

**Independent Registered Municipal Advisor Certificate**

Town of Prosper  
Ms. Kelly Neal  
Finance Director  
200 South Main Street, 3<sup>rd</sup> Floor  
Prosper, Texas 75078

To Whom It May Concern:

The Town of Prosper (the "Town") intends that the receipt of this document by market participants may be used for purposes of complying with the independent registered municipal advisor exemption to the SEC Municipal Advisor Rule. The Town makes no representation as to whether the underwriter is in compliance with the SEC Municipal Advisor Rule by receipt of this document.

**Independent Registered Municipal Advisor Certificate  
Effective October 1, 2018**

The Town has retained an independent registered municipal advisor. The Town is represented by and will rely on its municipal advisor, Hilltop Securities, to provide advice on proposals from financial services firms concerning the issuance of municipal securities. The Hilltop Securities individual with primary responsibility for advising the Town on such matters is Jason Hughes. His contact information is located below.

This certificate may be relied upon until withdrawn by the Town.

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