

in Lowndes County, Georgia (the “County”) and (ii) paying all expenses incident to accomplish the foregoing. In connection with the issuance of the Bonds, the Authority and the County have entered into an Intergovernmental Contract, dated as of June 1, 2026 (the “Intergovernmental Contract”), pursuant to which the County agrees to pay to the Authority amounts sufficient to pay the debt service on the Bonds and to levy an ad valorem tax on all property in the County subject to such tax, at such rate or rates, limited to two mills per dollar, as may be necessary to pay debt service on the Bonds.

In this connection, we have examined (i) an executed counterpart of the Contract, (ii) the proceedings of the Authority, including without limitation, the Bond Resolution, relating to the approval of the issuance of the Bonds and the terms thereof and the sale of the Bonds to Raymond James & Associates, Inc. (the “Underwriter”), pursuant to the Bond Purchase Agreement, dated June 9, 2026 (the “Purchase Agreement”), among the County, the Authority and the Underwriter, (iii) an executed counterpart of the Purchase Agreement, (iv) a continuing disclosure certificate executed by the County, dated as of June 9, 2026 (the “Disclosure Certificate”), and (v) such other documents and matters of law as we have deemed relevant and necessary in rendering this opinion.

Based on the foregoing examination, we are of the opinion that:

1. the Authority is a public body corporate and politic of the State of Georgia and, pursuant to the Constitution and Laws of the State of Georgia, has the power and authority to authorize, execute, deliver and perform its obligations under the Contract and the Purchase Agreement.
2. The Bond Resolution has been duly authorized, executed and delivered by the Authority and constitutes the legal, valid and binding obligation of the Authority enforceable against the Authority in accordance with its terms.
3. The Contract and the Purchase Agreement have been duly authorized, executed and delivered by the Authority and constitutes the legal, valid and binding obligations of the Authority enforceable against the Authority in accordance with their terms.
4. The use and distribution of the Preliminary Official Statement, dated May ____, 2026 (the “Preliminary Official Statement”) have been duly authorized by the Authority. The use, distribution and execution of the Official Statement, dated June 9, 2026 (the “Official Statement”) have been duly authorized. The Official Statement has been duly executed and delivered by the Authority.
5. As counsel to the Authority, we have rendered legal advice and assistance to the Authority in the course of the financing. Such assistance involved, among other things, representing the Authority in discussions and inquiries concerning various legal matters and reviewing documents relating to the offering of the Bonds, including the Preliminary Official Statement and the Official Statement. While we do not pass upon or assume responsibility for the accuracy, completeness or fairness of the statements