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Trinidad Ambulance District

Las Animas County, Colorado

acting by and through its

Trinidad Ambulance District Transportation Enterprise

Revenue Bond, Series 2024, \$3,207,000

August 1, 2024

I, Les S. Downs, the undersigned duly authorized and acting Attorney for the Trinidad Ambulance District, Las Animas County, Colorado (the "District"), do hereby certify as follows:

I have examined:

A. Resolution No. 24-0001 of the District, creating the Trinidad Ambulance District Transportation Enterprise (the "Enterprise");

B. Resolution No. 2024-0002 of the District acting by and through the Enterprise (the "Resolution") authorizing the issuance of the District's Revenue Bond (the "Bond") and providing for the form, payment and other details related to said Bond; and

C. The Constitution and laws of the State of Colorado.

Based on such examination, I am of the opinion that:

1. The Trinidad Ambulance District and the Trinidad Ambulance District Transportation Enterprise have the full right and authority to carry on the business of the System (as defined in the Resolution) as currently being conducted and as proposed to be conducted, and to undertake and complete the project (the "Project").

2. The resolutions were duly and lawfully adopted and approved in accordance with applicable Colorado law at meetings duly called pursuant to public notice as necessary, and held in accordance with applicable Colorado law at which quorums were present and acting throughout and were published, as necessary, in accordance with applicable Colorado law.

3. To the best of my knowledge, after such investigation as I have deemed appropriate, the authorization, execution and delivery of the Resolution and the Revenue Bond, Series 2024, the observation and performance by the District and the Enterprise of their duties,

covenants, obligations and agreements thereunder and the consummation of the transactions contemplated therein and the undertaking and completion of the Project do not and will not contravene any existing law or any existing order, injunction, judgment, decree, rule or regulation of any court or governmental or administrative agency, authority or person having jurisdiction over the District or its Enterprise or its property or assets or will result in a breach or violation of any of the terms or provisions of or constitute a default under, any existing bond resolution, trust agreement, indenture, mortgage, deed of trust, ordinance, order, or other agreement to which the District or its Enterprise are a party or by which the system, or its property or assets are bound.

4. To the best of my knowledge, after such investigation as I have deemed appropriate, all approvals, consents or authorizations of, registrations of or filings with, any governmental or public agency, authority or person, required to date on the part of the District or the Enterprise, in connection with the authorization, execution, delivery and performance of the the Resolution or the Bond and the undertaking and completion of the Project as defined in the Resolution, other than licenses and permits relating to the construction and acquisition of the Project which I expect the governmental agency to receive in the ordinary course of business, have been obtained or made.

5. To the best of my knowledge, after such investigation as I have deemed appropriate, there is no litigation or other proceeding pending or threatened in any court or other tribunal of competent jurisdiction (either state or federal) questioning the creation, organization or existence of the District or the Enterprise or the validity, legality or enforceability of the Resolution or the undertaking or completion of the Project, which if adversely determined, could (i) materially adversely affect (a) the financial position of the District or the Enterprise, (b) the ability of the District or the Enterprise to perform its obligations under the authorizing documents, (c) the security for the Bond, or (d) the transactions contemplated by the Resolution, or (ii) impair the ability of the District or the Enterprise to maintain and operate the system.

6. There does not exist any bill, act, law, rule or regulation pending or to the best of my knowledge, threatened which, if enacted, could (i) materially adversely affect (a) the ability of the District or the Enterprise to perform their obligations under the Resolution, (b) the security for the Bond, or (c) the transaction contemplated by the Resolution or (ii) impair the ability of the District or the Enterprise to maintain and operate the system.

This opinion is rendered on the basis of federal law and the laws of the State of Colorado as enacted and construed on the date hereof. I express no opinion as to any matter not set forth in the numbered paragraphs herein.

Very truly yours,



Les S. Downs
Attorney at Law