

[Form of Bond Counsel Opinion]

November 1, 2019

City of Olathe, Kansas
Olathe, Kansas

Blackbob KC Self Storage, Ltd.
San Antonio, Texas

Security Bank of Kansas City
as Trustee
Kansas City, Kansas

Re: Modification of \$3,780,000 City of Olathe, Kansas Taxable Industrial Revenue Bonds
(Blackbob KC Self Storage, Ltd. Project), Series 2018

Ladies and Gentlemen:

We acted as Bond Counsel in connection with the issuance by the City of Olathe, Kansas (the “Issuer”) of the above-referenced bonds (the “Series 2018 Bonds”) on May 3, 2018, pursuant to K.S.A. 12-1740 to 12-1749d, inclusive, as amended (the “Act”) and an Ordinance duly passed by the governing body of the Issuer. The Issuer issued the Series 2018 Bonds under a Trust Indenture dated as of May 1, 2018 (the “Indenture”), between the Issuer and Security Bank of Kansas City, acting as bond trustee (the “Bond Trustee”), for the primary purpose of providing funds to Blackbob KC Self Storage, Ltd., a Texas limited partnership (the “Company”), to acquire real property and to acquire, construct, furnish and equip a commercial facility in Olathe, Kansas (collectively, the “Project”). All capitalized terms not otherwise defined in this opinion shall have the meanings set forth in the Indenture.

In accordance with Sections 1104 and 1203 of the Indenture and certain provisions of other documents entered into in connection with the Series 2018 Bonds (collectively with the Indenture, the “Bond Documents”), the Issuer and the Bond Trustee are required to receive this Opinion of Bond Counsel.

The Issuer, the Bond Trustee, and the Company have entered into, and the Bondowner consents to, an Omnibus Amendment of Bond Documents dated as of the date of this opinion (the “Omnibus Amendment”), which amends certain terms of the Series 2018 Bonds and the Bond Documents.

We have reviewed the law, the Indenture and such other documents and information as we deem appropriate to render this opinion. As to questions of fact material to our opinion we have relied upon the certified proceedings and other certifications of public officials and others furnished to us without undertaking to verify the same by independent investigation.

On this basis, we are of the opinion, as of the date hereof, that the execution and delivery of the Omnibus Amendment (a) is authorized under the Indenture and the Act and (b) will be valid and binding upon the Issuer in accordance with its terms.

This opinion is given as of the date hereof, and we assume no obligation to revise or supplement this opinion to reflect any events, facts or circumstances that may come to our attention or any changes in law that may occur after the date of this opinion. This opinion is delivered to you for your use only and may not be used or relied upon by, or published or communicated to, any third party for any purpose whatsoever without our prior written approval in each instance.

Gilmore & Bell, P.C.