

[Investment Bank Letterhead]

[Date]

[Contact Name]

[Title]

[Issuer/Municipality Name]

[Address]

[City, State, Zip]

RE: Commitment to Purchase - [Full Name of Bond Series/Issue]

Dear [Contact Name],

On behalf of [Underwriting Firm Name] (the "Underwriter"), we are pleased to submit this commitment letter to purchase the above-referenced municipal securities (the "Bonds") from [Issuer Name] (the "Issuer") via a negotiated sale.

1. Purchase and Sale: Subject to the terms and conditions set forth herein and in the formal Bond Purchase Agreement (BPA), the Underwriter hereby commits to purchase the Bonds at a total principal amount of \$[Amount], plus/minus any applicable original issue premium or discount.

2. Interest Rates and Pricing: The Bonds shall bear interest at the rates and mature on the dates as set forth in the attached Pricing Schedule. The true interest cost (TIC) is estimated at [Percentage]%.

3. Underwriter's Discount: As compensation for our services, the underwriter's discount shall be \$[Amount] per \$1,000 bond, totaling \$[Total Discount].

4. Conditions to Closing: Our commitment is subject to the following:

- The execution of a Bond Purchase Agreement acceptable to both parties.
- Receipt of an unqualified approving opinion from Bond Counsel.
- The maintenance of a credit rating of no less than [Rating] by [Rating Agency].
- No material adverse change in the financial condition of the Issuer or in the municipal bond market prior to closing.

5. Role Disclosure: In accordance with MSRB Rule G-17, the Underwriter is acting as a principal in a commercial, arm's-length transaction and not as a municipal advisor or fiduciary to the Issuer.

6. Expiration: This commitment shall remain valid until [Date/Time]. If the Bond Purchase Agreement is not executed by this time, this offer shall expire unless extended in writing.

We look forward to working with you on this successful financing.

Sincerely,

[Signature]

[Name of Authorized Officer]

[Title]

[Underwriting Firm Name]

Accepted and Agreed:

By: _____

Name: [Authorized Representative of Issuer]

Title: [Title]

Date: [Date]