

**MATERIAL EVENT NOTICE
(bond call and defeasance)**

**JEFFERSON COUNTY, ALABAMA
Sewer Revenue Capital Improvement Warrants
Series 2002-D
Dated November 1, 2002**

NOTICE IS HEREBY GIVEN that certain of the above-referenced warrants (the "Series 2002-D Warrants") have been called for redemption on August 1, 2012, at and for a redemption price, for each such warrant, equal to 100% of the principal amount thereof plus accrued interest thereon to such redemption date. The Series 2002-D Warrants that have been called for redemption (the "Refunded Series 2002-D Warrants") consist of Series 2002-D Warrants in the principal amount of \$27,780,000 that have a stated maturity date of February 1, 2038.

The Refunded Series 2002-D Warrants have been defeased through the establishment of an irrevocable trust fund (the "Escrow Fund") with The Bank of New York, as Escrow Trustee. The Escrow Fund contains obligations issued or guaranteed by the United States of America and cash sufficient to make provision for the payment, when due, of the interest on the Refunded Series 2002-D Warrants and for the payment on the aforesaid redemption date of said redemption price of the Refunded Series 2002-D Warrants.

JEFFERSON COUNTY, ALABAMA
Steve Saylor
Director of Finance