

EXHIBIT B

[FORM OF NOTICE OF PRIVATE SALE]

**NOT EXCEEDING \$2,600,000 GENERAL OBLIGATION BONDS, SERIES 2007
FAIRFIELD COUNTY, SOUTH CAROLINA**

NOTICE IS HEREBY GIVEN that pursuant to Section 11-27-40(4), Code of Laws of South Carolina, 1976, as amended and an ordinance adopted on _____, 2007, the Fairfield County, South Carolina ("County"), will sell its not exceeding \$2,600,000 General Obligation Bond, Series 2007 ("Bond"), to _____.

The Bond will be issued in fully registered form; will be dated as of the date of delivery, which is expected to be _____ 2007, and will be numbered R-1. The principal and interest shall be paid in _____ equal semi-annual installments at the rate of [_____] % per annum (calculated on a 360-day year (consisting of twelve 30-day months) basis) to be completed by the maturity date of the Bond, which shall be _____. The first payment will be made on _____, 2007. Thereafter, payments will be made on each _____ and _____. The final payment will be made on _____.

EXHIBIT C

[FORM OF BAN]

No. _____

\$ _____

**UNITED STATES OF AMERICA
STATE OF SOUTH CAROLINA
FAIRFIELD COUNTY
GENERAL OBLIGATION BOND ANTICIPATION NOTE
SERIES 2007**

KNOW ALL MEN BY THESE PRESENTS that the Fairfield County, South Carolina ("County") hereby acknowledges itself indebted, and for value received promises to pay to the [bearer] [registered owner] hereof, the principal sum of

at the principal office of _____, in the County of _____, State of South Carolina, on the _____ day of _____, _____, and to pay interest (calculated on the basis of a 360-day year consisting of twelve 30-day months) on said principal sum from the date hereof, at the rate of _____%, payable upon the maturity of this note. This note is [not] subject to prepayment prior to its maturity.

Both the principal of and interest on this note are payable in any coin or currency of the United States of America which is, at the time of payment, legal tender for the payment of public and private debts.

This note is one of an issue of bond anticipation notes, of like date, tenor and effect, except as to numbering and denomination, aggregating \$_____ ("Notes"), issued by the County, pursuant to the authorization of Title 11, Chapter 17, Code of Laws of South Carolina, 1976, as amended, in anticipation of the receipt of the proceeds to be derived from the general obligation bonds of the County ("Bonds") to be issued pursuant to and in accordance with the provisions of the Constitution and Laws of the State of South Carolina including Article X, Section 14 of the Constitution of the State of South Carolina, 1895, as amended; Title 11, Chapter 27, Code of Laws of South Carolina, 1976, as amended; Title 5, Chapter 21, Article 5, Code of Laws of South Carolina, 1976, as amended, and an ordinance duly adopted by the Council of the County. The full faith, credit and taxing power of the County and the proceeds to be derived from the sale of the Bonds are pledged for the payment of the principal of and interest on the Notes.

The Note shall be issued as one fully registered instrument in an aggregate face amount not exceeding the maximum amount permitted hereunder, to the United States of America, acting through the U.S. Department of Agriculture, Rural Development division, in exchange for obtaining a loan under terms which have been negotiated and published pursuant to Section 11-27-40(4), Code of Laws of South Carolina, 1976, as amended.

This note and the interest hereon are exempt from all State, county, municipal, school district, and all other taxes or assessments of the State of South Carolina, direct or indirect, general or special, whether

imposed for the purpose of general revenue or otherwise, except inheritance, estate and transfer taxes, but the interest hereon may be includable in certain franchise fees or taxes.

IT IS HEREBY CERTIFIED AND RECITED that all acts, conditions and things required by the Constitution and Laws of the State of South Carolina to exist, to happen, or to be performed precedent to or in the issuance of this note, do exist, have happened, and have been performed in regular and due time, form and manner, and the amount of this note, and the issue of which this note is one, does not exceed any constitutional or statutory limitation.

IN WITNESS WHEREOF, THE FAIRFIELD COUNTY, SOUTH CAROLINA, has caused this note to be signed by the [manual/facsimile] signature of the Chairman of Fairfield County Council, attested by the [manual/facsimile] signature of the County Administrator of the County, the seal of the County impressed, imprinted or reproduced thereon and this note to be dated the _____ day of _____, _____.

FAIRFIELD COUNTY, SOUTH CAROLINA

(SEAL)

Chairman

ATTEST:

County Administrator

[End of Form of BAN]

EXHIBIT D

[FORM OF NOTICE OF ADOPTION OF ORDINANCE]

Notice is hereby given that on May 14, 2007, the Fairfield County Council adopted an ordinance entitled: "AN ORDINANCE PROVIDING FOR THE ISSUANCE AND SALE OF NOT EXCEEDING \$2,600,000 GENERAL OBLIGATION BONDS OF FAIRFIELD COUNTY, SOUTH CAROLINA; FIXING THE FORM AND DETAILS OF SAID BONDS; AUTHORIZING THE COUNTY ADMINISTRATOR TO PRESCRIBE CERTAIN DETAILS RELATING TO THE BONDS; PROVIDING FOR THE PAYMENT OF THE BONDS AND THE DISPOSITION OF THE PROCEEDS THEREOF; PROVIDING FOR BORROWING IN ANTICIPATION OF THE ISSUANCE OF SAID BONDS; AND OTHER MATTERS RELATING THERETO" ("Ordinance").

Notice is further given that the provisions of Section 4-9-1220, Code of Laws of South Carolina, 1976, permitting the filing of a petition seeking a referendum to effect the repeal of the foregoing Ordinance will not be applicable, unless as provided by paragraph 8 of Section 11-27-40 of the Code of Laws of South Carolina, 1976, notice of intention to seek such a referendum signed by not less than five qualified electors is filed with the Clerk of Court for Fairfield County, within twenty days from the date of publication of this Notice.

By order of the Fairfield County Council, May 14, 2007.