Name of Redevelopment Agency: Orange Redevelopment Agency

Project Area(s) All

THIRD AMENDMENT TO ENFORCEABLE OBLIGATION PAYMENT SCHEDULE (revised January 24, 2012)

	Project Name / Debt Obligation	Payee	Description	Total Outstanding Debt or Obligation	Total Due During Fiscal Year	Aug-Dec 2011 Total	Payments by Month for 2012						
							Jan	Feb	Mar	Apr	May	Jun	Total
1)	1997 Tax Allocation Bonds Series A	US Bank	To fund Tustin St. Project Area	1,648,788	276,638	243,638		33,000					$ 33,000
2)	2003 Tax Allocation Bonds Series A	US Bank	To fund Orange Merged & Amended	54,197,884	3,429,481	2,577,072		852,410					$ 852,410
3)	2003 Tax Allocation Bonds Series B	US Bank	To fund Orange Merged & Amended	1,724,356	873,653	853,699		19,954					$ 19,954
4)	2008 Tax Allocation Bonds Series A	US Bank	To fund Orange Merged & Amended	55,697,625	2,044,663	1,361,481		683,182					$ 683,182
5)	2008 Tax Allocation Bonds Series B	US Bank	To fund Orange Merged & Amended	9,649,329	424,075	260,725		163,350					$ 163,350
6)	1997, 2003 A&B, and 2008 A&B Bonds	US Bank	Fiscal Agent Fees	128,875	9,013	3,300					5,713		$ 5,713
7)	Orange Police Facility C.O.P.	City of Orange	Reimbursement Agreement	4,115,340	1,031,875		70,715						$ 70,715
8)	Cooperation Agreement	City of Orange	North Orange parking lot acquisition	2,385,108	297,303						75,890		$ 75,890
9)	Cooperation Agreement	City of Orange	North Olive parking lot acquisition	1,783,258	222,283						56,740		$ 56,740
10)	Cooperation Agreement	City of Orange	West Chapman parking lot acquisition	8,626,512	1,075,292						274,479		$ 274,479
11)	Cooperation Agreement	City of Orange	Tustin/Chapman intersection widening	17,469	17,469	17,469	8,262						$ 8,262
12)	Cooperation Agreement	City of Orange	Tustin/Meats intersection	658,706	658,706		658,706						$ 658,706
13)	Cooperation Agreement	City of Orange	Main Street widening	1,447,740	1,447,740	1,157,015	76,330	96,589	40,000				$ 212,919
14)	Cooperation Agreement	City of Orange	Old Towne street light replacements	199,928	199,928		85,000	85,000	29,928				$ 199,928
15)	Cooperation Agreement	City of Orange	Street Maintenance - Industrial Areas	0	0								$ -
16)	Cooperation Agreement	City of Orange	Capital improvement & community facility projects	23,100,000	3,700,000		1,100,000					2,600,000	$ 3,700,000
17)	Loan Agreement	City of Orange	Grijalva Gymnasium	0	0								$ -
18)	Property tax/possessory interest tax	County of Orange	Sewer user fees for Agency owned property	19,000	19,000	13,344				5,000			$ 5,000
19)	Property Tax	County of Orange	Admin fee for collecting property tax	0	0								$ -
20)	Property tax/possessory interest tax	County of Orange	Far Horizons unsecured property tax	814	814	814							$ -
21)	Salaries and employee benefits	Various employees	Payroll costs	70,620,883	2,324,167	1,139,047	289,841	239,841	172,520	172,520	172,520	172,520	$ 1,219,762
22)	Administrative Costs for RDA	various vendors	Costs for maintaining Agency operations	90,039	90,039	7,786	13,709	13,709	13,709	13,709	13,709	13,708	$ 82,253
23)	Administrative Costs for RDA	various vendors	maintenance of Agency owned property	383,800	383,800	46,175	56,271	56,271	56,271	56,271	56,271	56,270	$ 337,625
24)	Administrative Costs for Housing	various vendors	Costs for maintaining Housing operations	23,843	23,843	3,347	3,416	3,416	3,416	3,416	3,416	3,416	$ 20,496
	Totals - This Page (1)			$ 236,495,454	$ 18,525,939	$ 7,681,565	$ 2,358,834	$ 2,243,306	$ 312,428	$ 247,500	$ 655,322	$ 2,842,498	$ 8,659,888

LEGEND FOR FUNDING SOURCE:	Jan - June 2012 TOTAL
A = Low/Moderate Income Housing Fund	$344,890
B = Bond proceeds	$3,390,764
C = Reserve balances	$0
D = Administrative Cost Allowance	$1,660,136
E = Redev Property Tax Trust Fund	$9,336,807
F = Other revenue sources	$361,764
TOTAL OBLIGATIONS (Jan- June 2012)	$15,094,361

Name of Redevelopment Agency: Orange Redevelopment Agency

Project Area(s) All

THIRD AMENDMENT TO ENFORCEABLE OBLIGATION PAYMENT SCHEDULE (revised January 24, 2012)

	Project Name / Debt Obligation	Payee	Description	Total Outstanding Debt or Obligation	Total Due During Fiscal Year	Aug-Dec 2011 Total	Payments by Month for 2012						
							Jan	Feb	Mar	Apr	May	Jun	Total
25)	Pass Through Agreement	Orange County General Fund	Pymts per Section 33401/33607.5/33607.7	36,113,476	891,652	302,088		445,826					$ 445,826
26)	Pass Through Agreement	Orange County Flood Control	Pymts per Section 33401/33607.5/33607.7	19,093,672	658,823	236,061		329,412					$ 329,412
27)	Statutory / Agreement Payments	County Harbor, Parks, & Beaches	Pymts per Section 33401/33607.5/33607.7	4,986,517	165,991	60,024		82,996					$ 82,996
28)	Pass Through Agreement	Orange Unified School District	Pymts per Section 33401/33607.5/33607.7	125,849,698	4,050,302	1,522,071		2,025,151					$ 2,025,151
29)	Statutory / Agreement Payments	Rancho Santiago Comm. College	Pymts per Section 33401/33607.5/33607.7	20,127,720	569,218	245,300		284,609					$ 284,609
30)	Statutory / Agreement Payments	OC Dept. of Education	Pymts per Section 33401/33607.5/33607.7	4,235,592	125,595	54,971		62,798					$ 62,798
31)	Statutory / Agreement Payments	OC Water District	Pymts per Section 33401/33607.5/33607.7	5,499,798	177,743	67,090		88,872					$ 88,872
32)	Statutory / Agreement Payments	OC Sanitation District #2	Pymts per Section 33401/33607.5/33607.7	7,768,619	242,377	94,046		121,189					$ 121,189
33)	Statutory / Agreement Payments	OC Sanitation District #7	Pymts per Section 33607.7	37,189	323	257							$ -
34)	Statutory / Agreement Payments	OC Transit Authority	Pymts per Section 33607.5/33607.7	432,475	8,079	3,742							$ -
35)	Statutory / Agreement Payments	OC Vector Control	Pymts per Section 33607.5/33607.7	172,666	2,938	1,489							$ -
36)	Statutory / Agreement Payments	OC Cemetary	Pymts per Section 33607.5/33607.7	77,484	1,469	665							$ -
37)	Statutory / Agreement Payments	City of Orange	Pymts per Section 33607.5/33607.7	14,389,137	214,466	177,290							$ -
38)	Pass Through Agreement	Anaheim City School District	Payments per Section 33401	5,025,000	136,612	81,524		68,306					$ 68,306
39)	Pass Through Agreement	Anaheim Union HS District	Payments per Section 33401	3,150,628	85,933	50,942		42,967					$ 42,967
40)	Pass Through Agreement	North OC Comm College District	Pymts per Section 33607.7	688,372	13,221	9,891							$ -
41)	Acquisition agreement	CHOCO Realty Corporation (CHOC H	Acquisition of public improvements	1,300,000	1,300,000		1,300,000						$ 1,300,000
42)	Affordable Housing Loan	Citrus Grove Apartments	Property acquisition & construction	120,866	120,866			120,866					$ 120,866
43)	Affordable Housing Loan	Serrano Woods	Property acquisition & construction	7,145,234	7,145,234	7,145,234							$ -
44)	HIP Grant - Chapman Ave.	Terminix	Fumigation	1,525	1,525								$ -
45)	HIP Grant - Lincoln Ave.	JK Construction, Dynamic Termite	Housing rehab and fumigation	5,000	5,000	3,805							$ -
46)	HIP Grants Other Prof & Consulting	various vendors	Lead testing, Credit reports, Property Inspections	1,459	1,459		122	122	122	122	122	122	$ 732
47)	HIP Loan and Grant - Center St.	DHI and Dynamic Termite	Housing rehab and fumigation	5,158	5,158								$ -
48)	HIP Loan - Palm Ave.	ASAP Contractor. Dynamic Termite	Housing rehab and fumigation	13,448	13,448	9,450							$ -
49)	HIP Loan - Mabury Ave.	ASAP Contractor. Dynamic Termite	Housing rehab and fumigation	18,473	18,473								$ -
50)	HIP Loans - Other Prof & Consulting	various vendors	Lead testing, Property Inspections	5,045	5,045		420	420	420	420	420	420	$ 2,520
51)	HIP Loans - Loan Processing Fees	various vendors	Title reports, Credit reports	5,531	5,531		461	461	461	461	461	461	$ 2,766
52)	Loan agreement	FHA LP	Hotel rehab loan	132,751	132,751	132,751							$ -
53)	Loan agreement	Wahoo's - 234 West Chapman LLC	Loan for seismic upgrade	500,000	500,000		500,000						$ 500,000
54)	Mobile Home Rental Assist Program	Livia Puma	Rental Assistance	6,238	6,238	2,079	520	520	520	520	520	520	$ 3,120
55)	Owner Participation Agreement	Southern Counties Oil Co.	Performance based financial assistance	18,000,000	3,302,158	994,533	707,625		750,000		850,000		$ 2,307,625
56)	Participation Agreement	Enterprise Car Sales	Agreement reimbursing for lease increases	192,898	32,405		32,405						$ 32,405
57)	Promissory Note	Orange City Mills	Promissory note based on performance	10,700,000	1,658,964	759,676			899,288				$ 899,288
58)	Property Acquisition	Simon Mills	Construction of public roadway	4,800,000	4,800,000	4,349,794	450,206						$ 450,206
59)	SBA Loan	Cypress Almond	Loan for commercial property improvement	21,135	21,135	17,564							$ -
60)	SBA Loan	Haven Gastropub	Loan for commercial property improvement	20,675	20,675		20,675						$ 20,675
61)	SBA Loan	Glen & Steven Nelson	Loan for commercial façade renovation	184,455	184,455	147,076	37,379						$ 37,379
	Totals - This Page (2)			$ 34,558,152	$ 10,658,781	$ 6,403,473	$ 1,748,810	$ 520	$ 1,649,808	$ 520	$ 850,520	$ 520	$ 4,250,698

Project Area(s) All

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	Project Name / Debt Obligation	Payee	Description	Outstanding Debt or Obligation	Total Due During Fiscal Year	Aug-Dec 2011 Total	Payments by Month for 2012						
							Jan	Feb	Mar	Apr	May	Jun	Total
62)	Consulting Services	Converse Consultants	Environmental studies	6,640	6,640	1,070	5,570						$ 5,570
63)	Consulting Services	Davidovitz & Bennett	Legal services for Yorba Park	30,000	30,000	12,170	17,832						$ 17,832
64)	ConsultingServices	Gregory Beam & Assoc	Legal services for Royer/Cask & Cleaver	2,072	2,072		2,072						$ 2,072
65)	Consulting Services	Griffin Structures, Inc.	Project mgmt for Metrolink Parking Project	129,445	58,866	4,866	9,000	9,000	9,000	9,000	9,000	9,000	$ 54,000
66)	Consulting Services	Hogel- Ireland	Community Outreach materials ("At A Glance")	246	246	246							$ -
67)	Consulting Services	Jeff Cole Productions	Video production services	9,879	9,879	1,080	1,000	1,000	6,799				$ 8,799
68)	Consulting Services	Jones Lang Lasalle	Real Estate feasibility analysis	9,499	9,499	6,303			3,196				$ 3,196
69)	Consulting Services	Kane Balmer & Berkman	Legal services for RDA & Housing projects	181,942	181,942	78,503	50,000	53,439					$ 103,439
70)	Consulting Services	LPA Inc	Design services for Metrolink Parking	1,862,417	310,347	10,347	50,000	50,000	50,000	50,000	50,000	50,000	$ 300,000
71)	Consulting Services	Pacific Real Estate Consultants	Appraisal services	36,400	36,400		10,000	10,000			10,000	6,400	$ 36,400
72)	Consulting Services	Park Center Realty Advisors	Appraisal services	30,000	30,000		10,000	10,000			10,000		$ 30,000
73)	Consulting Services	PKF Consulting	Ayres Hotel naming rights study	8,000	8,000	4,675							$ -
74)	Consulting Services	Reedcorp Engineering	Plaza electrical services	900	900		900						$ 900
75)	Consulting Services	Resch Polster & Berger	Attorney Services Agreement with Jeff Rabin	4,300	4,300	1,964	2,336						$ 2,336
76)	Consulting Services	Richards,Watson & Gershon	Legal services	956	956	956							$ -
77)	Consulting Services	Shulman Hodges & Bastian	Legal services for commercial loans	7,456	7,456		3,728			3,728			$ 7,456
78)	Consulting Services	Sierra Display	Street banner design & manufacturing	8,022	4,192		2,730				1,462		$ 4,192
79)	Consulting Services	Stephen Copenhaver	Financial analysis	30,000	15,000		5,000	5,000		5,000			$ 15,000
80)	Consulting Services	The Arroyo Group	Preparation of Santa Fe Depot Specific Plan	173,736	140,754					46,918	46,918	46,918	$ 140,754
81)	Consulting Services	Thielmann Engineers	Engineering services	40,850	40,850	21,270	10,000	9,580					$ 19,580
82)	Consulting Services	Tierra West Advisors	Financial analysis for RDA & Housing	47,777	47,777	46,279	1,498						$ 1,498
83)	Data subscription service	Core Logic	Win 2 Data data subscription service	8,500	8,500								$ -
84)	Data subscription service	HdL, Coren & Cone	HdL property tax database service - ED & Housing	15,580	15,580	3,895	11,685		2,077		2,077		$ 15,839
85)	Maintenance Services	CAM	Monthly maintenance of Agency owned property	58,313	58,313	24,295	4,859	4,859	4,859	4,859	4,859	4,859	$ 29,154
86)	Maintenance Services	CAM	As needed maint of Agency owned property	50,000	50,000	3,604	7,732	7,733	7,732	7,733	7,732	7,733	$ 46,395
87)	Maintenance Services	Nieves Landscape	Landscape maint of parking lots & Fire Prev bldg	8,884	8,884	746	1,356	1,356	1,356	1,356	1,356	1,356	$ 8,136
88)	Maintenance Services	West Coast Arborists	Tree trimming at Agency owned parking lots	9,033	9,033		4,517					4,516	$ 9,033
89)	Property management services	Preferred Real Estate Mgmt	Royer building monthly management services	6,900	6,900	2,875	575	575	575	575	575	575	$ 3,450
90)	Property management services	Preferred Real Estate Mgmt	Grand apts monthly management services	6,900	6,900	2,875	575	575	575	575	575	575	$ 3,450
91)	Property sublease	Samuel Franciosa	Lease & sublease agreement	57,902	57,902	38,863							$ -
92)	Weed abatement services	Pestmaster Services	Weed abatement of Agency- owned property	10,538	10,538		5,000	5,538					$ 10,538
93)	1997, 2003 A&B, and 2008 A&B Bonds	Willdan	Bond disclosure fee	23,250	5,250				5,250				$ 5,250
94)	Affordable housing mandate	Various Vendors	Affordable housing state law mandate	130,000,000	5,000,000								$ -

Totals - This Page (3)	$ 132,876,337	$ 6,183,876	$ 266,882	$ 217,965	$ 168,655	$ 91,419	$ 129,744	$ 144,554	$ 131,932	$ 884,269
Totals - Page 1	$ 236,495,454	$ 18,525,939	$ 7,681,565	$ 2,358,834	$ 2,243,306	$ 312,428	$ 247,500	$ 655,322	$ 2,842,498	$ 8,659,888
Totals - Page 2	$ 34,558,152	$ 10,658,781	$ 6,403,473	$ 1,748,810	$ 520	$ 1,649,808	$ 520	$ 850,520	$ 520	$ 4,250,698
Totals - All Pages	$ 403,929,943	$ 35,368,596	$ 14,351,920	$ 4,325,609	$ 2,412,481	$ 2,053,655	$ 377,764	$ 1,650,396	$ 2,974,950	$ 13,794,855