

NASSAU COUNTY, NEW YORK

NOTICE OF SALE

\$110,000,000*
REVENUE ANTICIPATION NOTES, 2008
consisting of

\$60,000,000* Revenue Anticipation Notes, 2008 Series A

Dated: Date of Delivery

\$50,000,000* Revenue Anticipation Notes, 2008 Series B

Dated: Date of Delivery

Nassau County, New York (the "County") is accepting electronic bids for the \$110,000,000* aggregate principal amount of Revenue Anticipation Notes, 2008, dated date of delivery and consisting of \$60,000,000 Revenue Anticipation Notes, 2008 Series A maturing on April 15, 2009 (the "Series A Notes") and \$50,000,000 Revenue Anticipation Notes, 2008 Series B maturing on May 15, 2009 (the "Series B Notes" and with the Series A Notes, collectively, the "Notes"). Electronic bids for the Notes via the PFMAuction website ("PFMAuction") will be received until 11:00 A.M. prevailing Eastern time for the Series A Notes and 11:05 A.M. for the Series B Notes, on Wednesday, June 11, 2008 (unless postponed as described herein).

This Notice of Sale ("Notice") contains certain information for quick reference only, is not a summary of the issue and governs only the terms of the sale of, bidding for and closing procedures with respect to the Notes. Bidders must read the entire Preliminary Official Statement to obtain information essential to the making of an informed decision to bid.

Terms of the Notes

The Notes shall be dated June 18, 2008. Principal and interest on the Series A Notes shall be payable at maturity on April 15, 2009. Principal and interest on the Series B Notes shall be payable at maturity on May 15, 2009. Interest on the Notes will be calculated on the basis of a 360-day year consisting of twelve 30-day months. The Notes are to be issued without option of prior redemption.

The Notes are being issued for the purpose of providing monies to meet a cash flow deficit expected to occur during the period the Notes are outstanding, and to pay costs of issuing the Notes.

The Notes are to be issued under and in full compliance with the Constitution and laws of the State of New York, including the Local Finance Law, constituting Chapter 33-a of the Consolidated Laws of New York, and a revenue anticipation note ordinance adopted by the Board of Supervisors (the predecessor legislative body to the County Legislature) and approved by the County Executive pursuant to the Local Finance Law, the County Charter and the County Administrative Code and other related proceedings and determinations.

The Notes are general obligations of the County, for the payment of which the County has pledged its faith and credit. All of the taxable real property within the County is subject to the levy of ad

* Preliminary, subject to change.

valorem taxes without limitation as to rate or amount to pay both the principal of and interest on the Notes. The Notes will be issued in anticipation of receipt by the County of net allocable sales taxes for County purposes for the County's 2008 fiscal year.

Optional Redemption

The Notes will not be subject to optional redemption prior to maturity.

Book-Entry System

The Notes will be issued to and registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), as registered owner of the Notes and each such note shall be immobilized in the custody of DTC. DTC will act as securities depository for the Notes. Individual purchases will be made in book-entry form only, in the principal amount of \$5,000 or any integral multiple thereof. Purchasers will not receive physical delivery of certificates representing their interest in the Notes purchased. The winning bidder(s), as a condition to delivery of the Notes, will be required to deposit the note certificates with DTC.

Principal of and interest on the Notes will be payable by the County by wire transfer or in clearinghouse funds to DTC or its nominee as registered owner of the Notes. Transfer of principal and interest payments to beneficial owners of the Notes by participants of DTC ("Participants") will be the responsibility of Participants and other nominees of beneficial owners. The County will not be responsible or liable for such transfers of payments or for maintaining, supervising or reviewing the records maintained by DTC, Participants or persons acting through Participants.

Change of Bid Date and Closing Date

The County reserves the right to postpone, from time to time, the date established for the receipt of bids and will undertake to notify registered prospective bidders via email notification sent by PFMAuction. Such changes will also be published on the Amendments Page at www.pfmauction.com. Prospective bidders may request notification by facsimile transmission of any such changes in the date or time for the receipt of bids by so advising, and furnishing their telecopier numbers to Public Financial Management at 212-809-4212 by 12 NOON, Eastern time, on the day prior to the announced date for receipt of bids.

A postponement of the bid date will be announced via PFMAuction not later than 4:00 P.M., Eastern time, on the last business day prior to any announced date for receipt of bids, and an alternative sale date and time will be announced via PFMAuction.

On any such alternative date and time for receipt of bids, the County will accept electronic bids for the purchase of the Notes, such bids to conform in all respects to the provisions of this Notice of Sale, except for the changes in the date and time for receipt of bids and any other changes announced via PFMAuction.

The County may change the scheduled delivery date for the Notes by notice given in the same manner as that set forth for a change in the date for the receipt of bids. See "Delivery" below.

Adjustment of Principal Amounts

The aggregate principal amount of the Notes is subject to adjustment by the County, both before and after the receipt of bids for their purchase. Changes to be made prior to the sale will be published on PFMAuction not later than 9:30 A.M. prevailing Eastern time on the date of sale and will be used to

compare bids and select a winning bidder(s). Changes to be made after the sale of the maturity amount for the Notes will be communicated to the successful bidder by 3:00 P.M. prevailing Eastern time on the date of the sale, and will not reduce or increase the aggregate principal amount of the Notes by more than 10% from the amount bid upon. The dollar amount bid by the successful bidder(s) shall be adjusted to reflect any adjustments in the principal amount of the Notes to be issued. The adjusted bid price will reflect changes in the dollar amount of the underwriter's discount and the original issue premium or discount, but will not change the per thousand underwriter's discount as calculated from the bid and initial offering prices (as herein defined) required to be delivered to the County as stated herein. The coupon rate specified by the successful bidder(s) will not change. The successful bidder(s) may not withdraw its bid as a result of any changes made within these limits.

Basis of Award

The Notes will be awarded to the bidder or bidders offering the lowest net interest cost, that being the rate of interest which will produce the least interest cost over the life of the Notes, after accounting for the premium offered, if any. In the event bids offering the same lowest net interest cost are received, an award will be made to the bidder offering to purchase the greater principal amount of the Notes. If two or more bids offering to purchase the same principal amount of Notes at the same lowest net interest rate are received, an award will be made by lot from among such lowest bids. The County reserves the right to award to any bidder all or any part of the Notes which such bidder offers to purchase and, in such event, the premium, if any, specified by such bidder will be pro-rated. In any event, the award of the Notes will be made on the basis of the bid or combination of bids offering to purchase the Notes on terms most favorable to the County. The County reserves the right to reject any and all bids, and to reject any bid not complying with this Notice of Sale.

In awarding the Notes, the County may accept a bid in a principal amount less than the principal amount bid (including a principal amount less than \$5,000,000) in order that the total amount of bids accepted total the amount of Notes to be issued.

Procedures for Electronic Bidding

Bids must be submitted electronically via PFMAuction pursuant to this Notice until 11:00 A.M. for the Series A Notes and 11:05 A.M. for the Series B Notes, prevailing Eastern time, but no bid will be received after the time for receiving bids specified above. To the extent any instructions or directions set forth in PFMAuction conflict with this Notice, the terms of this Notice shall control. Sale of the Series A Notes and the Series B Notes will be held as separate auctions. However, bidders wishing to bid on both series of notes will have the ability to switch between the auctions for the Series A Notes and the Series B Notes during the auction period via a toggle button on PFMAuction. Further information about PFMAuction, including registration requirements, may be obtained from Grant Street Group, the parent of PFMAuction, at (412) 391-5555 ext. 370 (auction support).

Disclaimer

Each prospective electronic bidder shall be solely responsible to submit its bid via PFMAuction as described above. Each prospective electronic bidder shall be solely responsible to make necessary arrangements to access PFMAuction for the purpose of submitting its bid in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the County nor PFMAuction shall have any duty or obligation to provide or assure access to PFMAuction to any prospective bidder, and neither the County nor PFMAuction shall be responsible for proper operation of, or have any liability for any delays or interruptions of, or any damages caused by PFMAuction. The County is using PFMAuction as a communication mechanism, and not as the County's agent, to conduct the electronic bidding for the Notes. The County is not bound by any advice and determination of PFMAuction to the effect that any

particular bid complies with the terms of this Notice of Sale and in particular the “Bid Parameters” hereinafter set forth. The County reserves the right to verify any calculation made by or information provided by PFMAuction. All costs and expenses incurred by prospective bidders in connection with their submission of bids via PFMAuction are the sole responsibility of the bidders and the County is not responsible, directly or indirectly, for any of such costs or expenses. If a prospective bidder encounters any difficulty in submitting or modifying a bid for the Notes, such bidder should telephone Grant Street Group at (412) 391-5555 ext. 370 (auction support) and notify the County’s Financial Advisor, Public Financial Management (the “Financial Advisor”) at (212) 809-4212.

Electronic Bidding Procedures

All bids must be submitted only on the PFMAuction website located at www.pfmauction.com. No other provider of Internet bidding services and no other means of delivery (i.e. telephone, e-mail, facsimile or physical delivery) will be accepted. The auction for the Notes will begin at 10:30 A.M. prevailing Eastern time and will end at 11:00 A.M. prevailing Eastern time for the Series A Notes and 11:05 A.M. prevailing Eastern time for the Series B Notes on June 11, 2008; provided, however, if any bid becomes a leading bid within two (2) minutes prior to the end of the auction, then the auction will be extended by two (2) minutes from the time such new leading bid is received by PFMAuction (the “Two-Minute Rule”). The auction end time will continue to be extended, indefinitely, until all leading bid(s) remain the leading bid(s) for at least two minutes.

To bid via the PFMAuction website, bidders must have both (1) completed the registration form on the PFMAuction website by the deadline established by PFMAuction, and (2) requested and received admission to the County’s auction, as described below. Only NASD registered broker-dealers and dealer banks with DTC clearing arrangements are eligible to bid. The use of PFMAuction shall be at the bidder’s risk and not of the County, the Financial Advisor nor Orrick, Herrington & Sutcliffe LLP, Bond Counsel, and each bidder expressly assumes the risk of any incomplete, inaccurate or untimely bids caused by reason of garbled transmissions, mechanical failure, slow or engaged telephone or telecommunications lines or any other cause. The County is not bound by any advice and determination of PFMAuction to the effect that any particular bid complies with the terms of this Notice of Sale. All costs and expenses incurred by prospective bidders in connection with their submission of bids through PFMAuction are the sole responsibility of the bidders, and the County is not responsible for any of such costs or expenses.

The “Rules of PFMAuction” can be viewed on the PFMAuction website and are made a part hereof. Bidders must comply with the Rules of PFMAuction in addition to the requirements of this Notice of Sale. In the event the Rules of PFMAuction conflict with this Notice of Sale, this Notice of Sale shall prevail.

For purposes of the Internet bidding process, the time as displayed on the PFMAuction Auction Page shall constitute the official time. All bids shall be deemed to incorporate the provisions of this Notice of Sale.

Bid Parameters

Bidders are required to submit unconditional bids specifying the rate of interest and premium, if any, at which the bidder will purchase all or any portion of the Notes. Interest shall be bid in multiples of 1/20th or 1/8th percent. No bid for less than \$5,000,000 principal amount of the Notes will be entertained, and all bids must be in multiples of \$1,000,000. The interest rate to be borne by the Notes shall not exceed five percent (5.00%). Notes may bear different interest rates and bidders may submit bids for Notes with different interest rates. No “all or none” bids will be accepted. Bidders shall specify (i) the

principal amount of the Notes to be purchased pursuant to such bid, (ii) the interest rate to be borne by the Notes, (iii) the amount of premium, if any, that they will pay, in addition to the principal amount, to purchase the Notes, and (iv) the total purchase price, which price shall not be less than the principal amount of Notes bid for. No bid to purchase the Notes at less than par will be accepted. Separate proposals to purchase any part of the Notes may be contained in the same electronic bid as a convenience to the bidder. If more than one electronic bid is submitted by the same bidder, for any part of the Notes, each such bid shall be considered as a separate proposal for purchase of such part and no such bid for less than \$5,000,000 principal amount of the Notes shall be entertained. Bidders may change and submit bids as many times as they wish during the auction, provided, however, that each bid submitted subsequent to a bidder's initial bid must result in a lower net interest cost when compared to the immediately preceding bid of such bidder. During the bidding, no bidder will see any other bidder's bid, but each bidder will be able to see whether its bid(s) are "in the money" or "out of the money." All bids must be made in accordance with the requirements prescribed herein and the Rules of PFMAuction, as referenced herein. Each bid submitted through PFMAuction shall be deemed an irrevocable offer to purchase all or that portion of the Notes specified in the bid on the terms provided in this Notice of Sale, and shall be binding upon the bidder. The Notes are expected to be awarded at approximately 3:00 P.M. prevailing Eastern time on June 11, 2008. All proposals shall remain firm until the time of award.

Approving Legal Opinion

The approving legal opinion of Orrick, Herrington & Sutcliffe LLP, New York, New York, Bond Counsel, will be furnished to the purchasers without cost. There will also be furnished the usual closing papers and, in addition, a certificate signed by appropriate officers of the County, certifying that there is no litigation pending or, to the knowledge of the signers of such certificate, threatened affecting the validity of the Notes and that on the date of the Official Statement for the Notes, the Official Statement did not contain any untrue statements of a material fact or omit to state a material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading, subject to the condition that while information in the Official Statement obtained from sources other than the County is not guaranteed as to accuracy, completeness or fairness, said officer has no reason to believe and does not believe that such information is materially inaccurate or misleading; and to his or her knowledge, since the date of the Official Statement there have been no material transactions not in the ordinary course of affairs entered into by such County and no material adverse changes in the general affairs of such County or in its financial condition as shown in the Official Statement other than as disclosed in or contemplated by the Official Statement.

Preliminary Official Statement; Continuing Disclosure

The County has deemed the Preliminary Official Statement dated June 6, 2008 to be final as of its date for purposes of Rule 15c2-12 of the Securities and Exchange Commission, except for the omission of certain information permitted to be omitted by said Rule. The County agrees to deliver to the successful bidder(s) for its receipt no later than seven business days after the date of sale of the Notes such quantities of the final Official Statement as the successful bidder(s) shall request; provided, that the County shall deliver up to 300 copies of such Official Statement without charge to the successful bidder(s).

The County has made certain covenants for the benefit of the holders from time to time of the Notes to provide certain continuing disclosure, in order to assist successful bidders for the Notes in complying with Rule 15c2-12(b)(5) of the Securities and Exchange Commission. Such covenants are described in the Preliminary Official Statement dated June 6, 2008.

Delivery

The Notes will be delivered on or about June 18, 2008 (UNLESS A NOTICE OF A CHANGE IN THE DELIVERY DATE IS ANNOUNCED ON PFMAUCTION NOT LATER THAN 4:00 P.M., EASTERN TIME, ON THE LAST BUSINESS DAY PRIOR TO ANY ANNOUNCED DATE FOR RECEIPT OF BIDS) through the facilities of DTC in the City of New York, New York, against payment therefor in federal or other immediately available funds.

Good Faith Deposit

No good faith deposit is required to be submitted with bids.

Verification

All bids are subject to verification and approval by the County. The County shall have the right to deem each final bid reported on the PFMAuction Observation Page immediately after the deadline for receipt of bids to be accurate and binding on the bidder(s). Information or calculations provided by PFMAuction other than the information required to be provided by the bidder(s) in accordance with this Notice of Sale is for informational purposes only and shall not be binding on any of the bidder(s) and the County.

Miscellaneous

As a condition to the award of the Notes, the successful bidder(s) shall be required to communicate to the County the initial offering price at which a bona fide offering of Notes has been made to the public. Furthermore, as a condition to the delivery of the Notes, the successful bidder(s) shall be required to certify that a bona fide offering of the Notes has been made to the public (excluding bond houses, brokers and other intermediaries) and such initial offering price by written certificate, such certificate to be in form and substance reasonably satisfactory to the County's bond counsel.

It is expected that CUSIP numbers will be printed on the Notes. However, the validity, sale, delivery or acceptance of the Notes will not be affected in any manner by any failure to print, or any error in printing, the CUSIP numbers on the Notes. All expenses in relation to the printing of CUSIP numbers on the Notes shall be paid for by the County, provided, however, that the CUSIP Service Bureau charge for the assignment of said numbers shall be the responsibility of and shall be paid by the successful bidder(s).

The County reserves the right to reject any or all bids, or to waive any irregularity or informality in any bid.

The Preliminary Official Statement relating to the Notes may be downloaded from the County's website at <http://www.nassaucountyny.gov/treasurer>. Questions may be directed to the undersigned at Nassau County, New York, Office of the County Treasurer, County Office Building, 240 Old Country Road, Mineola, New York 11501 (tel. 516-571-2090), or to Nancy Winkler or Edward Lin at Public Financial Management (tel. 212-809-4212).

NASSAU COUNTY, NEW YORK

Dated: June 6, 2008

By: Steven D. Conkling
County Treasurer