



Submission ID:EP636786  
02/28/2014 14:41:33

**CONTINUING DISCLOSURE (SUBMISSION STATUS: PUBLISHED)**

**FINANCIAL/OPERATING FILING (CUSIP-9 BASED)**

**Rule 15c2-12 Disclosure**

Annual Financial Information and Operating Data: March 1, 2014 Annual Issuer Disclosure Report, for the year ended 06/30/2013

**DOCUMENTS**

**Financial Operating Filing**

rad011r\_13.pdf posted 02/28/2014

**THE FOLLOWING ISSUERS ARE ASSOCIATED WITH THIS CONTINUING DISCLOSURE SUBMISSION:**

CUSIP-6	State	Issuer Name
839098	CA	SOUTH ORANGE CNTY CALIF PUB FING AUTH REASSMT REV

**THE FOLLOWING 17 SECURITIES HAVE BEEN PUBLISHED WITH THIS CONTINUING DISCLOSURE SUBMISSION:**

CUSIP-9	Maturity Date
839098AS9	09/02/2002
839098AT7	09/02/2003
839098AU4	09/02/2004
839098AV2	09/02/2005
839098AW0	09/02/2006
839098AX8	09/02/2007
839098AY6	09/02/2008
839098AZ3	09/02/2009
839098BA7	09/02/2010
839098BB5	09/02/2011
839098BC3	09/02/2012
839098BD1	09/02/2013
839098BE9	09/02/2014

839098BF6	09/02/2015
839098BG4	09/02/2016
839098BH2	09/02/2017
839098BJ8	09/02/2018

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**COUNTY OF ORANGE, CALIFORNIA  
SOUTH ORANGE COUNTY PUBLIC FINANCING AUTHORITY  
2001 REASSESSMENT REVENUE BONDS  
ANNUAL REPORT  
FOR  
FISCAL YEAR ENDED JUNE 30, 2013**

**Dated February 28, 2014**

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## ***Introduction***

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The County of Orange, California as agent of the South Orange County Public Financing Authority (the “Authority”) (the Issuer) hereby provides its annual report (the “Annual Report”) for the fiscal year ended June 30, 2013 in connection with the following Bonds:

**Bond Issue:**

1. South Orange County Public Financing Authority, 2001 Reassessment Revenue Bonds

**Annual Report:**

The Authority’s Annual Report required by the Continuing Disclosure Certificate (the “Disclosure Certificate”) dated August 1, 2001 with respect to the Bonds for the Fiscal Year ended June 30, 2013 is attached hereto.

**Other Matters:**

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

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## ***I. Audited Financial Statements***

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**(i) Audited Financial Statements for Fiscal Year Ended June 30, 2013.**

*While the financial statements of the County (which includes the Authority) for Fiscal Year ended June 30, 2013 have been incorporated herein by reference in order to comply with SEC Rule 15c2-12, the Bonds are a limited obligation of the Authority and neither the faith and credit nor the taxing power of the County is pledged to the payment of the Bonds. No income, receipts, funds (including the County General Fund) or moneys of the County are pledged to the repayment of the Bonds.*

The audited financial statements were filed with the Electronic Municipal Market Access (“EMMA”) website on January 30, 2014 pursuant to Section 4(c) of the Continuing Disclosure Certificate.

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## ***II. Bond Information and Account Balances***

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**(i) Principal amount of Bonds outstanding as of September 2, 2013.**

Principal amount of Bonds outstanding is \$4,041,994 after the payment of debt service due on September 2, 2013.

SOURCE: COUNTY OF ORANGE PUBLIC FINANCE ACCOUNTING.

**(ii) Balance in each fund under the Indenture as of September 2, 2013.**

<b>Fund</b>	<b>Balance <sup>(1)</sup></b>
Revenue Fund	\$66,352
Interest Fund	\$0
Principal Fund	\$0
Expense Fund	\$16,287
Redemption Fund	\$361,976
Proceeds Fund	\$0
Reserve Fund <sup>(2)</sup>	\$0
Local Obligation Fund	\$0
Rebate Fund	\$0
Prepayment Account	\$0

SOURCE: COUNTY OF ORANGE PUBLIC FINANCE ACCOUNTING.

<sup>(1)</sup> Adjusted for September 2, 2013 debt service payment that was made on September 3, 2013 (the next business day after a holiday).

<sup>(2)</sup> An insurance policy with a face amount of \$496,107.50 has been obtained in lieu of a cash reserve fund.

**(iii) The name and principal amount of any Additional Bonds issued by the Issuer and the date of issuance.**

Not applicable.

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### **III. Debt Service Coverage**

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- (i) An update of information in Tables 1 and 2 of the Official Statement based on information available from the last equalized assessment roll and the last levy of Reassessments preceding the date of the Annual Report.

**TABLE 1**  
**SOUTH ORANGE COUNTY PUBLIC FINANCING AUTHORITY**  
**REASSESSMENT REVENUE BONDS**  
**ESTIMATED DEBT SERVICE COVERAGE**  
**ON 1999 BONDS AND 2001 BONDS**

<b>Year Ending September 2</b>	<b>Local Obligation Revenues <sup>(1)</sup></b>	<b>Debt Service on 1999 and 2001 Bonds</b>	<b>Authority Bonds Coverage</b>	<b>Revenues from Developed Property <sup>(2)</sup></b>	<b>Coverage from Developed Property</b>
2014	\$3,226,241	\$2,948,200	109.4%	\$3,164,866	107.3%
2015	\$3,281,546	\$3,003,220	109.3%	\$3,219,119	107.2%
2016	\$3,291,544	\$3,000,125	109.7%	\$3,228,927	107.6%
2017	\$3,236,109	\$2,959,540	109.3%	\$3,174,547	107.3%
2018	\$2,609,829	\$2,387,660	109.3%	\$2,560,181	107.2%

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

- (1) Equal to the debt service on both the 1999 Local Obligations and the 2001 Local Obligations.
- (2) Developed property consists of (i) parcels on the 2013-14 County Assessor's Roll which have an assessed value for improvements greater than or equal to fifty percent (50%) of the total assessed value, or an assessed value for improvements greater than \$100,000 or (ii) are parcels for which a certificate of occupancy was issued as of September 30, 2013.



**UPDATE OF TABLE 2 IN THE OFFICIAL STATEMENT  
SOUTH ORANGE COUNTY PUBLIC FINANCING AUTHORITY  
2001 REASSESSMENT REVENUE BONDS  
ESTIMATED DEBT SERVICE COVERAGE**

<b>Year Ending September 2</b>	<b>Local Obligation Revenues <sup>(1)</sup></b>	<b>Debt Service on 2001 Bonds</b>	<b>Authority Bonds Coverage</b>	<b>Revenues from Developed Property <sup>(2)</sup></b>	<b>Coverage from Developed Property</b>
2014	\$1,044,091	\$947,350	110.2%	\$1,012,480	106.9%
2015	\$1,087,746	\$986,930	110.2%	\$1,054,814	106.9%
2016	\$1,093,569	\$992,215	110.2%	\$1,060,461	106.9%
2017	\$1,041,434	\$944,940	110.2%	\$1,009,904	106.9%
2018	\$415,929	\$377,460	110.2%	\$403,337	106.9%

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

<sup>(1)</sup> Equal to the debt service on the 2001 Local Obligations.

<sup>(2)</sup> Developed property consists of (i) parcels on the 2013-14 County Assessor's Roll which have an assessed value for improvements greater than or equal to fifty percent (50%) of the total assessed value, or an assessed value for improvements greater than \$100,000 or (ii) are parcels for which a certificate of occupancy was issued as of September 30, 2013.

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## ***IV. Development Status***

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- (i) **An update of information in Tables 4 and 8 of the Official Statement based on information available from the last equalized assessment roll and the last levy of Reassessments preceding the date of the Annual Report.**

**UPDATE OF TABLE 4 IN THE OFFICIAL STATEMENT  
COUNTY OF ORANGE  
REASSESSMENT DISTRICT NO. 99-1R  
DEVELOPMENT STATUS**

<b>Property Description</b>	<b>Number of Parcels <sup>(2)</sup></b>	<b>Fiscal Year 2013-2014 Assessed Values</b>	<b>Outstanding 1999 Reassessment Lien</b>	<b>Share of Overlapping Debt <sup>(3)</sup></b>	<b>Total Direct and Overlapping Debt</b>	<b>Estimated Assessed Value-to-Lien Ratio <sup>(4)</sup></b>
Developed Parcels <sup>(1)</sup>	1,454	\$2,093,740,083	\$8,982,936	\$32,762,647	\$41,745,583	50.15
Undeveloped Parcels	12	\$28,794,280	\$127,064	\$532,620	\$659,684	43.65
<b>Total</b>	<b>1,466</b>	<b>\$2,122,534,363</b>	<b>\$9,110,000</b>	<b>\$33,295,267</b>	<b>\$42,405,267</b>	<b>50.05</b>

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

- (1) Developed property consists of (i) parcels on the 2013-14 County Assessor's Roll which have an assessed value for improvements greater than or equal to fifty percent (50%) of the total assessed value, or an assessed value for improvements greater than \$100,000 or (ii) are parcels for which a certificate of occupancy was issued as of September 30, 2013.
- (2) Two parcels within Reassessment District No. 99-1R have prepaid their assessment lien.
- (3) The Overlapping Debt is comprised of debt issued by other public agencies and the Reassessment District ("RAD") No. 01-1R 2001 Reassessment Revenue Bonds for the portion of RAD No. 99-1R that overlaps RAD No. 01-1R.
- (4) Computed by dividing Fiscal Year 2013-14 Assessed Values column by the Total Direct and Overlapping Debt column.

**UPDATE OF TABLE 8 IN THE OFFICIAL STATEMENT  
COUNTY OF ORANGE  
REASSESSMENT DISTRICT NO. 01-1R  
DEVELOPMENT STATUS**

<b>Property Description</b>	<b>Number of Parcels</b>	<b>Fiscal Year 2013-2014 Assessed Values</b>	<b>Outstanding 2001 Reassessment Lien</b>	<b>Share of Overlapping Debt <sup>(2)</sup></b>	<b>Total Direct and Overlapping Debt</b>	<b>Estimated Assessed Value-to-Lien Ratio <sup>(3)</sup></b>
Developed Parcels <sup>(1)</sup>	1,020	\$1,243,856,817	\$3,913,195	\$20,725,113	\$24,638,308	50.48
Undeveloped Parcels	7	\$22,784,107	\$128,798	\$413,970	\$542,768	41.98
<b>Total</b>	<b>1,027</b>	<b>\$1,266,640,924</b>	<b>\$4,041,993</b>	<b>\$21,139,083</b>	<b>\$25,181,076</b>	<b>50.30</b>

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

- (1) Developed property consists of (i) parcels on the 2013-14 County Assessor's Roll which have an assessed value for improvements greater than or equal to fifty percent (50%) of the total assessed value, or an assessed value for improvements greater than \$100,000 or (ii) are parcels for which a certificate of occupancy was issued as of September 30, 2013.
- (2) The Overlapping Debt is comprised of debt issued by other public agencies and the portion of the 1999 Bonds secured by 1999 Reassessments on parcels within Reassessment District No. 01-1R.
- (3) Computed by dividing Fiscal Year 2013-14 Assessed Values column by the Total Direct and Overlapping Debt column.

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## V. Value-to-Lien Summary

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- (i) An update of information in Tables 5 and 9 of the Official Statement based on information available from the last equalized assessment roll and the last levy of Reassessments preceding the date of the Annual Report.

**UPDATE OF TABLE 5 IN THE OFFICIAL STATEMENT  
COUNTY OF ORANGE  
REASSESSMENT DISTRICT NO. 99-1R  
BREAKDOWN OF ESTIMATED ASSESSED VALUE-TO-LIEN RATIOS**

Value-to-Lien Category	Number of Parcels	2013-2014 Aggregate Assessed Value	Aggregate Overlapping Debt <sup>(1)</sup>	% of Aggregate Reassessment Lien <sup>(2)</sup>
100:1 and Above				
50:1 – 99.99:1	777	\$1,274,025,933	\$22,206,916	34.38%
30:1 – 49.99:1	661	\$813,055,722	\$18,727,720	57.83%
20:1 – 29.99:1	17	\$33,885,388	\$1,331,472	6.73%
10:1 – 19.99:1	7	\$1,567,320	\$102,680	0.76%
5:1 – 9.99:1	0			
3:1 – 4.99:1	0			
0:1 – 2.99:1	4	\$0	\$36,479	0.30%
<b>Total</b>	<b>1,466</b>	<b>\$2,122,534,363</b>	<b>\$42,405,267</b>	<b>100.00%</b>

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

<sup>(1)</sup> Amounts shown in this column include all direct and overlapping debt.

<sup>(2)</sup> Percentage calculated assuming only the RAD No. 99-1R liens.

**UPDATE OF TABLE 9 IN THE OFFICIAL STATEMENT  
COUNTY OF ORANGE  
REASSESSMENT DISTRICT NO. 01-1R  
BREAKDOWN OF ESTIMATED ASSESSED VALUE-TO-LIEN RATIOS**

<b>Value-to-Lien Category</b>	<b>Number of Parcels</b>	<b>2013-2014 Aggregate Assessed Value</b>	<b>Aggregate Overlapping Debt <sup>(1)</sup></b>	<b>% of Aggregate Reassessment Lien <sup>(2)</sup></b>
100:1 and Above				
50:1 – 99.99:1	709	\$876,876,414	\$14,985,256	36.84%
30:1 – 49.99:1	292	\$348,305,633	\$8,564,938	53.58%
20:1 – 29.99:1	22	\$41,458,877	\$1,594,403	9.35%
10:1 – 19.99:1	0			
5:1 – 9.99:1	0			
3:1 – 4.99:1	0			
0:1 – 2.99:1	4	\$0	\$36,479	0.23%
<b>Total</b>	<b>1,027</b>	<b>\$1,266,640,924</b>	<b>\$25,181,076</b>	<b>100.00%</b>

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

- (1) Amounts shown in this column include all direct and overlapping debt.  
(2) Percentage calculated assuming only the RAD No. 01-1R liens.

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## ***VI. Delinquency Summary***

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- (i) An update of information in Tables 6, 10 and 11 of the Official Statement based on information available from the last equalized assessment roll and the last levy of Reassessments preceding the date of the Annual Report; provided, however, that Tables 10 and 11 shall be combined to state a single delinquency rate for the Reassessment Districts beginning with Fiscal Year 2001-2002.

**UPDATED OF TABLE 6  
COUNTY OF ORANGE  
2001 REASSESSMENT REVENUE BONDS  
DELINQUENCY HISTORY FOR REASSESSMENT DISTRICT NO. 99-1R <sup>(1)</sup>**

<b>Fiscal Year Ending June 30</b>	<b>Total Special Assessment Levy</b>	<b>Total Special Assessment Delinquencies as of Fiscal Year End</b>	<b>Percent Delinquent</b>	<b>Current Special Assessment Delinquencies<sup>(2)</sup></b>	<b>Percent Delinquent</b>
2008-09	\$1,856,601	\$54,068	2.91%	\$240	0.01%
2009-10	\$1,968,163	\$47,417	2.41%	\$4,159	0.21%
2010-11	\$1,971,571	\$26,777	1.36%	\$4,286	0.22%
2011-12	\$1,712,786	\$29,814	1.74%	\$7,317	0.43%
2012-13	\$2,109,660	\$22,608	1.07%	\$11,653	0.55%

<sup>(1)</sup> Aggregate special assessment levies and delinquencies for Conversions 1, 2, and 3 of AD No. 88-1 and AD No. 92-1.

<sup>(2)</sup> As of February 7, 2014.

**UPDATE OF TABLES 10 AND 11  
COUNTY OF ORANGE  
REASSESSMENT DISTRICT NO. 01-1R  
DELINQUENCY HISTORY FOR PARCELS ORIGINALLY IN A.D. 88-1 AND 92-1 COMBINED <sup>(1)</sup>**

<b>Fiscal Year Ending June 30</b>	<b>Total Special Assessment Levy</b>	<b>Total Special Assessment Delinquencies as of Fiscal Year End</b>	<b>Percent Delinquent</b>	<b>Current Special Assessment Delinquencies<sup>(2)</sup></b>	<b>Percent Delinquent</b>
2008-09	\$1,421,823	\$49,675	3.49%	\$240	0.02%
2009-10	\$1,478,065	\$37,843	2.56%	\$4,159	0.28%
2010-11	\$1,462,216	\$15,907	1.09%	\$4,286	0.29%
2011-12	\$1,327,312	\$27,515	2.07%	\$4,740	0.36%
2012-13	\$1,397,068	\$13,386	0.96%	\$4,438	0.32%

<sup>(1)</sup> Aggregate special assessment levies and delinquencies for Conversions 4 and 5 of AD No. 88-1 and AD No. 92-1.

<sup>(2)</sup> As of February 7, 2014.

**(ii) Status of foreclosure proceedings.**

Not applicable.

## VII. Overlapping Debt Summary

- (i) An update of information in Tables 7 and 12 of the Official Statement based on information available from the last equalized assessment roll and the last levy of Reassessments preceding the date of the Annual Report.

**UPDATE OF TABLE 7 IN THE OFFICIAL STATEMENT  
COUNTY OF ORANGE  
REASSESSMENT DISTRICT NO. 99-1R  
OVERLAPPING DEBT STATEMENT**

<b>Overlapping District</b>	<b>Total Debt Outstanding</b>	<b>2013-2014 Total Levy</b>	<b>% of 2013-2014 Levy on Reassessment District</b>	<b>Reassessment District Share of Total Debt Outstanding</b>
County of Orange Newport Coast Reassessment District 01-1R <sup>(1)</sup>	\$4,041,992	\$932,346	20.97%	\$847,703
Metropolitan Water District <sup>(2)</sup>	\$165,085,000	\$94,962,540	0.08%	\$128,782
Irvine Ranch Water District <sup>(3)</sup>	\$73,431,000	\$3,337,189	12.07%	\$8,865,605
Newport Mesa Unified School District CFD No. 90-1 <sup>(4)</sup>	\$8,790,000	\$1,314,000	33.33%	\$2,929,452
Newport Mesa Unified School District 2000 and 2005 Election G.O. Bonds <sup>(5)</sup>	\$269,022,367	\$9,401,123	4.18%	\$11,244,827
Coast Community College District 2002 and 2012 Election G.O. Bonds <sup>(6)</sup>	\$578,120,608	\$29,502,617	1.61%	\$9,278,897
<b>Total</b>	<b>\$1,098,490,967</b>	<b>NA</b>	<b>NA</b>	<b>\$33,295,267</b>

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

- (1) Total debt outstanding as of September 30, 2013 and includes 2001 Limited Obligation Refunding Bonds.
- (2) Total debt outstanding as of September 4, 2013.
- (3) Total debt outstanding as of December 31, 2013 and includes Waterworks Bonds and Sewer Bonds issued by Irvine Ranch Water District ("IRWD") Improvement District Nos. 140, 161, 240 and 261.
- (4) Total debt outstanding as of December 31, 2013.
- (5) Total debt outstanding as of June 30, 2013 and includes Newport Mesa Unified School District (i) Series 2003, Series 2010 Refunding and Series 2012 Refunding of Election 2000 G.O. bonds and (ii) Series 2007 and Series 2011 of Election 2005 G.O. bonds.
- (6) Total debt outstanding as of June 30, 2013 and includes the outstanding Coast Community College District (i) Series 2003A and Series 2005 Refunding of Election 2002, G.O. bonds, (ii) Series 2006B and Series 2006C Election 2002, G.O. bonds, (iii) Series 2013A and Series 2013B Election 2012, G.O. bonds, and (iv) Series 2013A and Series 2013B Refunding of Series 2003A, Series 2005 Refunding of, and Series 2006B Election 2002, G.O. bonds.



**UPDATE OF TABLE 12 IN THE OFFICIAL STATEMENT  
COUNTY OF ORANGE  
REASSESSMENT DISTRICT NO. 01-1R  
OVERLAPPING DEBT STATEMENT**

<b>Overlapping District</b>	<b>Total Debt Outstanding</b>	<b>2013-2014 Total Levy</b>	<b>% of 2013-2014 Levy on Reassessment District</b>	<b>Reassessment District Share of Total Debt Outstanding</b>
County of Orange Newport Coast Reassessment District 99-1R <sup>(1)</sup>	\$9,110,000	\$1,975,386	26.95%	\$2,454,998
Metropolitan Water District <sup>(2)</sup>	\$165,085,000	\$94,962,540	0.05%	\$76,815
Irvine Ranch Water District <sup>(3)</sup>	\$73,431,000	\$3,337,189	7.38%	\$5,422,859
Newport Mesa Unified School District CFD No. 90-1 <sup>(4)</sup>	\$8,790,000	\$1,314,000	26.48%	\$2,327,371
Newport Mesa Unified School District 2000 and 2005 Election G.O. Bonds <sup>(5)</sup>	\$269,022,367	\$9,401,123	2.49%	\$6,707,245
Coast Community College District 2002 and 2012 Election G.O. Bonds <sup>(6)</sup>	\$578,120,608	\$29,502,617	0.72%	\$4,149,796
<b>Total</b>	<b>\$1,103,558,975</b>	<b>NA</b>	<b>NA</b>	<b>\$21,139,084</b>

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

- (1) Total debt outstanding as of September 30, 2013 and 1999 Limited Obligation Refunding Bonds.
- (2) Total debt outstanding as of September 4, 2013.
- (3) Total debt outstanding as of December 31, 2013 and includes Waterworks Bonds and Sewer Bonds issued by Irvine Ranch Water District ("IRWD") Improvement District Nos. 140, 161, 240 and 261.
- (4) Total debt outstanding as of December 31, 2013.
- (5) Total debt outstanding as of June 30, 2013 and includes Newport Mesa Unified School District (i) Series 2003, Series 2010 Refunding and Series 2012 Refunding of Election 2000 G.O. bonds and (ii) Series 2007 and Series 2011 of Election 2005 G.O. bonds.
- (6) Total debt outstanding as of June 30, 2013 and includes the outstanding Coast Community College District (i) Series 2003A and Series 2005 Refunding of Election 2002, G.O. bonds, (ii) Series 2006B and Series 2006C Election 2002, G.O. bonds, (iii) Series 2013A and Series 2013B Election 2012, G.O. bonds, and (iv) Series 2013A and Series 2013B Refunding of Series 2003A, Series 2005 Refunding of, and Series 2006B Election 2002, G.O. bonds.

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## ***VIII. Additional Information***

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- (i) Any information not already included under (i) through (v) above that the issuer is required to file in its annual reports to the California Debt and Investment Advisory Committee pursuant to the provisions of the Marks-Roos Local Bond Pooling Act.**

Not applicable.

[http://127.0.0.1/resources/clients/orange county/admin/12\\_13/cont disc/rad\\_011r/rad011r\\_12.doc](http://127.0.0.1/resources/clients/orange%20county/admin/12_13/cont%20disc/rad_011r/rad011r_12.doc)