

NOTICE OF CHANGE IN AUCTION PERIOD

\$69,150,000

**LOUISIANA STADIUM AND EXPOSITION DISTRICT
INSURED TAXABLE/TAX-EXEMPT
CONVERTIBLE REVENUE AND REFUNDING BONDS
SERIES 2006C**

Reference is made to the General Bond Resolution of the Louisiana Stadium and Exposition District (the "District") adopted February 9, 2006, as amended and supplemented by the First Supplemental Resolution adopted March 17, 2006 (collectively, the "Resolution"), pursuant to which the District issued the above-captioned bonds (the "Bonds") in the aggregate principal amount of \$69,150,000. All capitalized terms used herein and not defined herein shall have the meanings set forth in the Resolution.

Pursuant to Section 2.08(a)(i) of the Resolution, the District does hereby give notice that:

1. The length of the Auction Period with respect to all of the above-captioned Bonds is being converted from the seven-day Auction Period to the Flexible Auction Period.
2. The change in length of the Auction Period will be effective on May 19, 2008.
3. The first Flexible Auction Period shall end on October 17, 2008 and the Interest Payment Date will be October 20, 2008.
4. The change in length of the Auction Period will not be allowed unless Sufficient Clearing Bids exist at both the Auction occurring on April 25, 2008 and the Auction occurring on May 9, 2008, such auction being the auction immediately preceding the proposed change.
5. The change in length of the Auction Period will only be effective if (A) the Trustee, the Broker-Dealer and the Auction Agent receive, by 11:00 a.m., New York City time, on the Business Day before the Auction Date for the first such Auction Period, written notice from the District specifying the change in the length of the Auction Period, (B) Sufficient Clearing Bids exist at the Auction on the Auction Date for such first Auction Period and (C) the Trustee receives a Favorable Opinion of Bond Counsel with respect to such change on or before such Auction Date. If the condition referred to in (A) above is not met, the Auction Rate for the next Auction Period will be determined pursuant to the Auction Procedures and the Auction Period will be the Auction Period determined without reference to the proposed change. If the condition referred to in (A) is met but the condition referred to in (B) above is not met, the Auction Rate for the next Auction Period will be the Maximum Interest Rate, and the Auction Period will be a seven-day Auction Period.

IN WITNESS WHEREOF, the undersigned has caused this notice to be executed and delivered on this 29th day of April, 2008.

LOUISIANA STADIUM AND EXPOSITION DISTRICT

By: 

Name: L. Ronald Forman

Title: Chairman