

**\$18,570,000**  
**CERTIFICATES OF PARTICIPATION**  
**(2016 Financing Project)**  
**Evidencing the Direct, Undivided Fractional Interests of the**  
**Owners Thereof in Installment Payments to be Made by the**  
**MID-PENINSULA WATER DISTRICT**  
**(San Mateo County, California)**  
**As the Purchase Price for Certain Property Pursuant to an**  
**Installment Sale Agreement with the**  
**Public Property Financing Corporation of California**

**REQUISITON NO. 2**  
**FOR DISBURSEMENT FROM DELIVERY COSTS FUND**


The undersigned hereby states and certifies:

- (i) That the undersigned is the duly appointed, qualified, and acting General Manager of the Mid-Peninsula Water District, a water district duly organized and existing under the laws of the Constitution and laws of the State of California (the "District"), and as such, is familiar with the facts herein certified and is authorized to certify the same on behalf of the District;
- (ii) That the undersigned is duly designated as a "District Representative" of the District, as such term is defined in that certain Trust Agreement dated as of December 1, 2016 (the "Trust Agreement"), by and among The Bank of New York Mellon Trust Company, N.A., as trustee (the "Trustee"), the Public Property Financing Corporation of California, and the District;
- (iii) That, pursuant to Section 3.04 of the Trust Agreement, the undersigned hereby requests the Trustee to disburse from the Delivery Costs Fund established under the Trust Agreement to the payee(s) designated on the attached Exhibit "A", the respective sum set forth opposite each payee, for payment or reimbursement of the Delivery Costs (as such term is defined in the Trust Agreement) described on said Exhibit "A"; and
- (iv) That the amounts to be disbursed herein are for Delivery Costs properly chargeable to the Delivery Costs Fund, and have not been the subject of any previous disbursement requisition pursuant to Section 3.04 of the Trust Agreement.

Dated: March 6, 2017

MID-PENINSULA WATER DISTRICT

BY:



Tammy A. Rudock  
General Manager

**EXHIBIT "A"****REQUISITION NO. 2  
DELIVERY COSTS DISBURSEMENTS**

<b>Payee Name and Address</b>	<b>Purpose of Obligation</b>	<b>Amount</b>
The Bank of New York Mellon Trust Company, N.A. c/o Justin Bui 100 Pine Street, Suite 3200 San Francisco, CA 94111 ABA No. 021000018 Account No. 8901245259	Counsel and Custodian Fees, and Trustee Fee for the period December 21, 2016, through December 2017	\$2,250.00
Mid-Peninsula Water District Attention: Tammy Rudock, GM 3 Dairy Lane Belmont, CA 94002	Reimbursement of District Counsel 2016 COP Financing Legal Review Fees for the period September 14, 2016 through December 20, 2016	\$8,132.50