

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	1,541	131,958	3,419	136,918	422	81,948	8,944	91,314	113,625	341,857
Oct	604	85,400	2,297	88,301	238	50,289	7,782	58,309	122,555	269,165
Nov										
Dec										
Jan										
Feb										
Mar										
Apr										
May										
Jun										
YTD	4,894	594,962	16,384	616,240	1,609	434,120	41,175	476,904	472,584	1,565,728

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	1,711	143,841	3,567	149,119	85	76,125	10,145	86,355	111,645	347,119
Oct	644	87,514	2,411	90,569	70	42,829	6,996	49,895	116,988	257,452
Nov										
Dec										
Jan										
Feb										
Mar										
Apr										
May										
Jun										
YTD	4,739	639,548	17,197	661,484	292	398,719	37,946	436,957	458,523	1,556,964

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	-9.9%	-8.3%	-4.1%	-8.2%	396.5%	7.6%	-11.8%	5.7%	1.8%	-1.5%
Oct	-6.2%	-2.4%	-4.7%	-2.5%	240.0%	17.4%	11.2%	16.9%	4.8%	4.5%
Nov										
Dec										
Jan										
Feb										
Mar										
Apr										
May										
Jun										
YTD	3.3%	-7.0%	-4.7%	-6.8%	451.0%	8.9%	8.5%	9.1%	3.1%	0.6%

* 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

Cash Transactions*					Regular Rate E-ZPass Transactions				E-ZPass Discount
Month	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	0.5%	38.6%	1.0%	40.1%	0.1%	24.0%	2.6%	26.7%	33.2%
Oct	0.2%	31.7%	0.9%	32.8%	0.1%	18.7%	2.9%	21.7%	45.5%
Nov									
Dec									
Jan									
Feb									
Mar									
Apr									
May									
Jun									
YTD	0.3%	38.0%	1.0%	39.4%	0.1%	27.7%	2.6%	30.5%	30.2%

FY2012-2013

Cash Transactions*					Regular Rate E-ZPass Transactions				E-ZPass Discount
Month	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	0.5%	41.4%	1.0%	43.0%	0.0%	21.9%	2.9%	24.9%	32.2%
Oct	0.3%	34.0%	0.9%	35.2%	0.0%	16.6%	2.7%	19.4%	45.4%
Nov									
Dec									
Jan									
Feb									
Mar									
Apr									
May									
Jun									
YTD	0.3%	41.1%	1.1%	42.5%	0.0%	25.6%	2.4%	28.1%	29.4%

Change - FY2013-2014 versus Prior Year

Cash Transactions*					Regular Rate E-ZPass Transactions				E-ZPass Discount
Month	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	0.0%	-2.8%	0.0%	-2.9%	0.1%	2.0%	-0.3%	1.8%	1.1%
Oct	0.0%	-2.3%	-0.1%	-2.4%	0.1%	2.0%	0.2%	2.3%	0.1%
Nov									
Dec									
Jan									
Feb									
Mar									
Apr									
May									
Jun									
YTD	0.0%	-3.1%	-0.1%	-3.1%	0.1%	2.1%	0.2%	2.4%	0.7%

* 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	496,298	427,117	38,815	\$962,230
Oct	271,220	277,505	39,286	\$588,011
Nov				
Dec				
Jan				
Feb				
Mar				
Apr				
May				
Jun				
YTD	\$2,592,836	\$2,501,782	\$156,555	\$5,251,174

Chesapeake Expressway Operating Expenses (\$)

Unaudited, Excludes Depreciation and Amortization

FY2013-2014

Month	Operating Expenses
Jul	\$136,691
Aug	218,050
Sep	205,625
Oct	196,209
Nov	
Dec	
Jan	
Feb	
Mar	
Apr	
May	
Jun	
YTD	\$756,575

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	562,810	429,521	38,432	\$1,030,763
Oct	282,905	245,994	38,313	\$567,212
Nov				
Dec				
Jan				
Feb				
Mar				
Apr				
May				
Jun				
YTD	\$2,807,132	\$2,331,583	\$154,355	\$5,293,070

FY2012-2013

Month	Operating Expenses
Jul	\$162,055
Aug	288,417
Sep	187,735
Oct	182,819
Nov	
Dec	
Jan	
Feb	
Mar	
Apr	
May	
Jun	
YTD	\$821,026

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	-11.8%	-0.6%	1.0%	-6.6%
Oct	-4.1%	12.8%	2.5%	3.7%
Nov				
Dec				
Jan				
Feb				
Mar				
Apr				
May				
Jun				
YTD	-7.6%	7.3%	1.4%	-0.8%

Percentage Change - FY2013-2014 versus Prior Year

Month	Operating Expenses
Jul	-15.7%
Aug	-24.4%
Sep	9.5%
Oct	7.3%
Nov	
Dec	
Jan	
Feb	
Mar	
Apr	
May	
Jun	
YTD	-7.9%

* Includes credit card transactions

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

Chesapeake Expressway Toll Rates

Implemented May 1, 2011

Axes	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	Exposure	Exposure at 10/31/13	Contingency	Total Estimate
			Changes 10/01/13 to 10/31/13	10/01/13 to 10/31/13			
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	(1,079,249)	-	6,723,278	193,714,349	16,924,409	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	(1,079,249)	-	6,723,278	\$300,346,296	\$44,832,415	\$345,178,711

Expenditures to Date

Expense	Total Estimate	Prior Expenditures	Expenditures	Total	Percent Expended
			10/1/13 to 10/31/13	Expenditures to Date	
Engineering	\$16,088,768	\$15,159,540	-	15,159,540	94%
Right-of-Way	78,476,858	51,260,599	32,112	51,292,711	65%
Utility Relocations	9,688,269	5,423,539	-	5,423,539	56%
Construction	210,638,758	47,209,198	9,115,130	56,324,328	22%
Inspection/Admin	25,286,058	3,979,697	320,862	4,300,559	16%
Incentive Clause	5,000,000	-	-	-	N/A
Total	\$345,178,711	\$123,032,573	\$9,468,104	\$132,500,677	38%

Funding Sources

Source of Funds	Projected Available Funds	Prior Drawdowns	Drawdowns	Total	Pending Drawdowns (4)	Total Actual and Pending Drawdowns	Remaining Available Funds
			10/01/13 to 10/31/13	Drawdowns through 10/31/13			
Series 2012 Construction Fund (2)	\$107,480,110	\$41,462,614	\$8,186,202	\$49,648,816	\$10,429,722	\$60,078,538	\$47,401,572
VTIB Loan Construction Fund	151,893,495	-	-	-	-	-	151,893,495
Other Committed Funds (3)	85,805,106	70,938,496	1,483,643	\$72,422,139	-	72,422,139	13,382,967
Total	\$345,178,711	\$112,401,110	\$9,669,845	\$122,070,955	\$10,429,722	\$132,500,677	\$212,678,034

(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