

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE - CONSOLIDATED
FILED FOR THE JANUARY 1, 2012 to JUNE 30, 2012 PERIOD**

Name of Successor Agency **SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY**

| | Current | |
|--|---------------------------------------|------------------------------|
| | Total Outstanding Debt or Obligation | Total Due During Fiscal Year |
| Outstanding Debt or Obligation | \$ 26,552,709.67 | \$ 3,178,381.17 |
| | Total Due for Six Month Period | |
| Outstanding Debt or Obligation | \$ 940,393.42 | |
| Available Revenues other than anticipated funding from RPTTF | \$ - | |
| Enforceable Obligations paid with RPTTF | \$ 690,393.42 | |
| Administrative Cost paid with RPTTF | \$ 250,000.00 | |
| Pass-through Payments paid with RPTTF | \$ - | |
| Administrative Allowance (greater of 5% of anticipated Funding from RPTTF or 250,000. Note: Calculation should not include pass-through payments made with RPTTF. The RPTTF Administrative Cost figure above should not exceed this Administrative Cost Allowance figure) | \$ 34,519.67 | |

Certification of Oversight Board Chairman:
Pursuant to Section 34177(I) of the Health and Safety code,
I hereby certify that the above is a true and accurate Recognized
Enforceable Payment Schedule for the above named agency.

Colleen O'Donoghue Asst. Finance Director
Name Title

Signature Date

AMENDED RECOGNIZED OBLIGATION PAYMENT SCHEDULE
Per AB 26 - Section 34177 (*)
FOR THE PERIOD JANUARY 1, 2012 TO JUNE 30, 2012

| Project Name / Debt Obligation | Contract/Agreement Execution Date | Payee | Description | Project Area | Total Outstanding Debt or Obligation | Total Due During Fiscal Year 2011-2012** | *** Funding Source | Payable from the Redevelopment Property Tax Trust Fund (RPTTF) | | | | | | | |
|--|-----------------------------------|---------------------------------|--|--------------|--------------------------------------|--|--------------------|--|--------------|---------------|--------------|---------------|---------------|---------------|---------------|
| | | | | | | | | Payments by month | | | | | | | |
| | | | | | | | | Jan 2012 | Feb 2012 | Mar 2012 | Apr 2012 | May 2012 | Jun 2012 | Total | |
| 1) TAB Refunding 2003 | September 25, 2003 | Bank of New York | Bonds issued for non-housing projects | Downtown | 4,818,000.00 | 690,362.50 | RPTTF | - | - | 78,087.50 | - | - | - | - | \$ 78,087.50 |
| Contract for consulting services | September 25, 2003 | Bank of New York | Fiscal Agent Services- Annual | Downtown | 3,000.00 | 1,082.00 | RPTTF | - | - | - | - | - | - | - | \$ - |
| Contract for consulting services | September 25, 2003 | Bank of New York | Arbitrage Calculation- every 5 yrs | Downtown | 5,000.00 | 0.00 | RPTTF | - | - | - | - | - | - | - | \$ - |
| Contract for consulting services | March 1, 2011 | Harrell & Company Advisor LLC | Prep Continuing Disclosure Report- Annual | Downtown | 2,000.00 | 2,000.00 | RPTTF | - | - | - | 2,000.00 | - | - | - | \$ 2,000.00 |
| 2) County Property Tax Admin Fee | Revolving | County of Orange | Charge for Administering property tax system | Downtown | 40,000.00 | 40,000.00 | RPTTF | - | - | - | 20,000.00 | - | - | - | \$ 20,000.00 |
| 3) Contract for Consulting Services | March 7, 2011 | Mayer, Hoffman, McCann | Annual Audit Services | Downtown | 11,000.00 | 11,000.00 | RPTTF | - | - | 2,134.00 | - | - | - | - | \$ 2,134.00 |
| 4) Promissory Note Payable | September 30, 1971 | City of Costa Mesa | Original Loan to establish RDA | Downtown | 19,495,569.00 | 1,299,705.00 | RPTTF | - | - | - | - | - | - | - | \$ - |
| 5) Rental Revenue Agreement | November 1, 1984 | City of Costa Mesa-CDBG Fund | Remittance of rental revenue from Multi-family housing project | Downtown | 90,000.00 | 90,000.00 | Developer* | - | - | - | - | - | 90,000.00 | - | \$ 90,000.00 |
| Admin Costs | May 18, 1992 | Keyser Marston | Administrative costs for this rental revenue agreement | Downtown | 1,200.00 | 1,200.00 | Developer* | 100.00 | 100.00 | 100.00 | 100.00 | 100.00 | 100.00 | 100.00 | \$ 600.00 |
| 6) Loan from CDBG Fund | November 16, 1992 | City of Costa Mesa-CDBG Fund | Loan from CDBG for housing project "SRO" | Downtown | 161,613.00 | 10,204.00 | Developer* | - | - | - | - | - | - | - | \$ - |
| 7) Davis Field Lighting Project | May 8, 2009 | Design West | Design work on Davis Field Project | Downtown | 2,700.00 | 2,700.00 | RPTTF | - | 1,500.00 | - | 1,200.00 | - | - | - | \$ 2,700.00 |
| Construction contract | June 21, 2011 | R & M Electrical Contracting | Electrical work to install lighting | Downtown | 19,460.15 | 19,460.15 | RPTTF | - | - | - | - | - | 19,460.15 | - | \$ 19,460.15 |
| 8) Successor Agency Formation Consulting | September 11, 1991 | Stradling Yocca Carlson & Rauth | Successor Agency Formation Consulting | Downtown | 50,300.00 | 50,300.00 | RPTTF | 10,300.00 | 8,000.00 | 8,000.00 | 8,000.00 | 8,000.00 | 8,000.00 | 8,000.00 | \$ 50,300.00 |
| Admin Costs- Consulting | May 18, 1992 | Keyser Marston | Successor Agency Formation Consulting | Downtown | 31,300.00 | 31,300.00 | RPTTF | 6,300.00 | 5,000.00 | 5,000.00 | 5,000.00 | 5,000.00 | 5,000.00 | 5,000.00 | \$ 31,300.00 |
| 9) Neighborhood Stabilization Program | June 2, 2009 | Mercy Housing | Affordable housing project compliance w/ covenants | Downtown | 321,316.00 | 321,316.00 | RPTTF | 66,000.00 | - | 125,027.66 | - | 130,288.14 | - | - | \$ 321,316.00 |
| Admin Costs- Legal | September 11, 1991 | Stradling Yocca Carlson & Rauth | Contract Attorney services re:enforcement of covenants | Downtown | 16,040.00 | 16,040.00 | RPTTF | 6,300.00 | 3,640.00 | 2,100.00 | 2,000.00 | 1,000.00 | 1,000.00 | 1,000.00 | \$ 16,040.00 |
| 10) 1901 Newport Housing Project | June 14, 2004 | Fairfield Residential | Assistance for low-mod housing project | Downtown | 892,500.00 | - | RPTTF | - | - | - | - | - | - | - | \$ - |
| Admin Costs- Consulting | May 18, 1992 | Keyser Marston | Financial Consulting re: compliance with covenants | Downtown | 2,660.00 | 2,660.00 | RPTTF | 221.67 | 221.67 | 221.67 | 221.67 | 221.66 | 221.66 | 221.66 | \$ 1,330.00 |
| Admin Costs- Legal | September 11, 1991 | Stradling Yocca Carlson & Rauth | Contract Attorney services re:enforcement of covenants | Downtown | 3,335.00 | 3,335.00 | RPTTF | 277.92 | 277.92 | 277.92 | 277.92 | 277.91 | 277.91 | 277.91 | \$ 1,667.50 |
| 11) First Time Home Buyer Program (FTHB) | Various (5/2/99-2/5/09) | Stradling Yocca Carlson & Rauth | Deferred loans to FTHB for purchase of a home | Downtown | - | - | - | - | - | - | - | - | - | - | \$ - |
| Admin Costs- Legal | September 11, 1991 | Stradling Yocca Carlson & Rauth | Contract Attorney services re:enforcement of covenants | Downtown | 3,904.33 | 3,904.33 | RPTTF | 325.36 | 325.36 | 325.36 | 325.36 | 325.36 | 325.36 | 325.36 | \$ 1,952.17 |
| 12) Single Family Rehabilitation Program | Various (12/24/08-7/9/09) | Stradling Yocca Carlson & Rauth | Deferred loans to homeowner for improvements | Downtown | - | - | - | - | - | - | - | - | - | - | \$ - |
| Admin Costs- Consulting | May 18, 1992 | Keyser Marston | Financial Consulting re: compliance with covenants | Downtown | 710.00 | 710.00 | RPTTF | 59.17 | 59.17 | 59.17 | 59.17 | 59.16 | 59.16 | 59.16 | \$ 355.00 |
| Admin Costs- Legal | September 11, 1991 | Stradling Yocca Carlson & Rauth | Contract Attorney services re:enforcement of covenants | Downtown | 6,910.00 | 6,910.00 | RPTTF | 575.83 | 575.83 | 575.83 | 575.83 | 575.84 | 575.84 | 575.84 | \$ 3,455.00 |
| 13) Civic Center Barrio | December 14, 1995 | Stradling Yocca Carlson & Rauth | 8 Units Multi-family Rental Project | Downtown | - | - | - | - | - | - | - | - | - | - | \$ - |
| Admin Costs- Consulting | May 18, 1992 | Keyser Marston | Financial Consulting re: compliance with covenants | Downtown | 13,515.00 | 13,515.00 | RPTTF | 1,126.25 | 1,126.25 | 1,126.25 | 1,126.25 | 1,126.25 | 1,126.25 | 1,126.25 | \$ 6,757.50 |
| Admin Costs- Legal | September 11, 1991 | Stradling Yocca Carlson & Rauth | Contract Attorney services re:enforcement of covenants | Downtown | 11,887.19 | 11,887.19 | RPTTF | 990.60 | 990.60 | 990.60 | 990.60 | 990.60 | 990.60 | 990.60 | \$ 5,943.60 |
| 14) St. John's Manor | June 21, 2006 | Stradling Yocca Carlson & Rauth | 35 Unit Senior Rental Project | Downtown | - | - | - | - | - | - | - | - | - | - | \$ - |
| Admin Costs- Consulting | May 18, 1992 | Keyser Marston | Financial Consulting re: compliance with covenants | Downtown | 8,993.00 | 8,993.00 | RPTTF | 749.42 | 749.42 | 749.42 | 749.42 | 749.41 | 749.41 | 749.41 | \$ 4,496.50 |
| Admin Costs- Legal | September 11, 1991 | Stradling Yocca Carlson & Rauth | Contract Attorney services re:enforcement of covenants | Downtown | 500.00 | 500.00 | RPTTF | 41.67 | 41.67 | 41.67 | 41.67 | 41.66 | 41.66 | 41.66 | \$ 250.00 |
| 15) Costa Mesa Village "SRO" | November 16, 1992 | Stradling Yocca Carlson & Rauth | 86 Unit Senior Rental Project | Downtown | - | - | - | - | - | - | - | - | - | - | \$ - |
| Admin Costs- Consulting | May 18, 1992 | Keyser Marston | Financial Consulting re: compliance with covenants | Downtown | 4,760.00 | 4,760.00 | RPTTF | - | - | 540.00 | 613.33 | 613.33 | 613.34 | 613.34 | \$ 2,380.00 |
| Admin Costs- Legal | September 11, 1991 | Stradling Yocca Carlson & Rauth | Contract Attorney services re:enforcement of covenants | Downtown | 5,537.00 | 5,537.00 | RPTTF | 461.42 | 461.42 | 461.42 | 461.42 | 461.41 | 461.41 | 461.41 | \$ 2,768.50 |
| 16) Costa Mesa Family Village (Shapell) | December 6, 1983 | Stradling Yocca Carlson & Rauth | Ground Lease of 72 Unit Multi-family Rental Project | Downtown | - | - | - | - | - | - | - | - | - | - | \$ - |
| Admin Costs- Consulting | May 18, 1992 | Keyser Marston | Financial Consulting re: compliance with covenants | Downtown | 500.00 | 500.00 | RPTTF | 41.67 | 41.67 | 41.67 | 41.67 | 41.66 | 41.66 | 41.66 | \$ 250.00 |
| Admin Costs- Legal | September 11, 1991 | Stradling Yocca Carlson & Rauth | Contract Attorney services re:enforcement of covenants | Downtown | 500.00 | 500.00 | RPTTF | 41.67 | 41.67 | 41.67 | 41.67 | 41.66 | 41.66 | 41.66 | \$ 250.00 |
| 17) Rental Rehabilitation Program | Various (6/8/94-8/9/99) | Stradling Yocca Carlson & Rauth | Deferred loans to owner of multi-family properties | Downtown | - | - | - | - | - | - | - | - | - | - | \$ - |
| Admin Costs- Legal | September 11, 1991 | Stradling Yocca Carlson & Rauth | Contract Attorney services re:enforcement of covenants | Downtown | 1,500.00 | 1,500.00 | RPTTF | 125.00 | 125.00 | 125.00 | 125.00 | 125.00 | 125.00 | 125.00 | \$ 750.00 |
| 18) Habitat for Humanity (5 units) | May 21, 2001 | Stradling Yocca Carlson & Rauth | Underwrote land to Developer | Downtown | - | - | - | - | - | - | - | - | - | - | \$ - |
| Admin Costs- Legal | September 11, 1991 | Stradling Yocca Carlson & Rauth | Contract Attorney services re:enforcement of covenants | Downtown | 5,300.00 | 5,300.00 | RPTTF | 441.67 | 441.67 | 441.67 | 441.67 | 441.66 | 441.66 | 441.66 | \$ 2,850.00 |
| | | | | | | | | | | | | | | | \$ - |
| | | | | | | | | | | | | | | | \$ - |
| Totals - This Page (RPTTF Funding) | | | | | \$ 26,052,709.67 | \$ 2,678,381.17 | N/A | \$ 104,679.32 | \$ 27,719.32 | \$ 230,468.68 | \$ 45,392.65 | \$ 170,940.86 | \$ 111,192.59 | \$ 690,393.42 | \$ 690,393.42 |
| Totals - Page 2 (Other Funding) | | | | | \$ - | \$ - | N/A | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Totals - Page 3 (Administrative Cost Allowance) | | | | | \$ 500,000.00 | \$ 500,000.00 | N/A | \$ 41,666.68 | \$ 41,666.68 | \$ 41,666.68 | \$ 41,666.68 | \$ 41,666.68 | \$ 41,666.68 | \$ 41,666.68 | \$ 250,000.00 |
| Totals - Page 4 (Pass Thru Payments) | | | | | \$ - | \$ - | N/A | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Grand total - All Pages | | | | | \$ 26,552,709.67 | \$ 3,178,381.17 | | \$ 146,346.00 | \$ 69,386.00 | \$ 272,135.36 | \$ 87,059.33 | \$ 212,607.50 | \$ 152,859.23 | \$ 940,393.42 | \$ 940,393.42 |

* The Preliminary Draft Recognized Obligation Payment Schedule (ROPS) is to be completed by 3/1/2012 by the successor agency, and subsequently be approved by the oversight board before the final ROPS is submitted to the State Controller and State Department of Finance by April 15, 2012. It is not a requirement that the Agreed Upon Procedures Audit be completed before submitting the final Oversight Approved ROPS to the State Controller and State Department of Finance.

** All totals due during fiscal year and payment amounts are projected.

*** Funding sources from the successor agency: (For fiscal 2011-12 only, references to RPTTF could also mean tax increment allocated to the Agency prior to February 1, 2012.)

RPTTF - Redevelopment Property Tax Trust Fund

LMHF - Low and Moderate Income Housing Fund

Bonds - Bond proceeds

Admin - Successor Agency Administrative Allowance

Other - reserves, rents, interest earnings, etc

* Project Developer is responsible for the obligation (not paid from property taxes)

AMENDED RECOGNIZED OBLIGATION PAYMENT SCHEDULE
 Per AB 26 - Section 34177 (*)
 FOR THE PERIOD JANUARY 1, 2012 TO JUNE 30, 2012

| Project Name / Debt Obligation | Payee | Description | Project Area | Total Outstanding Debt or Obligation | Total Due During Fiscal Year 2011-2012** | Funding Source ** | Payable from the Administrative Allowance Allocation **** | | | | | | | Total | |
|--|--------------------|--|--------------|--------------------------------------|--|-------------------|---|---------------------|---------------------|---------------------|---------------------|---------------------|--|-------|---------------------|
| | | | | | | | Payments by month | | | | | | | | |
| | | | | | | | Jan 2012 | Feb 2012 | Mar 2012 | Apr 2012 | May 2012 | Jun 2012 | | | |
| 1) Successor Agency Personnel Expenditures | City of Costa Mesa | SA Payroll Costs - Development Service Dept | Downtown | | | | | | | | | | | | |
| Dev Services Director | City of Costa Mesa | SA Payroll Costs - Development Service Dept | Downtown | 18,309.60 | 18,309.60 | RPTTF | 1,525.80 | 1,525.80 | 1,525.80 | 1,525.80 | 1,525.80 | 1,525.80 | | | \$ - |
| Executive Secretary | City of Costa Mesa | SA Payroll Costs - Development Service Dept | Downtown | 88,739.10 | 88,739.10 | RPTTF | 7,394.93 | 7,394.93 | 7,394.93 | 7,394.93 | 7,394.92 | 7,394.91 | | | \$ 9,154.80 |
| Neigh. Improvement Manager | City of Costa Mesa | SA Payroll Costs - Development Service Dept | Downtown | 45,000.00 | 45,000.00 | RPTTF | 3,750.00 | 3,750.00 | 3,750.00 | 3,750.00 | 3,750.00 | 3,750.00 | | | \$ 44,369.55 |
| Management Analyst | City of Costa Mesa | SA Payroll Costs - Development Service Dept | Downtown | 74,461.20 | 74,461.20 | RPTTF | 6,205.10 | 6,205.10 | 6,205.10 | 6,205.10 | 6,205.10 | 6,205.10 | | | \$ 22,500.00 |
| Management Analyst | City of Costa Mesa | SA Payroll Costs - Development Service Dept | Downtown | 74,461.20 | 74,461.20 | RPTTF | 6,205.10 | 6,205.10 | 6,205.10 | 6,205.10 | 6,205.10 | 6,205.10 | | | \$ 37,230.60 |
| Management Analyst | City of Costa Mesa | SA Payroll Costs - Development Service Dept | Downtown | 77,140.70 | 77,140.70 | RPTTF | 6,428.39 | 6,428.39 | 6,428.39 | 6,428.39 | 6,428.39 | 6,428.40 | | | \$ 38,570.35 |
| 2) Other Administrative Expenditures | City of Costa Mesa | Other Admin Costs Not Related To Projects | Downtown | | | | | | | | | | | | \$ - |
| Accounting Services | City of Costa Mesa | Accounting Services Provided by Finance & IT Dept. | Downtown | 20,000.00 | 20,000.00 | RPTTF | 1,666.67 | 1,666.67 | 1,666.67 | 1,666.67 | 1,666.66 | 1,666.66 | | | \$ - |
| IT Services Services | City of Costa Mesa | IT Services Services Provided by Finance & IT Dept. | Downtown | 8,000.00 | 8,000.00 | RPTTF | 666.67 | 666.67 | 666.67 | 666.67 | 666.66 | 666.66 | | | \$ 10,000.00 |
| Legal Services | City of Costa Mesa | Legal Services Provided by Development Svcs Dept. | Downtown | 50,000.00 | 50,000.00 | RPTTF | 4,166.67 | 4,166.67 | 4,166.67 | 4,166.67 | 4,166.66 | 4,166.66 | | | \$ 4,000.00 |
| Consulting Services | City of Costa Mesa | Consulting Services Provided by Development Svcs Dept. | Downtown | 40,000.00 | 40,000.00 | RPTTF | 3,333.33 | 3,333.33 | 3,333.33 | 3,333.33 | 3,333.34 | 3,333.34 | | | \$ 25,000.00 |
| Central Services | City of Costa Mesa | Central Services Provided by Admin Services Dept | Downtown | 2,000.00 | 2,000.00 | RPTTF | 166.67 | 166.67 | 166.67 | 166.67 | 166.66 | 166.66 | | | \$ 20,000.00 |
| Postage Charges | City of Costa Mesa | Postage Charges Paid by City | Downtown | 1,888.20 | 1,888.20 | RPTTF | 157.35 | 157.35 | 157.35 | 157.35 | 157.35 | 157.35 | | | \$ 1,000.00 |
| | | | | | | | | | | | | | | | \$ 944.10 |
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| | | | | | | | | | | | | | | | \$ - |
| Totals - This Page | | | | \$ 500,000.00 | \$ 500,000.00 | | \$ 41,666.68 | \$ 41,666.68 | \$ 41,666.68 | \$ 41,666.68 | \$ 41,666.64 | \$ 41,666.64 | | | \$250,000.00 |

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** All total due during fiscal year and payment amounts are projected.

*** Funding sources from the successor agency: (For fiscal 2011-12 only, references to RPTTF could also mean tax increment allocated to the Agency prior to February 1, 2012.)
 RPTTF - Redevelopment Property Tax Trust Fund Bonds - Bond proceeds Other - reserves, rents, interest earnings, etc
 LMIHF - Low and Moderate Income Housing Fund Admin - Successor Agency Administrative Allowance

**** - Administrative Cost Allowance caps are 5% of Form A 6-month totals in 2011-12 and 3% of Form A 6-month totals in 2012-13. The calculation should not factor in pass through payments paid for with RPTTF in Form D.