Financial Statements with Supplementary Information and Independent Auditors' Report

Daniel Island Town Association, Inc.

As of December 31, 2020 and 2019

Daniel Island Town Association, Inc.

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VANCE FLOUHOUSE & GARGES, PLLC

Certified Public Accountants and Consultants

Independent Auditors' Report

To the Board of Directors of Daniel Island Town Association, Inc.:

We have audited the accompanying financial statements of Daniel Island Town Association, Inc., which comprise the balance sheet as of December 31, 2020, and the related statements of revenues, expenses, and changes in fund balance and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Daniel Island Town Association, Inc. as of December 31, 2020 and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited the Association's December 31, 2019 financial statements, and our report dated September 11, 2020 expressed an unmodified audit opinion on those financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2019, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Supplementary Information

Accounting principles generally accepted in the United States of America require that the supplementary information on future major repairs and replacements as listed in the table of contents be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Financial Accounting Standards Board, which considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Charlotte, North Carolina

Vanier Flowhouse of Days PLIC

May 10, 2021

Balance Sheet

December 31, 2020 and Summarized 2019

	0	perating	Replacement		Replacement Fund		Total	Sı	ımmarized
Assets		Fund		runa	2020		2019		
Current assets:									
Cash and cash equivalents	\$	450,043	\$	98,422	\$ 548,465	\$	460,505		
Cash escrow - construction deposits		344,715		-	344,715		498,637		
Investments		-		1,478,390	1,478,390		1,353,899		
Accounts receivable, net		13,772		-	13,772		48,752		
Prepaid expenses		15,050		-	15,050		23,322		
Taxes receivable		-		-	-		4,140		
Due from related parties		40		-	40		50,597		
Interfund due from (due to)		(12,249)		12,249	 -		-		
Total current assets		811,371		1,589,061	2,400,432		2,439,852		
Property and equipment, net		405,282			 405,282		390,756		
Total assets	\$	1,216,653	\$	1,589,061	\$ 2,805,714	\$	2,830,608		
Liabilities and fund balances									
Current liabilities:									
Accounts payable and accrued expenses	\$	49,753	\$	-	\$ 49,753	\$	200,184		
Prepaid assessments		126,916		-	126,916		195,868		
Construction deposits		344,493		-	344,493		497,236		
Due to related parties		164,551		-	164,551		758		
Taxes payable		-		-	-		8,566		
Note Payable, current		37,390		-	37,390		35,747		
Total current liabilities		723,103		-	723,103		938,359		
Note payable, net		19,181			19,181		56,452		
Total liabilities		742,284		-	742,284		994,811		
Fund balances		474,369		1,589,061	 2,063,430		1,835,797		
Total liabilities and fund balances	\$	1,216,653	\$	1,589,061	\$ 2,805,714	\$	2,830,608		

Statement of Revenues, Expenses, and Changes in Fund Balance

Year Ended December 31, 2020 and Summarized 2019

	O	perating	Replacement			Total	Summarize		
		Fund		Fund 2020		2019			
Revenues:									
Property owner assessments	\$	861,981	\$	160,000	\$	1,021,981	\$	951,674	
Capitalization assessments		5,351		-		5,351		3,416	
Lot maintenance income		283		-		283		240	
Finance charges		2,357		-		2,357		2,119	
Interest and dividend income		1,258		35,087		36,345		14,722	
Realized gains (losses) on investments		-		8,108		8,108		22,942	
Unrealized gains (losses) on investments		-		47,192		47,192		127,591	
Project management income		62,400		-		62,400		54,324	
Architectural review board fees		237,243		-		237,243		175,627	
Estoppel fee		133,550		-		133,550		85 <i>,</i> 750	
Other income		34,853		-		34,853		35,233	
Shared costs contributions	:	1,970,913		-		1,970,913		1,958,315	
Total revenues	:	3,310,189		250,387		3,560,576		3,431,953	
Expenses:									
Salaries and benefits		1,016,791		_		1,016,791		778,173	
Landscape and grounds maintenance		1,634,987				1,634,987		1,728,434	
Administrative		160,325		_		160,325		149,339	
Amenity expenses		1,779		_		1,779		25,100	
ARB consulting		30,441		_		30,441		32,754	
Contributions		1,401		_		1,401		32,734	
Depreciation		35,709		_		35,709		31,580	
Insurance		39,885		_		39,885		28,558	
Interest expense		3,594		_		3,594		5,046	
Major repairs and replacements		-		147,841		147,841		148,973	
Professional services		223,506		, -		223,506		298,325	
Taxes		24,690		_		24,690		12,158	
Loss on disposal of fixed asset		687		_		687		,	
Other expenses		1,817		9,490		11,307		8,928	
Total expenses		3,175,612		157,331		3,332,943		3,247,368	
Revenues over (under) expenses		134,577		93,056		227,633		184,585	
Fund balances, beginning of year		339,792		1,496,005		1,835,797		1,651,212	
Fund balances, end of year	\$	474,369	\$		\$		\$	1,835,797	
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Statement of Cash Flows

Year Ended December 31, 2020 and Summarized 2019

	0			olacement Fund	nt Total 2020		Summarized 2019	
Cash flows from operating activities:								
Revenues over (under) expenses	\$	134,577	\$	93,056	\$	227,633	\$	184,585
Adjustments to reconcile revenues over (under)								
expenses to net cash provided by (used in)								
operating activities:								
Depreciation		35,709		-		35,709		31,580
Unrealized (gains) losses on investments		-		(47,192)		(47,192)		(127,591)
Changes in operating assets and liabilities:								
Accounts receivable		34,980		-		34,980		(33,121)
Other receivable		-		-		-		4,935
Prepaid expenses		8,272		-		8,272		5,438
Income tax refund receivable		4,140		-		4,140		(4,140)
Due from related parties		50,557		-		50,557		(50,167)
Interfund due from / due to		(9,923)		9,923		-		-
Accounts payable		(150,431)		-		(150,431)		98,063
Prepaid assessments		(68,952)		-		(68,952)		71,027
Construction deposits		(152,743)		-		(152,743)		(131,965)
Taxes payable		(8,566)		-		(8,566)		8,566
Due to related parties		163,793		-		163,793		(16,506)
Net cash provided by (used in)								
operating activities		41,413		55,787		97,200		40,704
								_
Cash flows from investing activities:								
Purchase of property and equipment		(50,235)		_		(50,235)		(23,599)
Sale of investments		-		297,902		297,902		79,059
Purchase of investments		-		(375,201)		(375,201)		(254,168)
Net cash provided by (used in)								
investing activities		(50,235)		(77,299)		(127,534)		(198,708)
C						, ,		
Cash flows from financing activities:								
Principal payments on note payable		(35,628)		-		(35,628)		(34,058)
Net cash provided by (used in)								
financing activities		(35,628)		-		(35,628)		(34,058)
Ü								
Increase (decrease) in cash and cash equivalents		(44,450)		(21,512)		(65,962)		(192,062)
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Cash and cash equivalents, beginning of year		839,208		119,934		959,142		1,151,204
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Cash and cash equivalents, end of year	\$	794,758	\$	98,422	\$	893,180	\$	959,142
	<u> </u>		<u></u>				<u> </u>	
Supplemental disclosures of cash flow information:								
Interest paid	\$	3,594	\$	_	\$	3,594	\$	5,046
Income taxes paid	Y	18,340	Y	_	Y	18,340	Y	4,140
meome taxes paid		10,340		_		10,340		7,140

The accompanying notes are an integral part of these financial statements.

Notes to Financial Statements

December 31, 2020

1. Organization

Daniel Island Town Association, Inc. (the Association) was formed as a property owners' association to maintain and preserve the common property of the development. The development consists of 832 acres located on Daniel Island in Charleston, South Carolina of which 784 acres have been developed. The common property consists of land, playgrounds, parks, bridges, bike trails, ponds, sea walls, docks, sidewalks, access roads, green belts and other infrastructure improvements.

2. Summary of Significant Accounting Policies

Fund Accounting

The Association uses fund accounting which reports activity within the operating and replacement funds separately for accounting and financial reporting purposes. Fund accounting is helpful in segregating amounts which have been designated for special use. The Associations funds are as follows:

<u>Operating Fund</u> - This fund is used to account for the general operations of the Association.

<u>Replacement Fund</u> - This fund is used to accumulate financial resources designated for future major repairs and replacements.

Cash and Cash Equivalents

Cash and cash equivalents include cash and highly liquid investments that are readily convertible into cash and have a maturity of three months or less when purchased.

Member Assessments

Association members are subject to annual assessments to provide funds for operating expenses, future capital acquisitions, and major repairs and replacements. The annual budget and member assessments are determined and approved by the board of directors. Any excess operating funds remaining at the end of the operating year are retained for use in future operating periods.

Before the beginning of each fiscal year, the Board prepares a budget for the estimated common expenses of the Association during the coming year, including capital contributions in accordance with reserve fund budgets prepared under the Declaration of Covenants, Conditions and Restrictions. Once approved, the total estimated expenses for the year are then assessed to each Unit based the following board approved formula:

Each Unit is assigned one point for each 10,000 square feet of land and one point for each 3,000 square feet of gross floor area within buildings. The total land points and building points for each Unit are then multiplied by a benefit factor as shown below resulting in Assessment Points for the Unit. The budgeted expenses are then allocated for assessment to each Unit ratably based on Unit Assessment Points.

Land Classification	Benefit Factor
Commercial Retail	2.0
Village Center Retail	1.5
Office/Campus/Civic	1.0
Multifamily	1.5

The Association's policy is to place liens on the properties with delinquent assessments over 105 days. The Association performs ongoing evaluations of its accounts receivable and establishes an allowance for doubtful accounts based upon factors surrounding the collection of specific receivables. Accounts are charged against the allowance account as management deems them uncollectible. There was no allowance at December 31, 2020 and 2019.

Investments

Investments consist of mutual funds that hold corporate equity stocks and bonds, exchange traded funds and corporate and government bonds. The Association has adopted ASC 958-320 Not-for-Profit Entities: Investments-Debt and Equity Securities. Under ASC 958-320, investments in marketable securities with readily determinable fair values are reported at their fair values in the balance sheets. Unrealized gains and losses are included in the change in net assets.

Fair Value Measurements

The Association has estimated the fair value of its financial instruments using available market information and other valuation methodologies in accordance with ASC 820 Fair Value Measurements and Disclosures. Accordingly, the estimates presented are not necessarily indicative of the amount that the organization could realize in a current market exchange. Determinations of fair value are based on subjective data and significant judgment relating to timing of payments, collections, and the amount to be realized. Different market assumptions and/or estimation methodologies might have a material effect on the estimated fair value amounts.

Property and Equipment

In accordance with industry standards and because its disposition by the Association's board is unlikely, common real property acquired from or donated by the developer is not recognized on the Association's financial statements. Property and equipment acquired by the Association are capitalized and recorded at cost. Replacements and improvements to common property are expensed as incurred.

Property and equipment are depreciated over their estimated useful lives ranging from 3 to 39 years using the straight line and accelerated depreciation methods.

Advertising

The Association expenses all advertising and promotion costs in the period the expense is incurred.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

<u>Taxes</u>

The Association presents all tax expense and any related interest and penalties as one line on the financial statements. The Association is required to evaluate each of its tax positions to determine if they are more likely than not to be sustained if the taxing authority examines the respective position. The Association has evaluated each of its tax positions and has determined that no additional provision or liability for income taxes is necessary.

Subsequent Events

The Association has evaluated subsequent events through May 10, 2021, the date the financial statements were available to be issued.

3. Federal and State Taxes

The Association has elected to file its income tax returns as a homeowners' association in accordance with the Internal Revenue Service Code §528 under which the Association may exclude from taxation exempt function income, which generally consists of revenue from uniform assessments to owners. The Association's investment and other nonexempt income are subject to tax. Income tax expense for the year ended December 31, 2020 and 2019 was \$18,340 and \$8,566, respectively.

4. Investments

Investments at December 31, 2020 and 2019 are summarized as follows:

	Cost	nrealized ns (Losses)	Fair Value		
2020 Mutual funds and exchange traded funds Corporate and government bonds Preferred stocks	\$ 709,122 405,222 149,988 1,264,332	\$ 186,170 23,766 4,122 214,058	\$	895,292 428,988 154,110 1,478,390	
2019					
Mutual funds and exchange traded funds	\$ 702,365	\$ 156,893	\$	859,258	
Corporate and government bonds	310,370	8,354		318,724	
Preferred stocks	24,298	1,152		25,450	
Long term CDs	150,000	 467		150,467	
	\$ 1,187,033	\$ 166,866	\$	1,353,899	

5. Fair Value Measures

FASB Accounting Standards Codification ("ASC") 820 provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described as follows:

<u>Level 1</u>: Quoted market prices for identical assets or liabilities in active markets that the Association has the ability to access.

<u>Level 2</u>: Inputs and information other than quoted prices within Level 1 that are observable for the asset or liability, either directly or indirectly.

<u>Level 3</u>: Unobservable inputs for the asset or liability. Unobservable inputs should be used to measure the fair value to the extent that observable inputs are not available.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2020 and 2019.

Mutual funds, exchange traded funds and preferred stocks: Valued at the quoted net asset value of shares held by the Association at year end.

Corporate and government bonds: Valued using pricing models maximizing the use of observable inputs for similar securities. This includes basing value on yields currently available on comparable securities of issuers with similar credit ratings.

Long Term CDS: Valued based on a discount rate from the face value of the CD.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although management believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following table sets forth by level, within the fair value hierarchy, the Association's assets at fair value as of December 31, 2020 and 2019:

	 air Value	 Level 1	 Level 2	Le	evel 3
2020 Mutual funds and exchange traded funds Corporate and government bonds Preferred stocks	\$ 895,292 428,988 154,110	\$ 895,292 - 154,110	\$ - 428,988	\$	- - -
	\$ 1,478,390	\$ 1,049,402	\$ 428,988	\$	
<u>2019</u>					
Mutual funds and exchange traded funds	\$ 859,258	\$ 859,258	\$ -	\$	-
Corporate and government bonds	318,724	-	318,724		-
Preferred stocks	25,450	25,450	-		-
Long term CDs	150,467	150,467	-		-
	\$ 1,353,899	\$ 1,035,175	\$ 318,724	\$	-

6. Property and Equipment

Property and equipment consisted of the following at December 31, 2020 and 2019:

	2020			2019
Furniture and equipment	\$	121,863	\$	114,178
Computer software and equipment		112,826		100,507
Vehicles		86,348		62,396
Buildings and improvements		556,087		556,087
Land improvements		23,896		23,896
		901,020		857,064
Accumulated depreciation		(495,738)		(466,308)
Property and equipment, net	\$	405,282	\$	390,756

7. Common Property Leases

The Association has leased from the City of Charleston 52.23 acres of land known as "South End Property." The lease is a 30-year term with consideration of \$100 paid at the start of the term with two possible tenyear extensions. The Association has subsequently subleased the same tract of land at no charge to a non-profit foundation for use as practice fields for soccer teams. This sublease commenced on January 1, 2018 for a 5-year term and will automatically renew for up to four successive five-year terms.

8. Note Payable

In June of 2012, the Association obtained a note which is collateralized by the real estate where the Association's offices are located. The note matures on June 12, 2022 and calls for monthly payments of \$3,259 including interest at 4.5%. Loan costs are amortized and reported net with the loan on the balance sheet. Maturities after December 31, 2020 are as follows:

2021	\$ 37,390
2022	19,181
Total	\$ 56,571

9. Employee Retirement Plan

The Association administers a defined contribution retirement plan for the benefit of all employees who meet the minimum age (21) and length of service (1 year) requirements. The plan is a safe harbor plan with employer matching contributions of 100% of the first 3% of compensation and then 50% of the next 2%. For the year ending December 31, 2020 and 2019, the total employer match was \$23,938 and \$19,198, respectively.

10. Concentrations

Daniel Island is located in the coastal region of South Carolina, a popular vacation destination area. The members of the Association include those purchasing property for personal residential use as well as for investment or commercial/rental purposes. The Association is exposed to risks associated with conditions affecting the weather, economy, and real estate and tourism industries for the geographic region. Severe fluctuations in the above variables could have a negative effect on revenues and expenses.

From time to time, the Association has cash balances in excess of FDIC insured limits. The Company has not experienced any losses as a result of the balances in excess of FDIC insured limits. At December 31, 2020, the balance of funds in excess of FDIC insured limit of \$250,000 was approximately \$424,000.

One vendor currently provides all the landscaping for each of the three Daniel Island Associations. As stated in Note 12, certain common maintenance expenses are shared by the DI Associations. These expenses are charged to the Association and allocated to the other Associations via the Shared Cost process. Consequently, a major portion of the actual maintenance expenses for Daniel Island Community Association, Inc and Daniel Island Park Association, Inc are included in their shared cost contribution. In the aggregate, the fees involved for all the DI Associations are approximately \$1,400,000 or 43% of the total DI Association Operating Expenses for 2020 and \$1,200,000 or 31% of the total DI Association Operating Expenses for 2019.

11. Commitments

The Association has various contracts with vendors that provide landscaping services with a majority of these contracts auto renewing on an annual basis. The contracted payments subsequent to December 31, 2020 are as follows.

2021	\$ 1,224,435
2022	1,130,768
2023	1.130.768

12. Related Party Transactions

The Developer may but has no obligation to make subsidies to the Association. For the years ended December 31, 2020 and 2019, the Association did not receive any subsidies from the Developer. At December 31, 2020 the Developer owned 48 acres in the Association.

Certain common property maintenance expenses and costs of community-wide services beneficial to the area are shared between the Association, Daniel Island Park Association, Inc., and Daniel Island Community Association, Inc. (together, the "DI Associations"). The shared costs are paid by the Association. Each association is a related party located on Daniel Island. The boards of directors of the DI Associations establish the method for sharing the costs and the other two associations reimburses the Association for their proportionate share of costs. For the years ended December 31, 2020 and 2019, the Association received shared cost revenue of \$1,970,913 and \$1,958,315.

The Association also provides project management services to related non-profit organizations. For the years ended December 31, 2020 and 2019, the income from these services was \$62,400 and \$54,324. The Association also provides Architectural Reviews for the DI Associations; these fees for December 31, 2020 and 2019 were \$228,343 and \$157,517, respectively.

The payables and receivables to/from related parties at December 31, 2020 and 2019 are as follows:

	2020		2019
Due from related parties:			
Daniel Island Community Fund	\$	40	\$ 4,340
Daniel Island Community Association		-	24,738
Daniel Island Park Association		-	21,519
	\$	40	\$ 50,597
Due from related parties:			
Daniel Island Park Association	\$	(85,251)	\$ (758)
Daniel Island Community Association		(79,300)	-
	\$	(164,551)	\$ (758)

For its primary legal counsel, the DI Associations use a law firm at which a board member is a partner. For the year ended December 31, 2020, total legal fees paid to this law firm across all three DI Associations were \$49,000.

13. Future Major Repairs and Replacements

The Association's governing documents require funds to be accumulated for future major repairs and replacements. Funds are being accumulated in the replacement fund based on estimated future costs for repairs and replacements of common property components and estimates of when the repairs and replacements will be needed. Accumulated replacement funds are retained in investment accounts separate from operating amounts and are generally not available for operating expenditures.

The estimates of both anticipated costs and timing of expenditures are subject to review and revision based on circumstances as they occur. Actual expenditures and investment income may vary from the estimated amounts, the variations may be material and amounts accumulated in the replacement fund may not be adequate to meet all future needs for major repairs and replacements. If additional funds are needed, the Association has the right to increase regular assessments, pass special assessments or delay replacements until funds are available.



Supplementary Information on Future Major Repair and Replacements (Unaudited)

December 31, 2020

The following table is derived from a reserve study conducted for Daniel Island Town Association, Inc. in 2020 and presents significant information regarding the components of future repairs and replacements of common property. Estimated replacement costs are based on the component's original cost, where available and do not take into account the effects of inflation between the date of the study and the date that the components will require replacement. The current rate of inflation is 3%.

	Estimated	Estimated	
	Replacement	Replacement	Remaining Useful
Component/Area	Cost (Total)	Fund Balance	Life (Years)
Administration	\$ 73,000		0-13
Gibbon St Park	24,350		13
Grove Park	15,150		4-6
Simmons Park	23,620		9-10
Beckon Park	12,850		3
Guggenheim Plaza	34,450		8-13
Balfour Park	33,710		0-4
Center Park	92,900		4-14
Cattle Trough Park	12,150		5-9
Trail System	1,711,250		0-26
Codner's Ferry Park	43,350		8-18
Butterfly Pond	114,530		1-16
Smythe Park	344,245		3-26
200 River Landing Drive	52,565		2-13
Ralston Grove	36,450		13-16
Commemorative Park	9,245		11-16
Barfield Park	20,450		11-18
Ithecaw Creek Fountain	11,850		0
Willtown Park	27,940		0-13
Ralston Cemetery	9,250		12
Mitchell Pier Treehouse	65,250		4
Saucy Jack Streetscape	28,150		1-9
Village Crossing Trail	15,700		16
Fish Tale	5,905		16
Miscellaneous	261,550		2-14
		-	
Total	\$ 3,079,860	\$ 1,589,061	