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INDIAN WELLS VALLEY GROUNDWATER AUTHORITY
Revenue Bonds, Series 2024
(Water Rights Acquisition Financing Project)

RULE 15c2-12 CERTIFICATE

The undersigned hereby certifies and represents that s/he is the duly appointed General Manager of the Indian Wells Valley Groundwater Authority (the "Authority"), and as such is duly authorized to execute and deliver this Certificate and further hereby certifies and confirms on behalf of the Authority as follows:

(1) This Certificate is delivered in connection with the offering and sale of the captioned bonds (the "Bonds"), in order to enable the underwriter of the Bonds to comply with Securities and Exchange Commission Rule 15c2-12 under the Securities Exchange Act of 1934 (the "Rule");

(2) In connection with the offering and sale of the Bonds, there has been prepared a preliminary official statement (the "Preliminary Official Statement");

(3) As used herein, "Permitted Omissions" shall mean the offering price(s), interest rate(s), selling compensation, aggregate principal amount, principal amount per maturity, delivery dates, ratings and other terms of the Bonds depending on such matters, all with respect to the Bonds; and

(4) The Preliminary Official Statement is, except for the Permitted Omissions, deemed final by the Authority within the meaning of the Rule.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of this 21st day of May, 2024.

INDIAN WELLS VALLEY
GROUNDWATER AUTHORITY

By _____
Carol Thomas-Keefer
General Manager

*Preliminary, subject to change.