

LEGISLATIVE FILE #170794

[LETTERHEAD OF PFM]

February __, 2018

Edward J. Bielarski, Jr.
General Manager for Utilities
Gainesville Regional Utilities
301 S.E. Fourth Avenue
Gainesville, Florida 32601

Dear Mr. Bielarski:

As Financial Advisor to the Gainesville Regional Utilities, we have on behalf of the City of Gainesville, Florida (the "City") reviewed the terms and conditions of that certain Third Amendment to Standby Bond Purchase Agreement, dated as of February __, 2018 (the "Agreement"), between the City and State Street Bank and Trust Company (the "Bank"), that is being executed and delivered, effective February __, 2018, in connection with the extension of the scheduled expiration date of the Standby Bond Purchase Agreement dated as of March 1, 2007 with respect to the City's Variable Rate Utilities System Revenue Bonds, 2007 Series A.

We hereby confirm that the terms and conditions of the Agreement are advantageous to the City and commercially reasonable. We also hereby confirm that the Agreement is (a) necessary or desirable and advantageous to the City and (b) in commercially reasonable form. Therefore, we feel strongly that it is in the City's best interest to execute and deliver the Agreement.

Very truly yours,

Christopher Lover
Managing Director