

CITY OF SAN DIEGO
COMMUNITY FACILITIES DISTRICT NO. 3
IMPROVEMENT AREA NOS. 1 AND 2

July 17, 2012

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**ADMINISTRATION REPORT
FISCAL YEAR 2012-2013**

**CITY OF SAN DIEGO
COMMUNITY FACILITIES DISTRICT NO. 3
IMPROVEMENT AREA NOS. 1 AND 2**

Prepared for

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I. Introduction

This report provides an analysis of the financial and administrative obligations of Community Facilities District No. 3 (Liberty Station) of the City of San Diego resulting from the sale of the \$16,000,000 Series 2006 Special Tax Bonds issued in July 2006 and \$3,950,000 Series 2008 Special Tax Bonds in April 2008 (collectively “the Bonds”).

CFD No. 3 is a legally constituted governmental entity established under the Mello-Roos Community Facilities Act of 1982, (the "Act") as amended. The Act provides an alternative method for the financing of certain public capital facilities and services. Specifically, CFD No. 3 is authorized to issue up to \$30,000,000 and has sold \$19,950,000 in bonds. The proceeds of the Bonds are to be used for acquiring and constructing certain transportation and regional park improvements necessary to meet increased demands placed on the City of San Diego as a result of the development of CFD No. 3.

The bonded indebtedness of CFD No. 3 is both secured and repaid through the annual levy and collection of special taxes from all property subject to the tax within CFD No. 3. In calculating the special tax liability for fiscal year 2012-2013, this report examines the financial obligations of the current fiscal year and analyzes the level of development within CFD No. 3.

A map showing the property in CFD No. 3 is included in Exhibit A.

The information provided in this report is derived primarily from documents developed at the time CFD No. 3 was formed and from data provided by the City. The information sources include the RMA, annual budget information for CFD No. 3, debt service schedule and building permit information provided by the City, special tax delinquency data provided by the County of San Diego, and historical development status and special tax prepayment records maintained by David Taussig & Associates.

This report is organized into the following sections:

Section II

Section II provides an update of the development activity occurring within CFD No. 3.

Section III

Section III analyzes the previous fiscal year's special tax levy and includes a discussion of delinquent special taxes.

Section IV

Section IV determines the financial obligations of CFD No. 3 for fiscal year 2012-2013.

Section V

Section V reviews the methodology used to apportion the special tax requirement between Developed Property and Undeveloped Property. A table of the 2012-2013 special tax rates for each classification of property is included.

II. Special Tax Classifications and Development Update

Special Tax Classifications

CFD No. 3 is comprised of Improvement Area No. 1 and Improvement Area No. 2. Improvement Area No. 2 is then divided further into Zones 1, 2, and 3. The methodology employed to calculate and apportion the special taxes for both Improvement Area No. 1 and Improvement Area No. 2 is contained in the Rate and Method of Apportionment for Improvement Area No. 1 (“IA No. 1”) and the Rate and Method of Apportionment for Improvement Area No. 2 (“IA No. 2”). The Rates and Methods of Apportionment for both IA No. 1 and IA No. 2 define two primary categories of taxable property, namely "Developed Property" and "Undeveloped Property." However, property is not considered taxable property until it has been conveyed in fee ownership or leasehold interest from the City and/or the Redevelopment Agency of the City (the “Agency”) to an entity other than the City or the Agency. The category of Developed Property is in turn divided into separate rate classifications for residential and non-residential development. Tables of the Developed Property rate classifications for both Improvement Areas are shown below.

**Improvement Area No. 1
(Residential)
Developed Property Classification**

Class	Designation
1	Residential Property
2	Non-Residential Property

**Zone 1 of Improvement Area No. 2
(Existing Non-Residential)
Developed Property Classification**

Class	Designation
1	Residential Property
2	Non-Residential Property

**Zone 2 of Improvement Area No. 2
(Future Non-Residential)
Developed Property Classification**

Class	Designation
1	Residential Property
2	Non-Residential Property

**Zone 3 of Improvement Area No. 2
(Hotel)
Developed Property Classification**

Class	Designation
1	Residential Property
2	Non-Residential Property
3	Hotel Property

For IA No. 1 Developed Property is distinguished from Undeveloped Property by the issuance of a building permit. Specifically, property for which a building permit was issued prior to March 1 will be classified as Developed Property in the following fiscal year so long as it is located within a final map that was recorded as of January 1 of the prior fiscal year. For example, all property in IA No. 1 for which building permits were issued prior to March 1, 2012 and which is located within a recorded final map that was recorded as of January 1, 2012, will be classified as Developed Property in fiscal year 2012-2013.

For IA No. 2, Developed Property is distinguished from Undeveloped Property by the issuance of a building permit and/or an Agency Certificate of Completion. Specifically, property for which a building permit or an Agency Certificate of Completion was issued prior to March 1 will be classified as Developed Property in the following fiscal year so long as it is located within a final map that was recorded as of January 1 of the prior fiscal year. For example, all property in IA No. 2 for which building permits or an Agency Certificate of Completion were issued prior to March 1, 2012 and which is located within a recorded final map that was recorded as of January 1, 2012, will be classified as Developed Property in fiscal year 2012-2013.

Development Update

Background research was conducted to determine the amount and type of development activity that occurred during the previous fiscal year. Review of the City of San Diego's building permit records indicated that prior to March 1, 2012, building permits had been issued for all 347 residential units in IA No. 1. In addition, prior to March 1, 2012, building permits and/or Agency Certificates of Completion had been issued for 832,252 square feet of Non-Residential Property in Zone 1 of IA No. 2, 379,923 square feet of Non-Residential Property in Zone 2 of IA No. 2, and 56,646 square feet of Non-Residential Property and 350 hotel rooms in Zone 3 of IA No. 2. A total of 42.10 acres are considered Undeveloped Property in IA No. 2.

The table below lists the prepayments that have occurred to date. These parcels are not considered taxable property and are not subject to the CFD special tax in fiscal year 2012-2013 and for each subsequent year. Therefore, these parcels are not included in the development figures in the previous paragraph or the tables indicating the cumulative Developed Property on the following page.

Improvement Area	APN	Tract	Lot	Prepayment Amount	Prepayment Date	Bond Call Amount	Bond Call Date	No. of Units
IA No. 1	450-813-17	14365	100	\$31,374	June 2008	\$30,000	9/1/2008	1
IA No. 1	450-812-08	14365	8	\$31,077	February 2011	\$30,000	9/1/2011	1

The tables below indicate the cumulative Developed Property, by class, within both Improvement Areas.

**Improvement Area No. 1
(Residential)
Cumulative Developed Property**

Class	Land Use	Number of Units/Acres	Number of Building SF
1	Residential Property	347 units	679,879 square feet
2	Non-Residential Property	0 acres	0 square feet

**Zone 1 of Improvement Area No. 2
(Existing Non-Residential)
Cumulative Developed Property**

Class	Land Use	Number of Units/Acres	Number of Building SF
1	Residential Property	0 units	0 square feet
2	Non-Residential Property	51.54 acres	832,252 square feet

**Zone 2 of Improvement Area No. 2
(Future Non-Residential)
Cumulative Developed Property**

Class	Land Use	Number of Units/Acres	Number of Building SF
1	Residential Property	0 units	0 square feet
2	Non-Residential Property	9.84 acres	379,923 square feet

**Zone 3 of Improvement Area No. 2
(Hotel)
Cumulative Developed Property**

Class	Land Use	Number of Units/Acres	Number of Building SF/Rooms
1	Residential Property	0 units	0 square feet
2	Non-Residential Property	7.98 acres	56,646 square feet
3	Hotel Property	11.91 acres	350 rooms

III. Fiscal Year 2011-2012 Special Tax Levy

The aggregate special tax levy for fiscal year 2011-2012 equaled \$1,425,018. As of June 30, 2012, \$1,417,494 in special taxes had been collected by the County. The remaining \$7,524 was delinquent, resulting in a delinquency rate of 0.53 percent.

Pursuant to the Bond Indenture, CFD No. 3 has covenanted to determine each year whether or not any owners of property within CFD No. 3 are delinquent in the payment of their special taxes. If such delinquencies exist CFD No. 3 is required to commence judicial foreclosure proceedings no later than October 1, against (i) parcels with delinquent special taxes in excess of \$10,000; and (ii) all properties with delinquent special taxes in any fiscal year in which the City receives special taxes in an amount which is less than 95% of the total special tax levied and the amount in the Reserve Account is less than the Reserve Requirement.

At this time, CFD No. 3 is not required to commence foreclosure proceedings.

IV. Fiscal Year 2012-2013 Special Tax Requirement

The Rates and Methods of Apportionment (“RMAs”) for IA No. 1 and IA No. 2 state Developed Property shall be levied at 100% of the Assigned Special Tax Rate. Notwithstanding the above, the RMAs for IA No. 1 and IA No. 2 also state that the special tax on Developed Property may be reduced from the assigned special tax if the following three conditions are met: (i) it is not necessary to levy a special tax pursuant to step two described in Sections D.1 and D.2 of the RMAs in order to meet the special tax requirement; (ii) all authorized CFD No. 3 Bonds have already been issued or the City Council has covenanted that it will not issue any additional CFD No. 3 Bonds (except refunding bonds); and (iii) all facilities identified on Exhibit C to the Purchase and Financing Agreement have been acquired. The City has determined that all three conditions have been met. Therefore, the fiscal year 2012-2013 special tax requirement is equal to \$1,439,258 and is calculated below.

The debt service amounts due as shown in the table below reflect the following bond calls: (i) \$30,000 bond call in September 2008 following a special tax prepayment, and (ii) \$30,000 bond call in September 2011 following a special tax prepayment. Please see Exhibit B for the debt service schedule for the Bonds.

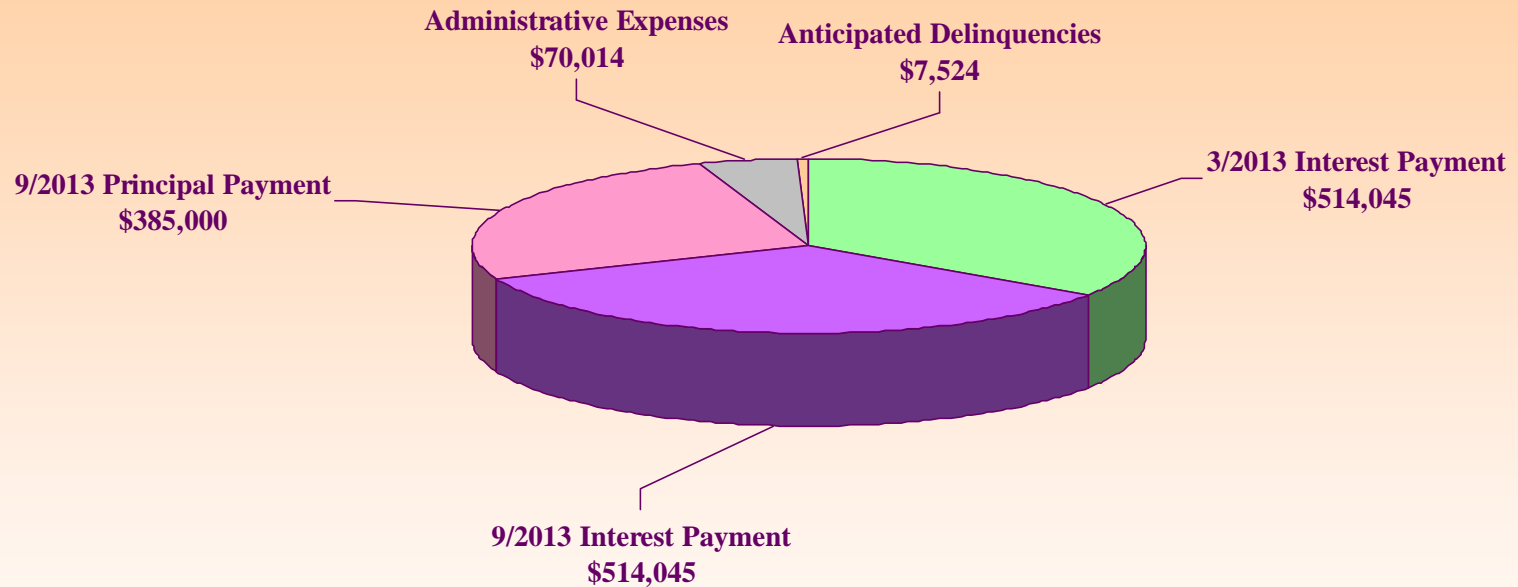
CFD No. 3 Fiscal Year 2012-2013 Special Tax Requirement

FISCAL YEAR 2012-2013 USES OF FUNDS:	
CFD ADMINISTRATIVE EXPENSES	\$70,014
INTEREST DUE MARCH 1, 2013	\$514,045
INTEREST DUE SEPTEMBER 1, 2013	\$514,045
PRINCIPAL DUE SEPTEMBER 1, 2013	\$385,000
ANTICIPATED DELINQUENCIES	\$7,524
GROSS SPECIAL TAX REQUIREMENT:	\$1,490,628
LESS CREDIT FOR FUNDS AVAILABLE	(\$51,370)
FISCAL YEAR 2012-2013 SPECIAL TAX REQUIREMENT:	\$1,439,258

The components of the fiscal year 2012-2013 special tax requirement are shown graphically on the following page.

City of San Diego CFD No. 3, Improvement Area Nos. 1 and 2

Fiscal Year 2012-2013 Special Tax Levy



Gross Special Tax Requirement = \$1,490,628

V. Method of Apportionment

Maximum Special Tax Rates

The amount of special taxes that IA No. 1 and IA No. 2 may levy is strictly limited by the maximum rates set forth in the Rates and Methods of Apportionment for IA No. 1 and IA No. 2.¹

The maximum special tax rates for each classification of property are shown in the tables on the following pages.

Apportionment of Special Taxes

The special tax that is apportioned to each parcel is determined through the application of Section D of either the Rate and Method of Apportionment for IA No. 1 or the Rate and Method of Apportionment for IA No. 2, as applicable. Section D of each Rate and Method of Apportionment apportions the special tax requirement in five steps which prioritize the order in which Developed Property, Undeveloped Property and other taxable property are taxed. More specifically, Section D.1 apportions the special tax prior to and including the fiscal year in which a second series of CFD No. 3 Bonds is sold. Section D.2 apportions the special tax requirement in the first fiscal year after the issuance of such second series of CFD No. 3 Bonds, and each fiscal year thereafter. Therefore, Section D.2 is now operative.

The first step states that the special tax shall be levied against each parcel of Developed Property in IA No. 1 and IA No. 2 at 100 percent of the assigned special tax. If the special taxes raised pursuant to the first step are less than the special tax requirement, then the second step is applied. The second step states that the special tax shall be levied against each parcel of Undeveloped Property in IA No. 1 at up to 100 percent of the maximum special tax. If the special taxes raised pursuant to the second step are less than the special tax requirement, then the third step is applied. The third step states that the special tax shall be levied against each parcel of Undeveloped Property in IA No. 2 at up to 100% of the maximum special tax. The fourth and fifth steps are designed to accommodate changes in land use and are intended to be used only as a last resort. Since actual land uses have not substantially deviated from the original projections, these steps are not necessary.

Application of the first step generates special tax revenues of \$1,117,073 from Developed Property in IA No. 1 and \$912,080 from Developed Property in IA No. 2 bringing the total revenues to \$2,029,153 which is more than sufficient to meet all obligations for CFD No. 3 for fiscal year 2012-2013. Therefore, the fiscal year 2012-2013 special tax for each parcel of Developed Property is reduced to approximately 71 percent of the maximum special tax to produce \$1,439,258 in special tax revenues.

The fiscal year 2012-2013 maximum and actual special tax rates are shown for each classification of Developed Property and Undeveloped Property in the following tables. The Special Tax Rolls

¹ Technically, Section C of each Rate and Method of Apportionment states that the maximum special tax for a parcel of Developed Property is equal to the greater of (i) the "Backup Special Tax" or (ii) the Assigned Special Tax. The Backup Special Tax was established for the contingency of a shortfall in revenues resulting from significant changes in development densities. The contingency for which the Backup Special Tax was established does not exist and hence, all discussion of maximum taxes for Developed Property focuses on the Assigned Special Tax.

which list the actual special tax levied against each parcel in IA No. 1 and IA No. 2 are shown in Exhibit C and Exhibit D, respectively.

**Improvement Area No. 1
(Residential)
Fiscal Year 2012-2013 Special Taxes
for Developed Property and Undeveloped Property**

Class	Land Use	Assigned/Maximum Special Tax	FY 2012-2013 Actual Special Tax
1	Residential Property per unit	\$792.63/unit + \$1.2385 per SF of Floor Area	\$562.20/unit + \$0.8785 per SF of Floor Area
2	Non-Residential Property per acre	\$54,485.00/acre	\$0.00/acre
NA	Undeveloped Property per acre	\$54,485.00/acre	\$0.00/acre

**Zone 1 of Improvement Area No. 2
(Existing Non-Residential)
Fiscal Year 2012-2013 Special Taxes
for Developed Property and Undeveloped Property**

Class	Land Use	Assigned/Maximum Special Tax	FY 2012-2013 Actual Special Tax
1	Residential Property per unit	\$792.63/unit + \$1.2385 per SF of Floor Area	\$0/unit + \$0 per SF of Floor Area
2	Non-Residential Property per SF	\$0.4550/SF of Floor Area	\$0.3227 per SF of Floor Area
NA	Undeveloped Property per acre	\$14,882.00/acre	\$0.00/acre

**Zone 2 of Improvement Area No. 2
(Future Non-Residential)
Fiscal Year 2012-2013 Special Taxes
for Developed Property and Undeveloped Property**

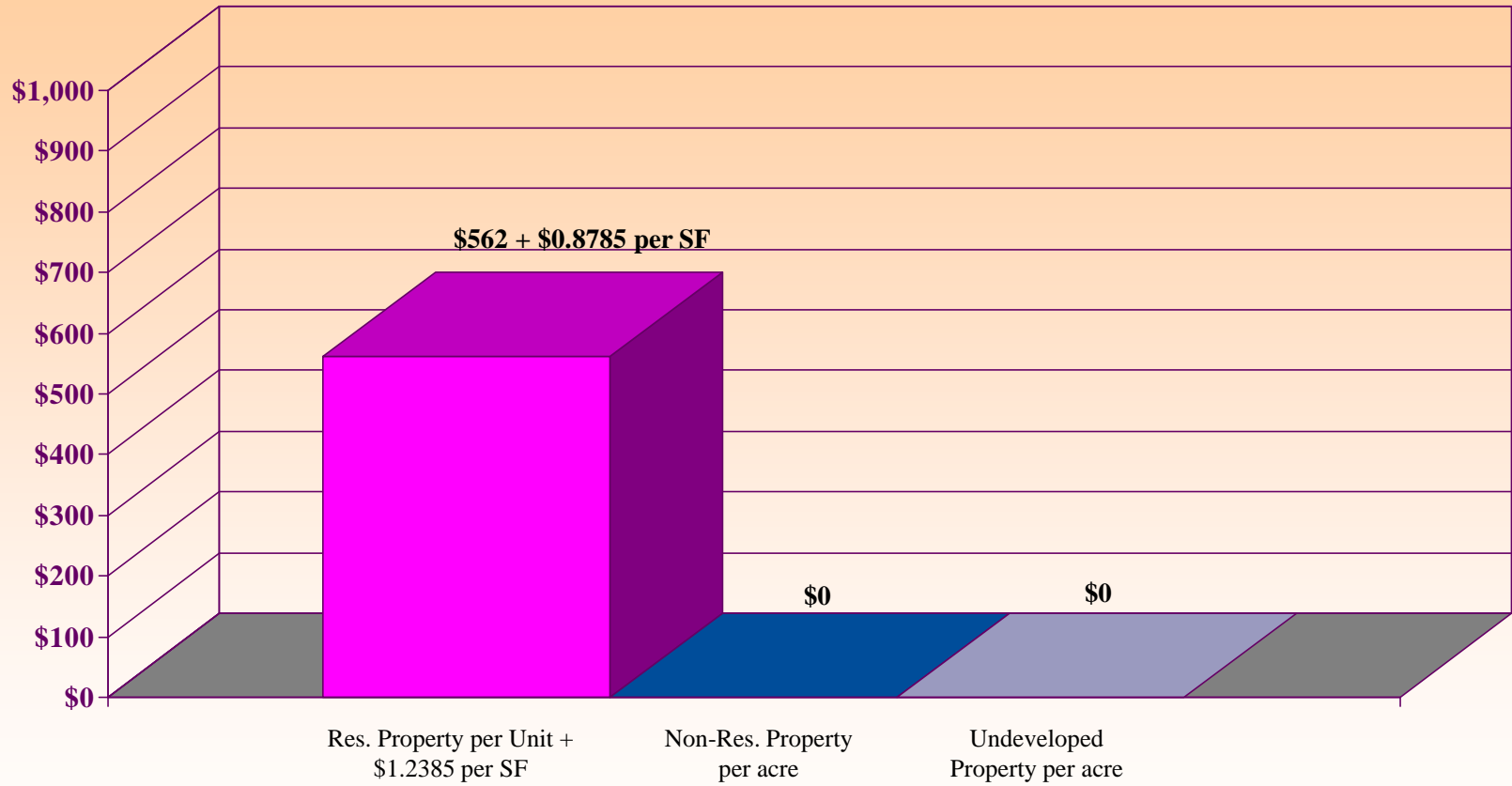
Class	Land Use	Assigned/Maximum Special Tax	FY 2012-2013 Actual Special Tax
1	Residential Property per unit	\$792.63/unit + \$1.2385 per SF of Floor Area	\$0/unit + \$0 per SF of Floor Area
2	Non-Residential Property per SF	\$1.1026/SF of Floor Area	\$0.7821 per SF of Floor Area
NA	Undeveloped Property per acre	\$53,053.00/acre	\$0.00/acre

**Zone 3 of Improvement Area No. 2
(Hotel)
Fiscal Year 2012-2013 Special Taxes
for Developed Property and Undeveloped Property**

Class	Land Use	Assigned/Maximum Special Tax	FY 2012-2013 Actual Special Tax
1	Residential Property per unit	\$792.63/unit + \$1.2385 per SF of Floor Area	\$0/unit + \$0 per SF of Floor Area
2	Non-Residential Property per SF	\$0.4550/SF of Floor Area	\$0.3227/SF of Floor Area
3	Hotel Property per room	\$253.51 per room	\$179.82 per room
NA	Undeveloped Property per acre	\$9,592.00/acre	\$0.00/acre

City of San Diego CFD No. 3, Improvement Area No. 1

Fiscal Year 2012-2013 Special Tax Levy



City of San Diego CFD No. 3, Improvement Area No. 2

Fiscal Year 2012-2013 Special Tax Levy

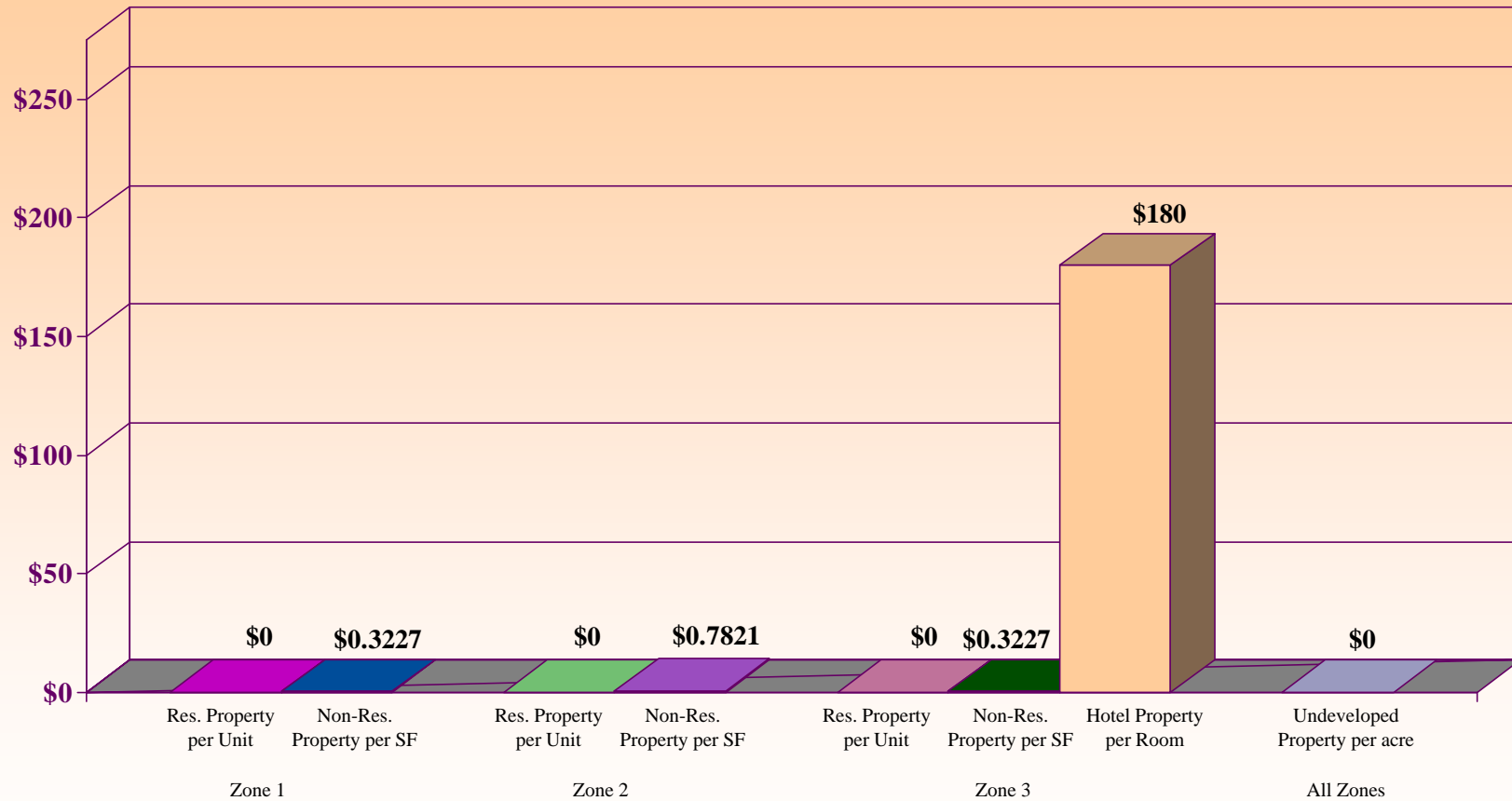


EXHIBIT A

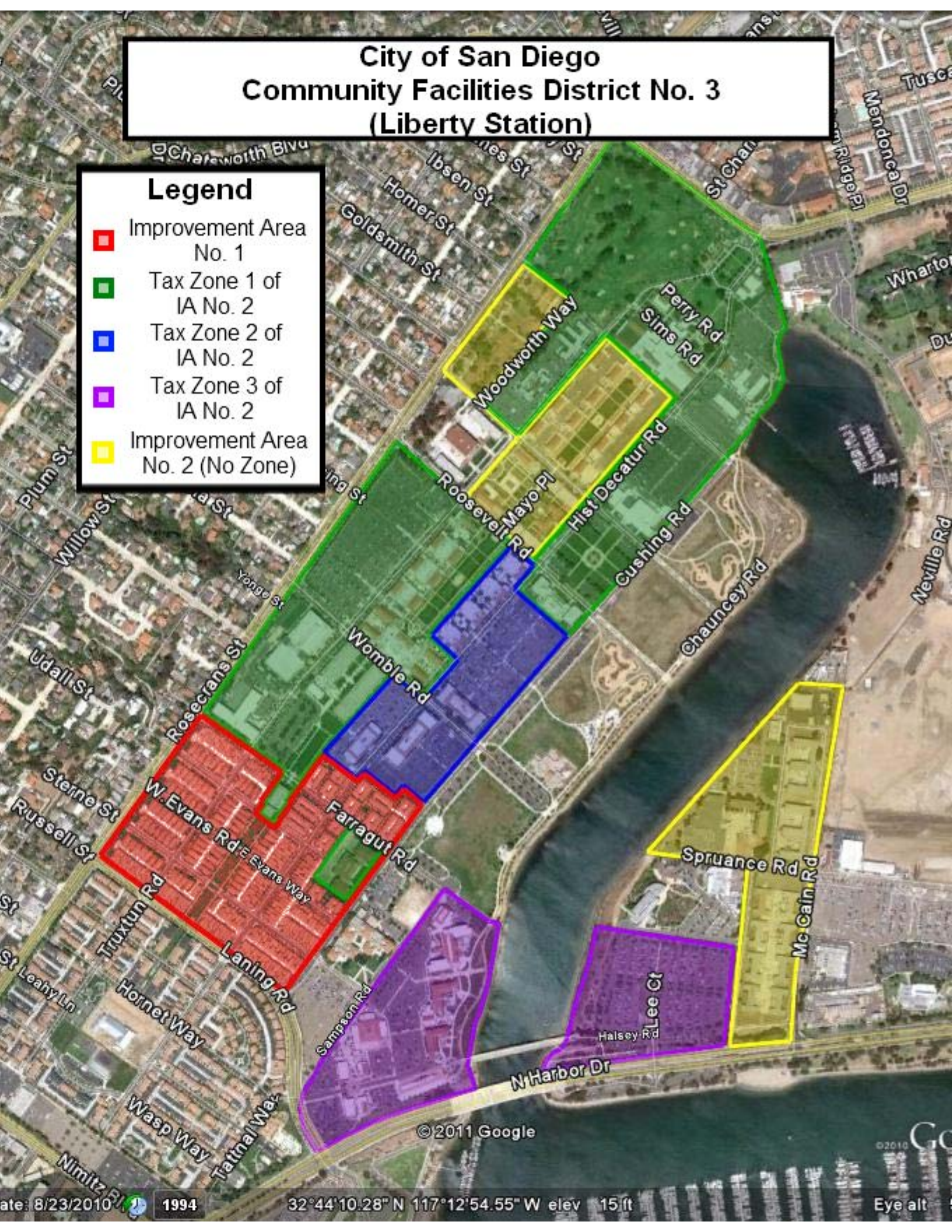
City of San Diego CFD No. 3

Boundary Map

City of San Diego Community Facilities District No. 3 (Liberty Station)

Legend

- Improvement Area No. 1
- Tax Zone 1 of IA No. 2
- Tax Zone 2 of IA No. 2
- Tax Zone 3 of IA No. 2
- Improvement Area No. 2 (No Zone)



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EXHIBIT B

City of San Diego CFD No. 3

Debt Service Schedule

**City of San Diego
CFD No. 3 (Liberty Station)
Current Debt Service Schedule**

**Bonds Dated: 6/29/2006
Bonds Issued: \$16,000,000**

**Bonds Dated: 4/10/2008
Bonds Issued: \$3,950,000**

Period Ending	Interest Rate		Balance	Original Principal Amount		Bond Calls [1]		Principal Less Bond Calls		Interest		Payment Total	Annual Total	Status
	Series 2006	Series 2008		Series 2006	Series 2008	Series 2006	Series 2008	Series 2006	Series 2008	Series 2006	Series 2008			
03/01/2007	5.0000%	--	\$19,890,000.00	--	--	--	--	--	--	\$570,641.25	--	\$570,641.25	--	Paid
09/01/2007	5.0000%	--	19,890,000.00	\$110,000.00	\$0.00	\$0.00	\$0.00	\$110,000.00	\$0.00	450,506.25	--	560,506.25	\$1,131,147.50	Paid
03/01/2008	5.0000%	3.5000%	19,780,000.00	--	--	--	--	447,756.25	--	447,756.25	--	447,756.25	--	Paid
09/01/2008	5.0000%	3.5000%	19,780,000.00	235,000.00	60,000.00	0.00	0.00	235,000.00	60,000.00	447,756.25	\$84,556.92	827,313.17	1,275,069.42	Paid
03/01/2009	5.0000%	3.7500%	19,485,000.00	--	--	--	--	441,162.50	--	441,162.50	106,745.00	547,907.50	--	Paid
09/01/2009	5.0000%	3.7500%	19,485,000.00	250,000.00	70,000.00	0.00	0.00	250,000.00	70,000.00	441,162.50	106,745.00	867,907.50	1,415,815.00	Paid
03/01/2010	5.0000%	3.8750%	19,165,000.00	--	--	--	--	434,912.50	--	434,912.50	105,432.50	540,345.00	--	Paid
09/01/2010	5.0000%	3.8750%	19,165,000.00	260,000.00	70,000.00	0.00	0.00	260,000.00	70,000.00	434,912.50	105,432.50	870,345.00	1,410,690.00	Paid
03/01/2011	5.0000%	4.0000%	18,835,000.00	--	--	--	--	428,412.50	--	428,412.50	104,076.25	532,488.75	--	Paid
09/01/2011	5.0000%	4.0000%	18,835,000.00	275,000.00	75,000.00	0.00	0.00	275,000.00	75,000.00	428,412.50	104,076.25	881,626.25	1,414,115.00	Paid
03/01/2012 [2]	5.3750%	4.1250%	18,485,000.00	--	--	--	--	420,675.00	--	420,675.00	102,576.25	523,251.25	--	Paid
09/01/2012	5.3750%	4.1250%	18,485,000.00	285,000.00	75,000.00	0.00	0.00	285,000.00	75,000.00	420,675.00	102,576.25	883,251.25	1,406,502.50	Unpaid
03/01/2013	5.3750%	4.2500%	18,125,000.00	--	--	--	--	413,015.63	--	413,015.63	101,029.38	514,045.01	--	Unpaid
09/01/2013	5.3750%	4.2500%	18,125,000.00	305,000.00	80,000.00	0.00	0.00	305,000.00	80,000.00	413,015.63	101,029.38	899,045.01	1,413,090.02	Unpaid
03/01/2014	5.3750%	4.4000%	17,740,000.00	--	--	--	--	404,818.75	--	404,818.75	99,329.38	504,148.13	--	Unpaid
09/01/2014	5.3750%	4.4000%	17,740,000.00	320,000.00	80,000.00	0.00	0.00	320,000.00	80,000.00	404,818.75	99,329.38	904,148.13	1,408,296.26	Unpaid
03/01/2015	5.3750%	4.5500%	17,340,000.00	--	--	--	--	396,218.75	--	396,218.75	97,569.38	493,788.13	--	Unpaid
09/01/2015	5.3750%	4.5500%	17,340,000.00	335,000.00	85,000.00	0.00	0.00	335,000.00	85,000.00	396,218.75	97,569.38	913,788.13	1,407,576.26	Unpaid
03/01/2016	5.3750%	4.7000%	16,920,000.00	--	--	--	--	387,215.63	--	387,215.63	95,635.63	482,851.26	--	Unpaid
09/01/2016	5.3750%	4.7000%	16,920,000.00	355,000.00	90,000.00	0.00	0.00	355,000.00	90,000.00	387,215.63	95,635.63	927,851.26	1,410,702.52	Unpaid
03/01/2017	5.6000%	4.8750%	16,475,000.00	--	--	--	--	377,675.00	--	377,675.00	93,520.63	471,195.63	--	Unpaid
09/01/2017	5.6000%	4.8750%	16,475,000.00	375,000.00	95,000.00	0.00	0.00	375,000.00	95,000.00	377,675.00	93,520.63	941,195.63	1,412,391.26	Unpaid
03/01/2018	5.6000%	5.0000%	16,005,000.00	--	--	--	--	367,175.00	--	367,175.00	91,205.00	458,380.00	--	Unpaid
09/01/2018	5.6000%	5.0000%	16,005,000.00	395,000.00	100,000.00	0.00	0.00	395,000.00	100,000.00	367,175.00	91,205.00	953,380.00	1,411,760.00	Unpaid
03/01/2019	5.6000%	5.0000%	15,510,000.00	--	--	--	--	356,115.00	--	356,115.00	88,705.00	444,820.00	--	Unpaid
09/01/2019	5.6000%	5.0000%	15,510,000.00	415,000.00	105,000.00	0.00	0.00	415,000.00	105,000.00	356,115.00	88,705.00	964,820.00	1,409,640.00	Unpaid
03/01/2020	5.6000%	5.1250%	14,990,000.00	--	--	--	--	344,495.00	--	344,495.00	86,080.00	430,575.00	--	Unpaid
09/01/2020	5.6000%	5.1250%	14,990,000.00	440,000.00	110,000.00	0.00	0.00	440,000.00	110,000.00	344,495.00	86,080.00	980,575.00	1,411,150.00	Unpaid
03/01/2021	5.6000%	5.2500%	14,440,000.00	--	--	--	--	332,175.00	--	332,175.00	83,261.25	415,436.25	--	Unpaid
09/01/2021	5.6000%	5.2500%	14,440,000.00	465,000.00	115,000.00	0.00	0.00	465,000.00	115,000.00	332,175.00	83,261.25	995,436.25	1,410,872.50	Unpaid
03/01/2022	5.7000%	5.3750%	13,860,000.00	--	--	--	--	319,155.00	--	319,155.00	80,242.50	399,397.50	--	Unpaid
09/01/2022	5.7000%	5.3750%	13,860,000.00	490,000.00	120,000.00	0.00	0.00	490,000.00	120,000.00	319,155.00	80,242.50	1,009,397.50	1,408,795.00	Unpaid
03/01/2023	5.7000%	5.5000%	13,250,000.00	--	--	--	--	305,190.00	--	305,190.00	77,017.50	382,207.50	--	Unpaid
09/01/2023	5.7000%	5.5000%	13,250,000.00	520,000.00	125,000.00	0.00	0.00	520,000.00	125,000.00	305,190.00	77,017.50	1,027,207.50	1,409,415.00	Unpaid
03/01/2024	5.7000%	5.5000%	12,605,000.00	--	--	--	--	290,370.00	--	290,370.00	73,580.00	363,950.00	--	Unpaid
09/01/2024	5.7000%	5.5000%	12,605,000.00	550,000.00	135,000.00	0.00	0.00	550,000.00	135,000.00	290,370.00	73,580.00	1,048,950.00	1,412,900.00	Unpaid
03/01/2025	5.7000%	5.6250%	11,920,000.00	--	--	--	--	274,695.00	--	274,695.00	69,867.50	344,562.50	--	Unpaid
09/01/2025	5.7000%	5.6250%	11,920,000.00	580,000.00	140,000.00	0.00	0.00	580,000.00	140,000.00	274,695.00	69,867.50	1,064,562.50	1,409,125.00	Unpaid
03/01/2026	5.7000%	5.7500%	11,200,000.00	--	--	--	--	258,165.00	--	258,165.00	65,930.00	324,095.00	--	Unpaid
09/01/2026	5.7000%	5.7500%	11,200,000.00	615,000.00	150,000.00	0.00	0.00	615,000.00	150,000.00	258,165.00	65,930.00	1,089,095.00	1,413,190.00	Unpaid
03/01/2027	5.7500%	5.8500%	10,435,000.00	--	--	--	--	240,637.50	--	240,637.50	61,617.50	302,255.00	--	Unpaid
09/01/2027	5.7500%	5.8500%	10,435,000.00	645,000.00	160,000.00	0.00	0.00	645,000.00	160,000.00	240,637.50	61,617.50	1,107,255.00	1,409,510.00	Unpaid
03/01/2028	5.7500%	5.8750%	9,630,000.00	--	--	--	--	222,093.75	--	222,093.75	56,937.50	279,031.25	--	Unpaid
09/01/2028	5.7500%	5.8750%	9,630,000.00	685,000.00	165,000.00	0.00	0.00	685,000.00	165,000.00	222,093.75	56,937.50	1,129,031.25	1,408,062.50	Unpaid
03/01/2029	5.7500%	5.8750%	8,780,000.00	--	--	--	--	202,400.00	--	202,400.00	52,090.63	254,490.63	--	Unpaid
09/01/2029	5.7500%	5.8750%	8,780,000.00	725,000.00	175,000.00	0.00	0.00	725,000.00	175,000.00	202,400.00	52,090.63	1,154,490.63	1,408,981.26	Unpaid
03/01/2030	5.7500%	6.0000%	7,880,000.00	--	--	--	--	181,556.25	--	181,556.25	46,950.00	228,506.25	--	Unpaid
09/01/2030	5.7500%	6.0000%	7,880,000.00	765,000.00	185,000.00	0.00	0.00	765,000.00	185,000.00	181,556.25	46,950.00	1,178,506.25	1,407,012.50	Unpaid
03/01/2031	5.7500%	6.0000%	6,930,000.00	--	--	--	--	159,562.50	--	159,562.50	41,400.00	200,962.50	--	Unpaid
09/01/2031	5.7500%	6.0000%	6,930,000.00	810,000.00	200,000.00	5,000.00	0.00	805,000.00	200,000.00	159,562.50	41,400.00	1,205,962.50	1,406,925.00	Unpaid
03/01/2032	5.7500%	6.0000%	5,925,000.00	--	--	--	--	136,418.75	--	136,418.75	35,400.00	171,818.75	--	Unpaid
09/01/2032	5.7500%	6.0000%	5,925,000.00	855,000.00	210,000.00	10,000.00	0.00	845,000.00	210,000.00	136,418.75	35,400.00	1,226,818.75	1,398,637.50	Unpaid
03/01/2033	5.7500%	6.0000%	4,870,000.00	--	--	--	--	112,125.00	--	112,125.00	29,100.00	141,225.00	--	Unpaid
09/01/2033	5.7500%	6.0000%	4,870,000.00	905,000.00	225,000.00	10,000.00	0.00	895,000.00	225,000.00	112,125.00	29,100.00	1,261,225.00	1,402,450.00	Unpaid
03/01/2034	5.7500%	6.0000%	3,750,000.00	--	--	--	--	86,393.75	--	86,393.75	22,350.00	108,743.75	--	Unpaid
09/01/2034	5.7500%	6.0000%	3,750,000.00	955,000.00	235,000.00	10,000.00	0.00	945,000.00	235,000.00	86,393.75	22,350.00	1,288,743.75	1,397,487.50	Unpaid
03/01/2035	5.7500%	6.0000%	2,570,000.00	--	--	--	--	59,225.00	--	59,225.00	15,300.00	74,525.00	--	Unpaid
09/01/2035	5.7500%	6.0000%	2,570,000.00	1,010,000.00	250,000.00	10,000.00	0.00	1,000,000.00	250,000.00	59,225.00	15,300.00	1,324,525.00	1,399,050.00	Unpaid
03/01/2036	5.7500%	6.0000%	1,320,000.00	--	--	--	--	30,475.00	--	30,475.00	7,800.00	38,275.00	--	Unpaid
09/01/2036	5.7500%	6.0000%	1,320,000.00	1,070,000.00	265,000.00	10,000.00	5,000.00	1,060,000.00	260,000.00	30,475.00	7,800.00	1,358,275.00	1,396,550.00	Unpaid
Total	NA	NA	0.00	16,000,000.00	3,950,000.00	55,000.00	5,000.00	15,945,000.00	3,945,000.00	17,880,855.02	4,066,054.48	41,836,909.50	41,836,909.50	

[1] Based on bond call of \$30,000 on 9/1/08 and \$30,000 bond call on 9/1/11.

[2] Debt service schedule through 3/1/12 reflects actual payments made based on bond calls as of the payment date. Debt service schedule after 3/1/12 reflects current debt service assuming no further bond calls.

EXHIBIT C

*City of San Diego CFD No. 3
Improvement Area No. 1*

*Special Tax Roll
Fiscal Year 2012-2013*

Exhibit C

**City of San Diego CFD No. 3
Improvement Area No. 1
FY 2012-13 Special Tax Levy**

<u>ASSESSOR'S PARCEL</u>	FY 2012-13 <u>SPECIAL TAX</u>
450-810-01-00	\$2,911.18
450-810-02-00	\$2,580.00
450-810-03-00	\$2,264.64
450-810-04-00	\$2,580.00
450-810-05-00	\$2,565.96
450-810-06-00	\$2,580.00
450-810-07-00	\$2,264.64
450-810-08-00	\$3,339.88
450-810-09-00	\$2,580.00
450-810-10-00	\$2,911.18
450-810-11-00	\$2,580.00
450-810-12-00	\$2,876.92
450-810-13-00	\$2,580.00
450-810-14-00	\$2,876.92
450-810-15-00	\$2,580.00
450-810-16-00	\$2,580.00
450-810-17-00	\$3,042.08
450-810-18-00	\$3,042.08
450-810-19-00	\$2,876.92
450-810-20-00	\$3,042.08
450-810-21-00	\$2,580.00
450-810-22-00	\$2,876.92
450-810-23-00	\$3,042.08
450-810-24-00	\$2,876.92
450-810-25-00	\$2,580.00
450-810-26-00	\$3,042.08
450-810-27-00	\$2,876.92
450-810-28-00	\$2,580.00
450-810-29-00	\$3,042.08
450-810-30-00	\$2,876.92
450-810-31-00	\$3,042.08
450-810-32-00	\$2,911.18
450-810-33-00	\$2,264.64
450-810-34-00	\$3,339.88
450-810-35-00	\$2,264.64
450-810-36-00	\$2,580.00
450-810-37-00	\$2,565.96
450-810-38-00	\$2,264.64
450-810-39-00	\$2,580.00
450-810-40-00	\$2,876.92
450-810-41-00	\$2,580.00
450-810-42-00	\$2,876.92
450-810-43-00	\$2,580.00
450-810-44-00	\$2,911.18
450-810-45-00	\$2,580.00
450-810-46-00	\$2,872.54
450-810-47-00	\$2,580.00
450-810-48-00	\$3,055.26
450-810-49-00	\$2,872.54
450-810-50-00	\$2,872.54
450-810-51-00	\$2,580.00

Exhibit C

City of San Diego CFD No. 3
Improvement Area No. 1
FY 2012-13 Special Tax Levy

<u>ASSESSOR'S PARCEL</u>	<u>FY 2012-13 SPECIAL TAX</u>
450-810-52-00	\$2,876.92
450-810-53-00	\$2,580.00
450-810-54-00	\$3,055.26
450-811-01-00	\$2,580.00
450-811-02-00	\$3,055.26
450-811-03-00	\$2,872.54
450-811-04-00	\$3,055.26
450-811-05-00	\$2,872.54
450-811-06-00	\$2,580.00
450-811-07-00	\$2,872.54
450-811-08-00	\$2,872.54
450-811-09-00	\$3,055.26
450-811-10-00	\$2,872.54
450-811-11-00	\$2,580.00
450-811-12-00	\$3,055.26
450-811-13-00	\$2,872.54
450-811-14-00	\$3,055.26
450-811-15-00	\$2,580.00
450-811-16-00	\$3,055.26
450-811-17-00	\$2,580.00
450-811-18-00	\$3,055.26
450-811-19-00	\$2,580.00
450-811-20-00	\$2,872.54
450-811-21-00	\$3,055.26
450-811-22-00	\$2,587.04
450-811-23-00	\$2,258.50
450-811-24-00	\$2,922.60
450-811-25-00	\$2,587.04
450-811-26-00	\$2,258.50
450-811-27-00	\$3,363.60
450-811-28-00	\$2,587.04
450-811-29-00	\$2,258.50
450-811-30-00	\$2,890.10
450-811-31-00	\$2,922.60
450-811-32-00	\$3,055.26
450-811-33-00	\$2,872.54
450-811-34-00	\$2,580.00
450-811-35-00	\$3,055.26
450-811-36-00	\$2,580.00
450-811-37-00	\$2,872.54
450-811-38-00	\$2,580.00
450-811-39-00	\$2,872.54
450-811-40-00	\$2,580.00
450-811-41-00	\$3,055.26
450-811-42-00	\$3,055.26
450-811-43-00	\$2,580.00
450-811-44-00	\$2,876.92
450-811-45-00	\$3,042.08
450-811-46-00	\$2,587.04
450-811-47-00	\$2,587.04
450-811-48-00	\$2,911.18
450-811-49-00	\$2,264.64
450-811-50-00	\$2,580.00

Exhibit C

City of San Diego CFD No. 3
Improvement Area No. 1
FY 2012-13 Special Tax Levy

<u>ASSESSOR'S PARCEL</u>	<u>FY 2012-13 SPECIAL TAX</u>
450-811-51-00	\$3,339.88
450-812-01-00	\$2,580.00
450-812-02-00	\$2,580.00
450-812-03-00	\$2,565.96
450-812-04-00	\$2,264.64
450-812-05-00	\$2,580.00
450-812-06-00	\$2,876.04
450-812-07-00	\$2,264.64
450-812-09-00	\$2,911.18
450-812-10-00	\$2,264.64
450-812-11-00	\$3,339.88
450-812-12-00	\$2,264.64
450-812-13-00	\$2,580.00
450-812-14-00	\$2,876.04
450-812-15-00	\$2,911.18
450-812-16-00	\$3,055.26
450-812-17-00	\$2,580.00
450-812-18-00	\$2,872.54
450-812-19-00	\$3,055.26
450-812-20-00	\$2,872.54
450-812-21-00	\$2,580.00
450-812-22-00	\$2,264.64
450-812-23-00	\$2,580.00
450-812-24-00	\$2,565.96
450-812-25-00	\$2,264.64
450-812-26-00	\$2,876.04
450-812-27-00	\$2,264.64
450-812-28-00	\$2,911.18
450-812-29-00	\$2,911.18
450-812-30-00	\$2,264.64
450-812-31-00	\$2,876.04
450-812-32-00	\$2,911.18
450-812-33-00	\$2,580.00
450-812-34-00	\$3,339.88
450-812-35-00	\$2,580.00
450-812-36-00	\$2,258.50
450-812-37-00	\$2,587.04
450-812-38-00	\$2,922.60
450-812-39-00	\$2,258.50
450-812-40-00	\$2,587.04
450-812-41-00	\$2,922.60
450-812-42-00	\$2,580.00
450-812-43-00	\$2,264.64
450-812-44-00	\$2,264.64
450-812-45-00	\$2,876.04
450-812-46-00	\$2,264.64
450-812-47-00	\$2,580.00
450-812-48-00	\$3,339.88
450-812-49-00	\$2,587.04
450-812-50-00	\$3,363.60
450-812-51-00	\$2,587.04
450-812-52-00	\$2,890.10
450-812-53-00	\$2,258.50

Exhibit C

City of San Diego CFD No. 3
Improvement Area No. 1
FY 2012-13 Special Tax Levy

<u>ASSESSOR'S PARCEL</u>	<u>FY 2012-13 SPECIAL TAX</u>
450-812-54-00	\$2,587.04
450-812-55-00	\$2,922.60
450-812-56-00	\$2,911.18
450-812-57-00	\$2,264.64
450-812-58-00	\$2,876.04
450-812-59-00	\$2,264.64
450-812-60-00	\$2,580.00
450-812-61-00	\$2,264.64
450-812-62-00	\$2,565.96
450-812-63-00	\$2,580.00
450-812-64-00	\$2,264.64
450-812-65-00	\$2,565.96
450-812-66-00	\$2,264.64
450-812-67-00	\$2,565.96
450-812-68-00	\$2,580.00
450-812-69-00	\$2,264.64
450-812-70-00	\$2,264.64
450-812-71-00	\$2,264.64
450-812-72-00	\$2,264.64
450-812-73-00	\$2,911.18
450-812-74-00	\$2,264.64
450-812-75-00	\$2,264.64
450-812-76-00	\$2,565.96
450-812-77-00	\$2,264.64
450-812-78-00	\$2,876.04
450-812-79-00	\$2,264.64
450-812-80-00	\$2,264.64
450-812-81-00	\$2,565.96
450-812-82-00	\$2,264.64
450-812-83-00	\$2,911.18
450-813-01-00	\$3,055.26
450-813-02-00	\$2,872.54
450-813-03-00	\$3,055.26
450-813-04-00	\$2,872.54
450-813-05-00	\$2,580.00
450-813-06-00	\$2,580.00
450-813-07-00	\$2,264.64
450-813-08-00	\$2,876.04
450-813-09-00	\$2,264.64
450-813-10-00	\$2,565.96
450-813-11-00	\$2,580.00
450-813-12-00	\$2,264.64
450-813-13-00	\$2,911.18
450-813-14-00	\$2,911.18
450-813-15-00	\$2,264.64
450-813-16-00	\$2,565.96
450-813-18-00	\$2,264.64
450-813-19-00	\$2,876.04
450-813-20-00	\$2,264.64
450-813-21-00	\$2,580.00
450-813-22-01	\$1,961.58
450-813-22-02	\$1,532.88
450-813-22-03	\$1,961.58

Exhibit C

City of San Diego CFD No. 3
Improvement Area No. 1
FY 2012-13 Special Tax Levy

<u>ASSESSOR'S PARCEL</u>	<u>FY 2012-13 SPECIAL TAX</u>
450-813-22-04	\$1,961.58
450-813-22-05	\$1,532.88
450-813-22-06	\$1,961.58
450-813-23-01	\$1,961.58
450-813-23-02	\$1,532.88
450-813-23-03	\$1,743.72
450-813-23-04	\$1,743.72
450-813-23-05	\$1,532.88
450-813-23-06	\$1,961.58
450-813-24-01	\$1,961.58
450-813-24-02	\$1,516.20
450-813-24-03	\$1,520.60
450-813-24-04	\$1,961.58
450-813-24-05	\$1,961.58
450-813-24-06	\$1,520.60
450-813-24-07	\$1,516.20
450-813-24-08	\$1,961.58
450-813-25-01	\$1,961.58
450-813-25-02	\$1,532.88
450-813-25-03	\$1,743.72
450-813-25-04	\$1,961.58
450-813-25-05	\$1,532.88
450-813-25-06	\$1,743.72
450-813-26-01	\$1,961.58
450-813-26-02	\$1,516.20
450-813-26-03	\$1,520.60
450-813-26-04	\$1,516.20
450-813-26-05	\$1,520.60
450-813-26-06	\$1,532.88
450-813-26-07	\$1,961.58
450-813-26-08	\$1,961.58
450-813-26-09	\$1,532.88
450-813-26-10	\$1,520.60
450-813-26-11	\$1,516.20
450-813-26-12	\$1,532.88
450-813-26-13	\$1,532.88
450-813-26-14	\$1,961.58
450-813-26-15	\$1,961.58
450-813-26-16	\$1,532.88
450-813-26-17	\$1,520.60
450-813-26-18	\$1,516.20
450-813-26-19	\$1,532.88
450-813-26-20	\$1,532.88
450-813-26-21	\$1,961.58
450-813-26-22	\$1,961.58
450-813-26-23	\$1,516.20
450-813-26-24	\$1,520.60
450-813-26-25	\$1,516.20
450-813-26-26	\$1,520.60
450-813-26-27	\$1,532.88
450-813-26-28	\$1,961.58
450-813-27-01	\$1,961.58
450-813-27-02	\$1,532.88

Exhibit C

City of San Diego CFD No. 3
Improvement Area No. 1
FY 2012-13 Special Tax Levy

<u>ASSESSOR'S PARCEL</u>	<u>FY 2012-13 SPECIAL TAX</u>
450-813-27-03	\$1,516.20
450-813-27-04	\$1,520.60
450-813-27-05	\$1,532.88
450-813-27-06	\$1,961.58
450-813-27-07	\$1,961.58
450-813-27-08	\$1,532.88
450-813-27-09	\$1,516.20
450-813-27-10	\$1,520.60
450-813-27-11	\$1,532.88
450-813-27-12	\$1,961.58
450-813-28-01	\$1,743.72
450-813-28-02	\$1,516.20
450-813-28-03	\$1,520.60
450-813-28-04	\$1,961.58
450-813-28-05	\$1,961.58
450-813-28-06	\$1,520.60
450-813-28-07	\$1,516.20
450-813-28-08	\$1,743.72
450-813-28-09	\$1,743.72
450-813-28-10	\$1,532.88
450-813-28-11	\$1,961.58
450-813-28-12	\$1,743.72
450-813-28-13	\$1,532.88
450-813-28-14	\$1,961.58
450-813-29-01	\$1,961.58
450-813-29-02	\$1,520.60
450-813-29-03	\$1,516.20
450-813-29-04	\$1,743.72
450-813-29-05	\$1,961.58
450-813-29-06	\$1,520.60
450-813-29-07	\$1,516.20
450-813-29-08	\$1,743.72
450-813-29-09	\$1,743.72
450-813-29-10	\$1,516.20
450-813-29-11	\$1,520.60
450-813-29-12	\$1,532.88
450-813-29-13	\$1,961.58
450-813-29-14	\$1,743.72
450-813-29-15	\$1,516.20
450-813-29-16	\$1,520.60
450-813-29-17	\$1,532.88
450-813-29-18	\$1,961.58
450-813-30-01	\$1,961.58
450-813-30-02	\$1,532.88
450-813-30-03	\$1,520.60
450-813-30-04	\$1,516.20
450-813-30-05	\$1,532.88
450-813-30-06	\$1,743.72
450-813-30-07	\$1,961.58
450-813-30-08	\$1,532.88
450-813-30-09	\$1,520.60
450-813-30-10	\$1,516.20
450-813-30-11	\$1,532.88

Exhibit C

City of San Diego CFD No. 3
Improvement Area No. 1
FY 2012-13 Special Tax Levy

<u>ASSESSOR'S PARCEL</u>	<u>FY 2012-13 SPECIAL TAX</u>
450-813-30-12	\$1,743.72
450-813-31-01	\$1,961.58
450-813-31-02	\$1,516.20
450-813-31-03	\$1,520.60
450-813-31-04	\$1,961.58
450-813-31-05	\$1,961.58
450-813-31-06	\$1,516.20
450-813-31-07	\$1,520.60
450-813-31-08	\$1,961.58
450-813-32-01	\$1,961.58
450-813-32-02	\$1,532.88
450-813-32-03	\$1,520.60
450-813-32-04	\$1,516.20
450-813-32-05	\$1,532.88
450-813-32-06	\$1,532.88
450-813-32-07	\$1,743.72
450-813-32-08	\$1,961.58
450-813-32-09	\$1,532.88
450-813-32-10	\$1,520.60
450-813-32-11	\$1,516.20
450-813-32-12	\$1,520.60
450-813-32-13	\$1,516.20
450-813-32-14	\$1,743.72
450-813-33-01	\$1,743.72
450-813-33-02	\$1,516.20
450-813-33-03	\$1,520.60
450-813-33-04	\$1,961.58
450-813-33-05	\$1,743.72
450-813-33-06	\$1,516.20
450-813-33-07	\$1,520.60
450-813-33-08	\$1,961.58
Total Number of Parcels Taxed	347
Total FY 2012-13 Special Tax	\$792,325.36

EXHIBIT D

*City of San Diego CFD No. 3
Improvement Area No. 2*

*Special Tax Roll
Fiscal Year 2012-2013*

Exhibit D

City of San Diego CFD No. 3
Improvement Area No. 2
FY 2012-13 Special Tax Levy

<u>ASSESSOR'S PARCEL</u>	FY 2012-13 <u>SPECIAL TAX</u>
450-820-01-00	\$41,554.92
450-820-08-00	\$85,324.66
450-820-10-00	\$49,452.98
450-820-13-00	\$32,073.56
450-820-14-00	\$66,508.86
450-820-17-00	\$1,711.74
450-820-18-00	\$8,143.36
450-820-19-00	\$9,027.64
450-820-20-00	\$12,508.90
450-820-21-00	\$17,511.48
450-820-24-00	\$30,182.94
450-820-25-00	\$30,182.94
450-820-26-00	\$30,212.66
450-820-27-00	\$30,212.66
450-830-25-00	\$10,637.40
450-830-26-00	\$2,130.00
450-830-27-00	\$2,130.00
450-830-28-00	\$1,936.36
450-830-29-00	\$1,354.48
450-830-31-00	\$26,973.00
450-830-32-00	\$35,964.00
450-830-33-00	\$92.94
450-840-10-00	\$10,686.78
450-840-13-00	\$2,578.26
450-840-20-00	\$13,390.90
450-840-23-00	\$16,133.44
450-840-24-00	\$6,829.54
450-841-05-00	\$4,065.38
450-841-06-00	\$5,583.18
450-841-07-00	\$1,871.82
450-841-08-00	\$338.86
450-841-09-00	\$314.98
450-842-13-00	\$18,620.70
450-842-15-00	\$2,222.94
450-842-16-00	\$1,764.98
450-842-17-00	\$1,069.18
450-842-18-00	\$1,373.20
450-842-19-00	\$17,309.78
450-842-24-00	\$1,939.58
450-842-25-00	\$2,841.28
450-842-29-00	\$5,126.20
450-842-34-00	\$3,003.62
450-842-35-00	\$2,581.82
450-842-37-00	\$1,458.08
Total Number of Parcels Taxed	44
Total FY 2012-13 Special Tax	\$646,931.98