



February 17, 2021

Memorandum

To: Frank Abbate, County Manager
Christine M. Schverak, Assistant County Attorney

From: Jay Glover, Managing Director – PFM Financial Advisors LLC

Re: Review of Financing Structure for the Industrial Development Revenue Bonds (Roswell U.S. LLC Project), Series 2021

It is our understanding that Roswell U.S. LLC (the "Borrower") has requested the Florida Development Finance Corporation (the "Issuer") issue Industrial Development Revenue Bonds (Roswell U.S. LLC Project), Series 2021 (the "Bonds") in the par amount in excess of \$7,500,000 to (i) finance and/or refinance the acquisition, construction, renovation, improvement and/or equipping of certain manufacturing facilities located on approximately 10 acres of land at 2900 Murrell Road, Rockledge, Florida 32955, including, without limitation, refinancing the acquisition of approximately 75,000 square feet of manufacturing space and financing the construction of approximately 12,000 square feet of additional manufacturing space; (ii) finance new equipment to be used in the manufacturing of pleasure boat accessories, including wake towers, board racks, audio equipment, and other accessories, (the "Project"), (iii) fund any necessary reserves, and (iv) pay certain costs of issuance related to the Bonds. Due to the par amount being greater than \$7,500,000, Brevard County, Florida (the "County") is required to approve their issuance. As financial advisor to the County, PFM Financial Advisors LLC (PFM) has been asked to certify that approving the issuance of the Bonds will not have a negative financial impact on the County, impair the County's credit ratings or impact the County's ability to issue debt in the future.

The Borrower and its' representatives have indicated that the plan of finance will include a direct placement loan with a qualified financial institution. The Bonds will be solely secured by the revenues pledged therefor pursuant to a loan agreement or other finance agreement entered into by the Issuer prior to or contemporaneously with the issuance of the Bonds and thus the County has no financial exposure. We have reviewed all the relevant documentation and based on that review can confirm that the proposed issuance of the Bonds will not have a negative financial impact on the County.

PFM did not prepare or review any type of feasibility report related to the Borrower's ability to pay debt service on the Bonds and has no responsibility to do so. PFM also bears no liability for potential errors in the information provided by the Borrower or its' representatives.

cc: Kathy Wall, Assistant to the County Manager