



CONTINUING DISCLOSURE (SUBMISSION STATUS: PUBLISHED)

FINANCIAL/OPERATING FILING (CUSIP-9 BASED)

Rule 15c2-12 Disclosure

Annual Financial Information and Operating Data: SOCPFA 1998 Series A - Cont Disclosure, for the year ended 06/30/2013

DOCUMENTS

 **Financial Operating Filing**

Cont Disc SOCPFA 1998A Series - 2013 FINAL.pdf posted 02/28/2014

THE FOLLOWING ISSUERS ARE ASSOCIATED WITH THIS CONTINUING DISCLOSURE SUBMISSION:

CUSIP-6	State	Issuer Name
839100	CA	SOUTH ORANGE CNTY CALIF PUB FING AUTH SPL TAX REV

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

CUSIP-9	Maturity Date
839100CV4	08/15/1998
839100CW2	08/15/1999
839100CX0	08/15/2000
839100CY8	08/15/2001
839100CZ5	08/15/2002
839100DA9	08/15/2003
839100DB7	08/15/2004
839100DC5	08/15/2005
839100DD3	08/15/2006
839100DE1	08/15/2007

839100DF8	08/15/2008
839100DG6	08/15/2009
839100DH4	08/15/2010
839100DJ0	08/15/2011
839100DK7	08/15/2012
839100DL5	08/15/2013
839100DM3	08/15/2016

Issuer's Contact Information

Company: County of Orange
Name: LAURIE SACHAR
Address: 333 W. SANTA ANA BLVD.
City, State Zip: SANTA ANA, CA 92701
Phone Number: 7148346009
Email: laurie.sachar@ocgov.com

Obligor's Contact Information

**FINAL REPORT
BONDS WERE FULLY REDEEMED PURSUANT TO NOTICE FILED IN
EMMA ON JULY 16, 2013**

**COUNTY OF ORANGE, CALIFORNIA
SOUTH ORANGE COUNTY PUBLIC FINANCING AUTHORITY
SPECIAL TAX REVENUE BONDS
1998 SERIES A (PORTOLA HILLS/LOMAS LAGUNA)
ANNUAL REPORT
FOR
FISCAL YEAR ENDED JUNE 30, 2013**

Dated February 28, 2014

Prepared at the direction of and on behalf of:

County of Orange
10 Civic Center Plaza, Third Floor
Santa Ana, CA 92701-4062

Prepared by:

David Taussig & Associates, Inc.
5000 Birch Street, Suite 6000
Newport Beach, CA 92660

County of Orange, California
South Orange County Public Financing Authority
Special Tax Revenue Bonds
1998 Series A (Portola Hills/Lomas Laguna)
Annual Report
For Fiscal Year Ended June 30, 2013

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ATTACHMENTS

Attachment A – Annual Report to the California Debt and Investment Advisory Commission

INTRODUCTION

The South Orange County Public Financing Authority (the “Authority”) 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 Special Tax Revenue Bonds, 1998 Series A (Portola Hills/Lomas Laguna)

Annual Report:

The Authority’s Annual Report required by the Continuing Disclosure Certificate (the “Disclosure Certificate”) dated June 30, 1998 with respect to the Bonds for the Fiscal Year ended June 30, 2013 are to be submitted separately pursuant to Section 4.a of the Continuing Disclosure Agreement.

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.

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.

SECTION A

1. Audited Financial Statements for Fiscal Year Ended June 30, 2013.

The Audited Financial Statements are to be submitted separately pursuant to Section 4.a of the Continuing Disclosure Agreement.

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.

2. Principal amount of Bonds outstanding as of June 30, 2013.

The principal amount outstanding as of June 30, 2013 was \$4,870,000.

3. Balance in each fund under the Indenture as of June 30, 2013.

South Orange County Public Financing Authority Series 1998A (CFD No. 87-2 and CFD NO. 88-2) Account Balances as of June 30, 2013			
Authority Funds¹			
	Purchase Fund	Revenue Fund	Surplus Fund
Authority	\$0	\$0	\$0
Local Obligation Funds			
	Reserve Fund		
CFD No. 87-2	\$2,365,218		
CFD No. 88-2	\$174,346		

Source: County of Orange Public Finance Accounting

¹ Cost of Issuance and Rebate Funds have been close and have therefore been excluded.

SECTION B

1. An update of information in the Official Statement under the caption “Security for the Bonds - Estimated Value-to-Lien Ratios” and “Estimated Revenues and Debt Service Coverage” based on information available from the last equalized assessment roll and the last Special Tax levy preceding the date of the Annual Report.

“Security of the Bonds - Estimated Value-to-Lien Ratios”

Update to “General” Section

The total assessed value of all taxable property in the Districts, as of January 1, 2013, was \$733,570,052. The total estimated direct and overlapping debt for all property in the Districts, including the local obligations, as of the date of the Annual Report, was \$10,491,560. Thus, the total overall value-to-lien ratio for property in the Districts is approximately 69.92 to 1.

Table 3 - Estimated Value-to-Lien Ratios

Table 3 South Orange County Public Financing Authority Series 1998A (CFD No. 87-2 and CFD No. 88-2) Estimated Value to Lien Ratio for Fiscal Year 2013-14			
Development Status²	Assessed Value³	Direct and Overlapping Debt	Estimated Value to Lien Ratio
CFD NO. 87-2			
Developed Property			
Village Property ⁴	\$0	\$0	0.00
Non-Village Property	\$588,072,357	\$6,638,213	88.59
Undeveloped Property			
Village Property	\$7,123,220	\$1,612,840	4.42
Non-Village Property	<u>\$7,325,692</u>	<u>\$1,540,309</u>	<u>4.76</u>
Total	\$602,521,269	\$9,791,362	61.54
CFD NO. 88-2			
Developed Property	\$131,048,783	\$700,198	187.16
<u>Undeveloped Property</u>	<u>\$0</u>	<u>\$0</u>	<u>0.00</u>
Total	\$131,048,783	\$700,198	187.16

Sources: Metropolitan Water District, Irvine Ranch Water District, Trabuco Canyon Water District, Moulton Niguel Water District, Saddleback Valley Unified School District, County of Orange Auditor-Controller FY 2013-2014 Tax Ledger, and County of Orange 2013-2014 Assessor's Roll. All information was compiled by David Taussig & Associates, Inc. and used to calculate the Estimated Value to Lien Ratio.

² As of March 1, 2013. Village Property includes property listed on the County of Orange 2013-2014 Assessor's Roll as being owned by Baldwin Builders, NM Homes, USA Petroleum, and USA Portola Properties.

³ Assessed values are calculated using gross assessed value for all parcels that are subject to the special tax, as shown on the County of Orange 2013-2014 Assessor's Roll.

⁴ Village Property includes property listed as owned by Baldwin Builders, NM Homes, USA Petroleum, and USA Portola Properties.

Table 7 - Estimated Debt Service Coverage on CFD 87-2

Table 7 South Orange County Public Financing Authority Series 1998A (CFD No. 87-2 and CFD No. 88-2) Estimated Debt Service Coverage Local Obligations From Maximum Special Taxes						
Bond Year Ending August 15	Estimated Maximum Special Tax Revenues⁵			Local Obligation Debt Service	Estimated Local Obligations Debt Service Coverage	
	Developed Property	Undeveloped Property	Total		Total	Developed Property
2014	\$3,523,812	\$1,384,035	\$4,907,847	\$910,250	539.2%	387.1%
2015	\$3,647,146	\$1,384,035	\$5,031,181	\$880,750	571.2%	414.1%
2016	\$3,774,796	\$1,384,035	\$5,158,831	\$855,750	602.8%	441.1%

Source: David Taussig & Associates, Inc.

Table 8 - Estimated Debt Service Coverage on CFD 87-2, Non-Village Property

Table 8 South Orange County Public Financing Authority Series 1998A (CFD No. 87-2 and CFD No. 88-2) Estimated Debt Service Coverage Local Obligations From Maximum Special Taxes						
Bond Year Ending August 15	Estimated Maximum Special Tax Revenues⁵			Local Obligation Debt Service	Estimated Local Obligations Debt Service Coverage	
	Developed Property	Undeveloped Property	Total		Total	Developed Property
2014	\$3,523,812	\$651,495	\$4,175,307	\$910,250	458.7%	387.1%
2015	\$3,647,146	\$651,495	\$4,298,641	\$880,750	488.1%	414.1%
2016	\$3,774,796	\$651,495	\$4,426,291	\$855,750	517.2%	441.1%

Source: David Taussig & Associates, Inc.

⁵ Based upon development status as of March 1, 2013, assuming no further development, escalated 3.5% per year. Assumes no Backup Special Tax.

Table 9 - Estimated Debt Service Coverage on CFD 88-2

Table 9 South Orange County Public Financing Authority Series 1998A (CFD No. 87-2 and CFD No. 88-2) Estimated Debt Service Coverage Local Obligations from Maximum Special Taxes					
Bond Year Ending August 15	Estimated Maximum Special Tax Revenues⁶			Local Obligation Debt Service	Estimated Local Obligations Debt Service Coverage
	Developed Property	Undeveloped Property	Total		
2014	\$1,161,585	\$0	\$1,161,585	\$183,750	632.2%

Source: David Taussig & Associates, Inc.

2. An update of Tables in the Official Statement under the caption “The Community Facilities Districts”.

Table 10 - Major Taxpayers CFD 87-2

Table 10 is omitted because there are sufficient funds deposited with the trustee to pay debt service on the CFD No. 87-2 local obligations and therefore no special taxes were levied in CFD No. 87-2 for FY 2013-14.

⁶ Based upon development status as of March 1, 2013, assuming no further development, escalated 3.5% per year. Assumes no Backup Special Tax.

Table 11 - Special Tax Generating Ability of CFD 87-2

Table 11 South Orange County Public Financing Authority Series 1998A (CFD No. 87-2 and CFD No. 88-2) Special Tax Generating Ability for Fiscal Year 2013-14				
Property Classification⁷	Actual Special Tax Levy⁸	Percent of Actual Special Tax Levy	Maximum Special Tax Levy	Percent of Maximum Special Tax Levy
Developed Property	\$0.00	0.00%	\$3,523,812.44	71.80%
Undeveloped Property	\$0.00	0.00%	\$1,384,035.00	28.20%
Total	\$0.00	0.00%	\$4,907,847.44	100.00%

Source: David Taussig & Associates, Inc

Table 12 - Delinquencies for CFD 87-2

Table 12 South Orange County Public Financing Authority Series 1998A (CFD No. 87-2 and CFD No. 88-2) Special Tax Delinquencies⁹					
Fiscal Year Ending June 30	Total Special Tax Levy	Delinquent at FY End	Percent Delinquent at FY End	Delinquent as of 6/30/2013	Percent Delinquent as of 6/30/2013
2009	\$2,026,509	\$46,854	2.31%	\$1,513	0.07%
2010	\$2,140,578	\$112,131	5.24%	\$2,388	0.11%
2011	\$2,191,144	\$27,429	1.25%	\$2,855	0.13%
2012	\$1,955,345	\$33,127	1.69%	\$8,773	0.45%
2013	\$2,150,390	\$22,086	1.03%	\$22,086	1.03%

Source: County of Orange Treasurer Tax Collector's Office, as of June 30, 2013.

⁷ Based on building permits issued as of March 1, 2013.

⁸ Sufficient funds available to pay fiscal year 2013-14 debt service, hence no special taxes were levied for fiscal year 2013-14.

⁹ The District is a participant in the County's Teeter Plan and as such receives 100% of the Special Taxes levied. Therefore, delinquent Special Taxes represent revenues not received by the County.

Table 13 - Special Tax Generating Ability of CFD 88-2

Table 13 South Orange County Public Financing Authority Series 1998A (CFD No. 87-2 and CFD No. 88-2) Special Tax Generating Ability for Fiscal Year 2013-14				
Property Classification¹⁰	Actual Special Tax Levy¹¹	Percent of Actual Special Tax Levy	Maximum Special Tax Levy	Percent of Maximum Special Tax Levy
Developed Property	\$0.00	0.00%	\$1,161,584.98	100.00%
Undeveloped Property	\$0.00	0.00%	\$0.00	0.00%
Total	\$0.00	0.00%	\$1,161,584.98	100.00%

Source: David Taussig & Associates, Inc

Table 14 – Delinquencies for CFD 88-2

Table 14 South Orange County Public Financing Authority Series 1998A (CFD No. 87-2 and CFD No. 88-2) Special Tax Delinquencies¹²					
Fiscal Year Ending June 30	Total Special Tax Levy	Delinquent at FY End	Percent Delinquent at FY End	Delinquent as of 6/30/2013	Percent Delinquent as of 6/30/2013
2009	\$185,982	\$5,043	2.71%	\$0	0.00%
2010	\$194,383	\$2,841	1.46%	\$0	0.00%
2011	\$192,165	\$2,073	1.08%	\$590	0.31%
2012	\$0	\$0	0.00%	\$0	0.00%
2013	\$0	\$0	0.00%	\$0	0.00%

Source: County of Orange Treasurer Tax Collector's Office, as of June 30, 2013.

¹⁰ Based on building permits issued as of March 1, 2013.

¹¹ Sufficient funds available to pay fiscal year 2013-14 debt service, hence no special taxes were levied for fiscal year 2013-14.

¹² The District is a participant in the County's Teeter Plan and as such receives 100% of the Special Taxes levied. Therefore, delinquent Special Taxes represent revenues not received by the County.

3. Any Changes to the Rates and Methods of Apportionment of the Special Tax approved or submitted to the qualified electors of the Districts for approval prior to the filing of the Annual Report.

There were no changes to the Rates and Methods of Apportionment of the Special Tax.

4. Any information not already included above that is required to be filed in the annual report to the California Debt and Investment Advisory Commission.

See attached copy of the Marks-Roos Yearly Status Report filed with the California Debt and Investment Advisory Commission.

ATTACHMENT A

**CALIFORNIA DEBT AND INVESTMENT ADVISORY COMMISSION
YEARLY FISCAL STATUS REPORT**

**STATE OF CALIFORNIA
MARKS-ROOS YEARLY FISCAL STATUS REPORT
FOR AUTHORITY ISSUE**

CDIAC # 1998-0462

Wednesday, October 30, 2013

10:26:22AM

California Debt and Investment Advisory Commission
915 Capitol Mall, Room 400, Sacramento, CA 95814
P.O. Box 942809, Sacramento, CA 94209-0001
(916) 653-3269 Fax (916) 654-7440

For Office Use Only
Fiscal Year _____

I. GENERAL INFORMATION

A. Authority Issuer	South Orange County Public Financing Authority
B. Name/ Title/ Series of Bond Issue	
C. Date of Bond Issue	06-18-1998
D. Original Principal Amount of Bonds	\$25,855,000.00
E. Reserve Fund Minimum Balance	Yes, Amount \$2,539,225.00
F. Total Issuance Costs	\$

II. FUND BALANCE FISCAL STATUS

Balances Reported as of June 30,	2013
A. Principal Amount of Bonds Outstanding	\$4,870,000.00
B. Bond Reserve Fund	\$2,539,563.90
C. Capitalized Interest Fund	\$0.00

III. AUTHORITY FINANCIAL INFORMATION

A. Fees Paid for Professional Services (Annual Totals)	
1. Type of Service	2. Amount of Fees
ADMIN	\$48,942.00
TAX CON	\$6,182.00
TRST	\$3,090.00
ARB	\$500.00
CONSUL	\$2,269.00

B. Local Obligor

1. Issuer Borrower	2. Bond Purchase (BP) or Loan(L)	3. Amount of Purchase/ Loan (from Authority Issue)	4. Administration Fee (Charged to LOB)
CFD 87-2	BP	24,080,000.00	37,422.00
CFD 88-2	BP	1,775,000.00	23,487.00

C. Investment Contacts

1. Terms of Investment Contacts

- a. Final Maturity
- b. Other

2. Commission/ Fee for Contact Total	\$
3. Interest Earnings on Contact Current	\$

D. Taxes are paid under the county's Teeter Plan Y

IV. ISSUE RETIRED

This issue is retired and no longer subject to the Yearly Fiscal Status filing requirements. *(Indicate reason for retirement.)*
N

VIII. NAME OF PARTY COMPLETING THIS FORM

Name	Mark Finley	State	CA	Zip Code	92701
Title	Public Finance Accountant	E-Mail	Mark.Finley@ocgov.com		
Firm/ Agency	County of Orange				
Address	10 Civic Center Plaza 3rd Fl				
City	Santa Ana				
Phone Number	714 8343749 Ext				

**STATE OF CALIFORNIA
MARKS-ROOS YEARLY FISCAL STATUS REPORT
FOR AUTHORITY ISSUE
(continued)**

Local Obligor (cont'd)

1. Issuer Borrower

2. Bond Purchase (BP)
or Loan(L)

3. Amount of Purchase/ Loan
(from Authority Issue)

4. Administration Fee
(Charged to LOB)

Section 6599.1 of the California Government Code requires that all issuers selling Mark-Roos bonds, which is part of the Mark-Roos Local Bond Pooling Act of 1985, after January 1, 1996 are required to report specific information to the Commission by October 30th of the current year and each year thereafter.

Submitted:
Tuesday, October 22, 2013
12:54:26PM
CDIAC #: 1998-0460

STATE OF CALIFORNIA
MARKS-ROOS YEARLY FISCAL STATUS REPORT
FOR LOCAL OBLIGORS

California Debt and Investment Advisory Commission
915 Capitol Mall, Room 400, Sacramento, CA 95814
P.O. Box 942809, Sacramento, CA 94209-0001
Tel: (916) 653-3269 Fax (916) 654-7440

For Office Use Only
Fiscal Year _____

California Government Code Section 6599.1 requires that all issuers selling Marks-Roos bonds, which is part of the Mark-Roos Local Bond Pooling Act of 1985, after January 1, 1996 are required to report specific information to the Commission by October 30th of the current year and each year thereafter, until maturity.

Is this issue subject to both Marks-Roos and Mello-Roos Yearly Fiscal Status Reporting Requirements?

Yes No

I. GENERAL INFORMATION

A. Local Obligor Issuer Orange County CFD No 87-2

B. Name/ Title/ Series of Bond Issue

C. Date of Bond Issue 6/18/1998

D. Original Principal Amount of Bonds \$24,080,000.00

E. Reserve Fund Minimum Balance Required Yes Amount: \$2,364,901.88 No

Part of Authority Reserve Fund Yes Percent of Reserve fund: 93.13% No

F. Name of Authority that purchased debt South Orange County Public Finance Authority

G. Date of Authority Bond(s) Issuance 6/18/1998

II. Fund Balance Fiscal Status

Balances Reported as of : 6/30/2013

A. Principal Amount of Bonds Outstanding \$4,530,000.00

B. Bond Reserve Fund \$2,365,217.52

C. Capitalized Interest Fund \$0.00

III. DELINQUENT REPORTING INFORMATION

Delinquent Parcel Information Reported as of Equalized Tax Roll of: 6/30/2013

A. Delinquency Rate 1.02%

B. Are the Property Taxes Paid Under the County's Teeter Plan: Yes No

C. Taxes Due \$2,150,390.00

D. Taxes Unpaid \$22,086.00

IV. ISSUE RETIRED

This issue is retired and no longer subject to the Yearly Fiscal Status report filing requirements. (Indicate reason for retirement)

Matured Refunded Entirely Other

If Matured, indicate final maturity date:

If Refunded Entirely, state refunding bond title:

and issue date:

If Other:

V. NAME OF PARTY COMPLETING THIS FORM

Name Mark Finley

Title Public Finance Accountant

Firm/ Agency County of Orange

Address 10 Civic Center Plaza 3rd Fl

City/ State/ Zip Santa Ana, CA 92701

Phone Number 714 8343749

Date of Report 10/22/2013

E-Mail Mark.Finley@ocgov.com

Submitted:
Tuesday, October 22, 2013
1:30:27PM
CDIAC #: 1998-0461

STATE OF CALIFORNIA
MARKS-ROOS YEARLY FISCAL STATUS REPORT
FOR LOCAL OBLIGORS

California Debt and Investment Advisory Commission
915 Capitol Mall, Room 400, Sacramento, CA 95814
P.O. Box 942809, Sacramento, CA 94209-0001
Tel: (916) 653-3269 Fax (916) 654-7440

For Office Use Only
Fiscal Year _____

California Government Code Section 6599.1 requires that all issuers selling Marks-Roos bonds, which is part of the Mark-Roos Local Bond Pooling Act of 1985, after January 1, 1996 are required to report specific information to the Commission by October 30th of the current year and each year thereafter, until maturity.

Is this issue subject to both Marks-Roos and Mello-Roos Yearly Fiscal Status Reporting Requirements?

Yes No

I. GENERAL INFORMATION

A. Local Obligor Issuer Orange County CFD No 88-2

B. Name/ Title/ Series of Bond Issue

C. Date of Bond Issue 6/18/1998

D. Original Principal Amount of Bonds \$1,775,000.00

E. Reserve Fund Minimum Balance Required Yes Amount: \$174,323.12 No

Part of Authority Reserve Fund Yes Percent of Reserve fund: 6.87% No

F. Name of Authority that purchased debt South Orange County Public Finance Authority

G. Date of Authority Bond(s) Issuance 6/18/1998

II. Fund Balance Fiscal Status

Balances Reported as of : 6/30/2013

A. Principal Amount of Bonds Outstanding \$340,000.00

B. Bond Reserve Fund \$174,346.38

C. Capitalized Interest Fund \$0.00

III. DELINQUENT REPORTING INFORMATION

Delinquent Parcel Information Reported as of Equalized Tax Roll of: 6/30/2013

A. Delinquency Rate 0.00%

B. Are the Property Taxes Paid Under the County's Teeter Plan: Yes No

C. Taxes Due \$0.00

D. Taxes Unpaid \$0.00

IV. ISSUE RETIRED

This issue is retired and no longer subject to the Yearly Fiscal Status report filing requirements. (Indicate reason for retirement)

Matured Refunded Entirely Other

If Matured, indicate final maturity date:

If Refunded Entirely, state refunding bond title:

and issue date:

If Other:

V. NAME OF PARTY COMPLETING THIS FORM

Name Mark Finley

Title Public Finance Accountant

Firm/ Agency County of Orange

Address 10 Civic Center Plaza 3rd Fl

City/ State/ Zip Santa Ana, CA 92701

Phone Number 714 8343749

Date of Report 10/22/2013

E-Mail Mark.Finley@ocgov.com