

**RESOLUTION NO. CRA 12-01-24-01**

**A RESOLUTION OF THE SAN JUAN CAPISTRANO COMMUNITY REDEVELOPMENT AGENCY AMENDING THE ENFORCEABLE OBLIGATION PAYMENT SCHEDULE DATED NOVEMBER 15, 2011**

**WHEREAS**, the San Juan Capistrano Community Redevelopment Agency ("Agency") is a community redevelopment agency duly organized and existing under the California Community Redevelopment Law, Health and Safety Code Section 33000, et seq. ("CRL"), and has been authorized to transact business and exercise the power of a redevelopment agency pursuant to action of the City Council ("City Council") of the City of San Juan Capistrano ("City"); and

**WHEREAS**, the existing Redevelopment Plan ("Redevelopment Plan") and the boundaries of the Redevelopment Plan ("Project Area") were duly established by ordinances of the City Council; and

**WHEREAS**, the Agency is responsible for implementation of the Redevelopment Plan for the Project Area, and the Redevelopment Plan sets forth a plan for redevelopment of the Project Area consistent with the policies and standards of the General Plan of the City; and

**WHEREAS**, Parts 1.8 and 1.85 of Division 24 of the CRL were added by Assembly Bill X1 26 ("2011 Redevelopment Legislation"); and

**WHEREAS**, the 2011 Redevelopment Legislation is a part of multiple trailer bills to the FY 2011-2012 California budget bills that were approved by both Houses of the State Legislature on June 15, 2011 and signed by the Governor on June 28, 2011; and

**WHEREAS**, Part 1.85 of the CRL added by the 2011 Redevelopment Legislation ("Part 1.85") provides for the statewide dissolution of all redevelopment agencies, including the Agency, and provides that, thereafter, a successor agency will administer the enforceable obligations of the Agency and otherwise wind up its affairs, all subject to the review and approval of an oversight committee; and

**WHEREAS**, Part 1.8 of the CRL added by the Redevelopment Legislation ("Part 1.8") provides for the restriction of activities and authority of the Agency in the interim period prior to dissolution to certain "enforceable obligations" and to actions required for the general winding up of affairs, preservation of assets, and certain other goals delineated in Part 1.8; and

**WHEREAS**, as part of this wind up process, all redevelopment agencies were required to file a schedule of those "enforceable obligations" that require payments to be made through the end of the calendar year 2011 ("Enforceable Obligation Payment Schedule"); and

**WHEREAS**, the Agency approved Resolution No. CRA 11-08-16-01 adopting the Enforceable Obligation Payment Schedule on August 16, 2011 and approved Resolution No. CRA 11-11-15-01 amending the Enforceable Obligation Payment Schedule on November 15, 2011 and reserved the right to amend it from time to time as necessary; and

**WHEREAS**, the Agency now desires to amend the EOPS to provide for payments to be made under enforceable obligations during the period of time from January 1, 2012 through December 31, 2012; and

**WHEREAS**, the Agency, by the adoption of this Resolution, does not represent, disclaim, or take any position whatsoever on the issue of the validity of the 2011 Redevelopment Legislation, but rather the Agency seeks to comply with the Constitution and laws of the State of California, including the 2011 Redevelopment Legislation, in order to preserve the ability of the Agency and/or successor agency to continue to perform the Agency's obligations and thereby benefit the community; and

**WHEREAS**, the Agency has duly considered all other related matters and has determined that the Agency's adoption of this Resolution is in the best interests of the City, and the health, safety, and welfare of its residents, and in accord with the public purposes and provisions of applicable state and local laws and requirements.

**NOW THEREFORE THE SAN JUAN CAPISTRANO COMMUNITY REDEVELOPMENT AGENCY DOES HEREBY RESOLVE AS FOLLOWS:**

**Section 1.** The foregoing Recitals are incorporated into this Resolution by this reference, and constitute a material part of this Resolution.

**Section 2.** Pursuant to CRL Section 34169, the Agency hereby adopts the Amended Enforceable Obligation Payment Schedule attached hereto as Exhibit A, Exhibit B and Exhibit C. The attached Enforceable Obligation Payment Schedule is that "Enforceable Obligation Payment Schedule" referred to in CRL Section 34169(g) and shall be interpreted and applied in all respects in accordance with such section and the CRL, to the fullest extent permitted by law. However, the Enforceable Obligation Payment Schedule shall only be applicable to and binding on the Agency to the extent that Part 1.8 of the Agency is applicable to the Agency. To the extent that Part 1.8 is not applicable to the Agency, the Enforceable Obligation Payment Schedule shall not be binding on or control the Agency's payments on or performance of its obligations.

**Section 3.** The Agency Executive Director is hereby authorized and directed to evaluate potential amendments to the Enforceable Obligation Payment Schedule from time to time as may be appropriate, and to recommend to the Agency Board the adoption of those amendments necessary for the continued payment on and performance of enforceable obligations.

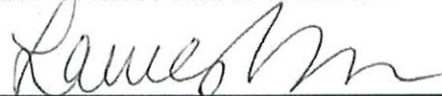
**Section 4.** The Agency Executive Director is further authorized and directed to post the Enforceable Obligation Payment Schedule on the Agency website and to notify the county auditor, the State Department of Finance, and the Controller of the State concerning this Resolution, the Enforceable Obligation Payment Schedule (as amended), and its online publication.

**Section 5.** This Resolution shall in no way be construed as requiring the City to abide by the 2011 Redevelopment Legislation in the event either, or both, bills are found unconstitutional or otherwise legally invalid in whole or in part, nor shall this resolution effect or give rise to any waiver of rights or remedies the City may have, whether in law or in equity, to challenge the 2011 Redevelopment Legislation. This Resolution shall not be construed as the City's willing acceptance of, or concurrence with the 2011 Redevelopment Legislation; nor does this Resolution evidence any assertion or belief whatsoever on the part of the City that the 2011 Redevelopment Legislation is constitutional or lawful.

**Section 6.** The Agency Secretary shall certify to the adoption of this Resolution.

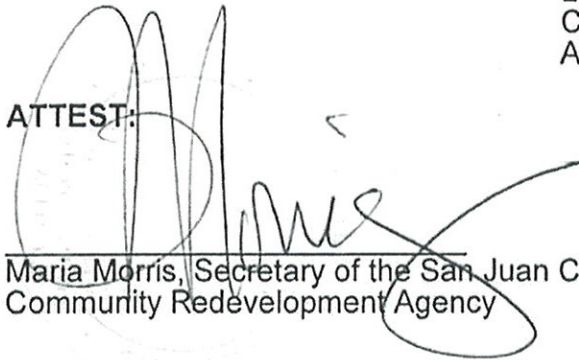
**Section 7.** PASSED, APPROVED and ADOPTED this 24th day of January, 2012.

**SAN JUAN CAPISTRANO COMMUNITY  
REDEVELOPMENT AGENCY**



Laura Freese, Chair of the San Juan  
Capistrano Community Redevelopment  
Agency

**ATTEST:**

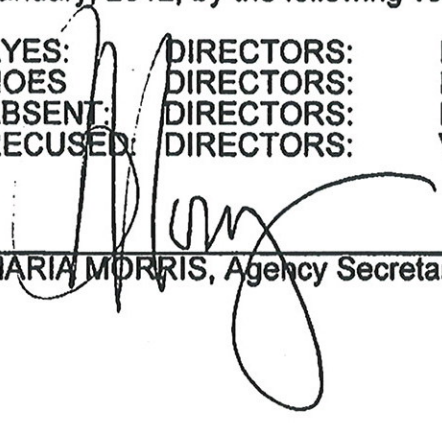


Maria Morris, Secretary of the San Juan Capistrano  
Community Redevelopment Agency

STATE OF CALIFORNIA  
COUNTY OF ORANGE  
CITY OF SAN JUAN CAPISTRANO } ss.

I, MARIA MORRIS, appointed Agency Secretary of the Community Redevelopment Agency of the City of San Juan Capistrano, do hereby certify that the foregoing Resolution No. CRA 12-01-24-01 was duly adopted by the Board of Directors of the Community Redevelopment Agency at a special meeting thereof, held the 24<sup>th</sup> day of January, 2012, by the following vote:

|          |            |                                    |
|----------|------------|------------------------------------|
| AYES:    | DIRECTORS: | Kramer, Allevato, and Chair Freese |
| NOES     | DIRECTORS: | None                               |
| ABSENT:  | DIRECTORS: | Reeve                              |
| RECUSED: | DIRECTORS: | Vice-Chair Taylor                  |

  
\_\_\_\_\_  
MARIA MORRIS, Agency Secretary

## ENFORCEABLE OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34167 and 34168 (\*)  
 Adopted August 16, 2011 (CRA No. 11-08-16-06) and Amended November 16, 2011 (CRA No. 11-11-16-01)  
 Exhibit A - Payments July - December 2011

| Project Name / Debt Obligation                    | Payee                                                                                                                  | Description                                                                                | Date      | Notes | Total Outstanding Debt or Obligation | Total Due During Fiscal Year | Payments by Month |                 |                 |              |               | Total           |                 |
|---------------------------------------------------|------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|-----------|-------|--------------------------------------|------------------------------|-------------------|-----------------|-----------------|--------------|---------------|-----------------|-----------------|
|                                                   |                                                                                                                        |                                                                                            |           |       |                                      |                              | July-11           | August-11       | September-11    | October-11   | November-11   |                 | December-11     |
| 1) 1997 Subordinated Taxable Tax Allocation Bonds | Bank of New York                                                                                                       | Affordable Housing Projects Advance Refunding of the 1997 Tax Allocation Bonds             | 1997      |       | 935,000.00                           | 173,494.00                   |                   | 141,231.25      |                 |              |               | \$ 141,231.25   |                 |
| 2) Refunding Bonds                                | U.S. Bank, N.A.                                                                                                        | Finance Agency Projects in the Central Project Area consistent with the Redevelopment Plan | 1998      |       | 2,680,000.00                         | 516,209.00                   |                   | 483,654.38      |                 |              |               | \$ 483,654.38   |                 |
| 3) 2008 Tax Allocation Bonds, Series A            | U.S. Bank, N.A.                                                                                                        | Finance Agency Affordable Housing Projects                                                 | 2008      |       | 9,250,000.00                         | 640,769.00                   |                   | 452,659.39      |                 |              |               | \$ 452,659.39   |                 |
| 4) 2008 Tax Allocation Bonds, Series B (Taxable)  | U.S. Bank, N.A.                                                                                                        | Elimination of Blight/Economic Development                                                 | 2008      |       | 9,860,000.00                         | 683,450.00                   |                   | 359,802.50      |                 |              |               | \$ 359,802.50   |                 |
| 5) OPA-Fluorescent                                | Fluorescent, Inc.                                                                                                      | Elimination of Blight/Economic Development                                                 | June 1997 |       | 314,760.00                           | 40,000.00                    |                   |                 |                 |              |               | \$ -            |                 |
| 6) Volkswagen                                     | Miles Brandon                                                                                                          | Elimination of Blight/Economic Development                                                 | Apr. 2001 |       | 321,783.00                           | 35,000.00                    |                   |                 |                 |              |               | \$ -            |                 |
| 7) OPA-Sierra Vista                               | Sierra Vista Partners                                                                                                  | Elimination of Blight/Economic Development                                                 | Apr. 2003 |       | 79,421.00                            | 5,000.00                     |                   |                 |                 |              |               | \$ -            |                 |
| 8) Agreement-TCAG Ford                            | Tufts City Automotive Group (TCAG, Inc.)                                                                               | Elimination of Blight/Economic Development                                                 | Oct. 2010 |       | 2,000,000.00                         | 150,000.00                   | 0.00              |                 |                 |              |               | \$ 37,500.00    |                 |
| 9) Agreement-OC Chrysler                          | Chrysler Group Realty Co., LLC                                                                                         | Elimination of Blight/Economic Development                                                 | Jan. 2011 |       | 1,700,000.00                         | 75,000.00                    | 0.00              |                 |                 |              |               | \$ 18,750.00    |                 |
| 10) Payable                                       | Lower Roan Ranch - Loan                                                                                                | Property Acquisition/Economic Development                                                  | Feb. 2011 |       | 4,100,000.00                         | 395,000.00                   | 68,258.80         |                 | 0.00            | 33,129.40    |               | \$ 183,778.40   |                 |
| 11) Knoxville Acquisition - Note Extension        | Farmer's & Merchants Bank                                                                                              | Property Acquisition/Parts & Ag. Preservation                                              | Feb. 2011 |       | 3,916,450.00                         | 215,405.00                   | 109,484.80        |                 |                 |              |               | \$ 109,484.80   |                 |
| 12) Knoxville Acquisition - Note Extension        | Bobby Knoxville Investment Enterprises, L.P.                                                                           | Property Acquisition/Parts & Ag. Preservation                                              | Feb. 2011 |       | 4,080,247.00                         | 224,414.00                   | 114,042.68        |                 |                 |              |               | \$ 114,042.68   |                 |
| 13)                                               |                                                                                                                        |                                                                                            |           |       |                                      |                              |                   |                 |                 |              |               | \$ -            |                 |
| 14)                                               |                                                                                                                        |                                                                                            |           |       |                                      |                              |                   |                 |                 |              |               | \$ -            |                 |
| 15)                                               |                                                                                                                        |                                                                                            |           |       |                                      |                              |                   |                 |                 |              |               | \$ -            |                 |
| 16)                                               |                                                                                                                        |                                                                                            |           |       |                                      |                              |                   |                 |                 |              |               | \$ -            |                 |
| 17)                                               |                                                                                                                        |                                                                                            |           |       |                                      |                              |                   |                 |                 |              |               | \$ -            |                 |
| 18)                                               |                                                                                                                        |                                                                                            |           |       |                                      |                              |                   |                 |                 |              |               | \$ -            |                 |
| 19)                                               |                                                                                                                        |                                                                                            |           |       |                                      |                              |                   |                 |                 |              |               | \$ -            |                 |
| 20)                                               |                                                                                                                        |                                                                                            |           |       |                                      |                              |                   |                 |                 |              |               | \$ -            |                 |
| Totals - This Page                                | Long-Term Debt Obligations                                                                                             |                                                                                            |           |       | \$ 39,257,661.00                     | \$ 3,135,741.00              | \$ -              | \$ 1,483,606.32 | \$ 289,766.28   | \$ -         | \$ 33,129.40  | \$ 89,378.40    | \$ 1,895,881.41 |
| Totals - Page 2                                   | Amounts Due to City                                                                                                    |                                                                                            |           |       | \$ 8,712,803.00                      | \$ 450,000.00                | \$ -              | \$ -            | \$ -            | \$ -         | \$ -          | \$ -            | \$ -            |
| Totals - Page 3                                   | Contractual Project Obligations                                                                                        |                                                                                            |           |       | \$ 1,587,646.33                      | \$ 2,203,712.05              | \$ -              | \$ 302,854.38   | \$ 1,139.64     | \$ -         | \$ 52,005.69  | \$ 1,710,268.89 | \$ 2,068,368.40 |
| Totals - Other Obligations                        | FY 2011/12 Pass-through agreements, rental subsidy, administrative costs and other operational contractual obligations |                                                                                            |           |       | \$ 2,854,031.51                      | \$ 4,402,888.00              | \$ 68,092.84      | \$ 53,207.83    | \$ 2,038,425.01 | \$ 48,554.55 | \$ 48,938.00  | \$ 1,643,821.50 | \$ 3,902,039.83 |
| Totals - All Pages                                |                                                                                                                        |                                                                                            |           |       | \$ 52,392,140.84                     | \$ 10,197,339.05             | \$ 68,092.84      | \$ 1,839,768.63 | \$ 2,339,330.94 | \$ 48,554.55 | \$ 135,073.09 | \$ 3,443,487.59 | \$ 7,884,287.64 |

\* Enforceable Obligation Payment Schedule (EOPS)-Exhibit A was adopted by the redevelopment agency on August 16, 2011 and amended November 16, 2011. It is valid through 12/31/11. It is the basis for the Preliminary Draft Recognized Obligation Payment Schedule (ROPS). (The draft ROPS must be prepared by the Successor Agency by 03/01/12.)

# ENFORCEABLE OBLIGATION PAYMENT SCHEDULE

Per AB 28 - Section 34167 and 34169 (\*)  
Adopted August 16, 2011 (CRA No. 11-08-05) and Amended November 15, 2011 (CRA No. 11-11-16-01)  
Exhibit A - Payments July - December 2011

| Project Name / Debt Obligation                                    | Payee                       | Description                                | Date      | Notes | Total Outstanding Debt or Obligation | Total Due During Fiscal Year** | Payments by Month |               |              |            |             | Total |
|-------------------------------------------------------------------|-----------------------------|--------------------------------------------|-----------|-------|--------------------------------------|--------------------------------|-------------------|---------------|--------------|------------|-------------|-------|
|                                                                   |                             |                                            |           |       |                                      |                                | July-11           | August-11     | September-11 | October-11 | November-11 |       |
| Cooperation Agreement - Capistrano Ports                          | City of San Juan Capistrano | Developer Assistance/Affordable Housing    | Mar. 1995 | 1     | 3,402,595.00                         | 0.00                           |                   |               |              |            |             | \$ -  |
| 2) Tax Anticipation Agreement Trulia Acquisition - Loan Agreement | City of San Juan Capistrano | Elimination of Blight/Economic Development | FY 89-90  | 2     | 3,280,329.00                         | 250,000.00                     |                   |               |              |            |             | \$ -  |
| 3) Agreement                                                      | City of San Juan Capistrano | Property Acquisition/Elimination of Blight | Oct. 1998 | 3     | 401,466.00                           | 50,000.00                      |                   |               |              |            |             | \$ -  |
| 4) Administration Loan Agreement                                  | City of San Juan Capistrano | Administration/Project Costs               | June 2004 | 4     | 1,628,411.00                         | 150,000.00                     |                   |               |              |            |             | \$ -  |
| 5)                                                                |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 6)                                                                |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 7)                                                                |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 8)                                                                |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 9)                                                                |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 10)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 11)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 12)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 13)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 14)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 15)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 16)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 17)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 18)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 19)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 20)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 21)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 22)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 23)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 24)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 25)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 26)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 27)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 28)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 29)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| 30)                                                               |                             |                                            |           |       |                                      |                                |                   |               |              |            |             | \$ -  |
| Totals - This Payee                                               |                             |                                            |           |       |                                      |                                | \$ 8,712,803.00   | \$ 450,000.00 | \$ -         | \$ -       | \$ -        | \$ -  |

\* Enforceable Obligation Payment Schedule (EOPS)-Exhibit A was adopted by the redevelopment agency on August 16, 2011 and amended November 15, 2011. It is valid through 12/31/11. It is the basis for the Preliminary Draft Recognized Obligation Payment Schedule (ROPs). (The draft ROPs must be prepared by the Successor Agency by 03/01/12.)  
\*\* - Amounts due during FY 2011/12 represent amounts to be repaid as identified in the FY 2011/12 budget. This does not include accrued interest. Payments historically made in June of each fiscal year.  
Note 1 - Amounts due based on tax increment available as determined by the Agency.  
Note 2 - Amounts due based on tax increment available as determined by the Agency.  
Note 3 - Amounts due upon sale of Lower Rosan Ranch property.  
Note 4 - Amounts due beginning in July 1, 2023 or sooner, based on tax increment available as determined by the Agency.

# ENFORCEABLE OBLIGATION PAYMENT SCHEDULE

Per AB 28 - Section 34167 and 34169 (\*)  
 Adopted August 16, 2011 (CRA No. 11-08-16-05) and Amended November 15, 2011 (CRA No. 11-11-15-01)  
 Exhibit A - Payments July - December 2011

| Project Name / Debt Obligation                          | Payee                                      | Description                                | Date                        | Notes | Total Outstanding Debt or Obligation | Total Due During Fiscal Year | Payments by Month |            |               |             |             | Total        |                |                |
|---------------------------------------------------------|--------------------------------------------|--------------------------------------------|-----------------------------|-------|--------------------------------------|------------------------------|-------------------|------------|---------------|-------------|-------------|--------------|----------------|----------------|
|                                                         |                                            |                                            |                             |       |                                      |                              | July-11           | August-11  | September-11  | October-11  | November-11 |              | December-11    |                |
| 1) CPA - Paseo De Verano                                | 26755 Ventura St., LLC                     | Elimination of Blight/Economic Development | Feb. 2009 Amended Mar. 2011 | 1     | 1,248,000.00                         | 1,248,000.00                 |                   |            |               |             |             | 1,248,000.00 | \$1,248,000.00 |                |
| 2) CPA - OC Chrysler - Initial Pymt                     | Chrysler Group Realty Co., LLC             | Removal of Blight/Economic Development     | Jan. 2011                   | 1     | 300,000.00                           | 300,000.00                   |                   | 300,000.00 |               |             |             |              | \$ 300,000.00  |                |
| 3) The Groves Affordable Housing                        | RRM Design Group                           | Land Planning and Environmental Svcs       | August 3, 2010              | 2     | 1,139.64                             | 159,181.11                   | 0.00              | 0.00       | 1,139.64      | 0.00        | 20,000.00   |              | \$ 21,139.64   |                |
| 4) Downtown Master Plan                                 | Perkowitz & Ruth, DBA Studio One Eleven    | Land Planning and Environmental Svcs       | February 11, 2010           | 2     | 0.00                                 | 20,685.77                    | 0.00              | 2,680.50   | 0.00          | 0.00        | 5,000.00    |              | \$ 12,680.50   |                |
| 5) Del Obispo/Camino Capistrano Imp.                    | RRF Consulting                             | Engineering Services                       | June 14, 2011               | 2     | 0.00                                 | 2,257.80                     | 0.00              | 0.00       | 0.00          | 0.00        | 0.00        |              | \$ 2,257.80    |                |
| 6) Del Obispo/Camino Capistrano Imp.                    | RRF Consulting                             | Engineering Services                       | June 18, 2011               | 2     | 0.00                                 | 13,787.00                    | 0.00              | 0.00       | 0.00          | 0.00        | 8,500.00    |              | \$ 10,400.00   |                |
| 7) J. Serrano/Rancho Viejo Rd. Improvements (CRA Share) | Peterson-Chase General Engineering         | Intersection Improvements                  | November 16, 2010           | 2     | 0.00                                 | 438,589.57                   | 0.00              | 0.00       | 0.00          | 0.00        | 0.00        |              | \$ 438,589.57  |                |
| 8) Ortega Highway Sidewalk Expansion                    | Borghesian Engineering Scientific Resource | Engineering Services                       | December 7, 2010            | 2     | 0.00                                 | 10,950.00                    | 0.00              | 0.00       | 0.00          | 0.00        | 0.00        |              | \$ -           |                |
| 9) The Groves Affordable Housing                        | Survey                                     | Archaeological Services                    | June 6, 2011                | 2     | 0.00                                 | 4,825.00                     | 0.00              | 0.00       | 0.00          | 0.00        | 0.00        |              | \$ 4,825.00    |                |
| 10) The Groves Affordable Housing                       | Leighton & Associates                      | Soils Testing                              | June 27, 2011               | 2     | 0.00                                 | 13,226.00                    | 0.00              | 273.88     | 0.00          | 0.00        | 0.00        |              | \$ 13,226.00   |                |
| 11) Letter of Understanding                             | Mission Village Center                     | Facade Improvement Program                 | May 9, 2009                 | 1     | 18,505.69                            | 0.00                         | 0.00              | 0.00       | 0.00          | 0.00        | 18,505.69   |              | \$ 18,505.69   |                |
| 12)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 13)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 14)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 15)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 16)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 17)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 18)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 19)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 20)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 21)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 22)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 23)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 24)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 25)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 26)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 27)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 28)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 29)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| 30)                                                     |                                            |                                            |                             |       |                                      |                              |                   |            |               |             |             |              | \$ -           |                |
| Totals - This Page                                      |                                            |                                            |                             |       |                                      | \$ 1,587,645.33              | \$ 2,208,712.05   | \$ -       | \$ 302,654.38 | \$ 1,139.64 | \$ -        | \$ 52,005.69 | \$1,710,285.69 | \$2,089,368.40 |

\* Enforceable Obligation Payment Schedule (EOPS)-Exhibit A was adopted by the redevelopment agency on August 16, 2011 and amended November 15, 2011. It is valid through 12/31/11. It is the basis for the Preliminary Draft Recognized Obligation Payment Schedule (ROPS). (The draft ROPS must be prepared by the Successor Agency by 03/01/12.)

Notes 1 - Amounts Represent Payments due on Enforced Owner Participation Agreements (OPA) with identified parties. Payments due based on certain milestones.

Notes 2 - Amounts based on outstanding design/construction contracts for CRA capital improvement projects.

\* Enforceable Obligation Payment Schedule (EOPS)-Exhibit A was adopted by the redevelopment agency on August 16, 2011 and amended November 15, 2011. It is valid through 12/31/11. It is the basis for the Preliminary Draft Recognized Obligation Payment Schedule (ROPS). (The draft ROPS must be prepared by the Successor Agency by 03/01/12.)

Notes 1 - Amounts Represent Payments due on Executed Owner Participation Agreements (OPA) with identified parties. Payments due based on certain milestones.  
 Notes 2 - Amounts based on outstanding design/construction contracts for CRA capital improvement projects.

Name of Redevelopment  
Agency: San Juan Capistrano Community Redevelopment Agency  
Project Area(s): Central Project Area

# OTHER OBLIGATION PAYMENT SCHEDULE

Per AB 28 - Section 34187 and 34189 ("")  
Adopted August 16, 2011 (CRA No. 11-08-18-03) and Amended November 15, 2011 (CRA No. 11-11-15-01)  
Exhibit A - Payments July - December 2011

| Project Name / Debt Obligation                                                           | Payee                              | Description                                                                                | Date                          | Notes | Total Outstanding Debt or Obligation** | Total Due During Fiscal Year | Payments by Month** |           |              |            |             | Total      |                 |
|------------------------------------------------------------------------------------------|------------------------------------|--------------------------------------------------------------------------------------------|-------------------------------|-------|----------------------------------------|------------------------------|---------------------|-----------|--------------|------------|-------------|------------|-----------------|
|                                                                                          |                                    |                                                                                            |                               |       |                                        |                              | July-11             | August-11 | September-11 | October-11 | November-11 |            | December-11     |
| 1) Pass-Through Agreement, County of Orange                                              | County of Orange                   | Pass-Thru of Tax Increment                                                                 | 1993; 1994; 1998              | 1     | 230,667.24                             | 467,800.00                   |                     |           | 230,667.24   |            |             | 233,900.00 | \$ 464,567.24   |
| 2) Pass-Through Agreement, Orange County Fire Authority                                  | Orange County Fire Authority       | Pass-Thru of Tax Increment                                                                 | 1993; 1994; 1998              | 1     | 364,442.06                             | 822,300.00                   |                     |           | 364,442.06   |            |             | 411,150.00 | \$ 785,592.06   |
| 3) Pass-Through Agreement, dated October 6, 1983                                         | SOCCOCD                            | Pass-Thru of Tax Increment                                                                 | Oct. 1983                     | 1     | 172,816.55                             | 173,900.00                   |                     |           | 172,816.55   |            |             | 68,750.00  | \$ 259,566.55   |
| 4) Pass-Through Agreement, dated March 5, 1988, revised January 7, 1988 and May 19, 1987 | Capistrano Unified School District | Pass-Thru of Tax Increment                                                                 | Mar 1988; Jan. 1988; May 1987 | 1     | 1,052,177.50                           | 1,532,951.00                 |                     |           | 1,052,177.50 |            |             | 766,475.50 | \$ 1,818,653.00 |
| 5) (A81389)                                                                              | Various Agencies                   | Pass-Thru of Tax Increment                                                                 | N/A                           | 1     | 148,725.34                             | 188,200.00                   |                     |           | 148,725.34   |            |             | 98,100.00  | \$ 246,825.34   |
| 6) Administrative Costs - Agency Support Staff                                           | City of San Juan Capistrano        | Costs incurred by City for Agency activities                                               |                               | 2     | 78,751.98                              | 487,317.00                   | 0.00                | 0.00      | 0.00         | 0.00       | 0.00        | 0.00       | \$ -            |
| 7) Administrative Cost - Allocated Charges                                               | City of San Juan Capistrano        | Costs incurred by City for utilities, insurance, computers, phones, vehicles, office space |                               | 2     | 33,911.00                              | 173,214.00                   | 0.00                | 0.00      | 0.00         | 0.00       | 0.00        | 0.00       | \$ -            |
| 8) Board of Directors compensation                                                       | Sam Allevato                       | Board of Directors compensation                                                            | CRL, Section 33114            |       | 60.00                                  | 720.00                       | 60.00               | 60.00     | 60.00        | 60.00      | 60.00       | 60.00      | \$ 330.00       |
| 9) Board of Directors compensation                                                       | Laura Friesse                      | Board of Directors compensation                                                            | CRL, Section 33114            |       | 60.00                                  | 720.00                       | 60.00               | 60.00     | 60.00        | 60.00      | 60.00       | 60.00      | \$ 330.00       |
| 10) Board of Directors compensation                                                      | Larry Kramer                       | Board of Directors compensation                                                            | CRL, Section 33114            |       | 60.00                                  | 720.00                       | 60.00               | 60.00     | 60.00        | 60.00      | 60.00       | 60.00      | \$ 360.00       |
| 11) Board of Directors compensation                                                      | Derek Reeve                        | Board of Directors compensation                                                            | CRL, Section 33114            |       | 60.00                                  | 720.00                       | 60.00               | 60.00     | 60.00        | 60.00      | 60.00       | 60.00      | \$ 360.00       |
| 12) Board of Directors compensation                                                      | John Taylor                        | Board of Directors compensation                                                            | CRL, Section 33114            |       | 60.00                                  | 720.00                       | 60.00               | 60.00     | 60.00        | 60.00      | 60.00       | 60.00      | \$ 360.00       |
| 13) Legal Services Agreement dated August 20, 1991                                       | Stradling, Yeatts, Carlson & Rauff | Legal services - redevelopment activities                                                  | 08-20-91                      | 3     | 20,320.85                              | 60,000.00                    | 20,320.85           | 17,106.50 |              | 16,427.60  | 5,000.00    | 5,000.00   | \$ 63,854.95    |
| 14) Personal Services Agreement dated February 5, 1987                                   | Woodhuff, Spradlin & Smart         | Legal services - redevelopment activities                                                  | 02-05-87                      | 3     | 0.00                                   | 6,000.00                     |                     |           |              |            | 600.00      | 500.00     | \$ 1,000.00     |
| 15) Personal Services Agreement dated May 3, 2011                                        | Rogers, Anderson, Malady and Scott | Audit Services - FY ending June 30, 2010                                                   | 05-03-11                      | 4     | 0.00                                   | 6,940.00                     |                     |           |              |            | 4,716.00    | 2,224.00   | \$ 6,940.00     |
| 16) Personal Services Agreement dated June 7, 2011                                       | MDM Associates                     | Rental Subsidy Program Management                                                          | 06-07-11                      | 4     | 0.00                                   | 43,155.00                    | 3,727.50            | 3,702.50  | 4,500.00     | 3,375.00   | 3,598.25    | 3,598.25   | \$ 22,467.50    |
| 17) Personal Services Agreement dated June 7, 2011                                       | MDM Associates                     | Little Hollywood Program Management                                                        | 06-07-11                      | 4     | 0.00                                   | 125,940.00                   | 8,545.00            | 8,745.00  | 19,120.00    | 13,095.00  | 10,485.00   | 10,485.00  | \$ 69,465.00    |
| 18) Rental Subsidy Agmt - Dec. 2008                                                      | Gulab Bhatia                       | Rental Subsidy Program                                                                     | Dec. 2008                     | 5     | 52,500.00                              | 21,000.00                    | 1,750.00            | 1,750.00  | 1,750.00     | 1,750.00   | 1,750.00    | 1,750.00   | \$ 10,500.00    |
| 19) Rental Subsidy Agmt - June 2009-June 2014                                            | Glenn Ramirez                      | Rental Subsidy Program                                                                     | June 2009                     | 5     | 61,200.00                              | 20,400.00                    | 1,700.00            | 1,700.00  |              |            | 1,700.00    | 1,700.00   | \$ 6,800.00     |
| 20) Rental Subsidy Agmt - May 2011 - May 2016                                            | H. Khashari                        | Rental Subsidy Program                                                                     | May 2011                      | 5     | 94,400.00                              | 19,200.00                    | 1,600.00            | 1,600.00  | 1,600.00     | 1,600.00   | 1,600.00    | 1,600.00   | \$ 9,600.00     |
| 21) 2005 - Dec. 2011                                                                     | Zehedi                             | Rental Subsidy Program                                                                     | Dec. 2008                     | 5     | 10,782.00                              | 21,564.00                    | 1,787.00            | 1,787.00  | 1,787.00     | 1,787.00   | 1,787.00    | 1,787.00   | \$ 8,685.00     |
| 22) Rental Subsidy Agmt - June 2009-June 2014                                            | Tom McCorkell                      | Rental Subsidy Program                                                                     | June 2009                     | 5     | 54,000.00                              | 18,000.00                    | 1,500.00            | 1,500.00  | 1,500.00     | 1,500.00   | 1,500.00    | 1,500.00   | \$ 9,000.00     |

Name of Redevelopment  
Agency:  
Project Area(s)

San Juan Capistrano Community Redevelopment Agency  
Central Project Area

# OTHER OBLIGATION PAYMENT SCHEDULE

Per AB 28 - Section 34187 and 34169 (\*)  
Adapted August 16, 2011 (CRA No. 11-08-16-05) and Amended November 15, 2011 (CRA No. 11-11-15-01)  
Exhibit A - Payments July - December 2011

| Project Name / Debt Obligation                  | Payee              | Description                                                                                                                                                                        | Date      | Notes | Total Outstanding Debt or Obligation** | Total Due During Fiscal Year | Payments by Month** |                 |                 |              |              |                 | Total           |
|-------------------------------------------------|--------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-------|----------------------------------------|------------------------------|---------------------|-----------------|-----------------|--------------|--------------|-----------------|-----------------|
|                                                 |                    |                                                                                                                                                                                    |           |       |                                        |                              | July-11             | August-11       | September-11    | October-11   | November-11  | December-11     |                 |
|                                                 |                    |                                                                                                                                                                                    |           |       |                                        |                              |                     |                 |                 |              |              |                 |                 |
| 23) Rental Subsidy Agmt - July 2003 - July 2013 | Lorna Webber       | Rental Subsidy Program                                                                                                                                                             | July 2008 | 5     | 43,200.00                              | 21,600.00                    |                     |                 | 1,800.00        | 1,800.00     | 1,800.00     | 1,800.00        | \$ 7,200.00     |
| 24) Rental Subsidy Agmt - May 2011 - May 2016   | Stacey Kennedy     | Rental Subsidy Program                                                                                                                                                             | May 2011  | 5     | 118,000.00                             | 24,000.00                    |                     | 2,000.00        | 2,000.00        | 2,000.00     | 2,000.00     | 2,000.00        | \$ 12,000.00    |
| 25) Rental Subsidy Agmt - Dec. 2010 - Dec. 2015 | Angel Alariz       | Rental Subsidy Program                                                                                                                                                             | Dec. 2010 | 5     | 108,540.00                             | 24,120.00                    |                     | 2,010.00        | 2,010.00        | 2,010.00     | 2,010.00     | 2,010.00        | \$ 12,060.00    |
| 26) Rental Subsidy Agmt - Oct. 2009 - Oct. 2013 | Mr. Meadors        | Rental Subsidy Program                                                                                                                                                             | Oct. 2008 | 5     | 49,000.00                              | 21,000.00                    |                     | 1,700.00        | 1,700.00        | 1,750.00     | 1,750.00     | 1,750.00        | \$ 10,400.00    |
| 27) Rental Subsidy Agmt - Dec. 2010 - Dec. 2020 | Carol Efen         | Rental Subsidy Program                                                                                                                                                             | Dec. 2010 | 5     | 115,140.00                             | 12,120.00                    |                     | 1,010.00        | 1,010.00        | 1,010.00     | 1,010.00     | 1,010.00        | \$ 6,060.00     |
| 28) Little Hollywood Rental Housing Operations  | Various Vendors    | Various Maintenance Costs to maintain rental housing funded by rents - Utilities, Plumbing/Electrical, Landscaping, Cleaning, Repairs, Pest Control, Possessory Interest Tax, etc. |           | 6     | 2,585.34                               | 78,050.00                    | 4,532.78            | 4,128.86        | 8,628.74        | 1,938.95     | 8,504.17     | 6,504.17        | \$ 30,236.80    |
|                                                 |                    | Various Admin. Costs to maintain minimal existing activities, incl. bond administration, postage, etc.                                                                             |           | 6     | 11,948.08                              | 22,815.00                    |                     |                 |                 |              |              |                 |                 |
| 29) Misc. Administrative Costs                  | Various Vendors    | Refund of Over-allocated Tax Increment                                                                                                                                             |           |       | 12,625.57                              |                              |                     |                 |                 |              |              |                 | \$ -            |
| 30) Refund of Over-allocated Tax Increment      | O.C. Tax Collector |                                                                                                                                                                                    |           |       |                                        |                              |                     |                 |                 |              |              |                 | \$ -            |
| 31)                                             |                    |                                                                                                                                                                                    |           |       |                                        |                              |                     |                 |                 |              |              |                 | \$ -            |
| 32)                                             |                    |                                                                                                                                                                                    |           |       |                                        |                              |                     |                 |                 |              |              |                 | \$ -            |
| Obligations                                     |                    |                                                                                                                                                                                    |           |       |                                        |                              | \$ 2,654,031.51     | \$ 4,002,838.00 | \$ 2,028,425.01 | \$ 48,554.55 | \$ 49,938.00 | \$ 1,643,821.50 | \$ 8,498,808.57 |

\* Enforceable Obligation Payment Schedule (EOPS)-Exhibit A was adopted by the redevelopment agency on August 16, 2011 and amended November 15, 2011. It is valid through 12/31/11. It is the basis for the Preliminary Draft Recognized Obligation Payment Schedule (ROPs). (The draft ROPs must be prepared by the Successor Agency by 02/01/12.)

\*\* - Payments by Month represent actual payments from July 1, through October 21, 2011. November and December payments are estimated.

Note 1 - Pass Thru Agreement Amounts for FY 2011/12 based on the projected tax increment. Amounts to OCFA and County of Orange payable in August and February each year. All other paid annually in August/September. Amounts outstanding and paid in August/September 2011 applicable to FY 2010/11

Note 2 - Amounts based on FY 2011/12 projections. Amount outstanding at June 30, 2011 represent charges for April through June 2011. Costs paid to City annually in June.

Note 3 - Fee Agreements, projected cost based on prior year monthly costs, adopted budget and adjustments for costs associated with new legislation.

Note 4 - Amounts based on approved contract amounts dated prior to June 28, 2011

Note 5 - Amounts based on approved rental agreements dated prior to June 28, 2011

Note 6 - Amounts based on FY 2011/12 projections. Amount outstanding at June 30, 2011 represent unpaid invoices for FY 2010/11.

# ENFORCEABLE OBLIGATION PAYMENT SCHEDULE

Per AB 28 - Section 34167 and 34169 (\*)

Added January 24, 2012

Exhibit B - Payments January 1 through June 30, 2012

| Project Name / Debt Obligation                    | Payee                                                                   | Description                                                                                | Date | Notes | Total Outstanding Debt or Obligation*** | Total Due During Fiscal Year | Payments by Month** |                 |               |               |               |                 | Total           |
|---------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|------|-------|-----------------------------------------|------------------------------|---------------------|-----------------|---------------|---------------|---------------|-----------------|-----------------|
|                                                   |                                                                         |                                                                                            |      |       |                                         |                              | January-12          | February-12     | March-12      | April-12      | May-12        | June-12         |                 |
| 1) 1997 Subordinated Taxable Tax Allocation Bonds | Bank of New York                                                        | Affordable Housing Projects                                                                | 1997 |       | 935,000.00                              | 173,494.00                   |                     | 32,163.00       |               |               |               |                 | \$ 32,163.00    |
| 2) 1998 Tax Allocation Refunding Bonds            | U.S. Bank, N.A.                                                         | Advance Refunding of the 1991 Tax Allocation Bonds                                         | 1998 |       | 2,650,000.00                            | 516,209.00                   |                     | 54,555.00       |               |               |               |                 | \$ 54,555.00    |
| 3) 2003 Tax Allocation Bonds, Series A (Taxable)  | U.S. Bank, N.A.                                                         | Finance Agency Projects in the Central Project Area consistent with the Redevelopment Plan | 2003 |       | 9,250,000.00                            | 640,789.00                   |                     | 188,110.00      |               |               |               |                 | \$ 188,110.00   |
| 4) 2008 Tax Allocation Bonds, Series B (Taxable)  | U.S. Bank, N.A.                                                         | Finance Agency Projects in the Central Project Area consistent with the Redevelopment Plan | 2008 |       | 9,880,000.00                            | 653,450.00                   |                     | 303,647.00      |               |               |               |                 | \$ 303,647.00   |
| 5) OFA-Fidelmater                                 | Fidelmater, Inc.                                                        | Elimination of Blight/Economic Development                                                 | 1997 |       | 314,780.00                              | 40,000.00                    |                     |                 |               |               |               | 40,000.00       | \$ 40,000.00    |
| 6) OFA-Capistrano Volcanaspan                     | Miles Brandon                                                           | Elimination of Blight/Economic Development                                                 | 2001 |       | 321,753.00                              | 35,000.00                    |                     |                 |               |               |               | 35,000.00       | \$ 35,000.00    |
| 7) OFA-Santa Vista                                | Santa Vista Partners                                                    | Elimination of Blight/Economic Development                                                 | 2003 |       | 79,421.00                               | 8,800.00                     |                     |                 |               |               |               | 8,800.00        | \$ 8,800.00     |
| 8) Agreement-TCAG Ford                            | TCAG Automotive Group (TCAG, Inc.)                                      | Elimination of Blight/Economic Development                                                 | 2010 |       | 2,000,000.00                            | 150,000.00                   |                     |                 | 75,000.00     |               |               |                 | \$ 75,000.00    |
| 9) Agreement-OC Chrysler                          | Chrysler Group Realty Co., LLC                                          | Elimination of Blight/Economic Development                                                 | 2011 |       | 1,700,000.00                            | 75,000.00                    |                     |                 | 37,500.00     |               |               |                 | \$ 37,500.00    |
| 10) Lerner Rosen Ranch - Loan Payable             | Farmers & Merchants Bank                                                | Development                                                                                | 2011 |       | 4,100,000.00                            | 365,000.00                   | 33,128.40           | 33,128.40       | 33,128.40     | 33,128.40     |               |                 | \$ 132,515.60   |
| 11) Kneassite Acquisition - Note Extension        | Kneassite Enterprises, L.P.                                             | Property Acquisition/Economic Development                                                  | 2011 |       | 3,916,450.00                            | 215,405.00                   |                     |                 | 107,702.00    |               |               |                 | \$ 107,702.00   |
| 12) Kneassite Acquisition - Note Extension        | Bobby Kneassite Investment Enterprises, L.P.                            | Property Acquisition/Economic Development                                                  | 2011 |       | 4,030,247.00                            | 224,414.00                   |                     |                 | 112,207.00    |               |               |                 | \$ 112,207.00   |
| 13)                                               |                                                                         |                                                                                            |      |       |                                         |                              |                     |                 |               |               |               |                 | \$ -            |
| 14)                                               |                                                                         |                                                                                            |      |       |                                         |                              |                     |                 |               |               |               |                 | \$ -            |
| 15)                                               |                                                                         |                                                                                            |      |       |                                         |                              |                     |                 |               |               |               |                 | \$ -            |
| 16)                                               |                                                                         |                                                                                            |      |       |                                         |                              |                     |                 |               |               |               |                 | \$ -            |
| 17)                                               |                                                                         |                                                                                            |      |       |                                         |                              |                     |                 |               |               |               |                 | \$ -            |
| 18)                                               |                                                                         |                                                                                            |      |       |                                         |                              |                     |                 |               |               |               |                 | \$ -            |
| 19)                                               |                                                                         |                                                                                            |      |       |                                         |                              |                     |                 |               |               |               |                 | \$ -            |
| 20)                                               |                                                                         |                                                                                            |      |       |                                         |                              |                     |                 |               |               |               |                 | \$ -            |
| Totals - This Page                                | Long-Term Debt Obligations                                              |                                                                                            |      |       | \$ 39,257,681.00                        | \$ 3,137,541.00              | \$ 33,128.40        | \$ 611,604.40   | \$ 385,533.40 | \$ 33,128.40  | \$ 33,128.40  | \$ 227,428.40   | \$ 1,303,862.40 |
| Totals - Page 2                                   | Amounts Due to City                                                     |                                                                                            |      |       | \$ 8,712,803.00                         | \$ 450,000.00                |                     |                 |               |               |               |                 | \$ 450,000.00   |
| Totals - Page 3                                   | Contractual Project Obligations                                         |                                                                                            |      |       | \$ 1,597,945.33                         | \$ 2,209,712.05              | \$ 4,500.00         | \$ 458,600.16   | \$ 260,142.00 | \$ 300,000.00 | \$ 300,000.00 | \$ 238,181.00   | \$ 1,559,423.16 |
| Totals - Other Obligations Payments               | FY 2011/12 Pass-through agreements, operational contractual obligations |                                                                                            |      |       | \$ 2,905,831.51                         | \$ 4,350,704.00              | \$ 39,213.00        | \$ 1,154,983.48 | \$ 44,125.00  | \$ 51,887.00  | \$ 44,125.00  | \$ 357,222.50   | \$ 1,701,540.98 |
| Totals - All Pages                                |                                                                         |                                                                                            |      |       | \$ 52,444,940.84                        | \$ 10,163,957.05             | \$ 78,942.40        | \$ 2,225,193.04 | \$ 689,805.40 | \$ 384,993.40 | \$ 377,254.40 | \$ 3,280,832.90 | \$ 7,014,624.34 |

\* - Enforceable Obligation Payment Schedule (EOPS), Exhibit B is adopted by the redevelopment agency for payments after December 31, 2011. It is valid through 06/30/12. It is the basis for the Draft Recognized Obligation Payment

Schedule (EOPS), which must be prepared by the Successor Agency by 03/31/12.

\*\* - Payments by Month represent projected or estimated payments from January 1 through June 30, 2012.

\*\*\* - Total amounts outstanding at June 30, 2011 based on audited financial statements.

# **ENFORCEABLE OBLIGATION PAYMENT SCHEDULE**

Per AB 28 - Section 34167 and 34169 (\*)

Added January 24, 2012

Exhibit B - Payments January 1 through June 30, 2012

| Project Name / Debt Obligation           | Payee                       | Description                                | Date      | Notes | Total Outstanding Debt or Obligation** | Total Due During Fiscal Year*** | Payments by Month** |               |          |          |        |                 | Total           |
|------------------------------------------|-----------------------------|--------------------------------------------|-----------|-------|----------------------------------------|---------------------------------|---------------------|---------------|----------|----------|--------|-----------------|-----------------|
|                                          |                             |                                            |           |       |                                        |                                 | January-12          | February-12   | March-12 | April-12 | May-12 | June-12         |                 |
| Cooperation Agreement - Capistrano Ponds | City of San Juan Capistrano | Developer Assistance/Affordable Housing    | Mar. 1985 | 1     | 3,402,555.00                           | 0.00                            |                     |               |          |          |        | 2,000,000.00    | \$ 2,000,000.00 |
| 2) Tax Anticipation Agreement            | City of San Juan Capistrano | Elimination of Eighth/Economic Development | FY 89-90  | 1     | 3,280,329.00                           | 250,000.00                      |                     |               |          |          |        | 250,000.00      | \$ 250,000.00   |
| 3) Agreement                             | City of San Juan Capistrano | Property Acquisition/Elimination of Eighth | Oct. 1988 | 2     | 401,458.00                             | 50,000.00                       |                     |               |          |          |        | 50,000.00       | \$ 50,000.00    |
| 4) Administration Loan Agreement         | City of San Juan Capistrano | Administration/Project Costs               | June 2004 | 3     | 1,828,411.00                           | 150,000.00                      |                     |               |          |          |        | 150,000.00      | \$ 150,000.00   |
| 5)                                       |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 6)                                       |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 7)                                       |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 8)                                       |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 9)                                       |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 10)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 11)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 12)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 13)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 14)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 15)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 16)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 17)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 18)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 19)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 20)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 21)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 22)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 23)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 24)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 25)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 26)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 27)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 28)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 29)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| 30)                                      |                             |                                            |           |       |                                        |                                 |                     |               |          |          |        |                 | \$ -            |
| Totals - This Page                       |                             |                                            |           |       |                                        |                                 | \$ 8,712,803.00     | \$ 450,000.00 | \$ -     | \$ -     | \$ -   | \$ 2,450,000.00 | \$ 2,450,000.00 |

\* - Enforceable Obligation Payment Schedule (EOPS), Exhibit B is adopted by the redevelopment agency for payments after December 31, 2011. It is valid through 06/30/12. It is the basis for the Draft Recognized Obligation Payment Schedule (ROPS), which must be prepared by the Successor Agency by 03/01/12.

\*\* - Payments by Month represent projected or estimated payments from January 1 through June 30, 2012.

\*\*\* - Total amounts outstanding at June 30, 2011 based on audited financial statements.

\*\*\*\* - Amounts due during FY 2011/12 represent amounts to be repaid as identified in the FY 2011/12 budget. This does not include accrued interest. Payments historically made in June of each fiscal year.

Note 1 - Amounts due based on tax increment available as determined by the Agency.

Note 2 - Amounts due upon sale of Lower Rosam Ranch property.

Note 3 - Amounts due beginning in July 1, 2023 or sooner, based on tax increment available as determined by the Agency.

# ENFORCEABLE OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34167 and 34169 (\*)

Added January 24, 2012

Exhibit B - Payments January 1 through June 30, 2012

| Project Name / Debt Obligation       | Payee                                  | Description                                | Date                        | Notes | Total Outstanding Debt or Obligation | Total Due During Fiscal Year | Payments by Month** |                        |                      |                      |                      |                      | Total                  |
|--------------------------------------|----------------------------------------|--------------------------------------------|-----------------------------|-------|--------------------------------------|------------------------------|---------------------|------------------------|----------------------|----------------------|----------------------|----------------------|------------------------|
|                                      |                                        |                                            |                             |       |                                      |                              | January-12          | February-12            | March-12             | April-12             | May-12               | June-12              |                        |
| 1) OPA - Paseo De Verdugo            | 28755 Verdugo St, LLC                  | Elimination of Blight/Economic Development | Feb. 2009 Amended Mar. 2011 | 1     | 1,248,000.00                         | 1,248,000.00                 |                     |                        |                      |                      |                      |                      |                        |
| 2) OPA - OC Chrysler - Initial Pymt  | Chrysler Group Realty Co. LLC          | Removal of Blight/Economic Development     | Jan. 2011                   | 2     | 300,000.00                           | 300,000.00                   |                     |                        |                      |                      |                      |                      |                        |
| 3) The Groves Affordable Housing     | RRM Design Group                       | Land Planning and Environmental Svcs       | August 3, 2010              | 3     | 1,193.64                             | 193,181.11                   |                     |                        |                      |                      |                      |                      |                        |
| 4) Downtown Master Plan              | Parkwitz & Ruth, DBA Studio One Eleven | Land Planning and Environmental Svcs       | February 11, 2010           | 3     | 0.00                                 | 20,895.77                    | 4,500.00            | 8,844.27               | 0.00                 |                      |                      |                      |                        |
| 5) Del Obispo/Camino Capistrano Imp. | RRF Consulting                         | Engineering Services                       | June 14, 2011               | 3     | 0.00                                 | 2,257.60                     |                     | 1,257.60               | 1,000.00             |                      |                      |                      |                        |
| 6) Del Obispo/Camino Capistrano Imp. | RRF Consulting                         | Engineering Services                       | June 19, 2011               | 3     | 0.00                                 | 13,787.00                    |                     | 3,387.68               | 3,192.00             |                      |                      |                      |                        |
| 7) Improvements (CRA Share)          | J. Somer/Rancho Viejo Rd. Engineering  | Intersection Improvements                  | November 18, 2010           | 3     | 0.00                                 | 435,589.57                   |                     | 102,533.38             |                      |                      |                      |                      |                        |
| 8) Ortega Highway Sidewalk Expansion | Bohossian Engineering                  | Engineering Services                       | December 7, 2010            | 3     | 0.00                                 | 10,950.00                    |                     | 5,000.00               | 5,950.00             |                      |                      |                      |                        |
| 9) The Groves Affordable Housing     | Survey                                 | Archaeological Services                    | June 8, 2011                | 3     | 0.00                                 | 4,825.00                     |                     | 4,825.00               |                      |                      |                      |                      |                        |
| 10) The Groves Affordable Housing    | Leighton & Associates                  | Soils Testing                              | June 27, 2011               | 3     | 0.00                                 | 13,228.00                    |                     | 12,852.12              |                      |                      |                      |                      |                        |
| 11) Letter of Understanding          | Mason Village Center                   | Fazade Improvement Program                 | May 9, 2009                 | 2     | 18,505.68                            | 0.00                         |                     |                        |                      |                      |                      |                      |                        |
| 12)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 13)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 14)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 15)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 16)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 17)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 18)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 19)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 20)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 21)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 22)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 23)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 24)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 25)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 26)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 27)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 28)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 29)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| 30)                                  |                                        |                                            |                             |       |                                      |                              |                     |                        |                      |                      |                      |                      |                        |
| <b>Totals - This Page</b>            |                                        |                                            |                             |       | <b>\$ 1,587,645.33</b>               | <b>\$ 2,208,712.05</b>       | <b>\$ 4,500.00</b>  | <b>\$ 4,589,600.18</b> | <b>\$ 260,142.00</b> | <b>\$ 300,000.00</b> | <b>\$ 300,000.00</b> | <b>\$ 238,181.00</b> | <b>\$ 1,559,423.18</b> |

\* - Enforceable Obligation Payment Schedule (EOPS), Exhibit B is adopted by the redevelopment agency for payments after December 31, 2011. It is valid through 06/30/2012. It is the basis for the Draft Recognized Obligation Payment Schedule (ROPS), which must be prepared by the Successor Agency by 03/01/12.

\*\* - Payments by Month represent projected or estimated payments from January 1 through June 30, 2012.

\*\*\* - Total amounts outstanding at June 30, 2011 based on audited financial statements.

Note 1 - Amount represents payments due on Enclosed Owner Participation Agreements (OPAs). Amounts estimated for payment from January - June 2012 are based on amounts outstanding at June 30, 2011 and actual payments through December 31, 2011.

Note 2 - Amount outstanding of June 30, 2011 represents payments due on encumbered agreements. Amounts due as of June 30, 2011, were paid as of December 31, 2011.

Note 3 - Amounts estimated for payment from January - June 2012 are based on the actual contract amount outstanding at June 30, 2011, less actual payments made through December 31, 2011.

Name of Redevelopment Agency: San Juan Capistrano Community Redevelopment Agency  
 Agency: Central Project Area

# OTHER OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34187 and 34189 (f)  
 Added January 24, 2012

Exhibit B - Payments January 1 through June 30, 2012

| Project Name / Debt Obligation                                                            | Payee                              | Description                                                                                | Date                          | Notes | Total Outstanding Debt or Obligation** | Payments by Month** |             |           |           |           |          | Total                    |
|-------------------------------------------------------------------------------------------|------------------------------------|--------------------------------------------------------------------------------------------|-------------------------------|-------|----------------------------------------|---------------------|-------------|-----------|-----------|-----------|----------|--------------------------|
|                                                                                           |                                    |                                                                                            |                               |       |                                        | January-12          | February-12 | March-12  | April-12  | May-12    | June-12  |                          |
| 1) Pass-Through Agreement dated October 6, 1983                                           | County of Orange                   | Pass-Through of Tax Increment                                                              | 1983; 1984; 1985              | 1     | 230,657.24                             |                     | 233,900.00  |           |           |           |          | \$ 233,900.00            |
| 2) Pass-Through Agreement dated October 6, 1983                                           | Orange County Fire Authority       | Pass-Through of Tax Increment                                                              | 1983; 1984; 1985              | 1     | 384,442.05                             |                     | 411,150.00  |           |           |           |          | \$ 411,150.00            |
| 3) Pass-Through Agreement dated October 6, 1983                                           | SOCCOCD                            | Pass-Through of Tax Increment                                                              | Oct. 1983                     | 1     | 172,818.65                             |                     |             |           |           |           |          | \$ -                     |
| 4) Pass-Through Agreement dated March 6, 1986, rescinded January 7, 1988 and May 19, 1987 | Capistrano Unified School District | Pass-Through of Tax Increment                                                              | Mar 1986; Jan. 1988; May 1987 | 1     | 1,052,177.50                           |                     |             |           |           |           |          | \$ -                     |
| 5) (AB1355)                                                                               | Various Agencies                   | Pass-Through of Tax Increment                                                              | N/A                           | 1     | 148,725.34                             |                     |             |           |           |           |          | \$ -                     |
| 6) Administrative Costs - Agency Support Staff                                            | City of San Juan Capistrano        | Costs incurred by City for staff time in support of Agency activities                      |                               | 2     | 75,751.93                              |                     | 268,005.48  |           |           |           |          | 181,253.50 \$ 459,258.88 |
| 7) Administrative Costs - Allocated Charges                                               | City of San Juan Capistrano        | Costs incurred by City for utilities, insurance, computers, phones, vehicles, office space |                               | 2     | 33,911.00                              |                     | 120,518.00  |           |           |           |          | 88,607.00 \$ 207,125.00  |
| 8) Affordable Housing Staff                                                               | City of San Juan Capistrano        | Costs incurred by City for staff time in support of Affordable Housing Activities          |                               | 2     | 0.00                                   |                     | 52,405.00   |           |           |           |          | 52,405.00 \$ 104,810.00  |
| 9) Board of Directors                                                                     | Bern Allevato                      | Board of Directors compensation                                                            | CRL Section 33114             |       | 60.00                                  | 60.00               | 60.00       | 60.00     | 60.00     | 60.00     | 60.00    | 360.00                   |
| 10) Board of Directors                                                                    | Leona Freese                       | Board of Directors compensation                                                            | CRL Section 33114             |       | 60.00                                  | 60.00               | 30.00       | 60.00     | 60.00     | 60.00     | 60.00    | 330.00                   |
| 11) Board of Directors                                                                    | Larry Kramer                       | Board of Directors compensation                                                            | CRL Section 33114             |       | 60.00                                  | 60.00               | 60.00       | 60.00     | 60.00     | 60.00     | 60.00    | 360.00                   |
| 12) Board of Directors                                                                    | Daniel Reese                       | Board of Directors compensation                                                            | CRL Section 33114             |       | 60.00                                  | 60.00               | 60.00       | 60.00     | 60.00     | 60.00     | 60.00    | 360.00                   |
| 13) Board of Directors                                                                    | John Taylor                        | Board of Directors compensation                                                            | CRL Section 33114             |       | 60.00                                  | 60.00               | 60.00       | 60.00     | 60.00     | 60.00     | 60.00    | 360.00                   |
| 14) Legal Services Agreement dated August 20, 1991                                        | Stradling, Yeatts, Carlson & Rauch | Legal services - redevelopment activities                                                  | 08-20-91                      | 3     | 20,320.85                              |                     | 5,975.00    | 5,000.00  | 5,000.00  | 5,000.00  | 5,000.00 | 25,975.00                |
| 15) Personal Services Agreement dated February 5, 1987                                    | Woodruff, Braden & Smart           | Legal services - redevelopment activities                                                  | 02-05-87                      | 3     | 0.00                                   |                     | 2,000.00    | 1,000.00  | 1,000.00  | 1,000.00  | 1,000.00 | 6,000.00                 |
| 16) Personal Services Agreement dated May 3, 2011                                         | Rogers, Anderson, Malady and Scott | Audit Services - FY ending June 30, 2010                                                   | 05-03-11                      | 4     | 0.00                                   |                     | 6,940.00    |           |           |           |          | 6,940.00                 |
| 17) Personal Services Agreement dated June 7, 2011                                        | MDM Associates                     | Rental Subsidy Program Management                                                          | 06-07-11                      | 4     | 0.00                                   |                     | 3,598.25    | 3,598.25  | 3,598.25  | 3,598.25  |          | 19,802.50                |
| 18) Personal Services Agreement dated June 7, 2011                                        | MDM Associates                     | Little Hollywood Program Management                                                        | 06-07-11                      | 4     | 0.00                                   |                     | 10,485.00   | 10,485.00 | 10,485.00 | 10,485.00 |          | 57,577.00                |
| 19) Rental Subsidy Agmt - 2009-Dec 2013                                                   | Quikie Sheds                       | Rental Subsidy Program                                                                     | Dec. 2009                     | 5     | 52,500.00                              |                     | 1,750.00    | 1,750.00  | 1,750.00  | 1,750.00  | 1,750.00 | 10,500.00                |
| 20) Rental Subsidy Agmt - Sept. 2013 - June 2016                                          | Vince Hughes***                    | Rental Subsidy Program                                                                     | Sept. 2013                    | 5     | 114,000.00                             |                     | 1,900.00    | 1,900.00  | 1,900.00  | 1,900.00  | 1,900.00 | 11,400.00                |
| 21) Rental Subsidy Agmt - May 2011 - May 2016                                             | H. Kuchant                         | Rental Subsidy Program                                                                     | May 2011                      | 5     | 94,400.00                              |                     | 1,600.00    | 1,600.00  | 1,600.00  | 1,600.00  | 1,600.00 | 9,600.00                 |
| 22) 2005 - Dec. 2011                                                                      | Zehedi                             | Rental Subsidy Program - completed Dec. 2011                                               | Dec. 2008                     | 5     | 10,782.00                              |                     |             |           |           |           |          | 10,782.00                |

Name of Redevelopment  
Agency:  
Project Area(s)

San Juan Capistrano Community Redevelopment Agency  
Central Project Area

# OTHER OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34167 and 34169 (f)

Added January 24, 2012

Exhibit B - Payments January 1 through June 30, 2012

| Project Name / Debt<br>Description                 | Payee              | Description                                                                                                                                                                                       | Date      | Notes | Total Outstanding<br>Debt or<br>Obligation** | Total Due During<br>Fiscal Year | Payments by Month**    |                     |                        |                     |                     |                     | Total                  |
|----------------------------------------------------|--------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-------|----------------------------------------------|---------------------------------|------------------------|---------------------|------------------------|---------------------|---------------------|---------------------|------------------------|
|                                                    |                    |                                                                                                                                                                                                   |           |       |                                              |                                 | January-12             | February-12         | March-12               | April-12            | May-12              | June-12             |                        |
| 23) Rental Subsidy Agmt -<br>June 2009-June 2014   | Tom McCortell      | Rental Subsidy Program                                                                                                                                                                            | June 2009 | 5     | 54,000.00                                    | 18,000.00                       | 1,500.00               | 1,500.00            | 1,500.00               | 1,500.00            | 1,500.00            | 1,500.00            | 9,000.00               |
| 24) Rental Subsidy Agmt - July<br>2009 - July 2013 | Lorna Webber       | Rental Subsidy Program                                                                                                                                                                            | July 2009 | 5     | 43,200.00                                    | 21,600.00                       | 1,800.00               | 1,800.00            | 1,800.00               | 1,800.00            | 1,800.00            | 1,800.00            | 10,800.00              |
| 25) Rental Subsidy Agmt - Mary<br>2011 - May 2015  | Suzanne Kennedy    | Rental Subsidy Program                                                                                                                                                                            | May 2011  | 5     | 118,000.00                                   | 24,000.00                       | 2,000.00               | 2,000.00            | 2,000.00               | 2,000.00            | 2,000.00            | 2,000.00            | 12,000.00              |
| 26) Rental Subsidy Agmt - Dec.<br>2010-Dec. 2015   | Angel Alariz       | Rental Subsidy Program                                                                                                                                                                            | Dec. 2010 | 5     | 109,540.00                                   | 24,120.00                       | 2,010.00               | 2,010.00            | 2,010.00               | 2,010.00            | 2,010.00            | 2,010.00            | 12,060.00              |
| 27) Rental Subsidy Agmt - Oct.<br>2009 - Oct. 2013 | Mr. Meadows        | Rental Subsidy Program                                                                                                                                                                            | Oct. 2009 | 5     | 49,000.00                                    | 21,000.00                       | 1,750.00               | 1,750.00            | 1,750.00               | 1,750.00            | 1,750.00            | 1,750.00            | 10,500.00              |
| 28) Rental Subsidy Agmt - Dec.<br>2010-Dec. 2020   | Candl Ethn         | Rental Subsidy Program                                                                                                                                                                            | Dec. 2010 | 5     | 115,140.00                                   | 12,120.00                       | 1,010.00               | 1,010.00            | 1,010.00               | 1,010.00            | 1,010.00            | 1,010.00            | 6,060.00               |
| 29) Housing Operations                             | Various Vendors    | Various Maintenance Costs<br>to maintain rental housing<br>funded by rents - Utilities,<br>Plumbing/Electrical,<br>Landscaping, Cleaning,<br>Repairs, Pest Control,<br>Propane/Heating Fuel, etc. |           | 6     | 2,895.34                                     | 78,050.00                       | 6,504.17               | 16,504.17           | 6,504.17               | 14,246.17           | 6,504.17            | 6,504.17            | 56,787.02              |
| 30) Misc. Administrative Costs                     | Various Vendors    | Various Admin. Costs to<br>maintain minimal existing<br>activities, incl. bond<br>administration, postage, etc.                                                                                   |           | 6     | 11,949.00                                    | 22,815.00                       | 2,937.50               | 7,309.50            | 1,909.50               | 1,909.50            | 1,909.50            | 1,909.50            | 18,545.48              |
| 31) Refund of Over-allocated                       |                    | Refund of Over-allocated Tax                                                                                                                                                                      |           |       |                                              |                                 |                        |                     |                        |                     |                     |                     |                        |
| 32) Tax Increment                                  | O.C. Tax Collector | Increment                                                                                                                                                                                         |           | 6     | 12,825.57                                    |                                 |                        |                     |                        |                     |                     |                     |                        |
| 33)                                                |                    |                                                                                                                                                                                                   |           |       |                                              |                                 |                        |                     |                        |                     |                     |                     |                        |
| <b>Obligations</b>                                 |                    |                                                                                                                                                                                                   |           |       |                                              | <b>\$ 2,895,531.51</b>          | <b>\$ 4,352,704.00</b> | <b>\$ 39,213.00</b> | <b>\$ 1,154,989.48</b> | <b>\$ 44,125.00</b> | <b>\$ 51,887.00</b> | <b>\$ 44,125.00</b> | <b>\$ 1,791,540.93</b> |

\* - Enforceable Obligation Payment Schedule (EOPS), Exhibit B is adopted by the redevelopment agency for payments after December 31, 2011. It is valid through 03/30/12. It is the basis for the Draft Recognized Obligation Payment Schedule (ROPS), which must be prepared by the Successor Agency by 03/30/12.

\*\* - Payments by Month represent projected or estimated payments from January 1 through June 30, 2012.

\*\*\* - Total amounts outstanding at June 30, 2011 based on audited financial statements.

\*\*\*\* - Agreement in process in June 2011. Final agreement executed on August 28, 2011.

Note 1 - Pass Thru Agreement Amounts for FY 2011/12 based on the projected tax increment. Amounts to OCFA and County of Orange payable in August and February each year. Amounts outstanding at June 30, 2011 were paid in August 2011. Amounts incurred from July - December 2011 are due in February 2012.

Note 2 - Amounts based on FY 2011/12 projections. Amount outstanding at June 30, 2011 represent changes for April through June 2011.

Note 3 - Fee Agreements, projected cost based on prior year monthly costs, adopted budget and adjustments for costs associated with new legislation. Amounts estimated for payment from January - June 2012 are based on projected costs less actual payments through December 31, 2011.

Note 4 - Amounts based on approved contract amounts dated prior to June 20, 2011. Amounts estimated for payment from January - June 2012 are based on annual contract amount less actual payments through December 2011.

Note 5 - Amounts based on approved rental agreements dated prior to June 20, 2011, unless otherwise noted.

Note 6 - Amounts estimated for payment from January - June 2012 based on FY 2011/12 projections, less actual payments through December 31, 2011. Amount outstanding at June 30, 2011 represent unpaid invoices for FY 2010/11.

# ENFORCEABLE OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34167 and 34169 (\*)

Added January 24, 2012

Exhibit C - Payments July 1 through December 31, 2012

| Project Name / Debt Obligation                   | Payee                                                                                                                  | Description                                                                                | Date | Notes | Total Outstanding Debt or Obligation*** | Total Due During Fiscal Year | Payments by Month** |                 |               |              |              |               | Total           |
|--------------------------------------------------|------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|------|-------|-----------------------------------------|------------------------------|---------------------|-----------------|---------------|--------------|--------------|---------------|-----------------|
|                                                  |                                                                                                                        |                                                                                            |      |       |                                         |                              | July-12             | August-12       | September-12  | October-12   | November-12  | December-12   |                 |
| 1997 Subordinated Taxable Tax                    |                                                                                                                        |                                                                                            |      |       |                                         |                              |                     |                 |               |              |              |               |                 |
| 1) Allocation Bonds                              | Bank of New York                                                                                                       | Allocation Bonds                                                                           | 1997 |       | 630,000.00                              | 179,325.00                   |                     | 147,183.00      |               |              |              |               | \$ 147,183.00   |
| 2) 1998 Tax Allocation Refunding Bonds           | U.S. Bank, N.A.                                                                                                        | Tax Allocation Bonds                                                                       | 1998 |       | 2,280,000.00                            | 534,109.00                   |                     | 489,554.00      |               |              |              |               | \$ 489,554.00   |
| 3) 2000 Tax Allocation Bonds, Series A           | U.S. Bank, N.A.                                                                                                        | Finance Agency Projects in the Central Project Area consistent with the Redevelopment Plan | 2003 |       | 8,990,000.00                            | 641,484.00                   |                     | 459,109.00      |               |              |              |               | \$ 459,109.00   |
| 4) 2003 Tax Allocation Bonds, Series B (Taxable) | U.S. Bank, N.A.                                                                                                        | Finance Agency Affordable Housing Projects                                                 | 2008 |       | 9,825,000.00                            | 681,035.00                   |                     | 359,648.00      |               |              |              |               | \$ 359,648.00   |
| 5) OPA-Refundmaster                              | Refundmaster, Inc.                                                                                                     | Elimination of Blight/Economic Development                                                 | 1997 |       | 274,760.00                              | 40,000.00                    |                     |                 |               |              |              |               | \$ -            |
| 6) OPA-Capistrano Volkswagen                     | Wiles Brandon                                                                                                          | Elimination of Blight/Business Retention                                                   | 2001 |       | 268,763.00                              | 35,000.00                    |                     |                 |               |              |              |               | \$ -            |
| 7) OPA-Sierra Vista                              | Sierra Vista Partners                                                                                                  | Elimination of Blight/Economic Development                                                 | 2003 |       | 72,821.00                               | 6,800.00                     |                     |                 |               |              |              |               | \$ -            |
| 8) Agreement-TCAQ Ford                           | Tuffin Clark Automotive Group (TCAQ, Inc.)                                                                             | Elimination of Blight/Business Retention                                                   | 2010 |       | 1,850,000.00                            | 150,000.00                   |                     |                 |               |              |              | 75,000.00     | \$ 75,000.00    |
| 9) Agreement-OC Chrysler                         | Chrysler Group Realty Co., LLC                                                                                         | Elimination of Blight/Economic Development                                                 | 2011 |       | 1,825,000.00                            | 75,000.00                    |                     |                 |               |              |              | 37,500.00     | \$ 37,500.00    |
| 10) Lower Rosen Ranch - Loan Payable             | Farmer's & Merchants Bank                                                                                              | Property Acquisition/Economic Development                                                  | 2011 |       | 3,620,000.00                            | 395,000.00                   | 33,129.40           | 33,129.40       | 33,129.40     | 33,129.40    | 33,129.40    | 33,129.40     | \$ 193,776.40   |
| 11) Knoshiba Acquisition - Note Extension        | Knoshiba Enterprises, L.P.                                                                                             | Property Acquisition/Part 8 & A.Q. Preservation                                            | 2011 |       | 3,918,450.00                            | 215,405.00                   |                     |                 | 197,702.00    |              |              |               | \$ 197,702.00   |
| 12) Knoshiba Acquisition - Note Extension        | Knoshiba Enterprises, L.P.                                                                                             | Property Acquisition/Part 8 & A.Q. Preservation                                            | 2011 |       | 4,080,247.00                            | 224,444.00                   |                     |                 | 112,207.00    |              |              |               | \$ 112,207.00   |
| 13)                                              |                                                                                                                        |                                                                                            |      |       |                                         |                              |                     |                 |               |              |              |               | \$ -            |
| 14)                                              |                                                                                                                        |                                                                                            |      |       |                                         |                              |                     |                 |               |              |              |               | \$ -            |
| 15)                                              |                                                                                                                        |                                                                                            |      |       |                                         |                              |                     |                 |               |              |              |               | \$ -            |
| 16)                                              |                                                                                                                        |                                                                                            |      |       |                                         |                              |                     |                 |               |              |              |               | \$ -            |
| 17)                                              |                                                                                                                        |                                                                                            |      |       |                                         |                              |                     |                 |               |              |              |               | \$ -            |
| 18)                                              |                                                                                                                        |                                                                                            |      |       |                                         |                              |                     |                 |               |              |              |               | \$ -            |
| 19)                                              |                                                                                                                        |                                                                                            |      |       |                                         |                              |                     |                 |               |              |              |               | \$ -            |
| 20)                                              |                                                                                                                        |                                                                                            |      |       |                                         |                              |                     |                 |               |              |              |               | \$ -            |
| Totals - This Page                               | Long-Term Debt Obligations                                                                                             |                                                                                            |      |       | \$ 37,950,891.00                        | \$ 3,147,832.00              | \$ 33,129.40        | \$ 1,469,603.40 | \$ 253,038.40 | \$ 33,129.40 | \$ 33,129.40 | \$ 145,629.40 | \$ 1,984,659.40 |
| Totals - Page 2                                  | Amounts Due to City                                                                                                    |                                                                                            |      |       | \$ 8,584,152.00                         | \$ 150,000.00                |                     |                 |               |              |              | \$ 500,000.00 | \$ 500,000.00   |
| Totals - Page 3                                  | Contractual Project Obligations                                                                                        |                                                                                            |      |       |                                         |                              |                     |                 |               |              |              |               |                 |
| Totals - Other Obligations/Payments              | FY 2011/12 Pass-through agreements, rental subsidy, administrative costs and other operational contractual obligations |                                                                                            |      |       | \$ 534,340.00                           | \$ 4,191,178.50              | \$ 47,160.00        | \$ 1,641,801.00 | \$ 45,425.00  | \$ 45,425.00 | \$ 48,895.00 | \$ 280,818.50 | \$ 1,953,969.50 |
| Totals - All Pages                               |                                                                                                                        |                                                                                            |      |       | \$ 45,079,383.00                        | \$ 7,493,610.50              | \$ 80,289.40        | \$ 3,108,404.40 | \$ 298,463.40 | \$ 78,554.40 | \$ 82,024.40 | \$ 939,447.90 | \$ 4,419,629.90 |

\* - Enforceable Obligation Payment Schedule (EOPS). Exhibit C is adopted by the redevelopment agency for payments after June 30, 2012. It is valid through 12/31/12. It is the basis for the Draft Recognized Obligation Payment Schedule

(ROPS) for the period from July 1 through December 31, 2012, which must be prepared by the Successor Agency by 03/01/12.

\*\* - Payments by Month represent projected or estimated payments from July 1, 2012 through December 31, 2012.

\*\*\* - Total amounts outstanding at June 30, 2012 based on audited amounts outstanding at June 30, 2011 and projected principal payments to be made during the Fiscal Year ended June 30, 2012.

# ENFORCEABLE OBLIGATION PAYMENT SCHEDULE

Per AB 28 - Section 34167 and 34168 (\*)

Added January 24, 2012

Exhibit C - Payments July 1 through December 31, 2012

| Project Name / Debt Obligation                             | Payee                       | Description                                | Date      | Notes | Total Outstanding Debt or Obligation** | Total Due During Fiscal Year*** | Payments by Month** |           |              |            |               | Total         |
|------------------------------------------------------------|-----------------------------|--------------------------------------------|-----------|-------|----------------------------------------|---------------------------------|---------------------|-----------|--------------|------------|---------------|---------------|
|                                                            |                             |                                            |           |       |                                        |                                 | July-12             | August-12 | September-12 | October-12 | November-12   |               |
| Cooperation Agreements -<br>1) Capistrano Ponds            | City of San Juan Capistrano | Developer Assistance/Affordable Housing    | Mar. 1985 | 1     | 1,500,747.00                           |                                 |                     |           |              |            | 500,000.00    | \$ 500,000.00 |
| 2) Tax Anticipation Agreement<br>Trails Acquisition - Loan | City of San Juan Capistrano | Elimination of Blight/Economic Development | FY 89-90  | 1     | 3,210,328.00                           |                                 |                     |           |              |            |               | \$ -          |
| 3) Agreement                                               | City of San Juan Capistrano | Property Acquisition/Elimination of Blight | Oct. 1993 | 2     | 382,711.00                             |                                 |                     |           |              |            |               | \$ -          |
| 4) Administration Loan Agreement                           | City of San Juan Capistrano | Administration/Project Costs               | June 2004 | 3     | 1,520,365.00                           | 150,000.00                      |                     |           |              |            |               | \$ -          |
| 5)                                                         |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 6)                                                         |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 7)                                                         |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 8)                                                         |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 9)                                                         |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 10)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 11)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 12)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 13)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 14)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 15)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 16)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 17)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 18)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 19)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 20)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 21)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 22)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 23)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 24)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 25)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 26)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 27)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 28)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 29)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| 30)                                                        |                             |                                            |           |       |                                        |                                 |                     |           |              |            |               | \$ -          |
| Totals - This Page                                         |                             |                                            |           |       | \$ 8,594,152.00                        | \$ 150,000.00                   | \$ -                | \$ -      | \$ -         | \$ -       | \$ 500,000.00 | \$ 500,000.00 |

\* - Enforceable Obligation Payment Schedule (EOPS), Exhibit C is adopted by the redevelopment agency for payments after June 30, 2012. It is the basis for the Draft Recognized Obligation Payment Schedule (ROPS) for the period from July 1 through December 31, 2012, which must be prepared by the Successor Agency by 02/01/12.

\*\* - Payments by Month represent projected or estimated payments from July 1, 2012 through December 31, 2012.

\*\*\* - Total amounts outstanding at June 30, 2012 based on projected amounts outstanding at June 30, 2011, plus accrued interest for Fiscal Year 2011/12 and less payments made during the Fiscal Year ended June 30, 2012.

\*\*\*\* - Amounts due during FY 2012/13 represent amounts to be repaid as projected. This does not include accrued interest. Payments historically made in June of each fiscal year.

Note 1 - Amounts due based on tax increment available as determined by the Agency.

Note 2 - Amounts due upon sale of Lower Rossan Ranch property.

Note 3 - Amounts due beginning in July 1, 2023 or sooner, based on tax increment available as determined by the Agency.

# **ENFORCEABLE OBLIGATION PAYMENT SCHEDULE**

Per AB 28 - Section 34187 and 34189 (\*)

Added January 24, 2012

Exhibit C - Payments July 1 through December 31, 2012

| Project Name / Debt Obligation                        | Payee                                     | Description                                      | Date                        | Notes | Total Outstanding Debt or Obligation | Total Due During Fiscal Year | Payments by Month** |           |              |            |             | Total |
|-------------------------------------------------------|-------------------------------------------|--------------------------------------------------|-----------------------------|-------|--------------------------------------|------------------------------|---------------------|-----------|--------------|------------|-------------|-------|
|                                                       |                                           |                                                  |                             |       |                                      |                              | July-12             | August-12 | September-12 | October-12 | November-12 |       |
| 1) OPA - Piaso De Verdugo                             | 28765 Verdugo St. LLC                     | Elimination of Blight/Economic Development       | Feb. 2009 Amended Mar. 2011 | 1     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 2) OPA - OC Chrysler - Initial Permit                 | Chrysler Group Realty Co., LLC            | Removal of Blight/Economic Development           | Jan. 2011                   | 2     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 3) The Groves Affordable Housing                      | RPM Design Group                          | Land Planning and Environmental Svcs             | August 3, 2010              | 3     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 4) Downtown Master Plan                               | Perlowitz & Ruth, DBA Studio One Eleven   | Land Planning and Environmental Svcs             | February 11, 2010           | 3     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 5) Del Obispo/Camino Capistrano Imp.                  | RBF Consulting                            | Engineering Services                             | June 14, 2011               | 3     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 6) Del Obispo/Camino Capistrano Imp.                  | RBF Consulting                            | Engineering Services                             | June 16, 2011               | 3     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 7) J. Serna/Rancho Viejo Rd. Improvements (CRA Share) | Petersen-Chase General Engineering        | Intermediation Improvements Engineering Services | November 16, 2010           | 3     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 8) Ortega Highway Sidewalk Expansion                  | Bobcatson Engineering Scientific Resource | Engineering Services                             | December 7, 2010            | 3     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 9) The Groves Affordable Housing                      | Survey                                    | Archaeological Services                          | June 8, 2011                | 3     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 10) The Groves Affordable Housing                     | Lalithan & Associates                     | Soils Testing                                    | June 27, 2011               | 3     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 11) Letter of Understanding                           | Mission Village Center                    | Facade Improvement Program                       | May 9, 2009                 | 2     | 0.00                                 | 0.00                         |                     |           |              |            |             | \$ -  |
| 12)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 13)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 14)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 15)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 16)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 17)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 18)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 19)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 20)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 21)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 22)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 23)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 24)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 25)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 26)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 27)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 28)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 29)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| 30)                                                   |                                           |                                                  |                             |       |                                      |                              |                     |           |              |            |             | \$ -  |
| Totals - This Page                                    |                                           |                                                  |                             |       | \$ -                                 | \$ -                         | \$ -                | \$ -      | \$ -         | \$ -       | \$ -        | \$ -  |

\* - Enforceable Obligation Payment Schedule (EOPS), Exhibit C is adopted by the redevelopment agency for payments after June 30, 2012. It is valid through 12/31/12. It is the basis for the Draft Recognized Obligation Payment Schedule (ROPS) for the period from July 1 through December 31, 2012, which must be prepared by the Successor Agency by 03/01/12.

\*\* - Payments by Month represent projected or estimated payments from July 1, 2012 through December 31, 2012.

\*\*\* - Total amounts outstanding at June 30, 2012 based on contract amounts outstanding at June 30, 2011, less actual and projected payments through June 30, 2012.

Note 1 - Amounts represent payments due on an Escrowed Owner Participation Agreement (EOPA). Amounts estimated for payment from July - December 2012 are based on estimated payments through June 30, 2012.

Note 2 - All amounts were paid as of December 31, 2011.

Note 3 - Amounts estimated for payment from July - December 2012 are based on contract amounts outstanding at June 30, 2011, less actual and estimated payments through June 30, 2012.

Name of Redevelopment Agency: San Juan Capistrano Community Redevelopment Agency  
 Project Area(s): Central Project Area

# OTHER OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34167 and 34169 (\*)

Added January 24, 2012

Exhibit C - Payments July 1 through December 31, 2012

| Project Name / Debt Obligation                                                             | Payee                               | Description                                                                                | Date                           | Notes | Total Outstanding Debt or Obligation** | Total Due During Fiscal Year | Payments by Month** |           |              |            |             | Total         |
|--------------------------------------------------------------------------------------------|-------------------------------------|--------------------------------------------------------------------------------------------|--------------------------------|-------|----------------------------------------|------------------------------|---------------------|-----------|--------------|------------|-------------|---------------|
|                                                                                            |                                     |                                                                                            |                                |       |                                        |                              | July-12             | August-12 | September-12 | October-12 | November-12 |               |
| 1) Pass-Through Agreement, dated March 6, 1988, installed January 7, 1988 and May 18, 1987 | County of Orange                    | Pass-Thru of Tax Increment                                                                 | 1983; 1984; 1985               | 1     | 0.00                                   | 467,800.00                   | 233,800.00          |           |              |            |             | \$ 233,800.00 |
| 2) Pass-Through Agreement, dated October 8, 1983                                           | Orange County Fire Authority        | Pass-Thru of Tax Increment                                                                 | 1983; 1984; 1985               | 1     | 0.00                                   | 822,300.00                   | 411,150.00          |           |              |            |             | \$ 411,150.00 |
| 3) Pass-Through Agreement, dated March 6, 1988, installed January 7, 1988 and May 18, 1987 | SOCCOCD                             | Pass-Thru of Tax Increment                                                                 | Oct. 1983                      | 1     | 0.00                                   | 173,500.00                   | 83,750.00           |           |              |            |             | \$ 83,750.00  |
| 4) Pass-Through Agreement, dated March 6, 1988, installed January 7, 1988 and May 18, 1987 | Capistrano Unified School District  | Pass-Thru of Tax Increment                                                                 | Mar. 1988; Jan. 1989; May 1987 | 1     | 0.00                                   | 1,492,021.50                 | 768,475.00          |           |              |            |             | \$ 768,475.00 |
| 5) (AB1308)                                                                                | Various Agencies                    | Pass-Thru of Tax Increment                                                                 | N/A                            | 1     | 0.00                                   | 198,200.00                   | 98,100.00           |           |              |            |             | \$ 98,100.00  |
| 6) Administrative Costs - Agency Support Staff                                             | City of San Juan Capistrano         | Costs incurred by City for staff time in support of Agency activities                      |                                | 2     | 0.00                                   | 156,207.00                   |                     |           |              |            |             |               |
| 7) Administrative Costs - Allocated Charges                                                | City of San Juan Capistrano         | Costs incurred by City for utilities, insurance, computers, phones, vehicles, office space |                                | 2     | 0.00                                   | 0.00                         |                     |           |              |            |             | \$ -          |
| 8) Housing Support Staff                                                                   | City of San Juan Capistrano         | Costs incurred by City for staff time in support of Affordable Housing activities          |                                | 2     | 0.00                                   | 104,810.00                   |                     |           |              |            |             | 52,405.00     |
| 9) Administrative Cost                                                                     | City of San Juan Capistrano         | 3% Allowance for administrative costs incurred                                             |                                | 2     | 0.00                                   | 226,300.00                   |                     |           |              |            |             | 113,150.00    |
| 10) Compensation                                                                           | Sam Allevetto                       | Board of Directors compensation                                                            | CRL Section 33114              |       | 0.00                                   | 0.00                         |                     |           |              |            |             | \$ -          |
| 11) Compensation                                                                           | Laura Freitas                       | Board of Directors compensation                                                            | CRL Section 33114              |       | 0.00                                   | 0.00                         |                     |           |              |            |             | \$ -          |
| 12) Compensation                                                                           | Larry Kramer                        | Board of Directors compensation                                                            | CRL Section 33114              |       | 0.00                                   | 0.00                         |                     |           |              |            |             | \$ -          |
| 13) Compensation                                                                           | Derek Reeve                         | Board of Directors compensation                                                            | CRL Section 33114              |       | 0.00                                   | 0.00                         |                     |           |              |            |             | \$ -          |
| 14) Compensation                                                                           | John Taylor                         | Board of Directors compensation                                                            | CRL Section 33114              |       | 0.00                                   | 0.00                         |                     |           |              |            |             | \$ -          |
| 15) Legal Services Agreement dated August 20, 1991                                         | Stradling, Yocco, Carlson & Routh   | Legal services - redevelopment activities                                                  | 08-20-91                       | 3     | 0.00                                   | 60,000.00                    | 5,000.00            | 5,000.00  | 5,000.00     | 5,000.00   |             | \$ 30,000.00  |
| 16) Personal Services Agreement dated February 5, 1997                                     | Woodruff, Spradlin & Smart          | Legal services - redevelopment activities                                                  | 02-05-97                       | 3     | 0.00                                   | 30,000.00                    | 2,500.00            | 2,500.00  | 2,500.00     | 2,500.00   |             | \$ 15,000.00  |
| 17) Personal Services Agreement dated May 3, 2011                                          | Rogers, Anderson, Malbody and Scott | Audit Services - FY ending June 30, 2010                                                   | 05-03-11                       | 4     | 0.00                                   | 6,940.00                     | 1,735.00            |           |              |            |             | \$ 6,940.00   |
| 18) Personal Services Agreement dated June 7, 2011                                         | MDM Associates                      | Rental Subsidy Program Management                                                          | 06-07-11                       | 4     | 0.00                                   | 43,155.00                    | 3,596.25            | 3,596.25  | 3,596.25     | 3,596.25   |             | \$ 21,577.50  |
| 19) Personal Services Agreement dated June 7, 2011                                         | MDM Associates                      | Little Hollywood Program Management                                                        | 06-07-11                       | 4     | 0.00                                   | 125,940.00                   | 10,485.00           | 10,485.00 | 10,485.00    | 10,485.00  |             | \$ 62,970.00  |
| 20) Rental Subsidy Agmt Dec. 2008-Dec 2013                                                 | Quish Barrie                        | Rental Subsidy Program                                                                     | Dec. 2008                      | 5     | 31,500.00                              | 21,000.00                    | 1,750.00            | 1,750.00  | 1,750.00     | 1,750.00   |             | \$ 10,500.00  |
| 21) Rental Subsidy Agmt - Sept. 2011 - Aug. 2016                                           | Vince Hughes***                     | Rental Subsidy Program                                                                     | June 2011                      | 5     | 40,800.00                              | 20,400.00                    | 1,700.00            | 1,700.00  | 1,700.00     | 1,700.00   |             | \$ 10,200.00  |

Name of Redevelopment Agency: San Juan Capistrano Community Redevelopment Agency  
Project Area(s): Central Project Area

# OTHER OBLIGATION PAYMENT SCHEDULE

Per AB 28 - Section 34187 and 34189 (\*)

Added January 24, 2012

Exhibit C - Payments July 1 through December 31, 2012

| Project Name / Debt Obligation                 | Payee           | Description                                                                                                                                                                        | Date      | Notes | Total Outstanding Debt or Obligation** | Payments by Month** |           |              |            |             |             | Total     |
|------------------------------------------------|-----------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-------|----------------------------------------|---------------------|-----------|--------------|------------|-------------|-------------|-----------|
|                                                |                 |                                                                                                                                                                                    |           |       |                                        | July-12             | August-12 | September-12 | October-12 | November-12 | December-12 |           |
| 22) Rental Subsidy Agmt. - M. Kusherli         |                 | Rental Subsidy Program                                                                                                                                                             | May 2011  | 5     | 65,000.00                              | 1,900.00            | 1,900.00  | 1,900.00     | 1,900.00   | 1,900.00    | 1,900.00    | 11,400.00 |
| 23) Rental Subsidy Agmt. - Dec. Zahedi         |                 | Rental Subsidy Program                                                                                                                                                             | Dec. 2008 | 5     | 0.00                                   |                     |           |              |            |             |             |           |
| 24) Rental Subsidy Agmt. - Tom McCortell       |                 | Rental Subsidy Program                                                                                                                                                             | June 2008 | 5     | 38,000.00                              | 1,900.00            | 1,900.00  | 1,900.00     | 1,900.00   | 1,900.00    | 1,900.00    | 9,000.00  |
| 25) Rental Subsidy Agmt. - Lorna Webber        |                 | Rental Subsidy Program                                                                                                                                                             | July 2008 | 5     | 21,600.00                              | 1,900.00            | 1,900.00  | 1,900.00     | 1,900.00   | 1,900.00    | 1,900.00    | 10,800.00 |
| 26) Rental Subsidy Agmt. - Mary Stacey Kennedy |                 | Rental Subsidy Program                                                                                                                                                             | May 2011  | 5     | 94,000.00                              | 2,000.00            | 2,000.00  | 2,000.00     | 2,000.00   | 2,000.00    | 2,000.00    | 12,000.00 |
| 27) Rental Subsidy Agmt. - Dec. Arguel Alariz  |                 | Rental Subsidy Program                                                                                                                                                             | Dec. 2010 | 5     | 84,420.00                              | 2,010.00            | 2,010.00  | 2,010.00     | 2,010.00   | 2,010.00    | 2,010.00    | 12,060.00 |
| 28) Rental Subsidy Agmt. - Oct. Mt. Mendocino  |                 | Rental Subsidy Program                                                                                                                                                             | Oct. 2008 | 5     | 28,000.00                              | 1,750.00            | 1,750.00  | 1,750.00     | 1,750.00   | 1,750.00    | 1,750.00    | 10,500.00 |
| 29) Rental Subsidy Agmt. - Dec. Carol Eden     |                 | Rental Subsidy Program                                                                                                                                                             | Dec. 2010 | 5     | 102,020.00                             | 1,010.00            | 1,010.00  | 1,010.00     | 1,010.00   | 1,010.00    | 1,010.00    | 6,060.00  |
| 30) Little Hollywood Rental Housing Operations | Various Vendors | Various Maintenance Costs to maintain rental housing funded by rents - Utilities, Plumbing/Electrical, Landscaping, Cleaning, Repairs, Pest Control, Possessory Interest Tax, etc. |           | 6     | 0.00                                   | 6,504.17            | 6,504.17  | 6,504.17     | 6,504.17   | 6,504.17    | 6,504.17    | 38,025.02 |
| 31) Misc. Administrative Costs                 | Various Vendors | Various Admin. Costs to maintain minimal existing activities, incl. bond administration, postage, etc.                                                                             |           | 6     | 0.00                                   | 1,909.58            | 1,909.58  | 1,909.58     | 1,909.58   | 1,909.58    | 1,909.58    | 11,457.48 |
| 32)                                            |                 |                                                                                                                                                                                    |           |       |                                        |                     |           |              |            |             |             |           |
| 33)                                            |                 |                                                                                                                                                                                    |           |       |                                        |                     |           |              |            |             |             |           |
| 34)                                            |                 |                                                                                                                                                                                    |           |       |                                        |                     |           |              |            |             |             |           |

## Obligations

\$ 624,340.00 | \$ 4,191,178.50 | \$ 47,160.00 | \$ 1,041,201.00 | \$ 45,425.00 | \$ 45,425.00 | \$ 290,318.50 | \$ 1,953,889.50

\* - Enforceable Obligation Payment Schedule (EOPS), Exhibit C is adopted by the redevelopment agency for payments after December 31, 2011. It is valid through 06/30/12. It is the basis for the Draft Recognized Obligation Payment Schedule (ROPS), which must be prepared by the Successor Agency by 03/01/12.

\*\* - Payments by Month represent projected or estimated payments from January 1 through June 30, 2012.

\*\*\* - Agreement in process as of June 28, 2011. Final execution August 28, 2011.

Note 1 - Pass Thru Agreement Amounts for FY 2012/13 are based on the projected tax increment. Amounts to OCFA and County of Orange are payable in August and February each year. Amounts estimated for payment from July - December 2012 represent pass-thru amounts estimated for the period January - June 2012.

Note 2 - Amounts based on FY 2011/12 projections.

Note 3 - Fee Agreements, projected cost based on consideration of prior year costs, adopted budget and adjustments for costs associated with new legislation.

Note 4 - Amounts based on approved contract amounts dated prior to June 28, 2011. Amounts estimated for payment from July - December 2012 are based on agreements.

Note 5 - Amounts based on approved rental agreements dated prior to June 28, 2011, unless otherwise noted. Amounts outstanding as of June 30, 2012 represent remaining obligation under agreement.

Note 6 - Amounts based on FY 2011/12 projections.

The foregoing instrument is a correct copy of the original on file in this office. Attest:

City Clerk of the City of San Juan Capistrano, County of Orange, State of California

By: 