess of \$13,000,000.

This Notice is being given and the hearing is being held pursuant to the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

Additional information concerning the above may be requested from, and written comments should be addressed to, Dauphin County Industrial Development Authority, Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania 17101, ATTN: C. Peter Carlucci, Solicitor; telephone number (717) 237-6000.

**DAUPHIN COUNTY INDUSTRIAL
DEVELOPMENT AUTHORITY**
C. Peter Carlucci, Esquire
Solicitor

PROOF OF PUBLICATION OF NOTICE IN THE WILLIAMSPORT SUN-GAZETTE UNDER ACT NO. 587, APPROVED MAY 16, 1929

STATE OF PENNSYLVANIA COUNTY OF LYCOMING SS:

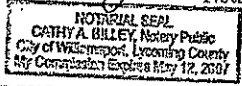
John Zahner Publisher of the Sun-Gazette Company, publishers of the Williamsport, Sun-Gazette, successor to the Williamsport Sun and the Gazette & Bulletin, both daily newspapers of general circulation, published at 252 West Fourth Street, Williamsport, Pennsylvania, being duly sworn, deposes and says that the Williamsport Sun was established in 1870 and the Gazette & Bulletin was established in 1801, since which dates said successor the Williamsport Sun-Gazette has been regularly issued and published in the County of Lycoming aforesaid, and that a copy of the printed notice is attached hereto exactly as the same was printed and published in the regular editions and issues of said Williamsport Sun-Gazette on the following dates, viz:

November 20, 2006

Affiant further deposes that he is an officer daily authorized by the Sun-Gazette Company, publisher of the Williamsport Sun-Gazette, to verify the foregoing statement under oath and also declares that affiant is not interested in the subject matter of the aforesaid notice of publication, and that all the allegations in the foregoing statement as to time, place and character of publication are true.

SUN-GAZETTE COMPANY

Sworn to and subscribed before me the 20th day of November 2006 Cathy A. Bliley Notary Public



STATEMENT OF ADVERTISING COSTS

Table with 2 columns: Description and Amount. Rows include: To the Sun-Gazette Company, Dr.; For publishing the notice attached hereto on the above state dates; Probated same; Total.

NOTICE OF PUBLIC HEARING OF DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY PURSUANT TO FEDERAL REVENUE CODE SECTION 147(b) NOTICE IS HEREBY GIVEN that Dauphin County Industrial Development Authority (the "Authority"), on behalf of itself and the Board of Commissioners of each of the County of Dauphin, the County of Columbia, the County of Lycoming and the County of Perry shall hold a public hearing to receive public input, on December 5, 2006, at the Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania, to receive comments from the public with respect to the Authority's participation in the following proposed project and associated financing: It is proposed that the Authority make a loan from the proceeds of its Proposed Tax-exempt Housing Revenue Bonds to assist in the construction of the following projects: (1) acquisition and rehabilitation of the following existing multi-family residential facilities: Center 1 Apartments (40 apartment units), Box Avenue, S Jack's Hill Drive, Boobsburg PA 16827 Harris Township, Centre County; Center 2 Apartments (40 apartment units), Box Avenue, S Jack's Hill Drive, Boobsburg PA 16827 Harris Township, Centre County; Summit Hollow Apartments (20 apartment units) Summit & Washington Streets, Aris, PA 17721 (Aris Borough, Clinton County); Seaford Apartments (20 apartment units) 416 Railroad Street, Bloomsburg PA 17815 (Bloomsburg Town, Columbia County); Columbia Village Apartments (40 apartment units) South Centre Street, Mifflin PA 17848 (Mifflin Borough, Columbia County); Harvestview Apartments (20 apartment units) 77 Harvestview Road, Elizabethtown PA 17033 (Elizabethtown Borough and Washington Township, Dauphin County); Walnut Manor Apartments (28 apartment units) North Fisher Street & Walnut Manor Way, Appleton PA 17008 (Horseshoe Township, Berks County); Glendale Apartments (30 apartment units) 700 Glendale Road, Mifflin PA 17056 (Mifflin Borough, Lycoming County); Locust Village Apartments (30 apartment units) 200 Locust Street, Harrisburg PA 17103 (Harrisburg Borough, Perry County); and (2) paying the costs of including in the Authority's tax-exempt housing revenue bonds. The financing to be provided by the Authority with respect to the Project through the issuance of its tax-exempt mortgage revenue notes will be in excess of \$15,000,000. This Notice is being given and the hearing is being held pursuant to the requirements of Section 147(b) of the Internal Revenue Code of 1986, as amended. Additional information concerning the above may be requested, in oral and written comments should be addressed to: Dauphin County Industrial Development Authority, Dauphin County Administration Building, 2 South Second Street, Harrisburg, Pennsylvania 17101. ATTN: C. Peter Caruso, Solicitor, telephone number (717) 227-6000. DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY C. Peter Caruso, Solicitor