

# Texas Municipal Reports

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**Port of Houston Auth (General Obligation Debt)**

**Harris County**

**Last Revised 05/31/2013**

**TMR # 5697**

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**FINANCIAL STATEMENT (As of December 31, 2012)**

Taxable Assessed Valuation, 2012 (100% of Market)	\$279,467,968,000
GO Debt payable from Ad Valorem Taxes	\$731,969,397
Less: I&S Fund	44,916,000
	-----
Net Debt	\$687,053,397
	=====

Net Debt Per Net Assessed Valuation - 0.25%  
 Net Debt Per Sq mile - \$386,419.23

Net Debt Per Capita - \$158.62  
 Net Assessed Valuation Per Capita - \$64,521.31

Bureau of Census Pop: 2000 - 3,400,578; 2010 - 4,092,459  
 2012 Estimated Population - 4,331,406  
 Area: 1,778.00 Sq miles

PAYMENT RECORD: Never defaulted.  
 TAX DATA

Tax Year	Assessed Valuation	Tax Rate	Adjusted Levy	% Current	Collections Total	Year Ended
2008	\$247,592,169,000	0.0177	\$48,288,000	90.34	98.47	06/30/2009
2009	268,597,999,000	0.0164	45,086,000	92.88	97.71	06/30/2010
2010	275,688,818,000	0.0205	54,364,000	93.17	98.08	06/30/2011
2011	264,257,985,000	0.0186	49,814,000	94.38	98.94	06/30/2012
2012	279,467,968,000	0.0195	54,496,254	94.75	94.75	06/30/2013

Tax Rate Distribution	2012	2011	2010	2009
I&S	0.0195	0.0186	0.0205	0.0164
	-----	-----	-----	-----
Totals	\$0.0195	\$0.0186	\$0.0205	\$0.0164

Tax Rate Limitation: Unlimited.

TAX ABATEMENTS The estimated property value in the County that was subject to tax abatement as of February 25, 2011, was approximately \$426 million and such value at the end of the abatement period is currently estimated to be approximately \$614 million.

**DETAILS OF GENERAL OBLIGATION DEBT**

Outstanding 12/31/2012

**U/L Tax Port Imp Bds Ser 2002A (Non-AMT)**

Tax Treatment: Tax Exempt  
 Original Issue Amount \$16,000,000.00  
 Dated Date: 10/15/2002  
 Sale Date: 11/19/2002  
 Delivery Date: 12/12/2002  
 Sale Type: Negotiated  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays: Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2003  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Dallas, TX  
 Bond Counsel: Andrews & Kurth  
 Co-Bond Counsel: Medina, Francisco G.  
 Financial Advisor: Coastal Securities, Houston, TX  
 Lead Manager: First Southwest Company  
 Co-Manager: JPMorgan Chase & Company

Co-Manager: Banc One Capital Markets  
 Co-Manager: Bear Stearns & Company  
 Co-Manager: Estrada Hinojosa & Company, Inc.  
 Co-Manager: Ramirez & Co., Inc.

Use of Proceeds: Port Imps.

Call Option: Bonds maturing on 10/01/2027 callable in whole or in part on any date beginning 10/01/2012 @ par.

**Term Call: Term bonds maturing on 10/01/2027:**

Mandatory Redemption Date	Principal Amount
10/01/2023	\$900,000
10/01/2024	\$945,000
10/01/2025	\$995,000
10/01/2026	\$1,045,000
10/01/2027	\$1,095,000

Additional information: Mty(s) 10/1/2013-10/1/2022 defeased by U/L Tax Ref Bds Ser 2010B (NON-AMT) @ par.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2027T	4,980,000.00	5.0000%	5.130%
-----\$4,980,000.00			

**U/L Tax Ref Bds Ser 2002B (AMT)**

Tax Treatment: Alt. Min. Tax  
 Original Issue Amount \$7,060,000.00  
 Dated Date: 10/15/2002  
 Sale Date: 11/19/2002  
 Delivery Date: 12/12/2002  
 Sale Type: Negotiated  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays: Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2003  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Dallas, TX  
 Bond Counsel: Andrews & Kurth  
 Co-Bond Counsel: Medina, Francisco G.  
 Financial Advisor: Coastal Securities, Houston, TX  
 Lead Manager: First Southwest Company  
 Co-Manager: JPMorgan Chase & Company  
 Co-Manager: Banc One Capital Markets  
 Co-Manager: Bear Stearns & Company  
 Co-Manager: Estrada Hinojosa & Company, Inc.  
 Co-Manager: Ramirez & Co., Inc.

Use of Proceeds: Refunding.

Call Option: Bonds maturing on 10/01/2013 callable in whole or in part on any date beginning 10/01/2012 @ par.

Additional information: THIS ISSUE DEFEASED MTY(S) 10/01/2003-10/01/2013 OF U/L TAX PORT IMP BDS SER 92-A.  
 THIS ISSUE DEFEASED REMAINDER OF MTY(S) 10/01/2003-10/01/2013 OF U/L TAX PORT IMP BDS SER 92-B.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2013	490,000.00	4.2500%	4.350%
-----\$490,000.00			

**U/L Tax Ref Bds Ser 2004A (AMT)**

**DISCLAIMER.** This Texas Municipal Report ("TMR") was prepared by employees of the Municipal Advisory Council of Texas ("MAC") for informational purposes only, and is not intended to be, and should not be considered as, a recommendation, endorsement or solicitation to buy or sell any security of the issuer to which it applies. The information set forth in this TMR has been obtained from the issuer and from sources believed to be reliable, but the MAC has not independently verified such information. The MAC specifically disclaims any responsibility for, and makes no representations, warranties or guarantees about, the completeness or accuracy of such information. In this connection, this TMR reflects information as of the date referred to in the TMR, as derived from filings received by the MAC from the issuer. This TMR will be updated in the ordinary course as filings are received from the issuer, but the MAC specifically disclaims any responsibility for doing so. The reader of this TMR is advised to obtain current information from other sources before making any investment decision respecting the securities of this issuer.

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**Port of Houston Auth (General Obligation Debt)**

**Harris County**

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Tax Treatment: Alt. Min. Tax  
 Original Issue Amount \$9,000,000.00  
 Dated Date: 11/01/2004  
 Sale Date: 11/16/2004  
 Delivery Date: 12/08/2004  
 Sale Type: Competitive  
 TIC: 3.8388%  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2005  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Dallas, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Houston, TX  
 Lead Manager: Citigroup Global Markets Inc.  
 Co-Manager: UBS Financial Services Inc.  
 Co-Manager: RBC Dain Rauscher Inc.  
 Co-Manager: Southwest Securities  
 Co-Manager: Bernardi Securities, Inc.

Insurance: Assured Guaranty Municipal Corp. (FSA)

Use of Proceeds: Refunding.

Call Option: Non Callable

Additional information: This issue defeased mty(s) 10/01/2005-10/01/2016 of U/L Tax Port Imp Bds Ser 94 @ par.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2013	715,000.00	4.0000%	3.850%
10/01/2014	705,000.00	5.0000%	3.950%
10/01/2015	690,000.00	5.0000%	4.050%
10/01/2016	680,000.00	5.0000%	4.150%
-----\$2,790,000.00			

U/L Tax Ref Bds Ser 2005A (AMT)  
 Tax Treatment: Alt. Min. Tax  
 Original Issue Amount \$36,665,000.00  
 Dated Date: 08/01/2005  
 Sale Date: 08/24/2005  
 Delivery Date: 09/08/2005  
 Sale Type: Negotiated  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2006  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Dallas, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Houston, TX  
 Lead Manager: Lehman Brothers  
 Co-Manager: Siebert Brandford Shank & Co.  
 Co-Manager: First Albany Capital Inc.  
 Co-Manager: Merrill Lynch  
 Co-Manager: Morgan Keegan & Co., Inc.  
 Co-Manager: RBC Dain Rauscher Inc.

Insurance: National Public Finance Guarantee Corporation

Use of Proceeds: Refunding Comm Paper, Refunding.

Call Option: Bonds maturing on 10/01/2016 to 10/01/2019 and 10/01/2023 callable in whole or in part on any date beginning 10/01/2015 @ par.

Additional information: This issue defeased mty(s) 10/01/2006-10/01/2017 of U/L Tax Port Imp Bds Ser 95 @ par.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2014	3,920,000.00	5.0000%	3.950%
10/01/2015	4,515,000.00	5.0000%	4.030%
10/01/2016	5,145,000.00	5.0000%	4.100%
10/01/2017	6,480,000.00	4.0000%	4.250%
10/01/2018	9,695,000.00	5.0000%	4.170%
10/01/2019	5,160,000.00	5.0000%	4.190%
10/01/2023	1,750,000.00	4.2500%	4.500%
-----\$36,665,000.00			

U/L Tax Ref Bds Ser 2005B (Non-AMT)  
 Tax Treatment: Tax Exempt  
 Original Issue Amount \$62,485,000.00  
 Dated Date: 08/01/2005  
 Sale Date: 08/24/2005  
 Delivery Date: 09/08/2005  
 Sale Type: Negotiated  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2006  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A.  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Houston, TX  
 Lead Manager: Lehman Brothers  
 Co-Manager: Siebert Brandford Shank & Co.  
 Co-Manager: First Albany Capital Inc.  
 Co-Manager: Merrill Lynch  
 Co-Manager: Morgan Keegan & Co., Inc.  
 Co-Manager: RBC Dain Rauscher Inc.

Insurance: National Public Finance Guarantee Corporation

Use of Proceeds: Refunding Comm Paper, Refunding.

Call Option: Bonds maturing on 10/01/2019 to 10/01/2023 callable in whole or in part on any date beginning 10/01/2015 @ par.

Additional information: This issue defeased mty(s) 10/01/2006-10/01/2018 of U/L Tax Port Imp Bds Ser 97 @ par.  
 This issue defeased mty(s) 10/01/2006-10/01/2015, 10/01/2017, 10/01/2019 of U/L Tax Port Imp Bds Ser 98B @ par.  
 This issue defeased mty(s) 10/01/2006-10/01/2019, 10/01/2024 of U/L Tax Port Imp Bds Ser 99A (Non-Amt) @ par.  
 This issue defeased mty(s) 10/01/2006-10/01/2014, 10/01/2016, 10/01/2020, 10/01/2024 of U/L Tax Port Imp Bds Ser 2000A (Non-Amt) @ par.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2013	2,355,000.00	5.0000%	3.660%
10/01/2019	5,230,000.00	5.0000%	4.040%
10/01/2020	15,165,000.00	5.0000%	4.060%
10/01/2021	15,915,000.00	5.0000%	4.090%
10/01/2022	6,005,000.00	5.0000%	4.120%
10/01/2022	10,000,000.00	4.7500%	4.230%
10/01/2023	6,000,000.00	4.1250%	4.410%
-----\$60,670,000.00			

U/L Tax Forward Ref Bds Ser 2006A (AMT)

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Tax Treatment: Alt. Min. Tax  
 Original Issue Amount \$28,380,000.00  
 Dated Date: 07/01/2006  
 Sale Date: 09/21/2005  
 Delivery Date: 07/19/2006  
 Sale Type: Negotiated  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays: Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2007  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Dallas, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Dallas, TX  
 Lead Manager: Lehman Brothers  
 Co-Manager: Siebert Brandford Shank & Co.  
 Co-Manager: First Albany Capital Inc.  
 Co-Manager: Merrill Lynch & Co.  
 Co-Manager: Morgan Keegan & Co., Inc.  
 Co-Manager: RBC Dain Rauscher Inc.

Insurance: National Public Finance Guarantee Corporation

Use of Proceeds: Refunding.

Call Option: Non Callable

Additional information: This issue defeased mty(s) 10/01/2007-10/01/2017 of U/L Tax Port Imp Bds Ser 96 @ par.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2013	2,600,000.00	5.0000%	4.120%
10/01/2014	2,590,000.00	5.0000%	4.190%
10/01/2015	2,580,000.00	5.0000%	4.250%
10/01/2016	2,560,000.00	5.0000%	4.330%
10/01/2017	2,545,000.00	5.0000%	4.390%
-----\$12,875,000.00			

U/L Tax Ref Bds Ser 2006B (AMT)  
 Tax Treatment: Alt. Min. Tax  
 Original Issue Amount \$47,085,000.00  
 Dated Date: 10/01/2006  
 Sale Date: 09/27/2006  
 Delivery Date: 10/18/2006  
 Sale Type: Competitive  
 TIC: 4.6124%  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays: Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2007  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Dallas, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Houston, TX  
 Lead Manager: Lehman Brothers

Insurance: National Public Finance Guarantee Corporation

Use of Proceeds: Refunding Comm Paper.

Call Option: Bonds maturing on 10/01/2017 to 10/01/2026 and 10/01/2031 callable in whole or in part on any date beginning 10/01/2016 @ par. The following term bonds are subject to mandatory sinking fund redemption each 10/1 @ par as follows: Mty 10/01/2031: 3.555M-10/01/2027; 3.730M-10/01/2028; 3.920M-10/01/2029; 4.115M-10/01/2030; 4.320M matures 10/01/2031.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2017	2,180,000.00	4.7500%	4.080%
10/01/2018	2,290,000.00	5.0000%	4.100%
10/01/2019	2,405,000.00	5.0000%	4.140%
10/01/2020	2,525,000.00	5.0000%	4.160%
10/01/2021	2,655,000.00	5.0000%	4.190%
10/01/2022	2,785,000.00	5.0000%	4.220%
10/01/2023	2,925,000.00	5.0000%	4.250%
10/01/2024	3,070,000.00	5.0000%	4.270%
10/01/2025	3,225,000.00	5.0000%	4.290%
10/01/2026	3,385,000.00	5.0000%	4.310%
10/01/2031T	19,640,000.00	5.0000%	4.430%
-----\$47,085,000.00			

Term bonds maturing on 10/01/2031:

Mandatory Redemption Date	Principal Amount
10/01/2027	\$3,555,000
10/01/2028	\$3,730,000
10/01/2029	\$3,920,000
10/01/2030	\$4,115,000
10/01/2031	\$4,320,000

U/L Tax Ref Bds Ser 2006C (Non-AMT)  
 Tax Treatment: Tax Exempt  
 Original Issue Amount \$9,160,000.00  
 Dated Date: 10/01/2006  
 Sale Date: 09/27/2006  
 Delivery Date: 10/18/2006  
 Sale Type: Competitive  
 TIC: 4.5063%  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays: Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2007  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Dallas, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Houston, TX  
 Lead Manager: Morgan Keegan & Co., Inc.

Insurance: National Public Finance Guarantee Corporation

Use of Proceeds: Refunding Comm Paper.

Call Option: Bonds maturing on 10/01/2019 to 10/01/2022 and 10/01/2024 and 10/01/2026 and 10/01/2028 and 10/01/2031 callable in whole or in part on any date beginning 10/01/2016 @ par. The following term bonds are subject to mandatory sinking fund redemption each 10/1 @ par as follows: Mty 10/01/2024: 700M-10/01/2023; 700M matures 10/01/2024. Mty 10/01/2026: 700M-10/01/2025; 700M matures 10/01/2026. Mty 10/01/2028: 645M-10/01/2027; 675M matures 10/01/2028. Mty 10/01/2031: 710M-10/01/2029; 745M-10/01/2030; 785M matures 10/01/2031.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2019	700,000.00	4.0000%	4.090%
10/01/2020	700,000.00	4.0000%	4.130%
10/01/2021	700,000.00	4.1250%	4.230%
10/01/2022	700,000.00	4.1250%	4.260%
10/01/2024T	1,400,000.00	4.2500%	4.320%
10/01/2026T	1,400,000.00	5.0000%	4.160%
10/01/2028T	1,320,000.00	5.0000%	4.210%
10/01/2031T	2,240,000.00	5.0000%	4.270%
-----\$9,160,000.00			

Term bonds maturing on 10/01/2024:

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Mandatory Redemption Date	Principal Amount
10/01/2023	\$700,000
10/01/2024	\$700,000

Term bonds maturing on 10/01/2026:

Mandatory Redemption Date	Principal Amount
10/01/2025	\$700,000
10/01/2026	\$700,000

Term bonds maturing on 10/01/2028:

Mandatory Redemption Date	Principal Amount
10/01/2027	\$645,000
10/01/2028	\$675,000

Term bonds maturing on 10/01/2031:

Mandatory Redemption Date	Principal Amount
10/01/2029	\$710,000
10/01/2030	\$745,000
10/01/2031	\$785,000

U/L Tax Ref Bds Ser 2008A (AMT)

Tax Treatment: Alt. Min. Tax  
 Original Issue Amount \$234,630,000.00  
 Dated Date: 05/01/2008  
 Sale Date: 06/27/2008  
 Delivery Date: 07/24/2008  
 Sale Type: Negotiated  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination 5000  
 Interest pays Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2009

Paying Agent: The Bank of New York Mellon Trust Company, N.A., Houston, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company  
 Lead Manager: Merrill Lynch  
 Co-Manager: RBC Capital Markets  
 Co-Manager: Citigroup Global Markets, Inc.  
 Co-Manager: Depfa First Albany Securities LLC  
 Co-Manager: Morgan Keegan & Co., Inc.  
 Co-Manager: Ramirez & Co. Inc.

Use of Proceeds: Refunding Comm Paper.

Call Option: Bonds maturing on 10/01/2024 to 10/01/2026 and term bonds maturing on 10/01/2029 and 10/01/2033 and 10/01/2038 callable in whole or in part on any date beginning 10/01/2018 @ par.

Term Call: Term bonds maturing on 10/01/2029:

Mandatory Redemption Date	Principal Amount
10/01/2027	\$8,080,000
10/01/2028	\$9,545,000
10/01/2029	\$10,140,000

Term bonds maturing on 10/01/2033:

Mandatory Redemption Date	Principal Amount
10/01/2030	\$9,755,000
10/01/2031	\$10,350,000
10/01/2032	\$15,040,000
10/01/2033	\$15,965,000

Term bonds maturing on 10/01/2038:

Mandatory Redemption Date	Principal Amount
10/01/2034	\$16,925,000
10/01/2035	\$17,880,000
10/01/2036	\$18,880,000
10/01/2037	\$19,945,000

10/01/2038 \$21,065,000

Additional information: \$5,150,000 of mty(s) 10/1/2027 @ 116%, \$14,875,000 of mty(s) 10/1/2027 @ 114% and \$10,230,000 of mty(s) 10/1/2027 @ 108% defeased by U/L Tax Ref Bds Ser 2010C (NON-AMT) @ par.  
 \$330,000.00 of 10/1/2029 @ 116.50%, \$1,600,000.00 of 10/1/2033 @ 113.50% and \$20,400,000.00 of 10/1/2038 @ 109.50% of U/L defeased by U/L Tax Ref Bds Ser 2010E.

Maturity	Amount	Coupon	Orig Reoffering	
			Coupon	Price/Yield
10/01/2024	2,645,000.00	6.2500%	5.290%	
10/01/2025	2,820,000.00	6.2500%	5.340%	
10/01/2026	3,010,000.00	6.2500%	5.390%	
10/01/2029T	27,765,000.00	6.2500%	5.540%	
10/01/2033T	51,110,000.00	6.1250%	5.670%	
10/01/2038T	94,695,000.00	5.6250%	5.710%	
				-----\$182,045,000.00

U/L Tax Ref Bds Ser 2010A (AMT)

Tax Treatment: Alt. Min. Tax  
 Original Issue Amount \$38,095,000.00  
 Dated Date: 12/01/2009  
 Sale Date: 01/14/2010  
 Delivery Date: 02/17/2010  
 Sale Type: Negotiated  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination 5000  
 Interest pays Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2010

Paying Agent: The Bank of New York Mellon Trust Company, N.A., Houston, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Houston, TX  
 Lead Manager: Bank of America Merrill Lynch  
 Co-Manager: Jefferies & Company  
 Co-Manager: RBC Capital Markets  
 Co-Manager: Samuel A. Ramirez & Co., Inc.  
 Co-Manager: Siebert Brandford Shank & Co.

Use of Proceeds: Refunding.

Call Option: Non Callable

Additional information: This issue defeased mty(s) 10/1/2010-10/1/2015, 10/01/2017, 10/1/2019 of U/L Tax Port Imp Bds Ser 98A @ par.

Maturity	Amount	Coupon	Orig Reoffering	
			Coupon	Price/Yield
10/01/2013	3,735,000.00	5.0000%	2.150%	
10/01/2014	3,730,000.00	5.0000%	2.520%	
10/01/2015	3,725,000.00	5.0000%	2.960%	
10/01/2016	3,715,000.00	5.0000%	3.420%	
10/01/2017	3,695,000.00	5.0000%	3.700%	
10/01/2018	3,680,000.00	5.0000%	3.960%	
10/01/2019	3,660,000.00	5.0000%	4.150%	
				-----\$25,940,000.00

U/L Tax Ref Bds Ser 2010B (NON-AMT)

Tax Treatment: Tax Exempt  
 Original Issue Amount \$22,930,000.00  
 Dated Date: 12/01/2009  
 Sale Date: 01/14/2010  
 Delivery Date: 02/17/2010  
 Sale Type: Negotiated

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**Port of Houston Auth (General Obligation Debt)**

**Harris County**

**Last Revised 05/31/2013**

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Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays: Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2010  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Houston, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Houston, TX  
 Lead Manager: Bank of America Merrill Lynch  
 Co-Manager: Jefferies & Company  
 Co-Manager: RBC Capital Markets  
 Co-Manager: Samuel A. Ramirez & Co., Inc.  
 Co-Manager: Siebert Brandford Shank & Co.

Use of Proceeds: Refunding.

Call Option: Bonds maturing on 10/01/2020 to 10/01/2026 callable in whole or in part on any date beginning 10/01/2019 @ par.

Additional information: This issue defeased mty(s) 10/1/2010-10/1/2013 of U/L Tax Port Imp Ref Bds Ser 97A @ par.  
 This issue defeased mty(s) 10/1/2012-10/01/2021, 10/1/2026 of U/L Tax Port Imp Bds Ser 2001A (Non-AMT) @ par.  
 This issue defeased mty(s) 10/1/2013-10/1/2022 of U/L Tax Port Imp Bds Ser 2002A (Non-AMT) @ par.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2013	1,715,000.00	3.0000%	1.320%
10/01/2014	1,230,000.00	3.0000%	1.720%
10/01/2015	1,270,000.00	4.0000%	2.130%
10/01/2016	1,325,000.00	4.0000%	2.570%
10/01/2017	1,380,000.00	4.0000%	2.860%
10/01/2018	1,430,000.00	5.0000%	3.120%
10/01/2019	1,510,000.00	5.0000%	3.340%
10/01/2020	1,580,000.00	5.0000%	3.510%
10/01/2021	1,660,000.00	5.0000%	3.610%
10/01/2022	1,745,000.00	5.0000%	3.690%
10/01/2023	930,000.00	5.0000%	3.770%
10/01/2024	985,000.00	5.0000%	3.830%
10/01/2025	1,035,000.00	5.0000%	3.890%
10/01/2026	1,090,000.00	5.0000%	3.960%
-----\$18,885,000.00			

U/L Tax Ref Bds Ser 2010C (NON-AMT)  
 Tax Treatment: Tax Exempt  
 Original Issue Amount \$30,254,397.00

Dated Date: 12/01/2009  
 Sale Date: 01/14/2010  
 Delivery Date: 02/03/2010  
 Sale Type: Negotiated  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays (CIBs): Semi-Annually: 10/01, 04/01  
 1st Coupon Date: (CIBs) 04/01/2010  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Houston, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Houston, TX  
 Lead Manager: Bank of America Merrill Lynch  
 Co-Manager: Jefferies & Company  
 Co-Manager: RBC Capital Markets  
 Co-Manager: Samuel A. Ramirez & Co., Inc.  
 Co-Manager: Siebert Brandford Shank & Co.

Use of Proceeds: Refunding.

Call Option: Current Interest Bonds: Bonds maturing on 10/01/2020 to 10/01/2029 and term bonds maturing on 10/01/2031 and 10/01/2038 callable in whole or in part on any date beginning 10/01/2019 @ par.

CABS: Non-callable

Term Call: Term bonds maturing on 10/01/2031:

Mandatory Redemption Date	Principal Amount
10/01/2030	\$3,390,000
10/01/2031	\$3,560,000

Term bonds maturing on 10/01/2038:

Mandatory Redemption Date	Principal Amount
10/01/2034	\$1,820,000
10/01/2035	\$1,905,000
10/01/2036	\$2,000,000
10/01/2037	\$2,105,000
10/01/2038	\$2,205,000

Additional information: This issue defeased \$5,150,000 of mty(s) 10/1/2027 @ 116%, \$14,875,000 of mty(s) 10/1/2027 @ 114% and \$10,230,000 of mty(s) 10/1/2027 @ 108% of U/L Tax Ref Bds Ser 2008A (AMT) @ par.

Current Interest Bonds

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2013	335,000.00	2.0000%	1.320%
10/01/2014	340,000.00	2.5000%	1.720%
10/01/2015	350,000.00	3.0000%	2.130%
10/01/2016	360,000.00	3.0000%	2.570%
10/01/2017	370,000.00	3.0000%	2.860%
10/01/2018	380,000.00	3.5000%	3.120%
10/01/2019	395,000.00	3.5000%	3.340%
10/01/2020	405,000.00	3.7500%	3.550%
10/01/2021	420,000.00	4.0000%	3.700%
10/01/2022	440,000.00	4.0000%	3.800%
10/01/2023	455,000.00	4.0000%	3.870%
10/01/2024	475,000.00	4.0000%	3.950%
10/01/2025	495,000.00	4.0000%	4.030%
10/01/2026	515,000.00	4.0000%	4.100%
10/01/2027	2,035,000.00	5.0000%	4.000%
10/01/2028	2,310,000.00	5.0000%	4.070%
10/01/2029	2,425,000.00	5.0000%	4.140%
10/01/2031T	6,950,000.00	5.0000%	4.260%
10/01/2038T	10,035,000.00	5.0000%	4.460%
-----\$29,490,000.00			

Capital Appreciation Bonds

Maturity	Mat Value	Coupon	Orig Reoffering Price/Yield	Original Principal
10/01/2032	4,920,000.00	0.0000%	5.300%	65,436.00
10/01/2033	4,910,000.00	0.0000%	5.370%	53,960.90
-----\$119,396.90				

U/L Tax Port Imp & Ref Bds Ser 2010D-1 & 2010D-2  
 Tax Treatment: Tax Exempt  
 Original Issue Amount \$233,605,000.00  
 Dated Date: 08/01/2010  
 Sale Date: 07/28/2010  
 Delivery Date: 08/19/2010  
 Sale Type: Negotiated  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000

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**Port of Houston Auth (General Obligation Debt)**

**Harris County**

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Interest pays Semi-Annually: 10/01, 04/01  
 1st Coupon Date: 04/01/2011  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Houston, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Dallas, TX  
 Lead Manager: Bank of America Merrill Lynch  
 Co-Manager: Jefferies & Company  
 Co-Manager: Ramirez & Co., Inc.  
 Co-Manager: RBC Capital Markets  
 Co-Manager: Rice Financial Products Company  
 Co-Manager: Siebert Brandford Shank & Co.  
 Co-Manager: Wells Fargo Securities

Co-Manager: Ramirez & Co., Inc.  
 Co-Manager: RBC Capital Markets  
 Co-Manager: Rice Financial Products Company  
 Co-Manager: Siebert Brandford Shank & Co.  
 Co-Manager: Wells Fargo Securities

Use of Proceeds: Port Imps, Refunding Comm Paper.

Use of Proceeds: Refunding.

Call Option: Bonds maturing on 10/01/2023 to 10/01/2031 and term bonds maturing on 10/01/2035 and 10/01/2039 callable in whole or in part on any date beginning 10/01/2020 @ par.

Call Option: Current Interest Bonds: Bonds maturing on 10/01/2021 to 10/01/2030 and term bonds maturing on 10/01/2033 and 10/01/2038 and 10/01/2038 callable in whole or in part on any date beginning 10/01/2020 @ par.

Term Call: Term bonds maturing on 10/01/2035 (Series 2010D-1):

Mandatory Redemption Date	Principal Amount
10/01/2032	\$13,470,000
10/01/2033	\$14,150,000
10/01/2034	\$14,850,000
10/01/2035	\$14,530,000

CABs: Non-callable

Term Call: Term bonds maturing on 10/01/2033:

Mandatory Redemption Date	Principal Amount
10/01/2031	\$785,000
10/01/2032	\$945,000
10/01/2033	\$985,000

Term bonds maturing on 10/01/2039 (Series 2010D-2):

Mandatory Redemption Date	Principal Amount
10/01/2035	\$1,070,000
10/01/2036	\$16,380,000
10/01/2037	\$17,195,000
10/01/2038	\$18,060,000
10/01/2039	\$32,960,000

Term bonds maturing on 10/01/2038 (4.25%):

Mandatory Redemption Date	Principal Amount
10/01/2036	\$2,545,000
10/01/2037	\$2,730,000
10/01/2038	\$2,730,000

Term bonds maturing on 10/01/2038 (5.00%):

Mandatory Redemption Date	Principal Amount
10/01/2036	\$1,600,000
10/01/2037	\$1,600,000
10/01/2038	\$1,800,000

Additional information: This issue defeased mty(s) \$330,000.00 of 10/1/2029 @ 116.50%, \$1,600,000.00 of 10/1/2033 @ 113.50% and \$20,400,000.00 of 10/1/2038 @ 109.50% of U/L Tax Ref Bds Ser 2008A (AMT) @ par.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2023	3,590,000.00	5.0000%	3.240%
10/01/2024	9,200,000.00	5.0000%	3.360%
10/01/2025	9,660,000.00	5.0000%	3.470%
10/01/2026	10,140,000.00	5.0000%	3.570%
10/01/2027	10,555,000.00	5.0000%	3.670%
10/01/2028	11,090,000.00	5.0000%	3.770%
10/01/2029	11,645,000.00	5.0000%	3.850%
10/01/2030	12,225,000.00	5.0000%	3.930%
10/01/2031	12,835,000.00	5.0000%	4.010%
10/01/2035T	57,000,000.00	5.0000%	4.250%
10/01/2039T	85,665,000.00	5.0000%	4.270%
-----\$233,605,000.00			

Current Interest Bonds

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2014	280,000.00	2.0000%	1.040%
10/01/2015	285,000.00	2.0000%	1.490%
10/01/2016	290,000.00	2.2500%	1.880%
10/01/2017	300,000.00	2.5000%	2.170%
10/01/2018	305,000.00	2.5000%	2.390%
10/01/2019	315,000.00	3.0000%	2.580%
10/01/2020	320,000.00	3.2500%	2.770%
10/01/2021	330,000.00	3.0000%	2.970%
10/01/2022	340,000.00	3.0000%	3.210%
10/01/2023	355,000.00	3.2500%	3.430%
10/01/2024	365,000.00	3.5000%	3.550%
10/01/2025	375,000.00	4.0000%	3.660%
10/01/2026	390,000.00	4.0000%	3.760%
10/01/2027	500,000.00	4.0000%	3.860%
10/01/2028	535,000.00	4.0000%	3.960%
10/01/2029	555,000.00	4.0000%	4.040%
10/01/2030	755,000.00	4.0000%	4.120%
10/01/2033T	2,715,000.00	4.2500%	4.330%
10/01/2038T	8,005,000.00	4.2500%	4.390%
10/01/2038T	5,000,000.00	5.0000%	4.280%
-----\$22,315,000.00			

U/L Tax Ref Bds Ser 2010E

Tax Treatment: Tax Exempt  
 Original Issue Amount \$22,330,000.00  
 Dated Date: 08/01/2010  
 Sale Date: 07/28/2010  
 Delivery Date: 08/19/2010  
 Sale Type: Negotiated  
 Record Date: MSRB  
 Bond Form: BE  
 Denomination: 5000  
 Interest pays (CIBs) Semi-Annually: 10/01, 04/01  
 1st Coupon Date: (CIBs) 04/01/2011  
 Paying Agent: The Bank of New York Mellon Trust Company, N.A., Houston, TX  
 Bond Counsel: Andrews Kurth L.L.P.  
 Financial Advisor: First Southwest Company, Dallas, TX  
 Lead Manager: Bank of America Merrill Lynch  
 Co-Manager: Jefferies & Company

Capital Appreciation Bonds

Maturity	Mat Value	Coupon	Orig Reoffering Price/Yield	Original Principal
10/01/2034	4,140,000.00	0.0000%	5.000%	5,000.00

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10/01/2035    4,140,000.00    0.0000%    5.000%    10,000.00  
-----\$15,000.00

U/L Tax Ref Bds Ser 2011 A (AMT)  
Tax Treatment:    Alt. Min. Tax  
Original Issue Amount \$47,345,000.00  
Dated Date:        09/15/2011  
Sale Date:         09/20/2011  
Delivery Date:     10/20/2011  
Sale Type:         Negotiated  
Record Date:       MSRB  
Bond Form:         BE  
Denomination       5000  
Interest pays       Semi-Annually: 10/01, 04/01  
1st Coupon Date:   04/01/2012  
Paying Agent: The Bank of New York Mellon Trust Company, N.A., Houston, TX  
Bond Counsel: Haynes & Boone, LLP  
Financial Advisor: First Southwest Company  
Lead Manager: Barclays Capital Inc.  
Co-Manager: Bank of America Merrill Lynch  
Co-Manager: Cabrera Capital Markets, LLC  
Co-Manager: JPMorgan Chase Bank  
Co-Manager: Piper Jaffray & Co.  
Underwriter's Counsel: Andrews Kurth L.L.P.

Use of Proceeds: Refunding.

Call Option: Bonds maturing on 10/01/2022 to 10/01/2026 callable in whole or in part on any date beginning 10/01/2021 @ par.

Additional information: This issue defeased mty(s) 10/01/2012-10/01/2021, 10/01/2026 of U/L Tax Port Imp Bds Ser 2001B (AMT) @ par.

Maturity	Amount	Coupon	Orig Reoffering Price/Yield
10/01/2013	2,400,000.00	3.0000%	0.640%
10/01/2014	2,450,000.00	4.0000%	0.870%
10/01/2015	2,535,000.00	5.0000%	1.140%
10/01/2016	2,650,000.00	5.0000%	1.550%
10/01/2017	2,770,000.00	5.0000%	1.930%
10/01/2018	2,905,000.00	5.0000%	2.250%
10/01/2019	3,045,000.00	5.0000%	2.570%
10/01/2020	3,190,000.00	5.0000%	2.860%
10/01/2021	3,360,000.00	5.0000%	3.030%
10/01/2022	3,505,000.00	5.0000%	3.250%
10/01/2023	3,700,000.00	5.0000%	3.530%
10/01/2024	3,900,000.00	5.0000%	3.720%
10/01/2025	4,105,000.00	5.0000%	3.860%
10/01/2026	4,325,000.00	3.7500%	3.940%
-----\$44,840,000.00			

GRAND TOTAL===== >        \$731,969,396.90

**BOND DEBT SERVICE**

Period Ending	Principal	Interest	Debt Service
12/31/2013	14,345,000.00	37,504,543.75	51,849,543.75
12/31/2014	15,245,000.00	36,890,468.75	52,135,468.75
12/31/2015	15,950,000.00	36,194,218.75	52,144,218.75
12/31/2016	16,725,000.00	35,424,968.75	52,149,968.75
12/31/2017	19,720,000.00	34,617,143.75	54,337,143.75
12/31/2018	20,685,000.00	33,730,093.75	54,415,093.75
12/31/2019	22,420,000.00	32,709,168.75	55,129,168.75
12/31/2020	23,885,000.00	31,607,393.75	55,492,393.75
12/31/2021	25,040,000.00	30,430,806.25	55,470,806.25

12/31/2022	25,520,000.00	29,195,731.25	54,715,731.25
12/31/2023	21,305,000.00	27,962,056.25	49,267,056.25
12/31/2024	22,285,000.00	26,978,443.75	49,263,443.75
12/31/2025	23,410,000.00	25,846,606.25	49,256,606.25
12/31/2026	24,600,000.00	24,649,556.25	49,249,556.25
12/31/2027	26,465,000.00	23,445,043.75	49,910,043.75
12/31/2028	27,885,000.00	22,025,793.75	49,910,793.75
12/31/2029	29,395,000.00	20,517,581.25	49,912,581.25
12/31/2030	30,985,000.00	18,926,631.25	49,911,631.25
12/31/2031	32,635,000.00	17,275,187.50	49,910,187.50
12/31/2032	29,520,436.00	20,387,451.50	49,907,887.50
12/31/2033	31,153,960.90	18,754,064.10	49,908,025.00
12/31/2034	33,600,000.00	16,305,806.25	49,905,806.25
12/31/2035	35,395,000.00	14,515,275.00	49,910,275.00
12/31/2036	41,405,000.00	8,504,275.00	49,909,275.00
12/31/2037	43,575,000.00	6,335,112.50	49,910,112.50
12/31/2038	45,860,000.00	4,052,181.25	49,912,181.25
12/31/2039	32,960,000.00	1,648,000.00	34,608,000.00
-----			
	731,969,396.90	636,433,603.10	1,368,403,000.00
=====			

COMPUTED ON BASIS OF MANDATORY REDEMPTION  
CAPITAL APPRECIATION DEBT SERVICE REQUIREMENTS SHOWN ON NON-ACCRETED BASIS. SEE APPENDIX FOR ACCRETION TABLE(S).

**DEBT AMORTIZATION RATES**

Period Ending	Principal	% of Principal Retired
12/31/2013	14,345,000.00	01.96%
12/31/2014	15,245,000.00	04.04%
12/31/2015	15,950,000.00	06.22%
12/31/2016	16,725,000.00	08.51%
12/31/2017	19,720,000.00	11.20%
12/31/2018	20,685,000.00	14.03%
12/31/2019	22,420,000.00	17.09%
12/31/2020	23,885,000.00	20.35%
12/31/2021	25,040,000.00	23.77%
12/31/2022	25,520,000.00	27.26%
12/31/2023	21,305,000.00	30.17%
12/31/2024	22,285,000.00	33.22%
12/31/2025	23,410,000.00	36.41%
12/31/2026	24,600,000.00	39.77%
12/31/2027	26,465,000.00	43.39%
12/31/2028	27,885,000.00	47.20%
12/31/2029	29,395,000.00	51.22%
12/31/2030	30,985,000.00	55.45%
12/31/2031	32,635,000.00	59.91%
12/31/2032	29,520,436.00	63.94%
12/31/2033	31,153,960.90	68.20%
12/31/2034	33,600,000.00	72.79%
12/31/2035	35,395,000.00	77.62%
12/31/2036	41,405,000.00	83.28%
12/31/2037	43,575,000.00	89.23%
12/31/2038	45,860,000.00	95.50%
12/31/2039	32,960,000.00	100.00%

**DEBT SERVICE FUND MANAGEMENT INDEX**

G.O. Debt Service Requirements for fiscal year-ending 12/31/2013        \$51,849,544  
I&S Fds a11 G.O. issues 12/31/2012    \$44,916,000  
2012 I&S Fund Tax Levy @ 90%        49,046,628

GENERAL OBLIGATION BONDS AUTHORIZED BUT UNISSUED None

PENSION FUND LIABILITY The Authority has a noncontributory defined benefit

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pension plan covering all permanent, full-time employees after the completion of one year of employment. Employees vest in the plan after five years of continuous service with the Authority.

**Actuarial Valuation:**

	August 1, 2012	August 1, 2011
Assets	\$129,522,000	\$123,763,000
Accrued Liabilities	139,259,000	132,495,000
	-----	-----
Unfunded Liability	(\$ 9,737,000)	(\$ 8,732,000)
Funded Ratio	93.0%	93.4%
Annual Covered Payroll	\$35,082,000	\$35,571,000
Liability as % of Covered Payroll	27.8%	24.5%

Source: Port of Houston Authority CAFR dated December 31, 2012.

**DEFINED CONTRIBUTION PLAN**

The Port Commission of the Authority authorized creation of the Port of Houston Authority Defined Contribution Plan ("DC Plan"), a contributory benefit plan covering all permanent, full-time employees hired on or after August 1, 2012.

The DC Plan is a tax qualified plan under Section 401(a) of the Internal Revenue Code and all contributions made by the Authority on behalf of employees are tax deferred until time of withdrawal. The Authority contributed approximately \$3,000 during 2012, reflecting 3.5% of the covered payroll.

Source: Port of Houston Authority CAFR dated December 31, 2012

**POST EMPLOYMENT HEALTH BENEFITS: GASB STATEMENT 45**

GASB released the Statement of Governmental Accounting Standards No. 45 (GASB 45), Accounting and Financial Reporting by Employers for Post Employment Benefits Other Than Pensions (OPEB), in June 2004. The Authority has implemented GASB 45 for the fiscal year beginning January 1, 2007. GASB 45 sets forth standards for measurement, recognition, and display of post-employment benefits, other than pensions, such as health and life insurance for current and future retirees.

The Authority's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and the net OPEB obligations were as follows:

Fiscal Year	Annual OPEB	% of Annual OPEB	Net OPEB
12/31/2012	\$ 7,731,000	139.1%	\$37,072,000
12/31/2011	\$ 7,921,000	133.0%	\$40,096,000
12/31/2010	\$14,147,000	20.5%	\$42,710,000

The plan was funded in the amounts of \$8,000,000 in December 2011 and \$8,000,000 in December 2012. However, actuarial valuations are performed every two years. As of January 1, 2012, the actuarial valuation date, the plan was not funded. The actuarial accrued liability for benefits was \$56,476,000, and the actuarial value of assets was \$0, resulting in an unfunded actuarial accrued liability (UAAL) of \$56,476,000. The covered payroll was \$34,939,000 and the ratio of the UAAL to the covered payroll was 161.6%.

Source: Port of Houston Authority CAFR dated December 31, 2012.

**NON-FUNDED DEBT PAYABLE (As of December 31, 2012)**

The District reports additional debt in the principal amount of \$45,316,000 under Liabilities as follows:

Amount Outstanding	Reported Under
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Claims Payable	\$2,736,000	Liabilities
Compensated Absences	\$5,508,000	Liabilities
OPEB*	\$37,072,000	Liabilities

\* See PENSION FUND LIABILITY section for details of this obligation.

**ESTIMATED OVERLAPPING DEBT STATEMENT**

Taxing Body	Debt Amount	As Of	%Ovlp	Ovlp Amt
Addicks UD	\$11,362,071	02/29/12	100.00	\$11,362,071
Aldine ISD	377,224,044	06/30/12	100.00	377,224,044
Alief ISD	174,930,656	* 04/30/13	100.00	174,930,656
Baker Road MUD	3,875,000	* 04/30/13	100.00	3,875,000
Barker-Cypress MUD	18,226,812	03/31/12	100.00	18,226,812
Baybrook MUD # 1	14,318,467	10/23/12	100.00	14,318,467
Baytown, City of	74,294,168	09/30/11	94.62	70,297,142
Beechnut MUD	3,363,696	12/31/11	100.00	3,363,696
Bellaire, City of	64,875,000	* 04/30/13	100.00	64,875,000
Bilma PUD	17,125,730	06/07/12	100.00	17,125,730
Bissonnet MUD	12,712,060	06/13/12	100.00	12,712,060
Brazoria Co MUD # 18	28,524,428	02/28/13	47.51	13,551,956
Brazoria Co MUD # 28	11,516,508	07/31/12	0.21	24,185
Bridgestone MUD	64,793,814	03/20/12	100.00	64,793,814
Bunker Hill Village, City	15,970,000	* 04/30/13	100.00	15,970,000
Castlewood MUD	7,557,187	06/30/12	100.00	7,557,187
Channelview ISD	157,946,404	08/31/11	100.00	157,946,404
Charterwood MUD	13,458,693	03/31/12	100.00	13,458,693
Chelford City MUD	5,953,657	11/07/11	45.97	2,736,896
Chelford One MUD	4,817,226	09/30/12	100.00	4,817,226
Chimney Hill MUD	13,379,911	11/22/11	100.00	13,379,911
Cimarron MUD	25,580,000	* 04/30/13	96.86	24,776,788
Cinco MUD # 3	6,217,628	* 04/30/13	13.85	861,141
Cinco MUD # 6	7,630,382	* 04/30/13	35.39	2,700,392
Cinco MUD # 9	7,758,888	* 04/30/13	40.36	3,131,487
Clay Road MUD	7,135,280	07/31/12	100.00	7,135,280
Clear Brook City MUD	58,065,000	11/01/12	100.00	58,065,000
Clear Creek ISD	602,665,000	* 04/30/13	67.09	404,327,949
Clear Lake City Water Auth	67,115,000	* 04/30/13	100.00	67,115,000
Clear Lake City Water Auth- Harris Co WC&ID #75	735,000	* 04/30/13	100.00	735,000
CNP UD	18,579,294	10/31/11	100.00	18,579,294
Cornerstones MUD	3,554,420	02/20/12	82.52	2,933,107
Crosby ISD	58,945,717	* 04/30/13	100.00	58,945,717
Crosby MUD	9,180,420	12/31/11	100.00	9,180,420
Cy-Champ PUD	11,365,000	* 04/30/13	100.00	11,365,000
Cypress Creek UD	1,011,009	09/30/11	100.00	1,011,009
Cypress Forest PUD	3,655,000	* 04/30/13	100.00	3,655,000
Cypress Hill MUD # 1	36,600,517	06/15/12	100.00	36,600,517
Cypress-Fairbanks ISD	1,734,595,941	06/30/12	100.00	1,734,595,941
Cypress-Klein UD	2,167,567	01/09/12	100.00	2,167,567
Cypresswood UD	3,290,000	* 04/30/13	100.00	3,290,000
Dayton ISD	19,620,000	* 04/30/13	0.15	29,430
Deer Park ISD	270,925,000	* 04/30/13	100.00	270,925,000
Deer Park, City of	38,292,789	09/30/12	100.00	38,292,789
Dowdell PUD	15,111,445	04/19/12	100.00	15,111,445
El Dorado UD	2,599,180	09/30/12	100.00	2,599,180
El Lago, City of	1,715,000	* 04/30/13	100.00	1,715,000
Emerald Forest UD	12,714,728	01/14/13	100.00	12,714,728
Encanto Real UD	2,944,101	10/16/12	100.00	2,944,101
Fallbrook UD	6,305,221	12/17/12	100.00	6,305,221
Faulkey Gully MUD	13,665,000	* 04/30/13	100.00	13,665,000
Forest Hills MUD	4,993,942	03/01/12	100.00	4,993,942
Fort Bend Co MUD # 30	38,300,569	09/30/12	0.08	30,640
Fort Bend Co WC&ID #2	62,053,683	11/30/12	0.77	477,813

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Fountainhead MUD	2,771,348	03/31/12	100.00	2,771,348	Harris Co MUD #153	18,946,444	01/16/13	100.00	18,946,444
Friendswood, City of	16,088,674	03/31/12	19.80	3,185,557	Harris Co MUD #154	13,962,503	08/31/12	100.00	13,962,503
Fry Road MUD	1,432,982	09/18/12	100.00	1,432,982	Harris Co MUD #155	5,583,062	08/31/12	100.00	5,583,062
Galena Park ISD	231,357,980	* 04/30/13	100.00	231,357,980	Harris Co MUD #156	10,262,808	07/31/12	100.00	10,262,808
Galena Park, City of	1,401,486	09/30/12	100.00	1,401,486	Harris Co MUD #157	37,025,701	10/23/12	100.00	37,025,701
Goose Creek Cons ISD	312,425,000	* 04/30/13	73.84	230,694,620	Harris Co MUD #158	10,376,138	05/18/12	100.00	10,376,138
Grant Road PUD	7,553,472	05/30/12	100.00	7,553,472	Harris Co MUD #162	1,880,051	05/08/12	100.00	1,880,051
Green Trails MUD	2,010,278	06/30/12	100.00	2,010,278	Harris Co MUD #165	64,107,808	09/30/12	100.00	64,107,808
Greens Parkway MUD	17,249,539	04/30/12	100.00	17,249,539	Harris Co MUD #166	10,021,003	06/19/12	100.00	10,021,003
Greenwood UD	8,606,742	12/31/11	100.00	8,606,742	Harris Co MUD #167	34,730,094	10/17/12	100.00	34,730,094
Harris Co	2,208,298,306	02/29/12	100.00	2,208,298,306	Harris Co MUD #168	11,755,000	* 04/30/13	100.00	11,755,000
Harris Co Dept of Ed	7,605,000	* 04/30/13	100.00	7,605,000	Harris Co MUD #170	2,538,786	10/01/11	100.00	2,538,786
Harris Co Flood Control	91,076,282	02/29/12	100.00	91,076,282	Harris Co MUD #172	22,398,605	11/27/12	100.00	22,398,605
Harris Co FWSD # 1-A	420,000	* 04/30/13	100.00	420,000	Harris Co MUD #173	14,608,098	10/09/12	100.00	14,608,098
Harris Co FwSD #27	1,315,000	* 04/30/13	100.00	1,315,000	Harris Co MUD #180	3,445,000	* 04/30/13	100.00	3,445,000
Harris Co FWSD #51	13,285,821	06/30/12	100.00	13,285,821	Harris Co MUD #182	2,055,002	12/31/11	100.00	2,055,002
Harris Co FWSD #58	1,816,117	06/30/12	100.00	1,816,117	Harris Co MUD #183	2,360,000	* 04/30/13	100.00	2,360,000
Harris Co FWSD #61	28,150,203	01/25/12	100.00	28,150,203	Harris Co MUD #185	705,000	* 04/30/13	100.00	705,000
Harris Co ID #1	9,533,251	12/31/12	100.00	9,533,251	Harris Co MUD #186	1,420,000	* 04/30/13	100.00	1,420,000
Harris Co ID # 18	8,801,405	03/28/13	100.00	8,801,405	Harris Co MUD #188	13,612,752	12/01/12	100.00	13,612,752
Harris Co MUD # 1	31,744,899	09/30/11	100.00	31,744,899	Harris Co MUD #189	3,597,263	06/30/12	100.00	3,597,263
Harris Co MUD # 5	14,331,729	01/16/13	100.00	14,331,729	Harris Co MUD #191	3,545,000	* 04/30/13	100.00	3,545,000
Harris Co MUD # 8	4,374,688	06/30/12	100.00	4,374,688	Harris Co MUD #196	24,789,880	12/18/12	100.00	24,789,880
Harris Co MUD # 11	7,123,691	12/31/11	100.00	7,123,691	Harris Co MUD #200	8,978,154	05/31/12	100.00	8,978,154
Harris Co MUD # 16	6,692,520	02/14/12	100.00	6,692,520	Harris Co MUD #205	640,000	* 04/30/13	100.00	640,000
Harris Co MUD # 24	15,452,910	04/30/12	100.00	15,452,910	Harris Co MUD #208	3,012,908	09/04/12	100.00	3,012,908
Harris Co MUD # 25	1,257,567	07/31/12	100.00	1,257,567	Harris Co MUD #211	1,940,000	* 04/30/13	100.00	1,940,000
Harris Co MUD # 26	28,554,531	11/13/12	100.00	28,554,531	Harris Co MUD #216	6,840,851	06/30/12	100.00	6,840,851
Harris Co MUD # 33	5,445,000	* 04/30/13	100.00	5,445,000	Harris Co MUD #217	6,258,270	09/30/12	100.00	6,258,270
Harris Co MUD # 43	4,752,877	09/02/12	100.00	4,752,877	Harris Co MUD #220	8,131,066	10/22/12	100.00	8,131,066
Harris Co MUD # 44	1,975,166	07/31/12	100.00	1,975,166	Harris Co MUD #221	6,903,386	04/24/12	100.00	6,903,386
Harris Co MUD # 46	7,090,844	05/31/12	100.00	7,090,844	Harris Co MUD #222	3,917,499	09/30/12	100.00	3,917,499
Harris Co MUD # 49	19,010,031	11/15/12	100.00	19,010,031	Harris Co MUD #230	21,402,904	07/31/12	100.00	21,402,904
Harris Co MUD # 50	813,084	05/31/12	100.00	813,084	Harris Co MUD #233	6,651,032	09/30/12	100.00	6,651,032
Harris Co MUD # 53	27,521,556	03/21/13	100.00	27,521,556	Harris Co MUD #238	21,880,435	01/22/13	100.00	21,880,435
Harris Co MUD # 55	16,859,372	12/31/11	100.00	16,859,372	Harris Co MUD #239	14,150,464	09/30/12	100.00	14,150,464
Harris Co MUD # 58	2,103,064	09/30/11	100.00	2,103,064	Harris Co MUD #248	16,564,110	09/12/12	100.00	16,564,110
Harris Co MUD # 61	4,510,000	* 04/30/13	100.00	4,510,000	Harris Co MUD #249	12,661,138	02/16/12	100.00	12,661,138
Harris Co MUD # 62	398,793	10/31/11	100.00	398,793	Harris Co MUD #250	2,748,749	08/31/12	100.00	2,748,749
Harris Co MUD # 63	11,972,703	10/31/11	100.00	11,972,703	Harris Co MUD #255	840,000	* 04/30/13	100.00	840,000
Harris Co MUD # 64	12,339,903	04/11/12	100.00	12,339,903	Harris Co MUD #257	2,502,499	10/24/12	100.00	2,502,499
Harris Co MUD # 65	13,627,526	02/12/13	100.00	13,627,526	Harris Co MUD #261	1,435,000	* 04/30/13	100.00	1,435,000
Harris Co MUD # 70	15,302,960	10/01/12	100.00	15,302,960	Harris Co MUD #264	120,000	* 04/30/13	100.00	120,000
Harris Co MUD # 71	41,138,531	11/12/12	100.00	41,138,531	Harris Co MUD #275	1,275,000	* 04/30/13	100.00	1,275,000
Harris Co MUD # 81	8,815,000	* 04/30/13	100.00	8,815,000	Harris Co MUD #276	19,561,518	02/13/13	100.00	19,561,518
Harris Co MUD # 82	21,918,100	12/17/12	100.00	21,918,100	Harris Co MUD #278	34,488,239	03/19/13	100.00	34,488,239
Harris Co MUD # 86	11,392,841	09/30/11	100.00	11,392,841	Harris Co MUD #280	8,671,269	01/04/12	100.00	8,671,269
Harris Co MUD # 96	22,545,334	11/17/12	100.00	22,545,334	Harris Co MUD #281	16,121,986	07/31/12	100.00	16,121,986
Harris Co MUD #102	10,105,000	* 04/30/13	100.00	10,105,000	Harris Co MUD #282	4,180,947	07/31/12	100.00	4,180,947
Harris Co MUD #104	9,840,000	* 04/30/13	100.00	9,840,000	Harris Co MUD #284	15,628,917	09/01/12	100.00	15,628,917
Harris Co MUD #105	21,770,000	02/20/12	100.00	21,770,000	Harris Co MUD #285	45,881,977	02/21/13	100.00	45,881,977
Harris Co MUD #106	22,235,408	11/26/12	100.00	22,235,408	Harris Co MUD #286	635,000	* 04/30/13	100.00	635,000
Harris Co MUD #109	18,299,321	05/31/12	100.00	18,299,321	Harris Co MUD #287	5,951,329	03/31/12	100.00	5,951,329
Harris Co MUD #118	7,875,109	09/30/11	100.00	7,875,109	Harris Co MUD #290	42,129,200	10/04/12	100.00	42,129,200
Harris Co MUD #119	3,785,889	05/03/12	100.00	3,785,889	Harris Co MUD #304	16,221,632	01/17/13	100.00	16,221,632
Harris Co MUD #120	14,620,555	03/08/12	100.00	14,620,555	Harris Co MUD #316	3,805,000	* 04/30/13	100.00	3,805,000
Harris Co MUD #122	2,322,218	09/01/12	100.00	2,322,218	Harris Co MUD #321	4,407,607	09/30/11	100.00	4,407,607
Harris Co MUD #127	9,860,657	03/22/12	100.00	9,860,657	Harris Co MUD #322	7,512,302	09/28/11	100.00	7,512,302
Harris Co MUD #130	9,948,107	09/30/12	100.00	9,948,107	Harris Co MUD #341	7,557,715	02/13/12	100.00	7,557,715
Harris Co MUD #132	5,202,321	05/31/12	100.00	5,202,321	Harris Co MUD #342	13,122,649	01/31/12	100.00	13,122,649
Harris Co MUD #144	3,525,000	* 04/30/13	100.00	3,525,000	Harris Co MUD #344	23,733,776	01/31/12	100.00	23,733,776
Harris Co MUD #147	2,031,843	09/30/12	100.00	2,031,843	Harris Co MUD #345	3,235,000	* 04/30/13	100.00	3,235,000
Harris Co MUD #148	9,218,169	07/10/12	100.00	9,218,169	Harris Co MUD #354	20,816,968	01/28/13	100.00	20,816,968
Harris Co MUD #149	2,449,207	04/01/12	100.00	2,449,207	Harris Co MUD #355	9,518,956	09/30/12	100.00	9,518,956
Harris Co MUD #150	15,432,761	04/30/12	100.00	15,432,761	Harris Co MUD #358	9,347,935	12/31/11	100.00	9,347,935
Harris Co MUD #151	10,667,482	05/31/12	100.00	10,667,482	Harris Co MUD #359	5,913,713	08/31/12	100.00	5,913,713
Harris Co MUD #152	12,436,121	05/31/12	100.00	12,436,121	Harris Co MUD #360	9,539,806	06/06/12	100.00	9,539,806

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Harris Co MUD #361	12,919,939	05/31/12	100.00	12,919,939	Hilshire Village, City of	160,000	* 04/30/13	100.00	160,000
Harris Co MUD #364	17,314,471	01/22/13	100.00	17,314,471	Horsepen Bayou MUD	10,630,000	* 04/30/13	100.00	10,630,000
Harris Co MUD #365	13,222,209	09/01/12	100.00	13,222,209	Houston Community College System	676,095,000	* 04/30/13	95.83	647,901,839
Harris Co MUD #367	21,673,885	02/13/13	100.00	21,673,885	Houston ISD	2,394,679,852	11/30/12	100.00	2,394,679,852
Harris Co MUD #368	52,427,760	10/18/12	100.00	52,427,760	Houston, City of	2,862,207,683	06/30/12	99.22	2,839,882,463
Harris Co MUD #370	19,601,497	02/04/13	100.00	19,601,497	Huffman ISD	47,634,998	* 04/30/13	100.00	47,634,998
Harris Co MUD #371	16,444,994	09/01/12	100.00	16,444,994	Humble ISD	591,255,000	* 04/30/13	100.00	591,255,000
Harris Co MUD #372	10,760,187	09/01/12	100.00	10,760,187	Humble, City of	9,000,000	* 04/30/13	100.00	9,000,000
Harris Co MUD #373	3,653,425	06/04/12	100.00	3,653,425	Hunter's Glen MUD	20,540,474	12/17/12	100.00	20,540,474
Harris Co MUD #374	39,041,262	01/21/13	100.00	39,041,262	Interstate MUD	11,372,160	09/11/12	100.00	11,372,160
Harris Co MUD #381	8,400,020	07/31/12	100.00	8,400,020	Inverness Forest ID	2,770,000	* 04/30/13	100.00	2,770,000
Harris Co MUD #382	9,524,340	12/05/12	100.00	9,524,340	Jacinto City, City of	5,230,000	* 04/30/13	100.00	5,230,000
Harris Co MUD #383	22,809,662	12/05/12	100.00	22,809,662	Jersey Village, City of	18,375,000	* 04/30/13	100.00	18,375,000
Harris Co MUD #389	9,735,645	11/30/11	100.00	9,735,645	Katy ISD	1,129,844,928	* 04/30/13	57.80	653,050,368
Harris Co MUD #390	16,277,587	11/20/12	100.00	16,277,587	Katy, City of	9,295,000	* 04/30/13	47.19	4,386,311
Harris Co MUD #391	30,815,588	03/11/13	100.00	30,815,588	Kings Manor MUD	14,602,776	05/31/12	31.38	4,582,351
Harris Co MUD #393	7,550,846	04/30/12	100.00	7,550,846	Kingsbridge MUD	27,026,164	07/12/12	3.09	835,108
Harris Co MUD #396	19,580,500	10/10/12	100.00	19,580,500	Kirkmont MUD	0	05/31/12	100.00	0
Harris Co MUD #397	22,054,113	01/17/12	100.00	22,054,113	Klein ISD	717,189,616	08/31/12	100.00	717,189,616
Harris Co MUD #399	3,631,519	05/31/12	100.00	3,631,519	Kleinwood MUD	13,941,379	07/26/12	100.00	13,941,379
Harris Co MUD #400	30,546,868	12/17/12	100.00	30,546,868	La Porte ISD	200,635,000	* 04/30/13	99.99	200,614,937
Harris Co MUD #401	6,845,249	07/31/12	100.00	6,845,249	La Porte, City of	22,121,712	09/30/11	100.00	22,121,712
Harris Co MUD #406	3,245,000	* 04/30/13	100.00	3,245,000	Lake MUD	7,046,566	07/31/12	100.00	7,046,566
Harris Co MUD #407	5,114,294	09/06/11	100.00	5,114,294	Langham Creek UD	15,028,713	10/10/12	100.00	15,028,713
Harris Co MUD #410	8,839,525	09/02/12	100.00	8,839,525	League City, City of	99,695,224	09/30/12	1.63	1,625,032
Harris Co MUD #411	3,496,165	07/31/12	100.00	3,496,165	Lee College Dist	12,045,000	* 04/30/13	68.62	8,265,279
Harris Co MUD #412	25,173,096	07/31/12	100.00	25,173,096	Lone Star College System	493,510,072	08/31/12	73.95	364,950,698
Harris Co MUD #419	61,231,092	11/01/12	100.00	61,231,092	Lonehorn Town UD	4,468,539	06/30/12	100.00	4,468,539
Harris Co MUD #420	3,449,919	04/30/12	100.00	3,449,919	Louetta North PUD	7,071,753	12/06/12	100.00	7,071,753
Harris Co MUD #432	5,163,553	01/16/13	100.00	5,163,553	Louetta Road UD	1,140,000	* 04/30/13	100.00	1,140,000
Harris Co MUD #450	6,207,404	11/12/12	100.00	6,207,404	Luce Bayou PUD	1,428,370	03/31/12	100.00	1,428,370
Harris Co MUD #460	2,154,326	06/30/12	100.00	2,154,326	Malcomson Road UD	14,985,000	* 04/30/13	100.00	14,985,000
Harris Co MUD #468	25,231,098	01/02/13	100.00	25,231,098	Mason Creek UD	2,192,118	11/14/12	100.00	2,192,118
Harris Co Road Improvement Dist	1,945,000	* 04/30/13	100.00	1,945,000	Mayde Creek MUD	12,640,074	12/20/12	100.00	12,640,074
Harris Co Toll Road	0	02/29/12	100.00	0	Meadowhill Reg MUD	28,671,011	11/19/12	100.00	28,671,011
Harris Co UD # 6	3,160,000	* 04/30/13	100.00	3,160,000	Memorial Hills UD	5,164,641	05/31/12	100.00	5,164,641
Harris Co UD # 14	3,063,606	03/31/12	100.00	3,063,606	Memorial MUD	10,652,937	01/23/12	100.00	10,652,937
Harris Co UD # 15	5,705,363	03/31/12	100.00	5,705,363	Mills Road MUD	6,626,157	04/18/12	100.00	6,626,157
Harris Co UD # 16	14,548,321	03/09/12	100.00	14,548,321	Mission Bend MUD # 2	9,655,000	* 04/30/13	100.00	9,655,000
Harris Co WC&ID # 1	1,735,014	09/30/12	100.00	1,735,014	Missouri City, City of	66,599,199	06/30/12	4.23	2,817,146
Harris Co WC&ID # 21	10,273,141	07/31/12	100.00	10,273,141	Morgan's Point, City of	1,834,591	09/30/11	100.00	1,834,591
Harris Co WC&ID # 36	11,745,000	* 04/30/13	100.00	11,745,000	Morton Road MUD	6,558,966	11/17/11	100.00	6,558,966
Harris Co WC&ID # 70	2,161,546	08/31/12	100.00	2,161,546	Mount Houston Road MUD	14,705,945	03/31/12	100.00	14,705,945
Harris Co WC&ID # 74	6,480,410	03/31/11	100.00	6,480,410	Nassau Bay, City of	1,756,049	09/30/11	100.00	1,756,049
Harris Co WC&ID # 84	6,035,034	06/30/12	100.00	6,035,034	New Caney ISD	245,059,358	* 04/30/13	2.12	5,195,258
Harris Co WC&ID # 89	36,815,150	03/31/12	100.00	36,815,150	Newport MUD	14,788,187	10/24/12	100.00	14,788,187
Harris Co WC&ID # 91	317,204	12/31/11	100.00	317,204	North Belt UD	3,466,960	01/31/12	100.00	3,466,960
Harris Co WC&ID # 96	43,758,095	09/04/12	100.00	43,758,095	North Forest ISD	55,106,181	08/31/12	100.00	55,106,181
Harris Co WC&ID #109	7,371,351	12/17/12	100.00	7,371,351	N Mission Glen MUD	24,053,587	02/12/13	0.95	228,509
Harris Co WC&ID #110	24,544,425	11/14/12	100.00	24,544,425	North Park PUD	5,283,393	09/30/11	100.00	5,283,393
Harris Co WC&ID #119	25,629,348	01/31/13	100.00	25,629,348	Northampton MUD	16,607,366	09/17/12	100.00	16,607,366
Harris Co WC&ID #133	3,603,076	07/31/12	100.00	3,603,076	Northeast Harris Co MUD	3,128,723	05/02/11	100.00	3,128,723
Harris Co WC&ID #136	2,767,177	12/31/11	100.00	2,767,177	Northgate Crossing MUD #1	4,548,659	10/11/12	100.00	4,548,659
Harris Co WC&ID #155	9,410,000	* 04/30/13	100.00	9,410,000	Northgate Crossing MUD #2	14,977,885	07/26/12	100.00	14,977,885
Harris Co WC&ID #156	2,840,000	* 04/30/13	100.00	2,840,000	Northgate Crossing RUD	5,044,207	08/01/12	100.00	5,044,207
Harris Co WC&ID #157	22,233,079	04/12/12	100.00	22,233,079	NorthPointe WC&ID	17,237,384	09/07/12	100.00	17,237,384
Harris Co WC&ID (Fondren Road)	1,894,515	09/30/11	100.00	1,894,515	NW Freeway MUD	4,396,777	06/30/12	100.00	4,396,777
Harris-Ft Bend MUD #1	14,807,608	11/20/12	13.34	1,975,335	NW Harris Co MUD # 5	72,800,450	07/31/11	100.00	72,800,450
Harris-Ft Bend MUD #4	13,915,000	* 04/30/13	26.43	3,677,735	NW Harris Co MUD # 6	8,649,594	05/31/12	100.00	8,649,594
Harris-Ft Bend MUD #5	16,499,383	02/25/13	5.75	948,715	NW Harris Co MUD # 9	7,168,303	09/30/11	100.00	7,168,303
Harris-Ft Bend MUD #3	13,855,993	07/26/12	99.65	13,807,497	NW Harris Co MUD # 10	31,128,193	04/30/12	100.00	31,128,193
Harris-Montgomery Counties MUD #386	90,070,641	08/31/12	86.15	77,595,857	NW Harris Co MUD # 12	7,366,060	09/30/12	100.00	7,366,060
Heatherloch MUD	1,450,000	* 04/30/13	100.00	1,450,000	NW Harris Co MUD # 15	12,135,841	09/30/12	100.00	12,135,841
Hedwig Village, City of	2,270,000	* 04/30/13	100.00	2,270,000	NW Harris Co MUD # 16	9,016,121	08/01/12	100.00	9,016,121
					NW Harris Co MUD # 19	26,572,496	11/14/12	100.00	26,572,496
					NW Harris Co MUD # 20	2,050,000	* 04/30/13	100.00	2,050,000

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**Port of Houston Auth (General Obligation Debt)**

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NW Harris Co MUD # 22	2,589,564	05/31/12	100.00	2,589,564	W Harris Co MUD # 21	5,962,656	01/16/13	100.00	5,962,656
NW Harris Co MUD # 23	1,555,000 *	04/30/13	100.00	1,555,000	W Memorial MUD	4,170,870	06/30/12	100.00	4,170,870
NW Harris Co MUD # 24	8,547,296	09/30/12	100.00	8,547,296	W Park MUD	13,742,225	05/01/12	100.00	13,742,225
NW Harris Co MUD # 28	4,635,164	12/31/11	100.00	4,635,164	West Ranch Management Dist	14,498,956	12/05/12	0.05	7,249
NW Harris Co MUD # 29	4,420,000 *	04/30/13	100.00	4,420,000	W Univ Place, City of	68,295,000 *	04/30/13	100.00	68,295,000
NW Harris Co MUD # 30	19,535,000	04/03/12	100.00	19,535,000	Westador MUD	2,765,593	03/01/12	100.00	2,765,593
NW Harris Co MUD # 32	26,652,480	11/08/12	100.00	26,652,480	Westlake MUD # 1	5,650,000 *	04/30/13	100.00	5,650,000
NW Harris Co MUD # 36	15,180,000 *	04/30/13	100.00	15,180,000	Weston MUD	13,674,720	04/13/12	100.00	13,674,720
NW Park MUD	22,820,555	10/17/12	100.00	22,820,555	White Oak Bend MUD	853,857	04/01/12	100.00	853,857
Northwood MUD # 1	2,255,000 *	04/30/13	100.00	2,255,000	Willow Fork DD	31,998,613	10/11/12	6.67	2,134,307
Nottingham Country MUD	8,298,410	09/30/12	100.00	8,298,410	Windfern Forest UD	7,740,000 *	04/30/13	100.00	7,740,000
Oakmont PUD	28,528,910	09/30/12	100.00	28,528,910	Woodcreek MUD	5,660,795	05/31/12	100.00	5,660,795
Parkway UD	20,770,722	01/15/13	100.00	20,770,722					-----
Pasadena ISD	410,765,001	06/01/12	100.00	410,765,001	Total Overlapping Debt:				\$21,393,911,107
Pasadena, City of	101,235,074	10/01/11	100.00	101,235,074					
Pearland ISD	301,730,942	02/29/12	2.03	6,125,138	Port of Houston Auth		12/31/12		\$687,053,397
Pearland, City of	287,962,112	12/31/11	6.83	19,667,812					-----
Pine Village PUD	1,455,000 *	04/30/13	100.00	1,455,000	Total Direct and Overlapping Debt:				\$22,080,964,504
Piney Point Village, City	4,460,000 *	04/30/13	100.00	4,460,000					
Post Wood MUD	366,144	03/31/12	100.00	366,144	Total Direct and Overlapping Debt % of A.V.:				7.90%
Rankin Road West MUD	7,206,360	11/20/12	100.00	7,206,360	Total Direct and Overlapping Debt per Capita:				\$5.098
Reid Rd MUD # 1	4,755,000 *	04/30/13	100.00	4,755,000					
Reid Rd MUD # 2	4,583,647	04/01/12	100.00	4,583,647	* Gross Debt				
Remington MUD #1	54,614,778	10/24/12	100.00	54,614,778					
Renn Rd MUD	7,411,602	02/07/13	69.28	5,134,758	ECONOMIC BACKGROUND				
Ricewood MUD	7,354,968	02/15/12	100.00	7,354,968					
Richey Rd MUD	2,500,000 *	04/30/13	100.00	2,500,000	The Port of Houston Authority is a navigation district having boundaries coterminous with Harris County. It was incorporated in 1911 as the Harris County Houston Ship Channel Navigation District to dredge and maintain approximately 52 miles of channel linking the City of Houston with the Gulf of Mexico and Galveston Bay. The Authority's present name was adopted in 1971.				
Rolling Creek UD	9,529,586	01/02/13	100.00	9,529,586	COUNTY CHARACTERISTICS: Harris County is a southeast Texas county and a major component of the Houston Primary Metropolitan Statistical Area. The County is ranked as the 6th largest manufacturing county in the country.				
Sagemeadow UD	5,342,000	12/01/12	100.00	5,342,000	COUNTY SEAT: Houston				
San Jacinto CCD	298,015,568 *	04/30/13	99.99	297,985,766	2010 census: 4,092,459 increasing 20.3 % since 2000				
Seabrook, City of	18,415,000 *	04/30/13	100.00	18,415,000	2000 census: 3,400,578 increasing 20.7 % since 1990				
Shasla PUD	5,389,063	12/13/12	100.00	5,389,063	1990 census: 2,818,199				
Sheldon ISD	151,249,588	08/31/11	100.00	151,249,588	ECONOMIC BASE				
South Houston, City of	4,175,000 *	04/30/13	100.00	4,175,000	Mineral: sulphur, stone, sand, salt, petroleum, oil, natural gas, liquids, lime, gravel, gas, clay and cement.				
Southside Place, City of	7,125,000 *	04/30/13	100.00	7,125,000	Industry: wheat-exporting, space exploration, refining, printing and publishing, primary metals, petroleum, petrochemicals, paper and allied products, non-electrical machinery, medical research, manufacturing, international trade, food, fabricated metal products, energy center, education and chemicals.				
Southwest H C MUD # 1	2,195,000 *	04/30/13	100.00	2,195,000	Agricultural: vegetables, rice, nursery crops, horses, hay, grass, goats, corn, Christmas trees and cattle.				
Spencer Rd PUD	3,713,028	06/30/12	100.00	3,713,028	TIMBER PRODUCTION				
Spring Branch ISD	716,170,000 *	04/30/13	100.00	716,170,000	Year Volume Value				
Spring Creek Forest PUD	4,697,243	11/30/12	100.00	4,697,243	2007 1,254,305 Cubic Feet \$2,101,000 Harvested				
Spring ISD	613,907,027	06/30/12	100.00	613,907,027	2008 2,641,960 Cubic Feet \$3,830,000 Harvested				
Spring Meadows MUD	13,934,540	08/30/12	100.00	13,934,540	2009 2,869,212 Cubic Feet \$3,449,000 Harvested				
Spring West MUD	7,439,753	06/13/12	100.00	7,439,753	2010 1,583,342 Cubic Feet \$2,099,000 Harvested				
Stafford MSD	63,165,000 *	04/30/13	0.34	214,761	2011 2,622,922 Cubic Feet \$2,990,000 Harvested				
Stafford, City of	435,000 *	04/30/13	0.37	1,610	PORTS				
Tattor Rd Municipal Dist	4,516,799	05/24/12	100.00	4,516,799	Year Description Volume				
Terranova West MUD	4,714,428	08/31/12	100.00	4,714,428	2007 Houston Ship Channel 216,064,325 Tonnage				
The Woodlands Township	44,820,000 *	04/30/13	3.68	1,649,376	2008 Houston Ship Channel 212,207,921 Tonnage				
Timber Lane UD	35,798,449	01/10/13	100.00	35,798,449					
Timberlake Imp Dist	6,672,243	08/09/12	100.00	6,672,243					
Tomball ISD	292,665,000 *	04/30/13	99.14	290,148,081					
Tomball, City of	26,842,502	09/30/11	100.00	26,842,502					
Trail of the Lakes MUD	21,801,120	03/26/12	100.00	21,801,120					
Waller ISD	80,930,000 *	04/30/13	29.92	24,214,256					
Waller, City of	1,372,668	09/30/11	47.06	645,978					
Webster, City of	18,515,000 *	04/30/13	100.00	18,515,000					
W Harris Co MUD # 1	1,859,542	07/31/12	100.00	1,859,542					
W Harris Co MUD # 2	2,699,607	03/21/12	100.00	2,699,607					
W Harris Co MUD # 4	4,485,000 *	04/30/13	81.38	3,649,893					
W Harris Co MUD # 5	5,408,235	09/08/11	100.00	5,408,235					
W Harris Co MUD # 6	400,000 *	04/30/13	100.00	400,000					
W Harris Co MUD # 7	9,744,296	12/20/12	100.00	9,744,296					
W Harris Co MUD # 9	11,673,961	12/31/12	100.00	11,673,961					
W Harris Co MUD # 10	15,005,676	07/31/12	100.00	15,005,676					
W Harris Co MUD # 11	36,526,715	12/05/12	100.00	36,526,715					
W Harris Co MUD # 14	5,148,397	02/21/12	100.00	5,148,397					
W Harris Co MUD # 15	2,100,953	10/01/12	100.00	2,100,953					
W Harris Co MUD # 17	8,448,319	03/31/12	100.00	8,448,319					

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2009	Houston Ship Channel	211,340,972 Tonnage
2010	Houston Ship Channel	227,133,231 Tonnage

**PARKS**

Year	Description	Volume
2008	Sheldon Lake	51,312 Visitors
2008	Battleship	231,662 Visitors
2009	Sheldon Lake	52,866 Visitors
2009	Battleship	210,128 Visitors
2010	Sheldon Lake	62,908 Visitors
2010	Battleship	237,353 Visitors
2011	Battleship	280,000 Visitors
2012	Battleship	397,355 Visitors
2012	Sheldon Lake	73,653 Visitors

**RETAIL SALES & EFFECTIVE BUYING INCOME\***

Year	2012	2011	2010
Retail Sales	\$59.8B	\$59.8B	\$48.1B
Effective Buying Income (EBI)	\$86.4B	\$85.5B	\$86.2B
County Median Household Income	\$42,611	\$42,730	\$44,724
State Median Household Income	\$47,613	\$47,705	\$49,723
% of Households with EBI below \$25K	13.3 %	13.2 %	13.0 %
% of Households with EBI above \$25K	63.8 %	65.7 %	66.1 %

**EMPLOYMENT DATA**

	2012		2011		2010	
	Employed	Earnings	Employed	Earnings	Employed	Earnings
1st Q:	2,066,707	\$36.0B	2,006,261	\$32.7B	1,964,511	\$29.7B
2nd Q:	2,107,344	\$31.9B	2,036,699	\$29.6B	1,994,995	\$27.6B
3rd Q:	2,120,680	\$31.8B	2,043,398	\$30.8B	1,993,656	\$28.0B
4th Q:	N/A	N/A	2,070,015	\$33.4B	2,017,182	\$32.3B

MAJOR COLLEGES AND UNIVERSITIES: University of St. Thomas, University of Houston-Clear Lake, Tomball College (Lone Star College System District), Tomball College, The University of Texas Health Science Center at Houston, The University of Houston-Victoria, The University of Houston-Downtown, The University of Houston, Texas Southern University, South Texas College of Law, South Campus (San Jacinto College District), San Jacinto College, Sam Houston State University, Rice University, Prairie View A&M University, North Harris (Lone Star College System District), North Campus (San Jacinto College District), Montgomery College (Lone Star College System District), Lone Star College System, Lee College, Kingwood College (Lone Star College System District), Houston Community College District, Houston Baptist University, Cy-Fair College (Lone Star College System District), Central Campus (San Jacinto College District), Baylor College of Medicine

**COLLEGES AND UNIVERSITIES**

Year	Total	Fall Enrollment
2012	25	392,480
2011	25	337,559
2010	25	368,064
2009	25	335,359
2008	25	308,903

\* DemographicsUSA County Edition

Any data on population, value added by manufacturing or production of minerals or agricultural products are from US Census or other official sources.

**Major Employers\* # Employees**

Memorial Herman Healthcare Healthcare	19,500
MD Anderson Cancer Center Healthcare	19,290
United Airlines Airline	17,000
ExxonMobil	15,000

Oil & Gas	
Shell Oil Co	13,000
Oil & Gas	
The Methodist Hospital System Healthcare	13,000
Kroger Food Stores Retail	12,000
Schlumberger Limited Oil & Gas	10,000
National Oilwell Varco Oil & Gas	10,000
BP America Oil & Gas	9,537

\*Source: Port of Houston Authority December 31, 2012 Comprehensive Annual Financial Report.

Principal Taxpayers	2012 AV	% of AV
1. Exxon Mobil Corporation Oil & Gas	\$3,033,470,323	1.09%
2. CenterPoint Energy Electric Utility	2,458,242,121	0.88%
3. Shell Oil Company Oil & Gas	2,146,430,331	0.77%
4. Chevron Chemical Co. Oil & Gas	1,559,725,312	0.56%
5. Hines Interests Ltd. Partnership Real Estate	1,393,328,217	0.50%
6. Equistar Chemicals, L.P. Oil & Gas	907,180,791	0.32%
7. Wal Mart Retail	815,968,459	0.29%
8. Hewlett Packard Computer	712,177,474	0.25%
9. Houston Refining Oil & Gas	682,869,487	0.24%
10. Lyondell Chemical Co. Oil & Gas	630,802,528	0.23%
Total:	\$14,340,195,043	5.13%*

\* Rounding differences

**FINANCE CONNECTED OFFICIALS**

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