

**\$25,000,000  
ASSESSMENT REVENUE BONDS  
SERIES 2004**

**VILLAGE AT SANDHILL  
IMPROVEMENT DISTRICT  
(RICHLAND COUNTY, SOUTH CAROLINA)**

**DEVELOPER'S CONTINUING DISCLOSURE STATEMENT**

*Statement #11*

Attn: Keenan Rice  
MuniCap, Inc.  
8340 Governor Ridgley Lane  
Ellicott City, MD 21043

In accordance with the "Continuing Disclosure Agreement" (the "Disclosure Agreement") by and between the undersigned, Village at Sandhill, LLC (the "Developer") and MuniCap, Inc. (the "Administrator"), dated as of March 1, 2004, the Developer hereby provides the following information as of June 30, 2007. All terms having initial capitalization and not defined herein shall have the meanings set forth in the Limited Offering Memorandum dated as of March 25, 2004. To the best of the knowledge of the undersigned:

- 1) Status of Construction and Completion of the Village at Sandhill Improvement District (*Funded through 06-30-07*):

### Public Improvement Budget

Public Improvement	Original Budget	Budget Changes	Previous Budget	Revised Budget	Spent to Date	Percent Complete
Land acquisitions	\$7,922,000	-139,500	\$7,922,000	\$7,782,500	\$7,782,500	100.00%
Grading, paving, and storm drainage	\$6,403,739	325,005	\$6,403,739	\$6,728,744	\$6,905,624	101.87%
Engineering and consultants	\$700,000	\$297,029	\$700,000	\$997,029	\$970,160	97.31%
Performance & payment bonds	\$161,540		\$161,540	\$161,540	\$164,508	101.84%
Water and sewer	\$2,187,873	(\$550,000)	\$1,637,873	\$1,637,873	\$1,300,193	79.38%
Site lighting	\$1,917,305	300,000	\$1,917,305	\$2,217,305	\$2,384,249	107.53%
Contractor's overhead	\$725,000	\$101,635	\$725,000	\$826,635	\$873,120	107.53%
Contractor's fee	\$410,000	(166,400)	\$410,000	\$243,600	\$56,939	23.37%
Contractor's general conditions	\$690,000	(3000,000)	\$690,000	\$390,000	\$225,899	57.92%
Landscaping	\$588,640	7,070	\$588,640	\$595,710	\$597,846	100.36%
Traffic signals	\$500,000		\$500,000	\$500,000	\$326,294	65.26%
CSX crossing	\$525,000	\$561,856	\$1,000,000	\$1,086,856	\$1,078,964	99.27%
Signage	\$259,881	\$674,693	\$259,881	\$934,574	\$859,420	91.96%
Miscellaneous	\$45,000	\$75,000	\$120,000	\$120,000	\$118,064	98.39%
Construction management	\$2,345,000	(325,005)	\$2,345,000	\$2,019,995	\$1,869,157	92.53%
<b>Total Eligible Costs</b>	<b>\$25,380,978</b>	<b>\$911,383</b>	<b>\$25,380,978</b>	<b>\$26,292,361</b>	<b>\$25,512,935</b>	<b>97.04%</b>
<i>Less Other Funds</i>	<b>(\$4,308,827)</b>	<b>(\$911,383)</b>	<b>(\$5,220,210)</b>	<b>(\$5,220,210)</b>	<b>(\$4,440,784)</b>	<b>85.07%</b>
<b>Total Bond Funded Costs</b>	<b>\$21,072,151</b>		<b>\$21,072,151</b>	<b>\$21,072,151</b>	<b>\$21,072,151</b>	<b>100.00%</b>

- 2) Status of Development:
  - a) The 2004 Project: There have been no material changes in the plan to develop the District as described in the Limited Offering Memorandum under the heading "THE 2004 PROJECT; 2004 PROJECT"
  - b) The Development: The current development update is attached as Exhibit A.
- 3) Zoning or Land use Entitlement Changes: There have been no changes to the zoning or land use entitlement or any other matter that would have a material adverse impact on land values, development potential or the likelihood of the timely payment of the Assessments.
- 4) Legislative, Administrative or Judicial Challenges: There have been no legislative, administrative, or judicial challenges to the construction of the 2004 Project or the development of the district.
- 5) Notice of Default: There has been no formal written notice of default under any construction loan that finances any portion of the 2004 Project.
- 6) Material changes to the Form of Ownership of the Developer: There have been no material changes in the form, organization or ownership of the developer or any affiliate of the developer who owns property in the district as described in the Limited Offering Memorandum under the heading "THE DEVELOPER."
- 7) Developer's Financial Report: A copy of the developer's six month financial statements for the period ending June 30, 2007 are attached under separate cover.

VILLAGE AT SANDHILL, LLC

By: Village at Sandhill, LLC

By: Nancy Grills

Title: Executive Asst.

Date: 9/5/07

EXHIBIT A

DEVELOPMENT OVERVIEW

**EXHIBIT A  
DEVELOPMENT OVERVIEW**

THEME	PRODUCT	SALE OR LEASE	ACRES	TOTAL EXPECTED SF/UNITS	STATUS (SF/UNITS)		LEASE TERM (YEARS)	RENTAL /SALES RATES (PSF)	ANTICIPATED DEVELOPMENT TIMELINE <sup>1</sup>
					LEASED	PENDING			
<b>1: RETAIL</b>									
<b>The Forum</b>									
Phase I	5 Retail "Big Boxes"	For Lease	18.5	171,100	166,300	-0-sf	5 to 10	\$8-32	Open Q4 2005
Phase II	3 Retail "Medium Boxes"	For Lease	16	92,741	80,741	12,000 sf	5 to 10	\$9 - 20	1 <sup>st</sup> part of PH II – Completed Q4 2006 / 2 <sup>nd</sup> part to Start Q3 2007 – to Complete Q3 2008.
<b>The Marketplace</b>									
Phase I	Grocery Anchored Retail	For Lease	11	100,000	92,052sf	6,000sf	5 to 20	\$11-30	Construction complete
Phase II	Grocery Anchored Retail	For Lease	2.5	17,600	7,000 sf	-0- sf	5 to 10	\$18 - 22	Completed Q4 2006.
<b>The Town Center</b>									
Phase I	Retail and 16 Screen Theater <sup>2</sup> (sold 12-2004)	For Lease	25	205,000	97,188 sf 162,031 sf	30,030 sf	5 to 10	\$15-45	Theater opened Q2 2005. Retail opened Q3 2005.
J C Penney	Department Store	Ground Lease	10	98,000			20	\$3.75	Completed and occupied – Opened 10/6/05
Phase II	Retail Shops	For Lease	5	14,690	9,384sf	5,306sf	5 to 10	\$24-	Completed and occupied 6/1/07
Phase II	Condominiums	For Sale		160 units			1 year	\$1.00 psf	Under construction expect completion Q3 2007
Phase II	Belk Department Store & Retail Shops	For Lease	22	234,204	120,000sf 34,890sf	68,327sf	5 to 10	\$24-36	Belk to Open Q1 2007 / Shops to complete Q3 2007
<b>Outparcel Sales</b>									
Phase I	12 Freestanding Retail Pads	For Sale/For Lease	18	5,000-10,000	8 outparcels leased 1 pad sold	-0-	5 to 20	\$16-20 psf of land	Opened Q2 2005
Phase II	Home Depot	For Sale	10.67	110,000	Sold - Q2 2005		NA	NA	Opened Q4 2005
Phase II	Hotel	For Sale	3	70,000	Discussions have started		TBD	TBD	TBD
<b>2: OFFICE AND RESIDENTIAL</b>									
Phase III	Residential	For Sale	60	1,000 units	Marketing has not commenced		TBD	TBD	TBD
Phase III	Office Buildings	For Sale	50	500,000	Marketing has not commenced		TBD	TBD	TBD

<sup>1</sup> The development timeline for future phases is contingent upon the absorption of Phase 1 and is based upon the developer's best estimate. <sup>2</sup> The ground for theater was sold December 2004.

## Village at Sandhill Comparative Statement

Current Period June 1, 2007 to June 30, 2007			Year to Date January 1, 2007 to June 30, 2007			Total	
Actual-2007	Budget-2007	Variance	Account	Actual-2007	Budget-2007	Variance	Budget-2007
<b>PROFIT AND LOSS STATEMENT</b>							
<b>INCOME</b>							
<b>RENTAL INCOME</b>							
835,900.16	946,013.00	-110,112.84	BASE RENT	4,592,453.63	5,676,078.00	-1,083,624.37	11,352,156.00
706.00	4,075.00	-3,369.00	ADDITIONAL RENT	4,621.08	24,450.00	-19,828.92	48,911.00
11,357.47	1,666.00	9,691.47	PERCENTAGE RENT	189,791.92	9,996.00	179,795.92	20,000.00
-4,300.00	-151,832.00	147,532.00	LESS VACANCY	-15,800.00	-1,409,067.00	1,393,267.00	-1,947,694.00
<b>843,663.63</b>	<b>799,922.00</b>	<b>43,741.63</b>	<b>TOTAL RENTAL INCOME</b>	<b>4,771,066.63</b>	<b>4,301,457.00</b>	<b>469,609.63</b>	<b>9,473,373.00</b>
<b>RECOVERY INCOME</b>							
144,539.69	148,047.00	-3,507.31	CAM	983,393.68	767,859.00	215,534.68	1,718,033.00
435.78	435.00	0.78	MASTER DECLARATION COSTS	34,477.33	2,610.00	31,867.33	5,220.00
1,528.15	208.00	1,320.15	WATER	5,378.31	1,248.00	4,130.31	2,500.00
480.00	0.00	480.00	SEWER	3,360.00	0.00	3,360.00	0.00
0.00	550.00	-550.00	ELECTRIC	8,999.62	3,300.00	5,699.62	6,600.00
0.00	0.00	0.00	SIGNAGE	7,900.50	0.00	7,900.50	0.00
0.00	0.00	0.00	LANDSCAPING	3,305.00	0.00	3,305.00	0.00
1,213.64	0.00	1,213.64	MISC. REPAIRS	16,997.44	0.00	16,997.44	0.00
480.89	0.00	480.89	SECURITY	3,343.15	0.00	3,343.15	0.00
12,471.95	16,072.00	-3,600.05	ADVERTISING	70,756.37	82,707.00	-11,950.63	192,263.00
494.95	0.00	494.95	INTERNET ACCESS CHARGES	2,700.42	0.00	2,700.42	0.00
758.03	0.00	758.03	GARBAGE REMOVAL	975.12	0.00	975.12	0.00
85,519.47	180,872.00	-95,352.53	PROPERTY TAXES	850,651.56	934,783.00	-84,131.44	2,084,315.00
7,330.90	5,145.00	2,185.90	INSURANCE	42,492.99	27,952.00	14,540.99	60,894.00
0.00	200.00	-200.00	MISCELLANEOUS RECOVERY	6,661.38	1,200.00	5,461.38	6,320.00
<b>255,253.45</b>	<b>351,529.00</b>	<b>-96,275.55</b>	<b>TOTAL RECOVERY INCOME</b>	<b>2,041,392.87</b>	<b>1,821,659.00</b>	<b>219,733.87</b>	<b>4,076,145.00</b>
<b>FEE INCOME</b>							
811.62	-8.00	819.62	LATE CHARGES	13,991.72	-48.00	14,039.72	-100.00
0.00	0.00	0.00	RETURN CHECK CHARGES	75.00	0.00	75.00	0.00
500.00	0.00	500.00	TRANSFER FEE	500.00	0.00	500.00	0.00
3,427.88	0.00	3,427.88	LEGAL FEE	4,877.88	0.00	4,877.88	0.00
224.95	0.00	224.95	MISCELLANEOUS FEE INCOME	2,700.47	0.00	2,700.47	0.00
<b>4,964.45</b>	<b>-8.00</b>	<b>4,972.45</b>	<b>TOTAL FEE INCOME</b>	<b>22,145.07</b>	<b>-48.00</b>	<b>22,193.07</b>	<b>-100.00</b>
<b>OTHER INCOME</b>							
0.00	0.00	0.00	INTEREST INCOME-CBA	40,894.64	0.00	40,894.64	0.00
0.00	0.00	0.00	OTHER	1,000.00	0.00	1,000.00	0.00

## Village at Sandhill Comparative Statement

Current Period June 1, 2007 to June 30, 2007			Year to Date January 1, 2007 to June 30, 2007			Total
Actual-2007	Budget-2007	Variance	Account	Actual-2007	Budget-2007	Variance Budget-2007
0.00	0.00	0.00	TOTAL OTHER INCOME	41,894.64	0.00	41,894.64 0.00
0.00	0.00	0.00	BAD DEBT	17,258.18	0.00	17,258.18 0.00
224,777.82	1,200.00	223,577.82	CHANGES IN ACCOUNTS RECEIVABLE	-490,870.93	7,200.00	-498,070.93 14,400.00
<b>1,328,659.35</b>	<b>1,152,643.00</b>	<b>176,016.35</b>	<b>TOTAL INCOME</b>	<b>6,402,886.46</b>	<b>6,130,268.00</b>	<b>272,618.46 13,563,818.00</b>
<b>OPERATING EXPENSE</b>						
<b>PAYROLL AND RELATED COSTS</b>						
0.00	7,456.00	7,456.00	MANAGEMENT	98,355.90	44,736.00	-53,619.90 89,473.00
0.00	1,918.00	1,918.00	ASSISTANT MANAGEMENT	12,911.37	11,508.00	-1,403.37 23,030.00
0.00	565.00	565.00	ADMINISTRATIVE	0.00	3,390.00	3,390.00 6,790.00
0.00	3,475.00	3,475.00	MAINTENANCE	7,856.03	18,850.00	10,993.97 39,700.00
0.00	1,687.00	1,687.00	BONUSES	468,311.45	10,122.00	-458,189.45 20,260.00
0.00	1,200.00	1,200.00	FICA/ MEDICARE TAXES	22,200.66	7,200.00	-15,000.66 14,400.00
0.00	160.00	160.00	OTHER PAYROLL TAXES	1,673.33	960.00	-713.33 1,920.00
0.00	213.00	213.00	WORKERS COMP. INS.	4,793.71	1,278.00	-3,515.71 2,561.00
0.00	825.00	825.00	HEALTH/LIFE INSURANCE	7,036.23	4,950.00	-2,086.23 9,900.00
0.00	478.00	478.00	401 (K) CONTRIBUTIONS	24,386.28	2,868.00	-21,518.28 5,750.00
0.00	95.00	95.00	UNIFORMS	0.00	570.00	570.00 1,140.00
794.80	16.00	-778.80	TEMPORARY EMPLOYMENT SERVICES	6,040.81	96.00	-5,944.81 200.00
0.00	303.00	303.00	PROCESSING FEES	1,304.59	1,818.00	513.41 3,640.00
<b>794.80</b>	<b>18,391.00</b>	<b>17,596.20</b>	<b>TOTAL PAYROLL EXPENSES</b>	<b>654,870.36</b>	<b>108,346.00</b>	<b>-546,524.36 219,855.00</b>
<b>MAINTENANCE</b>						
<b>SITE MAINTENANCE</b>						
4,991.16	2,524.00	-2,467.16	SIGNAGE	15,331.20	14,544.00	-787.20 29,700.00
0.00	0.00	0.00	ELEVATOR	101.31	0.00	-101.31 0.00
0.00	0.00	0.00	ELEVATOR PHONE	500.18	0.00	-500.18 0.00
63,050.00	38,743.00	-24,307.00	LANDSCAPING MAINTENANCE	160,921.00	196,953.00	36,032.00 430,415.00
0.00	150.00	150.00	LANDSCAPING-MATERIALS	0.00	8,400.00	8,400.00 27,300.00
899.31	2,083.00	1,183.69	PARKING LOT MAINTENANCE	12,522.20	9,498.00	-3,024.20 22,000.00
1,914.65	1,666.00	-248.65	PARKING LOT LIGHTING	18,737.30	9,498.00	-9,239.30 23,002.00
628.03	324.00	-304.03	IRRIGATION SYSTEMS	1,343.45	1,695.00	351.55 3,651.00
68.25	165.00	96.75	SITE MUSIC	1,092.60	795.00	-297.60 1,785.00
63.02	366.00	302.98	TOOL AND SUPPLIES	333.40	2,046.00	1,712.60 4,250.00
0.00	33.00	33.00	EQUIPMENT REPAIR	0.00	99.00	99.00 301.00
597.08	1,299.00	701.92	MISCELLANEOUS COMMON AREA	3,401.93	7,146.00	3,744.07 14,952.00

## Village at Sandhill Comparative Statement

Current Period June 1, 2007 to June 30, 2007			Year to Date January 1, 2007 to June 30, 2007				Total
Actual-2007	Budget-2007	Variance	Account	Actual-2007	Budget-2007	Variance	Budget-2007
72,211.50	47,353.00	-24,858.50	TOTAL SITE MAINTENANCE	214,284.57	250,674.00	36,389.43	557,356.00
			<b>EXTERIOR MAINTENANCE</b>				
187.77	190.00	2.23	PLUMBING MATERIALS	337.77	1,140.00	802.23	2,280.00
240.00	335.00	95.00	PLUMBING LABOR	1,137.50	3,010.00	1,872.50	6,020.00
0.00	541.00	541.00	ROOF LABOR	0.00	3,423.00	3,423.00	8,877.00
0.00	50.00	50.00	HVAC MATERIALS	105.20	150.00	44.80	450.00
0.00	50.00	50.00	HVAC LABOR	405.00	350.00	-55.00	1,250.00
0.00	10.00	10.00	DOORS	0.00	1,030.00	1,030.00	1,590.00
0.00	83.00	83.00	KEYS/LOCKS	323.83	468.00	144.17	970.00
228.56	278.00	49.44	EXTERIOR PAINTING MATERIALS	228.56	644.00	415.44	1,316.00
0.00	515.00	515.00	EXTERIOR PAINTING- LABOR	0.00	1,445.00	1,445.00	2,935.00
0.00	2,679.00	2,679.00	MISCELLANEOUS EXTERIOR MAINTENANCE	710.51	15,576.00	14,865.49	31,658.00
<b>656.33</b>	<b>4,731.00</b>	<b>4,074.67</b>	<b>TOTAL EXTERIOR MAINTENANCE</b>	<b>3,248.37</b>	<b>27,236.00</b>	<b>23,987.63</b>	<b>57,346.00</b>
			<b>INTERIOR MAINTENANCE</b>				
0.00	0.00	0.00	PLUMBING MATERIALS	398.00	0.00	-398.00	0.00
0.00	0.00	0.00	PLUMBING LABOR	1,267.50	600.00	-667.50	1,200.00
0.00	0.00	0.00	ELECTRICAL MATERIALS	1,269.20	1,000.00	-269.20	3,000.00
0.00	0.00	0.00	ELECTRICAL LABOR	639.00	1,000.00	361.00	3,000.00
0.00	100.00	100.00	BATH ACCESSORIES	4,407.90	600.00	-3,807.90	1,200.00
333.81	41.00	-292.81	MISC. INTERIOR MAINTENANCE	884.85	246.00	-638.85	500.00
<b>333.81</b>	<b>141.00</b>	<b>-192.81</b>	<b>TOTAL INTERIOR MAINTENANCE</b>	<b>8,866.45</b>	<b>3,446.00</b>	<b>-5,420.45</b>	<b>8,900.00</b>
			<b>GENERAL MAINTENANCE</b>				
152.30	60.00	-92.30	GASOLINE TRUCKS AND AUTOS	1,328.37	330.00	-998.37	690.00
19,704.64	23,843.00	4,138.36	JANITORIAL CONTRACT	114,320.58	128,100.00	13,779.42	272,166.00
3.00	45.00	42.00	JANITORIAL SUPPLIES	3.00	240.00	237.00	510.00
4,730.90	5,553.00	822.10	PARKING LOT SWEEP	28,077.40	29,319.00	1,241.60	64,251.00
0.00	33.00	33.00	WINDOWS CLEANING	0.00	899.00	899.00	2,701.00
125.00	305.00	180.00	EXTERMINATING	685.00	1,665.00	980.00	3,495.00
69.73	10.00	-59.73	SNOW REMOVAL	69.73	630.00	560.27	790.00
16,682.03	7,797.00	-8,885.03	GARBAGE REMOVAL	46,354.13	39,606.00	-6,748.13	87,228.00
<b>41,467.60</b>	<b>37,646.00</b>	<b>-3,821.60</b>	<b>TOTAL GENERAL MAINTENANCE</b>	<b>190,838.21</b>	<b>200,789.00</b>	<b>9,950.79</b>	<b>431,831.00</b>
			<b>UTILITIES</b>				
17,701.18	12,500.00	-5,201.18	ELECTRICITY	76,765.25	75,000.00	-1,765.25	150,000.00
11,447.79	10,456.00	-991.79	WATER	51,057.38	62,736.00	11,678.62	125,472.00
372.50	50.00	-322.50	SEWER	490.50	300.00	-190.50	600.00



## Village at Sandhill Comparative Statement

Current Period June 1, 2007 to June 30, 2007			Year to Date January 1, 2007 to June 30, 2007				Total
Actual-2007	Budget-2007	Variance	Account	Actual-2007	Budget-2007	Variance	Budget-2007
29,521.47	23,006.00	-6,515.47	TOTAL UTILITIES	128,313.13	138,036.00	9,722.87	276,072.00
			<b>SECURITY</b>				
0.00	50.00	50.00	FIRE PROTECTION	0.00	300.00	300.00	600.00
1,959.73	1,349.00	-610.73	SPRINKLER MONITORING	14,093.74	7,095.00	-6,998.74	15,201.00
2,005.17	1,794.00	-211.17	SECURITY VEHICLE	14,600.94	9,333.00	-5,267.94	20,127.00
59,381.03	32,171.00	-27,210.03	SECURITY CONTRACT	156,116.45	167,100.00	10,983.55	360,153.00
14,553.94	5,973.00	-8,580.94	MISC. SECURITY	60,289.60	30,999.00	-29,290.60	66,861.00
<b>77,899.87</b>	<b>41,337.00</b>	<b>-36,562.87</b>	<b>TOTAL SECURITY</b>	<b>245,100.73</b>	<b>214,827.00</b>	<b>-30,273.73</b>	<b>462,942.00</b>
			<b>GENERAL AND ADMINISTRATIVE - CAM</b>				
121.85	175.00	53.15	SEASONAL DECOR	5,540.53	600.00	-4,940.53	1,650.00
877.14	715.00	-162.14	OFFICE SUPPLIES	2,867.53	4,140.00	1,272.47	8,430.00
19.25	55.00	35.75	EQUIPMENT RENTAL	137.10	300.00	162.90	630.00
340.52	310.00	-30.52	TELEPHONE	2,084.53	1,740.00	-344.53	3,600.00
206.99	91.00	-115.99	POSTAGE	519.27	510.00	-9.27	1,074.00
<b>1,565.75</b>	<b>1,346.00</b>	<b>-219.75</b>	<b>TOTAL GENERAL AND ADMINISTRATIVE - CAM</b>	<b>11,148.96</b>	<b>7,290.00</b>	<b>-3,858.96</b>	<b>15,384.00</b>
			<b>TOTAL CAM</b>	<b>801,800.42</b>	<b>842,298.00</b>	<b>40,497.58</b>	<b>1,809,831.00</b>
			<b>GENERAL MAINTENANCE - NON CAM</b>				
0.00	25.00	25.00	PLUMBING MAINTENANCE	292.50	150.00	-142.50	300.00
0.00	83.00	83.00	PLUMBING MATERIALS	50.00	399.00	349.00	901.00
135.00	250.00	115.00	PLUMBING LABOR	1,035.00	1,050.00	15.00	2,550.00
175.41	15.00	-160.41	ELECTRICAL MAINTENANCE	175.41	90.00	-85.41	180.00
0.00	40.00	40.00	ELECTRICAL MATERIALS	266.00	240.00	-26.00	480.00
0.00	10.00	10.00	ELECTRICAL LABOR	153.50	60.00	-93.50	120.00
535.33	200.00	-335.33	MISCELLANEOUS INTERIOR EXPENSE	849.18	1,200.00	350.82	2,400.00
1,239.16	336.00	-903.16	MISCELLANEOUS EXTERIOR EXPENSE	1,877.91	1,716.00	-161.91	3,740.00
0.00	83.00	83.00	ROOF MATERIALS - NON CAM	0.00	249.00	249.00	751.00
0.00	300.00	300.00	ROOF LABOR - NON CAM	1,550.00	1,800.00	250.00	3,600.00
<b>2,084.90</b>	<b>1,342.00</b>	<b>-742.90</b>	<b>TOTAL MAINTENANCE - NON CAM</b>	<b>6,249.50</b>	<b>6,954.00</b>	<b>704.50</b>	<b>15,022.00</b>
			<b>UTILITIES - NON CAM</b>				
2,196.65	2,200.00	3.35	ELECTRICITY	18,238.35	13,200.00	-5,038.35	26,400.00
2,424.19	1,658.00	-766.19	WATER AND SEWER	14,585.89	9,948.00	-4,637.89	19,900.00
<b>4,620.84</b>	<b>3,858.00</b>	<b>-762.84</b>	<b>TOTAL UTILITIES - NON CAM</b>	<b>32,824.24</b>	<b>23,148.00</b>	<b>-9,676.24</b>	<b>46,300.00</b>
<b>6,705.74</b>	<b>5,200.00</b>	<b>-1,505.74</b>	<b>TOTAL MAINTENANCE AND UTILITIES -</b>	<b>39,073.74</b>	<b>30,102.00</b>	<b>-8,971.74</b>	<b>61,322.00</b>

## Village at Sandhill Comparative Statement

Current Period June 1, 2007 to June 30, 2007			Year to Date January 1, 2007 to June 30, 2007			Total	
Actual-2007	Budget-2007	Variance	Account	Actual-2007	Budget-2007	Variance	Budget-2007
<b>NON CAM</b>							
<b>GENERAL AND ADMINISTRATIVE</b>							
<b>GENERAL</b>							
204,515.75	192,886.00	-11,629.75	REAL ESTATE TAXES, PROPERTY	1,227,094.50	1,157,316.00	-69,778.50	2,314,632.00
260.00	200.00	-60.00	BUSINESS TAXES	18,587.40	900.00	-17,687.40	2,100.00
0.00	450.00	450.00	SALES TAX- STATE	15.53	2,700.00	2,684.47	5,400.00
3,371.85	5,387.00	2,015.15	PROPERTY INSURANCE	20,231.10	29,376.00	9,144.90	61,715.00
0.00	538.00	538.00	LIABILITY INSURANCE	-514.00	3,228.00	3,742.00	6,456.00
0.00	150.00	150.00	AUTO INSURANCE	0.00	900.00	900.00	1,800.00
94.51	916.00	821.49	ARCHITECTURAL/ DRAFTING	8,591.90	14,998.00	6,406.10	20,502.00
10,600.00	7,650.00	-2,950.00	CONSULTING SERVICE	84,252.56	41,400.00	-42,852.56	87,300.00
0.00	0.00	0.00	COMPUTER ACCOUNTING SERVICES	0.00	200.00	200.00	400.00
13,815.64	100.00	-13,715.64	RENT EXPENSE	82,893.84	600.00	-82,293.84	1,200.00
6,535.28	5,319.00	-1,216.28	LEASING MARKETING	46,925.27	29,415.00	-17,510.27	61,341.00
101,125.00	18,949.00	-82,176.00	RE COMMISSIONS	257,967.76	110,894.00	-147,073.76	224,600.00
2,321.35	3,550.00	1,228.65	SEASONAL DECOR	13,928.10	15,000.00	1,071.90	36,300.00
0.00	250.00	250.00	DEVELOPMENT EXPENSES- JENKINS	0.00	1,500.00	1,500.00	3,000.00
<b>342,639.38</b>	<b>236,345.00</b>	<b>-106,294.38</b>	<b>TOTAL GENERAL</b>	<b>1,759,973.96</b>	<b>1,408,427.00</b>	<b>-351,546.96</b>	<b>2,826,746.00</b>
<b>ADMINISTRATIVE</b>							
0.00	300.00	300.00	ACCOUNTING- CONSULTANT	24,720.00	900.00	-23,820.00	2,700.00
85.50	4,572.00	4,486.50	ADVERTISING AND PROMOTIONS	13,334.01	23,682.00	10,347.99	51,118.00
614.00	801.00	187.00	MARKETING - PRINT	12,675.06	4,506.00	-8,169.06	9,317.00
0.00	375.00	375.00	MARKETING - RADIO	0.00	2,250.00	2,250.00	4,500.00
881.10	401.00	-480.10	MARKETING - MISCELLANEOUS PRINTING	6,181.10	2,316.00	-3,865.10	4,728.00
9,995.15	2,824.00	-7,171.15	MARKETING - SPECIAL EVENTS	80,571.38	15,696.00	-64,875.38	32,649.00
0.00	370.00	370.00	MARKETING - SPECIAL EVENTS LABOR	2,290.00	2,220.00	-70.00	4,441.00
3,120.00	4,263.00	1,143.00	MARKETING - OUTDOOR BOARDS	19,920.00	23,148.00	3,228.00	48,726.00
0.00	962.00	962.00	MARKETING - GIFT CARD EXPENSES	-188.62	5,397.00	5,585.62	11,177.00
0.00	41.00	41.00	MARKETING - SALES TAX	0.00	123.00	123.00	377.00
0.00	6,100.00	6,100.00	MARKETING DIRECTOR SALARY	20,221.80	36,600.00	16,378.20	73,200.00
0.00	3,133.00	3,133.00	MARKETING - CONSULTING FEES	21,916.93	17,178.00	-4,738.93	35,984.00
0.00	84.00	84.00	MARKETING MEETINGS	149.75	414.00	264.25	927.00
0.00	0.00	0.00	MARKETING - AD AGENCY	4,150.00	0.00	-4,150.00	0.00
8,880.82	1,468.00	-7,412.82	INTERNET ACCESS	18,896.48	7,998.00	-10,898.48	16,815.00
745.28	439.00	-306.28	OFFICE SUPPLIES	1,730.03	2,574.00	843.97	5,215.00
0.00	2.00	2.00	OFFICE SUPPLIES- PAPER	0.00	12.00	12.00	24.00
0.00	40.00	40.00	OFFICE EQUIPMENT RENTAL	0.00	210.00	210.00	450.00
0.00	499.00	499.00	OFFICE EQUIPMENT REPAIR	0.00	2,745.00	2,745.00	5,751.00

## Village at Sandhill Comparative Statement

Current Period June 1, 2007 to June 30, 2007			Year to Date January 1, 2007 to June 30, 2007				Total
Actual-2007	Budget-2007	Variance	Account	Actual-2007	Budget-2007	Variance	Budget-2007
0.00	127.00	127.00	AUTO REPAIR AND MAINTENANCE	196.79	762.00	565.21	1,537.00
8.87	26.00	17.13	DELIVERY SERVICES	8.87	156.00	147.13	320.00
693.69	583.00	-110.69	ENTERTAINMENT	2,717.54	3,198.00	480.46	6,700.00
0.00	103.00	103.00	MOBILE TELEPHONE	21.19	969.00	947.81	2,393.00
379.77	200.00	-179.77	TELEPHONE	544.31	1,050.00	505.69	2,258.00
0.00	14.00	14.00	TRAINING	0.00	84.00	84.00	178.00
1,331.60	1,172.00	-159.60	TRAVEL	2,734.53	6,132.00	3,397.47	13,176.00
199.29	294.00	94.71	POSTAGE	1,481.67	1,674.00	192.33	3,455.00
24,132.82	11,174.00	-12,958.82	LEGAL	199,124.89	60,045.00	-139,079.89	127,101.00
40,571.89	37,488.00	-3,083.89	MANAGEMENT FEES	190,207.23	224,928.00	34,720.77	461,856.00
0.00	208.00	208.00	CHARITABLE DONATIONS	0.00	948.00	948.00	2,200.00
5,320.00	85.00	-5,235.00	DUES AND SUBSCRIPTIONS	6,165.03	465.00	-5,700.03	975.00
0.00	91.00	91.00	BANK CHARGES	0.00	423.00	423.00	977.00
38.75	20.00	-18.75	FINANCE CHARGES	38.75	60.00	21.25	180.00
0.00	455.00	455.00	OTHER ADMINISTRATIVE	13,723.93	2,640.00	-11,083.93	5,370.00
<b>96,998.53</b>	<b>78,714.00</b>	<b>-18,284.53</b>	<b>TOTAL ADMINISTRATIVE</b>	<b>643,532.65</b>	<b>451,503.00</b>	<b>-192,029.65</b>	<b>936,775.00</b>
<b>439,637.91</b>	<b>315,059.00</b>	<b>-124,578.91</b>	<b>TOTAL ADMINISTRATIVE AND GENERAL</b>	<b>2,403,506.61</b>	<b>1,859,930.00</b>	<b>-543,576.61</b>	<b>3,763,521.00</b>
<b>670,794.78</b>	<b>494,210.00</b>	<b>-176,584.78</b>	<b>TOTAL OPERATING EXPENSES</b>	<b>3,899,251.13</b>	<b>2,840,676.00</b>	<b>-1,058,575.13</b>	<b>5,854,529.00</b>
<b>657,864.57</b>	<b>658,433.00</b>	<b>-568.43</b>	<b>OPERATING INCOME PRIOR TO DEBT SERVICE</b>	<b>2,503,635.33</b>	<b>3,289,592.00</b>	<b>-785,956.67</b>	<b>7,709,289.00</b>
<b>657,864.57</b>	<b>658,433.00</b>	<b>-568.43</b>	<b>OPERATING INCOME AFTER DEPRECIATION AND TAXES</b>	<b>2,503,635.33</b>	<b>3,289,592.00</b>	<b>-785,956.67</b>	<b>7,709,289.00</b>
657,554.67	420,317.00	-237,237.67	<b>DEBT SERVICE</b>	3,504,737.17	2,500,446.00	-1,004,291.17	5,022,355.00
1,175.00	0.00	-1,175.00	INTEREST, MORTGAGE #1	1,175.00	0.00	-1,175.00	0.00
4,606.36	4,590.00	-16.36	INTEREST, MORTGAGE #5	142,775.49	27,540.00	-115,235.49	55,087.00
14,401.13	3,930.00	-10,471.13	CURRENT YEAR COST TO OBTAIN FINANCING	96,542.68	23,580.00	-72,962.68	47,169.00
<b>677,737.16</b>	<b>428,837.00</b>	<b>-248,900.16</b>	<b>TOTAL DEBT SERVICE</b>	<b>3,745,230.34</b>	<b>2,551,566.00</b>	<b>-1,193,664.34</b>	<b>5,124,611.00</b>
<b>-19,872.59</b>	<b>229,596.00</b>	<b>-249,468.59</b>	<b>OPERATING INCOME AFTER DEBT SERVICE</b>	<b>-1,241,595.01</b>	<b>738,026.00</b>	<b>-1,979,621.01</b>	<b>2,584,678.00</b>
0.00	0.00	0.00	<b>CAPITAL IMPROVEMENTS</b>	12,358.75	0.00	-12,358.75	0.00
3,586,352.39	189,583.00	-3,396,769.39	<b>COMMON AREA IMPROVEMENTS</b>	21,088,134.87	1,137,498.00	-19,950,636.87	2,762,500.00
			ROADS AND PARKING				
			BUILDINGS AND IMPROVEMENTS				

## Village at Sandhill Comparative Statement

Current Period June 1, 2007 to June 30, 2007			Year to Date January 1, 2007 to June 30, 2007				Total
Actual-2007	Budget-2007	Variance	Account	Actual-2007	Budget-2007	Variance	Budget-2007
0.00	66,500.00	66,500.00	TENANT UPFITS	0.00	133,000.00	133,000.00	266,000.00
1,250.00	0.00	-1,250.00	SIGNAGE	15,963.30	10,000.00	-5,963.30	35,000.00
87,314.52	27,000.00	-60,314.52	A&E	618,591.30	162,000.00	-456,591.30	339,000.00
0.00	10,000.00	10,000.00	OTHER	0.00	10,000.00	10,000.00	10,000.00
<b>3,674,916.91</b>	<b>293,083.00</b>	<b>-3,381,833.91</b>	<b>TOTAL COMMON AREAS</b>	<b>21,735,048.22</b>	<b>1,452,498.00</b>	<b>-20,282,550.22</b>	<b>3,412,500.00</b>
			<b>EXTERIOR IMPROVEMENTS</b>				
			<b>INTERIOR IMPROVEMENTS</b>				
0.00	0.00	0.00	CARPET	0.00	5,000.00	5,000.00	5,000.00
<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>TOTAL INTERIOR IMPROVEMENTS</b>	<b>0.00</b>	<b>5,000.00</b>	<b>5,000.00</b>	<b>5,000.00</b>
			<b>PERSONAL PROPERTY</b>				
0.00	0.00	0.00	FURNITURE	3,987.19	0.00	-3,987.19	0.00
2,681.94	0.00	-2,681.94	OFFICE EQUIPMENT	1,670.44	0.00	-1,670.44	0.00
<b>2,681.94</b>	<b>0.00</b>	<b>-2,681.94</b>	<b>TOTAL PERSONAL PROPERTY</b>	<b>5,657.63</b>	<b>0.00</b>	<b>-5,657.63</b>	<b>0.00</b>
			<b>UNITS</b>				
<b>3,677,598.85</b>	<b>293,083.00</b>	<b>-3,384,515.85</b>	<b>TOTAL CAPITAL IMPROVEMENTS</b>	<b>21,740,705.85</b>	<b>1,457,498.00</b>	<b>-20,283,207.85</b>	<b>3,417,500.00</b>
-10,791,423.72	0.00	10,791,423.72	CONSTRUCTION DRAWS/NEW FINANCING	-19,654,880.02	0.00	19,654,880.02	0.00
<b>7,093,952.28</b>	<b>-63,487.00</b>	<b>7,157,439.28</b>	<b>CASH FLOW AFTER DEBT SERVICE AND CAPITAL EXPENSES</b>	<b>-3,327,420.84</b>	<b>-719,472.00</b>	<b>-2,607,948.84</b>	<b>-832,822.00</b>