#### BRIEFING BY CONNECTOR 2000 ASSOCIATION, INC.

Dated August 15, 2009

This is a briefing by Connector 2000 Association, Inc. (the "Association") to the Trustees representing the interests of the holders of the Toll Road Revenue Bonds (Greenville Southern Connector Project). Series 1998 (the "Bonds") issued by the Association pursuant to the Association's Disclosure Policy adopted by its Board of Directors on July 16, 2008. This Briefing is provided under the Policy at the request of the Trustees, and the Association disclaims any obligation to provide future briefings (under the Continuing Disclosure Agreement of the Association relating to the Bonds, Rule 15c2-12 of the Securities and Exchange Commission or otherwise) should the Board decide to modify or repeal the Policy. Information contained herein represents the best information now available to the Association's management but such information is not warranted as to accuracy or completeness and is not intended to provide a basis for execution of purchases or sales of the Bonds. This information should be read in conjunction with the Association's latest Annual Report. Financial and statistical data contained herein have not been reviewed, confirmed or approved by any third party professional accounting or financial advisory firm.

- 1. <u>Toll Rate Increase</u>. At the request of the Association, the South Carolina Department of Transportation Commission revised the toll rates to be charged by the Association on the Southern Connector. The revised toll rates are contained in the motion approved by the Commission attached hereto as **Exhibit A**.
- 2. <u>Unaudited Financial Statements.</u> The compiled, unaudited financial statements of the Association for the second calendar quarter and year to date period ended June 30, 2009 are attached hereto as <u>Exhibit B</u>.

### MOTION TO MODIFY TOLL RATES ON SOUTHERN CONNECTOR

Based upon the request of Connector 2000 Association dated May 26, 2009, and pursuant to recommendations of the Association's independent traffic and revenue consultant Stantec Consulting Services, Inc. set forth in its Traffic and Revenue Report dated May 4, 2009, the Commission takes the following action:

- 1) Modifies the toil rates on the Southern Connector as set forth on the "Southern Connector Revised Toll Schedule" attached hereto and made a part hereof; and
- Directs that the License Agreement between Connector 2000
   Association and SCDOT dated February 11, 1998 be amended to reflect these changes.

### SOUTHERN CONNECTOR REQUEST FOR MODIFICATION OF TOLL RATES

- Connector 2000 Association ("Association") has requested that SCDOT modify the toll rates on the Southern Connector in order to maximize the amount of toll revenue collected. The requested toll increase will:
  - o Increase cash tolls by \$ .75 for passenger cars at the mainline plazas in three stages:
    - By \$ .25 immediately
    - By an additional \$ .25 on January 1, 2012
    - By an additional \$ .25 on January 2016

Cash tolls on the other vehicle classes are increased commensurately.

- After 2016, all toll rates increase by \$ .25 every 4 years.
- o Tolls at ramps are increased commensurately.
- The Association's request is based upon an independent "investment grade" traffic and revenue study prepared by Stantec Consulting Services, Inc.
- Stantec concluded that the modified toll rates might actually reduce traffic, but because the rates are slightly higher, actual collections should increase.
- SCDOT has an obligation under the License Agreement to maintain toll rates at a rate that will pay the debt service. Unfortunately, this is impossible due to the lack of traffic on the road, but SCDOT wants to show good faith to the bondholders by responding to the request to keep tolls at least at their optimally productive rates.

### Southern Connector Revised Toll Schedule

	Payment		JIEN.	Maintine Toll Plazas	887		SC 20 and Fork Shoals Ramp Toll Plazas
Effective	Type	2 Axle	3 Axte	4 Axle	5 Axle	6 Axle	All Vehicle Classes
2009	Cash	\$1.25	\$2.55	\$3.40	\$4.25	\$5.10	\$9.08
	PalPass	\$1.00	\$2.10	\$2.80	\$3.50	<b>54</b> .20	\$0.65
1/1/2012	Cash	\$1.50	\$3.00	8.3	\$5.00	<b>36</b> .00	\$2.0\$
	PaiPass	\$1.35	\$2.55	\$3.40	\$4.25	\$5.10	\$0.75
1/1/2018	Cass	\$1.75	83.83	38	<b>26</b> .00	\$7.20	\$0.85
	PalPass	\$1.75	83.60	3	28.00	\$7.20	\$0.85
1/1/2020	Cash	\$2.00	82.28	\$5.60	\$7.00	\$8.40	\$1.00
	PaiPass	\$2.00	25.20	\$5.60	\$7.00	\$8.40	\$1.00
1/1/2024	Cash	\$2.25	38	3.00	\$8.00	09.6 <b>\$</b>	\$1.10
	PalPass	\$2.25	8	\$6.40	<b>88</b> .00	\$9.60	\$1.10
1/1/2028	Cash	\$2.50	\$5.25	\$7.25	89.00	\$10.75	\$1.20
	PaiPass	25.55	\$5.25	\$7.25	29.00	\$10.75	\$1.20
1/1/2032	Cash	\$2.75	00.9 <b>\$</b>	28.00	\$10.00	\$11.75	\$1.40
	PalPass	\$2.75	86.00	88.00	\$10.00	\$11.75	\$1.40
1/1/2036	Case	\$3.00	<b>38</b> .50	\$8.50	\$10.75	\$12.75	\$1.50
	PaiPass	83.80	S 25	\$8.50	\$10.75	\$12.75	\$1.50
1/1/2040	Cash	\$3.25	\$7.00	\$9.25	\$11.50	\$14.00	\$1.60
	PalPass	\$3.25	\$7.00	\$9.25	\$11.50	\$14.00	\$1.60
1/1/2044	Cass <sup>1</sup>	\$3.50	\$7.50	\$10.00	\$12.50	\$15.00	\$1.70
	PalPass	\$3.50	\$7.50	\$10.00	\$12.50	\$15.00	\$1.70
1/1/2048	Cash	\$3.75	28.00	\$10.75	\$13.25	\$16.00	\$1.80
	PalPass	\$3.75	28.00	\$10.75	\$13.25	\$15.00	\$180

CONNECTOR 2000 ASSOCIATION, INC. (A COMPONENT UNIT OF THE STATE OF SC AND THE SOUTH CAROLINA DEPARTMENT OF TRANSPORTATION) FINANCIAL STATEMENTS JUNE 30, 2009

#### BRADSHAW, GORDON & CLINKSCALES, LLC 630 E WASHINGTON ST STE B GREENVILLE 29601 864-233-0590

CONNECTOR 2000 ASSOCIATION, INC. P. O. BOX 408 PIEDMONT SC 29673

WE HAVE COMPILED THE ACCOMPANYING BALANCE SHEET OF CONNECTOR 2000 ASSOCIATION, INC. (A COMPONENT UNIT OF THE STATE OF SC AND OF THE SOUTH CAROLINA DEPARTMENT OF TRANSPORTATION) AS OF JUNE 30, 2009, AND THE RELATED STATEMENTS OF OPERATIONS AND ACCUMULATED DEFICIT FOR THE ONE MONTH (CURRENT PERIOD AND PRIOR YEAR) AND SIX MONTHS (YEAR-TO-DATE) ENDED JUNE 30, 2009 AND 2008, AND THE ACCOMPANYING SUPPLEMENTARY INFORMATION CONTAINED IN THE SCHEDULES OF REVENUES AND EXPENSES - BUDGETED AND ACTUAL, WHICH ARE PRESENTED ONLY FOR SUPPLEMENTARY ANALYSIS PURPOSES, IN ACCORDANCE WITH STATEMENTS ON STANDARDS FOR ACCOUNTING AND REVIEW SERVICES ISSUED BY THE AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS.

A COMPILATION IS LIMITED TO PRESENTING IN THE FORM OF FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES INFORMATION THAT IS THE REPRESENTATION OF MANAGEMENT. WE HAVE NOT AUDITED OR REVIEWED THE ACCOMPANYING FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES AND, ACCORDINGLY, DO NOT EXPRESS AN OPINION OR ANY OTHER FORM OF ASSURANCE ON THEM. HOWEVER, WE DID BECOME AWARE OF DEPARTURES FROM U.S. GENERALLY ACCEPTED ACCOUNTING PRINCIPLES DESCRIBED IN THE FOLLOWING PARAGRAPHS.

THE ASSOCIATION HAS ADOPTED THE PROVISIONS OF GOVERNMENTAL ACCOUNTING STANDARDS BOARD (GASB) STATEMENT NO. 34, <u>BASIC FINANCIAL STATEMENTS</u> - AND MANAGEMENT'S DISCUSSION AND ANALYSIS - FOR STATE AND LOCAL GOVERNMENTS AND STATEMENT NO. 37, <u>BASIC FINANCIAL STATEMENTS</u> - AND MANAGEMENT'S DISCUSSION AND ANALYSIS - FOR STATE AND LOCAL GOVERNMENTS: OMNIBUS, AND STATEMENT NO. 38, <u>CERTAIN FINANCIAL STATEMENT NOTE DISCLOSURES</u>, FOR ANNUAL REPORTING PURPOSES. HOWEVER, CERTAIN DISCLOSURE AND FORMAT REQUIREMENTS OF GASB STATEMENT NOS. 34 AND 37 HAVE NOT BEEN MET IN THE ACCOMPANYING INTERIM FINANCIAL STATEMENTS. INCLUDING THE IDENTIFICATION OF RESTRICTED ASSETS AND LIABILITIES. THE RECLASSIFICATION OF FUND EQUITY (DEFICIT) AS VARIOUS COMPONENTS OF NET ASSETS (DEFICIT), AND THE RECLASSIFICATION OF NET LOSS AS DECREASE IN NET ASSETS. THE EFFECTS OF THESE DEPARTURES FROM U.S. GENERALLY ACCEPTED ACCOUNTING PRINCIPLES HAVE NOT BEEN DETERMINED.

MANAGEMENT HAS ELECTED TO OMIT SUBSTANTIALLY ALL OF THE DISCLOSURES AND THE STATEMENTS OF CASH FLOWS REQUIRED BY ACCOUNTING PRINCIPLES GENERALLY ACCEPTED IN THE UNITED STATES OF AMERICA. IF THE OMITTED DISCLOSURES AND STATEMENTS OF CASH FLOWS WERE INCLUDED IN THE FINANCIAL STATEMENTS, THEY MIGHT INFLUENCE THE USER'S CONCLUSIONS ABOUT THE COMPANY'S FINANCIAL POSITION, RESULTS OF OPERATIONS, AND CASH FLOWS. ACCORDINGLY, THESE FINANCIAL STATEMENTS ARE NOT DESIGNED FOR THOSE WHO ARE NOT INFORMED ABOUT SUCH MATTERS.

CONNECTOR 2000 ASSOCIATION, INC. IS A NONPROFIT QUASI-GOVERNMENTAL ENTITY THAT IS ACCOUNTED FOR AS AN ENTERPRISE FUND.

WE ARE NOT INDEPENDENT WITH RESPECT TO CONNECTOR 2000 ASSOCIATION, INC.

Bradshow, Gordan & Childreoler, LLC

AUGUST 4, 2009

# CONNECTOR 2000 ASSOCIATION, INC. (A COMPONENT UNIT OF THE STATE OF SC AND THE SOUTH CAROLINA DEPARTMENT OF TRANSPORTATION) BALANCE SHEET JUNE 30, 2009

CASH AND INVESTMENTS		
Petty cash		\$ 200.00
Service Center change fund		200.00
East plaza change fund		3,000.00
West plaza change fund		3,000.00
MCR "test" fund		200.00
Revenue DDA account-Palmetto Bank		23,842.32
Senior Debt Service Reserve Fund		5,252,211.39
Escrow Account Palmetto Bank		228,391.16
Revenue Trust Fund		238,746.94
Palmetto Bank Money Market		267,542.45
Palmetto Bank Operating		73,746.24
Subordinate Debt Service Reserve Fund		52.10
Senior Bonds Debt Service Fund		791,173.60
Certificates of Deposit		229,685.93
Less: Potential Excess Collateral Liability		(1,153,830.59)
TOTAL INVESTMENTS		5,958,161.54
OTHER CURRENT ASSETS		
Prepaid insurance		49,658.91
Net prepaid health insurance		14,308.08
Equipment Inventory		96,869.47
TOTAL OTHER CURRENT ASSETS		160,836.46
INTEREST IN LICENSE AGREEMENT		
W/SCDOT, AS EVIDENCED BY:		
Road construction costs	171,199,029.87	
Other Construction Costs	21,287,795.72	
Equipment	87,874.53	
Transponders	511,108.06	
Toll equipment	38,656.50	
Vehicles	141,779.00	
Beg.Bal.Accumulated Deprec.	(549,966.45)	
Accumulated depreciation - Equipment	(31,387.16)	
Accumulated amort Road & Other const. costs	(42.838,429.45)	
TOTAL CONSTRUCTION		149,846,460.62

# CONNECTOR 2000 ASSOCIATION, INC. (A COMPONENT UNIT OF THE STATE OF SC AND THE SOUTH CAROLINA DEPARTMENT OF TRANSPORTATION) BALANCE SHEET JUNE 30, 2009

	RAS:	

Bond issuance costs (pre 2/98)	2,358,129.91
Series A underwriters discount	947,298.00
Series B underwritersdiscount	1,263,064.00
Series C underwriters discount	660,238.00
Accumulated Amortization	(1,587,145.00)

TOTAL OTHER ASSETS 3,641,584.91

TOTAL ASSETS \$ 159,607,043.53

# CONNECTOR 2000 ASSOCIATION, INC. (A COMPONENT UNIT OF THE STATE OF SC AND THE SOUTH CAROLINA DEPARTMENT OF TRANSPORTATION) BALANCE SHEET JUNE 30, 2009

#### LIABILITIES & DEFICIT

Current Interest Payable - Series A/25 yr         \$ 514,500.00           Current Interest Payable - Series A/40 yr         1,204,004.00           TOTAL ACCRUED INTEREST         1,718,504.00           Accounts payable - trade         47,962.57           Garnishments Withheld         (547.46)           Accrued payroll taxes         3,870.16           Accrued payroll         51,435.67           Accrued requisitions - administrative         67,822.52           Accrued Trustee Fees         11,403.66           Prepaid Tolls Deposit liability         213,512.69           Transponder Deposit liability         15,320.00           Sr. Cap Bonds Payable         3,400,000.00           Sub. Cap. Bonds Payable         2,900,000.00           Sr. current interest Bonds Payable         2,900,000.00           TOTAL CURRENT LIABILITIES         9,429,283.81           BONDS PAYABLE         8,429,283.81           Senior current interest series 1998A         64,400,000.00           Sr. Cap. Apprec. Series 1998B through 2/01         98,159,309.85           Sr. Cap. Apprec. accretions-ser 1998C after 2/01         50,921,221.45           Sub. Cap. Apprec. accretions-ser 1998C after 2/01         50,921,221.45           Series A bonds OID         (2,693,952.00)           Accum. OID amort. after	ACCRUED INTEREST		
TOTAL ACCRUED INTEREST  1,718,504.00  Accounts payable - trade	Current Interest Payable - Series A/25 yr		\$ 514,500.00
Accounts payable - trade (547.46) Garnishments Withheld (547.46) Accrued payroll taxes 3,870.16 Accrued payroll 51,435.67 Accrued requisitions - administrative 67,822.52 Accrued Trustee Fees 11,403.66 Prepaid Tolls Deposit liability 213,512.69 Transponder Deposit liability 15,320.00 Sr. Cap Bonds Payable 3,400,000.00 Sub. Cap. Bonds Payable 2,900,000.00 Sr. current interest Bonds Payable 1,000,000.00 TOTAL CURRENT LIABILITIES 9,429.283.81  BONDS PAYABLE Senior current interest series 1998A 64,400,000.00 Sr. Cap. Apprec. Series 1998B after 2/01 98,159,309.85 Sr. Cap. Apprec. series 1998C through 2/01 50,921,221.45 Sub. Cap. Apprec. series 1998C through 2/01 50,921,221.45 Sub. Cap. Apprec. series 1998C after 2/01 37,251,645.58 Series A bonds OID (2,693,952.00) Accum. OID amort. through 2/01 247,530.00 Accum. OID amort. after 2/01 669,000.00 Less: Current Portion (7,300,000.00)	Current Interest Payable - Series A/40 yr		 1,204,004.00
Garnishments Withheld         (547.46)           Accrued payroll taxes         3,870.16           Accrued payroll         51,435.67           Accrued requisitions - administrative         67,822.52           Accrued Trustee Fees         11,403.66           Prepaid Tolls Deposit liability         213,512.69           Transponder Deposit liability         15,320.00           Sr. Cap Bonds Payable         3,400,000.00           Sub. Cap. Bonds Payable         2,900,000.00           Sr. current interest Bonds Payable         1,000,000.00           TOTAL CURRENT LIABILITIES         9,429,283.81           BONDS PAYABLE         9,429,283.81           Senior current interest series 1998A         64,400,000.00           Sr. Cap. Apprec. Series 1998B through 2/01         98,159,309.85           Sr. Cap. Apprec. accretions-ser 1998B after 2/01         62,621,687.65           Sub. Cap. Apprec. accretions-ser 1998C after 2/01         50,921,221.45           Sub. Cap. Apprec. accretions-ser 1998C after 2/01         37,251,645.58           Series A bonds OID         (2,693,952.00)           Accum. OID amort. through 2/01         247,530.00           Accum. OID amort. after 2/01         669,000.00           Less: Current Portion         (7,300,000.00)	TOTAL ACCRUED INTEREST		1,718,504.00
Accrued payroll taxes 3,870.16 Accrued payroll 51,435.67 Accrued requisitions - administrative 67,822.52 Accrued Trustee Fees 11,403.66 Prepaid Tolls Deposit liability 213,512.69 Transponder Deposit liability 15,320.00 Sr. Cap Bonds Payable 3,400,000.00 Sub. Cap. Bonds Payable 2,900,000.00 Sr. current interest Bonds Payable 1,000,000.00 TOTAL CURRENT LIABILITIES 9,429,283.81  BONDS PAYABLE Senior current interest series 1998A 64,400,000.00 Sr. Cap. Apprec. Series 1998B through 2/01 98,159,309.85 Sr. Cap. Apprec. accretions-ser 1998B after 2/01 62,621,687.65 Sub. Cap. Apprec. series 1998C through 2/01 50,921,221.45 Sub. Cap. Apprec. accretions-ser 1998C after 2/01 37,251,645.58 Series A bonds OID (2,693,952.00) Accum. OID amort. through 2/01 247,530.00 Accum. OID amort. after 2/01 669,000.00 Less: Current Portion (7,300,000.00)	Accounts payable - trade		47,962.57
Accrued payroll Accrued requisitions - administrative Accrued Trustee Fees Accrued Trustee Fees Accrued Tolls Deposit liability Transponder Deposit liability Transponder Deposit liability Sub. Cap. Bonds Payable Sub. Cap. Bonds Payable TOTAL CURRENT LIABILITIES Senior current interest series 1998A Serior current interest series 1998B through 2/01 Sr. Cap. Apprec. Series 1998B through 2/01 Sub. Cap. Apprec. accretions-ser 1998C after 2/01 Accum. OID amort. through 2/01 Accum. OID amort. after 2/01 Less: Current Portion  51,435.67 67,822.52 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.00 64,400,000.	Garnishments Withheld		(547.46)
Accrued requisitions - administrative 67,822.52 Accrued Trustee Fees 11,403.66 Prepaid Tolls Deposit liability 213,512.69 Transponder Deposit liability 15,320.00 Sr. Cap Bonds Payable 3,400,000.00 Sub. Cap. Bonds Payable 2,900,000.00 Sr. current interest Bonds Payable 1,000,000.00 TOTAL CURRENT LIABILITIES 9,429,283.81  BONDS PAYABLE Senior current interest series 1998A 64,400,000.00 Sr. Cap. Apprec. Series 1998B through 2/01 98,159,309.85 Sr. Cap. Apprec. accretions-ser 1998B after 2/01 62,621,687.65 Sub. Cap. Apprec. accretions-ser 1998C after 2/01 50,921,221.45 Sub. Cap. Apprec. accretions-ser 1998C after 2/01 37,251,645.58 Series A bonds OID (2,693,952.00) Accum. OID amort. through 2/01 247,530.00 Accum. OID amort. after 2/01 669,000.00 Less: Current Portion (7,300,000.00)	Accrued payroll taxes		3,870.16
Accrued Trustee Fees 11,403.66 Prepaid Tolls Deposit liability 213,512.69 Transponder Deposit liability 15,320.00 Sr. Cap Bonds Payable 3,400,000.00 Sub. Cap. Bonds Payable 2,900,000.00 Sr. current interest Bonds Payable 1,000,000.00 TOTAL CURRENT LIABILITIES 9,429,283.81  BONDS PAYABLE Senior current interest series 1998A 64,400,000.00 Sr. Cap. Apprec. Series 1998B through 2/01 98,159,309.85 Sr. Cap. Apprec. series 1998B after 2/01 62,621,687.65 Sub. Cap. Apprec. series 1998C through 2/01 50,921,221.45 Sub. Cap. Apprec. accretions-ser 1998C after 2/01 37,251,645.58 Series A bonds OID (2,693,952.00) Accum. OID amort. through 2/01 247,530.00 Accum. OID amort. after 2/01 669,000.00 Less: Current Portion (7,300,000.00)	Accrued payroll		51,435.67
Prepaid Tolls Deposit liability       213,512.69         Transponder Deposit liability       15,320.00         Sr. Cap Bonds Payable       3,400,000.00         Sub. Cap. Bonds Payable       2,900,000.00         Sr. current interest Bonds Payable       1,000,000.00         TOTAL CURRENT LIABILITIES       9,429,283.81         BONDS PAYABLE         Senior current interest series 1998A       64,400,000.00         Sr. Cap. Apprec. Series 1998B through 2/01       98,159,309.85         Sr. Cap. Apprec. accretions-ser 1998B after 2/01       62,621,687.65         Sub. Cap. Apprec. accretions-ser 1998C through 2/01       50,921,221.45         Sub. Cap. Apprec. accretions-ser 1998C after 2/01       37,251,645.58         Series A bonds OID       (2,693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	Accrued requisitions - administrative		
Transponder Deposit liability       15,320.00         Sr. Cap Bonds Payable       3,400,000.00         Sub. Cap. Bonds Payable       2,900,000.00         Sr. current interest Bonds Payable       1,000,000.00         TOTAL CURRENT LIABILITIES       9,429,283.81         BONDS PAYABLE         Senior current interest series 1998A       64,400,000.00         Sr. Cap. Apprec. Series 1998B through 2/01       98,159,309.85         Sr. Cap. Apprec. accretions-ser 1998B after 2/01       62,621,687.65         Sub. Cap. Apprec. series 1998C through 2/01       50,921,221.45         Sub. Cap. Apprec. accretions-ser 1998C after 2/01       37,251,645.58         Series A bonds OID       (2,693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	Accrued Trustee Fees		11,403.66
Sr. Cap Bonds Payable       3,400,000.00         Sub. Cap. Bonds Payable       2,900,000.00         Sr. current interest Bonds Payable       1,000,000.00         TOTAL CURRENT LIABILITIES       9,429,283.81         BONDS PAYABLE         Senior current interest series 1998A       64,400,000.00         Sr. Cap. Apprec. Series 1998B through 2/01       98,159,309.85         Sr. Cap. Apprec. accretions-ser 1998B after 2/01       62,621,687.65         Sub. Cap. Apprec. series 1998C through 2/01       50,921,221.45         Sub. Cap. Apprec. accretions-ser 1998C after 2/01       37,251,645.58         Series A bonds OID       (2,693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	Prepaid Tolls Deposit liability		213,512.69
Sub. Cap. Bonds Payable       2,900,000.00         Sr. current interest Bonds Payable       1,000,000.00         TOTAL CURRENT LIABILITIES       9,429,283.81         BONDS PAYABLE         Senior current interest series 1998A       64,400,000.00         Sr. Cap. Apprec. Series 1998B through 2/01       98,159,309.85         Sr. Cap. Apprec. accretions-ser 1998B after 2/01       62,621,687.65         Sub. Cap. Apprec. series 1998C through 2/01       50,921,221.45         Sub. Cap. Apprec. accretions-ser 1998C after 2/01       37,251,645.58         Series A bonds OID       (2,693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	· · · · · · · · · · · · · · · · · · ·		
Sr. current interest Bonds Payable         1,000,000.00           TOTAL CURRENT LIABILITIES         9,429,283.81           BONDS PAYABLE         59,429,283.81           Senior current interest series 1998A         64,400,000.00           Sr. Cap. Apprec. Series 1998B through 2/01         98,159,309.85           Sr. Cap. Apprec. accretions-ser 1998B after 2/01         62,621,687.65           Sub. Cap. Apprec. series 1998C through 2/01         50,921,221.45           Sub. Cap. Apprec. accretions-ser 1998C after 2/01         37,251,645.58           Series A bonds OID         (2,693,952.00)           Accum. OID amort. through 2/01         247,530.00           Accum. OID amort. after 2/01         669,000.00           Less: Current Portion         (7,300,000.00)			•
### TOTAL CURRENT LIABILITIES  ### BONDS PAYABLE  Senior current interest series 1998A	·		
BONDS PAYABLE         Senior current interest series 1998A       64,400,000.00         Sr. Cap. Apprec. Series 1998B through 2/01       98,159,309.85         Sr. Cap. Apprec. accretions-ser 1998B after 2/01       62,621,687.65         Sub. Cap. Apprec. series 1998C through 2/01       50,921,221.45         Sub. Cap. Apprec. accretions-ser 1998C after 2/01       37,251,645.58         Series A bonds OID       (2,693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	Sr. current interest Bonds Payable		 1,000,000.00
Senior current interest series 1998A       64,400,000.00         Sr. Cap. Apprec. Series 1998B through 2/01       98,159,309.85         Sr. Cap. Apprec. accretions-ser 1998B after 2/01       62,621,687.65         Sub. Cap. Apprec. series 1998C through 2/01       50,921,221.45         Sub. Cap. Apprec. accretions-ser 1998C after 2/01       37,251,645.58         Series A bonds OID       (2,693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	TOTAL CURRENT LIABILITIES		9,429,283.81
Sr. Cap. Apprec. Series 1998B through 2/01       98,159,309.85         Sr. Cap. Apprec. accretions-ser 1998B after 2/01       62,621,687.65         Sub. Cap. Apprec. series 1998C through 2/01       50,921,221.45         Sub. Cap. Apprec. accretions-ser 1998C after 2/01       37,251,645.58         Series A bonds OID       (2,693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	BONDS PAYABLE		
Sr. Cap. Apprec. accretions-ser 1998B after 2/01       62,621,687.65         Sub. Cap. Apprec. series 1998C through 2/01       50,921,221.45         Sub. Cap. Apprec. accretions-ser 1998C after 2/01       37,251,645.58         Series A bonds OID       (2,693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	Senior current interest series 1998A	64,400,000.00	
Sub. Cap. Apprec. series 1998C through 2/01       50,921,221.45         Sub. Cap. Apprec. accretions-ser 1998C after 2/01       37,251,645.58         Series A bonds OID       (2,693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	Sr. Cap. Apprec. Series 1998B through 2/01	98,159,309.85	
Sub. Cap. Apprec. accretions-ser 1998C after 2/01       37,251,645.58         Series A bonds OID       (2,693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	Sr. Cap. Apprec. accretions-ser 1998B after 2/01	62,621,687.65	
Series A bonds OID       (2.693,952.00)         Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	Sub. Cap. Apprec. series 1998C through 2/01	50,921,221.45	
Accum. OID amort. through 2/01       247,530.00         Accum. OID amort. after 2/01       669,000.00         Less: Current Portion       (7,300,000.00)	Sub. Cap. Apprec. accretions-ser 1998C after 2/01	37,251,645.58	
Accum. OID amort. after 2/01 669,000.00 Less: Current Portion (7,300,000.00)	Series A bonds OID	(2,693,952.00)	
Less: Current Portion (7,300,000.00)	Accum. OID amort. through 2/01	247,530.00	
	Accum. OID amort. after 2/01	669,000.00	
TOTAL BONDS PAYABLE 304,276,442.53	Less: Current Portion	(7,300,000.00)	
	TOTAL BONDS PAYABLE		304,276,442.53
OTHER LIABILITIES	OTHER LIABILITIES		
SCDOT Accrued Interest Payable-License Fee 826,606.22	SCDOT Accrued Interest Payable-License Fee		826,606.22
SCDOT Accrued Interest Payable-Maintenance Fee 128,674.36	SCDOT Accrued Interest Payable-Maintenance Fee		128,674.36
SCDOT deferred maintenance 734,598.81	SCDOT deferred maintenance		734,598.81
SCDOT deferred license fee payable 6,750,000.00	SCDOT deferred license fee payable		 6,750,000.00
<b>TOTAL LIABILITIES</b> 322,145,605.73	TOTAL LIABILITIES		322,145,605.73
FUND EQUITY (DEFICIT):	FUND EQUITY (DEFICIT):		
ACCUMULATED DEFICIT (162,538,562.20)		(162,538,562.20)	
TOTAL DEFICIT (162,538,562.20)	TOTAL DEFICIT		 (162,538,562.20)
\$ 159,607,043.53			\$ 159,607,043.53

## CONNECTOR 2000 ASSOCIATION, INC. (A COMPONENT UNIT OF THE STATE OF SC AND THE SOUTH CAROLINA DEPARTMENT OF TRANSPORTATION) BALANCE SHEET SCHEDULE JUNE 30, 2009

#### OTHER CONSTRUCTION COSTS

Toll road management consultant fees	\$ 289,521.00
Trustee fees - other construction costs	73,830.99
Accounting fees - other construction costs	142,295.62
Misc. expense - other construction costs	8,397.66
Marketing expense -other construction costs	708,189.49
Engineering fee - other construction costs	1,298,568.64
Legal fees - other construction costs	1,321,018.17
Capitalized interest expense	16,958,256.50
Systems installation and implementation	438,353.52
Capitalized insurance costs	7,700.57
Executive director services	41,663.56
Other Construction costs	0.00
	-
TOTAL OTHER CONSTRUCTION COSTS	\$ 21,287,795.72

### CONNECTOR 2000 ASSOCIATION, INC. (A COMPONENT UNIT OF THE STATE OF SC AND THE SOUTH CAROLINA DEPARTMENT OF TRANSPORTATION) JUNE 30, 2009

#### **CERTIFICATES OF DEPOSIT**

Certificate of Deposit - Greenville First #4	\$	0.00
Certificate of Deposit - Greenville First #7		0.00
Certificate of Deposit - SCBT #1821		0.00
Certificate of Deposit - SCBT #5265		59,695.94
Certificate of Deposit - SCBT #680		0.00
Certificate of Deposit-Cornerstone #6315		0.00
Certificate of Deposit-Cornerstone #6316		0.00
CD in transit		0.00
Certificate of Deposit-SCBT # 2346		0.00
Certificate of Deposit-SCBT # 7710		0.00
Certificate of Deposit-SCBT # 612		46,534.44
Certificate of Deposit-SCBT # 420		123,455.55
Certificate of Deposit - Grand South Bank - #4029	<del></del>	0.00
TOTAL CERTIFICATES OF DEPOSIT	\$	229,685.93

### CONNECTOR 2000 ASSOCIATION, INC. (A COMPONENT UNIT OF THE STATE OF SC AND THE SOUTH CAROLINA DEPARTMENT OF TRANSPORTATION) STATEMENTS OF OPERATIONS AND ACCUMULATED DEFICIT FOR THE ONE MONTH AND YEAR-TO-DATE PERIODS

ENDED JUNE 30, 2009 AND 2008

	LIVE	JUNE 2009	JUNE 2008	YE	AR TO DATE 2009	ΥI	EAR TO DATE 2008
REVENUE							
Toll revenue	\$	442,912.13	\$ 445,223.52	\$	2,509,133.87	\$	2,612,147.90
Report fee revenue		81.00	0.00		468.00		140.00
Miscellaneous revenue		0.00	0.00		943.03		0.00
TOTAL REVENUE		442,993.13	 445,223.52		2,510,544.90		2,612,287.90
EXPENSES							
OPERATING EXPENSES							
Salaries		98,455.30	91,394.73		554,379.85		540,609.07
Advertising		0.00	0.00		0.00		3,794.00
Marketing expense		2,520.00	2,520.00		15,512.56		28,017.68
Auto expense		864.34	1,996.47		4,628.02		8,746.89
Bank charges		0.00	0.00		0.00		56.99
Contract labor		0.00	2,403.20		0.00		4,136.60
Credit card discount expense		4,608.21	4,452.47		26,169.63		25,349.35
Contract services		<b>1,245</b> .10	379.70		16,522.77		30,771.15
Consulting expense & Rate study		0.00	206.25		91,539.21		15,790.00
Consulting Expense - Business & Toll		0.00	0.00		60.00		340.00
Debt Restructuring Fees		55,965.00	29,372.00		174,872.16		120,923.00
Default Bank Fee		30,953.05	0.00		51,660.55		19,663.75
Dues and subscriptions		0.00	0.00		550.00		5,552.00
Employee benefits		0.00	0.00		496.42		75.00
Entertainment & business meals		115.54	0.00		278.61		1,022.14
Equipment rental		34.78	0.00		323,28		0.00
Equipment expense		0.00	0.00		0.00		140.61
Equipment maintenance contracts		26,367.77	25,729.53		161,578.24		180,167.01
Fees		0.00	37.33		1,385.00		1,346.10
Financial advisory service		1,618.75	6,910.75		17,565.50		37,859.81
Gifts		0.00	0.00		50.00		3,507.00
Insurance - general		6,712.75	6,444.92		40,392.15		41,406.56
Insurance - specialized insurance		2,856.92	1,563.92		12,636.16		10,279.84
Insurance - health, ltd, life		16,534.65	14,901.31		92,436.58		88,076.68
Insurance - workers comp		2,396.50	2,268.83		13,365.94		13,868.49
Investment Advice		0.00	0.00		10,286.38		0.00
Legal & accounting		7,718.77	18,291.94		90,791.20		103,734.92
Trustee Legal Fees		(10,000.00)	4,305.50		91,552.45		47,378.82
Miscellaneous expense		0.00	(5.47)		10.00		(19.01)
Moving expense		0.00	0.00		1,000.00		0.00
Office supplies & expense		3,573.78	2,712.34		12,885.41		10,084.77
Payroll services fee		364.85	324.22		2,420.39		2,346.71
Payroll taxes		7,420.88	6,617.82		43,388.44		43,210.14
401k Match		1,340.08	1,726.03		8,668.32		12,069.34
Promotional		0.00	0.00		0.00		383.15
Repairs and maintenance - Equipment		1,460.40	385.18		(11,099.80)		17,368.69
Repairs and maintenance - Building		801.38	47.48		6,371.80		4,488.06
Supplies		0.00	0.00		982.72		1,093.30
Taxes & licenses		0.00	0.00		2,047.37		2,316.31
Telephone		2,386.80	3,730.86		12,678.18		15,292.06

## CONNECTOR 2000 ASSOCIATION, INC. (A COMPONENT UNIT OF THE STATE OF SC AND THE SOUTH CAROLINA DEPARTMENT OF TRANSPORTATION) STATEMENTS OF OPERATIONS AND ACCUMULATED DEFICIT FOR THE ONE MONTH AND YEAR-TO-DATE PERIODS ENDED JUNE 30, 2009 AND 2008

	JUNE	JUNE	YEAR TO DATE	YEAR TO DATE
	<u>2009</u>	2008	2009	2008
Turing 9 (adding	308.93	0.00	708.42	0.00
Travel & lodging Trustee fees - Wachovia	1,900.61	1,988.14	11,403.66	11,928.84
Utilities	6,817.90	6,100.33	41,380.57	45,208.47
Volume discounts	420.34	526.16	3,232.74	766.46
TOTAL OPERATING EXPENSES	275,763.38	237,331.94	1,605,110.88	1,499,150.75
REGULAR OPERATING INCOME(LOSS)	167,229.75	207,891.58	905,434.02	1,113,137.15
OTHER OPERATING COSTS: ROAD CONSTRUCTION COSTS				
OPERATING INC(LOSS) BEFORE				
DEPR. & AMORT.	167,229.75	207,891.58	905,434.02	1,113,137.15
OTHER INCOME\EXPENSE:				
INTEREST INCOME				
Interest income	20,367.70	53,417.08	141,993.42	325,184.44
TOTAL INTEREST INCOME	20,367.70	53,417.08	141,993.42	325,184.44
INTEREST EXPENSE				
Interest expense - series A	286,417.00	290,354.50	1,718,502.00	1,742,123.00
Interest expense - series B&C	1,197,462.80	1,155,498.01	7,184,776.80	6,932,988.06
Amortized series A OID	6,690.00	6,690.00	40,140.00	40,140.00
Interest Expense	0.00	0.00	0.00	0.00
TOTAL INTEREST EXPENSE	1,490,569.80	1,452,542.51	8,943,418.80	8,715,251.06
NET INTEREST EXPENSE	(1,470,202.10)	(1,399,125.43)	(8,801,425.38)	(8,390,066.62)
SCDOT Maintenance Costs	8,455.36	9,684.71	50,732.16	58,108.26
SCDOT License Fees	125,000.00	125,000.00	750,000.00	750,000.00
SCDOT Interest Expense	34,579.71	26,288.91	207,478.26	157,733.46
NET LOSS BEFORE DEPR./AMORT.	(1,471,007.42)	(1,352,207.47)	(8,904,201.78)	(8,242,771.19)
DEPRECIATION & AMORTIZATION				
Amortization of road cost	436,957.09	436,957.09	2,412,670.46	2,621,205.44
Amortized bond issuance costs	5,225.00	5,225.00	31,350.00	31,350.00
Amortized underwriters fees	6,360.00	6,360.00	38,160.00	38,160.00
Depreciation	5,258.66	3,620.24	31,387.16	22,200.64
TOTAL DEPRECIATION & AMORTIZATI	453,800.75	452,162.33	2,513,567.62	2,712,916.08
NET LOSS	(1,924,808.17)	(1,804,369.80)	(11,417,769.40)	(10,955,687.27)
ACCUMULATED DEFICIT, BEG OF PERIOD	(160,613,754.03)	(138,115,929.75)	(151,120,792.80)	(128,964,612.28)
ACCUMULATED DEFICIT, END OF PERIOD	\$ (162,538,562.20)	\$139,920,299.55)	\$ (162,538,562.20)	\$(139,920,299.55)