

**Continuing Disclosure
Annual Report
Fiscal Year Ending June 30, 2011**

Poway Unified School District
Improvement Area C of
Community Facilities District No. 10
Series 2003 Special Tax Bonds
Base CUSIP: 738855

January 31, 2012

Prepared For:

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Poway Unified School District
Improvement Area C of
Community Facilities District No. 10
Series 2003 Special Tax Bonds

<u>Maturity Date (September 1)</u>	<u>CUSIP*</u>
2005	738855HK4
2006	738855HL2
2007	738855HM0
2008	738855HN8
2009	738855HP3
2010	738855HQ1
2011	738855HR9
2012	738855HS7
2013	738855HT5
2014	738855HU2
2015	738855HV0
2016	738855HW8
2017	738855HX6
2018	738855HY4
2019	738855HZ1
2020	738855JA4
2021	738855JB2
2022	738855JC0
2023	738855JD8
2024	738855JE6
2028	738855JF3
2033	738855JG1

* CUSIP is a registered trademark of the American Bankers Association.

List of Participants

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Community Facilities District No. 10
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I. Issuer's Statement

This Annual Report ("Report") has been prepared pursuant to the Continuing Disclosure Agreement ("Disclosure Agreement") executed in connection with the issuance of the Series 2003 Special Tax Bonds ("Bonds"), by Improvement Area ("IA") C of Community Facilities District ("CFD") No. 10 of the Poway Unified School District ("School District").

The School District has agreed under the Disclosure Agreement and pursuant to Rule 15c2-12 of the Securities and Exchange Commission to provide certain annual financial information, operating data, and notices of certain listed events via the Electronic Municipal Market Access ("EMMA") system, a service of the Municipal Securities Rulemaking Board. This Report has been prepared by Dolinka Group at the direction of the School District, for the benefit of the owners of the Bonds and the Participating Underwriter.

Any information contained herein which involves estimates, forecasts or matters of opinion, whether or not expressly so described herein, are intended solely as such and are not to be construed as representations of fact. The information set forth herein has been furnished by the School District, or other sources which are believed to be reliable, but it is not guaranteed as to accuracy or completeness. The information and expressions of opinion herein are subject to change without notice and neither the delivery of this Report nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the School District or IA C of CFD No. 10 since the date hereof. Capitalized terms used herein which are not otherwise defined shall have the meaning given them in the Disclosure Agreements.

As a qualified representative of the School District, I have reviewed the contents of this Report and certify that to the best of my knowledge the information contained herein is complete and factually correct.

If there are any questions regarding the information provided, please contact the Dolinka Group at 949.250.8300.

Poway Unified School District

Sandra Burgoyne
Director of Planning

II. Financial Information

The School District's annual audited financial statements for Fiscal Year 2010/2011 is available online at <http://emma.msrb.org/> and are hereby incorporated by reference.

The School District's annual financial statements are provided solely to comply with the Securities Exchange Commission staff's interpretation of Rule 15C2-12. No funds or assets of IA C of CFD No. 10 or the School District are required to be used to pay debt service on the Bonds, and neither IA C of CFD No. 10 nor the School District is obligated to advance available funds to cover any delinquencies. Investors should not rely on the financial condition of IA C of CFD No. 10 or the School District in evaluating whether to buy, hold, or sell the Bonds.

III. Bond Information

2003 Special Tax Bonds. The Bonds were issued in the amount of \$3,000,000 on October 16, 2003. The Bonds were issued (i) to finance the acquisition and construction of certain school facilities, (ii) to finance the acquisition and construction of certain road improvements, (iii) to fund a reserve fund for the Bonds, (iv) to pay interest on the Bonds through September 1, 2004, (v) to pay certain administrative expenses of IA A of CFD No. 10, and (vi) to pay the costs of issuing the Bonds. The Bonds are limited obligations of IA C of CFD No. 10 and are payable solely from revenues of the "Net Taxes" which is defined as Special Taxes collected within IA C of CFD No. 10 minus the Administrative Expense Requirement. The Bonds are not a debt of the School District, IA A of CFD No. 10, the State of California, or any of its political subdivisions.

A. Principal Amount of Bonds Outstanding

As of January 1, 2012 the outstanding principal amount of the Bonds was \$2,880,000.

B. Fund and Account Balances

The balance in each fund and account of the Bonds as of January 1, 2012 is listed in the table below.

Fund and Account Balances

Funds and Accounts	Amount
Administrative Expense Fund	\$43,380.22
Interest Account	\$38.51
Principal Account	\$0.00
Reserve Fund	\$296,107.38
School Facilities Fund	\$214,737.28
Special Tax Fund	\$42,506.20
Total	\$596,769.59

C. Reserve Requirement

As of January 1, 2012 the Reserve Requirement for the Bonds was \$296,100.00; therefore, the Reserve Requirement was satisfied as of this date.

D. Status of Projects

2003 Special Tax Bonds. Construction proceeds generated from the issuance of the Bonds were used to (i) construct improvements to Camino del Sur and (ii) pay costs associated with interim school facilities. The last substantial payment from bond proceeds for the purpose of funding Camino del Sur occurred in October of 2003 and all improvements to Camino del Sur have been completed.

Investment earnings on Bond construction proceeds remaining on deposit three (3) years after the issuance of the Bonds must be immediately restricted to yields below the yield on the Bonds. Dolinka Group has confirmed with the Fiscal Agent of IA C of CFD No. 10 that the yields on the remaining Bond construction proceeds are in compliance with the above statement.

IV. Special Taxes

IA C of CFD No. 10 has covenanted to annually levy the Special Tax in accordance with the First Amended Rate and Method of Apportionment ("RMA") so long as the Bonds are outstanding. Exhibit B includes a detailed listing of the Special Tax levy. The items below summarize information required by the Disclosure Agreement.

A. Changes to the Rate and Method of Apportionment

There has been no change to the RMA since the date of the Official Statement. A copy of the RMA has been included as Exhibit C.

B. Prepayments

There has been no prepayment of the Special Tax since the data of the Official Statement.

C. Special Tax Budget

A summary of the Fiscal Year 2011/2012 Special Tax budget is outlined below.

FY 2011/2012 Obligations		\$285,118.48
Interest Payment Due March 1, 2012	\$79,797.50	
Interest Payment Due September 1, 2012	\$79,797.50	
Principal Payment Due September 1, 2012	\$35,000.00	
Administrative Expense Budget for Fiscal Year 2011/2012	\$17,926.39	
Anticipated Special Tax Delinquencies (2.91%)	\$8,308.55	
2007 Lease Revenue Bond Pledge	\$64,288.54	
Less: Prior Year's Remaining Funds		\$0.00
Special Tax Levy		\$285,118.48

D. Debt Service Coverage

At the time the Bonds were sold IA C of CFD No. 10 represented that, the amount of Net Taxes that may be levied on the parcels within IA C of CFD No. 10 if levied in accordance with the RMA, would annually yield revenue in an amount not less than 1.10 times the annual debt service on the Bonds.

In Fiscal Year 2011/2012 the amount of Net Taxes yield 137% of the of the annual debt service on the Bonds. An Annual Debt Service Coverage Summary Table has been included as Exhibit D.

E. Special Tax Levy

A summary of the Fiscal Year 2011/2012 Special Tax levy is listed in the following table.

Summary of Special Tax Levy

Tax Class	Number of Units/Acres	Assigned Annual Special Tax Rate	Total Annual Special Taxes
Zone 1			
Tax Class 1 (≤ 1,150)	28 Units	\$1,466.14 per Unit	\$41,051.92
Tax Class 2 (1,151 – 1,400)	28 Units	\$1,663.24 per Unit	\$46,570.72
Tax Class 3 (> 1,400)	28 Units	\$1,804.04 per Unit	\$50,513.12
<i>Developed Property</i>	<i>84 Units</i>	<i>NA</i>	<i>\$138,135.76</i>
<i>Undeveloped Property</i>	<i>0.00 Acres</i>	<i>\$0.00 per Unit</i>	<i>\$0.00</i>
<i>Subtotal</i>			<i>\$138,135.76</i>
Zone 2			
Tax Class 4 (≤ 1,850)	26 Units	\$1,167.96 per Unit	\$30,366.96
Tax Class 5 (1,851 – 2,000)	25 Units	\$1,308.76 per Unit	\$32,719.00
Tax Class 6 (2,001 – 2,250)	27 Units	\$1,449.54 per Unit	\$39,137.58
Tax Class 7 (> 2,250)	29 Units	\$1,543.42 per Unit	\$44,759.18
<i>Developed Property</i>	<i>107 Units</i>	<i>NA</i>	<i>\$146,982.72</i>
<i>Undeveloped Property</i>	<i>0.00 Acres</i>	<i>\$0.00 per Unit</i>	<i>\$0.00</i>
<i>Subtotal</i>			<i>\$146,982.72</i>
Total			\$285,118.48

F. Major Taxpayers

"Major Taxpayers" are those property owners responsible for more than five percent (5.00%) of the Special Tax levy. There are no property owners responsible for more than five percent (5.00%) of the Special Taxes levied in Fiscal Year 2011/2012.

G. Special Tax Delinquencies

Historical Special Tax delinquencies within IA C of CFD No. 10 are shown in the table below.

Historical Special Tax Delinquencies

Fiscal Year	Subject Fiscal Year ^[1]				June 30, 2011	
	Aggregate Special Tax	Parcels Delinquent	Fiscal Year Delinquent Amount	Fiscal Year Delinquency Rate	Remaining Amount Delinquent	Remaining Delinquency Rate
2005/2006	\$253,177.22	4	\$4,935.57	1.95 %	\$0.00	0.00 %
2006/2007	\$258,239.84	8	\$7,896.13	3.06 %	\$1,397.92	0.54 %
2007/2008	\$263,405.00	12	\$12,173.57	4.62 %	\$0.00	0.00 %
2008/2009	\$268,672.64	9	\$9,261.60	3.45 %	\$0.00	0.00 %
2009/2010	\$274,047.14	3	\$3,671.60	1.34 %	\$0.00	0.00 %
2010/2011	\$279,527.42	2	\$1,630.62	0.58 %	\$1,630.62	0.58 %

[1] Delinquencies as of June 30th.

H. Special Tax Foreclosures

IA C of CFD No. 10 has covenanted that it will commence judicial foreclosure proceedings against parcels with delinquent Special Taxes in the event (i) any single parcel has aggregate delinquent Special Taxes in excess of \$5,000 or (ii) a property owner of multiple parcels has delinquent Special Taxes in excess of \$10,000 by the August 30th following the close of each Fiscal Year in which such Special Taxes were due and will commence judicial foreclosure proceedings against all parcels with delinquent Special Taxes by the August 30th following the close of each Fiscal Year in which it receives Special Taxes in an amount which is less than 95% of the total Special Taxes levied.

After reviewing the level of delinquencies within IA C of CFD No. 10 as of June 1, 2011, it was determined that IA C of CFD No. 10 was not required to initiate foreclosure proceedings for Fiscal Year 2010/2011.

V. Assessed Values and Land Secured Bonded Indebtedness

The assessed values and direct and overlapping land secured bonded indebtedness on individual parcels vary among parcels within IA C of CFD No. 10. The value of and debt burden on individual parcels is significant because in the event of a delinquency in the payment of Special Taxes IA C of CFD No. 10 may foreclose only against delinquent parcels. Exhibit E includes a detailed listing of the assessed value and land secured bonded indebtedness for each parcel. The items below summarize information required by the Disclosure Agreement.

A. Assessed Value Summary

A summary of the assessed value of the property within IA C of CFD No. 10, distinguishing between the assessed value of improved parcels and unimproved parcels, is shown in the table below.

Tax Class	Units / Parcels	Assessed Value Land	Assessed Value Improvement	Assessed Value Other	Assessed Value Total
Zone 1					
Tax Class 1 (<= 1,150)	28	\$4,342,673.00	\$4,059,358.00	\$0.00	\$8,402,031.00
Tax Class 2 (1,151 - 1,400)	28	\$4,316,752.00	\$4,451,643.00	\$0.00	\$8,768,395.00
Tax Class 3 (> 1,400)	28	\$5,009,429.00	\$6,028,469.00	\$0.00	\$11,037,898.00
Subtotal Improved	84	\$13,668,854.00	\$14,539,470.00	\$0.00	\$28,208,324.00
Exempt	3	\$0.00	\$0.00	\$0.00	\$0.00
Zone 1 Subtotal	87	\$13,668,854.00	\$14,539,470.00	\$0.00	\$28,208,324.00
Zone 2					
Tax Class 4 (<= 1,850)	26	\$6,312,719.00	\$6,977,072.00	\$0.00	\$13,289,791.00
Tax Class 5 (1,851 - 2,000)	25	\$5,850,623.00	\$6,998,496.00	\$0.00	\$12,849,119.00
Tax Class 6 (2,001 - 2,250)	27	\$6,298,593.00	\$8,189,989.00	\$0.00	\$14,488,582.00
Tax Class 7 (> 2,250)	29	\$6,839,260.00	\$8,623,459.00	\$0.00	\$15,462,719.00
Subtotal Improved	107	\$25,301,195.00	\$30,789,016.00	\$0.00	\$56,090,211.00
Exempt	24	\$0.00	\$0.00	\$0.00	\$0.00
Zone 2 Subtotal	131	\$25,301,195.00	\$30,789,016.00	\$0.00	\$56,090,211.00
Total	218	\$38,970,049.00	\$45,328,486.00	\$0.00	\$84,298,535.00

B. Overlapping Debt Report

Certain overlapping local agencies provide public services and assess property taxes, assessments, special taxes, and other charges on the property in IA C of CFD No. 10. Many of these local agencies have outstanding debt. The direct and overlapping debt affecting the property in IA C of CFD No. 10 as of the date of this Report is outlined in Exhibit F. Exhibit F was prepared by National Tax Data, Inc., and has not been reviewed for completeness or accuracy by the School District or Dolinka Group. Additional indebtedness could be authorized by the School District or other public agencies at any time.

C. Assessed Values and Value-to-Lien Ratios

A summary of the assessed values and value-to-lien ratios for all parcels within IA C of CFD No. 10 are shown in the table below.

Tax Class	Total Assessed Value ^[1]	2003 Special Tax Bonds		Other ^[2]		Total Lien	Value-to-Lien Ratio
		Principal Amount Outstanding	Value-to-Lien Ratio for CFD	Overlapping Debt	General Obligation Debt		
Zone 1							
Class 1 (≤ 1,150)	\$8,402,031.00	\$414,668.07	20.26:1	\$400,105.46	\$31,295.05	\$846,068.57	9.93:1
Class 2 (1,150 - 1,400)	\$8,768,395.00	\$470,413.82	18.64:1	\$400,105.46	\$32,659.64	\$903,178.92	9.71:1
Class 3 (> 1,400)	\$11,037,898.00	\$510,236.26	21.63:1	\$400,105.46	\$41,112.86	\$951,454.57	11.60:1
<i>Subtotal for Taxable Parcels</i> ^[3]	<i>\$28,208,324.00</i>	<i>\$1,395,318.15</i>	<i>20.22:1</i>	<i>\$1,200,316.37</i>	<i>\$105,067.55</i>	<i>\$2,700,702.06</i>	<i>10.44:1</i>
Exempt	\$0.00	\$0.00	0.00:1	\$0.00	\$0.00	\$0.00	0.00:1
Zone 1 Subtotal	\$28,208,324.00	\$1,395,318.15	20.22:1	\$1,200,316.37	\$105,067.55	\$2,700,702.06	10.44:1
Zone 2							
Class 4 (≤ 1,850)	\$13,289,791.00	\$306,738.60	43.33:1	\$901,454.59	\$49,500.49	\$1,257,693.68	10.57:1
Class 5 (1,851 - 2,000)	\$12,849,119.00	\$330,496.71	38.88:1	\$866,783.26	\$47,859.12	\$1,245,139.09	10.32:1
Class 6 (2,001 - 2,250)	\$14,488,582.00	\$395,331.20	36.65:1	\$936,125.92	\$53,965.62	\$1,385,422.74	10.46:1
Class 7 (> 2,250)	\$15,462,719.00	\$452,115.34	34.20:1	\$1,005,468.58	\$57,593.99	\$1,515,177.91	10.21:1
<i>Subtotal for Taxable Parcels</i> ^[3]	<i>\$56,090,211.00</i>	<i>\$1,484,681.85</i>	<i>37.78:1</i>	<i>\$3,709,832.35</i>	<i>\$208,919.22</i>	<i>\$5,403,433.43</i>	<i>10.38:1</i>
Exempt	\$0.00	\$0.00	0.00:1	\$0.00	\$0.00	\$0.00	0.00:1
Zone 2 Subtotal	\$56,090,211.00	\$1,484,681.85	37.78:1	\$3,709,832.35	\$208,919.22	\$5,403,433.43	10.38:1
Total ^[3]	\$84,298,535.00	\$2,880,000.00	29.27:1	\$4,910,148.72	\$313,986.77	\$8,104,135.49	10.40:1

[1] Total Assessed Value as reported on the Fiscal Year 2011/2012 equalized tax roll of the County of San Diego.
[2] Source: Detailed Direct and Overlapping Debt Report, National Tax Data, Inc. (attached as exhibit F).
[3] Totals may not sum due to rounding.

VI. Reports and Additional Information

Below is a summary of various other reports and information regarding the Bonds which are required by the Disclosure Agreements.

A. Report to the California Debt and Investment Advisory Commission

A copy of the report prepared and filed with the California Debt and Investment Advisory Commission pursuant to Section 53359.5(b) of the Act for Fiscal Year 2010/2011 is included as Exhibit G.

B. Listed Events

Pursuant to the Disclosure Agreement, IA C of CFD No. 10 shall give, or cause to be given, notice of the occurrence of any of the following events with respect to the Bonds, if material:

- (i) Principal and interest payment delinquencies;
- (ii) Non-payment related defaults;
- (iii) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (iv) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (v) Substitution of credit or liquidity providers, or their failure to perform;
- (vi) Adverse tax opinions or events affecting the tax-exempt status of the security;
- (vii) Modifications to rights of security holders;
- (viii) Contingent or unscheduled bond calls;
- (ix) Defeasances;
- (x) Release, substitution, or sale of property securing repayment of the securities; and
- (xi) Rating changes.

None of these events occurred in Fiscal Year 2010/2011.

C. Additional Information

In addition to any of the information expressly required to be provided by the Disclosure Agreement, IA C of CFD No. 10 shall provide such further information, if any, as may be necessary to make the specifically required statements, in light of the circumstances under which they are made, not misleading. After careful review it has been determined that there is no such information for Fiscal Year 2010/2011.

S:\Clients\Poway Unified SD\ADMIN\CFDs\CFD No. 10 Improvement Area C\FY1011\Reports\Continuing Disclosure Report\ContDisc10IAC_116001305_D1.docx

Exhibit A

Debt Service Schedule

Poway Unified School District
Improvement Area C of
Community Facilities District No. 10
Series 2003 Special Tax Bonds

<u>Maturity Date</u> <u>(September 1)</u>	<u>Principal Amount/ Sinking Fund Payment</u>	<u>Interest</u>	<u>Total Debt Service</u>
2004	\$0.00	\$143,108.44	\$143,108.44
2005	\$5,000.00	\$163,552.50	\$168,552.50
2006	\$10,000.00	\$163,452.50	\$173,452.50
2007	\$15,000.00	\$163,227.50	\$178,227.50
2008	\$15,000.00	\$162,845.00	\$177,845.00
2009	\$20,000.00	\$162,402.50	\$182,402.50
2010	\$25,000.00	\$161,732.50	\$186,732.50
2011	\$30,000.00	\$160,795.00	\$190,795.00
2012	\$35,000.00	\$159,595.00	\$194,595.00
2013	\$40,000.00	\$158,090.00	\$198,090.00
2014	\$45,000.00	\$156,290.00	\$201,290.00
2015	\$55,000.00	\$154,197.50	\$209,197.50
2016	\$60,000.00	\$151,585.00	\$211,585.00
2017	\$65,000.00	\$148,675.00	\$213,675.00
2018	\$75,000.00	\$145,457.50	\$220,457.50
2019	\$80,000.00	\$141,670.00	\$221,670.00
2020	\$90,000.00	\$137,550.00	\$227,550.00
2021	\$100,000.00	\$132,825.00	\$232,825.00
2022	\$110,000.00	\$127,475.00	\$237,475.00
2023	\$120,000.00	\$121,480.00	\$241,480.00
2024	\$135,000.00	\$114,820.00	\$249,820.00
2025	\$145,000.00	\$107,192.50	\$252,192.50
2026	\$160,000.00	\$98,927.50	\$258,927.50
2027	\$175,000.00	\$89,807.50	\$264,807.50
2028	\$185,000.00	\$79,832.50	\$264,832.50
2029	\$205,000.00	\$69,287.50	\$274,287.50
2030	\$220,000.00	\$57,500.00	\$277,500.00
2031	\$240,000.00	\$44,850.00	\$284,850.00
2032	\$260,000.00	\$31,050.00	\$291,050.00
2033	\$280,000.00	\$16,100.00	\$296,100.00

Exhibit B

Special Tax Levy Detail Report

Fiscal Year 2011/2012 Special Tax Levy
Poway Unified School District
Improvement Area C of
Community Facilities District No. 10

Assessor's Parcel Number	Special Tax Classification	Maximum Annual Special Tax	Special Tax Levy
3063800100	Zone 2, 5	\$1,523.69	\$1,308.76
3063800200	Zone 2, 7	\$1,543.43	\$1,543.42
3063800300	Zone 2, 6	\$1,523.69	\$1,449.54
3063800400	Zone 2, 7	\$1,543.43	\$1,543.42
3063800500	Zone 2, 4	\$1,523.69	\$1,167.96
3063800600	Zone 2, 5	\$1,523.69	\$1,308.76
3063800700	Zone 2, 4	\$1,523.69	\$1,167.96
3063800800	Zone 2, 5	\$1,523.69	\$1,308.76
3063800900	Zone 2, 7	\$1,543.43	\$1,543.42
3063801000	Zone 2, 6	\$1,523.69	\$1,449.54
3063801100	Zone 2, 6	\$1,523.69	\$1,449.54
3063801200	Zone 2, 4	\$1,523.69	\$1,167.96
3063801300	Zone 2, 6	\$1,523.69	\$1,449.54
3063801400	Zone 2, 4	\$1,523.69	\$1,167.96
3063801500	Zone 2, 7	\$1,543.43	\$1,543.42
3063801600	Zone 2, 6	\$1,523.69	\$1,449.54
3063801700	Zone 2, 6	\$1,523.69	\$1,449.54
3063801800	Zone 2, 4	\$1,523.69	\$1,167.96
3063801900	Zone 2, 6	\$1,523.69	\$1,449.54
3063802000	Zone 2, 4	\$1,523.69	\$1,167.96
3063802100	Zone 2, 7	\$1,543.43	\$1,543.42
3063802200	Zone 2, 6	\$1,523.69	\$1,449.54
3063802300	Zone 2, 7	\$1,543.43	\$1,543.42
3063802400	Zone 2, 4	\$1,523.69	\$1,167.96
3063802500	Zone 2, 5	\$1,523.69	\$1,308.76
3063802600	Zone 2, 6	\$1,523.69	\$1,449.54
3063802700	Zone 2, 4	\$1,523.69	\$1,167.96
3063802800	Zone 2, 7	\$1,543.43	\$1,543.42
3063802900	Zone 2, 7	\$1,543.43	\$1,543.42
3063803000	Zone 2, 4	\$1,523.69	\$1,167.96
3063803100	Zone 2, 6	\$1,523.69	\$1,449.54
3063803200	Zone 2, 7	\$1,543.43	\$1,543.42
3063803300	Zone 2, 5	\$1,523.69	\$1,308.76
3063803400	Zone 2, 7	\$1,543.43	\$1,543.42
3063803500	Zone 2, 5	\$1,523.69	\$1,308.76
3063803600	Zone 2, 6	\$1,523.69	\$1,449.54
3063803700	Zone 2, 7	\$1,543.43	\$1,543.42
3063803800	Zone 2, 4	\$1,523.69	\$1,167.96
3063803900	Zone 2, 6	\$1,523.69	\$1,449.54
3063804000	Zone 2, 5	\$1,523.69	\$1,308.76
3063804100	Zone 2, 7	\$1,543.43	\$1,543.42
3063804200	Zone 2, 4	\$1,523.69	\$1,167.96
3063804300	Zone 2, 6	\$1,523.69	\$1,449.54
3063804400	Zone 2, 7	\$1,543.43	\$1,543.42
3063804500	Zone 2, 5	\$1,523.69	\$1,308.76
3063804600	Zone 2, 5	\$1,523.69	\$1,308.76
3063804700	Zone 2, 4	\$1,523.69	\$1,167.96
3063804800	Zone 2, 7	\$1,543.43	\$1,543.42
3063804900	Zone 2, 6	\$1,523.69	\$1,449.54
3063805000	Zone 2, 5	\$1,523.69	\$1,308.76
3063805100	Zone 2, 4	\$1,523.69	\$1,167.96
3063805200	Zone 2, 7	\$1,543.43	\$1,543.42
3063805300	Zone 2, 6	\$1,523.69	\$1,449.54
3063805400	Zone 2, 5	\$1,523.69	\$1,308.76
3063805500	Zone 2, 6	\$1,523.69	\$1,449.54
3063805600	Zone 2, 6	\$1,523.69	\$1,449.54
3063805700	Zone 2, 4	\$1,523.69	\$1,167.96
3063805800	Zone 2, 5	\$1,523.69	\$1,308.76
3063805900	Zone 2, 7	\$1,543.43	\$1,543.42

Assessor's Parcel Number	Special Tax Classification	Maximum Annual Special Tax	Special Tax Levy
3063810100	Zone 2, 5	\$1,523.69	\$1,308.76
3063810200	Zone 2, 4	\$1,523.69	\$1,167.96
3063810300	Zone 2, 6	\$1,523.69	\$1,449.54
3063810400	Zone 2, 7	\$1,543.43	\$1,543.42
3063810500	Zone 2, 6	\$1,523.69	\$1,449.54
3063810600	Zone 2, 7	\$1,543.43	\$1,543.42
3063810700	Zone 2, 5	\$1,523.69	\$1,308.76
3063810800	Zone 2, 5	\$1,523.69	\$1,308.76
3063810900	Zone 2, 4	\$1,523.69	\$1,167.96
3063811000	Zone 2, 7	\$1,543.43	\$1,543.42
3063811100	Zone 2, 5	\$1,523.69	\$1,308.76
3063811200	Zone 2, 5	\$1,523.69	\$1,308.76
3063811300	Zone 2, 6	\$1,523.69	\$1,449.54
3063811400	Zone 2, 6	\$1,523.69	\$1,449.54
3063811500	Zone 2, 4	\$1,523.69	\$1,167.96
3063811600	Zone 2, 5	\$1,523.69	\$1,308.76
3063811700	Zone 2, 4	\$1,523.69	\$1,167.96
3063811800	Zone 2, 5	\$1,523.69	\$1,308.76
3063811900	Zone 2, 7	\$1,543.43	\$1,543.42
3063812000	Zone 2, 4	\$1,523.69	\$1,167.96
3063812100	Zone 2, 6	\$1,523.69	\$1,449.54
3063812200	Zone 2, 7	\$1,543.43	\$1,543.42
3063812300	Zone 2, 5	\$1,523.69	\$1,308.76
3063812400	Zone 2, 4	\$1,523.69	\$1,167.96
3063812500	Zone 2, 6	\$1,523.69	\$1,449.54
3063812600	Zone 2, 5	\$1,523.69	\$1,308.76
3063812700	Zone 2, 7	\$1,543.43	\$1,543.42
3063812800	Zone 2, 4	\$1,523.69	\$1,167.96
3063812900	Zone 2, 7	\$1,543.43	\$1,543.42
3063813000	Zone 2, 7	\$1,543.43	\$1,543.42
3063813100	Zone 2, 6	\$1,523.69	\$1,449.54
3063813200	Zone 2, 4	\$1,523.69	\$1,167.96
3063813300	Zone 2, 5	\$1,523.69	\$1,308.76
3063813400	Zone 2, 4	\$1,523.69	\$1,167.96
3063813500	Zone 2, 6	\$1,523.69	\$1,449.54
3063813600	Zone 2, 7	\$1,543.43	\$1,543.42
3063813700	Zone 2, 7	\$1,543.43	\$1,543.42
3063813800	Zone 2, 5	\$1,523.69	\$1,308.76
3063813900	Zone 2, 7	\$1,543.43	\$1,543.42
3063814000	Zone 2, 4	\$1,523.69	\$1,167.96
3063814100	Zone 2, 4	\$1,523.69	\$1,167.96
3063814200	Zone 2, 7	\$1,543.43	\$1,543.42
3063814300	Zone 2, 5	\$1,523.69	\$1,308.76
3063814400	Zone 2, 7	\$1,543.43	\$1,543.42
3063814500	Zone 2, 6	\$1,523.69	\$1,449.54
3063814600	Zone 2, 5	\$1,523.69	\$1,308.76
3063814700	Zone 2, 4	\$1,523.69	\$1,167.96
3063814800	Zone 2, 6	\$1,523.69	\$1,449.54
3064000601	Zone 1, 1	\$3,076.44	\$1,466.14
3064000602	Zone 1, 3	\$3,076.44	\$1,804.04
3064000603	Zone 1, 2	\$3,076.44	\$1,663.24
3064000604	Zone 1, 2	\$3,076.44	\$1,663.24
3064000605	Zone 1, 3	\$3,076.44	\$1,804.04
3064000606	Zone 1, 1	\$3,076.44	\$1,466.14
3064000607	Zone 1, 1	\$3,076.44	\$1,466.14
3064000608	Zone 1, 3	\$3,076.44	\$1,804.04
3064000609	Zone 1, 2	\$3,076.44	\$1,663.24
3064000610	Zone 1, 2	\$3,076.44	\$1,663.24
3064000611	Zone 1, 3	\$3,076.44	\$1,804.04
3064000612	Zone 1, 1	\$3,076.44	\$1,466.14
3064000613	Zone 1, 1	\$3,076.44	\$1,466.14

Assessor's Parcel Number	Special Tax Classification	Maximum Annual Special Tax	Special Tax Levy
3064000614	Zone 1, 3	\$3,076.44	\$1,804.04
3064000615	Zone 1, 2	\$3,076.44	\$1,663.24
3064000616	Zone 1, 2	\$3,076.44	\$1,663.24
3064000617	Zone 1, 3	\$3,076.44	\$1,804.04
3064000618	Zone 1, 1	\$3,076.44	\$1,466.14
3064000701	Zone 1, 1	\$3,076.44	\$1,466.14
3064000702	Zone 1, 3	\$3,076.44	\$1,804.04
3064000703	Zone 1, 2	\$3,076.44	\$1,663.24
3064000704	Zone 1, 2	\$3,076.44	\$1,663.24
3064000705	Zone 1, 3	\$3,076.44	\$1,804.04
3064000706	Zone 1, 1	\$3,076.44	\$1,466.14
3064000707	Zone 1, 1	\$3,076.44	\$1,466.14
3064000708	Zone 1, 3	\$3,076.44	\$1,804.04
3064000709	Zone 1, 2	\$3,076.44	\$1,663.24
3064000710	Zone 1, 2	\$3,076.44	\$1,663.24
3064000711	Zone 1, 3	\$3,076.44	\$1,804.04
3064000712	Zone 1, 1	\$3,076.44	\$1,466.14
3064000801	Zone 1, 2	\$3,076.44	\$1,663.24
3064000802	Zone 1, 3	\$3,076.44	\$1,804.04
3064000803	Zone 1, 1	\$3,076.44	\$1,466.14
3064000804	Zone 1, 1	\$3,076.44	\$1,466.14
3064000805	Zone 1, 3	\$3,076.44	\$1,804.04
3064000806	Zone 1, 2	\$3,076.44	\$1,663.24
3064000807	Zone 1, 2	\$3,076.44	\$1,663.24
3064000808	Zone 1, 3	\$3,076.44	\$1,804.04
3064000809	Zone 1, 1	\$3,076.44	\$1,466.14
3064000901	Zone 1, 1	\$3,076.44	\$1,466.14
3064000902	Zone 1, 3	\$3,076.44	\$1,804.04
3064000903	Zone 1, 2	\$3,076.44	\$1,663.24
3064000904	Zone 1, 2	\$3,076.44	\$1,663.24
3064000905	Zone 1, 3	\$3,076.44	\$1,804.04
3064000906	Zone 1, 1	\$3,076.44	\$1,466.14
3064000907	Zone 1, 1	\$3,076.44	\$1,466.14
3064000908	Zone 1, 3	\$3,076.44	\$1,804.04
3064000909	Zone 1, 2	\$3,076.44	\$1,663.24
3064000910	Zone 1, 2	\$3,076.44	\$1,663.24
3064000911	Zone 1, 3	\$3,076.44	\$1,804.04
3064000912	Zone 1, 1	\$3,076.44	\$1,466.14
3064001001	Zone 1, 1	\$3,076.44	\$1,466.14
3064001002	Zone 1, 3	\$3,076.44	\$1,804.04
3064001003	Zone 1, 2	\$3,076.44	\$1,663.24
3064001004	Zone 1, 2	\$3,076.44	\$1,663.24
3064001005	Zone 1, 3	\$3,076.44	\$1,804.04
3064001006	Zone 1, 1	\$3,076.44	\$1,466.14
3064001007	Zone 1, 1	\$3,076.44	\$1,466.14
3064001008	Zone 1, 3	\$3,076.44	\$1,804.04
3064001009	Zone 1, 2	\$3,076.44	\$1,663.24
3064001010	Zone 1, 2	\$3,076.44	\$1,663.24
3064001011	Zone 1, 3	\$3,076.44	\$1,804.04
3064001012	Zone 1, 1	\$3,076.44	\$1,466.14
3064001101	Zone 1, 1	\$3,076.44	\$1,466.14
3064001102	Zone 1, 3	\$3,076.44	\$1,804.04
3064001103	Zone 1, 2	\$3,076.44	\$1,663.24
3064001104	Zone 1, 2	\$3,076.44	\$1,663.24
3064001105	Zone 1, 3	\$3,076.44	\$1,804.04
3064001106	Zone 1, 1	\$3,076.44	\$1,466.14
3064001107	Zone 1, 1	\$3,076.44	\$1,466.14
3064001108	Zone 1, 3	\$3,076.44	\$1,804.04
3064001109	Zone 1, 2	\$3,076.44	\$1,663.24
3064001110	Zone 1, 2	\$3,076.44	\$1,663.24
3064001111	Zone 1, 3	\$3,076.44	\$1,804.04

<u>Assessor's Parcel Number</u>	<u>Special Tax Classification</u>	<u>Maximum Annual Special Tax</u>	<u>Special Tax Levy</u>
3064001112	Zone 1, 1	\$3,076.44	\$1,466.14
3064001113	Zone 1, 1	\$3,076.44	\$1,466.14
3064001114	Zone 1, 3	\$3,076.44	\$1,804.04
3064001115	Zone 1, 2	\$3,076.44	\$1,663.24
3064001116	Zone 1, 2	\$3,076.44	\$1,663.24
3064001117	Zone 1, 3	\$3,076.44	\$1,804.04
3064001118	Zone 1, 1	\$3,076.44	\$1,466.14
3064001201	Zone 1, 1	\$3,076.44	\$1,466.14
3064001202	Zone 1, 3	\$3,076.44	\$1,804.04
3064001203	Zone 1, 2	\$3,076.44	\$1,663.24

Exhibit C

Annual Debt Service Coverage Summary Table

Annual Debt Service Coverage Summary
Poway Unified School District
Improvement Area C of
Community Facilities District No. 10

<u>Maturity Date</u> <u>(September 1)</u>	<u>Combined</u> <u>Debt</u> <u>Service</u>	<u>Special Tax</u> <u>Levy/ Maximum</u> <u>Special Tax</u>	<u>Administrative</u> <u>Expense</u> <u>Budget</u>	<u>Net Taxes</u>	<u>Coverage</u>
2012	\$194,595.00	\$285,118.48	\$17,926.39	\$267,192.09	137.31%
2013	\$198,090.00	\$430,468.82	\$18,284.92	\$412,183.90	208.08%
2014	\$201,290.00	\$439,078.20	\$18,650.62	\$420,427.58	208.87%
2015	\$209,197.50	\$447,859.76	\$19,023.63	\$428,836.13	204.99%
2016	\$211,585.00	\$456,816.96	\$19,404.10	\$437,412.86	206.73%
2017	\$213,675.00	\$465,953.30	\$19,792.18	\$446,161.12	208.80%
2018	\$220,457.50	\$475,272.37	\$20,188.02	\$455,084.35	206.43%
2019	\$221,670.00	\$484,777.82	\$20,591.78	\$464,186.04	209.40%
2020	\$227,550.00	\$494,473.38	\$21,003.62	\$473,469.76	208.07%
2021	\$232,825.00	\$504,362.85	\$21,423.69	\$482,939.16	207.43%
2022	\$237,475.00	\$514,450.11	\$21,852.16	\$492,597.95	207.43%
2023	\$241,480.00	\$524,739.11	\$22,289.20	\$502,449.91	208.07%
2024	\$249,820.00	\$535,233.89	\$22,734.98	\$512,498.91	205.15%
2025	\$252,192.50	\$545,938.57	\$23,189.68	\$522,748.89	207.28%
2026	\$258,927.50	\$556,857.34	\$23,653.47	\$533,203.87	205.93%
2027	\$264,807.50	\$567,994.49	\$24,126.54	\$543,867.95	205.38%
2028	\$264,832.50	\$579,354.38	\$24,609.07	\$554,745.31	209.47%
2029	\$274,287.50	\$590,941.47	\$25,101.25	\$565,840.22	206.29%
2030	\$277,500.00	\$602,760.30	\$25,603.28	\$577,157.02	207.98%
2031	\$284,850.00	\$614,815.51	\$26,115.35	\$588,700.16	206.67%
2032	\$291,050.00	\$627,111.82	\$26,637.66	\$600,474.16	206.31%
2033	\$296,100.00	\$639,654.06	\$27,170.41	\$612,483.65	206.85%

Exhibit D

Rate and Method of Apportionment

**FIRST AMENDED
RATE AND METHOD OF APPORTIONMENT FOR
COMMUNITY FACILITIES DISTRICT NO. 10
OF THE POWAY UNIFIED SCHOOL DISTRICT
(IMPROVEMENT AREA C)**

An Annual Special Tax shall be levied on and collected in Improvement Area C ("IA C") of Community Facilities District No. 10 ("CFD No. 10") of the Poway Unified School District ("School District") in each Fiscal Year, in an amount determined through the application of the rate and method of apportionment described below. All of the real property in IA C of CFD No. 10, unless exempted by law or by the provisions hereof, shall be taxed for the purposes, to the extent, and in the manner herein provided.

**SECTION A
DEFINITIONS**

The terms hereinafter set forth have the following meanings:

"Acre" or "Acreage" means the land area of an Assessor's Parcel as shown on an Assessor's Parcel Map, or if the land area is not shown on an Assessor's Parcel Map, the land area shown on the applicable final map, parcel map, condominium plan, or other recorded County parcel map.

"Act" means the Mello-Roos Community Facilities Act of 1982 as amended, being Chapter 2.5, Division 2 of Title 5 of the Government Code of the State of California.

"Administrative Expenses" means any ordinary and necessary expenses of the School District to carry out its duties as the legislative body of IA C of CFD No. 10.

"Affordable Unit" means any Unit subject to deed restrictions, resale restrictions, and/or regulatory agreements recorded in favor of the City or County providing for affordable housing.

"Annual Special Tax" means the Special Tax levied in each Fiscal Year on an Assessor's Parcel as set forth in Section F. In each Fiscal Year Annual Special Tax revenues shall be used in the following order of priority: (i) to satisfy the Minimum Annual Special Tax Requirement and (ii) to pay for the acquisition, construction, rehabilitation, and improvement of School Facilities.

"Assessor's Parcel" means a lot or parcel of land in IA C of CFD No. 10 which is designated on an Assessor's Parcel Map with an assigned Assessor's Parcel Number.

"Assessor's Parcel Map" means an official map of the Assessor of the County designating parcels by Assessor's Parcel Number.

"Assessor's Parcel Number" means that number assigned to an Assessor's Parcel by the County Assessor for purposes of identification.

"Assigned Annual Special Tax" means the Special Tax of that name as set forth in Section D.

"Associate Superintendent" means the Associate Superintendent of Business Support Services of the School District or his/her designee.

"Attached Unit" means a Unit that (i) consists or shall consist of a building or buildings in which each of the individual Units has at least one common wall with another Unit and (ii) is not an Affordable Unit or a Senior Citizen Unit.

"Backup Annual Special Tax" means the Special Tax of that name described in Section E below.

"Board" means the Board of Education of the School District or its designee.

"Bonds" means any obligation to repay a sum of money, including obligations in the form of bonds, notes, certificates of participation, long-term leases, loans from government agencies, or loans from banks, other financial institutions, private businesses, or individuals, or long-term contracts, or any refunding thereof, to the repayment of which Special Taxes of IA C of CFD No. 10 are pledged.

"Building Permit" means a permit for the construction of one or more Units issued by the City, or another public agency in the event the City no longer issues said permits for the construction of Units within IA C of CFD No. 10. For purposes of this definition, "Building Permit" shall not include permits for construction or installation on commercial/industrial structures, parking structures, retaining walls, utility improvements, or other such improvements not intended for human habitation.

"Building Square Footage" or "BSF" means the square footage of internal living space of a Unit, exclusive of garages or other structures not used as living space, as determined by reference to the building permit application for such Unit or other applicable records of the City.

"Calendar Year" means any period beginning January 1 and ending December 31.

"City" means the City of San Diego.

"County" means the County of San Diego.

"Detached Unit" means a Unit which is not an Attached Unit, an Affordable Unit, or a Senior Citizen Unit.

"Developed Property" means all Assessor's Parcels for which Building Permits for the construction of Units were issued on or before May 1 of the prior Fiscal Year, provided that such Assessor's Parcels were created on or before January 1 of the prior Fiscal Year and that each such Assessor's Parcel is associated with a Lot, as determined reasonably by the Associate Superintendent.

"Exempt Property" means the property designated as Exempt Property in Section J.

"Final Subdivision Map" means a final tract map, parcel map, lot line adjustment, or functionally equivalent map or instrument that creates building sites, recorded in the County Office of the Recorder.

"Fiscal Year" means the period commencing on July 1 of any year and ending the following June 30.

"Gross Floor Area" or "GFA" means the covered and enclosed space within the perimeters of a commercial or industrial structure, not including any storage area incidental to the principal use of the development, garage, parking structure, unenclosed walkway, or utility or disposable area, as

used in Section 65995 of the Government Code.

"Gross Prepayment Amount" means any amount determined by reference to Table 3 and adjusted as set forth in Section G.

"Lot" means an individual legal lot created by a Final Subdivision Map for which a building permit for a Unit has been or could be issued, provided that land for which one or more building permits have been or could be issued for the construction of one or more model Units shall not be construed as a Lot until such land has been subdivided by a Final Subdivision Map.

"Maximum Special Tax" means, the Maximum Special Tax determined in accordance with Section C that can be levied by IAC of CFD No. 10 in any Fiscal Year on any Assessor's Parcel.

"Minimum Annual Special Tax Requirement" means the amount required in any Fiscal Year to pay: (i) the debt service on the Bonds or other indebtedness or other periodic costs on the Bonds, (ii) the Administrative Expenses of IA C of CFD No. 10, (iii) any costs associated with the release of funds from an escrow account, (iv) any amount required to establish or replenish any reserve funds established in association with the Bonds, less (v) any amounts on deposit in any fund or account which are available to pay for items (i) through (iv) above pursuant to any applicable fiscal agent agreement, bond indenture, or trust agreement.

"Minimum Taxable Acreage" means, for any Zone, the applicable acreage listed in Table 4 below.

"Partial Prepayment Amount" means the dollar amount required to prepay a portion of the Annual Special Tax obligation on any Assessor's Parcel, determined pursuant to Section H.

"Prepayment Amount" means the dollar amount required to prepay all of the Annual Special Tax obligation on any Assessor's Parcel, determined pursuant to Sections G.

"Proportionately" means that the ratio of the actual Annual Special Tax levy to the applicable Special Tax is equal for all applicable Assessor's Parcels.

"School Facilities" means any public facilities owned or to be owned by the School District.

"Senior Citizen Unit" means a Unit designated as senior citizen housing, part of a residential care facility for the elderly, or part of a multi-level care facility for the elderly as referred to in California Government Code Section 65995.1. For purposes hereof, it shall be sufficient to designate a Unit as a Senior Citizen Unit if Senior Citizen Restrictions have been effected with respect to such Unit.

"Senior Citizen Restriction" means (i) a restriction limiting the use of Units to senior citizen housing under a specific plan, a final map or other governmental entitlements, or a declaration of covenants, conditions and restrictions or any similar recorded instrument or (ii) licensing from appropriate agencies received for residential care facilities for the elderly or multi-level care facilities as those terms are defined in Health and Safety Code Section 1569.2 and Government Code Section 15432(d)(9), respectively.

"Special Tax" means any of the special taxes authorized to be levied in IA C of CFD No. 10 under the Act.

"Taxable Developed Property" means all Assessor's Parcels of Developed Property which are not Exempt Property.

"Taxable Property" means all Assessor's Parcels which are not Exempt Property.

"Taxable Undeveloped Property" means all Assessor's Parcels of Undeveloped Property which are not Exempt Property.

"Undeveloped Property" means all Assessor's Parcels which are not Developed Property.

"Unit" means each separate residential dwelling unit which comprises an independent facility capable of conveyance separate from adjacent residential dwelling units. Each Unit shall be classified as an Affordable Unit, an Attached Unit, a Detached Unit, or a Senior Citizen Unit.

"Zone" means any of the areas identified as a Zone in Exhibit A to this Rate and Method of Apportionment.

"Zone 1" means all property located within the area identified as Zone 1 in Exhibit A to this Rate and Method of Apportionment.

"Zone 2" means all property located within the area identified as Zone 2 in Exhibit A to this Rate and Method of Apportionment.

SECTION B ASSIGNMENT OF ASSESSOR'S PARCELS

For each Fiscal Year, beginning with Fiscal Year 2002-03, (i) each Assessor's Parcel shall be classified as Developed Property or Undeveloped Property; (ii) each Assessor's Parcel of Developed Property shall be classified as Taxable Developed Property or Exempt Property; (iii) each Assessor's Parcel of Undeveloped Property shall be classified as Taxable Undeveloped Property or Exempt Property; and (iv) each Assessor's Parcel shall be assigned to a Zone in accordance with Exhibit A.

SECTION C MAXIMUM SPECIAL TAX

1. Taxable Developed Property

The Maximum Special Tax for each Assessor's Parcel classified as Taxable Developed Property in any Fiscal Year shall be the greater of (i) the Assigned Annual Special Tax or (ii) the Backup Annual Special Tax.

2. Taxable Undeveloped Property

The Maximum Special Tax for any Assessor's Parcel classified as Taxable Undeveloped Property in any Fiscal Year shall be the Assigned Annual Special Tax.

**SECTION D
ASSIGNED ANNUAL SPECIAL TAXES**

1. Taxable Developed Property

The Assigned Annual Special Tax for each Assessor's Parcel of Taxable Developed Property in Fiscal Year 2002-03 shall be the amount determined by reference to Table 1 below. No Assigned Annual Special Tax shall apply to Affordable Units or Senior Citizen Units.

TABLE 1

**ASSIGNED ANNUAL SPECIAL TAX FOR
TAXABLE DEVELOPED PROPERTY FOR FISCAL YEAR 2002-03**

Zone	Building Square Feet	Assigned Annual Special Tax ¹
1	≤ 1,150	\$1,226.79 per Detached/Attached Unit
1	1,151 – 1,400	\$1,391.73 per Detached/Attached Unit
1	> 1,400	\$1,509.55 per Detached/Attached Unit
2	≤ 1,850	\$977.29 per Detached/Attached Unit
2	1,851 – 2,000	\$1,095.11 per Detached/Attached Unit
2	2,001 – 2,250	\$1,212.92 per Detached/Attached Unit
2	> 2,250	\$1,291.47 per Detached/Attached Unit

¹ No Assigned Annual Special Tax shall apply to Affordable Units or Senior Citizen Units.

Each July 1, commencing July 1, 2003, the Assigned Annual Special Tax for each Assessor's Parcel of Taxable Developed Property shall be increased by two percent (2.00%) of the amount in effect in the prior Fiscal Year.

2. Taxable Undeveloped Property

The Assigned Annual Special Tax for an Assessor's Parcel of Taxable Undeveloped Property in Fiscal Year 2002-03 shall be the amount determined by reference to Table 2.

TABLE 2

**ASSIGNED ANNUAL SPECIAL TAX FOR
TAXABLE UNDEVELOPED PROPERTY FOR FISCAL YEAR 2002-03**

Zone	Assigned Annual Special Tax
Zone 1	\$27,919.34 per Acre
Zone 2	\$15,463.99 per Acre

On each July 1, commencing July 1, 2003, the Assigned Annual Special Tax per Acre for each Zone shall be increased by two percent (2.00%) of the amount in effect in the prior Fiscal Year.

SECTION E BACKUP ANNUAL SPECIAL TAX

Each Fiscal Year, each Assessor's Parcel of Taxable Developed Property shall be subject to a Backup Annual Special Tax. In each Fiscal Year, the Backup Annual Special Tax rate for Taxable Developed Property shall be the rate per Lot calculated according to the following formula:

$$B = (Z * A) / L$$

The terms above have the following meanings:

B	=	Backup Annual Special Tax per Lot for the applicable Fiscal Year
Z	=	Assigned Annual Special Tax per Acre of Taxable Undeveloped Property for the applicable Zone for the applicable Fiscal Year
A	=	Acreage of Taxable Developed Property expected to exist in the applicable Final Subdivision Map at buildout, as determined by the Associate Superintendent pursuant to Section J
L	=	Lots in the Final Subdivision Map

Notwithstanding the foregoing, if all or any portion of the Final Subdivision Map(s) described in the preceding paragraph is subsequently changed or modified, then the Backup Annual Special Tax for each Assessor's Parcel of Developed Property in such Final Subdivision Map area changed or modified shall be a rate per square foot of Acreage calculated as follows:

1. Determine the total Backup Annual Special Taxes anticipated to apply to the changed or modified Final Subdivision Map area prior to the change or modification.
2. The result of paragraph 1 above shall be divided by the Acreage of Taxable Property which is ultimately expected to exist in such changed or modified Final Subdivision Map area, as reasonably determined by the Board.
3. The result of paragraph 2 above shall be divided by 43,560. The result is the Backup Annual Special Tax per square foot of Acreage which shall be applicable to Assessor's Parcels of Developed Property in such changed or modified Final Subdivision Map area for all remaining Fiscal Years in which the Special Tax may be levied.

SECTION F
METHOD OF APPORTIONMENT OF THE ANNUAL SPECIAL TAX

Commencing Fiscal Year 2002-03 and for each subsequent Fiscal Year, the Board shall levy Annual Special Taxes as follows:

- Step One: The Board shall levy an Annual Special Tax on each Assessor's Parcel of Taxable Developed Property in an amount equal to the Assigned Annual Special Tax applicable to each such Assessor's Parcel.
- Step Two: If the sum of the amounts collected in step one is insufficient to satisfy the Minimum Annual Special Tax Requirement, then the Board shall additionally levy an Annual Special Tax Proportionately on each Assessor's Parcel of Undeveloped Property, up to the Assigned Annual Special Tax applicable to each such Assessor's Parcel, to satisfy the Minimum Annual Special Tax Requirement.
- Step Three: If the sum of the amounts collected in steps one and two is insufficient to satisfy the Minimum Annual Special Tax Requirement, then the Board shall additionally levy an Annual Special Tax Proportionately on each Assessor's Parcel of Developed Property, up to the Maximum Special Tax applicable to each such Assessor's Parcel, to satisfy the Minimum Annual Special Tax Requirement.

SECTION G
PREPAYMENT OF ANNUAL SPECIAL TAX

The Annual Special Tax obligation of an Assessor's Parcel of Taxable Developed Property or an Assessor's Parcel of Taxable Undeveloped Property for which a Building Permit has been issued may be prepaid in full, provided that there are no delinquent Special Taxes, penalties, or interest charges outstanding with respect to such Assessor's Parcel at the time the Annual Special Tax obligation would be prepaid. The Prepayment Amount for an Assessor's Parcel eligible for prepayment shall be determined as described below.

1. Prior to Issuance of Bonds

Prior to the issuance of Bonds, the Prepayment Amount for each Assessor's Parcel of Developed Property and each Assessor's Parcel of Undeveloped Property for which a Building Permit has been issued shall be the amount equal to the Gross Prepayment Amount. The Gross Prepayment Amount for the period May 1, 2002 to April 30, 2003 shall be the amount determined by reference to Table 3.

TABLE 3

**GROSS PREPAYMENT AMOUNT FOR
MAY 1, 2002 TO APRIL 30, 2003**

Zone	Building Square Feet	Gross Prepayment Amount ¹
1	≤ 1,150	\$12,971.17 per Detached/Attached Unit
1	1,151 – 1,400	\$14,715.14 per Detached/Attached Unit
1	> 1,400	\$15,960.84 per Detached/Attached Unit
2	≤ 1,850	\$10,333.15 per Detached/Attached Unit
2	1,851 – 2,000	\$11,578.85 per Detached/Attached Unit
2	2,001 – 2,250	\$12,824.55 per Detached/Attached Unit
2	> 2,250	\$13,655.01 per Detached/Attached Unit

¹ No Assigned Annual Special Tax shall apply to Affordable Units or Senior Citizen Units.

On each May 1, commencing May 1, 2003, the Gross Prepayment Amount for each Unit shall be increased by two percent (2.00%) of the amount in effect in the prior Fiscal Year, provided that the Gross Prepayment Amount applicable to a Unit shall not increase after the issuance of the Building Permit for such Unit.

2. Subsequent to Issuance of Bonds

Subsequent to the issuance of Bonds, the Prepayment Amount for each applicable Assessor's Parcel shall be calculated according to the following formula (capitalized terms defined below):

	Bond Redemption Amount
plus	Redemption Premium
plus	Defeasance
plus	Administrative Fee
less	<u>Reserve Fund Credit</u>
equals	Prepayment Amount

As of the date of prepayment, the Prepayment Amount shall be calculated as follows:

1. For each Assessor's Parcel of Taxable Developed Property, compute the Assigned Annual Special Tax and the Backup Annual Special Tax. For each Assessor's Parcel of Taxable Undeveloped Property, compute the Assigned Annual Special Tax and the Backup Annual Special Tax applicable to the Assessor's Parcel as though it was already designated as Taxable Developed Property, based upon the building permit issued for that Assessor's Parcel.

2. For each Annual Special Tax obligation to be prepaid, (a) divide the Assigned Annual Special Tax computed pursuant to paragraph 1 for such Assessor's Parcel by the estimated Assigned Annual Special Tax applicable to all Assessor's Parcels of Taxable Developed Property at buildout, as reasonably determined by the Associate Superintendent, and (b) divide the Backup Annual Special Tax computed pursuant to paragraph 1 for such Assessor's Parcel by the estimated Backup Annual Special Tax applicable to all Assessor's Parcels of Taxable Developed Property at buildout, as reasonably determined by the Associate Superintendent.
3. Multiply the larger quotient computed pursuant to paragraph 2(a) or 2(b) by the face value of all outstanding Bonds. The product is the "Bond Redemption Amount."
4. Multiply the Bond Redemption Amount by the applicable redemption premium, if any, on the outstanding Bonds to be redeemed with the proceeds of the Bond Redemption Amount. This product is the "Redemption Premium."
5. Compute the amount needed to pay interest on the Bond Redemption Amount, the Redemption Premium, and the Reserve Fund Credit (see step 9) to be redeemed with the proceeds of the Prepayment Amount until the earliest call date for the outstanding Bonds.
6. Estimate the amount of interest earnings to be derived from the reinvestment of the Bond Redemption Amount plus the Redemption Premium until the earliest call date for the outstanding Bonds.
7. Subtract the amount computed pursuant to paragraph 6 from the amount computed pursuant to paragraph 5. This difference is the "Defeasance."
8. Estimate the administrative fees and expenses associated with the prepayment, including the costs of computation of the Prepayment Amount, the costs of redeeming Bonds, and the costs of recording any notices to evidence the prepayment and the redemption. This amount is the "Administrative Fee."
9. Calculate the "Reserve Fund Credit" as the lesser of: (a) the expected reduction in the applicable reserve requirements, if any, associated with the redemption of outstanding Bonds as a result of the prepayment, or (b) the amount derived by subtracting the new reserve requirements in effect after the redemption of outstanding Bonds as a result of the prepayment from the balance in the applicable reserve funds on the prepayment date. Notwithstanding the foregoing, if the reserve fund requirement is satisfied by a surety bond or other instrument at the time of the prepayment, then no Reserve Fund Credit shall be given. Notwithstanding the foregoing, the Reserve Fund Credit shall in no event be less than 0.

10. The Prepayment Amount is equal to the sum of the Bond Redemption Amount, the Redemption Premium, the Defeasance, and the Administrative Fee, less the Reserve Fund Credit.

With respect to an Annual Special Tax obligation that is prepaid pursuant to this Section G, the Associate Superintendent shall indicate in the records of IA C of CFD No. 10 that there has been a prepayment of the Annual Special Tax obligation and shall cause a suitable notice to be recorded in compliance with the Act within thirty (30) days of receipt of such prepayment to indicate the prepayment of the Annual Special Tax obligation and the release of the Annual Special Tax lien on such Assessor's Parcel, and the obligation of such Assessor's Parcel to pay such Annual Special Tax shall cease.

Notwithstanding the foregoing, no prepayment will be allowed unless the amount of Annual Special Tax that may be levied in IA C of CFD No. 10, net of an allocable portion of Administrative Expenses, shall be at least 1.1 times the regularly scheduled annual interest and principal payments on all currently outstanding Bonds in each future Fiscal Year, as reasonably determined by the Associate Superintendent.

SECTION H PARTIAL PREPAYMENT OF SPECIAL TAX

Prior to the issuance of a Building Permit for the construction of a production Unit on a Lot within a Final Subdivision Map area, the owner of no less than the entire Final Subdivision Map area may elect to prepay any portion of the applicable Annual Special Tax obligations for all of the Assessor's Parcels within such Final Subdivision Map area. In order to prepay any portion of the applicable Annual Special Tax obligations, the residential Final Subdivision Map area must contain at least 25 Detached Units or 50 Attached Units. The partial prepayment of each Annual Special Tax obligation shall be collected at the issuance of each applicable Building Permit, provided that the Annual Special Tax obligations with respect to model Units for which Building Permits have already been issued must be partially prepaid at the time of the election. The Partial Prepayment Amount shall be calculated according to the following formula:

$$PP = P_G * F$$

These terms have the following meanings:

- PP = the Partial Prepayment Amount
- P_G = the Prepayment Amount calculated according to Section G
- F = the percent by which the owner of the Assessor's Parcel is partially prepaying the Annual Special Tax obligation.

The owner of any Assessor's Parcel who desires such partial prepayment shall notify the Associate Superintendent of (i) such owner's intent to partially prepay the Annual Special Tax obligation and (ii) the percentage by which the Annual Special Tax obligation shall be prepaid.

With respect to any Assessor's Parcel's Annual Special Tax obligation that is partially prepaid, the Associate Superintendent shall indicate in the records of IA C of CFD No. 10 that there has been a partial prepayment of the Annual Special Tax obligation and shall cause a suitable notice to be recorded in compliance with the Act within thirty (30) days of receipt of such partial prepayment, to indicate the partial prepayment of Annual Special Tax obligation and the partial release of the

Annual Special Tax lien on such Assessor's Parcel, and the obligation of such Assessor's Parcel to pay such prepaid portion of the Annual Special Tax shall cease. Additionally, the notice shall indicate that the Assigned Annual Special Tax and the Backup Annual Special Tax for the Assessor's Parcels has been reduced by an amount equal to the percentage which was partially prepaid.

Notwithstanding the foregoing, no partial prepayment will be allowed unless the amount of Annual Special Tax that may be levied in IA C of CFD No. 10, net of an allocable portion of Administrative Expenses, shall be at least 1.1 times the regularly scheduled annual interest and principal payments on all currently outstanding Bonds in each future Fiscal Year, as reasonably determined by the Associate Superintendent.

SECTION I TERMINATION OF SPECIAL TAX

The Annual Special Tax shall be levied for a term of thirty-four (34) Fiscal Years after the issuance of Bonds by IA C of CFD No. 10, but in no event shall the Annual Special Tax be levied later than Fiscal Year 2045-46.

SECTION J EXEMPTIONS

The Associate Superintendent shall classify as Exempt Property (i) Assessor's Parcels owned by the State of California, Federal or other local governments, (ii) Assessor's Parcels which are used as places of worship and are exempt from *ad valorem* property taxes because they are owned by a religious organization, (iii) Assessor's Parcels used exclusively by a homeowners' association, (iv) Assessor's Parcels with public or utility easements or other restrictions making impractical their utilization for other than the purposes set forth in the easement or the restriction, (v) Assessor's Parcels for which Building Permits were issued on or before May 1 of the prior Fiscal Year for the construction of Affordable Units and/or Senior Citizen Units exclusively, (vi) Assessor's Parcels for which Building Permits were issued on or before May 1 of the prior Fiscal Year for the construction of GFA and Assessor's Parcels which directly service such Assessor's Parcels, such as parking lots, as reasonably determined by the Associate Superintendent, and (vii) other types of Assessor's Parcels, at the reasonable discretion of the Associate Superintendent, provided that no such classification would reduce the Acreage of all Taxable Property in any Zone to less than the Minimum Taxable Acreage for such Zone. Assessor's Parcels which cannot be classified as Exempt Property because such classification would reduce the Acreage of all Taxable Property in a Zone to less than the Minimum Taxable Acreage for such Zone will continue to be classified as Taxable Developed Property or Taxable Undeveloped Property, as applicable, and will continue to be subject to Special Taxes accordingly.

TABLE 4

MINIMUM TAXABLE ACREAGE

Zone	Minimum Taxable Acreage
Zone 1	4.14
Zone 2	7.94

**SECTION K
APPEALS**

Any property owner claiming that the amount or application of any Special Tax is not correct may file a written notice of appeal with the Associate Superintendent not later than twelve (12) months after having paid the Special Tax that is disputed. The Associate Superintendent shall promptly review the appeal, and if necessary, meet with the property owner, consider written and oral evidence regarding the amount of the Special Tax, and rule on the appeal. If the Associate Superintendent's decision requires that the Special Tax for an Assessor's Parcel be modified or changed in favor of the property owner, a cash refund shall not be made (except for the last year of levy or in other special cases, as determined by the Associate Superintendent), but an adjustment shall be made to the Special Tax on that Assessor's Parcel in the subsequent Fiscal Year(s).

**SECTION L
MANNER OF COLLECTION**

The Annual Special Tax shall be collected in the same manner and at the same time as ordinary *ad valorem* property taxes, provided, however, that IA C of CFD No. 10 may collect Annual Special Taxes at a different time or in a different manner if necessary to meet its financial obligations.

Exhibit E

Assessed Value-to-Lien Detail Report

Fiscal Year 2011/2012 Assessed Value-to-Lien
Poway Unified School District
Improvement Area C of
Community Facilities District No. 10

Assessed Value

<u>Assessor's Parcel Number</u>	<u>Land</u>	<u>Improvement</u>	<u>Total</u>	<u>Total Lien</u>	<u>Value-to-Lien</u>
3063800100	\$199,754.00	\$292,599.00	\$492,353.00	\$47,891.20	10.28:1
3063800200	\$321,644.00	\$281,439.00	\$603,083.00	\$50,261.51	12.00:1
3063800300	\$203,482.00	\$315,320.00	\$518,802.00	\$49,313.23	10.52:1
3063800400	\$203,482.00	\$311,553.00	\$515,035.00	\$50,261.51	10.25:1
3063800500	\$203,482.00	\$258,863.00	\$462,345.00	\$46,468.97	9.95:1
3063800600	\$203,482.00	\$296,108.00	\$499,590.00	\$47,891.20	10.43:1
3063800700	\$203,482.00	\$285,864.00	\$489,346.00	\$46,468.97	10.53:1
3063800800	\$199,754.00	\$300,358.00	\$500,112.00	\$47,891.20	10.44:1
3063800900	\$327,447.00	\$226,694.00	\$554,141.00	\$50,261.51	11.03:1
3063801000	\$213,596.00	\$320,394.00	\$533,990.00	\$49,313.23	10.83:1
3063801100	\$226,000.00	\$291,000.00	\$517,000.00	\$49,313.23	10.48:1
3063801200	\$256,000.00	\$256,000.00	\$512,000.00	\$46,468.97	11.02:1
3063801300	\$205,000.00	\$312,000.00	\$517,000.00	\$49,313.23	10.48:1
3063801400	\$300,000.00	\$235,000.00	\$535,000.00	\$46,468.97	11.51:1
3063801500	\$162,081.00	\$103,728.00	\$265,809.00	\$50,261.51	5.29:1
3063801600	\$210,851.00	\$327,087.00	\$537,938.00	\$49,313.23	10.91:1
3063801700	\$199,754.00	\$302,684.00	\$502,438.00	\$49,313.23	10.19:1
3063801800	\$287,146.00	\$251,882.00	\$539,028.00	\$46,468.97	11.60:1
3063801900	\$210,851.00	\$323,739.00	\$534,590.00	\$49,313.23	10.84:1
3063802000	\$210,851.00	\$270,389.00	\$481,240.00	\$46,468.97	10.36:1
3063802100	\$201,000.00	\$348,000.00	\$549,000.00	\$50,261.51	10.92:1
3063802200	\$210,851.00	\$300,548.00	\$511,399.00	\$49,313.23	10.37:1
3063802300	\$203,482.00	\$328,722.00	\$532,204.00	\$50,261.51	10.59:1
3063802400	\$203,482.00	\$260,323.00	\$463,805.00	\$46,468.97	9.98:1
3063802500	\$208,000.00	\$296,000.00	\$504,000.00	\$47,891.20	10.52:1
3063802600	\$203,482.00	\$296,673.00	\$500,155.00	\$49,313.23	10.14:1
3063802700	\$206,000.00	\$289,000.00	\$495,000.00	\$46,468.97	10.65:1
3063802800	\$210,000.00	\$316,000.00	\$526,000.00	\$50,261.51	10.47:1
3063802900	\$340,000.00	\$248,000.00	\$588,000.00	\$50,261.51	11.70:1
3063803000	\$203,482.00	\$289,906.00	\$493,388.00	\$46,468.97	10.62:1
3063803100	\$203,482.00	\$336,855.00	\$540,337.00	\$49,313.23	10.96:1
3063803200	\$199,754.00	\$319,401.00	\$519,155.00	\$50,261.51	10.33:1
3063803300	\$255,000.00	\$265,000.00	\$520,000.00	\$47,891.20	10.86:1
3063803400	\$210,851.00	\$302,858.00	\$513,709.00	\$50,261.51	10.22:1
3063803500	\$221,948.00	\$285,451.00	\$507,399.00	\$47,891.20	10.59:1
3063803600	\$236,000.00	\$324,000.00	\$560,000.00	\$49,313.23	11.36:1
3063803700	\$230,000.00	\$319,000.00	\$549,000.00	\$50,261.51	10.92:1
3063803800	\$301,542.00	\$236,208.00	\$537,750.00	\$46,468.97	11.57:1
3063803900	\$199,754.00	\$287,968.00	\$487,722.00	\$49,313.23	9.89:1
3063804000	\$199,754.00	\$290,864.00	\$490,618.00	\$47,891.20	10.24:1
3063804100	\$210,851.00	\$308,190.00	\$519,041.00	\$50,261.51	10.33:1
3063804200	\$212,000.00	\$283,000.00	\$495,000.00	\$46,468.97	10.65:1
3063804300	\$352,635.00	\$227,701.00	\$580,336.00	\$49,313.23	11.77:1
3063804400	\$279,000.00	\$306,000.00	\$585,000.00	\$50,261.51	11.64:1
3063804500	\$234,000.00	\$286,000.00	\$520,000.00	\$47,891.20	10.86:1
3063804600	\$238,000.00	\$282,000.00	\$520,000.00	\$47,891.20	10.86:1
3063804700	\$255,242.00	\$259,025.00	\$514,267.00	\$46,468.97	11.07:1
3063804800	\$255,242.00	\$306,168.00	\$561,410.00	\$50,261.51	11.17:1
3063804900	\$255,242.00	\$318,486.00	\$573,728.00	\$49,313.23	11.63:1
3063805000	\$266,000.00	\$238,000.00	\$504,000.00	\$47,891.20	10.52:1
3063805100	\$221,948.00	\$304,041.00	\$525,989.00	\$46,468.97	11.32:1
3063805200	\$221,948.00	\$337,238.00	\$559,186.00	\$50,261.51	11.13:1
3063805300	\$227,411.00	\$328,241.00	\$555,652.00	\$49,313.23	11.27:1
3063805400	\$210,851.00	\$288,410.00	\$499,261.00	\$47,891.20	10.42:1
3063805500	\$210,851.00	\$334,111.00	\$544,962.00	\$49,313.23	11.05:1

Assessor's Parcel Number	Land	Improvement	Total	Total Lien	Value-to-Lien
3063805600	\$210,851.00	\$319,424.00	\$530,275.00	\$49,313.23	10.75:1
3063805700	\$243,000.00	\$252,000.00	\$495,000.00	\$46,468.97	10.65:1
3063805800	\$247,000.00	\$257,000.00	\$504,000.00	\$47,891.20	10.52:1
3063805900	\$221,948.00	\$318,616.00	\$540,564.00	\$50,261.51	10.76:1
3063810100	\$246,000.00	\$274,000.00	\$520,000.00	\$47,891.20	10.86:1
3063810200	\$265,000.00	\$270,000.00	\$535,000.00	\$46,468.97	11.51:1
3063810300	\$255,242.00	\$299,243.00	\$554,485.00	\$49,313.23	11.24:1
3063810400	\$223,000.00	\$326,000.00	\$549,000.00	\$50,261.51	10.92:1
3063810500	\$223,000.00	\$294,000.00	\$517,000.00	\$49,313.23	10.48:1
3063810600	\$246,000.00	\$303,000.00	\$549,000.00	\$50,261.51	10.92:1
3063810700	\$234,000.00	\$286,000.00	\$520,000.00	\$47,891.20	10.86:1
3063810800	\$255,677.00	\$314,711.00	\$570,388.00	\$47,891.20	11.91:1
3063810900	\$231,000.00	\$264,000.00	\$495,000.00	\$46,468.97	10.65:1
3063811000	\$255,242.00	\$307,637.00	\$562,879.00	\$50,261.51	11.20:1
3063811100	\$235,000.00	\$285,000.00	\$520,000.00	\$47,891.20	10.86:1
3063811200	\$244,144.00	\$287,301.00	\$531,445.00	\$47,891.20	11.10:1
3063811300	\$255,242.00	\$245,542.00	\$500,784.00	\$49,313.23	10.16:1
3063811400	\$312,923.00	\$259,238.00	\$572,161.00	\$49,313.23	11.60:1
3063811500	\$244,144.00	\$269,713.00	\$513,857.00	\$46,468.97	11.06:1
3063811600	\$210,000.00	\$294,000.00	\$504,000.00	\$47,891.20	10.52:1
3063811700	\$352,635.00	\$191,430.00	\$544,065.00	\$46,468.97	11.71:1
3063811800	\$205,000.00	\$315,000.00	\$520,000.00	\$47,891.20	10.86:1
3063811900	\$205,788.00	\$359,100.00	\$564,888.00	\$50,261.51	11.24:1
3063812000	\$221,948.00	\$280,499.00	\$502,447.00	\$46,468.97	10.81:1
3063812100	\$210,851.00	\$332,214.00	\$543,065.00	\$49,313.23	11.01:1
3063812200	\$255,242.00	\$300,619.00	\$555,861.00	\$50,261.51	11.06:1
3063812300	\$244,000.00	\$281,000.00	\$525,000.00	\$47,891.20	10.96:1
3063812400	\$255,242.00	\$249,470.00	\$504,712.00	\$46,468.97	10.86:1
3063812500	\$255,242.00	\$289,521.00	\$544,763.00	\$49,313.23	11.05:1
3063812600	\$302,259.00	\$226,694.00	\$528,953.00	\$47,891.20	11.04:1
3063812700	\$210,851.00	\$310,606.00	\$521,457.00	\$50,261.51	10.37:1
3063812800	\$210,851.00	\$270,256.00	\$481,107.00	\$46,468.97	10.35:1
3063812900	\$221,948.00	\$330,961.00	\$552,909.00	\$50,261.51	11.00:1
3063813000	\$320,000.00	\$250,000.00	\$570,000.00	\$50,261.51	11.34:1
3063813100	\$237,000.00	\$323,000.00	\$560,000.00	\$49,313.23	11.36:1
3063813200	\$238,000.00	\$297,000.00	\$535,000.00	\$46,468.97	11.51:1
3063813300	\$230,000.00	\$290,000.00	\$520,000.00	\$47,891.20	10.86:1
3063813400	\$255,242.00	\$279,203.00	\$534,445.00	\$46,468.97	11.50:1
3063813500	\$300,000.00	\$230,000.00	\$530,000.00	\$49,313.23	10.75:1
3063813600	\$222,000.00	\$327,000.00	\$549,000.00	\$50,261.51	10.92:1
3063813700	\$110,126.00	\$237,263.00	\$347,389.00	\$50,261.51	6.91:1
3063813800	\$249,000.00	\$255,000.00	\$504,000.00	\$47,891.20	10.52:1
3063813900	\$268,894.00	\$290,284.00	\$559,178.00	\$50,261.51	11.13:1
3063814000	\$248,000.00	\$287,000.00	\$535,000.00	\$46,468.97	11.51:1
3063814100	\$237,000.00	\$298,000.00	\$535,000.00	\$46,468.97	11.51:1
3063814200	\$281,439.00	\$270,382.00	\$551,821.00	\$50,261.51	10.98:1
3063814300	\$274,000.00	\$246,000.00	\$520,000.00	\$47,891.20	10.86:1
3063814400	\$220,000.00	\$329,000.00	\$549,000.00	\$50,261.51	10.92:1
3063814500	\$198,000.00	\$362,000.00	\$560,000.00	\$49,313.23	11.36:1
3063814600	\$238,000.00	\$266,000.00	\$504,000.00	\$47,891.20	10.52:1
3063814700	\$246,000.00	\$289,000.00	\$535,000.00	\$46,468.97	11.51:1
3063814800	\$271,000.00	\$289,000.00	\$560,000.00	\$49,313.23	11.36:1
3064000601	\$155,000.00	\$145,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000602	\$175,000.00	\$220,000.00	\$395,000.00	\$32,512.20	12.15:1
3064000603	\$151,000.00	\$164,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000604	\$211,581.00	\$141,054.00	\$352,635.00	\$31,089.97	11.34:1
3064000605	\$175,220.00	\$219,296.00	\$394,516.00	\$32,512.20	12.13:1
3064000606	\$155,000.00	\$145,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000607	\$150,000.00	\$150,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000608	\$173,000.00	\$217,000.00	\$390,000.00	\$32,512.20	12.00:1
3064000609	\$149,000.00	\$166,000.00	\$315,000.00	\$31,089.97	10.13:1

Assessor's Parcel Number	Land	Improvement	Total	Total Lien	Value-to-Lien
3064000610	\$155,000.00	\$160,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000611	\$162,000.00	\$228,000.00	\$390,000.00	\$32,512.20	12.00:1
3064000612	\$149,000.00	\$151,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000613	\$153,000.00	\$147,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000614	\$221,154.00	\$153,846.00	\$375,000.00	\$32,512.20	11.53:1
3064000615	\$155,000.00	\$160,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000616	\$162,000.00	\$167,000.00	\$329,000.00	\$31,089.97	10.58:1
3064000617	\$292,183.00	\$161,204.00	\$453,387.00	\$32,512.20	13.95:1
3064000618	\$165,000.00	\$135,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000701	\$150,000.00	\$150,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000702	\$177,000.00	\$218,000.00	\$395,000.00	\$32,512.20	12.15:1
3064000703	\$148,000.00	\$167,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000704	\$122,346.00	\$89,354.00	\$211,700.00	\$31,089.97	6.81:1
3064000705	\$174,000.00	\$216,000.00	\$390,000.00	\$32,512.20	12.00:1
3064000706	\$142,000.00	\$158,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000707	\$152,000.00	\$148,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000708	\$177,559.00	\$222,252.00	\$399,811.00	\$32,512.20	12.30:1
3064000709	\$148,000.00	\$167,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000710	\$142,000.00	\$173,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000711	\$168,000.00	\$222,000.00	\$390,000.00	\$32,512.20	12.00:1
3064000712	\$152,000.00	\$148,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000801	\$144,000.00	\$171,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000802	\$170,000.00	\$220,000.00	\$390,000.00	\$32,512.20	12.00:1
3064000803	\$146,000.00	\$154,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000804	\$163,219.00	\$139,039.00	\$302,258.00	\$29,099.05	10.39:1
3064000805	\$150,000.00	\$200,000.00	\$350,000.00	\$32,512.20	10.77:1
3064000806	\$147,000.00	\$168,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000807	\$159,464.00	\$171,005.00	\$330,469.00	\$31,089.97	10.63:1
3064000808	\$166,000.00	\$224,000.00	\$390,000.00	\$32,512.20	12.00:1
3064000809	\$151,000.00	\$149,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000901	\$147,000.00	\$153,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000902	\$164,000.00	\$226,000.00	\$390,000.00	\$32,512.20	12.00:1
3064000903	\$181,355.00	\$130,978.00	\$312,333.00	\$31,089.97	10.05:1
3064000904	\$150,000.00	\$165,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000905	\$215,000.00	\$175,000.00	\$390,000.00	\$32,512.20	12.00:1
3064000906	\$150,000.00	\$150,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000907	\$148,000.00	\$152,000.00	\$300,000.00	\$29,099.05	10.31:1
3064000908	\$169,000.00	\$221,000.00	\$390,000.00	\$32,512.20	12.00:1
3064000909	\$157,000.00	\$158,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000910	\$146,000.00	\$169,000.00	\$315,000.00	\$31,089.97	10.13:1
3064000911	\$166,000.00	\$224,000.00	\$390,000.00	\$32,512.20	12.00:1
3064000912	\$170,874.00	\$140,719.00	\$311,593.00	\$29,099.05	10.71:1
3064001001	\$151,000.00	\$149,000.00	\$300,000.00	\$29,099.05	10.31:1
3064001002	\$172,000.00	\$218,000.00	\$390,000.00	\$32,512.20	12.00:1
3064001003	\$149,000.00	\$166,000.00	\$315,000.00	\$31,089.97	10.13:1
3064001004	\$151,000.00	\$164,000.00	\$315,000.00	\$31,089.97	10.13:1
3064001005	\$165,000.00	\$225,000.00	\$390,000.00	\$32,512.20	12.00:1
3064001006	\$154,000.00	\$146,000.00	\$300,000.00	\$29,099.05	10.31:1
3064001007	\$153,000.00	\$147,000.00	\$300,000.00	\$29,099.05	10.31:1
3064001008	\$168,000.00	\$222,000.00	\$390,000.00	\$32,512.20	12.00:1
3064001009	\$152,952.00	\$177,048.00	\$330,000.00	\$31,089.97	10.61:1
3064001010	\$146,000.00	\$169,000.00	\$315,000.00	\$31,089.97	10.13:1
3064001011	\$172,000.00	\$223,000.00	\$395,000.00	\$32,512.20	12.15:1
3064001012	\$154,000.00	\$146,000.00	\$300,000.00	\$29,099.05	10.31:1
3064001101	\$159,000.00	\$141,000.00	\$300,000.00	\$29,099.05	10.31:1
3064001102	\$221,656.00	\$171,280.00	\$392,936.00	\$32,512.20	12.09:1
3064001103	\$141,054.00	\$161,204.00	\$302,258.00	\$31,089.97	9.72:1
3064001104	\$180,000.00	\$120,000.00	\$300,000.00	\$31,089.97	9.65:1
3064001105	\$165,000.00	\$225,000.00	\$390,000.00	\$32,512.20	12.00:1
3064001106	\$158,000.00	\$142,000.00	\$300,000.00	\$29,099.05	10.31:1
3064001107	\$156,167.00	\$146,091.00	\$302,258.00	\$29,099.05	10.39:1

<u>Assessor's Parcel Number</u>	<u>Land</u>	<u>Improvement</u>	<u>Total</u>	<u>Total Lien</u>	<u>Value-to-Lien</u>
3064001108	\$172,000.00	\$218,000.00	\$390,000.00	\$32,512.20	12.00:1
3064001109	\$152,000.00	\$163,000.00	\$315,000.00	\$31,089.97	10.13:1
3064001110	\$183,000.00	\$132,000.00	\$315,000.00	\$31,089.97	10.13:1
3064001111	\$163,000.00	\$227,000.00	\$390,000.00	\$32,512.20	12.00:1
3064001112	\$165,000.00	\$132,000.00	\$297,000.00	\$29,099.05	10.21:1
3064001113	\$152,983.00	\$141,215.00	\$294,198.00	\$29,099.05	10.11:1
3064001114	\$188,657.00	\$273,591.00	\$462,248.00	\$32,512.20	14.22:1
3064001115	\$144,000.00	\$171,000.00	\$315,000.00	\$31,089.97	10.13:1
3064001116	\$152,000.00	\$163,000.00	\$315,000.00	\$31,089.97	10.13:1
3064001117	\$174,000.00	\$221,000.00	\$395,000.00	\$32,512.20	12.15:1
3064001118	\$191,430.00	\$106,294.00	\$297,724.00	\$29,099.05	10.23:1
3064001201	\$149,000.00	\$148,000.00	\$297,000.00	\$29,099.05	10.21:1
3064001202	\$153,000.00	\$237,000.00	\$390,000.00	\$32,512.20	12.00:1
3064001203	\$137,000.00	\$178,000.00	\$315,000.00	\$31,089.97	10.13:1

Exhibit F

Detailed Direct and Overlapping Debt Report

POWAY UNIFIED SCHOOL DISTRICT

Community Facilities District No. 10

Improvement Area C
Special Tax Bonds

Detailed Direct and Overlapping Debt

Report Date: 12/16/2011

Report Time: 12:00:00 PM

I. Assessed Value

2011-2012 Secured Roll Assessed Value	\$84,298,535
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II. Secured Property Taxes

Description on Tax Bill	Type	Total Parcels	Total Levy	% Applicable	Parcels	Levy
Basic Levy	PROP13	960,202	\$3,661,027,974.96	0.02279%	191	\$834,165.35
Voter Approved Debt	VOTER	959,996	\$329,883,676.91	0.00570%	191	\$18,800.67
County of San Diego Vector Control, Zone A	VECTOR	531,917	\$1,493,519.40	0.03837%	191	\$573.00
County of San Diego Vector Disease Control	VECTOR	946,116	\$5,250,491.66	0.01850%	191	\$971.42
Metropolitan Water District of Southern California Standby Charge	STANDBY	355,096	\$4,361,738.14	0.05036%	191	\$2,196.50
Poway Unified School District CFD No. 10	CFD	1,264	\$2,476,147.08	12.99600%	191	\$321,799.96
Poway Unified School District CFD No. 10, Impv Area C	CFD	218	\$285,118.48	100.00000%	191	\$285,118.48
San Diego County Water Authority Standby Charge	STANDBY	362,960	\$3,841,729.62	0.04972%	191	\$1,910.00
2011-2012 TOTAL PROPERTY TAX LIABILITY						\$1,465,535.38
TOTAL PROPERTY TAX LIABILITY AS A PERCENTAGE OF 2011-2012 ASSESSED VALUATION						1.74%

III. Land Secured Bond Indebtedness

Outstanding Direct and Overlapping Bonded Debt	Type	Issued	Outstanding	% Applicable	Parcels	Amount
Poway Unified School District CFD No. 10	CFD	\$38,230,000	\$37,782,000	12.99600%	191	\$4,910,149
Poway Unified School District CFD No. 10, Impv Area C	CFD	\$3,000,000	\$2,880,000	100.00000%	191	\$2,880,000
TOTAL LAND SECURED BOND INDEBTEDNESS (1)						\$7,790,149
TOTAL OUTSTANDING LAND SECURED BOND INDEBTEDNESS (1)						\$7,790,149

IV. General Obligation Bond Indebtedness

Outstanding Direct and Overlapping Bonded Debt	Type	Issued	Outstanding	% Applicable	Parcels	Amount
Metropolitan Water District of Southern California GOB 1966	GOB	\$850,000,000	\$225,335,000	0.00408%	191	\$9,188
Palomar Community College District GOB 2006	GOB	\$334,998,901	\$321,028,901	0.09494%	191	\$304,799
TOTAL GENERAL OBLIGATION BOND INDEBTEDNESS (1)						\$313,987
TOTAL OUTSTANDING GENERAL OBLIGATION BOND INDEBTEDNESS (1)						\$313,987

TOTAL OF ALL OUTSTANDING AND OVERLAPPING BONDED DEBT	\$8,104,135.49
VALUE TO ALL OUTSTANDING DIRECT AND OVERLAPPING BONDED DEBT	10.40:1

(1) Additional bonded indebtedness or available bond authorization may exist but are not shown because a tax was not levied for the referenced fiscal year.

Source: National Tax Data, Inc.

Exhibit G

**Report to the California Debt and
Investment Advisory Commission**

STATE OF CALIFORNIA
MELLO Roos COMMUNITY FACILITIES DISTRICT (CFD)
YEARLY FISCAL STATUS REPORT

California Debt and Investment Advisory Commission
915 Capitol Mall, Room 400, Sacramento, CA 95814
P.O. Box 942809, Sacramento, CA 94209-0001
(916) 653-3269 Fax (916) 654-7440

For Office Use Only
Fiscal Year _____

I. GENERAL INFORMATION

A. Issuer Poway Unified School District CFD No 10
B. Community Facilities District Number/ Name Torrey Highlands-Subarea IV School Facs & Cap Imp
C. Name/ Title/ Series of Bond Issue Imp Area C 2003 Special Tax Bonds
D. Date of Bond Issue 10-16-2003
E. Original Principal Amount of Bonds \$3,000,000.00
F. Reserve Fund Minimum Balance Required \$296,100.00

II. FUND BALANCE FISCAL STATUS

Balances Reported as of: June 30, 2011
A. Principal Amount of Bonds Outstanding \$2,910,000.00
B. Bond Reserve Fund \$296,107.47
C. Capitalized Interest Fund \$0.00
D. Construction Fund(s) \$223,011.18

III. ASSESSED VALUE OF ALL PARCELS IN CFD SUBJECT TO SPECIAL TAX

A. Assessed Value Reported as of: 7/1/2011 From Equalized Tax Roll
B. Total Assessed Value of All Parcels \$84,298,535.00

IV. TAX COLLECTION INFORMATION

A. Total Amount of Special Taxes Due \$279,527.42
B. Total Amount of Unpaid Special Taxes \$1,630.62
C. The Taxes are Paid Under the County's Teeter Plan No

V. DELINQUENT REPORTING INFORMATION

Delinquent Parcel Information Reported as of Equalized Tax Roll of : 6/30/2011
A. Total Number of Delinquent Parcels 3
B. Total Amount of Taxes Due on Delinquent Parcels \$3,028.54

VI. FORECLOSURE INFORMATION FOR FISCAL YEAR

(Aggregate totals, if foreclosure commenced on same date)

Table with 3 columns: Date Foreclosure Commenced, Total Number of Foreclosure Parcels, Total Amount of Tax Due on Foreclosure Parcels. Includes dollar signs in the third column.

VII. ISSUE RETIRED

This issue is retired and no longer subject to the Yearly Fiscal Status filing requirements. (If yes, Indicate reason for retirement.)

VIII. NAME OF PARTY COMPLETING THIS FORM

Name Benjamin Dolinka
Title President
Firm/ Agency Dolinka Group, LLC
Address 20 Pacifica, Suite 900
City Irvine State CA Zip Code 92618
Phone Number 949 2508300 Ext E-Mail taxinfo@dolinkagroup.com

CDIAC #: 2003-1851

Saturday, October 29, 2011

10:36:23AM

**STATE OF CALIFORNIA
MELLO_ROOS COMMUNITY FACILITIES DISTRICT (CFD)
YEARLY FISCAL STATUS REPORT**

California Debt and Investment Advisory Commission
915 Capitol Mall, Room 400, Sacramento, CA 95814
P.O. Box 942809, Sacramento, CA 94209-0001
(916) 653-3269 Fax (916) 654-7440

For Office Use Only

Fiscal Year _____

IX. ADDITIONAL INFORMATION\ COMMENTS

Completion and submittal of this form to the California Debt and Investment Advisory Commission will assure your compliance with California State law. Section 53359.5 of the California Government Code requires that all agencies issuing Mello-Roos Community Facilities bonds after January 1, 1993 to report specific information to the Commission by October 30th of each year.