

**ANNUAL REPORT FOR
COMMUNITY FACILITIES DISTRICT NO. 3
OF
POWAY UNIFIED SCHOOL DISTRICT**

January 31, 2004

**FISCAL YEAR 2002-03
ANNUAL REPORT**

\$5,485,000

**COMMUNITY FACILITIES DISTRICT NO. 3 OF
POWAY UNIFIED SCHOOL DISTRICT
2003 SPECIAL TAX BONDS**

Prepared for:

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January 31, 2004

Table of Contents

<u>Section</u>	<u>Page</u>
Introduction.....	1
I. Audited Financial Statements	1
II. Principal Amount of Bonds Outstanding.....	1
III. Bond Service Fund Balance.....	1
IV. Reserve Requirement and Reserve Fund Balance	1
V. Fund and Account Balances	1
VI. Assessed Value and Value-to-Lien of Parcels within CFD No. 3	2
VII. Fiscal Year 2002-03 Special Tax Levy and Delinquencies.....	3
VIII. Foreclosure Proceedings	3
IX. Major Taxpayers	3
X. Special Tax Delinquency History of CFD No. 3	4
XI. Report to the California Debt and Investment Advisory Commission.....	4
XII. Changes to the Rate and Method of Apportionment	4

EXHIBITS

Exhibit A - Detailed Direct and Overlapping Debt Report

Exhibit B - Report to the California Debt and Investment Advisory Commission

INTRODUCTION

This Annual Report ("Report") has been prepared pursuant to the Continuing Disclosure Agreement ("Agreement") executed in connection with the issuance of the 2003 Special Tax Bonds ("Bonds") by Community Facilities District ("CFD") No. 3 of the Poway Unified School District ("School District") in the amount of \$5,485,000. The Bonds were issued under the Mello-Roos Community Facilities Act of 1982, as amended ("Act"), and pursuant to a Bond Indenture dated February 1, 2003 by and between CFD No. 3 and U.S. Bank National Association, as fiscal agent ("Fiscal Agent"). The Bonds were issued to (i) finance the acquisition and construction of certain school facilities, (ii) pay interest on the Bonds through September 1, 2003 and (iii) pay the cost of issuing the Bonds. The Bonds, along with the (i) 2003 Special Tax Bonds of CFD No. 2, (ii) 2003 Special Tax Bonds of CFD No. 5 and (iii) 2003 Special Tax Bonds of CFD No. 7 (each a "Series of Local Obligations") were purchased by the Poway Unified School District Public Financing Authority ("Authority"). The Local Obligations were purchased through funds generated from the issuance of the 2003 Revenue Bonds of the Authority on March 20, 2003.

I. Audited Financial Statements

For a copy of the School District's annual audited financial statements, please refer to the Continuing Disclosure Annual Report for the Election 2002, Series A, General Obligation Bonds of School Facilities Improvement District ("SFID") No. 2002-1 of the School District issued June 5, 2003.

II. Principal Amount of Bonds Outstanding

As of January 1, 2004, the principal amount of the Bonds outstanding was \$5,485,000.

III. Bond Service Fund Balance

As of January 1, 2004, the balance in the Bond Service Fund was \$0.00.

IV. Reserve Requirement and Reserve Fund Balance

A proportionate share of the proceeds from the sale of the Bonds was deposited into the Authority Reserve Fund to satisfy the Reserve Requirement. For more information regarding the balance in the Reserve Fund and statement of the Reserve Requirement, please refer to the Continuing Disclosure Annual Report for the 2003 Revenue Bonds of the Authority issued March 20, 2003.

V. Fund and Account Balances

The balance of each fund, account, and subaccount of CFD No. 3 as of January 1, 2004, is listed in Table 1.

TABLE 1**FUND, ACCOUNTS, AND SUBACCOUNT BALANCES (AS OF 1/01/04)**

Funds, Accounts, and Subaccounts	Balances
Administrative Expense Fund	\$7,485.15
Bond Service Fund	\$0.00
Redemption Fund	\$0.00
Interest Account ¹	\$320.23
Principal Account	\$0.00
CFD No. 3 School Facilities Fund	\$0.00
Surplus Special Tax Fund	\$0.00
Cost of Issuance Fund	\$0.00
Special Tax Fund	\$272,798.81
¹ Bond proceeds used for capitalized interest were deposited into the interest accounts.	

VI. Assessed Value and Value-to-Lien of Parcels within CFD No. 3

Table 2 shows the assessed values, direct and overlapping debt, and value-to-lien ratio for all parcels within CFD No. 3.

TABLE 2

ASSESSED VALUE-TO-LIEN

Land Use Class	Land Use	Fiscal Year 2003-04 Assessed Value¹	Total Direct and Overlapping Debt²	Assessed Value-to-Lien Ratio
1	Detached Unit	\$29,743,893.00	\$2,204,615.61	13.49:1
2	Attached Unit	\$86,343,423.00	\$5,421,414.96	15.93:1
3	Senior Citizen Housing Unit	\$56,114,505.00	\$4,543,712.34	12.35:1
4	Commercial Development	\$0.00	\$0.00	NA
NA	Undeveloped Property	\$0.00	\$0.00	NA
NA	Exempt Property ³	\$1,102.00	\$0.43	2,562.79:1
Total⁴	NA	\$172,202,923.00	\$12,169,743.34	14.15:1

¹ Total assessed value reported on the County of San Diego Fiscal Year 2003-04 equalized tax roll.
² Source: Detailed Direct and Overlapping Debt Report, National Tax Data, Inc. dated October 30, 2003 (attached as Exhibit A).
³ This property has been exempted from the CFD No. 3 Special Tax, however, may be subject to ad valorem taxes.
⁴ Numbers may not reflect the total amounts listed on the Detailed Direct and Overlapping Debt Report provided by National Tax Data, Inc. due to rounding.

VII. Fiscal Year 2002-03 Special Tax Levy and Delinquencies

There were four (4) parcels delinquent in paying their Fiscal Year 2002-03 Special Taxes in an amount of \$2,332.71. The total Special Taxes levied by CFD No. 3 in Fiscal Year 2002 was \$344,729.30. Therefore, the delinquency rate within CFD No. 3 for Fiscal Year 2002-03 was 0.68%.

VIII. Foreclosure Proceedings

Since no parcel is delinquent in the payment of Special Taxes in an amount greater than \$5,000 and the overall delinquency rate for Fiscal Year 2002-03 did not exceed five percent (5.00%), CFD No. 3 has not initiated any foreclosure proceedings to date.

IX. Major Taxpayers

"Major Taxpayers" are those property owners responsible for more than five percent (5.00%) of the Special Tax levy in a given Fiscal Year. Based on the County of San Diego's ("County's") Fiscal Year 2003-04 equalized tax roll, there are no Major Taxpayers in CFD No. 3 for Fiscal Year 2003-04.

X. Special Tax Delinquency History of CFD No. 3

Table 3 shows the Special Tax delinquency history of CFD No. 3 for Fiscal Year 2002-03 and prior Fiscal Years.

TABLE 3

**COMMUNITY FACILITIES DISTRICT NO. 3
SPECIAL TAX DELINQUENCY HISTORY**

Fiscal Year	Parcels Delinquent	Aggregate Special Tax Levy	Fiscal Year Amount Delinquent¹	Fiscal Year Delinquency Rate	Remaining Parcels Delinquent	Remaining Amount Delinquent as of 09/02/03	Remaining Delinquency Rate as of 09/02/03
2000-01	5	\$72,006.11	\$3,113.95	4.32%	0	\$0.00	0.00%
2001-02	5	\$294,926.72	\$2,580.90	0.88%	1	\$308.57	0.10%
2002-03	4	\$344,729.30	\$2,332.71	0.68%	4	\$2,332.71	0.68%

¹ Source: County of San Diego. Reflects Fiscal Year delinquencies on or about June 30th of the indicated Fiscal Year.

XI. 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 is included as Exhibit B.

XII. Changes to Rate and Method of Apportionment

No changes have been made to the Rate and Method of Apportionment since the date of the Official Statement.

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EXHIBIT A

Detailed Direct and Overlapping Debt Report

POWAY UNIFIED SCHOOL DISTRICT
Community Facilities District No. 3
Special Tax Bonds

Detailed Direct and Overlapping Debt

Report Time: 10/30/2003

Report Time: 12:00 PM

I. Assessed Value**2003-2004 Secured Roll Assessed Value****\$172,202,923****II. Secured Property Taxes**

Description on Tax Bill	Type	Total Parcels	Total Levy	% Applicable	Parcels	Levy Amount
Basic Levy	PROP13	897,544	2,336,426,230.21	0.07276%	399	\$1,700,066.21
Voter Approved Debt	VOTER	871,101	167,736,789.61	0.00686%	399	\$11,505.37
County of San Diego Assessment District No. 97-1 (Four S Ranch)	1915	438	1,637,887.66	41.66365%	390	\$682,403.76
County of San Diego Mosquito/Rat Control B	VECTOR	323,086	684,516.12	0.13323%	400	\$912.00
County of San Diego Service Area No. 17 (Emergency Medical)	CSA	46,169	1,005,538.56	0.85233%	399	\$8,570.52
County of San Diego Street Lighting Zone A	SLD	85,781	241,898.72	0.39066%	399	\$945.00
County of San Diego Zone A (Four S Ranch)	OPENSACE	2,304	193,126.90	16.64934%	378	\$32,154.36
Metropolitan Water District of Southern California Standby Charge	STANDBY	21,330	405,349.16	1.13199%	399	\$4,588.50
Olivenhain Municipal Water District Assessment District No. 96-1	1915	19,645	1,455,632.32	1.33697%	399	\$19,461.32
Olivenhain Municipal Water District Sanitation (Four-S Ranch)	SWR/WTR	2,286	1,303,127.38	12.80343%	399	\$166,845.00
Poway Unified School District Community Facilities District No. 3	CFDPAYG	399	351,621.02	100.00000%	399	\$351,621.02
Rancho Santa Fe Fire Protection District Fire District Special Tax	FIRE	9,161	187,187.50	2.69115%	400	\$5,037.50
San Diego County Water Authority Water Availability Standby Charge	STANDBY	21,408	355,653.26	1.12188%	399	\$3,990.00

2003-2004 TOTAL PROPERTY TAX LIABILITY**\$2,988,100.56****TOTAL PROPERTY TAX LIABILITY AS A PERCENTAGE OF 2003-2004 ASSESSED VALUATION****1.74%****III. Land Secured Bond Indebtedness**

Outstanding Direct and Overlapping Bonded Debt	Type	Issued	Outstanding	% Applicable	Parcels	Amount
County of San Diego Assessment District No. 97-1 (Four S Ranch)	1915	21,755,000	15,235,000	41.66365%	390	\$6,347,457.08
Olivenhain Municipal Water District Assessment District No. 96-1	1915	22,530,000	20,255,000	1.33697%	399	\$270,803.27
Poway Unified School District CFD No. 3	CFD	5,485,000	5,485,000	100.00000%	444	\$5,485,000.00

TOTAL OUTSTANDING LAND SECURED BOND INDEBTEDNESS (1)**\$12,103,260****IV. General Obligation Bond Indebtedness**

Outstanding Direct and Overlapping Bonded Debt	Type	Issued	Outstanding	% Applicable	Parcels	Amount
Metropolitan Water District of Southern California Debt Service	GO	850,000,000	475,265,000	0.01370%	444	\$65,093.82
San Diego County Water Authority Debt Service	GO	30,000,000	1,645,000	0.08452%	444	\$1,390.34

TOTAL OUTSTANDING GENERAL OBLIGATION BOND INDEBTEDNESS (1)**\$66,484.16**

TOTAL OF ALL OUTSTANDING AND OVERLAPPING BONDED DEBT
VALUE TO ALL OUTSTANDING DIRECT AND OVERLAPPING BONDED DEBT

\$12,169,744.51**14.15:1**

(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 B

*Report to the California Debt and
Investment Advisory Commission*

**STATE OF CALIFORNIA
MELLO-ROOS CFD/MARKS-ROOS
LOCAL OBLIGORS
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
CDIAC #
Fiscal Year

I. GENERAL INFORMATION

This issue is subject to the Mello-Roos Yearly Fiscal Status Reporting Requirements only Yes: _____ No: X
 This issue is subject to the Marks-Roos Yearly Fiscal Status Reporting Requirements for local obligation/loan issues only. Yes: _____ No: X
 This issue is subject to both Marks and Mello-Roos Yearly Fiscal Status Reporting Requirements Yes: X

A. Issuer: Poway Unified School District
 B. Community Facilities District Number/Name: (Mello-Roos only): Community Facilities District No. 3
 C. Name/Title/Series of Bond Issue: Series 2003 Public Financing Authority Local Obligation
 D. Indicate Credit Rating: Ratings Agency Moody's / S&P Rating AAA Not Rated _____
 E. Date of Bond Issuance: March 20, 2003
 F. Original Principal Amount of Bonds: \$5,485,000.00
 G. Reserve Fund Minimum Balance Required: Yes: _____ Amount _____ No: X
 Percent of Authority (Marks-Roos only): % of Reserve Fund 26%
 H. Name of Authority that purchased debt (Marks-Roos only): Poway Unified School District Public Financing Authority
 Was this a Senior/Subordinate Authority Bond? Yes: _____ (If yes, list Senior and Subordinate below) No: X

(Senior Authority bond issue)

(Subordinate Authority bond issue)

I. Date of Authority Bond(s) Issuance: March 20, 2003 (Marks-Roos only)

II. FUND BALANCE FISCAL STATUS

Balances Reported as of fiscal year ending: June 30, 2003 (Year)
 A. Principal Amount of Bonds Outstanding: \$5,485,000.00
 B. Bond Reserve Fund: \$0.00
 C. Capitalized Interest Fund: \$0.00
 D. Construction Fund(s) (Mello-Roos only): \$0.01

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

A. Assessed Value Reported as of: Fiscal Year 2003-2004 (DATE) (Check one)
 (Most recent tax roll) X From Tax Roll
 _____ From Appraisal of Property
 (Use only in first year or before annual tax roll billing commences)
 B. Total Assessed Value of All Parcels \$172,202,923.00

IV. TAX COLLECTION INFORMATION

Reported as of fiscal year ending: June 30, 2003 (Year)
 A. Total Amount of Special Taxes Due: \$344,729.30 (fiscal year 2002-2003)
 B. Total Amount of Unpaid Special Taxes: \$2,332.71
 C. Taxes are paid under the County's Teeter Plan: Yes: _____ No: X

V. DELINQUENT REPORTING INFORMATION

Delinquent Parcel Information Reported as of the current Tax Roll of: 09/02/2003 (Date)
 A. Total Number of Delinquent Parcels: 5
 B. Total Amount of Taxes due on Delinquent Parcels: \$2,641.28
 C. Percent of Delinquency Rate: 0.68%

**STATE OF CALIFORNIA
YEARLY FISCAL STATUS REPORT
(Continued)**

VI. FORECLOSURE INFORMATION FOR FISCAL YEAR *(Mello-Roos only)*
(Aggregate totals, if foreclosure commenced on same date)

Date Foreclosure Commenced	Total Number of Foreclosure Parcels	Total Amount of Tax Due of Foreclosure Parcels
N/A	N/A	N/A

(Attach additional sheets if necessary)

VII. ISSUE RETIRED

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

- A. Matured Yes: ___ No: X If yes, indicate final maturity date: _____
- B. Refunded Entirely Yes: ___ No: X If yes, state refunding bond title: _____
and issue date _____
- C. Other: _____

VIII. NAME OF PARTY COMPLETING THIS FORM

NAME Benjamin Dolinka

TITLE Vice President

FIRM/AGENCY David Taussig & Associates, Inc.

ADDRESS 1301 Dove Street, Suite 600

CITY/STATE/ZIP Newport Beach, California, 92660

PHONE (949) 955-1500 DATE OF REPORT 09/30/2003

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.

Section 6599.1 of the California Government Code requires that all issuers selling Marks-Roos bonds, which is part of the Mark-Roos Local Bond Pooling Act of 1985, after January 1, 1996 are required to report specific information to the Commission by October 30th of the current year and each year thereafter.