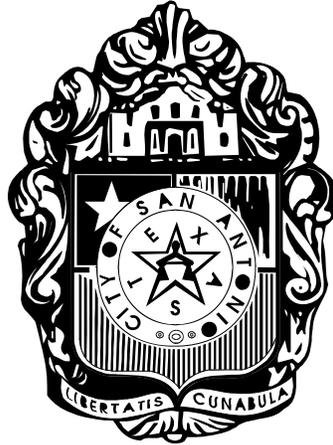


CITY OF SAN ANTONIO, TEXAS



Brooks City-Base Tax Increment Reinvestment Zone Sixteen Final Finance Plan

Participation Levels of City (85%)

Amended April 16, 2015

Brooks City-Base Tax Increment Reinvestment Zone Plan of Finance

Introduction

The Brooks City-Base Tax Increment Reinvestment Zone (“TIRZ”) is located in the southeast side of the City and will encompass approximately 2,522 acres. The approximate boundaries of the TIRZ lie west of I-37, south of South New Braunfels Avenue and S.E. Military Drive, east of South Presa Street and Old Corpus Christi Road, and north of Dave Erwin Drive and S.E. Loop 410 (please refer to map on page 4). This TIRZ is City-initiated and is designed to leverage ongoing area development in support of a special joint project between the U.S. Air Force and the City of San Antonio to successfully convert and redevelop the former Brooks Air Force Base. The City of San Antonio created the Brooks Development Authority (“BDA”) in September 2001 to receive title of 1,300 acres of real property of the former military base and to transition it into a business and technology park. The BDA is the project’s Developer. The life of the TIRZ is projected to be 24.82 years with a termination date of September 30, 2029.

Public Infrastructure

The public infrastructure improvements and related capital costs include streets, drainage, and water improvements and other costs approved by the TIRZ Board. The TIRZ will provide a source of funding for public improvements. Annual construction of public improvements will be reimbursed as TIRZ revenues become available. The estimated TIRZ revenue to be received through September 30, 2029 is \$56,364,027.

Plan of Finance

The tax year 2004 base value is \$36,815,100. Projected captured values will be taxed to produce revenues to pay for the capital costs of the public infrastructure improvements. Captured taxable value commenced in tax year 2005 and collections commenced in fiscal year 2008. It is expected to grow from \$3,626,775 in tax year 2005 to \$992,852,079 in tax year 2027. Tax Year 2028 information is not being considered due to City of San Antonio reaching its maximum contribution level in tax year 2027.

The City of San Antonio is the sole taxing jurisdiction utilized in the analysis. The City’s participation level is 85% and the City’s current tax rate per \$100 valuation is \$0.565690. Annual revenues of \$861,930 were produced in fiscal year 2008, which is expected to gradually increase to \$4,673,325 through fiscal year 2028. A 2% growth in values is assumed.

This Plan of Finance was contingent upon the relocation of Southeast Baptist Hospital to Brooks City Base and the maintenance of the contractual agreement between BDA and the hospital to maintain a taxable entity status for ad valorem tax purposes for the life of the TIRZ or for as long as the City is financing the TIRZ capital improvements through the issuance of bonds, notes, certificates of obligation, or other financial instruments and all such debt remains outstanding.

The City has conducted an annual review of the status of the TIRZ, anticipated tax increment to be collected and the public infrastructure to be constructed in the near term and shall issue bonds, notes, certificates of obligation, or other financial instruments as necessary. Any issuance by the City of bonds, notes, certificates of obligation, or other financial instruments does not require amendment of the Plan of Finance as long as the maximum total compensation to BDA does not exceed the City’s maximum contribution of \$56,364,027.

The cost of the public infrastructure improvements and other approved costs will be paid annually from revenues produced by the TIRZ. In addition to the capital costs, other costs to be paid from the TIRZ revenues include City annual administrative fees. Revenues derived from the TIRZ will be used to pay costs in the following order of priority of payment: (i) to repay any necessary debt obligation of the City for debt dedicated to BDA’s development of Public Improvements within the TIF Zone; (ii) to reimburse eligible startup Administrative Costs incurred by the City in an amount not to exceed seventy five thousand

dollars (\$75,000.00); (iii) to pay all other ongoing Administrative Costs to the City for administering the TIRZ; (iv) to pay City Capital Administrative Costs to the City as described in the Development Agreement; (v) to reimburse the City for costs of the repair, replacement, and maintenance of public infrastructure and associated costs as described in the Development Agreement; (vi) to reimburse the City under any reclaim of funds pursuant to Article X of the Development Agreement; and (vii) to pay BDA for Public Improvements, including financing costs, and BDA debt service as provided in the Development Agreement and in the Final Project Plan to the extent that funds in the TIF Fund are available for this purpose.

The projected amount of TIRZ revenues to fund capital costs through September 30, 2029 is \$56,364,027.

TABLE-TIRZ Contributions		
Taxing Entities	Maximum Dollar Contribution*	Maximum Length of Contribution
City of San Antonio	\$56,364,027	September 30, 2029
Maximum Reimbursable Amount	\$56,364,027	September 30, 2029

*Maximum Dollar Contributions are based on this Amended Finance Plan dated March 16, 2015.

Limited Obligation of the City

The City shall have limited obligation to impose, collect taxes, and deposit such tax receipts into a TIRZ fund so long as the project is viable. The TIRZ collections shall not extend beyond September 30, 2029. The public infrastructure improvements will be financed through the issuance of certificates of obligation or other obligations with an effort to maximize the amount of public infrastructure projects funded.

Developer’s Risk

All financing, developmental costs, construction costs, improvements, damages, or other costs incurred with respect to this project are at the sole risk of the Developer. The City shall not incur any risk whatsoever associated with the development, construction, completion or failure of the project. In the event that the project fails, is abandoned by the BDA or for any reason not completed, the City shall have the right to terminate the TIRZ and any funds remaining in the TIRZ account shall be distributed to the City.

Compliance

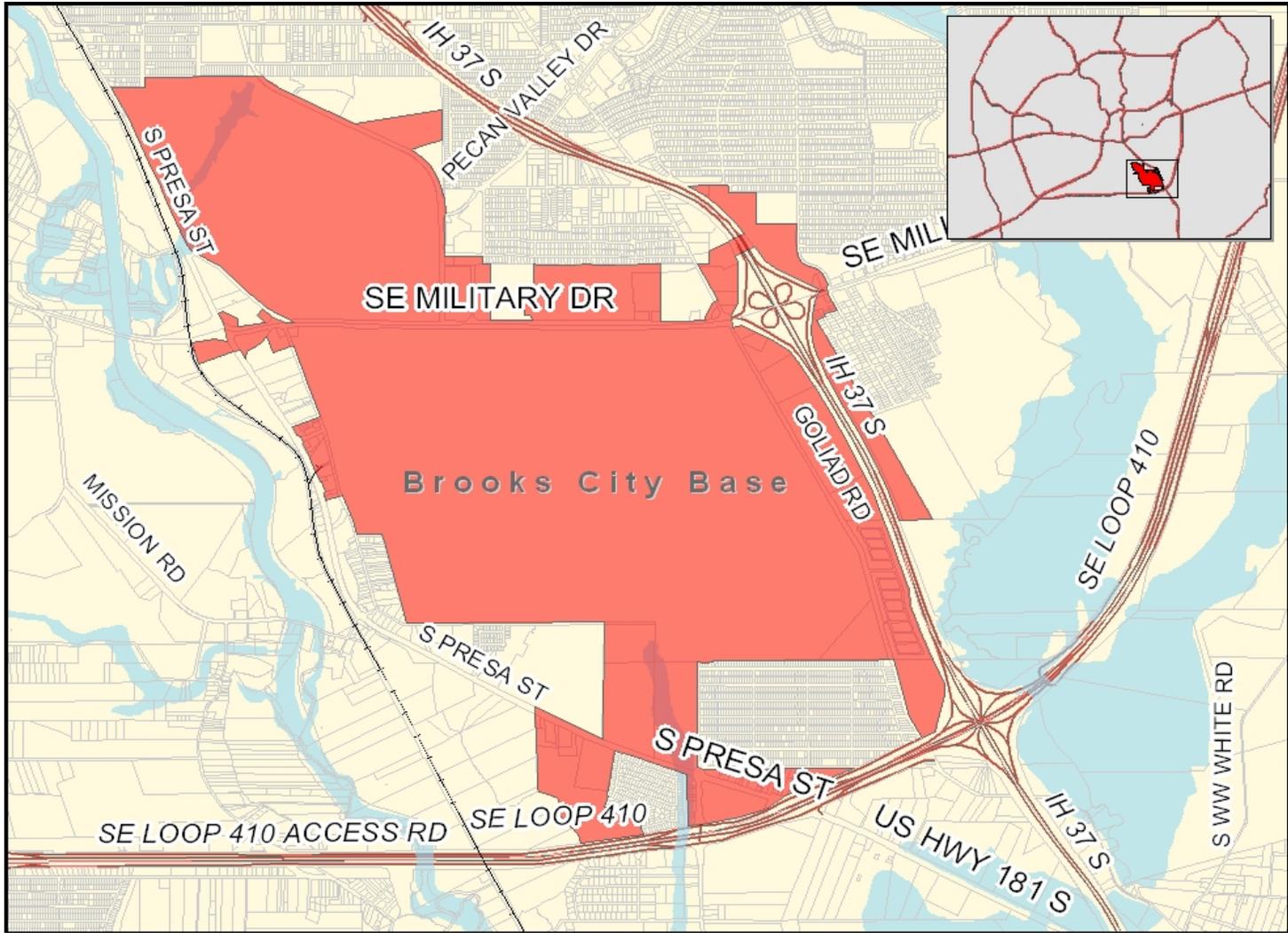
The Developer shall comply with all federal, state and local laws, rules and regulations, including the 2004 TIF Guidelines.

Reporting

The Developer shall submit a project status report and financial report on a quarterly basis (January 15th, April 15th, July 15th and October 15th) to the City.

Inspection

The City, Participating Governmental Entities, or Administrator shall have the right to inspect the project site or sites and the premises of the Developer without notice.



**Brooks City-Base
Tax Increment Reinvestment Zone #16
Summary**

Zone Area	2,522 Acres			
Project Area	Finance Plan - June 3, 2010		Remaining Development	
	2004 - 2029		2015 - 2029	
Traditional Neighborhood Development	169.00	Acres	Retail	13.70 Acres
Commercial / Retail	34.00	Acres	Multi-Fam/Med-Density Residential	71.50 Acres
OIC	744.00	Acres	Residential - Low Density	123.30 Acres
Public Street	80.00	Acres	Mixed Use (A)	61.10 Acres
Park and Open Space	217.00	Acres	Mixed Use (B)	42.80 Acres
	<u>1,244.00</u>	Acres	Office/Commercial	81.50 Acres
			Economic Development	276.00 Acres
			Academic	71.10 Acres
			Solar	43.10 Acres
			Civic / Public	4.90 Acres
				<u>789.00</u> Acres
Base Value (Tax Year 2004) in City	36,815,100.00			
2006				
Wal-Mart				
2008				
DPT Laboratories				
Charter School (Brooks Academy)				
2009				
Charter School				
2010				
Charter School				
2011				
Hospital (BHS)				
2014				
Sam's Club				
2015				
Academic	267,798	Sq. Ft.		
Office/Commercial	75,000	Sq. Ft.		
Mixed Use	242,000	Sq. Ft.		
Residential	495,077	Sq. Ft.		
Industrial	100,000	Sq. Ft.		
2016				
Retail	125,000.00	Sq. Ft.		
Mixed Use	490,000.00	Sq. Ft.		
Industrial	100,000.00	Sq. Ft.		
2017				
Retail	125,000.00	Sq. Ft.		
Office/Commercial	75,000.00	Sq. Ft.		
Residential	257,000.00	Sq. Ft.		
Industrial	100,000.00	Sq. Ft.		
2018				
Retail	100,000.00	Sq. Ft.		
Mixed Use	225,000.00	Sq. Ft.		
Industrial	50,000.00	Sq. Ft.		
2019				
Retail	90,000.00	Sq. Ft.		
Office/Commercial	75,000.00	Sq. Ft.		
Mixed Use	160,000.00	Sq. Ft.		
Industrial	50,000.00	Sq. Ft.		
Performance Bonds:				
Per Texas Government Code Chapter 2253				
Payment Bonds:				
Per Texas Government Code Chapter 2253				
Assumptions:				
Captured Taxable Value	-			
Assessed Value Growth Factor	2.00%			
Collection Rate	98.00%			
Estimated Total TIF Revenues	56,364,027.00			
Estimated TIF Life (12/09/04 to 09/30/29)	24.82	Years		

Brooks City-Base
Tax Increment Reinvestment Zone #16
Sources and Uses

Sources of Funds

Total
56,364,027.00
84,780.73
56,448,807.73

Uses of Funds

	Total	Tax Year										
		2007	2008	2009	2010	2011	2012	2013	2014	2015 ¹	2016 - 2029	
New Braunfels Infrastructure Projects												
Phase I	7,249,214.31	-	-	49.61	2,824,159.29	4,392,439.37	32,566.04	-	-	-	-	-
Phase II	4,057,379.41	-	-	-	-	737,070.06	3,164,283.99	156,025.36	-	-	-	-
Challenger Drive Inner Circle Infrastructure Costs	2,638,252.64	-	-	-	-	1,222,540.49	1,415,712.15	-	-	-	-	-
Dave Erwin Drive Infrastructure Costs ²	4,230,000.00	-	-	-	-	-	-	-	-	4,230,000.00	-	-
Other Street Projects	875,153.64	-	-	-	-	-	-	-	-	875,153.64	-	-
Total Infrastructure Uses of Funds	19,050,000.00	-	-	49.61	2,824,159.29	6,352,049.92	4,612,562.18	156,025.36	-	5,105,153.64	-	-
Principal Debt ³	19,050,000.00											
Interest Costs - Projected at rates consistent with the City's GO Debt Plan	10,787,236.90											
Total Debt Service Payments	29,837,236.90											
Total Admin. Expenses	1,320,000.00											
Other Projects	25,291,570.83	-	-	-	-	-	-	-	(237,762.13)	(553,257.79)	(24,500,550.91)	
Grand Total	56,448,807.73											
Project Financing Surplus (Shortage)	0.00											

¹ Dependent on the release of 2008, 2010 and 2012 Certificates of Obligation that are currently committed to New Braunfels (Phases I and II) and Challenger Drive Inner Circle projects.

² Subject to a potential name change.

³ Development Agreement has not yet been updated to include the 2012 Certificate of Obligation issuance.

Brooks City-Base
Tax Increment Reinvestment Zone #16
Revenues

Tax Year	Tax Increment Reinvestment Zone						City of San Antonio				Total Tax Increments	Fiscal Year
	Beginning Appraised		Appraisal	Year-End Appraised	Year End Taxable	Captured Taxable	Actual Tax	Projected Tax	Total Tax			
	Value	New Values	Growth ¹	Value	Exemptions ¹	Value	Tax Rate	Increments		Increments		
2004	36,815,100	-	-	36,815,100	(340,592)	36,474,508	-	0.49176	-	-	-	2005
2005	36,815,100	-	3,568,283	40,383,383	(282,100)	40,101,283	3,626,775	0.49176	-	-	-	2006
2006	40,383,383	53,174,240	120,088,496	213,646,119	(102,631,990)	111,014,129	74,539,621	0.49176	-	-	-	2007
2007	213,646,119	33,659,610	(8,212,199)	239,093,530	(104,258,556)	134,834,974	98,360,466	0.48646	861,929.78	-	861,929.78	2008
2008	239,093,530	9,358,650	46,725,291	295,177,471	(117,113,647)	178,063,824	141,589,316	0.48207	677,110.00	-	677,110.00	2009
2009	295,177,471	429,660	8,487,042	304,094,173	(138,982,116)	165,112,057	128,637,549	0.48084	615,747.59	-	615,747.59	2010
2010	304,094,173	9,302,370	144,080,845	457,477,388	(291,993,307)	165,484,081	129,009,573	0.48084	627,076.02	-	627,076.02	2011
2011	457,477,388	25,446,330	(7,492,580)	475,431,138	(286,935,847)	188,495,291	152,020,783	0.48084	730,720.95	-	730,720.95	2012
2012	475,431,138	78,180,890	(252,089,631)	301,522,397	(62,244,173)	239,278,224	202,803,716	0.48084	958,003.77	-	958,003.77	2013
2013	301,522,397	19,006,510	64,800,512	385,329,419	(87,803,357)	297,526,062	261,051,554	0.48084	1,399,850.47	-	1,399,850.47	2014
2014	385,329,419	21,059,910	7,706,588	414,095,917	(89,559,424)	324,536,493	288,061,985	0.48084	-	1,357,414.90	1,357,414.90	2015
2015	414,095,917	135,183,004	8,281,918	557,560,840	(91,350,613)	466,210,227	429,735,719	0.48084	-	2,025,014.41	2,025,014.41	2016
2016	557,560,840	103,350,000	11,151,217	672,062,057	(93,177,625)	578,884,432	542,409,924	0.48084	-	2,555,961.40	2,555,961.40	2017
2017	672,062,057	75,480,000	13,441,241	760,983,298	(95,041,177)	665,942,120	629,467,612	0.48084	-	2,966,197.43	2,966,197.43	2018
2018	760,983,298	44,300,000	15,219,666	820,502,964	(96,942,001)	723,560,963	687,086,455	0.48084	-	3,237,710.78	3,237,710.78	2019
2019	820,502,964	44,300,000	16,410,059	881,213,023	(98,880,841)	782,332,182	745,857,674	0.48084	-	3,514,654.40	3,514,654.40	2020
2020	881,213,023	92,707,500	17,624,260	991,544,783	(100,858,458)	890,686,326	854,211,818	0.48084	-	4,025,244.26	4,025,244.26	2021
2021	991,544,783	5,512,500	19,830,896	1,016,888,179	(102,875,627)	914,012,552	877,538,044	0.48084	-	4,135,162.85	4,135,162.85	2022
2022	1,016,888,179	-	20,337,764	1,037,225,943	(104,933,139)	932,292,803	895,818,295	0.48084	-	4,221,303.64	4,221,303.64	2023
2023	1,037,225,943	-	20,744,519	1,057,970,461	(107,031,802)	950,938,659	914,464,151	0.48084	-	4,309,167.24	4,309,167.24	2024
2024	1,057,970,461	-	21,159,409	1,079,129,871	(109,172,438)	969,957,432	933,482,924	0.48084	-	4,398,788.11	4,398,788.11	2025
2025	1,079,129,871	-	21,582,597	1,100,712,468	(111,355,887)	989,356,581	952,882,073	0.48084	-	4,490,201.40	4,490,201.40	2026
2026	1,100,712,468	-	22,014,249	1,122,726,717	(113,583,005)	1,009,143,713	972,669,205	0.48084	-	4,583,442.95	4,583,442.95	2027
2027	1,122,726,717	-	22,454,534	1,145,181,252	(115,854,665)	1,029,326,587	992,852,079	0.48084	-	4,673,324.65	4,673,324.65	2028
2028 ²	-	-	-	-	-	-	-	-	-	-	-	2029
750,451,174.00									5,870,438.58	50,493,588.42	56,364,027.00 ³	
Existing Value Growth Factors												
Base Model Growth Factor						2.00%	Participation Level			85.00%		
Growth Factor Above Base						0.00%	Tax Rate Growth Factor			0.00%		
Combined Growth Rate						2.00%	Tax Rate Collection Factor			98.00%		

¹ The Assessed Value was reduced in FY 2013 by \$224,442,030, which represents the value for the Brooks Development Authority properties which were granted a full exemption in Tax Year 2012.

² Tax Year 2028 information set to zero because City of San Antonio maximum contribution is expected to be reached in Tax Year 2027.

³ Maximum Dollar Contribution increased by \$900,000 to cover increases in Administrative Costs.

Brooks City-Base
Tax Increment Reinvestment Zone #16
Reimbursements

Tax Year	Actual	Projected	Cumulative		Actual	Projected	Actual	Projected	Actual	Projected	Actual	Projected	Actual	Projected	Fiscal Year	Fiscal Year	Fiscal Year
	TIF Revenue	TIF Revenues	TIF	TIF Fund Interest Rate	Interest Earned in TIF Fund	Developer Debt Service Shortfall Payment ¹	Administrative Expenses ^{2,3}	Debt Service Payments	Other Projects Payments	Cash Flow Fund Balance	Cumulative Fund Balance	Year					
2004	-	-	-	2.8215%	-	-	-	-	-	-	-	-	-	-	-	-	2005
2005	-	-	-	4.6610%	-	-	-	-	-	-	-	-	-	-	-	-	2006
2006	-	-	-	5.1832%	-	-	-	-	-	-	-	-	-	-	-	-	2007
2007	861,929.78	-	861,929.78	3.3481%	368.33	-	(105,000.00)	-	-	-	-	-	-	757,298.11	757,298.11	-	2008
2008	677,110.00	-	1,539,039.78	1.4135%	14,488.65	-	(15,000.00)	-	(334,549.50)	-	-	-	-	342,049.15	1,099,347.26	-	2009
2009	615,747.59	-	2,154,787.37	0.3922%	5,048.28	-	(15,000.00)	-	(515,672.78)	-	-	-	-	90,123.09	1,189,470.35	-	2010
2010	627,076.02	-	2,781,863.39	0.2696%	3,541.76	-	-	-	(1,081,727.50)	-	-	-	-	(451,109.72)	738,360.63	-	2011
2011	730,720.95	-	3,512,584.34	0.2086%	1,332.10	-	(30,000.00)	-	(1,139,336.60)	-	-	-	-	(437,283.55)	301,077.08	-	2012
2012	958,003.77	-	4,470,588.11	0.1995%	2,327.82	-	(15,000.00)	-	(1,049,723.59)	-	-	-	-	(104,392.00)	196,685.08	-	2013
2013	1,399,850.47	-	5,870,438.58	0.1897%	1,197.63	-	(15,000.00)	-	(1,268,327.96)	-	-	-	-	117,720.14	314,405.22	-	2014
2014	-	1,357,414.90	7,227,853.48	0.2125%	-	668.11	-	(75,000.00)	(1,359,726.10)	-	(237,762.13)	-	(314,405.22)	-	-	-	2015
2015	-	2,025,014.41	9,252,867.89	0.5875%	-	-	-	(75,000.00)	(1,396,756.62)	-	(553,257.79)	-	-	-	-	-	2016
2016	-	2,555,961.40	11,808,829.29	1.6250%	-	-	-	(75,000.00)	(1,443,680.72)	-	(1,037,280.68)	-	-	-	-	-	2017
2017	-	2,966,197.43	14,775,026.72	3.1250%	-	-	-	(75,000.00)	(1,485,828.39)	-	(1,405,369.04)	-	-	-	-	-	2018
2018	-	3,237,710.78	18,012,737.50	3.5000%	-	-	-	(75,000.00)	(1,527,139.63)	-	(1,635,571.15)	-	-	-	-	-	2019
2019	-	3,514,654.40	21,527,391.90	3.5000%	-	-	-	(75,000.00)	(1,565,888.73)	-	(1,873,765.67)	-	-	-	-	-	2020
2020	-	4,025,244.26	25,552,636.16	3.5000%	-	-	-	(75,000.00)	(1,606,748.43)	-	(2,343,495.83)	-	-	-	-	-	2021
2021	-	4,135,162.85	29,687,799.01	3.5000%	-	-	-	(75,000.00)	(1,647,286.58)	-	(2,412,876.27)	-	-	-	-	-	2022
2022	-	4,221,303.64	33,909,102.65	3.5000%	-	-	-	(75,000.00)	(1,691,388.31)	-	(2,454,915.33)	-	-	-	-	-	2023
2023	-	4,309,167.24	38,218,269.89	3.5000%	-	-	-	(75,000.00)	(1,737,589.80)	-	(2,496,577.44)	-	-	-	-	-	2024
2024	-	4,398,788.11	42,617,058.00	3.5000%	-	-	-	(75,000.00)	(1,782,246.06)	-	(2,541,542.05)	-	-	-	-	-	2025
2025	-	4,490,201.40	47,107,259.40	3.5000%	-	-	-	(75,000.00)	(1,827,292.08)	-	(2,587,909.32)	-	-	-	-	-	2026
2026	-	4,583,442.95	51,690,702.35	3.5000%	-	-	-	(75,000.00)	(1,875,982.87)	-	(2,632,460.08)	-	-	-	-	-	2027
2027	-	4,673,324.65	56,364,027.00	3.5000%	-	-	-	(75,000.00)	(1,925,020.92)	-	(1,078,788.05)	1,594,515.68	1,594,515.68	-	-	-	2028
2028	-	-	56,364,027.00	3.5000%	-	55,808.05	-	(75,000.00)	(1,575,323.73)	-	-	(1,594,515.68)	(0.00)	-	-	-	2029
	5,870,438.58	50,493,588.42			28,304.57	56,476.16	-	(195,000.00)	(1,125,000.00)	(5,389,337.93)	(24,447,898.97)	-	(25,291,570.83)	(0.00)			

¹ Per Section 3.3 of the Amended Development Agreement, if there are not sufficient Available Tax Increment Funds on hand 60 days prior to each semiannual debt service payment date to pay the City's debt incurred and dedicated to BDA's development of Public Improvements within the TIRZ, BDA will be required to make up the shortfall within 30 days upon notice by the City of such shortfall to the extent BDA has available funds. Should BDA have exhausted its resources and a shortfall remains, then BDA agrees in good faith to utilize all funding options available and permitted by law to cure such shortfall.

² As per the 2010 Project and Finance Plans, the initial Annual Administrative Costs for the TIRZ until Tax Year 2013 (Fiscal Year 2014) was limited to \$15,000.00 per fiscal year.

The total Administrative Costs to be paid out of the TIF Fund was capped at \$420,000.00 for the life of the TIRZ.

³ The Amended Development Agreement, Finance Plan and Project Plan approved by the TIRZ board in 2015 removed the Administrative Costs Cap of \$420,000.00 and increased Annual Administrative Costs to \$75,000.00 starting with Tax Year 2014 (Fiscal Year 2015) through the remaining life of the TIRZ.

**Brooks City-Base
 Tax Increment Reinvestment Zone #16
 Participation**

Participating Taxing Entity	Tax Rate	Level of Participation	Tax Rate Based on Participation	% of Project	TIF Revenues	TIF Expenses ¹
City of San Antonio	0.565690	85.00%	0.480837	100.00%	56,364,027.00	56,364,027.00
Total	0.565690	85.00%	0.480837	100.00%	56,364,027.00	56,364,027.00

¹ Does not include the TIF Fund Interest Earnings

**Brooks City-Base
 Tax Increment Reinvestment Zone #16
 Actual Revenues Collected**

Taxing Entity	Maximum Length of Contribution	Maximum Dollar Contribution	TIF Revenues Collected	Remaining/ (Refund)
City of San Antonio	09/30/29	56,364,027.00	5,870,438.58	50,493,588.42
Total		56,364,027.00	5,870,438.58	50,493,588.42

Brooks City-Base
Tax Increment Reinvestment Zone #16
New Values

Tax Year	Single Family Land Sales	Apartments	Condo/Townhomes	Office	Retail/Restaurants	Industrial/Research	Institutional	Mixed Use Other	School	Hospital	Medical Offices	Hotel	Church	Total	Fiscal Year
2004														-	2005
2005														-	2006
2006					53,174,240.00									53,174,240.00	2007
2007		10,792,490.00			6,805,340.00	16,061,780.00								33,659,610.00	2008
2008		4,544,670.00			872,270.00				3,941,710.00					9,358,650.00	2009
2009					363,450.00				61,210.00			5,000.00		429,660.00	2010
2010					7,375,770.00				1,306,550.00				620,050.00	9,302,370.00	2011
2011					12,140.00				1,153,800.00					25,446,330.00	2012
2012		5,534,560.00			13,902,600.00					24,280,390.00				78,180,890.00	2013
2013		15,586,100.00			1,841,200.00	175,890.00				58,743,730.00				19,006,510.00	2014
2014		1,500,000.00			19,558,250.00			1,660.00			1,382,920.00		20,400.00	21,059,910.00	2015
2015		44,556,930.00				7,350,000.00	43,651,074.00	30,250,000.00						135,183,004.00	2016
2016			19,125,000.00	9,375,000.00	15,625,000.00	7,350,000.00		61,250,000.00						103,350,000.00	2017
2017	20,000,000.00	23,130,000.00		9,375,000.00	15,625,000.00	7,350,000.00								75,480,000.00	2018
2018					12,500,000.00	3,675,000.00		28,125,000.00						44,300,000.00	2019
2019				9,375,000.00	11,250,000.00	3,675,000.00		20,000,000.00						44,300,000.00	2020
2020		34,695,000.00			22,500,000.00	5,512,500.00		30,000,000.00						92,707,500.00	2021
2021						5,512,500.00								5,512,500.00	2022
2022														-	2023
2023														-	2024
2024														-	2025
2025														-	2026
2026														-	2027
2027														-	2028
2028														-	2029
	20,000,000.00	140,339,750.00	19,125,000.00	28,125,000.00	181,405,260.00	56,662,670.00	43,651,074.00	169,626,660.00	6,463,270.00	83,024,120.00	1,382,920.00	5,000.00	640,450.00	750,451,174.00	

**Brooks City-Base
Tax Increment Reinvestment Zone #16
Principal and Interest Requirements
Series 2008, Series 2010, & Series 2012**

Date	Principal	Interest Rate	Interest	Semi-annual Debt Service	Annual Debt Service
02/01/05	-		-	-	
08/01/05	-		-	-	-
02/01/06	-		-	-	
08/01/06	-		-	-	-
02/01/07	-		-	-	
08/01/07	-		-	-	-
02/01/08	-		-	-	
08/01/08	-		-	-	-
02/01/09	-		-	-	
08/01/09	-		267,639.61	267,639.61	267,639.61
02/01/10	-		200,729.71	200,729.71	
08/01/10	-		200,729.71	200,729.71	401,459.41
02/01/11	-		379,970.95	379,970.95	
08/01/11	330,000		363,676.30	693,676.30	1,073,647.25
02/01/12	-		357,610.60	357,610.60	
08/01/12	420,000		357,610.60	777,610.60	1,135,221.20
02/01/13	-		388,015.81	388,015.81	
08/01/13	460,000		395,026.69	855,026.69	1,243,042.50
02/01/14	-		386,663.98	386,663.98	
08/01/14	495,000		386,663.98	881,663.98	1,268,327.96
02/01/15	-		377,363.05	377,363.05	
08/01/15	605,000		377,363.05	982,363.05	1,359,726.10
02/01/16	-		365,878.31	365,878.31	
08/01/16	665,000		365,878.31	1,030,878.31	1,396,756.62
02/01/17	8,000		352,880.36	360,880.36	
08/01/17	730,000		352,800.36	1,082,800.36	1,443,680.72
02/01/18	20,000		338,064.19	358,064.19	
08/01/18	790,000		337,764.19	1,127,764.19	1,485,828.39
02/01/19	34,000		321,739.82	355,739.82	
08/01/19	850,000		321,399.82	1,171,399.82	1,527,139.63
02/01/20	55,000		303,356.87	358,356.87	
08/01/20	905,000		302,531.87	1,207,531.87	1,565,888.73
02/01/21	77,000		283,144.21	360,144.21	
08/01/21	965,000		281,604.21	1,246,604.21	1,606,748.43
02/01/22	98,000		260,623.29	358,623.29	
08/01/22	1,030,000		258,663.29	1,288,663.29	1,647,286.58
02/01/23	117,000		236,156.66	353,156.66	
08/01/23	1,105,000		233,231.66	1,338,231.66	1,691,388.31
02/01/24	136,000		207,494.90	343,494.90	
08/01/24	1,190,000		204,094.90	1,394,094.90	1,737,589.80
02/01/25	158,000		176,203.03	334,203.03	
08/01/25	1,275,000		173,043.03	1,448,043.03	1,782,246.06
02/01/26	185,000		142,996.04	327,996.04	
08/01/26	1,360,000		139,296.04	1,499,296.04	1,827,292.08
02/01/27	209,000		108,081.43	317,081.43	
08/01/27	1,455,000		103,901.43	1,558,901.43	1,875,982.87
02/01/28	234,000		70,350.46	304,350.46	
08/01/28	1,555,000		65,670.46	1,620,670.46	1,925,020.92
02/01/29	899,000		29,651.87	928,651.87	
08/01/29	635,000		11,671.87	646,671.87	1,575,323.73
02/01/30	-				
08/01/30	-				
02/01/31	-				
08/01/31	-				
02/01/32	-				
08/01/32	-				
02/01/33	-				
08/01/33	-				
	<u>19,050,000</u>		<u>10,787,236.90</u>	<u>29,837,236.90</u>	<u>29,837,236.90</u>

Brooks City-Base
Tax Increment Reinvestment Zone #16
Principal and Interest Requirements
Series 2008

Date	Principal	Interest Rate	Interest	Semi-annual Debt Service	Annual Debt Service
2/1/2009					
8/1/2009		4.000%	267,639.61	267,639.61	267,639.61
2/1/2010			200,729.71	200,729.71	
8/1/2010		4.000%	200,729.71	200,729.71	401,459.41
2/1/2011			200,729.71	200,729.71	
8/1/2011		**	200,729.71	200,729.71	401,459.41
2/1/2012			200,729.71	200,729.71	
8/1/2012	75,000	3.500%	200,729.71	275,729.71	476,459.41
2/1/2013			199,417.21	199,417.21	
8/1/2013	105,000	3.500%	199,417.21	304,417.21	503,834.41
2/1/2014			197,579.71	197,579.71	
8/1/2014	125,000	4.000%	197,579.71	322,579.71	520,159.41
2/1/2015			195,079.71	195,079.71	
8/1/2015	225,000	4.000%	195,079.71	420,079.71	615,159.41
2/1/2016			190,579.71	190,579.71	
8/1/2016	270,000	4.250%	190,579.71	460,579.71	651,159.41
2/1/2017			184,842.21	184,842.21	
8/1/2017	320,000	4.500%	184,842.21	504,842.21	689,684.41
2/1/2018			177,642.21	177,642.21	
8/1/2018	365,000	4.500%	177,642.21	542,642.21	720,284.41
2/1/2019			169,429.71	169,429.71	
8/1/2019	410,000	**	169,429.71	579,429.71	748,859.41
2/1/2020			159,474.35	159,474.35	
8/1/2020	450,000	**	159,474.35	609,474.35	768,948.69
2/1/2021			148,450.00	148,450.00	
8/1/2021	490,000	5.000%	148,450.00	638,450.00	786,900.00
2/1/2022			136,200.00	136,200.00	
8/1/2022	540,000	5.000%	136,200.00	676,200.00	812,400.00
2/1/2023			122,700.00	122,700.00	
8/1/2023	595,000	5.500%	122,700.00	717,700.00	840,400.00
2/1/2024			106,337.50	106,337.50	
8/1/2024	660,000	5.500%	106,337.50	766,337.50	872,675.00
2/1/2025			88,187.50	88,187.50	
8/1/2025	725,000	5.500%	88,187.50	813,187.50	901,375.00
2/1/2026			68,250.00	68,250.00	
8/1/2026	790,000	5.250%	68,250.00	858,250.00	926,500.00
2/1/2027			47,512.50	47,512.50	
8/1/2027	865,000	5.250%	47,512.50	912,512.50	960,025.00
2/1/2028			24,806.25	24,806.25	
8/1/2028	945,000	5.250%	24,806.25	969,806.25	994,612.50
2/1/2029					
8/1/2029					
2/1/2030					
8/1/2030					
2/1/2031					
8/1/2031					
2/1/2032					
8/1/2032					
2/1/2033					
8/1/2033					
	<u>7,955,000</u>		<u>5,904,994.90</u>	<u>13,859,994.90</u>	<u>13,859,994.90</u>

Brooks City-Base
Tax Increment Reinvestment Zone #16
Principal and Interest Requirements
Series 2010

Date	Principal	Interest Rate	Interest	Semi-annual Debt Service	Annual Debt Service
02/01/09					
08/01/09					
02/01/10					
08/01/10					
02/01/11			179,241.25	179,241.25	
08/01/11	330,000	3.676%	162,946.59	492,946.59	672,187.84
02/01/12			156,880.90	156,880.90	
08/01/12	345,000	3.676%	156,880.90	501,880.90	658,761.79
02/01/13			150,539.49	150,539.49	
08/01/13	355,000	3.676%	150,539.49	505,539.49	656,078.98
02/01/14			144,014.27	144,014.27	
08/01/14	370,000	3.676%	144,014.27	514,014.27	658,028.55
02/01/15			137,213.34	137,213.34	
08/01/15	380,000	3.676%	137,213.34	517,213.34	654,426.69
02/01/16			130,228.61	130,228.61	
08/01/16	395,000	3.676%	130,228.61	525,228.61	655,457.21
02/01/17			122,968.15	122,968.15	
08/01/17	410,000	3.676%	122,968.15	532,968.15	655,936.31
02/01/18			115,431.99	115,431.99	
08/01/18	425,000	3.676%	115,431.99	540,431.99	655,863.98
02/01/19			107,620.11	107,620.11	
08/01/19	440,000	3.676%	107,620.11	547,620.11	655,240.22
02/01/20			99,532.52	99,532.52	
08/01/20	455,000	3.676%	99,532.52	554,532.52	654,065.04
02/01/21			91,169.21	91,169.21	
08/01/21	475,000	3.676%	91,169.21	566,169.21	657,338.43
02/01/22			82,438.29	82,438.29	
08/01/22	490,000	3.676%	82,438.29	572,438.29	654,876.58
02/01/23			73,431.66	73,431.66	
08/01/23	510,000	3.676%	73,431.66	583,431.66	656,863.31
02/01/24			64,057.40	64,057.40	
08/01/24	530,000	3.676%	64,057.40	594,057.40	658,114.80
02/01/25			54,315.53	54,315.53	
08/01/25	550,000	3.676%	54,315.53	604,315.53	658,631.06
02/01/26			44,206.04	44,206.04	
08/01/26	570,000	3.676%	44,206.04	614,206.04	658,412.08
02/01/27			33,728.93	33,728.93	
08/01/27	590,000	3.676%	33,728.93	623,728.93	657,457.87
02/01/28			22,884.21	22,884.21	
08/01/28	610,000	3.676%	22,884.21	632,884.21	655,768.42
02/01/29			11,671.87	11,671.87	
08/01/29	635,000	3.676%	11,671.87	646,671.87	658,343.73
02/01/30					
08/01/30					
02/01/31					
08/01/31					
02/01/32					
08/01/32					
02/01/33					
08/01/33					
	<u>8,865,000</u>		<u>3,626,852.88</u>	<u>12,491,852.88</u>	<u>12,491,852.88</u>

Brooks City-Base
Tax Increment Reinvestment Zone #16
Principal and Interest Requirements
Series 2012

Date	Principal	Interest Rate	Interest	Semi-annual Debt Service	Annual Debt Service
02/01/09					
08/01/09					
02/01/10					
08/01/10					
02/01/11					
08/01/11					
02/01/12					
08/01/12					
02/01/13			38,059.11	38,059.11	
08/01/13			45,070.00	45,070.00	83,129.11
02/01/14		2.00%	45,070.00	45,070.00	
08/01/14			45,070.00	45,070.00	90,140.00
02/01/15		1.00%	45,070.00	45,070.00	
08/01/15			45,070.00	45,070.00	90,140.00
02/01/16		4.00%	45,070.00	45,070.00	
08/01/16			45,070.00	45,070.00	90,140.00
02/01/17	8,000	2.00%	45,070.00	53,070.00	
08/01/17			44,990.00	44,990.00	98,060.00
02/01/18	20,000	3.00%	44,990.00	64,990.00	
08/01/18			44,690.00	44,690.00	109,680.00
02/01/19	34,000	2.00%	44,690.00	78,690.00	
08/01/19			44,350.00	44,350.00	123,040.00
02/01/20	55,000	3.00%	44,350.00	99,350.00	
08/01/20			43,525.00	43,525.00	142,875.00
02/01/21	77,000	4.00%	43,525.00	120,525.00	
08/01/21			41,985.00	41,985.00	162,510.00
02/01/22	98,000	4.00%	41,985.00	139,985.00	
08/01/22			40,025.00	40,025.00	180,010.00
02/01/23	117,000	5.00%	40,025.00	157,025.00	
08/01/23			37,100.00	37,100.00	194,125.00
02/01/24	136,000	5.00%	37,100.00	173,100.00	
08/01/24			33,700.00	33,700.00	206,800.00
02/01/25	158,000	4.00%	33,700.00	191,700.00	
08/01/25			30,540.00	30,540.00	222,240.00
02/01/26	185,000	4.00%	30,540.00	215,540.00	
08/01/26			26,840.00	26,840.00	242,380.00
02/01/27	209,000	4.00%	26,840.00	235,840.00	
08/01/27			22,660.00	22,660.00	258,500.00
02/01/28	234,000	4.00%	22,660.00	256,660.00	
08/01/28			17,980.00	17,980.00	274,640.00
02/01/29	899,000	4.00%	17,980.00	916,980.00	
08/01/29					916,980.00
02/01/30					
08/01/30					
02/01/31					
08/01/31					
02/01/32					
08/01/32					
02/01/33					
08/01/33					
	<u>2,230,000</u>		<u>1,255,389.11</u>	<u>3,485,389.11</u>	<u>3,485,389.11</u>