



CSCDA
CALIFORNIA STATEWIDE COMMUNITIES
DEVELOPMENT AUTHORITY



**AGENDA OF THE
REGULAR MEETING OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY**

November 8, 2012

10:00 a.m.

**California State Association of Counties
1100 K Street
Sacramento, California**

City of Roseville
311 Vernon Street
Roseville, CA 95678

County of Yuba
915 8th Street, Suite 103
Marysville, CA 95901

County of Butte
7 County Center Drive
Oroville, CA 95965

- I. Call the Roll (alternates designate which member they are representing).
- II. Closed Session: Initiation of Litigation. Government Code Section 54956.9(c). One case.
- III. Approve the Minutes of the October 25, 2012 Regular Meeting.
- IV. Staff Updates.
- V. Approve Consent Calendar.
- VI. Approve the financing; all necessary actions; the execution and delivery of all necessary documents and authorize any member to sign all necessary financing documents for the following:
 - a. The Reuben H. Fleet Science Center, City of San Diego, County of San Diego; up to \$5,000,000 in 501(c)(3) non-profit revenue bonds.

This ___ page agenda was posted at 1100 K Street, Sacramento, California on _____, 2012 at __: __ __m,
Signed _____. Please fax signed page to (925) 933-8457.

- b. Episcopal Communities & Services, City of Rancho Palos Verdes, County of Los Angeles and City of Aliso Viejo, County of Orange; up to \$85,000,000 in 501(c)(3) non-profit revenue bonds.
- c. High Place East, L.P. (High Place East Apartments), City of Santa Monica, County of Los Angeles; up to \$15,000,000 in multi-family housing debt obligations.

VII. Community Facilities District No. 2012-02 – Manteca Lifestyle Center (City of Manteca):

- a. Discuss, approve and authorize the execution of a deposit and reimbursement agreement with Manteca Lifestyle Center, LLC for the proposed Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin.
- b. Discuss and declare intention to establish Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin, and to levy a special tax therein to finance the construction and acquisition of certain public facilities and to finance certain development impact fees; and set public hearing for further consideration thereof.
- c. Discuss and declare intention to authorize bonded indebtedness to finance certain development impact fees, and the acquisition and construction of certain public facilities, to mitigate the impacts of development within Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin; and set public hearing for further consideration thereof.

VIII. Public Comment.

IX. Adjourn.



**CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
CONSENT CALENDAR**

1. Approve the following invoices for payment:
 - a. David Taussig & Associates Invoice #1209128.
2. Approve the following Continuing Disclosure Annual Reports for the Fiscal Year Ended June 30, 2012:
 - a. Statewide Community Infrastructure Program Revenue Bonds Series 2003A.
 - b. Statewide Community Infrastructure Program Revenue Bonds Series 2004A.
 - c. Statewide Community Infrastructure Program Revenue Bonds Series 2005A.
 - d. Statewide Community Infrastructure Program Revenue Bonds Series 2006A.
 - e. Statewide Community Infrastructure Program Revenue Bonds Series 2007A.
 - f. Statewide Community Infrastructure Program Revenue Bonds Series 2007B.
 - g. Statewide Community Infrastructure Program Revenue Bonds Series 2008A.
 - h. Statewide Community Infrastructure Program Revenue Bonds Series 2010A.
 - i. Statewide Community Infrastructure Program Revenue Bonds Series 2011A.

Thursday, November 8, 2012

Note: Persons requiring disability-related modification or accommodation to participate in this public meeting should contact (925) 933-9229, extension 225.

Item II

Closed Session: Initiation of Litigation. Government Code Section 54956.9(c). One case.

Item III

Approve the Minutes of the October 25, 2012 Regular Meeting.

**REGULAR MEETING OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY**

California State Association of Counties
1100 K Street, Sacramento, California

October 25, 2012

MINUTES

Commission Vice Chair Kevin O'Rourke called the meeting to order at 10:00 a.m.

I. Roll Call

Commission members present: Terry Schutten. Commission members participating by conference telephone: Kevin O'Rourke, Russ Branson, Alternate Commissioner Irwin Bornstein representing Commissioner Bob Leland, and Alternate Commissioner Dan Mierzwa representing Commissioner Larry Combs.

Others present included: Scott Carper, CSCDA Staff; Patricia Eichar, Orrick, Herrington & Sutcliffe; and Mark Paxson, State Treasurer's Office. Participating by conference telephone: James Hamill, CSCDA staff; Greg Stepanicich, Richards, Watson & Gershon; Jon Penkower, CSCDA Staff; Andy Schmutz, Greenberg Traurig, LLP; and Caitlin Lanctot, CSCDA Staff.

II. Approval of Minutes—October 11, 2012

The commission approved the minutes for the meeting held October 11, 2012.

Motion by Schutten; second by Bornstein; unanimously approved by roll-call vote.

III. Staff Updates. There were none.

IV. Approval of Consent Calendar

The commission approved the consent calendar consisting of the following items:

A. Inducement of the following multi-family housing projects:

1. Gilroy Park Investors, LP (Gilroy Park Apartments), City of Gilroy, County of Santa Clara; issue up to \$12 million in multi-family housing debt obligations.
2. Cesar Chavez Foundation (Plaza Mendoza Apartments), City of Fresno, County of Fresno; issue up to \$10 million in multi-family housing debt

obligations.

B. Approval of the following invoices for payment:

1. David Taussig & Associates Invoice #1208073.
2. David Taussig & Associates Invoice #1209098.
3. David Taussig & Associates Invoice #1209012.
4. Orrick, Herrington & Sutcliffe, LLP Invoice #1385371.
5. Burke, Williams & Sorensen, LLP Invoice #160445.
6. Burke, Williams & Sorensen, LLP Invoice #160446.
7. Burke, Williams & Sorensen, LLP Invoice #160447.
8. Burke, Williams & Sorensen, LLP Invoice #160448.
9. Burke, Williams & Sorensen, LLP Invoice #160449.
10. Wells Fargo Corporate Trust Services Invoice #892029.

Motion by; Schutten; second by Branson; unanimously approved by roll-call vote.

V. Financing Approvals

The commission approved a resolution approving the financing; all necessary actions; the execution and delivery of all necessary documents and authorized any member or authorized signatory to sign all necessary financing documents of the following projects:

- A. Kelvin Court, L.P. (Kelvin Court Apartments), City of Irvine, County of Orange; up to \$27,430,000 in multi-family housing refunding revenue bonds.

Motion by Branson; second by Mierzwa; unanimously approved by roll-call vote.

- B. The Reuben H. Fleet Science Center, City of San Diego, County of San Diego; up to \$5,000,000 in 501(c)(3) non-profit revenue bonds, Staff informed the commission the approval for this financing will be heard at the next CSCDA meeting.

VI. CSCDA Quarterly Update

CSCDA Staff provided an update on the third quarter transactions that closed for the period of July 1, 2012 to September 30, 2012.

VII. Discuss and Approve Community Facilities District No. 2012-01

- A. Public hearing on Community Facilities District No. 2012-01 (Fancher Creek), City of Fresno, County of Fresno.

Public hearing was opened. No comments from the public. Public hearing was closed.

- B. Consider adoption of Resolution 12R-16, resolution of formation of CFD 2012-01, including improvement area 1, improvement area 2 and improvement area 3 therein.

Motion by Schutten; second by Branson; unanimously approved by roll-call vote.

- C. Consider adoption of Resolutions 12R-17 through 12R-19, resolutions deeming it necessary to incur bonded indebtedness on behalf of CFD 2012-01.

Motion by Branson included all three resolutions; second by Schutten; unanimously approved by roll-call vote.

- D. Consider Resolution 12R-20 through 12R-22, resolutions calling landowner election within CFD 2012-01.

Motion by Mierzwa included all three resolutions; second by Branson; unanimously approved by roll-call vote.

- E. Conduct landowner election pursuant to unanimous waiver of time limits and certain election procedures.

Results declared all landowners have voted 'aye' for each area.

- F. Consider Resolution 12R-23 through 12R-25, resolutions declaring election results.

Motion by Branson included all three resolutions; second by Mierzwa; unanimously approved by roll-call vote.

- G. Consider introduction of ordinance levying special tax.

Motion by Schutten to waive the reading; second by Branson; unanimously approved by roll-call vote.

The item will be brought back to the Commission on November 20th for approval.

VIII. Public Comments. There were none.

IX. Adjournment

Commission Vice Chair Kevin O'Rourke adjourned the meeting at 10:24 a.m.

Submitted by: Caitlin Lancotot, CSCDA

UPDATED LOCATION FOR THE NEXT MEETING

*The next meeting of the commission is scheduled for
Thursday, November 8, at 10:00 a.m.
in the CSAC Office at 1100 K Street, Sacramento, CA.*

Item V

Approve Consent Calendar

1. Approve the following invoices for payment:
 - a. David Taussig & Associates Invoice #1209128.

DTA DAVID TAUSSIG & ASSOCIATES

Public Finance and Urban Economics

5000 Birch Street, Ste. 6000, Newport Beach, CA 92660

Project No: 12-11980.000
Invoice No: 1209128
September 30, 2012

James Hamill
Calif. Statewide Community Development Authority
2033 No. Main Street #700
Walnut Creek, CA 94596

Project 12-11980.000 CSCDA/Orinda Wilder Project-Admin

Professional Services through September 30, 2012

Dear Mr. Hamill:

This invoice is submitted for professional consulting services in association with the special tax administration of California Statewide Communities Development Authority CFD No. 2007-01 (Orinda Wilder Project) for fiscal year 2012-13. Please remit invoice payment payable to David Taussig and Associates, Inc.

PAYMENT IS DUE UPON RECEIPT. AN INTEREST CHARGE OF 1.2% PER MONTH WILL BE APPLIED TO INVOICES 30 DAYS PAST DUE.

Professional Services	Hours	Rate	Amount
Vice President			
Morgan, Shayne			
09-04-12 Answered property owner phone calls.	.13	185.00	24.05
09-05-12 Responded to inquiries from, and provided information to, Bruce Bonfield relating to special tax components and required disclosure amounts, memo to Wells Fargo regarding deposit of services special taxes to Services Fund.	1.00	185.00	185.00
09-11-12 Corres with J. Thang relating to fiscal year 2012-13 CFD budgets, prepared memo to M. Lacy relating to reimbursement for eligible police services and maintenance costs.	.75	185.00	138.75
09-12-12 Downloaded and reviewed August account statements and transactions, answered property owner phone call.	.38	185.00	70.30
09-13-12 Answered phone calls from title company, provided disclosure information.	.25	185.00	46.25
Totals	2.51		464.35

Additional Fees

3% Administrative Expenses

13.93

Total Additional Fees

13.93

DTA DAVID TAUSSIG & ASSOCIATES

Public Finance and Urban Economics

5000 Birch Street, Ste. 6000, Newport Beach, CA 92660

Project	12-11980.000	CSCDA/Orinda Wilder Project-Admin	Invoice 1209128
Total this Invoice			\$478.28

Outstanding Invoices

Number	Date	Balance
1206203	06-30-12	310.60
1207057	07-31-12	1,309.08
1208073	08-31-12	1,335.76
Total		2,955.44

Item V

Approve Consent Calendar

2. Approve the following Continuing Disclosure Annual Reports for the Fiscal Year Ended June 30, 2012:
 - a. Statewide Community Infrastructure Program Revenue Bonds Series 2003A.
 - b. Statewide Community Infrastructure Program Revenue Bonds Series 2004A.
 - c. Statewide Community Infrastructure Program Revenue Bonds Series 2005A.
 - d. Statewide Community Infrastructure Program Revenue Bonds Series 2006A.
 - e. Statewide Community Infrastructure Program Revenue Bonds Series 2007A.
 - f. Statewide Community Infrastructure Program Revenue Bonds Series 2007B.
 - g. Statewide Community Infrastructure Program Revenue Bonds Series 2008A.
 - h. Statewide Community Infrastructure Program Revenue Bonds Series 2010A.
 - i. Statewide Community Infrastructure Program Revenue Bonds Series 2011A.

\$6,270,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2003A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

INDEX TO DOCUMENTS

1. Continuing Disclosure Annual Report for the fiscal year ended June 30, 2012 of the California Statewide Communities Development Authority in connection with the \$6,270,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2003A.
2. Certificate of California Statewide Communities Development Authority.

\$6,270,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2003A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

\$6,270,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2003A

CONTINUING DISCLOSURE ANNUAL REPORT
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CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
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V.	MASTER PARCEL TABLE

I. INTRODUCTION

Pursuant to the following Continuing Disclosure Agreement, dated October 23, 2003 (the “Disclosure Agreement”), the California Statewide Communities Development Authority (the “Authority”) hereby provides its continuing disclosure annual report for the fiscal year ended June 30, 2012 (the “Annual Report”) in connection with the following bond issue.

Bond Issues

This Annual Report is being provided in connection with the \$6,270,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2003A (the “Bonds”).

Each maturity of the Bonds is identified by the corresponding CUSIP Number set forth below:

<u>Maturity Date</u>	<u>CUSIP</u>
September 2, 2013	13078YAJ4
September 2, 2014	13078YAK1
September 2, 2015	13078YAL9
September 2, 2016	13078YAM7
September 2, 2017	13078YAN5
September 2, 2018	13078YAP0
September 2, 2019	13078YAQ8
September 2, 2020	13078YAR6
September 2, 2028	13078YAZ8
September 2, 2033	13078YBE4

Note: The CUSIP Numbers above are provided for the convenience of Bondholders. The Authority is not responsible for the accuracy or completeness of such numbers.

Other Matters

This Annual Report is provided solely pursuant to the Disclosure Agreement. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial, operating or other information about the Authority or the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the fiscal year to which this Annual Report relates (other than as contained in this Annual Report), or any other date specified with respect to any of the information contained in this Annual Report, or that no other information exists, which may have a bearing on the security for the Bonds, or an investor’s decision to buy, sell, or hold the Bonds. The information contained in this Annual Report has been obtained from sources which are believed to be reliable. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the Authority.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

II. AGGREGATE OUTSTANDING LOCAL OBLIGATIONS AND COMBINED DEBT SERVICE

The table below identifies the aggregate amount of principal outstanding and the remaining debt service schedule after the September 2, 2012 debt service payment.

Date	Coupon	Principal Amount	Interest	Debt Service
03/02/13			155,294	155,294
09/02/13	4.875%	140,000	155,294	295,294
03/02/14			151,881	151,881
09/02/14	5.000%	145,000	151,881	296,881
03/02/15			148,256	148,256
09/02/15	5.250%	155,000	148,256	303,256
03/02/16			144,188	144,188
09/02/16	5.375%	160,000	144,188	304,188
03/02/17			139,888	139,888
09/02/17	5.375%	170,000	139,888	309,888
03/02/18			135,319	135,319
09/02/18	5.500%	180,000	135,319	315,319
03/02/19			130,369	130,369
09/02/19	5.625%	190,000	130,369	320,369
03/02/20			125,025	125,025
09/02/20	5.625%	200,000	125,025	325,025
03/02/21			119,400	119,400
09/02/21	6.000%	210,000	119,400	329,400
03/02/22			113,100	113,100
09/02/22	6.000%	225,000	113,100	338,100
03/02/23			106,350	106,350
09/02/23	6.000%	235,000	106,350	341,350
03/02/24			99,300	99,300
09/02/24	6.000%	250,000	99,300	349,300
03/02/25			91,800	91,800
09/02/25	6.000%	265,000	91,800	356,800
03/02/26			83,850	83,850
09/02/26	6.000%	285,000	83,850	368,850
03/02/27			75,300	75,300
09/02/27	6.000%	300,000	75,300	375,300
03/02/28			66,300	66,300
09/02/28	6.000%	315,000	66,300	381,300
03/02/29			56,850	56,850
09/02/29	6.000%	335,000	56,850	391,850
03/02/30			46,800	46,800
09/02/30	6.000%	355,000	46,800	401,800
03/02/31			36,150	36,150
09/02/31	6.000%	380,000	36,150	416,150
03/02/32			24,750	24,750
09/02/32	6.000%	400,000	24,750	424,750
03/02/33			12,750	12,750
09/02/33	6.000%	425,000	12,750	437,750
		<u>\$5,320,000</u>	<u>\$4,125,838</u>	<u>\$9,445,838</u>

III. RESERVE FUND REQUIREMENT AND BALANCE

The Reserve Requirement for the Bonds is equal to the maximum annual debt service on the Bonds. The table below represents the Reserve Requirement after the September 2, 2012 debt service payment on the Bonds and the reserve fund balance.

<u>Account</u>	<u>Reserve Fund Requirement</u>	<u>Balance as of September 2, 2012</u>
Reserve Account	\$448,709.83	\$449,593.76

IV. DELINQUENCY INFORMATION

The information below identifies the amount, percentage, and number of parcels delinquent as of June 30, 2012 with respect to each County. In addition, the parcel number, owner, amount delinquent, due date, and status of foreclosure will be provided below with respect to any owner of the delinquent parcels holding land representing more than 5% of the assessment lien securing the Local Obligation.

- A. **Assessment District 03-01 for the County of Contra Costa:** None of the delinquent parcel owners hold land subject to more than 5% of the assessment liens securing the Local Obligations with the County of Contra Costa.

<u>Installment</u>	<u>Delinquency Amount</u>	<u>Levy per Installment</u>	<u>Delinquency Percentage of Total Levy</u>	<u>Number of Parcels Delinquent</u>
2009-10 - 1st	\$554.00	\$123,582.87	0.45%	1
2009-10 - 2nd	\$1,108.00	\$123,582.87	0.90%	2
2010-11 - 1st	\$619.46	\$123,400.92	0.50%	1
2010-11 - 2nd	\$619.46	\$123,400.92	0.50%	1
2011-12 - 1st	\$1,219.22	\$122,637.04	0.99%	2
2011-12 - 2nd	\$1,219.22	\$122,637.04	0.99%	2
Total	\$5,339.36	\$739,241.66	0.72%	

- B. **Assessment District 03-01 for the County of Placer:** No delinquencies as of the fiscal year ended June 30, 2012.

- C. **Assessment District 03-01 for the County of San Mateo:** None of the delinquent parcel owners hold land subject to more than 5% of the assessment liens securing the Local Obligations with the County of San Mateo.

Installment	Delinquency Amount	Levy per Installment	Delinquency Percentage of Total Levy	Number of Parcels Delinquent
2011-12 - 1st	\$0.00	\$71,272.58	0.00%	0
2011-12 - 2nd	\$646.92	\$71,272.58	0.91%	1
Total	\$646.92	\$142,545.16	0.45%	

- D. **Assessment District 03-01 for the County of Ventura:** No delinquencies as of the fiscal year ended June 30, 2012.

V. MASTER PARCEL TABLE - SERIES 2003A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 03-01 (Contra Costa)	KB Home	Brentwood	WELSH ADRIA L	013400001	11,614.80	23,272.00	138,728.00	162,000.00	13.95
AD 03-01 (Contra Costa)	KB Home	Brentwood	ORIGIN INVESTMENTS LLC	013400002	11,614.80	40,000.00	112,000.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	YARBOUGH ANDREA M	013400003	11,614.80	22,499.00	120,001.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	JIMENEZ DANIEL	013400004	11,614.80	18,220.00	143,280.00	161,500.00	13.90
AD 03-01 (Contra Costa)	KB Home	Brentwood	BADARACCO ANTONIO & CONSUELO	013400005	11,614.80	63,333.00	88,667.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	CAPOCCI CLARA	013400006	11,614.80	52,797.00	89,703.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	ENEA RICHARD G II	013400007	11,614.80	60,943.00	100,557.00	161,500.00	13.90
AD 03-01 (Contra Costa)	KB Home	Brentwood	NARAGHI ANDREW N & THERESA	013400008	11,614.80	38,000.00	114,000.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	PARSONS JEMMA S	013400009	11,614.80	17,538.00	124,962.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	TULIPANO JOE E & LORRAINE	013400010	11,614.80	24,000.00	137,000.00	161,000.00	13.86
AD 03-01 (Contra Costa)	KB Home	Brentwood	AZEDILLO MICHAEL & CARMEN	013400011	11,614.80	26,682.00	135,318.00	162,000.00	13.95
AD 03-01 (Contra Costa)	KB Home	Brentwood	WU YINAN	013400012	11,614.80	22,800.00	129,200.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	CHAVEZ-CANO CELIA T	013400013	11,614.80	71,250.00	71,250.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	MARKLE DEAN H	013400014	11,614.80	18,765.00	133,235.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	CADEMARTI FRANK J II	013400015	11,614.80	66,153.00	95,347.00	161,500.00	13.90
AD 03-01 (Contra Costa)	KB Home	Brentwood	GARCIA ALFREDO ALANIS	013400016	11,614.80	45,498.00	45,498.00	90,996.00	7.83
AD 03-01 (Contra Costa)	KB Home	Brentwood	DANG KHANH	013400017	11,614.80	60,000.00	92,000.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	RAMOS NICOLE	013400018	11,614.80	81,147.00	80,353.00	161,500.00	13.90
AD 03-01 (Contra Costa)	KB Home	Brentwood	LUO PING	013400019	11,614.80	82,897.00	59,603.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	STEINBRECHER THOMAS P TRE	013400020	11,614.80	72,032.00	89,968.00	162,000.00	13.95
AD 03-01 (Contra Costa)	KB Home	Brentwood	WILLIAMS LONIOUS TADOSH	013400021	11,614.80	20,680.00	141,320.00	162,000.00	13.95
AD 03-01 (Contra Costa)	KB Home	Brentwood	GUTIERREZ RICHARD & MARGUERITE	013400022	11,614.80	69,375.00	82,625.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	MORALES JULIAN & MIREYA	013400023	11,614.80	52,964.00	52,966.00	105,930.00	9.12
AD 03-01 (Contra Costa)	KB Home	Brentwood	SONNIKSON MICHAEL & JANA	013400024	11,614.80	41,199.00	120,301.00	161,500.00	13.90
AD 03-01 (Contra Costa)	KB Home	Brentwood	RAMOS PAULA LEE	013400025	11,614.79	18,075.00	133,925.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	AVERY JEFF A	013400026	11,614.79	83,717.00	58,783.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	NZE-NWOSU ANTHONY EMEKA	013400027	11,614.79	72,994.00	88,506.00	161,500.00	13.90
AD 03-01 (Contra Costa)	KB Home	Brentwood	MEYERS SEAN T	013400028	11,614.79	36,190.00	115,810.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	LIN XIDI	013400029	11,614.79	24,000.00	121,000.00	145,000.00	12.48
AD 03-01 (Contra Costa)	KB Home	Brentwood	SWEET SARA	013400030	11,614.79	24,518.00	137,482.00	162,000.00	13.95
AD 03-01 (Contra Costa)	KB Home	Brentwood	MAHER MELANIE	013400031	11,614.79	23,940.00	138,060.00	162,000.00	13.95
AD 03-01 (Contra Costa)	KB Home	Brentwood	ZHOU GUOZHONG	013400032	11,614.79	18,059.00	135,441.00	153,500.00	13.22
AD 03-01 (Contra Costa)	KB Home	Brentwood	POLK NISHA D	013400033	11,614.79	41,185.00	101,315.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	LEE JASON ROBERT	013400034	11,614.79	21,459.00	130,541.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	JEWELL GREGORY & JONALYN	013400035	11,614.79	23,984.00	137,516.00	161,500.00	13.90
AD 03-01 (Contra Costa)	KB Home	Brentwood	GOMEZ GLEN F JR	013400036	11,614.79	21,375.00	121,125.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	LAM WAI CHING	013400037	11,614.79	19,387.00	132,613.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	WILLIAMS MICHAEL & LACY	013400038	11,614.79	74,469.00	86,531.00	161,000.00	13.86
AD 03-01 (Contra Costa)	KB Home	Brentwood	TURNER DEBORAH ANN TRE	013400039	11,614.79	37,500.00	105,000.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	DU RONGPING	013400040	11,614.79	20,000.00	149,900.00	169,900.00	14.63
AD 03-01 (Contra Costa)	KB Home	Brentwood	BAY POINT ORPHANS FUND LLC	013400041	11,614.79	22,217.00	139,783.00	162,000.00	13.95
AD 03-01 (Contra Costa)	KB Home	Brentwood	ENTEZARI ALI & NAJIA	013400042	11,614.79	75,650.00	76,350.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	CALVEZ BERNADETTE V	013400043	11,614.79	87,869.00	54,631.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	FARIA LUIS A 7 DIANE	013400044	11,614.79	34,508.00	126,992.00	161,500.00	13.90
AD 03-01 (Contra Costa)	KB Home	Brentwood	OCHOA RICHARD & LIDUVINA	013400045	11,614.79	23,005.00	128,995.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	MENDEZ GRISCEL S	013400046	11,614.79	65,669.00	76,831.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	TRAN HAI & ANH	013400047	11,614.79	21,533.00	139,967.00	161,500.00	13.90
AD 03-01 (Contra Costa)	KB Home	Brentwood	BERETTA ANNEMARIE	013400048	11,614.79	71,334.00	80,666.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	HEATH NINA S	013400049	11,614.79	10,200.00	81,702.00	91,902.00	7.91
AD 03-01 (Contra Costa)	KB Home	Brentwood	SOARES MATTHEW	013400050	11,614.79	58,909.00	103,091.00	162,000.00	13.95
AD 03-01 (Contra Costa)	KB Home	Brentwood	LYSAK SUSAN MARIE	013400051	11,614.79	21,446.00	141,554.00	163,000.00	14.03
AD 03-01 (Contra Costa)	KB Home	Brentwood	FULLER RICK	013400052	11,614.79	36,715.00	115,285.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	PEREZ MISAEAL & DELIA	013400053	11,614.79	51,896.00	51,896.00	103,792.00	8.94
AD 03-01 (Contra Costa)	KB Home	Brentwood	VIDES ANA MARIA	013400054	11,614.79	29,071.00	122,929.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	COVARRUBIAS MIGUEL	013400055	11,614.79	24,845.00	136,655.00	161,500.00	13.90

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<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 03-01 (Contra Costa)	KB Home	Brentwood	FALUSZCZAK JOHN	013400056	11,614.79	33,043.00	118,957.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	FOWARD ANTONIO & NICOLE	013400057	11,614.79	98,528.00	43,972.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	HARRIS KEITH G	013400058	11,614.79	23,404.00	139,596.00	163,000.00	14.03
AD 03-01 (Contra Costa)	KB Home	Brentwood	STECK DOUGLAS & ALEXANDRA M	013400059	11,614.79	54,286.00	97,714.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	STONER ROBERT & TRACY	013400060	11,614.79	23,265.00	119,235.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	FUNSTON GARY STEPHEN TRE	013400061	11,614.79	17,882.00	134,118.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	COLEMAN REBECCA	013400062	11,614.79	64,600.00	96,900.00	161,500.00	13.90
AD 03-01 (Contra Costa)	KB Home	Brentwood	ARDAYFIO DRUSILLA R	013400063	11,614.79	24,319.00	127,681.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	MCDONALD LESLEE J	013400064	11,614.79	62,409.00	80,091.00	142,500.00	12.27
AD 03-01 (Contra Costa)	KB Home	Brentwood	BARKER KRYSTIN M	013400065	11,614.79	34,545.00	117,455.00	152,000.00	13.09
AD 03-01 (Contra Costa)	KB Home	Brentwood	HAMPTON ROBERT P & JANET M	013400066	11,614.79	41,410.00	120,090.00	161,500.00	13.90
AD 03-01 (Contra Costa)	Metro Walk	Richmond	YANG GUO QIANG	540480001	14,817.30	49,447.00	116,553.00	166,000.00	11.20
AD 03-01 (Contra Costa)	Metro Walk	Richmond	GUO DONG	540480002	14,817.30	7,778.00	149,722.00	157,500.00	10.63
AD 03-01 (Contra Costa)	Metro Walk	Richmond	TAYLOR MITCHELL	540480003	14,817.30	60,244.00	101,256.00	161,500.00	10.90
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ZHANG JULIA J Y	540480004	14,817.30	35,855.00	127,645.00	163,500.00	11.03
AD 03-01 (Contra Costa)	Metro Walk	Richmond	BYNUM EUGENE & DOROTHY A	540480005	14,817.30	76,072.00	87,428.00	163,500.00	11.03
AD 03-01 (Contra Costa)	Metro Walk	Richmond	BOSLEY NEECIA	540480006	14,817.30	110,739.00	65,261.00	176,000.00	11.88
AD 03-01 (Contra Costa)	Metro Walk	Richmond	YERGER VALERIE B	540480007	14,817.30	56,816.00	124,184.00	181,000.00	12.22
AD 03-01 (Contra Costa)	Metro Walk	Richmond	DEWITT THOMAS JR	540480008	14,817.30	83,060.00	79,440.00	162,500.00	10.97
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LOZA MARCOS R	540480009	14,817.30	56,107.00	111,893.00	168,000.00	11.34
AD 03-01 (Contra Costa)	Metro Walk	Richmond	VANKLINE CHETT D & LOLITA L	540480010	14,817.30	57,366.00	110,634.00	168,000.00	11.34
AD 03-01 (Contra Costa)	Metro Walk	Richmond	GARCIA VICTOR D & MILAGRO E	540480011	14,817.30	75,606.00	86,894.00	162,500.00	10.97
AD 03-01 (Contra Costa)	Metro Walk	Richmond	FEDERAL NATIONAL MORTGAGE ASSN	540480012	14,817.30	35,700.00	142,800.00	178,500.00	12.05
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ALIREZAEI HOSSAIN	540480013	14,817.30	8,074.00	155,426.00	163,500.00	11.03
AD 03-01 (Contra Costa)	Metro Walk	Richmond	HERNANDEZ YOLANDA	540480014	14,817.30	2,207.00	161,293.00	163,500.00	11.03
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ZHANG JIXIN	540480015	14,817.30	20,110.00	160,890.00	181,000.00	12.22
AD 03-01 (Contra Costa)	Metro Walk	Richmond	FEDERAL HOME LOAN MORTGAGE CO	540480016	14,817.30	34,811.00	149,189.00	184,000.00	12.42
AD 03-01 (Contra Costa)	Metro Walk	Richmond	CLARK VALDEZ	540480017	14,817.30	76,046.00	87,454.00	163,500.00	11.03
AD 03-01 (Contra Costa)	Metro Walk	Richmond	RUDOCK AARON THOMAS	540480018	14,817.30	78,105.00	85,395.00	163,500.00	11.03
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SIN CUONG A	540480019	14,817.30	41,671.00	116,829.00	158,500.00	10.70
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SMITH CARTER PAGE	540480020	14,817.30	30,600.00	124,440.00	155,040.00	10.46
AD 03-01 (Contra Costa)	Metro Walk	Richmond	OREKHA LOLA F	540480021	14,817.30	76,072.00	87,428.00	163,500.00	11.03
AD 03-01 (Contra Costa)	Metro Walk	Richmond	KUNG KEN HO KUEN & MIRANDA	540480022	14,817.30	75,606.00	86,894.00	162,500.00	10.97
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ISAAC REGGIE C	540480023	14,817.30	58,541.00	104,459.00	163,000.00	11.00
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ZHUGE JAY & YVONNE T	540480024	14,817.30	68,712.00	99,288.00	168,000.00	11.34
AD 03-01 (Contra Costa)	Metro Walk	Richmond	TANG CHUR & JANE LAM	540480025	14,817.30	73,258.00	84,242.00	157,500.00	10.63
AD 03-01 (Contra Costa)	Metro Walk	Richmond	HE XIU FEN	540480026	14,817.30	7,021.00	154,479.00	161,500.00	10.90
AD 03-01 (Contra Costa)	Metro Walk	Richmond	GUTIERREZ FRANK J & GRACE Y	540480027	14,817.30	73,721.00	84,779.00	158,500.00	10.70
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SHARMA ANIL	540480028	14,817.30	7,465.00	156,035.00	163,500.00	11.03
AD 03-01 (Contra Costa)	Metro Walk	Richmond	JOHNSON CHRISTOPHER M	540480029	14,817.30	54,067.00	124,933.00	179,000.00	12.08
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LOZANO JOSE P IV & ERICHAN B	540480030	14,817.30	52,686.00	113,314.00	166,000.00	11.20
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SHARMA ANIL K	540480031	14,817.30	75,606.00	86,894.00	162,500.00	10.97
AD 03-01 (Contra Costa)	Metro Walk	Richmond	WONG JULIE WAI LOK	540480032	14,817.30	73,256.00	84,244.00	157,500.00	10.63
AD 03-01 (Contra Costa)	Metro Walk	Richmond	CHEN BO	540480033	14,817.30	30,947.00	137,053.00	168,000.00	11.34
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LIU DONG YA TRE	540480034	14,817.30	50,477.00	104,523.00	155,000.00	10.46
AD 03-01 (Contra Costa)	Metro Walk	Richmond	CHEN MING	540480035	14,817.30	64,936.00	69,064.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	BRIGGS ROBERT C & OLIVE B	540480036	14,817.30	70,553.00	63,447.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ZHANG KEVIN D	540480037	14,817.30	61,171.00	68,829.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SLAUGHTER KIERON JAMES & ALICE	540480038	14,817.30	84,380.00	62,620.00	147,000.00	9.92
AD 03-01 (Contra Costa)	Metro Walk	Richmond	TOLBERT RICKY	540480039	14,817.30	6,536.00	127,464.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LEE WAI TIM	540480040	14,817.30	32,500.00	97,500.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	CHIN MARIE O	540480041	14,817.30	43,628.00	90,372.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ZHENG GONGWEI	540480042	14,817.30	35,700.00	89,760.00	125,460.00	8.47
AD 03-01 (Contra Costa)	Metro Walk	Richmond	RICHARDS LUCRESHA Y	540480043	14,817.30	43,750.00	81,250.00	125,000.00	8.44
AD 03-01 (Contra Costa)	Metro Walk	Richmond	TIAN GONG	540480044	14,817.30	68,172.00	85,828.00	154,000.00	10.39

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AD 03-01 (Contra Costa)	Metro Walk	Richmond	ALKABSH JAMAL I	540480045	14,817.30	20,666.00	134,334.00	155,000.00	10.46
AD 03-01 (Contra Costa)	Metro Walk	Richmond	FLEMING EUGENE F	540480046	14,817.30	58,786.00	71,214.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	AGUILAR ARMANDO	540480047	14,817.30	76,622.00	74,378.00	151,000.00	10.19
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LUU ALLEN	540480048	14,817.30	64,269.00	69,731.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	CHAN AMBROSE Y	540480049	14,817.30	65,966.00	64,034.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	KIM NAYOUNG M	540480050	14,817.30	64,269.00	69,731.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	TSE ALBERT	540480051	14,817.30	72,879.00	52,121.00	125,000.00	8.44
AD 03-01 (Contra Costa)	Metro Walk	Richmond	REED KAREN E	540480052	14,817.30	65,966.00	64,034.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	WEBB LONNIE B JR & MAYA F	540480053	14,817.30	63,572.00	70,428.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	BROWN KATHRYN	540480054	14,817.30	8,125.00	125,875.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SASTROMIHARDO GIRI	540480055	14,817.30	65,966.00	64,034.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	FUNES JOAQUIN	540480056	14,817.30	29,355.00	100,645.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	AYUBO SALVADOR C & EDITA R	540480057	14,817.30	67,996.00	66,004.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	EZEQUIEL RODOLFO E JR	540480058	14,817.30	67,996.00	66,004.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LEE WAI TIM	540480059	14,817.30	23,636.00	106,364.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	TAYLOR EDWARD	540480060	14,817.30	71,751.00	53,249.00	125,000.00	8.44
AD 03-01 (Contra Costa)	Metro Walk	Richmond	TAM CALVIN F TRE	540480061	14,817.30	67,996.00	66,004.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ESPANOL SARGEANT & ANALYN	540480062	14,817.30	7,222.00	122,778.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	JACKSON MICHAEL L	540480063	14,817.30	65,532.00	88,468.00	154,000.00	10.39
AD 03-01 (Contra Costa)	Metro Walk	Richmond	AGUILAR SAMARA	540480064	14,817.30	54,357.00	79,643.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	RUDOCK AARON T	540480065	14,817.30	56,522.00	73,478.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	CHAN ANGELA	540480066	14,817.30	7,524.00	147,476.00	155,000.00	10.46
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ANDERSON KIMBERLY D	540480067	14,817.30	68,743.00	65,257.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	WORLEY FOAMANS A S	540480068	14,817.30	82,293.00	51,707.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	WOLDEMESKEL BEZUWORK A	540480069	14,817.30	44,883.00	85,117.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	WARE SHARON A	540480070	14,817.30	86,175.00	38,825.00	125,000.00	8.44
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SANCHEZ MICHAEL J JR	540480071	14,817.30	25,667.00	128,333.00	154,000.00	10.39
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SCOTT DINAH MARIE	540480072	14,817.30	65,942.00	64,058.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	STALLWORTH JOSEPH PERRY	540480073	14,817.30	32,667.00	121,333.00	154,000.00	10.39
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SMITH MICHELE	540480074	14,817.30	82,293.00	51,707.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LO YING-WEN	540480075	14,817.30	35,000.00	90,000.00	125,000.00	8.44
AD 03-01 (Contra Costa)	Metro Walk	Richmond	JONES DIANE	540480076	14,817.30	67,996.00	66,004.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	JONES CHRISTOPHER ANDREW	540480077	14,817.30	26,351.00	103,649.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LUU MINA	540480078	14,817.30	42,487.00	87,513.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	CHEN HSIAO-HSIUNG	540480079	14,817.30	31,500.00	103,500.00	135,000.00	9.11
AD 03-01 (Contra Costa)	Metro Walk	Richmond	VINDEL WALTER A	540480080	14,817.30	4,395.00	125,605.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	EARLS SHONNA J	540480081	14,817.30	82,293.00	51,707.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	HILL TROY A & LAKISHA D	540480082	14,817.30	65,966.00	64,034.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	JOVICIN GORAN M	540480083	14,817.30	60,045.00	93,455.00	153,500.00	10.36
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ORTEGA MARTA	540480084	14,817.30	67,996.00	66,004.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LASOLA LOUELLA J	540480085	14,817.30	67,996.00	66,004.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	PONCE DAVID W	540480086	14,817.30	52,374.00	77,626.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	TAYLOR NINA L	540480087	14,817.30	71,751.00	53,249.00	125,000.00	8.44
AD 03-01 (Contra Costa)	Metro Walk	Richmond	THIONGANE DAOUDA	540480088	14,817.30	21,081.00	108,919.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	MAK ANGIE N	540480089	14,817.30	65,966.00	64,034.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	NORWOOD YOLANDA TRE	540480090	14,817.30	55,519.00	78,481.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	TORRES JOHN KENNETH	540480091	14,817.30	65,966.00	64,034.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	BACH THORSTEN	540480092	14,817.30	49,591.00	80,409.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	COLEMAN BRADLEY	540480093	14,817.30	65,942.00	64,058.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	BORROMEO CESAR S	540480094	14,817.30	67,971.00	66,029.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	COLBERT W ANTHONY & KAREN D	540480095	14,817.30	54,944.00	99,056.00	154,000.00	10.39
AD 03-01 (Contra Costa)	Metro Walk	Richmond	BELL DAVID B	540480096	14,817.30	65,966.00	64,034.00	130,000.00	8.77
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LIGHT BRIAN H & LESLIE E H	540480097	14,817.30	46,543.00	78,457.00	125,000.00	8.44
AD 03-01 (Contra Costa)	Metro Walk	Richmond	WOLDAI BELAINESH RITA	540480098	14,817.30	67,996.00	66,004.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	GRAY NATHALIO D	540480099	14,817.30	47,532.00	82,468.00	130,000.00	8.77

V. MASTER PARCEL TABLE - SERIES 2003A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 03-01 (Contra Costa)	Metro Walk	Richmond	GONDOSISWANTO MEGAWATI	540480100	14,817.30	82,293.00	51,707.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	DRAUGHTY LETICIA ANNETTE	540480101	14,817.30	67,971.00	66,029.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	HUJAZI MARVA A	540480102	14,817.30	22,521.00	132,479.00	155,000.00	10.46
AD 03-01 (Contra Costa)	Metro Walk	Richmond	REN TIFFANY H	540480103	14,817.30	7,020.00	131,980.00	139,000.00	9.38
AD 03-01 (Contra Costa)	Metro Walk	Richmond	MORRISON DOROTHY	540480104	14,817.30	101,864.00	56,636.00	158,500.00	10.70
AD 03-01 (Contra Costa)	Metro Walk	Richmond	PROCTOR SUZIE	540480105	14,817.30	80,174.00	77,826.00	158,000.00	10.66
AD 03-01 (Contra Costa)	Metro Walk	Richmond	REN TIFFANY H	540480106	14,817.30	6,820.00	146,180.00	153,000.00	10.33
AD 03-01 (Contra Costa)	Metro Walk	Richmond	OSBORNE SEAN & TAMARA	540480107	14,817.30	78,996.00	79,504.00	158,500.00	10.70
AD 03-01 (Contra Costa)	Metro Walk	Richmond	REN TIFFANY H	540480108	14,817.30	75,000.00	105,000.00	180,000.00	12.15
AD 03-01 (Contra Costa)	Metro Walk	Richmond	DEBBANE ERIC P	540480109	14,817.30	28,909.00	130,091.00	159,000.00	10.73
AD 03-01 (Contra Costa)	Metro Walk	Richmond	POLK CRYSTAL S	540480110	14,817.30	77,383.00	75,117.00	152,500.00	10.29
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SAW YU C	540480111	14,817.30	80,174.00	77,826.00	158,000.00	10.66
AD 03-01 (Contra Costa)	Metro Walk	Richmond	BELLOSO-CURIEL JORGE	540480112	14,817.30	68,676.00	84,324.00	153,000.00	10.33
AD 03-01 (Contra Costa)	Metro Walk	Richmond	DASILVA JOSE E	540480113	14,817.30	77,355.00	75,145.00	152,500.00	10.29
AD 03-01 (Contra Costa)	Metro Walk	Richmond	EISENHART FREDERICK TRE	540480114	14,817.30	6,813.00	132,187.00	139,000.00	9.38
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ANDERSON CYNTHIA TRE	540480115	14,817.30	66,958.00	86,042.00	153,000.00	10.33
AD 03-01 (Contra Costa)	Metro Walk	Richmond	SANTOS YVONNE	540480116	14,817.30	37,292.00	101,708.00	139,000.00	9.38
AD 03-01 (Contra Costa)	Metro Walk	Richmond	BEIRAM JAVAD J & LINDA M	540480117	14,817.30	50,496.00	108,004.00	158,500.00	10.70
AD 03-01 (Contra Costa)	Metro Walk	Richmond	ALEXANDER TONDELORO	540480118	14,817.30	80,174.00	77,826.00	158,000.00	10.66
AD 03-01 (Contra Costa)	Metro Walk	Richmond	BLANCHARD MARTHA CAMPBELL TRE	540480119	14,817.30	68,676.00	84,324.00	153,000.00	10.33
AD 03-01 (Contra Costa)	Metro Walk	Richmond	CRISS PETER T & RENA L	540480120	14,817.30	78,507.00	76,993.00	155,500.00	10.49
AD 03-01 (Contra Costa)	Metro Walk	Richmond	WHEAT NATALIE R	540480121	14,817.30	67,996.00	66,004.00	134,000.00	9.04
AD 03-01 (Contra Costa)	Metro Walk	Richmond	LANGSTON ELLEN	540480122	14,817.30	67,363.00	84,637.00	152,000.00	10.26
AD 03-01 (Contra Costa)	Metro Walk	Richmond	GILLIAM KEVIN A	540480123	14,817.30	70,533.00	68,467.00	139,000.00	9.38
AD 03-01 (Contra Costa)	Metro Walk	Richmond	YOUNGHOLM PHILIP P	540480124	14,817.30	65,119.00	93,881.00	159,000.00	10.73
AD 03-01 (Contra Costa)	Metro Walk	Richmond	MANNING JIMMY M	540480125	14,817.30	85,364.00	53,636.00	139,000.00	9.38
AD 03-01 (Contra Costa)	Metro Walk	Richmond	MEDRANO RENATO A JR	540480126	14,817.30	93,347.00	58,653.00	152,000.00	10.26
AD 03-01 (Contra Costa)	Metro Walk	Richmond	NASH ANTHONY P	540480127	14,817.30	57,267.00	81,733.00	139,000.00	9.38
AD 03-01 (Contra Costa)	Metro Walk	Richmond	GEATHERS CARIN D	540480128	14,817.30	93,654.00	58,846.00	152,500.00	10.29
AD 03-01 (Contra Costa)	Metro Walk	Richmond	TEODORO JOSEFINO D JR	540480129	14,817.30	68,947.00	90,053.00	159,000.00	10.73
AD 03-01 (Contra Costa)	Metro Walk	Richmond	REN TERESA H	540480130	14,817.30	93,347.00	58,653.00	152,000.00	10.26
AD 03-01 (Contra Costa)	Metro Walk	Richmond	MESFEN FABEN	540480131	14,817.30	93,654.00	58,846.00	152,500.00	10.29
AD 03-01 (Contra Costa)	Metro Walk	Richmond	MAYO GERMAIN	540480132	14,817.30	67,852.00	91,148.00	159,000.00	10.73
AD 03-01 (Placer)	Sterling Pointe	Lincoln	MAHSTERLING POINTE LLC	330180026000	51,208.89	275,000.00	780,000.00	1,055,000.00	20.60
AD 03-01 (Placer)	Sterling Pointe	Lincoln	MAHSTERLING POINTE LLC	330180027000	60,973.12	280,000.00	1,605,000.00	1,885,000.00	30.92
AD 03-01 (Placer)	Sterling Pointe	Lincoln	MAHSTERLING POINTE LLC	330180028000	127,915.62	835,000.00	2,100,000.00	2,935,000.00	22.94
AD 03-01 (Placer)	Sterling Pointe	Lincoln	RALEYS	330180029000	261,967.15	2,500,000.00	6,000,000.00	8,500,000.00	32.45
AD 03-01 (Placer)	Sterling Pointe	Lincoln	MAHSTERLING POINTE LLC	330180030000	105,052.84	575,000.00	1,840,000.00	2,415,000.00	22.99
AD 03-01 (Placer)	Sterling Pointe	Lincoln	MAHSTERLING POINTE LLC	330180031000	43,150.21	320,000.00	1,270,000.00	1,590,000.00	36.85
AD 03-01 (Placer)	Sterling Pointe	Lincoln	PACIFICAGSPT LLC	330180032000	33,897.64	255,000.00	995,000.00	1,250,000.00	36.88
AD 03-01 (Placer)	Sterling Pointe	Lincoln	MAHSTERLING POINTE LLC	330180034000	72,485.52	495,000.00	995,000.00	1,490,000.00	20.56
AD 03-01 (Placer)	Sterling Pointe	Lincoln	GIBSON DREW TRUSTEE	330180035000	59,693.96	450,000.00	740,000.00	1,190,000.00	19.94
AD 03-01 (Placer)	Sterling Pointe	Lincoln	MAHSTERLING POINTE LLC	330180038000	36,669.14	330,000.00	1,025,000.00	1,355,000.00	36.95
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	WONG CARL	104490010	14,385.20	77,112.00	179,928.00	257,040.00	17.87
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	TAY GRACE BENG YEN	104490020	14,385.20	236,000.00	551,000.00	787,000.00	54.71
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHEN THOMAS	104490030	14,385.20	184,982.00	431,625.00	616,607.00	42.86
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	YU JIMMY J	104490040	14,385.20	195,772.00	456,803.00	652,575.00	45.36
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHAN NANCY LAI	104490050	14,385.20	244,800.00	571,200.00	816,000.00	56.72
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	SHIH YIN H	104490060	14,385.20	238,500.00	558,000.00	796,500.00	55.37
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	KOUTSOFTAS DEMETRIOUS	104490070	14,385.20	236,000.00	551,000.00	787,000.00	54.71
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	HUANG PAUL	104490080	14,385.20	238,500.00	558,000.00	796,500.00	55.37
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	FU HSIAO CHENG	104490090	14,385.20	195,500.00	457,000.00	652,500.00	45.36
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LUI SIMON	104490100	14,385.20	195,500.00	457,000.00	652,500.00	45.36
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	PENG JOY	104490110	14,385.20	215,500.00	504,500.00	720,000.00	50.05
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	VENOOK STUART IRA TR	104490120	14,385.20	238,500.00	558,000.00	796,500.00	55.37

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<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHOI FATIMA TR	104500010	14,385.20	256,000.00	598,000.00	854,000.00	59.37
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	HORNG JYH CHAU	104500020	14,385.20	253,000.00	591,500.00	844,500.00	58.71
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	ZHANG PEI CHUN	104500030	14,385.20	194,231.00	453,206.00	647,437.00	45.01
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHANG LI-CHUAN K TR	104500040	14,385.20	194,000.00	454,000.00	648,000.00	45.05
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	THAI TRINH THUAN TR	104500050	14,385.20	244,500.00	571,500.00	816,000.00	56.72
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LI HUAIXI	104500060	14,385.20	250,920.00	585,480.00	836,400.00	58.14
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	TANG WILLIAM WAI KIN	104500070	14,385.20	256,000.00	598,000.00	854,000.00	59.37
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHAN MARIO H TR	104500080	14,385.20	253,000.00	591,500.00	844,500.00	58.71
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	HSIUNG GRACE TR	104500090	14,385.20	192,500.00	450,500.00	643,000.00	44.70
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	FERRIS PHYLLIS	104500100	14,385.20	215,500.00	504,500.00	720,000.00	50.05
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	WANG LI CHUAN	104500110	14,385.20	244,500.00	571,500.00	816,000.00	56.72
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	NAKAMURA KAZUO	104500120	14,385.20	253,000.00	591,500.00	844,500.00	58.71
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LIU VICTOR	104500130	14,385.20	259,000.00	605,000.00	864,000.00	60.06
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHEN MENG-HSIU TR	104500140	14,385.20	256,000.00	598,000.00	854,000.00	59.37
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	HORNG JYH CHAU	104500150	14,385.20	205,500.00	480,500.00	686,000.00	47.69
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LEE CLIFTON SHAO MING	104500160	14,385.20	213,000.00	497,000.00	710,000.00	49.36
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LEUNG ROBINSON KUO-BIAO TR	104500170	14,385.20	256,000.00	598,000.00	854,000.00	59.37
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	HORNG JYH-CHAU	104500180	14,385.20	256,000.00	598,000.00	854,000.00	59.37
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LAU CATHERINE	104510010	14,385.20	253,425.00	591,326.00	844,751.00	58.72
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LANDSKRON CONNIE	104510020	14,385.20	231,227.00	539,532.00	770,759.00	53.58
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CLEMENT CAPITAL LLC	104510030	14,385.20	200,397.00	467,594.00	667,991.00	46.44
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	PAGNIER PHILIPPE	104510040	14,385.20	194,000.00	454,000.00	648,000.00	45.05
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	QUAN MIKE CHING WU	104510050	14,385.20	238,997.00	557,660.00	796,657.00	55.38
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	VYSOCHIN VITALIY	104510060	14,385.20	262,058.00	611,469.00	873,527.00	60.72
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	TRINH MARK L	104510070	14,385.20	255,275.00	595,643.00	850,918.00	59.15
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	WU WAY-CHEN	104510080	14,385.20	246,334.00	574,781.00	821,115.00	57.08
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	HEGARTY RICHARD C TR	104510090	14,385.20	207,611.00	484,427.00	692,038.00	48.11
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	PENG JOANNA	104510100	14,385.20	181,000.00	423,500.00	604,500.00	42.02
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	DEMAREST LLC	104510110	14,385.20	256,000.00	598,000.00	854,000.00	59.37
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	AU HO-NIEN	104510120	14,385.20	239,398.00	558,594.00	797,992.00	55.47
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHEN JOSEPH T H TR	104510130	14,385.20	246,643.00	575,500.00	822,143.00	57.15
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LAN SHU-LIN	104510140	14,385.20	205,000.00	479,000.00	684,000.00	47.55
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHEUNG JENNY WAJIT	104510150	14,385.20	197,000.00	460,500.00	657,500.00	45.71
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	WU TIN-WAI	104510160	14,385.20	197,000.00	460,500.00	657,500.00	45.71
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LUM STEVEN K TR	104510170	14,385.20	254,350.00	593,484.00	847,834.00	58.94
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LING ALVIN LICHUNG TR	104510180	14,385.20	234,310.00	546,725.00	781,035.00	54.29
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LEUNG SING TR	104510190	14,385.20	274,390.00	640,244.00	914,634.00	63.58
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	HSU CAROLYN	104510200	14,385.20	238,347.00	556,146.00	794,493.00	55.23
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHEN KUANCHIH	104510210	14,385.21	205,500.00	480,500.00	686,000.00	47.69
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	SUNG HUA-WEI	104510220	14,385.21	222,594.00	519,389.00	741,983.00	51.58
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LEE RUSSELL	104510230	14,385.21	268,224.00	625,856.00	894,080.00	62.15
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	YU JOHN WEN PING TR	104510240	14,385.21	246,916.00	576,139.00	823,055.00	57.22
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	GEE ANITA S TR	104510250	14,385.21	249,109.00	581,255.00	830,364.00	57.72
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	PHONSOMBAT VIRA TR	104510260	14,385.21	212,500.00	497,500.00	710,000.00	49.36
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	QUAN HENRY	104510270	14,385.21	57,918.00	107,591.00	165,509.00	11.51
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	KIM ALEX	104520010	14,385.21	214,000.00	501,000.00	715,000.00	49.70
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	HOTCHKIN DAVID A TR	104520020	14,385.21	336,036.00	336,036.00	672,072.00	46.72
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	KWONG JOSEPH WAH	104520030	14,385.21	113,953.00	265,893.00	379,846.00	26.41
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	WU EMILY KOO	104520040	14,385.21	224,500.00	525,500.00	750,000.00	52.14
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHAMIZO ANNA K	104520050	14,385.21	113,953.00	265,893.00	379,846.00	26.41
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	LAU SHIU MING	104520060	14,385.21	113,953.00	265,893.00	379,846.00	26.41
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	HU HAN	104520070	14,385.21	113,953.00	265,893.00	379,846.00	26.41
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	HUANG EVA YAN	104520080	14,385.21	113,953.00	265,893.00	379,846.00	26.41
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	KWAK EDWARD	104520090	14,385.21	113,953.00	265,893.00	379,846.00	26.41
AD 03-01 (San Mateo)	Glenborough/ Pauls	-	CHANG STEVE TIEN SHOU	104520100	14,385.21	215,500.00	504,500.00	720,000.00	50.05

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<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 03-01 (San Mateo)	Glenborough/ Pauls		- MEUSER PAMELA JEAN	104520110	14,385.21	214,000.00	501,000.00	715,000.00	49.70
AD 03-01 (San Mateo)	Glenborough/ Pauls		- KIM KAPSIK	104520120	14,385.21	215,500.00	504,500.00	720,000.00	50.05
AD 03-01 (San Mateo)	Glenborough/ Pauls		- ALPERIN ALLA TR	104520130	14,385.21	214,000.00	501,000.00	715,000.00	49.70
AD 03-01 (San Mateo)	Glenborough/ Pauls		- LIU EMILY	104520140	14,385.21	215,000.00	503,000.00	718,000.00	49.91
AD 03-01 (San Mateo)	Glenborough/ Pauls		- THEAN WOOL K	104520150	14,385.21	113,953.00	265,893.00	379,846.00	26.41
AD 03-01 (San Mateo)	Glenborough/ Pauls		- GRAND PROPERTIES INVESTMENT LLC	104520160	14,385.21	215,500.00	504,500.00	720,000.00	50.05
AD 03-01 (San Mateo)	Glenborough/ Pauls		- LEUNG JOSEPH	104520170	14,385.21	152,382.00	272,616.00	424,998.00	29.54
AD 03-01 (San Mateo)	Glenborough/ Pauls		- TSE TOMMY YIU LEUNG	104520180	14,385.21	113,953.00	265,893.00	379,846.00	26.41
AD 03-01 (San Mateo)	Glenborough/ Pauls		- BENEDIK TANYA	104520190	14,385.21	113,953.00	265,893.00	379,846.00	26.41
AD 03-01 (San Mateo)	Glenborough/ Pauls		- MANZI DAVID S	104520200	14,385.21	205,500.00	480,500.00	686,000.00	47.69
AD 03-01 (San Mateo)	Glenborough/ Pauls		- NG IRIS SHUN-YING	104520210	14,385.21	113,953.00	265,893.00	379,846.00	26.41
AD 03-01 (San Mateo)	Glenborough/ Pauls		- VIRI VICKI	104520220	14,385.21	224,500.00	525,500.00	750,000.00	52.14
AD 03-01 (San Mateo)	Glenborough/ Pauls		- HOU JANIE CHING-YI	104520230	14,385.21	214,000.00	501,000.00	715,000.00	49.70
AD 03-01 (San Mateo)	Glenborough/ Pauls		- SONG HYOSOOK	104520240	14,385.21	212,500.00	497,500.00	710,000.00	49.36
AD 03-01 (San Mateo)	Glenborough/ Pauls		- ELF REALTY CORPORATION	104520250	70,694.49	1,568,623.00	3,083,392.00	4,652,015.00	65.80
AD 03-01 (San Mateo)	Glenborough/ Pauls		- HARRELL JEANETTE MERCEDES TR	104530010	14,385.21	44,857.00	59,763.00	104,620.00	7.27
AD 03-01 (San Mateo)	Glenborough/ Pauls		- CHIA PAUL S TR	104530020	14,385.21	215,000.00	503,000.00	718,000.00	49.91
AD 03-01 (San Mateo)	Glenborough/ Pauls		- HOU REX TAI-HSING	104530030	14,385.21	205,500.00	480,500.00	686,000.00	47.69
AD 03-01 (San Mateo)	Glenborough/ Pauls		- VILLAREAL MARIA TERESA	104530040	14,385.21	215,500.00	504,500.00	720,000.00	50.05
AD 03-01 (San Mateo)	Glenborough/ Pauls		- SUGIMOTO MIKE MASAO TR	104530050	14,385.21	206,856.00	482,664.00	689,520.00	47.93
AD 03-01 (San Mateo)	Glenborough/ Pauls		- LEE TING KWEI TR	104530060	14,385.21	215,812.00	503,562.00	719,374.00	50.01
AD 03-01 (San Mateo)	Glenborough/ Pauls		- CHUANG DENNIS YAO-MIN	104530070	14,385.21	205,500.00	480,500.00	686,000.00	47.69
AD 03-01 (San Mateo)	Glenborough/ Pauls		- WONG JANET HOI SHAN	104530080	14,385.21	215,812.00	503,562.00	719,374.00	50.01
AD 03-01 (San Mateo)	Glenborough/ Pauls		- CHENG BENJAMIN	104530090	14,385.21	205,500.00	480,500.00	686,000.00	47.69
AD 03-01 (San Mateo)	Glenborough/ Pauls		- LAW HON HUNG	104530100	14,385.21	215,500.00	504,500.00	720,000.00	50.05
AD 03-01 (San Mateo)	Glenborough/ Pauls		- HSIA SHIUN-YI	104530110	14,385.21	224,910.00	524,790.00	749,700.00	52.12
AD 03-01 (San Mateo)	Glenborough/ Pauls		- LIN SUHWA TR	104530120	14,385.21	380,734.00	380,734.00	761,468.00	52.93
AD 03-01 (San Mateo)	Glenborough/ Pauls		- LEE LORRAINE SUSAN TR	104530130	14,385.21	214,000.00	501,000.00	715,000.00	49.70
AD 03-01 (San Mateo)	Glenborough/ Pauls		- MILLBRAE CONDO LLC	104530140	14,385.21	215,000.00	503,000.00	718,000.00	49.91
AD 03-01 (San Mateo)	Glenborough/ Pauls		- YAN KEVIN KAY LOP	104530150	14,385.21	220,437.00	514,353.00	734,790.00	51.08
AD 03-01 (San Mateo)	Glenborough/ Pauls		- WONG TONY	104530160	14,385.21	215,500.00	504,500.00	720,000.00	50.05
AD 03-01 (San Mateo)	Glenborough/ Pauls		- LIN YU-TING	104530170	14,385.21	215,500.00	504,500.00	720,000.00	50.05
AD 03-01 (San Mateo)	Glenborough/ Pauls		- LAI JASON LOUIS	104530180	14,385.21	207,000.00	484,000.00	691,000.00	48.04
AD 03-01 (San Mateo)	Glenborough/ Pauls		- FONG KUEY TR	104530190	14,385.21	209,148.00	488,014.00	697,162.00	48.46
AD 03-01 (San Mateo)	Glenborough/ Pauls		- CHENG VEN-JIM KATHRYN	104530200	14,385.21	215,500.00	504,500.00	720,000.00	50.05
AD 03-01 (San Mateo)	Glenborough/ Pauls		- ZEMIN & MIN LLC	104530210	14,385.21	184,543.00	430,602.00	615,145.00	42.76
AD 03-01 (San Mateo)	Glenborough/ Pauls		- PALANCA CARLOS III	104530220	14,385.21	215,500.00	504,500.00	720,000.00	50.05
AD 03-01 (San Mateo)	Glenborough/ Pauls		- HOM JEAN L TR	104530230	14,385.21	214,000.00	501,000.00	715,000.00	49.70
AD 03-01 (San Mateo)	Glenborough/ Pauls		- NIEH PINGHIGH MICHAEL TR	104530240	14,385.21	212,500.00	497,500.00	710,000.00	49.36
AD 03-01 (Ventura)	Big T/ Freightliner	Oxnard	FREDERIKSEN TORBEN & ADRIENNE J	2160151375	163,385.09	1,641,199.00	2,194,853.00	3,836,052.00	23.48
Total					5,319,999.88	41,858,166.00	92,296,041.00	134,154,207.00	25.22

Source: Contra Costa County, Placer County, San Mateo County, and Ventura County Secured Property Roll as compiled by Willdan Financial Services between July and September 2012.
The value to lien calculation is now based solely upon the assessed valuations provided by the County secured rolls. Appraised values are not taken into consideration.

CERTIFICATE OF CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

The undersigned hereby states and certifies that:

1. I am the duly appointed, qualified and acting Member of the Commission of the California Statewide Communities Development Authority (the "Authority") and am familiar with the facts herein certified, and am authorized to certify the same on behalf of the Authority. All capitalized terms used and not otherwise defined herein shall have the meanings ascribed thereto in the Trust Agreement dated as of October 1, 2003.

2. This Certificate is being provided in connection with the Continuing Disclosure Annual Report of the Authority for the Fiscal Year Ended June 30, 2012 (the "Annual Report") being delivered on the date hereof by the Authority pursuant to the certain Continuing Disclosure Agreement, dated October 23, 2003 (the "Disclosure Agreement"), executed and delivered by the California Statewide Communities Development Authority in connection with the \$6,270,000 Statewide Community Infrastructure Program Revenue Bonds, Series 2003A (the "Bonds").

3. Unless otherwise stated in the Annual Report or previously provided notice for, for the past fiscal year, there have been: (a) no principal and interest payment delinquencies with respect to the Bonds; (b) no non-payment related defaults; (c) no modifications to the rights of Bondholders; (d) no optional, contingent, or unscheduled Bond calls; (e) no defeasances of any Bonds; (f) no rating changes; (g) no adverse tax opinions or events affecting the tax-exempt status of the Bonds; (h) no unscheduled draws on debt service reserves reflecting financial difficulties; (i) no unscheduled draws on credit enhancements reflecting financial difficulties; (j) no substitution of credit or liquidity providers, or their failure to perform; (k) no releases, substitutions or sales of property securing repayment of the Bonds.

4. The statements and information contained in the Annual Report are true, correct and complete in all material respects, and as of the date hereof the Annual Report does not contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary in order to make the statements therein, in the light of the circumstances under which they were made, not misleading.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

By: _____

Member of the Commission of the
California Statewide Communities Development Authority

\$3,590,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2004A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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2. Certificate of California Statewide Communities Development Authority.

\$3,590,000

**CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2004A**

**CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012**

\$3,590,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2004A

CONTINUING DISCLOSURE ANNUAL REPORT
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CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
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I. INTRODUCTION

Pursuant to the following Continuing Disclosure Agreement, dated December 8, 2004 (the “Disclosure Agreement”), the California Statewide Communities Development Authority (the “Authority”) hereby provides its continuing disclosure annual report for the fiscal year ended June 30, 2012 (the “Annual Report”) in connection with the following bond issue.

Bond Issues

This Annual Report is being provided in connection with the \$3,590,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2004A (the “Bonds”).

Each maturity of the Bonds is identified by the corresponding CUSIP Number set forth below:

<u>Maturity Date</u>	<u>CUSIP</u>
September 2, 2013	13078YBP9
September 2, 2014	13078YBQ7
September 2, 2015	13078YBR5
September 2, 2016	13078YBS3
September 2, 2017	13078YBT1
September 2, 2018	13078YBU8
September 2, 2019	13078YBV6
September 2, 2020	13078YBW4
September 2, 2024	13078YBX2
September 2, 2029	13078YBYO
September 2, 2034	13078YBZ7

Note: The CUSIP Numbers above are provided for the convenience of Bondholders. The Authority is not responsible for the accuracy or completeness of such numbers.

Other Matters

This Annual Report is provided solely pursuant to the Disclosure Agreement. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial, operating or other information about the Authority or the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the fiscal year to which this Annual Report relates (other than as contained in this Annual Report), or any other date specified with respect to any of the information contained in this Annual Report, or that no other information exists, which may have a bearing on the security for the Bonds, or an investor’s decision to buy, sell, or hold the Bonds. The information contained in this Annual Report has been obtained from sources which are believed to be reliable. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the Authority.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

II. AGGREGATE OUTSTANDING LOCAL OBLIGATIONS AND COMBINED DEBT SERVICE

The table below identifies the aggregate amount of principal outstanding and the remaining debt service schedule after the September 2, 2012 debt service payment.

Date	Coupon	Principal Amount	Interest	Debt Service
03/02/13			81,910	81,910
09/02/13	4.300%	75,000	81,910	156,910
03/02/14			80,298	80,298
09/02/14	4.400%	80,000	80,298	160,298
03/02/15			78,538	78,538
09/02/15	4.550%	80,000	78,538	158,538
03/02/16			76,718	76,718
09/02/16	4.700%	85,000	76,718	161,718
03/02/17			74,720	74,720
09/02/17	4.850%	90,000	74,720	164,720
03/02/18			72,538	72,538
09/02/18	5.000%	95,000	72,538	167,538
03/02/19			70,163	70,163
09/02/19	5.100%	95,000	70,163	165,163
03/02/20			67,740	67,740
09/02/20	5.200%	105,000	67,740	172,740
03/02/21			65,010	65,010
09/02/21	5.600%	110,000	65,010	175,010
03/02/22			61,930	61,930
09/02/22	5.600%	115,000	61,930	176,930
03/02/23			58,710	58,710
09/02/23	5.600%	125,000	58,710	183,710
03/02/24			55,210	55,210
09/02/24	5.600%	130,000	55,210	185,210
03/02/25			51,570	51,570
09/02/25	5.750%	140,000	51,570	191,570
03/02/26			47,545	47,545
09/02/26	5.750%	145,000	47,545	192,545
03/02/27			43,376	43,376
09/02/27	5.750%	155,000	43,376	198,376
03/02/28			38,920	38,920
09/02/28	5.750%	165,000	38,920	203,920
03/02/29			34,176	34,176
09/02/29	5.750%	175,000	34,176	209,176
03/02/30			29,145	29,145
09/02/30	5.800%	180,000	29,145	209,145
03/02/31			23,925	23,925
09/02/31	5.800%	190,000	23,925	213,925
03/02/32			18,415	18,415
09/02/32	5.800%	200,000	18,415	218,415
03/02/33			12,615	12,615
09/02/33	5.800%	215,000	12,615	227,615
03/02/34			6,380	6,380
09/02/34	5.800%	220,000	6,380	226,380
		<u>\$2,970,000</u>	<u>\$2,299,100</u>	<u>\$5,269,100</u>

III. RESERVE FUND REQUIREMENT AND BALANCE

The Reserve Requirement for the Bonds is equal to the maximum annual debt service on the Bonds. The table below represents the Reserve Requirement after the September 2, 2012 debt service payment on the Bonds and the reserve fund balance.

<u>Account</u>	<u>Reserve Fund Requirement</u>	<u>Balance as of September 2, 2012</u>
Reserve Account	\$240,395.00	\$236,270.96

The Authority has previously posted with the Municipal Securities Rulemaking Board's ("MSRB") on its Electronic Municipal Market Access system ("EMMA") event notices relating to various unscheduled draws on the debt service reserve fund.

IV. DELINQUENCY INFORMATION

The information below identifies the amount, percentage, and number of parcels delinquent as of June 30, 2012 with respect to each County. In addition, the parcel number, owner, amount delinquent, due date, and status of foreclosure will be provided below with respect to any owner of the delinquent parcels holding land representing more than 5% of the assessment lien securing the Local Obligations.

- A. **Assessment District 04-01 for the County of Contra Costa:** No delinquencies as of the fiscal year ended June 30, 2012
- B. **Assessment District 04-01 for the County of Napa:** No delinquencies as of the fiscal year ended June 30, 2012
- C. **Assessment District 04-01 for the County of Placer:** A delinquent parcel owner holds land subject to more than 5% of the assessment liens securing the Local Obligations within the County of Placer. The table below is a summary of the all delinquencies within the County of Placer.

<u>Installment</u>	<u>Delinquency Amount</u>	<u>Levy per Installment</u>	<u>Delinquency Percentage of Total Levy</u>	<u>Number of Parcels Delinquent</u>
2010-11 - 1st	\$8,464.42	\$59,937.44	14.12%	4
2010-11 - 2nd	\$10,197.16	\$59,937.44	17.01%	5
Total	\$18,661.58	\$119,874.88	15.57%	

Record owner holding delinquent parcels representing more than 5% of assessment liens securing the Local Obligations within the County of Placer: **PETERSON DENNIS ROY & GAYLE MELINDA TR.**

Parcel Number	Delinquency Amount	Penalty Amount	Interest Amount	Delinquent Installment Date	Foreclosure Status
330-190-005-000	\$1,732.74	\$173.27	\$415.84	04/10/2011	None
330-190-007-000	\$2,378.23	\$237.82	\$570.17	12/10/2010	None
330-190-007-000	\$2,378.23	\$237.82	\$570.17	04/10/2011	None
330-190-008-000	\$1,996.96	\$199.70	\$479.20	12/10/2010	None
330-190-008-000	\$1,996.96	\$199.70	\$479.20	04/10/2011	None
	\$10,483.12	\$1,048.31	\$2,514.58		

D. **Assessment District 04-01 for the County of Sacramento:** No delinquencies as of the fiscal year ended June 30, 2012

V. MASTER PARCEL TABLE - SERIES 2004A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 04-01 (Contra Costa)	Ecowater Systems/Tamayo	Brentwood	EAGLE PEAK INVESTMENTS LLC	018200012	110,382.96	295,300.00	904,700.00	1,200,000.00	10.87
AD 04-01 (Contra Costa)	Ecowater Systems/Tamayo	Brentwood	SUNSET INDUSTRIAL PARK LLC	018200025	92,385.62	229,000.00	1,008,000.00	1,237,000.00	13.39
AD 04-01 (Contra Costa)	-	-	SUNSET INDUSTRIAL PARK LLC	018200033	184,771.26	322,000.00	1,244,400.00	1,566,400.00	8.48
AD 04-01 (Napa)	Wine Country Hotels	Napa	KD PROPERTIES INC	044250031000	35,482.78	415,000.00	850,000.00	1,265,000.00	35.65
AD 04-01 (Napa)	Wine Country Hotels	Napa	KD PROPERTIES INC	044250032000	50,165.31	435,000.00	50,000.00	485,000.00	9.67
AD 04-01 (Napa)	-	-	MERITAGE RESORT LLC	046620017000	962,289.69	6,011,931.00	56,520,115.00	62,532,046.00	64.98
AD 04-01 (Placer)	Golden State CollisionCenters	Lincoln	FINKELSTEIN COMMERCIAL PROPERTIES LLC	008240027000	90,234.90	135,000.00	400,000.00	535,000.00	5.93
AD 04-01 (Placer)	Roseville Carpet One Whse	Roseville	MANN EARL W ET AL	014431007000	22,559.99	100,000.00	405,000.00	505,000.00	22.38
AD 04-01 (Placer)	-	-	711 STERLING PARKWAY LLC	330190002000	46,230.09	481,864.00	748,427.00	1,230,291.00	26.61
AD 04-01 (Placer)	-	-	NIPOTI LP	330190003000	44,002.13	420,000.00	990,000.00	1,410,000.00	32.04
AD 04-01 (Placer)	-	-	NIPOTI LP	330190004000	28,406.44	270,000.00	670,000.00	940,000.00	33.09
AD 04-01 (Placer)	-	-	PETERSON DENNIS ROY & GAYLE MELINDA TR	330190005000	40,103.21	411,072.00	380,241.00	791,313.00	19.73
AD 04-01 (Placer)	-	-	LATHAM ALLEN S & LEE ANN	330190006000	34,533.32	320,000.00	450,000.00	770,000.00	22.30
AD 04-01 (Placer)	-	-	PETERSON DENNIS ROY & GAYLE MELINDA TR & REVOCA	330190007000	54,584.92	300,000.00	-	300,000.00	5.50
AD 04-01 (Placer)	-	-	PETERSON DENNIS ROY & GAYLE MELINDA TR	330190008000	45,673.10	290,000.00	-	290,000.00	6.35
AD 04-01 (Placer)	-	-	JACUZZI DANIEL C ET AL	330190010000	72,408.57	680,000.00	1,430,000.00	2,110,000.00	29.14
AD 04-01 (Placer)	-	-	LINCOLN PARTNERS LLC	330190011000	38,432.24	355,000.00	1,105,000.00	1,460,000.00	37.99
AD 04-01 (Placer)	-	-	CONRAD ETHAN & SFC LEASING LP	330190012000	22,279.56	153,000.00	377,400.00	530,400.00	23.81
AD 04-01 (Placer)	-	-	CONRAD ETHAN & SFC LEASING LP	330190013000	31,748.37	234,600.00	479,400.00	714,000.00	22.49
AD 04-01 (Placer)	-	-	STERLING POINT PARTNERS LLC	330190014000	25,621.50	225,000.00	395,000.00	620,000.00	24.20
AD 04-01 (Placer)	-	-	STERLING POINT PARTNERS LLC	330190015000	21,722.57	190,000.00	500,000.00	690,000.00	31.76
AD 04-01 (Placer)	-	-	NRE98 LLC	330190021000	43,445.14	250,000.00	-	250,000.00	5.75
AD 04-01 (Placer)	-	-	EMPIRE WEST STERLING LLC	330190022000	50,129.01	300,000.00	-	300,000.00	5.98
AD 04-01 (Placer)	-	-	J T ROSEVILLE PROPERTY LLC	363020055000	155,492.17	785,000.00	695,000.00	1,480,000.00	9.52
AD 04-01 (Placer)	-	-	916 PLEASANT GROVE BLVD LLC	363020056000	173,840.28	1,050,000.00	1,900,000.00	2,950,000.00	16.97
AD 04-01 (Placer)	-	-	CASATA LP	363020057000	118,510.48	625,000.00	1,625,000.00	2,250,000.00	18.99
AD 04-01 (Placer)	-	-	GHATAN ROBERT B TTEE	363020058000	97,604.15	565,000.00	585,000.00	1,150,000.00	11.78
AD 04-01 (Placer)	-	-	CASATA LP	363020059000	111,594.25	575,000.00	650,000.00	1,225,000.00	10.98
AD 04-01 (Sacramento)	Fite Development	Elk Grove	HUFT BRIAN/KANDRA	13406400260000	12,426.13	76,500.00	270,300.00	346,800.00	27.91
AD 04-01 (Sacramento)	Fite Development	Elk Grove	RSBP INVESTMENTS PARTNERSHIP	13406400270000	15,412.82	157,758.00	508,092.00	665,850.00	43.20
AD 04-01 (Sacramento)	Fite Development	Elk Grove	LAI ALICE C B X/JIANFENG XIE	13406400280000	13,274.20	128,459.00	262,058.00	390,517.00	29.42
AD 04-01 (Sacramento)	Fite Development	Elk Grove	BANK OF THE WEST	13406400290000	10,729.98	119,677.00	421,970.00	541,647.00	50.48
AD 04-01 (Sacramento)	Fite Development	Elk Grove	IRONROCK LLC	13406400300000	13,274.20	135,998.00	306,812.00	442,810.00	33.36
AD 04-01 (Sacramento)	Fite Development	Elk Grove	ALARHABI AHMED	13406400310000	10,729.98	109,885.00	406,909.00	516,794.00	48.16
AD 04-01 (Sacramento)	Fite Development	Elk Grove	IMMOOS FRANK T/KELLY J	13406400320000	13,274.20	159,999.00	479,998.00	639,997.00	48.21
AD 04-01 (Sacramento)	Fite Development	Elk Grove	BENOIT EDWARD/ROXY/ONE IRONROCK LLC	13406400330000	10,729.98	109,885.00	396,029.00	505,914.00	47.15
AD 04-01 (Sacramento)	Fite Development	Elk Grove	BENDER DAVID A/PATRICIA A	13406400340000	20,943.75	215,421.00	522,236.00	737,657.00	35.22
AD 04-01 (Sacramento)	Fite Development	Elk Grove	IRON ROCK WAY LLC	13406400350000	16,924.61	174,078.00	600,188.00	774,266.00	45.75
AD 04-01 (Sacramento)	Fite Development	Elk Grove	IRON ROCK INVS LLC	13406400360000	32,632.43	205,536.00	1,079,064.00	1,284,600.00	39.37
Total					2,974,986.27	18,016,963.00	79,616,339.00	97,633,302.00	32.82

Source: Contra Costa County, Napa County, Placer County, and Sacramento County Secured Property Roll as compiled by Willdan Financial Services between July and September 2012.
The value to lien calculation is now based solely upon the assessed valuations provided by the County secured rolls. Appraised values are not taken into consideration.

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1. I am the duly appointed, qualified and acting Member of the Commission of the California Statewide Communities Development Authority (the "Authority") and am familiar with the facts herein certified, and am authorized to certify the same on behalf of the Authority. All capitalized terms used and not otherwise defined herein shall have the meanings ascribed thereto in the Trust Agreement dated as of December 1, 2004.

2. This Certificate is being provided in connection with the Continuing Disclosure Annual Report of the Authority for the Fiscal Year Ended June 30, 2012 (the "Annual Report") being delivered on the date hereof by the Authority pursuant to the certain Continuing Disclosure Agreement, dated December 8, 2004 (the "Disclosure Agreement"), executed and delivered by the California Statewide Communities Development Authority in connection with the \$3,590,000 Statewide Community Infrastructure Program Revenue Bonds, Series 2004A (the "Bonds").

3. Unless otherwise stated in the Annual Report or previously provided notice for, for the past fiscal year, there have been: (a) no principal and interest payment delinquencies with respect to the Bonds; (b) no non-payment related defaults; (c) no modifications to the rights of Bondholders; (d) no optional, contingent, or unscheduled Bond calls; (e) no defeasances of any Bonds; (f) no rating changes; (g) no adverse tax opinions or events affecting the tax-exempt status of the Bonds; (h) no unscheduled draws on debt service reserves reflecting financial difficulties; (i) no unscheduled draws on credit enhancements reflecting financial difficulties; (j) no substitution of credit or liquidity providers, or their failure to perform; (k) no releases, substitutions or sales of property securing repayment of the Bonds.

4. The statements and information contained in the Annual Report are true, correct and complete in all material respects, and as of the date hereof the Annual Report does not contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary in order to make the statements therein, in the light of the circumstances under which they were made, not misleading.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

By: _____

Member of the Commission of the
California Statewide Communities Development Authority

\$10,645,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2005A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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1. Continuing Disclosure Annual Report for the fiscal year ended June 30, 2012 of the California Statewide Communities Development Authority in connection with the \$10,645,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2005A.
2. Certificate of California Statewide Communities Development Authority.

\$10,645,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2005A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

\$10,645,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2005A

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I. INTRODUCTION

Pursuant to the following Continuing Disclosure Agreement, dated July 28, 2005 (the “Disclosure Agreement”), the California Statewide Communities Development Authority (the “Authority”) hereby provides its continuing disclosure annual report for the fiscal year ended June 30, 2012 (the “Annual Report”) in connection with the following bond issue.

Bond Issues

This Annual Report is being provided in connection with the \$10,645,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2005A (the “Bonds”).

Each maturity of the Bonds is identified by the corresponding CUSIP Number set forth below:

<u>Maturity Date</u>	<u>CUSIP</u>
September 2, 2013	13078YCH6
September 2, 2014	13078YCJ2
September 2, 2015	13078YCK9
September 2, 2016	13078YCL7
September 2, 2017	13078YCM5
September 2, 2018	13078YCN3
September 2, 2019	13078YCP8
September 2, 2020	13078YCQ6
September 2, 2025	13078YCR4
September 2, 2035	13078YCS2

Note: The CUSIP Numbers above are provided for the convenience of Bondholders. The Authority is not responsible for the accuracy or completeness of such numbers.

Other Matters

This Annual Report is provided solely pursuant to the Disclosure Agreement. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial, operating or other information about the Authority or the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the fiscal year to which this Annual Report relates (other than as contained in this Annual Report), or any other date specified with respect to any of the information contained in this Annual Report, or that no other information exists, which may have a bearing on the security for the Bonds, or an investor’s decision to buy, sell, or hold the Bonds. The information contained in this Annual Report has been obtained from sources which are believed to be reliable. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the Authority.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

II. AGGREGATE OUTSTANDING LOCAL OBLIGATIONS AND COMBINED DEBT SERVICE

The table below identifies the aggregate amount of principal outstanding and the remaining debt service schedule after the September 2, 2012 debt service payment.

Date	Coupon	Principal Amount	Interest	Debt Service
03/02/13			237,066	237,066
09/02/13	4.400%	220,000	237,066	457,066
03/02/14			232,226	232,226
09/02/14	4.550%	230,000	232,226	462,226
03/02/15			226,993	226,993
09/02/15	4.650%	240,000	226,993	466,993
03/02/16			221,413	221,413
09/02/16	4.750%	255,000	221,413	476,413
03/02/17			215,357	215,357
09/02/17	4.875%	265,000	215,357	480,357
03/02/18			208,898	208,898
09/02/18	5.000%	275,000	208,898	483,898
03/02/19			202,023	202,023
09/02/19	5.000%	285,000	202,023	487,023
03/02/20			194,898	194,898
09/02/20	5.000%	300,000	194,898	494,898
03/02/21			187,398	187,398
09/02/21	5.200%	320,000	187,398	507,398
03/02/22			179,078	179,078
09/02/22	5.200%	335,000	179,078	514,078
03/02/23			170,368	170,368
09/02/23	5.200%	350,000	170,368	520,368
03/02/24			161,268	161,268
09/02/24	5.200%	370,000	161,268	531,268
03/02/25			151,648	151,648
09/02/25	5.200%	390,000	151,648	541,648
03/02/26			141,508	141,508
09/02/26	5.350%	410,000	141,508	551,508
03/02/27			130,540	130,540
09/02/27	5.350%	435,000	130,540	565,540
03/02/28			118,904	118,904
09/02/28	5.350%	460,000	118,904	578,904
03/02/29			106,599	106,599
09/02/29	5.350%	485,000	106,599	591,599
03/02/30			93,625	93,625
09/02/30	5.350%	510,000	93,625	603,625
03/02/31			79,983	79,983
09/02/31	5.350%	540,000	79,983	619,983
03/02/32			65,538	65,538
09/02/32	5.350%	565,000	65,538	630,538
03/02/33			50,424	50,424
09/02/33	5.350%	600,000	50,424	650,424
03/02/34			34,374	34,374
09/02/34	5.350%	625,000	34,374	659,374
03/02/35			17,655	17,655
09/02/35	5.350%	660,000	17,655	677,655
		<u>\$9,125,000</u>	<u>\$6,855,554</u>	<u>\$15,980,554</u>

III. RESERVE FUND REQUIREMENT AND BALANCE

The Reserve Requirement for the Bonds is equal to the maximum annual debt service on the Bonds. The table below represents the Reserve Requirement after the September 2, 2012 debt service payment on the Bonds and the reserve fund balance.

<u>Account</u>	<u>Reserve Fund Requirement</u>	<u>Balance as of September 2, 2012</u>
Reserve Account	\$693,700.01	\$691,210.08

The Authority has previously posted with the Municipal Securities Rulemaking Board's ("MSRB") on its Electronic Municipal Market Access system ("EMMA") event notices relating to various unscheduled draws on the debt service reserve fund.

IV. DELINQUENCY INFORMATION

The information below identifies the amount, percentage, and number of parcels delinquent as of June 30, 2012 with respect to each County. In addition, the parcel number, owner, amount delinquent, due date, and status of foreclosure will be provided below with respect to any owner of the delinquent parcels holding land representing more than 5% of the assessment lien securing the Local Obligation.

- A. **Assessment District 05-01 for the County of Contra Costa:** None of the delinquent parcel owners hold land subject to more than 5% of the assessment liens securing the Local Obligations within the County of Contra Costa.

<u>Installment</u>	<u>Delinquency Amount</u>	<u>Levy per Installment</u>	<u>Delinquency Percentage of Total Levy</u>	<u>Number of Parcels Delinquent</u>
2008-09 - 1st	\$0.00	\$70,250.44	0.00%	0
2008-09 - 2nd	\$2,870.20	\$70,250.44	4.09%	1
2009-10 - 1st	\$2,894.11	\$70,655.40	4.10%	1
2009-10 - 2nd	\$2,894.11	\$70,655.40	4.10%	1
2010-11 - 1st	\$2,940.40	\$70,194.74	4.19%	1
2010-11 - 2nd	\$2,940.40	\$70,194.74	4.19%	1
2011-12 - 1st	\$2,882.44	\$69,842.25	4.13%	1
2011-12 - 2nd	\$2,882.44	\$69,842.25	4.13%	1
Total	\$20,304.10	\$561,885.66	3.61%	

- B. **Assessment District 05-01 for the County of Napa:** No delinquencies as of the fiscal year ended June 30, 2012.

- C. **Assessment District 05-01 for the County of Placer:** None of the delinquent parcel owners hold land subject to more than 5% of the assessment liens securing the Local Obligations within the County of Placer.

Installment	Delinquency Amount	Levy per Installment	Delinquency Percentage of Total Levy	Number of Parcels Delinquent
2011-12 - 1st	\$0.00	\$111,939.53	0.00%	0
2011-12 - 2nd	\$790.93	\$111,939.53	0.71%	1
Total	\$790.93	\$223,879.06	0.35%	

- D. **Assessment District 05-01 for the County of Sacramento:** No delinquencies as of the fiscal year ended June 30, 2012.

- E. **Assessment District 05-01 for the County of San Mateo:** None of the delinquent parcel owners hold land subject to more than 5% of the assessment liens securing the Local Obligations within the County of San Mateo.

Installment	Delinquency Amount	Levy per Installment	Delinquency Percentage of Total Levy	Number of Parcels Delinquent
2011-12 - 1st	\$0.00	\$128,741.00	0.00%	0
2011-12 - 2nd	\$4,899.22	\$128,741.00	3.81%	2
Total	\$4,899.22	\$257,482.00	1.90%	

V. MASTER PARCEL TABLE - SERIES 2005A BONDS

County	Project Name	City	Owner	APN	Remaining Assessment Lien	Assessed Land	Assessed Structure	Assessed Total	Value to Lien
AD 05-01 (Contra Costa)	Brentwood Medical Office	Brentwood	BRENTWOOD MEDICAL PARTNERS LLC	010010029	448,934.10	2,004,000.00	9,539,400.00	11,543,400.00	25.71
AD 05-01 (Contra Costa)	-	-	BRENTWOOD ASSISTED LIVING LLC	010010043	667,448.88	2,318,775.00	14,681,225.00	17,000,000.00	25.47
AD 05-01 (Contra Costa)	-	-	SAND CREEK BUSINESS CENTER III	016110050	127,061.49	279,000.00	1,839,800.00	2,118,800.00	16.68
AD 05-01 (Contra Costa)	-	-	SAND CREEK BUSINESS CENTER III	016110051	297,275.83	1,010,223.00	4,321,426.00	5,331,649.00	17.94
AD 05-01 (Contra Costa)	-	-	SAN CREEK BUSINESS CENTER I	016110052	127,061.49	290,000.00	2,023,200.00	2,313,200.00	18.21
AD 05-01 (Contra Costa)	Sand Creek Business Center III	Brentwood	B & M PROPERTY MANAGEMENT INC	018200027	70,878.42	297,000.00	1,085,000.00	1,382,000.00	19.50
AD 05-01 (Napa)	Napa Extended Stay	Napa	SHELL OWNERS ASSOCIATION WEST	046620015000	870,508.11	2,850,000.00	36,750,000.00	39,600,000.00	45.49
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	FORTUN DOUGLAS V & SUZZETTE K TR	011270001000	13,766.68	57,600.00	230,400.00	288,000.00	20.92
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	LAWSON EDWARD L ET AL	011270002000	13,766.68	69,500.00	207,500.00	277,000.00	20.12
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	DI SCHIAVI JOHN ET AL	011270003000	13,766.68	71,400.00	229,500.00	300,900.00	21.86
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	SAINI SUKHVINDER K	011270004000	13,766.68	71,600.00	205,400.00	277,000.00	20.12
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	BECKER JAMES P & MARIE R TR	011270005000	13,766.68	82,000.00	200,000.00	282,000.00	20.48
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	DAGDAGAN JUCARLO & CORA	011270006000	13,766.68	116,900.00	195,100.00	312,000.00	22.66
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	ROBERTS DONALD V ET AL	011270007000	13,766.68	62,300.00	214,700.00	277,000.00	20.12
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	YAPLACAP AILEEN L ET AL	011270008000	13,766.68	79,800.00	232,200.00	312,000.00	22.66
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	JANOLO JAY ALLAN ET AL	011270009000	13,766.68	77,800.00	204,200.00	282,000.00	20.48
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	DESART BRANDON & RUSHING JENNIFER	011270010000	13,766.68	65,600.00	232,400.00	298,000.00	21.65
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	VLASAK KATHRYN R & SANCHEZ SKY	011270011000	13,766.68	70,000.00	218,000.00	288,000.00	20.92
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	VENKAT CHITRA & VENKATASUBRAHAMANIAN P	011270012000	13,766.68	87,300.00	146,700.00	234,000.00	17.00
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	COQUIA RAUL S	011270013000	13,766.68	88,700.00	223,300.00	312,000.00	22.66
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	COJOCARU DRAGOS & SHARON	011270014000	13,766.68	81,600.00	205,400.00	287,000.00	20.85
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	MATTHEWS SHUA KOLATHU & JOSEPH MATHEWS KOLATHU	011270015000	13,766.68	78,000.00	234,000.00	312,000.00	22.66
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	MARTIN MELISSA & REYES JOSE G III	011270016000	13,766.68	98,300.00	213,700.00	312,000.00	22.66
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	SHARMA RAVI ANANTA	011270017000	13,766.69	74,200.00	202,800.00	277,000.00	20.12
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	SINDORF BRENT & MICHELLE CLAUDINE	011270018000	13,766.69	91,700.00	197,300.00	289,000.00	20.99
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	MCFARLING CECILIA	011270019000	13,766.69	74,100.00	159,900.00	234,000.00	17.00
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	LEAVY JOSEPH WILLIAM JR & YOSHIDA MASAMI	011270020000	13,766.69	84,100.00	203,900.00	288,000.00	20.92
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	BABIN GARY P & DEBRA V	011280002000	13,766.69	86,400.00	201,600.00	288,000.00	20.92
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	COHN VERONICA SUSAN	011280003000	13,766.69	70,000.00	194,000.00	264,000.00	19.18
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	LARSON DANIEL & KRISTIE	011280004000	13,766.69	73,900.00	208,100.00	282,000.00	20.48
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	HERNANDEZ CARLOS III & JEANETTE	011280005000	13,766.69	64,700.00	212,300.00	277,000.00	20.12
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	PETERS ROBERT J & ANGELA M	011280006000	13,766.69	49,900.00	262,100.00	312,000.00	22.66
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	PHELPS KENNETH N & JULIA	011280010000	13,766.69	60,400.00	173,600.00	234,000.00	17.00
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	HIX WALTER M III & DEBORAH L	011280011000	13,766.69	63,900.00	224,100.00	288,000.00	20.92
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	MUTSCHLER WILLIAM & VIRGINIA	011280012000	13,766.69	63,400.00	225,600.00	289,000.00	20.99
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	PHILLIPS JAMES D & PHILLIPS KATHLEEN S	011280014000	13,766.69	66,300.00	221,700.00	288,000.00	20.92
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	PHILLIPS KENNETH & MICHELLE TR	011280015000	13,766.69	59,900.00	252,100.00	312,000.00	22.66
AD 05-01 (Placer)	John Mouier Construction, Inc.	Roseville	SHERMAN CLAUDE W JR & SUSAN F	011280016000	13,766.69	67,100.00	210,900.00	278,000.00	20.19
AD 05-01 (Placer)	-	-	WHEELER JAMES K & WHEELER DEIRDRE A	011280017000	13,766.69	80,000.00	244,900.00	324,900.00	23.60
AD 05-01 (Placer)	-	-	HENDRIX JOEL	011280019000	13,766.69	84,200.00	227,800.00	312,000.00	22.66
AD 05-01 (Placer)	John Mouier Construc	-	HURRIANKO MICHAEL R ET AL	011280024000	13,766.69	55,000.00	234,000.00	289,000.00	20.99
AD 05-01 (Placer)	John Mouier Construc	-	DUNHAM PETE D & DIANA R TTEE	011280026000	13,766.69	84,200.00	208,800.00	293,000.00	21.28
AD 05-01 (Placer)	-	-	FOGGY JOHN S TR	365310001000	141,404.76	3,369,210.00	2,260,897.00	5,630,107.00	39.82
AD 05-01 (Placer)	-	-	SMURTHWAITE CHARLES	365310002000	18,926.07	204,000.00	816,000.00	1,020,000.00	53.89
AD 05-01 (Placer)	-	-	FOGGY JOHN S TR	365310003000	14,504.32	106,637.00	349,411.00	456,048.00	31.44
AD 05-01 (Placer)	-	-	FOGGY JOHN S TR	365310004000	14,504.32	106,637.00	349,411.00	456,048.00	31.44
AD 05-01 (Placer)	-	-	DD & MCB PROPERTIES LLC	365310005000	14,458.74	105,000.00	390,000.00	495,000.00	34.24
AD 05-01 (Placer)	-	-	MEINYER DENNIS R TTEE ET AL	365310006000	18,855.62	135,000.00	375,000.00	510,000.00	27.05
AD 05-01 (Placer)	-	-	TANON VICTOR S & ROBYN S TR	365310007000	18,839.05	135,000.00	500,000.00	635,000.00	33.71
AD 05-01 (Placer)	-	-	BLAKE & BAIRD LLC	365310008000	22,792.51	165,000.00	620,000.00	785,000.00	34.44
AD 05-01 (Placer)	-	-	TSE KENNETH K & JOYCE A TTEES	365310009000	18,926.07	140,000.00	510,000.00	650,000.00	34.34
AD 05-01 (Placer)	-	-	BURTON LONETREE LLC	365310010000	18,926.07	135,000.00	515,000.00	650,000.00	34.34
AD 05-01 (Placer)	-	-	SAC 6530 LLC	365310011000	14,504.32	105,000.00	395,000.00	500,000.00	20.68
AD 05-01 (Placer)	-	-	GALENA PROPERTIES LLC	365310012000	14,504.32	105,000.00	395,000.00	500,000.00	34.47
AD 05-01 (Placer)	-	-	PENNEY KATHLEEN	365310013000	14,504.32	105,000.00	395,000.00	500,000.00	34.47
AD 05-01 (Placer)	-	-	LONE TREE BUILDING 17 LLC	365310014000	18,839.05	135,000.00	495,000.00	630,000.00	33.44
AD 05-01 (Placer)	-	-	KD2 VENTURES LLC	365310015000	18,839.05	135,000.00	510,000.00	645,000.00	34.24
AD 05-01 (Placer)	-	-	CATER PAUL EUGENE TR ET AL	365310016000	18,839.05	135,000.00	510,000.00	645,000.00	34.24
AD 05-01 (Placer)	-	-	TOEBANG HOLDINGS LLC	365310017000	14,458.74	105,000.00	395,000.00	500,000.00	34.58
AD 05-01 (Placer)	-	-	KMM PROPERTIES LLC	365310018000	18,768.60	135,000.00	510,000.00	645,000.00	34.37
AD 05-01 (Placer)	-	-	GANDYMAN LLC	365310019000	18,839.05	135,000.00	510,000.00	645,000.00	34.24
AD 05-01 (Placer)	-	-	WF BUILDING MAINTENANCE CO INC	365310020000	22,858.81	161,649.00	385,001.00	546,650.00	23.91

V. MASTER PARCEL TABLE - SERIES 2005A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 05-01 (Placer)	-	-	990 RESERVE DRIVE LLC	365310021000	41,026.53	650,000.00	550,000.00	1,200,000.00	29.25
AD 05-01 (Placer)	-	-	FOGGY JOHN S TR	365310022000	49,828.58	178,203.00	1,016,574.00	1,194,777.00	23.98
AD 05-01 (Placer)	-	-	FOGGY JOHN S TR	365310023000	49,828.58	178,203.00	1,016,574.00	1,194,777.00	23.98
AD 05-01 (Placer)	-	-	FOGGY JOHN S TR	365310024000	95,471.62	440,000.00	1,730,000.00	2,170,000.00	22.73
AD 05-01 (Placer)	-	-	FOGGY JOHN S TR	365310025000	95,471.62	440,000.00	1,730,000.00	2,170,000.00	22.73
AD 05-01 (Placer)	-	-	FOGGY JOHN S TR	365310026000	232,914.61	500,758.00	3,448,671.00	3,949,429.00	16.96
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010001000	80,362.35	808,056.00	2,463,361.00	3,271,417.00	40.71
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010002000	314,460.31	2,002,814.00	7,828,500.00	9,831,314.00	31.26
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010003000	316,724.53	2,741,280.00	12,266,644.00	15,007,924.00	47.38
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010004000	225,938.88	2,640,445.00	2,896,800.00	5,537,245.00	24.51
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010007000	24,458.33	328,124.00	745,068.00	1,073,192.00	43.88
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010009000	24,458.33	294,235.00	745,068.00	1,039,303.00	42.49
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010010000	24,458.33	294,235.00	974,568.00	1,268,803.00	51.88
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010011000	51,195.40	480,000.00	-	480,000.00	9.38
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010012000	19,891.52	179,312.00	319,998.00	499,310.00	25.10
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010014000	44,795.55	310,492.00	3,137,248.00	3,447,740.00	76.97
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010016000	27,169.45	220,126.00	1,684,048.00	1,684,174.00	61.99
AD 05-01 (Placer)	Blue Oaks Town Center	Rocklin	MGP X PROPERTIES LLC	487010017000	108,003.07	440,000.00	-	440,000.00	4.07
AD 05-01 (Sacramento)	-	-	SUN GROVE COMMUNITY CH	11919900050000	326,056.49	796,451.00	3,930,878.00	4,727,329.00	14.50
AD 05-01 (Sacramento)	-	-	GOLDROCK HOLDINGS LLC	11919900070000	72,444.16	200,000.00	600,000.00	800,000.00	11.04
AD 05-01 (Sacramento)	-	-	T/J PROPERTIES	13406400380000	48,817.52	188,000.00	787,000.00	975,000.00	19.97
AD 05-01 (Sacramento)	-	-	WILLEFORD LEONARD/RAMONA	13406400390000	48,817.52	193,203.00	813,922.00	1,007,125.00	20.63
AD 05-01 (Sacramento)	-	-	NGUYEN DANIEL/DIEP T LE	13406400400000	23,837.13	136,532.00	535,464.00	671,996.00	28.19
AD 05-01 (Sacramento)	-	-	SOARING OAKS PRESBYTERIAN CH	13406400410000	34,062.91	183,464.00	633,597.00	817,061.00	23.99
AD 05-01 (Sacramento)	-	-	JAY/STACEY VICE FAMILY PARTNERSHIP	13406400420000	30,652.48	187,732.00	763,270.00	951,002.00	31.03
AD 05-01 (Sacramento)	-	-	DUCCRAY ERIC/SUSAN M	13406400430000	38,032.54	217,597.00	853,927.00	1,071,524.00	28.17
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	RYHORCHUK KENT	080072030	60,632.81	717,670.00	235,804.00	953,474.00	15.73
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	ZHANG YAN TING	080072100	60,632.81	416,039.00	416,039.00	832,078.00	13.72
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	PENEK HOLDEN LYNNE TRUST	080072220	60,632.81	17,555.00	89,773.00	107,328.00	1.77
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	MARKLEY CHARLES W & TONI L TRS	080072260	60,632.81	21,453.00	91,719.00	113,172.00	1.87
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	MCMURTRY DAVID H	080072280	60,632.81	24,379.00	47,807.00	72,186.00	1.19
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	WHALEN JULIE P	080072360	60,632.81	598,397.00	380,797.00	979,194.00	16.15
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	NIGHTINGALE JOHN LAWRENCE TR	080072420	60,632.81	316,379.00	316,379.00	632,758.00	10.44
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	MILLER FRAZIER	080072440	60,632.81	420,469.00	518,386.00	938,855.00	15.48
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	URIDEL THOMAS V & NUSRAT T	080081040	60,632.81	10,045.00	69,937.00	79,982.00	1.32
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	KIRKBY HEATHER	080081070	60,632.81	771,000.00	579,000.00	1,350,000.00	22.27
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	LIGHTON JULIAN P	080081100	60,632.81	962,156.00	231,736.00	1,193,892.00	19.69
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	DEARBORN LYN LOUISE	080081110	60,632.81	110,345.00	110,345.00	220,690.00	3.64
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	NEUER ROBERT J	080082260	60,632.81	23,424.00	133,207.00	156,631.00	2.58
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	MARKLEY CHARLES W & TONI L TRS	080083020	60,632.81	21,453.00	124,642.00	146,095.00	2.41
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	SINK RACHEL	080084010	60,632.81	176,641.00	176,641.00	353,282.00	5.83
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	BURNS ALAN A TR	080084020	60,632.81	31,877.00	138,061.00	169,938.00	2.80
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	GAMEL SCOTT B	080084040	60,632.81	1,026,524.00	77,681.00	1,104,205.00	18.21
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	SISSON THOMAS W	080084130	25,713.85	397,262.00	397,262.00	794,524.00	30.90
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	JENSEN WILLIAM C TR	080084180	60,632.81	355,414.00	457,938.00	813,352.00	13.41
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	JAKOBSSON BJORN MARKUS	080084190	60,632.81	265,140.00	-	265,140.00	4.37
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	CLANDININ THOMAS ROBERT	080084270	60,632.81	458,923.00	458,923.00	917,846.00	15.14
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	CURRAN SEAN A	080084280	60,632.81	691,848.00	155,663.00	847,511.00	13.98
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	DUNCAN DAVID L TR	080085060	60,632.81	25,358.00	227,733.00	253,091.00	4.17
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	BLOIS MARSDEN S III TR	080085100	60,632.81	1,056,000.00	94,000.00	1,150,000.00	18.97
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	WHEELER STEPHEN	080085150	60,632.81	679,170.00	22,635.00	701,805.00	11.57
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	FOSTER JAMES H	080085230	60,632.81	228,578.00	288,773.00	517,351.00	8.53
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	DOST PALWASHA S	080085320	60,632.81	781,036.00	102,768.00	883,804.00	14.58
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	HARDY INGRID TR	080085340	25,205.59	21,453.00	183,351.00	206,804.00	8.20
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	NELSON WILLIAM E	080085350	60,632.81	292,212.00	292,942.00	585,154.00	9.65
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	DUNCAN DAVID L TR	080085360	60,632.81	121,900.00	10,653.00	132,553.00	2.19
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	SUSSILLO DAVID	080085370	60,632.81	714,000.00	204,000.00	918,000.00	15.14
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	BIRCH LEIGH	080091010	60,632.81	667,991.00	77,075.00	745,066.00	12.29
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	RILEY SEAN P	080091030	60,632.81	778,500.00	184,500.00	963,000.00	15.88
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	CATTERSON JANE	080091080	60,632.81	703,997.00	5,332.00	709,329.00	11.70
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	JENSEN JERALD HALL	080091090	60,632.81	231,587.00	231,587.00	463,174.00	7.64
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	BARLETT VENTURES L P	080091100	60,632.81	742,222.00	531.00	742,753.00	12.25

V. MASTER PARCEL TABLE - SERIES 2005A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	LOULAN JOANN M TR	080091110	60,632.81	155,429.00	272,309.00	427,738.00	7.05
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	CASADO MARTIN	080091120	60,632.81	535,500.00	535,500.00	1,071,000.00	17.66
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	MAC GREGOR GARY D	080091170	60,632.81	34,008.00	219,798.00	253,806.00	4.19
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	WICKERSHAM GROVER T	080092060	60,632.81	200,589.00	-	200,589.00	3.31
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	GILLBRAND TORE	080092100	60,632.81	1,164,500.00	235,500.00	1,400,000.00	23.09
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	SMERNOFF DAVID T TR	080092130	60,632.80	244,049.00	244,049.00	488,098.00	8.05
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	AAGESEN SVEND M	080092150	60,632.80	722,000.00	298,000.00	1,020,000.00	16.82
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	WEISS MARK	080092160	60,632.80	127,278.00	148,493.00	275,771.00	4.55
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	KEMPER CAROL A TR	080092190	60,632.80	290,306.00	315,524.00	605,830.00	9.99
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	WICKERSHAM GROVER T	080092200	60,632.80	200,589.00	-	200,589.00	3.31
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	WICKERSHAM GROVER T	080092210	60,632.80	200,589.00	511,503.00	712,092.00	11.74
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	STAPRANS ARMIN & LISA	080100240	60,632.80	156,964.00	156,964.00	313,928.00	5.18
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	HARDY NORMAN	080100300	60,632.80	162,288.00	90,151.00	252,439.00	4.16
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	COWPERTHWAIT PETER G	080100310	60,632.80	405,956.00	202,972.00	608,928.00	10.04
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	REEVES KEITH W	080100350	60,632.81	122,363.00	161,427.00	283,790.00	4.68
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	KOSTRIKIN ALEXANDER M	080101050	60,632.80	144,761.00	149,334.00	294,095.00	4.85
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	KELLEY MARY KATHERINE TR	080101120	60,632.81	655,268.00	124,809.00	780,077.00	12.87
AD 05-01 (San Mateo)	Los Trancos Woods	Portola Valley	LOWIN DAVID A	080101130	60,632.81	400,887.00	422,498.00	823,385.00	13.58
Total					9,221,098.69	53,549,914.00	151,159,402.00	204,709,316.00	22.20

Source: Contra Costa County, Napa County, Placer County, Venura County, and San Mateo County Secured Property Roll as compiled by Willdan Financial Services between July and September 2012..
The value to lien calculation is now based solely upon the assessed valuations provided by the County secured rolls. Appraised values are not taken into consideration.

CERTIFICATE OF CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

The undersigned hereby states and certifies that:

1. I am the duly appointed, qualified and acting Member of the Commission of the California Statewide Communities Development Authority (the "Authority") and am familiar with the facts herein certified, and am authorized to certify the same on behalf of the Authority. All capitalized terms used and not otherwise defined herein shall have the meanings ascribed thereto in the Trust Agreement dated as of July 1, 2005.

2. This Certificate is being provided in connection with the Continuing Disclosure Annual Report of the Authority for the Fiscal Year Ended June 30, 2012 (the "Annual Report") being delivered on the date hereof by the Authority pursuant to the certain Continuing Disclosure Agreement, dated July 28, 2005 (the "Disclosure Agreement"), executed and delivered by the California Statewide Communities Development Authority in connection with the \$10,645,000 Statewide Community Infrastructure Program Revenue Bonds, Series 2005A (the "Bonds").

3. Unless otherwise stated in this Annual Report or previously provided notice for, for the past fiscal year, there have been: (a) no principal and interest payment delinquencies with respect to the Bonds; (b) no non-payment related defaults; (c) no modifications to the rights of Bondholders; (d) no optional, contingent, or unscheduled Bond calls; (e) no defeasances of any Bonds; (f) no rating changes; (g) no adverse tax opinions or events affecting the tax-exempt status of the Bonds; (h) no unscheduled draws on debt service reserves reflecting financial difficulties; (i) no unscheduled draws on credit enhancements reflecting financial difficulties; (j) no substitution of credit or liquidity providers, or their failure to perform; (k) no releases, substitutions or sales of property securing repayment of the Bonds.

4. The statements and information contained in the Annual Report are true, correct and complete in all material respects, and as of the date hereof the Annual Report does not contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary in order to make the statements therein, in the light of the circumstances under which they were made, not misleading.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

By: _____

Member of the Commission of the
California Statewide Communities Development Authority

\$19,015,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2006A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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2. Certificate of California Statewide Communities Development Authority.

\$19,015,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2006A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

\$19,015,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2006A

CONTINUING DISCLOSURE ANNUAL REPORT
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I. INTRODUCTION

Pursuant to the following Continuing Disclosure Agreement, dated October 31, 2006 (the “Disclosure Agreement”), the California Statewide Communities Development Authority (the “Authority”) hereby provides its continuing disclosure annual report for the fiscal year ended June 30, 2012 (the “Annual Report”) in connection with the following bond issue.

Bond Issues

This Annual Report is being provided in connection with the \$19,015,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2006A (the “Bonds”).

Each maturity of the Bonds is identified by the corresponding CUSIP Number set forth below:

<u>Maturity Date</u>	<u>CUSIP</u>
September 2, 2013	13078YCY9
September 2, 2014	13078YCZ6
September 2, 2015	13078YDA0
September 2, 2016	13078YDB8
September 2, 2017	13078YDC6
September 2, 2018	13078YDD4
September 2, 2019	13078YDE2
September 2, 2020	13078YDF9
September 2, 2025	13078YDH5
September 2, 2036	13078YDJ1

Note: The CUSIP Numbers above are provided for the convenience of Bondholders. The Authority is not responsible for the accuracy or completeness of such numbers.

Other Matters

This Annual Report is provided solely pursuant to the Disclosure Agreement. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial, operating or other information about the Authority or the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the fiscal year to which this Annual Report relates (other than as contained in this Annual Report), or any other date specified with respect to any of the information contained in this Annual Report, or that no other information exists, which may have a bearing on the security for the Bonds, or an investor’s decision to buy, sell, or hold the Bonds. The information contained in this Annual Report has been obtained from sources which are believed to be reliable. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the Authority.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

II. AGGREGATE OUTSTANDING LOCAL OBLIGATIONS AND COMBINED DEBT SERVICE

The table below identifies the aggregate amount of principal outstanding and the remaining debt service schedule after the September 2, 2012 debt service payment.

Date	Coupon	Principal Amount	Interest	Debt Service
03/02/13			421,534	421,534
09/02/13	4.600%	370,000	421,534	791,534
03/02/14			413,024	413,024
09/02/14	4.700%	385,000	413,024	798,024
03/02/15			403,976	403,976
09/02/15	4.800%	405,000	403,976	808,976
03/02/16			394,256	394,256
09/02/16	4.875%	425,000	394,256	819,256
03/02/17			383,897	383,897
09/02/17	5.000%	445,000	383,897	828,897
03/02/18			372,772	372,772
09/02/18	5.000%	470,000	372,772	842,772
03/02/19			361,022	361,022
09/02/19	5.000%	490,000	361,022	851,022
03/02/20			348,772	348,772
09/02/20	5.125%	520,000	348,772	868,772
03/02/21			335,447	335,447
09/02/21	5.125%	545,000	335,447	880,447
03/02/22			321,481	321,481
09/02/22	5.125%	575,000	321,481	896,481
03/02/23			306,747	306,747
09/02/23	5.125%	595,000	306,747	901,747
03/02/24			291,500	291,500
09/02/24	5.125%	625,000	291,500	916,500
03/02/25			275,484	275,484
09/02/25	5.125%	655,000	275,484	930,484
03/02/26			258,700	258,700
09/02/26	5.200%	690,000	258,700	948,700
03/02/27			240,760	240,760
09/02/27	5.200%	730,000	240,760	970,760
03/02/28			221,780	221,780
09/02/28	5.200%	770,000	221,780	991,780
03/02/29			201,760	201,760
09/02/29	5.200%	810,000	201,760	1,011,760
03/02/30			180,700	180,700
09/02/30	5.200%	850,000	180,700	1,030,700
03/02/31			158,600	158,600
09/02/31	5.200%	890,000	158,600	1,048,600
03/02/32			135,460	135,460
09/02/32	5.200%	935,000	135,460	1,070,460
03/02/33			111,150	111,150
09/02/33	5.200%	990,000	111,150	1,101,150
03/02/34			85,410	85,410
09/02/34	5.200%	1,040,000	85,410	1,125,410
03/02/35			58,370	58,370
09/02/35	5.200%	1,095,000	58,370	1,153,370
03/02/36			29,900	29,900
09/02/36	5.200%	1,150,000	29,900	1,179,900
		<u>\$16,455,000</u>	<u>\$12,625,004</u>	<u>\$29,080,004</u>

III. RESERVE FUND REQUIREMENT AND BALANCE

The Reserve Requirement for the Bonds is equal to the maximum annual debt service on the Bonds. The table below represents the Reserve Requirement after the September 2, 2012 debt service payment on the Bonds and the reserve fund balance.

<u>Account</u>	<u>Reserve Fund Requirement</u>	<u>Balance as of September 2, 2012</u>
Reserve Account	\$1,206,055.06	\$1,159,045.75

The Authority has previously posted with the Municipal Securities Rulemaking Board's ("MSRB") on its Electronic Municipal Market Access system ("EMMA") event notices relating to various unscheduled draws on the debt service reserve fund.

IV. DELINQUENCY INFORMATION

The information below identifies the amount, percentage, and number of parcels delinquent as of June 30, 2012 with respect to each County. In addition, the parcel number, owner, amount delinquent, due date, and status of foreclosure will be provided below with respect to any owner of the delinquent parcels holding land representing more than 5% of the assessment lien securing the Local Obligation.

- A. **Assessment District 06-01 for the County of Alameda:** No delinquencies as of the fiscal year ended June 30, 2012.
- B. **Assessment District 06-01 for the County of Contra Costa:** No delinquencies as of the fiscal year ended June 30, 2012.
- C. **Assessment District 06-01 for the County of Placer:** No delinquencies as of the fiscal year ended June 30, 2012.
- D. **Assessment District 06-01 for the County of Sacramento:** No delinquencies as of the fiscal year ended June 30, 2012.
- E. **Assessment District 06-01 for the County of San Mateo:** None of the delinquent parcel owners hold land subject to more than 5% of the assessment liens securing the Local Obligations within the County of San Mateo.

<u>Installment</u>	<u>Delinquency Amount</u>	<u>Levy per Installment</u>	<u>Delinquency Percentage of Total Levy</u>	<u>Number of Parcels Delinquent</u>
2011-12 - 1st	\$615.52	\$85,862.63	0.72%	1
2011-12 - 2nd	\$615.52	\$85,862.63	0.72%	1
Total	\$1,231.04	\$171,725.26	0.72%	

V. MASTER PARCEL TABLE - SERIES 2006A BONDS

County	Project Name	City	Owner	APN	Remaining Assessment Lien	Assessed Land	Assessed Structure	Assessed Total	Value to Lien
AD 06-01 (Alameda)	Parcel B	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001200700	2,516,591.40	2,291,122.00	-	2,291,122.00	0.91
AD 06-01 (Alameda)	Parcel C	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001200800	1,885,909.91	1,717,963.00	-	1,717,963.00	0.91
AD 06-01 (Alameda)	Lot 8	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001201600	1,899,556.60	1,730,236.00	-	1,730,236.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001201901	400,369.08	365,440.00	-	365,440.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001202000	227,858.95	207,384.00	-	207,384.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001202100	321,584.66	292,688.00	-	292,688.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001202200	319,819.62	294,428.00	-	294,428.00	0.92
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001202300	291,182.31	267,504.00	-	267,504.00	0.92
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001202400	323,468.68	294,403.00	-	294,403.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001202500	322,080.45	293,144.00	-	293,144.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001202600	179,052.57	162,988.00	-	162,988.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001202700	179,062.49	162,978.00	-	162,978.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001202800	236,188.37	214,968.00	-	214,968.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001202900	557,812.68	507,684.00	-	507,684.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001203000	213,560.13	194,373.00	-	194,373.00	0.91
AD 06-01 (Alameda)	Parcel A	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001203104	258,015.63	236,415.00	-	236,415.00	0.92
AD 06-01 (Alameda)	0	-	SMHB INVESTMENTS LLC	904 001203203	204,205.08	907,800.00	3,787,770.00	4,695,570.00	22.99
AD 06-01 (Alameda)	Parcel 8	-	LIVERMORE AIRWAY ASSOCIATES LLC	904 001203300	798,681.38	726,914.00	-	726,914.00	0.91
AD 06-01 (Contra Costa)	0	-	BACA DENNIS E	019092032	831,607.32	269,000.00	-	269,000.00	0.32
AD 06-01 (Placer)	Pleasant Grove	-	NIPOTI LP	363020060000	327,394.06	1,100,000.00	1,765,000.00	2,865,000.00	8.75
AD 06-01 (Placer)	Lonetree Bldg 1	-	LONETREE INVESTMENTS LLC	380010001000	12,672.06	175,000.00	565,000.00	740,000.00	58.40
AD 06-01 (Placer)	Lonetree Bldg 1	-	LONETREE INVESTMENTS LLC	380010002000	12,672.06	65,000.00	205,000.00	270,000.00	21.31
AD 06-01 (Placer)	Lonetree Bldg 1	-	LONETREE INVESTMENTS LLC	380010003000	12,672.06	60,000.00	190,000.00	250,000.00	19.73
AD 06-01 (Placer)	Lonetree Bldg 1	-	LONETREE INVESTMENTS LLC	380010004000	12,672.06	35,000.00	120,000.00	155,000.00	12.23
AD 06-01 (Placer)	Lonetree Bldg 1	-	LONETREE INVESTMENTS LLC	380010005000	12,672.06	35,000.00	110,000.00	145,000.00	11.44
AD 06-01 (Placer)	Lonetree Bldg 1	-	LONETREE INVESTMENTS LLC	380010006000	12,672.06	80,000.00	245,000.00	325,000.00	25.65
AD 06-01 (Placer)	Lonetree Bldg 2	-	LATO INVESTMENTS LLC ET AL	380010008000	24,010.22	65,000.00	210,000.00	275,000.00	11.45
AD 06-01 (Placer)	Lonetree Bldg 2	-	LATO INVESTMENTS LLC ET AL	380010009000	24,010.22	60,000.00	200,000.00	260,000.00	10.83
AD 06-01 (Placer)	Lonetree Bldg 2	-	LATO INVESTMENTS LLC ET AL	380010010000	24,010.22	70,000.00	230,000.00	300,000.00	12.49
AD 06-01 (Placer)	Lonetree Bldg 2	-	LATO INVESTMENTS LLC ET AL	380010011000	24,010.22	65,000.00	210,000.00	275,000.00	11.45
AD 06-01 (Placer)	Lonetree Bldg 2	-	LATO INVESTMENTS LLC ET AL	380010015000	24,010.22	150,000.00	475,000.00	625,000.00	26.03
AD 06-01 (Placer)	Lonetree Bldg 2	-	LATO INVESTMENTS LLC ET AL	380010016000	24,010.22	75,000.00	230,000.00	305,000.00	12.70
AD 06-01 (Placer)	Lonetree Bldg 2	-	LATO INVESTMENTS LLC ET AL	380010017000	24,010.22	70,000.00	230,000.00	300,000.00	12.49
AD 06-01 (Placer)	Lonetree Bldg 3	-	GRACE INTERNATIONAL CHURCHES AND MINISTRIES INC	380010021000	16,807.17	353,708.00	967,749.00	1,321,457.00	78.62
AD 06-01 (Placer)	Lonetree Bldg 3	-	GRACE INTERNATIONAL CHURCHES AND MINISTRIES INC	380010022000	16,807.17	251,184.00	647,503.00	898,687.00	53.47
AD 06-01 (Placer)	Lonetree Bldg 3	-	GRACE INTERNATIONAL CHURCHES AND MINISTRIES INC	380010023000	16,807.17	194,795.00	404,664.00	599,459.00	35.67
AD 06-01 (Placer)	Lonetree Bldg 3	-	GRACE INTERNATIONAL CHURCHES AND MINISTRIES INC	380010024000	16,807.17	112,776.00	234,899.00	347,675.00	20.69
AD 06-01 (Placer)	Lonetree Bldg 3	-	GRACE INTERNATIONAL CHURCHES AND MINISTRIES INC	380010025000	16,807.17	102,524.00	220,023.00	322,547.00	19.19
AD 06-01 (Placer)	Lonetree Bldg 4	-	EMPIRE WEST LONETREE LLC	380010027000	10,290.09	78,850.00	41,107.00	119,957.00	11.66
AD 06-01 (Placer)	Lonetree Bldg 4	-	EMPIRE WEST LONETREE LLC	380010028000	10,290.09	73,744.00	38,023.00	111,767.00	10.86
AD 06-01 (Placer)	Lonetree Bldg 4	-	EMPIRE WEST LONETREE LLC	380010029000	10,290.09	139,612.00	70,909.00	210,521.00	20.46
AD 06-01 (Placer)	Lonetree Bldg 4	-	EMPIRE WEST LONETREE LLC	380010030000	10,290.09	70,000.00	225,000.00	295,000.00	28.67
AD 06-01 (Placer)	Lonetree Bldg 4	-	EMPIRE WEST LONETREE LLC	380010031000	10,290.09	136,902.00	70,909.00	207,811.00	20.20
AD 06-01 (Placer)	Lonetree Bldg 4	-	EMPIRE WEST LONETREE LLC	380010032000	10,290.09	75,888.00	39,051.00	114,939.00	11.17
AD 06-01 (Placer)	Lonetree Bldg 4	-	EMPIRE WEST LONETREE LLC	380010033000	10,290.09	74,565.00	38,023.00	112,588.00	10.94
AD 06-01 (Sacramento)	Sheldon Crossing	-	WMJ ENTRPRS INCORPORATED/SAKON GROUP LLC	11501700370000	332,357.78	1,915,690.00	4,553,968.00	6,469,658.00	19.47
AD 06-01 (Sacramento)	Harbour Point	-	EASTRIDGE REVOCABLE TRUST 2004	11919700030000	196,794.52	1,071,380.00	2,368,509.00	3,439,889.00	17.48
AD 06-01 (Sacramento)	Hampton Inn & Suites	-	ELK GROVE FINANCE LP	11919900060000	565,655.61	785,400.00	5,564,100.00	6,349,500.00	11.23
AD 06-01 (Sacramento)	Sheldon Oaks Shopping Center	-	JMR WILGRANT LLC	12602500080000	70,224.07	400,000.00	500,000.00	900,000.00	12.82
AD 06-01 (Sacramento)	Sheldon Oaks Shopping Center	-	JMR WILGRANT LLC	12602500100000	368,676.35	1,356,776.00	-	1,356,776.00	3.68
AD 06-01 (San Mateo)	Park Broadway	-	HO CHEN CHUNG	104670010	14,104.81	178,816.00	417,238.00	596,054.00	42.26
AD 06-01 (San Mateo)	Park Broadway	-	CHEN CHIA-HUEI	104670020	14,104.81	139,507.00	325,517.00	465,024.00	32.97
AD 06-01 (San Mateo)	Park Broadway	-	GRITES PHILIP R	104670040	14,104.81	172,500.00	403,500.00	576,000.00	40.84
AD 06-01 (San Mateo)	Park Broadway	-	HO YU	104670050	14,104.81	172,500.00	403,500.00	576,000.00	40.84
AD 06-01 (San Mateo)	Park Broadway	-	HUI HARRY TR	104670060	14,104.81	172,500.00	403,500.00	576,000.00	40.84
AD 06-01 (San Mateo)	Park Broadway	-	HUANG JIA LING	104670070	14,104.81	140,148.00	327,012.00	467,160.00	33.12
AD 06-01 (San Mateo)	Park Broadway	-	CHEN RICK L	104670080	14,104.81	139,230.00	324,870.00	464,100.00	32.90
AD 06-01 (San Mateo)	Park Broadway	-	CHAN HILARY M	104670090	14,104.81	124,542.00	290,598.00	415,140.00	29.43
AD 06-01 (San Mateo)	Park Broadway	-	SUN JONATHAN Y	104670100	14,104.81	136,286.00	318,002.00	454,288.00	32.21
AD 06-01 (San Mateo)	Park Broadway	-	AKRE JOHN	104670110	14,104.81	131,029.00	305,734.00	436,763.00	30.97
AD 06-01 (San Mateo)	Park Broadway	-	PAU CONNIE A TR	104670120	14,104.81	150,858.00	352,002.00	502,860.00	35.65
AD 06-01 (San Mateo)	Park Broadway	-	TESTMAGIC PROP HOLDING INC LLC	104670130	14,104.81	189,720.00	442,680.00	632,400.00	44.84

V. MASTER PARCEL TABLE - SERIES 2006A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 06-01 (San Mateo)	Park Broadway	-	CHING MIKE K	104670140	14,104.81	151,068.00	352,493.00	503,561.00	35.70
AD 06-01 (San Mateo)	Park Broadway	-	FOK ELAINE M	104670150	14,104.81	175,500.00	410,000.00	585,500.00	41.51
AD 06-01 (San Mateo)	Park Broadway	-	ORNELLAS RYAN S	104670160	14,104.81	152,500.00	356,000.00	508,500.00	36.05
AD 06-01 (San Mateo)	Park Broadway	-	HSUI MARTIN	104670170	14,104.81	152,500.00	356,000.00	508,500.00	36.05
AD 06-01 (San Mateo)	Park Broadway	-	GUO ZHANHE	104670180	14,104.81	211,187.00	492,772.00	703,959.00	49.91
AD 06-01 (San Mateo)	Park Broadway	-	MAO JOHN W	104670190	14,104.81	132,000.00	309,500.00	441,500.00	31.30
AD 06-01 (San Mateo)	Park Broadway	-	LUU BRIAN Q	104670200	14,104.81	209,646.00	489,175.00	698,821.00	49.54
AD 06-01 (San Mateo)	Park Broadway	-	CHUO WEI CHUNG	104670210	14,104.81	115,458.00	269,405.00	384,863.00	27.29
AD 06-01 (San Mateo)	Park Broadway	-	YU TOMMY	104670220	14,104.81	115,458.00	269,405.00	384,863.00	27.29
AD 06-01 (San Mateo)	Park Broadway	-	LEE TIMOTHY TR	104670230	14,104.81	165,500.00	387,000.00	552,500.00	39.17
AD 06-01 (San Mateo)	Park Broadway	-	YIP CATHERINE	104670240	14,104.81	163,363.00	381,182.00	544,545.00	38.61
AD 06-01 (San Mateo)	Park Broadway	-	FUKUMOTO SCOTT H	104670250	14,104.81	161,475.00	376,776.00	538,251.00	38.16
AD 06-01 (San Mateo)	Park Broadway	-	DALE MELISSA S	104670260	14,104.81	178,000.00	416,000.00	594,000.00	42.11
AD 06-01 (San Mateo)	Park Broadway	-	HSU CHRISTOPHER	104670270	14,104.81	132,000.00	309,500.00	441,500.00	31.30
AD 06-01 (San Mateo)	Park Broadway	-	OIWA NAOMI T	104670280	14,104.81	159,047.00	371,111.00	530,158.00	37.59
AD 06-01 (San Mateo)	Park Broadway	-	CHEUNG WILLIAM C	104680010	14,104.81	153,843.00	358,968.00	512,811.00	36.36
AD 06-01 (San Mateo)	Park Broadway	-	SAELEE FARMTA	104680020	14,104.81	191,500.00	448,500.00	640,000.00	45.37
AD 06-01 (San Mateo)	Park Broadway	-	AMIN SIMA	104680030	14,104.81	157,000.00	368,000.00	525,000.00	37.22
AD 06-01 (San Mateo)	Park Broadway	-	LEE SERENA K	104680040	14,104.81	119,500.00	280,500.00	400,000.00	28.36
AD 06-01 (San Mateo)	Park Broadway	-	LEE RON CHUNG	104680050	14,104.81	184,000.00	430,000.00	614,000.00	43.53
AD 06-01 (San Mateo)	Park Broadway	-	CHAN SAIKIT	104680060	14,104.81	139,000.00	325,500.00	464,500.00	32.93
AD 06-01 (San Mateo)	Park Broadway	-	KOON KWOK WAI OWEN	104680070	14,104.81	147,985.00	345,300.00	493,285.00	34.97
AD 06-01 (San Mateo)	Park Broadway	-	MA MAN HO HERMAN	104680080	14,104.81	187,500.00	439,000.00	626,500.00	44.42
AD 06-01 (San Mateo)	Park Broadway	-	CHEUNG ALBERT C Y	104680090	14,104.81	159,500.00	373,000.00	532,500.00	37.75
AD 06-01 (San Mateo)	Park Broadway	-	CHEN IRENE Y	104680100	14,104.81	164,942.00	384,865.00	549,807.00	38.98
AD 06-01 (San Mateo)	Park Broadway	-	CHIN SAU YUEN	104680110	14,104.81	163,400.00	381,268.00	544,668.00	38.62
AD 06-01 (San Mateo)	Park Broadway	-	KIM SUSAN	104680120	14,104.81	162,500.00	379,500.00	542,000.00	38.43
AD 06-01 (San Mateo)	Park Broadway	-	LEE MALIE	104680130	14,104.81	94,648.00	220,848.00	315,496.00	22.37
AD 06-01 (San Mateo)	Park Broadway	-	LAI DOMINIC	104680140	14,104.81	152,500.00	356,000.00	508,500.00	36.05
AD 06-01 (San Mateo)	Park Broadway	-	PAI TSUNG HSIEN	104680150	14,104.81	114,842.00	267,967.00	382,809.00	27.14
AD 06-01 (San Mateo)	Park Broadway	-	YANG CHIEN-TANG	104680160	14,104.81	114,740.00	267,730.00	382,470.00	27.12
AD 06-01 (San Mateo)	Park Broadway	-	LIU ALLEN	104680170	14,104.81	158,706.00	370,317.00	529,023.00	37.51
AD 06-01 (San Mateo)	Park Broadway	-	UPIOHN JENNIFER A	104680180	14,104.81	132,500.00	310,000.00	442,500.00	31.37
AD 06-01 (San Mateo)	Park Broadway	-	TAM ISIDORE CHAN SING TR	104680190	14,104.81	132,000.00	309,500.00	441,500.00	31.30
AD 06-01 (San Mateo)	Park Broadway	-	NG MICHAEL	104680200	14,104.81	133,500.00	312,500.00	446,000.00	31.62
AD 06-01 (San Mateo)	Park Broadway	-	CHEN EMILY W TR	104680210	14,104.81	72,781.00	202,913.00	275,694.00	19.55
AD 06-01 (San Mateo)	Park Broadway	-	CHEUNG HO WAI	104680220	14,104.81	179,500.00	419,500.00	599,000.00	42.47
AD 06-01 (San Mateo)	Park Broadway	-	MAO YONG	104680230	14,104.81	163,400.00	381,268.00	544,668.00	38.62
AD 06-01 (San Mateo)	Park Broadway	-	LEE SUSAN	104680240	14,104.81	169,224.00	394,858.00	564,082.00	39.99
AD 06-01 (San Mateo)	Park Broadway	-	LEONG KEVIN G-WAH	104680250	14,104.81	183,000.00	428,000.00	611,000.00	43.32
AD 06-01 (San Mateo)	Park Broadway	-	CHANG HSIN-HAO STANLEY	104680260	14,104.81	132,500.00	310,000.00	442,500.00	31.37
AD 06-01 (San Mateo)	Park Broadway	-	KHOV JENNY C	104680270	14,104.81	158,776.00	370,478.00	529,254.00	37.52
AD 06-01 (San Mateo)	Park Broadway	-	LUI ALLEN L	104680280	14,104.81	158,776.00	370,478.00	529,254.00	37.52
AD 06-01 (San Mateo)	Park Broadway	-	YUEN DESMOND	104680290	14,104.81	192,500.00	450,500.00	643,000.00	45.59
AD 06-01 (San Mateo)	Park Broadway	-	ARCENEUX RALPH A	104680300	14,104.81	162,500.00	380,500.00	543,000.00	38.50
AD 06-01 (San Mateo)	Park Broadway	-	TAN DEMPSTER	104680310	14,104.81	158,500.00	371,000.00	529,500.00	37.54
AD 06-01 (San Mateo)	Park Broadway	-	KARASIK ALEXANDRA	104680320	14,104.81	210,416.00	490,973.00	701,389.00	49.73
AD 06-01 (San Mateo)	Park Broadway	-	XIE JIAXIN	104680330	14,104.81	146,500.00	342,000.00	488,500.00	34.63
AD 06-01 (San Mateo)	Park Broadway	-	CHOW LILY TR	104680340	14,104.81	161,858.00	377,672.00	539,530.00	38.25
AD 06-01 (San Mateo)	Park Broadway	-	CHOW GERRY DANIEL	104680350	14,104.81	197,500.00	462,000.00	659,500.00	46.76
AD 06-01 (San Mateo)	Park Broadway	-	GEE OSCAR H	104680360	14,104.81	169,566.00	395,656.00	565,222.00	40.07
AD 06-01 (San Mateo)	Park Broadway	-	HU JENNY YU QING	104680370	14,104.81	153,000.00	358,500.00	511,500.00	36.26
AD 06-01 (San Mateo)	Park Broadway	-	FU STEPHEN C	104680380	14,104.81	165,000.00	385,500.00	550,500.00	39.03
AD 06-01 (San Mateo)	Park Broadway	-	KIM STEPHANIE	104680390	14,104.81	163,400.00	381,268.00	544,668.00	38.62
AD 06-01 (San Mateo)	Park Broadway	-	HOM NICHOLAS D	104680400	14,104.81	96,181.00	224,426.00	320,607.00	22.73
AD 06-01 (San Mateo)	Park Broadway	-	CHENG WILSON X	104680410	14,104.81	168,795.00	393,857.00	562,652.00	39.89
AD 06-01 (San Mateo)	Park Broadway	-	MAKHOUH HANNA E	104680420	14,104.81	143,500.00	336,500.00	480,000.00	34.03
AD 06-01 (San Mateo)	Park Broadway	-	CHU KATHERINE M	104680430	14,104.81	140,500.00	329,500.00	470,000.00	33.32
AD 06-01 (San Mateo)	Park Broadway	-	LY CUONG Q	104680440	14,104.81	166,483.00	388,462.00	554,945.00	39.34
AD 06-01 (San Mateo)	Park Broadway	-	MERCADO ROMEO H	104680450	14,104.81	142,000.00	333,000.00	475,000.00	33.68
AD 06-01 (San Mateo)	Park Broadway	-	SUEN DONNA W	104680460	14,104.81	135,500.00	317,500.00	453,000.00	32.12
AD 06-01 (San Mateo)	Park Broadway	-	LAU RICHIE GENE	104680470	14,104.81	145,000.00	338,500.00	483,500.00	34.28

V. MASTER PARCEL TABLE - SERIES 2006A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 06-01 (San Mateo)	Park Broadway	-	LI YUNMIN	104680480	14,104.81	164,942.00	384,865.00	549,807.00	38.98
AD 06-01 (San Mateo)	Park Broadway	-	LI YI	104680490	14,104.81	179,500.00	419,500.00	599,000.00	42.47
AD 06-01 (San Mateo)	Park Broadway	-	TSAO YOSHOU	104680500	14,104.81	172,500.00	403,500.00	576,000.00	40.84
AD 06-01 (San Mateo)	Park Broadway	-	CAO TIM C	104680510	14,104.81	161,500.00	377,000.00	538,500.00	38.18
AD 06-01 (San Mateo)	Park Broadway	-	LIU ZHIPING	104680520	14,104.81	179,500.00	420,500.00	600,000.00	42.54
AD 06-01 (San Mateo)	Park Broadway	-	CHAN FRANCES M	104680530	14,104.81	142,000.00	333,000.00	475,000.00	33.68
AD 06-01 (San Mateo)	Park Broadway	-	LAO VINCENT	104680540	14,104.81	158,776.00	370,478.00	529,254.00	37.52
AD 06-01 (San Mateo)	Park Broadway	-	TO PETER M	104680550	14,104.81	154,000.00	359,500.00	513,500.00	36.41
AD 06-01 (San Mateo)	Park Broadway	-	LIM JOHN H	104680560	14,104.81	209,337.00	488,456.00	697,793.00	49.47
AD 06-01 (San Mateo)	Park Broadway	-	KAN CHRISTOPHER W	104680570	14,104.81	169,500.00	397,000.00	566,500.00	40.16
AD 06-01 (San Mateo)	Park Broadway	-	HSU SHU D	104680580	14,104.81	170,500.00	398,500.00	569,000.00	40.34
AD 06-01 (San Mateo)	Park Broadway	-	YEE JET XIN	104680590	14,104.80	206,563.00	481,981.00	688,544.00	48.82
AD 06-01 (San Mateo)	Park Broadway	-	CHU ANITA	104680600	14,104.80	155,500.00	364,500.00	520,000.00	36.87
AD 06-01 (San Mateo)	Park Broadway	-	WONG RAYMOND S TR	104680610	14,104.80	156,000.00	365,000.00	521,000.00	36.94
AD 06-01 (San Mateo)	Park Broadway	-	CHIH KENNETH CHING-KANG	104680620	14,104.80	203,942.00	475,866.00	679,808.00	48.20
AD 06-01 (San Mateo)	Park Broadway	-	TSUI TONY	104680630	14,104.80	176,965.00	412,921.00	589,886.00	41.82
AD 06-01 (San Mateo)	Park Broadway	-	JANG BLOSSOM LUM TR	104680640	14,104.80	180,357.00	420,834.00	601,191.00	42.62
AD 06-01 (San Mateo)	Park Broadway	-	YOSHIIHARA HIDEKAZU	104680650	14,104.80	157,000.00	368,000.00	525,000.00	37.22
AD 06-01 (San Mateo)	Park Broadway	-	KONG JIN S	104680660	14,104.80	156,500.00	366,500.00	523,000.00	37.08
AD 06-01 (San Mateo)	Park Broadway	-	WONG KATHRYN DER	104680670	14,104.80	97,724.00	228,023.00	325,747.00	23.09
AD 06-01 (San Mateo)	Park Broadway	-	LI SHYR JIANN	104680680	14,104.80	178,816.00	417,238.00	596,054.00	42.26
AD 06-01 (San Mateo)	Park Broadway	-	LU JEROME	104680690	14,104.80	161,500.00	377,500.00	539,000.00	38.21
AD 06-01 (San Mateo)	Park Broadway	-	MING PAUL	104680700	14,104.80	175,116.00	408,604.00	583,720.00	41.38
AD 06-01 (San Mateo)	Park Broadway	-	NG EDDIE TR	104680710	14,104.80	176,040.00	410,763.00	586,803.00	41.60
AD 06-01 (San Mateo)	Park Broadway	-	THIA MARY CHRIS CONCHA	104680720	14,104.80	115,847.00	270,315.00	386,162.00	27.38
AD 06-01 (San Mateo)	Park Broadway	-	BAMBA CLARENCE S	104680730	14,104.80	148,500.00	347,500.00	496,000.00	35.17
AD 06-01 (San Mateo)	Park Broadway	-	LI RICHARD CHANG PING	104680740	14,104.80	149,500.00	350,500.00	500,000.00	35.45
AD 06-01 (San Mateo)	Park Broadway	-	FUNG JENNIFER	104680750	14,104.80	152,500.00	356,000.00	508,500.00	36.05
AD 06-01 (San Mateo)	Park Broadway	-	YELO MAYNARD A	104680760	14,104.80	190,500.00	445,000.00	635,500.00	45.06
AD 06-01 (San Mateo)	Park Broadway	-	RYPINSKI CHRISTOPHER S TR	104680770	14,104.80	174,500.00	408,000.00	582,500.00	41.30
AD 06-01 (San Mateo)	Park Broadway	-	KEAGY LISSETTE A TR	104680780	14,104.80	258,471.00	172,308.00	430,779.00	30.54
AD 06-01 (San Mateo)	Park Broadway	-	LI HAO XIANG	104680790	14,104.80	206,563.00	481,981.00	688,544.00	48.82
AD 06-01 (San Mateo)	Park Broadway	-	ZUNG KOSSSEL K TR	104680800	14,104.80	151,500.00	354,000.00	505,500.00	35.84
AD 06-01 (San Mateo)	Park Broadway	-	WATT ANGELA C	104680810	14,104.80	154,500.00	361,000.00	515,500.00	36.55
AD 06-01 (San Mateo)	0	-	CUMMINGS PARK ASSOCIATES	114450010	84,142.75	102,238.00	3,301,288.00	3,403,526.00	40.45
AD 06-01 (San Mateo)	0	-	EPA BAYSHORE PROPERTIES LLC	114450020	67,691.27	95,404.00	2,990,580.00	3,085,984.00	45.59
AD 06-01 (San Mateo)	0	-	CUMMINGS PARK ASSOCIATES	114450030	27,013.66	102,238.00	1,169,062.00	1,271,300.00	47.06
AD 06-01 (San Mateo)	0	-	CUMMINGS PARK ASSOCIATES	114450040	29,284.23	102,238.00	1,261,336.00	1,363,574.00	46.56
AD 06-01 (San Mateo)	0	-	EPA BAYSHORE PROPERTIES LLC	114450050	14,596.50	95,404.00	663,274.00	758,678.00	51.98
AD 06-01 (San Mateo)	0	-	EPA BAYSHORE PROPERTIES LLC	114450060	12,417.16	95,404.00	563,826.00	659,230.00	53.09
AD 06-01 (San Mateo)	0	-	HAFLINGER JAMES J	114460010	15,215.31	117,155.00	273,362.00	390,517.00	25.67
AD 06-01 (San Mateo)	0	-	CHEONG GERALD	114460020	15,215.31	113,000.00	264,000.00	377,000.00	24.78
AD 06-01 (San Mateo)	0	-	LOPEZ ELIZABETH	114460030	15,215.31	102,728.00	239,701.00	342,429.00	22.51
AD 06-01 (San Mateo)	0	-	FU NISHEN	114460040	15,215.31	105,680.00	246,589.00	352,269.00	23.15
AD 06-01 (San Mateo)	0	-	LADINE DYANNE TR	114460050	15,215.31	106,658.00	94,726.00	201,384.00	13.24
AD 06-01 (San Mateo)	0	-	ALVAREZ CARLOS	114460060	15,215.30	92,271.00	184,543.00	276,814.00	18.19
AD 06-01 (San Mateo)	0	-	CHAU STEVEN	114460070	15,215.30	113,500.00	266,500.00	380,000.00	24.97
AD 06-01 (San Mateo)	0	-	GOLDEN LAURA	114460080	15,215.30	113,500.00	266,500.00	380,000.00	24.97
AD 06-01 (San Mateo)	0	-	CUMMINGS PARK ASSOCIATES	114460090	15,215.30	111,500.00	224,500.00	336,000.00	22.08
AD 06-01 (San Mateo)	0	-	YUEN CARY SHUN ON TR	114460100	15,215.30	102,113.00	238,265.00	340,378.00	22.37
AD 06-01 (San Mateo)	0	-	TENG ANNETTE	114460110	15,215.30	99,960.00	233,242.00	333,202.00	21.90
AD 06-01 (San Mateo)	0	-	PHUNG KIET	114460120	15,215.30	103,035.00	240,419.00	343,454.00	22.57
AD 06-01 (San Mateo)	0	-	LU WINNIE	114460130	15,215.30	113,000.00	264,000.00	377,000.00	24.78
AD 06-01 (San Mateo)	0	-	YUE PAUL T TR	114460140	15,215.30	117,500.00	275,500.00	393,000.00	25.83
AD 06-01 (San Mateo)	0	-	LEE SANDRA	114460150	15,215.30	100,000.00	234,000.00	334,000.00	21.95
AD 06-01 (San Mateo)	0	-	NG MAY M	114460160	15,215.30	117,500.00	275,500.00	393,000.00	25.83
AD 06-01 (San Mateo)	0	-	CUMMINGS PARK ASSOCIATES	114460170	15,215.30	128,154.00	256,310.00	384,464.00	25.27
AD 06-01 (San Mateo)	0	-	MACKLIN ALBERT C IV	114460180	15,215.30	40,291.00	94,013.00	134,304.00	8.83
AD 06-01 (San Mateo)	0	-	DANENBERG DANIEL	114460190	15,215.30	103,035.00	240,419.00	343,454.00	22.57
AD 06-01 (San Mateo)	0	-	YEN SCOTT W	114460200	15,215.30	104,265.00	243,289.00	347,554.00	22.84
AD 06-01 (San Mateo)	0	-	GONCE ERIN	114460210	15,215.30	40,033.00	93,415.00	133,448.00	8.77
AD 06-01 (San Mateo)	0	-	CUMMINGS PARK ASSOCIATES	114460220	15,215.30	131,230.00	263,486.00	394,716.00	25.94

V. MASTER PARCEL TABLE - SERIES 2006A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 06-01 (San Mateo)	0	-	TONG IAN	114460230	15,215.30	113,500.00	266,500.00	380,000.00	24.97
AD 06-01 (San Mateo)	0	-	POWERS KEITH	114460240	15,215.30	105,188.00	245,442.00	350,630.00	23.04
AD 06-01 (San Mateo)	0	-	ZHENG HONG	114460250	15,215.30	103,035.00	240,419.00	343,454.00	22.57
AD 06-01 (San Mateo)	0	-	LEE ESTHER S	114460260	15,215.30	104,265.00	243,289.00	347,554.00	22.84
AD 06-01 (San Mateo)	0	-	KANALEY ERIN	114460270	15,215.30	103,958.00	242,572.00	346,530.00	22.78
AD 06-01 (San Mateo)	0	-	CHEN KYLE D	114460280	15,215.30	113,000.00	264,000.00	377,000.00	24.78
AD 06-01 (San Mateo)	0	-	BURNS TERENCE C	114460290	15,215.30	117,500.00	275,500.00	393,000.00	25.83
AD 06-01 (San Mateo)	0	-	BILLMAN GEORGE	114460300	15,215.30	100,350.00	234,150.00	334,500.00	21.98
Total					16,442,804.23	41,335,615.00	81,451,901.00	122,787,516.00	7.47

Source: Alameda County, Contra Costa County, Placer County, Sacramento County, and San Mateo County Secured Property Roll as compiled by Willdan Financial Services between July and September 2012.
The value to lien calculation is now based solely upon the assessed valuations provided by the County secured rolls. Appraised values are not taken into consideration.

CERTIFICATE OF CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

The undersigned hereby states and certifies that:

1. I am the duly appointed, qualified and acting Member of the Commission of the California Statewide Communities Development Authority (the "Authority") and am familiar with the facts herein certified, and am authorized to certify the same on behalf of the Authority. All capitalized terms used and not otherwise defined herein shall have the meanings ascribed thereto in the Trust Agreement dated as of October 1, 2006.

2. This Certificate is being provided in connection with the Continuing Disclosure Annual Report of the Authority for the Fiscal Year Ended June 30, 2012 (the "Annual Report") being delivered on the date hereof by the Authority pursuant to the certain Continuing Disclosure Agreement, dated October 31, 2006 (the "Disclosure Agreement"), executed and delivered by the California Statewide Communities Development Authority in connection with the \$19,015,000 Statewide Community Infrastructure Program Revenue Bonds, Series 2006A (the "Bonds").

3. Unless otherwise stated in this Annual Report or previously provided notice for, for the past fiscal year, there have been: (a) no principal and interest payment delinquencies with respect to the Bonds; (b) no non-payment related defaults; (c) no modifications to the rights of Bondholders; (d) no optional, contingent, or unscheduled Bond calls; (e) no defeasances of any Bonds; (f) no rating changes; (g) no adverse tax opinions or events affecting the tax-exempt status of the Bonds; (h) no unscheduled draws on debt service reserves reflecting financial difficulties; (i) no unscheduled draws on credit enhancements reflecting financial difficulties; (j) no substitution of credit or liquidity providers, or their failure to perform; (k) no releases, substitutions or sales of property securing repayment of the Bonds.

4. The statements and information contained in the Annual Report are true, correct and complete in all material respects, and as of the date hereof the Annual Report does not contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary in order to make the statements therein, in the light of the circumstances under which they were made, not misleading.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

By: _____

Member of the Commission of the
California Statewide Communities Development Authority

\$25,545,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2007A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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1. Continuing Disclosure Annual Report for the fiscal year ended June 30, 2012 of the California Statewide Communities Development Authority in connection with the \$25,545,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2007A.
2. Certificate of California Statewide Communities Development Authority.

\$25,545,000

**CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2007A**

**CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012**

\$25,545,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2007A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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I. INTRODUCTION

Pursuant to the following Continuing Disclosure Agreement, dated June 13, 2007 (the “Disclosure Agreement”), the California Statewide Communities Development Authority (the “Authority”) hereby provides its continuing disclosure annual report for the fiscal year ended June 30, 2012 (the “Annual Report”) in connection with the following bond issue.

Bond Issues

This Annual Report is being provided in connection with the \$25,545,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2007A (the “Bonds”).

Each maturity of the Bonds is identified by the corresponding CUSIP Number set forth below:

<u>Maturity Date</u>	<u>CUSIP</u>
September 2, 2013	13078YDQ5
September 2, 2014	13078YDR3
September 2, 2015	13078YDS1
September 2, 2016	13078YDT9
September 2, 2017	13078YDU6
September 2, 2018	13078YDV4
September 2, 2019	13078YDW2
September 2, 2020	13078YDX0
September 2, 2027	13078YDY8
September 2, 2037	13078YDZ5

Note: The CUSIP Numbers above are provided for the convenience of Bondholders. The Authority is not responsible for the accuracy or completeness of such numbers.

Other Matters

This Annual Report is provided solely pursuant to the Disclosure Agreement. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial, operating or other information about the Authority or the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the fiscal year to which this Annual Report relates (other than as contained in this Annual Report), or any other date specified with respect to any of the information contained in this Annual Report, or that no other information exists, which may have a bearing on the security for the Bonds, or an investor’s decision to buy, sell, or hold the Bonds. The information contained in this Annual Report has been obtained from sources which are believed to be reliable. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the Authority.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

II. AGGREGATE OUTSTANDING LOCAL OBLIGATIONS AND COMBINED DEBT SERVICE

The table below identifies the aggregate amount of principal outstanding and the remaining debt service schedule after the September 2, 2012 debt service payment.

Date	Coupon	Principal Amount	Interest	Debt Service
03/02/13			567,698	567,698
09/02/13	4.500%	485,000	567,698	1,052,698
03/02/14			556,785	556,785
09/02/14	4.500%	505,000	556,785	1,061,785
03/02/15			545,423	545,423
09/02/15	4.550%	530,000	545,423	1,075,423
03/02/16			533,365	533,365
09/02/16	4.600%	555,000	533,365	1,088,365
03/02/17			520,600	520,600
09/02/17	4.625%	580,000	520,600	1,100,600
03/02/18			507,188	507,188
09/02/18	4.700%	610,000	507,188	1,117,188
03/02/19			492,853	492,853
09/02/19	4.750%	635,000	492,853	1,127,853
03/02/20			477,771	477,771
09/02/20	4.800%	665,000	477,771	1,142,771
03/02/21			461,811	461,811
09/02/21	5.000%	700,000	461,811	1,161,811
03/02/22			444,311	444,311
09/02/22	5.000%	735,000	444,311	1,179,311
03/02/23			425,936	425,936
09/02/23	5.000%	770,000	425,936	1,195,936
03/02/24			406,686	406,686
09/02/24	5.000%	805,000	406,686	1,211,686
03/02/25			386,561	386,561
09/02/25	5.000%	850,000	386,561	1,236,561
03/02/26			365,311	365,311
09/02/26	5.000%	890,000	365,311	1,255,311
03/02/27			343,061	343,061
09/02/27	5.000%	935,000	343,061	1,278,061
03/02/28			319,686	319,686
09/02/28	5.150%	980,000	319,686	1,299,686
03/02/29			294,451	294,451
09/02/29	5.150%	1,030,000	294,451	1,324,451
03/02/30			267,929	267,929
09/02/30	5.150%	1,085,000	267,929	1,352,929
03/02/31			239,990	239,990
09/02/31	5.150%	1,140,000	239,990	1,379,990
03/02/32			210,635	210,635
09/02/32	5.150%	1,200,000	210,635	1,410,635
03/02/33			179,735	179,735
09/02/33	5.150%	1,265,000	179,735	1,444,735
03/02/34			147,161	147,161
09/02/34	5.150%	1,325,000	147,161	1,472,161
03/02/35			113,043	113,043
09/02/35	5.150%	1,390,000	113,043	1,503,043
03/02/36			77,250	77,250
09/02/36	5.150%	1,465,000	77,250	1,542,250
03/02/37			39,526	39,526
09/02/37	5.150%	1,535,000	39,526	1,574,526
		<u>\$22,665,000</u>	<u>\$17,849,533</u>	<u>\$40,514,533</u>

III. RESERVE FUND REQUIREMENT AND BALANCE

The Reserve Requirement for the Bonds is equal to the maximum annual debt service on the Bonds. The table below represents the Reserve Requirement after the September 2, 2012 debt service payment on the Bonds and the reserve fund balance.

<u>Account</u>	<u>Reserve Fund Requirement</u>	<u>Balance as of September 2, 2012</u>
Reserve Account	\$1,624,470.00	\$1,625,573.40

IV. DELINQUENCY INFORMATION

The information below identifies the amount, percentage, and number of parcels delinquent as of June 30, 2012 with respect to each County. In addition, the parcel number, owner, amount delinquent, due date, and status of foreclosure will be provided below with respect to any owner of the delinquent parcels holding land representing more than 5% of the assessment lien securing the Local Obligation.

- A. **Assessment District 07-01 for the County of Alameda:** None of the delinquent parcel owners hold land subject to more than 5% of the assessment liens securing the Local Obligations within the County of Alameda.

<u>Installment</u>	<u>Delinquency Amount</u>	<u>Levy per Installment</u>	<u>Delinquency Percentage of Total Levy</u>	<u>Number of Parcels Delinquent</u>
2011-12 - 1st	\$604.26	\$39,242.06	1.54%	1
2011-12 - 2nd	\$604.26	\$39,242.06	1.54%	1
Total	\$1,208.52	\$78,484.12	1.54%	

- B. **Assessment District 07-01 for the County of Contra Costa:** No delinquencies as of the fiscal year ended June 30, 2012.
- C. **Assessment District 07-01 for the County of El Dorado:** No delinquencies as of the fiscal year ended June 30, 2012.
- D. **Assessment District 07-01 for the County of Placer:** No delinquencies as of the fiscal year ended June 30, 2012.
- E. **Assessment District 07-01 for the County of Sonoma:** No delinquencies as of the fiscal year ended June 30, 2012.

V. MASTER PARCEL TABLE - SERIES 2007A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 07-01 (Alameda)	-	-	HU QIZHI	941 283800200	15,832.91	61,660.00	236,212.00	297,872.00	18.81
AD 07-01 (Alameda)	-	-	CONWAY BRIAN ALLEN TR & CRAIG TODD M	941 283800300	15,832.91	132,600.00	312,120.00	444,720.00	28.09
AD 07-01 (Alameda)	-	-	PAULOS ARNOLD & MICHELLE M	941 283800400	15,832.91	308,284.00	927,592.00	1,235,876.00	78.06
AD 07-01 (Alameda)	-	-	VO GIANG T & LU ANNA	941 283800500	15,832.91	362,871.00	1,091,329.00	1,454,200.00	91.85
AD 07-01 (Alameda)	-	-	SUDANAGUNTA SUNIL S & SOUJANYA	941 283800600	15,832.91	270,846.00	918,694.00	1,189,540.00	75.13
AD 07-01 (Alameda)	-	-	HUANG JAMES S & CHEN ALINA	941 283800700	15,832.91	150,000.00	400,000.00	550,000.00	34.74
AD 07-01 (Alameda)	-	-	JOHNSTON FREDERICK L	941 283800800	15,832.91	266,562.00	994,482.00	1,261,044.00	79.65
AD 07-01 (Alameda)	-	-	PROVERB 1722 PROPERTY LLC	941 283800900	15,832.91	134,640.00	370,260.00	504,900.00	31.89
AD 07-01 (Alameda)	-	-	RAMIREZ FERDINAND D	941 283801000	15,832.91	195,553.00	587,078.00	782,631.00	49.43
AD 07-01 (Alameda)	-	-	CHUAH BUNNY & PENNY Y TRS	941 283801100	15,882.05	90,000.00	210,000.00	300,000.00	18.89
AD 07-01 (Alameda)	-	-	CHUAH BUNNY & PENNY TRS & PUENTES HERNAN & EL ETAL	941 283801200	15,882.05	180,000.00	420,000.00	600,000.00	37.78
AD 07-01 (Alameda)	-	-	SONG JAMES J & DUAN LINDA L	941 283801300	15,882.05	312,362.00	959,559.00	1,271,921.00	80.09
AD 07-01 (Alameda)	-	-	MIAO YANG WEI JACK & HSIAO HUEY DEBOR	941 283801400	15,882.05	250,000.00	600,000.00	850,000.00	53.52
AD 07-01 (Alameda)	-	-	PARPAT PROPERTIES LLC	941 283801500	15,882.05	251,183.00	675,633.00	926,816.00	58.36
AD 07-01 (Alameda)	-	-	SINGH FAMILY PROPERTIES LP	941 283801600	15,882.05	276,814.00	648,874.00	925,688.00	58.29
AD 07-01 (Alameda)	-	-	GOMAS STEVEN W. & WALKER KATHERINE M TRS	941 283801700	15,882.05	90,000.00	210,000.00	300,000.00	18.89
AD 07-01 (Alameda)	-	-	EBO PROPERTIES SOUTH LLC	941 283801800	100,843.23	1,746,385.00	4,080,582.00	5,826,967.00	57.78
AD 07-01 (Alameda)	-	-	TRAN HOANG H & HSIEH SUSAN J	941 283801900	15,230.11	100,000.00	230,000.00	330,000.00	21.67
AD 07-01 (Alameda)	-	-	NORCAL 5 LP	941 283802000	15,230.11	135,000.00	315,000.00	450,000.00	29.55
AD 07-01 (Alameda)	-	-	NORCAL 5 LP	941 283802100	15,230.11	165,000.00	385,000.00	550,000.00	36.11
AD 07-01 (Alameda)	-	-	CHANG GRACE S & JEFFERY ETAL	941 283802200	15,230.11	117,155.00	468,622.00	585,777.00	38.46
AD 07-01 (Alameda)	-	-	SHERRY INVESTMENTS LLC	941 283802300	15,230.11	332,545.00	826,585.00	1,159,130.00	76.11
AD 07-01 (Alameda)	-	-	WINTER LAND & CATTLE CO LLC	941 283802400	15,230.11	254,259.00	719,718.00	973,977.00	63.95
AD 07-01 (Alameda)	-	-	TING SCOTT & JENNIFER W	941 283802500	15,230.11	255,160.00	769,417.00	1,024,577.00	67.27
AD 07-01 (Alameda)	-	-	XIAO HENG & PAN ZICHANG ETAL	941 283802600	15,230.11	159,998.00	486,105.00	646,103.00	42.42
AD 07-01 (Alameda)	-	-	DUBLIN REAL ESTATE LLC	986 001600401	561,536.79	8,427,472.00	4,244,596.00	12,672,068.00	22.57
AD 07-01 (Contra Costa)	Venture Commerce	-	HERCULES PUBLIC FINANCING AUTH	404182015	1,142,370.87	3,450,973.00	11,503,247.00	14,954,220.00	13.09
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11537001100	2,636,636.99	751,500.00	-	751,500.00	0.29
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11537002100	3,203,187.09	1,106,500.00	-	1,106,500.00	0.35
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11537003100	2,048,296.50	560,500.00	-	560,500.00	0.27
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543001100	62,799.74	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543002100	62,799.74	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543003100	62,799.74	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543004100	62,799.74	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543005100	62,799.74	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543006100	62,799.74	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543007100	62,799.74	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543008100	62,799.74	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543009100	62,799.74	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543010100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543011100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543012100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543013100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543014100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543015100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543016100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543017100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543018100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543019100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543020100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543021100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543022100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543023100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543024100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543025100	62,799.75	10,944.00	-	10,944.00	0.17

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<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543026100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543027100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543028100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543029100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543030100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543031100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543032100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543033100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543034100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543035100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543036100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543037100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543038100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543039100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543040100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543041100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543042100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543043100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543044100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543045100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543046100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543047100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543048100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543049100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543050100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543051100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543052100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (El Dorado)	-	-	SILVER SPRINGS A CA LLC	11543053100	62,799.75	10,944.00	-	10,944.00	0.17
AD 07-01 (Placer)	-	-	LINCOLN GATEWAY RETAIL LLC	008280035000	60,722.97	85,000.00	1,085,000.00	1,170,000.00	19.27
AD 07-01 (Placer)	-	-	LINCOLN GATEWAY RETAIL LLC	008280036000	320,736.91	956,685.00	3,703,424.00	4,660,109.00	14.53
AD 07-01 (Placer)	-	-	LINCOLN GATEWAY RETAIL LLC	008280037000	61,550.43	354,697.00	904,358.00	1,259,055.00	20.46
AD 07-01 (Placer)	-	-	LINCOLN GATEWAY RETAIL LLC	008280038000	56,012.81	260,000.00	450,000.00	710,000.00	12.68
AD 07-01 (Placer)	-	-	LINCOLN GATEWAY RETAIL LLC	008280039000	45,828.66	270,000.00	305,000.00	575,000.00	12.55
AD 07-01 (Placer)	-	-	LINCOLN GATEWAY RETAIL LLC	008280040000	45,828.66	270,000.00	305,000.00	575,000.00	12.55
AD 07-01 (Placer)	-	-	LINCOLN GATEWAY RETAIL LLC	008280041000	45,828.66	270,000.00	305,000.00	575,000.00	12.55
AD 07-01 (Placer)	Hampton Inn & Suites	-	ROSEVILLE HIS I LLC	013213001000	698,074.82	869,117.00	6,943,778.00	7,812,895.00	11.19
AD 07-01 (Placer)	Sterling Point Parkway	-	CONRAD ETHAN & SFC LEASING LP	330190012000	107,642.49	153,000.00	377,400.00	530,400.00	4.93
AD 07-01 (Placer)	Sterling Point Parkway	-	CONRAD ETHAN & SFC LEASING LP	330190013000	147,579.40	234,600.00	479,400.00	714,000.00	4.84
AD 07-01 (Placer)	Granite Bay	-	CALIFORNIA HEALTHCARE INSURANCE COMPANY INC	466190019000	20,443.83	300,000.00	935,000.00	1,235,000.00	60.41
AD 07-01 (Placer)	Granite Bay	-	VINLIN PROPERTIES LLC	466190020000	20,443.83	275,000.00	960,000.00	1,235,000.00	60.41
AD 07-01 (Placer)	Granite Bay	-	GRANITE BAY PAVILIONS RETAIL LLC	466190021000	17,604.41	270,000.00	565,000.00	835,000.00	47.43
AD 07-01 (Placer)	Granite Bay	-	PACIFIC LEASEHOLD COMPANY LLC	466190022000	17,604.41	270,000.00	890,000.00	1,160,000.00	65.89
AD 07-01 (Placer)	Granite Bay	-	GRANITE BAY PAVILIONS RETAIL LLC	466190023000	32,027.04	1,077,939.00	912,715.00	1,990,654.00	62.16
AD 07-01 (Placer)	Granite Bay	-	GRANITE BAY PAVILIONS RETAIL LLC	466190024000	22,894.70	285,000.00	1,150,000.00	1,435,000.00	62.68
AD 07-01 (Placer)	Granite Bay	-	GRANITE BAY PAVILIONS OFFICE LLC	466190025000	13,509.66	245,000.00	-	245,000.00	18.14
AD 07-01 (Placer)	Granite Bay	-	GRANITE BAY PAVILIONS OFFICE LLC	466190026000	13,509.66	245,000.00	-	245,000.00	18.14
AD 07-01 (Placer)	Granite Bay	-	ROTAS NICHOLAS WILLIAM & CAROL HOFFMAN TTEE	466190027000	15,379.06	385,000.00	545,000.00	930,000.00	60.47
AD 07-01 (Placer)	Granite Bay	-	VARIS I PROPERTIES LLC	466190028000	15,332.87	270,000.00	655,000.00	925,000.00	60.33
AD 07-01 (Placer)	Granite Bay	-	PITAMBER RAMESH	466190029000	15,379.06	255,000.00	375,000.00	630,000.00	40.96
AD 07-01 (Placer)	Granite Bay	-	GRANITE BAY PAVILIONS OFFICE LLC	466190030000	9,876.82	245,000.00	-	245,000.00	24.81
AD 07-01 (Placer)	Granite Bay	-	GRANITE BAY PAVILIONS OFFICE LLC	466190031000	13,509.66	245,000.00	-	245,000.00	18.14
AD 07-01 (Placer)	Granite Bay	-	HENKE ARTUR Z & HALADUS HENKE ISABELLE A TR ET AL	466190033000	9,852.37	165,000.00	425,000.00	590,000.00	59.88
AD 07-01 (Placer)	Granite Bay	-	LEWIS CURT R & KELLI S	466190034000	9,876.82	165,000.00	425,000.00	590,000.00	59.74
AD 07-01 (Placer)	Granite Bay	-	BRICCA GREGORY M & NOELLE J	466190035000	13,634.66	250,000.00	565,000.00	815,000.00	59.77
AD 07-01 (Placer)	Granite Bay	-	PROPP THOMAS E TTEE ET AL	466190037000	15,332.87	260,000.00	655,000.00	915,000.00	59.68

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AD 07-01 (Placer)	Granite Bay	-	ABCD HOLDINGS LLC	466190038000	15,332.87	260,000.00	655,000.00	915,000.00	59.68
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040001000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040002000	11,820.38	96,900.00	-	96,900.00	8.20
AD 07-01 (Placer)	Woodlake Village	-	BUDEK TOMAS & BANKS KATHLEEN	485040003000	11,820.38	96,900.00	-	96,900.00	8.20
AD 07-01 (Placer)	Woodlake Village	-	MICHAEL SU Y	485040004000	11,820.38	96,900.00	-	96,900.00	8.20
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040005000	11,820.38	96,900.00	-	96,900.00	8.20
AD 07-01 (Placer)	Woodlake Village	-	LAI AMIT & LAI MADHURIMA	485040006000	11,820.38	96,900.00	130,000.00	226,900.00	19.20
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040007000	11,820.38	96,900.00	-	96,900.00	8.20
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040008000	11,820.38	96,900.00	-	96,900.00	8.20
AD 07-01 (Placer)	Woodlake Village	-	RONCO MOLLIE & EGER MARK	485040009000	11,820.38	96,900.00	-	96,900.00	8.20
AD 07-01 (Placer)	Woodlake Village	-	BLAKE DOUGLAS & BLAKE ELIZABETH	485040010000	11,820.38	80,000.00	216,642.00	296,642.00	25.10
AD 07-01 (Placer)	Woodlake Village	-	MAULDIN JESUS & ROBBYNE	485040011000	11,820.38	96,900.00	-	96,900.00	8.20
AD 07-01 (Placer)	Woodlake Village	-	MARRUJO DANIEL & DASILVA ROSEMARIA	485040012000	11,820.38	80,000.00	322,000.00	402,000.00	34.01
AD 07-01 (Placer)	Woodlake Village	-	JONES MATTHEW & JONES LAUREL	485040013000	11,820.38	96,900.00	-	96,900.00	8.20
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040014000	11,820.38	96,900.00	-	96,900.00	8.20
AD 07-01 (Placer)	Woodlake Village	-	NUNES MARK & NUNES KIM	485040015000	11,820.38	74,600.00	264,400.00	339,000.00	28.68
AD 07-01 (Placer)	Woodlake Village	-	COTTRELL DENISE	485040016000	11,820.38	80,000.00	288,500.00	368,500.00	31.17
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040017000	11,820.38	89,000.00	-	89,000.00	7.53
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040018000	11,820.38	92,820.00	-	92,820.00	7.85
AD 07-01 (Placer)	Woodlake Village	-	J & B VALLEY PROPERTIES LLC	485040019000	11,820.38	96,600.00	92,400.00	189,000.00	15.99
AD 07-01 (Placer)	Woodlake Village	-	J & B VALLEY PROPERTIES LLC	485040020000	11,820.38	87,700.00	101,300.00	189,000.00	15.99
AD 07-01 (Placer)	Woodlake Village	-	GREWAL JAGMEET	485040021000	11,820.38	81,700.00	199,300.00	281,000.00	23.77
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040022000	11,820.38	92,820.00	-	92,820.00	7.85
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040023000	11,820.38	92,820.00	-	92,820.00	7.85
AD 07-01 (Placer)	Woodlake Village	-	SMITH MARK R & SMITH CHRISTINE A TR	485040024000	11,820.38	69,400.00	269,600.00	339,000.00	28.68
AD 07-01 (Placer)	Woodlake Village	-	SCHAEFER JOHN H & SCHAEFFER MARCELLE A	485040025000	11,820.38	92,820.00	-	92,820.00	7.85
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485040026000	11,820.38	81,700.00	199,300.00	281,000.00	23.77
AD 07-01 (Placer)	Woodlake Village	-	CARLILE CECELIA ET AL	485040027000	11,820.38	80,000.00	254,000.00	334,000.00	28.26
AD 07-01 (Placer)	Woodlake Village	-	WERNER BRETT ET AL	485040028000	11,820.38	92,820.00	-	92,820.00	7.85
AD 07-01 (Placer)	Woodlake Village	-	NEWSOM BRIAN & MICHELLE	485040029000	11,820.38	74,800.00	221,200.00	296,000.00	25.04
AD 07-01 (Placer)	Woodlake Village	-	YOUSIF ZAKI Y & SARAH TTEE	485040030000	11,820.38	70,700.00	268,300.00	339,000.00	28.68
AD 07-01 (Placer)	Woodlake Village	-	VALDEZ JUANCHITO & CORAZON	485040031000	11,820.38	65,500.00	256,500.00	322,000.00	27.24
AD 07-01 (Placer)	Woodlake Village	-	BACHINI TEDD & RHONDA	485040032000	11,820.38	78,500.00	278,500.00	357,000.00	30.20
AD 07-01 (Placer)	Woodlake Village	-	BRASHEAR VICTORIA & BRASHEAR BRETT	485040033000	11,820.38	80,000.00	282,536.00	362,536.00	30.67
AD 07-01 (Placer)	Woodlake Village	-	HULL KASHMIRA & HULL KENNETH	485040034000	11,820.38	80,000.00	331,000.00	411,000.00	34.77
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050001000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050002000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050003000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050004000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050005000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050006000	11,820.38	113,000.00	-	113,000.00	9.56
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050007000	11,820.38	113,000.00	-	113,000.00	9.56
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050008000	11,820.38	113,000.00	-	113,000.00	9.56
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050009000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	CATALANO FRANK R & JUDITH MARY TR	485050010000	11,820.38	179,411.00	-	179,411.00	15.18
AD 07-01 (Placer)	Woodlake Village	-	ORTIGA-LAMSON JENNIFER & LAMSON JUPREE	485050011000	11,820.38	100,200.00	88,800.00	189,000.00	15.99
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050012000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050013000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050014000	11,820.38	73,000.00	-	73,000.00	6.18
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050015000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	SINGH RANJAN & SHARMA NIDHI	485050016000	11,820.38	76,300.00	245,700.00	322,000.00	27.24
AD 07-01 (Placer)	Woodlake Village	-	CHANG CHEE	485050017000	11,820.38	78,200.00	260,800.00	339,000.00	28.68
AD 07-01 (Placer)	Woodlake Village	-	KOPPEL STEVEN W	485050018000	11,820.38	76,200.00	206,800.00	283,000.00	23.94
AD 07-01 (Placer)	Woodlake Village	-	KUHNEN ANDREW TODD & ANGELA H	485050019000	11,820.38	72,700.00	267,300.00	340,000.00	28.76
AD 07-01 (Placer)	Woodlake Village	-	CUBBLER STEPHEN & JESSICA	485050020000	11,820.38	73,900.00	265,100.00	339,000.00	28.68

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<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 07-01 (Placer)	Woodlake Village	-	POONI SUBRAMANIYAM & LAKSHMINARAYANAN RAJESWARI	485050021000	11,820.38	70,000.00	252,000.00	322,000.00	27.24
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050022000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050023000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050024000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050025000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050026000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050027000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050028000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050029000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050030000	11,820.38	117,300.00	-	117,300.00	9.92
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050031000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050032000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	CHAUHAN CHARANJIT	485050033000	11,820.38	45,000.00	141,000.00	186,000.00	15.74
AD 07-01 (Placer)	Woodlake Village	-	CHAUHAN CHARANJIT	485050034000	11,820.38	55,000.00	-	55,000.00	4.65
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050035000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050036000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050037000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050038000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050039000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050040000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050041000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050042000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050043000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050044000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050045000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050046000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050047000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050048000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050049000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050050000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050051000	11,820.38	80,200.00	215,800.00	296,000.00	25.04
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050052000	11,820.38	83,100.00	242,900.00	326,000.00	27.58
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485050053000	11,820.38	92,820.00	-	92,820.00	7.85
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485060001000	11,820.38	127,500.00	-	127,500.00	10.79
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485060002000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485060003000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485060004000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485060005000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	MERITAGE HOMES OF CALIFORNIA INC	485060006000	11,820.38	76,500.00	-	76,500.00	6.47
AD 07-01 (Placer)	Woodlake Village	-	HOFFMAN GLENN E & TIFFANY	485060007000	11,820.38	84,900.00	272,100.00	357,000.00	30.20
AD 07-01 (Placer)	Woodlake Village	-	CARANO STEVEN J & ANDREA M	485060008000	11,820.38	100,400.00	239,600.00	340,000.00	28.76
AD 07-01 (Placer)	Woodlake Village	-	PHEN CHRISTOPHER & PHEN JENNIFER TR	485060009000	11,820.38	80,000.00	242,000.00	322,000.00	27.24
AD 07-01 (Placer)	Woodlake Village	-	VERGIE ERIN M	485060010000	11,820.38	57,800.00	131,200.00	189,000.00	15.99
AD 07-01 (Placer)	Woodlake Village	-	WELCH JONATHAN	485060011000	11,820.38	57,800.00	131,200.00	189,000.00	15.99
AD 07-01 (Placer)	Woodlake Village	-	LEWIS STEPHEN K & CATHERINE B	485060012000	11,820.38	63,100.00	276,900.00	340,000.00	28.76
AD 07-01 (Placer)	Woodlake Village	-	PERTL ROGER & LEAH	485060013000	11,820.38	67,200.00	271,800.00	339,000.00	28.68
AD 07-01 (Placer)	Woodlake Village	-	JEFFY SINDHU & JOSEPH JEFFY	485060014000	11,820.38	107,300.00	232,700.00	340,000.00	28.76
AD 07-01 (Placer)	Woodlake Village	-	GASSAWAY TIMOTHY B & BARBARA K	485060015000	11,820.38	102,300.00	236,700.00	339,000.00	28.68
AD 07-01 (Placer)	Woodlake Village	-	NGUYEN PHUONG & HOPKINS LE	485060016000	11,820.38	62,900.00	220,100.00	283,000.00	23.94
AD 07-01 (Placer)	Woodlake Village	-	DORFF CHARLES JR & ROSALA R	485060017000	11,820.38	65,900.00	184,100.00	250,000.00	21.15
AD 07-01 (Placer)	Woodlake Village	-	PAT SATYA & SATYANARAYANAN MALLIKA	485060018000	11,820.38	46,400.00	275,600.00	322,000.00	27.24
AD 07-01 (Placer)	Woodlake Village	-	HOLMES A C & RHONDA O	485060019000	11,820.38	66,300.00	216,700.00	283,000.00	23.94
AD 07-01 (Placer)	Woodlake Village	-	KAMBLE HRUDAY	485060020000	11,820.38	67,000.00	273,000.00	340,000.00	28.76
AD 07-01 (Placer)	Woodlake Village	-	BRADBURY ERIC & SABRINA ET AL	485060021000	11,820.38	65,300.00	184,700.00	250,000.00	21.15
AD 07-01 (Placer)	Woodlake Village	-	BLISS BLESS INC	485060022000	11,820.38	57,500.00	264,500.00	322,000.00	27.24

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<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 07-01 (Placer)	Woodlake Village	-	BUCKMAN MICHAEL	485060023000	11,820.38	86,000.00	197,000.00	283,000.00	23.94
AD 07-01 (Placer)	Woodlake Village	-	OLVIDO STEPHEN J & NELSIE D	485060024000	11,820.38	71,937.00	285,671.00	357,608.00	30.25
AD 07-01 (Placer)	Woodlake Village	-	CHAN PETER Y ET AL	485060025000	11,820.38	89,700.00	206,300.00	296,000.00	25.04
AD 07-01 (Placer)	Woodlake Village	-	MILLER RICHARD & LINDA	485060026000	11,820.38	95,300.00	218,700.00	314,000.00	26.56
AD 07-01 (Placer)	Woodlake Village	-	REEVES LYNN L	485060027000	11,820.38	73,400.00	176,600.00	250,000.00	21.15
AD 07-01 (Placer)	Woodlake Village	-	PRICE JEREMY & ANGELA	485060028000	11,820.38	101,100.00	238,900.00	340,000.00	28.76
AD 07-01 (Placer)	Woodlake Village	-	PHEN HENRY & HU ELAINE	485060029000	11,820.38	79,300.00	234,700.00	314,000.00	26.56
AD 07-01 (Placer)	Woodlake Village	-	COUGHLIN MICHAEL & JULIANN	485060030000	11,820.38	51,200.00	137,800.00	189,000.00	15.99
AD 07-01 (Placer)	Woodlake Village	-	AGUILERA VICTOR & ANA L	485060031000	11,820.38	84,100.00	198,900.00	283,000.00	23.94
AD 07-01 (Placer)	Woodlake Village	-	LE VU T & VO DUYENTHU	485060032000	11,820.38	108,400.00	248,600.00	357,000.00	30.20
AD 07-01 (Placer)	Woodlake Village	-	JONES FRANK & CARRIE	485060033000	11,820.38	71,400.00	275,400.00	346,800.00	29.34
AD 07-01 (Placer)	Woodlake Village	-	WARD KERRY	485060034000	11,820.38	91,600.00	222,400.00	314,000.00	26.56
AD 07-01 (Placer)	Woodlake Village	-	MANNA WENDY & KASEY	485060035000	11,820.38	72,900.00	210,100.00	283,000.00	23.94
AD 07-01 (Placer)	Woodlake Village	-	RADHAKRISHNAN SURESH ET AL	485060036000	11,820.38	82,300.00	239,700.00	322,000.00	27.24
AD 07-01 (Placer)	Woodlake Village	-	NEWTON KENNETH & JENNIFER	485060037000	11,820.38	87,100.00	252,900.00	340,000.00	28.76
AD 07-01 (Placer)	Woodlake Village	-	ZHONG SHI MEI	485060038000	11,820.38	105,700.00	233,300.00	339,000.00	28.68
AD 07-01 (Placer)	Woodlake Village	-	MOORE TAMARA B	485060039000	11,820.38	68,200.00	181,800.00	250,000.00	21.15
AD 07-01 (Placer)	Woodlake Village	-	CAYETANO ULYSSES & BELMA P	485060040000	11,820.38	93,200.00	263,800.00	357,000.00	30.20
AD 07-01 (Placer)	Woodlake Village	-	KRUPP JASON & JENNIFER M	485060041000	11,820.38	93,400.00	220,600.00	314,000.00	26.56
AD 07-01 (Placer)	Woodlake Village	-	BURDICK STEVE & JENELLE	485060042000	11,820.38	85,700.00	236,300.00	322,000.00	27.24
AD 07-01 (Placer)	Woodlake Village	-	MAXIM GREGORY	485060043000	11,820.38	62,800.00	251,200.00	314,000.00	26.56
AD 07-01 (Placer)	Woodlake Village	-	WELCH WILLIAM E & KRISIN E TTEE	485060044000	11,820.38	97,600.00	259,400.00	357,000.00	30.20
AD 07-01 (Placer)	Woodlake Village	-	HOOTEN CALEB J	485060045000	11,820.38	81,600.00	153,000.00	234,600.00	19.85
AD 07-01 (Placer)	Woodlake Village	-	RAO ANIL & RAO VANDANA	485060046000	11,820.38	101,900.00	237,100.00	339,000.00	28.68
AD 07-01 (Placer)	Woodlake Village	-	MANRY SETH & JENNIFER	485060047000	11,820.38	101,300.00	235,700.00	337,000.00	28.51
AD 07-01 (Placer)	Woodlake Village	-	RICKARD CHAD M & OSHEA CHRISTENA P	485060048000	11,820.38	100,700.00	249,300.00	350,000.00	29.61
AD 07-01 (Placer)	Woodlake Village	-	DANDABANY SANKARLINGAM	485060049000	11,820.38	80,000.00	230,000.00	310,000.00	26.23
AD 07-01 (Placer)	Woodlake Village	-	LAMPART JEFFREY ALAN & KAREN SUE	485060050000	11,820.38	93,100.00	220,900.00	314,000.00	26.56
AD 07-01 (Placer)	Woodlake Village	-	EDWARDS SCOTT C & NANCY A	485060051000	11,820.38	102,000.00	238,000.00	340,000.00	28.76
AD 07-01 (Placer)	Woodlake Village	-	KHANT ANUPKUMAR CHANDULAL & CHIKA ANUPKUMAR	485060052000	11,820.38	79,500.00	259,500.00	339,000.00	28.68
AD 07-01 (Placer)	Woodlake Village	-	LIAO SHU FEN	485060053000	11,820.38	69,700.00	252,300.00	322,000.00	27.24
AD 07-01 (Placer)	Woodlake Village	-	YAPE RAQUEL & GIRD K	485060054000	11,820.38	76,800.00	280,200.00	357,000.00	30.20
AD 07-01 (Placer)	Woodlake Village	-	RADHAKRISHNAN SATHISH K & DANDAPANI SRIPRIYA	485060055000	11,820.38	67,300.00	215,700.00	283,000.00	23.94
AD 07-01 (Placer)	Woodlake Village	-	COLDWELL NICK & NADINE	485060056000	11,820.38	71,600.00	250,400.00	322,000.00	27.24
AD 07-01 (Placer)	Woodlake Village	-	RUBINO MICHAEL & ELLEN	485060057000	11,820.38	64,300.00	185,700.00	250,000.00	21.15
AD 07-01 (Placer)	Woodlake Village	-	MAJHAIL PRABHAJIT S & MANJIT K	485060058000	11,820.38	64,600.00	275,400.00	340,000.00	28.76
AD 07-01 (Placer)	Woodlake Village	-	KHOURY FRED & MICHELLE	485060059000	11,820.38	64,000.00	258,000.00	322,000.00	27.24
AD 07-01 (Placer)	Woodlake Village	-	ZELAYA MYRNA L	485060060000	11,820.38	64,300.00	274,700.00	339,000.00	28.68
AD 07-01 (Placer)	Woodlake Village	-	RICE SUZANNE ET AL	485060061000	11,820.38	83,800.00	273,200.00	357,000.00	30.20
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610001000	160,896.03	492,007.00	-	492,007.00	3.06
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610004000	100,560.02	290,539.00	-	290,539.00	2.89
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610005000	160,896.03	395,233.00	-	395,233.00	2.46
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610006000	201,120.03	495,058.00	-	495,058.00	2.46
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610007000	160,896.03	678,089.00	-	678,089.00	4.21
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610008000	80,448.01	275,023.00	-	275,023.00	3.42
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610009000	160,896.03	798,689.00	-	798,689.00	4.96
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610010000	80,448.01	316,204.00	-	316,204.00	3.93
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610011000	80,448.01	422,348.00	-	422,348.00	5.25
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610014000	160,895.98	556,776.00	-	556,776.00	3.46
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610015000	120,671.97	290,668.00	-	290,668.00	2.41
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610016000	120,671.97	292,854.00	-	292,854.00	2.43
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610017000	201,119.94	529,552.00	-	529,552.00	2.63
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610018000	80,447.98	361,518.00	-	361,518.00	4.49
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610019000	160,895.95	411,052.00	-	411,052.00	2.55
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610020000	181,007.95	450,285.00	-	450,285.00	2.49

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<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019610028000	80,448.01	312,698.00	-	312,698.00	3.89
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	STONE RIDGE AT QUARRY HEIGHTS OWNERS ASSOCIATION	019610030000	100,560.02	-	-	0.00	0.00
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620001000	21,542.10	88,010.00	-	88,010.00	4.09
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620002000	21,542.10	108,936.00	-	108,936.00	5.06
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620003000	21,542.10	98,549.00	-	98,549.00	4.57
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620004000	21,542.10	86,647.00	-	86,647.00	4.02
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620005000	21,542.10	77,341.00	-	77,341.00	3.59
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620006000	21,542.10	64,920.00	-	64,920.00	3.01
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620007000	21,542.10	94,459.00	-	94,459.00	4.38
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620008000	21,542.10	76,779.00	-	76,779.00	3.56
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620009000	21,542.10	111,403.00	-	111,403.00	5.17
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620010000	21,542.10	113,523.00	-	113,523.00	5.27
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620011000	21,542.10	69,724.00	-	69,724.00	3.24
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620012000	21,542.10	74,009.00	-	74,009.00	3.44
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620013000	21,542.09	83,271.00	-	83,271.00	3.87
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620014000	21,542.09	104,824.00	-	104,824.00	4.87
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620015000	21,542.09	72,321.00	-	72,321.00	3.36
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620016000	21,542.09	78,553.00	-	78,553.00	3.65
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620017000	21,542.09	78,034.00	-	78,034.00	3.62
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620018000	21,542.09	77,926.00	-	77,926.00	3.62
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620019000	21,542.09	121,465.00	-	121,465.00	5.64
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620020000	21,542.09	135,445.00	-	135,445.00	6.29
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620021000	21,542.09	84,353.00	-	84,353.00	3.92
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620022000	21,542.09	82,773.00	-	82,773.00	3.84
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620023000	21,542.09	77,904.00	-	77,904.00	3.62
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620024000	21,542.09	88,940.00	-	88,940.00	4.13
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620025000	21,542.09	84,959.00	-	84,959.00	3.94
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620026000	21,542.09	80,717.00	-	80,717.00	3.75
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620027000	21,542.09	83,401.00	-	83,401.00	3.87
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620028000	21,542.09	80,609.00	-	80,609.00	3.74
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620029000	21,542.09	78,294.00	-	78,294.00	3.63
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620030000	21,542.09	92,208.00	-	92,208.00	4.28
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620031000	21,542.09	132,069.00	-	132,069.00	6.13
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620032000	21,542.09	89,503.00	-	89,503.00	4.15
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620033000	21,542.09	73,641.00	-	73,641.00	3.42
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620034000	21,542.09	59,337.00	-	59,337.00	2.75
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620035000	21,542.09	60,376.00	-	60,376.00	2.80
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620036000	21,542.09	60,462.00	-	60,462.00	2.81
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620037000	21,542.09	60,852.00	-	60,852.00	2.82
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620038000	21,542.09	59,034.00	-	59,034.00	2.74
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620039000	21,542.09	56,740.00	-	56,740.00	2.63
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620040000	21,542.09	57,497.00	-	57,497.00	2.67
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620041000	21,542.09	54,490.00	-	54,490.00	2.53
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620042000	21,542.09	109,412.00	-	109,412.00	5.08
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620043000	21,542.09	84,547.00	-	84,547.00	3.92
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620044000	21,542.09	85,759.00	-	85,759.00	3.98
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620045000	21,542.09	102,747.00	-	102,747.00	4.77
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620046000	21,542.09	117,548.00	-	117,548.00	5.46
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620047000	21,542.09	81,237.00	-	81,237.00	3.77
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620048000	21,542.09	65,071.00	-	65,071.00	3.02
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620049000	21,542.09	86,906.00	-	86,906.00	4.03
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019620050000	21,542.09	110,148.00	-	110,148.00	5.11
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630001000	21,542.09	107,681.00	-	107,681.00	5.00
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630002000	21,542.09	107,616.00	-	107,616.00	5.00
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630003000	21,542.09	58,601.00	-	58,601.00	2.72

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<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630004000	21,542.09	69,594.00	-	69,594.00	3.23
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630005000	21,542.09	57,909.00	-	57,909.00	2.69
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630006000	21,542.09	105,863.00	-	105,863.00	4.91
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630007000	21,542.09	102,941.00	-	102,941.00	4.78
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630008000	21,542.09	100,626.00	-	100,626.00	4.67
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630009000	21,542.09	111,922.00	-	111,922.00	5.20
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630010000	21,542.09	53,429.00	-	53,429.00	2.48
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630011000	21,542.09	57,195.00	-	57,195.00	2.66
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630012000	21,542.09	61,263.00	-	61,263.00	2.84
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630013000	21,542.09	108,395.00	-	108,395.00	5.03
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630014000	21,542.09	107,248.00	-	107,248.00	4.98
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630015000	21,542.09	98,787.00	-	98,787.00	4.59
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630016000	21,542.09	100,648.00	-	100,648.00	4.67
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630017000	21,542.09	73,511.00	-	73,511.00	3.41
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630018000	21,542.09	72,970.00	-	72,970.00	3.39
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630019000	21,542.09	124,646.00	-	124,646.00	5.79
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630020000	21,542.09	112,809.00	-	112,809.00	5.24
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630021000	21,542.09	84,223.00	-	84,223.00	3.91
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630022000	21,542.09	61,674.00	-	61,674.00	2.86
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630023000	21,542.09	61,674.00	-	61,674.00	2.86
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630024000	21,542.09	61,674.00	-	61,674.00	2.86
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630025000	21,542.09	106,793.00	-	106,793.00	4.96
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630026000	21,542.09	61,674.00	-	61,674.00	2.86
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630027000	21,542.09	61,674.00	-	61,674.00	2.86
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630028000	21,542.09	61,674.00	-	61,674.00	2.86
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630029000	21,542.09	61,674.00	-	61,674.00	2.86
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630030000	21,542.09	77,688.00	-	77,688.00	3.61
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630031000	21,542.09	111,727.00	-	111,727.00	5.19
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630032000	21,542.09	94,242.00	-	94,242.00	4.37
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630033000	21,542.09	87,058.00	-	87,058.00	4.04
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630034000	21,542.09	115,990.00	-	115,990.00	5.38
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630035000	21,542.09	93,744.00	-	93,744.00	4.35
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	KOTHE JERRY L & KOTHE LOUISE A	019630036000	21,542.09	105,019.00	-	105,019.00	4.88
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630037000	21,542.09	83,336.00	-	83,336.00	3.87
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630038000	21,542.09	64,617.00	-	64,617.00	3.00
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630039000	21,542.09	65,028.00	-	65,028.00	3.02
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630040000	21,542.09	63,946.00	-	63,946.00	2.97
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630041000	21,542.09	64,877.00	-	64,877.00	3.01
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630042000	21,542.09	111,035.00	-	111,035.00	5.15
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630043000	21,542.09	82,513.00	-	82,513.00	3.83
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630044000	21,542.09	94,567.00	-	94,567.00	4.39
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630045000	21,542.09	86,300.00	-	86,300.00	4.01
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630046000	21,542.09	86,733.00	-	86,733.00	4.03
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630047000	21,542.09	119,215.00	-	119,215.00	5.53
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630048000	21,542.09	95,692.00	-	95,692.00	4.44
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630049000	21,542.09	82,102.00	-	82,102.00	3.81
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630050000	21,542.09	84,699.00	-	84,699.00	3.93
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630051000	21,542.09	90,542.00	-	90,542.00	4.20
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630052000	21,542.09	85,262.00	-	85,262.00	3.96
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630053000	21,542.09	97,012.00	-	97,012.00	4.50
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630054000	21,542.09	99,587.00	-	99,587.00	4.62
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630055000	21,542.09	84,915.00	-	84,915.00	3.94
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630056000	21,542.09	89,222.00	-	89,222.00	4.14
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630057000	21,542.09	99,977.00	-	99,977.00	4.64
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630058000	21,542.09	112,203.00	-	112,203.00	5.21

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<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630059000	21,542.09	68,101.00	-	68,101.00	3.16
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630060000	21,542.09	91,256.00	-	91,256.00	4.24
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630061000	21,542.09	102,617.00	-	102,617.00	4.76
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630062000	21,542.09	103,504.00	-	103,504.00	4.80
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630063000	21,542.09	91,407.00	-	91,407.00	4.24
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630064000	21,542.09	92,338.00	-	92,338.00	4.29
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630065000	21,542.09	119,193.00	-	119,193.00	5.53
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630066000	21,542.09	84,439.00	-	84,439.00	3.92
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630067000	21,542.09	87,555.00	-	87,555.00	4.06
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630068000	21,542.09	102,941.00	-	102,941.00	4.78
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630069000	21,542.09	109,910.00	-	109,910.00	5.10
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630070000	21,542.09	89,633.00	-	89,633.00	4.16
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630071000	21,542.09	76,930.00	-	76,930.00	3.57
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630072000	21,542.09	76,346.00	-	76,346.00	3.54
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630073000	21,542.09	89,178.00	-	89,178.00	4.14
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630074000	21,542.09	103,764.00	-	103,764.00	4.82
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630075000	21,542.09	98,678.00	-	98,678.00	4.58
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630076000	21,542.09	94,156.00	-	94,156.00	4.37
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630077000	21,542.09	83,054.00	-	83,054.00	3.86
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630078000	21,542.09	75,221.00	-	75,221.00	3.49
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630079000	21,542.09	82,643.00	300,000.00	382,643.00	17.76
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019630080000	21,542.09	110,494.00	-	110,494.00	5.13
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019640001000	20,112.00	59,514.00	-	59,514.00	2.96
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019640002000	20,112.00	55,185.00	-	55,185.00	2.74
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019640003000	20,112.00	55,185.00	-	55,185.00	2.74
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019640004000	20,112.00	57,336.00	-	57,336.00	2.85
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019650001000	20,112.00	104,155.00	-	104,155.00	5.18
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019650002000	20,112.00	100,343.00	-	100,343.00	4.99
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019650003000	20,112.00	104,155.00	-	104,155.00	5.18
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019650004000	20,112.00	100,343.00	-	100,343.00	4.99
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019650005000	20,112.00	104,155.00	-	104,155.00	5.18
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019650006000	20,112.00	100,343.00	-	100,343.00	4.99
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019650007000	20,112.00	104,155.00	-	104,155.00	5.18
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	JENSEN RICHARD M TR & JENSEN DIANNE N TR	019660001000	20,112.00	150,000.00	324,000.00	474,000.00	23.57
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019660002000	20,112.00	68,466.00	-	68,466.00	3.40
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019660003000	20,112.00	68,466.00	-	68,466.00	3.40
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019660004000	20,112.00	71,135.00	-	71,135.00	3.54
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019660005000	20,112.00	73,837.00	-	73,837.00	3.67
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019660006000	20,112.00	68,466.00	-	68,466.00	3.40
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019660007000	20,112.00	68,466.00	-	68,466.00	3.40
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019660008000	20,112.00	71,135.00	-	71,135.00	3.54
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019670001000	20,112.00	59,514.00	-	59,514.00	2.96
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019670002000	20,112.00	55,185.00	-	55,185.00	2.74
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019670003000	20,112.00	55,185.00	-	55,185.00	2.74
AD 07-01 (Sonoma)	Quarry Heights	Pleasanton	QUARRY HEIGHTS LLC	019670004000	20,112.00	57,336.00	-	57,336.00	2.85
Total					22,683,912.01	63,882,480.00	77,679,529.00	141,562,009.00	6.24

Source: Alameda County, Contra Costa County, El Dorado County, Placer County, and Sonoma County Secured Property Roll as compiled by Willdan Financial Services between July and September 2012.
The value to lien calculation is now based solely upon the assessed valuations provided by the County secured rolls. Appraised values are not taken into consideration.

V. MASTER PARCEL TABLE - SERIES 2007A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	Remaining Assessment <u>Lien</u>	Assessed <u>Land</u>	Assessed <u>Structure</u>	Assessed <u>Total</u>	Value to <u>Lien</u>
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CERTIFICATE OF CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

The undersigned hereby states and certifies that:

1. I am the duly appointed, qualified and acting Member of the Commission of the California Statewide Communities Development Authority (the "Authority") and am familiar with the facts herein certified, and am authorized to certify the same on behalf of the Authority. All capitalized terms used and not otherwise defined herein shall have the meanings ascribed thereto in the Trust Agreement dated as of June 1, 2007.

2. This Certificate is being provided in connection with the Continuing Disclosure Annual Report of the Authority for the Fiscal Year Ended June 30, 2012 (the "Annual Report") being delivered on the date hereof by the Authority pursuant to the certain Continuing Disclosure Agreement, dated June 13, 2007 (the "Disclosure Agreement"), executed and delivered by the California Statewide Communities Development Authority in connection with the \$25,545,000 Statewide Community Infrastructure Program Revenue Bonds, Series 2007A (the "Bonds").

3. Unless otherwise stated in this Annual Report or previously provided notices for, for the past fiscal year, there have been: (a) no principal and interest payment delinquencies with respect to the Bonds; (b) no non-payment related defaults; (c) no modifications to the rights of Bondholders; (d) no optional, contingent, or unscheduled Bond calls; (e) no defeasances of any Bonds; (f) no rating changes; (g) no adverse tax opinions or events affecting the tax-exempt status of the Bonds; (h) no unscheduled draws on debt service reserves reflecting financial difficulties; (i) no unscheduled draws on credit enhancements reflecting financial difficulties; (j) no substitution of credit or liquidity providers, or their failure to perform; (k) no releases, substitutions or sales of property securing repayment of the Bonds.

4. The statements and information contained in the Annual Report are true, correct and complete in all material respects, and as of the date hereof the Annual Report does not contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary in order to make the statements therein, in the light of the circumstances under which they were made, not misleading.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

By: _____

Member of the Commission of the
California Statewide Communities Development Authority

\$10,460,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2007B

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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1. Continuing Disclosure Annual Report for the fiscal year ended June 30, 2012 of the California Statewide Communities Development Authority in connection with the \$10,460,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2007B.
2. Certificate of California Statewide Communities Development Authority.

\$10,460,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2007B

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

\$10,460,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2007B

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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I. INTRODUCTION

Pursuant to the following Continuing Disclosure Agreement, dated November 29, 2007 (the “Disclosure Agreement”), the California Statewide Communities Development Authority (the “Authority”) hereby provides its continuing disclosure annual report for the fiscal year ended June 30, 2012 (the “Annual Report”) in connection with the following bond issue.

Bond Issues

This Annual Report is being provided in connection with the \$10,460,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2007B (the “Bonds”).

Each maturity of the Bonds is identified by the corresponding CUSIP Number set forth below:

<u>Maturity Date</u>	<u>CUSIP</u>
September 2, 2013	13078YEE1
September 2, 2014	13078YEF8
September 2, 2015	13078YEG6
September 2, 2016	13078YEH4
September 2, 2017	13078YEJ0
September 2, 2018	13078YEK7
September 2, 2019	13078YEL5
September 2, 2037	13078YFE0

Note: The CUSIP Numbers above are provided for the convenience of Bondholders. The Authority is not responsible for the accuracy or completeness of such numbers.

Other Matters

This Annual Report is provided solely pursuant to the Disclosure Agreement. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial, operating or other information about the Authority or the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the fiscal year to which this Annual Report relates (other than as contained in this Annual Report), or any other date specified with respect to any of the information contained in this Annual Report, or that no other information exists, which may have a bearing on the security for the Bonds, or an investor’s decision to buy, sell, or hold the Bonds. The information contained in this Annual Report has been obtained from sources which are believed to be reliable. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the Authority.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

II. AGGREGATE OUTSTANDING LOCAL OBLIGATIONS AND COMBINED DEBT SERVICE

The table below identifies the aggregate amount of principal outstanding and the remaining debt service schedule after the September 2, 2012 debt service payment.

Date	Coupon	Principal Amount	Interest	Debt Service
03/02/13			209,154	209,154
09/02/13	4.650%	130,000	209,154	339,154
03/02/14			206,132	206,132
09/02/14	4.800%	135,000	206,132	341,132
03/02/15			202,892	202,892
09/02/15	4.900%	140,000	202,892	342,892
03/02/16			199,462	199,462
09/02/16	5.000%	150,000	199,462	349,462
03/02/17			195,712	195,712
09/02/17	5.125%	155,000	195,712	350,712
03/02/18			191,740	191,740
09/02/18	5.200%	165,000	191,740	356,740
03/02/19			187,450	187,450
09/02/19	5.300%	175,000	187,450	362,450
03/02/20			182,813	182,813
09/02/20	6.250%	185,000	182,813	367,813
03/02/21			177,031	177,031
09/02/21	6.250%	200,000	177,031	377,031
03/02/22			170,781	170,781
09/02/22	6.250%	210,000	170,781	380,781
03/02/23			164,219	164,219
09/02/23	6.250%	220,000	164,219	384,219
03/02/24			157,344	157,344
09/02/24	6.250%	235,000	157,344	392,344
03/02/25			150,000	150,000
09/02/25	6.250%	250,000	150,000	400,000
03/02/26			142,188	142,188
09/02/26	6.250%	265,000	142,188	407,188
03/02/27			133,906	133,906
09/02/27	6.250%	285,000	133,906	418,906
03/02/28			125,000	125,000
09/02/28	6.250%	305,000	125,000	430,000
03/02/29			115,469	115,469
09/02/29	6.250%	315,000	115,469	430,469
03/02/30			105,625	105,625
09/02/30	6.250%	340,000	105,625	445,625
03/02/31			95,000	95,000
09/02/31	6.250%	365,000	95,000	460,000
03/02/32			83,594	83,594
09/02/32	6.250%	380,000	83,594	463,594
03/02/33			71,719	71,719
09/02/33	6.250%	400,000	71,719	471,719
03/02/34			59,219	59,219
09/02/34	6.250%	430,000	59,219	489,219
03/02/35			45,781	45,781
09/02/35	6.250%	460,000	45,781	505,781
03/02/36			31,406	31,406
09/02/36	6.250%	485,000	31,406	516,406
03/02/37			16,250	16,250
09/02/37	6.250%	520,000	16,250	536,250
		<u>\$6,900,000</u>	<u>\$6,839,771</u>	<u>\$13,739,771</u>

III. RESERVE FUND REQUIREMENT AND BALANCE

The Reserve Requirement for the Bonds is equal to the maximum annual debt service on the Bonds. The table below represents the Reserve Requirement after the September 2, 2012 debt service payment on the Bonds and the reserve fund balance.

<u>Account</u>	<u>Reserve Fund Requirement</u>	<u>Balance as of September 2, 2012</u>
Reserve Account	\$555,000.00	\$501,051.47

The Authority has previously posted with the Municipal Securities Rulemaking Board's ("MSRB") on its Electronic Municipal Market Access system ("EMMA") event notices relating to various unscheduled draws on the debt service reserve fund.

IV. DELINQUENCY INFORMATION

The information below identifies the amount, percentage, and number of parcels delinquent as of June 30, 2012 with respect to each County. In addition, the parcel number, owner, amount delinquent, due date, and status of foreclosure will be provided below with respect to any owner of the delinquent parcels holding land representing more than 5% of the assessment lien securing the Local Obligation.

- A. **Assessment District 07-02 for the County of El Dorado:** No delinquencies as of the fiscal year ended June 30, 2012.
- B. **Assessment District 07-02 for the County of Placer:** The delinquent parcels owner holds land subject to more than 5% of the assessment liens securing the Local Obligations within the County of Placer. Below is a summary of the delinquencies and the owner's information.

<u>Installment</u>	<u>Delinquency Amount</u>	<u>Levy per Installment</u>	<u>Delinquency Percentage of Total Levy</u>	<u>Number of Parcels Delinquent</u>
2011-12 - 1st	\$0.00	\$94,980.81	0.00%	0
2011-12 - 2nd	\$41,888.97	\$94,980.81	44.10%	7
Total	\$41,888.97	\$189,961.62	22.05%	

Record owner holding more than 5% of assessment liens securing the Local Obligations within the County of Placer with delinquent parcels: **KMSCP LP**

Parcel Number	Delinquency Amount	Penalty Amount	Interest Amount	Delinquent Installment Date	Foreclosure Status
360-070-002-000	\$3,738.79	\$373.88	\$224.32	4/10/2012	Active
360-070-004-000	\$3,738.79	\$373.88	\$224.32	4/10/2012	Active
360-070-005-000	\$3,738.79	\$373.88	\$224.32	4/10/2012	Active
360-070-006-000	\$3,738.79	\$373.88	\$224.32	4/10/2012	Active
360-070-007-000	\$3,738.79	\$373.88	\$224.32	4/10/2012	Active
360-070-008-000	\$4,916.84	\$491.68	\$295.00	4/10/2012	Active
360-070-010-000	\$18,278.18	\$1,827.82	\$1,096.68	4/10/2012	Active
	\$41,888.97	\$4,188.90	\$2,513.28		

- C. **Assessment District 07-02 for the County of Sacramento:** No delinquencies as of the fiscal year ended June 30, 2012.
- D. **Assessment District 07-02 for the County of San Diego:** None of the delinquent parcel owners hold land subject to more than 5% of the assessment liens securing the Local Obligations within the County of San Diego.

Installment	Delinquency Amount	Levy per Installment	Delinquency Percentage of Total Levy	Number of Parcels Delinquent
2009-10 - 1st	\$0.00	\$44,500.95	0.00%	0
2009-10 - 2nd	\$478.05	\$44,500.95	1.07%	1
2010-11 - 1st	\$0.00	\$44,633.64	0.00%	0
2010-11 - 2nd	\$484.67	\$44,633.64	1.09%	1
2011-12 - 1st	\$532.03	\$44,737.64	1.19%	1
2011-12 - 2nd	\$532.03	\$44,737.64	1.19%	1
Total	\$2,026.78	\$267,744.46	0.76%	

- E. **Assessment District 07-02 for the County of San Mateo:** No delinquencies as of the fiscal year ended June 30, 2012.

V. MASTER PARCEL TABLE - SERIES 2007B BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 07-02 (El Dorado)	-	-	CAMERON PARK TWNHM INV CA	08253120100	73,262.78	180,000.00	560,000.00	740,000.00	10.10
AD 07-02 (El Dorado)	-	-	CAMERON PARK TWNHM INV CA	08253121100	73,262.78	180,000.00	560,000.00	740,000.00	10.10
AD 07-02 (El Dorado)	-	-	CAMERON PARK TWNHM INV CA	08253122100	73,262.78	180,000.00	560,000.00	740,000.00	10.10
AD 07-02 (Placer)	-	-	SHAW ALBERT T & PATRICIA TTEES	012260070000	430,013.98	820,912.00	585,618.00	1,406,530.00	3.27
AD 07-02 (Placer)	-	-	GOGANI FARID	330190018000	151,721.96	455,000.00	1,230,000.00	1,685,000.00	11.11
AD 07-02 (Placer)	-	-	KMSCP LP	360070002000	88,727.85	120,566.00	-	120,566.00	1.36
AD 07-02 (Placer)	-	-	WATTS MANAGEMENT LLC	360070003000	196,263.71	1,230,293.00	1,219,093.00	2,449,386.00	12.48
AD 07-02 (Placer)	-	-	KMSCP LP	360070004000	88,727.85	116,059.00	-	116,059.00	1.31
AD 07-02 (Placer)	-	-	KMSCP LP	360070005000	88,727.85	105,203.00	-	105,203.00	1.19
AD 07-02 (Placer)	-	-	KMSCP LP	360070006000	88,727.85	107,860.00	-	107,860.00	1.22
AD 07-02 (Placer)	-	-	KMSCP LP	360070007000	88,727.85	107,690.00	-	107,690.00	1.21
AD 07-02 (Placer)	-	-	KMSCP LP	360070008000	116,744.81	253,190.00	-	253,190.00	2.17
AD 07-02 (Placer)	-	-	KMSCP LP	360070009000	483,900.46	500,000.00	1,950,000.00	2,450,000.00	5.06
AD 07-02 (Placer)	-	-	KMSCP LP	360070010000	434,512.15	500,000.00	1,980,000.00	2,480,000.00	5.71
AD 07-02 (Sacramento)	-	-	OLYMPIC BARRINGTON PARTNERSHIP	11919100010000	161,330.52	236,365.00	-	236,365.00	1.47
AD 07-02 (Sacramento)	-	-	OLYMPIC BARRINGTON PARTNERSHIP	11919100020000	161,330.52	236,365.00	-	236,365.00	1.47
AD 07-02 (Sacramento)	-	-	OLYMPIC BARRINGTON PARTNERSHIP	11919100070000	194,495.98	236,365.00	-	236,365.00	1.22
AD 07-02 (Sacramento)	-	-	OLYMPIC BARRINGTON PARTNERSHIP	11919100160000	145,904.03	246,643.00	-	246,643.00	1.69
AD 07-02 (Sacramento)	-	-	OLYMPIC BARRINGTON PARTNERSHIP	11919100170000	145,904.03	246,643.00	-	246,643.00	1.69
AD 07-02 (Sacramento)	-	-	OLYMPIC BARRINGTON PARTNERSHIP	11919100180000	145,904.03	236,365.00	-	236,365.00	1.62
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407901	18,155.01	35,700.00	88,740.00	124,440.00	6.85
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407902	18,152.16	35,700.00	88,740.00	124,440.00	6.86
AD 07-02 (San Diego)	-	-	PROSPER REALTY L L C	6462407903	18,152.16	35,700.00	127,500.00	163,200.00	8.99
AD 07-02 (San Diego)	-	-	CASTANO JAIME A	6462407904	20,245.04	96,601.00	96,601.00	193,202.00	9.54
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407905	18,155.01	35,700.00	88,740.00	124,440.00	6.85
AD 07-02 (San Diego)	-	-	VENTURE VENTURE L P	6462407906	18,152.15	35,700.00	108,120.00	143,820.00	7.92
AD 07-02 (San Diego)	-	-	PROSPER REALTY L L C	6462407907	18,152.15	35,700.00	122,910.00	158,610.00	8.74
AD 07-02 (San Diego)	-	-	CASTANO JAIME A	6462407908	20,245.03	76,048.00	76,048.00	152,096.00	7.51
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407909	18,155.00	35,700.00	77,520.00	113,220.00	6.24
AD 07-02 (San Diego)	-	-	VENTURE VENTURE L P	6462407910	18,152.15	35,700.00	95,880.00	131,580.00	7.25
AD 07-02 (San Diego)	-	-	PROSPER REALTY L L C	6462407911	18,152.15	35,700.00	109,140.00	144,840.00	7.98
AD 07-02 (San Diego)	-	-	CASTANO JAIME A	6462407912	20,245.03	84,269.00	166,483.00	250,752.00	12.39
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407913	18,155.00	35,700.00	73,440.00	109,140.00	6.01
AD 07-02 (San Diego)	-	-	1529 SANTIAGO RIDGE WAY L L C	6462407914	18,152.15	192,232.00	192,232.00	384,464.00	21.18
AD 07-02 (San Diego)	-	-	RODRIGUEZ MARGARITA P D	6462407915	18,152.15	90,000.00	89,000.00	179,000.00	9.86
AD 07-02 (San Diego)	-	-	CASTANO JAIME A	6462407916	20,245.03	82,214.00	192,176.00	274,390.00	13.55
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407917	18,155.00	35,700.00	84,660.00	120,360.00	6.63
AD 07-02 (San Diego)	-	-	GONZALEZ DANIEL & MARCELA R	6462407918	18,152.15	35,000.00	150,500.00	185,500.00	10.22
AD 07-02 (San Diego)	-	-	MANAGEMENT SECURITY ADVISER L L C	6462407919	18,152.15	95,000.00	99,000.00	194,000.00	10.69
AD 07-02 (San Diego)	-	-	CASTANO JAIME A	6462407920	20,245.03	96,601.00	219,923.00	316,524.00	15.63
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407921	18,155.00	35,700.00	84,660.00	120,360.00	6.63
AD 07-02 (San Diego)	-	-	ROJAS MARIO A & MAZUTTI-ROJAS CLAUDIA	6462407922	18,152.15	90,000.00	101,000.00	191,000.00	10.52
AD 07-02 (San Diego)	-	-	MANAGEMENT SECURITY ADVISER L L C	6462407923	18,152.15	100,000.00	105,000.00	205,000.00	11.29
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407924	15,113.64	25,500.00	57,120.00	82,620.00	5.47
AD 07-02 (San Diego)	-	-	BAJA BANANA INC	6462407925	11,755.05	153,000.00	169,320.00	322,320.00	27.42
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407926	26,868.67	51,000.00	122,400.00	173,400.00	6.45
AD 07-02 (San Diego)	-	-	VENTURE VENTURE L P	6462407927	26,868.67	51,000.00	157,080.00	208,080.00	7.74
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407928	26,868.66	51,000.00	108,120.00	159,120.00	5.92
AD 07-02 (San Diego)	-	-	VENTURE VENTURE L P	6462407929	26,868.66	51,000.00	140,760.00	191,760.00	7.14
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407930	26,868.66	51,000.00	108,120.00	159,120.00	5.92
AD 07-02 (San Diego)	-	-	KNAPP DEVELOPMENT L L C	6462407931	26,868.66	322,951.00	322,951.00	645,902.00	24.04
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407932	26,868.66	51,000.00	122,400.00	173,400.00	6.45
AD 07-02 (San Diego)	-	-	KNAPP DEVELOPMENT L L C	6462407933	26,868.66	428,233.00	428,233.00	856,466.00	31.88
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407934	15,113.63	25,500.00	56,100.00	81,600.00	5.40
AD 07-02 (San Diego)	-	-	LOGINAM L L C	6462407935	11,755.04	125,000.00	125,000.00	250,000.00	21.27
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407936	11,755.04	35,700.00	66,300.00	102,000.00	8.68
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407937	11,755.04	35,700.00	66,300.00	102,000.00	8.68
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407938	14,522.91	25,500.00	72,420.00	97,920.00	6.74
AD 07-02 (San Diego)	-	-	VENTURE VENTURE L P	6462407939	25,645.87	51,000.00	121,380.00	172,380.00	6.72
AD 07-02 (San Diego)	-	-	UNITED STATES OF AMERICA	6462407940	11,295.60	292,193.00	584,386.00	876,574.00	51.74
AD 07-02 (San Diego)	-	-	VENTURE VENTURE L P	6462407941	25,645.87	51,000.00	110,160.00	161,160.00	6.28
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407942	25,818.51	51,000.00	120,360.00	171,360.00	6.64

V. MASTER PARCEL TABLE - SERIES 2007B BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 07-02 (San Diego)	-	-	VENTURE VENTURE L P	6462407943	25,645.87	51,000.00	108,120.00	159,120.00	6.20
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407944	25,818.51	51,000.00	116,280.00	167,280.00	6.48
AD 07-02 (San Diego)	-	-	E Z WORLD L L C	6462407945	25,645.87	50,000.00	190,000.00	240,000.00	9.36
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407946	25,818.51	51,000.00	116,280.00	167,280.00	6.48
AD 07-02 (San Diego)	-	-	E Z WORLD L L C	6462407947	25,645.87	50,000.00	190,000.00	240,000.00	9.36
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407948	25,818.51	51,000.00	118,320.00	169,320.00	6.56
AD 07-02 (San Diego)	-	-	VENTURE VENTURE L P	6462407949	25,645.87	51,000.00	140,760.00	191,760.00	7.48
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407950	14,522.91	25,500.00	89,760.00	115,260.00	7.94
AD 07-02 (San Diego)	-	-	VISTA SOUTH MELROSE L P	6462407951	11,295.60	25,500.00	72,420.00	97,920.00	8.67
AD 07-02 (San Diego)	-	-	KYOWA AMERICA CORP	6462407952	15,113.63	110,000.00	110,000.00	220,000.00	14.56
AD 07-02 (San Diego)	-	-	B R E OTAY L L C	6462407953	15,113.63	293,854.00	341,015.00	634,869.00	42.01
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063240210	145,331.72	576,638.00	-	576,638.00	3.97
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063240220	136,463.10	541,821.00	-	541,821.00	3.97
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063240320	459,853.79	1,816,955.00	-	1,816,955.00	3.95
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063240330	123,921.64	495,037.00	-	495,037.00	3.99
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063240350	19,708.02	81,597.00	-	81,597.00	4.14
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063240440	18,214.99	76,797.00	-	76,797.00	4.22
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730010	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730020	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730030	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730040	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730050	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730060	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730070	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730080	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730090	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730100	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730110	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730120	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730130	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730140	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730150	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730160	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730170	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730180	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730190	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730200	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730210	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730220	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730230	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730240	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730250	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730260	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730270	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730280	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730290	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730300	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730310	29,635.01	115,388.00	-	115,388.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730320	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730330	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730340	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730350	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730360	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730370	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730380	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730390	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730400	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730410	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730420	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730430	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730440	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730450	29,635.01	115,374.00	-	115,374.00	3.89

V. MASTER PARCEL TABLE - SERIES 2007B BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730460	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730470	29,635.01	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730480	29,635.00	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730490	29,635.00	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730500	29,635.00	115,374.00	-	115,374.00	3.89
AD 07-02 (San Mateo)	-	-	DKB HOMES LLC	063730510	29,635.00	115,374.00	-	115,374.00	3.89
Total					6,905,523.99	19,972,948.00	15,642,396.00	35,615,344.00	5.16

Source: El Dorado County, Placer County, Sacramento County, San Diego County, and San Mateo County Secured Property Roll as compiled by Willdan Financial Services between July and September 2012..
The value to lien calculation is now based solely upon the assessed valuations provided by the County secured rolls. Appraised values are not taken into consideration.

CERTIFICATE OF CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

The undersigned hereby states and certifies that:

1. I am the duly appointed, qualified and acting Member of the Commission of the California Statewide Communities Development Authority (the "Authority") and am familiar with the facts herein certified, and am authorized to certify the same on behalf of the Authority. All capitalized terms used and not otherwise defined herein shall have the meanings ascribed thereto in the Trust Agreement dated as of November 1, 2007.

2. This Certificate is being provided in connection with the Continuing Disclosure Annual Report of the Authority for the Fiscal Year Ended June 30, 2012 (the "Annual Report") being delivered on the date hereof by the Authority pursuant to the certain Continuing Disclosure Agreement, dated November 29, 2007 (the "Disclosure Agreement"), executed and delivered by the California Statewide Communities Development Authority in connection with the \$10,460,000 Statewide Community Infrastructure Program Revenue Bonds, Series 2007B (the "Bonds").

3. Unless otherwise stated in this Annual Report or previously provided notices for, for the past fiscal year, there have been: (a) no principal and interest payment delinquencies with respect to the Bonds; (b) no non-payment related defaults; (c) no modifications to the rights of Bondholders; (d) no optional, contingent, or unscheduled Bond calls; (e) no defeasances of any Bonds; (f) no rating changes; (g) no adverse tax opinions or events affecting the tax-exempt status of the Bonds; (h) no unscheduled draws on debt service reserves reflecting financial difficulties; (i) no unscheduled draws on credit enhancements reflecting financial difficulties; (j) no substitution of credit or liquidity providers, or their failure to perform; (k) no releases, substitutions or sales of property securing repayment of the Bonds.

4. The statements and information contained in the Annual Report are true, correct and complete in all material respects, and as of the date hereof the Annual Report does not contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary in order to make the statements therein, in the light of the circumstances under which they were made, not misleading.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

By: _____

Member of the Commission of the
California Statewide Communities Development Authority

\$21,805,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2008A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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2. Certificate of California Statewide Communities Development Authority.

\$21,805,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2008A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

\$21,805,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2008A

CONTINUING DISCLOSURE ANNUAL REPORT
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CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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I. INTRODUCTION

Pursuant to the following Continuing Disclosure Agreement, dated July 9, 2008 (the “Disclosure Agreement”), the California Statewide Communities Development Authority (the “Authority”) hereby provides its continuing disclosure annual report for the fiscal year ended June 30, 2012 (the “Annual Report”) in connection with the following bond issue.

Bond Issues

This Annual Report is being provided in connection with the \$21,805,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2008A (the “Bonds”).

Each maturity of the Bonds is identified by the corresponding CUSIP Number set forth below:

<u>Maturity Date</u>	<u>CUSIP</u>
September 2, 2013	13078YFK6
September 2, 2014	13078YFL4
September 2, 2015	13078YFM2
September 2, 2016	13078YFN0
September 2, 2017	13078YFP5
September 2, 2018	13078YFQ3
September 2, 2019	13078YFR1
September 2, 2020	13078YFS9
September 2, 2021	13078YFV2
September 2, 2022	13078YFW0
September 2, 2028	13078YFT7
September 2, 2038	13078YFU4

Note: The CUSIP Numbers above are provided for the convenience of Bondholders. The Authority is not responsible for the accuracy or completeness of such numbers.

Other Matters

This Annual Report is provided solely pursuant to the Disclosure Agreement. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial, operating or other information about the Authority or the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the fiscal year to which this Annual Report relates (other than as contained in this Annual Report), or any other date specified with respect to any of the information contained in this Annual Report, or that no other information exists, which may have a bearing on the security for the Bonds, or an investor’s decision to buy, sell, or hold the Bonds. The information contained in this Annual Report has been obtained from sources which are believed to be reliable. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the Authority.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

II. AGGREGATE OUTSTANDING LOCAL OBLIGATIONS AND COMBINED DEBT SERVICE

The table below identifies the aggregate amount of principal outstanding and the remaining debt service schedule after the September 2, 2012 debt service payment.

Date	Coupon	Principal Amount	Interest	Debt Service
03/02/13			555,511	555,511
09/02/13	5.125%	290,000	555,511	845,511
03/02/14			548,079	548,079
09/02/14	5.250%	310,000	548,079	858,079
03/02/15			539,942	539,942
09/02/15	5.375%	325,000	539,942	864,942
03/02/16			531,208	531,208
09/02/16	5.600%	345,000	531,208	876,208
03/02/17			521,548	521,548
09/02/17	5.700%	360,000	521,548	881,548
03/02/18			511,288	511,288
09/02/18	5.750%	380,000	511,288	891,288
03/02/19			500,363	500,363
09/02/19	6.000%	400,000	500,363	900,363
03/02/20			488,363	488,363
09/02/20	6.000%	430,000	488,363	918,363
03/02/21			475,463	475,463
09/02/21	6.125%	455,000	475,463	930,463
03/02/22			461,528	461,528
09/02/22	6.125%	485,000	461,528	946,528
03/02/23			446,675	446,675
09/02/23	6.375%	510,000	446,675	956,675
03/02/24			430,419	430,419
09/02/24	6.375%	540,000	430,419	970,419
03/02/25			413,206	413,206
09/02/25	6.375%	580,000	413,206	993,206
03/02/26			394,719	394,719
09/02/26	6.375%	615,000	394,719	1,009,719
03/02/27			375,116	375,116
09/02/27	6.375%	650,000	375,116	1,025,116
03/02/28			354,397	354,397
09/02/28	6.375%	695,000	354,397	1,049,397
03/02/29			332,244	332,244
09/02/29	6.625%	740,000	332,244	1,072,244
03/02/30			307,731	307,731
09/02/30	6.625%	785,000	307,731	1,092,731
03/02/31			281,728	281,728
09/02/31	6.625%	840,000	281,728	1,121,728
03/02/32			253,903	253,903
09/02/32	6.625%	895,000	253,903	1,148,903
03/02/33			224,256	224,256
09/02/33	6.625%	955,000	224,256	1,179,256
03/02/34			192,622	192,622
09/02/34	6.625%	1,020,000	192,622	1,212,622
03/02/35			158,834	158,834
09/02/35	6.625%	1,085,000	158,834	1,243,834
03/02/36			122,894	122,894
09/02/36	6.625%	1,160,000	122,894	1,282,894
03/02/37			84,469	84,469
09/02/37	6.625%	1,235,000	84,469	1,319,469
03/02/38			43,559	43,559
09/02/38	6.625%	1,315,000	43,559	1,358,559
		<u>\$17,400,000</u>	<u>\$19,100,124</u>	<u>\$36,500,124</u>

III. RESERVE FUND REQUIREMENT AND BALANCE

The Reserve Requirement for the Bonds is equal to the maximum annual debt service on the Bonds. The table below represents the Reserve Requirement after the September 2, 2012 debt service payment on the Bonds and the reserve fund balance.

<u>Account</u>	<u>Reserve Fund Requirement</u>	<u>Balance as of September 2, 2012</u>
Reserve Account	\$1,408,056.34	\$1,316,026.64

The Authority has previously posted with the Municipal Securities Rulemaking Board's ("MSRB") on its Electronic Municipal Market Access system ("EMMA") event notices relating to various unscheduled draws on the debt service reserve fund.

IV. DELINQUENCY INFORMATION

The information below identifies the amount, percentage, and number of parcels delinquent as of June 30, 2012 with respect to each County. In addition, the parcel number, owner, amount delinquent, due date, and status of foreclosure will be provided below with respect to any owner of the delinquent parcels holding land representing more than 5% of the assessment lien securing the Local Obligation.

- A. Assessment District 08-01 for the County of Alameda: No delinquencies as of the fiscal year ended June 30, 2012.
- B. Assessment District 08-01 for the County of Contra Costa: No delinquencies as of the fiscal year ended June 30, 2012.
- C. Assessment District 08-01 for the County of El Dorado: No delinquencies as of the fiscal year ended June 30, 2012.
- D. Assessment District 08-01 for the County of Napa: No delinquencies as of the fiscal year ended June 30, 2012.
- E. Assessment District 08-01 for the County of Placer: No delinquencies as of the fiscal year ended June 30, 2012.
- F. Assessment District 08-01 for the County of Sacramento: No delinquencies as of the fiscal year ended June 30, 2012.
- G. Assessment District 08-01 for the County of Yolo: No delinquencies as of the fiscal year ended June 30, 2012.

V. MASTER PARCEL TABLE - SERIES 2008A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 08-01 (Alameda)	-	-	HENSLER JOSEPH & GAYLE TRS	905 001608300	520,750.44	848,412.00	1,296,175.00	2,144,587.00	4.12
AD 08-01 (Alameda)	-	-	MOTO PROPERTIES LLC	905 001608400	520,750.32	856,065.00	5,249,016.00	6,105,081.00	11.72
AD 08-01 (Contra Costa)	-	-	BRENTWOOD SPECIALTY CENTER LLC	0191110072	6,149,810.50	26,854,700.00	67,552,800.00	94,407,500.00	15.35
AD 08-01 (El Dorado)	-	-	CROSARIOL DAVID R & CROSARIOL GINA A	12067001100	53,618.68	115,000.00	-	115,000.00	2.14
AD 08-01 (El Dorado)	-	-	BROWN EDGAR D & BROWN SANDRA DEE	12067002100	53,618.68	150,000.00	-	150,000.00	2.80
AD 08-01 (El Dorado)	-	-	BROWN EDGAR D & BROWN SANDRA DEE	12067003100	53,618.68	150,000.00	-	150,000.00	2.80
AD 08-01 (El Dorado)	-	-	TRC PROPERTIES LLC CA LLC	12067004100	53,618.68	140,000.00	-	140,000.00	2.61
AD 08-01 (El Dorado)	-	-	TRC PROPERTIES LLC CA LLC	12067005100	53,618.68	150,000.00	-	150,000.00	2.80
AD 08-01 (El Dorado)	-	-	ALLEN BRIAN M & ALLEN JESSICA E	12067006100	53,618.68	160,000.00	-	160,000.00	2.98
AD 08-01 (El Dorado)	-	-	UMPQUA BANK AN OR CORP	12067007100	53,618.68	112,200.00	-	112,200.00	2.09
AD 08-01 (El Dorado)	-	-	ZANONI JOHN J TR ETAL & ZANONI SARAH J TR	12067008100	53,618.68	140,000.00	-	140,000.00	2.61
AD 08-01 (El Dorado)	-	-	UMPQUA BANK AN OR CORP	12070001100	53,618.68	112,200.00	-	112,200.00	2.09
AD 08-01 (El Dorado)	-	-	CROSARIOL DAVID R & CROSARIOL GINA A	12070002100	53,618.68	150,000.00	-	150,000.00	2.80
AD 08-01 (El Dorado)	-	-	ZANONI JOHN J TR ETAL & ZANONI SARAH J TR	12070003100	53,618.68	140,000.00	-	140,000.00	2.61
AD 08-01 (El Dorado)	-	-	RIDGEVIEW HOMES WEST A CA	12070004100	53,618.68	102,928.00	-	102,928.00	1.92
AD 08-01 (El Dorado)	-	-	RIDGEVIEW HOMES WEST A CA	12070005100	53,618.68	111,801.00	-	111,801.00	2.09
AD 08-01 (El Dorado)	-	-	ALLEN BRIAN M & ALLEN JESSICA E	12070006100	53,618.68	140,000.00	-	140,000.00	2.61
AD 08-01 (El Dorado)	-	-	RIDGEVIEW HOMES WEST A CA	12070007100	321,712.09	500,000.00	-	500,000.00	1.55
AD 08-01 (Napa)	-	-	SHELL OWNERS ASSOCIATION WEST	046620015000	439,470.79	2,850,000.00	36,750,000.00	39,600,000.00	90.11
AD 08-01 (Placer)	-	-	SECRET RAVINE DEVELOPMENT COMPANY	456010041000	348,391.01	176,419.00	1,101,600.00	1,278,019.00	3.67
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485100001000	91,526.24	216,800.00	353,200.00	570,000.00	6.23
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485100002000	230,624.44	450,000.00	850,000.00	1,300,000.00	5.64
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485100003000	225,035.39	486,800.00	858,200.00	1,345,000.00	5.98
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485100005000	91,526.24	183,500.00	251,500.00	435,000.00	4.75
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485100006000	120,099.75	196,500.00	378,500.00	575,000.00	4.79
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485100007000	120,099.75	196,500.00	378,500.00	575,000.00	4.79
AD 08-01 (Placer)	-	-	RANA VENTURES LLC	485100008000	45,763.12	88,400.00	266,600.00	355,000.00	7.76
AD 08-01 (Placer)	-	-	TRANG KRISTIE	485100009000	45,763.11	95,900.00	279,100.00	375,000.00	8.19
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485110001000	91,526.24	183,500.00	251,500.00	435,000.00	4.75
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485110002000	91,526.24	162,200.00	272,800.00	435,000.00	4.75
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485110003000	91,526.24	183,500.00	251,500.00	435,000.00	4.75
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485110004000	91,526.24	183,500.00	251,500.00	435,000.00	4.75
AD 08-01 (Placer)	-	-	HA CHRISTOPHER & ANGELICA TR	485110005000	91,526.24	256,300.00	433,700.00	690,000.00	7.54
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485110006000	81,669.57	201,300.00	188,700.00	390,000.00	4.78
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485110007000	81,669.57	228,800.00	386,200.00	615,000.00	7.53
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485110008000	81,669.57	184,700.00	205,300.00	390,000.00	4.78
AD 08-01 (Placer)	-	-	DUNN HOLDINGS LLC	485110009000	81,669.57	253,800.00	361,200.00	615,000.00	7.53
AD 08-01 (Placer)	-	-	NEWMAN MICHAEL & LISA TTEE	485110010000	140,809.60	397,500.00	667,500.00	1,065,000.00	7.56
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485110011000	129,978.09	204,100.00	415,900.00	620,000.00	4.77
AD 08-01 (Placer)	-	-	SANTIS INVESTMENTS LLC	485110012000	91,526.24	223,700.00	211,300.00	435,000.00	4.75
AD 08-01 (Sacramento)	Calvine Point	Elk Grove	LYCOMING DEVELOPMENT COMPANY LLC	11520100070000	316,979.07	538,855.00	-	538,855.00	1.70
AD 08-01 (Sacramento)	Calvine Point	Elk Grove	LYCOMING DEVELOPMENT COMPANY LLC	11520100080000	172,365.70	236,474.00	-	236,474.00	1.37
AD 08-01 (Sacramento)	Calvine Point	Elk Grove	LYCOMING DEVELOPMENT COMPANY LLC	11520100090000	139,462.90	246,688.00	1,493,596.00	1,740,284.00	12.48
AD 08-01 (Sacramento)	Calvine Point	Elk Grove	LYCOMING DEVELOPMENT COMPANY LLC	11520100100000	1,286,033.50	1,675,584.00	-	1,675,584.00	1.30
AD 08-01 (Sacramento)	Calvine Point	Elk Grove	LYCOMING DEVELOPMENT COMPANY LLC	11520100110000	172,365.70	199,737.00	-	199,737.00	1.16
AD 08-01 (Sacramento)	Calvine Point	Elk Grove	FRESH/EASY PROP COMPANY LLC	11520100120000	128,996.70	1,224,000.00	-	1,224,000.00	9.49
AD 08-01 (Yolo)	-	-	WOODLAND DEVELOPMENT CO LLC	027852010000	748,426.21	1,482,386.00	9,671,440.00	11,153,826.00	14.90
AD 08-01 (Yolo)	-	-	WOODLAND DEVELOPMENT CO LLC	027852011000	208,059.88	411,771.00	2,844,981.00	3,256,752.00	15.65
AD 08-01 (Yolo)	-	-	IN-N-OUT BURGERS	027852013000	73,301.82	2,175,640.00	2,181,817.00	4,357,457.00	59.45
AD 08-01 (Yolo)	-	-	WOODLAND DEVELOPMENT CO LLC	027852014000	328,700.00	1,102,281.00	4,113,636.00	5,215,917.00	15.87
AD 08-01 (Yolo)	-	-	WOODLAND DEVELOPMENT CO LLC	027852015000	73,301.82	158,313.00	129,453.00	287,766.00	3.93
AD 08-01 (Yolo)	-	-	WOODLAND DEVELOPMENT CO LLC	027852016000	104,499.07	243,894.00	199,424.00	443,318.00	4.24
AD 08-01 (Yolo)	-	-	WOODLAND DEVELOPMENT CO LLC	027852017000	518,683.65	1,222,689.00	1,103,328.00	2,326,017.00	4.48
AD 08-01 (Yolo)	-	-	WOODLAND DEVELOPMENT CO LLC	027852018000	263,886.54	506,307.00	416,367.00	922,674.00	3.50
AD 08-01 (Yolo)	-	-	WOODLAND DEVELOPMENT CO LLC	027852019000	208,177.16	256,559.00	1,802,355.00	2,058,914.00	9.89
AD 08-01 (Yolo)	-	-	WOODLAND DEVELOPMENT CO LLC	027852020000	1,484,332.47	2,381,953.00	2,590,241.00	4,972,194.00	3.35
Total					17,396,180.34	52,600,156.00	146,008,929.00	198,609,085.00	11.42

Source: Alameda County, Contra Costa County, El Dorado County, Napa County, Placer County, Sacramento County and Yolo County Secured Property Roll as compiled by Willdan Financial Services between July and September 2012.
The value to lien calculation is now based solely upon the assessed valuations provided by the County secured rolls. Appraised values are not taken into consideration.

CERTIFICATE OF CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

The undersigned hereby states and certifies that:

1. I am the duly appointed, qualified and acting Member of the Commission of the California Statewide Communities Development Authority (the "Authority") and am familiar with the facts herein certified, and am authorized to certify the same on behalf of the Authority. All capitalized terms used and not otherwise defined herein shall have the meanings ascribed thereto in the Trust Agreement dated as of June 1, 2008.

2. This Certificate is being provided in connection with the Continuing Disclosure Annual Report of the Authority for the Fiscal Year Ended June 30, 2012 (the "Annual Report") being delivered on the date hereof by the Authority pursuant to the certain Continuing Disclosure Agreement, dated July 9, 2008 (the "Disclosure Agreement"), executed and delivered by the California Statewide Communities Development Authority in connection with the \$21,805,000 Statewide Community Infrastructure Program Revenue Bonds, Series 2008A (the "Bonds").

3. Unless otherwise stated in this Annual Report or previously provided notice for, for the past fiscal year, there have been: (a) no principal and interest payment delinquencies with respect to the Bonds; (b) no non-payment related defaults; (c) no modifications to the rights of Bondholders; (d) no optional, contingent, or unscheduled Bond calls; (e) no defeasances of any Bonds; (f) no rating changes; (g) no adverse tax opinions or events affecting the tax-exempt status of the Bonds; (h) no unscheduled draws on debt service reserves reflecting financial difficulties; (i) no unscheduled draws on credit enhancements reflecting financial difficulties; (j) no substitution of credit or liquidity providers, or their failure to perform; (k) no releases, substitutions or sales of property securing repayment of the Bonds.

4. The statements and information contained in the Annual Report are true, correct and complete in all material respects, and as of the date hereof the Annual Report does not contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary in order to make the statements therein, in the light of the circumstances under which they were made, not misleading.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

By: _____

Member of the Commission of the
California Statewide Communities Development Authority

\$6,180,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2010A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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1. Continuing Disclosure Annual Report for the fiscal year ended June 30, 2012 of the California Statewide Communities Development Authority in connection with the \$6,180,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2010A.
2. Certificate of California Statewide Communities Development Authority.

\$6,180,000

**CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2010A**

**CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012**

\$6,180,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2010A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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III.	RESERVE FUND REQUIREMENT AND BALANCE
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I. INTRODUCTION

Pursuant to the following Continuing Disclosure Agreement, dated June 30, 2011 (the “Disclosure Agreement”), the California Statewide Communities Development Authority (the “Authority”) hereby provides its continuing disclosure annual report for the fiscal year ended June 30, 2012 (the “Annual Report”) in connection with the following bond issue.

Bond Issues

This Annual Report is being provided in connection with the \$6,180,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2010A (the “Bonds”).

Each maturity of the Bonds is identified by the corresponding CUSIP Number set forth below:

<u>Maturity Date</u>	<u>CUSIP</u>
September 2, 2013	13078YFZ3
September 2, 2014	13078YGA7
September 2, 2015	13078YGB5
September 2, 2016	13078YGC3
September 2, 2017	13078YGD1
September 2, 2018	13078YGE9
September 2, 2019	13078YGF6
September 2, 2020	13078YGG4
September 2, 2040	13078YGP4

Note: The CUSIP Numbers above are provided for the convenience of Bondholders. The Authority is not responsible for the accuracy or completeness of such numbers.

Other Matters

This Annual Report is provided solely pursuant to the Disclosure Agreement. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial, operating or other information about the Authority or the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the fiscal year to which this Annual Report relates (other than as contained in this Annual Report), or any other date specified with respect to any of the information contained in this Annual Report, or that no other information exists, which may have a bearing on the security for the Bonds, or an investor’s decision to buy, sell, or hold the Bonds. The information contained in this Annual Report has been obtained from sources which are believed to be reliable. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the Authority.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

II. AGGREGATE OUTSTANDING LOCAL OBLIGATIONS AND COMBINED DEBT SERVICE

The table below identifies the aggregate amount of principal outstanding and the remaining debt service schedule after the September 2, 2012 debt service payment.

Date	Coupon	Principal Amount	Interest	Debt Service
03/02/13			193,870	193,870
09/02/13	4.500%	90,000	193,870	283,870
03/02/14			191,845	191,845
09/02/14	4.750%	90,000	191,845	281,845
03/02/15			189,708	189,708
09/02/15	5.000%	95,000	189,708	284,708
03/02/16			187,333	187,333
09/02/16	5.200%	100,000	187,333	287,333
03/02/17			184,733	184,733
09/02/17	5.400%	105,000	184,733	289,733
03/02/18			181,898	181,898
09/02/18	5.600%	110,000	181,898	291,898
03/02/19			178,818	178,818
09/02/19	5.800%	120,000	178,818	298,818
03/02/20			175,338	175,338
09/02/20	6.000%	125,000	175,338	300,338
03/02/21			171,588	171,588
09/02/21	6.625%	130,000	171,588	301,588
03/02/22			167,281	167,281
09/02/22	6.625%	140,000	167,281	307,281
03/02/23			162,644	162,644
09/02/23	6.625%	150,000	162,644	312,644
03/02/24			157,675	157,675
09/02/24	6.625%	160,000	157,675	317,675
03/02/25			152,375	152,375
09/02/25	6.625%	170,000	152,375	322,375
03/02/26			146,744	146,744
09/02/26	6.625%	180,000	146,744	326,744
03/02/27			140,781	140,781
09/02/27	6.625%	195,000	140,781	335,781
03/02/28			134,322	134,322
09/02/28	6.625%	205,000	134,322	339,322
03/02/29			127,531	127,531
09/02/29	6.625%	220,000	127,531	347,531
03/02/30			120,244	120,244
09/02/30	6.625%	235,000	120,244	355,244
03/02/31			112,459	112,459
09/02/31	6.625%	250,000	112,459	362,459
03/02/32			104,178	104,178
09/02/32	6.625%	265,000	104,178	369,178
03/02/33			95,400	95,400
09/02/33	6.625%	285,000	95,400	380,400
03/02/34			85,959	85,959
09/02/34	6.625%	305,000	85,959	390,959
03/02/35			75,856	75,856
09/02/35	6.625%	325,000	75,856	400,856
03/02/36			65,091	65,091
09/02/36	6.625%	345,000	65,091	410,091
03/02/37			53,663	53,663
09/02/37	6.625%	365,000	53,663	418,663
03/02/38			41,572	41,572
09/02/38	6.625%	390,000	41,572	431,572
03/02/39			28,653	28,653
09/02/39	6.625%	420,000	28,653	448,653
03/02/40			14,741	14,741
09/02/40	6.625%	445,000	14,741	459,741
		<u>\$6,015,000</u>	<u>\$7,284,593</u>	<u>\$13,299,593</u>

III. RESERVE FUND REQUIREMENT AND BALANCE

The Reserve Requirement for the Bonds is equal to the maximum annual debt service on the Bonds. The table below represents the Reserve Requirement after the September 2, 2012 debt service payment on the Bonds and the reserve fund balance.

<u>Account</u>	<u>Reserve Fund Requirement</u>	<u>Balance as of September 2, 2012</u>
Reserve Account	\$477,740.10	\$410,897.08

The Authority has previously posted with the Municipal Securities Rulemaking Board's ("MSRB") on its Electronic Municipal Market Access system ("EMMA") event notices relating to various unscheduled draws on the debt service reserve fund.

IV. DELINQUENCY INFORMATION

The information below identifies the amount, percentage, and number of parcels delinquent as of June 30, 2012 with respect to each County. In addition, the parcel number, owner, amount delinquent, due date, and status of foreclosure will be provided below with respect to any owner of the delinquent parcels holding land representing more than 5% of the assessment lien securing the Local Obligation.

- A. **Assessment District 10-01 for the County of Placer:** No delinquencies as of the fiscal year ended June 30, 2012.
- B. **Assessment District 10-01 for the County of Sacramento:** A delinquent parcel owner holds land subject to more than 5% of the assessment liens securing the Local Obligations within the County of Sacramento. The table below is a summary of the all delinquencies within the County of Sacramento.

<u>Installment</u>	<u>Delinquency Amount</u>	<u>Levy per Installment</u>	<u>Delinquency Percentage of Total Levy</u>	<u>Number of Parcels Delinquent</u>
2011-12 - 1st	\$0.00	\$40,645.66	0.00%	0
2011-12 - 2nd	\$40,645.66	\$40,645.66	100.00%	1
Total	\$40,645.66	\$81,291.32	50.00%	

Record owner holding more than 5% of assessment liens securing the Local Obligations within the County of Sacramento with delinquent parcels: **FOLSOM LODGING LLC**

<u>Parcel Number</u>	<u>Delinquency Amount</u>	<u>Penalty Amount</u>	<u>Interest Amount</u>	<u>Delinquent Installment Date</u>	<u>Foreclosure Status</u>
072-3070-007-000	\$40,645.66	\$4,064.57	\$2,438.72	4/10/2012	Active
	\$40,645.66	\$4,064.57	\$2,438.72		

- C. **Assessment District 10-01 for the County of Solano:** No delinquencies as of the fiscal year ended June 30, 2012.
- D. **Assessment District 10-01 for the County of Stanislaus:** No delinquencies as of the fiscal year ended June 30, 2012.
- E. **Assessment District 10-01 for the County of Yolo:** A delinquent parcel owner holds land subject to more than 5% of the assessment liens securing the Local Obligations within the County of Sacramento. The table below is a summary of the all delinquencies within the County of Yolo.

Installment	Delinquency Amount	Levy per Installment	Delinquency Percentage of Total Levy	Number of Parcels Delinquent
2011-12 - 1st	\$19,380.46	\$38,364.58	50.52%	1
2011-12 - 2nd	\$19,380.46	\$38,364.58	50.52%	1
Total	\$38,760.92	\$76,729.16	50.52%	

Record owner holding more than 5% of assessment liens securing the Local Obligations within the County of Yolo with delinquent parcels: **JEFFERSON INVESTMENT CORP**

Parcel Number	Delinquency Amount	Penalty Amount	Interest Amount	Delinquent Installment Date	Foreclosure Status
045-490-003-000	\$19,380.46	\$1,938.05	\$1,162.84	12/10/2011	Active
045-490-003-000	\$19,380.46	\$1,938.05	\$1,162.84	4/10/2012	Active
	\$38,760.92	\$3,876.10	\$2,325.68		

V. MASTER PARCEL TABLE - SERIES 2010A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 10-01 (Placer)	Del Rio Court and Del Mar Road Ir Rocklin		ROCKLIN INDUSTRIAL PARK LLC	045011032000	1,236,685.34	2,604,112.00	-	2,604,112.00	2.11
AD 10-01 (Placer)	Del Rio Court and Del Mar Road Ir Rocklin		ROCKLIN INDUSTRIAL PARK LLC	045011033000	268,490.90	565,366.00	-	565,366.00	2.11
AD 10-01 (Placer)	Del Rio Court and Del Mar Road Ir Rocklin		ROCKLIN INDUSTRIAL PARK LLC	045011034000	67,529.53	141,637.00	-	141,637.00	2.10
AD 10-01 (Placer)	Del Rio Court and Del Mar Road Ir Rocklin		ROCKLIN INDUSTRIAL PARK LLC	045011035000	59,393.44	125,365.00	-	125,365.00	2.11
AD 10-01 (Placer)	Del Rio Court and Del Mar Road Ir Rocklin		ROCKLIN INDUSTRIAL PARK LLC	045011036000	56,139.01	123,689.00	-	123,689.00	2.20
AD 10-01 (Placer)	Del Rio Court and Del Mar Road Ir Rocklin		ROCKLIN INDUSTRIAL PARK LLC	045011037000	56,139.01	125,992.00	-	125,992.00	2.24
AD 10-01 (Placer)	Del Rio Court and Del Mar Road Ir Rocklin		ROCKLIN INDUSTRIAL PARK LLC	045011038000	56,139.01	125,429.00	-	125,429.00	2.23
AD 10-01 (Placer)	Del Rio Court and Del Mar Road Ir Rocklin		ROCKLIN INDUSTRIAL PARK LLC	045011039000	105,769.14	237,822.00	-	237,822.00	2.25
AD 10-01 (Placer)	Del Rio Court and Del Mar Road Ir Rocklin		ROCKLIN INDUSTRIAL PARK LLC	045011040000	97,633.06	205,588.00	-	205,588.00	2.11
AD 10-01 (Sacramento)	Hampton Inn & Suites	Folsom	FOLSOM LODGING LLC	07230700070000	976,232.85	1,438,752.00	-	1,438,752.00	1.47
AD 10-01 (Solano)	Frank-Lin Distillers	0	LBM PARTNERSHIP LP	0170032290	1,872,648.44	4,050,020.00	18,246,000.00	22,296,020.00	11.91
AD 10-01 (Stanislaus)	Candlewood Suites	Turlock	TURLOCK HOSPITALITY LLC	088018010000	240,981.22	1,663,548.00	4,903,577.00	6,567,125.00	27.25
AD 10-01 (Yolo)	Fitness System	Woodland	WOODLAND FITNESS INC	027851011000	456,117.45	735,000.00	2,655,000.00	3,390,000.00	7.43
AD 10-01 (Yolo)	Jefferson Plaza	West Sacramento	JEFFERSON INVESTMENT CORP	045490003000	465,101.60	1,500,000.00	3,300,500.00	4,800,500.00	10.32
Total					6,015,000.00	13,642,320.00	29,105,077.00	42,747,397.00	7.11

Source: Placer County, Sacramento County, Solano County, Stanislaus County, and Yolo County Secured Property Roll as compiled by Willdan Financial Services between July and September 2012.
The value to lien calculation is now based solely upon the assessed valuations provided by the County secured rolls. Appraised values are not taken into consideration.

CERTIFICATE OF CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

The undersigned hereby states and certifies that:

1. I am the duly appointed, qualified and acting Member of the Commission of the California Statewide Communities Development Authority (the "Authority") and am familiar with the facts herein certified, and am authorized to certify the same on behalf of the Authority. All capitalized terms used and not otherwise defined herein shall have the meanings ascribed thereto in the Trust Agreement dated as of June 1, 2011.

2. This Certificate is being provided in connection with the Continuing Disclosure Annual Report of the Authority for the Fiscal Year Ended June 30, 2012 (the "Annual Report") being delivered on the date hereof by the Authority pursuant to the certain Continuing Disclosure Agreement, dated June 30, 2011 (the "Disclosure Agreement"), executed and delivered by the California Statewide Communities Development Authority in connection with the \$6,180,000 Statewide Community Infrastructure Program Revenue Bonds, Series 2010A (the "Bonds").

3. Unless otherwise stated in this Annual Report or previously provided notices for, for the past fiscal year, there have been: (a) no principal and interest payment delinquencies with respect to the Bonds; (b) no non-payment related defaults; (c) no modifications to the rights of Bondholders; (d) no optional, contingent, or unscheduled Bond calls; (e) no defeasances of any Bonds; (f) no rating changes; (g) no adverse tax opinions or events affecting the tax-exempt status of the Bonds; (h) no unscheduled draws on debt service reserves reflecting financial difficulties; (i) no unscheduled draws on credit enhancements reflecting financial difficulties; (j) no substitution of credit or liquidity providers, or their failure to perform; (k) no releases, substitutions or sales of property securing repayment of the Bonds.

4. The statements and information contained in the Annual Report are true, correct and complete in all material respects, and as of the date hereof the Annual Report does not contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary in order to make the statements therein, in the light of the circumstances under which they were made, not misleading.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

By: _____

Member of the Commission of the
California Statewide Communities Development Authority

\$9,190,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2011A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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2. Certificate of California Statewide Communities Development Authority.

\$9,190,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2011A

CONTINUING DISCLOSURE ANNUAL REPORT
OF THE
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

\$9,190,000
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
STATEWIDE COMMUNITY INFRASTRUCTURE PROGRAM REVENUE BONDS
SERIES 2011A

CONTINUING DISCLOSURE ANNUAL REPORT
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CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
FOR THE
FISCAL YEAR ENDED JUNE 30, 2012

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I. INTRODUCTION

Pursuant to the following Continuing Disclosure Agreement, dated June 30, 2011 (the “Disclosure Agreement”), the California Statewide Communities Development Authority (the “Authority”) hereby provides its continuing disclosure annual report for the fiscal year ended June 30, 2012 (the “Annual Report”) in connection with the following bond issue.

Bond Issues

This Annual Report is being provided in connection with the \$9,190,000 California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds Series 2011A (the “Bonds”).

Each maturity of the Bonds is identified by the corresponding CUSIP Number set forth below:

<u>Maturity Date</u>	<u>CUSIP</u>
September 2, 2041	13078YGQ2

Note: The CUSIP Number above is provided for the convenience of Bondholders. The Authority is not responsible for the accuracy or completeness of such number.

Other Matters

This Annual Report is provided solely pursuant to the Disclosure Agreement. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial, operating or other information about the Authority or the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the fiscal year to which this Annual Report relates (other than as contained in this Annual Report), or any other date specified with respect to any of the information contained in this Annual Report, or that no other information exists, which may have a bearing on the security for the Bonds, or an investor’s decision to buy, sell, or hold the Bonds. The information contained in this Annual Report has been obtained from sources which are believed to be reliable. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the Authority.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

II. AGGREGATE OUTSTANDING LOCAL OBLIGATIONS AND COMBINED DEBT SERVICE

The table below identifies the aggregate amount of principal outstanding and the remaining debt service schedule after the September 2, 2012 debt service payment.

Date	Coupon	Principal Amount	Interest	Debt Service
03/02/13			367,600	367,600
09/02/13	8.000%	90,000	367,600	457,600
03/02/14			364,000	364,000
09/02/14	8.000%	95,000	364,000	459,000
03/02/15			360,200	360,200
09/02/15	8.000%	105,000	360,200	465,200
03/02/16			356,000	356,000
09/02/16	8.000%	110,000	356,000	466,000
03/02/17			351,600	351,600
09/02/17	8.000%	120,000	351,600	471,600
03/02/18			346,800	346,800
09/02/18	8.000%	130,000	346,800	476,800
03/02/19			341,600	341,600
09/02/19	8.000%	140,000	341,600	481,600
03/02/20			336,000	336,000
09/02/20	8.000%	150,000	336,000	486,000
03/02/21			330,000	330,000
09/02/21	8.000%	165,000	330,000	495,000
03/02/22			323,400	323,400
09/02/22	8.000%	175,000	323,400	498,400
03/02/23			316,400	316,400
09/02/23	8.000%	190,000	316,400	506,400
03/02/24			308,800	308,800
09/02/24	8.000%	205,000	308,800	513,800
03/02/25			300,600	300,600
09/02/25	8.000%	225,000	300,600	525,600
03/02/26			291,600	291,600
09/02/26	8.000%	240,000	291,600	531,600
03/02/27			282,000	282,000
09/02/27	8.000%	260,000	282,000	542,000
03/02/28			271,600	271,600
09/02/28	8.000%	280,000	271,600	551,600
03/02/29			260,400	260,400
09/02/29	8.000%	305,000	260,400	565,400
03/02/30			248,200	248,200
09/02/30	8.000%	325,000	248,200	573,200
03/02/31			235,200	235,200
09/02/31	8.000%	355,000	235,200	590,200
03/02/32			221,000	221,000
09/02/32	8.000%	380,000	221,000	601,000
03/02/33			205,800	205,800
09/02/33	8.000%	410,000	205,800	615,800
03/02/34			189,400	189,400
09/02/34	8.000%	445,000	189,400	634,400
03/02/35			171,600	171,600
09/02/35	8.000%	480,000	171,600	651,600
03/02/36			152,400	152,400
09/02/36	8.000%	520,000	152,400	672,400
03/02/37			131,600	131,600
09/02/37	8.000%	560,000	131,600	691,600
03/02/38			109,200	109,200
09/02/38	8.000%	605,000	109,200	714,200
03/02/39			85,000	85,000
09/02/39	8.000%	655,000	85,000	740,000
03/02/40			58,800	58,800
09/02/40	8.000%	705,000	58,800	763,800
03/02/41			30,600	30,600
09/02/41	8.000%	765,000	30,600	795,600
		<u>\$9,190,000</u>	<u>\$14,694,800</u>	<u>\$23,884,800</u>

III. RESERVE FUND REQUIREMENT AND BALANCE

The Reserve Requirement for the Bonds is equal to the maximum annual debt service on the Bonds. The table below represents the Reserve Requirement after the September 2, 2012 debt service payment on the Bonds and the reserve fund balance.

<u>Account</u>	<u>Reserve Fund Requirement</u>	<u>Balance as of September 2, 2012</u>
Reserve Account	\$826,200.00	\$826,200.02

IV. DELINQUENCY INFORMATION

The information below identifies the amount, percentage, and number of parcels delinquent as of June 30, 2012 with respect to each County. In addition, the parcel number, owner, amount delinquent, due date, and status of foreclosure will be provided below with respect to any owner of the delinquent parcels holding land representing more than 5% of the assessment lien securing the Local Obligation.

- A. Assessment District 11-01 for the County of El Dorado: No delinquencies as of the fiscal year ended June 30, 2012.
- B. Assessment District 11-01 for the County of San Joaquin: No delinquencies as of the fiscal year ended June 30, 2012.
- C. Assessment District 11-01 for the County of Sutter: No delinquencies as of the fiscal year ended June 30, 2012.

V. MASTER PARCEL TABLE - SERIES 2011A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 11-01 (El Dorado)	Diamond Center	0	DBW A PARTNERSHIP	05441149100	77,892.30	85,000.00	350,000.00	435,000.00	5.58
AD 11-01 (El Dorado)	Diamond Center	0	DBW A PARTNERSHIP	05441150100	137,781.66	100,000.00	600,000.00	700,000.00	5.08
AD 11-01 (El Dorado)	Diamond Center	0	DBW A PARTNERSHIP	05441151100	123,835.91	150,000.00	525,000.00	675,000.00	5.45
AD 11-01 (El Dorado)	Diamond Center	0	DBW A PARTNERSHIP	05441152100	158,301.86	180,000.00	-	180,000.00	1.14
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250010000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250020000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250030000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250040000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250050000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250060000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250070000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250080000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250090000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250100000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250110000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250120000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250130000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250140000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250150000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250160000	17,396.39	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	GONZALES, PETER & MADELEIN	197250170000	17,396.40	95,000.00	264,000.00	359,000.00	20.64
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250180000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250190000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250200000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250210000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250220000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250230000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	FRIESEN, BRIAN K & BARBARA MARIE	197250240000	17,396.40	92,500.00	250,000.00	342,500.00	19.69
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250250000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250260000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250270000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	LORENZI, MARK J & CHRISTINE	197250280000	17,396.40	85,000.00	263,428.00	348,428.00	20.03
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250290000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	BULLOCK, VICTOR C JR & CHRISTINE M	197250300000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250310000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250320000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	KUNNANZ, LYNN F	197250330000	17,396.40	95,000.00	254,000.00	349,000.00	20.06
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250340000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250350000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250360000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250370000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	WU, STANLEY & OLIVIA J	197250380000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250390000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250400000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	CATINEAU, PETER & AURORA	197250410000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250420000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250430000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250440000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250450000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250460000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250470000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250480000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250490000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250500000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250510000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250520000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250530000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250540000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250550000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250560000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	MICHELS, ROBERT B & PATRICIA A	197250570000	17,396.40	110,000.00	300,000.00	410,000.00	23.57
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250580000	17,396.40	35,000.00	-	35,000.00	2.01

V. MASTER PARCEL TABLE - SERIES 2011A BONDS

<u>County</u>	<u>Project Name</u>	<u>City</u>	<u>Owner</u>	<u>APN</u>	<u>Remaining Assessment Lien</u>	<u>Assessed Land</u>	<u>Assessed Structure</u>	<u>Assessed Total</u>	<u>Value to Lien</u>
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250590000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250600000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Union Ranch East	0	UNION RANCH PARTNERS LLC	197250610000	17,396.40	35,000.00	-	35,000.00	2.01
AD 11-01 (San Joaquin)	Tracy Gateway	0	SNB TRACY LLC	209470010000	2,896,554.68	7,956,000.00	-	7,956,000.00	2.75
AD 11-01 (San Joaquin)	Tracy Gateway	0	TRACY GATEWAY LLC	209470030000	988,194.18	2,708,103.00	-	2,708,103.00	2.74
AD 11-01 (San Joaquin)	Tracy Gateway	0	TRACY GATEWAY LLC	209470040000	341,162.28	623,190.00	-	623,190.00	1.83
AD 11-01 (San Joaquin)	Tracy Gateway	0	TRACY GATEWAY LLC	209470060000	1,277,696.20	2,811,035.00	-	2,811,035.00	2.20
AD 11-01 (San Joaquin)	Tracy Gateway	0	POMBO, ERNEST J JR ETAL	209470070000	694,600.26	304,412.00	575,000.00	879,412.00	1.27
AD 11-01 (San Joaquin)	Tracy Gateway	0	TRACY GATEWAY LLC	209470090000	310,473.02	566,178.00	-	566,178.00	1.82
AD 11-01 (San Joaquin)	Tracy Gateway	0	TRACY GATEWAY LLC	209470100000	377,477.90	638,031.00	-	638,031.00	1.69
AD 11-01 (San Joaquin)	Tracy Gateway	0	TRACY GATEWAY LLC	209470110000	360,087.32	742,002.00	-	742,002.00	2.06
AD 11-01 (Sutter)	New Earth Property	0	NEW EARTH PROPERTY LP	59010126	384,762.19	760,000.00	2,461,000.00	3,221,000.00	8.37
Total					9,190,000.00	20,061,451.00	5,842,428.00	25,903,879.00	2.82

Source: El Dorado County, San Joaquin County, and Sutter County Secured Property Roll as compiled by Willdan Financial Services between July and September 2012.
The value to lien calculation is now based solely upon the assessed valuations provided by the County secured rolls. Appraised values are not taken into consideration.

CERTIFICATE OF CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

The undersigned hereby states and certifies that:

1. I am the duly appointed, qualified and acting Member of the Commission of the California Statewide Communities Development Authority (the "Authority") and am familiar with the facts herein certified, and am authorized to certify the same on behalf of the Authority. All capitalized terms used and not otherwise defined herein shall have the meanings ascribed thereto in the Trust Agreement dated as of June 1, 2011.

2. This Certificate is being provided in connection with the Continuing Disclosure Annual Report of the Authority for the Fiscal Year Ended June 30, 2012 (the "Annual Report") being delivered on the date hereof by the Authority pursuant to the certain Continuing Disclosure Agreement, dated June 30, 2011 (the "Disclosure Agreement"), executed and delivered by the California Statewide Communities Development Authority in connection with the \$9,190,000 Statewide Community Infrastructure Program Revenue Bonds, Series 2011A (the "Bonds").

3. Unless otherwise stated in this Annual Report, for the past fiscal year, there have been: (a) no principal and interest payment delinquencies with respect to the Bonds; (b) no non-payment related defaults; (c) no modifications to the rights of Bondholders; (d) no optional, contingent, or unscheduled Bond calls; (e) no defeasances of any Bonds; (f) no rating changes; (g) no adverse tax opinions or events affecting the tax-exempt status of the Bonds; (h) no unscheduled draws on debt service reserves reflecting financial difficulties; (i) no unscheduled draws on credit enhancements reflecting financial difficulties; (j) no substitution of credit or liquidity providers, or their failure to perform; (k) no releases, substitutions or sales of property securing repayment of the Bonds.

4. The statements and information contained in the Annual Report are true, correct and complete in all material respects, and as of the date hereof the Annual Report does not contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary in order to make the statements therein, in the light of the circumstances under which they were made, not misleading.

Dated: November 8, 2012

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

By: _____

Member of the Commission of the
California Statewide Communities Development Authority

Item VI

Approve the financing; all necessary actions; the execution and delivery of all necessary documents and authorize any member to sign all necessary financing documents for the following:

- a. The Reuben H. Fleet Science Center, City of San Diego, County of San Diego; up to \$5,000,000 in 501(c)(3) non-profit revenue bonds.

SUMMARY AND APPROVALS

DATE:	NOVEMBER 8, 2012
APPLICANT:	THE REUBEN H. FLEET SCIENCE CENTER
AMOUNT:	UP TO \$5 MILLION OF TAX-EXEMPT NONPROFIT BONDS
PURPOSE:	REFINANCE THE EXPANSION, IMPROVEMENT AND EQUIPPING OF SCIENCE CENTER
PRIMARY ACTIVITY:	SCIENCE MUSEUM
LEGAL STRUCTURE:	501(C)(3) CORPORATION

Background:

The Reuben H. Fleet Science Center was established in 1973 as a nonprofit science museum in Balboa Park in San Diego, California. The Center was the first science museum to combine interactive science exhibits with a planetarium and an IMAX Dome Theater. It is the best-attended museum in the City and is a Top 10 attraction in San Diego.

The Center offers:

- San Diego's only giant IMAX Dome Theatre showing IMAX films and Planetarium Shows;
- Five world-class exhibit galleries with more than 100 exhibits;
- Kid City, an exhibition just for kids up to age 5;
- Lectures, classes and workshops;
- Galileo's Café and North Star Science Store

The Center is seeking up to \$5 million in tax-exempt nonprofit bonds (the "Bonds") to refinance the expansion and improvement of facilities located at 1875 El Prado in San Diego, California (the "Project"). The Center is housed in a City of San Diego owned building. The original construction, consisting of 3 floors of approximately 46,600 square feet, was completed in 1973 when the Center opened to the public. A large expansion was completed in 1998, which doubled the total square footage to 93,505. The 1998 project was financed in part by the certificates we will be refinancing.

The Borrower's application was submitted to CSCDA on August 16, 2012. This is the Borrower's second financing with CSCDA.

Financing Approval:

Based on the overall Project public benefit and finance related considerations detailed on Attachment 1 and CSCDA's issuance guidelines, the Commission shall approve the Resolution as submitted to the Commission, which:

1. Approves the issuance of the Bonds;
2. Approves all necessary actions and documents in connection with the financing; and
3. Authorizes any member of the Commission or Authorized Signatory to sign all necessary documents.

Attachment 1

Benefits:

- The School Scholarship Program has provided over 60,000 students and teachers from low-income K-12 schools, with free access to the Fleet Science Center.
- The Center offers 12 free admission days per year to military and their families. The free admission is valid on the first Tuesday of every month. They also receive a 10% discount at Galileo's Café & North Star Science Store.
- The first Monday of every month, senior citizens can enjoy the Science Center exhibits, an IMAX film and educational programming for only \$7.
- City of San Diego and County residents are offered free Tuesday on the first Tuesday of every month. IMAX films are also discounted to \$9.50 per person, per film.

TEFRA Information:

A TEFRA hearing was held by the County of San Diego on October 9, 2012 and unanimously approved by the Board of Supervisors.

Finance Team:

- Bond Counsel: Hawkins, Delafield & Wood, San Francisco
- Authority Counsel: Orrick, Herrington & Sutcliffe, LLP, Sacramento
- Underwriter: First Republic Bank, San Francisco

Financing Structure:

The unrated Bonds will mature in no more than 18 years and bear a fixed interest rate of 4.00%. This is dramatically lower than the current coupon on the outstanding COP's of 7.50%, saving the Fleet Center over \$100,000 per year for the life of the loan. The Bonds will be privately placed with First Republic Bank. The proposed issuance is in accordance with CSCDA's issuance guidelines.

Estimated Sources and Uses:

Sources:

Par Amount	\$	4,500,000
Debt Service Reserve	\$	<u>350,000</u>
Total Sources:	\$	4,800,000

Uses:

Payoff of 1996 COP's	\$	4,350,000
New Money	\$	300,000

Cost of Issuance	<u>\$ 150,000</u>
Total Uses:	\$ 4,800,000

Attachments:

1. Original application



Building Communities, Investing in Local Government Since 1988

501(c)(3) Nonprofit Bond Application

APPLICANT INFORMATION

Application Number: **2012070**

Name of Borrower: **The Reuben H. Fleet Science Center**

Primary Contact: **Craig Blower**

Title: **Chief Operations Officer**

Street Address: **1875 El Prado** Suite: _____

City: **San Diego** State: **CA** Zip Code: **92101**

Telephone Number: **(619) 238-1233**

Fax Number: **(619) 685-5771**

E-mail: **cblower@rhfleet.org**

Type of Entity: ☐ For-profit Corporation ☒ Non-profit Corporation
☐ Municipality ☐ Partnership
☐ Other (specify): _____

Date Organized: **August 57**

PROJECT INFORMATION

Type of Project: ☐ Small Issue Public Benefit Project

Health Care: ☐ Continuing Care ☐ Clinic ☐ Hospital ☐ Assisted Living
☐ Skilled Nursing ☐ Other (specify): _____

Education: ☐ K-12 ☐ Colleges/Universities

Other: ☒ Museum/Cultural ☐ Other (specify): _____

Project/Facility Name: **The Reuben H. Fleet Science Center**

Street Address: **1875 El Prado**

City: **San Diego** State: **CA** Zip Code: **92101**

County: **San Diego**

Is Project located in unincorporated part of the County? **No**

Has the city or county in which the project is located been contacted? If so, please provide name, title, telephone number and e-mail address of the person contacted:

Contact Name: _____

Title: _____

Phone Number: _____ Ext. _____

Fax Number: _____

E-mail: _____



Building Communities, Investing in Local Government Since 1988

501(c)(3) Nonprofit Bond Application

FINANCING INFORMATION

Principal Amount: **\$5,000,000**
Tax-exempt Amount: **\$5,000,000**
Taxable Amount: **\$0**

Proposed Closing Date: **11/01/2012**

Maturity: **18 Years** Interest Rate Mode: ☒ Fixed ☐ Variable

Type of Offering: ☐ Public Offering ☒ Private Placement
Denominations: **5,000**

Type of Financing: ☐ Acquisition of Existing Facility ☐ New Construction
☒ Refunding

Credit Enhancement: ☒ None ☐ Letter of Credit
☐ FNMA(Fannie Mae) ☐ Freddie Mac
☐ Bond Insurance ☐ Other (specify): _____

Name of Credit Enhancement Provider or Private Placement Purchaser: **N/A**

Expected Rating: ☒ Unrated ☐ S & P _____
☐ Moody's _____ ☐ Fitch _____

PRINCIPAL FINANCE TEAM INFORMATION

UNDERWRITER/PLACEMENT AGENT

Firm: **First Republic Bank**

Contact: **Dirk A. ten Grotenhuis**

Address: **111 Pine Street, Suite 9th Floor
San Francisco, CA 94111**

Telephone: **(415) 262-2428**

Fax: **(415) 262-2570**

E-mail: **dteng@firstrepublic.com**

BOND COUNSEL

Firm: **Hawkins, Delafield & Wood**

Contact: **Sean Tierney**

Address: **One Embarcadero Center, Suite 3820
San Francisco, CA 94111**

Telephone: **(415) 486-4201**

Fax: **(415) 397-1513**

E-mail: **stierney@hawkins.com**



Building Communities, Investing in Local Government Since 1988

501(c)(3) Nonprofit Bond Application

PRINCIPAL FINANCE TEAM INFORMATION (continued)

FINANCIAL ADVISOR	REBATE ANALYST
Firm: N/A	Firm: TBD
Contact:	Contact:
Address:	Address:
Telephone:	Telephone:
Fax:	Fax:
E-mail:	E-mail:

ADDITIONAL INFORMATION REQUIRED

Please provide the following information as additional attachments:

<u>Attachment</u>	<u>Description of Information</u>
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- | | |
|---|---|
| A | \$5,000 non-refundable* issuance fee deposit payable to "California Communities." |
| B | Detailed Applicant History. |
| C | Description of project or each facility to be financed or refinanced. |
| D | Address of each facility to be financed or refinanced. |
| E | Evidence of credit enhancement or intent to purchase bonds. |
| F | List of outstanding tax-exempt debt. |
| G | Financial statements for last complete fiscal year. |
| H | Project Costs (Sources and Uses of Proceeds). |
| I | Interested Parties List. |

*Refundable only if financing not approved. Small Issue Program issuance fee deposit is \$2,500.

MAILING ADDRESS

California Communities®
2033 N. Main St., Suite 700
Walnut Creek, CA 94596

RESOLUTION NO. 12 NP-__

**CALIFORNIA STATEWIDE COMMUNITIES
DEVELOPMENT AUTHORITY**

A RESOLUTION AUTHORIZING THE ISSUANCE OF OBLIGATIONS IN A PRINCIPAL AMOUNT NOT TO EXCEED \$5,000,000, TO FINANCE THE ACQUISITION, DESIGN, APPROVAL, CONSTRUCTION, RENOVATION, INSTALLATION, DEVELOPMENT AND EQUIPPING OF FACILITIES AND REFINANCE THE CERTIFICATES BENEFITING REUBEN H. FLEET SCIENCE CENTER (FORMERLY KNOWN AS SAN DIEGO SPACE AND SCIENCE FOUNDATION), AND OTHER MATTERS RELATING THERETO

WHEREAS, pursuant to the provisions of the Joint Exercise of Powers Act, comprising Articles 1, 2, 3 and 4 of Chapter 5 of Division 7 of Title 1 (commencing with Section 6500) of the Government Code of the State of California (the "Act"), a number of California cities, counties and special districts (each, a "Program Participant") entered into a joint exercise of powers agreement (the "Agreement") pursuant to which the California Statewide Communities Development Authority (the "Authority") was organized;

WHEREAS, the Authority is authorized by its Agreement to issue bonds, notes or other evidences of indebtedness, or certificates of participation in leases or other agreements in order to promote economic development;

WHEREAS, the Authority is authorized by a resolution adopted March 21, 1991, to issue bonds, notes or other evidences of indebtedness, or certificates of participation in leases or other agreements to finance or refinance facilities owned and/or leased and operated by organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 which are determined by the Authority to satisfy the criteria set forth in such resolution (the "Eligible Organizations");

WHEREAS, pursuant to the provisions of the Act, the cities, counties and special districts which are the contracting parties comprising the membership of the Authority are authorized to jointly exercise any power common to such contracting parties, including, without limitation, the power to acquire and dispose of property, both real and personal;

WHEREAS, the County of San Diego (the "County") is a Program Participant, and such County is authorized to acquire and dispose of property, both real and personal, pursuant to the provisions of Article 1, Chapter 5, Part 2 of Division 3 of Title 4 of the Government Code of the State of California;

WHEREAS, pursuant to the provisions of the Act and the Agreement, the Authority is authorized to enter into installment purchase and/or sale agreements with the Eligible Organizations and to deliver certificates of participation evidencing interests therein;

WHEREAS, pursuant to the provisions of the Act, the Authority may, at its option, issue bonds, rather than certificates of participation, and enter into a loan agreement with the Eligible Organizations;

WHEREAS, Reuben H. Fleet Science Center, a California nonprofit public benefit corporation (the "Corporation"); wishes to (1) refinance the \$6,500,000 original principal amount of Certificates of Participation Evidencing a Proportionate Interest of the Holder Hereof in Sublease Payments to be Paid by the Authority to the Corporation (the "1996 Certificates"), the proceeds of which were used to finance the renovation and expansion of the Rueben H. Fleet Space Theater and Science Center located at 1875 El Prado, San Diego, CA 92101 (the "Property"); (2) finance the acquisition, design, approval, construction, renovation, installation development and equipping of facilities at the Property, including but not limited to the expansion of a café and remodeling of a gift shop; and (3) pay various costs of issuance and other related costs with respect to the Obligation (collectively, the "Project"), owned and/or operated by the Corporation and located in the County;

WHEREAS, the Corporation is requesting the assistance of the Authority in financing and refinancing the Project;

WHEREAS, pursuant to a Master Loan Agreement to be executed by First Republic Bank (the "Lender"), the Authority and the Corporation (the "Master Loan Agreement"), the Authority will grant a tax-exempt loan to the Corporation in a principal amount not exceeding \$5,000,000 (the "Obligation"), for the purpose of financing and/or refinancing the Project;

WHEREAS, pursuant to the policies of the Authority, the Obligation may only be assigned to Qualified Institutional Buyers (as defined in the Master Loan Agreement) and the Lender will sign an investor letter confirming that it is a Qualified Institutional Buyer and certain other related matters;

WHEREAS, there has been made available to the Commissioners of the Authority the proposed form of the Master Loan Agreement.

NOW THEREFORE, BE IT RESOLVED by the Commission of the California Statewide Communities Development Authority, as follows:

Section 1. Pursuant to the Act and the Master Loan Agreement, the Authority is hereby authorized to issue the Obligation in an aggregate principal amount not to exceed Five Million Dollars (\$5,000,000). The Obligation shall be issued and secured in accordance with the terms of the Master Loan Agreement.

Section 2. The proposed form of Master Loan Agreement, as made available to the Commissioners, is hereby approved. Any member of the Commission of the Authority or their administrative delegates duly authorized pursuant to Resolution No. 11R-18 of the Authority, adopted on September 28, 2011 (each an "Authorized Signatory") is hereby authorized and directed, for and on behalf of the Authority, to execute and deliver the Master

Loan Agreement in substantially said form, with such changes and insertions therein as any member of the Commission, with the advice of counsel to the Authority, may approve, such approval to be conclusively evidenced by the execution and delivery thereof. The dated date, maturity date or dates, interest rate or rates, methods of determining rates, interest payment dates, denominations, forms, registration privileges, manner of execution, place or places of payment, terms of redemption, tender provisions, and other terms of the Obligation shall be as provided in the Master Loan Agreement, as finally executed.

Section 3. The Chair, the Vice Chair, the Secretary, the Treasurer, any other members of the Commission of the Authority and other appropriate officers and agents of the Authority are hereby authorized and directed, jointly and severally, for and in the name and on behalf of the Authority, to execute and deliver any and all documents, including, without limitation, assignment agreements and any and all documents and certificates to be executed in connection with securing credit support, if any, for the Obligation, and to do any and all things and take any and all actions which may be necessary or advisable, in their discretion, to effectuate the actions which the Authority has approved in this resolution and to consummate by the Authority the transactions contemplated by the documents approved hereby, including any subsequent amendments, waivers or consents entered into or given in accordance with such documents.

Section 4. All actions heretofore taken by the Chair, the Vice Chair, the Secretary, the Treasurer, any other members of the Commission of the Authority and other appropriate officers and agents of the Authority with respect to the issuance of the Obligation are hereby ratified, confirmed and approved.

Section 5. Notwithstanding anything to the contrary in this resolution, no documents referenced in this resolution may be executed and delivered until the City has held the hearing pursuant to Section 147(f) of the Internal Revenue Code of 1986, if required by said Section, and has approved the issuance of the Obligation as may be required thereby and in accordance with Section 9 of the Agreement to provide financing and/or refinancing for the Project.

Section 6. This resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this 8th day of November, 2012.

I, the undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of the Authority at a duly called meeting of the Commission of the Authority held in accordance with law on November 8, 2012.

By: _____
Authorized Signatory
California Statewide Communities
Development Authority

Item VI

Approve the financing; all necessary actions; the execution and delivery of all necessary documents and authorize any member to sign all necessary financing documents for the following:

- b. Episcopal Communities & Services, City of Rancho Palos Verdes, County of Los Angeles and City of Aliso Viejo, County of Orange; up to \$85,000,000 in 501(c)(3) non-profit revenue bonds.

SUMMARY AND APPROVALS

DATE: NOVEMBER 8, 2012

APPLICANT: EPISCOPAL COMMUNITIES & SERVICES

AMOUNT: UP TO \$85,000,000 OF NONPROFIT REVENUE REFUNDING BONDS

PURPOSE: REFINANCE THE CALIFORNIA HEALTH FACILITIES FINANCING AUTHORITY INSURED REVENUE BONDS (THE EPISCOPAL HOME), SERIES 2002A AND 2002B

PRIMARY ACTIVITY: CONTINUING CARE

LEGAL STRUCTURE: 501(C)(3) CORPORATION

Background:

Episcopal Communities & Services for Seniors (“ECS”) is a California non-profit public benefit corporation serving seniors in the greater Los Angeles area. Headquartered in Pasadena, California, ECS owns two continuing care retirement communities (“CCRCs”): The Canterbury, located at 5801 Crestridge Road in Rancho Palos Verdes, California 90274, and The Covington, located at 3 Pursuit in Aliso Viejo, California 92656. A third community is in pre-development in Altadena, California (the “MonteCedro Project”). The organization’s roots date to 1923, when its first community, The Episcopal Home, opened in Alhambra, California.

ECS is seeking up to \$85,000,000 in nonprofit revenue refunding bonds (the “Bonds”) to current refund the California Health Facilities Financing Authority Insured Revenue Bonds (The Episcopal Home), Series 2002A, issued in the original principal amount of \$60,000,000 (the “Series 2002A Bonds”) and to advance refund the California Health Facilities Financing Authority Insured Revenue Bonds (The Episcopal Home), Series 2002B, issued in the original principal amount of \$30,000,000 (the “Series 2002B Bonds”). The Series 2002A and 2002B Bonds were issued to finance and refinance the acquisition, construction and equipping of The Canterbury and The Covington.

ECS’s application was submitted to CSCDA on October 8, 2012. This is their first financing through CSCDA.

Financing Approval:

Based on the overall refinanced Project meeting the Benefit Guidelines for 501(c)(3) Healthcare Facilities detailed on Attachment 1 and CSCDA's issuance guidelines, the Commission shall approve the Resolution as submitted to the Commission, which:

1. Approves the issuance of the Bonds and the financing of the Project, subject to TEFRA approval by the City of Rancho Palos Verdes and the City of Aliso Viejo;
2. Approves all necessary actions and documents in connection with the refinancing; and
3. Authorizes any member of the Commission or Authorized Signatory to sign all necessary documents.

Attachment 1

CSCDA Benefit Guidelines for 501(c)(3) Healthcare Facilities

Economic Development:

- ECS and its affiliates employ more than 362 employees in the greater Los Angeles area. ECS employees live, eat, and shop within those communities and support the local economy.

Public Benefit:

- Housing and health care resources – ECS offers a broad spectrum of care and services to foster good health, fulfillment, and spiritual well-being in the lives of older adults. ECS serves people of all economic means and is committed to charitable care. Compassion for those who lack the funds to pay the full cost of their care has been an abiding commitment throughout ECS's 90-year history.
- Community Benefit:
 - ECS maintains its tradition of benevolent care at The Canterbury. Built in 1983, this campus is now home to approximately 120 Assisted Living and Independent Living residents and 24 skilled nursing residents. In fiscal year ("FY") 2012, \$56,000 was expended to help cover the care and services for residents who would otherwise have had to leave the campus due to difficulty paying their fees. In FY 2013, \$125,000 has been committed for this purpose at the Canterbury.
 - The Foundation has also allocated \$100,000 to The Covington for the purpose of charitable care, though of a different type. "Covington Cares" is a program now in development which will serve those at the end-of-life who are unable to pay for the care and services they receive in the Covington Care Center. One bed will be reserved for those patients who do not qualify for Medi-Cal or Medicare benefits. They will receive hospice services from an ECS affiliate, ongoing care in the Covington skilled nursing center, and pastoral care from the ECS Pastoral Care team, all at no charge.
 - As of August 31, 2012, the Foundation maintained \$12,600,000 in funds to support ECS benevolent care and other programs that benefit older adults. The majority of these funds (\$8,300,000) are reserved to cover the cost of care for approximately 69 former Scripps Kensington residents who reside at retirement communities not owned by ECS.

- Community outreach:
 - Using funds provided by the Foundation (\$13,000 in FY 2012 and \$80,000 budgeted in FY 2013), and support from outside foundation and individual donors, the ECS Pastoral Care team has created and implemented a program called By Your Side; End-of-Life Vigil Companions. The goal of the program is to train and equip volunteers to serve as compassionate companions for those who are at the end of life and to provide comprehensive end-of-life education. The training covers the practical, medical, emotional, and spiritual challenges of the end-of-life process to provide participants with knowledge and empathy to care for those who are dying, while respecting all religious or spiritual beliefs. Volunteers serve at County hospitals and nonprofit skilled nursing centers, where they are paired with patients. The program includes ongoing support and networking opportunities for volunteers. As a complement to hospice care, By Your Side volunteers support those in the wider community who are at the end of life, trying to ensure that no one who desires a companion dies alone.
- Medi-Cal and Medicare acceptance – ECS's skilled nursing facilities derive their net revenue from Medicare and private pay residents. There are 22 ECS residents who currently receive Medicare benefits. In FY 2013, 89% of Skilled Nursing Facility revenue will derive from the Medicare program. ECS has not accepted Medi-Cal in its skilled nursing facilities since FY 2009.

Agency Approvals:

TEFRA hearings will be held on November 7th at the City Council meetings of each of the cities of Aliso Viejo, California and Rancho Palos Verdes, California. Staff will update the board as to the outcome of both hearings.

Estimated Sources and Uses:

Sources:

Series 2012 Bonds	\$ 67,520,000.00
Net Original Issue Discount/Premium	\$ 5,470,303.00
Trustee Held P&I Funds	\$ 2,104,912.00
Trustee Held DSRF	\$ 5,896,945.00
ECS cash	<u>\$ 7,500,000.00</u>
Total Sources	\$ 88,492,160.00

Uses:

Refinance Series 2002A Bonds and	\$ 82,941,561.00
Establish Escrow for Series 2002B Bonds	
Debt Service Reserve Fund	\$ 4,130,600.00

Costs of Issuance	\$ 1,416,440.00
Additional Proceeds	\$ <u>3,559.00</u>
Total Uses	\$ 88,492,160.00

Finance Team:

- Bond Counsel: Jones Day, San Francisco
- Authority Counsel: Orrick, Herrington & Sutcliffe, LLP, Sacramento
- Underwriter Counsel: Hawkins, Delafield & Wood LLP, San Francisco
- Borrower's Counsel: Hanson Bridgett LLP

Financing Structure and Objectives:

ECS is seeking to form an Obligated Group, obtain an investment grade rating, and refinance its outstanding Series 2002A Bonds and Series 2002B Bonds. Series 2002 Bonds in the aggregate principal amount of approximately \$72,885,000 are currently outstanding. Both series of Series 2002 Bonds are insured by the Office of Statewide Health Planning and Development of the State of California. The Series 2002B Bonds were insured by Ambac Assurance Corporation until January 7, 2010, when they were converted from an auction rate mode to fixed rate bonds.

The refinancing is driven by two primary objectives: 1) to relieve ECS of covenants that do not accommodate ECS' future growth plans, and 2) to generate net cash flow savings due to the current attractive interest rate environment. ECS is expected to save more than \$1,500,000 annually through the original maturity (2032) of the Series 2002A and Series 2002B Bonds. The maturity of the Bonds will be extended and will mature in no more than thirty-five years. The Bonds will be issued as fixed rate tax-exempt obligations. The Bonds are expected to have an A- rating. The Bonds will not be insured.

Attachments:

1. Original application
2. Benefit Guidelines for 501(c)(3) Nonprofit Healthcare Facilities



Building Communities, Investing in Local Government Since 1988

501(c)(3) Nonprofit Bond Application

APPLICANT INFORMATION

Application Number: **2012083**

Name of Borrower: **Episcopal Communities & Services**

Primary Contact: **James Rothrock**

Title: **Chief Financial Officer**

Street Address: **1111 S. Arroyo Parkway Suite: 230**

City: **Pasadena** State: **CA** Zip Code: **91105**

Telephone Number: **(626) 403-1494**

Fax Number: **(626) 403-5882**

E-mail: **jrothrock@ecsforseiors.org**

Type of Entity: ☐ For-profit Corporation ☒ Non-profit Corporation
☐ Municipality ☐ Partnership
☐ Other (specify): _____

Date Organized: **1923**

PROJECT INFORMATION

Type of Project: ☐ Small Issue Public Benefit Project

Health Care: ☒ Continuing Care ☐ Clinic ☐ Hospital ☐ Assisted Living
☐ Skilled Nursing ☐ Other (specify): _____

Education: ☐ K-12 ☐ Colleges/Universities

Other: ☐ Museum/Cultural ☐ Other (specify): _____

Project/Facility Name: **See Attachment E (Total Projects: 2)**

Street Address: _____

City: _____ State: _____ Zip Code: _____

County: _____

Is Project located in unincorporated part of the County? _____

Has the city or county in which the project is located been contacted? If so, please provide name, title, telephone number and e-mail address of the person contacted:

Contact Name: **See Attachment E**

Title: _____

Phone Number: _____ Ext. _____

Fax Number: _____

E-mail: _____



Building Communities, Investing in Local Government Since 1988

501(c)(3) Nonprofit Bond Application

FINANCING INFORMATION

Principal Amount: **\$80,000,000**
Tax-exempt Amount: **\$80,000,000**
Taxable Amount: **\$0**

Proposed Closing Date: **12/13/2012**

Maturity: **35 Years** Interest Rate Mode: ☒ Fixed ☐ Variable

Type of Offering: ☒ Public Offering ☐ Private Placement
Denominations: **5,000**

Type of Financing: ☐ Acquisition of Existing Facility ☐ New Construction
☒ Refunding

Credit Enhancement: ☒ None ☐ Letter of Credit
☐ FNMA(Fannie Mae) ☐ Freddie Mac
☐ Bond Insurance ☐ Other (specify): _____

Name of Credit Enhancement Provider or Private Placement Purchaser: **N/A**

Expected Rating: ☐ Unrated ☐ S & P _____
☐ Moody's _____ ☒ Fitch **TBD**

PRINCIPAL FINANCE TEAM INFORMATION

UNDERWRITER/PLACEMENT AGENT

Firm: **B.C. Ziegler and Company**

Contact: **Mary Munoz**

Address: **8501 N. Scottsdale Rd., Suite 250
Scottsdale, AZ 85253**

Telephone: **(800) 327-3666**

Fax: **(480) 951-2093**

E-mail: **mmunoz@ziegler.com**

BOND COUNSEL

Firm: **Jones Day**

Contact: **S. Louise Rankin**

Address: **55 California St., Suite 28th Floor
San Francisco, CA 94104**

Telephone: **(415) 875-5777**

Fax: **(415) 575-5700**

E-mail: **srankin@jonesday.com**



Building Communities, Investing in Local Government Since 1988

501(c)(3) Nonprofit Bond Application

PRINCIPAL FINANCE TEAM INFORMATION (continued)

FINANCIAL ADVISOR

Firm: **North Shore Consulting**

Contact: **Tom Brod**

Address: **1570 Elmwood Avenue, Suite 1404
Evanston, IL 60201**

Telephone: **(443) 745-0687**

Fax: **(443) 745-0687**

E-mail: **thomaslbrod@gmail.com**

REBATE ANALYST

Firm: **Berens Tate**

Contact: **Chris Berens**

Address: **10050 Regency Circle, Suite 400
Omaha, NE 68114**

Telephone: **(402) 391-6188**

Fax: **(402) 391-7363**

E-mail: **chrisb@berenstate.com**

ADDITIONAL INFORMATION REQUIRED

Please provide the following information as additional attachments:

<u>Attachment</u>	<u>Description of Information</u>
-------------------	-----------------------------------

- | | |
|---|---|
| A | \$5,000 non-refundable* issuance fee deposit payable to "California Communities." |
| B | Detailed Applicant History. |
| C | Description of project or each facility to be financed or refinanced. |
| D | Address of each facility to be financed or refinanced. |
| E | Evidence of credit enhancement or intent to purchase bonds. |
| F | List of outstanding tax-exempt debt. |
| G | Financial statements for last complete fiscal year. |
| H | Project Costs (Sources and Uses of Proceeds). |
| I | Interested Parties List. |

*Refundable only if financing not approved. Small Issue Program issuance fee deposit is \$2,500.

MAILING ADDRESS

California Communities®
2033 N. Main St., Suite 700
Walnut Creek, CA 94596



Building Communities, Investing in Local Government Since 1988

501(c)(3) Nonprofit Bond Application

Application Number: **2012083 - Episcopal Communities & Services**

Name of Borrower: **Episcopal Communities & Services**

Attachment E

FACILITY #1) The Canterbury

Project Street Address: **5801 Crestridge Road**

City: **Rancho Palos Verdes** State: **CA** Zip Code: **90275**

County: **Los Angeles**

Is Project located in unincorporated part of the County? **No**

Has the city or county in which the project is located been contacted? If so, please provide name, title, telephone number and e-mail address of the person contacted:

Contact Name: _____
Title: _____
Telephone: _____ Ext. _____
Fax: _____
E-mail: _____

FACILITY #2) The Covington

Project Street Address: **3 Pursuit**

City: **Aliso Viejo** State: **CA** Zip Code: **92656**

County: **Orange County**

Is Project located in unincorporated part of the County? **No**

Has the city or county in which the project is located been contacted? If so, please provide name, title, telephone number and e-mail address of the person contacted:

Contact Name: _____
Title: _____
Telephone: _____ Ext. _____
Fax: _____
E-mail: _____

Benefit Guidelines for 501(c)(3) Nonprofit Healthcare Facilities

In 1991, CSCDA adopted economic development benefit guidelines based upon the finding that the nonprofit facility promotes economic development within the jurisdiction of a CSCDA Program Participant. Effective March 1, 2006, the CSCDA Commission adopted health care benefit guidelines to be considered in conjunction with the CSCDA economic development guidelines with respect to proposed bond issues for 501(c)(3) nonprofit healthcare facilities.

Economic Development Benefit*

A significant and growing opportunity for the creation and retention of employment to the California economy and the enhancement of the quality of life of local Program Participant residents;

The facility being a significant factor in the economic development of an area, promoting residential, commercial and industrial development and increasing the tax base; or

The facility providing the educational background and vocational training which is a necessary element to the development and retention of a capable work force.

Health Care Benefit*

Health care resource – consideration given to quality of life for Program Participant and other area residents for access to quality medical care in general;

Emergency care – consideration given to quality of life for Program Participant and other area residents; whether the health care facility provides 24-hour emergency care to all individuals, regardless of ability to pay;

Facility upgrades and increased patient capacity - consideration given to quality of life for Program Participant patients, health facility employees, physicians and staff for new, improved or expanded medical facilities;

SB1953 compliance - consideration given to quality of life for Program Participant patients, health facility employees, physicians and staff for medical facilities being rehabilitated or constructed in compliance with SB1953 and that provide a safer acute health care environment;

Public health facility assistance - consideration given to quality of life for Program Participant owned or operated public health facilities for healthcare applicants that identify programs, contracts or practices where facilities link with or otherwise assist or ease the burden on area public health facilities;

Community outreach – consideration given to quality of life for Program Participant residents from efforts of health facility physicians and staff (such as free health screenings, immunizations for the elderly and disadvantaged, toy drives, holiday events, etc.);

Attachment 2

Research – consideration given to medical advancements by way of research that benefit Program Participant residents and others;

Medi-Cal and Medicare acceptance - consideration given to quality of life for Program Participant residents for health care providers that serve Medi-Cal and / or Medicare patients; special consideration should be given to disproportionate share hospitals (a government measure for how much care hospitals provide to designated low-income patients);

Non-reimbursed community benefit costs for the poor and the broader community - consideration given to quality of life for Program Participant and other area residents that include:

- a. Charity care and uncompensated care
- b. Unpaid cost of Medi-Cal services
- c. Unpaid cost of Medicare services
- d. Education
- e. Research
- f. Low or negative margin services
- g. Nonbilled services
- h. Cash and in-kind donations
- i. Other benefits to the poor or broader community, as defined by the applicant

* Although any one of these listed benefits may demonstrate a clear public benefit, the absence of other benefits does not mean that there is a lack of public benefit associated with a project. There may be other benefits not listed which can also be considered to demonstrate public benefit.

Effective March 1, 2006.

RESOLUTION NO. __NP-__

**CALIFORNIA STATEWIDE COMMUNITIES
DEVELOPMENT AUTHORITY**

**A RESOLUTION AUTHORIZING THE ISSUANCE OF REVENUE BONDS IN A
PRINCIPAL AMOUNT NOT TO EXCEED \$85,000,000 TO REFINANCE THE COST
OF THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF CONTINUING
CARE FACILITIES FOR EPISCOPAL COMMUNITIES & SERVICES FOR SENIORS
AND OTHER MATTERS RELATING THERETO**

WHEREAS, pursuant to the provisions of the Joint Exercise of Powers Act, comprising Articles 1, 2, 3 and 4 of Chapter 5 of Division 7 of Title 1 (commencing with Section 6500) of the Government Code of the State of California (the "Act"), a number of California cities, counties and special districts (each, a "Program Participant") entered into a joint exercise of powers agreement (the "Agreement") pursuant to which the California Statewide Communities Development Authority (the "Authority") was organized;

WHEREAS, the Authority is authorized by its Agreement to issue bonds, notes or other evidences of indebtedness, or certificates of participation in leases or other agreements in order to promote economic development;

WHEREAS, the Authority is authorized by a resolution adopted March 21, 1991, to issue bonds, notes or other evidences of indebtedness, or certificates of participation in leases or other agreements to finance facilities owned and/or leased and operated by organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 which are determined by the Authority to satisfy the criteria set forth in such resolution (the "Eligible Organizations");

WHEREAS, pursuant to the provisions of the Act, the cities, counties and special districts which are the contracting parties comprising the membership of the Authority are authorized to jointly exercise any power common to such contracting parties, including, without limitation, the power to acquire and dispose of property, both real and personal;

WHEREAS, the City of Aliso Viejo ("Aliso Viejo") is a Program Participant authorized to acquire and dispose of property, both real and personal, pursuant to the provisions of Article 1, Chapter 5, Part 2 of Division 3 of Title 4 of the Government Code of the State of California;

WHEREAS, the City of Rancho Palos Verdes ("Rancho Palos Verdes" and, together with Aliso Viejo, the "Cities") is a Program Participant authorized to acquire and dispose of property, both real and personal, pursuant to the provisions of Article 1, Chapter 5, Part 2 of Division 3 of Title 4 of the Government Code of the State of California;

WHEREAS, pursuant to the provisions of the Act and the Agreement, the Authority is authorized to enter into installment purchase and/or sale agreements with the Eligible Organizations and to deliver certificates of participation evidencing interests therein;

WHEREAS, pursuant to the provisions of the Act, the Authority may, at its option, issue bonds, rather than certificates of participation, and enter into a loan agreement with the Eligible Organizations;

WHEREAS, Episcopal Communities & Services for Seniors, doing business as Episcopal Communities & Services, a California nonprofit public benefit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the “Corporation”), wishes to refinance the cost of the acquisition, construction and equipping of continuing care retirement communities (the “Project”) owned and operated by the Corporation and located in the Cities;

WHEREAS, the Corporation is requesting the assistance of the Authority in refinancing the Project;

WHEREAS, pursuant to a Bond Trust Indenture (the “Bond Indenture”), between the Authority and Union Bank, N.A. (the “Bond Trustee”), the Authority will issue the California Statewide Communities Development Authority Revenue Refunding Bonds, Series 2012 (Episcopal Communities & Services) (the “Bonds”) for the purpose, among others, of refinancing the Project;

WHEREAS, pursuant to a Loan Agreement (the “Loan Agreement”), between the Authority and the Corporation, the Authority will loan the proceeds of the Bonds to the Corporation for the purpose, among others, of refinancing the Project;

WHEREAS, pursuant to a Bond Purchase Contract (the “Purchase Agreement”), to be dated the date of sale of the Bonds, among the Corporation, B.C. Ziegler and Company, as underwriter (the “Underwriter”), and the Authority, the Bonds will be sold to the Underwriter, and the proceeds of such sale will be used as set forth in the Bond Indenture to refinance the Project, to fund a debt service reserve account and to pay costs incurred in connection with the issuance of the Bonds;

WHEREAS, there have been made available to the Commissioners of the Authority the following documents and agreements:

- (1) A proposed form of the Bond Indenture;
- (2) A proposed form of the Loan Agreement;
- (3) A proposed form of the Purchase Agreement; and
- (4) A proposed form of the official statement (the “Official Statement”) to be used by the Underwriter in connection with the offering and sale of the Bonds.

NOW THEREFORE, BE IT RESOLVED by the Commission of the California Statewide Communities Development Authority, as follows:

Section 1. Pursuant to the Act and the Bond Indenture, the Authority is hereby authorized to issue its revenue bonds designated as the “California Statewide Communities

Development Authority Revenue Refunding Bonds, Series 2012 (Episcopal Communities & Services)” in an aggregate principal amount not to exceed \$85,000,000. The Bonds shall be issued and secured in accordance with the terms of, and shall be in the form or forms set forth in, the Bond Indenture as made available to the Commissioners. The Bonds shall be executed on behalf of the Authority by the manual or facsimile signature of the Chair of the Authority or the manual signature of any member of the Commission of the Authority or their administrative delegates duly authorized pursuant to Resolution No. 11R-18 of the Authority, adopted on September 28, 2011 (each, an “Authorized Signatory”), and attested by the manual or facsimile signature of the Secretary of the Authority or the Assistant to the Secretary of the Authority or the manual signature of any Authorized Signatory.

Section 2. The proposed form of Bond Indenture, as made available to the Commissioners, is hereby approved. Any Authorized Signatory is hereby authorized and directed, for and on behalf of the Authority, to execute and deliver the Bond Indenture in substantially said form, with such changes and insertions therein as any member of the Commission, with the advice of counsel to the Authority, may approve, such approval to be conclusively evidenced by the execution and delivery thereof. The bond trustee, dated date, maturity date or dates, interest rate or rates, tender provisions, interest payment dates, denominations, forms, registration privileges, manner of execution, place or places of payment, terms of redemption and other terms of the Bonds shall be as provided in the Bond Indenture, as finally executed.

Section 3. The proposed form of Loan Agreement, as made available to the Commissioners, is hereby approved. Any Authorized Signatory is hereby authorized and directed, for and on behalf of the Authority, to execute and deliver the Loan Agreement in substantially said form, with such changes and insertions therein as any member of the Commission, with the advice of counsel to the Authority, may approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 4. The proposed form of the Purchase Agreement, as made available to the Commissioners, is hereby approved. Any Authorized Signatory is hereby authorized and directed, for and on behalf of the Authority, to execute and deliver the Purchase Agreement, in substantially said form, with such changes and insertions therein and as any member of the Commission, with the advice of counsel to the Authority, may approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 5. The proposed preliminary form of Official Statement, as made available to the Commissioners, is hereby approved. Any Authorized Signatory is hereby authorized and directed, for and on behalf of the Authority, to execute the Official Statement, in substantially said form, with such changes and insertions therein as any member of the Commission, with the advice of counsel to the Authority, may approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 6. The Underwriter is hereby authorized to distribute the Official Statement in preliminary form, to persons who may be interested in the purchase of the Bonds and to deliver the Official Statement in final form to the purchasers of the Bonds, in each case with such changes as may be approved as aforesaid.

Section 7. The Bonds, when executed as provided in Section 1, shall be delivered to the Bond Trustee for authentication by the Bond Trustee. The Bond Trustee is hereby requested and directed to authenticate the Bonds by executing the Bond Trustee's Certificate of Authentication appearing thereon, and to deliver the Bonds, when duly executed and authenticated, to the purchaser or purchasers thereof in accordance with written instructions executed on behalf of the Authority by an Authorized Signatory, which any Authorized Signatory, acting alone, is authorized and directed, for and on behalf of the Authority, to execute and deliver to the Bond Trustee. Such instructions shall provide for the delivery of the Bonds to the purchaser or purchasers thereof, upon payment of the purchase price thereof.

Section 8. The Chair, the Vice Chair, the Secretary, the Treasurer, any other members of the Commission of the Authority and other appropriate officers and agents of the Authority are hereby authorized and directed, jointly and severally, for and in the name and on behalf of the Authority, to execute and deliver any and all documents, including, without limitation, any and all documents and certificates to be executed in connection with securing credit support, if any, for the Bonds, and to do any and all things and take any and all actions which may be necessary or advisable, in their discretion, to effectuate the actions which the Authority has approved in this Resolution and to consummate by the Authority the transactions contemplated by the documents approved hereby, including any subsequent amendments, waivers or consents entered into or given in accordance with such documents.

Section 9. All actions heretofore taken by the Chair, the Vice Chair, the Secretary, the Treasurer, any other members of the Commission of the Authority and other appropriate officers and agents of the Authority with respect to the issuance of the Bonds are hereby ratified, confirmed and approved.

Section 10. Notwithstanding anything to the contrary in this Resolution, no documents referenced in this Resolution may be executed and delivered until the cities of Aliso Viejo and Rancho Palos Verdes have held hearings pursuant to Section 147(f) of the Internal Revenue Code of 1986, if required by said Section, and have approved the issuance of the Bonds as may be required thereby and in accordance with Section 9 of the Agreement to provide refinancing for the Project.

Section 11. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this 8th day of November, 2012.

I, the undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of the Authority at a duly called meeting of the Commission of the Authority held in accordance with law on November 8, 2012.

By: _____
Authorized Signatory
California Statewide Communities
Development Authority

Item VI

Approve the financing; all necessary actions; the execution and delivery of all necessary documents and authorize any member to sign all necessary financing documents for the following:

- c. High Place East, L.P. (High Place East Apartments), City of Santa Monica, County of Los Angeles; up to \$15,000,000 in multi-family housing debt obligations.

SUMMARY AND APPROVALS

DATE: NOVEMBER 8, 2012

APPLICANT: HIGH PLACE EAST, L.P./ COMMUNITY CORPORATION OF SANTA MONICA

AMOUNT: UP TO \$15,000,000 OF TAX-EXEMPT MULTI-FAMILY HOUSING REVENUE BONDS

PURPOSE: FINANCE THE ACQUISITION AND CONSTRUCTION OF HIGH PLACE EAST APARTMENTS LOCATED ON VIRGINIA AVENUE IN SANTA MONICA, CA

CSCDA PROGRAM: HOUSING

Background:

The proposed project, High Place East Apartments (the “Project”), will be a 44-unit multi-family property located in Santa Monica, California. The Project application was filed on January 4, 2012 and induced on January 19, 2012.

Summary:

High Place East, L.P. (the “Borrower”) has requested CSCDA to issue and deliver multifamily housing revenue obligations in the anticipated principal amount of \$15,000,000 (the “Bonds”) for the purpose of financing the acquisition and construction of the Project. The Project will provide 44 three-bedroom units to low-income families in Santa Monica.

There will be a subterranean parking garage, a community room, children’s play area, and laundry room available for the tenants. The units will be dispersed among six 3 story buildings arranged around a common courtyard.

The site is located in a neighborhood with many other multifamily developments. There is an elementary school across the street and a major park very close to the project. The community will provide on-site resident services for both children and parents. The anticipated construction start date is December 2012 with a completion date of January 2014.

The Borrower has previously constructed or rehabilitated 80 multifamily and senior housing properties in the Los Angeles County area, including 4 with CSCDA.

Public Benefit:

- Project Affordability
 - 100% of the Project’s units will be income restricted:
 - 5 units reserved for tenants whose income is at or below 50% AMI
 - 38 units reserved for tenants whose income is at or below 60% AMI
 - 1 manager unit
 - The term of the income and rental restrictions for the Project will be at least 55 years

- Site Amenities
 - The Project is located within a Public Transit Corridor
 - The Project is located within ½ mile of a park or recreational facility
 - The Project is located within a ½ mile of a grocery store
 - The Project is located within ½ mile of a public K-12 school
- Economic Benefits
 - Based upon \$22,845,307 Project costs using a 1.8 multiplier the Project produces \$41,121,552.60 total economic activity, and at 2.1 jobs per unit produces approximately 92 jobs. (Multipliers based on June 2010 study by Blue Sky Consulting Group and Center for Housing Policy on impact of housing in California using IMPLAN system.)

Agency Approvals:

TEFRA Hearing: February 14, 2012, City of Santa Monica
CDLAC Approval: May 16, 2012

Estimated Sources and Uses:

Sources:

Tax-Exempt Bond Proceeds	\$12,000,000	52.53%
LIHTC Equity	\$798,542	3.50%
City of Santa Monica	<u>\$10,046,765</u>	<u>43.98%</u>
Total Sources	\$22,845,307	100.00%

Uses:

Acquisition Costs	\$2,229,973	9.76%
Total Hard Construction Costs	\$14,993,954	65.63%
Architecture and Engineering Costs	\$832,886	3.65%
Developer Fee	\$656,700	2.87%
Contingency Costs	\$1,165,655	5.10%
Construction period expenses	\$1,558,108	6.82%
Legal Fees	\$342,485	1.50%
Capitalized Reserves	\$339,730	1.49%
Other Soft Costs	<u>\$725,816</u>	<u>3.18%</u>
Total Uses	\$22,845,307	100.00%

Finance Team:

- Bond Counsel: Orrick, Herrington & Sutcliffe, LLP, San Francisco
- Authority Counsel: Orrick, Herrington & Sutcliffe, LLP, Sacramento
- Private Placement Lender: Bank of America, N.A.

Financing Structure:

The bonds will carry a variable interest rate during the construction phase for approximately two years, but will convert to a fixed rate for 15 years during the permanent phase. The Bonds will be

privately placed with Bank of America. The projected true interest cost of the fixed rate Bonds under current market conditions is estimated to be 4.2%.

By using \$12,000,000 in CSCDA Bonds the Project is able to leverage an additional \$10,845,307 in other resources, for a ratio of 1.11 to 1.

Policy Compliance:

The Project complies with the following policies:

- CSCDA General Policies
- CSCDA Issuance Policies
- CDLAC's Qualified Residential Rental Program Requirements

Financing Approval:

Based on the overall public benefits as outlined in the California Debt Limit Allocation Committee resolution, as described on the attached Exhibit A, approval of the issuance of Bonds by the City of Santa Monica, and conformance to the CSCDA Issuance Policies, the Commission shall approve the Resolution as submitted to the Commission, which:

1. Approves the issuance of the Bonds and the financing of the Project;
2. Approves all necessary actions and documents for the financing; and
3. Authorizes any member of the Commission or Authorized Signatory to sign all necessary documents.

Attachments:

1. Original application
2. City of Santa Monica TEFRA Resolution
3. CDLAC Qualified Residential Rental Program Resolution Exhibit A



Building Communities, Investing in Local Government Since 1988

Housing Bond Application

APPLICANT INFORMATION

Application Number: **2012001**
Name of Developer: **Community Corporation of Santa Monica**
Primary Contact: **Maegan Pearson**
Title: **Project Manager**
Address: **1423 Second Street,, Suite B
Santa Monica, CA 90401**
Telephone Number: **(310) 394-8487 Ext. 102**
Fax Number: **(310) 975-6605**
E-mail: **maegan@communitycorp.org**

BORROWER DESCRIPTION

Type of Entity: ☐ For-profit Corporation ☐ Non-profit Corporation
☐ Municipality ☒ Partnership
☐ Other (specify): _____

For Non-profits only: Will you be applying for State Volume Cap? **No**

Name of Borrowing Entity: **TBD**

Date Established: **CCSM - 8.23.82**

Number of Multi-Family Housing Projects Completed in the Last 10 Years: **32**

Number of Low Income Multi-Family Housing Projects Completed in the Last 10 Years: **32**

PRINCIPAL FINANCE TEAM INFORMATION

UNDERWRITER/PLACEMENT AGENT

Firm: **TBD**

Contact:

Address:

Telephone:

Fax:

E-mail:

BOND COUNSEL

Firm: **Orrick, Herrington& Sutcliffe LLP**

Contact: **Justin Cooper**

Address: **405 Howard Street
San Francisco, CA 94105**

Telephone: **(415) 773-5908**

Fax: **(415) 773-5759**

E-mail: **jcooper@orrick.com**

Application Number: **2012001 - High Place East**
Name of Borrower: **Community Corporation of Santa Monica**

PROJECT DESCRIPTION

Current Project Name: **High Place East**
New Project Name:
Project Street Address: **Virginia Avenue**
City: **Santa Monica** State: **CA** Zip Code: **90404**
County: **Los Angeles**
Is Project located in unincorporated part of the County? **No**
Total Number of Units: Market: **0** Restricted: **44** Total Units: **44**
Lot Size: **44,323**
Amenities: **Community Room**

Type of Construction (i.e., Wood Frame, 2 Story, 10 Buildings): **Wood Frame, 3 Stories, 1 Level Subterranean Parking. 6 Buidlings**

Type of Housing: ☒ New Construction ☒ Family
☐ Acq/Rehab ☐ Senior Is this an Assisted Living Facility? _____

City or county contact information:

Contact Name: **Ava Lee**
Title: **Senior Development Analyst**
Phone Number: **(310) 458-4938**
Fax Number: **(310) 998-3298**
E-mail: **ava.lee@smgov.net**

PUBLIC BENEFIT

Percentage of Units in Low Income Housing: **100%**

Percentage of Area Median Income(AMI) for Low Income Housing Units: **50% and 60%**

Total Number of Management Units: **1**

Unit Size	% AMI	# of Restricted Units	Restricted Rent	Market Rent	Expected Savings
3 Bedrooms	50	5	\$1,110	\$4,490	\$3,380
3 Bedrooms	60	39	\$1,332	\$4,490	\$3,158

Remarks:

OTHER PUBLIC BENEFIT

SERVICES PROVIDED

- ☐ High-speed internet service in each affordable unit of an on-going nature for a minimum of 10 years.
☐ After school program of an on going nature for the minimum of 10 years.
☐ Educational classes (which are not the same as the after school program) for a minimum of 10 years.
☐ Licensed childcare providing 20 hours or more per week(Monday through Friday) to residents of the development.
☐ Contract for services, such as assistance with the daily living activities, or provision of senior counseling services.

ENVIRONMENT

Energy

Does the facility exceed Title 24 Standards? ☒ Yes ☐ No ☐ N/A

If Yes, by what percent? **17%**

Does the facility have solar(PV) panels? ☐ Yes ☒ No ☐ N/A

If Yes, what is the size in kWh? _____

Does the facility purchase carbon credits? ☐ Yes ☒ No ☐ N/A

If Yes, what is the annual consumption? _____

Water

Does the facility provide any of the following:

Efficient Toilets? ☒ Yes ☐ No ☐ N/A

Water-saving showerheads? ☒ Yes ☐ No ☐ N/A

Drought tolerant landscaping? ☒ Yes ☐ No ☐ N/A

Other, specify: _____

Transportation

Does the entity provide carpooling or mass-transit subsidies? ☐ Yes ☒ No ☐ N/A

Does the entity maintain a fuel efficient fleet? ☐ Yes ☒ No ☐ N/A

Waste

Does the project provide recycling facilities? ☒ Yes ☐ No ☐ N/A

WORKFORCE

Employment Creation

Job Type/Description	During Construction	Post Construction
<u>Construction Type Jobs</u>	<u>208</u>	<u>0</u>

GOVERNMENTAL INFORMATION

Congressional District #	State Senate District #	State Assembly District #
<u>30</u>	<u>23</u>	<u>41</u>

Application Number: **2012001 - High Place East**
Name of Borrower: **Community Corporation of Santa Monica**

FINANCING STRUCTURE

Type of Financing: ☐ Public Sale ☒ Private Placement ☐ Refunding
For Refundings only: Will you be applying for State Volume Cap? **No**
For Refundings only: Is this a transfer of property to a new owner? _____
Maturity: **30 Years** Interest Rate Mode: ☒ Fixed ☒ Variable

CONSTRUCTION FINANCING:

Credit Enhancement: ☒ None ☐ Letter of Credit
☐ FNMA(Fannie Mae) ☐ Freddie Mac
☐ Bond Insurance ☐ Other (specify): _____

Name of Credit Enhancement Provider or Private Placement Purchaser: **N/A**

PERMANENT FINANCING:

Credit Enhancement: ☒ None ☐ Letter of Credit
☐ FNMA(Fannie Mae) ☐ Freddie Mac
☐ Bond Insurance ☐ Other (specify): _____

Name of Credit Enhancement Provider or Private Placement Purchaser: **N/A**

Expected Rating: ☒ Unrated ☐ S & P _____
☐ Moody's _____ ☐ Fitch _____

Projected State Allocation Pool: ☒ General ☐ Mixed Income ☐ Rural

Will the project use Tax-Credit as a source of funding?: **Yes**

SOURCES & USES

CONSTRUCTION SOURCES

Tax-Exempt Bond Proceeds:	\$12,000,000
Taxable Bond Proceeds:	
Tax Credits:	\$780,576
Developer Equity:	
Other Funds(Describe):	
City of Santa Monica	\$10,401,160
_____	_____
_____	_____
_____	_____
_____	_____
TOTAL:	\$23,181,736

USES

Land Acquisition:	\$2,102,313
Building Acquisition:	
Construction or Remodel:	\$15,412,739
Cost of Issuance:	\$400,200
Capitalized Interest:	
Reserves:	
Other Funds(Describe):	
Soft Costs	\$5,266,484
_____	_____
_____	_____
_____	_____
TOTAL:	\$23,181,736

Application Number: **2012001 - High Place East**
Name of Borrower: **Community Corporation of Santa Monica**

PRINCIPAL FINANCE TEAM INFORMATION (continued)

FINANCIAL ADVISOR	REBATE ANALYST
Firm: N/A	Firm: TBD
Contact:	Contact:
Address:	Address:
Telephone:	Telephone:
Fax:	Fax:
E-mail:	E-mail:

ADDITIONAL REQUIREMENT

Please provide the following as an additional attachment:

<u>Attachment</u>	<u>Description of Information</u>
-------------------	-----------------------------------

A	\$5,000 non-refundable* issuance fee deposit payable to "California Communities."
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*Refundable only if financing not approved.

MAILING ADDRESS

California Communities®
2033 N. Main St., Suite 700
Walnut Creek, CA 94596

RESOLUTION NUMBER 10658 (CCS)

(City Council Series)

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SANTA
MONICA APPROVING THE ISSUANCE OF MULTIFAMILY HOUSING
REVENUE BONDS BY THE CALIFORNIA STATEWIDE COMMUNITIES
DEVELOPMENT AUTHORITY

WHEREAS, the California Statewide Communities Development Authority (the "Authority") is authorized pursuant to the provisions of California Government Code Section 6500 et seq. and the terms of an Amended and Restated Joint Exercise of Powers Agreement, dated June 1, 1988 (the "Agreement"), between certain local agencies throughout the State of California, including the City of Santa Monica (the "City"), to issue revenue bonds in accordance with Chapter 7 of Part 5 of Division 31 of the California Health and Safety Code for the purpose of financing multifamily rental housing projects; and

WHEREAS, a partnership created and controlled by Community Corporation of Santa Monica, a California corporation, or related entities, has requested that the Authority adopt a financing plan providing for the issuance of multifamily housing revenue bonds (the "Bonds") in one or more series issued from time to time, including bonds issued to refund such revenue bonds in one or more series from time to time, and at no time to exceed \$18,000,000 in outstanding aggregate principal amount, to finance the construction and development of a 45-unit multifamily rental housing project, located at 1943, 1949, 1955, & 1959 High Place, Santa Monica, California, generally to

be known as High Place East (the "Project") and operated by Community Corporation of Santa Monica; and

WHEREAS, the Bonds or a portion thereof will be "private activity bonds" for purposes of the Internal Revenue Code of 1986 (the "Code"); and

WHEREAS, pursuant to Section 147(f) of the Code, prior to their issuance, private activity bonds are required to be approved by the "applicable elected representatives" of the governmental unit on whose behalf such bonds are expected to be issued and which has jurisdiction over the entire area in which any facility financed by such bonds is to be located, after a public hearing held following reasonable public notice; and

WHEREAS, the Project is to be located entirely within the City and the members of this City Council (this "Council") are the applicable elected representatives of the City; and

WHEREAS, there has been published, at least 14 days prior to the date hereof, in a newspaper of general circulation within the City, a notice that a public hearing regarding the Bonds would be held on this date; and

WHEREAS, such public hearing was conducted on this date, at which an opportunity was provided to interested parties to present arguments both for and against the issuance of the Bonds; and

WHEREAS, it is intended that this resolution shall constitute the approval of the issuance of the Bonds required by Section 147(f) of the Code and Section 9 of the Agreement.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF SANTA MONICA DOES RESOLVE AS FOLLOWS:

Section 1. The above recitals are true and correct.

Section 2. The Council hereby approves the issuance of the Bonds by the Authority.

Section 3. It is the purpose and intent of the Council that this resolution constitutes approval of the Bonds for the purposes of (a) Section 147(f) of the Code and (b) Section 9 of the Agreement.

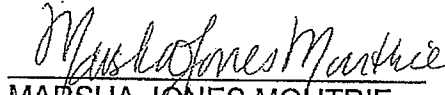
Section 4. The officers of the City are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents that they deem necessary or advisable in order to carry out, give effect to and comply with the terms and intent of this resolution and the financing approved hereby.

Section 5. The City Clerk of the City shall forward a certified copy of this Resolution and a copy of the affidavit of publication of the hearing notice to:

Justin Cooper, Esq.
Orrick, Herrington & Sutcliffe LLP
405 Howard Street
San Francisco, California 94105

Section 6. This resolution shall take effect immediately upon its passage.

APPROVED AS TO FORM:


MARSHA JONES MOUTRIE
City Attorney

Adopted and approved this 24th day of January, 2012.



Richard Bloom, Mayor

I, Maria M. Stewart, City Clerk of the City of Santa Monica, do hereby certify that the foregoing Resolution No. 10658 (CCS) was duly adopted at a meeting of the Santa Monica City Council held on the 14th day of February, 2012, by the following vote:

Ayes: Councilmembers: McKeown, O'Day, Shriver
Mayor Bloom

Noes: Councilmembers: None

Absent: Councilmembers: Holbrook, O'Connor
Mayor Pro Tem Davis

ATTEST:



Maria M. Stewart, City Clerk

RESOLUTION NO. 12-47
(QUALIFIED RESIDENTIAL RENTAL PROJECT)
EXHIBIT A

1. Applicant: California Statewide Communities Development Authority
2. Application No.: 12-055
3. Project Sponsor: TBD (Community Corporation of Santa Monica)
4. Project Management Co.: Community Corporation of Santa Monica
5. Project Name: High Place East Apartments
6. Type of Project: New Construction/Family
7. Location: Santa Monica, CA
8. Private Placement Purchaser: Bank of America, N.A.
9. The Private Placement Purchaser at the time of issuance will be the same as represented in the application.
10. Total Number of Units: 43 plus 1 manager unit
11. Total Number of Restricted Rental Units: 43
12. The term of the income and rental restrictions for the Project will be at least 55 years.
13. The Project will utilize Gross Rents as defined in Section 5170 of the Committee's Regulations.
Applicable
14. Income and Rental Restrictions:
For the entire term of the income and rental restrictions, the Project will have:

At least 5 Qualified Residential units rented or held vacant for rental for persons or families whose income is at 50% or below of the Area Median Income.

At least 38 Qualified Residential units rented or held vacant for rental for persons or families whose income is at 60% or below of the Area Median Income.
15. For acquisition and rehabilitation projects, a minimum of \$10,000 in hard construction costs will be expended for each Project unit. **Not Applicable**
16. A minimum of \$13,016,025 of public funds will be expended for the Project. **Applicable**

17. At a minimum, the financing for the Project shall include a Taxable Tail in the amount of \$0,000. Taxable debt may only be utilized for Project related expenses, not for the cost of issuance, for which the Project Sponsor could otherwise have used tax-exempt financing. **Not Applicable**
18. If the Project received points for having large family units, for the entire term of the income and rental restrictions, the Project will have at least 43 three-bedroom or larger units. **Applicable**
19. For a period of ten (10) years after the Project is placed in use, the Project will provide to Project residents high-speed Internet or wireless (WiFi) service in each Project unit. **Not Applicable**
20. For a period of ten (10) years after the Project is placed in use, the Project will offer to Project residents an after school programs of an ongoing nature on-site or there must be an after school program available to Project residents within 1/4 mile of the Project. The programs shall include, but are not limited to: tutoring, mentoring, homework club, and art and recreation activities to be provided weekdays throughout the school year for at least 10 hours per week. **Not Applicable**
21. For a period of ten (10) years after the Project is placed in use, the Project will offer to Project residents instructor-led educational, health and wellness, or skill building classes. The classes shall include, but are not limited to: financial literacy, computer training, home-buyer education, GED, resume building, ESL, nutrition, exercise, health information/awareness, art, parenting, on-site food cultivation and preparation and smoking cessation. Classes shall be provided at a minimum of 84 hours per year (drop-in computer labs, monitoring and technical assistance shall not qualify) and be located within 1/4 mile of the Project. **Not Applicable**
22. For a period of ten (10) years after the Project is placed in use, the Project will offer to Project residents 20 hours or more per week of licensed childcare on-site or there must be 20 hours or more per week of licensed childcare available to Project residents within 1/4 mile of the Project. **Not Applicable**
23. For a period of ten (10) years after the Project is placed in use, the Project will offer to Project residents health and wellness services and programs within 1/4 mile of the Project. Such services and programs shall provide individualized support for tenants (not group classes) but need to be provided by licensed individuals or organizations. The services shall include, but are not limited to: visiting nurses programs, intergenerational visiting programs, and senior companion programs. Services shall be provided for a minimum of 100 hours per year. **Not Applicable**
24. For a period of ten (10) years after the Project is placed in use, the Project will offer to Project residents a bona fide service coordinator. The responsibilities must include, but are not limited to: (a) providing tenants with information about available services in the community, (b) assisting tenants to access services through referral and advocacy, and (c) organizing community-building and/or enrichment activities for tenants (such as holiday events, tenant council, etc.) **Not Applicable**
25. All projects that receive points for being a Federally Assisted At-Risk Project will renew all Section 8 HAP Contracts or equivalent Project-based subsidies for their full term, and will seek additional renewals, if available, throughout the Project's useful life. **Not Applicable**
26. All projects that receive points for being a Federally Assisted At-Risk Project based on an expiring Low Income Housing Tax Credit Regulatory Agreement or Tax-Exempt Bond Regulatory Agreement shall have a plan in place to re-certify the incomes of the existing tenants and shall not cause involuntary displacement of any tenant whose income may exceed the Project's income limits. **Not Applicable**

27. Applicants shall meet the multiple sustainable building standards utilizing landscaping and construction materials which are compatible with the neighborhood in which the proposed project is to be located, and that the architectural design and construction materials will provide for low maintenance and durability, as well as be suited to the environmental conditions to which the project will be subjected: **Applicable**

Section Waived:

<input type="checkbox"/>	Energy Efficiency
<input type="checkbox"/>	CALGreen Compliance
<input type="checkbox"/>	Landscaping
<input type="checkbox"/>	Roofs
<input type="checkbox"/>	Exterior Doors
<input type="checkbox"/>	Appliances
<input type="checkbox"/>	Window Coverings
<input type="checkbox"/>	Water Heater
<input type="checkbox"/>	Floor Coverings
<input type="checkbox"/>	Paint
<input type="checkbox"/>	Insulation

28. The project commits to becoming certified under any one of the following programs upon completion:

- | | |
|---|-----------------------|
| a. Leadership in Energy & Environmental Design (LEED) | Not Applicable |
| b. Green Communities | Not Applicable |
| c. GreenPoint Rated Multifamily Guidelines | Not Applicable |

29. The project is a New Construction or Adaptive Reuse Project exceeding the Standards of Title 24, Part 6, of the California Building Code by:

- | | |
|----------|-----------------------|
| a. 17.5% | Not Applicable |
| b. 20% | Not Applicable |
| c. 25% | Not Applicable |

30. The Project will exceed the minimum energy efficiency certification requirements for New Construction/ Adaptive Reuse:

- | | |
|----------------------------|-----------------------|
| a. LEED for Homes (Silver) | Not Applicable |
| b. LEED for Homes (Gold) | Not Applicable |
| c. Green Point Rated (100) | Not Applicable |
| d. Green Point Rated (125) | Not Applicable |

31. The project is a Home Energy Rating System (HERS II) Rehabilitation Project that commits to improve energy efficiency above the current modeled energy consumption of the building(s) by:

- | | |
|--------|-----------------------|
| a. 15% | Not Applicable |
| b. 20% | Not Applicable |
| c. 25% | Not Applicable |
| d. 30% | Not Applicable |

32. The project is a Rehabilitation Project that commits to developing, and/or managing the Project with the following Photovoltaic generation or solar energy:

- | | |
|---|-----------------------|
| a. Photovoltaic generation that offsets tenants loads | Not Applicable |
| b. Photovoltaic generation that offsets 50% of common area load | Not Applicable |
| c. Solar hot water for all tenants who have individual water meters | Not Applicable |

33. The project will implement sustainable building management practices that include: 1) development of a percent-specific maintenance manual including replacement specifications and operating information on all energy and green building features; 2) Certification of building management staff in sustainable building operations per BPI Multifamily Building Operator or equivalent training program; and 3) Undertaking formal building systems commissioning, retro-commissioning or re-commissioning as appropriate (continuous commissioning is not required): **Not Applicable**
34. The project will sub-meter centralized hot water systems for all tenants: **Not Applicable**

RESOLUTION NO. 12H-__

A RESOLUTION OF THE CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY AUTHORIZING THE ISSUANCE AND DELIVERY OF MULTIFAMILY HOUSING REVENUE BONDS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$15,000,000 FOR THE FINANCING OF A MULTIFAMILY RENTAL HOUSING PROJECT GENERALLY KNOWN AS HIGH PLACE EAST APARTMENTS; DETERMINING AND PRESCRIBING CERTAIN MATTERS AND APPROVING AND AUTHORIZING THE EXECUTION OF AND DELIVERY OF VARIOUS DOCUMENTS RELATED THERETO; RATIFYING ANY ACTION HERETOFORE TAKEN AND APPROVING RELATED MATTERS IN CONNECTION WITH THE BONDS

WHEREAS, the California Statewide Communities Development Authority (the “Authority”) is authorized by the Joint Powers Act, commencing with Section 6500 of the California Government Code (the “JPA Law”), and its Amended and Restated Joint Exercise of Powers Agreement, dated as of June 1, 1988, as the same may be amended (the “Agreement”), to issue revenue bonds for the purpose of financing, among other things, the construction and development of multifamily rental housing projects in accordance with Chapter 7 of Part 5 of Division 31 of the California Health and Safety Code (the “Housing Law”);

WHEREAS, High Place East, L.P., a California limited partnership, and entities related thereto (collectively, the “Borrower”), has requested that the Authority issue and sell its California Statewide Communities Development Authority Multifamily Housing Revenue Bonds (High Place East Apartments Project), 2012 Series AA-1 (the “Series AA-1 Bonds”) and its California Statewide Communities Development Authority Multifamily Housing Revenue Bonds (High Place East Apartments Project), 2012 Series AA-2 (the “Series AA-2 Bonds” and together with the Series AA-1 Bonds, the “Bonds”) to assist in the financing of the construction and development of a 44-unit multifamily rental housing development located in the City of Santa Monica, California and to be known as High Place East Apartments (the “Project”);

WHEREAS, on May 16, 2012, the Authority received an allocation in the amount of \$12,000,000 (the “Allocation Amount”) from the California Debt Limit Allocation Committee in connection with the Project;

WHEREAS, the City of Santa Monica is a Program Participant (as defined in the Agreement) of the Authority and has authorized the issuance of the Bonds;

WHEREAS, the Authority is willing to issue not to exceed \$15,000,000 aggregate principal amount of its Bonds, provided that the aggregate portion of such Bonds issued as federally tax-exempt obligations shall not exceed the Allocation Amount, and loan the proceeds thereof to the Borrower to assist in providing financing for the Project, which will allow the

Borrower to reduce the cost of the Project and to assist in providing housing for low income persons;

WHEREAS, the Bonds will be privately placed with Banc of America Public Capital Corp or an affiliate thereof (the “Lender”), as the initial purchaser of the Bonds, in accordance with the Authority’s private placement policy;

WHEREAS, there have been prepared and made available to the members of the Commission of the Authority (the “Commission”) the following documents required for the issuance of the Bonds, and such documents are now in substantial form and appropriate instruments to be executed and delivered for the purposes intended:

(1) Trust Indenture (the “Indenture”), to be entered into between the Authority and Wells Fargo Bank, National Association, as trustee (the “Trustee”);

(2) Loan Agreement (the “Loan Agreement”), to be entered into among the Trustee, the Authority and the Borrower; and

(3) Regulatory Agreement and Declaration of Restrictive Covenants (the “Regulatory Agreement”), to be entered into among the Borrower, the Authority and the Trustee.

NOW, THEREFORE, BE IT RESOLVED by the members of the Commission, as follows:

Section 1. The recitals set forth above are true and correct, and the members of the Commission hereby find them to be so.

Section 2. Pursuant to the JPA Law and the Indenture, and in accordance with the Housing Law, the Authority is hereby authorized to issue one or more series of Bonds. The Bonds shall be designated as “California Statewide Communities Development Authority Multifamily Housing Revenue Bonds (High Place East Apartments Project) 2012 Series AA,” including, if and to the extent necessary, Series AA-1 Bonds in one or more sub-series and Series AA-2 Bonds in one or more sub-series, with appropriate modifications and series and sub-series designations as necessary, in an aggregate principal amount not to exceed \$15,000,000; provided that the aggregate principal amount of any tax-exempt Bonds issued shall not exceed the Allocation Amount. The Bonds shall be issued in the form set forth in and otherwise in accordance with the Indenture, and shall be executed on behalf of the Authority by the facsimile signature of the Chair of the Authority or the manual signature of any Authorized Signatory (as defined below), and attested by the facsimile signature of the Secretary of the Authority or the Assistant to the Secretary of the Authority, or the manual signature of any Authorized Signatory. The Bonds shall be issued and secured in accordance with the terms of the Indenture, presented to this meeting, as hereinafter approved. Payment of the principal and purchase price of, and redemption premium, if any, and interest on, the Bonds shall be made solely from amounts pledged thereto under the Indenture, and

the Bonds shall not be deemed to constitute a debt or liability of the Authority or any Program Participant or any Member of the Commission of the Authority (each, a “Member”).

Section 3. The Indenture in the form presented at this meeting is hereby approved. Any Member, or any other person as may be designated and authorized to sign for the Authority pursuant to a resolution adopted thereby (including, without limitation, the administrative delegates duly authorized pursuant to Resolution No. 11R-18 of the Authority, adopted on September 28, 2011) (together with the Members, each such person is referred to herein individually as an “Authorized Signatory”), acting alone, is authorized to execute by manual signature and deliver the Indenture, with such changes and insertions therein as may be necessary to cause the same to carry out the intent of this Resolution and as are approved by counsel to the Authority, such approval to be conclusively evidenced by the delivery thereof. The date, maturity date or dates (which shall not extend beyond November 1, 2057), interest rate or rates (which shall not exceed 12%), interest payment dates, denominations, form, registration privileges, manner of execution, place of payment, terms of redemption and other terms of the Bonds shall be as provided in the Indenture as finally executed.

Section 4. The Loan Agreement in the form presented at this meeting is hereby approved. Any Authorized Signatory, acting alone, is authorized to execute by manual signature and deliver the Loan Agreement, with such changes and insertions therein as may be necessary to cause the same to carry out the intent of this Resolution and as are approved by counsel to the Authority, such approval to be conclusively evidenced by the delivery thereof.

Section 5. The Regulatory Agreement in the form presented at this meeting is hereby approved. Any Authorized Signatory, acting alone, is authorized to execute by manual signature and deliver the Regulatory Agreement, with such changes and insertions therein as may be necessary to cause the same to carry out the intent of this Resolution and as are approved by counsel to the Authority, such approval to be conclusively evidenced by the delivery thereof.

Section 6. The Bonds, when executed, shall be delivered to the Trustee for authentication. The Trustee is hereby requested and directed to authenticate the Bonds by executing the certificate of authentication of the Trustee appearing thereon, and to deliver the Bonds, when duly executed and authenticated, to or at the direction of the purchasers thereof, in accordance with written instructions executed and delivered on behalf of the Authority by an Authorized Signatory, which any Authorized Signatory, acting alone, is hereby authorized and directed to execute and deliver such instructions to the Trustee. Such instructions shall provide for the delivery of the Bonds to the purchasers thereof upon payment of the purchase price thereof.

Section 7. All actions heretofore taken by the officers and agents of the Authority with respect to the financing of the Project and the sale and issuance of the Bonds are hereby approved, ratified and confirmed, and any Authorized Signatory, acting alone, is hereby authorized and directed, for and in the name and on behalf of the Authority, to do any and all things and take any and all actions and execute and deliver any and all certificates, agreements and other documents, including but not limited to a tax certificate, a subordination agreement, any endorsement and/or assignment of the deed of trust and such other documents as described in the

Indenture and the other documents herein approved, which they, or any of them, may deem necessary or advisable in order to consummate the lawful issuance and delivery of the Bonds and to effectuate the purposes thereof and of the documents herein approved in accordance with this resolution and resolutions heretofore adopted by the Authority and otherwise in order to carry out the financing of the Project.

Section 8. All consents, approvals, notices, orders, requests and other actions permitted or required by any of the documents authorized by this Resolution, whether before or after the issuance of the Bonds, including without limitation any of the foregoing that may be necessary or desirable in connection with any default under or amendment of such documents, any transfer or other disposition of the Project, any addition or substitution of security for the Bonds or any redemption of the Bonds, may be given or taken by any Authorized Signatory, as appropriate, without further authorization by the Commission, and each such officer is hereby authorized and directed to give any such consent, approval, notice, order or request and to take any such action that such officer may deem necessary or desirable to further the purposes of this Resolution and the financing of the Project; provided such action shall not create any obligation or liability of the Authority other than as provided in the Indenture and other documents approved herein.

Section 9. This Resolution shall take effect upon its adoption.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this November 8, 2012.

The undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DOES HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of the Authority at a duly called meeting of the Commission of the Authority held in accordance with law on November 8, 2012.

By _____
Authorized Signatory

Item VII

Community Facilities District No. 2012-02 – Manteca Lifestyle Center (City of Manteca):

- a. Discuss, approve and authorize the execution of a deposit and reimbursement agreement with Manteca Lifestyle Center, LLC for the proposed Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin.

SUMMARY AND APPROVALS

REQUEST: DISCUSS AND APPROVE A DEPOSIT AND REIMBURSEMENT AGREEMENT FOR CSCDA
COMMUNITY FACILITIES DISTRICT 2012-02

DATE: NOVEMBER 8, 2012

Background:

Manteca Lifestyle Center LLC (the “Developer”) has requested CSCDA to implement special tax proceedings for the purposes of establishing a community facilities district (the “District”) to finance certain public improvements and development impact fees in the City of Manteca.

As part of establishing the District the developer will deposit \$50,000 into a special fund to be established and maintained by CSCDA to pay for incidental and preliminary costs in connection with the proceedings. In the event the balance is drawn down to less than \$5,000 CSCDA may notify the Developer of such fact, and may request additional funds be deposited.

Orrick, Herrington & Sutcliffe acting as bond and issuer counsel have reviewed and signed off on the Deposit & Reimbursement Agreement. RBC Capital Markets will serve as underwriter in connection with the issuance of the bonds. This is the first step in the process, and all other approvals including the issuance of the bonds will be brought back before this Commission.

Attachment 1 contains a copy of the Reimbursement Agreement and Attachment 2 is the Resolution approving the Reimbursement Agreement

Approval:

Staff submits for approval the following:

1. Approval of the Deposit & Reimbursement Agreement with Manteca Lifestyle Center LLC.; and
2. Authorize any Member or Authorized Signatory to execute such agreement.

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2012-02 (MANTECA LIFESTYLE CENTER)

DEPOSIT AND REIMBURSEMENT AGREEMENT

By and Between

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

and

MANTECA LIFESTYLE CENTER, LLC,
a Delaware limited liability company

Dated as of _____, 2012

DEPOSIT AND REIMBURSEMENT AGREEMENT

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2012-02 (MANTECA LIFESTYLE CENTER)

Recitals

A. The parties to this agreement are the CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY, a California joint exercise of powers authority ("CSCDA"), and MANTECA LIFESTYLE CENTER, LLC, a Delaware limited liability company (the "Developer").

B. The effective date of this agreement shall be _____, 2012.

C. The Developer has requested CSCDA to implement special tax proceedings for the purposes of establishing a community facilities district to finance certain public improvements and development impact fees to partially mitigate the impacts of the development project commonly known as Manteca Lifestyle Center in the City of Manteca (the "City") to be known as "California Statewide Communities Development Authority Community Facilities District No. 2012-02 (Manteca Lifestyle Center)" (the "CFD"), said proceedings to be taken pursuant to the Mello-Roos Community Facilities Act of 1982 (Section 53311 and following, California Government Code) (the "Act"), and to issue and sell special tax bonds of CSCDA upon the security of the special tax levied and recorded against certain real property which the Developer has acquired or is in the process of acquiring and developing within said community facilities district.

D. In the event CSCDA is able to establish the community facilities district and to accomplish the sale and delivery of the special tax bonds pursuant to the Act, CSCDA intends to utilize the proceeds of sale thereof pursuant to the terms and conditions of this agreement to (1) reimburse the Developer for the deposits required by this agreement, (2) allow the City or other public agencies to acquire completed public improvements from the Developer, and (3) finance public improvements included in development impact fee programs of the City or other public agencies, applicable to development within the community facilities district, all in accordance with and subject to the terms and conditions of this agreement.

E. In consideration for the mutual undertakings of the parties stated herein, the parties agree as follows.

Agreement

1. The foregoing recitals are true and correct, and the parties expressly so acknowledge.

2. Forthwith upon approval of this agreement by the Commission of CSCDA and execution hereof by the authorized representatives of the parties, the Developer will deposit with CSCDA \$50,000 into a special fund to be established and maintained by CSCDA and to be known as the "Community Facilities District No. 2012-02 (Manteca Lifestyle Center) Improvement Fund." CSCDA is authorized to disburse amounts from said fund, from time to time, to pay preliminary and incidental costs and expenses incurred by CSCDA in connection with CSCDA's proceedings to implement the proposed CFD. Without limiting the generality of the foregoing, CSCDA may disburse amounts from said fund to other appropriate funds or accounts of CSCDA to reimburse CSCDA for the reasonable cost of staff time devoted to said proceedings, as well as to pay third party invoices from consultants retained by CSCDA to assist CSCDA in the implementation of the proposed CFD.

3. In the event that the balance in said fund is drawn down to an amount of less than \$5,000, CSCDA may notify the Developer of such fact, and the Developer shall forthwith provide CSCDA with an additional deposit of \$5,000 or such larger amount specified by CSCDA to assure the continued availability of funds for the payment of such preliminary expenses.

4. Upon completing the legal proceedings pursuant to the Act, a special tax shall be authorized to be levied on the non-exempt real property within the CFD, commencing in the first fiscal year following completion of such processing. CSCDA shall proceed with all due diligence to accomplish issuance and sale of the special tax bonds in one or more series upon the security of the recorded special tax lien to accomplish the authorized purposes of the CFD, including, but not limited to, reimbursement to the Developer for its deposit or deposits pursuant to this agreement and its costs relating to the authorized public improvements and to acquire the completed work and improvements from the Developer upon completion; it being expressly understood that CSCDA has no obligation to proceed with such acquisition until the subject work and improvements have been fully completed to the satisfaction of CSCDA, as determined by an appropriate official of the City or other public agency acquiring the completed work and improvements, in the sole discretion of such person, such discretion not to be exercised arbitrarily or unreasonably per the approved standard details and specifications in place at the time of construction.

5. CSCDA agrees to use its best efforts to accomplish a public offering and sale of the proposed special tax bonds, it being understood that CSCDA intends to accomplish such offering and sale through a negotiated sale to RBC Capital Markets, LLC (the "Underwriter"). To enable CSCDA and the Underwriter to prepare an Official Statement to be utilized in connection with the Underwriter's public offering of the proposed special tax bonds, the Developer agrees to provide such financial information, development program information, title reports, appraisal reports, and such other information as the Underwriter may consider material in connection with preparing the Official Statement and determining feasibility and structure of the proposed special tax bond issue. Such reports and information shall be provided to CSCDA and to the Underwriter at no cost to either, and the actual cost and expense of the Developer shall be eligible for reimbursement from bond sale proceeds, provided that sufficient allowance has been made in the cost estimate and bond sale for that purpose.

IN WITNESS WHEREOF, the parties hereto have caused this agreement to be executed by their authorized representatives as of the effective date stated above.

CALIFORNIA STATEWIDE COMMUNITIES
DEVELOPMENT AUTHORITY

By _____
Authorized Signatory

[Signature page of Deposit and Reimbursement Agreement]

MANTECA LIFESTYLE CENTER, LLC,

a Delaware limited liability company

By _____

Name_____

Title _____

[Signature page of Deposit and Reimbursement Agreement]

RESOLUTION NO. 12R-__

**RESOLUTION OF THE COMMISSION OF THE CALIFORNIA STATEWIDE
COMMUNITIES DEVELOPMENT AUTHORITY
APPROVING A DEPOSIT AND REIMBURSEMENT AGREEMENT FOR
THE PROPOSED COMMUNITY FACILITIES DISTRICT NO. 2012-02
(MANTECA LIFESTYLE CENTER)**

WHEREAS, the Commission (the “Commission”) of the California Statewide Communities Development Authority (“Authority”) has determined to undertake certain proceedings toward the establishment of a community facilities district pursuant to the Community Facilities Act of 1982, Chapter 2.5 of Division 2 of Title 5 of the California Government Code, commencing with Section 53311 (the “Act”), proposed to be named “California Statewide Communities Development Authority Community Facilities District No. 2012-02 (Manteca Lifestyle Center)” (the “Community Facilities District”) for the purposes of financing certain public improvements and development impact fees to partially mitigate the impacts of new development is expected to occur or has occurred within the proposed boundaries of or adjacent to the Community Facilities District and located in the City of Manteca by the issuance of bonds to be secured by the special tax to be levied in the Community Facilities District pursuant to the Act; and

WHEREAS, a form of Deposit and Reimbursement Agreement (the “Deposit and Reimbursement Agreement”) between the Authority and Manteca Lifestyle Center, LLC (the “Developer”) is on file with the Secretary of the Authority and presented to this meeting; and

NOW, THEREFORE, BY IT RESOLVED by the Commission as follows:

Section 1. The foregoing recitals are true and correct, and this Commission so finds and determines.

Section 2. The Commission hereby determines to undertake proceedings pursuant to the Act for the purposes of financing the public improvements and development impact fees in the Community Facilities District and hereby directs any General Manager or any Member of the Commission or any Program Manager or any other appropriate officer, employee or agent of the Authority to prepare or cause to be prepared proceedings to accomplish the same and to submit same to the Commission for consideration at the earliest practical opportunity and hereby ratifies any such actions of the any of the foregoing taken prior to this meeting.

Section 3. The form of Deposit and Reimbursement Agreement is hereby approved. Any Authorized Signatory of the Authority is hereby authorized and directed to execute and deliver the Deposit and Reimbursement Agreement in substantially such form, with any changes therein as may be necessary after consultation with counsel to Authority, such approval to be conclusively evidenced by the execution and delivery of the Deposit and Reimbursement Agreement.

Section 4. This resolution shall take effect immediately upon its passage.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this 8th day of November, 2012.

I, the undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of the Authority at a duly called meeting of the Commission of the Authority held in accordance with law on November 8, 2012.

By_____

Authorized Signatory

California Statewide Communities
Development Authority

Item VII

Community Facilities District No. 2012-02 – Manteca Lifestyle Center (City of Manteca):

- b. Discuss and declare intention to establish Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin, and to levy a special tax therein to finance the construction and acquisition of certain public facilities and to finance certain development impact fees; and set public hearing for further consideration thereof.
- c. Discuss and declare intention to authorize bonded indebtedness to finance certain development impact fees, and the acquisition and construction of certain public facilities, to mitigate the impacts of development within Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin; and set public hearing for further consideration thereof.

SUMMARY AND APPROVALS

PROGRAM:	COMMUNITY FACILITIES DISTRICT
PURPOSE:	<p>1. RESOLUTION DECLARING INTENTION TO ESTABLISH CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2012-02 (MANTECA LIFESTYLE), CITY OF MANTECA, COUNTY OF SAN JOAQUIN AND TO LEVY A SPECIAL TAX THEREIN TO FINANCE THE CONSTRUCTION AND ACQUISITION OF CERTAIN PUBLIC FACILITIES AND TO FINANCE CERTAIN DEVELOPMENT IMPACT FEES</p> <p>2. RESOLUTION TO INCUR BONDED INDEBTEDNESS TO FINANCE CERTAIN DEVELOPMENT IMPACT FEES, AND THE ACQUISITION AND CONSTRUCTION OF CERTAIN PUBLIC FACILITIES, TO MITIGATE THE IMPACTS OF DEVELOPMENT WITHIN CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2012-02 (MANTECA LIFESTYLE), CITY OF MANTECA, COUNTY OF SAN JOAQUIN</p>
PRIMARY ACTIVITY:	FINANCE THE PAYMENT OF DEVELOPMENT IMPACT FEES AND IMPROVEMENTS FOR PUBLIC IMPROVEMENTS

CSCDA has received applications from the Manteca Lifestyle Center (Manteca Lifestyle) to finance the payment of certain development impact fees and improvements associated with the development in the City of Manteca through the establishment of a community facilities district.

The amount of bonds to be issued will not exceed a total of \$25,000,000. On October 16, 2012 the City of Manteca gave its consent to CSCDA to act as the issuer for the bonds associated with Manteca Lifestyle. The City of Manteca does not want to dedicate staff time to the financing, but views this as a project that will bring significant economic benefit. The Commission is being requested to approve the following:

- The resolution of intention to establish CSCDA Community Facilities District 2012-02 (Manteca Lifestyle) to levy a special tax to finance the construction and acquisition of certain public facilities and finance development impact fees, including the boundary maps and rate and method of apportionment prepared by the assessment engineer, Susan Goodwin;
- The resolution to incur bonded indebtedness for finance development impact fees and the acquisition and construction of certain public facilities;
- Setting of the public hearing of protests for December 20, 2012.

The property within the CFD is developed and currently has tenants of JC Penny, Hampton Inn and Bass Pro Shop. There is currently 386,534 gross leasable space at the shopping center. Manteca Lifestyle is the sole property owner and hence the sole voter should the Commission decide to form the CFD and order the election following the public hearing on December 20, 2012. If the Commission does decide to proceed, it is expected that the election would be conducted immediately thereafter, with the appropriate waivers signed and ballot cast by the sole voter.

Orrick, Herrington & Sutcliffe and CSCDA staff have reviewed the boundary maps and the resolutions

have been prepared by Orrick. The proposed financing complies with the CFD policies and goals adopted by CSCDA.

The attachments contains copies of the resolutions and their attachments. All final approvals for the issuance of bonds would be brought back to this Commission in after all proceedings have been completed.

Approvals:

Based upon the resolutions submitted and reviewed it is requested that this Commission:

1. Approve all necessary actions and documents;
2. Authorize any member of the Commission or Authorized Signatory to sign all necessary documents; and
3. Set the public hearing for December 20, 2012 at 10:00 a.m. at the California State Association of Counties.

RESOLUTION NO. 12R-__

**CALIFORNIA STATEWIDE COMMUNITIES
DEVELOPMENT AUTHORITY**

A RESOLUTION DECLARING INTENTION TO ESTABLISH CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2012-02 (MANTECA LIFESTYLE CENTER), CITY OF MANTECA, COUNTY OF SAN JOAQUIN, STATE OF CALIFORNIA, AND TO LEVY A SPECIAL TAX THEREIN TO FINANCE THE CONSTRUCTION AND ACQUISITION OF CERTAIN PUBLIC FACILITIES AND TO FINANCE CERTAIN DEVELOPMENT IMPACT FEES

WHEREAS, the Commission (the “Commission”) of the California Statewide Communities Development Authority (the “Authority”) has duly considered the advisability and necessity of establishing a community facilities district within the jurisdictional boundaries of the City of Manteca, in San Joaquin County, California (the “City”), to be designated and known as “California Statewide Communities Development Authority Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin, State of California” (the “Community Facilities District”), and levying a special tax therein to finance the acquisition and construction of certain public capital facilities to be owned by the City and the South San Joaquin Irrigation District, and to finance certain development impact fees to pay for other public capital facilities to be owned by the City, under and pursuant to the terms and provisions of the “Mello-Roos Community Facilities Act of 1982,” being Chapter 2.5, Part 1, Division 2, Title 5 (beginning with Section 53311) of the Government Code of the State of California (the “Act”); and

WHEREAS, the public facilities and development impact fees described in the previous paragraph are collectively referred to herein as the “Improvements;” and

WHEREAS, the Improvements will assist in mitigating the impact on the public infrastructure systems occasioned by new development that is expected to occur or has occurred within the boundaries of or adjacent to the Community Facilities District; and

WHEREAS, the Commission has considered an application for the formation of the Community Facilities District submitted jointly by the City and the developer of the Manteca Lifestyle Center project, Manteca Lifestyle Center, LLC, a Delaware limited liability company (the “Developer”), and has determined that the establishment of the Community Facilities District is consistent with and follows the local goals and policies concerning the use of the Act that have been adopted by the Commission and are now in effect; and

WHEREAS, the Commission has reviewed City of Manteca Resolution No. R2012-149 adopted by the Manteca City Council on October 16, 2012 and entitled “Resolution of the Council of the City of Manteca (1) Authorizing the California Statewide Communities Development Authority (the “Authority”), to Form a Community Facilities District Within the Territorial Limits of The City of Manteca to Finance Certain Public Improvements and

Development Impact Fees; (2) Embodying a Joint Community Facilities Agreement Setting Forth the Terms and Conditions of the Community Facilities District Financing; (3) Approving an Amended and Restated Acquisition Agreement Between the City and the Developer; (4) Approving an Amended and Restated Fee Deposit and Reimbursement Agreement between the City and the Developer; and (5) Authorizing Staff to Cooperate With the Authority and its Consultants in Connection Therewith” (the “City Resolution”); and

WHEREAS, the City Resolution, a copy of which is attached hereto and marked Exhibit A and incorporated herein by this reference, describes the Improvements and sets forth the terms of a joint community facilities agreement under the authority of Section 53316.2 of the Act, and further provides that the adoption of a Resolution of Intention for the Community Facilities District by the Commission will act as an acceptance, by the Authority, of the terms of the joint community facilities agreement embodied in the City Resolution; and

WHEREAS, there has been filed with the Secretary of the Authority (the “Secretary”) a map entitled “Proposed Boundaries of California Statewide Communities Development Authority Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin, State of California” (the “Boundary Map”); and

WHEREAS, the Commission is fully advised in this matter;

NOW THEREFORE, BE IT RESOLVED by the Commission of the California Statewide Communities Development Authority, as follows:

Section 1. The above recitals are true and correct, and the Commission so finds and determines.

Section 2. It is the intention of the Commission, and the Commission hereby proposes, to establish the Community Facilities District. By adopting this Resolution of Intention, the Commission hereby accepts and agrees to the joint community facilities agreement embodied in the City Resolution.

Section 3. The boundaries of the territory proposed for inclusion in the Community Facilities District are more particularly described and shown on the Boundary Map now on file in the office of the Secretary, which map is hereby approved by the Commission. A reduced copy of the Boundary Map is marked Exhibit B and is attached hereto, and by this reference is incorporated herein and made a part of this Resolution. The Commission finds that the Boundary Map is in the form and contains the matters prescribed by Section 3110 of the California Streets and Highways Code and directs the Secretary to certify the adoption of this resolution on the face of the Boundary Map. The Developer is hereby authorized and directed to record a copy of the Boundary Map with the County Recorder of San Joaquin County in accordance with the provisions of Section 3111 of the Streets and Highways Code of the State of California.

Section 4. The Commission hereby finds that any property included within the boundary of the Community Facilities District that is currently in agricultural use will nonetheless be benefited by the Improvements.

Section 5. It is the intention of the Commission to finance the Improvements described in the City Resolution. All of the public facilities to be financed directly or through development impact fees have an estimated useful life of five (5) years or longer. They are public facilities that the City or other local governmental agencies are authorized by law to construct, own or operate, or to which they may contribute revenue, and that are necessary to meet increased demands placed upon the City or upon the South San Joaquin Irrigation District as a result of development which has occurred, is occurring and is anticipated to occur within the Community Facilities District.

Section 6. The cost of financing the acquisition and construction of the public facilities includes incidental expenses for the facilities comprising the costs of planning and designing the facilities, together with the costs of environmental evaluations thereof, and all costs associated with the creation of the Community Facilities District, the issuance of any bonds, the determination of the amount of any special taxes or the collection or payment of any special taxes and costs otherwise incurred in order to carry out the authorized purposes of the Community Facilities District, together with any other expenses incidental to the acquisition and construction of the public facilities. A representative list of incidental expenses proposed to be incurred are set forth on Exhibit C attached hereto, which by this reference is incorporated herein and made a part of this Resolution.

Section 7. It is the intention of the Commission that, except where funds are otherwise available, a special tax shall be annually levied within the Community Facilities District sufficient to finance the Improvements, including but not limited to the payment of interest on and principal of any bonds to be issued to finance the Improvements; the making of lease payments for any of the public facilities (whether in conjunction with the issuance of certificates of participation or not); the repayment of funds advanced by the City for the Community Facilities District and including the repayment under any agreement (which shall not constitute a debt or liability of the Authority) of advances of funds or reimbursement for the lesser of the value or cost or work in-kind provided by any person for the Community Facilities District.

Section 8. Upon recordation of a Notice of Special Tax Lien pursuant to Section 3114.5 of the California Streets and Highways Code, a continuing lien to secure each levy of the special tax shall attach to all nonexempt real property within the Community Facilities District, and this lien shall continue in force and effect until the special tax obligation is prepaid and permanently satisfied and the lien is cancelled in accordance with law, or until levy of the special tax by the Authority ceases.

Section 9. It is the intention of the Commission that the proposed special tax will be collected through the regular County of San Joaquin secured property tax bills, and will be subject to the same enforcement mechanism, and the same penalties and interest for late payment, as regular *ad valorem* property taxes; however, the Commission reserves the right to utilize any other lawful means of billing, collecting and enforcing the special tax, including direct billing, supplemental billing, and, when lawfully available, judicial foreclosure of the special tax lien.

Section 10. The rate and method of apportionment of the special tax (the

“RMA”), including the maximum annual special tax, is set forth in Exhibit D attached hereto, which by this reference is incorporated herein and made a part of this Resolution. The RMA provides sufficient detail to allow each landowner or resident within the Community Facilities District to estimate the maximum amount that such person will have to pay, and specifies the conditions under which the obligation to pay the special tax may be prepaid and permanently satisfied.

Section 11. Should any property subject to the special tax be acquired by a public agency and then leased for private purposes, it is the intention of the Commission, pursuant to Section 53340.1 of the Government Code of the State of California, to levy the special tax on the leasehold or possessory interests in property owned by a public agency (which property is otherwise exempt from the special tax), to be payable by the owner of the leasehold or possessory interests in such property.

Section 12. It is the intention of the Commission, pursuant to Section 53325.7 of the Government Code of the State of California, to establish the initial appropriations limit, as defined by subdivision (h) of Section 8 of Article XIII B of the California Constitution, for the Community Facilities District in the amount of \$_____.

Section 13. Notice is given that Thursday, the 20th day of December, 2012, at the hour of 10:00 o'clock A.M., at the offices of the California State Association of Counties, at 1100 K Street, Sacramento, California 95814, has been fixed by the Commission as the date, time and place for a public hearing to be held by the Commission to consider the establishment of the Community Facilities District, the proposed rate, method of apportionment and manner of collection of the special tax and all other matters as set forth in this Resolution. At the public hearing, any persons interested, including all taxpayers, property owners and registered voters within the Community Facilities District, may appear and be heard, and the testimony of all interested persons or taxpayers for or against the establishment of the Community Facilities District and the levy of the special tax, the extent of the Community Facilities District, the financing of any of the Improvements, the establishment of the appropriations limit, or on any other matters set forth herein, will be heard and considered.

Section 14. Any protests to the proposals in this resolution may be made orally or in writing by any interested persons or taxpayers, except that any protests pertaining to the regularity or sufficiency of these proceedings shall be in writing and shall clearly set forth the irregularities and defects to which objection is made. The Commission may waive any irregularities in the form or content of any written protest and at the public hearing may correct minor defects in the proceedings. All written protests not presented in person by the protester at the public hearing must be filed with the Secretary at or before the time fixed for the public hearing in order to be received and considered. Any written protest may be withdrawn in writing at any time before the conclusion of the public hearing.

Section 15. Written protests by a majority of the registered voters residing and registered within the Community Facilities District (if at least six such voters so protest), or by the owners of a majority of the land area within the Community Facilities District not exempt from the proposed special tax, will require suspension of these proceedings for at least one year. If such protests are directed only against certain elements of the proposed Improvements or the

special tax of the Community Facilities District or the other proposals contained in this resolution, only those elements need be excluded from the proceedings.

Section 16. The public hearing may be continued from time to time, but shall be completed within thirty (30) days from the date of the initial date set for such public hearing, except that if the Commission finds that the complexity of the Community Facilities District or the need for public participation requires additional time, the public hearing may be continued from time to time for a period not to exceed six (6) months from the date of the initial date set for such public hearing.

Section 17. The Commission may at the public hearing modify this resolution by eliminating any of the Improvements, or by changing the rate and/or method of apportionment of the special tax so as to reduce the maximum special tax for all or a portion of the owners of property within the Community Facilities District or by removing any territory from the Community Facilities District; except that if the Commission proposes to modify this resolution in a way that will increase the probable (as distinct from the maximum, which may not be increased) special tax to be paid by the owner of any lot or parcel of land in the Community Facilities District, the Commission shall direct that a report be prepared that includes a brief analysis of the impact of the proposed modifications on the probable special tax to be paid by the owners of such lots or parcels of land in the Community Facilities District, and the Commission shall receive and consider the report before approving any such modifications or any resolution forming the Community Facilities District which includes such modifications.

Section 18. At the conclusion of the public hearing, the Commission may abandon these proceedings or may, after passing upon all protests, determine to proceed with establishing the Community Facilities District. If the Commission determines at the conclusion of the public hearing to proceed with the establishment of the Community Facilities District, it expects that the proposed voting procedure will be by landowners voting in accordance with the Act, as the Commission is informed that during the 90 days prior to the date set for the hearing, there have been times when there were fewer than twelve (12) registered voters residing within the Community Facilities District. The Commission will require this information to be confirmed before ordering the election.

Section 19. The Authority's special tax consultant, Goodwin Consulting Group, in consultation with and on behalf of the City, is hereby requested to study the Community Facilities District and, at or before the time of the public hearing, to cause to be prepared and filed with the Commission a report which shall contain a brief description of the facilities by type which in its opinion will be required to adequately meet the needs of the new development which has occurred and/or is expected to occur within the Community Facilities District, together with estimates of the cost of financing the Improvements and the incidental expenses related thereto. The report shall, upon its presentation, be submitted to the Commission for review, shall be available for inspection by the public, and shall be made a part of the record of the public hearing.

Section 20. The Improvements have not been and will not be constructed by the City or the South San Joaquin Irrigation District, therefore in the opinion of the Commission, the public interest will not be served by allowing the property owners in the Community

Facilities District to intervene in a public bidding process pursuant to Section 53329.5(a) of the Act.

Section 21. Notice of the time and place of the public hearing shall be given by Bond Counsel in the following manner:

(a) A Notice of Public Hearing in the form provided by the Act shall be published once in the _____, a newspaper of general circulation published in the area of the Community Facilities District, pursuant to Section 6061 of the Government Code of the State of California and shall be completed at least seven (7) days prior to the date set for such public hearing; and

(b) A Notice of Public Hearing in the form provided by the Act shall be mailed, first class postage prepaid, to each owner of land, and to each registered voter residing, within the boundaries of the Community Facilities District (to property owners at their addresses as shown on the last equalized assessment roll, and to registered voters at their addresses as shown on the records of the San Joaquin County Registrar of Voters, or in either case as otherwise known to Bond Counsel). The mailing shall be completed at least fifteen (15) days prior to the date set for the public hearing.

Section 22. This resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this 8th day of November, 2012.

I, the undersigned, a duly appointed and qualified Authorized Signatory of the Commission of the California Statewide Communities Development Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of said Authority at a duly called meeting of the Commission of said Authority held in accordance with law on November 8, 2012.

By: _____

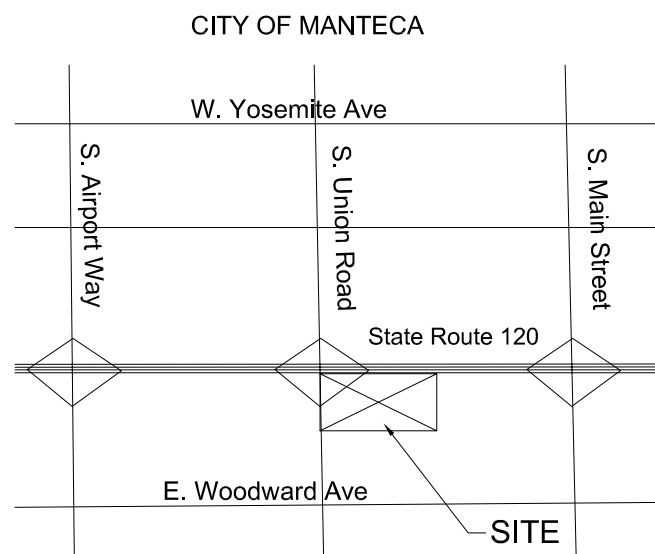
Authorized Signatory
California Statewide Communities
Development Authority

EXHIBIT A

[City Resolution]

EXHIBIT B

[Boundary Map]

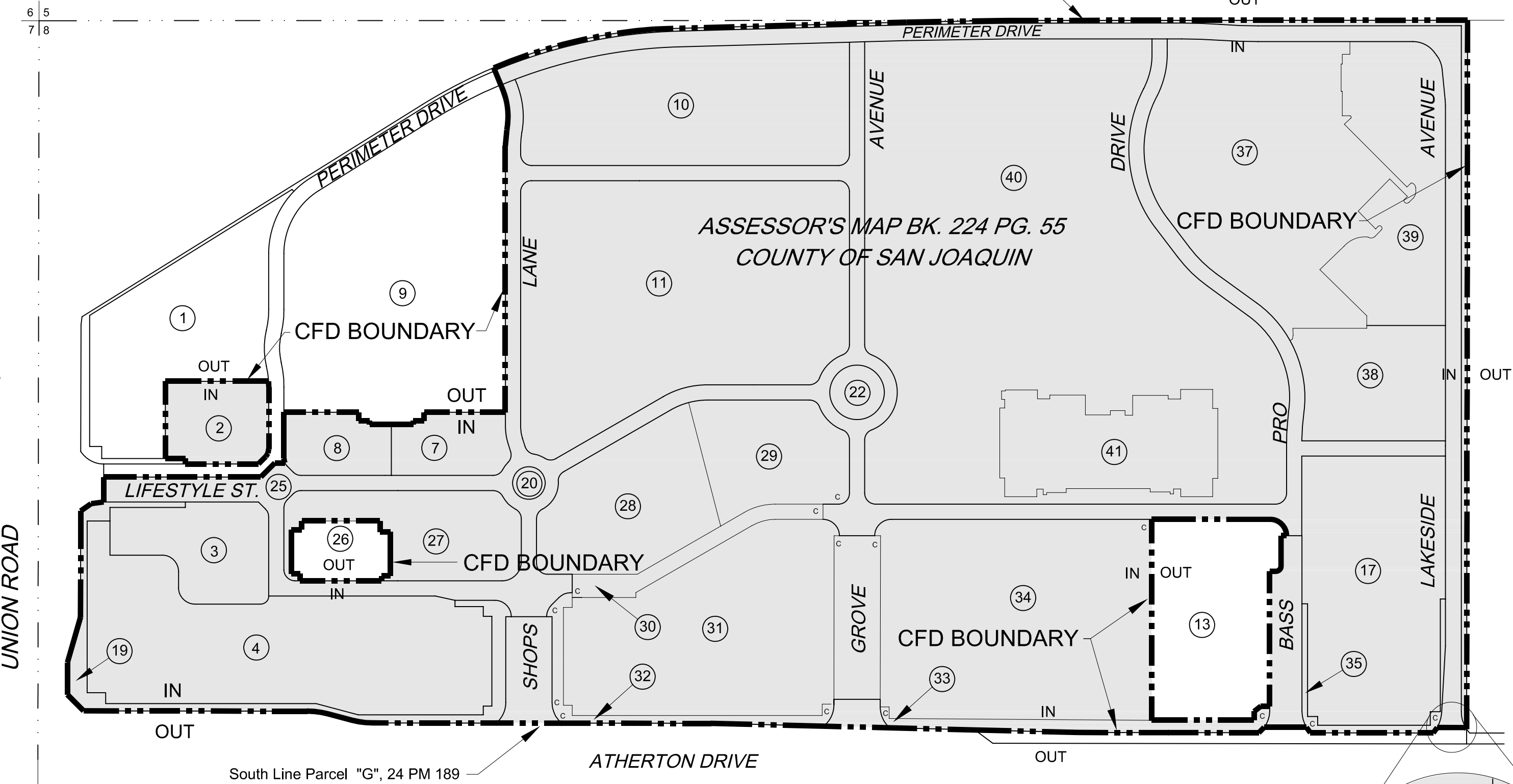


VICINITY MAP
N.T.S.

STATE HIGHWAY ROUTE N. 120 (BYPASS)

PROPOSED BOUNDARIES OF
CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2012-02
(MANTECA LIFESTYLE CENTER)

CITY OF MANTECA
COUNTY OF SAN JOAQUIN, STATE OF CALIFORNIA



1. Filed in the office of the Secretary of California Statewide Communities Development Authority this _____ day of _____, 2012

Secretary,
California Statewide Communitess
Development Authority

2. I hereby certify that the within map showing the proposed boundaries of California Statewide Communities Development Authority Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin, State of California was approved by the Commission of the California Statewide Communities Development Authority at a regular meeting thereof, held on this _____ day of _____, 2012, by its Resolution No. _____.

Secretary,
California Statewide Communitess
Development Authority

3. Filed this _____ day of _____, 2012, at the hour of _____ o'clock _____ m, in Book _____ of Maps of Assessment at Page _____ in the Office of the County Recorder of the County of San Joaquin, State of California.

Kennith W. Blakemore
Recorder/County Clerk
County of San Joaquin, State of California

- LEGEND
- CFD BOUNDARY LINE
 - AREA WITHIN CFD
 - ASSESSORS PARCEL NUMBER WITHIN MAP BK. 225 PG. 55

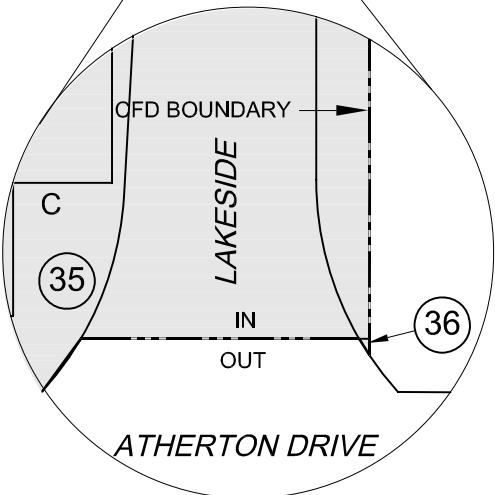


EXHIBIT C

**CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT
AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2012-02,
(MANTECA LIFESTYLE CENTER),
CITY OF MANTECA,
COUNTY OF SAN JOAQUIN,
STATE OF CALIFORNIA**

**REPRESENTATIVE LISTING OF INCIDENTAL EXPENSES
AND BOND ISSUANCE COSTS**

It is anticipated that the following incidental expenses may be incurred in the proposed legal proceedings for formation of the Community Facilities District, construction or acquisition of the authorized public facilities and related bond financing and will be payable from proceeds of the Bonds or directly from the proceeds of the Special Tax:

- Special tax consultant services
- Authority, City staff review, oversight and administrative services
- Bond Counsel and Disclosure Counsel services
- Financial advisor services
- Special tax administrator services
- Appraiser/Market absorption consultant services
- Initial bond transfer agent, fiscal agent, registrar and paying agent services, and rebate calculation service set up charge
- Bond printing and Preliminary Official Statement and Official Statement printing and mailing
- Publishing, mailing and posting of notices
- Recording fees
- Underwriter's discount
- Bond reserve fund
- Capitalized interest
- Governmental notification and filing fees
- Credit enhancement costs
- Rating agency fees
- Continuing disclosure services
- Arbitrage rebate services
- Other post-issuance tax compliance services

The expenses of certain recurring services pertaining to the Community Facilities District may be included in each annual special tax levy, and these expenses are described in the definition of the term "Administrative Expenses" as set forth in the Rate and Method of Apportionment of Special Tax attached hereafter as Exhibit D.

The foregoing enumeration shall not be regarded as exclusive and shall be deemed to include any other incidental expenses of a like nature which may be incurred from time to time with respect to the Community Facilities District.

EXHIBIT D

[RMA]

EXHIBIT A

**CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
COMMUNITY FACILITIES DISTRICT No. 2012-02
(MANTECA LIFESTYLE CENTER)
CITY OF MANTECA
COUNTY OF SAN JOAQUIN, STATE OF CALIFORNIA**

RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAX

Special Taxes applicable to each Assessor's Parcel in the CFD No. 2012-02 shall be levied and collected according to the tax liability determined by the Administrator through the application of the appropriate amount or rate for Taxable Property, as described below. All of the property in CFD No. 2012-02, unless exempted by law or by the provisions of Section E below, shall be taxed for the purposes, to the extent, and in the manner herein provided, including property subsequently annexed to the CFD, unless a separate Rate and Method of Apportionment of Special Tax is adopted for the annexation area.

A. DEFINITIONS

The terms hereinafter set forth have the following meanings:

“Act” means the Mello-Roos Community Facilities Act of 1982, as amended, being Chapter 2.5, (commencing with Section 53311), Division 2 of Title 5 of the California Government Code.

“Administrative Expenses” means any or all of the following: the fees and expenses of any fiscal agent or trustee (including any fees or expenses of its counsel) employed in connection with any Bonds, and the expenses of the Authority or CFD, or designee thereof, carrying out its duties with respect to the CFD and the Bonds, including, but not limited to, levying and collecting the Special Taxes, collecting delinquencies, the administration of the Bonds, compliance with arbitrage rebate requirements, any appeal of the Special Tax, the release of funds from an escrow account, if any, the fees and expenses of legal counsel, charges levied by the County, costs related to property owner inquiries regarding the Special Taxes, costs associated with complying with any continuing disclosure requirements for the Bonds and the Special Taxes, and all other costs and expenses of the Authority or CFD, or designee thereof, in any way related to the establishment or administration of the CFD including the allocable portion of salaries and benefits of any Authority employee whose duties are directly related to the administration of the CFD.

“Administrator” means the person or firm designated by the Authority to administer the Special Taxes according to this RMA.

“Assessor” or “County Assessor” means the Assessor's Office of the County of San Joaquin.

“Assessor’s Parcel” or “Parcel” means a lot or parcel shown on an Assessor’s Parcel Map with an assigned Assessor’s Parcel number.

“Assessor’s Parcel Map” means an official map of the County Assessor designating parcels by Assessor’s Parcel number.

“Authority” means the California Statewide Communities Development Authority.

“Authorized Facilities” means those facilities that are authorized to be funded by the CFD.

“Bonds” means bonds or other debt (as defined in the Act), whether in one or more series, issued or assumed by the Authority or CFD under the Act to fund Authorized Facilities.

“CFD” or “CFD No. 2012-02” means the California Statewide Communities Development Authority Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin, State of California.

“Commission” means the Commission of the Authority, acting as the legislative body of the CFD.

“County” means the County of San Joaquin.

“Developer” means Manteca Lifestyle Center, LLC, and its successors and assigns.

“Development Plan” means the site plan for “The Promenade Shops at Orchard Valley,” dated April 18, 2012, as may be amended from time to time.

“Fiscal Year” means the period starting July 1 of any year and ending on the following June 30.

“Indenture” means the indenture, fiscal agent agreement, resolution, or other instrument pursuant to which Bonds are issued, as modified, amended, and/or supplemented from time to time, and any instrument replacing or supplementing the same.

“Maximum Special Tax” means the greatest amount of Special Tax that can be levied on an Assessor’s Parcel in any Fiscal Year determined in accordance with Section C below.

“Public Property” means any property within the boundaries of the CFD that is owned by the federal government, State of California, County, City of Manteca, or other public agency.

“Resolution of Formation” means the resolution adopted by the Commission forming CFD No. 2012-02.

“RMA” means this Rate and Method of Apportionment of Special Tax.

“Special Tax” means a special tax levied on Taxable Property located in CFD No. 2012-02 in any Fiscal Year to pay the Special Tax Requirement.

“Special Tax Requirement” means the amount necessary in any Fiscal Year (i) pay principal and interest on the Bonds which is due in the calendar year that begins in such Fiscal Year, (ii) to create or replenish reserve funds, (iii) to pay Administrative Expenses, (iv) to cure any delinquencies in the payment of principal or interest or periodic costs on Bonds that have occurred in the prior Fiscal Year or (based on delinquencies in the payment of Special Taxes that have already taken place) are expected to occur in the Fiscal Year in which the tax will be collected, and (v) to pay directly for construction or acquisition of Authorized Facilities. The amounts referred to in clauses (i) and (ii) of the preceding sentence may, as determined by the Administrator, be reduced in any Fiscal Year by: (i) interest earnings on or surplus balances in funds and accounts for the Bonds to the extent that such earnings or balances are available to apply against debt service or periodic costs pursuant to the Indenture; (ii) proceeds received by the CFD from the collection of penalties associated with delinquent Special Taxes; and (iii) any other revenues available to pay debt service or periodic costs on the Bonds.

“Square Foot” or “Square Footage” means the square footage of a building as reflected on the Tax Commencement Letter submitted to the Authority for that building. The Square Footage used to calculate the Special Tax for a particular building may not be reduced from the amount shown in the Tax Commencement Letter, regardless of future demolition, destruction, or reconstruction of such building. However, the Square Footage may be increased if a supplemental Tax Commencement Letter is submitted to the Authority for the same building reflecting an increased Square Footage due to expansion of, or additions to, the building. The total Square Footage on a Parcel shall be the sum of the Square Footage reflected on Tax Commencement Letters for all buildings located on the Parcel.

“Taxable Property” means, in any Fiscal Year, all Assessor’s Parcels for which a Tax Commencement Letter was provided by the Developer to the Authority on or prior to June 30 of the preceding Fiscal Year.

“Taxable Public Property” means, in any Fiscal Year, all Parcels of Public Property within CFD No. 2012-02 for which Tax Commencement Letters had been submitted to the Authority and, therefore, were Taxable Property in any prior Fiscal Year.

“Tax Commencement Letter” means a letter provided by the Developer to the Authority requesting that a building located on a specific Assessor’s Parcel shall, in the following Fiscal Year and all future Fiscal Years in which a Special Tax is levied, be subject to the levy of the Special Tax. Each Tax Commencement Letter shall identify (i) the current Assessor’s Parcel number of the Parcel on which the building is located, (ii) the letter or number assigned on the Development Plan to the pad on which the building will be located, and (iii) the Square Footage of the building that shall be subject to the Special Tax. If more than one building is located on an Assessor’s Parcel, a separate Tax Commencement Letter shall be submitted to the Authority for each building.

B. DATA FOR ADMINISTRATION OF THE SPECIAL TAX

On or about July 1 of each Fiscal Year, the Administrator shall (i) identify the current Assessor’s Parcel numbers for all Parcels of Taxable Property within the CFD, (ii) obtain all Tax

Commencement Letters submitted by the Developer in the previous Fiscal Year, and (iii) determine the Special Tax Requirement for the Fiscal Year.

C. MAXIMUM SPECIAL TAX

The Maximum Special Tax for each Parcel of Taxable Property shall be \$3.63 per Square Foot for Fiscal Year 2012-13.

Beginning in Fiscal Year 2013-14, and each Fiscal Year thereafter, the Maximum Special Tax shown above shall be increased by 2.0% of the amount in effect in the prior Fiscal Year.

Under no circumstances shall the Maximum Special Tax for a Parcel of Taxable Property be reduced after a Tax Commencement Letter for a building located on the Parcel has been received by the Authority.

D. METHOD OF LEVY OF THE SPECIAL TAX

Each Fiscal Year, the Administrator shall determine the Special Tax Requirement for that Fiscal Year and levy the Special Tax proportionately on all Taxable Property up to 100% of the Maximum Special Tax for each Parcel for such Fiscal Year until the amount levied is equal to the Special Tax Requirement.

E. COLLECTION OF SPECIAL TAX

The Special Taxes will be collected in the same manner and at the same time as ordinary ad valorem property taxes; provided, however, that prepayments are permitted as set forth in Section G below and provided further that the Authority may directly bill the Special Taxes and may collect Special Taxes at a different time or in a different manner as set forth in the Resolution of Formation.

The Special Tax shall be levied and collected until the principal of and interest on Bonds have been repaid and Authorized Facilities to be constructed directly from Special Tax proceeds have been completed. However, in no event shall Special Taxes be levied after Fiscal Year 2059-2060.

F. EXEMPTIONS

Notwithstanding any other provision of this RMA, no Special Tax shall be levied on (i) Public Property except Taxable Public Property as defined herein, (ii) any Parcel for which a full prepayment has been received pursuant to Section G.1 below, or (iii) any Parcel for which a Tax Commencement Letter has not been received by the Authority from the Developer.

G. PREPAYMENT OF SPECIAL TAX

The following definitions apply to this Section G:

“Outstanding Bonds” means all Previously Issued Bonds which remain outstanding, with the following exception: if a Special Tax has been levied against, or already paid by, an Assessor’s Parcel making a prepayment, and a portion of the Special Tax will be used to pay a portion of the next principal payment on the Bonds that remain outstanding (as determined by the Administrator), that next principal payment shall be subtracted from the total Bond principal that remains outstanding, and the difference shall be used as the amount of Outstanding Bonds for purposes of this prepayment formula.

“Previously Issued Bonds” means all Bonds that have been issued by or on behalf of the CFD prior to the date of prepayment.

1. Full Prepayment

Only an Assessor’s Parcel for which all buildings expected to be built on such Assessor’s Parcel (pursuant to the Development Plan) have had Tax Commencement Letters submitted to the Authority may prepay its Special Tax obligation. The Special Tax obligation may be prepaid and the obligation of the Assessor’s Parcel to pay the Special Tax permanently satisfied as described herein, provided that a prepayment may be made only if there are no delinquent Special Taxes with respect to such Assessor’s Parcel at the time of prepayment. An owner of an Assessor’s Parcel intending to prepay the Special Tax obligation shall provide the Authority with written notice of intent to prepay. Within 30 days of receipt of such written notice, the Authority or its designee shall notify such owner of the prepayment amount for such Assessor’s Parcel. Prepayment must be made not less than 75 days prior to any redemption date for Bonds to be redeemed with the proceeds of such prepaid Special Taxes. The Prepayment Amount shall be calculated as follows (capitalized terms as defined below):

Bond Redemption Amount	
plus	Redemption Premium
plus	Defeasance Requirement
plus	Administrative Fees and Expenses
<u>less</u>	<u>Reserve Fund Credit</u>
equals	Prepayment Amount

As of the proposed date of prepayment, the Prepayment Amount shall be determined by application of the following steps:

- Step 1.** Confirm that no Special Tax delinquencies apply to such Assessor’s Parcel.
- Step 2.** Compute the Maximum Special Tax for the Assessor’s Parcel based upon all Tax Commencement Letters that have been submitted to the Authority for buildings on that Assessor’s Parcel.
- Step 3.** Divide the Maximum Special Tax computed pursuant to Step 2 by the total aggregate Maximum Special Taxes that could, at the time of the prepayment calculation, be levied against Taxable Property in the CFD,

which shall not include any Assessor's Parcels which have previously prepaid their Special Tax obligation.

- Step 4.** Multiply the quotient computed pursuant to Step 3 by the Outstanding Bonds to compute the amount of Outstanding Bonds to be retired and prepaid (*the “Bond Redemption Amount”*).
- Step 5.** Multiply the Bond Redemption Amount computed pursuant to Step 4 by the applicable redemption premium, if any, on the Outstanding Bonds to be redeemed pursuant to the Indenture (*the “Redemption Premium”*).
- Step 6.** Compute the amount needed to pay interest on the Bond Redemption Amount starting with the first Bond interest payment date after which the prepayment has been received until the earliest redemption date for the Outstanding Bonds, which, depending on the Indenture, may be as early as the next interest payment date.
- Step 7.** Compute the amount of interest the Authority reasonably expects to derive from reinvestment of the Bond Redemption Amount plus the Redemption Premium from the first Bond interest payment date after which the prepayment has been received until the redemption date for the Outstanding Bonds to be redeemed from such prepayment.
- Step 8.** Take the amount computed pursuant to Step 6 and subtract the amount computed pursuant to Step 7 (*the “Defeasance Requirement”*).
- Step 9.** Determine the costs of computing the prepayment amount, the costs of redeeming Bonds, and the costs of recording any notices to evidence the prepayment and the redemption (*the “Administrative Fees and Expenses”*).
- Step 10.** If and to the extent so provided in the Indenture pursuant to which the Outstanding Bonds to be redeemed were issued, a reserve fund credit shall be calculated as a reduction in the applicable reserve fund for the Outstanding Bonds to be redeemed pursuant to the prepayment (*the “Reserve Fund Credit”*).
- Step 11.** The Special Tax prepayment is equal to the sum of the amounts computed pursuant to Steps 4, 5, 8, and 9, less the amount computed pursuant to Step 10 (as calculated, the *“Prepayment Amount”*).
- Step 12.** From the Prepayment Amount, the amounts computed pursuant to Steps 4, 5, and 8 shall be deposited into the appropriate fund as established under the Indenture and be used to redeem Outstanding Bonds or make debt service payments on such Bonds. The amount computed pursuant to Step 9 shall be retained in the account established to pay Administrative Expenses of CFD No. 2012-02.

Once a full prepayment has been received, a notice shall be recorded against the Parcel to cancel the Special Tax lien. However, no such notice shall be recorded until all Special Taxes levied on the Parcel in the current or prior Fiscal Years have been collected.

2. Partial Prepayment

A partial prepayment may be made in an amount equal to any percentage of full prepayment desired by the party making a partial prepayment, except that the full amount of Administrative Fees and Expenses determined in Step 9 shall be included in the partial prepayment. The Maximum Special Tax that can be levied on a Parcel after a partial prepayment is made shall be determined as follows:

- Step 1.** Calculate the full prepayment (not including the amount collected for Administrative Fees and Expenses) that would be due from the Parcel if the entire Special Tax obligation were being prepaid pursuant to Section G.1 above.
- Step 2.** Divide the partial prepayment amount for the Parcel (not including the amount collected for Administrative Fees and Expenses) by the amount computed in Step 1 to determine a percentage.
- Step 3.** Subtract the percentage computed in Step 2 from 100% to determine the “Remaining Percentage.”
- Step 4.** Multiply the Remaining Percentage from Step 3 by the Maximum Special Tax for the Parcel to determine the new Maximum Special Tax that will be in effect for the Parcel after the partial prepayment is applied.

H. INTERPRETATION OF SPECIAL TAX FORMULA

The Authority reserves the right to make minor administrative and technical changes to this document that do not materially affect the rate and method of apportioning the Special Taxes. In addition, the interpretation and application of any section of this document shall be left to the Authority’s discretion. Interpretations may be made by the Authority by ordinance or resolution for purposes of clarifying any vagueness or ambiguity in this RMA.

RESOLUTION NO. 12R-__
CALIFORNIA STATEWIDE COMMUNITIES
DEVELOPMENT AUTHORITY

A RESOLUTION TO INCUR BONDED INDEBTEDNESS TO FINANCE CERTAIN DEVELOPMENT IMPACT FEES, AND THE ACQUISITION AND CONSTRUCTION OF CERTAIN PUBLIC FACILITIES, TO MITIGATE THE IMPACTS OF DEVELOPMENT WITHIN CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2012-02 (MANTECA LIFESTYLE CENTER), CITY OF MANTECA, COUNTY OF SAN JOAQUIN, STATE OF CALIFORNIA

WHEREAS, the Commission (the “Commission”) of the California Statewide Communities Development Authority (the “Authority”) has duly adopted its Resolution No. 12R-__ (the “Resolution of Intention”) this date, wherein it declared its intention to establish a community facilities district under and pursuant to the terms and provisions of the “Mello-Roos Community Facilities Act of 1982,” being Chapter 2.5, Part 1, Division 2, Title 5 (commencing with Section 53311) of the Government Code of the State of California (the “Act”), to be known and designated as “California Statewide Communities Development Authority Community Facilities District No. 2012-02 (Manteca Lifestyle Center), City of Manteca, County of San Joaquin, State of California” (the “Community Facilities District”), and to levy a special tax therein to finance the acquisition and construction of certain public facilities and certain development impact fees (the “Improvements,” as that term is defined in the Resolution of Intention) that will assist in mitigating the impact on the need for public facilities occasioned by new development that has occurred or is expected to occur within the boundaries of the Community Facilities District; and

WHEREAS, the Commission is fully advised in this matter;

NOW THEREFORE, BE IT RESOLVED by the Commission of the California Statewide Communities Development Authority, as follows:

Section 1. The above recitals are true and correct, and the Commission so finds and determines.

Section 2. The Commission hereby declares that the public convenience and necessity require that a bonded indebtedness be incurred to finance the Improvements. The cost of the Improvements includes incidental expenses for the Improvements comprising the costs of planning and designing the public facilities, together with the costs of environmental evaluations thereof, and all costs associated with the creation of the Community Facilities District, the issuance of bonds, the determination of the amount of any special taxes or the collection or payment of any special taxes and costs otherwise incurred in order to carry out the authorized purposes of the Community Facilities District, together with any other expenses incidental to the acquisition and construction of the public facilities.

Section 3. The amount of the proposed bonded indebtedness to be incurred to finance the Improvements shall not exceed twenty-five million dollars (\$25,000,000), which amount includes all costs and estimated costs incidental to, or connected with, the accomplishment of the purpose for which the bonded indebtedness is proposed to be incurred, including, but not limited to, the estimated costs of acquisition of land, rights-of-way, capacity or connection fees, satisfaction of contractual obligations relating to expenses or the advancement of funds for expenses existing at the time the bonds are issued pursuant to the Act, architectural, engineering, inspection, legal, fiscal, and financial consultant fees, bond and other reserve funds, discount fees, interest on any bonds of the Community Facilities District estimated to be due and payable within two (2) years of issuance of the bonds, election costs, and all costs of issuance of the bonds, including, but not limited to, underwriter's discount, fees for bond counsel, costs of obtaining credit ratings, bond insurance premiums, fees for letters of credit, and other credit enhancement costs, and printing costs.

Section 4. Notice is given that Thursday, the 20th day of December, 2012, at the hour of 10:00 o'clock A.M., at the offices of the California State Association of Counties, at 1100 K Street, Sacramento, California 95814, has been fixed by the Commission as the time and place for a public hearing to be held by the Commission to consider the incurring of the bonded indebtedness to finance the Improvements. At the public hearing, any persons interested, including all taxpayers, property owners and registered voters within the Community Facilities District, may appear and be heard on the proposed debt issuance or on any other matters set forth herein, and they may present any matters relating to the necessity for incurring the bonded indebtedness to finance the Improvements to be secured by a special tax to be levied within the Community Facilities District.

Section 5. Notice of the time and place of the public hearing shall be given by Bond Counsel in the following manner:

- (a) A Notice of Public Hearing in the form provided by the Act shall be published once in the _____, a newspaper of general circulation circulated within the area of the Community Facilities District. The publication shall be made pursuant to Section 6061 of the Government Code of the State of California and shall be completed at least seven (7) days prior to the date set for such public hearing; and
- (b) A Notice of Public Hearing in the form provided by the Act shall be mailed, first class postage prepaid, to each owner of land, and to each registered voter residing, within the boundaries of the proposed Community Facilities District (to property owners at their addresses as shown on the last equalized assessment roll, and to registered voters at their addresses as shown on the records of the San Joaquin County Registrar of Voters, or in either case as otherwise known to Bond Counsel). The mailing shall be completed at least fifteen (15) days prior to the date set for the public hearing.

Section 6. It is the intention of the Commission that any bonds issued shall be callable (may be redeemed prior to their maturity dates) in accordance with the terms of the Act.

Section 7. This resolution shall take effect immediately upon its passage.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this 8th day of November, 2012.

I, the undersigned, a duly appointed and qualified Authorized Signatory of the Commission of the California Statewide Communities Development Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of said Authority at a duly called meeting of the Commission of said Authority held in accordance with law on November 8, 2012.

By: _____

Authorized Signatory
California Statewide Communities
Development Authority