

EXHIBIT B

DTC BLANKET ISSUER LETTER OF REPRESENTATIONS

Blanket Issuer Letter of Representations
(To be Completed by Issuer)

THE SCHOOL DISTRICT OF BROWARD COUNTY, FLORIDA
(Name of Issuer)

June 28, 1995
(Date)

Attention: Underwriting Department — Eligibility
The Depository Trust Company
55 Water Street: 50th Floor
New York, NY 10041-0099

Ladies and Gentlemen:

This letter sets forth our understanding with respect to all issues (the "Securities") that Issuer shall request be made eligible for deposit by The Depository Trust Company ("DTC").

To induce DTC to accept the Securities as eligible for deposit at DTC, and to act in accordance with DTC's Rules with respect to the Securities, Issuer represents to DTC that Issuer will comply with the requirements stated in DTC's Operational Arrangements, as they may be amended from time to time.

Note:

Schedule A contains statements that DTC believes accurately describe DTC, the method of effecting book-entry transfers of securities distributed through DTC, and certain related matters.

Very truly yours,

THE SCHOOL DISTRICT OF BROWARD
COUNTY, FLORIDA

By: [Signature]
(Authorized Officer's Signature)
Chairperson

Received and Accepted:

THE DEPOSITORY TRUST COMPANY

By: James E. Greaney