

[Date]

[Issuer Name]

[Issuer Address]

[City, State, Zip Code]

Re: Best Efforts Underwriting Commitment for [Name of Bond Issue/Series]

Dear [Contact Person Name],

This letter confirms the commitment of [Underwriter Name] (the "Underwriter") to act as the lead underwriter for the proposed issuance of [Description of Bonds] (the "Bonds") by [Issuer Name] (the "Issuer").

1. **Engagement:** The Issuer hereby engages the Underwriter to manage the sale of the Bonds. This engagement is on a "best efforts" basis. The Underwriter does not guarantee the sale of any specific amount of the Bonds but agrees to use its best efforts to find purchasers for the total principal amount of [Principal Amount].

2. **Terms of Offering:** The final terms, including interest rates, maturity dates, and redemption provisions, will be determined based on market conditions at the time of sale and must be mutually agreed upon in writing.

3. **Underwriting Discount:** In consideration for its services, the Underwriter shall receive an underwriting discount (spread) of [Percentage]% of the aggregate principal amount of the Bonds actually sold.

4. **Conditions:** This commitment is subject to the following:

- The preparation and delivery of an Official Statement satisfactory to the Underwriter.
- The receipt of legal opinions from Bond Counsel.
- The absence of any material adverse change in the financial condition of the Issuer.
- Market conditions that, in the sole judgment of the Underwriter, permit a successful marketing of the Bonds.

5. **Termination:** Either party may terminate this agreement upon [Number] days' written notice. The Issuer agrees to reimburse the Underwriter for out-of-pocket expenses incurred up to the date of termination.

6. **Governing Law:** This agreement shall be governed by the laws of the State of [State Name].

Please indicate your acceptance of these terms by signing below.

Sincerely,

[Authorized Signature]

[Name and Title]

[Underwriter Name]

Accepted and Agreed:

By: _____

Name: [Name of Issuer Representative]

Title: [Title]

Date: _____