

FISCAL YEAR 2018-2019
ADMINISTRATION REPORT
FOR
ZONE 2 OF
COMMUNITY FACILITIES DISTRICT No. 11
OF
POWAY UNIFIED SCHOOL DISTRICT

Public Finance
Public Private Partnerships
Urban Economics

June 14, 2018

Newport Beach
Riverside
San Francisco
San Jose
Dallas
Houston

**FISCAL YEAR 2018-2019
ADMINISTRATION REPORT
FOR
ZONE 2 OF
COMMUNITY FACILITIES DISTRICT No. 11**

PREPARED FOR

**POWAY UNIFIED SCHOOL DISTRICT
15250 Avenue of Science
San Diego, California 92128**

PREPARED BY

**DAVID TAUSSIG & ASSOCIATES, INC.
5000 Birch Street, Suite 6000
Newport Beach, California 92660
(949) 955-1500**

June 14, 2018

TABLE OF CONTENTS

Section	Page
INTRODUCTION	1
I. SPECIAL TAX LEVY SUMMARY FOR FISCAL YEAR 2017-2018.....	3
A. Special Tax Levy	3
B. Special Tax Delinquencies	3
II. FUNDS, ACCOUNTS, AND SUBACCOUNTS	4
A. Sources of Funds.....	4
B. Uses of Funds	4
C. Fund and Account Balances	5
III. SENATE BILL 165 COMPLIANCE.....	6
A. Purpose of the Bonds.....	6
B. Sources and Uses of Funds	6
C. Status of Authorized Facilities	6
IV. ANNUAL SPECIAL TAX REQUIREMENT	7
V. DEVELOPMENT SUMMARY	8
VI. FISCAL YEAR 2018-2019 LEVY SUMMARY	9

EXHIBITS

- Exhibit A:** Rate and Method of Apportionment
- Exhibit B:** Summary of Transactions for Funds and Accounts
- Exhibit C:** Debt Service Schedule
- Exhibit D:** Summary of Prepayments
- Exhibit E:** Annual Special Tax Roll: Fiscal Year 2018-2019

INTRODUCTION

This Administration Report ("Report") provides an analysis of the financial and administrative obligations of Zone 2 of Community Facilities District ("CFD") No. 11 of the Poway Unified District ("School District"), pursuant to the Rate and Method of Apportionment ("RMA") attached as Exhibit A. In calculating the Annual Special Tax levy for Fiscal Year 2018-2019, the Report describes the financial obligations of Zone 2 of CFD No. 11 for Fiscal Year 2018-2019.

On July 2, 2009, the 2009 Special Tax Bonds ("2009 Bonds") were issued by Zone 2 of CFD No. 11 in the amount of \$5,150,000. The 2009 Bonds were issued for the purpose of financing the Authorized Facilities of CFD No. 11, pursuant to the Resolution of Intention ("ROI"). On February 14, 2013, the 2013 Special Tax Revenue Bonds ("2013 Bonds") were issued by Zone 2 of CFD No. 11 in the amount of \$1,870,000 for the purpose of refunding all the maturities except the 2039 Term Bond of the outstanding 2009 Bonds. On August 7, 2014 the 2014 Special Tax Refunding Bonds ("2014B Bonds") were issued by Zone 2 of CFD No. 11 in the amount of \$2,565,000 for the purpose of providing capital facilities funding for school facilities and for redeeming the outstanding Public Financing Authority's Series 2008 Lease Revenue Bonds. On February 8, 2017, the 2017B Special Tax Revenue Refunding Bonds ("2017B Bonds") were issued by Zone 2 of CFD No. 11 in the amount of \$3,405,000. Proceeds of the 2017B Bonds were used to refund the outstanding 2009 Bonds and secured by and repaid from the annual levy of Special Taxes within Zone 2 of CFD No. 11. The 2013 Bonds were purchased by the Poway Unified School District Financing Authority (the "Authority") through the issuance of the Authority's 2013 Special Tax Revenue Bonds ("2013 Authority Bonds") in the amount of \$37,785,000. The 2013 Authority Bonds are secured by and repaid with debt service payments received from IA No. 1 of CFD No. 2, IA C, D, and E of CFD No. 10, and IA A and Zones 1, 2, and 3 of CFD No. 11. The 2014B Bonds were purchased by the Authority through the issuance of the Authority's 2014B Special Tax Revenue Bonds ("2014B Authority Bonds") in the amount of \$10,065,000. The Authority Bonds are secured by and repaid with debt service payments received from Zone 2 of CFD No. 11 and Zone 3 of CFD No. 11. The 2017B Bonds were purchased by the Authority through the issuance of the Authority's 2017B Special Tax Revenue Refunding Bonds ("2017B Authority Bonds") in the amount of \$5,815,000. The 2017B Authority Bonds are secured by and repaid with debt services payments received from Zone 2 of CFD No. 11 and Zone 3 of CFD No. 11.

The Report is organized into the following sections:

Section I

Section I provides a description of the Annual Special Tax levy for Fiscal Year 2017-2018, including any delinquent Annual Special Taxes.

Section II

Section II examines the financial activity within the various funds, accounts, and subaccounts established pursuant to the Bond Indenture dated February 1, 2017 ("2017 Indenture") from July 1, 2017 to April 30, 2018. A summary is provided which lists all the disbursements, Annual Special Tax receipts, and interest earnings.

Section III

Section III contains a description of the expenditure of Special Taxes to fund the Authorized Facilities of Zone 2 of CFD No. 11 from July 1, 2017 through April 30, 2018, as directed by Senate Bill 165 ("SB 165").

Section IV

Section IV calculates the Annual Special Tax Requirement based on the financial obligations of Zone 2 of CFD No. 11 for Fiscal Year 2018-2019.

Section V

Section V provides the development status of Zone 2 of CFD No. 11.

Section VI

Section VI describes the methodology used to apportion the Annual Special Tax Requirement among the properties within Zone 2 of CFD No. 11 and lists the Annual Special Tax rates for Fiscal Year 2018-2019.

I. SPECIAL TAX LEVY SUMMARY FOR FISCAL YEAR 2017-2018

A. Special Tax Levy

The aggregate Annual Special Tax Levy of Zone 2 of CFD No. 11 for Fiscal Year 2017-2018 equaled \$559,013. A summary of the levy is shown in Table 1.

**TABLE 1
ANNUAL SPECIAL TAX RATES FOR FISCAL YEAR 2017-2018**

Property Classification	Tax Class	Number of Units/Acres	Assigned Annual Special Tax Rate	Total Annual Special Taxes ^[1]
Developed	1	203 Units	\$2,753.76	\$559,013
Assigned	2	106 Units	\$0.00	\$0
<i>Developed Property</i>		<i>309 Units</i>	<i>N/A</i>	<i>\$559,013</i>
<i>Undeveloped Property</i>		<i>0.00 Acres</i>	<i>\$0.00 per Acre</i>	<i>\$0</i>
Total				\$559,013

[1] Totals may not sum due to rounding.

B. Special Tax Delinquencies

David Taussig & Associates, Inc. ("DTA") has received delinquency information for Zone 2 of CFD No. 11 from the County of San Diego ("County") for Fiscal Year 2017-2018. As of May 30, 2018, \$11,015 in Fiscal Year 2017-2018 Annual Special Taxes were delinquent, yielding a delinquency rate of approximately 2%.

II. FUNDS, ACCOUNTS, AND SUBACCOUNTS

This section summarizes the activity within the various funds and accounts created by the 2017 Indenture, as well as the Custodial Account created prior to the issuance of Bonds. For a more detailed description of the various funds and accounts, please see the respective Indenture. A detailed analysis of all transactions within these funds and accounts for Fiscal Year 2017-2018 is included as Exhibit B.

A. Sources of Funds

Sources of funds for Zone 2 of CFD No. 11 for the period of July 1, 2017 to April 30, 2018 are summarized in Table 2 below. A breakdown of Investment Earnings is provided in Table 3.

TABLE 2
SOURCES OF FUNDS
JULY 1, 2017 - APRIL 30, 2018

Source	Amount
Bond Proceeds	\$0
Special Tax Receipts	\$474,141
Investment Earnings ^[1]	\$8,505
Miscellaneous Sources	\$0
Total	\$482,646

[1] Data summarized in Table 3 below.

TABLE 3
INVESTMENT EARNINGS
JULY 1, 2017 - APRIL 30, 2018

Funds, Accounts, and Subaccounts	Amount
Special Tax Fund	\$1,383
Interest Account	\$0
Principal Account	\$0
Administrative Expense Fund	\$268
Redemption Fund	\$137
Custodial Account	\$6,716
Total	\$8,505

B. Uses of Funds

Uses of funds for Zone 2 of CFD No. 11 for the period of July 1, 2017 to April 30, 2018 are summarized in Table 4 below.

TABLE 4
USES OF FUNDS
JULY 1, 2017 - APRIL 30, 2018

Funds and Accounts	Amount
Interest Payments	\$339,789
Principal Payments	\$232,700
Acquisition/Construction Payments	\$0
Administrative Expenses	\$24,453
Transfer to the 2013 PFA School Facilities Surplus Account	\$115,304
Miscellaneous Uses	\$0
Total	\$712,246

C. Fund and Account Balances

The balances as of April 30, 2018, in the funds and accounts established pursuant to the 2017 Indenture, as well as the Custodial Account created prior to the issuance of Bonds, are shown in Table 5.

TABLE 5
FUND, ACCOUNT, AND SUBACCOUNT BALANCES
AS OF APRIL 30, 2018

Funds, Accounts, and Subaccounts	Amount
Special Tax Fund	\$230,657
Interest Account	\$0
Principal Account	\$0
Administrative Expense Fund	\$47,209
Redemption Fund	\$376
Custodial Account	\$1,061,209
Total	\$1,339,452

III. SENATE BILL 165 COMPLIANCE

The Board of Education (“Board”) of the School District, pursuant to the provisions of the Local Agency Special Tax and Bond Accountability Act (“Accountability Act”), has directed the filing of Special Tax and Bond Accountability Report for Zone 2 of CFD No. 11. According to Senate Bill (“SB”) 165, any local special tax and/or bond measure subject to voter approval on or after January 1, 2001, must follow the requirements of the Accountability Act.

A. Purpose of the Bonds

Pursuant to the Mello-Roos Community Facilities Act of 1982, as Amended (“Act”), CFD No. 11 can only be used to fund the “Authorized Facilities” as outlined at the time of formation.

The purpose of Zone 2 of CFD No. 11 is to provide the cost of financing the acquisition, construction, expansion, improvement, or rehabilitation of the Authorized Facilities. Descriptions of the Authorized Facilities are defined and described in the ROI.

B. Sources and Uses of Funds

Fund / Subaccount	Beginning Balance As of 6/30/17	Funds Received (7/1/17 through 4/30/18)	Funds Expended (7/1/17 through 4/30/18)	Ending Balance As of 4/30/18
Special Tax Fund	\$426,002	\$425,114	\$620,459	\$230,657
Interest Account	\$0	\$339,789	\$339,789	\$0
Principal Account	\$0	\$140,000	\$140,000	\$0
Administrative Expense Fund	\$46,027	\$25,635	\$24,453	\$47,209
Redemption Fund	\$42,529	\$50,547	\$92,700	\$376
Custodial Account	\$1,054,493	\$6,716	\$0	\$1,061,209

C. Status of Authorized Facilities

The construction proceeds from the 2009 Bonds and 2014B Bonds have been fully expended on Authorized Facilities.

IV. ANNUAL SPECIAL TAX REQUIREMENT

The Annual Special Tax Requirement for Zone 2 of CFD No. 11, as calculated pursuant to the RMA, is set forth in Table 6 below.

TABLE 6
Annual Special Tax Requirement
For Fiscal Year 2018-2019

Fiscal Year 2018-2019 Obligations		\$421,795
Series 2013 Bonds Interest Due March 1, 2019	\$42,875	
Series 2013 Bonds Interest Due September 1, 2019	\$42,875	
Series 2013 Bonds Principal Due September 1, 2019	\$40,000	
Series 2014 Bonds Interest Due March 1, 2019	\$58,738	
Series 2014 Bonds Interest Due September 1, 2019	\$58,738	
Series 2014 Bonds Principal Due September 1, 2019	\$10,000	
Series 2017B Bonds Interest Due March 1, 2019	\$61,348	
Series 2017B Bonds Interest Due September 1, 2019	\$61,348	
Series 2017B Bonds Principal Due September 1, 2019	\$20,000	
Administrative Expense Budget	\$25,874	
Transfer to Authority Surplus/Additional Administrative Expense Budget		\$134,576
Levy for Anticipated Delinquencies		\$11,015
Credit for Funds Available Per Indenture		\$0
Annual Special Tax Requirement		\$567,386

V. DEVELOPMENT SUMMARY

A. Special Tax Classifications

Each Fiscal Year, the School District calculates the Annual Special Taxes to be levied against Taxable Property within Zone 2 of CFD No. 11. Taxable Property is classified based on the issuance of a Building Permit. Specifically, Developed Property means, for any Fiscal Year, all Assessor’s Parcels in Zone 2 of CFD No. 11 for which a Building Permit has been issued as of April 30 of the previous Fiscal Year, provided that the Assessor’s Parcel was created prior to January 1 of the prior Fiscal Year and that each such Assessor’s Parcel is associated with a Lot. The table below summarizes the Special Tax classification within Zone 2 of CFD No. 11 for the previous Fiscal Year and Fiscal Year 2018-2019.

**TABLE 7
SPECIAL TAX CLASSIFICATION**

Property Classification	Tax Class	Previous Fiscal Year	Fiscal Year 2018-2019
Developed	1	204 Units	202 Units ^[1]
Assigned	2	106 Units	106 Units
<i>Developed Property</i>		<i>310 Units</i>	<i>308 Units</i>
<i>Undeveloped Property</i>		<i>0.00 Acres</i>	<i>0.00 Acres</i>
Total			

[1] Two (2) units prepaid their Special Tax obligation during the fiscal year.

Background research was conducted to determine the amount and type of development activity that occurred during the previous fiscal year. A review of the School District’s Certificates of Compliance (“COCs”) and the City of San Diego’s building permit records indicated that from May 1, 2017 through April 30, 2018, no new permits for residential additions had be issued.

VI. FISCAL YEAR 2018-2019 LEVY SUMMARY

The Annual Special Tax rates of Zone 2 of CFD No. 11 needed to meet the Minimum Annual Special Tax Requirement for Fiscal Year 2018-2019 are shown in Table 8 below. The Annual Special Tax Roll, which lists the actual Annual Special Tax levied against each Assessor's Parcel, is included as Exhibit C. For a more detailed explanation of the methodology used to apportion the Minimum Annual Special Tax Requirement among Developed Property and Undeveloped Property, please see the RMA.

**TABLE 8
ANNUAL SPECIAL TAX RATES FOR FISCAL YEAR 2018-2019**

Property Classification	Tax Class	Number of Units/Acres	Assigned Annual Special Tax Rate	Total Annual Special Taxes ^[1]
Developed	1	202 Units	\$2,808.84	\$567,386
Assigned	2	106 Units	\$0.00	\$0
<i>Developed Property</i>		<i>308 Units</i>	<i>N/A</i>	<i>\$567,386</i>
<i>Undeveloped Property</i>		<i>0.00 Acres</i>	<i>\$0.00 per Acre</i>	<i>\$0</i>
Total				\$567,386

[1] Totals may not sum due to rounding.

As of June 13, 2018, the owners of eight (8) parcels have prepaid their special tax obligation in full. These parcels are no longer considered taxable property and are not subject to the special tax in fiscal year 2018-2019 and each subsequent year thereafter.

Additionally, a current debt service schedule is provided in Exhibit C, and a summary of all prepaid parcels is shown in Exhibit D.

EXHIBIT A

RATE AND METHOD OF APPORTIONMENT

**RATE AND METHOD OF APPORTIONMENT FOR
COMMUNITY FACILITIES DISTRICT NO. 11
OF THE POWAY UNIFIED SCHOOL DISTRICT**

A Special Tax shall be levied on and collected in Community Facilities District ("CFD") No. 11 of the Poway Unified School District ("School District") 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 CFD No. 11, 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:

"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 Subdivision Map, other final map, parcel map, condominium plan, or other recorded parcel map at the County.

"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 CFD No. 11.

"Annual Special Tax" means the Special Tax levied each Fiscal Year on an Assessor's Parcel as set forth in Section G.

"Assessor's Parcel" means a Lot or parcel of land in CFD No. 11 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 Assessor of the County for purposes of identification.

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

"Assigned Unit" means any of up to 106 Units assigned this classification in writing to the Associate Superintendent at the Developer's election at the time the applicable Building Permit is issued provided that each such Unit is an Attached Unit. Under no circumstance may the Developer assign more than 106 Units this classification.

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

"Attached Units" means an Assessor's Parcel of Residential Property that consists of or shall consist of a building or buildings in which each of the individual Units have at least one common wall with another 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.

"Building Permit" means a permit for the construction of one or more Units, issued by the City, or other public agency in the event the City no longer issues said permits for the construction of Units within CFD No. 11. For purposes of this definition, "Building Permits" shall not include permits for construction or installation of commercial/industrial structures, parking structures, retaining walls, and utility improvements not intended for human habitation.

"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 that is not an Assigned Unit or an Attached Unit.

"Developed Property" means all Assessor's Parcels of Taxable Property for which a Building Permit was issued on or before May 1 of the prior Fiscal Year, provided that such Assessor's Parcels are associated with a Final Subdivision Map recorded 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 Board.

"Developer" means any "Owner" defined as such in the certain School Impact Mitigation and Public Facilities Funding Agreement by and among the School District, Sycamore Estates, LLC, a Delaware limited liability company, Sycamore Estates II, LLC, a Delaware limited liability company, McMillin Montecito 109, LLC, a Delaware limited liability company, Brookfield 6 LLC, a Delaware limited liability company, and Brookfield 8 LLC, a Delaware limited liability company.

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

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

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

"Gross Prepayment Amount" means any amount determined by reference to Tables 6, 7, 8 and 9 and adjusted as set forth in Section H.

"Indenture" means the bond indenture, master trust agreement, fiscal agent agreement, or similar document regardless of title, pursuant to which Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds are issued and which establishes the terms and conditions for the payment of applicable bonds as modified, amended and/or supplemented from time to time in accordance with its terms.

"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, which can be levied by CFD No. 11 on any Assessor's Parcel in any Fiscal Year.

"Net Taxable Acres" means the total Acreage of all Taxable Property expected to exist in a given Zone after all Final Subdivision Maps are recorded.

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

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

"Prepayment Ratio" means with respect to an Assessor's Parcel, for each series of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds, the ratio of (i) the Annual Special Tax revenue or portion thereof applicable to the Assessor's Parcel at the time each such series of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds were issued and which were used in providing the minimum debt service coverage required to issue such series of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds, as reasonably determined by the Board, to (ii) the sum of all Annual Special Tax revenue used in providing the minimum debt service coverage required to issue such series of applicable Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds, as reasonably determined by the Board.

"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.

"Regularly Retired Principal" means the principal amount of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds that have been paid as scheduled pursuant to the Indenture under which they were reserved, whether by virtue of maturing principal or regularly scheduled mandatory sinking fund redemptions.

"Residential Property" means all Assessor's Parcels of Developed Property for which a Building Permit was issued for the construction of a Unit.

"Special Tax" means any of the special taxes authorized to be levied in CFD No. 11 under the Act.

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

"Undeveloped Property" means all Assessor's Parcels of Taxable Property which are not classified as Developed Property.

"Unit" means each separate residential dwelling unit which comprises an independent facility capable of conveyance separate from adjacent residential dwelling units.

"Zone" means the areas identified as a Zone and illustrated in Section N.

"Zone 1" means all property located within the area identified as Zone 1 in Section N, subject to interpretation by the Board.

"Zone 1 Annual Special Tax Requirement" means the amount required in any Fiscal Year to pay (i) annual debt service on all outstanding Zone 1 Bonds, (ii) Administrative Expenses of CFD No. 11 applicable to property within Zone 1, (iii) any costs associated with the release of funds from an escrow account established in association with Zone 1 Bonds, (iv) any amount required to establish or replenish any reserve funds established in association with the Zone 1 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.

"Zone 1 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 within Zone 1 of CFD No. 11 are pledged.

"Zone 2" means all property located within the area identified as Zone 2 in Section N, subject to interpretation by the Board.

"Zone 2 Annual Special Tax Requirement" means the amount required in any Fiscal Year to pay (i) annual debt service on all outstanding Zone 2 Bonds, (ii) Administrative Expenses of CFD No. 11 applicable to property within Zone 2, (iii) any costs associated with the release of funds from an escrow account established in association with Zone 2 Bonds, (iv) any amount required to establish or replenish any reserve funds established in association with the Zone 2 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.

"Zone 2 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 within Zone 2 of CFD No. 11 are pledged.

"Zone 3" means all property located within the area identified as Zone 3 in Section N, subject to interpretation by the Board.

"Zone 3 Annual Special Tax Requirement" means the amount required in any Fiscal Year to pay (i) annual debt service on all outstanding Zone 3 Bonds, (ii) Administrative Expenses of CFD No. 11 applicable to property within Zone 3, (iii) any costs associated with the release of funds from an escrow account established in association with Zone 3 Bonds, (iv) any amount required to establish or replenish any reserve funds established in association with the Zone 3 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.

"Zone 3 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 within Zone 3 of CFD No. 11 are pledged.

"Zone 4" means all property located within the area identified as Zone 4 in Section N, subject to interpretation by the Board.

"Zone 4 Annual Special Tax Requirement" means the amount required in any Fiscal Year to pay (i) annual debt service on all outstanding Zone 4 Bonds, (ii) Administrative Expenses of CFD No. 11 applicable to property within Zone 4, (iii) any costs associated with the release of funds from an escrow account established in association with Zone 4 Bonds, (iv) any amount required to establish or replenish any reserve funds established in association with the Zone 4 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.

"Zone 4 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 within Zone 4 of CFD No. 11 are pledged.

SECTION B ASSIGNMENT OF ASSESSOR'S PARCELS

For each Fiscal Year, beginning with Fiscal Year 2004-05, each Assessor's Parcel in CFD No. 11 shall be assigned to a Zone. Each Assessor's Parcel in a Zone shall be classified as Taxable Property or Exempt Property taking into consideration minimum Net Taxable Acreage as set forth in Section J. Each Assessor's Parcel of Taxable Property shall be classified as Developed Property or Undeveloped Property and each Assessor's Parcel of Developed Property shall be classified according to Unit type.

SECTION C MAXIMUM SPECIAL TAX

1. Developed Property

The Maximum Special Tax for each Assessor's Parcel classified as Developed Property within a particular Zone in any Fiscal Year shall be the greater of (i) the Assigned Annual Special Tax for such Zone or (ii) the Backup Annual Special Tax for a given Final Subdivision Map.

2. Undeveloped Property

The Maximum Special Tax for any Assessor's Parcel classified as Undeveloped Property within a particular Zone in any Fiscal Year shall be the Assigned Annual Special Tax for such Zone.

**SECTION D
ASSIGNED ANNUAL SPECIAL TAXES**

1. Developed Property

The Assigned Annual Special Tax for each Assessor's Parcel of Developed Property in Fiscal Year 2004-05 shall be the amount determined by reference to Tables 1, 2, 3, or 4 according to the Zone in which the Assessor's Parcel is located and the Unit type.

TABLE 1

**ASSIGNED ANNUAL SPECIAL TAX
FOR DEVELOPED PROPERTY WITHIN ZONE 1
FISCAL YEAR 2004-05**

Unit Type	Assigned Annual Special Tax
Attached Unit / Detached Unit	\$2,019.35
Assigned Unit	\$0.00

TABLE 2

**ASSIGNED ANNUAL SPECIAL TAX
FOR DEVELOPED PROPERTY WITHIN ZONE 2
FISCAL YEAR 2004-05**

Unit Type	Assigned Annual Special Tax
Attached Unit / Detached Unit	\$2,128.74
Assigned Unit	\$0.00

TABLE 3

**ASSIGNED ANNUAL SPECIAL TAX
FOR DEVELOPED PROPERTY WITHIN ZONE 3
FISCAL YEAR 2004-05**

Unit Type	Assigned Annual Special Tax
Attached Unit / Detached Unit	\$2,113.19
Assigned Unit	\$0.00

TABLE 4

**ASSIGNED ANNUAL SPECIAL TAX
FOR DEVELOPED PROPERTY WITHIN ZONE 4
FISCAL YEAR 2004-05**

Unit Type	Assigned Annual Special Tax
Attached Unit / Detached Unit	\$2,019.35
Assigned Unit	\$0.00

Each July 1, commencing July 1, 2005, the Assigned Annual Special Tax applicable to an Assessor's Parcel of Developed Property in each Zone shall be increased by 2.00% of the amount in effect in the prior Fiscal Year.

2. Undeveloped Property

The Assigned Annual Special Tax per acre of Acreage for an Assessor's Parcel of Undeveloped Property within a particular Zone for Fiscal Year 2004-05 shall be determined by reference to Table 5.

TABLE 5

**ASSIGNED ANNUAL SPECIAL TAX
FOR UNDEVELOPED PROPERTY
FISCAL YEAR 2004-05**

Zone	Assigned Annual Special Tax
1	\$9,947.69 per acre
2	\$4,829.16 per acre
3	\$4,713.79 per acre
4	\$9,947.69 per acre

Each July 1, commencing July 1, 2005, the Assigned Annual Special Tax applicable to an Assessor's Parcel of Undeveloped Property in each Zone shall be increased by 2.00% of the amount in effect in the prior Fiscal Year.

**SECTION F
BACKUP ANNUAL SPECIAL TAX**

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

$$B = (Z \times A) / L$$

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 Undeveloped Property for the applicable Zone for the applicable Fiscal Year
A	=	Acreage of Developed Property expected to exist in the applicable Final Subdivision Map at build-out, as determined by the Associate Superintendent pursuant to Section K
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 that is 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 G METHOD OF APPORTIONMENT OF THE ANNUAL SPECIAL TAX

Zone 1

Commencing Fiscal Year 2004-05, and for each subsequent Fiscal Year, the Associate Superintendent shall determine the Annual Special Tax to be collected in Zone 1 of CFD No. 11 in such Fiscal Year. The Annual Special Tax shall be levied as follows:

First: The Annual Special Tax shall be levied on each Assessor's Parcel of Developed Property at the Assigned Annual Special Tax applicable to such Assessor's Parcel.

Second: If the sum of the amounts levied on Assessor's Parcels in the first step is less than the Zone 1 Annual Special Tax Requirement, then an Annual Special Tax shall be levied Proportionately on each Assessor's Parcel of Undeveloped Property up to the Assigned Annual Special Tax applicable to such Assessor's Parcel to satisfy the Zone 1 Annual Special Tax Requirement.

Third: If the sum of the amounts levied on Assessor's Parcels in the first and second steps is less than the Zone 1 Annual Special Tax Requirement, then the Annual Special Tax on each Assessor's Parcel of Developed Property shall be increased Proportionately from the Assigned Annual Special Tax up to the Maximum Annual Special Tax to satisfy the Zone 1 Annual Special Tax Requirement.

Zone 2

Commencing Fiscal Year 2004-05, and for each subsequent Fiscal Year, the Associate Superintendent shall determine the Annual Special Tax to be collected in Zone 2 of CFD No. 11 in such Fiscal Year. The Annual Special Tax shall be levied as follows:

First: The Annual Special Tax shall be levied on each Assessor's Parcel of Developed Property at the Assigned Annual Special Tax applicable to such Assessor's Parcel.

Second: If the sum of the amounts levied on Assessor's Parcels in the first step is less than the Zone 2 Annual Special Tax Requirement, then an Annual Special Tax shall be levied Proportionately on each Assessor's Parcel of Undeveloped Property up to the Assigned Annual Special Tax applicable to such Assessor's Parcel to satisfy the Zone 2 Annual Special Tax Requirement.

Third: If the sum of the amounts levied on Assessor's Parcels in the first and second steps is less than the Zone 2 Annual Special Tax Requirement, then the Annual Special Tax on each Assessor's Parcel of Developed Property shall be increased Proportionately from the Assigned Annual Special Tax up to the Maximum Annual Special Tax to satisfy the Zone 2 Annual Special Tax Requirement.

Zone 3

Commencing Fiscal Year 2004-05, and for each subsequent Fiscal Year, the Associate Superintendent shall determine the Annual Special Tax to be collected in Zone 3 of CFD No. 11 in such Fiscal Year. The Annual Special Tax shall be levied as follows:

First: The Annual Special Tax shall be levied on each Assessor's Parcel of Developed Property at the Assigned Annual Special Tax applicable to such Assessor's Parcel.

Second: If the sum of the amounts levied on Assessor's Parcels in the first step is less than the Zone 3 Annual Special Tax Requirement, then an Annual Special Tax shall be levied Proportionately on each Assessor's Parcel of Undeveloped Property up to the Assigned Annual Special Tax applicable to such Assessor's Parcel to satisfy the Zone 3 Annual Special Tax Requirement.

Third: If the sum of the amounts levied on Assessor's Parcels in the first and second steps is less than the Zone 3 Annual Special Tax Requirement, then the Annual Special Tax on each Assessor's Parcel of Developed Property shall be increased Proportionately from the Assigned Annual Special Tax up to the Maximum Annual Special Tax to satisfy the Zone 3 Annual Special Tax Requirement.

Zone 4

Commencing Fiscal Year 2004-05, and for each subsequent Fiscal Year, the Associate Superintendent shall determine the Annual Special Tax to be collected in Zone 4 of CFD No. 11 in such Fiscal Year. The Annual Special Tax shall be levied as follows:

- First:** The Annual Special Tax shall be levied on each Assessor's Parcel of Developed Property at the Assigned Annual Special Tax applicable to such Assessor's Parcel.
- Second:** If the sum of the amounts levied on Assessor's Parcels in the first step is less than the Zone 4 Annual Special Tax Requirement, then an Annual Special Tax shall be levied Proportionately on each Assessor's Parcel of Undeveloped Property up to the Assigned Annual Special Tax applicable to such Assessor's Parcel to satisfy the Zone 4 Annual Special Tax Requirement.
- Third:** If the sum of the amounts levied on Assessor's Parcels in the first and second steps is less than the Zone 4 Annual Special Tax Requirement, then the Annual Special Tax on each Assessor's Parcel of Developed Property shall be increased Proportionately from the Assigned Annual Special Tax up to the Maximum Annual Special Tax to satisfy the Zone 4 Annual Special Tax Requirement.

SECTION H PREPAYMENT OF ANNUAL SPECIAL TAX

The Annual Special Tax obligation of an Assessor's Parcel of Developed Property or an Assessor's Parcel of Undeveloped Property for which a Building Permit has been issued may be prepaid. An owner of an Assessor's Parcel intending to prepay the Annual Special Tax obligation shall provide CFD No. 11 with written notice of intent to prepay. Within 30 days of receipt of such written notice, the Board shall reasonably determine the Prepayment Amount of such Assessor's Parcel and shall notify such owner of such Prepayment Amount.

1. Bond Proceeds Allocation

Prior to the calculation of any Tax Prepayment Amount, a calculation shall be performed to determine the amount of Zone 1 Bond, Zone 2 Bond, Zone 3 Bond or Zone 4 Bond proceeds that are allocable to the Assessor's Parcel for which the Annual Special obligation is to be prepaid, if any. For purposes of this, calculation Zone 1 Bond, Zone 2 Bond, Zone 3 Bond or Zone 4 Bond proceeds shall equal the par amount of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds, or Zone 4 Bonds. For each series of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds proceeds of such series shall be allocated to each Assessor's Parcel in an amount equal to the Zone 1 Bond, Zone 2 Bond, Zone 3 Bond or Zone 4 Bond proceeds times the Prepayment Ratio applicable to such Assessor's Parcel for such series of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds. For each series of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds, or Zone 4 Bonds, an amount of Regularly Retired Principal shall also be allocated to each Assessor's Parcel to be calculated pursuant to Section H.3E. If, after such allocations, the amount of (i) Zone 1 Bond, Zone 2 Bond, Zone 3 Bond or Zone 4 Bond proceeds allocated to the Assessor's Parcel for which the Annual Special Tax obligation is to be prepaid less the amount of Regularly Retired Principal allocated to such Assessor's Parcel is less than (ii) the sum of all the Gross Prepayment Amounts applicable to

such Assessor's Parcel pursuant to Section H.2., then the Prepayment Amount for such Assessor's Parcel shall be calculated pursuant to Tables 6,7,8 or 9 of Section H.2. Otherwise, the Prepayment Amount shall be calculated pursuant to Section H.3.

2. Prepayment Amount for Assessor's Parcel with Allocation of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds Less than Applicable Gross Prepayment Amounts

The Prepayment Amount for each Assessor's Parcel for which the Prepayment Amount is to be calculated pursuant to this Section H.2. shall be calculated by (i) counting all the Units of each Unit type applicable to such Assessor's Parcel, (ii) multiplying the sum of the Units for each Unit type for such Assessor's Parcel by the applicable Gross Prepayment Amount per Unit for the Zone in which such Assessor's Parcel is located as set forth in Table 6,7, 8 or 9, and (iii) adding all the products derived from the immediately preceding step. This sum is the Prepayment Amount for the Assessor's Parcel calculated pursuant to H.2. The Gross Prepayment Amounts shall be determined by reference to Tables 6, 7, 8 or 9.

TABLE 6

**PREPAYMENT AMOUNT FOR FISCAL YEAR 2004-05
FOR PROPERTY WITHIN ZONE 1**

Unit Type	Gross Prepayment Amount
Attached Unit/Detached Unit	\$19,484.84 per Unit
Assigned Unit	\$0.00 per Unit

TABLE 7

**PREPAYMENT AMOUNT FOR FISCAL YEAR 2004-05
FOR PROPERTY WITHIN ZONE 2**

Unit Type	Gross Prepayment Amount
Attached Unit/Detached Unit	\$21,106.97 per Unit
Assigned Unit	\$0.00 per Unit

TABLE 8

**PREPAYMENT AMOUNT FOR FISCAL YEAR 2004-05
FOR PROPERTY WITHIN ZONE 3**

Unit Type	Gross Prepayment Amount
Attached Unit/Detached Unit	\$21,133.13 per Unit
Assigned Unit	\$0.00 per Unit

TABLE 9

**PREPAYMENT AMOUNT FOR FISCAL YEAR 2004-05
FOR PROPERTY WITHIN ZONE 4**

Unit Type	Gross Prepayment Amount
Attached Unit/Detached Unit	\$19,484.84 per Unit
Assigned Unit	\$0.00 per Unit

3. Prepayment Amount for Assessor's Parcel with Allocation of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds Equal to or Greater than Applicable Gross Prepayment Amounts

The Prepayment Amount for each Assessor's Parcel for which the Prepayment Amount is to be calculated pursuant to this Section H.3 shall be the amount calculated as shown below.

Zone 1 Bond, Zone 2 Bond, Zone 3 Bond or Zone 4 Bond proceeds allocated to Assessor's Parcel pursuant to Section H.1
plus A. Redemption Premium
plus B. Defeasance
plus C. Prepayment Fees and Expenses
less D. Reserve Fund Credit
less E. Regularly Retired Principal
less F. Partial Prepayment Credit
equals Prepayment Amount

Detailed explanations of items A through F follows:

A. Redemption Premium

The Redemption Premium is calculated by multiplying (i) the principal amount of the Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds to be redeemed with the proceeds of the Prepayment Amount by (ii) the applicable redemption premium, if any, on the Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds to be redeemed.

B. Defeasance

The Defeasance is the amount needed to pay interest on the portion of the Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds, or Zone 4 Bonds to be

redeemed with the proceeds of the Prepayment Amount until the earliest call date of the Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds to be redeemed, net of interest earnings to be derived from the reinvestment of the Prepayment Amount until the redemption date of the portion of the Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds, or Zone 4 Bonds to be redeemed with the Prepayment Amount. Such amount of interest earnings will be the amount reasonably estimated by the Board.

C. Prepayment Fees and Expenses

The Prepayment Fees and Expenses are the costs of the computation of the Prepayment Amount and an allocable portion of the costs of redeeming Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds and recording any notices to evidence the prepayment and the redemption, as calculated reasonably by the Board.

D. Reserve Fund Credit

The Reserve Fund credit, if any, shall be calculated as the sum of (i) the reduction in the applicable reserve fund requirement resulting from the redemption of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds with the Prepayment Amount, plus (ii) the reduction in the applicable reserve fund requirement attributable to the allocable portion of regularly scheduled retirement of principal that has occurred, as well as any other allocable portion of principal retired not related to Prepayment Amounts or Partial Prepayment Amounts. The allocable portion of regularly scheduled retirement of principal that has occurred means the total regularly scheduled retirement of principal that has occurred with respect to each series of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds times the applicable Prepayment Ratio for each such series of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds, or Zone 4 Bonds. The allocable portion of principal retired not related to Prepayment Amounts or Partial Prepayment Amounts means the total principal retired not related to Prepayment Amounts or Partial Prepayment Amounts with respect to each series of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds times the applicable Prepayment Ratio for each such series of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds, or Zone 4 Bonds.

E. Regularly Retired Principal

The Regularly Retired Principal of the Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds times the applicable Prepayment Ratio for each such series of the Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds, or Zone 4 Bonds.

F. Partial Prepayment Credit

Partial prepayments of the Annual Special Tax obligation occurring prior to the issuance of the Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds will be credited in full. Partial prepayments of the Annual Special Tax obligation occurring subsequent to the issuance of Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds will be credited in an amount equal to the greatest amount of principal of the Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds that could have been redeemed with the Partial Prepayment Amount(s), taking into account Redemption Premium, Defeasance, Prepayment Fees and Expenses and Reserve Fund Credit, if any, but exclusive of restrictions limiting early redemption on the basis of dollar increments, i.e., the full amount of the Partial Prepayment Amount(s) will be taken into account in the calculation. The sum of all applicable partial prepayment credits is the Partial Prepayment Credit.

With respect to an Annual Special Tax obligation that has been prepaid, the Board shall reasonably indicate in the records of CFD No. 11 that there has been a prepayment of the Annual Special Tax and shall reasonably cause a suitable notice to be recorded in compliance with the Act within 30 days of receipt of such prepayment of Annual Special Taxes, to indicate reasonably the prepayment of Annual Special Taxes 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 shall be allowed unless the amount of Annual Special Taxes that may be levied on Taxable Property within the Zone in which such Assessor's Parcel is located both prior to and after the proposed prepayment, net of an allocable portion of Administrative Expenses, is at least 1.1 times the annual debt service in each Fiscal Year on all outstanding Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds and such prepayment will not impair the security of all outstanding Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds, as reasonably determined by the Board. Such determination shall include identifying all Assessor's Parcels that are expected to become Exempt Property.

SECTION I
PARTIAL PREPAYMENT OF ANNUAL SPECIAL TAXES

Prior to the issuance of the first Building Permit for the construction of a production Unit on a Lot within a Final Subdivision Map, the owner of no less than all of the property within such Final Subdivision Map may elect to prepay any portion of the applicable Annual Special Tax obligation for all of the Assessor's Parcels within such Final Subdivision Map. The owner of any Assessor's Parcel who desires such partial prepayment shall notify the Board of (i) such owner's intent to partially prepay the Annual Special Tax obligation and (ii) the percentage of the Annual Special Tax obligation to be prepaid. 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 obligation 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:

$$PP = P_G \times F$$

These terms have the following meanings:

PP = the Partial Prepayment Amount

P_G = the Prepayment Amount calculated according to Section H

F = the percentage of the Annual Special Tax obligation which the owner of the Assessor's Parcel is partially prepaying.

With respect to any Assessor's Parcel's Annual Special Tax obligation that is partially prepaid, the Board shall indicate in the records of CFD No. 11 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 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 and 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 CFD No. 11, net of an allocable portion of Administrative Expenses, is at least 1.1 times the regularly scheduled annual interest and principal payments on all currently outstanding Zone 1 Bonds, Zone 2 Bonds, Zone 3 Bonds or Zone 4 Bonds.

SECTION J TERMINATION OF SPECIAL TAX

Annual Special Taxes of CFD No. 11 shall be levied within Zone 1, Zone 2 and Zone 3 for a period of thirty (30) Fiscal Years after the last series of Bonds have been issued for the applicable Zone. Annual Special Taxes of CFD No. 11 shall be levied within Zone 4 for a period of thirty (30) Fiscal Years after the issuance of the last Building Permit for a Lot within Zone 4. Annual Special Taxes shall not be levied in any Zone after Fiscal Year 2050-51.

SECTION K EXEMPTIONS

Zones 1, 2 and 3

The Associate Superintendent shall classify as Exempt Property: (i) Assessor's Parcels owned by or irrevocably offered to 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, and (v) 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 to less than 56.23 Net Taxable Acres in Zone 1, 92.57 Net Taxable Acres in Zone 2, and 152.87 Net Taxable Acres in Zone 3. Assessor's Parcels which cannot be classified as Exempt Property because such classification would reduce the Acreage of all Taxable Property to less than 56.23 Net Taxable Acres in Zone 1, 92.57 Net Taxable Acres in Zone 2, and 152.87 Net

Taxable Acres in Zone 3 will continue to be classified as Developed Property or Undeveloped Property, as applicable, and will continue to be subject to Special Taxes accordingly.

Zone 4

The Associate Superintendent shall classify as Exempt Property: (i) Assessor's Parcels owned by or irrevocably offered to 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 homeowner's association, (v) 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, and (iv) Assessor's Parcel for which a Final Subdivision Map has not been recorded.

SECTION L APPEALS

Any owner of an Assessor's Parcel claiming that the amount or application of the Special Tax is not correct may file a written notice of appeal with the Associate Superintendent not later than one (1) Calendar Year after having paid the first installment of the Special Tax that is being disputed. The Associate Superintendent shall reasonably and promptly review the appeal, and if necessary, reasonably meet with the property owner, reasonably consider written and oral evidence regarding the amount of the Special Tax, and reasonably rule on the appeal. If the Associate Superintendent's decision reasonably requires that the Special Tax for an Assessor's Parcel be reasonably modified or reasonably changed in favor of the property owner, a cash refund shall not be made (except for the last year of levy), but an adjustment shall be made to the Annual Special Tax on that Assessor's Parcel in the subsequent Fiscal Year(s).

SECTION M 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 CFD No. 11 may collect Annual Special Taxes at a different time or in a different manner if necessary to meet its financial obligations.

SECTION N MAP OF ZONES

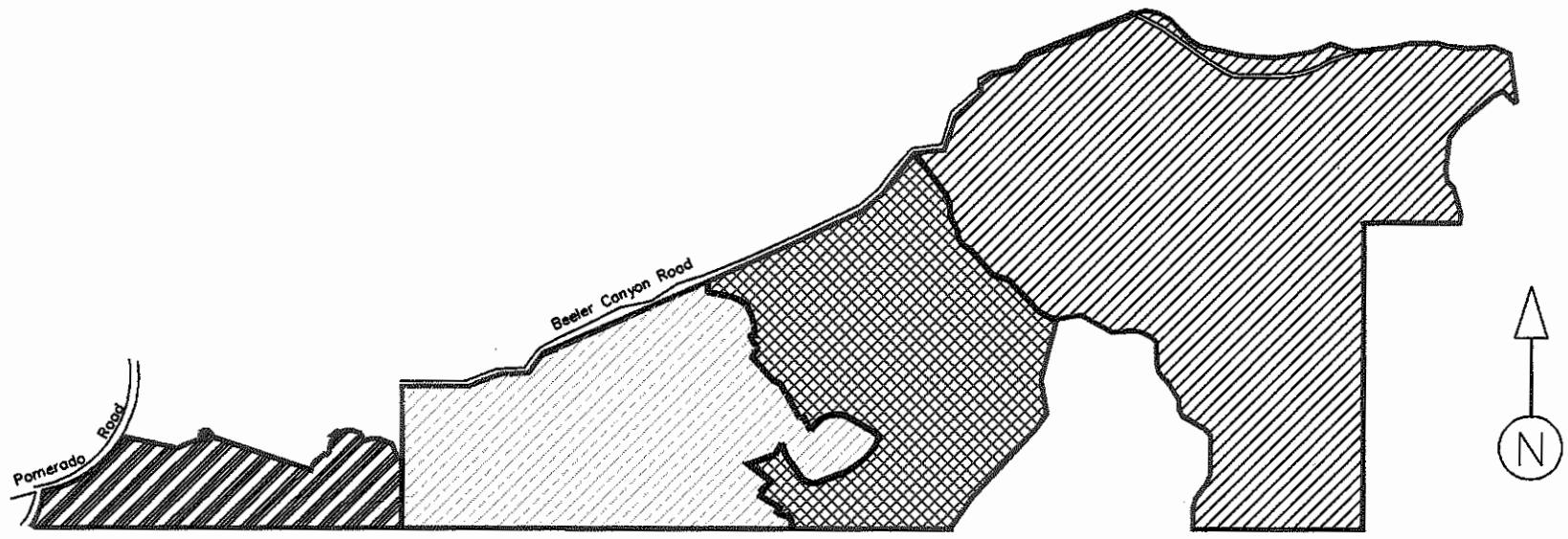
(Under separate cover)

J:\CLIENTS\POWAY.USD\CFD NO. 11\FORMATION\CFD NO 11 RMA FINAL.DOC

THE ORIGINAL OF THIS DOCUMENT
 WAS RECORDED ON NOV 20, 2003
 DOCUMENT NUMBER 2003-13985
 GREGORY J. SMITH, COUNTY RECORDER
 SAN DIEGO COUNTY RECORDER'S OFFICE
 TIME: 2:48 PM

SHEET 1 OF 9

**PROPOSED BOUNDARIES OF
 POWAY UNIFIED SCHOOL DISTRICT
 COMMUNITY FACILITIES DISTRICT NO. 11
 SAN DIEGO COUNTY
 STATE OF CALIFORNIA**



(1) Filed in the office of the Secretary to the Board of Education this 17th day of NOV., 2003.
[Signature]
 Secretary of the Board of Education

(2) I hereby certify that the within map showing the boundaries of Community Facilities District No. 11, San Diego County, State of California, was approved by the Board of Education at a meeting thereof, held on this 17th day of NOV., 2003, by its Resolution No. 24-2004
[Signature]
 Secretary of the Board of Education

(3) Filed this 20th day of November, 2003, at the hour of 2:48 o'clock P.m., in Book 37 of Maps of Assessment and Community Facilities Districts at page 77 and as Instrument No. _____ in the office of the County Recorder of San Diego County, State of California.
Sherr Lawrence
 County Recorder of San Diego County

LEGEND

	Boundaries of Community Facilities District No. 11		Zone 3
	Zone Boundaries		Zone 4
	Zone 1		Zone 2

Reference is hereby made to the Assessor maps of the County of San Diego for an exact description of the lines and dimensions of each lot and parcel.

PREPARED BY
 DAVID TAUSSIG & ASSOCIATES, INC.

EXHIBIT B

SUMMARY OF TRANSACTIONS FOR FUNDS AND ACCOUNTS

**COMMUNITY FACILITIES DISTRICT NO. 11 ZONE 2 OF THE POWAY UNIFIED SCHOOL DISTRICT
SERIES 2013, 2014B AND 2017B SPECIAL TAX REFUNDING BONDS
July 2017**

	SPECIAL TAX FUND 7150861 A	INTEREST ACCOUNT 7150861 B	PRINCIPAL ACCOUNT 7150861 C	ADMIN EXPENSE FUND 7150861 I	REDEMPTION FUND 7150861 R	CUSTODIAL ACCOUNT 7150834	TOTAL
BEGINNING BALANCE	\$426,002	\$0	\$0	\$46,027	\$42,529	\$1,054,493	\$1,569,051
SOURCES OF FUNDS							
BOND PROCEEDS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
SPECIAL TAX RECEIPTS	\$1,350	\$0	\$0	\$0	\$50,210	\$0	\$51,560
INVESTMENT AGREEMENT EARNINGS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OTHER INVESTMENT EARNINGS	\$171	\$0	\$0	\$19	\$17	\$426	\$633
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL SOURCES	\$1,521	\$0	\$0	\$19	\$50,227	\$426	\$52,193
USES OF FUNDS							
INTEREST PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PRINCIPAL PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PUBLIC FACILITIES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFESSIONAL SERVICES	\$0	\$0	\$0	(\$6,740)	\$0	\$0	(\$6,740)
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL USES	\$0	\$0	\$0	(\$6,740)	\$0	\$0	(\$6,740)
TRANSFERS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
ENDING BALANCE	\$427,523	\$0	\$0	\$39,306	\$92,756	\$1,054,919	\$1,614,504

**COMMUNITY FACILITIES DISTRICT NO. 11 ZONE 2 OF THE POWAY UNIFIED SCHOOL DISTRICT
 SERIES 2013, 2014B AND 2017B SPECIAL TAX REFUNDING BONDS
 August 2017**

	SPECIAL TAX FUND 7150861 A	INTEREST ACCOUNT 7150861 B	PRINCIPAL ACCOUNT 7150861 C	ADMIN EXPENSE FUND 7150861 I	REDEMPTION FUND 7150861 R	CUSTODIAL ACCOUNT 7150834	TOTAL
BEGINNING BALANCE	\$427,523	\$0	\$0	\$39,306	\$92,756	\$1,054,919	\$1,614,504
SOURCES OF FUNDS							
BOND PROCEEDS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
SPECIAL TAX RECEIPTS	\$3,010	\$0	\$0	\$0	\$0	\$0	\$3,010
INVESTMENT AGREEMENT EARNINGS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OTHER INVESTMENT EARNINGS	\$218	\$0	\$0	\$21	\$29	\$538	\$805
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL SOURCES	\$3,228	\$0	\$0	\$21	\$29	\$538	\$3,815
USES OF FUNDS							
INTEREST PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PRINCIPAL PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PUBLIC FACILITIES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFESSIONAL SERVICES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL USES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
TRANSFERS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
ENDING BALANCE	\$430,751	\$0	\$0	\$39,327	\$92,784	\$1,055,457	\$1,618,320

**COMMUNITY FACILITIES DISTRICT NO. 11 ZONE 2 OF THE POWAY UNIFIED SCHOOL DISTRICT
 SERIES 2013, 2014B AND 2017B SPECIAL TAX REFUNDING BONDS
 September 2017**

	SPECIAL TAX FUND 7150861 A	INTEREST ACCOUNT 7150861 B	PRINCIPAL ACCOUNT 7150861 C	ADMIN EXPENSE FUND 7150861 I	REDEMPTION FUND 7150861 R	CUSTODIAL ACCOUNT 7150834	TOTAL
BEGINNING BALANCE	\$430,751	\$0	\$0	\$39,327	\$92,784	\$1,055,457	\$1,618,320
SOURCES OF FUNDS							
BOND PROCEEDS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
SPECIAL TAX RECEIPTS	\$0	\$0	\$0	\$0	\$100	\$0	\$100
INVESTMENT AGREEMENT EARNINGS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OTHER INVESTMENT EARNINGS	\$231	\$0	\$0	\$21	\$50	\$567	\$869
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL SOURCES	\$231	\$0	\$0	\$21	\$150	\$567	\$969
USES OF FUNDS							
INTEREST PAYMENTS	\$0	(\$175,678)	\$0	\$0	\$0	\$0	(\$175,678)
PRINCIPAL PAYMENTS	\$0	\$0	(\$140,000)	\$0	(\$82,400)	\$0	(\$222,400)
PUBLIC FACILITIES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFESSIONAL SERVICES	\$0	\$0	\$0	(\$40)	\$0	\$0	(\$40)
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL USES	\$0	(\$175,678)	(\$140,000)	(\$40)	(\$82,400)	\$0	(\$398,118)
TRANSFERS	(\$430,982)	\$175,678	\$140,000	\$0	\$0	\$0	(\$115,304)
ENDING BALANCE	\$0	\$0	\$0	\$39,309	\$10,534	\$1,056,024	\$1,105,866

**COMMUNITY FACILITIES DISTRICT NO. 11 ZONE 2 OF THE POWAY UNIFIED SCHOOL DISTRICT
 SERIES 2013, 2014B AND 2017B SPECIAL TAX REFUNDING BONDS
 October 2017**

	SPECIAL TAX FUND 7150861 A	INTEREST ACCOUNT 7150861 B	PRINCIPAL ACCOUNT 7150861 C	ADMIN EXPENSE FUND 7150861 I	REDEMPTION FUND 7150861 R	CUSTODIAL ACCOUNT 7150834	TOTAL
BEGINNING BALANCE	\$0	\$0	\$0	\$39,309	\$10,534	\$1,056,024	\$1,105,866
SOURCES OF FUNDS							
BOND PROCEEDS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
SPECIAL TAX RECEIPTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
INVESTMENT AGREEMENT EARNINGS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OTHER INVESTMENT EARNINGS	\$39	\$0	\$0	\$21	\$6	\$568	\$634
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL SOURCES	\$39	\$0	\$0	\$21	\$6	\$568	\$634
USES OF FUNDS							
INTEREST PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PRINCIPAL PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PUBLIC FACILITIES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFESSIONAL SERVICES	\$0	\$0	\$0	(\$2,500)	\$0	\$0	(\$2,500)
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL USES	\$0	\$0	\$0	(\$2,500)	\$0	\$0	(\$2,500)
TRANSFERS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
ENDING BALANCE	\$39	\$0	\$0	\$36,830	\$10,540	\$1,056,592	\$1,104,000

**COMMUNITY FACILITIES DISTRICT NO. 11 ZONE 2 OF THE POWAY UNIFIED SCHOOL DISTRICT
 SERIES 2013, 2014B AND 2017B SPECIAL TAX REFUNDING BONDS
 November 2017**

	SPECIAL TAX FUND 7150861 A	INTEREST ACCOUNT 7150861 B	PRINCIPAL ACCOUNT 7150861 C	ADMIN EXPENSE FUND 7150861 I	REDEMPTION FUND 7150861 R	CUSTODIAL ACCOUNT 7150834	TOTAL
BEGINNING BALANCE	\$39	\$0	\$0	\$36,830	\$10,540	\$1,056,592	\$1,104,000
SOURCES OF FUNDS							
BOND PROCEEDS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
SPECIAL TAX RECEIPTS	\$8,241	\$0	\$0	\$0	\$0	\$0	\$8,241
INVESTMENT AGREEMENT EARNINGS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OTHER INVESTMENT EARNINGS	\$0	\$0	\$0	\$22	\$6	\$600	\$628
MISCELLANEOUS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
TOTAL SOURCES	\$8,241	\$0	\$0	\$22	\$6	\$600	\$8,869
USES OF FUNDS							
INTEREST PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PRINCIPAL PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PUBLIC FACILITIES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFESSIONAL SERVICES	\$0	\$0	\$0	(\$4,615)	\$0	\$0	(\$4,615)
MISCELLANEOUS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
TOTAL USES	\$0	\$0	\$0	(\$4,615)	\$0	\$0	(\$4,615)
TRANSFERS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
ENDING BALANCE	\$8,280	\$0	\$0	\$32,236	\$10,546	\$1,057,192	\$1,108,254

**COMMUNITY FACILITIES DISTRICT NO. 11 ZONE 2 OF THE POWAY UNIFIED SCHOOL DISTRICT
 SERIES 2013, 2014B AND 2017B SPECIAL TAX REFUNDING BONDS
 December 2017**

	SPECIAL TAX FUND 7150861 A	INTEREST ACCOUNT 7150861 B	PRINCIPAL ACCOUNT 7150861 C	ADMIN EXPENSE FUND 7150861 I	REDEMPTION FUND 7150861 R	CUSTODIAL ACCOUNT 7150834	TOTAL
BEGINNING BALANCE	\$8,280	\$0	\$0	\$32,236	\$10,546	\$1,057,192	\$1,108,254
SOURCES OF FUNDS							
BOND PROCEEDS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
SPECIAL TAX RECEIPTS	\$72,975	\$0	\$0	\$0	\$0	\$0	\$72,975
INVESTMENT AGREEMENT EARNINGS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OTHER INVESTMENT EARNINGS	\$5	\$0	\$0	\$19	\$6	\$607	\$637
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL SOURCES	\$72,979	\$0	\$0	\$19	\$6	\$607	\$73,612
USES OF FUNDS							
INTEREST PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PRINCIPAL PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PUBLIC FACILITIES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFESSIONAL SERVICES	\$0	\$0	\$0	(\$58)	\$0	\$0	(\$58)
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL USES	\$0	\$0	\$0	(\$58)	\$0	\$0	(\$58)
TRANSFERS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
ENDING BALANCE	\$81,260	\$0	\$0	\$32,198	\$10,552	\$1,057,799	\$1,181,809

**COMMUNITY FACILITIES DISTRICT NO. 11 ZONE 2 OF THE POWAY UNIFIED SCHOOL DISTRICT
 SERIES 2013, 2014B AND 2017B SPECIAL TAX REFUNDING BONDS
 January 2018**

	SPECIAL TAX FUND 7150861 A	INTEREST ACCOUNT 7150861 B	PRINCIPAL ACCOUNT 7150861 C	ADMIN EXPENSE FUND 7150861 I	REDEMPTION FUND 7150861 R	CUSTODIAL ACCOUNT 7150834	TOTAL
BEGINNING BALANCE	\$81,260	\$0	\$0	\$32,198	\$10,552	\$1,057,799	\$1,181,809
SOURCES OF FUNDS							
BOND PROCEEDS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
SPECIAL TAX RECEIPTS	\$310,400	\$0	\$0	\$0	\$0	\$0	\$310,400
INVESTMENT AGREEMENT EARNINGS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OTHER INVESTMENT EARNINGS	\$49	\$0	\$0	\$22	\$7	\$738	\$817
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL SOURCES	\$310,450	\$0	\$0	\$22	\$7	\$738	\$311,218
USES OF FUNDS							
INTEREST PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PRINCIPAL PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PUBLIC FACILITIES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFESSIONAL SERVICES	\$0	\$0	\$0	(\$2,500)	\$0	\$0	(\$2,500)
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL USES	\$0	\$0	\$0	(\$2,500)	\$0	\$0	(\$2,500)
TRANSFERS	(\$25,366)	\$0	\$0	\$25,366	\$0	\$0	\$0
ENDING BALANCE	\$366,343	\$0	\$0	\$55,087	\$10,559	\$1,058,537	\$1,490,526

**COMMUNITY FACILITIES DISTRICT NO. 11 ZONE 2 OF THE POWAY UNIFIED SCHOOL DISTRICT
 SERIES 2013, 2014B AND 2017B SPECIAL TAX REFUNDING BONDS
 February 2018**

	SPECIAL TAX FUND 7150861 A	INTEREST ACCOUNT 7150861 B	PRINCIPAL ACCOUNT 7150861 C	ADMIN EXPENSE FUND 7150861 I	REDEMPTION FUND 7150861 R	CUSTODIAL ACCOUNT 7150834	TOTAL
BEGINNING BALANCE	\$366,343	\$0	\$0	\$55,087	\$10,559	\$1,058,537	\$1,490,526
SOURCES OF FUNDS							
BOND PROCEEDS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
SPECIAL TAX RECEIPTS	\$11,232	\$0	\$0	\$0	\$0	\$0	\$11,232
INVESTMENT AGREEMENT EARNINGS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OTHER INVESTMENT EARNINGS	\$182	\$0	\$0	\$30	\$8	\$849	\$1,070
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL SOURCES	\$11,414	\$0	\$0	\$30	\$8	\$849	\$12,302
USES OF FUNDS							
INTEREST PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PRINCIPAL PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PUBLIC FACILITIES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFESSIONAL SERVICES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL USES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
TRANSFERS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
ENDING BALANCE	\$377,757	\$0	\$0	\$55,117	\$10,568	\$1,059,387	\$1,502,829

**COMMUNITY FACILITIES DISTRICT NO. 11 ZONE 2 OF THE POWAY UNIFIED SCHOOL DISTRICT
 SERIES 2013, 2014B AND 2017B SPECIAL TAX REFUNDING BONDS
 March 2018**

	SPECIAL TAX FUND 7150861 A	INTEREST ACCOUNT 7150861 B	PRINCIPAL ACCOUNT 7150861 C	ADMIN EXPENSE FUND 7150861 I	REDEMPTION FUND 7150861 R	CUSTODIAL ACCOUNT 7150834	TOTAL
BEGINNING BALANCE	\$377,757	\$0	\$0	\$55,117	\$10,568	\$1,059,387	\$1,502,829
SOURCES OF FUNDS							
BOND PROCEEDS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
SPECIAL TAX RECEIPTS	\$0	\$0	\$0	\$0	\$100	\$0	\$100
INVESTMENT AGREEMENT EARNINGS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OTHER INVESTMENT EARNINGS	\$283	\$0	\$0	\$42	\$8	\$805	\$1,138
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL SOURCES	\$283	\$0	\$0	\$42	\$108	\$805	\$1,238
USES OF FUNDS							
INTEREST PAYMENTS	\$0	(\$164,111)	\$0	\$0	\$0	\$0	(\$164,111)
PRINCIPAL PAYMENTS	\$0	\$0	\$0	\$0	(\$10,300)	\$0	(\$10,300)
PUBLIC FACILITIES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFESSIONAL SERVICES	\$0	\$0	\$0	(\$8,000)	\$0	\$0	(\$8,000)
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL USES	\$0	(\$164,111)	\$0	(\$8,000)	(\$10,300)	\$0	(\$182,411)
TRANSFERS	(\$164,111)	\$164,111	\$0	\$0	\$0	\$0	\$0
ENDING BALANCE	\$213,929	\$0	\$0	\$47,159	\$376	\$1,060,191	\$1,321,655

**COMMUNITY FACILITIES DISTRICT NO. 11 ZONE 2 OF THE POWAY UNIFIED SCHOOL DISTRICT
 SERIES 2013, 2014B AND 2017B SPECIAL TAX REFUNDING BONDS
 April 2018**

	SPECIAL TAX FUND 7150861 A	INTEREST ACCOUNT 7150861 B	PRINCIPAL ACCOUNT 7150861 C	ADMIN EXPENSE FUND 7150861 I	REDEMPTION FUND 7150861 R	CUSTODIAL ACCOUNT 7150834	TOTAL
BEGINNING BALANCE	\$213,929	\$0	\$0	\$47,159	\$376	\$1,060,191	\$1,321,655
SOURCES OF FUNDS							
BOND PROCEEDS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
SPECIAL TAX RECEIPTS	\$16,523	\$0	\$0	\$0	\$0	\$0	\$16,523
INVESTMENT AGREEMENT EARNINGS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OTHER INVESTMENT EARNINGS	\$205	\$0	\$0	\$50	\$0	\$1,018	\$1,274
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL SOURCES	\$16,728	\$0	\$0	\$50	\$0	\$1,018	\$17,797
USES OF FUNDS							
INTEREST PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PRINCIPAL PAYMENTS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PUBLIC FACILITIES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFESSIONAL SERVICES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
MISCELLANEOUS	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
TOTAL USES	\$0	\$0	\$0	\$0	\$0	\$0	\$0
TRANSFERS	\$0	\$0	\$0	\$0	\$0	\$0	\$0
ENDING BALANCE	\$230,657	\$0	\$0	\$47,209	\$376	\$1,061,209	\$1,339,452

EXHIBIT C

DEBT SERVICE SCHEDULE

DEBT SERVICE SCHEDULE
CALIFORNIA OFFICE - LOS ANGELES
 Effective: 03/14/2018

Issuer: POWAY USD CFD 11 ZONE 2 SPECIAL		4312		
Pay#	Date	Interest	Principal	Balance
8	03/01/2018	59,062.50	10,300.00 C	2,430,000.00
9	09/01/2018	58,812.50	5,000.00	2,425,000.00
10	03/01/2019	58,737.50	0.00	2,425,000.00
11	09/01/2019	58,737.50	10,000.00	2,415,000.00
12	03/01/2020	58,537.50	0.00	2,415,000.00
13	09/01/2020	58,537.50	15,000.00	2,400,000.00
14	03/01/2021	58,237.50	0.00	2,400,000.00
15	09/01/2021	58,237.50	15,000.00	2,385,000.00
16	03/01/2022	57,937.50	0.00	2,385,000.00
17	09/01/2022	57,937.50	15,000.00	2,370,000.00
18	03/01/2023	57,637.50	0.00	2,370,000.00
19	09/01/2023	57,637.50	20,000.00	2,350,000.00
20	03/01/2024	57,237.50	0.00	2,350,000.00
21	09/01/2024	57,237.50	20,000.00	2,330,000.00
22	03/01/2025	56,837.50	0.00	2,330,000.00
23	09/01/2025	56,837.50	25,000.00	2,305,000.00
24	03/01/2026	56,400.00	0.00	2,305,000.00
25	09/01/2026	56,400.00	25,000.00	2,280,000.00
26	03/01/2027	55,931.25	0.00	2,280,000.00
27	09/01/2027	55,931.25	30,000.00	2,250,000.00
28	03/01/2028	55,331.25	0.00	2,250,000.00
29	09/01/2028	55,331.25	35,000.00	2,215,000.00
30	03/01/2029	54,631.25	0.00	2,215,000.00
31	09/01/2029	54,631.25	40,000.00	2,175,000.00
32	03/01/2030	53,831.25	0.00	2,175,000.00
33	09/01/2030	53,831.25	40,000.00	2,135,000.00
34	03/01/2031	53,031.25	0.00	2,135,000.00
35	09/01/2031	53,031.25	40,000.00	2,095,000.00
36	03/01/2032	52,206.25	0.00	2,095,000.00
37	09/01/2032	52,206.25	45,000.00	2,050,000.00
38	03/01/2033	51,250.00	0.00	2,050,000.00
39	09/01/2033	51,250.00	0.00	2,050,000.00
40	03/01/2034	51,250.00	0.00	2,050,000.00
41	09/01/2034	51,250.00	5,000.00 C	2,045,000.00
42	03/01/2035	51,125.00	0.00	2,045,000.00
43	09/01/2035	51,125.00	5,000.00 C	2,040,000.00
44	03/01/2036	51,000.00	0.00	2,040,000.00
45	09/01/2036	51,000.00	15,000.00 C	2,025,000.00
46	03/01/2037	50,625.00	0.00	2,025,000.00
47	09/01/2037	50,625.00	20,000.00 C	2,005,000.00
48	03/01/2038	50,125.00	0.00	2,005,000.00
49	09/01/2038	50,125.00	15,000.00	1,990,000.00
50	03/01/2039	49,750.00	0.00	1,990,000.00
51	09/01/2039	49,750.00	45,000.00 C	1,945,000.00
52	03/01/2040	48,625.00	0.00	1,945,000.00
53	09/01/2040	48,625.00	610,000.00 C	1,335,000.00
54	03/01/2041	33,375.00	0.00	1,335,000.00
55	09/01/2041	33,375.00	660,000.00 C	675,000.00
56	03/01/2042	16,875.00	0.00	675,000.00
57	09/01/2042	16,875.00	675,000.00	0.00
Total		2,598,925.00	2,440,300.00	

DEBT SERVICE SCHEDULE
CALIFORNIA OFFICE - LOS ANGELES
 Effective: 03/08/2018

Issuer: POWAY USD CFD #11 ZONE 2 SPEC REF 2017		5784		
Pay#	Date	Interest	Principal	Balance
2	03/01/2018	61,648.13	0.00	3,295,000.00
3	09/01/2018	61,648.13	20,000.00	3,275,000.00
4	03/01/2019	61,348.13	0.00	3,275,000.00
5	09/01/2019	61,348.13	20,000.00	3,255,000.00
6	03/01/2020	61,048.13	0.00	3,255,000.00
7	09/01/2020	61,048.13	20,000.00	3,235,000.00
8	03/01/2021	60,748.13	0.00	3,235,000.00
9	09/01/2021	60,748.13	20,000.00	3,215,000.00
10	03/01/2022	60,348.13	0.00	3,215,000.00
11	09/01/2022	60,348.13	25,000.00	3,190,000.00
12	03/01/2023	59,848.13	0.00	3,190,000.00
13	09/01/2023	59,848.13	25,000.00	3,165,000.00
14	03/01/2024	59,348.13	0.00	3,165,000.00
15	09/01/2024	59,348.13	25,000.00	3,140,000.00
16	03/01/2025	58,848.13	0.00	3,140,000.00
17	09/01/2025	58,848.13	25,000.00	3,115,000.00
18	03/01/2026	58,348.13	0.00	3,115,000.00
19	09/01/2026	58,348.13	25,000.00	3,090,000.00
20	03/01/2027	57,848.13	0.00	3,090,000.00
21	09/01/2027	57,848.13	30,000.00	3,060,000.00
22	03/01/2028	57,248.13	0.00	3,060,000.00
23	09/01/2028	57,248.13	30,000.00	3,030,000.00
24	03/01/2029	56,741.88	0.00	3,030,000.00
25	09/01/2029	56,741.88	30,000.00	3,000,000.00
26	03/01/2030	56,216.88	0.00	3,000,000.00
27	09/01/2030	56,216.88	30,000.00	2,970,000.00
28	03/01/2031	55,673.13	0.00	2,970,000.00
29	09/01/2031	55,673.13	35,000.00	2,935,000.00
30	03/01/2032	55,016.88	0.00	2,935,000.00
31	09/01/2032	55,016.88	35,000.00	2,900,000.00
32	03/01/2033	54,404.38	0.00	2,900,000.00
33	09/01/2033	54,404.38	350,000.00	2,550,000.00
34	03/01/2034	48,104.38	0.00	2,550,000.00
35	09/01/2034	48,104.38	370,000.00	2,180,000.00
36	03/01/2035	41,398.13	0.00	2,180,000.00
37	09/01/2035	41,398.13	395,000.00	1,785,000.00
38	03/01/2036	33,991.88	0.00	1,785,000.00
39	09/01/2036	33,991.88	415,000.00	1,370,000.00
40	03/01/2037	26,210.63	0.00	1,370,000.00
41	09/01/2037	26,210.63	440,000.00	930,000.00
42	03/01/2038	17,960.63	0.00	930,000.00
43	09/01/2038	17,960.63	465,000.00	465,000.00
44	03/01/2039	9,009.38	0.00	465,000.00
45	09/01/2039	9,009.38	465,000.00	0.00
Total		2,222,715.22	3,295,000.00	

DEBT SERVICE SCHEDULE
CALIFORNIA OFFICE - LOS ANGELES
 Effective: 03/08/2018

Issuer: POWAY USD CFD 11 ZONE 2 SPECIAL TAX		3873		
Pay#	Date	Interest	Principal	Balance
11	03/01/2018	43,400.00	0.00	1,820,000.00
12	09/01/2018	43,400.00	35,000.00	1,785,000.00
13	03/01/2019	42,875.00	0.00	1,785,000.00
14	09/01/2019	42,875.00	40,000.00	1,745,000.00
15	03/01/2020	42,275.00	0.00	1,745,000.00
16	09/01/2020	42,275.00	50,000.00	1,695,000.00
17	03/01/2021	41,275.00	0.00	1,695,000.00
18	09/01/2021	41,275.00	60,000.00	1,635,000.00
19	03/01/2022	40,075.00	0.00	1,635,000.00
20	09/01/2022	40,075.00	75,000.00	1,560,000.00
21	03/01/2023	38,575.00	0.00	1,560,000.00
22	09/01/2023	38,575.00	85,000.00	1,475,000.00
23	03/01/2024	36,875.00	0.00	1,475,000.00
24	09/01/2024	36,875.00	100,000.00	1,375,000.00
25	03/01/2025	34,375.00	0.00	1,375,000.00
26	09/01/2025	34,375.00	110,000.00	1,265,000.00
27	03/01/2026	31,625.00	0.00	1,265,000.00
28	09/01/2026	31,625.00	130,000.00	1,135,000.00
29	03/01/2027	28,375.00	0.00	1,135,000.00
30	09/01/2027	28,375.00	145,000.00	990,000.00
31	03/01/2028	24,750.00	0.00	990,000.00
32	09/01/2028	24,750.00	160,000.00	830,000.00
33	03/01/2029	20,750.00	0.00	830,000.00
34	09/01/2029	20,750.00	175,000.00	655,000.00
35	03/01/2030	16,375.00	0.00	655,000.00
36	09/01/2030	16,375.00	195,000.00	460,000.00
37	03/01/2031	11,500.00	0.00	460,000.00
38	09/01/2031	11,500.00	220,000.00 C	240,000.00
39	03/01/2032	6,000.00	0.00	240,000.00
40	09/01/2032	6,000.00	240,000.00	0.00
Total		918,200.00	1,820,000.00	

EXHIBIT D

SUMMARY OF PREPAYMENTS

**Poway Unified School District
Community Facilities District No. 11 Zone 2
Prepaid Parcels**

<u>APN</u>	<u>Bond Call Date</u>	<u>Bond Call Amount</u>
3250810500	09/01/17	NA
3250810900	03/01/13	NA
3250811100	03/01/13	NA
3250811900	09/01/14	NA
3250820800	09/01/12	NA
3250900800	03/01/14	NA
3250911500	09/01/17	NA
3251042000	09/01/16	NA

Total Number of Parcels Prepaid: 8

EXHIBIT E

**ANNUAL SPECIAL TAX ROLL
FISCAL YEAR 2018-2019**

Exhibit E

Poway Unified School District
Zone 2 of CFD No. 11
FY 2018-2019 Special Tax Levy

<u>Assessor's Parcel Number</u>	<u>FY 2018-2019 Special Tax</u>	<u>Assessor's Parcel Number</u>	<u>FY 2018-2019 Special Tax</u>
325-080-01-00	\$2,808.84	325-083-02-00	\$2,808.84
325-080-02-00	\$2,808.84	325-083-03-00	\$2,808.84
325-080-03-00	\$2,808.84	325-083-04-00	\$2,808.84
325-080-04-00	\$2,808.84	325-083-05-00	\$2,808.84
325-080-05-00	\$2,808.84	325-083-06-00	\$2,808.84
325-080-06-00	\$2,808.84	325-083-07-00	\$2,808.84
325-080-07-00	\$2,808.84	325-083-08-00	\$2,808.84
325-080-08-00	\$2,808.84	325-083-09-00	\$2,808.84
325-080-09-00	\$2,808.84	325-083-10-00	\$2,808.84
325-080-10-00	\$2,808.84	325-083-11-00	\$2,808.84
325-080-11-00	\$2,808.84	325-083-12-00	\$2,808.84
325-080-12-00	\$2,808.84	325-083-13-00	\$2,808.84
325-080-13-00	\$2,808.84	325-083-14-00	\$2,808.84
325-081-01-00	\$2,808.84	325-083-15-00	\$2,808.84
325-081-02-00	\$2,808.84	325-083-16-00	\$2,808.84
325-081-03-00	\$2,808.84	325-083-17-00	\$2,808.84
325-081-04-00	\$2,808.84	325-083-18-00	\$2,808.84
325-081-06-00	\$2,808.84	325-084-01-00	\$2,808.84
325-081-07-00	\$2,808.84	325-084-02-00	\$2,808.84
325-081-08-00	\$2,808.84	325-084-03-00	\$2,808.84
325-081-10-00	\$2,808.84	325-084-04-00	\$2,808.84
325-081-12-00	\$2,808.84	325-084-05-00	\$2,808.84
325-081-13-00	\$2,808.84	325-084-06-00	\$2,808.84
325-081-14-00	\$2,808.84	325-084-07-00	\$2,808.84
325-081-15-00	\$2,808.84	325-084-08-00	\$2,808.84
325-081-16-00	\$2,808.84	325-084-09-00	\$2,808.84
325-081-17-00	\$2,808.84	325-084-10-00	\$2,808.84
325-081-18-00	\$2,808.84	325-084-11-00	\$2,808.84
325-081-20-00	\$2,808.84	325-084-12-00	\$2,808.84
325-081-21-00	\$2,808.84	325-084-13-00	\$2,808.84
325-081-22-00	\$2,808.84	325-084-14-00	\$2,808.84
325-081-23-00	\$2,808.84	325-084-15-00	\$2,808.84
325-082-01-00	\$2,808.84	325-084-16-00	\$2,808.84
325-082-02-00	\$2,808.84	325-084-17-00	\$2,808.84
325-082-03-00	\$2,808.84	325-084-18-00	\$2,808.84
325-082-04-00	\$2,808.84	325-090-01-00	\$2,808.84
325-082-05-00	\$2,808.84	325-090-02-00	\$2,808.84
325-082-06-00	\$2,808.84	325-090-03-00	\$2,808.84
325-082-07-00	\$2,808.84	325-090-04-00	\$2,808.84
325-082-09-00	\$2,808.84	325-090-05-00	\$2,808.84
325-082-10-00	\$2,808.84	325-090-06-00	\$2,808.84
325-082-11-00	\$2,808.84	325-090-07-00	\$2,808.84
325-082-12-00	\$2,808.84	325-090-09-00	\$2,808.84
325-082-13-00	\$2,808.84	325-090-10-00	\$2,808.84
325-082-14-00	\$2,808.84	325-090-11-00	\$2,808.84
325-082-15-00	\$2,808.84	325-090-12-00	\$2,808.84
325-082-16-00	\$2,808.84	325-090-13-00	\$2,808.84
325-082-17-00	\$2,808.84	325-090-14-00	\$2,808.84
325-082-18-00	\$2,808.84	325-091-01-00	\$2,808.84
325-082-19-00	\$2,808.84	325-091-02-00	\$2,808.84
325-082-20-00	\$2,808.84	325-091-03-00	\$2,808.84
325-083-01-00	\$2,808.84	325-091-04-00	\$2,808.84

Exhibit E

Poway Unified School District
Zone 2 of CFD No. 11
FY 2018-2019 Special Tax Levy

<u>Assessor's Parcel Number</u>	<u>FY 2018-2019 Special Tax</u>	<u>Assessor's Parcel Number</u>	<u>FY 2018-2019 Special Tax</u>
325-091-05-00	\$2,808.84	325-102-18-00	\$2,808.84
325-091-06-00	\$2,808.84	325-103-01-00	\$2,808.84
325-091-07-00	\$2,808.84	325-103-02-00	\$2,808.84
325-091-08-00	\$2,808.84	325-103-03-00	\$2,808.84
325-091-09-00	\$2,808.84	325-103-04-00	\$2,808.84
325-091-10-00	\$2,808.84	325-103-05-00	\$2,808.84
325-091-11-00	\$2,808.84	325-103-06-00	\$2,808.84
325-091-12-00	\$2,808.84	325-103-07-00	\$2,808.84
325-091-13-00	\$2,808.84	325-103-08-00	\$2,808.84
325-091-14-00	\$2,808.84	325-103-09-00	\$2,808.84
325-091-16-00	\$2,808.84	325-103-10-00	\$2,808.84
325-091-17-00	\$2,808.84	325-103-11-00	\$2,808.84
325-091-18-00	\$2,808.84	325-103-12-00	\$2,808.84
325-091-19-00	\$2,808.84	325-103-13-00	\$2,808.84
325-091-20-00	\$2,808.84	325-103-14-00	\$2,808.84
325-091-21-00	\$2,808.84	325-103-15-00	\$2,808.84
325-091-22-00	\$2,808.84	325-103-16-00	\$2,808.84
325-100-01-00	\$2,808.84	325-103-17-00	\$2,808.84
325-100-02-00	\$2,808.84	325-103-18-00	\$2,808.84
325-100-03-00	\$2,808.84	325-103-19-00	\$2,808.84
325-100-04-00	\$2,808.84	325-103-20-00	\$2,808.84
325-100-05-00	\$2,808.84	325-103-21-00	\$2,808.84
325-100-06-00	\$2,808.84	325-103-22-00	\$2,808.84
325-100-07-00	\$2,808.84	325-103-23-00	\$2,808.84
325-100-08-00	\$2,808.84	325-104-01-00	\$2,808.84
325-100-09-00	\$2,808.84	325-104-02-00	\$2,808.84
325-100-10-00	\$2,808.84	325-104-03-00	\$2,808.84
325-100-11-00	\$2,808.84	325-104-04-00	\$2,808.84
325-100-12-00	\$2,808.84	325-104-05-00	\$2,808.84
325-101-01-00	\$2,808.84	325-104-06-00	\$2,808.84
325-101-02-00	\$2,808.84	325-104-07-00	\$2,808.84
325-101-03-00	\$2,808.84	325-104-08-00	\$2,808.84
325-101-04-00	\$2,808.84	325-104-09-00	\$2,808.84
325-101-05-00	\$2,808.84	325-104-10-00	\$2,808.84
325-101-06-00	\$2,808.84	325-104-11-00	\$2,808.84
325-101-07-00	\$2,808.84	325-104-12-00	\$2,808.84
325-102-01-00	\$2,808.84	325-104-13-00	\$2,808.84
325-102-02-00	\$2,808.84	325-104-14-00	\$2,808.84
325-102-03-00	\$2,808.84	325-104-15-00	\$2,808.84
325-102-04-00	\$2,808.84	325-104-16-00	\$2,808.84
325-102-05-00	\$2,808.84	325-104-17-00	\$2,808.84
325-102-06-00	\$2,808.84	325-104-18-00	\$2,808.84
325-102-07-00	\$2,808.84	325-104-19-00	\$2,808.84
325-102-08-00	\$2,808.84	325-104-21-00	\$2,808.84
325-102-09-00	\$2,808.84	325-104-22-00	\$2,808.84
325-102-10-00	\$2,808.84		
325-102-11-00	\$2,808.84		
325-102-12-00	\$2,808.84		
325-102-13-00	\$2,808.84		
325-102-14-00	\$2,808.84		
325-102-15-00	\$2,808.84		
325-102-16-00	\$2,808.84		
325-102-17-00	\$2,808.84		

Exhibit E

Poway Unified School District
Zone 2 of CFD No. 11
FY 2018-2019 Special Tax Levy

<u>Assessor's Parcel Number</u>	<u>FY 2018-2019 Special Tax</u>	<u>Assessor's Parcel Number</u>	<u>FY 2018-2019 Special Tax</u>
	Total FY 2018-2019 Special Tax Lev		\$567,385.68
	Total Number of Parcels Taxed		202