

Chesapeake Expressway Toll Transactions

Unaudited

FY2013-2014

| Cash Transactions* | | | | | Full Rate E-ZPass Transactions | | | | E-ZPass Discount | Grand Total |
|--------------------|--------------|----------------|---------------|----------------|--------------------------------|----------------|---------------|----------------|------------------|----------------|
| Month | Motorcycles | 2-Axle | 3+ Axle | Total | Motorcycles | 2-Axle | 3+ Axle | Total | Transactions** | Transactions |
| Jul | 1,413 | 185,559 | 5,543 | 192,515 | 491 | 133,590 | 13,018 | 147,099 | 116,809 | 456,423 |
| Aug | 1,336 | 192,045 | 5,125 | 198,506 | 458 | 168,293 | 11,431 | 180,182 | 119,595 | 498,283 |
| Sep | | | | | | | | | | |
| Oct | | | | | | | | | | |
| Nov | | | | | | | | | | |
| Dec | | | | | | | | | | |
| Jan | | | | | | | | | | |
| Feb | | | | | | | | | | |
| Mar | | | | | | | | | | |
| Apr | | | | | | | | | | |
| May | | | | | | | | | | |
| Jun | | | | | | | | | | |
| YTD | 2,749 | 377,604 | 10,668 | 391,021 | 949 | 301,883 | 24,449 | 327,281 | 236,404 | 954,706 |

FY2012-2013

| Cash Transactions* | | | | | Full Rate E-ZPass Transactions | | | | E-ZPass Discount | Grand Total |
|--------------------|--------------|----------------|---------------|----------------|--------------------------------|----------------|---------------|----------------|------------------|----------------|
| Month | Motorcycles | 2-Axle | 3+ Axle | Total | Motorcycles | 2-Axle | 3+ Axle | Total | Transactions** | Transactions |
| Jul | 1,259 | 215,541 | 6,268 | 223,068 | 64 | 135,094 | 10,067 | 145,225 | 111,025 | 479,318 |
| Aug | 1,125 | 192,652 | 4,951 | 198,728 | 73 | 144,671 | 10,738 | 155,482 | 118,865 | 473,075 |
| Sep | | | | | | | | | | |
| Oct | | | | | | | | | | |
| Nov | | | | | | | | | | |
| Dec | | | | | | | | | | |
| Jan | | | | | | | | | | |
| Feb | | | | | | | | | | |
| Mar | | | | | | | | | | |
| Apr | | | | | | | | | | |
| May | | | | | | | | | | |
| Jun | | | | | | | | | | |
| YTD | 2,384 | 408,193 | 11,219 | 421,796 | 137 | 279,765 | 20,805 | 300,707 | 229,890 | 952,393 |

Percentage Change - FY2013-2014 versus Prior Year

| Cash Transactions* | | | | | Full Rate E-ZPass Transactions | | | | E-ZPass Discount | Grand Total |
|--------------------|--------------|--------------|--------------|--------------|--------------------------------|-------------|--------------|-------------|------------------|--------------|
| Month | Motorcycles | 2-Axle | 3+ Axle | Total | Motorcycles | 2-Axle | 3+ Axle | Total | Transactions** | Transactions |
| Jul | 12.2% | -13.9% | -11.6% | -13.7% | 667.2% | -1.1% | 29.3% | 1.3% | 5.2% | -4.8% |
| Aug | 18.8% | -0.3% | 3.5% | -0.1% | 527.4% | 16.3% | 6.5% | 15.9% | 0.6% | 5.3% |
| Sep | | | | | | | | | | |
| Oct | | | | | | | | | | |
| Nov | | | | | | | | | | |
| Dec | | | | | | | | | | |
| Jan | | | | | | | | | | |
| Feb | | | | | | | | | | |
| Mar | | | | | | | | | | |
| Apr | | | | | | | | | | |
| May | | | | | | | | | | |
| Jun | | | | | | | | | | |
| YTD | 15.3% | -7.5% | -4.9% | -7.3% | 592.7% | 7.9% | 17.5% | 8.8% | 2.8% | 0.2% |

* Includes credit card transactions

** E-ZPass Discount Program totals include 2-axle and 3+ axle transactions.

Chesapeake Expressway Operating Statistics - Share of Toll Transactions

Unaudited

FY2013-2014

| Month | Cash Transactions* | | | | Regular Rate E-ZPass Transactions | | | | E-ZPass Discount |
|------------|--------------------|--------------|-------------|--------------|-----------------------------------|--------------|-------------|--------------|------------------|
| | Motorcycles | 2-Axle | 3+ Axle | Total | Motorcycles | 2-Axle | 3+ Axle | Total | Transactions** |
| Jul | 0.3% | 40.7% | 1.2% | 42.2% | 0.1% | 29.3% | 2.9% | 32.2% | 25.6% |
| Aug | 0.3% | 38.5% | 1.0% | 39.8% | 0.1% | 33.8% | 2.3% | 36.2% | 24.0% |
| Sep | | | | | | | | | |
| Oct | | | | | | | | | |
| Nov | | | | | | | | | |
| Dec | | | | | | | | | |
| Jan | | | | | | | | | |
| Feb | | | | | | | | | |
| Mar | | | | | | | | | |
| Apr | | | | | | | | | |
| May | | | | | | | | | |
| Jun | | | | | | | | | |
| YTD | 0.3% | 39.6% | 1.1% | 41.0% | 0.1% | 31.6% | 2.6% | 34.3% | 24.8% |

FY2012-2013

| Month | Cash Transactions* | | | | Regular Rate E-ZPass Transactions | | | | E-ZPass Discount |
|------------|--------------------|--------------|-------------|--------------|-----------------------------------|--------------|-------------|--------------|------------------|
| | Motorcycles | 2-Axle | 3+ Axle | Total | Motorcycles | 2-Axle | 3+ Axle | Total | Transactions** |
| Jul | 0.3% | 45.0% | 1.3% | 46.5% | 0.0% | 28.2% | 2.1% | 30.3% | 23.2% |
| Aug | 0.2% | 40.7% | 1.0% | 42.0% | 0.0% | 30.6% | 2.3% | 32.9% | 25.1% |
| Sep | | | | | | | | | |
| Oct | | | | | | | | | |
| Nov | | | | | | | | | |
| Dec | | | | | | | | | |
| Jan | | | | | | | | | |
| Feb | | | | | | | | | |
| Mar | | | | | | | | | |
| Apr | | | | | | | | | |
| May | | | | | | | | | |
| Jun | | | | | | | | | |
| YTD | 0.3% | 42.9% | 1.2% | 44.3% | 0.0% | 29.4% | 2.2% | 31.6% | 24.1% |

Change - FY2013-2014 versus Prior Year

| Month | Cash Transactions* | | | | Regular Rate E-ZPass Transactions | | | | E-ZPass Discount |
|------------|--------------------|--------------|--------------|--------------|-----------------------------------|-------------|-------------|-------------|------------------|
| | Motorcycles | 2-Axle | 3+ Axle | Total | Motorcycles | 2-Axle | 3+ Axle | Total | Transactions** |
| Jul | 0.0% | -4.3% | -0.1% | -4.4% | 0.1% | 1.1% | 0.8% | 1.9% | 2.4% |
| Aug | 0.0% | -2.2% | 0.0% | -2.2% | 0.1% | 3.2% | 0.0% | 3.3% | -1.1% |
| Sep | | | | | | | | | |
| Oct | | | | | | | | | |
| Nov | | | | | | | | | |
| Dec | | | | | | | | | |
| Jan | | | | | | | | | |
| Feb | | | | | | | | | |
| Mar | | | | | | | | | |
| Apr | | | | | | | | | |
| May | | | | | | | | | |
| Jun | | | | | | | | | |
| YTD | 0.0% | -3.3% | -0.1% | -3.3% | 0.1% | 2.2% | 0.4% | 2.7% | 0.6% |

* Includes credit card transactions

** E-ZPass Discount Program totals include 2-axle and 3+ axle transactions.

Chesapeake Expressway Toll Revenue (\$)

Unaudited, Cash Basis

FY2013-2014

| Month | Cash* | E-ZPass (Total)** | Discount Program Fees | Total |
|------------|--------------------|----------------------|--------------------------|--------------------|
| Jul | \$891,658 | \$808,969 | \$39,610 | \$1,740,237 |
| Aug | 933,660 | 988,191 | 38,844 | \$1,960,695 |
| Sep | | | | |
| Oct | | | | |
| Nov | | | | |
| Dec | | | | |
| Jan | | | | |
| Feb | | | | |
| Mar | | | | |
| Apr | | | | |
| May | | | | |
| Jun | | | | |
| YTD | \$1,825,318 | \$1,797,160 | \$78,454 | \$3,700,932 |

Chesapeake Expressway Operating Expenses (\$)

Unaudited, Excludes Depreciation and Amortization

FY2013-2014

| Month | Operating Expenses |
|------------|--------------------|
| Jul | \$136,691 |
| Aug | 218,050 |
| Sep | |
| Oct | |
| Nov | |
| Dec | |
| Jan | |
| Feb | |
| Mar | |
| Apr | |
| May | |
| Jun | |
| YTD | \$354,741 |

FY2012-2013

| Month | Cash* | E-ZPass (Total)** | Discount Program Fees | Total |
|------------|--------------------|----------------------|--------------------------|--------------------|
| Jul | \$1,053,171 | \$806,683 | \$38,784 | \$1,898,638 |
| Aug | 908,246 | 849,385 | 38,826 | \$1,796,457 |
| Sep | | | | |
| Oct | | | | |
| Nov | | | | |
| Dec | | | | |
| Jan | | | | |
| Feb | | | | |
| Mar | | | | |
| Apr | | | | |
| May | | | | |
| Jun | | | | |
| YTD | \$1,961,417 | \$1,656,068 | \$77,610 | \$3,695,095 |

FY2012-2013

| Month | Operating Expenses |
|------------|--------------------|
| Jul | \$162,055 |
| Aug | 288,417 |
| Sep | |
| Oct | |
| Nov | |
| Dec | |
| Jan | |
| Feb | |
| Mar | |
| Apr | |
| May | |
| Jun | |
| YTD | \$450,472 |

Percentage Change - FY2013-2014 versus Prior Year

| Month | Cash* | E-ZPass (Total)** | Discount Program Fees | Total |
|------------|--------------|----------------------|--------------------------|-------------|
| Jul | -15.3% | 0.3% | 2.1% | -8.3% |
| Aug | 2.8% | 16.3% | 0.0% | 9.1% |
| Sep | | | | |
| Oct | | | | |
| Nov | | | | |
| Dec | | | | |
| Jan | | | | |
| Feb | | | | |
| Mar | | | | |
| Apr | | | | |
| May | | | | |
| Jun | | | | |
| YTD | -6.9% | 8.5% | 1.1% | 0.2% |

Percentage Change - FY2013-2014 versus Prior Year

| Month | Operating Expenses |
|------------|--------------------|
| Jul | -15.7% |
| Aug | -24.4% |
| Sep | |
| Oct | |
| Nov | |
| Dec | |
| Jan | |
| Feb | |
| Mar | |
| Apr | |
| May | |
| Jun | |
| YTD | -21.3% |

* Includes credit card transactions

** Includes Full Rate and Discount Program E-ZPass Collections

Chesapeake Expressway Toll Rates

Implemented May 1, 2011

| Axles | Regular Rate | Discount Rate (1) | Peak Weekend (2) |
|------------|--------------|-------------------|------------------|
| 2 | \$3.00 | \$0.75 | \$6.00 |
| 3 or More | \$4.00 | \$2.00 | \$7.00 |
| Motorcycle | \$1.00 | N/A | \$2.00 |

(1) Discount Program available to Virginia E-ZPass holders subject to an enrollment fee of \$20 for the initial 6-month period and \$3.33 per month thereafter.

(2) Peak Weekend Toll Rates apply to vehicles not enrolled in the Discount Program travelling on Saturdays and Sundays beginning two Saturdays prior to Memorial Day through and including the Sunday following Labor Day.

Dominion Boulevard Project Expenditure Report

Unaudited

Project Budget

| Expense | Original Estimate | Prior Changes | Approved Changes | Exposure | Exposure at | Contingency | Total Estimate |
|---------------------|----------------------|--------------------|----------------------|----------------------|----------------------|---------------------|----------------------|
| | | | 08/01/13 to 08/31/13 | 08/01/13 to 08/31/13 | 08/31/13 | | |
| Engineering | \$16,088,768 | - | - | - | \$16,088,768 | - | \$16,088,768 |
| Right-of-Way | 58,476,858 | - | - | - | 58,476,858 | 20,000,000 | 78,476,858 |
| Utility Relocations | 8,688,269 | - | - | - | 8,688,269 | 1,000,000 | 9,688,269 |
| Construction (1) | 188,070,320 | (2,163,849) | - | 7,762,031 | 193,668,502 | 16,970,256 | 210,638,758 |
| Inspection/Admin | 23,378,052 | - | - | - | 23,378,052 | 1,908,006 | 25,286,058 |
| Incentive Clause | - | - | - | - | - | 5,000,000 | 5,000,000 |
| Total | \$294,702,267 | (2,163,849) | - | 7,762,031 | \$300,300,449 | \$44,878,262 | \$345,178,711 |

Expenditures to Date

| Expense | Total Estimate | Prior Expenditures | Expenditures | Total | Percent Expended |
|---------------------|----------------------|----------------------|----------------------|----------------------|------------------|
| | | | 08/01/13 to 08/31/13 | Expenditures to Date | |
| Engineering | \$16,088,768 | \$15,159,540 | - | \$15,159,540 | 94% |
| Right-of-Way | 78,476,858 | 49,306,765 | 176,553 | 49,483,318 | 63% |
| Utility Relocations | 9,688,269 | 5,420,114 | 114,903 | 5,535,017 | 57% |
| Construction | 210,638,758 | 32,477,289 | 7,388,191 | 39,865,480 | 19% |
| Inspection/Admin | 25,286,058 | 3,085,117 | 26,650 | 3,111,767 | 12% |
| Incentive Clause | 5,000,000 | - | - | - | N/A |
| Total | \$345,178,711 | \$105,448,825 | \$7,706,297 | \$113,155,122 | 33% |

Funding Sources

| Source of Funds | Projected Available Funds | Prior Drawdowns | Drawdowns | Total | Pending Drawdowns (4) | Total Actual and Pending Drawdowns | Remaining Available Funds |
|-----------------------------------|---------------------------|---------------------|----------------------|----------------------------|-----------------------|------------------------------------|---------------------------|
| | | | 08/01/13 to 08/31/13 | Drawdowns through 08/31/13 | | | |
| Series 2012 Construction Fund (2) | \$107,480,110 | \$19,338,843 | \$14,735,580 | \$34,074,423 | \$8,452,962 | \$42,527,385 | \$64,952,725 |
| VTIB Loan Construction Fund | 151,893,495 | - | - | - | - | - | 151,893,495 |
| Other Committed Funds (3) | 85,805,106 | 69,916,124 | 711,613 | \$70,627,737 | - | 70,627,737 | 15,177,369 |
| Total | \$345,178,711 | \$89,254,967 | \$15,447,193 | \$104,702,160 | \$8,452,962 | \$113,155,122 | \$232,023,589 |

(1) Includes Wetlands Mitigation budget of \$358,873

(2) Includes Projected Earnings

(3) Some funds may not be available until future years

(4) Actual Source of Funds for Pending Drawdowns is subject to change