



CITY OF FORT LAUDERDALE, FLORIDA

ANNUAL REPORT TO BONDHOLDERS

Fiscal Year Ended September 30, 2012





**CITY OF FORT LAUDERDALE,
FLORIDA**

**ANNUAL REPORT
TO
BONDHOLDERS**

**FOR FISCAL YEAR ENDED
SEPTEMBER 30, 2012**

City of Fort Lauderdale

Elected Officials

John P. “Jack” Seiler
MAYOR

Bruce G. Roberts
VICE MAYOR/COMMISSIONER, DISTRICT I

Dean J. Trantalis
COMMISSIONER, DISTRICT II

Bobby B. DuBose
COMMISSIONER, DISTRICT III

Romney Rogers
COMMISSIONER, DISTRICT IV

Administration

Lee R. Feldman, ICMA-CM
CITY MANAGER

John C. Herbst, C.P.A., CGFO
CITY AUDITOR

Stanley D. Hawthorne
ASSISTANT CITY MANAGER

Jonda K. Joseph
CITY CLERK

Susanne M. Torriente
ASSISTANT CITY MANAGER

Harry A. Stewart, Esquire
CITY ATTORNEY

Douglas R. Wood, CGFM
DIRECTOR OF FINANCE

Kirk W. Buffington, CPPO, C.P.M.
DEPUTY DIRECTOR OF FINANCE

Linda Logan-Short
CONTROLLER

Bond Counsel
Greenberg Traurig, P.A.
Fort Lauderdale, Florida

Financial Advisor
First Southwest Company
Aventura, Florida

Disclosure Counsel
Law Offices of Steve E. Bullock, P.A.
Miramar, Florida

**Independent Certified
Public Accountant**
Crowe Horwath LLP
Fort Lauderdale, Florida

PURPOSE OF THE ANNUAL REPORT TO BONDHOLDERS

This Annual Report to Bondholders for the Fiscal Year ended September 30, 2012 has been prepared by the City of Fort Lauderdale, Florida (the “City”) to provide information concerning the City, its financial operations and its indebtedness. This information is made available to current security holders and potential purchasers of securities in the secondary market, securities dealers and analysts, rating agencies, Municipal Securities Information Repositories established pursuant to Rule 15c2-12 of the United States Securities and Exchange Commission (the SEC) and other interested parties. The City has selected Digital Assurance Certification, L.L.C. (DAC) as the City’s disclosure/dissemination agent. This 2012 Annual Report to Bondholders can be found on the DAC website at www.dacbond.com. The DAC website also hosts related City documents, including official statements for outstanding debt obligations.

In addition to this Report, each fiscal year the City prepares a Comprehensive Annual Financial Report (CAFR), which includes audited financial statements in accordance with generally accepted accounting principles. The CAFR is available from the City upon request. The CAFR is also hosted on the City’s website at www.fortlauderdale.gov, as well as on the DAC website. The City’s current external auditors are Crowe Horwath LLP, Fort Lauderdale, Florida.

In compliance with SEC Rule 15c2-12, the City has entered into undertakings to provide secondary market information in connection with the following bond issues:

- \$20,000,000 General Obligation Bonds, Series 2011A (Fire-Rescue Facilities), dated September 28, 2011
- \$13,980,000 General Obligation Refunding Bonds, Series 2011B, dated September 28, 2011
- \$20,000,000 General Obligation Bonds, Series 2005 (Fire-Rescue Facilities), dated June 16, 2005
- \$64,585,000 Water and Sewer Revenue Refunding Bonds, Series 2012, dated May 16, 2012
- \$82,300,000 Water and Sewer Revenue Bonds, Series 2010, dated June 10, 2010
- \$155,000,000 Water and Sewer Revenue Bonds, Series 2008, dated March 6, 2008
- \$100,000,000 Water and Sewer Revenue Bonds, Series 2006, dated October 4, 2006
- \$90,000,000 Water and Sewer Revenue Bonds, Series 2003, dated March 20, 2003

The release of this Report is designed to satisfy the requirements for annual disclosure as set forth in the City’s undertakings pursuant to SEC Rule 15c2-12. The City is committed to fulfilling its disclosure obligations, as now or as may hereafter be defined by the SEC. While the City is committed to the release of secondary market information in satisfaction of its continuing disclosure obligations, the City is making no on-going commitment to the publication and release of future Reports to Bondholders and in the future its disclosure obligations may be met through supplements or enhancements to its CAFR or through the release of other documents.

The City has not undertaken an independent review or investigation to determine the accuracy of information that has been obtained from other sources. Certain information presented in this Report has been obtained from sources that are believed by the City to be reliable, but neither the City nor any of its elected or appointed officials, officers or employees make any representations or warranties with respect to the accuracy or completeness of such information.

Additionally, to the extent that certain portions of this Report constitute summaries of documents, reports, ordinances, resolutions, or agreements relating to the operations of the City or its outstanding debt, this Report is qualified by reference to each such document, report, ordinance, resolution, or agreement, copies of which may be obtained from the Finance Department of the City. This Report contains certain capitalized undefined terms. Such terms are defined in the resolutions of the City authorizing the issuance of the respective bonds of the City.

The City encourages readers of this Report to provide suggestions that will improve the readability or usefulness of any future Report. Questions or comments concerning this Report or the information contained herein should be directed to:

Linda Logan-Short, Controller
City of Fort Lauderdale, Florida
100 N. Andrews Avenue,
Fort Lauderdale, Florida 33301
(954) 828-5267; FAX (954) 828-5168
LLogan-Short@FortLauderdale.gov

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EXECUTIVE SUMMARY

The City's Annual Report to Bondholders for the Fiscal Year ended September 30, 2012 is designed to provide a reader, with no prior background, general information regarding the City and its debt obligations. For readers who regularly follow the City, such readers may already be familiar with much of the information contained in this Report. This Executive Summary provides a general overview of matters relating to the City and its financial arrangements. Readers are encouraged to read this Report in its entirety, as well as the documents, other reports and materials summarized or described herein, to obtain a more complete understanding of the City and its financial arrangements.

Borrowing in Fiscal Year 2012

During fiscal year (FY) 2012, the City issued \$64,585,000 in aggregate principal amount of its Water and Sewer Revenue Refunding Bonds, Series 2012 (the Series 2012 Bonds). The Series 2012 Bonds were issued to refund \$68,935,000 in aggregate principal amount of the City's outstanding Water and Sewer Revenue Bonds, Series 2003. The gross savings resulting from the refunding were \$9,747,132, with a net present value savings of \$7,347,279 (constituting a 10.66% savings). The Series 2012 Bonds provide for semi-annual principal and interest payments on March 1 and September 1 of each year, with each of the Serial Bonds being sold at a premium, bearing interest at rates ranging from 2.00% to 5.00% and finally maturing on September 1, 2028 and each of the Term Bonds being sold at a discount, bearing interest at rates ranging from 3.00% to 3.25% and finally maturing on September 1, 2031. The first principal payment on the Series 2012 Bonds is due on September 1, 2013.

Ratings

Certain of the City's outstanding bonds were issued with insurance to enhance the credit rating of such bonds. In recent years, most of the monoline municipal bond insurers have experienced downgrades in their credit ratings. As a result, for many bond issues of the City, no economic benefit can be derived from the purchase of an insurance policy for the bond issue. The bond insurer, if any, and the underlying credit rating are provided in the details of this document for each of the City's outstanding bonds.

As of September 30, 2012, the City's underlying credit ratings for each series of its outstanding bonds are summarized as follows:

	Moody's Investor Services, Inc.	Standard & Poor's Ratings Service
General Obligation Bonds, Series 2011A (Fire-Rescue Facilities)	Aa1	AA
General Obligation Refunding Bonds, Series 2011B	Aa1	AA
General Obligation Bonds, Series 2005 (Fire-Rescue Facilities)	Aa1	AA
Special Obligation Bonds, Series 2011A	Not Rated	Not Rated
Special Obligation Bonds, Series 2011B	Not Rated	Not Rated
Special Obligation Refunding Bonds, Series 2010A	Not Rated	Not Rated
Special Obligation Refunding Bonds, Series 2010B	Not Rated	Not Rated
Tax Increment Revenue Bonds, Series 2004A ¹	Not Rated	Not Rated
Tax Increment Revenue Bonds, Series 2004B ¹	Not Rated	Not Rated
Water and Sewer Revenue Refunding Bonds, Series, 2012	Aa1	AA+
Water and Sewer Revenue Bonds, Series 2010	Aa1	AA+
Water and Sewer Revenue Bonds, Series 2008	Aa1	AA+
Water and Sewer Revenue Bonds, Series 2006	Aa1	AA+
Water and Sewer Revenue Bonds, Series 2003	Aa1	AA+

^[1] Tax Increment Bonds were issued by the Fort Lauderdale Community Redevelopment Agency (CRA), not by the City.

Property Taxes and other Significant Revenue Factors

The State of Florida, by constitution, does not have a state personal income tax and therefore the State operates primarily using sales, gasoline and corporate income taxes. Local governments (cities, counties and school boards) rely on property and a limited array of permitted other taxes (sales, gasoline, and utilities) and fees (franchise and business tax receipts) for their governmental activities. For the business-type and certain governmental activities (construction services and recreational programs), the user pays a related fee or charge associated with the service.

Defeased Bonds

On May 16, 2012, the City defeased \$68,935,000 of its Water and Sewer Revenue Bonds, Series 2003, leaving \$2,390,000 in aggregate principal amount of such Series 2003 Bonds remaining outstanding. The portion of the Series 2003 Bonds which remained outstanding was paid in full on March 1, 2013.

Long Term Debt

The City's long-term debt decreased by \$45.5 million net of retirements to \$549.3 million. The decrease resulted from refunding \$68.9 million in Water and Sewer Revenue Bonds, \$14.3 million in General Obligation Bonds and prepayment of \$5.9 million in Capital Leases.

Pension

The City has two defined-benefit pension plans: 1) the General Employees Retirement System and 2) the Police and Firefighters' Retirement System (the Pension Plans). A board of trustees administers each plan. The boards are composed of members elected by active employees and appointees of the Mayor. The boards have responsibility for investment of the pension assets and determination of benefits as employees retire or seek other benefits under the plans. As of September 30, 2012, the plans had total assets of \$883.9 million. The General Employees Retirement System was closed to certain new participants beginning October 1, 2007 and, on March 4, 2008, the City Commission enacted an Ordinance to effectively close the General Employees Retirement System to any new entrants. The General Employees Retirement System was replaced with a new defined contribution plan.

Pension Obligation Bonds

On October 3, 2012, the City issued \$337,755,000 in Taxable Special Obligation Bonds, Series 2012 (Pension Funding Project) (the Pension Bonds) for the primary purpose of paying the cost of funding a portion of the unfunded actuarial accrued liability (UAAL) of the Pension Plans, based on a determination of the UAAL as of the most recent valuation date for each of the Pension Plans preceding the date of issuance of the Pension Bonds. The Pension Bonds were issued at a true interest cost of 4.13%, with interest payable semi-annually on January 1 and July 1 of each year, principal payable on January 1 of each year and a final maturity of January 1, 2032.

Short Term Debt

On December 15, 2011, the City entered into a financial arrangement for a special, limited obligation note with a financial institution in the amount of \$30,000,000 to prefund the FY2013 annual required contribution for the Police and Firefighters' Retirement System. The short term note interest rate was 1.4% and its maturity date was October 15, 2012. The borrowing yielded a net interest savings to the City of \$1,758,431.

Water and Sewer Rates

In 2011 the City completed a FY 2011 Rate Study (2011 Rate Study) to develop an updated financial management plan for its water and sewer system, including a plan of annual rate increase requirements necessary to meet its projected operating, capital, debt service (including coverage) and reserve requirements from FY 2012 through FY 2016. As a result of the 2011 Rate Study, the City Commission adopted an annual rate indexing policy of adjusting its water and sewer rates using the greater of the annual change (measured in May of each year) in the US CPI Water & Sewerage Maintenance Series, or 5 percent. However, because of the increased expenses associated with the City's new return on investment policy and increasing renewal and replacement requirements, an additional 1.0 percent and 1.75 percent rate increase was recommended for FY 2012 and FY 2013, respectively. Such recommendation was adopted by the City Commission. As such, the City adopted a total 6.75 percent water and sewer rate increase for FY 2012 (5 percent actual change in the Water & Sewerage Maintenance Series for May 2011, plus an additional 1.75 percent for ROI), and a 6.75 percent increase for FY 2013, followed by a 5 percent increase in FY 2014 and each fiscal year thereafter.

As part of approving the rate indexing adjustments described above, the City Commission expressly committed to performing annual financial reviews by April 30 of each year to determine if, as of September 30 of the prior year, projected revenues based on adjusted rates will exceed the amount needed, using the following criteria to make such determination:

1. annual revenues exceed annual expenses,
2. net revenue is at or above two times annual debt service expenses,
3. there is an operating reserve at least equal to 120 days of operating costs,
4. there is an unrestricted capital reserve of at least \$10 million, and
5. there is replacement and repair funding of at least \$10 million.

If there is projected revenue that exceeds the above criteria, the current customers of the City's Water and Sewer System shall receive a proportionate rebate of the excess funds on their water/wastewater bill in the same fiscal year. Conversely, the annual review described above may identify the need for an additional rate increase to meet the financial requirements of the Water and Sewer System.

The express commitment to the annual evaluation of the Water and Sewer System costs and revenues allows the City to continue to adjust rates, as needed, to meet the costs of the Water and Sewer System. This approach has proven beneficial for the City and its customers by avoiding significant rate increases, and allowing citizens to better absorb more moderate cost increases into their budgets.

General Fund Transfer

Individual inter-fund receivable and payable balances as of September 30, 2012 were as follows:

	Due From Other Funds	Due To Other Funds	Advances From Other Funds	Advances To Other Funds
<u>Governmental Funds</u>				
General Fund	\$ 2,621,515	\$ -	\$ -	\$ 25,000
Non-Major Governmental Funds				
Intergovernmental Revenue Fund	-	2,541,664	-	-
Community Redevelopment Agency Fund	-	-	25,000	-
General Obligation Construction 2005 and 2011A Fund	-	78,537	-	-
Special Obligation Construction 2008B	-	723	-	-
Special Obligation Construction 2011A	-	591	-	-
	<u>2,621,515</u>	<u>2,621,515</u>	<u>25,000</u>	<u>25,000</u>
<u>Enterprise Funds</u>				
Water and Sewer Fund	2,421,338	-	-	-
	<u>2,421,338</u>	-	-	-
<u>Fiduciary Funds</u>				
General Employees Pension Fund	-	473,542	-	-
Police and Firefighters' Pension Fund	-	1,947,796	-	-
	-	<u>2,421,338</u>	-	-
	<u>\$ 5,042,853</u>	<u>\$ 5,042,853</u>	<u>\$ 25,000</u>	<u>\$ 25,000</u>

The payables to the Water and Sewer Fund from the trust funds for the Pension Plans totaling \$2,421,338 were for operating expenses of the funds paid by the City that were reimbursed from the trusts funds for the Pension Plans in October 2012. The Intergovernmental Revenue Fund payables to the General Fund totaling \$2,541,664 represent short-term borrowings that will be repaid using grant receipts. The General Obligation Construction 2005 and 2011A Fund amount due to the General Fund is for short-term borrowings until a drawdown is made from the 2011A General Obligation Bond proceeds. The \$25,000 advance to the Community Redevelopment Agency (CRA) Fund from the General Fund represents a short-term loan for the creation of a new CRA Plan for the New Middle River-South Middle River-Sunrise Boulevard Central City CRA area.

The composition of inter-fund transfers for the fiscal year ended September 30, 2012 was as follows:

<u>Transfers Out</u>	Transfers In					<u>Total</u>
	<u>General</u>	<u>Special Revenue</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Permanent Fund</u>	
<u>Non-major Governmental Funds</u>						
Governmental Funds						
General Fund	\$ -	\$ 3,980,090	\$ 3,007,054	\$ 67,429	\$ -	\$ 7,054,573
Non-Major Governmental Funds						
Special Revenue Funds	31,250	-	3,481,200	4,958,303	-	8,470,753
Capital Projects Funds	8,769,977	709,537	9,000,000	506,817	111,543	19,097,874
Permanent Fund	-	-	-	-	-	-
	<u>8,801,227</u>	<u>709,537</u>	<u>12,481,200</u>	<u>5,465,120</u>	<u>111,543</u>	<u>27,568,627</u>
<u>Enterprise Funds</u>						
Water and Sewer Fund	-	4,972	-	-	-	4,972
Non-Major Enterprise Funds	-	542,929	-	1,165,505	-	1,708,434
	-	<u>547,901</u>	-	<u>1,165,505</u>	-	<u>1,713,406</u>
<u>Internal Service Funds</u>						
	4,000,000	-	27,967	-	-	4,027,967
	<u>\$ 12,801,227</u>	<u>\$ 5,237,528</u>	<u>\$ 15,516,221</u>	<u>\$ 6,698,054</u>	<u>\$ 111,543</u>	<u>\$ 40,364,573</u>

The City transfers funds from the General Fund and the Community Redevelopment Agency Special Revenue Fund to the debt service funds to meet debt service requirements. Funds are provided from the corresponding revenues pledged for those purposes. Transfers from the General Fund to the Community Redevelopment Agency special revenue fund represent tax increment revenues derived from appreciation of the tax bases in the redevelopment areas. The transfers from the General Fund to the Capital Project Funds includes \$67,429 to Parks Impact Fees that are now being accounted in a separate Capital Project Fund. Funding for non-debt financed governmental capital projects is provided through transfers from the General Fund. Other transfers to the capital projects funds provide funding for specific projects within the capital improvement program. Of the \$4,958,303 transfer to the capital projects funds from the special revenue funds \$4,833,303 represents the capital projects portion of the CRA's Special Revenue Fund that was reclassified into a capital projects fund and applied to the Central Beach Community Redevelopment Area.

Sunshine State Governmental Financing Commission (SSGFC)

The Sunshine State Government Financing Commission (SSGFC or the Commission) was created in 1985 through interlocal agreement between the City of Tallahassee and the City of Orlando, Florida. Subsequently, other Florida governments joined the Commission, including 13 additional cities and four counties. The Commission was created to provide active and more sophisticated debt issuers the opportunity to work together to create low cost, flexible financing instruments. The City of Fort Lauderdale is a member of the SSGFC.

In 2008 the City issued its \$15,462,881 Special Obligation Refunding Bond, Series 2008A (the Series 2008A Bond). The Series 2008A Bond was issued to provide funds, together with other available moneys, to prepay in full the City's Sunshine State Financing Commission loans totaling \$6,110,000 and the City's Florida Intergovernmental Finance Commission (FIFC) loan for \$9,300,000. In 2010 the City issued its \$10,095,000 Special Obligation Refunding Bond, Series 2010A (the Series 2010A Bond) to provide funds, together with any other moneys that may be legally available for such purpose, to prepay in full the Series 2008A Bond. At September 30, 2012, \$10,625,900 of the Series 2010A Bond remained outstanding.

Electronic Dissemination of Information

As part of its continuing effort to efficiently disclose pertinent information to investors and other interested parties, the City has begun the process of utilizing electronic methods for the dissemination of such information. Information is currently available electronically at several locations, including the City's website, www.fortlauderdale.gov, and the DAC website, www.dacbond.com.

The CAFR for FY 2012, which includes audited financial statements of the City in accordance with generally accepted accounting principles, is available on the City's website. The website also has other useful information available, including the City's budget for FY 2012 and FY 2013.

DAC

The DAC website hosts a variety of information relating to the City's outstanding debt obligations. DAC serves as the disclosure dissemination agent for the City. Investors and others may access disclosure on any municipal bond in the DAC System free of charge by registering for a password. Annual reports prepared in accordance with the City's continuing disclosure undertakings for FY 2012 and for several prior years are available on the DAC website. Official statements for each of the outstanding issues summarized in this Report are also available on the DAC website. CAFRs for multiple years are also available on the City's website and on the DAC website.

Contact

Linda Logan-Short, Controller
City of Fort Lauderdale, Florida
100 N. Andrews Avenue
Fort Lauderdale, Florida 33301
(954) 828-5267; FAX (954) 828-5168
LLogan-Short@FortLauderdale.gov

THE CITY OF FORT LAUDERDALE, FLORIDA

General

The City, located in the heart of a robust, diversified growth region on the southeast coast of Florida, contains approximately 36 square miles and has an estimated population of approximately 166,200, as of September 30, 2012. The City was incorporated in 1911 and operates under the City Charter. The government consists of a five member City Commission elected by district, including a mayor elected at large. All elections are on a nonpartisan basis. The City Commission appoints a city manager. The current City Manager is Lee R. Feldman, who was appointed to serve as City Manager on June 7, 2011.

The City provides a full range of municipal services, including police and fire protection, streets, planning and zoning, parks and recreation, water, sewer, sanitation, economic development and public information services. Tourism is one of the City's major economic forces, with manufacturing, industrial and commercial business and corporate and regional offices serving to diversify the City's economic base.

Population and Employment

From its origination in 1911 with a population of 300 people, Fort Lauderdale has grown to an estimated 166,200 people and is currently ranked seventh among cities within the State of Florida.

CITY OF FORT LAUDERDALE, FLORIDA
DEMOGRAPHIC AND ECONOMIC STATISTICS - LAST TEN FISCAL YEARS

FISCAL YEAR	FORT LAUDERDALE POPULATION	BROWARD COUNTY POPULATION	BROWARD COUNTY PERSONAL INCOME*	COUNTY PER CAPITA PERSONAL INCOME	UNEMPLOYMENT RATE
2003	167,600	1,728,300	\$ 55,790,306	\$ 32,280	5.4%
2004	169,000	1,753,000	59,615,576	34,008	4.4
2005	170,300	1,753,000	65,213,329	37,201	3.5
2006	175,300	1,751,100	65,213,329	37,241	3.1
2007	175,500	1,751,100	65,213,329	37,241	4.2
2008	179,700	1,763,600	70,454,147	39,743	6.4
2009	180,100	1,756,500	71,994,871	41,169	10.9
2010	180,400	1,742,900	73,590,969	41,974	12.1
2011	165,500	1,748,100	72,752,112	41,618	10.7
2012	166,200	1,753,200	76,133,577	43,425	8.5

* Personal income in thousands of dollars.

Sources: Fort Lauderdale population obtained from the Bureau of Economic and Business Research, University of Florida. Broward County population and personal income obtained from the Bureau of Economics Analysis, U.S. Department of Commerce. Unemployment rates obtained from the Bureau of Labor Statistics, U.S. Department of Labor.

As of October 2012, the greater Fort Lauderdale metropolitan area (Broward County) had 1,001,526 civilians in the labor force compared to 997,128 in the prior year. Unemployment declined to 8.5% compared to 10.7% a year earlier. Comparative data within the State of Florida as reported by the U.S. Census Bureau shows the Greater Fort Lauderdale metropolitan area remains the second largest in the State in terms of population (1,753,200 as of 2012).

Economy and Business

An advantageous economic climate coupled with an exceptional quality of life is helping the City establish itself as a world-class center for international commerce and one of the most desirable locations for new, expanding or relocating businesses. Once known strictly as a tourism-based economy, Fort Lauderdale now supports a diverse range of industries, including marine, manufacturing, finance, healthcare, insurance, real estate, high technology, avionics/aerospace, film and television production.

Marine Industry. The marine industry is the largest industry in the Greater Fort Lauderdale area, accounting for more than 134,000 jobs, gross wages and earnings of approximately \$3.7 billion and \$13.6 billion of total economic impact in South Florida. The City hosts the Fort Lauderdale International Boat Show which, each year, has a regional economic impact of approximately \$500 million.

With more than 300 miles of waterways, marinas and marine manufacturing and repair facilities, Fort Lauderdale is a world-renowned port of call for the yachting industry.

Tourism. Tourism is the second largest industry for the Greater Fort Lauderdale area, employing more than 114,000 individuals in the area. New hotels and related venues are consistently being constructed and renovated in South Florida to accommodate the area's extensive tourism industry. Broward County's first Ritz-Carlton Hotel opened in Fort Lauderdale in 2008 and the W Hotel opened in 2009. In addition, the former Yankee Trader Hotel recently reopened as a new Westin Hotel. The Greater Fort Lauderdale Convention and Visitors Bureau reports that the area hosted more than 11.0 million visitors in 2011 and such visitors have been estimated to have spent more than \$9.1 billion in the Greater Fort Lauderdale area.

Trade and Business Development. Fort Lauderdale has emerged as one of the fastest growing markets for global trade, with more than 40% of local businesses engaged in or supporting international commerce. The City also remains at the forefront of South Florida's emerging *InternetCoast*, a region that is home to more than 6,000 high technology firms. In addition, a growing list of nationally-recognized corporations have established business operations in Fort Lauderdale with corporate or Latin American headquarters, including: AT&T, AutoNation, BankAtlantic, Citicorp, Citrix Systems, Galaxy Latin America, Hewlett-Packard, Microsoft Latin American, Motorola Latin America, Republic Industries, South African Airways, Spherion Corporation, SportsLine.com, and Voicestream Wireless.

Education

The Broward County Public School system is an operating and taxing entity that is separate from the City and the County. The Broward County School District ranks as the sixth largest public school system in the United States, second largest in Florida and the largest fully accredited K-12 and adult school district in the nation. For the 2012-2013 School Year, Broward County Public Schools has over 260,000 students and approximately 175,000 adult students are served each year at Broward County Public School Technical, Adult and Community Schools. Currently, the Broward County School District is home to 141 elementary schools, 42 middle schools and 33 high schools. In addition, the Broward County Public School system has 83 charter schools and 16 other facilities for adult community and vocational training and community learning centers.

Three four-year colleges and universities and six two-year colleges are located in Broward County. There are also seven educational institutions in the County that offer a degree or certificate program in vocational and/or technical education. The campuses of Florida Atlantic University and Florida International University, both four-year, public universities, are located in downtown Fort Lauderdale, as is the campus of Broward College (formerly Broward Community College), which is primarily a two- year public college.

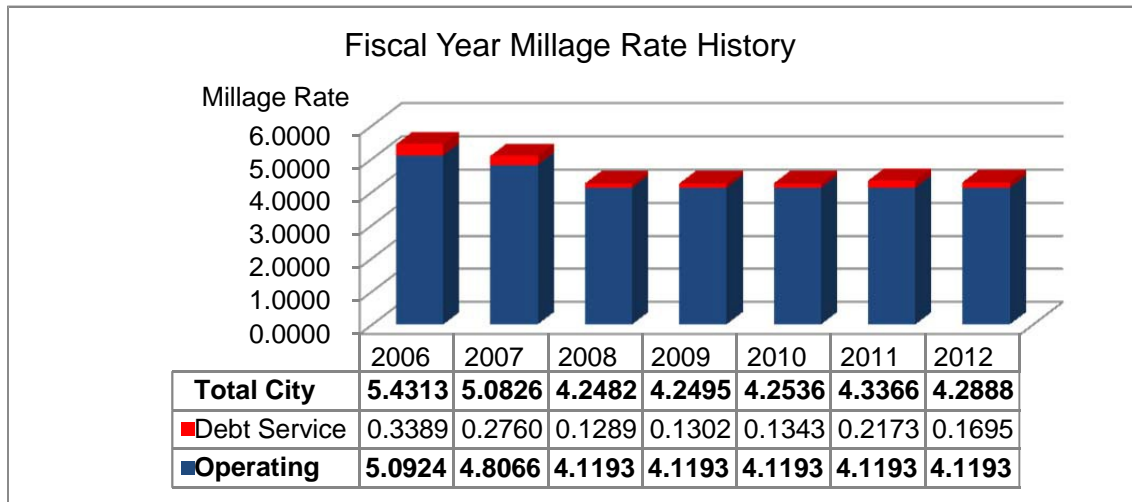


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GENERAL GOVERNMENT

Ad-Valorem Millage Rate

The operating millage rate of 4.1193 mills remains unchanged for the sixth consecutive year and equates to a 0.6% increase in revenues as the result of a slight increase in property values. The chart below represents the adopted operating and debt service tax rates as compared to the rates for the previous seven years.



Over 66% of the General Fund budget for operating expenditures is dedicated to public safety through police, fire-rescue and code enforcement services. Another 12% is allocated to cultural and recreational quality of life programs.

Revenue Considerations

General Fund revenues for FY 2012 totaled \$251.8 million, an \$8.5 million increase from FY 2011. Property taxes levied for operations decreased by \$3.9 million. Interfund service charges increased by \$11.5 million, which is attributed to a Return on Investment (ROI) strategy, which replaced the Payment in Lieu of Taxes (PILOT) strategy.

The City's taxable assessed value for tax year 2012 increased by 0.8% from 2011. New construction, which represents improvements to real property that were not on the tax roll in the prior year, added \$202.4 million to the tax roll. Since 2007, the City's total taxable assessed value declined by 24.8 %, or \$7.8 billion. The following shows new construction and total taxable assessed value for the last six years.

Taxable Values – 6 Year Comparison

<u>Calendar Tax Year</u>	<u>Net New Construction</u>	<u>Total Taxable Value</u>	<u>Increase/Decrease from Prior Year</u>
2012 Final	\$ 202,371,590	\$ 23,550,164,200	0.8%
2011 Final	97,950,210	23,358,512,246	-4.2
2010 Final	494,110,613	24,393,809,310	-11.0
2009 Final	271,277,218	27,422,141,727	-9.7
2008 Final	625,354,578	30,378,384,604	-3.0
2007 Final	757,196,779	31,305,074,356	11.0

More than 11 million visitors selected Greater Fort Lauderdale as their destination of choice and spent in excess of \$9.1 million. Strong signals are pointing to an economic recovery. Occupancy at hotels in the city reached 85.8%, which was the highest in the state of Florida and well above the national average.

Transfer Considerations

The City transfers funds from the General Fund and the Community Redevelopment Agency special revenue fund to the debt service funds to meet debt service requirements. Funds are provided from the corresponding revenues pledged for those purposes. Transfers from the General Fund to the Community Redevelopment Agency special revenue fund represent tax increment revenues derived from appreciation of the tax bases in the redevelopment areas. The transfers from the General Fund to the Capital Project Funds include \$67,429 to Parks Impact Fees that are now being accounted in a separate Capital Project Fund. Funding for non-debt financed governmental capital projects is provided through transfers from the General Fund. Other transfers to the capital projects funds provide funding for specific projects within the capital improvement program. Of the \$4,958,303 transfer to the capital projects funds from the special revenue funds, \$4,833,303 represents the capital projects portion of the CRA's Special Revenue Fund that was reclassified into a capital projects fund and applied to the Central Beach Community Redevelopment Area.

Expense Considerations

General Fund expenditures increased \$8.2 million in 2012 from \$252.1 million to \$260.3 million. Of this increase, \$5.2 million is mainly attributed to the fleet replacement charges to the Vehicle Rental Fund. In FY 2011, the fleet utilization study suspended the fleet replacement service charges for one year. Other supplies increases of \$2.4 million are attributed to increased cost for the Police E911 call taking and dispatch services.

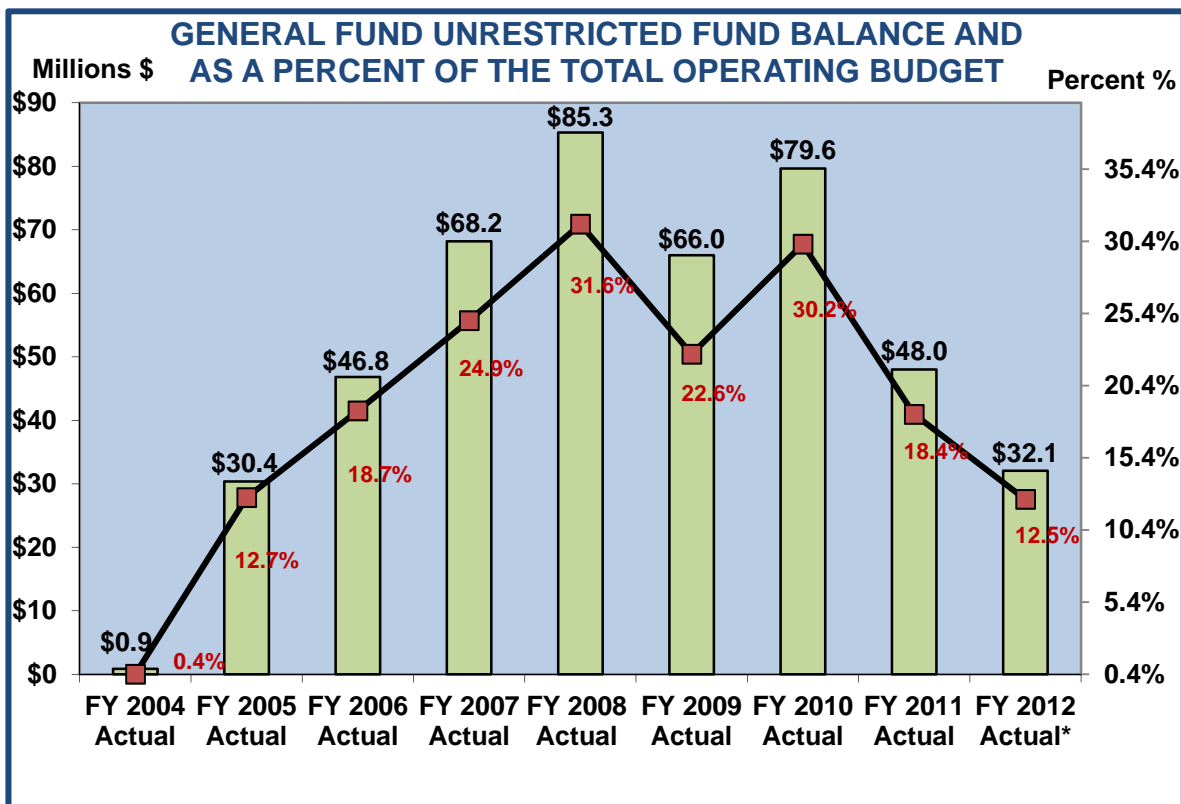
FY 2013 Budget and Rates

The adopted operating budget for expenditures for FY 2013 is \$476.1 million which is 6.8% higher than the FY 2012 adopted budget. The General Fund expenditure budget for FY 2013 is \$238.6 million, which is 6.8% lower than FY 2012. Included in the General Fund FY 2013 budget is a carry-forward fund balance of \$54.1 million, of which \$4.8 million will be used to cover lower than anticipated revenues and \$3 million earmarked for other post-employment benefits "OPEB". The operating millage rate of 4.1193 remains unchanged for the sixth consecutive year and equates to a 0.6% increase in revenues as the result of a slight increase in property values.

The adopted General Fund budget in FY 2013 addresses key priorities established by the City Commission to meet the challenges of current economic conditions, including no property tax increase, no fire assessment increase, maintenance of adequate reserve funds, and no reductions in vital City services.

Financial Policies

The City Commission adopted a policy to maintain the undesignated fund balance for the General Fund between 10% and 15% of the General Fund annual operating expenditures. The implementation of GASB Statement No. 54 in FY2011 changed the classifications of fund balance, and for comparison purposes unrestricted fund balance is used to calculate the minimum requirements of the policy. During FY2012 the General Fund unrestricted balance decreased from \$48 million to \$32.1 million. This amount is above the minimum requirement, equating to almost 12.5% of the final General Fund budget for operations. The chart below presents a ten-year history of the General Fund balances.



*Does not include \$28.1 MM of nonspendable funds that became available October 1, 2012, which brought the unrestricted fund balance to \$60.2 MM (23.4%).

Fiscal Health Plan

The impact of the continued slow recovery on property tax revenues has significantly affected by the City's ability to maintain existing critical services and programs. The City expects such impact to continue to be felt over the next several years. Property tax revenue is still down by approximately \$35 million from FY 2007 levels, which remains a challenge for staff to balance the budget and maintain minimum core service levels for residents of the City. Over the last several years, the City was able to utilize existing fund balances to prudently protect the fiscal solvency of the City. The City will need to employ different strategies to provide such protection in future years, as reserve fund balances have steadily declined to the levels required to be maintained to satisfy minimum reserve policy requirements.

During the recession and in prompt response to declining revenues, numerous initiatives were developed and implemented to streamline operations. The workforce was reduced, priorities were re-evaluated, discretionary spending was cut, maintenance and fleet purchases were deferred, departments were reorganized and combined for efficiency, and budgets were incrementally reduced through a strategic and managed process. The cumulative effect of these efforts and savings of operational costs for the City have been substantial. However, they have not been significant enough to structurally balance the budget for future years without an increase in revenues.

The City Manager's preliminary budget for FY 2014 identified a projected General Fund deficit of \$11.3 million. Despite the 4.36% projected increase in the taxable valuation for FY 2014, the forecast for property taxes still remains significantly below historical levels due to maintenance of the 4.1193 millage rate during years of decreasing valuations. In an effort to close the gap and ensure the City's long-term fiscal sustainability, the FY 2014 Preliminary Budget includes a recommendation to increase the annual Fire Assessment Fee of \$135 per single family residential unit to the full cost recovery amount of \$225 per single family residential unit. This increase in the Fire Assessment Fee will generate approximately \$12MM in additional revenue for FY 2014, which will close the budgetary gap, ensure a structurally balanced budget, and maintain current service levels throughout the City.

Should the City Commission decline to increase either the Fire Assessment Fee, millage rate, or some combination of the two, the City will experience a severe financial strain and structural imbalance in the General Fund. City Departments will be asked to evaluate City services to determine what can be reduced, what can be outsourced, and what can be eliminated. Even with service reductions, without an increase in revenues, the City will likely have to rely on existing required reserves to balance the budget.

Selected General Government Statistics

Pledge Revenue Coverage Last Ten Fiscal Years (Dollars in Thousands)

FISCAL YEAR	TAX INCREMENT BONDS ¹							TOTAL	COVERAGE
	GROSS REVENUE	OPERATING EXPENSES*	NET AVAILABLE REVENUE		DEBT SERVICE				
			PRINCIPAL	INTEREST					
2003	\$ 2,521	\$ 1,245	\$ 1,276	\$ 483	\$ 197	\$ 680	1.88		
2004	2,964	1,416	1,548	422	367	789	1.96		
2005	3,726	1,157	2,569	759	685	1,444	1.78		
2006	5,190	1,926	3,264	1,143	931	2,074	1.57		
2007	8,492	1,766	6,726	1,112	970	2,082	3.23		
2008	8,409	1,661	6,748	1,147	717	1,864	3.62		
2009	9,419	1,934	7,485	1,192	365	1,557	4.81		
2010	8,877	2,101	6,776	1,232	227	1,459	4.64		
2011	7,640	2,524	5,116	1,277	196	1,473	3.47		
2012	7,036	2,691	4,345	1,382	167	1,549	2.81		

FISCAL YEAR	SPECIAL OBLIGATION LOANS ²							TOTAL	COVERAGE
	GROSS REVENUE	OPERATING EXPENSES*	NET AVAILABLE REVENUE		DEBT SERVICE				
			PRINCIPAL	INTEREST					
2009	\$ 144,779	\$ -	\$ 144,779	\$ 81	\$ 906	\$ 987	146.69		
2010	144,696	-	144,696	1,410	1,262	2,672	54.15		
2011	141,866	-	141,866	2,466	862	3,328	42.63		
2012	153,629	-	153,629	2,429	547	2,976	51.62		

FISCAL YEAR	WATER AND SEWER REVENUE BONDS							TOTAL	COVERAGE
	GROSS REVENUE	OPERATING EXPENSES*	NET AVAILABLE REVENUE		DEBT SERVICE				
			PRINCIPAL	INTEREST					
2003	\$ 71,169	\$ 47,925	\$ 23,244	\$ 960	\$ 1,943	\$ 2,903	8.01		
2004	71,429	43,676	27,753	1,935	3,633	5,568	4.98		
2005	78,777	42,007	36,770	1,955	3,594	5,549	6.63		
2006	78,109	46,423	31,686	1,985	3,551	5,536	5.72		
2007	82,804	48,749	34,055	2,830	7,935	10,765	3.16		
2008	85,741	50,296	35,445	3,495	11,925	15,420	2.30		
2009	92,071	52,576	39,495	6,645	14,821	21,466	1.84		
2010	103,156	55,207	47,949	6,885	15,663	22,548	2.13		
2011	105,231	50,958	54,273	8,805	17,849	26,654	2.04		
2012	106,017	57,299	48,718	9,100	16,783	25,883	1.88		

FISCAL YEAR	STATE REVOLVING FUND LOANS ³							TOTAL	COVERAGE	
	GROSS REVENUE	OPERATING EXPENSES*	REVENUE BOND DEBT SERVICE		NET AVAILABLE REVENUE		STATE LOANS DEBT SERVICE			
			PRINCIPAL	INTEREST	PRINCIPAL	INTEREST				
2005	\$ 82,800	\$ 47,674	\$ 1,955	\$ 3,594	\$ 29,577	\$ -	\$ 491	60.24		
2006	82,052	54,728	1,985	3,551	21,788	77	442	41.98		
2007	89,077	56,208	2,830	7,935	22,104	2,074	925	7.37		
2008	90,701	57,364	3,495	11,925	17,917	3,006	1,792	3.73		
2009	97,376	60,169	6,645	14,821	15,741	4,663	1,956	2.38		
2010	107,784	62,466	6,885	15,663	22,770	4,286	2,138	3.54		
2011	107,049	58,869	8,805	17,849	21,526	4,500	2,081	3.27		
2012	107,398	60,167	9,100	16,782	21,349	3,445	1,993	3.93		

* Total Expenses excluding depreciation and payment in lieu of taxes.

¹ Tax Increment Bonds were issued by the Fort Lauderdale Community Redevelopment Agency (CRA), not by the City.

² Years prior to FY 2009 have not been presented due to bonds not being issued until FY 2009.

³ Years prior to FY 2005 have not been presented due to bonds not being issued until FY 2005.

Property Taxes

The City's property tax is levied, becomes a lien on real and personal property located in the City and is recorded as a receivable on November 1 of each year, based upon the assessed value listed as of the prior January 1. The Broward County Property Appraiser establishes assessed values. The assessed value at January 1, 2011, upon which the FY 2012 levy was based, was approximately \$23.5 billion. The City is permitted by state law to levy taxes up to 10 mills of assessed valuation for General Fund operations exclusive of voted debt levies. Taxes levied for the General Fund for FY 2012 were 4.1193 mills for operations and 0.1695 mills for debt service.

All taxes are due from property holders on March 31, become delinquent on April 1 and become subject to the issuance of tax sale certificates on June 1. Current tax collections for the fiscal year ended September 30, 2012 were approximately 99.4% of the total tax levy.

Property Tax Levies and Collections Last Ten Fiscal Years

FISCAL YEAR	TAXES LEVIED FOR THE FISCAL YEAR	COLLECTED WITHIN THE FISCAL YEAR OF THE LEVY		COLLECTIONS IN SUBSEQUENT YEARS	COLLECTIONS TO DATE	
		AMOUNT	PERCENTAGE OF LEVY		AMOUNT	PERCENTAGE OF LEVY
2003	\$ 78,070,948	\$ 76,945,768	98.6%	\$ 511,328	\$ 77,457,096	99.2%
2004	86,322,917	85,882,476	99.5	253,688	86,136,164	99.8
2005	108,470,506	107,872,382	99.4	265,788	108,138,170	99.7
2006	120,645,437	119,708,465	99.2	376,533	120,084,998	99.5
2007	135,607,404	134,386,183	99.1	593,130	134,979,313	99.5
2008	128,954,993	127,212,927	98.6	547,437	127,760,364	99.1
2009	125,137,680	123,421,092	98.6	1,055,614	124,476,706	99.5
2010	112,960,028	110,925,089	98.2	594,742	111,519,831	98.7
2011	100,485,419	98,916,252	98.4	203,360	99,119,612	98.6
2012	96,205,050	95,670,313	99.4	-	95,670,313	99.4

**GENERAL OBLIGATION BONDS
CITY OF FORT LAUDERDALE, FLORIDA
CONSOLIDATED DEBT SERVICE**

Summary of Remaining Debt Service Requirements

Bond Year Ending July 1	Total	\$20,000,000 Series 2011A	\$13,980,000 Series 2011B	\$20,000,000 Series 2005
2013	\$ 4,846,286	\$ 1,150,100	\$ 2,513,975	\$ 1,182,211
2014	4,847,261	1,146,600	2,518,650	1,182,011
2015	4,845,916	1,148,000	2,517,075	1,180,841
2016	4,856,341	1,149,200	2,526,500	1,180,641
2017	4,864,691	1,150,200	2,534,850	1,179,641
2018	2,328,841	1,151,000	-	1,177,841
2019	2,325,666	1,150,425	-	1,175,241
2020	2,327,866	1,151,025	-	1,176,841
2021	2,323,616	1,146,175	-	1,177,441
2022	2,318,066	1,146,025	-	1,172,041
2023	2,326,266	1,150,425	-	1,175,841
2024	2,322,666	1,149,225	-	1,173,441
2025	2,321,729	1,147,575	-	1,174,154
2026	2,323,391	1,149,763	-	1,173,629
2027	2,325,754	1,149,850	-	1,175,904
2028	2,325,616	1,148,925	-	1,176,691
2029	2,322,929	1,146,938	-	1,175,991
2030	2,322,691	1,148,888	-	1,173,804
2031	2,321,416	1,146,288	-	1,175,129
2032	2,327,441	1,147,688	-	1,179,754
2033	2,324,856	1,147,888	-	1,176,969
2034	2,325,825	1,149,138	-	1,176,688
2035	2,327,825	1,148,388	-	1,179,438
2036	1,150,638	1,150,638	-	-
2037	1,148,513	1,148,513	-	-
2038	1,149,944	1,149,944	-	-
2039	1,149,725	1,149,725	-	-
2040	1,146,588	1,146,588	-	-
2041	1,146,750	1,146,750	-	-
	\$ 72,995,115	\$ 33,311,881	\$ 12,611,050	\$ 27,072,184

\$20,000,000

CITY OF FORT LAUDERDALE, FLORIDA

GENERAL OBLIGATION BONDS, SERIES 2011A (FIRE-RESCUE FACILITIES)

Dated: September 28, 2011

Purpose

The Series 2011A Bonds were issued to provide funds to pay (i) a portion of the cost of the acquisition, design, construction, development, improvement, equipping and furnishing of certain new and existing fire-rescue facilities and (ii) the costs of issuance of the Series 2011A Bonds.

Security

The Series 2011A Bonds constitute general obligations of the City and the full faith, credit and taxing power of the City are irrevocably pledged for the payment of principal of and the interest on the Series 2011A Bonds.

Form

\$20,000,000 General Obligation Bonds, Series 2011A (Fire-Rescue Facilities) due July 1, 2041. The Series 2011A Bonds were issued in book-entry only form and purchasers of the Series 2011A Bonds did not receive certificates representing their interest in the Series 2011A Bonds purchased. Interest on the Series 2011A Bonds is payable semi-annually on each January 1 and July 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2012

Moody's: Aa1

Standard & Poor's: AA

Optional Redemption

The Series 2011A Bonds maturing prior to July 1, 2022 are not subject to redemption prior to maturity. The Series 2011A Bonds maturing on or after July 1, 2022 are subject to redemption at the option of the City prior to their respective dates of maturity on or after July 1, 2021, in whole or in part at any time, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2011A Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2011A Bonds maturing on July 1, 2035 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of amortization requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on July 1 of each year in the following amounts and years specified:

<u>Due (July 1)</u>	Amortization Requirement
2033	\$775,000
2034	815,000
2035 (Final Maturity)	855,000

The Series 2011A Bonds maturing on July 1, 2038 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of amortization requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on July 1 of each year in the following amounts and years specified:

<u>Due (July 1)</u>	Amortization Requirement
2036	\$900,000
2037	935,000
2038 (Final Maturity)	975,000

The Series 2011A Bonds maturing on July 1, 2041 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of amortization requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on July 1 of each year in the following amounts and years specified:

<u>Due (July 1)</u>	Amortization Requirement
2039	\$1,015,000
2040	1,055,000
2041 (Final Maturity)	1,100,000

The City may at any time use money held in the Principal and Interest Account for the payment of amortization requirements to purchase any Series 2011A Bonds that are Term Bonds, or portions thereof, whether or not such Term Bonds or portions thereof shall then be subject to redemption, at the most advantageous price obtainable with reasonable diligence, which price shall not exceed the redemption price for such Term Bonds on the next redemption date if such Term Bonds or portions thereof should be called for redemption on such date. The principal amount of any Term Bonds so purchased shall be credited toward the next amortization installment. However, if by the application of moneys in the Principal and Interest Account the City shall purchase or call for redemption in any year Term Bonds in excess of the amortization installments due for such year, such excess Term Bonds so purchased or redeemed shall be credited in such manner and at such times as the Director of Finance for the City shall determine over the remaining payment dates.

Notice of Redemption

Mailing of Notice of Redemption: Notice of redemption shall be given by deposit in the U.S. mails of a copy of a redemption notice, postage prepaid, at least thirty (30) days before the redemption date to all registered owners of Series 2011A Bonds or portions of the Series 2011A Bonds to be redeemed at their addresses as they appear on the registration books to be maintained in accordance with the provisions of the Resolution. Failure to mail any such notice to a registered owner of a Series 2011A Bond, or any defect therein, shall not affect the validity of the proceedings for redemption shall not affect the validity of the proceedings for redemption of any Series 2011A Bond or portion thereof with respect to which no failure or defect occurred. Such notice shall set forth the date fixed for redemption, the rate of interest borne by each Series 2011A Bond being redeemed, the date of publication, if any, of a notice of redemption, the name and address of the Bond Registrar and the Paying Agent, the redemption price to be paid and, if less than all of the Series 2011A Bonds then outstanding shall be called for redemption, the distinctive numbers and letters, including

CUSIP numbers of such Series 2011A Bonds to be redeemed and, in case of the Series 2011A Bonds to be redeemed in part only, the portion of the principal amount thereof to be redeemed. If any Series 2011A Bond is to be redeemed in part only, the notice of redemption which relates to such Series 2011A Bond shall also state that on or after the redemption date, upon surrender of such Series 2011A Bond, a new Series 2011A Bond or Series 2011A Bonds in a principal amount equal to the unredeemed portion of such Series 2011A Bond will be issued. If the optional redemption of any of the Series 2011A Bonds is conditioned upon the receipt of sufficient moneys as described in the Series 2011A Resolution, the notice of redemption which relates to such Series 2011A Bonds shall also state that the redemption is so conditioned.

Any notice of redemption that is mailed in accordance with the provisions of the Resolution shall be conclusively presumed to have been duly given, whether or not the owner of the Series 2011A Bond called for redemption receives such notice. The Bond Registrar shall not be required to transfer or exchange any Series 2011A Bond after the mailing of a notice of redemption nor during the period of fifteen (15) days next preceding the mailing of a notice of redemption.

As long as a book-entry system maintained by the Depositor Trust Company (DTC) is used for determining beneficial ownership of Series 2011A Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2011A Bonds.

Effect of Redemption: Notice having been given in the manner and under the conditions described above, the Series 2011A Bonds or portions of Series 2011A Bonds so called for redemption shall, on the redemption date designated in such notice, become and be due and payable at the redemption price provided for redemption of such Series 2011A Bonds or portions of Series 2011A Bonds on such date; provided, however, that Series 2011A Bonds or portions of Series 2011A Bonds called for optional redemption and which redemption is conditioned upon the receipt of sufficient moneys, shall not become due and payable on the redemption date if sufficient moneys to pay the redemption price of such Series 2011A Bonds or portions of such series 2011A Bonds have not been received by the Paying Agent (other than the City) on or prior to the redemption date. On the date so designated for redemption, moneys for payment of the redemption price being held in separate accounts by the Paying Agent in trust for the registered owners of the Series 2011A Bonds or portions thereof to be redeemed, interest on the Series 2011A Bonds or portions of Series 2011A Bonds so called for redemption shall cease to accrue, such Series 2011A Bonds and portions of Series 2011A Bonds shall cease to be entitled to any lien, benefit or security under the Bond Resolution and shall be deemed paid thereunder, and the registered owners of such Series 2011A Bonds or portions of Series 2011A Bonds shall have no right in respect thereof except to receive payment of the redemption price thereof and, to the extent provided in the Bond Resolution, to receive Series 2011A Bonds for any unredeemed portions of the Series 2011A Bonds.

\$20,000,000

**CITY OF FORT LAUDERDALE, FLORIDA
GENERAL OBLIGATION BONDS,
SERIES 2011A (FIRE-RESCUE FACILITIES)**

Summary of Remaining Debt Service Requirements

Bond Year Ending July 1	Interest Rate	Principal	Interest	Total
2013	2.000%	\$ 425,000	\$ 725,100	\$ 1,150,100
2014	2.000	430,000	716,600	1,146,600
2015	2.000	440,000	708,000	1,148,000
2016	2.000	450,000	699,200	1,149,200
2017	2.000	460,000	690,200	1,150,200
2018	2.250	470,000	681,000	1,151,000
2019	3.000	480,000	670,425	1,150,425
2020	3.000	495,000	656,025	1,151,025
2021	3.000	505,000	641,175	1,146,175
2022	3.000	520,000	626,025	1,146,025
2023	3.000	540,000	610,425	1,150,425
2024	3.000	555,000	594,225	1,149,225
2025	3.125	570,000	577,575	1,147,575
2026	3.375	590,000	559,763	1,149,763
2027	4.250	610,000	539,850	1,149,850
2028	4.250	635,000	513,925	1,148,925
2029	4.250	660,000	486,938	1,146,938
2030	4.000	690,000	458,888	1,148,888
2031	4.000	715,000	431,288	1,146,288
2032	4.000	745,000	402,688	1,147,688
2033	5.000	775,000	372,888	1,147,888
2034	5.000	815,000	334,138	1,149,138
2035	5.000	855,000	293,388	1,148,388
2036	4.125	900,000	250,638	1,150,638
2037	4.125	935,000	213,513	1,148,513
2038	4.125	975,000	174,944	1,149,944
2039	4.250	1,015,000	134,725	1,149,725
2040	4.250	1,055,000	91,588	1,146,588
2041	4.250	1,100,000	46,750	1,146,750
		\$ 19,410,000	\$ 13,901,881	\$ 33,311,881

\$13,980,000

**CITY OF FORT LAUDERDALE, FLORIDA
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2011B**

Dated: September 28, 2011

Purpose

The Series 2011B Bonds were issued to (i) provide for the current refunding of all of the City's outstanding General Obligation Refunding Bonds, Series 2002, which Series 2002 Bonds, immediately prior to issuance of the Series 2011B Bonds, were outstanding in the aggregate principal amount of \$14,345,000; and (ii) pay certain costs of issuance of the Series 2011B Bonds.

Security

The Series 2011B Bonds constitute general obligations of the City and the full faith, credit and taxing power of the City are irrevocably pledged for the payment of principal of and the interest on the Series 2011B Bonds.

Form

\$13,980,000 General Obligation Refunding Bonds, Series 2011B due July 1, 2017. The Series 2011B Bonds were issued in book-entry only form and purchasers of the Series 2011B Bonds did not receive certificates representing their interest in the Series 2011B Bonds purchased. Principal of and interest on the Series 2011B Bonds are payable semi-annually on each January 1 and July 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Escrow Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2012

Moody's: Aa1

Standard & Poor's: AA

Optional Redemption

The Series 2011B Bonds are not subject to redemption prior to maturity.

\$13,980,000

**CITY OF FORT LAUDERDALE, FLORIDA
GENERAL OBLIGATION REFUNDING BONDS,
SERIES 2011B**

Summary of Remaining Debt Service Requirements

Bond Year Ending July 1	Interest Rate	Principal	Interest	Total
2013	(1)	\$ 2,225,000	\$ 288,975	\$ 2,513,975
2014	2.000%	2,280,000	238,650	2,518,650
2015	3.000	2,330,000	187,075	2,517,075
2016	3.000	2,410,000	116,500	2,526,500
2017	(2)	2,485,000	49,850	2,534,850
		\$ 11,730,000	\$ 881,050	\$ 12,611,050

(1) 1/1/13 Interest Rate: 3.000%; 7/1/13 Interest Rate: 2.000%

(2) 1/1/17 Interest Rate: 2.000%; 7/1/17 Interest Rate: 3.000%

\$20,000,000

CITY OF FORT LAUDERDALE, FLORIDA

GENERAL OBLIGATION BONDS, SERIES 2005 (FIRE-RESCUE FACILITIES)

Dated: June 16, 2005

Purpose

The Series 2005 Bonds were issued to provide funds to pay (i) a portion of the cost of the acquisition, design, construction, development, improvement, equipping and furnishing of certain new and existing fire-rescue facilities and (ii) the costs of issuance of the Series 2005 Bonds, including the premium for issuing the financial guaranty insurance policy securing the Series 2005 Bonds.

Security

The Series 2005 Bonds constitute general obligations of the City and the full faith, credit and taxing power of the City are irrevocably pledged for the payment of principal of and the interest on the Series 2005 Bonds.

Form

\$20,000,000 General Obligation Bonds, Series 2005 (Fire-Rescue Facilities) due July 1, 2035. The Series 2005 Bonds were issued in book-entry only form and purchasers of the Series 2005 Bonds did not receive certificates representing their interest in the Series 2005 Bonds purchased. Interest on the Series 2005 Bonds is payable semi-annually on each January 1 and July 1.

Bondholder: Public Offering

Credit Enhancement: MBIA Insurance Corporation

Agents

Bond Registrar and Paying Agent: The City's Director of Finance

Ratings: as of September 30, 2012

Moody's: Aa1 (underlying)

Standard & Poor's: AA (underlying)

Optional Redemption

The Series 2005 Bonds maturing prior to July 14, 2014 are not subject to redemption prior to maturity. The Series 2005 Bonds maturing on or after July 1, 2014 are subject to redemption at the option of the City prior to their respective dates of maturity on or after July 1, 2013, in whole or in part at any time, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2005 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2005 Bonds maturing on July 1, 2035 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of amortization requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on July 1 of each year in the following amounts and years specified:

<u>Due (July 1)</u>	<u>Amortization Requirement</u>
2033	\$1,035,000
2034	1,080,000
2035 (Final Maturity)	1,130,000

The City may at any time use money held in the Principal and Interest Account for the payment of amortization requirements to purchase any Series 2005 Bonds that are Term Bonds, or portions thereof, whether or not such Term Bonds or portions thereof shall then be subject to redemption, at the most advantageous price obtainable with reasonable diligence, which price shall not exceed the redemption price for such Term Bonds on the next redemption date if such Term Bonds or portions thereof should be called for redemption on such date. The principal amount of any Term Bonds so purchased shall be credited toward the next amortization installment. However, if by the application of moneys in the Principal and Interest Account the City shall purchase or call for redemption in any year Term Bonds in excess of the amortization installments due for such year, such excess Term Bonds so purchased or redeemed shall be credited in such manner and at such times as the Director of Finance for the City shall determine over the remaining payment dates.

Notice of Redemption

Mailing of Notice of Redemption: Notice of redemption shall be given by deposit in the U.S. mails of a copy of a redemption notice, postage prepaid, at least thirty (30) days before the redemption date to all registered owners of Series 2005 Bonds or portions of the Series 2005 Bonds to be redeemed at their addresses as they appear on the registration books to be maintained in accordance with the provisions of the Resolution. Failure to mail any such notice to a registered owner of a Series 2005 Bond, or any defect therein, shall not affect the validity of the proceedings for redemption shall not affect the validity of the proceedings for redemption of any Series 2005 Bond or portion thereof with respect to which no failure or defect occurred. Such notice shall set forth the date fixed for redemption, the rate of interest borne by each Series 2005 Bond being redeemed, the date of publication, if any, of a notice of redemption, the name and address of the Bond Registrar and the Paying Agent, the redemption price to be paid and, if less than all of the Series 2005 Bonds then outstanding shall be called for redemption, the distinctive numbers and letters, including CUSIP numbers of such Series 2005 Bonds to be redeemed and, in case of the Series 2005 Bonds to be redeemed in part only, the notice of redemption which relates to such Series 2005 Bond shall also state that on or after the redemption date, upon surrender of such Series 2005 Bond, a new Series 2005 Bond or Series 2005 Bonds in a principal amount equal to the unredeemed portion of such Series 2005 Bond will be issued. If the optional redemption of any of the Series 2005 Bonds is conditioned upon the receipt of sufficient moneys as described in the Resolution, the notice of redemption which relates to such Series 2005 Bonds shall also state that the redemption is so conditioned.

Any notice of redemption that is mailed in accordance with the provisions of the Resolution shall be conclusively presumed to have been duly given, whether or not the owner of the Series 2005 Bond called for redemption receives such notice. The Bond Registrar shall not be required to transfer or exchange any Series 2005 Bond after the mailing of a notice of redemption nor during the period of fifteen (15) days next preceding the mailing of a notice of redemption.

As long as a book-entry system maintained by DTC is used for determining beneficial ownership of Series 2005 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2005 Bonds.

Effect of Redemption: Notice having been given in the manner and under the conditions described above, the Series 2005 Bonds or portions of Series 2005 Bonds so called for redemption shall, on the redemption date designated in such notice, become and be due and payable at the redemption price provided for redemption of such Series 2005 Bonds or portions of Series 2005 Bonds on such date; provided, however, that Series 2005 Bonds or portions of Series 2005 Bonds called for optional redemption and which redemption is conditioned upon the receipt of sufficient moneys, shall not become due and payable on the redemption date if sufficient moneys to pay the redemption price of such Series 2005 Bonds or portions of such series 2005 Bonds have not been received by the Paying Agent (other than the City) on or prior to the redemption date. On the date so designated for redemption, moneys for payment of the redemption price being held in separate accounts by the Paying Agent in trust for the registered owners of the Series 2005 Bonds or portions thereof to be redeemed, interest on the Series 2005 Bonds or portions of Series 2005 Bonds so called for redemption shall cease to accrue, such Series 2005 Bonds and portions of Series 2005 Bonds shall cease to be entitled to any lien, benefit or security under the Bond Resolution and shall be deemed paid thereunder, and the registered owners of such Series 2005 Bonds or portions of Series 2005 Bonds shall have no right in respect thereof except to receive payment of the redemption price thereof and, to the extent provided in the Bond Resolution, to receive Series 2005 Bonds for any unredeemed portions of the Series 2005 Bonds.

\$20,000,000
CITY OF FORT LAUDERDALE, FLORIDA
GENERAL OBLIGATION BONDS,
SERIES 2005 (FIRE-RESCUE FACILITIES)

Summary of Remaining Debt Service Requirements

Bond Year Ending July 1	Interest Rate	Principal	Interest	Total
2013	(1)	\$ 475,000	\$ 707,211	\$ 1,182,211
2014	(2)	490,000	692,011	1,182,011
2015	(3)	505,000	675,841	1,180,841
2016	4.000%	525,000	655,641	1,180,641
2017	4.000	545,000	634,641	1,179,641
2018	4.000	565,000	612,841	1,177,841
2019	4.000	585,000	590,241	1,175,241
2020	4.000	610,000	566,841	1,176,841
2021	4.000	635,000	542,441	1,177,441
2022	4.000	655,000	517,041	1,172,041
2023	4.000	685,000	490,841	1,175,841
2024	(4)	710,000	463,441	1,173,441
2025	4.125	740,000	434,154	1,174,154
2026	(5)	770,000	403,629	1,173,629
2027	4.250	805,000	370,904	1,175,904
2028	4.250	840,000	336,691	1,176,691
2029	4.250	875,000	300,991	1,175,991
2030	4.250	910,000	263,804	1,173,804
2031	4.250	950,000	225,129	1,175,129
2032	(6)	995,000	184,754	1,179,754
2033	(7)	1,035,000	141,969	1,176,969
2034	4.375	1,080,000	96,688	1,176,688
2035	4.375	1,130,000	49,438	1,179,438
		\$ 17,115,000	\$ 9,957,184	\$ 27,072,184

- (1) 1/1/13 Interest Rate: 3.100%; 7/1/13 Interest Rate: 3.200%
- (2) 1/1/14 Interest Rate: 3.200%; 7/1/14 Interest Rate: 3.300%
- (3) 1/1/15 Interest Rate: 3.300%; 7/1/15 Interest Rate: 4.000%
- (4) 1/1/24 Interest Rate: 4.000%; 7/1/24 Interest Rate: 4.125%
- (5) 1/1/26 Interest Rate: 4.125%; 7/1/26 Interest Rate: 4.250%
- (6) 1/1/32 Interest Rate: 4.250%; 7/1/32 Interest Rate: 4.300%
- (7) 1/1/33 Interest Rate: 4.300%; 7/1/33 Interest Rate: 4.375%

WATER AND SEWER SYSTEM

History

The Water System. Approximately one year after the City's incorporation in 1911, the City's water system (the "Water System") began operations, serving less than 100 people. The original Water System was replaced with a larger well, pumping station and treatment plant in 1919. In 1926 construction of the Dixie Water Treatment Plant (now known as the Walter E. Peele-Dixie Water Treatment Plant) (the "Peele-Dixie WTP") began and such facility was enlarged in 1939 to a capacity of 14 million gallons per day ("mgd"). The number of customer accounts served by the Water System nearly doubled between 1935 and 1945 and again by 1950, growing from 2,365 in 1935 to 5,721 in 1945, and to 11,577 by 1950. In 1950 the City purchased the Fiveash Water Treatment Plant (the "Fiveash WTP") and increased its capacity from 8 mgd to 16 mgd in 1958. By the early 1970s, the capacity of the Peele-Dixie WTP was increased to 20 mgd, and the Fiveash WTP to 40 mgd. Together these water treatment plants provided service to approximately 35,700 customers. The Fiveash WTP was expanded by an additional 24 mgd of design capacity in the early 1980s as the Water System neared capacity.

In 1953 the City began providing water service to other nearby communities when the City entered into a contract with the Town of Lauderdale-by-the-Sea. Prior to 2008, Lauderdale-by-the-Sea owned the water lines within its boundaries and the City maintained those lines and otherwise provided retail water service to the residents of that community. In 2008, the City purchased the water lines it previously leased from Lauderdale-by-the-Sea. The City continues to provide retail water service to the residents of the Town of Lauderdale-by-the-Sea.

Other entities also purchase water from the City under similar arrangements, including the Village of Sea Ranch Lakes and parts of unincorporated Broward County. Together, the Town of Lauderdale-by-the-Sea and the Village of Sea Ranch Lakes comprise less than four percent (4%) of the total population served by the Water System. The number of retail customers that the City serves in unincorporated Broward County also comprises a small percentage of the total population served by the Water System.

Several other entities purchase water from the City on a wholesale or bulk user basis through a master meter or have emergency interconnects. These entities include the cities of Oakland Park and Wilton Manors and, as to a portion thereof the City of Tamarac, the Town of Davie, unincorporated Broward County and Broward County's Port Everglades. The agreements for water supply between these entities and the City all have 30-year terms, except for the agreement with the City of Wilton Manors, which has a 25-year term. Such contracts collectively represent 16.2% of the City's total water production. Set forth below is a listing of such contracts, their current expiration dates and the percentage of total consumption of the Water System represented by each contract.

Water User Contracts

<u>Large User</u>	<u>Effective Dates of Agreement</u>	<u>% of Total Water System Consumption⁽¹⁾</u>
Broward County	1994 – 2024	1.17%
Town of Davie	1987 – 2017	0.29
City of Oakland Park	1994 – 2024	9.14
Broward County's Port Everglades ⁽²⁾	2002 – 2032	1.34
City of Tamarac	1994 – 2024	0.44
City of Wilton Manors	2005 – 2030	<u>3.85</u>
TOTAL		<u>16.23%</u>

Source: The City's Public Works Department.

- (1) Total metered consumption in Fiscal Year 2012 amounted to approximately 12.091 billion gallons.
 (2) Since 2004, the City has provided retail water service to some tenants at Broward County's Port Everglades but continues also to provide wholesale water service at Port Everglades.

The Sewer System. Prior to construction of the G. T. Lohmeyer Wastewater Treatment Plant (the "Lohmeyer WWTP") in the 1970s, the Sewer System of the City (the "Sewer System") was comprised of numerous small sewer treatment facilities housed at various locations around the City. The construction of the Sewer System began in 1927 but, due to the impacts of a hurricane and local economic downturn, was not completed until 1937. In the 1940s and 1950s, the population of the City grew more rapidly than the Sewer System. As a result, new developments were often served by septic systems. By the late 1950s, the City began to expand the Sewer System to serve all areas of the City. Most new developments subsequent to 1950 were required to install sanitary sewers as well.

Expansion of the wastewater collection system was limited until 1957, when the City began expanding the Sewer System into unserved areas, beginning from the beach area and extending west. However, expansion of the gravity wastewater system slowed considerably in the late 1970s and 1980s, as available capital funds were used to consolidate and upgrade the wastewater treatment plants of the Sewer System. Currently, almost all of the City's residents are connected, or have access, to the Sewer System.

Construction of the Lohmeyer WWTP began in the mid-1970s. The Lohmeyer WWTP was designed to serve the entire City, as well as the City of Oakland Park, the City of Wilton Manors, Broward County's Port Everglades, portions of the Town of Davie and portions of the City of Tamarac. The City has negotiated contractual agreements with each of these large regional Sewer System users. All of these contracts were amended in 2001 and are now scheduled to expire in 2021. After constructing the Lohmeyer WWTP, the City closed all of the smaller wastewater treatment facilities that had previously been used to operate the Sewer System. The Lohmeyer WWTP has a permitted capacity of 56.6 mgd.

Organizational Structure

Organization and Management. Operation of the Water System and the Sewer System is the responsibility of the City's Public Works Department (the "Public Works Department"). In addition, the Public Works Department manages the operation of the City's stormwater drainage system and solid waste collection system. The Public Works Department was recently reorganized and several staff members were transferred to Parks and Recreation and other City departments. Such reorganization, however, did not impact any of the divisions responsible for operation and management of the Water and Sewer System. The Public Works Department currently employs approximately 411 full-time equivalent staff and is composed of the following eight divisions:

- Customer Service
- Distribution and Collection
- Water and Wastewater Treatment
- Environmental Services
- Utilities Engineering
- Sustainability
- Engineering
- Administration and Finance

Set forth below is a description of the eight divisions of the Public Works Department:

- Operation and maintenance of the potable water distribution facilities for the Water System and of the collection facilities for the Sewer System and the Stormwater Drainage System is the responsibility of the Distribution and Collection Division. The division employs approximately 182 personnel.

- The Peele-Dixie WTP, the Fiveash WTP and the Lohmeyer WWTP are operated by the Water and Wastewater Treatment Division. The laboratories section of this division provides inspection and monitoring services as well as chemical and microbiological analysis for the Water System, the Sewer System and the Stormwater Drainage System. The Process Control Subdivision is responsible for technology-related matters of the Public Works Department, including office automation and computer automation in the treatment facilities and wellfields. The Water and Wastewater Treatment Division has a staff of approximately 93 people.

- The Engineering Division is responsible for the planning, design and construction of City capital projects. The division has a staff of approximately 54 people.

- The Customer Service Division is responsible for customer contacts, data control and meter reading services. The division also operates a 24 hour customer call center. The Customer Service Division has a staff of approximately 30 people.

- The Administration and Finance Division provides clerical, record keeping, personnel services, finance, inventory and other managerial and administrative services to other divisions of the Public Works Department. The Administration Division has a staff of approximately 10 people.

- The Utilities Engineering Division is responsible for planning, design, construction management and inspection of the Capital Improvement Program for the Water and Sewer System (the CIP). The Utilities Engineering Division has a staff of approximately 18 people.

- The Sustainability Division is responsible for solid waste collection and disposal, sustainability efforts and related compliance programs for the Public Works Department and City, as well as recycling and Fleet. The division has a staff of approximately 17 people.

- The Environmental Services Division coordinates environmental resources and related compliance programs for the Public Works Department and the City. The division is also responsible for stormwater management, including enforcement of NPDES (hereinafter defined) requirements through inspections of construction projects, performing proactive inspections and responding to customer complaints. The Environmental Services Division has a staff of approximately 7 people.

The Director of the Public Works Department is Hardeep Ananad, P.E., registered civil engineer in the State of Florida. Mr. Ananad was recently promoted to director of the Public Works Department in May 2013. Prior to serving as director of the Public Works Department, Mr. Ananad was the Section Chief and Division Director/Chief, Pollution Regulation and Enforcement, Miami-Dade County, Permitting Environment and Regulatory Affairs from 2003 to 2012.

Training Programs and Certifications. The City has an active training program for its field crews and operations and maintenance staff, including monthly safety meetings and quarterly courses on various safety related subjects. All of the operators of the Water System, the Sewer System and the Stormwater Drainage System must be licensed or certified by the State of Florida as a condition of their employment as an operator and recent changes in the Florida Administrative Code require all distribution and collection field crew leaders to be certified by the State of Florida as a condition of their employment. The City's distribution and collection field crew leaders, and staff wishing to be eligible for promotion to such positions, are training to meet State of Florida certification requirements. The City is currently rotating staff to ensure that a licensed crew member is assigned to each job or project of the Water and Sewer System. The City is also requiring that vacancies be filled by licensed operators to provide a more permanent solution to the certification requirement. The City's environmental laboratories are certified by the Florida Department of Environmental Protection ("FDEP") and by the Florida Department of Health for collecting environmental water samples and conducting water quality analyses.

Government Regulations

The Water System and the Sewer System are subject to federal, state, regional and local regulation. Federal regulatory jurisdiction is vested in the United States Environmental Protection Agency (the "EPA"). The Water System must comply with the Federal Safe Drinking Water Act. However, the EPA has delegated the primary responsibility for enforcement of drinking water standards to the State of Florida. The Sewer System must comply with the Federal Water Pollution Control Act and the 1977 Clean Water Act Amendments. The EPA has retained jurisdiction over the enforcement of the federal laws and the National Pollution Discharge Elimination System ("NPDES").

The State, acting through FDEP, has its own system of operational permits which govern the Water System and the Sewer System. On a regional level, the South Florida Water Management District ("SFWMD") controls groundwater withdrawals through consumptive use permits, which stipulate the maximum annual and daily withdrawals for 2 to 5 years. Locally, the Broward County Department of Natural Resource Protection has its own licensing system for wastewater plants and a monitoring and enforcement process and the Broward County Health Department has jurisdiction over the treatment of potable water.

**WATER AND SEWER REVENUE
BONDS CITY OF FORT
LAUDERDALE, FLORIDA
CONSOLIDATED DEBT
SERVICE**

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Total	\$64,585,000 Series 2012	\$82,300,000 Series 2010	\$155,000,000 Series 2008	\$100,000,000 Series 2006	\$90,000,000 Series 2003
2013	\$ 26,245,757	\$ 3,843,738	\$ 5,194,388	\$ 10,102,119	\$ 5,876,413	\$ 1,229,100
2014	26,179,582	4,998,088	5,195,313	10,100,669	5,885,513	-
2015	26,197,119	5,000,938	5,194,513	10,100,456	5,901,213	-
2016	26,209,644	4,997,938	5,192,138	10,101,356	5,918,213	-
2017	26,207,519	5,002,363	5,193,038	10,101,156	5,910,963	-
2018	26,212,226	5,012,788	5,196,538	10,099,856	5,903,044	-
2019	26,199,810	5,018,288	5,191,738	10,100,619	5,889,166	-
2020	26,192,126	5,021,413	5,193,638	10,101,175	5,875,900	-
2021	26,165,976	5,024,838	5,196,938	10,101,675	5,842,525	-
2022	26,149,466	5,032,288	5,191,438	10,100,841	5,824,900	-
2023	26,152,682	5,035,113	5,192,238	10,103,806	5,821,525	-
2024	26,148,113	5,047,738	5,194,038	10,099,188	5,807,150	-
2025	26,146,326	5,055,863	5,191,538	10,097,525	5,801,400	-
2026	26,148,863	5,059,263	5,194,838	10,100,863	5,793,900	-
2027	26,154,547	5,065,538	5,198,438	10,099,363	5,791,209	-
2028	26,161,126	5,077,038	5,194,513	10,097,738	5,791,838	-
2029	26,165,994	5,087,331	5,191,388	10,100,113	5,787,163	-
2030	26,158,095	5,099,663	5,196,657	10,105,488	5,756,288	-
2031	26,129,964	5,101,713	5,192,101	10,102,988	5,733,163	-
2032	26,631,601	-	5,195,101	10,101,988	11,334,513	-
2033	26,652,007	-	5,194,851	10,101,488	11,355,669	-
2034	26,672,351	-	5,195,351	10,100,488	11,376,513	-
2035	26,665,426	-	5,194,726	10,097,988	11,372,713	-
2036	15,297,489	-	5,193,601	10,103,888	-	-
2037	5,193,913	-	5,193,913	-	-	-
2038	5,195,213	-	5,195,213	-	-	-
	\$ 629,632,932	\$ 94,581,931	\$ 135,048,185	\$ 242,422,828	\$ 156,350,888	\$ 1,229,100

\$64,585,000

**CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE REFUNDING BONDS, SERIES 2012**

Dated: May 16, 2012

Purpose

The Series 2012 Bonds were issued to provide funds, together with other legally available funds of the City, to (i) advance refund \$68,935,000 in aggregate principal amount of the City's outstanding Water and Sewer Revenue Bonds, Series 2003, which were originally issued to pay a portion of the cost of improvements to the Water and Sewer System and (ii) pay the costs of issuing the Series 2012 Bonds.

Security

The Series 2012 Bonds are secured by a lien on and pledge of the Net Revenues derived from the City's ownership and operation of the Water and Sewer System and certain other moneys held under the Resolution of the City authorizing issuance of the Series 2012 Bonds.

Form

\$64,585,000 Water and Sewer Revenue Refunding Bonds, Series 2012 due September 1, 2031. The Series 2012 Bonds were issued in book-entry only form and purchasers of the Series 2012 Bonds did not receive certificates representing their interest in the Series 2012 Bonds purchased. Principal of and interest on the Series 2012 Bonds are payable semi-annually on each March 1 and September 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Escrow Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2012

Moody's: Aa1

Standard & Poor's: AA+

Optional Redemption

The Series 2012 Bonds maturing on or prior to September 1, 2021 are not subject to redemption prior to maturity. The Series 2012 Bonds maturing on or after March 1, 2022 are subject to redemption at the option of the City prior to their respective dates of maturity on or after September 1, 2021, in whole or in part at any time, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2012 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2012 Bonds maturing on September 1, 2026 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2026	\$2,015,000
September 1, 2026 (Final Maturity)	2,050,000

The Series 2012 Bonds maturing on September 1, 2029 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2029	\$2,305,000
September 1, 2029 (Final Maturity)	2,350,000

The Series 2012 Bonds maturing on September 1, 2030 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2030	\$2,390,000
September 1, 2030 (Final Maturity)	2,430,000

The Series 2012 Bonds maturing on September 1, 2031 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2031	\$2,470,000
September 1, 2031 (Final Maturity)	2,510,000

Notice of Redemption

Mailing of Notice of Redemption: At least thirty (30), but not more than sixty (60), days before the date set for redemption of any Series 2012 Bonds, either in whole or in part, a notice of such redemption, signed by the Finance Director, shall be (a) filed with the Bond Registrar and (b) mailed, first class mail, postage prepaid, to all registered owners of Series 2012 Bonds to be redeemed at their addresses as they appear on the registration books maintained by the Bond Registrar, but failure to mail any such notice shall not affect the validity of the proceedings for such redemption. Each such notice shall specify the redemption date, the redemption price and the place or places where amounts due upon such redemption will be payable and, if less than all of the Series 2012 Bonds are to be redeemed, the numbers or other distinguishing marks of such Series 2012 Bonds to be redeemed in part only, and the respective portions thereof to be redeemed. Such notice shall further state that on the redemption date there shall become due and payable upon each of the Series 2012 Bonds to be redeemed the redemption price or the specified portions thereof, in the case

of Series 2012 Bonds to be redeemed in part only, together with interest accrued to the redemption date, and that from and after such date interest shall cease to accrue and be payable on such Series 2012 Bonds or portions thereof so redeemed.

In the case of an optional redemption of the Series 2012 Bonds, any notice of redemption may state that (i) it is conditioned upon the deposit of moneys with the Paying Agent or an escrow agent, no later than the redemption date, in an amount equal to the amount necessary to effect the redemption; or (ii) the City retains the right to rescind such notice of redemption on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. Any notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the Finance Director delivers a written direction to the Paying Agent directing the Paying Agent to rescind the redemption notice. The Paying Agent shall give prompt notice of such rescission to the affected Bondholders. Any Series 2012 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and neither the rescission nor the failure by the City to make such funds available shall constitute an Event of Default. The Paying Agent shall give immediate notice to the securities information repositories and the affected Bondholders that the redemption did not occur and that the Series 2012 Bonds called for redemption and not so paid remain Outstanding.

In the event that only part of the principal sum of any Series 2012 Bond shall be called for redemption or prepaid, payment of the amount to be redeemed or prepaid shall be made only upon surrender of such Series 2012 Bond to the Bond Registrar. Upon surrender of such Series 2012 Bond, the Bond Registrar shall execute and deliver to the registered owner thereof, at the designated office of the Bond Registrar, new duly executed Series 2012 Bonds, of authorized principal sums equal in aggregate principal amount to, and of the same maturity and interest rate as, the unredeemed portion of the Series 2012 Bond surrendered.

Effect of Redemption. On the date so designated for redemption, notice having been mailed and filed in the manner and under the conditions described in the Resolution pursuant to which the Series 2012 Bonds were issued, the Series 2012 Bonds so called for redemption shall become and be due and payable at the redemption price provided for redemption of such Series 2012 Bonds on such redemption date and, moneys for payment of the redemption price being held in separate accounts by the Bond Registrar or by a separate financial institution designated as escrow agent in trust for the Holders of the Series 2012 Bonds to be redeemed, interest on the Series 2012 Bonds so called for redemption shall cease to accrue, such Series 2012 Bonds shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2012 Bonds were issued, and the Holders or registered owners of the Series 2012 Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and accrued interest thereon.

As long as a book-entry system is used for determining beneficial ownership of Series 2012 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2012 Bonds.

\$64,585,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE REFUNDING BONDS, SERIES 2012

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2013	2.000%	\$ 1,155,000	\$ 2,688,738	\$ 3,843,738
2014	3.000	2,350,000	2,648,088	4,998,088
2015	4.000	2,430,000	2,570,938	5,000,938
2016	4.000	2,525,000	2,472,938	4,997,938
2017	(1)	2,625,000	2,377,363	5,002,363
2018	5.000	2,755,000	2,257,788	5,012,788
2019	5.000	2,900,000	2,118,288	5,018,288
2020	5.000	3,050,000	1,971,413	5,021,413
2021	4.000	3,200,000	1,824,838	5,024,838
2022	(2)	3,345,000	1,687,288	5,032,288
2023	5.000	3,500,000	1,535,113	5,035,113
2024	5.000	3,690,000	1,357,738	5,047,738
2025	5.000	3,885,000	1,170,863	5,055,863
2026	3.000	4,065,000	994,263	5,059,263
2027	5.000	4,215,000	850,538	5,065,538
2028	5.000	4,440,000	637,038	5,077,038
2029	3.250	4,655,000	432,331	5,087,331
2030	3.250	4,820,000	279,663	5,099,663
2031	3.250	4,980,000	121,713	5,101,713
		\$ 64,585,000	\$ 29,996,931	\$ 94,581,931

(1) 3/1/17 Interest Rate: 3.000%; 9/1/17 Interest Rate: 5.000%

(2) 3/1/22 Interest Rate: 5.000%; 9/1/22 Interest Rate: 4.000%

\$82,300,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2010

Dated: June 10, 2010

Purpose

The Series 2010 Bonds were issued to provide funds to (i) pay a portion of the cost of improvements to the Water and Sewer System, (ii) make a deposit to the Reserve Account to provide the additional amount needed upon issuance of the Series 2010 Bonds to satisfy the Reserve Account Requirement and (iii) pay the cost of issuing the Series 2010 Bonds.

Security

The Series 2010 Bonds are secured by a lien on and pledge of the Net Revenues derived from the City's ownership and operation of the Water and Sewer System and certain other moneys held under the Resolution of the City authorizing issuance of the Series 2010 Bonds.

Form

\$82,300,000 Water and Sewer Revenue Bonds, Series 2010 due September 1, 2038. The Series 2010 Bonds were issued in book-entry only form and purchasers of the Series 2010 Bonds did not receive certificates representing their interest in the Series 2010 Bonds purchased. Principal of and interest on the Series 2010 Bonds are payable semi-annually on each March 1 and September 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2012

Moody's: Aa1

Standard & Poor's: AA+

Optional Redemption

The Series 2010 Bonds maturing on or prior to September 1, 2019 are not subject to redemption prior to maturity. The Series 2010 Bonds maturing on or after March 1, 2020 are subject to redemption at the option of the City prior to their respective dates of maturity on or after September 1, 2019, in whole at any time or in part on the first business day of any month, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2010 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2010 Bonds maturing on September 1, 2032 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2031	\$1,775,000
September 1, 2031	1,820,000
March 1, 2032	1,865,000
September 1, 2032 (Final Maturity)	1,915,000

The Series 2010 Bonds maturing on September 1, 2036 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
September 1, 2033	\$2,005,000
March 1, 2034	2,055,000
September 1, 2034	2,105,000
March 1, 2035	2,160,000
September 1, 2035	2,210,000
March 1, 2036 (Final Maturity)	2,265,000

The Series 2010 Bonds maturing on September 1, 2038 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
September 1, 2036	\$2,325,000
March 1, 2037	2,375,000
September 1, 2037	2,430,000
March 1, 2038	2,485,000
September 1, 2038 (Final Maturity)	2,540,000

Notice of Redemption

Mailing of Notice of Redemption: At least thirty (30), but not more than sixty (60), days before the date set for redemption of any Series 2010 Bonds, either in whole or in part, a notice of such redemption, signed by the Finance Director, shall be (a) filed with the Bond Registrar and (b) mailed, first class mail, postage prepaid, to all registered owners of Series 2010 Bonds to be redeemed at their addresses as they appear on the registration books maintained by the Bond Registrar, but failure to mail any such notice shall not affect the validity of the proceedings for such redemption. Each such notice shall specify the redemption date, the redemption price and the place or places where amounts due upon such redemption will be payable and, if less than all of the Series 2010 Bonds are to be redeemed, the numbers or other distinguishing marks of such Series 2010 Bonds to be redeemed in part only, and the respective portions thereof to be redeemed. Such notice shall further state that on the redemption date there shall become due and payable upon each of the Series 2010 Bonds to be redeemed the redemption price or the specified portions thereof, in the case of Series 2010 Bonds to be redeemed in part only, together with interest accrued to the redemption date, and that from and after such date interest shall cease to accrue and be payable on such Series 2010 Bonds or portions thereof so redeemed.

In the case of an optional redemption of the Series 2010 Bonds, any notice of redemption may state that (i) it is conditioned upon the deposit of moneys with the Paying Agent or an escrow agent, no later than the redemption date, in an amount equal to the amount necessary to effect the redemption; or (ii) the City retains the right to rescind such notice of redemption on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. Any notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the Finance Director delivers a written direction to the Paying Agent directing the Paying Agent to rescind the redemption notice. The Paying Agent shall give prompt notice of such rescission to the affected Bondholders. Any Series 2010 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and neither the rescission nor the failure by the City to make such funds available shall constitute an Event of Default. The Paying Agent shall give immediate notice to the securities information repositories and the affected Bondholders that the redemption did not occur and that the Series 2010 Bonds called for redemption and not so paid remain Outstanding.

In the event that only part of the principal sum of any Series 2010 Bond shall be called for redemption or prepaid, payment of the amount to be redeemed or prepaid shall be made only upon surrender of such Series 2010 Bond to the Bond Registrar. Upon surrender of such Series 2010 Bond, the Bond Registrar shall execute and deliver to the registered owner thereof, at the designated office of the Bond Registrar, new duly executed Series 2010 Bonds, of authorized principal sums equal in aggregate principal amount to, and of the same maturity and interest rate as, the unredeemed portion of the Series 2010 Bond surrendered.

Effect of Redemption: On the date so designated for redemption, notice having been mailed and filed in the manner and under the conditions described in the Resolution pursuant to which the Series 2010 Bonds were issued, the Series 2010 Bonds so called for redemption shall become and be due and payable at the redemption price provided for redemption of such Series 2010 Bonds on such redemption date and, moneys for payment of the redemption price being held in separate accounts by the Finance Director or by the Paying Agent in trust for the Holders of the Series 2010 Bonds to be redeemed, interest on the Series 2010 Bonds so called for redemption shall cease to accrue, such Series 2010 Bonds shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2010 Bonds were issued, and the Holders or registered owners of the Series 2010 Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and accrued interest thereon.

As long as a book-entry system is used for determining beneficial ownership of Series 2010 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2010 Bonds.

\$82,300,000

**CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2010**

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2013	3.000%	\$ 1,790,000	\$ 3,404,388	\$ 5,194,388
2014	3.000	1,845,000	3,350,313	5,195,313
2015	3.000	1,900,000	3,294,513	5,194,513
2016	3.000	1,955,000	3,237,138	5,192,138
2017	(1)	2,020,000	3,173,038	5,193,038
2018	4.000	2,100,000	3,096,538	5,196,538
2019	4.000	2,180,000	3,011,738	5,191,738
2020	4.000	2,270,000	2,923,638	5,193,638
2021	4.000	2,365,000	2,831,938	5,196,938
2022	4.000	2,455,000	2,736,438	5,191,438
2023	4.000	2,555,000	2,637,238	5,192,238
2024	4.000	2,660,000	2,534,038	5,194,038
2025	4.000	2,765,000	2,426,538	5,191,538
2026	4.000	2,880,000	2,314,838	5,194,838
2027	4.000	3,000,000	2,198,438	5,198,438
2028	5.000	3,125,000	2,069,513	5,194,513
2029	5.000	3,280,000	1,911,388	5,191,388
2030	4.250	3,445,000	1,751,657	5,196,657
2031	5.000	3,595,000	1,597,101	5,192,101
2032	5.000	3,780,000	1,415,101	5,195,101
2033	(2)	3,965,000	1,229,851	5,194,851
2034	5.000	4,160,000	1,035,351	5,195,351
2035	5.000	4,370,000	824,726	5,194,726
2036	(3)	4,590,000	603,601	5,193,601
2037	4.500	4,805,000	388,913	5,193,913
2038	4.500	5,025,000	170,213	5,195,213
		\$ 78,880,000	\$ 56,168,185	\$ 135,048,185

(1) 3/1/17 Interest Rate: 4.000%; 9/1/17 Interest Rate: 3.500%

(2) 3/1/33 Interest Rate: 4.375%; 9/1/33 Interest Rate: 5.000%

(3) 3/1/36 Interest Rate: 5.000%; 9/1/36 Interest Rate: 4.500%

\$155,000,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2008

Dated: March 6, 2008

Purpose

The Series 2008 Bonds were issued to provide funds to (i) pay a portion of the cost of improvements to the Water and Sewer System, (ii) make a deposit to the Reserve Account to provide the additional amount needed upon issuance of the Series 2008 Bonds to satisfy the Reserve Account Requirement and (iii) pay the cost of issuing the Series 2008 Bonds.

Security

The Series 2008 Bonds are secured by a lien on and pledge of the Net Revenues derived from the City's ownership and operation of the Water and Sewer System and certain other moneys held under the Resolution of the City authorizing issuance of the Series 2008 Bonds.

Form

\$155,000,000 Water and Sewer Revenue Bonds, Series 2008 due September 1, 2036. The Series 2008 Bonds were issued in book-entry only form and purchasers of the Series 2008 Bonds did not receive certificates representing their interest in the Series 2008 Bonds purchased. Principal of and interest on the Series 2008 Bonds are payable semi-annually on each March 1 and September 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2012

Moody's: Aa1

Standard & Poor's: AA+

Optional Redemption

The Series 2008 Bonds maturing on or prior to September 1, 2017 are not subject to redemption prior to maturity. The Series 2008 Bonds maturing on or after March 1, 2018 are subject to redemption at the option of the City prior to their respective dates of maturity on or after September 1, 2017, in whole at any time or in part on the first business day of any month, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2008 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2008 Bonds maturing on September 1, 2032 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2029	\$3,410,000
September 1, 2029	3,495,000
March 1, 2030	3,585,000
September 1, 2030	3,675,000
March 1, 2031	3,765,000
September 1, 2031	3,860,000
March 1, 2032	3,955,000
September 1, 2032 (Final Maturity)	4,055,000

The Series 2008 Bonds maturing on September 1, 2035 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2033	\$4,155,000
September 1, 2033	4,260,000
March 1, 2034	4,365,000
September 1, 2034	4,475,000
March 1, 2035	4,485,000
September 1, 2035 (Final Maturity)	4,700,000

The Series 2008 Bonds maturing on September 1, 2036 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2036	\$4,820,000
September 1, 2036 (Final Maturity)	4,935,000

Notice of Redemption

Mailing of Notice of Redemption: At least thirty (30), but not more than sixty (60), days before the date set for redemption of any Series 2008 Bonds, either in whole or in part, a notice of such redemption, signed by the Finance Director, shall be (a) filed with the Bond Registrar and (b) mailed, first class mail, postage prepaid, to all registered owners of Series 2008 Bonds to be redeemed at their addresses as they appear on the registration books maintained by the Bond Registrar, but failure to mail any such notice shall not affect the validity of the proceedings for such redemption. Each such notice shall specify the redemption date, the redemption price and the place or places where amounts due upon such redemption will be payable and, if less than all of the Series 2008 Bonds are to be redeemed, the numbers or other distinguishing marks of such Series 2008 Bonds to be redeemed in part only, and the respective portions thereof to be redeemed. Such notice shall further state that on the redemption date there shall become due and payable upon each of the

Series 2008 Bonds to be redeemed the redemption price or the specified portions thereof, in the case of Series 2008 Bonds to be redeemed in part only, together with interest accrued to the redemption date, and that from and after such date interest shall cease to accrue and be payable on such Series 2008 Bonds or portions thereof so redeemed.

In the case of an optional redemption of the Series 2008 Bonds, any notice of redemption may state that (i) it is conditioned upon the deposit of moneys with the Paying Agent or an escrow agent, no later than the redemption date, in an amount equal to the amount necessary to effect the redemption; or (ii) the City retains the right to rescind such notice of redemption on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. Any notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the Finance Director delivers a written direction to the Paying Agent directing the Paying Agent to rescind the redemption notice. The Paying Agent shall give prompt notice of such rescission to the affected Bondholders. Any Series 2008 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and neither the rescission nor the failure by the City to make such funds available shall constitute an Event of Default. The Paying Agent shall give immediate notice to the securities information repositories and the affected Bondholders that the redemption did not occur and that the Series 2008 Bonds called for redemption and not so paid remain Outstanding.

In the event that only part of the principal sum of any Series 2008 Bond shall be called for redemption or prepaid, payment of the amount to be redeemed or prepaid shall be made only upon surrender of such Series 2008 Bond to the Bond Registrar. Upon surrender of such Series 2008 Bond, the Bond Registrar shall execute and deliver to the registered owner thereof, at the designated office of the Bond Registrar, new duly executed Series 2008 Bonds, of authorized principal sums equal in aggregate principal amount to, and of the same maturity and interest rate as, the unredeemed portion of the Series 2008 Bond surrendered.

Effect of Redemption: On the date so designated for redemption, notice having been mailed and filed in the manner and under the conditions described in the Resolution pursuant to which the Series 2008 Bonds were issued, the Series 2008 Bonds so called for redemption shall become and be due and payable at the redemption price provided for redemption of such Series 2008 Bonds on such redemption date and, moneys for payment of the redemption price being held in separate accounts by the Finance Director or by the Paying Agent in trust for the Holders of the Series 2008 Bonds to be redeemed, interest on the Series 2008 Bonds so called for redemption shall cease to accrue, such Series 2008 Bonds shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2008 Bonds were issued, and the Holders or registered owners of the Series 2008 Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and accrued interest thereon.

As long as a book-entry system is used for determining beneficial ownership of Series 2008 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2008 Bonds.

\$155,000,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2008

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2013	3.500%	\$ 3,440,000	\$ 6,662,119	\$ 10,102,119
2014	3.500	3,560,000	6,540,669	10,100,669
2015	4.000	3,690,000	6,410,456	10,100,456
2016	4.000	3,840,000	6,261,356	10,101,356
2017	4.000	3,995,000	6,106,156	10,101,156
2018	4.000	4,155,000	5,944,856	10,099,856
2019	4.125	4,325,000	5,775,619	10,100,619
2020	(1)	4,510,000	5,591,175	10,101,175
2021	4.500	4,710,000	5,391,675	10,101,675
2022	4.625	4,925,000	5,175,841	10,100,841
2023	4.750	5,160,000	4,943,806	10,103,806
2024	4.875	5,405,000	4,694,188	10,099,188
2025	4.875	5,670,000	4,427,525	10,097,525
2026	5.000	5,955,000	4,145,863	10,100,863
2027	5.000	6,255,000	3,844,363	10,099,363
2028	5.000	6,570,000	3,527,738	10,097,738
2029	5.000	6,905,000	3,195,113	10,100,113
2030	5.000	7,260,000	2,845,488	10,105,488
2031	5.000	7,625,000	2,477,988	10,102,988
2032	5.000	8,010,000	2,091,988	10,101,988
2033	5.000	8,415,000	1,686,488	10,101,488
2034	5.000	8,840,000	1,260,488	10,100,488
2035	5.000	9,285,000	812,988	10,097,988
2036	4.750	9,755,000	348,888	10,103,888
		\$ 142,260,000	\$ 100,162,828	\$ 242,422,828

(1) 3/1/20 Interest Rate: 4.500%; 9/1/20 Interest Rate: 4.250%

\$100,000,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2006

Dated: October 4, 2006

Purpose

The Series 2006 Bonds were issued to provide funds to (i) pay a portion of the cost of improvements to the Water and Sewer System, (ii) make a deposit to the Reserve Account to provide the additional amount needed upon issuance of the Series 2006 Bonds to satisfy the Reserve Account Requirement and (iii) pay the cost of issuing the Series 2006 Bonds, including the premium for issuing the financial guaranty insurance policy securing the Series 2006 Bonds.

Security

The Series 2006 Bonds are secured by a lien on and pledge of the Net Revenues derived from the City's ownership and operation of the Water and Sewer System and certain other moneys held under the Resolution of the City authorizing issuance of the Series 2006 Bonds.

Form

\$100,000,000 Water and Sewer Revenue Bonds, Series 2006 due September 1, 2035. The Series 2006 Bonds were issued in book-entry only form and purchasers of the Series 2006 Bonds did not receive certificates representing their interest in the Series 2006 Bonds purchased. Principal of and interest on the Series 2006 Bonds are payable semi-annually on each March 1 and September 1.

Bondholder: Public Offering

Credit Enhancement: MBIA Insurance Corporation

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2012

Moody's: Aa1 (underlying)

Standard & Poor's: AA+ (underlying)

Optional Redemption

The Series 2006 Bonds maturing on or prior to September 1, 2016 are not subject to redemption prior to maturity. The Series 2006 Bonds maturing on or after March 1, 2017 are subject to redemption at the option of the City prior to their respective dates of maturity on or after September 1, 2016, in whole at any time or in part on the first business day of any month, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2006 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2006 Bonds maturing on September 1, 2031 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2029	\$1,720,000
September 1, 2029	1,760,000
March 1, 2030	1,795,000
September 1, 2030	1,830,000
March 1, 2031	1,870,000
September 1, 2031 (Final Maturity)	1,915,000

The Series 2006 Bonds maturing on September 1, 2033 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2032	\$4,760,000
September 1, 2032	4,870,000
March 1, 2033	4,975,000
September 1, 2033 (Final Maturity)	5,090,000

The Series 2006 Bonds maturing on September 1, 2035 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2034	\$5,205,000
September 1, 2034	5,320,000
March 1, 2035	5,435,000
September 1, 2035 (Final Maturity)	5,565,000

Notice of Redemption

Mailing of Notice of Redemption: At least thirty (30), but not more than sixty (60), days before the date set for redemption of any Series 2006 Bonds, either in whole or in part, a notice of such redemption, signed by the Finance Director, shall be (a) filed with the Bond Registrar and (b) mailed, first class mail, postage prepaid, to all registered owners of Series 2006 Bonds to be redeemed at their addresses as they appear on the registration books maintained by the Bond Registrar, but failure to mail any such notice shall not affect the validity of the proceedings for such redemption. Each such notice shall specify the redemption date, the redemption price and the place or places where amounts due upon such redemption will be payable and, if less than all of the Series 2006 Bonds are to be redeemed, the numbers or other distinguishing marks of such Series 2006 Bonds to be redeemed in part only, and the respective portions thereof to be redeemed. Such notice shall further state that on the redemption date there shall become due and payable upon each of the Series 2006 Bonds to be redeemed the redemption price or the specified portions thereof, in the case of Series 2006 Bonds to be redeemed in part only, together with interest accrued to the redemption date, and that from and after such date interest shall cease to accrue and be payable on such Series 2006 Bonds or portions thereof so redeemed.

In the case of an optional redemption of the Series 2006 Bonds, any notice of redemption may state that (i) it is conditioned upon the deposit of moneys with the Paying Agent or an escrow agent, no later than the redemption date, in an amount equal to the amount necessary to effect the redemption; or (ii) the City retains the right to rescind such notice of redemption on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. Any notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the Finance Director delivers a written direction to the Paying Agent directing the Paying Agent to rescind the redemption notice. The Paying Agent shall give prompt notice of such rescission to the affected Bondholders. Any Series 2006 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and neither the rescission nor the failure by the City to make such funds available shall constitute an Event of Default. The Paying Agent shall give immediate notice to the securities information repositories and the affected Bondholders that the redemption did not occur and that the Series 2006 Bonds called for redemption and not so paid remain Outstanding.

In the event that only part of the principal sum of any Series 2006 Bond shall be called for redemption or prepaid, payment of the amount to be redeemed or prepaid shall be made only upon surrender of such Series 2006 Bond to the Bond Registrar. Upon surrender of such Series 2006 Bond, the Bond Registrar shall execute and deliver to the registered owner thereof, at the designated office of the Bond Registrar, new duly executed Series 2006 Bonds, of authorized principal sums equal in aggregate principal amount to, and of the same maturity and interest rate as, the unredeemed portion of the Series 2006 Bond surrendered.

Effect of Redemption: On the date so designated for redemption, notice having been mailed and filed in the manner and under the conditions described in the Resolution pursuant to which the Series 2006 Bonds were issued, the Series 2006 Bonds so called for redemption shall become and be due and payable at the redemption price provided for redemption of such Series 2006 Bonds on such redemption date and, moneys for payment of the redemption price being held in separate accounts by the Finance Director or by the Paying Agent in trust for the Holders of the Series 2006 Bonds to be redeemed, interest on the Series 2006 Bonds so called for redemption shall cease to accrue, such Series 2006 Bonds shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2006 Bonds were issued, and the Holders or registered owners of the Series 2006 Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and accrued interest thereon.

As long as a book-entry system is used for determining beneficial ownership of Series 2006 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2006 Bonds.

\$100,000,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2006

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2013	4.000%	\$ 1,755,000	\$ 4,121,413	\$ 5,876,413
2014	4.000	1,835,000	4,050,513	5,885,513
2015	4.000	1,925,000	3,976,213	5,901,213
2016	4.000	2,020,000	3,898,213	5,918,213
2017	4.125	2,095,000	3,815,963	5,910,963
2018	4.250	2,175,000	3,728,044	5,903,044
2019	4.375	2,255,000	3,634,166	5,889,166
2020	5.000	2,345,000	3,530,900	5,875,900
2021	5.000	2,430,000	3,412,525	5,842,525
2022	5.000	2,535,000	3,289,900	5,824,900
2023	5.000	2,660,000	3,161,525	5,821,525
2024	5.000	2,780,000	3,027,150	5,807,150
2025	5.000	2,915,000	2,886,400	5,801,400
2026	5.000	3,055,000	2,738,900	5,793,900
2027	4.125	3,200,000	2,591,209	5,791,209
2028	4.250	3,335,000	2,456,838	5,791,838
2029	5.000	3,480,000	2,307,163	5,787,163
2030	5.000	3,625,000	2,131,288	5,756,288
2031	5.000	3,785,000	1,948,163	5,733,163
2032	4.250	9,630,000	1,704,513	11,334,513
2033	4.250	10,065,000	1,290,669	11,355,669
2034	4.500	10,525,000	851,513	11,376,513
2035	4.500	11,000,000	372,713	11,372,713
		\$ 91,425,000	\$ 64,925,888	\$ 156,350,888

\$90,000,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2003

Dated: March 20, 2003

Purpose

The Series 2003 Bonds were issued to provide funds to pay (i) a portion of the cost of improvements to the Water and Sewer System, (ii) the premium for the Reserve Account Insurance Policy to satisfy the Reserve Account Requirement for the Series 2003 Bonds and (iii) the cost of issuing the Series 2003 Bonds, including the premium for issuing the financial guaranty insurance policy securing the Series 2003 Bonds.

Security

The Series 2003 Bonds are secured by a lien on and pledge of the Net Revenues derived from the City's ownership and operation of the Water and Sewer System and certain other moneys held under the Resolution of the City authorizing issuance of the Series 2003 Bonds.

Form

\$90,000,000 Water and Sewer Revenue Bonds, Series 2003 due September 1, 2013. The Series 2003 Bonds were issued in book-entry only form and purchasers of the Series 2003 Bonds did not receive certificates representing their interest in the Series 2003 Bonds purchased. All of the Series 2003 Bonds which remained outstanding were paid in full on March 1, 2013.

Bondholder: Public Offering

Credit Enhancement: MBIA Insurance Corporation

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2012

Moody's: Aa1 (underlying)

Standard & Poor's: AA+ (underlying)

Optional Redemption

The Series 2003 Bonds maturing on or after September 1, 2013 are subject to redemption at the option of the City prior to maturity on or after March 1, 2013, in whole at any time or in part on the first business day of any month, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2003 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Notice of Redemption

Mailing of Notice of Redemption: At least thirty (30), but not more than sixty (60), days before the date set for redemption of any Series 2003 Bonds, either in whole or in part, a notice of such redemption, signed by the Finance Director, shall be (a) filed with the Bond Registrar and (b) mailed, first class mail, postage prepaid, to all registered owners of Series 2003 Bonds to be redeemed at their addresses as they appear on the registration books maintained by the Bond Registrar, but failure to mail any such notice shall not affect the validity of the proceedings for such redemption. Each such notice shall specify the redemption date, the redemption price and the place

or places where amounts due upon such redemption will be payable and, if less than all of the Series 2003 Bonds are to be redeemed, the numbers or other distinguishing marks of such Series 2003 Bonds to be redeemed in part only, and the respective portions thereof to be redeemed. Such notice shall further state that on the redemption date there shall become due and payable upon each of the Series 2003 Bonds to be redeemed the redemption price or the specified portions thereof, in the case of Series 2003 Bonds to be redeemed in part only, together with interest accrued to the redemption date, and that from and after such date interest shall cease to accrue and be payable on such Series 2003 Bonds or portions thereof so redeemed.

In the case of an optional redemption of the Series 2003 Bonds, any notice of redemption may state that (i) it is conditioned upon the deposit of moneys with the Paying Agent or an escrow agent, no later than the redemption date, in an amount equal to the amount necessary to effect the redemption; or (ii) the City retains the right to rescind such notice of redemption on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. Any notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the Finance Director delivers a written direction to the Paying Agent directing the Paying Agent to rescind the redemption notice. The Paying Agent shall give prompt notice of such rescission to the affected Bondholders. Any Series 2003 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and neither the rescission nor the failure by the City to make such funds available shall constitute an Event of Default. The Paying Agent shall give immediate notice to the securities information repositories and the affected Bondholders that the redemption did not occur and that the Series 2003 Bonds called for redemption and not so paid remain Outstanding.

In the event that only part of the principal sum of any Series 2003 Bond shall be called for redemption or prepaid, payment of the amount to be redeemed or prepaid shall be made only upon surrender of such Series 2003 Bond to the Bond Registrar. Upon surrender of such Series 2003 Bond, the Bond Registrar shall execute and deliver to the registered owner thereof, at the designated office of the Bond Registrar, new duly executed Series 2003 Bonds, of authorized principal sums equal in aggregate principal amount to, and of the same maturity and interest rate as, the unredeemed portion of the Series 2003 Bond surrendered.

Effect of Redemption: On the date so designated for redemption, notice having been mailed and filed in the manner and under the conditions described in the Resolution pursuant to which the Series 2003 Bonds were issued, the Series 2003 Bonds so called for redemption shall become and be due and payable at the redemption price provided for redemption of such Series 2003 Bonds on such redemption date and, moneys for payment of the redemption price being held in separate accounts by the Finance Director or by the Paying Agent in trust for the Holders of the Series 2003 Bonds to be redeemed, interest on the Series 2003 Bonds so called for redemption shall cease to accrue, such Series 2003 Bonds shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2003 Bonds were issued, and the Holders or registered owners of the Series 2003 Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and accrued interest thereon.

As long as a book-entry system is used for determining beneficial ownership of Series 2003 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2003 Bonds.

Defeasance

The City defeased \$68,935,000 of the Series 2003 Bonds when the Series 2012 Bonds were issued in May 2012.

\$90,000,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2003

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2013*	4.000%	\$ 1,205,000	\$ 24,100	\$ 1,229,100
		\$ 1,205,000	\$ 24,100	\$ 1,229,100

*All of the outstanding Series 2003 Bonds, plus accrued but unpaid interest thereon, were paid in full on March 1, 2013.



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BANK LOANS

SPECIAL OBLIGATION BONDS CITY OF FORT LAUDERDALE, FLORIDA CONSOLIDATED DEBT SERVICE

Summary of Remaining Debt Service Requirements

Bond Year*	Total	\$7,218,000 Series 2011A	\$2,546,000 Series 2011B	\$14,015,000 Series 2010A	\$10,095,000 Series 2010B
2013	\$ 3,969,151	\$ 596,330	\$ 396,237	\$ 1,987,009	\$ 989,575
2014	3,412,306	596,619	395,858	1,430,300	989,530
2015	3,411,777	596,550	395,283	1,430,397	989,548
2016	3,412,494	597,108	395,499	1,430,375	989,512
2017	3,411,618	596,294	395,496	1,430,319	989,509
2018	3,413,189	597,093	396,259	1,430,313	989,524
2019	3,290,055	596,489	395,790	1,308,236	989,541
2020	2,894,262	596,483	-	1,308,236	989,543
2021	1,586,559	597,045	-	-	989,514
2022	1,585,715	596,175	-	-	989,540
2023	596,858	596,858	-	-	-
2024	597,064	597,064	-	-	-
2025	596,793	596,793	-	-	-
2026	597,030	597,030	-	-	-
2027	596,761	596,761	-	-	-
	\$ 33,371,631	\$ 8,950,691	\$ 2,770,420	\$ 11,755,184	\$ 9,895,336

* Series 2011A and 2011B: Bond year ending November 1; Series 2010A and 2010B: Bond year ending September 1

\$7,218,000

**CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION BOND, SERIES 2011A**

Dated: September 9, 2011

Purpose

The Series 2011A Bond was issued to provide funds to (i) finance a portion of the cost of the acquisition, construction, renovation, improvement and equipping of certain capital improvements within the City and (ii) pay the cost of issuance of the Series 2011A Bond.

Security

The Series 2011A Bond is secured by a pledge of the City's legally available non-ad valorem tax revenues and by the City's covenant to budget and appropriate.

Form

\$7,218,000 Special Obligation Bond, Series 2011A due November 1, 2026. The Series 2011A Bond was issued only in fully registered form. Interest on the Series 2011A Bond is payable semi-annually on each May 1 and November 1.

Bondholder: Pinnacle Public Finance, Inc.

Credit Enhancement: None

Agents

Bond Registrar and Paying Agent: The City's Director of Finance

Ratings: Not Rated

Optional Redemption

The Series 2011A Bond is subject to optional prepayment by the City upon ten (10) days prior notice to the bondholder, in whole, but not in part, on any scheduled payment date at the prepayment price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the date fixed for prepayment.

Mandatory Sinking Fund Redemption

The Series 2011A Bond is subject to mandatory sinking fund prepayment in part prior to maturity through the application of Amortization Requirements set forth below, at a prepayment price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the prepayment date, on November 1 of each year in the amount of the Amortization Requirement for each year specified below:

<u>Due (November 1)</u>		<u>Amortization Requirement</u>		<u>Due (November 1)</u>		<u>Amortization Requirement</u>
2012	\$	387,000		2020	\$	492,000
2013		399,000		2021		506,000
2014		411,000		2022		522,000
2015		424,000		2023		538,000
2016		436,000		2024		554,000
2017		450,000		2025		571,000
2018		463,000		2026*		588,000
2019		477,000				

*Final Maturity

\$7,218,000
CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION BOND, SERIES 2011A

Summary of Remaining Debt Service Requirements

Bond Year Ending November 1	Interest Rate	Principal	Interest	Total
2012	2.980%	\$ 387,000	\$ 209,330	\$ 596,330
2013	2.980	399,000	197,619	596,619
2014	2.980	411,000	185,550	596,550
2015	2.980	424,000	173,108	597,108
2016	2.980	436,000	160,294	596,294
2017	2.980	450,000	147,093	597,093
2018	2.980	463,000	133,489	596,489
2019	2.980	477,000	119,483	596,483
2020	2.980	492,000	105,045	597,045
2021	2.980	506,000	90,175	596,175
2022	2.980	522,000	74,858	596,858
2023	2.980	538,000	59,064	597,064
2024	2.980	554,000	42,793	596,793
2025	2.980	571,000	26,030	597,030
2026	2.980	588,000	8,761	596,761
		\$ 7,218,000	\$ 1,732,691	\$ 8,950,691

\$2,546,000

**CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION BOND, SERIES 2011B**

Dated: September 9, 2011

Purpose

The Series 2011B Bond was issued to provide funds to (i) finance a portion of the cost of the replacement of the City's 800MHz Public Safety/Public Services Radio Communication System and (ii) pay the cost of issuance of the Series 2011B Bond.

Security

The Series 2011B Bond is secured by a pledge of the City's legally available non-ad valorem tax revenues and by the City's covenant to budget and appropriate.

Form

\$2,546,000 Special Obligation Bond, Series 2011B due November 1, 2018. The Series 2011B Bond was issued only in fully registered form. Interest on the Series 2011B Bond is payable semi-annually on each May 1 and November 1.

Bondholder: Pinnacle Public Finance, Inc.

Credit Enhancement: None

Agents

Bond Registrar and Paying Agent: The City's Director of Finance.

Ratings: Not Rated

Optional Redemption

The Series 2011B Bond is subject to optional prepayment by the City upon ten (10) days prior notice to the bondholder, in whole, but not in part, on any scheduled payment date at the prepayment price equal to one hundred percent (100%) of the principal amount thereof plus accrued interest to the date fixed for prepayment.

Mandatory Sinking Fund Redemption

The Series 2011B Bond is subject to mandatory sinking fund prepayment in part prior to maturity through the application of Amortization Requirements set forth below, at a prepayment price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the prepayment date, on November 1 of each year in the amount of the Amortization Requirement for each year specified below:

Due (November 1)	Amortization Requirement	Due (November 1)	Amortization Requirement
2012	\$ 338,000	2016	\$ 372,000
2013	346,000	2017	382,000
2014	354,000	2018*	391,000
2015	363,000		

*Final Maturity

\$2,546,000

**CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION BOND, SERIES 2011B**

Summary of Remaining Debt Service Requirements

Bond Year Ending November 1	Interest Rate	Principal	Interest	Total
2012	2.450%	\$ 338,000	\$ 58,237	\$ 396,237
2013	2.450	346,000	49,858	395,858
2014	2.450	354,000	41,283	395,283
2015	2.450	363,000	32,499	395,499
2016	2.450	372,000	23,496	395,496
2017	2.450	382,000	14,259	396,259
2018	2.450	391,000	4,790	395,790
		\$ 2,546,000	\$ 224,420	\$ 2,770,420

\$14,015,000
CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION REFUNDING BOND, SERIES 2010A

Dated: October 29, 2010

Purpose

The Series 2010A Bond was issued to provide funds, together with any other moneys that may be legally available for such purpose, to (i) prepay in full the City's Special Obligation Refunding Bond, Series 2008A and (ii) pay the costs of issuance of the Series 2010A Bond.

Security

The Series 2010A Bond is secured by a pledge of the City's legally available non-ad valorem tax revenues and by the City's covenant to budget and appropriate.

Form

\$14,015,000 Special Obligation Refunding Bond, Series 2010A due September 1, 2020. The Series 2010A Bond was issued only in fully registered form. Interest on the Series 2010A Bond is payable semi-annually on each March 1 and September 1.

Bondholder: Branch Banking & Trust Company

Credit Enhancement: None

Agents

Bond Registrar and Paying Agent: The City's Director of Finance.

Ratings: Not Rated

Optional Redemption

The Series 2010A Bond is subject to optional prepayment by the City upon ten (10) days prior notice to the bondholder, in whole, but not in part, on any scheduled payment date at the prepayment price equal to one hundred one percent (101%) of the principal amount thereof or the portion thereof to be redeemed, plus accrued interest to the date fixed for prepayment.

Mandatory Sinking Fund Redemption

The Series 2010A Bond is subject to mandatory sinking fund prepayment in part prior to maturity through the application of Amortization Requirements set forth below, at a prepayment price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the prepayment date, on September 1 of each year in the amount of the Amortization Requirement for each year specified below:

<u>Due (September 1)</u>	<u>Amortization Requirement</u>	<u>Due (September 1)</u>	<u>Amortization Requirement</u>
2011	\$ 1,701,300	2016	\$ 1,273,900
2012	1,687,800	2017	1,304,800
2013	1,728,800	2018	1,336,500
2014	1,214,100	2019	1,246,900
2015	1,243,700	2020*	1,277,200

*Final Maturity

\$14,015,000
CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION REFUNDING BOND, SERIES 2010A

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2013	2.430%	\$ 1,728,800	\$ 258,209	\$ 1,987,009
2014	2.430	1,214,100	216,200	1,430,300
2015	2.430	1,243,700	186,697	1,430,397
2016	2.430	1,273,900	156,475	1,430,375
2017	2.430	1,304,800	125,519	1,430,319
2018	2.430	1,336,500	93,813	1,430,313
2019	2.430	1,246,900	61,336	1,308,236
2020	2.430	1,277,200	31,036	1,308,236
		\$ 10,625,900	\$ 1,129,284	\$ 11,755,184

\$10,095,000
CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION REFUNDING BOND, SERIES 2010B

Dated: October 29, 2010

Purpose

The Series 2010B Bond was issued to (i) provide funds, together with any other moneys that may be legally available for such purpose, to refinance and pay at maturity the principal of and interest on the City's Special Obligation Note, Series 2008B and (ii) pay the costs of issuance of the Series 2010B Bond.

Security

The Series 2010B Bond is secured by a pledge of the City's legally available non-ad valorem tax revenues and by the City's covenant to budget and appropriate.

Form

\$10,095,000 Special Obligation Refunding Bond, Series 2010B due September 1, 2022. The Series 2010B Bond was issued only in fully registered form. Interest on the Series 2010B Bond is payable semi-annually on each March 1 and September 1.

Bondholder: Branch Banking & Trust Company

Credit Enhancement: None

Agents

Bond Registrar and Paying Agent: The City's Director of Finance.

Ratings: Not Rated

Optional Redemption

The Series 2010B Bond is subject to optional prepayment by the City upon ten (10) days prior notice to the bondholder, in whole, but not in part, on any scheduled payment date at the prepayment price equal to one hundred one percent (101%) of the principal amount thereof or the portion thereof to be redeemed, plus accrued interest to the date fixed for prepayment.

Mandatory Sinking Fund Redemption

The Series 2010B Bond is subject to mandatory sinking fund prepayment in part prior to maturity through the application of Amortization Requirements set forth below, at a prepayment price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the prepayment date, on September 1 of each year in the amount of the Amortization Requirement for each year specified below:

<u>Due</u> <u>(September 1)</u>	<u>Amortization</u> <u>Requirement</u>	<u>Due</u> <u>(September 1)</u>	<u>Amortization</u> <u>Requirement</u>
2011	\$ 764,300	2017	\$ 845,300
2012	741,400	2018	867,800
2013	761,100	2019	890,900
2014	781,300	2020	914,600
2015	802,100	2021	938,900
2016	823,400	2022*	936,900

*Final Maturity

\$10,095,000

**CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION REFUNDING BOND, SERIES 2010B**

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2013	2.660%	\$ 761,100	\$ 228,475	\$ 989,575
2014	2.660	781,300	208,230	989,530
2015	2.660	802,100	187,448	989,548
2016	2.660	823,400	166,112	989,512
2017	2.660	845,300	144,209	989,509
2018	2.660	867,800	121,724	989,524
2019	2.660	890,900	98,641	989,541
2020	2.660	914,600	74,943	989,543
2021	2.660	938,900	50,614	989,514
2022	2.660	963,900	25,640	989,540
		\$ 8,589,300	\$ 1,306,036	\$ 9,895,336

**FORT LAUDERDALE COMMUNITY REDEVELOPMENT AGENCY
TAX INCREMENT REVENUE BONDS
CONSOLIDATED DEBT SERVICE**

Summary of Remaining Debt Service Requirements

Bond Year Ending July 1	Total	\$12,500,000 Series 2004A	\$5,500,000 Series 2004B
2013	\$ 12,596,362	\$ 8,832,986	\$ 3,763,376
	\$ 12,596,362	\$ 8,832,986	\$ 3,763,376

\$12,500,000

**FORT LAUDERDALE COMMUNITY REDEVELOPMENT AGENCY
TAX INCREMENT REVENUE BONDS, SERIES 2004A (NON-AMT)
(NORTHWEST-PROGRESSO-FLAGLER HEIGHTS
COMMUNITY REDEVELOPMENT AREA PROJECT)**

Dated: January 29, 2004

Purpose

The Series 2004A Bonds were issued to (i) finance the costs of providing certain infrastructure and streetscape improvements, including design costs, surveys, underground and above ground utilities, street lighting, benches, signage and right-of-way acquisition within the Northwest-Progresso-Flagler Heights Community Redevelopment Area (NPFCRA) and (ii) pay certain costs of issuance of the Series 2004A Bonds.

Security

The Series 2004A Bonds are secured by a pledge of (i) the tax increment revenues derived from the NPFCRA and received by the CRA from the City; (ii) legally available non-ad valorem tax revenues of the City budgeted, appropriated and deposited by the City into the NPFCRA Supplemental Revenue Account and (iii) the City's covenant to budget and appropriate.

Form

\$12,500,000 Fort Lauderdale Community Redevelopment Agency Tax Increment Revenue Bonds, Series 2004A (Non-AMT) (Northwest-Progresso-Flagler Heights Community Redevelopment Area Project) due September 1, 2013. The Series 2004A Bonds were issued only in fully registered form. Interest on the Series 2004A Bonds is payable semi-annually on each March 1 and September 1.

Bondholder: SunTrust Bank

Credit Enhancement: None

Agents

Bond Registrar and Paying Agent: The City's Director of Finance.

Ratings: Not Rated

Optional Redemption

The Series 2004A Bonds are currently subject to redemption at the option of the CRA, in whole or in part on any date at the redemption price equal to one hundred percent (100%) of the principal amount of the Series 2004A Bonds to be redeemed, together with accrued interest to the date fixed for redemption.

Mandatory Sinking Fund Redemption

All mandatory sinking fund redemption payments required to be made prior to maturity of the Series 2004A Bonds have been made and the final Amortization Requirement due on the Series 2004A Bonds, plus accrued interest to the maturity date, is due on September 1, as specified below:

Due	Amortization
<u>(September 1)</u>	<u>Requirement</u>
2013 (Final Maturity)	\$8,744,000

Notice of Redemption

Mailing of Notice of Redemption: Notice of optional redemption of the Series 2004A Bonds shall be given by deposit in the U.S mails of a copy of a redemption notice, postage prepaid, at least ten (10) days before the redemption date to all registered owners of Series 2004A Bonds or portions of the Series 2004A Bonds to be redeemed at their addresses as they appear on the registration books to be maintained in accordance with the provisions of the Resolution under which the Series 2004A Bonds were issued. Failure to mail any such notice to a registered owner of a Series 2004A Bond, or any defect therein, shall not affect the validity of the proceedings for redemption shall not affect the validity of the proceedings for redemption of any Series 2004A Bond or portion thereof with respect to which no failure or defect occurred. Such notice shall set forth the date fixed for redemption, the name and address of the Bond Registrar and the Paying Agent, the redemption price to be paid and, if less than all of the Series 2004A Bonds shall be called for redemption, the amount to be redeemed. Any notice mailed as provided in this section shall be conclusively presumed to have been duly given, whether or not the owner of the Series 2004A Bonds receives such notice.

Effect of Redemption: Notice having been given in the manner and under the conditions hereinabove provided, the Series 2004A Bonds or portions thereof so called for redemption shall, on the redemption date designated in such notice, become and be due and payable at the redemption price provided for redemption of such Series 2004A Bonds or portions thereof. On the date so designated for redemption, moneys for payment of the redemption price being held in separate accounts by the Paying Agent in trust for the registered owners of the Series 2004A Bonds or portions thereof to be redeemed, all as provided in the Resolution under which the Series 2004A Bonds were issued, interest on the Series 2004A Bonds or portions thereof so called for redemption shall cease to accrue, such Series 2004A Bonds or portions thereof shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2004A Bonds were issued and shall be deemed paid under such Resolution, and the registered owners of such Series 2004A Bonds or portions thereof shall have no right in respect thereof except to receive payment of the redemption price thereof and, to the extent provided in the next subsection, to receive Bonds for any unredeemed portions of such Series 2004A Bonds.

In case part but not all of the outstanding Series 2004A Bonds shall be selected for redemption, the registered owners thereof shall present and surrender such Series 2004A Bond to the CRA or its designated Paying Agent for payment of the principal amount thereof so called for redemption, and the CRA shall execute and deliver to or upon the order of such registered owner, without charge therefor, for the unredeemed balance of the principal amount of such Series 2004A Bonds so surrendered, a new Bond of such series, fully registered as to principal and interest.

Series 2004A Bonds or portions thereof that have been duly called for redemption under the provisions of the Resolution pursuant to which the Series 2004A Bonds were issued, and with respect to which amounts sufficient to pay the principal of, redemption premium, if any, and interest to the date fixed for redemption shall be delivered to and held in separate trust accounts by an escrow agent or any Paying Agent (other than the CRA or the City) in trust for the registered owners thereof, shall not be deemed to be outstanding under the provisions of the Resolution pursuant to which the Series 2004A Bonds were issued and shall cease to be entitled to any lien, benefit or security under such Resolution, except to receive the payment of the redemption price on or after the designated date of redemption from moneys deposited with or held by the escrow agent or Paying Agent (other than the CRA or the City), as the case may be, for such redemption of the Series 2004A Bonds and, to the extent provided in the preceding subsection, to receive a new bond of such series for any unredeemed portion of such Series 2004A Bonds.

The notice of optional redemption of any Series 2004A Bonds may be conditioned upon the receipt by the Paying Agent of sufficient moneys to pay the amount of the Series 2004A Bonds to be redeemed on the redemption date. No redemption notice is required in connection with the payment of amortization requirements in accordance with the schedule provided for such payment.

\$12,500,000

**FORT LAUDERDALE COMMUNITY REDEVELOPMENT AGENCY
TAX INCREMENT REVENUE BONDS, SERIES 2004A (NON-AMT)
(NORTHWEST-PROGRESSO-FLAGLER HEIGHTS
COMMUNITY REDEVELOPMENT AREA PROJECT)**

Summary of Remaining Debt Service Requirements

Bond Year Ending July 1	Interest Rate	Principal	Interest	Total
2013	1.0177%	\$ 8,744,000	\$ 88,986	\$ 8,832,986
		\$ 8,744,000	\$ 88,986	\$ 8,832,986

\$5,500,000

**FORT LAUDERDALE COMMUNITY REDEVELOPMENT AGENCY
TAX INCREMENT REVENUE BONDS, SERIES 2004B (AMT)
(NORTHWEST-PROGRESSO-FLAGLER HEIGHTS
COMMUNITY REDEVELOPMENT AREA PROJECT)**

Dated: January 29, 2004

Purpose

The Series 2004B Bonds were issued to (i) finance the costs of certain acquisitions, renovations, and/or demolitions and clearing of property for redevelopment purposes within the NPFCRA and (ii) pay certain costs of issuance of the Series 2004B Bonds.

Security

The Series 2004B Bonds are secured by a pledge of (i) the tax increment revenues derived from the NPFCRA and received by the CRA from the City; (ii) legally available non-ad valorem tax revenues of the City budgeted, appropriated and deposited by the City into the NPFCRA Supplemental Revenue Account and (iii) the City's covenant to budget and appropriate.

Form

\$5,500,000 Fort Lauderdale Community Redevelopment Agency Tax Increment Revenue Bonds, Series 2004B (AMT) (Northwest-Progresso-Flagler Heights Community Redevelopment Area Project) due September 1, 2013. The Series 2004B Bonds were issued only in fully registered form. Interest on the Series 2004B Bonds is payable semi-annually on each March 1 and September 1.

Bondholder: SunTrust Bank

Credit Enhancement: None

Agents

Bond Registrar and Paying Agent: The City's Director of Finance.

Ratings: Not Rated

Optional Redemption

The Series 2004B Bonds are currently subject to redemption at the option of the CRA, in whole or in part on any date at the redemption price equal to one hundred percent (100%) of the principal amount of the Series 2004B Bonds to be redeemed, together with accrued interest to the date fixed for redemption.

Mandatory Sinking Fund Redemption

All mandatory sinking fund redemption payments required to be made prior to maturity of the Series 2004B Bonds have been made and the final Amortization Requirement due on the Series 2004B Bonds, plus accrued interest to the maturity date, is due on September 1, as specified below:

Due <u>(September 1)</u> 2013 (Final Maturity)	Amortization <u>Requirement</u> \$3,717,000
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Notice of Redemption

Mailing of Notice of Redemption: Notice of optional redemption of the Series 2004B Bonds shall be given by deposit in the U.S mails of a copy of a redemption notice, postage prepaid, at least ten (10) days before the redemption date to all registered owners of Series 2004B Bonds or portions of the Series 2004B Bonds to be redeemed at their addresses as they appear on the registration books to be maintained in accordance with the provisions of the Resolution under which the Series 2004B Bonds were issued. Failure to mail any such notice to a registered owner of a Series 2004B Bond, or any defect therein, shall not affect the validity of the proceedings for redemption shall not affect the validity of the proceedings for redemption of any Series 2004B Bond or portion thereof with respect to which no failure or defect occurred. Such notice shall set forth the date fixed for redemption, the name and address of the Bond Registrar and the Paying Agent, the redemption price to be paid and, if less than all of the Series 2004B Bonds shall be called for redemption, the amount to be redeemed. Any notice mailed as provided in this section shall be conclusively presumed to have been duly given, whether or not the owner of the Series 2004B Bonds receives such notice.

Effect of Redemption: Notice having been given in the manner and under the conditions hereinabove provided, the Series 2004B Bonds or portions thereof so called for redemption shall, on the redemption date designated in such notice, become and be due and payable at the redemption price provided for redemption of such Series 2004B Bonds or portions thereof. On the date so designated for redemption, moneys for payment of the redemption price being held in separate accounts by the Paying Agent in trust for the registered owners of the Series 2004B Bonds or portions thereof to be redeemed, all as provided in the Resolution under which the Series 2004B Bonds were issued, interest on the Series 2004B Bonds or portions thereof so called for redemption shall cease to accrue, such Series 2004B Bonds or portions thereof shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2004B Bonds were issued and shall be deemed paid under such Resolution, and the registered owners of such Series 2004B Bonds or portions thereof shall have no right in respect thereof except to receive payment of the redemption price thereof and, to the extent provided in the next subsection, to receive Bonds for any unredeemed portions of such Series 2004B Bonds.

In case part but not all of the outstanding Series 2004B Bonds shall be selected for redemption, the registered owners thereof shall present and surrender such Series 2004B Bond to the CRA or its designated Paying Agent for payment of the principal amount thereof so called for redemption, and the CRA shall execute and deliver to or upon the order of such registered owner, without charge therefor, for the unredeemed balance of the principal amount of such Series 2004B Bonds so surrendered, a new Bond of such series, fully registered as to principal and interest.

Series 2004B Bonds or portions thereof that have been duly called for redemption under the provisions of the Resolution pursuant to which the Series 2004B Bonds were issued, and with respect to which amounts sufficient to pay the principal of, redemption premium, if any, and interest to the date fixed for redemption shall be delivered to and held in separate trust accounts by an escrow agent or any Paying Agent (other than the CRA or the City) in trust for the registered owners thereof, shall not be deemed to be outstanding under the provisions of the Resolution pursuant to which the Series 2004B Bonds were issued and shall cease to be entitled to any lien, benefit or security under such Resolution, except to receive the payment of the redemption price on or after the designated date of redemption from moneys deposited with or held by the escrow agent or Paying Agent (other than the CRA or the City), as the case may be, for such redemption of the Series 2004B Bonds and, to the extent provided in the preceding subsection, to receive a new bond of such series for any unredeemed portion of such Series 2004B Bonds.

The notice of optional redemption of any Series 2004B Bonds may be conditioned upon the receipt by the Paying Agent of sufficient moneys to pay the amount of the Series 2004B Bonds to be redeemed on the redemption date. No redemption notice is required in connection with the payment of amortization requirements in accordance with the schedule provided for such payment.

\$5,500,000

**FORT LAUDERDALE COMMUNITY REDEVELOPMENT AGENCY
TAX INCREMENT REVENUE BONDS, SERIES 2004B (AMT)
(NORTHWEST-PROGRESSO-FLAGLER HEIGHTS
COMMUNITY REDEVELOPMENT AREA PROJECT)**

Summary of Remaining Debt Service Requirements

Bond Year Ending July 1	Interest Rate	Principal	Interest	Total
2013	1.2477%	\$ 3,717,000	\$ 46,376	\$ 3,763,376
		\$ 3,717,000	\$ 46,376	\$ 3,763,376



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OTHER DEBT FINANCING

Short Term Debt

The City entered into a financial arrangement for a special, limited obligation note with a financial institution in the amount of \$30,000,000 to prefund the FY2013 annual required contribution for the Police and Firefighters' Retirement System. The short term note interest rate was 1.4%. The short term note and its accrued but unpaid interest were paid in full on its maturity date of October 15, 2012.

State Revolving Fund Loans

In addition to the issuance of Bonds, in connection with the implementation of the CIP, the City has borrowed funds from the State of Florida revolving loan program (the "SRF"). Although not currently contemplated, the City may obtain additional SRF loans for the CIP in the future. Such SRF loans have not been incurred by the City, and are not expected to be incurred by the City in the future, as Additional Bonds or Alternative Parity Debt under the Resolution authorizing the issuance of Bonds for the Water and Sewer System. As a result, such SRF loans are currently, and if obtained in the future are expected to be, payable from and secured by Net Revenues on a basis that is junior and subordinate to the pledge of and lien on Net Revenues in favor of the Bonds or Alternative Parity Debt issued, or to be issued, under the Resolution authorizing the issuance of Bonds for the Water and Sewer System.

The City began borrowing funds through the SRF loan program in 2003. The SRF program has lending rates that are approximately fifty-five percent (55%) of the average for the municipal bond cost index. The below market rate makes this financing source attractive though there are additional administrative costs associated with the SRF loan program. The SRF source of funding has been limited because of demand and other circumstances beyond the City's control. The City maximized its use of this funding source, which is projected to result in reduced costs of approximately \$30 million over the life of the loans when compared to revenue bonds. The City has executed SRF loan agreements totaling almost \$104 million, with approximately \$102 million available for capital improvement funding, of which nearly all available funds have been expended. An average annual debt service of approximately \$6.0 million for the total SRF loans outstanding is payable by the City through FY 2028.



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APPENDIX A – GLOSSARY

"Amortization Requirements" shall mean the amounts required to be deposited in the Redemption Subaccount for any Series of Bonds for the purpose of redeeming prior to their maturity and paying at their maturity the Term Bonds of any Series, the specific amounts and times of such deposits to be determined by the City Commission in a Series Resolution relating to such Series of Bonds.

"Bond Registrar" shall mean either the City or a bank or trust company, either within or without the State of Florida, designated as such by the City Commission in the Series Resolution relating to a Series of Bonds, which shall perform such functions as Bond Registrar and paying agent as required by the Bond Resolution.

"Bondholders" or "Holders" shall mean the registered owners of the Bonds.

"City" shall mean the City of Fort Lauderdale, Florida.

"City Commission" shall mean the City Commission of the City or any successor commission, council, board or body in which the general legislative power of the City shall be vested.

"City Manager" shall mean the City Manager of the City or his or her designee or the officer succeeding to his or her principal functions.

"CRA" shall mean the Fort Lauderdale Community Redevelopment Agency.

"DAC" acts as disclosure dissemination agent for issuers of municipal bonds, electronically posting and transmitting information to repositories and investors alike.

"DTC" shall mean The Depository Trust Company, New York, New York.

"Fiscal Year" shall mean the period commencing on the first day of October and ending on the last day of September of the following year, as the same may be amended from time to time to conform to the fiscal year of the City.

"Fitch" shall mean Fitch Ratings, Inc., a corporation organized and existing under the laws of the State of New York, its successors and their assigns, and, if such corporation shall for any reason no longer perform the functions of a securities rating agency, "Fitch" shall be deemed to refer to any other nationally recognized securities rating agency designated by the City.

"Mayor" shall mean the Mayor of the City, or in his or her absence, the Vice Mayor of the City, or the officer succeeding to his or her principal functions.

"Moody's Investors Service" or "Moody's" shall mean Moody's Investors Service, Inc., a corporation organized and existing under the laws of the State of Delaware, its successors and their assigns, and, if for any reason such corporation shall no longer perform the functions of a securities rating agency, "Moody's Investors Services" shall be deemed to refer to any other nationally recognized securities rating agency designated by the City.

"NPF CRA" shall mean the Northwest-Progresso-Flagler Heights Community Redevelopment Area.

"Net Revenues" for any particular period shall mean the amount of the excess of the Revenues for such period over the Current Expenses for such period.

"OPEB" shall mean Other Post-Employment Benefits.

"Rating Agencies" shall mean each of Moody's Investors Service, Standard & Poor's and Fitch, to the extent that Moody's Investors Service, Standard & Poor's and Fitch then have ratings issued and outstanding in respect of any Bonds.

"Reserve Account Insurance Policy" shall mean an insurance policy, surety bond or other acceptable evidence of insurance, if any, maintained by the City in lieu of or in partial substitution for cash or securities on deposit in the Reserve Account for any Bonds, provided that the entity providing such facility is, at the time of so providing, of sufficient credit quality to entitle debt backed by its facility to be rated in one of the two highest rating categories (without regard to any gradations within such categories) by each of the Rating Agencies.

"Reserve Account Letter of Credit" shall mean an irrevocable, transferable letter of credit, if any, maintained by the City in lieu of or in partial substitution for cash or securities on deposit in the Reserve Account for any Bonds, provided that the entity providing such facility is, at the time of so providing, of sufficient credit quality to entitle debt backed by its facility to be rated in one of the two highest rating categories (without regard to any gradations within such categories) by each of the Rating Agencies.

"Reserve Account Requirement" shall mean an amount equal to the lesser of (i) the Maximum Principal and Interest Requirements for all Outstanding Bonds, (ii) 125% of the average annual Principal and Interest Requirements for all Outstanding Bonds and (iii) 10% of the original proceeds (within the meaning of the Code) of all Series of Bonds Outstanding; provided that, if the Series Resolution corresponding to a Series of Bonds provides for the establishment of a separate subaccount in the Reserve Account to secure only such Series of Bonds (with such Series of Bonds having no claim on the other moneys deposited to the credit of the Reserve Account), the Reserve Account Requirement for such Series of Bonds shall be calculated as set forth in the corresponding Series Resolution. The City shall be permitted to provide all or a portion of the Reserve Account Requirement by the execution and delivery of a Reserve Account Insurance Policy or a Reserve Account Letter of Credit or other similar arrangement which, after its issuance and delivery, will permit the Bond Registrar to receive the full amount covered by such arrangement without further conditions, financial or otherwise.

"Standard & Poor's" shall mean Standard & Poor's Ratings Services, a Division of McGraw-Hill Corporation Investors Services, a corporation organized and existing under the laws of the State of New York, its successors and their assigns, and, if such corporation shall for any reason no longer perform the functions of a securities rating agency, "Standard & Poor's" shall be deemed to refer to any other nationally recognized securities rating agency designated by the City.

"State Revolving Fund" shall mean the state revolving loan fund established by the State of Florida under the Federal Clean Water Act.

"Term Bonds" shall mean the Bonds of a Series so designated in the Series Resolution for such Bonds.

"Water and Sewer System" shall mean the combined water and sewer system for the supply, treatment and distribution of water and for the collection, transmission, treatment and disposal of sewage, owned and/or operated by the City or on its behalf, together with any Separate Systems consolidated with the Water and Sewer System.