

PAULDING NORTHWEST ATLANTA AIRPORT

REQUEST FOR PROPOSAL FIXED BASE OPERATOR

I. Introduction

The Paulding County Airport Authority (PCAA) is soliciting competitive sealed Proposals for the lease, design, development, and management of a Fixed Base Operation at the new Paulding Northwest Atlanta Airport (PUJ), near Dallas, Georgia.

The airport is designed to provide services and facilities for propeller fixed wing and turbojet aircraft and helicopters, and will act as a stimulus to the local economy through jobs, salaries, business support and access. Flight activities proposed for the Airport include flight training, air charter, corporate, MRO, emergency services, and private aircraft operations.

PCAA is committed to having Paulding Northwest Atlanta Airport be the airport of choice for the region's businesses and travelers by providing cost effective, safe friendly and enjoyable customer experience.

The Paulding Northwest Atlanta Airport is located approximately thirty-two miles northwest of Atlanta and began operation in the fall of 2008. The Airport is owned and operated by Paulding County and the Paulding County Airport Authority.

PCAA is seeking a qualified firm to manage a Fixed Base Operation on the new airport. Each Proposer must be able to demonstrate its ability to design, finance, construct, operate, and manage the project. The successful Proposer will be that firm that proposes the greatest return to PCAA through a combination of lease, design, development terms, proposed use of the premises, and overall benefit to the County.

II. Scope of Work

PCAA is seeking a qualified firm or individual to build and manage a Fixed Base Operation. Proposed aeronautical activities must meet the Minimum Standards established for Paulding Northwest Atlanta Airport as described in ATTACHMENT 2. This Request for Proposal ("RFP") provides information regarding the requirements for this project. Specific information, including the physical characteristics of the site, which may be included herein, shall remain the responsibility of the Proposer to investigate and independently verify.

III. General Instructions for Proposers

One unbound original (designated as the original) and seven copies of your Proposal must be submitted. All copies of the Proposal must be identical. The Proposer is responsible for assuring

delivery on or before 5:00 p.m. EST, Friday, January 15th, 2010. Proposals must be signed in ink by an authorized individual.

Proposals shall be submitted in a sealed envelope/package. The envelope/package shall be addressed to Paulding County Airport Authority, 240 Constitution Blvd, Dallas, Georgia 30132 and shall be identified with the RFP number and Proposer name on the outside.

Proposals submitted are not publicly available until award by the PCAA. All Proposals and supporting materials as well as correspondence relating to this RFP shall become the property of PCAA when received, and PCAA may use or dispose of the Proposal at its discretion. PCAA shall not compensate the Proposer for any expenses incurred by the Proposer in: (i) The preparation of the Proposal in response to this RFP and submitting the Proposal, (ii) Negotiating with PCAA on any matter related to the Proposal, and/or (iii) Any other expense incurred by the Proposer prior to the date of contract award. The County, the Airport Authority, their employees, and their agents shall be held harmless from any liability, claims, or expenses whatsoever, incurred by, or on behalf of, any person or organization in responding to this RFP.

Any proprietary information, as allowed by Georgia law, contained in the Proposal should be so indicated and placed in a separate envelope marked "proprietary." However, a general indication that the entire contents, or a major portion, of the Proposal is proprietary will not be honored.

PCAA reserves the right to reject any or all Proposals, to negotiate changes in the scope of work and other RFP requirements, and to waive any technicalities and informalities as deemed in its best interest.

The successful Proposer will be required within fourteen days of the date of the Notice of Intent to Award to provide to PCAA the following:

- a. Certificate of Insurance as required.
- b. Four properly executed contract documents.
- c. Performance and payment bonds as required.

Failure to provide the above documents within fourteen days after the date of the Notice of Intent to Award will be just cause for the annulment of the Notice of Intent to Award. At the discretion of PCAA, the Notice of Intent to Award may then be made to the next highest scoring responsible Proposer.

IV. Key Contact Person

Blake Swafford
Paulding Northwest Atlanta Airport
240 Constitution Blvd
Dallas, Georgia 30132
TELEPHONE: 678-224-4230
FAX: 770 505-8877
Bswafford@paulding.gov

V. Inquiries from Proposers

All questions related to this RFP must be submitted in writing to the Key Contact Person identified in preceding Section IV no later than 5:00 p.m. EST, Friday, December 18th, 2009. Proposers are presumed to have completely inspected the 600-Acre site prior to submitting their Proposals and must notify the Airport Director 24 hours in advance by emailing bswafford@paulding.gov for unescorted site visits.

Proposers shall, and do hereby, indemnify and hold harmless Paulding County, its Commissioners, Airport Authority members, officers, and employees from and against any and all damages and claims, including without limitation, all attorneys' fees and expenses at both the trial and appellate levels, which in any way arise out of or are related to any inspection of the Premises by Proposer or any mechanic's or materialman's liens which may arise in connection with the performance of any work by or at the request of Proposer with respect to any such inspections.

VI. Proposal Content

The Proposal shall be responsive to the specific range of issues described in the Request for Proposal including the proposed revenue PCAA could expect, description of proposed facilities, business plan for the site, use of the premises, proposed additions, deletions, or alterations to the model lease terms, and qualifications of the Proposer. Proposers are urged to read the Request for Proposal carefully to ensure that they address the specific requirements of this RFP and submit all requested information in the PROPOSAL SPECIFICS.

A Letter of Transmittal must be submitted to include a statement concerning the Proposer's capabilities and willingness to pursue and carry out this project.

The terms and conditions outlined in this Request for Proposal are anticipated to form a contract between PCAA and the successful Proposer. Proposers are encouraged to offer terms favorable to PCAA, but realistic in nature. Proposers should bear in mind the competitive nature of the Proposal process and the fact that PCAA will be looking for the Proposer which offers the best overall advantage to PCAA. PCAA, however, may also consider Proposals offering alternative terms and provisions. Proposers requesting reduced rent during construction, rent credits, or other deviations from the provisions of this RFP should specifically address the requested changes in their Proposal.

VII. Proposal Evaluation Criteria

PCAA intends to accept the offer that is most advantageous to PCAA from the standpoint of greatest return to PCAA through a combination of lease, design, development terms, proposed use of the premises, and overall benefit to the County.

During the evaluation, validation, and selection process, PCAA may desire the presence of a Proposer's representative for answering specific questions, orally and/or in writing. PCAA will not be liable for any costs incurred for preparation or presentation in this regard.

PCAA also reserves the right to conduct a pre-award interview or to require other evidence of technical, production, managerial, financial, or other abilities prior to the award of the contract.

The following categories will be evaluated:

1. Revenue to Authority: Monthly ground lease rent must be indicated on the attached PROPOSAL SPECIFICS and must include the construction period rent and base rent. The minimum base ground lease rent anticipated by PCAA is \$0.25 per square foot per year. Both increase and decrease of the base rent shall be considered. The Proposer should justify any alternative rate structures less than \$0.25 per square foot per year. In addition, the rent will be adjusted based on Consumer Price Index adjustments described in the attached model lease.

A Proposal providing a percentage of sub rent to PCAA will be considered favorably. The Proposal must state what percentage the Proposer will pay to PCAA of any sub-rent that the Proposer may collect from tenants.

NOTE: While it is anticipated that the FBO will lease space within the new Airport Terminal Building from the Paulding County Industrial Building Authority (owner of the Terminal), that lease will not be a part of the submittal to the PCAA and will not be evaluated as part of the proposal.

A Proposer intending to enter into an agreement that includes fueling rights shall be required to pay the applicable fuel flow fee per gallon of fuel delivered to the Airport. Fuel Flow Fees are not negotiable. A Proposal guaranteeing an annual minimum of fuel usage shall have the fuel flow fees generated (\$.16 collected by fuel provider and paid directly to Authority) from the guarantee amount treated as revenue to PCAA for evaluation purposes.

Fuel Delivered to new Facility:

The current fuel flow fee is \$0.16 per gallon. This fuel flow fee shall be adjusted every third July 1st beginning July 1, 2012 based on increases in the Consumer Price Index as described in the Minimum Standards (ATTACHMENT 2).

2. Site Improvements: A minimum of 15,000 square feet of hangar and office space is expected as part of the development with a minimum hangar size of 10,000 square feet with a minimum door height of 25 feet. A concept of the development from the Airport Layout Plan is attached as ATTACHMENT 4.

NOTE: It is anticipated that the FBO will lease space within the new Airport Terminal Building from the Paulding County Industrial Building Authority (owner of the Terminal). This lease space shall meet the requirement of office space as required above.

The proposed improvements and layout to the site shall be a design item by the Proposer, and shall be generally shown on a Site Plan attached to the Proposal, including a narrative of the development's key features and benefits. The final layout and square footage may be adjusted to meet the needs of the Proposer's business plan. A layout that has the flexibility to fulfill the role of other business plans beyond the proposed will be considered favorably. Phased development will be considered and should be described in detail. An anticipated project budget should be included in the Proposal and contain at minimum the following:

Grading/Earthwork:	\$ _____
Utilities	\$ _____
Pavement	\$ _____
Hangar/Office	\$ _____
Landscaping	\$ _____
Other	\$ _____

Proposers shall be required to state a Minimum Value Commitment for proposed improvements. The improvements to be made shall be not less than \$300,000 in value, including all fees and costs associated with construction.

The site layout and construction shall conform to all FAA criteria for a Group II aircraft weighing 60,000 pounds dual wheel, and the design shall be subject to comments, revisions, and approval of the Airport. 60,000 pounds dual wheel is the design specification. It is a design standard and not a weight limitation. This is the minimum design standard. A Proposer may select a design standard greater than 60,000 pounds dual wheel.

Information on the aircraft criteria shall be found in Advisory Circular for Airport Design 150/5300-13 and in Advisory Circular for Pavement Design 5320-6D or in any other such document published by the Federal Aviation Administration intended to supersede or update the Advisory Circulars. Advisory Circulars are available through the internet at <http://www.faa.gov/arp/150acs.cfm>

Architectural Guidelines will be used by the Evaluation Committee as only a portion of the overall development review. Architectural design of the building's exterior is expected to meet with the airport Minimum Standards.

Roads and parking lots shall be constructed to Paulding County DOT requirements and County Development Standards.

The successful Proposer will be required to pay for all utility installations, relocations, and services required for its operation. All utilities must be installed underground and must conform to all requirements set by the County and Airport.

The following may be contacted to discuss relevant utility issues:

County Utility Coordinator – Tim Cole 770-445-4759
Greystone Power EMC – John Lawrence 770-370-2253
Paulding County Water – Michael Carter 770-222-6850

Proposers shall be responsible for complying with all local and state Stormwater Regulations. The Proposer will be responsible for all expenses related to Stormwater requirements and improvements.

The Proposer may utilize the existing detention ponds on the airport by installing underground pipes that will accommodate the sites discharge and future airport development discharge along the route. The Proposer will be responsible for all expenses related to the installation.

The successful Proposer shall be responsible for installing a card access control system on the site with proximity card readers for all installed vehicle and pedestrian gates. Fencing and Gates with a minimum height of 6 feet shall be installed to separate landside from airside activities.

Leasehold improvements shall become the property of PCAA upon termination or expiration of the lease.

The site shall be leased to the successful Proposer in an "AS IS" condition. Any fill, grading, removal of rock, or other improvements necessary at the site shall be the responsibility of the successful Proposer. Any extraordinary site improvements expected should be outlined in the Proposal submitted. It is the responsibility of the Proposer to obtain geo-technical information on the site and field verify any information provided by PCAA.

3. Business Plan: Proposers will be scored regarding their responsiveness in providing an accounting of the benefits the proposed aviation services will deliver to the County (i.e. type of aviation services, creation of jobs, relocation of industry, increased tax revenues to the County, etc.).

4. Other Provisions of Lease: The term of the lease is expected to be for a maximum of twenty-five years. Alternate terms may be considered. Any alternate terms should be justified by the

Proposer on the basis of capital investment in the premises or on the ability to adequately amortize leasehold improvements. Any reductions in the term of the lease will be considered favorably.

PCAA encourages and will consider favorably Proposals that are flexible and grant PCAA the right to assign in the future a predetermined amount of hangar space for a potential tenant who will support economic development in Paulding County. It is anticipated that any such tenant would enter into a sublease with the Proposer. This option would benefit Paulding County in negotiations with businesses contemplating locating in Paulding County.

Proposals that offer additional lease provisions that commit the Proposer to verifiable levels of service beyond the model lease provisions will be considered favorably.

The successful Proposer will be responsible for the maintenance of all improvements throughout the term of the lease.

The successful Proposer shall be responsible for all taxes and assessments related to the site, improvements on the site and on aircraft owned by Proposer based at the Airport. Proposer must meet the insurance requirements set forth in ATTACHMENT 2 Minimum Standards. Insurance requirements will vary depending on the type of activity proposed.

Any proposed alternate provisions for the lease should be justified by the Proposer and will be scored accordingly.

5. Qualifications/References/Experience: Submittals from Proposers must include information in the Proposal Questionnaire and other information including financial documents deemed appropriate as a demonstration of the Proposer's capabilities and qualifications.

Industrial Bonds in a form and manner acceptable to PCAA may be used as a funding mechanism for the development. However, this in no way implies that a bond application will be treated any differently from the standard application process from the issuing entity.

VIII. Selection Procedures

An Evaluation Committee will be established to review and evaluate all Proposals submitted in response to this RFP. The Evaluation Committee will conduct a preliminary evaluation of all Proposals to determine if all the requested information was provided. Any Proposal not containing all of the requested information may be declared non-responsive and be withdrawn from further consideration.

All Proposals determined to be responsive will be evaluated against the established criteria. The Evaluation Committee may request clarifications, in writing, to any element of the Proposer's

Proposal package. Such clarifications shall be requested, in writing, by the County’s Airport Director or his/her designee and shall specify the information requested and the response date required.

The Evaluation Committee may select to hold oral interviews in Paulding County with the highest rated Proposers. Proposer’s key management personnel must be available at the interview. PCAA may choose, at its sole discretion, not to interview all Proposers or to award a contract without conducting any oral interviews.

The Evaluation Committee may or may not conduct negotiations with Proposers within a competitive range. If the Evaluation Committee chooses to conduct negotiations, the Proposers will be requested to submit “best and final” offers. Such offers shall include any modifications made to Proposals. The Evaluation Committee shall review the “best and final” offers and conduct a final evaluation of Proposals based on the evaluation criteria. The Evaluation Committee will recommend the top ranked Proposer for approval to the Paulding County Airport Authority.

If execution of an agreement with the selected Proposer is unsuccessful, the Evaluation Committee may negotiate with the second ranked Proposer and so on until satisfactory agreement has been reached.

IX. Proposal Evaluation Criteria

Proposals will be evaluated based on the following criteria:

Criteria	Points
Site improvements	30
Business Plan / Use of Premises	25
Proposed Revenue to PCAA	20
Other Provisions of Lease	10
Qualifications/References/Experience	15

PROPOSAL TOTAL POINTS POSSIBLE 100 Points

X. Contract Award Information

If the selected Proposer refuses or fails to execute the Lease and provide other requested documents within fourteen days from the date of the Notice of Intent to Award, then PCAA may enter negotiations with the next highest ranked firm.

PCAA reserves the right to negotiate with whichever Proposer that PCAA deems to best meet the needs of Paulding County.

The award, if made, is expected to be made within 120 days from the due date of the Proposals, which period of time may be subject to extension by written agreement between PCAA and the concerned Proposer. Each Proposal shall remain open for a period of 120 days beginning with the date Proposals are opened.

No award is final and no contract shall be final until such time as the Chairman of the Paulding County Airport Authority executes the contract.

XI. Challenges, Exceptions, Protests

Any challenges to the RFP process and procedures must be filed in originally signed writing (no faxes) no later than ten days prior to the date on which Proposals are due. Challenges must be filed with the Key Contact Person identified in Section IV hereof. By submitting a Proposal without filing a challenge, a Proposer waives any right to challenge the RFP process and procedures. Any protest by an unsuccessful Proposer must be filed in accordance with Paulding County protest procedures.

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PROPOSAL SPECIFICS

I, the undersigned on behalf of the Proposer identified below, have provided the information indicated below to PCAA for the purpose of submitting a Proposal to enter into a ground lease with PCAA for the construction and management of a general aviation facility, as described in the Proposal. The information indicated below is provided in the Proposal for your consideration.

- _____ A Letter of Transmittal including a statement concerning the Proposer's capabilities and willingness to pursue and carry out this project
- _____ Site Improvements
- _____ Business Plan
- _____ Revenue to PCAA
- _____ Lease Acceptance/Other Provisions of Lease
- _____ Qualifications/Reference/Experience

Proposer hereby represents that the attached information has been prepared in accordance with all of the terms, conditions, and instructions included in the Request for Proposal. Proposer further represents that, if this Proposal is accepted by the Paulding County Airport Authority, Proposer will continue to be subject to all of the terms, conditions, and instructions stated in the Request for Proposal.

Proposer's Name _____

Address _____

Telephone Number _____

Proposer's Signature _____ Date _____

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PROPOSAL SPECIFICS

1. REVENUE TO THE PAULDING NORTHWEST ATLANTA AIRPORT

a. Construction Period Annual Rent

\$_____ (not included in total below, but will be considered for evaluation purposes)

b. Annual Rent beginning _____ (date)

_____ cents per sq ft x _____ = \$_____ annually (include in total)

c. Annual Rent from Sub-tenants beginning _____ (date)

_____ percent (%) of _____ = \$_____ annually (include in total)

d. Minimum Annual Guaranteed Fuel Flow

Fuel Purchased from FBO (\$_____/gal paid to Authority through FBO)

_____ gallons per year x \$_____ = \$_____ annually (include in total)

TOTAL GUARANTEED ANNUAL REVENUE TO AUTHORITY

\$_____

{PROVIDE ADDITIONAL INFORMATION AS APPROPRIATE}

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PROPOSAL SPECIFICS

2. SITE IMPROVEMENTS

- _____ Site Plan attached
- _____ Narrative of the Site Plan’s key features and benefits attached
- _____ Discussion of Architectural features attached
- _____ Construction Schedule attached

Grading/Earthwork: \$ _____
Utilities \$ _____
Pavement \$ _____
Hangar/Office \$ _____
Landscaping \$ _____
Other \$ _____

TOTAL \$ _____

Minimum Value Commitment

\$ _____

{PROVIDE ADDITIONAL INFORMATION AS APPROPRIATE}

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PROPOSAL SPECIFICS

3. BUSINESS PLAN

All aviation uses will be evaluated based on their overall benefit to the community the Airport serves.

_____ Narrative attached describing at minimum the proposed aviation services being offered and a description of the benefits the development will deliver to the County. (i.e. type of aviation services, creation of jobs, relocation of industry, increased tax revenues to the County, etc.).

{PROVIDE ADDITIONAL INFORMATION AS APPROPRIATE}

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RESULT IN REJECTION OF PROPOSAL.
PROPOSAL SPECIFICS**

4. Other Provisions of Lease

_____ Proposed Term of Lease in Years

_____ Any proposed alternate terms and provisions of lease must be attached and justified.

_____ **Describe an Option that grants PCAA the right to assign in the future a predetermined amount of hangar space for a potential tenant who will support economic development in Paulding County will be considered favorably. It is anticipated that any such tenant would enter into a sublease with the Proposer. This option would benefit Paulding County in negotiations with businesses contemplating locating in Paulding County.**

{PROVIDE ADDITIONAL INFORMATION AS APPROPRIATE}

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PROPOSAL SPECIFICS

5. Qualifications/References/Experience:

Submittals from Proposers shall include information in the following Proposal Questionnaire and other information including financial documents deemed appropriate as a demonstration of the Proposer's capabilities and qualifications.

PROPOSAL QUESTIONNAIRE

All information requested in this Proposal Questionnaire shall be furnished by the Proposer and shall be submitted with the Proposal. All statements shall be complete, accurate, and in the form requested in the Request for Proposal package. Omission of information or inaccurate or misleading information may be cause for rejection of the Proposal.

1. Print the present legal name, address, and telephone number of the Proposer and the Proposer's contact person.

Legal Name _____

Address _____

Contact person's name _____

Telephone number _____ Facsimile number _____

E-mail address _____

2. In the event this Proposal is accepted, the legal name of the Proposer exactly as it will appear on the lease document, and the address at which the Proposer will elect to receive notices, shall be:

Name _____

Address _____

Attn: _____

3. The above legal entity will be doing business as the following name (if applicable).

4. The Proposer intends to carry on the business as a(n):

_____ Partnership

_____ Joint Venture

_____ Corporation

_____ L.L.C.

_____ Other (If other explain below:

5. If the Proposer is a partnership or a joint venture provide the following information:

Name (all parties)	Address	Share of Partnership
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a. Partnership formed or to be formed: _____

b. Date of organization: _____

c. General or Limited Partnership (if applicable): _____

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6. If the Proposer is a corporation, or if a partner listed in Section 5 above is a corporation, provide the following information:

a. Date of incorporation: _____

b. State where incorporated:_____

c. If incorporated in a state other than Georgia, is the proposing corporation authorized to do business in Georgia?_____

d. Provide the corporation's Articles of Incorporation.

e. Name, address, and the amount of stock held by the following officers (attach additional sheets as necessary).

President

(Name)

(Address)

(Amount of Stock)

Vice President

(Name)

(Address)

(Amount of Stock)

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7. If Proposer is a L.L.C. provide name, address, title of the managing member(s) and all other parties of the L.L.C.

(Name)

(Address)

(Title)

(Name)

(Address)

(Title)

(Name)

(Address)

(Title)

8. What is the extent and duration of Proposer’s experience in the proposed general aviation business?

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9. Submit a list of locations at which Proposer has operated, constructed, and managed similar general aviation facilities.

10. Attach the names, addresses, and telephone numbers of the following for reference:

a. A reference regarding Proposer’s financial ability to carry on the proposed business

Name_____

Address_____

Telephone number_____Facsimile number_____

b. A reference as to Proposer’s technical ability to carry on this business.

Name_____

Address_____

Telephone number_____Facsimile number_____

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c. Personal references. (Reference letters from responsible persons may be submitted.)

Name _____

Address _____

Telephone number _____ Facsimile number _____

Name _____

Address _____

Telephone number _____ Facsimile number _____

11. State the number of persons and the capacity in which each will be employed by Proposer in the operation of the proposed general aviation facility.

12. State whether or not any arbitration or litigation has occurred or is pending or threatened by or against the Proposer or any officer or partner of the Proposer relating to performance under a contract by a Proposer or Proposer’s predecessors. Give details.

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13. Provide information relating to the financial condition of the Proposer, including information demonstrating that it has the necessary financial resources to meet the requirements shown in this RFP. This information will include:
 1. Audited balance sheets of the firm for the last three fiscal years.
 2. Audited consolidated balance sheets of the firm and its subsidiaries, if any, for the last three fiscal years.
 3. Audited statements of income and stockholders' equity, if any, and changes in the financial position of the firm for the last three years.
 4. Audited consolidated statements of income and stockholders' equity, if any, and changes in the financial position of the firm and its subsidiaries, if any, for the last three fiscal years.
 5. Unaudited balance sheets of the firm and unaudited balance sheets of the firm and its subsidiaries, if any, for interim quarterly periods since the close of its last fiscal year.
 6. State whether or not the firm, its predecessors, or its principals have been involved in a bankruptcy. If so, give details.
 7. Evidence of ability to obtain the specified amounts of insurance in the form of a written commitment from an insurance company authorized to do business in the State of Georgia.

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The undersigned hereby certifies to the truth and accuracy of all statements, answers, and representations made in this Proposal, including all supplementary statements attached hereto. PCAA is authorized to contact references given herein, and it is understood and agreed that PCAA will initiate any other investigative processes deemed necessary to determine the financial responsibility and experience of the Proposer.

Legal Name of Proposer_____

Corporate Seal (if applicable) By:_____ Signature

By:_____ Print Name

Date: _____

{PROVIDE ADDITIONAL INFORMATION AS APPROPRIATE}