ORANGE COUNTY CONVENTION CENTER

ORANGE COUNTY, FLORIDA

ANNUAL FINANCIAL REPORT

for the years ended September 30, 2011 and 2010

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CONTENTS

CHERRY BEKAERT & HOLLAND
CERTIFIED PUBLIC ACCOUNTANTS & CONSULTANTS

Independent Auditors' Report

To the Honorable County Mayor and
Board of County Commissioners of
Orange County, Florida:

We have audited the accompanying basic financial statements of the Orange County Convention Center of Orange County, Florida (the "Center") as of and for the years ended September 30, 2011 and 2010, as listed in the table of contents. These financial statements are the responsibility of the management of Orange County, Florida. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note A to the financial statements, the financial statements referred to above present only the Center and do not purport to, and do not, present fairly the financial position of Orange County, Florida, as of September 30, 2011 and 2010, and the changes in its financial position and its cash flows, where applicable, for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Orange County Convention Center of Orange County, Florida as of September 30, 2011 and 2010, and the changes in financial position and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

As discussed in Note O to the financial statements, the Center has retrospectively restated the September 30, 2010 financial statements and notes as a result of a change in accounting principle.

Our audits were performed for the purpose of forming an opinion on the Center's basic financial statements. The supplementary information, listed in the foregoing table of contents, is presented for purposes of additional analysis and is not a required part of the basic financial statements of the Center. The supplementary information on pages 37 through 40 has been subjected to the auditing procedures applied in our audit of the basic financial statements for the year ended September 30, 2011 and, in our opinion, is fairly stated in all material respects when considered in relation to the basic financial statements taken as a whole. The supplementary information on pages 41 through 44 has not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we express no opinion on it.

As discussed in Note A, the Center is administered by the Orange County, Florida Board of County Commissioners, for which, in accordance with *Government Auditing Standards*, we have issued a report on our consideration of the Center's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Cherry, Bekaert & Holland, L.L.P.

Orlando, Florida
January 31, 2012

ORANGE COUNTY CONVENTION CENTER
BALANCE SHEETS
September 30, 2011 and 2010

	2011	2010
ASSETS		
Current assets:		
Cash and cash equivalents	$ 90,384,485	$ 69,800,486
Accrued interest receivable	230,430	244,590
Taxes receivable	19,393,202	9,983,802
Accounts receivable	802,561	1,364,996
Less allowance for doubtful accounts	(146,207)	(215,849)
Note receivable	275,000	250,000
Cash and cash equivalents, restricted	53,039,034	51,890,032
Total current assets	163,978,505	133,318,057
Noncurrent assets:		
Cash and cash equivalents, restricted	16,434,116	18,030,903
Investments, restricted	72,655,710	71,974,700
Note receivable	1,399,667	1,700,717
Capital assets:		
Land	111,601,451	111,601,451
Construction in progress	20,441,694	15,786,987
Buildings and improvements	1,381,764,509	1,376,825,661
Machinery and equipment	26,638,808	25,910,870
Intangible	8,094,291	8,094,291
Less accumulated depreciation and amortization	(384,574,570)	(353,895,565)
Total capital assets	1,163,966,183	1,184,323,695
Total noncurrent assets	1,254,455,676	1,276,030,015
Total assets	$ 1,418,434,181	$ 1,409,348,072
LIABILITIES		
Current liabilities:		
Accounts payable and accrued liabilities	$ 14,864,509	$ 11,795,153
Due to other governmental agencies	11,074,286	2,220,636
Unearned revenue	6,151,055	7,988,040
Payable from restricted assets:		
Accounts payable and accrued liabilities	-	26
Accrued interest payable	21,039,889	18,126,993
Revenue bonds payable	29,985,000	29,285,000
Total current liabilities	83,114,739	69,415,848
Noncurrent liabilities:		
Compensated absences payable	690,091	867,334
Revenue bonds payable (net of unamortized costs)	807,675,133	838,206,447
Total noncurrent liabilities	808,365,224	839,073,781
Total liabilities	891,479,963	908,489,629
NET ASSETS		
Invested in capital assets, net of related debt	324,208,536	314,813,986
Restricted for:		
Debt service	105,051,118	106,663,864
Other purposes	16,037,853	17,104,752
Unrestricted	81,656,711	62,275,841
Total net assets	526,954,218	500,858,443
Total liabilities and net assets	$ 1,418,434,181	$ 1,409,348,072

See accompanying notes to financial statements.

ORANGE COUNTY CONVENTION CENTER
STATEMENTS OF REVENUES, EXPENSES
AND CHANGES IN NET ASSETS
for the years ended September 30, 2011 and 2010

	2011	2010
Operating revenues:		
Event services	$ 26,897,964	$ 22,418,771
Rentals	16,168,882	15,344,356
Vendor commissions	3,534,161	2,508,864
Forfeited deposits	418,518	647,061
Miscellaneous	1,088,560	1,424,085
Total operating revenues	48,108,085	42,343,137
Operating and maintenance expenses:		
Personal services	25,389,196	26,092,606
Contractual services	7,546,880	6,546,414
Materials and supplies	1,842,087	1,190,496
Utilities	11,773,655	11,545,592
Repairs and maintenance	6,923,842	5,240,011
Other expenses	5,887,277	5,890,308
Total operating and maintenance expenses	59,362,937	56,505,427
Operating loss before depreciation and amortization	(11,254,852)	(14,162,290)
Depreciation and amortization	31,523,389	31,078,902
Operating loss	(42,778,241)	(45,241,192)
Nonoperating revenues (expenses):		
Tourist development tax	175,854,576	147,757,970
Tax collection expense	(1,084,486)	(381,820)
Hotel surcharge	-	197,605
Payments to other agencies	(63,322,270)	(48,690,961)
Interest revenue	791,989	1,330,184
Interest expense and fiscal charges	(40,259,464)	(45,814,292)
Gain (loss) on disposal of assets	(376,950)	10,500
Amortization of bond issuance costs	(492,811)	(532,286)
Total net nonoperating revenues (expenses)	71,110,584	53,876,900
Income before transfers	28,332,343	8,635,708
Transfers out	(2,236,568)	(2,390,979)
Change in net assets	26,095,775	6,244,729
Total net assets, October 1, as restated	500,858,443	494,613,714
Total net assets, September 30, as restated	$ 526,954,218	$ 500,858,443

See accompanying notes to financial statements.

ORANGE COUNTY CONVENTION CENTER
STATEMENTS OF CASH FLOWS
for the years ended September 30, 2011 and 2010

	2011	2010
Cash flows from operating activities:		
Cash received from customers	$ 45,741,259	$ 41,406,281
Cash payments to suppliers for goods and services	(32,643,959)	(29,594,901)
Cash payments to employees for services	(25,554,102)	(26,024,715)
Other operating receipts	1,088,560	1,424,085
Program loans	276,050	249,283
Net cash used by operating activities	(11,092,192)	(12,539,967)
Cash flows from noncapital financing activities:		
Tourist development tax received	166,445,176	146,890,919
Payments to other agencies	(52,886,589)	(48,380,021)
Transfers out	(2,236,568)	(2,390,979)
Hotel surcharge revenue received	-	333,069
Tax collection fees paid	(1,084,486)	(381,820)
Net cash provided by noncapital financing activities	110,237,533	96,071,168
Cash flows from capital and related financing activities:		
Proceeds from sale of refunding revenue bonds	-	163,535,975
Payment into escrow for defeased debt	-	(166,871,219)
Acquisition and construction of capital assets	(10,654,017)	(10,505,931)
Principal paid on revenue bonds	(29,285,000)	(28,035,000)
Interest and fees paid on revenue bonds	(39,295,160)	(43,457,923)
Proceeds from disposition of assets	26,837	15,480
Net cash used by capital and related financing activities	(79,207,340)	(85,318,618)
Cash flows from investing activities:		
Purchase of investments	(107,537,462)	(106,797,949)
Proceeds from sale and maturity of investments	106,775,831	69,324,345
Interest on investments	959,844	1,404,801
Net cash provided (used) by investing activities	198,213	(36,068,803)
Net increase (decrease) in cash and cash equivalents	20,136,214	(37,856,220)
Cash and cash equivalents, October 1	139,721,421	177,577,641
Cash and cash equivalents, September 30	$ 159,857,635	$ 139,721,421
Classified as:		
Current assets	$ 90,384,485	$ 69,800,486
Current assets, restricted	53,039,034	51,890,032
Noncurrent assets, restricted	16,434,116	18,030,903
Total	$ 159,857,635	$ 139,721,421

See accompanying notes to financial statements.

Continued

ORANGE COUNTY CONVENTION CENTER
STATEMENTS OF CASH FLOWS, Continued
for the years ended September 30, 2011 and 2010

	2011	2010
Reconciliation of operating loss to net cash used by operating activities:		
Operating loss	$ (42,778,241)	$ (45,241,192)
Adjustments to reconcile operating loss to net cash used by operating activities:		
Depreciation and amortization	31,523,389	31,078,902
(Increase) decrease in assets:		
Accounts receivable	562,435	(737,870)
Allowance for doubtful accounts	(69,642)	35,895
Note receivable	276,050	249,283
Increase (decrease) in liabilities:		
Accounts payable and accrued liabilities	1,230,802	1,009,584
Unearned revenue	(1,836,985)	1,065,431
Total adjustments	31,686,049	32,701,225
Net cash used by operating activities	$ (11,092,192)	$ (12,539,967)

See accompanying notes to financial statements.

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Purpose:

The Orange County Convention Center (the Center) is owned and operated by the Orange County Board of County Commissioners, Orange County, Florida, an elected body (the Board). The Center serves as a multi-purpose facility designed for conventions, trade shows, exhibits, and other community activities. The Orange County Comptroller, an elected official, provides the accounting and financial reporting functions for the Center. The Center is accounted for as an enterprise fund of the Board.

The Center was formally dedicated and opened on February 26, 1983. The Phase II expansion was opened in January 1989. The Center opened the Phase III expansion in January 1996 and the Phase IV expansion in July 1996, completing the facility currently known as the West Complex. The construction of the North-South Complex (the Phase V expansion project) was completed in September 2003. Land has been purchased for future expansion of the Center.

Basis of Presentation:

The Center uses the enterprise fund concept of accounting. Enterprise funds account for operations that are financed and operated in a manner similar to private business enterprises where the intent is that expenses of services provided to customers, as well as depreciation, amortization, and interest, be recovered primarily through user charges.

Basis of Accounting:

The financial statements have been prepared on an accrual basis. Revenues are recognized when earned and expenses are recognized when incurred. In addition, the financial statements are prepared in conformity with accounting principles generally accepted in the United States of America. Pursuant to the election option made available by Governmental Accounting Standards Board (GASB) Statement No. 20, pronouncements of the Financial Accounting Standards Board (FASB) issued after November 30, 1989, are not applied in the preparation of the financial statements.

Budgetary Data:

Florida Statutes require the Board to adopt an annual budget for the Center on an accrual basis. Revenues and expenses are budgeted on a basis consistent with generally accepted accounting principles except that depreciation, amortization, noncash capital contributions, and gains/losses on the disposal of assets are not budgeted, capitalized net interest costs on funds borrowed to finance the construction of capital assets are budgeted as interest income and interest expense, capital outlays are budgeted as expense, and debt proceeds and

Continued

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

principal payments are respectively budgeted as revenue and expense. Beginning net assets and expenditure reserves are also included in the adopted budget. Encumbrance accounting, under which purchase orders are recorded as a reservation of available budget, is practiced during the year. At year end, outstanding encumbrances lapse and are not presented in the financial statements.

The annual budget is subject to amendment during the year. The County Administrator is authorized to approve transfers of appropriations between individual expense accounts. The Board, by motion, may approve transfers of appropriations between a reserve account and an expense account. The Board, by resolution recorded in the minutes, may add to the overall appropriations of the Center due to a financing source unanticipated when the original budget was adopted or due to increased revenues above the level contemplated in the original budget. Amendments to overall appropriations for any other reasons also require a public hearing prior to adoption. There were no amendments during the 2011 fiscal year that were extraordinary or unusual in cause or effect. During the 2010 fiscal year, the budget was increased by $165 million, due primarily to the issuance of bonds in September 2010.

<u>Cash and Cash Equivalents and Investments</u>:

The Center's cash and cash equivalents consist of cash on hand, demand and time deposits, and highly liquid investments (including restricted assets) with a maturity of 90 days or less when purchased. With the exception of cash and investment balances held for debt service requirements, the Center's cash balances are pooled with other funds of the County for investment purposes. The County investment pool allows all participating funds the ability to deposit and withdraw cash daily as needed, and therefore all balances representing participants' equity in the investments pool are classified as cash equivalents for purposes of these statements. Earnings from the pooled investments are allocated to the Center based on cash participation in the pool. All investments are stated at fair value. Investment fair values are based on quoted market prices, except for bankers' acceptances and commercial paper, which are based on accreted value. Mutual funds, which are SEC 2a-7 investment pools, are stated at share price which is substantially the same as fair value.

<u>Accounts Receivable and Revenue Recognition</u>:

Convention service revenues are recognized when earned, with an allowance for accounts considered to be uncollectible.

Continued

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

Restricted Assets:

The use of certain Center assets is restricted by specific provisions of bond indentures and agreements with various parties. Assets so designated are identified as restricted assets on the balance sheet. It is the Center's policy to first apply restricted assets when an expense is incurred for purposes for which both restricted and unrestricted net assets are available. Restricted assets are classified as noncurrent if they are for acquisition or construction of capital assets, for liquidation of long-term debts, or are for other than current operations.

Note Receivable:

On January 30, 2007, the Board entered into an agreement with Hilton-OCCC Hotel to provide a no interest loan in the amount of $2.2 million to Hilton-OCCC Hotel for the construction of an above-ground pedestrian access facility. The agreement provided for $1.1 million to be drawn upon issuance of a building permit for the access facility, with the remaining $1.1 million to be drawn upon substantial completion of the facility. Hilton-OCCC Hotel began repayment of the note upon commencement of operations. The entire amount is being repaid over a period not to exceed six years from the date of issuance of the Certificate of Occupancy for the Hilton-OCCC Hotel on August 25, 2009. As of September 30, 2011 and 2010, the amount of the note outstanding was $1.67 million and $1.95 million, respectively.

Capital Assets:

Capital assets are stated at cost when purchased or constructed, or at fair market value when donated to the Center. The Center capitalizes expenditures for additions and improvements. The thresholds for capitalization of assets range from $500 to $25,000, depending on the asset class. Expenses for maintenance and repairs are charged to operations. Projects under construction are retained in Construction in Progress and are transferred into Buildings and Improvements when placed in service. Provisions for depreciation are made using the straight-line method, based upon the following estimated useful lives of the assets:

Buildings	20-50 years
Improvements other than buildings	5-50 years
Machinery and equipment	3-10 years

In fiscal year 2000, the Board entered into an agreement with Orlando Utilities Commission (OUC) which called for ownership of certain chilled water air cooling equipment to be transferred from the Center to OUC. In return, OUC is providing reduced rates for electric service for 20 years. The Center records these rights as intangible capital assets to be amortized over the 20-year life of the agreement.

Continued

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

In October 2008, the Center and the Board's Environmental Protection Division developed a project in partnership with the State of Florida and OUC that resulted in Central Florida's first large-scale solar energy photovoltaic system (the "Project"). The roof of Phase V of the Center provided a unique opportunity for a photovoltaic system of this size. The Center provided approximately $4.3 million to the Project for the exclusive right to receive all the electricity generated by the Project at no cost. The Board holds all right, title, and interest in the Project facilities. The Center records this right as an intangible capital asset to be amortized over the 30-year anticipated life of the Project.

Accounts Payable and Accrued Liabilities:

Current liabilities reported as accounts payable and accrued liabilities were comprised of the following components at September 30:

	2011	2010
Due to vendors and other agencies	$ 12,276,574	$ 9,219,555
Salaries and benefits payable	2,587,935	2,575,598
	$ 14,864,509	$ 11,795,153

Unearned Revenue/Forfeited Deposits:

As the Center enters into contracts for rental of space for future events, certain amounts are collected in advance in order to secure the facility on the specified dates. These amounts are reported as unearned revenue until the event occurs, at which time operating revenue is recognized. If the lessee cancels the event, and the Center is unable to re-let the space, the amounts collected in advance are retained by the Center, and recognized as forfeited deposit revenue.

Obligation for Bond Arbitrage Rebate:

Pursuant to Section 148(f) of the U.S. Internal Revenue Code, the Center must rebate to the United States Government the excess of interest earned from the investment of certain debt proceeds and pledged revenues over the yield rate of the applicable debt. Arbitrage rebate, if any, is due and payable on each five-year anniversary of the respective debt issue. As of September 30, 2011 and 2010, the Center had no outstanding arbitrage liability.

Continued

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

Compensated Absences:

The Center accrues a liability, with a corresponding charge to current operations, for employees' rights to receive compensation for future absences to be subsequently taken or paid at point of employment termination in accordance with GASB Statement No. 16. The liability for compensated absences was $2,426,001 and $2,600,544 at September 30, 2011 and 2010, respectively. Of these amounts, $1,735,910 and $1,733,210, respectively, is expected to be paid out within one year and thus is included in current liabilities; the remainder is reported as noncurrent. The current portion is based on the average annual amount of leave charged over the preceding three years.

Operating and Nonoperating Revenues:

The Center reports as operating revenues all charges for services generated through rental of the facility, including hall and room rentals, fees for support services associated with events, and commissions from vendors. Other revenues, including tourist development taxes, interest revenue, and hotel surcharge revenue, are classified as nonoperating.

Capitalization of Interest:

As required by the interest topic of the FASB Accounting Standards Codification, the Center capitalizes net interest costs on funds used to finance the construction of capital assets. For the 2010 fiscal year, no interest cost was capitalized, because the net amount of interest costs on funds used to finance the construction of capital assets was immaterial. In conjunction with an increase in construction of capital assets in fiscal year 2011, the Center capitalized interest costs as follows:

	2011
Interest expense	$ 898,453
Amortization of bond issuance costs	11,017
Increase in construction in progress	$ 909,470

The total interest cost for the Center was $40,191,348 and $45,758,747 for the fiscal years ended September 30, 2011 and 2010, respectively.

Continued

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

Bond Amortization Costs:

Bond premium, discount, and costs associated with issuance of long-term debt are being amortized over the life of the debt using the interest method. Some of these costs are capitalized as noted above. Also, in accordance with GASB Statement No. 23, the difference between the reacquisition price and the net carrying amount of defeased debt in refunding transactions is being amortized over the shorter of the life of the old debt or the life of the new debt using the interest method. Amortization of bond issuance costs which is not capitalized is recorded as a non-operating expense, and amortization of bond premium and discount and the deferred amount on refunding which are not capitalized are recorded as components of interest expense. Amortization of these bond costs for the fiscal years ended September 30, 2011 and 2010 was as follows:

	2011	2010
Net amortization of bond discount (premium)	$ (5,261,322)	$ (2,684,020)
Amortization of issuance costs	492,811	532,286
Amortization of deferred amounts on refundings	4,234,143	4,134,134

Reclassifications:

Certain reclassifications have been made to the 2010 financial statements to conform to the 2011 presentation.

B. DEPOSIT AND INVESTMENT RISK

As of September 30, 2011 and 2010, the carrying value of the Center's deposits and investments, with their respective Standard & Poor's credit ratings, was as follows:

Investment Type	2011	2010	Credit Rating
Demand and time deposits	$ 11,307,824	$ 11,406,283	NA
Money market mutual funds	51,421,550	50,796,958	AAAm
U.S. Treasury Bills	72,655,710	71,974,700	NA
County investment pool:			
Money market mutual funds	14,206,429	6,677,080	AAAm
U.S. Treasury Bills	28,881,883	28,618,905	NA
U.S. Treasury Notes	54,039,949	42,222,195	NA
	$ 232,513,345	$ 211,696,121	

Continued

B. DEPOSIT AND INVESTMENT RISK, Continued

The Center deposits all cash and investments, with the exception of balances for debt service requirements, in the County's investment pool portfolio. Funds required to be provided for debt service are maintained by the Center separately from the pooled investments. Investment balances by type, included in the County's investment pool, are presented above based on the Center's proportionate share of the investment pool portfolio.

Credit Risk:

The Board's Investment Policy (Policy) limits credit risk by restricting authorized investments to the following: direct obligations of the U. S. Government or its agencies and instrumentalities, direct obligations of states and municipalities, repurchase agreements comprised of direct obligations of the U.S. Government or its instrumentalities, Florida PRIME administered by the Florida State Board of Administration, commercial paper, bankers' acceptances, and money market mutual funds (Money Markets). The Policy requires that investments in instrumentality debt be guaranteed by the full faith and credit of the U. S. Government sponsored agency, and that investments in Money Markets have a Standard & Poor's rating of AAAm or AAAg. Eligible Money Markets are limited to those comprised of direct obligations of the U.S. Government. For arbitrage compliance only, Money Markets may be comprised of state and local government taxable and tax-exempt debt.

Concentration of Credit Risk:

The Policy establishes limitations on portfolio composition, both by investment type and by issuer, in order to control concentration of credit risk. The Policy, which pertains to the overall portfolio of the Board and is not monitored at the individual fund level, provides that a maximum of 45% of the portfolio may be invested in instrumentalities, with a limit of 15% of the portfolio invested in any one issuer; and that a maximum of 15% of the portfolio may be invested in prime commercial paper, with a limit of 2.5% of the portfolio invested in any one issuer. As of September 30, 2011 and 2010, there are no concentrations of credit risk beyond the stated policy.

Custodial Credit Risk:

The Policy requires that bank deposits be secured as provided by Chapter 280, Florida Statutes. This law requires local governments to deposit funds only in financial institutions designated as qualified public depositories by the Chief Financial Officer of the State of Florida. The Center's bank deposits were fully secured by the FDIC under the Dodd-Frank Deposit Insurance provision, which provides unlimited FDIC insurance on non-interest bearing transaction accounts through December 31, 2012. At September 30, 2011 and 2010, all of the Center's bank deposits were in qualified public depositories.

The Policy requires execution of a third-party custodial safekeeping agreement for all purchased securities, and requires that securities be held in the Board's name. As of September 30, 2011 and 2010, all of the Center's investments were held in a bank's trust department in the Board's name.

Continued

B. DEPOSIT AND INVESTMENT RISK, Continued

Interest Rate Risk:

The Policy limits the investment of current operating funds to 13 months, and the investment of noncurrent operating funds to 60 months. Bond reserves, construction funds, and other nonoperating funds may be invested for up to 10 years, subject to bond covenants and liquidity needs.

The Center's investments had weighted average maturities of 12.5 months and 10.8 months at September 30, 2011 and 2010, respectively. The portfolio did not contain any callable securities as of September 30, 2011. The Money Markets have a weighted average maturity of not more than 60 days.

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C. RESTRICTED ASSETS

The use of certain Center assets is restricted by specific provisions of bond indentures and agreements with various parties. Restricted assets were as follows at September 30, 2011 and September 30, 2010.

	Cash and Cash Equivalents	Investments	Totals
September 30, 2011:			
Bond interest	$ 21,040,288	$ -	$ 21,040,288
Bond principal	29,985,000	-	29,985,000
Bond reserve	396,263	72,655,710	73,051,973
Sixth cent TDT	2,013,746	-	2,013,746
Hotel surcharge	16,037,853	-	16,037,853
Total restricted assets	69,473,150	72,655,710	142,128,860
Less: current portion	53,039,034	-	53,039,034
Restricted assets, noncurrent portion	$ 16,434,116	$ 72,655,710	$ 89,089,826
September 30, 2010:			
Bond interest	$ 20,236,737	$ -	$ 20,236,737
Bond principal	29,285,000	-	29,285,000
Bond reserve	926,125	71,974,700	72,900,825
Bond issuance costs	349,095	-	349,095
Sixth cent TDT	2,019,200	-	2,019,200
Hotel surcharge	17,104,778	-	17,104,778
Total restricted assets	69,920,935	71,974,700	141,895,635
Less: current portion	51,890,032	-	51,890,032
Restricted assets, noncurrent portion	$ 18,030,903	$ 71,974,700	$ 90,005,603

Continued

D. CAPITAL ASSETS

Capital asset activity for the years ended September 30, 2011 and 2010 was as follows:

	Balance 10/1/2010	Additions	Reductions	Balance 9/30/2011
Capital assets, not being depreciated:				
Land	$ 111,601,451	$ -	$ -	$ 111,601,451
Construction in progress	15,786,987	9,818,621	(5,163,914)	20,441,694
Total capital assets, not being depreciated	127,388,438	9,818,621	(5,163,914)	132,043,145
Capital assets, being depreciated/amortized:				
Buildings	1,329,694,937	4,137,795	-	1,333,832,732
Improvements other than buildings	47,130,724	801,053	-	47,931,777
Machinery and equipment	25,910,870	1,906,365	(1,178,427)	26,638,808
Intangible	8,094,291	-	-	8,094,291
Total capital assets, being depreciated/amortized	1,410,830,822	6,845,213	(1,178,427)	1,416,497,608
Less accumulated depreciation/amortization for:				
Buildings	(321,126,036)	(28,111,394)	-	(349,237,430)
Improvements other than buildings	(9,349,048)	(1,396,969)	-	(10,746,017)
Machinery and equipment	(21,502,783)	(1,681,680)	844,384	(22,340,079)
Intangible	(1,917,698)	(333,346)	-	(2,251,044)
Total accumulated depreciation/amortization	(353,895,565)	(31,523,389)	844,384	(384,574,570)
Total capital assets, being depreciated/amortized, net	1,056,935,257	(24,678,176)	(334,043)	1,031,923,038
Total Center capital assets, net	$ 1,184,323,695	$ (14,859,555)	$ (5,497,957)	$ 1,163,966,183

	Balance 10/1/2009	Additions	Reductions	Balance 9/30/2010
Capital assets, not being depreciated:				
Land	$ 111,601,451	$ -	$ -	$ 111,601,451
Construction in progress	8,279,408	8,806,890	(1,299,311)	15,786,987
Total capital assets, not being depreciated	119,880,859	8,806,890	(1,299,311)	127,388,438
Capital assets, being depreciated/amortized:				
Buildings	1,328,190,283	1,504,654	-	1,329,694,937
Improvements other than buildings	46,686,104	444,620	-	47,130,724
Machinery and equipment	25,405,166	1,446,845	(941,141)	25,910,870
Intangible	8,094,291	-	-	8,094,291
Total capital assets, being depreciated/amortized	1,408,375,844	3,396,119	(941,141)	1,410,830,822
Less accumulated depreciation/amortization for:				
Buildings	(293,024,827)	(28,101,209)	-	(321,126,036)
Improvements other than buildings	(7,998,007)	(1,351,041)	-	(9,349,048)
Machinery and equipment	(21,145,637)	(1,293,306)	936,160	(21,502,783)
Intangible	(1,584,352)	(333,346)	-	(1,917,698)
Total accumulated depreciation	(323,752,823)	(31,078,902)	936,160	(353,895,565)
Total capital assets, being depreciated, net	1,084,623,021	(27,682,783)	(4,981)	1,056,935,257
Total Center capital assets, net	$ 1,204,503,880	$ (18,875,893)	$ (1,304,292)	$ 1,184,323,695

Continued

E. CHANGES IN LONG-TERM LIABILITIES

A summary of the changes in long-term liabilities (current and noncurrent portions) of the Center for the years ended September 30, 2011 and 2010 is as follows:

	Balance 10/1/2010	Additions	Reductions	Balance 9/30/2011
Compensated absences payable	$ 2,600,544	$ 1,464,433	$ (1,638,976)	$ 2,426,001
Revenue bonds payable	892,950,000	-	(29,285,000)	863,665,000
Less unamortized costs:				
Bond premium/discount, net	43,168,393	-	(5,378,936)	37,789,457
Bond issuance costs	(6,586,231)	-	503,828	(6,082,403)
Deferred amount on refunding	(62,040,715)	-	4,328,794	(57,711,921)
Total revenue bonds payable, net of unamortized costs	867,491,447	-	(29,831,314)	837,660,133
Center long-term liabilities, including current portion	$ 870,091,991	$ 1,464,433	$ (31,470,290)	$ 840,086,134

	Balance 10/1/2009	Additions	Reductions	Balance 9/30/2010
Compensated absences payable	$ 2,633,673	$ 1,736,978	$ (1,770,107)	$ 2,600,544
Revenue bonds payable	938,955,000	144,395,000	(190,400,000)	892,950,000
Less unamortized costs:				
Bond premium/discount, net	24,715,729	19,140,974	(688,310)	43,168,393
Bond issuance costs	(8,212,529)	(520,924)	2,147,222	(6,586,231)
Deferred amount on refunding	(61,914,145)	(16,416,060)	16,289,490	(62,040,715)
Total revenue bonds payable, net of unamortized costs	893,544,055	146,598,990	(172,651,598)	867,491,447
Center long-term liabilities, including current portion	$ 896,177,728	$ 148,335,968	$ (174,421,705)	$ 870,091,991

F. REVENUE BONDS PAYABLE

On May 26, 1994, the Board issued $24,470,000 of Tourist Development Tax Refunding Revenue Bonds, Series 1994A to advance refund $23,010,000 of outstanding Tourist Development Tax Revenue Bonds, Series 1990 maturing October 1, 2006 and 2010, and to pay expenses of issuance of the Series 1994A Bonds. On June 6, 2000, the Board used $49,013,445 of cash available from fifth cent Tourist Development taxes, in part to defease $16,025,000 of outstanding Series 1994A Bonds across all remaining maturities.

The last outstanding maturity of Series 1994A Bonds was paid in full on October 1, 2010.

Continued

F. REVENUE BONDS PAYABLE, Continued

On December 14, 1998, the Board issued $177,890,000 of Tourist Development Tax Refunding Revenue Bonds, Series 1998A to refund on a current basis $24,795,000 of the outstanding Tourist Development Tax Revenue Bonds, Series 1986 maturing on October 1, 2016, and to advance refund $136,155,000 of the outstanding Tourist Development Tax Revenue Bonds, Series 1994B maturing on October 1, 2005-2010, 2014, and 2024, and to pay expenses of issuance of the Series 1998A Bonds. On September 1, 2009, the Board issued $83,405,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2009, in part to refund on a current basis all of the $43,630,000 of outstanding Series 1998A Bonds maturing on October 1, 2011-2018. On September 28, 2010, the Board issued $144,395,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2010, in part to refund on a current basis all of the $115,590,000 of outstanding Series 1998A Bonds maturing or subject to mandatory call on October 1, 2019-2024.

The last outstanding maturity of undefeased Series 1998A Bonds was paid in full on October 1, 2010.

On December 14, 1998, the Board issued $137,620,000 of Tourist Development Tax Revenue Bonds, Series 1998B to finance the purchase of land to be used for the Phase V and VI expansions of the Center, for site improvements and design costs for the Phase V expansion, for other capital improvements to the Center facilities, and to pay expenses of issuance of the Series 1998B Bonds. On September 1, 2009, the Board issued $83,405,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2009, in part to refund on a current basis all of the $45,300,000 of outstanding Series 1998B Bonds maturing on October 1, 2011-2018. On September 28, 2010, the Board issued $144,395,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2010, in part to refund on a current basis all of the $46,775,000 of outstanding Series 1998B Bonds maturing on October 1, 2019-2024.

The last outstanding maturity of undefeased Series 1998B Bonds was paid in full on October 1, 2010.

Continued

F. REVENUE BONDS PAYABLE, Continued

On April 17, 2002, the Board issued $216,460,000 of Tourist Development Tax Subordinate Revenue Bonds, Series 2002 to pay a portion of the costs of the Phase V expansion of the Center, and to pay expenses of issuance of the Series 2002 Bonds. On October 27, 2004, the Tourist Development Tax Subordinate Revenue Bonds, Series 2002, ascended to senior lien status, as the conditions specified in the bond indenture had been satisfied to allow this to occur. Effective at that time, the bonds took on parity status with the other currently outstanding Tourist Development Tax Bonds. Additionally, the name of the bonds was changed to “Tourist Development Tax Revenue Bonds, Series 2002,” to reflect the senior lien status. On June 6, 2006, the Board issued $73,435,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2006 to advance refund all of the $70,475,000 of outstanding Series 2002 Bonds maturing or subject to mandatory call on October 1, 2023, 2024, 2031, and 2032. On June 6, 2007, the Board issued $139,635,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2007 to advance refund all of the $136,380,000 of outstanding Series 2002 Bonds maturing on and after October 1, 2013.

The Series 2002 Bonds that remain outstanding are not subject to redemption prior to maturity.

On July 3, 2002, the Board issued $57,340,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2002A to refund on a current basis all of the $58,165,000 of outstanding Tourist Development Tax Refunding Revenue Bonds, Series 1992A maturing after October 1, 2002, and to pay expenses of issuance of the Series 2002A Bonds.

The Series 2002A Bonds are not subject to redemption prior to maturity.

On October 8, 2003, the Board issued $17,330,000 Tourist Development Tax Refunding Revenue Bonds, Series 2003A to advance refund all of the $15,780,000 of outstanding Tourist Development Tax Revenue Bonds, Series 1994B maturing on October 1, 2019, and to pay expenses of issuance of the Series 2003A Bonds.

Series 2003A Bonds maturing on or after October 1, 2014 are redeemable prior to their stated date of maturity, at the option of the Board, in whole or in part (by lot within maturities) on any date on or after October 1, 2013, at a redemption price equal to the principal amount plus accrued interest to the redemption date, with no redemption premium.

On May 10, 2005, the Board issued $238,285,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2005 to advance refund all of the $239,050,000 of outstanding Tourist Development Tax Revenue Bonds, Series 2000 maturing on and after October 1, 2010, to fund the Bond Reserve Account to the extent of the deficiency therein upon the issuance of the Series 2005 Bonds, and to pay expenses of issuance of the Series 2005 Bonds.

Continued

F. REVENUE BONDS PAYABLE, Continued

Series 2005 Bonds maturing on or after October 1, 2016 are redeemable prior to their stated date of maturity, at the option of the Board in whole or in part (by lot within maturities) on any date on or after October 1, 2015, at a redemption price equal to the principal amount plus accrued interest to the redemption date, with no redemption premium.

On June 6, 2006, the Board issued $73,435,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2006 to advance refund all of the $70,475,000 of outstanding Tourist Development Tax Revenue Bonds, Series 2002 maturing or subject to mandatory call on October 1, 2023, 2024, 2031, and 2032, and to pay expenses of issuance of the Series 2006 Bonds.

Series 2006 Bonds maturing on or after October 1, 2017 are redeemable prior to their stated date of maturity, at the option of the Board in whole or in part (by lot within maturities) on any date on or after October 1, 2016, at a redemption price equal to the principal amount plus accrued interest to the redemption date, with no redemption premium.

Series 2006 Term Bonds maturing on October 1, 2024 and 2030 are subject to mandatory redemption prior to maturity, by lot, at a redemption price equal to par plus accrued interest to the date of redemption on October 1 of each year, in the following principal amounts in the years specified:

Term Bonds Due October 1, 2024:

Year	Principal Amount
2023	$ 2,290,000
2024 (final maturity)	2,395,000

Term Bonds Due October 1, 2030:

Year	Principal Amount
2025	$ 125,000
2026	130,000
2027	135,000
2028	140,000
2029	145,000
2030 (final maturity)	155,000

Continued

F. REVENUE BONDS PAYABLE, Continued

On June 6, 2007, the Board issued $139,635,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2007 to advance refund all of the $136,380,000 of outstanding Tourist Development Tax Revenue Bonds, Series 2002 maturing on and after October 1, 2013, and to pay expenses of issuance of the Series 2007 Bonds.

Series 2007 Bonds maturing on or after October 1, 2018 are redeemable prior to their stated date of maturity, at the option of the Board in whole or in part (by lot within maturities) on any date on or after October 1, 2017, at a redemption price equal to the principal amount plus accrued interest to the redemption date, with no redemption premium.

On July 11, 2007, the Board issued $167,800,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2007A to refund on a current basis all of the $176,345,000 of outstanding Tourist Development Tax Refunding Revenue Bonds, Series 1997, and to pay expenses of issuance of the Series 2007A Bonds.

Series 2007A Bonds maturing on or after October 1, 2018 are redeemable prior to their stated date of maturity, at the option of the Board in whole or in part (by lot within maturities) on any date on or after October 1, 2017, at a redemption price equal to the principal amount plus accrued interest to the redemption date, with no redemption premium.

On September 1, 2009, the Board issued $83,405,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2009 to refund on a current basis all of the $43,630,000 of outstanding Tourist Development Tax Refunding Revenue Bonds, Series 1998A maturing on October 1, 2011-2018, and all of the $45,300,000 of outstanding Tourist Development Tax Revenue Bonds, Series 1998B maturing on October 1, 2011-2018, and to pay expenses of issuance of the Series 2009 Bonds.

The Series 2009 Bonds are not subject to redemption prior to maturity.

On September 28, 2010, the Board issued $144,395,000 of Tourist Development Tax Refunding Revenue Bonds, Series 2010 to refund on a current basis all of the $115,590,000 of outstanding Tourist Development Tax Refunding Revenue Bonds, Series 1998A maturing or subject to mandatory call on October 1, 2019-2024, and all of the $46,775,000 of outstanding Tourist Development Tax Revenue Bonds, Series 1998B maturing October 1, 2019-2024, and to pay expenses of issuance of the Series 2010 Bonds. As of the closing date, the current refunding transaction resulted in a cash flow savings of $23,253,923 over the life of the refunded maturities and a net present value debt service savings of $16,101,741 discounted at 3.7%.

The Series 2010 Bonds are not subject to redemption prior to maturity.

Continued

F. REVENUE BONDS PAYABLE, Continued

The following is a summary of revenue bonds payable as of September 30, 2011 and 2010:

	September 30	
	2011	2010
$24,470,000 Tourist Development Tax Refunding Revenue Bonds, Series 1994A:		
Serial bonds, due October 1, 2010 with semi-annual interest due at 5.90%	$ -	$ 1,530,000
$177,890,000 Tourist Development Tax Refunding Revenue Bonds, Series 1998A:		
Serial bonds, due October 1, 2010 with semi-annual interest due at 4.25%	-	2,900,000
$137,620,000 Tourist Development Tax Revenue Bonds, Series 1998B:		
Serial bonds, due October 1, 2010 with semi-annual interest due at 4.15%	-	4,635,000

Continued

F. REVENUE BONDS PAYABLE, Continued

	September 30 2011	September 30 2010
$216,460,000 Tourist Development Tax Revenue Bonds, Series 2002:		
Serial bonds, due October 1, from 2010 to 2012 with interest due semi-annually on April 1 and October 1, at 4.25% to 4.50%	$ 2,460,000	$ 3,610,000
Less: Unamortized bond premium/discount (net)	(589)	(1,811)
Unamortized bond issuance costs	(1,426)	(4,380)
Series 2002 Bonds payable net of unamortized costs	2,457,985	3,603,809
$57,340,000 Tourist Development Tax Refunding Revenue Bonds, Series 2002A:		
Serial bonds, due October 1, from 2010 to 2013 with interest due semi-annually on April 1 and October 1, at 5.375% to 5.50%	18,515,000	24,065,000
Unamortized bond premium	260,856	450,499
Unamortized bond issuance costs	(57,597)	(99,470)
Deferred amount on refunding	(257,341)	(444,427)
Series 2002A Bonds payable net of unamortized costs	18,460,918	23,971,602
$17,330,000 Tourist Development Tax Refunding Revenue Bonds, Series 2003A:		
Serial bonds, due October 1, from 2010 to 2019 with interest due semi-annually on April 1 and October 1, at 3.50% to 4.25%	16,535,000	16,655,000
Unamortized bond discount	(37,511)	(42,579)
Unamortized bond issuance costs	(239,673)	(272,061)
Deferred amount on refunding	(1,192,477)	(1,353,618)
Series 2003A Bonds payable net of unamortized costs	15,065,339	14,986,742

Continued

F. REVENUE BONDS PAYABLE, Continued

	September 30	
	2011	2010
$238,285,000 Tourist Development Tax Refunding Revenue Bonds, Series 2005:		
Serial bonds, due October 1, from 2010 to 2031 with interest due semi-annually on April 1 and October 1, at 4.25% to 5.00%	$ 227,100,000	$ 237,195,000
Unamortized bond premium	7,236,058	8,470,894
Unamortized bond issuance costs	(2,096,146)	(2,237,132)
Deferred amount on refunding	(11,947,406)	(12,750,985)
Series 2005 Bonds payable net of unamortized costs	220,292,506	230,677,777
$73,435,000 Tourist Development Tax Refunding Revenue Bonds, Series 2006:		
Serial bonds, due October 1, from 2010 to 2032 with interest due semi-annually on April 1 and October 1, at 3.70% to 5.00%	67,600,000	67,685,000
Term bonds, due October 1, 2024, with interest due semi-annually on April 1 and October 1, at 4.50%	4,685,000	4,685,000
Term bonds, due October 1, 2030, with interest due semi-annually on April 1 and October 1, at 4.625%	830,000	830,000
Series 2006 Bonds payable	73,115,000	73,200,000
Unamortized bond premium	277,308	289,846
Unamortized bond issuance costs	(690,327)	(709,736)
Deferred amount on refunding	(3,274,607)	(3,356,723)
Series 2006 Bonds payable net of unamortized costs	69,427,374	69,423,387

Continued

F. REVENUE BONDS PAYABLE, Continued

	September 30 2011	September 30 2010
$139,635,000 Tourist Development Tax Refunding Revenue Bonds, Series 2007:		
Serial bonds, due October 1, from 2010 to 2030 with interest due semi-annually on April 1 and October 1, at 4.00% to 4.75%	$ 139,015,000	$ 139,230,000
Unamortized bond premium	1,640,217	1,738,600
Unamortized bond issuance costs	(1,044,461)	(1,075,332)
Deferred amount on refunding	(8,893,916)	(9,262,560)
Series 2007 Bonds payable net of unamortized costs	130,716,840	130,630,708
$167,800,000 Tourist Development Tax Refunding Revenue Bonds, Series 2007A:		
Serial bonds, due October 1, from 2010 to 2021 with interest due semi-annually on April 1 and October 1, at 4.00% to 5.00%	159,125,000	162,130,000
Unamortized bond premium	5,819,642	6,788,431
Unamortized bond issuance costs	(1,034,965)	(1,149,757)
Deferred amount on refunding	(13,090,321)	(14,542,464)
Series 2007A Bonds payable net of unamortized costs	150,819,356	153,226,210

Continued

F. REVENUE BONDS PAYABLE, Continued

	September 30 2011	September 30 2010
$83,405,000 Tourist Development Tax Refunding Revenue Bonds, Series 2009:		
Serial bonds, due October 1 from 2011 to 2018 with interest due semi-annually on April 1 and October 1, at 4.00% to 5.00%	$ 83,405,000	$ 83,405,000
Unamortized bond premium	4,996,967	6,333,539
Unamortized bond issuance costs	(412,009)	(517,439)
Deferred amount on refunding	(3,116,414)	(3,913,878)
Series 2009 bonds payable net of unamortized costs	84,873,544	85,307,222
$144,395,000 Tourist Development Tax Refunding Revenue Bonds, Series 2010:		
Serial bonds, due October 1 from 2019 to 2024 with interest due semi-annually on April 1 and October 1, at 5.00%	144,395,000	144,395,000
Unamortized bond premium	17,596,509	19,140,974
Unamortized bond issuance costs	(505,799)	(520,924)
Deferred amount on refunding	(15,939,439)	(16,416,060)
Series 2010 bonds payable net of unamortized costs	145,546,271	146,598,990
Total revenue bonds payable net of unamortized costs	837,660,133	867,491,447
Less: Current portion (payable from restricted assets)	(29,985,000)	(29,285,000)
Revenue bonds payable, noncurrent portion	$ 807,675,133	$ 838,206,447

Continued

F. REVENUE BONDS PAYABLE, Continued

The total principal and interest remaining to be paid on all outstanding series of bonds was \$1,329,972,325 and \$1,398,484,370 as of September 30, 2011 and 2010, respectively. Principal and interest paid or defeased was \$68,512,045 and \$237,137,623, and total available pledged revenue was \$144,832,023 and \$121,484,085, respectively, for the fiscal years ended September 30, 2011 and 2010.

All series of Tourist Development Tax revenues bonds outstanding are payable on a parity basis solely from all available tourist development taxes, net operating revenues of the Center, investment earnings, pledged fifth cent tax proceeds, naming rights revenues, and moneys held in certain accounts established by the Bond Indenture. The Bond Indenture specifies the order of priority in which revenues (Tourist Development Tax Revenues, Pledged Fifth Cent Tax Proceeds, Operating Revenues, and Naming Rights Revenues) are to be deposited into these accounts. The purposes of the various accounts, in order of priority of monthly revenue transfers, are as follows (priorities established with regard to junior lien debt are omitted as past junior lien debt has ascended to parity status):

Tourist Development Tax Revenues (first four cents of levy):

Operating Revenue Account - Deposit an amount sufficient to cover an emergency payment, formally determined by the Board, required because of a temporary shortage of Gross Operating Revenues and needed for the payment of Priority Expenses of Operation, Maintenance and Promotion.

Principal and Interest Accounts - Deposit an amount on or before the 15th day of each month, together with amounts from the Pledged Fifth Cent Tax Fund, sufficient to satisfy the monthly debt service requirement for the bonds.

Bond Reserve Account - Deposit an amount sufficient to assure that the total of cash on deposit plus the amount available under the surety bond is not less than the maximum annual debt service requirement of \$72,724,074.

Rebate Account - Deposit an amount required to pay the rebate requirement on account of the bonds to the U.S. Treasury as required by applicable law.

Operating Revenue Account - Deposit an amount sufficient to remedy any deficiencies and to provide a 30-day operating reserve for operation, maintenance, and promotion expenses of the Center.

Continued

F. REVENUE BONDS PAYABLE, Continued

Renewal and Replacement Reserve Account - All pledged revenues remaining in the Enterprise Fund shall be deposited in the Renewal and Replacement Reserve Account for the purpose of: first, to remedy any deficiency in the Principal and Interest Accounts; second, to remedy any deficiency in the Bond Reserve Account; third, to pay expenses of operation, maintenance and promotion due to an insufficiency in the Operating Revenue Account; fourth, to repay any Supplemental Revenues with interest, so supplied; and fifth, to make such other payments as are designated in the Tourist Development Plan or otherwise approved by the Board.

Pledged Fifth Cent Tax Proceeds:

All pledged fifth cent Tourist Development Tax revenues shall be paid into the Pledged Fifth Cent Tax Fund, and shall be applied as follows: first, to the Principal and Interest Accounts to provide for the monthly debt service requirement for the bonds; second, to provide any requirement for principal or interest payment on the bonds prior to making such payment from the Bond Reserve Account; third, to remedy any deficiency in the Bond Reserve Account; and fourth, for any other lawful purpose.

Operating Revenues:

All gross operating revenues will be deposited into the Operating Revenue Account and will be applied as follows: first, to payment of Priority Expenses of Operation, Maintenance and Promotion; and second, to payment of any other budgeted expenses of the Center's operation. All remaining moneys will be applied as follows: first, to payment of monthly bond interest and principal requirements, if needed; second, to any required payment into the Bond Reserve Account; and third, for any other lawful purpose.

Naming Rights Revenues:

Moneys received from the sale of the right to name all or a portion of the Center shall be paid into the Naming Rights Revenue Account, to be applied as follows: first, to pay Priority Expenses of Operation, Maintenance and Promotion, if needed; second, to satisfy the monthly principal and interest debt service requirement; third, to remedy any deficiency in the Bond Reserve Account; and fourth, any moneys remaining shall be transferred to the Board's general fund.

Continued

F. REVENUE BONDS PAYABLE, Continued

Future principal and interest payments (in thousands) required on the Series 2002, Series 2002A, Series 2003A, Series 2005, Series 2006, Series 2007, Series 2007A, Series 2009, and Series 2010 Bonds are as follows as of September 30, 2011:

Bond Year Ending October 1	Principal	Interest	Total
2011	$ 29,985	$ 21,040	$ 51,025
2012	31,490	40,571	72,061
2013	33,090	38,978	72,068
2014	35,415	37,309	72,724
2015	37,125	35,595	72,720
2016-2020	210,640	149,232	359,872
2021-2025	235,460	92,910	328,370
2026-2030	168,900	44,690	213,590
2031-2032	81,560	5,982	87,542
Totals	$ 863,665	$ 466,307	$ 1,329,972

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Continued

F. REVENUE BONDS PAYABLE, Continued

The amount of defeased debt still outstanding, and not reported on the balance sheets, is as follows as of September 30, 2011 and 2010:

	Original Defeased Amount	September 30 2011	September 30 2010
Tourist Development Tax Revenue Bonds, Series 1980	$ 34,260,000	$ 10,880,000	$ 13,050,000
Tourist Development Tax Revenue Bonds, Series 1985	12,370,000	3,935,000	4,720,000
Tourist Development Tax Revenue Bonds, Series 1990	54,975,000	17,045,000	17,045,000
Tourist Development Tax Refunding Revenue Bonds, Series 1992A	71,745,000	3,970,000	5,140,000
Tourist Development Tax Refunding Revenue Bonds, Series 1994A	16,025,000	-	3,120,000
Tourist Development Tax Refunding Revenue Bonds, Series 1998A	159,220,000	-	115,590,000
Tourist Development Tax Revenue Bonds, Series 1998B	92,075,000	-	46,775,000
Tourist Development Tax Revenue Bonds, Series 2002	206,855,000	206,855,000	206,855,000
Totals	$ 647,525,000	$ 242,685,000	$ 412,295,000

Continued

G. RETIREMENT SYSTEM

Plan Description:

The Center's employees participate in the Florida Retirement System (FRS), administered by the Florida Department of Management Services. Employees elect participation in either the defined benefit plan ("Pension Plan"), a multiple-employer cost-sharing defined benefit retirement plan, or the defined contribution plan ("Investment Plan") under the FRS. As a general rule, membership in the FRS is compulsory for all employees working in a regularly established position for a state agency, county government, district school board, state university, community college, or a participating city or special district within the State of Florida. The FRS provides retirement and disability benefits, annual cost-of-living adjustments, and death benefits to plan members and beneficiaries. Benefits are established by Chapter 121, Florida Statutes, and Chapter 60S, Florida Administrative Code. Amendments to the law can be made only by an act of the Florida Legislature.

Benefits under the Pension Plan are computed on the basis of age, average final compensation, and service credit. For Pension Plan members enrolled before July 1, 2011, Regular class members who retire at or after age 62 with at least six years of credited service, or 30 years of service regardless of age are entitled to a retirement benefit payable monthly for life, equal to 1.6% of their final average compensation based on the five highest years of salary, for each year of credited service. Vested members with less than 30 years of service may retire before age 62 and receive reduced retirement benefits. Senior Management Service class members who retire at or after age 62 with at least six years of credited service or 30 years of service regardless of age are entitled to a retirement benefit payable monthly for life, equal to 2.0% of their final average compensation based on the five highest years of salary for each year of credited service. Substantial changes were made to the Pension Plan during fiscal year 2011 affecting new members enrolled on or after July 1, 2011 by extending the vesting requirement to eight years of credited service and increasing normal retirement to age 65 or 33 years of service regardless of age. Also, the final average compensation for these members will be based on the eight highest years of salary. A post-employment health insurance subsidy is also provided to eligible retired members through the FRS in accordance with Florida Statutes.

In addition to the above benefits, the FRS administers a Deferred Retirement Option Program (DROP). This program allows eligible members to defer receipt of monthly retirement benefit payments while continuing employment with a FRS employer for a period not to exceed 60 months after electing to participate. Deferred monthly benefits are held in the FRS Trust Fund and accrue interest.

Continued

G. RETIREMENT SYSTEM, Continued

For those members who elect participation in the Investment Plan rather than the Pension Plan, vesting occurs at one year of service. These participants receive a contribution for self-direction in an investment product with a third party administrator selected by the State Board of Administration.

The State of Florida annually issues a publicly available financial report that includes financial statements and required supplementary information for the FRS. The latest available report may be obtained by writing to the State of Florida Division of Retirement, Department of Management Services, P.O. Box 9000, Tallahassee, Florida 32715-9000, or from the website www.frs.state.fl.us.

Funding Policy:

Effective July 1, 2011, all enrolled members of the FRS, other than DROP participants, are required to contribute 3.0% of their salary to the FRS. In addition to member contributions, governmental employers are required to make contributions to the FRS based on state-wide contribution rates. These rates are updated as of July 1 of each year. The employer contribution rates by job class at September 30, 2011 were as follows: regular--4.91%; senior management--6.27%; and DROP participants--4.42%. The employer contribution rates by job class at September 30, 2010 were as follows: regular--10.77%; senior management--14.57%, and DROP participants--12.25%.

The Center contributed to the plan an amount equal to 9.63% and 10.27% of covered payroll during the fiscal years ended September 30, 2011 and 2010, respectively. Center contributions to the FRS for the fiscal years ending September 30, 2009 through 2011 were $1,740,410, $1,680,487 and $1,514,444, respectively, which were equal to the required contributions for each fiscal year. The Center has historically contributed amounts equal to required contributions and, therefore, does not have a pension asset or liability as determined in accordance with GASB Statement No. 27.

H. OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN

In addition to the pension benefits described in Note G, the Center offers an OPEB Plan that subsidizes the cost of health care for its retirees and eligible dependents. The OPEB Plan is reported in accordance with GASB Statement No's. 43 and 45. Employees of the Center with at least 10 years of combined service under the Center and/or any other Board department or any of five county officers (County Comptroller, Property Appraiser, Sheriff, Supervisor of Elections, Tax Collector) who retire and immediately begin receiving benefits from the Florida

Continued

H. OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN, Continued

Retirement System (FRS) are eligible to receive a monthly benefit of three dollars per year of service up to a maximum of $90 per month. If combined service is at least 20 years and receipt of FRS benefits is deferred to a later date, the monthly benefit may be vested for commencement at such deferral date. Additionally, employees of the Center who retire and immediately begin receiving benefits from the FRS have the option of continuing in the Board's health insurance plan at the same group rate as for active employees.

The Board has established the Orange County Retiree Health Care Benefit Trust (Trust) for the Board and the five county officers noted above and engages an actuarial firm to determine each participant's actuarially determined annual OPEB Cost (AOC) and unfunded obligation. Through its ownership of the Center, the Board's total AOC payment to the Trust includes an allocated contribution from the Center. For fiscal year 2011, the Center's AOC payment was $160,988, representing 1.02% of the Center's covered payroll amount of $15,733,454. For fiscal year 2010, the Center's AOC payment was $225,676 representing 1.38% of the Center's covered payroll amount of $16,368,984. A full presentation of the Trust and OPEB Plan assets, liabilities, funding status, and actuarial methods and assumptions is included in the Orange County, Florida Comprehensive Annual Financial Report.

I. INSURANCE COVERAGE

The Board maintains a self-insurance program that provides for coverage of substantially all risks. Various excess catastrophe insurance policies with a commercial carrier are also in force for claims exceeding the amount chargeable against the loss fund. The Center participated in the self-insurance program during fiscal years 2011 and 2010 at an annual cost of $2,678,504 and $3,088,912 respectively. There has been no claim settlements in excess of insurance coverage during the three fiscal years ended September 30, 2011.

J. TOURIST DEVELOPMENT TAX REVENUE

Pursuant to Section 125.0104, Florida Statutes, the County's Ordinance No. 78-7 enacted on March 16, 1978, as amended, and a referendum approved by the voters of the County, the Board levied the Tourist Development Tax effective May 1, 1978. The Tourist Development Tax was initially imposed at the rate of two percent of total rent paid for lease of any living quarters located in the County for a term of six months or less. Effective June 1, 1986, the Board increased the rate of the Tourist Development Tax to three percent, and effective October 1, 1989, the Board increased the rate to four percent. The tax was initially collected by the Florida Department of Revenue, but is currently collected and administered by the Orange County Comptroller in accordance with an ordinance adopted by the Board in October 1991. Pursuant to the original ordinance and bond covenants, the tax proceeds are applied as described in Note F.

Continued

J. TOURIST DEVELOPMENT TAX REVENUE, Continued

On December 13, 1994, the Board authorized the levy of an additional one percent of Tourist Development Tax effective February 1, 1995. Per Section 125.0104(3), Florida Statutes, the fifth cent was, at the time of levy by the Board, restricted for the purposes of the construction, reconstruction, or renovation of a professional sports franchise facility. The permitted purposes have since been broadened in the statute, and during the 2000 fiscal year, the Board adopted the Second Amended and Restated Indenture of Trust that, among other things, included the fifth cent tax revenues in the pledged revenues securing all Tourist Development Tax Revenue Bonds.

On July 18, 2006, the Board approved the levy of an additional one percent of Tourist Development Tax effective September 1, 2006, bringing the total levy to six percent. Section 125.0104(3), Florida Statutes, authorizes the levy of the additional one percent tax, the sixth cent, to fund certain purposes including debt service on bonds issued to finance the construction of, or reconstruction or renovation of, facilities for certain professional sports franchises, and the promotion of tourism. The sixth cent tax revenues are not pledged to the payment of any of the outstanding Tourist Development Tax revenue bonds. The Board fully dedicated the use of the sixth cent tax revenues for purposes of tourism promotion and a community events facility further described in Note L.

K. HOTEL SURCHARGE REVENUE

Pursuant to an agreement dated June 12, 1979, between the Board and Orlando Central Park, Inc., three hotel sites adjacent to the Center carry the requirement that any hotel built upon those sites is obligated to pay to the Center a revenue surcharge. The surcharge amount, a nonoperating revenue restricted in its use to the Convention Center site, is set at one percent of the hotel's gross rental revenues and is payable quarterly. All three of the designated sites were developed as hotels, and they remitted the surcharge to the Center on a quarterly basis through the end of the agreement on December 27, 2009.

L. PAYMENTS TO OTHER AGENCIES

The Board has committed to contribute $750,000 per year plus one-half of one cent of the Tourist Development Tax levy, plus an additional $7.3 million per year to the Orlando/Orange County Convention and Visitors Bureau, Inc., doing business as Visit Orlando (Visit Orlando), a not-for-profit corporation that is dedicated to promotion of local community tourist activities and facilities. Also, the Board has committed to pay Visit Orlando a portion of the sixth cent Tourist Development Tax from inception of its levy.

For the 2011 and 2010 fiscal years, the total contributions to Visit Orlando were $34,530,804 and $29,847,361, respectively. In addition, the Board contributed $274,000 and $272,500 in fiscal years 2011 and 2010, respectively, to other agencies for purposes of promoting tourism in Orange County in connection with various events.

Continued

L. PAYMENTS TO OTHER AGENCIES, Continued

On August 6, 2007, an Interlocal Agreement between the Board, the City of Orlando, and the City of Orlando Community Redevelopment Agency received final approval. The primary purpose of the Agreement is to provide certain Tourist Development Tax proceeds to the City for a portion of the funding needed for renovation of the Citrus Bowl and construction of a new Performing Arts Center and new Events Center. Total cost for all projects is anticipated to be $909 million. Based on specified criteria, a calculated portion of the first four cents levy of Tourist Development Taxes will be paid once each fiscal year to the City for the Citrus Bowl and Performing Arts Center projects from prior year actual tax proceeds, and a portion of sixth cent tax revenues will be paid on a monthly basis to the City for the Events Center project, designated to replace the Amway Arena. These payments are scheduled to be made for the earlier of 30 years or until the associated debt issued by the City is defeased or redeemed in full. For fiscal years 2011 and 2010, the monthly sixth cent tax revenue payments to the City of Orlando totaled $17,482,329 and $15,140,101, respectively. In fiscal year 2010, no payments from the first four cents levy were due to the City of Orlando. Due to an increase in Tourist Development Taxes in fiscal year 2011, a payment in the amount of $8,028,069 is due and is reflected as a current liability in the financial statements.

In 2002, the County created the Arts & Cultural Tourism Fund, a special revenue fund for the purpose of supporting tourism-related arts and cultural events and facilities. The specified revenue for this fund was transferred annually from a three percent portion of the first four cents of the Tourist Development Tax receipts. Beginning in fiscal year 2011, together with the restatement of fiscal year 2010 (see Note O), the County combined the Arts and Cultural Tourism Fund with the Convention Center Fund. For the 2011 and 2010 fiscal years, the total contributions to arts and cultural agencies were $3,007,068 and $3,430,999, respectively.

M. COMMITMENTS AND CONTINGENCIES

Outstanding commitments under operating and construction contracts for the Center total approximately $3.3 million and $5.1 million at September 30, 2011 and 2010, respectively.

The Center is a party in various lawsuits and other claims incidental to the ordinary course of its operation, some of which are covered by the Board's self-insurance program. While the results of litigation cannot be predicted with certainty, management believes the final outcome of such litigation will not have a material adverse effect on the Center's financial position.

N. TRANSFERS OUT

Beginning in fiscal year 2006, the Board authorized annual transfers to the General Fund for reimbursing the operation and maintenance expenses of the Orange County Regional History Center, up to an annual maximum funding amount initially set at $2,500,000, and subject to annual approval by the Board. Transfers of $2,236,568 and $2,390,979, respectively, were made in fiscal years 2011 and 2010 for this purpose.

Continued

O. RESTATEMENT

Concurrent with the Board's October 1, 2010 implementation of GASB Statement No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions*, the activities of the Arts and Cultural Tourism Fund, previously defined as a special revenue fund, were combined with the Center. Accordingly, the September 30, 2010 financial statements and notes have been restated to include the Arts and Cultural Tourism Fund fiscal year 2010 net loss from operations of $1,077,417 and the Arts and Cultural Tourism Fund's net assets of $2,991,929 and $4,069,346 at September 30, 2010 and October 1, 2009, respectively. The effect of the change in reporting on fiscal 2011 was to increase the change in net assets $7,991.

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SUPPLEMENTARY INFORMATION

ORANGE COUNTY CONVENTION CENTER
SCHEDULE OF BUDGETED REVENUES AND EXPENSES COMPARED TO ACTUAL
(NON-GAAP BUDGETARY BASIS*)
for the year ended September 30, 2011

	Budget	Actual
Operating revenues:		
Event services	$ 23,003,931	$ 26,897,964
Rentals	15,856,736	16,168,882
Vendor commissions	2,858,886	3,534,161
Forfeited deposits	-	418,518
Miscellaneous	782,650	1,088,560
Total operating revenues	42,502,203	48,108,085
Operating and maintenance expenses:		
Personal services	25,482,424	25,389,196
Contractual services	7,665,262	7,546,880
Materials and supplies	1,900,154	1,842,087
Utilities	11,789,904	11,773,655
Repairs and maintenance	7,227,578	6,923,842
Other expenses	6,353,088	5,887,277
Total operating and maintenance expenses	60,418,410	59,362,937
Operating loss, budgetary basis*	(17,916,207)	(11,254,852)
Nonoperating revenues (expenses):		
Tourist development tax	157,896,939	175,854,576
Tax collection expense	(1,094,548)	(1,084,486)
Payments to other agencies	(64,799,956)	(63,322,270)
Interest revenue	1,221,924	791,989
Interest expense and fiscal charges	(42,239,942)	(41,180,879)
Total net nonoperating revenues (expenses)	50,984,417	71,058,930
Income before transfers out, budgetary basis*	33,068,210	59,804,078
Transfers out	(2,446,206)	(2,236,568)
Change in net assets, budgetary basis*	$ 30,622,004	$ 57,567,510

*Budgetary basis, for purposes of this schedule, includes all budgeted items except for capital outlay, debt principal transactions, beginning net assets, and expenditure reserves.

ORANGE COUNTY CONVENTION CENTER
SCHEDULE OF BONDED DEBT AND INTEREST
September 30, 2011

BOND YEAR ENDING OCTOBER 1	TOURIST DEVELOPMENT TAX REVENUE BONDS SERIES 2002		TOURIST DEVELOPMENT TAX REFUNDING REVENUE BONDS SERIES 2002A		TOURIST DEVELOPMENT TAX REFUNDING REVENUE BONDS SERIES 2003A		TOURIST DEVELOPMENT TAX REFUNDING REVENUE BONDS SERIES 2005	
	PRINCIPAL	INTEREST	PRINCIPAL	INTEREST	PRINCIPAL	INTEREST	PRINCIPAL	INTEREST
2011	$ 1,200,000	$ 54,600 (a)	$ 5,845,000	$ 505,509 (a)	$ 125,000	$ 334,133 (a)	$ 10,340,000	$ 5,604,594 (a)
2012	1,260,000	56,700	6,165,000	696,850	130,000	663,890	10,850,000	10,692,187
2013	-	-	6,505,000	357,775	135,000	659,340	11,390,000	10,149,688
2014	-	-	-	-	140,000	654,480	8,570,000	9,580,188
2015	-	-	-	-	2,960,000	649,300	8,600,000	9,151,687
2016	-	-	-	-	3,070,000	534,600	11,730,000	8,721,688
2017	-	-	-	-	3,195,000	411,800	7,855,000	8,135,187
2018	-	-	-	-	3,320,000	284,000	8,245,000	7,742,438
2019	-	-	-	-	3,460,000	147,050	8,655,000	7,330,187
2020	-	-	-	-	-	-	9,085,000	6,897,438
2021	-	-	-	-	-	-	9,545,000	6,443,188
2022	-	-	-	-	-	-	9,230,000	5,965,937
2023	-	-	-	-	-	-	9,695,000	5,504,438
2024	-	-	-	-	-	-	10,110,000	5,092,400
2025	-	-	-	-	-	-	11,455,000	4,586,900
2026	-	-	-	-	-	-	12,025,000	4,014,150
2027	-	-	-	-	-	-	12,630,000	3,412,900
2028	-	-	-	-	-	-	13,265,000	2,781,400
2029	-	-	-	-	-	-	13,925,000	2,118,150
2030	-	-	-	-	-	-	14,620,000	1,421,900
2031	-	-	-	-	-	-	15,280,000	764,000
2032	-	-	-	-	-	-	-	-
Totals	$ 2,460,000	$ 111,300	$ 18,515,000	$ 1,560,134	$ 16,535,000	$ 4,338,593	$ 227,100,000	$ 126,110,645

(a) Represents semi-annual requirement only.

Continued

ORANGE COUNTY CONVENTION CENTER
SCHEDULE OF BONDED DEBT AND INTEREST, Continued
September 30, 2011

BOND YEAR ENDING OCTOBER 1	TOURIST DEVELOPMENT TAX REFUNDING REVENUE BONDS SERIES 2006		TOURIST DEVELOPMENT TAX REFUNDING REVENUE BONDS SERIES 2007		TOURIST DEVELOPMENT TAX REFUNDING REVENUE BONDS SERIES 2007A		TOURIST DEVELOPMENT TAX REFUNDING REVENUE BONDS SERIES 2009	
	PRINCIPAL	INTEREST	PRINCIPAL	INTEREST	PRINCIPAL	INTEREST	PRINCIPAL	INTEREST
2011	$ 90,000	$ 1,756,207 (a)	$ 225,000	$ 3,161,872 (a)	$ 5,170,000	$ 3,959,225 (a)	$ 6,990,000	$ 2,053,875 (a)
2012	90,000	3,509,038	230,000	6,314,744	5,430,000	7,659,950	7,335,000	3,758,250
2013	95,000	3,505,662	1,555,000	6,305,544	5,705,000	7,388,450	7,705,000	3,391,500
2014	100,000	3,501,863	1,620,000	6,243,343	7,560,000	7,103,200	17,425,000	3,006,250
2015	105,000	3,497,862	1,685,000	6,178,544	8,290,000	6,763,000	15,485,000	2,135,000
2016	105,000	3,493,663	1,750,000	6,111,143	6,010,000	6,348,500	16,260,000	1,360,750
2017	110,000	3,489,331	1,825,000	6,041,144	21,890,000	6,048,000	5,955,000	547,750
2018	115,000	3,484,656	1,900,000	5,968,143	22,990,000	4,953,500	6,250,000	250,000
2019	120,000	3,479,769	1,980,000	5,892,144	24,130,000	3,804,000	-	-
2020	125,000	3,474,669	2,060,000	5,812,943	25,345,000	2,597,500	-	-
2021	130,000	3,469,200	2,140,000	5,730,543	26,605,000	1,330,250	-	-
2022	135,000	3,463,513	2,235,000	5,642,269	-	-	-	-
2023	2,290,000 (b)	3,457,437	180,000	5,550,075	-	-	-	-
2024	2,395,000 (b)	3,354,388	190,000	5,542,425	-	-	-	-
2025	125,000 (c)	3,246,612	17,710,000	5,534,350	-	-	-	-
2026	130,000 (c)	3,240,831	18,530,000	4,737,400	-	-	-	-
2027	135,000 (c)	3,234,819	19,380,000	3,903,550	-	-	-	-
2028	140,000 (c)	3,228,575	20,275,000	3,031,450	-	-	-	-
2029	145,000 (c)	3,222,100	21,255,000	2,068,388	-	-	-	-
2030	155,000 (c)	3,215,394	22,290,000	1,058,775	-	-	-	-
2031	23,970,000	3,208,225	-	-	-	-	-	-
2032	42,310,000	2,009,725	-	-	-	-	-	-
Totals	$ 73,115,000	$ 71,543,539	$ 139,015,000	$ 100,828,789	$ 159,125,000	$ 57,955,575	$ 83,405,000	$ 16,503,375

(a) Represents semi-annual requirement only.
(b) Mandatory Redemption for $4,685,000 Term Bond due October 1, 2024.
(c) Mandatory Redemption for $830,000 Term Bond due October 1, 2030.

Continued

ORANGE COUNTY CONVENTION CENTER
SCHEDULE OF BONDED DEBT AND INTEREST, Continued
September 30, 2011

BOND YEAR ENDING OCTOBER 1	TOURIST DEVELOPMENT TAX REFUNDING REVENUE BONDS SERIES 2010 PRINCIPAL	INTEREST	ALL TOURIST DEVELOPMENT TAX REVENUE BONDS PRINCIPAL	INTEREST	TOTAL DEBT SERVICE
2011	$ -	$ 3,609,875 (a)	$ 29,985,000	$ 21,039,890 (a)	$ 51,024,890
2012	-	7,219,750	31,490,000	40,571,359	72,061,359
2013	-	7,219,750	33,090,000	38,977,709	72,067,709
2014	-	7,219,750	35,415,000	37,309,074	72,724,074 (d)
2015	-	7,219,750	37,125,000	35,595,143	72,720,143
2016	-	7,219,750	38,925,000	33,790,094	72,715,094
2017	-	7,219,750	40,830,000	31,892,962	72,722,962
2018	-	7,219,750	42,820,000	29,902,487	72,722,487
2019	4,580,000	7,219,750	42,925,000	27,872,900	70,797,900
2020	8,525,000	6,990,750	45,140,000	25,773,300	70,913,300
2021	8,955,000	6,564,500	47,375,000	23,537,681	70,912,681
2022	38,805,000	6,116,750	50,405,000	21,188,469	71,593,469
2023	40,750,000	4,176,500	52,915,000 (e)	18,688,450	71,603,450
2024	42,780,000	2,139,000	55,475,000 (e)	16,128,213	71,603,213
2025	-	-	29,290,000 (e)	13,367,862	42,657,862
2026	-	-	30,685,000 (e)	11,992,381	42,677,381
2027	-	-	32,145,000 (e)	10,551,269	42,696,269
2028	-	-	33,680,000 (e)	9,041,425	42,721,425
2029	-	-	35,325,000 (e)	7,408,638	42,733,638
2030	-	-	37,065,000 (e)	5,696,069	42,761,069
2031	-	-	39,250,000	3,972,225	43,222,225
2032	-	-	42,310,000	2,009,725	44,319,725
Totals	$ 144,395,000	$ 87,355,375	$ 863,665,000	$ 466,307,325	$ 1,329,972,325

(a) Represents semi-annual requirement only.
(d) Maximum annual debt service.
(e) Principal reflects mandatory redemption requirements for Series 2006 term bonds.

ORANGE COUNTY CONVENTION CENTER
GENERAL DEBT COVENANTS
for the year ended September 30, 2011
(Unaudited)

The following disclosures are required by the general covenants made in connection with the issuance of the bonds:

1. For the year ended September 30, 2011, the Orange County Comptroller collected $110,630,252 of pledged Tourist Development Tax proceeds (first four percent of levy), all of which was deposited into the Tourist Development Trust Fund. In addition, $27,657,564 of Fifth Cent Tax proceeds was collected and deposited into the Pledged Fifth Cent Tax Fund. Total collections of pledged tax proceeds were $138,287,816. Tourist Development Trust Funds are accounted for within the Center's financial statements.

2. Transfers of pledged tax proceeds from the Tourist Development Trust Fund and the Pledged Fifth Cent Tax Fund were made as follows:

Date Received	Amount Received	Interest Account	Principal Account	Operating Revenue Account
October 4, 2010	$ 9,243,054	$ 1,849,481	$ 2,498,750	$ 4,894,823
November 2, 2010	8,250,844	3,063,971	2,498,750	2,688,123
December 2, 2010	10,963,553	3,511,662	2,498,750	4,953,141
January 3, 2011	10,973,144	3,511,662	2,498,750	4,962,732
February 2, 2011	11,940,498	3,511,662	2,498,750	5,930,086
March 2, 2011	10,613,444	3,511,662	2,498,750	4,603,032
April 4, 2011	12,244,230	3,506,648	2,498,750	6,238,832
May 2, 2011	15,461,029	3,506,648	2,498,750	9,455,631
June 2, 2011	13,358,309	3,506,648	2,498,750	7,352,911
July 4, 2011	11,055,600	3,506,648	2,498,750	5,050,202
August 2, 2011	12,538,477	3,506,648	2,498,750	6,533,079
September 2, 2011	11,645,634	3,505,309	2,498,750	5,641,575
	$ 138,287,816	$ 39,998,649	$ 29,985,000	$ 68,304,167

Continued

3. Cash and Cash Equivalents and Investments Detail - Bond Indenture Accounts:

At September 30, 2011, the balances of the accounts created by the Bond Indenture, stated at fair value, were as follows:

Account	Cash and Cash Equivalents	Investments	Accrued Interest	Total
Tourist Development Trust	$ 7,676,321	$ -	$ -	$ 7,676,321
Pledged Fifth Cent Tax	1,919,080	-	-	1,919,080
Operating revenue	5,410,459	-	230,430	5,640,889
Bond interest	21,040,288	-	-	21,040,288
Bond principal	29,985,000	-	-	29,985,000
Bond reserve	396,263	72,655,710	-	73,051,973
Renewal and replacement reserve	71,813,520	-	-	71,813,520
Totals	$ 138,240,931	$ 72,655,710	$ 230,430	$ 211,127,071

At September 30, 2010, the balances of the accounts created by the Bond Indenture, stated at fair value, were as follows:

Account	Cash and Cash Equivalents	Investments	Accrued Interest	Total
Tourist Development Trust	$ 7,342,723	$ -	$ -	$ 7,342,723
Pledged Fifth Cent Tax	1,835,681	-	-	1,835,681
Operating revenue	7,291,519	-	244,590	7,536,109
Bond interest	20,236,737	-	-	20,236,737
Bond principal	29,285,000	-	-	29,285,000
Bond reserve	926,125	71,974,700	-	72,900,825
Bond issuance costs	349,095	-	-	349,095
Renewal and replacement reserve	51,989,335	-	-	51,989,335
Totals	$ 119,256,215	$ 71,974,700	$ 244,590	$ 191,475,505

During the 2011 and 2010 fiscal years, no funds were received which were required to be deposited to the Gifts, Grants and Other Income accounts. No restricted or unrestricted funds remained in this account as of September 30, 2011 or September 30, 2010.

Continued

4. Budget for Bond Indenture Accounts – 2011/2012 Fiscal Year:

Revenues:	
Operating revenues	$ 44,023,702
Tourist development tax revenues	135,070,961
Investment earnings-operating and debt service	1,608,319
	180,702,982
Less statutory deduction	(9,035,149)
Total revenues	171,667,833
Expenses and other disbursements:	
Operation and maintenance	64,324,558
Bond interest and fees	40,734,942
Bond principal	31,490,000
Total expenses and other disbursements	136,549,500
Excess of budgeted funds available for deposit to renewal and replacement reserve account	$ 35,118,333
Budgeted payments to other agencies and transfers to other funds from renewal and replacement reserve balance	$ 28,214,044

Note: The budget schedule itemized above excludes the revenues and expenditures associated with the levy of the sixth cent Tourist Development Tax. The sixth cent is not a part of the Bond Indenture and is not pledged to the repayment of the outstanding Tourist Development Tax Bonds.

Continued

5. Schedule of Insurance in Force:

Policy	Term/ Carrier	Coverage	Self-Insured Retention/ Deductible	Limits
Property	4/1/11-4/1/12 various	Flood, earthquake	$ 500,000	$ 50,000,000
		Named windstorm	2% of structure value	$ 100,000,000
		All other wind/hail	$ 500,000	$ 500,000,000
		All other risks - including terrorism	$ 500,000	$ 1,000,000,000
Excess Liability	4/1/11-4/1/12 Lexington	General liability, employers' and employee benefits liability, auto liability, and errors and omissions	$ 1,000,000	$ 10,000,000
		Employment practices	$ 1,000,000	$ 5,000,000
Workers' Compensation	4/1/11-4/1/12 Liberty Mutual Insurance Co.	Florida Workers' Compensation Act	$ 2,000,000	Statutory
		Employers' Liability		$ 2,000,000
Crime	4/1/11-4/1/12 Great American	Public dishonesty	$ 50,000	$ 2,000,000
		Forgery or alteration	$ 5,000	$ 100,000
		Theft, disappearance, or destruction	$ 50,000	$ 5,000,000
		Computer fraud	$ 50,000	$ 1,000,000
Boiler and Machinery	4/1/11-4/1/12 Travelers	Machinery breakdown	$ 50,000	$ 100,000,000
Environmental Liability	4/1/09-4/1/12 Illinois Union Insurance Co. (ACE)	Third party liability and on-site cleanup	$ 250,000	$ 10,000,000(a) $ 10,000,000(b)
Storage Tank Liability	4/1/11-4/1/12 Illinois Union Insurance Co. (ACE)	Third party liability, corrective action and clean-up costs	$ 50,000	$ 1,000,000

(a) Per occurrence
(b) In aggregate

Note: This schedule is provided to present summarized data for informational purposes regarding the Center's insurance coverage. As such, it should not be construed to represent a complete description of each policy.