

JEFFERSON COUNTY, ALABAMA  
LIMITED OBLIGATION SCHOOL WARRANTS

Series Designations and CUSIP Numbers on Attached Schedule A

**MATERIAL EVENT NOTICE**  
**November 10, 2008**

The following information is provided by Jefferson County, Alabama (the "County") pursuant to certain Continuing Disclosure Agreements executed and delivered by the County in connection with the issuance of the warrants set forth on the attached Schedule A (collectively, the "Warrants"), in compliance with Securities and Exchange Commission Rule 15c2-12.

**Rating Downgrade**

The Warrants are insured by Ambac Assurance Corporation ("Ambac") and were assigned ratings by Standard & Poor's Ratings Services ("S&P"), Moody's Investors Service, Inc. ("Moody's") and Fitch Ratings Ltd. ("Fitch"). On November 5, 2008, the long-term insured ratings assigned to the Warrants by Moody's were reduced from "Aa3" to "Baa1" in conjunction with the corresponding reduction in such rating agency's financial strength and financial enhancement rating of Ambac. The current long-term insured ratings assigned to the Warrants by Moody's are listed as "Outlook Developing". In addition, the current "AA" long-term insured ratings assigned to the Warrants by S&P are listed as "Credit Watch Negative". Fitch withdrew its long-term insured ratings assigned to the Warrants on June 26, 2008.

A rating reflects only the view of the agency assigning such rating and is not a recommendation to buy, sell or hold the Warrants. Such rating may be changed at any time, and no assurance can be given that it will not be subject to further revision or withdrawn entirely by the rating agency if, in its judgment, the circumstances so warrant. Any further reduction or withdrawal of the ratings on the Warrants may have an adverse effect on the market price of the Warrants.

## SCHEDULE A

### **Limited Obligation School Warrants**

---

#### *Series 2005-A*

<u>Maturity</u>	<u>CUSIP</u>	<u>Subseries</u>	<u>Insurer</u>
1/1/2027	472653BA1	2005-A-1	Ambac
1/1/2027	472653BB9	2005-A-2	Ambac
1/1/2027	472653BC7	2005-A-3	Ambac
1/1/2027	472653BD5	2005-A-4	Ambac

#### *Series 2005-B*

<u>Maturity</u>	<u>CUSIP</u>	<u>Insurer</u>
1/1/2027	472653BE3	Ambac