

SOUTH BAY EXPRESSWAY, L. P.

CASH COLLATERAL BUDGET
PAYMENTS ACCOUNT

Source of Funds	m/ending 4/30/2010	m/ending 5/31/2010	m/ending 6/30/2010	m/ending 7/31/2010	m/ending 8/31/2010	m/ending 9/30/2010	TOTAL
	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s
Debt Service Reserve Account	0	1,000	1,000	1,000	1,000	1,000	5,000
Additional Equity Account (AEA)	0	0	536	(13)	184	9	716
Construction Reserve Account	0	3,645	2,002	1,202	870	634	8,353
Litigation Reserve Account	0	0	258	200			458
Project Account	1,647	1,806	2,641	1,856	1,858	1,850	11,657
Total Source of Funds	1,647	6,451	6,437	4,245	3,912	3,493	26,185
Application of Funds							
Project Completion Costs	0	2,844	774	469	305	269	4,661
Park Betterments	0	801	1,228	733	565	365	3,692
Operating Costs including property taxes	1,165	905	1,097	778	1,007	804	5,756
Professional Fees	615	901	2,338	1,265	1,035	1,055	7,209
Adequate Protection Payments	0	1,000	1,000	1,000	1,000	1,000	5,000
Total Application of Funds	1,780	6,451	6,437	4,245	3,912	3,493	26,318
Balance Brought Forward	133	0	0	0	0	0	133
Surplus/(Deficit)	(133)	0	0	0	0	0	(133)
Balance Carried Forward	0	0	0	0	0	0	0

Budget Variance Tests

Cumulative Project Completion Costs		2,844	3,618	4,087	4,392	4,661
<i>Allowed Variance</i>		10%	10%	10%	10%	10%
Maximum Project Completion Costs		3,128	3,980	4,496	4,831	5,127
Cumulative Operating Costs	1,165	2,070	3,167	3,945	4,952	5,756
<i>Allowed Variance</i>	15%	15%	15%	10%	10%	10%
Maximum Operating Costs	1,340	2,381	3,642	4,339	5,447	6,331
Cumulative Professional Fees	615	1,516	3,854	5,119	6,154	7,209
<i>Allowed Variance</i>	15%	15%	15%	10%	10%	10%
Maximum Professional Fees	707	1,743	4,432	5,631	6,769	7,930
Cumulative Total Cash Outflows ⁽¹⁾	1,780	6,430	10,639	13,151	15,498	17,626
<i>Allowed Variance</i>	15%	15%	15%	10%	10%	10%
Maximum Total Cash Outflows	2,047	7,395	12,234	14,466	17,047	19,388

(1) Excludes Park Betterments and Adequate Protection Payments

SOUTH BAY EXPRESSWAY, L. P.

CASH COLLATERAL BUDGET
PAYMENTS ACCOUNT

Source of Funds	w/ending 3/28/2010	w/ending 4/4/2010	w/ending 4/11/2010	w/ending 4/18/2010	w/ending 4/25/2010	w/ending 5/2/2010	w/ending 5/9/2010	w/ending 5/16/2010	w/ending 5/23/2010	w/ending 5/30/2010	w/ending 6/6/2010	w/ending 6/13/2010	w/ending 6/20/2010	w/ending 6/27/2010	w/ending 7/4/2010	w/ending 7/11/2010	
	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	
Debt Service Reserve Account							1,000				1,000					1,000	
Additional Equity Account (AEA)		0					(0)				206					146	
Construction Reserve Account	0	0	0	0	0	0	3,645	0	0	0	2,002	0	0	0	0	1,202	0
Litigation Reserve Account	0	0	0	0	0	0	0	0	0	0	258	0	0	0	0	200	0
Project Account	0	1,647	0	0	0	0	1,734	0	0	0	3,010	0	0	0	0	1,730	0
Total Source of Funds	0	1,647	0	0	0	0	6,379	0	0	0	6,476	0	0	0	0	4,278	0
Application of Funds																	
Project Completion Costs	0	0	0	0	0	0	2,726	39	0	79	729	0	45	0	434	0	
Park Betterments	0	0	0	0	0	0	783	18	0	0	1,210	0	18	0	718	0	
Operating Costs including property taxes	12	177	650	140	20	355	157	152	20	504	72	237	20	807	33	282	
Professional Fees						615			901	0			2,080	258			
Adequate Protection Payments							1,000				1,000					1,000	
Total Application of Funds	12	177	650	140	20	970	4,666	209	921	583	3,011	237	2,163	1,065	2,185	282	
Balance Brought Forward	322	310	1,780	1,130	990	970	0	1,713	1,504	583	0	3,465	3,228	1,065	0	2,093	
Surplus/(Deficit)	(12)	1,470	(650)	(140)	(20)	(970)	1,713	(209)	(921)	(583)	3,465	(237)	(2,163)	(1,065)	2,093	(282)	
Balance Carried Forward	310	1,780	1,130	990	970	0	1,713	1,504	583	0	3,465	3,228	1,065	0	2,093	1,811	

SOUTH BAY EXPRESSWAY, L. P.

CASH COLLATERAL BUDGET
PAYMENTS ACCOUNT

Source of Funds	w/ending 7/18/2010	w/ending 7/25/2010	w/ending 8/1/2010	w/ending 8/8/2010	w/ending 8/15/2010	w/ending 8/22/2010	w/ending 8/29/2010	w/ending 9/5/2010	w/ending 9/12/2010	w/ending 9/19/2010	w/ending 9/26/2010	w/ending 10/3/2010	TOTAL
	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s
Debt Service Reserve Account				1,000				1,000					5,000
Additional Equity Account (AEA)				(174)				302					480
Construction Reserve Account	0	0	0	870	0	0	0	634	0	0	0	0	8,353
Litigation Reserve Account	0	0	0	0	0	0	0	0	0	0	0	0	458
Project Account	0	0	0	2,096	0	0	0	1,677	0	0	0	0	11,894
Total Source of Funds	0	0	0	3,792	0	0	0	3,613	0	0	0	0	26,185
Application of Funds													
Project Completion Costs	35	0	0	266	39	0	0	261	0	8	0	0	4,661
Park Betterments	15	0	0	550	15	0	0	350	0	15	0	0	3,692
Operating Costs including property taxes	32	140	324	282	32	230	343	120	104	204	331	165	5,945
Professional Fees		1,065	200			1,035					1,055		7,209
Adequate Protection Payments				1,000				1,000					5,000
Total Application of Funds	82	1,205	524	2,098	86	1,265	343	1,731	104	227	1,386	165	26,507
Balance Brought Forward	1,811	1,729	524	0	1,694	1,608	343	0	1,882	1,778	1,551	165	322
Surplus/(Deficit)	(82)	(1,205)	(524)	1,694	(86)	(1,265)	(343)	1,882	(104)	(227)	(1,386)	(165)	(322)
Balance Carried Forward	1,729	524	0	1,694	1,608	343	0	1,882	1,778	1,551	165	0	0

SOUTH BAY EXPRESSWAY, L. P.
CASH COLLATERAL BUDGET

	w/ending 3/28/2010	w/ending 4/4/2010	w/ending 4/11/2010	w/ending 4/18/2010	w/ending 4/25/2010	w/ending 5/2/2010	w/ending 5/9/2010	w/ending 5/16/2010	w/ending 5/23/2010	w/ending 5/30/2010	w/ending 6/6/2010	w/ending 6/13/2010	w/ending 6/20/2010	w/ending 6/27/2010	w/ending 7/4/2010	w/ending 7/11/2010
	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s
COLLATERAL AGENT ACCOUNTS																
Debt Service Reserve Account																
Balance brought forward	17,000	17,000	17,000	17,000	17,000	17,000	17,000	16,000	16,000	16,000	16,000	15,000	15,000	15,000	15,000	14,000
Costs	0	0	0	0	0	0	(1,000)	0	0	0	(1,000)	0	0	0	(1,000)	0
Balance c/fwd	17,000	17,000	17,000	17,000	17,000	17,000	16,000	16,000	16,000	16,000	15,000	15,000	15,000	15,000	14,000	14,000
Additional Equity Account																
Balance b/fwd	12,754	12,754	12,754	12,754	12,754	12,754	12,754	12,754	12,754	12,754	12,754	12,548	12,548	12,548	12,548	12,402
Transfer to Payments Account		0				0					(206)				(146)	
Interest earned		1				1					1				1	
Interest transferred to Project Account		(1)				(1)					(1)				(1)	
Balance c/fwd	12,754	12,754	12,754	12,754	12,754	12,754	12,754	12,754	12,754	12,754	12,548	12,548	12,548	12,548	12,402	12,402
Construction Reserve																
Balance b/fwd	8,323	8,323	8,323	8,323	8,323	8,323	8,323	5,479	5,479	5,479	5,479	4,705	4,705	4,705	4,705	4,236
Proceeds from BoNY Letter of Credit	0	0	0	0	0	0	801	0	0	0	1,228	0	0	0	733	0
Interest earned		1				1					0					
Interest transferred to Project Account		(1)				(1)					(0)					
Transfer to Payments Account		0	0	0	0	0	(3,645)	0	0	0	(2,002)	0	0	0	(1,202)	0
Balance c/fwd	8,323	8,323	8,323	8,323	8,323	8,323	5,479	5,479	5,479	5,479	4,705	4,705	4,705	4,705	4,236	4,236
Project Account																
Balance b/fwd	1,543	1,982	777	1,218	1,659	2,099	2,543	1,249	1,690	2,130	2,570	0	432	865	1,297	0
Swept revenues	439	439	441	441	441	441	440	440	440	440	437	432	432	432	430	419
Senior Interest																
Interest from reserve accounts			3			3					3				3	
Land Sales																
Transfers to Payment Account		(1,647)					(1,734)				(3,010)				(1,730)	
Balance c/fwd	1,982	777	1,218	1,659	2,099	2,543	1,249	1,690	2,130	2,570	0	432	865	1,297	0	419
Litigation Reserve Account																
Balance b/fwd	458	458	458	458	458	458	458	458	458	458	458	200	200	200	200	200
Transfer to Payments Account	0	0				0	0				(258)				(200)	
Balance c/fwd	458	458	458	458	458	458	458	458	458	458	200	200	200	200	0	0
OTHER ACCOUNTS																
Payroll Distribution Account																
Balance b/fwd	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5
Funding from Payment Account		(120)		(120)		(120)		(120)		(120)		(120)		(442)	0	(192)
Payroll		120		120		120		120		120		120		442		192
Balance c/fwd	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5
BBVA New York Action Account																
Balance b/fwd	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728
Legal expenses																
Balance c/fwd	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728
Collections Account																
Revenues from Toll Collections	439	439	441	441	441	441	440	440	440	440	437	432	432	432	430	419
Sweep to Project Account	(439)	(439)	(441)	(441)	(441)	(441)	(440)	(440)	(440)	(440)	(437)	(432)	(432)	(432)	(430)	(419)

SOUTH BAY EXPRESSWAY, L. P.
CASH COLLATERAL BUDGET

	w/ending 7/18/2010	w/ending 7/25/2010	w/ending 8/1/2010	w/ending 8/8/2010	w/ending 8/15/2010	w/ending 8/22/2010	w/ending 8/29/2010	w/ending 9/5/2010	w/ending 9/12/2010	w/ending 9/19/2010	w/ending 9/26/2010	w/ending 10/3/2010	TOTAL
	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s
COLLATERAL AGENT ACCOUNTS													
Debt Service Reserve Account													
Balance brought forward	14,000	14,000	14,000	14,000	13,000	13,000	13,000	13,000	12,000	12,000	12,000	12,000	17,000
Costs	0	0	0	(1,000)	0	0	0	(1,000)	0	0	0	0	(5,000)
Balance c/fwd	14,000	14,000	14,000	13,000	13,000	13,000	13,000	12,000	12,000	12,000	12,000	12,000	12,000
Additional Equity Account													
Balance b/fwd	12,402	12,402	12,402	12,402	12,576	12,576	12,576	12,576	12,274	12,274	12,274	12,274	12,754
Transfer to Payments Account				174				(302)					(480)
Interest earned				1				1					6
Interest transferred to Project Account				(1)				(1)					(6)
Balance c/fwd	12,402	12,402	12,402	12,576	12,576	12,576	12,576	12,274	12,274	12,274	12,274	12,274	12,274
Construction Reserve													
Balance b/fwd	4,236	4,236	4,236	4,236	3,931	3,931	3,931	3,931	3,662	3,662	3,662	3,662	8,323
Proceeds from BoNY Letter of Credit	0	0	0	565	0	0	0	365	0	0	0	0	3,692
Interest earned													2
Interest transferred to Project Account													(2)
Transfer to Payments Account	0	0	0	(870)	0	0	0	(634)	0	0	0	0	(8,353)
Balance c/fwd	4,236	4,236	4,236	3,931	3,931	3,931	3,931	3,662	3,662	3,662	3,662	3,662	3,662
Project Account													
Balance b/fwd	419	838	1,257	1,676	0	417	835	1,252	0	437	875	1,312	1,543
Swept revenues	419	419	419	418	417	417	417	423	437	437	437	437	12,083
Senior Interest													0
Interest from reserve accounts				2				3					17
Land Sales													0
Transfers to Payment Account				(2,096)				(1,677)			0	0	(11,894)
Balance c/fwd	838	1,257	1,676	0	417	835	1,252	0	437	875	1,312	1,749	1,749
Litigation Reserve Account													
Balance b/fwd													
Transfer to Payments Account													
Balance c/fwd													
OTHER ACCOUNTS													
Payroll Distribution Account													
Balance b/fwd	5	5	5	5	5	5	5	5	5	5	5	5	5
Funding from Payment Account		(120)	0	(192)		(120)	0	(120)		(184)	0	(120)	(2,210)
Payroll		120		192		120		120		184		120	2,210
Balance c/fwd	5	5	5	5	5	5	5	5	5	5	5	5	5
BBVA New York Action Account													
Balance b/fwd	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728
Legal expenses													0
Balance c/fwd	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728	1,728
Collections Account													
Revenues from Toll Collections	419	419	419	418	417	417	417	423	437	437	437	437	12,083
Sweep to Project Account	(419)	(419)	(419)	(418)	(417)	(417)	(417)	(423)	(437)	(437)	(437)	(437)	(12,083)

SOUTH BAY EXPRESSWAY, L. P.

CASH COLLATERAL BUDGET
PROJECT COMPLETION COSTS

			w/ending 3/28/2010	w/ending 4/4/2010	w/ending 4/11/2010	w/ending 4/18/2010	w/ending 4/25/2010	w/ending 5/2/2010	w/ending 5/9/2010	w/ending 5/16/2010	w/ending 5/23/2010	w/ending 5/30/2010	w/ending 6/6/2010	w/ending 6/13/2010	w/ending 6/20/2010	w/ending 6/27/2010	w/ending 7/4/2010	w/ending 7/11/2010	w/ending 7/18/2010	w/ending 7/25/2010
			US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s
1	2.1 Outstanding Capital Works and Associated Support Costs																			
2	2.1.1 Gap-Connector																			
3	Golf Course Bridge Construction	Hazard							10											
4	Golf Course Bridge Design Support/As-builts	Rick Eng							2				3							
5	Manzana Basin Maintenance Access Road	Hazard							31											
6	Additional Fencing	Hazard																		
7	Irrigation Reveg Sites	Otay Water							1				1					1		
8	Plant Establishment	Diversified							20				20					20		
10	2.1.2 Toll Road																			
11	Punch List	TBD											40							
12	Plant Establishment	ValleyCrest											15					15		
13	Irrigation Plant Establishment	Otay Water							30	33					39					29
14	Phone Line Relocation - Otay Mesa Road	AT&T																		
15	2.1.3 Park Betterments																			
16	Contract Work	Hazard							600				900						600	
17	Contract Work	Portillo							100				200						58	
18	Contingency for COs - 10%	TBD							70				110						60	
19	Design Support/As-builts/County permit fees	Rick Eng/County							3	3					3					
20	Construction Management - 5%	PTG/Gateway							10	15					15					15
22	2.1.4 Fixed Operating Equipment (FOE)																			
23	TMS Integration with Caltrans	Astart																		
24	High Availability Support System	Dell/EMC																		
25	Construction Management	Transtoll							6	6					6					6
26	Rehab Phase 1	Transtoll							150				300						150	
27	Rehab Phase 2 - If Needed	Transtoll																	200	
28	Fiber Across Bridge	TBD/Berg											50							
29	Independent 3rd Party Advisor	IBI Group																		
30	2.1.5 Other Capital Work																			
31	Segment 1A Point of Connection (POC)	Water District/TBD							100				250							
32	Turnarounds on Toll Road Mainline	TBD																		
33	2.2 Right of Way (ROW) Costs																			
34	2.2.1 Offsite Environmental Mitigation Properties																			
36	Proctor Valley & Bonita Meadows (Buie)	Caltrans							275											
37	Lake Jennings (Carroll & Jenkins parcels)	Caltrans							102											
38	SDG&E offset	SBX							(106)											
39	2.2.2 ROW Professional Services																			
40	TR Excess Property Mapping and Legal Descript	PDC							2				3							
41	TR Excess Property Mapping and Legal Descript	Berggeran							5				5					5		
42	G/C ROW Acquisition for Easements	PDC							5				5							
43	G/C ROW Mapping and Legal Descriptions	Berggeran							10				20						5	
44	Legal Fees - including Ellis Arbitration	Weule, Nossaman							2				3						3	
45	Misc Recording Fees/ROW acquisition								3				3						5	
46	2.3 Environmental Mitigation																			
47	G/C Environmental Mitigation	EDAW							10				10						5	
48	TR Onsite Mitigation Monitoring	EDAW							5				5							
49	Dante Property Environ Remed Monitoring	Leighton							43				50							
50	2.4 Other																			
51	Overhead	SBX																		
52	Insurance (OCIP)	Zurich							2,000											
53	SBX Construction Management	Various							15				20						20	
54	Caltrans Oversight	Caltrans							5				5						5	
55																				
56		Subtotal	0	0	0	0	0	0	3,509	57	0	79	1,939	0	63	0	1,152	0	50	0
57		Contingency																		
58		Total	0	0	0	0	0	0	3,509	57	0	79	1,939	0	63	0	1,152	0	50	0
59																				
60	2.5 Funding																			
61	Standstill Equity Funding		0	0	0	0	0	0	2,726	39	0	79	729	0	45	0	434	0	35	0
62	Park Betterments		0	0	0	0	0	0	783	18	0	79	1,210	0	18	0	718	0	15	0
63		Total	0	0	0	0	0	0	3,509	57	0	79	1,939	0	63	0	1,152	0	50	0
	LC funding			0					801				1,228						733	
	Construction Reserve Funding			0					2,844				774						469	

SOUTH BAY EXPRESSWAY, L. P.

CASH COLLATERAL BUDGET
PROJECT COMPLETION COSTS

			w/ending 8/1/2010	w/ending 8/8/2010	w/ending 8/15/2010	w/ending 8/22/2010	w/ending 8/29/2010	w/ending 9/5/2010	w/ending 9/12/2010	w/ending 9/19/2010	w/ending 9/26/2010	w/ending 10/3/2010	TOTAL
			US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s
1	2.1 Outstanding Capital Works and Associated Support Costs												
2	2.1.1 Gap-Connector												
3	Golf Course Bridge Construction	Hazard											10
4	Golf Course Bridge Design Support/As-builts	Rick Eng											5
5	Manzana Basin Maintenance Access Road	Hazard											31
6	Additional Fencing	Hazard											0
7	Irrigation Reveg Sites	Otay Water						1					5
8	Plant Establishment	Diversified			20			20					100
10	2.1.2 Toll Road												
11	Punch List	TBD											40
12	Plant Establishment	ValleyCrest			15			15					60
13	Irrigation Plant Establishment	Otay Water				33				8			172
14	Phone Line Relocation - Otay Mesa Road	AT&T											0
15	2.1.3 Park Betterments												
16	Contract Work	Hazard			500			300					2,900
17	Contract Work	Portillo											358
18	Contingency for COs - 10%	TBD			50			50					340
19	Design Support/As-builts/County permit fees	Rick Eng/County											9
20	Construction Management - 5%	PTG/Gateway				15				15			85
22	2.1.4 Fixed Operating Equipment (FOE)												
23	TMS Integration with Caltrans	Astart											0
24	High Availability Support System	Dell/EMC											0
25	Construction Management	Transtoll				6							30
26	Rehab Phase 1	Transtoll											600
27	Rehab Phase 2 - If Needed	Transtoll						200					600
28	Fiber Across Bridge	TBD/Berg			200								50
29	Independent 3rd Party Advisor	IBI Group											0
30	2.1.5 Other Capital Work												
31	Segment 1A Point of Connection (POC)	Water District/TBD											350
32	Turnarounds on Toll Road Mainline	TBD											0
33	2.2 Right of Way (ROW) Costs												
34	2.2.1 Offsite Environmental Mitigation Properties												
36	Proctor Valley & Bonita Meadows (Buie)	Caltrans											275
37	Lake Jennings (Carroll & Jenkins parcels)	Caltrans											102
38	SDG&E offset	SBX											(106)
39	2.2.2 ROW Professional Services												
40	TR Excess Property Mapping and Legal Descript	PDC											5
41	TR Excess Property Mapping and Legal Descript	Berggeran											15
42	G/C ROW Acquisition for Easements	PDC											10
43	G/C ROW Mapping and Legal Descriptions	Berggeran											35
44	Legal Fees - including Ellis Arbitration	Weule, Nossaman											8
45	Misc Recording Fees/ROW acquisition												11
46	2.3 Environmental Mitigation												
47	G/C Environmental Mitigation	EDAW			5			5					35
48	TR Onsite Mitigation Monitoring	EDAW											10
49	Dante Property Environ Remed Monitoring	Leighton											93
50	2.4 Other												
51	Overhead	SBX											0
52	Insurance (OCIP)	Zurich											2,000
53	SBX Construction Management	Various			20			20					95
54	Caltrans Oversight	Caltrans			5								20
55													
56		Subtotal	0	816	54	0	0	611	0	23	0	0	8,353
57		Contingency											0
58		Total	0	816	54	0	0	611	0	23	0	0	8,353
59													
60	2.5 Funding												
61	Standstill Equity Funding		0	266	39	0	0	261	0	8	0	0	4,661
62	Park Betterments		0	550	15	0	0	350	0	15	0	0	3,692
63		Total	0	816	54	0	0	611	0	23	0	0	8,353
		LC funding		565				365					3,692
		Construction Reserve Funding		305				269					4,661

SOUTH BAY EXPRESSWAY, L. P.

CASH COLLATERAL BUDGET
OPERATING EXPENSES

	w/ending 3/28/2010	w/ending 4/4/2010	w/ending 4/11/2010	w/ending 4/18/2010	w/ending 4/25/2010	w/ending 5/2/2010	w/ending 5/9/2010	w/ending 5/16/2010	w/ending 5/23/2010	w/ending 5/30/2010	w/ending 6/6/2010	w/ending 6/13/2010	w/ending 6/20/2010	w/ending 6/27/2010	w/ending 7/4/2010	w/ending 7/11/2010	w/ending 7/18/2010
	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s
Salaries and Benefits		120	77	120		120	67	120		120	67	120		442		192	
Cash/Credit Card Processing		30				33				35					33		
Armored Car Service						7				13				13			
CHP Services						9				19				19			
Other Services										2				2			
Incident Management										25				60			
Environmental Services						2				3				3			
Courtesy Patrol																	
Vehicle Fleet Expense																	
Maintenance																	
Roadside Maintenance						10				15				15			
Electrical Maintenance				3	3	2		3	3	2		3	3	2			3
Landscaping and Irrigation			17			3				35				40			
Facility																	
Building Maintenance	0		3	4	4	5		4	4	5		4	4	5			4
Security services						2				2				2			
Printing and Office Supplies	2		1	4	4	4		4	4	4		4	4	4			4
Insurance			493				85					85				85	
Postage/Mailing/Courier			17					12				12					12
Communications						11				11				11			
Information Systems						50				60				60			
Technical Support inc FOE software			3			23				24				24			
Utilities and Electric			23			10				34				34			
Professional Fees	5					50				55				55			
Marketing Costs	5		5	5	5	11	5	5	5	11	5	5	5	11		5	5
Miscellaneous Costs																	
Travel and Entertainment			4	1	1	1		1	1	1		1	1	1			1
Other G & A Costs		27	3	3	3	-23		3	3	4		3	3	4			3
Pre Tax Operating Costs	12	177	646	140	20	355	157	152	20	504	72	237	20	807	33	282	32
Property Taxes			4														
Total Operating Costs	12	177	650	140	20	355	157	152	20	504	72	237	20	807	33	282	32

SOUTH BAY EXPRESSWAY, L. P.

CASH COLLATERAL BUDGET
OPERATING EXPENSES

	w/ending 7/25/2010	w/ending 8/1/2010	w/ending 8/8/2010	w/ending 8/15/2010	w/ending 8/22/2010	w/ending 8/29/2010	w/ending 9/5/2010	w/ending 9/12/2010	w/ending 9/19/2010	w/ending 9/26/2010	w/ending 10/3/2010	TOTAL
	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s	US\$000s
Salaries and Benefits	120		192		120		120	72	184	0	120	2493
Cash/Credit Card Processing		33				33					34	231
Armored Car Service		13				13				13		71
CHP Services		19				19				19		104
Other Services												
Incident Management		2				2				2		10
Environmental Services		57				60				79		331
Courtesy Patrol												0
Vehicle Fleet Expense		3				3				3		17
Maintenance												
Roadside Maintenance		15				15				15		85
Electrical Maintenance	3	2		3	3	2		3	3	2		48
Landscaping and Irrigation		36				50				56		237
Facility												
Building Maintenance	4	5		4	4	5		4	4	5		81
Security services		2				2				2		12
Printing and Office Supplies	4	4		4	4	4		4	4	4		75
Insurance			85								0	833
Postage/Mailing/Courier				12				12				77
Communications		11				11				11		66
Information Systems		8				2				2		182
Technical Support inc FOE software		17				17				18		126
Utilities and Electric		26				34				35		196
Professional Fees		55				55				55		330
Marketing Costs	5	11	5	5	5	11		5	5	5	11	161
Miscellaneous Costs												
Travel and Entertainment	1	1		1	1	1		1	1	1		22
Other G & A Costs	3	4		3	3	4		3	3	4		63
Pre Tax Operating Costs	140	324	282	32	140	343	120	104	204	331	165	5851
Property Taxes					90							94
Total Operating Costs	140	324	282	32	230	343	120	104	204	331	165	5945

SOUTH BAY EXPRESSWAY, L. P.
Exceptional Expenses

	January US\$000s	February US\$000s	March US\$000s	April US\$000s	May US\$000s	June US\$000s	July US\$000s	August US\$000s	September US\$000s	Total US\$000s
Capstone		0	445	230	180	150	150	150	150	1455
Orrick	251	189	373	200	426	200	200	200	200	2239
Kirkland	221		435			1050	350	350	350	2756
ARUP	40	54	5	10	50	10	40	10	10	229
TIFIA		72	211	100	100	100	100	100	100	883
Imperial			175			450	155	155	155	1090
Milbank		159			70	50	20	20	20	339
US Trustee						20			20	40
Claims Service Agent			50	75	75	50	50	50	50	400
Total	512	474	1694	615	901	2080	1065	1035	1055	9431