

**TOWNSHIP OF LITTLE EGG HARBOR, IN THE COUNTY OF
OCEAN, NEW JERSEY
NOTICE OF BOND ANTICIPATION NOTE SALE CONSISTING OF
\$3,025,000 BOND ANTICIPATION NOTES, SERIES 2017A (TAX-EXEMPT)
(BANK QUALIFIED)
AND
\$1,329,000 BOND ANTICIPATION NOTES, SERIES 2017B (FEDERALLY TAXABLE)**

Proposals are being solicited for the above issue of Bond Anticipation Notes, Series 2017A (Tax-Exempt) in the aggregate principal amount of \$3,025,000 (the "Tax-Exempt Notes") and Bond Anticipation Notes, Series 2017B (Federally Taxable) in the aggregate principal amount of \$1,329,000 (the "Taxable Notes", and together with the Tax-Exempt Notes, the "Notes") for the purchase at not less than the par amount of each series of the Notes being offered, through a fair and open process in accordance with N.J.S.A. 40A:2-28. Separate bids must be submitted for (i) the Tax Exempt Notes, and (ii) the Taxable Notes, and the selection of the winning bidder will be made separately for the Tax-Exempt Notes and for the Taxable Notes. It is anticipated that separate CUSIP numbers will be assigned to the Tax-Exempt Notes and to the Taxable Notes. All bids will be publicly opened and announced by Anthony Inverso of Phoenix Advisors, LLC (the "Financial Advisor), on behalf of the Township of Little Egg Harbor, in the County of Ocean, New Jersey (the "Township"), at 4 West Park Street, Bordentown, New Jersey 08505 on Tuesday, January 24, 2017, until 11:15 a.m. Bids will be received either (a) via facsimile, at (609) 291-9940, attention: Anthony Inverso, or (b) via email, to ainverso@muniadvisors.com. All bids submitted are the sole responsibility of the bidder and must be received by the Township by 11:15 a.m. to facsimile number (609) 291-9940 or email to ainverso@muniadvisors.com. No telephone bids will be accepted. The Chief Financial Officer and the Financial Advisor of the Township will evaluate the bids on the basis of the lowest net interest cost to the Township. A determination as to the award will be made no later than 1:00 p.m. on that date. The Township accepts no responsibility for the failure of any telecopied or emailed bids to be received on time for whatever reason. The right is reserved to reject any or all bids, and any bid not complying with the terms of this Notice of Sale shall be rejected.

Bids must be on the official bid forms attached hereto as Exhibit A (in the case of the Tax-Exempt Notes), and/or Exhibit B (in the case of the Taxable Notes), signed by the bidder, sent to Fax No. (609) 291-9940, Attention Anthony Inverso or email to ainverso@muniadvisors.com. If the sale of the Notes is canceled or postponed, all bids shall be returned unopened.

Warnings: Bids submitted by facsimile transmission or email will not be considered timely unless, at the deadline for submission of bids, the entire bid form has been received by the Financial Advisor on behalf of the Township. The official time for receipt of bids will be determined by the Township at the place of bid opening, and the Township shall not be required to accept any bidders fax machine time-stamp or email time-stamp as evidence of a timely bid. Neither the Township, nor the law firm of GluckWalrath LLP ("Bond Counsel"), nor the Financial Advisor shall be responsible for, and the bidder expressly assumes the risk of, any

incomplete or untimely bid submitted by facsimile transmission or email by such bidder, including, without limitation, by reason of garbled transmission, mechanical failure, engaged telephone, telecommunications or computer lines, or any other cause arising from delivery by facsimile transmission or email. Bidders may call (609) 291-0130, to confirm receipt of their bids; however the Township, Bond Counsel and the Financial Advisor take no responsibility for informing any bidder prior to the time for receiving bids that its bid is incomplete, illegible or not received.

Separate proposals must be submitted for the Tax-Exempt Notes and for the Taxable Notes, and the selection of the winning bidder will be made separately for the Tax-Exempt Notes and for the Taxable Notes. Bids submitted must offer to purchase all of the Tax-Exempt Notes or all of the Taxable Notes (as the case may be) and the purchase price specified in the proposal must be not less than \$3,025,000 (in the case of the Tax-Exempt Notes) or \$1,329,000 (in the case of the Taxable Notes). The Notes will bear interest at a rate or rates within the limits prescribed by law and the interest is payable at maturity. Interest shall be calculated on a 360-day year consisting of twelve 30-day months. No proposal for less than par will be considered. THE TAX-EXEMPT NOTES AND THE TAXABLE NOTES WILL BE SEPARATELY AWARDED AND SOLD TO THE BIDDER(S) COMPLYING WITH THE TERMS OF SALE AND OFFERING TO PURCHASE ALL OF THE TAX-EXEMPT NOTES OR ALL OF THE TAXABLE NOTES (AS THE CASE MAY BE) AT THE LOWEST NET INTEREST COST, AND IF TWO OR MORE SUCH BIDDERS OFFER THE SAME LOWEST NET INTEREST COST, THEN TO THE ONE OF SAID BIDDERS SELECTED BY THE CHIEF FINANCIAL OFFICER BY LOT FROM AMONG ALL OF SAID BIDDERS OR BY ALLOCATION IN THE MANNER DIRECTED BY THE CHIEF FINANCIAL OFFICER. The right is reserved to reject any or all bids, and any bid not complying with the terms of this Notice of Sale shall be rejected. Award of the Tax-Exempt Notes and the Taxable Notes is expected to be made promptly after opening of the bids, but the successful bidder may not withdraw its proposal until two hours after the time set forth above on the day of such bid opening and then only if such award has not been made prior to the withdrawal.

SPECIFICATION OF BOND ANTICIPATION NOTES

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|---------------------------|---|
| Principal Amounts: | \$3,025,000 Tax-Exempt \$1,329,000 Taxable |
| Dated: | February 2, 2017 |
| Maturity Date: | February 2, 2018 |
| Interest Rates Per Annum: | Specified by Successful Bidder |
| Legal Opinion: | GluckWalrath LLP Trenton, New Jersey |

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| Paying Agent: | Specified by and at the expense of successful bidder within 24 hours of award, subject to approval of the Chief Financial Officer |
| Closing: | |
| a. date | February 2, 2017 |
| b. location | Township of Little Egg Harbor, 665 Radio Road, Little Egg Harbor, New Jersey, or at such other place as agreed to by the Chief Financial Officer |
| Denominations: | Denominations of \$5,000 or more |
| Payment: | Immediately available funds |

The Notes will be non-callable general obligations of the Township payable ultimately from *ad valorem* taxes levied upon all taxable property within the Township to the extent that payment is not otherwise provided. The full faith and credit of the Township will be pledged for the punctual payment, in accordance with their terms, of the principal of and the interest on the Notes. The Tax-Exempt Notes will be "qualified tax-exempt obligations" for purposes of Section 265 of the Internal Revenue Code of 1986, as amended.

The Preliminary Official Statement is deemed to be a "final Official Statement" as of its date, within the meaning of Rule 15c2-12 of the Securities and Exchange Commission, but is subject to (a) completion with certain pricing and other information to be made available to the successful bidder, and (b) amendment. The Preliminary Official Statement, as so revised, will constitute the final Official Statement.

In order to assist bidders in complying with SEC Rule 15c2-12, the Township will undertake pursuant to a Continuing Disclosure Certificate, to provide notices of the occurrence of certain events, if material. A description of this undertaking is set forth in the Preliminary Official Statement and will also be set forth in the final Official Statement.

No later than seven business days following the award of the Notes, the Township will provide the successful bidder with a reasonable number of copies of the final Official Statement, provided that all information necessary to complete the final Official Statement is supplied to the Township within twenty-four (24) hours after the award of the Notes.

It is anticipated that CUSIP identification numbers will be printed on the Notes, but neither the failure to print such number on any Note nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the Notes in accordance with the terms of this Notice of Sale. All expenses in relation to the printing of CUSIP numbers on the Notes shall be paid for by the Township; provided, however, that the CUSIP Service Bureau charge for the assignment of said numbers shall be the

responsibility of and shall be paid for by the purchasers. **Separate CUSIP numbers will be assigned to the Tax-Exempt Notes and the Taxable Notes.**

As a condition to the delivery of the Notes, the successful bidder(s) will be required to execute a receipt therefor containing a certification that either (i) all of the Notes have been the subject of an initial public offering, and at least ten percent (10%) of the Notes have been sold to the public (excluding bond houses, brokers, or similar persons or organizations acting in the capacity of underwriter or wholesaler) at such initial offering price or prices as would produce a yield to the purchaser(s) thereof equal to a stated percent per annum, and it has no reason to believe that any of the Notes have been or will be initially sold to the public at a lower yield than aforesaid, or (ii) it has not reoffered the Notes to the public and has no present intention to reoffer the Notes to the public.

In addition, the successful bidder(s) will be required to furnish on behalf of the underwriter(s) of the Notes, the following information by facsimile transmission or overnight delivery received within twenty-four (24) hours after the award of the Notes: (a) the initial public offering prices or yields (expressed as percentages), (b) selling compensation (aggregate total anticipated compensation to the underwriter(s) expressed in dollars), (c) the identity of the underwriter(s) if the successful bidder is part of a group or syndicate, and (d) any other information necessary to complete the final Official Statement but not known to the Township (such as the bidder's purchase of credit enhancement on the Notes).

The successful bidder of the Notes is advised of its responsibility to file an annual disclosure statement on political contributions with the New Jersey Election Law Enforcement Commission ("ELEC") pursuant to N.J.S.A. 19:44A-20.13 (P.L. 2005, c.271, s.3) if the successful bidder enters into agreements or contracts, such as its agreement to purchase the Notes, with a public entity, such as the Township and receives compensation or fees in excess of \$50,000 in the aggregate from public entities, such as the Township, in a calendar year. It is the successful bidder's responsibility to determine if filing is necessary. Failure to do so can result in the imposition of financial penalties by ELEC. Additional information about this requirement is available from ELEC at 888-313-3532 or at www.elec.state.nj.us.

A Preliminary Official Statement has been prepared and will be posted on the internet and can be downloaded at www.prospectushub.com. Potential bidders may also obtain a copy of the Preliminary Official Statement by the Financial Advisor.

/s/ GARRETT LOESCH

Garrett Loesch, Chief Financial Officer

EXHIBIT A

PROPOSAL FOR TAX-EXEMPT NOTES

January 24, 2017

Garrett Loesch, Chief Financial Officer
Township of Little Egg Harbor
c/o Anthony Inverso
Phoenix Advisors, LLC
4 West Park Street
Bordentown, New Jersey

Dear Mr. Inverso:

Subject to the provisions of the "Notice of Bond Anticipation Note Sale", which is attached hereto and considered a part hereof, we offer to purchase the Tax-Exempt Notes on the following terms:

Purchase Price: \$_____ (not less than \$3,025,000 which represents the par amount of the Tax-Exempt Notes)

Interest Rate: _____%

Net Interest Cost: _____% \$_____
(Please specify in both percentage and dollars)

Name:
Title:
Representing:
Telephone No.:

PLEASE COMPLETE THE FOLLOWING:

| | |
|--------------------------------------|---------|
| Interest Payable on Tax-Exempt Notes | \$_____ |
| Less: Premium, if any | \$_____ |
| Net Interest Payable | \$_____ |

THIS PORTION OF THE PROPOSAL IS NOT PART OF THE BID

EXHIBIT B

PROPOSAL FOR TAXABLE NOTES

January 24, 2017

Garrett Loesch, Chief Financial Officer
Township of Little Egg Harbor
c/o Anthony Inverso
Phoenix Advisors, LLC
4 West Park Street
Bordentown, New Jersey

Dear Mr. Inverso:

Subject to the provisions of the "Notice of Bond Anticipation Note Sale", which is attached hereto and considered a part hereof, we offer to purchase the Taxable Notes on the following terms:

Purchase Price: \$_____ (not less than \$1,329,000 which represents the par amount of the Taxable Notes)

Interest Rate: _____ %

Net Interest Cost: _____ % \$_____
(Please specify in both percentage and dollars)

Name:
Title:
Representing:
Telephone No.:

PLEASE COMPLETE THE FOLLOWING:

| | |
|-----------------------------------|---------|
| Interest Payable on Taxable Notes | \$_____ |
| Less: Premium, if any | \$_____ |
| Net Interest Payable | \$_____ |

THIS PORTION OF THE PROPOSAL IS NOT PART OF THE BID
