INDEPENDENT AUDITORS' REPORT AND SPECIAL PURPOSE FINANCIAL STATEMENTS

OCALA DOWNTOWN DEVELOPMENT DISTRICT OCALA, FLORIDA

SEPTEMBER 30, 2011

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INDEPENDENT AUDITORS' REPORT

The Honorable Mayor and City Council City of Ocala Ocala, Florida

We have audited the special purpose financial statements of the Ocala Downtown Development District (the District), as of and for the year ended September 30, 2011. These special purpose financial statements are the responsibility of the management of the District. Our responsibility is to express an opinion on these special purpose financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the special purpose financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the special purpose financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall special purpose financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As discussed in Note 1 to the special purpose financial statements, the special purpose financial statements referred to above have been prepared for the purpose of complying with, and on the basis of accounting practices prescribed by the *Rules of the Auditor General*, State of Florida. The differences include the permitted omission of entity-wide, full-accrual, financial statements. In addition, the financial statements referred to above are intended to present the financial position and changes in financial position of only that portion of the City of Ocala, Florida, that is attributable to the transactions of the District as a whole, as of September 30, 2011, and the changes in financial position for the year then ended, in conformity with accounting principles generally accepted in the United State of America.

In our opinion, the special purpose financial statements referred to above present fairly, in all material respects, the financial position of the fund of the District, as of September 30, 2011, and its changes in financial position for the year then ended, in conformity with the basis of accounting described in Note 1.

In accordance with *Government Auditing Standards* we have also issued a report dated March 27, 2012, on our consideration of the District's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Certified Public Accountants

The Honorable Mayor and City Council City of Ocala Ocala, Florida

INDEPENDENT AUDITORS' REPORT (Concluded)

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

This report is intended solely for the information and use of the City Council, City Management, and the Florida Auditor General, and is not intended to be and should not be used by anyone other than these specified parties.

March 27, 2012 Ocala, Florida

Purvis, Gray and Company, LLP



BALANCE SHEET SEPTEMBER 30, 2011

OCALA DOWNTOWN DEVELOPMENT DISTRICT - OCALA, FLORIDA

Assets	
Equity in Pooled Cash and Investment Fund	\$ 247,704
Accrued Interest Receivable	715
Due from Other Governments	624
Total Assets	249,043
Liabilities	
Total Liabilities	 0
Fund Balances	
Restricted	249,043
Total Fund Balance	249,043
Total Liabilities and Fund Balance	\$ 249,043

STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE FOR THE YEAR ENDED SEPTEMBER 30, 2011 OCALA DOWNTOWN DEVELOPMENT DISTRICT - OCALA, FLORIDA

Revenues	
Property Taxes	\$ 63,924
Investment Income	3,396
Miscellaneous	28,094
Total Revenues	95,414
Expenditures	
Current:	
General Government	(72,838)
(Total Expenditures)	 (72,838)
Excess of Revenues Over Expenditures	22,576
Other Financing Sources (Uses)	
Transfers (out)	 (10,000)
Net Change in Fund Balance	 12,576
Fund Balance, Beginning of Year	 236,467
Fund Balance, End of Year	\$ 249,043

Note 1 - Summary of Significant Accounting Policies

The accounting policies of the City of Ocala, Florida (the City) conform to generally accepted accounting principles, as applicable to governments. The following is a summary of the more significant policies.

Reporting Entity

The Ocala Downtown Development District (the District) was created under the Laws of Florida, Chapter 67-1782, and Ordinance No. 266 of the City. The Governing Board of the District (the Board) is appointed by the Ocala City Council and, therefore, the City exercises significant influence over its operations and fiscal management. The District is considered a component unit for financial reporting purposes and is included as a blended special revenue fund within the City's overall basic financial statements. The District has been determined by the State of Florida to be an Independent District pursuant to the provisions of Florida Statutes Section 200.001(8)(e) because it was established before the effective date of the 1968 State Constitution and levy's taxes.

Special Purpose Financial Statements

These special purpose financial statements are presented for the purpose of complying with state law, specifically Florida Statutes section 218.39(h) which requires separate audited financial statements for Independent Special Districts that have revenues or expenditures between \$50,000 and \$100,000 and have not had a financial audit during the preceding two years. Because this is a special report prepared for regulatory purposes, it does not present entity-wide financial statements and management's discussion and analysis in accordance with Governmental Accounting Standards Board (GASB) Statement No. 34. All other relevant aspects of GASB Statement No. 34 have been incorporated into this report.

Entity-wide financial statements are prepared at the City-wide level by the City and include the District. Copies of that report can be obtained from the City's Office of Budget and Finance.

Basis of Presentation

The financial transactions of the District are recorded in an individual special revenue fund.

■ Description of Funds and Account Groups

- Governmental Fund Type—Governmental funds are those through which most governmental functions are financed. The acquisition, use, and balances of the District's expendable financial resources and the related liabilities are accounted for through a special revenue fund. The measurement focus is upon determination of changes in financial position rather than upon net income determination.
- **Special Revenue Funds**—Special revenue funds are used to account for and report the proceeds of specific revenue sources that are restricted or committed to expenditure for specified purposes other than the debt service or capital projects.
- **Restricted Fund Balance**—Fund Balance should be reported as restricted when constraints placed on the use of resources such as enabling legislation, which authorizes the government to assess, levy, charge, or otherwise mandate payment of resources.

(Continued)

Note 1 - Summary of Significant Accounting Policies (Continued)

Basis of Presentation (Concluded)

The District has implemented GASB Statement No. 54, Fund Balance Reporting and Governmental Fund Type Definitions. This GASB Statement clarifies governmental fund balance classifications and fund-type definitions. Governmental fund balances are classified either as nonspendable or as spendable. Spendable fund balances are further classified below in a hierarchy based on the extent to which there are external and internal constraints on the spending of these fund balances.

Nonspendable fund balance—include amounts that cannot be spent because they are not in spendable form or legally or contractually required to be maintained intact. Nonspendable in governmental fund types are for inventories and prepaid items.

Restricted fund balance—include amounts that can be spent only for the specific purposes stipulated by external resources providers either constitutionally or through enabling legislation. Examples include grants and impact fees.

Committed fund balance—include amounts that can be only used for the specific purpose determined by a formal action of the government's highest level of decision making authority. Commitments may be changed or lifted only by the government taking the same formal action that imposed the constraint originally.

Assigned fund balance—comprises amounts intended to be used by the government for specific purposes. Intent can be expressed by the governing body or by an official or body to which the governing body delegates the authority. In governmental funds other than the general fund, assigned fund balance represents the amount that is not restricted or committed. This indicates that the resources in other governmental funds are, at a minimum intended to be used for the purpose of that fund.

Unassigned fund balance— is the residual classification of the general fund only and includes all amounts not contained in other classifications. Unassigned amounts are technically available for any purpose.

Measurement Focus

Governmental fund types are accounted for on a "spending" or "financial flow" measurement focus. This means that only current assets and current liabilities are generally included on the balance sheets. Reported fund balance (net current assets) is considered a measure of "available, spendable, or appropriable resources." Governmental fund type operating statements present increases (revenues and other financing sources) and decreases (expenditures and other financing uses) in net current assets.

Basis of Accounting

Governmental fund type revenues and expenditures are recognized on the modified accrual basis. This method recognizes revenues in the accounting period in which they become available and measurable. Expenditures are recognized in the period in which the fund liability is incurred (except unmatured interest on general long-term debt, which is recognized when due). Property taxes levied for the 2011 calendar year are not considered available at September 30, 2011, since a legally enforceable claim did not exist as of that date and those revenues are not collected in sufficient time thereafter to be used for fiscal 2011 expenditures.

(Continued)

Note 1 - Summary of Significant Accounting Policies (*Continued***)**

Budgetary Requirements

An annual budget is prepared for all funds of the City, including the District. The budget amounts presented in the accompanying financial statements are as originally adopted, or as legally amended, by the City Council during the year ended September 30, 2011. The City Manager is authorized to transfer budgeted amounts between departments within any fund; however, any budget amendments that alter the total expenditures of any fund must be approved by the City Council. During 2011, the City Council approved various supplemental budget appropriations to provide for unanticipated requirements of the period. Budget appropriations may not be legally exceeded on a fund basis. Appropriations lapse at the end of each fiscal year. The budget is adopted on a basis consistent with generally accepted accounting principles.

Property Taxes

Under Florida law, the assessment of all properties and the collection of all property taxes are consolidated in the offices of the County Property Appraiser and County Tax Collector. The laws of the State of Florida regulating tax assessment are also designed to assure a consistent property valuation method state-wide. Florida Statutes permit Independent Special Districts to levy property taxes at a rate of up to 10 mills.

The tax levy of the District is established by the City Council prior to October 1 of each year. The Property Appraiser incorporates the millages into the total tax levy, which includes the municipalities, independent districts, county, and school board tax requirements. The District is divided into three districts for tax levies. The fiscal year 2011 assessed tax rates for District A, B, and C were 1.5647, 1.5508, and 1.1347, respectively.

All property is reassessed according to fair market value on January 1 of each year. Each assessment roll is submitted to the Executive Director of the State of Florida, Department of Revenue for review to determine if the rolls meet the requirements of Florida Statutes.

All taxes are due and payable on November 1 of each year or as soon thereafter as the assessment roll is certified and delivered to the Tax Collector. All unpaid taxes become delinquent on April 1 following the year in which they are assessed. Discounts are allowed for early payment at the rate of 4% in the month of November, 3% in the month of December, 2% in the month of January, and 1% in the month of February. Taxes paid in March are without discount.

On or prior to June 1 following the tax year, certificates are sold for all delinquent taxes on real property. Delinquent taxes on real property bear interest at 18% per year or as bid in a public sale of tax certificates. Application for a tax deed on any unredeemed tax certificates may be made by the certificate holder after a period of two years. Unsold certificates are held by the County.

Delinquent taxes on personal property bear interest at 18% per year until the tax is satisfied either by seizure and sale of the property, or by the five-year statute of limitations.

(Continued)

Note 1 - Summary of Significant Accounting Policies (Concluded)

Property Taxes (Concluded)

The Board does not accrue its portion of the County held tax sale certificates or personal property tax warrants because such amounts are not measurable and available as of the balance sheet date.

Key dates in the property tax cycle for the fiscal year ended September 30, 2011, are as follows:

Lien Date	January, 2010
Certification of Taxable Value	July 1, 2010
Final Public Hearing to Adopt Proposed Millage	September 21, 2010
Certification of Final Taxable Value	October 6, 2010
Beginning of Fiscal Year for Tax Assessment	October, 2010
Tax Bills Rendered	November 1, 2010
Property Taxes Due by:	
Maximum Discount	November 30, 2010
Due Date	March 31, 2011
Delinquent After	April 1, 2011
Tax Certificates for Delinquent Taxes by	May 31, 2011

Equity in Pooled Cash and Investments

The City maintains a pooled cash fund which allows the various funds, including the District to pool monies for investment purposes. The City maintains records to identify the equity of each fund investing in the pool as well as amounts borrowed from the pool. Investments earnings of the pool are recorded as earned and are allocated to the participating funds based on the respective funds average daily balance. The equity in pooled cash consists of cash, U.S. treasuries, federal instrumentalities, commercial paper, and money market funds.

Capital Assets

Capital assets, which include property, plant and equipment are reported in the statement of net assets of the City - capital assets are recorded at historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market value at the date of donation.

The District capitalizes major expenditures for additions and improvements. Expenditures for maintenance and repairs are charged to operating expenses.

Property, plant and equipment are depreciated using the straight-line method over the following estimated useful lives:

Assets	Years
Land	0
Buildings and Improvements	30

Transfers

The District makes monthly transfers to the general fund to help augment the additional maintenance from public works above the normal performance provided for the City.

(Concluded)

Note 2 - Cash and Equity in Pooled Cash and Investments

Cash and Cash Equivalents

At September 30, 2011, the carrying amount of the District's cash deposits was \$247,705. These funds are part of the City's pooled cash funds. The pooled cash and investments of the City consist of cash, U.S. treasuries, federal instrumentalities, commercial paper, and money market funds. The City's cash deposits are held by a bank that qualifies as a public depository under the Florida Security for Public Deposits Act as required by Chapter 280, Florida Statutes. The City maintains an investment policy managing pooled cash and investments. Further information on the City's pooled cash and investments can be found in the notes to the annual financial statements of the City.

Note 3 - Capital Assets

Land, buildings and improvements and tangible personal property of the District are reported as capital assets in the statement of net assets as part of the basic financial statements of the City. Upon acquisition, such assets are recorded as expenditures in the special revenue fund of the District and capitalized at cost in the capital asset accounts of the City.

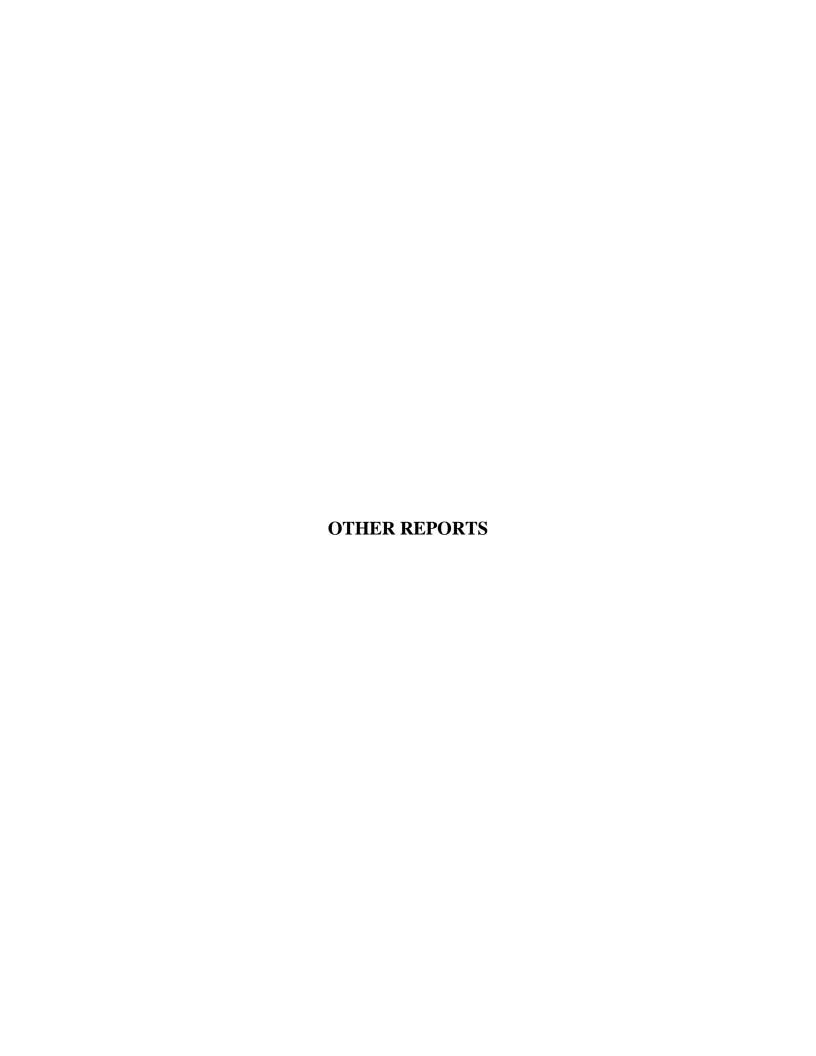
Capital asset activity for the year ended September 30, 2011, was as follows:

	Beginning			Ending
	Balance	Increases	(Decreases)	Balance
Capital Asset, Not Being				
Depreciated				
Land	\$ 43,712	<u>\$</u> 0	<u>\$</u> 0	\$ 43,712
Capital Assets, Being				
Depreciated				
Buildings and Improvements	6,588	0	0	6,588
Less Accumulated				
Depreciation				
Buildings and Improvements	(6,588)	0	0	(6,588)
Total Capital Assets				
Being Depreciated, Net	0	0	0	0
Total Capital Assets, Net	<u>\$ 43,712</u>	<u>\$</u>	<u>\$</u> 0	<u>\$ 43,712</u>



SCHEDULE OF REVENUES AND EXPENDITURES - BUDGET AND ACTUAL FOR THE YEAR ENDED SEPTEMBER 30, 2011 OCALA DOWNTOWN DEVELOPMENT DISTRICT - OCALA, FLORIDA

	Actual		Original and Final Budget		Variance with Final Budget Positive (Negative)	
Revenues						
Property Taxes	\$	63,924	\$	64,249	\$	(325)
Investment Income		3,396		5,000		(1,604)
Miscellaneous		28,094		0		28,094
Total Revenues		95,414		69,249		26,165
Expenditures						
Current:						
General Government		(72,838)		(108,835)		35,997
Capital Outlay		0		(44,807)		44,807
(Total Expenditures)		(72,838)		(153,642)		80,804
Excess of Revenues Over Expenditures		22,576		(84,393)		106,969
Other Financing (Uses)						
Transfers (out)		(10,000)		(10,000)		0
Net Change in Fund Balance		12,576		(94,393)		106,969
Fund Balance, Beginning of Year		236,467		111,218		125,249
Fund Balance, End of Year	\$	249,043	\$	16,825	\$	232,218





REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

The Honorable Mayor and City Council City of Ocala Ocala, Florida

We have audited the special purpose financial statements of the Ocala Downtown Development District (the District), as of and for the year ended September 30, 2011, and have issued our report thereon dated March 27, 2012, which was modified to refer to a basis of accounting required for compliance with state filing requirements, and for other reasons. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the District's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness on the District's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the District's internal control over financial reporting.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement on the District's financial statements will not be prevented or detected and corrected on a timely basis.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we would consider to be material weaknesses as described above.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the District's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with such provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance that are required to be reported under *Government Auditing Standards*.

Certified Public Accountants

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The Honorable Mayor and City Council City of Ocala Ocala, Florida

Purvis, Gray and Company, LLP

REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS (Concluded)

This report is intended solely for the information and use of the City Council, City Management, and the Florida Auditor General, and is not intended to be and should not be used by anyone other than these specified parties.

March 27, 2012



MANAGEMENT LETTER

The Honorable Mayor and City Council City of Ocala Ocala, Florida

We have audited the special purpose financial statements of the Ocala Downtown Development District (the District), as of and for the fiscal year ended September 30, 2011, and have issued our report thereon dated March 27, 2012, which was modified to refer to a basis of accounting required for compliance with state filing requirements, and for other reasons.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. We have issued our report on internal control over financial reporting and on compliance and other matters. Disclosures in that report, which are dated March 27, 2012, should be considered in conjunction with this management letter.

Additionally, our audit was conducted in accordance with the provisions of Chapter 10.550, *Rules of the Auditor General*, which govern the conduct of local governmental entity audits performed in the State of Florida. This letter includes the following information, which is not included in the aforementioned auditor's reports or schedule:

Section 10.554(1)(i)1., *Rules of the Auditor General*, requires that we determine whether or not corrective actions have been taken to address findings and recommendations made in the preceding annual financial audit report. There were no significant findings or recommendations in the preceding annual financial audit report.

Section 10.554(1)(i)2., *Rules of the Auditor General*, requires our audit to include a review of the provisions of Section 218.45, Florida Statutes, regarding the investment of public funds. In connection with our audit, we did not identify any instances of noncompliance.

Section 10.554(1)(i)3., *Rules of the Auditor General*, requires that we address in the management letter any recommendations to improve financial management. In connection with our audit, we did not have any such recommendations.

Section 10.554(1)(i)4., *Rules of the Auditor General*, requires that we address violations of provisions, of contracts or grant agreements, or abuse that have occurred, or are likely to have occurred, that have an effect on the determination of financial statement amounts that is less than material but more than inconsequential. In connection with our audit, we did not have any such findings.

Certified Public Accountants

The Honorable Mayor and City Council City of Ocala Ocala, Florida

MANAGEMENT LETTER (Concluded)

Section 10.554(1)(i)5., Rules of the Auditor General, provides that the auditor may, based on professional judgment, report the following matters that have an inconsequential effect on the financial statements, considering both qualitative and quantitative factors: (1) violations of provisions of contracts or grant agreements, fraud, illegal acts, or abuse; and (2) deficiencies in internal control deficiencies that are not significant deficiencies. In connection with our audit we did not have any such findings.

Section 10.554(1)(i)6., *Rules of the Auditor General*, requires that the name or official title and legal authority for the primary government and each component unit of the reporting entity be disclosed in the management letter, unless disclosed in the notes to the financial statements. Please see Note 1 of the accompanying special purpose financial statements.

Section 10.554(1)(i)7.a., *Rules of the Auditor General*, requires a statement be included as to whether or not the local government entity has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and identification of the specific condition(s) met. In connection with our audit, we determined that the District did not meet any of the conditions described in Section 218.503(1), Florida Statutes.

Section 10.554(1)(i)7.b., *Rules of the Auditor General*, requires that we determine whether the annual financial report for the District for the fiscal year ended September 30, 2011, filed with the Florida Department of Financial Services pursuant to Section 218.32(1)(a), Florida Statutes, is an agreement with the annual financial report for the fiscal year ended September 30, 2011. In connection with our audit, we determined that these two reports were in agreement.

Pursuant to Sections 10.554(1)(i)7.c. and 10.556(7), *Rules of the Auditor General*, we applied financial condition assessment procedures. It is management's responsibility to monitor the District's financial condition, and our financial condition assessment was based in part on representations made by management and the review of financial information provided by same.

Pursuant to Chapter 119, Florida Statutes, this management letter is a public record and its distribution is not limited. Auditing standards generally accepted in the United State's of America require us to indicate that this letter is intended solely for the information and use of management and the Florida Auditor General, and is not intended to be and should not be used by anyone other than these specified parties.

Purvis, Gray and Company, LP

March 27, 2012 Ocala, Florida