

Municipal Secondary Market Disclosure Information Cover Sheet

This cover sheet should be sent with all submissions made to the Municipal Securities Rulemaking Board, Nationally Recognized Municipal Securities Information Repositories, and any applicable State Information Depository, whether the filing is voluntary or made pursuant to Securities and Exchange Commission rule 15c2-12 or any analogous state statute.

See www.sec.gov/info/municipal/nrmsir.htm for list of current NRMSIRs and SIDs

IF THIS FILING RELATES TO A SINGLE BOND ISSUE:

Provide name of bond issue exactly as it appears on the cover of the Official Statement

(please include name of state where issuer is located):

\$11,000,000
Poway Unified School District
Community Facilities District No. 11
(Stonebridge Estates)
Improvement Area A
2004 Special Tax Bonds

Provide nine-digit CUSIP* numbers if available, to which the information relates:

738855KE4	738855KF1	738855KG9	738855KH7
738855KJ3	738855KK0	738855KL8	738855KM6
738855KN4	738855KP9	738855KQ7	738855KR5
738855KS3	738855KT1	738855KU8	738855KV6
738855KW4	738855KZ7	738855LA1	

IF THIS FILING RELATES TO ALL SECURITIES ISSUED BY THE ISSUER OR ALL SECURITIES OF A SPECIFIC CREDIT OR ISSUED UNDER A SINGLE INDENTURE:

Issuer's Name (please include name of state where Issuer is located): Poway Unified School District

Other Obligated Person's Name (if any): N/A

(Exactly as it appears on the Official Statement Cover)

Provide six-digit CUSIP* number(s), if available, of Issuer: 738855

*(Contact CUSIP's Municipal Disclosure Assistance Line at 212.438.6518 for assistance with obtaining the proper CUSIP numbers.)

TYPE OF FILING:

Electronic (number of pages attached) 15

Paper (number of pages attached) _____

If information is also available on the Internet, give URL: _____

WHAT TYPE OF INFORMATION ARE YOU PROVIDING? (Check all that apply)

A. Financial Information and Operating Data pursuant to Rule 15c2-12

(Financial information and operating data should not be filed with the MSRB.)

- Annual
 Semi-annual
 Quarterly

Fiscal Period Covered: July 1, 2003 – June 30, 2004

B. Audited Financial Statements or CAFR pursuant to Rule 15c2-12

Fiscal Period Covered: July 1, 2003 – June 30, 2004

C. Notice of a Material Event pursuant to Rule 15c2-12 (Check as appropriate)

- | | |
|--|--|
| 1. <input type="checkbox"/> Principal and interest payment delinquencies | 6. <input type="checkbox"/> Adverse tax opinions or events affecting the tax-exempt status of the security |
| 2. <input type="checkbox"/> Non-payment related defaults | 7. <input type="checkbox"/> Modifications to the rights of security holders |
| 3. <input type="checkbox"/> Unscheduled draws on debt service reserves reflecting financial difficulties | 8. <input type="checkbox"/> Bond calls |
| 4. <input type="checkbox"/> Unscheduled draws on credit enhancements reflecting financial difficulties | 9. <input type="checkbox"/> Defeasances |
| 5. <input type="checkbox"/> Substitution of credit or liquidity providers, or their failure to perform | 10. <input type="checkbox"/> Release, substitution, or sale of property securing repayment of the securities |
| | 11. <input type="checkbox"/> Rating changes |

D. Notice of Failure to Provide Annual Financial Information as Required

E. Other Secondary Market Information (Specify): _____

I hereby represent that I am authorized by the issuer or obligor or its agent to distribute this information publicly:

Issuer/Filer Contact:

Name: John Collins

Title: Deputy Superintendent

Employer: Poway Unified School District

Address: 13626 Twin Peaks Road

City: Poway

State: CA

Zip Code: 92064

Telephone: (858) 748-0010

Fax: (858) 668-2711

Email Address: jcollins@powayusd.com

Issuer Web Site Address: www.powayusd.sdcoc.k12.ca.us

Dissemination Agent Contact, if any:

Name: Benjamin Dolinka

Title: President, School's Division

Employer: David Taussig and Associates, Inc.

Address: 1301 Dove Street, Suite 600

City: Newport Beach State: CA

Zip Code: 92660

Telephone: (949) 955-1500

Fax: (949) 955-1590

Email Address: ben@taussig.com

Relationship to Issuer: Special Tax Consultant

Obligor Contact, if any:

Name _____ Title _____

Employer _____

Address _____ City _____ State _____ Zip Code _____

Telephone _____ Fax _____

Email Address _____ Obligor Web site Address _____

Investor Relations Contact, if any:

Name _____ Title _____

Telephone _____ Email Address _____



**ANNUAL REPORT
FOR
SERIES 2004 SPECIAL TAX BONDS OF
IMPROVEMENT AREA A OF
COMMUNITY FACILITIES DISTRICT No. 11
OF
POWAY UNIFIED SCHOOL DISTRICT**

January 31, 2005

**FISCAL YEAR 2003-04
ANNUAL REPORT**

\$11,000,000.00
COMMUNITY FACILITIES DISTRICT NO. 11
OF POWAY UNIFIED SCHOOL DISTRICT
SERIES 2004 SPECIAL TAX BONDS

Prepared for:

POWAY UNIFIED SCHOOL DISTRICT
13626 Twin Peaks Road
Poway, California 92064-3098
(858) 748-0010

Prepared by:

DAVID TAUSSIG & ASSOCIATES, INC.
1301 Dove Street, Suite 600
Newport Beach, California 92660
(949) 955-1500

January 31, 2005

TABLE OF CONTENTS

Section	Page
Introduction.....	1
I. Audited Financial Statements	1
II. Principal Amount of Bonds Outstanding.....	1
III. Bond Service Fund Balance.....	1
IV. Reserve Fund Balance	1
V. Fund and Account Balances	1
VI. Total Assessed Value and Value-to-Lien of Parcels within IA A of CFD No. 11	2
VII. Fiscal Year 2003-04 Special Tax Levy and Delinquencies.....	3
VIII. Foreclosure Proceedings.....	3
IX. Major Taxpayers	4
X. Report to the California Debt and Investment Advisory Commission.....	4
XI. Changes to the Rate and Method of Apportionment of IA A of CFD No. 11	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 ("Disclosure Agreement") executed in connection with the issuance of the Improvement Area ("IA") A 2004 Special Tax Bonds ("Bonds") by IA A of Community Facilities District ("CFD") No. 11 of the Poway Unified School District ("School District") in the amount of \$11,000,000. The Bonds were issued pursuant to a Bond Indenture dated March 1, 2004 by and between the School District and Zions First National Bank, as fiscal agent ("Fiscal Agent"). The Bonds were issued to fund (i) the acquisition and construction of certain public improvements of the City of San Diego ("City Facilities"), including street, water and other public works improvements, (ii) a reserve fund for the Bonds, (iii) interest on the Bonds through October 1, 2005, (iv) certain administrative expenses associated with IA A of CFD No. 11 and (v) the costs of issuing the Bonds.

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 the date of the Report, the principal amount of Bonds outstanding was \$11,000,000.00.

III. Bond Service Fund Balance

As of January 1, 2005, the balance in the Bond Service Fund was \$0.00.

IV. Reserve Fund Balance

The Reserve Requirement for the Bonds, is an amount equal to the lesser of (i) ten percent (10%) of the original principal amount of the Bonds (ii) one hundred percent (100%) of the remaining maximum annual debt service on the Bonds (iii) one hundred and twenty-five percent (125%) of the average annual debt service on the Bonds. As of January 1, 2005, the Reserve Requirement of the Bonds was \$973,491.51. As of January 1, 2005, the balance of the Reserve Fund was \$982,043.72, therefore the Reserve Requirement was satisfied as of this date.

V. Fund and Account Balances

The balance in each fund, account, and subaccount of the Bonds as of January 1, 2005, is listed in Table 1.

TABLE 1

FUND, ACCOUNT, AND SUBACCOUNT BALANCES (AS OF 01/01/05)

Funds, Accounts or Subaccounts	Balances
Administrative Expense Fund	\$30,384.36
Interest Account of the Bond Service Fund	\$14,082.97
Principal Account of the Bond Service Fund	\$0.00
Capitalized Interest Subaccount	\$623,572.90
Infrastructure Improvement Fund	\$1,595,535.19
Rebate Account	\$0.00
Redemption Account	\$0.00
Reserve Fund	\$982,043.71
Special Tax Fund	\$23,260.17
Costs of Issuance Subaccount	\$7,526.98
Letter of Credit Fund ¹	\$3.00
¹ Represents amount to hold Letters of Credit posted by Brookfield 8, LLC, McMillin and Brookfield 6, LLC.	

VI. Total Assessed Value and Value-to-Lien of Parcels within IA A of CFD No. 11

Table 2 shows the total assessed value, total direct and overlapping debt, and total value-to-lien ratio for all parcels within IA A CFD No. 11.

TABLE 2

ASSESSED VALUE-TO-LIEN

Tax Class		Fiscal Year 2004-05 Assessed Value ¹	Total Direct and Overlapping Debt ²	Assessed Value-to- Lien
Unit Type/ Land Use	Building Square Footage			
Developed Property	<2,650	\$0.00	\$0.00	NA
Developed Property	2,651 – 3,000	\$3,684,975.00	\$4,512,124.25	0.82:1
Developed Property	3,001 – 3,250	\$4,393,472.00	\$6,168,067.39	0.71:1
Developed Property	3,251 – 3,500	\$4,304,975.00	\$4,883,711.38	0.88:1
Developed Property	3,501 – 3,750	\$573,162.00	\$2,084,644.50	0.27:1
Developed Property	3,751 – 4,000	\$668,689.00	\$2,522,172.03	0.27:1
Developed Property	4,001 – 4,250	\$0.00	\$0.00	NA
Developed Property	4,251 – 4,500	\$0.00	\$0.00	NA
Developed Property	4,501 – 4,750	\$0.00	\$0.00	NA
Developed Property	>4,750	\$0.00	\$0.00	NA
Undeveloped Property	NA	\$25,997,256.00	\$325,736.14	79.81:1
Exempt Property	NA	\$56,223.00	\$704.45	79.81:1
Total	NA	\$39,678,752.00	\$20,497,160.14	1.94:1

¹ Total Assessed value reported on the County of San Diego Fiscal Year 2004-05 equalized tax roll.
² Source: Detailed Direct and Overlapping Debt Report, National Tax Data, Inc. dated November 12, 2004 (attached as Exhibit A).
³ Property is exempt from the IA A of CFD No. 11 Special Tax, but may be subject to ad valorem taxes.
⁴ Numbers may not sum due to rounding.

The Fiscal Year 2004-05 total assessed value amounts above are understated due to the lapse of time occurring between the development of land within IA A of CFD No. 11 and the recording of the assessed value amounts by the County of San Diego Assessor. The aggregate market value of land and existing improvements for the development within IA A of CFD No. 11, as reported in the Appraisal dated February 1, 2004 is \$88,000,000 which translates to a value-to-lien ratio of 4.29:1.

VII. Fiscal Year 2003-04 Special Tax Levy and Delinquencies

There were no Special Taxes levied in IA A of CFD No. 11 in Fiscal Year 2003-04; therefore there were no Special Tax delinquencies in Fiscal Year 2003-04.

VIII. Foreclosure Proceedings

Since no single parcel is delinquent in the payment of Special Taxes in an amount greater than \$5,000, no single parcel or parcels under common ownership is delinquent in the payment of Special Taxes in an amount greater than \$10,000 and the overall delinquency rate within IA A of CFD No. 11 for Fiscal Year 2003-04 did not exceed five percent (5.00%), IA A of CFD No. 11 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. There were no Special Taxes levied for IA A of CFD No. 11 in Fiscal Year 2004-05; therefore there are no Major Taxpayers.

X. 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.

XI. Changes to the Rate and Method of Apportionment for IA A of CFD No. 11

No changes have been made to the Rate and Method of Apportionment for IA A of CFD No. 11 as of the date of the Annual Report.

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EXHIBIT A

Detailed Direct and Overlapping Debt Report

POWAY UNIFIED SCHOOL DISTRICT
Community Facilities District No. 11
Zone 1/Improvement Area A
Special Tax Bonds

Detailed Direct and Overlapping Debt

Report Date: 11/12/2004
Report Time: 12:00:00 PM

I. Assessed Value

2004-2005 Secured Roll Assessed Value **\$39,678,752**

II. Secured Property Taxes

Description on Tax Bill	Type	Total Parcels	Total Levy	% Applicable	Parcels	Levy
All Ad Valorem Charges	AVALL	896,139	\$2,782,690,752.72	0.01444%	294	\$401,745.86
County of San Diego Mosquito/Rat Control A	VECTOR	505,198	\$1,414,140.00	0.06237%	294	\$882.00
Metropolitan Water District of Southern California Standby Charge	STANDBY	330,625	\$4,157,928.54	0.09654%	293	\$4,013.90
Poway Unified School District CFD No. 11, Impv Area A	CFD	327	\$147,458.32	100.00000%	63	\$147,458.32
Poway Unified School District CFD No. 11, Zone 1	CFD	63	\$127,218.42	100.00000%	63	\$127,218.42
San Diego County Water Authority Standby Charge	STANDBY	336,949	\$3,618,309.38	0.09673%	294	\$3,499.90
2004-2005 TOTAL PROPERTY TAX LIABILITY						\$684,818.40
TOTAL PROPERTY TAX LIABILITY AS A PERCENTAGE OF 2004-2005 ASSESSED VALUATION						1.73%

III. Land Secured Bond Indebtedness

Outstanding Direct and Overlapping Bonded Debt	Type	Issued	Outstanding	% Applicable	Parcels	Amount
Poway Unified School District CFD No. 11, Impv Area A	CFD	\$11,000,000	\$11,000,000	100.00000%	63	\$11,000,000
Poway Unified School District CFD No. 11, Zone 1	CFD	\$9,000,000	\$9,000,000	100.00000%	63	\$9,000,000
TOTAL LAND SECURED BOND INDEBTEDNESS (1)						\$20,000,000
TOTAL OUTSTANDING LAND SECURED BOND INDEBTEDNESS (1)						\$20,000,000

IV. General Obligation Bond Indebtedness

Outstanding Direct and Overlapping Bonded Debt	Type	Issued	Outstanding	% Applicable	Parcels	Amount
City of San Diego Public Safety Communication System Debt Service	GO	\$25,500,000	\$13,010,000	0.03160%	294	\$4,111
Metropolitan Water District of Southern California Debt Service	GO	\$850,000,000	\$447,475,000	0.00268%	294	\$12,013
San Diego Unified School District Debt Service 1998 Election	GO	\$1,114,978,740	\$1,089,039,818	0.04417%	2	\$481,037
TOTAL GENERAL OBLIGATION BOND INDEBTEDNESS (1)						\$497,161
TOTAL OUTSTANDING GENERAL OBLIGATION BOND INDEBTEDNESS (1)						\$497,161

TOTAL OF ALL OUTSTANDING AND OVERLAPPING BONDED DEBT	\$20,497,161
VALUE TO ALL OUTSTANDING DIRECT AND OVERLAPPING BONDED DEBT	1.94:1

(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/MARKS ROOS
YEARLY STATUS FISCAL REPORT
FOR LOCAL OBLIGATORS**

California Debt and Investment Advisory Commission
915 Capitol Mall, room 400, Sacramento, CA 95814
P.O. Box 942809, Sacramento, CA 94209-001
(916) 653-3269 FAX (916) 654-7440

For Office Use Only	
CDIAC #	_____
Fiscal Year	_____

I. General Information

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

A. Issuer Poway Unified School District
 B. Community Facilities District Number (Mello-Roos only) Improvement Area A of Community Facilities District No. 11
 C. Name/Title/Series of Bond Issue Improvement Area A 2004 Special Tax Bonds
 D. Indicate Credit Rating Rating Agency _____ Rating _____ Not Rated _____ X _____
 E. Date of Bond Issue April 1, 2004
 F. Original Principal Amount of Bonds \$ 11,000,000.00
 G. Reserve Fund Minimum Balance Required Yes Amount \$ 973,491.15 No
 Percent of Authority Reserve Fund (Marks-Roos only) Yes % of Reserve Fund _____
 H. Name of Authority that purchased debt (Marks-Roos only) _____
 Was this a Senior/Subordinate Authority Bond? Yes No (If yes, list Senior and Subordinate below)

(Senior Authority bond issue)

(Subordinate Authority bond issue)

I. Date of Authority Bond(s) Issuance _____ (Marks-Roos only)

II. FUND BALANCE FISCAL STATUS

Balances Reported as of fiscal year ending June 30, 2004 (Year)
 A. Principal Amount of bonds Outstanding \$ 11,000,000.00
 B. Bond Reserve Fund \$ 993,609.16
 C. Capitalized Interest Fund \$ 860,107.06
 D. Construction Fund(s) (Mello-Roos only) \$ 1,587,714.00

III. ASSESSED VALUE OF ALL PARCELS IN CFD SUBJECT TO SPECIAL TAX (Mello-Roos only)

A. Assessed Value Reported as of: Fiscal Year 2004-2005 (Date) (Check one)
 (Most recent tax roll) 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 \$ 88,000,000.00

IV. TAX COLLECTION INFORMATION

Reported as of fiscal year ending of: June 30, 2004 (Year)
 A. Total Amount of Taxes Due \$ 0.00
 B. Total Amount of Unpaid Taxes \$ 0.00
 C. Taxes are Paid Under the County's Teeter Plan Yes No

V. DELINQUENT REPORTING INFORMATION

Delinquent Parcel Information Reported as of the current Tax Roll of September 14, 2004 (Date)
 A. Total Number of Delinquent Parcels 0
 B. Total Amount of Taxes Due on Delinquent Parcels \$ 0.00
 C. Percent of Delinquency Rate 0.00%
 (Percent)

**STATE OF CALIFORNIA
YEARLY STATUS FISCAL REPORT**

(Continued)

VI. FORECLOSURE INFORMATION FOR FISCAL YEAR *(Mello-Roos only)*

(Aggregate totals, if foreclosure commenced on the same date)

<i>Date Foreclosure Commenced</i>	<i>Total Number of Foreclosure Parcels</i>	<i>Total Amount of Tax Due on Foreclosure Parcels</i>
NA	NA	\$ NA
		\$
		\$
		\$
		\$
		\$
		\$

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

VIII. NAME OF PARTY COMPLETING THIS FORM

Name: Benjamin Dolinka
 Title: President, Schools Division
 Firm/Agency: David Taussig & Associates, Inc.
 Address: 1301 Dove Street, Suite 600
 City/State/Zip: Newport Beach, CA 92660
 Phone No.: (949) 955-1500 Date of Report: October 30, 2004

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 Mark-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.