

Fiddler's Creek Community Development District #2

Basic Financial Statements
For the Year Ended September 30, 2015

Fiddler's Creek Community Development District #2

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INDEPENDENT AUDITOR'S REPORT

To the Board of Supervisors
Fiddler's Creek Community Development District #2
Collier County, Florida

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of Fiddler's Creek Community Development District #2 (the "District") as of and for the year ended September 30, 2015, and the related notes to the financial statements, which collectively comprise the District's basic financial statements, as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these 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 basic financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

CPA's + Trusted Advisors

Opinion

In our opinion the financial statements referred to in the first paragraph present fairly, in all material respects, the financial position of the governmental activities and each major fund of Fiddler's Creek Community Development District #2 as of September 30, 2015 and the changes in financial position and budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3 through 6 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 any assurance.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 22, 2016, 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 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 internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the District's internal control over financial reporting and compliance.



KEEFE McCULLOUGH

Fort Lauderdale, Florida
June 22, 2016

Our discussion and analysis of Fiddler's Creek Community Development District #2's (the District) financial performance provides an overview of the District's financial activities for the years ended September 30, 2015 and 2014. Please read it in conjunction with the District's basic financial statements, which immediately follow this discussion.

Financial Highlights

The following are the highlights of financial activity for the year ended September 30, 2015:

- The District's total liabilities exceeded its assets at September 30, 2015 by \$ 43,253,713 (deficit).
- The District's total revenues were \$ 10,496,882, \$ 10,363,814 from non-ad valorem assessments, \$ 131,460 from miscellaneous income and \$ 1,608 from interest income. The District's expenses for the year were \$ 8,762,549.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the District's basic financial statements. The basic financial statements are comprised of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to financial statements.

Government-Wide Financial Statements: The government-wide financial statements, which consist of the following two statements, are designed to provide readers with a broad overview of the District's finances, in a manner similar to a private sector business.

The statement of net position (deficit) presents information on all the District's assets and liabilities, with the difference between the two reported as net position (deficit). Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District is improving or deteriorating.

The statement of activities presents information showing how the District's net position changed during the year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods.

The government-wide financial statements can be found on pages 7 and 8 of this report.

Fund Financial Statements: A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The District has only one fund type: governmental funds.

Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of spendable resources, as well as balances of spendable resources available at the end of the year. Such information may be useful in evaluating a government's near-term financing requirements.

**Fiddler's Creek Community Development District #2
Management's Discussion and Analysis
September 30, 2015**

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the District's near-term financing decisions. Both the governmental fund balance sheet and the statement of revenues, expenditures, and changes in fund balances provide reconciliations to facilitate this comparison between governmental funds and governmental activities.

The governmental fund financial statements can be found on pages 9 through 13 of this report.

Notes to Basic Financial Statements: The notes provide additional information that is essential for a full understanding of the data provided in the government-wide and fund financial statements. The notes to basic financial statements can be found on pages 14 through 27 of this report.

Government-Wide Financial Analysis

As noted earlier, net position may serve over time as a useful indicator of financial position. The following table reflects the condensed government-wide statement of net position (deficit) as of September 30, 2015 and 2014:

Fiddler's Creek Community Development District #2 Statement of Net Position (Deficit)			
		2015	2014
Current and other assets	\$	12,695,506	\$ 8,443,387
Capital assets, net		39,474,526	40,587,799
Total assets		52,170,032	49,031,186
Other liabilities		20,206,557	12,096,858
Long-term liabilities		75,054,886	81,752,671
Total liabilities		95,261,443	93,849,529
Total deferred inflows of resources		162,302	169,703
Net position (deficit):			
Net investment in capital assets		(30,764,652)	(30,251,534)
Unrestricted		(12,489,061)	(14,736,512)
Total net position (deficit)	\$	(43,253,713)	\$ (44,988,046)

**Fiddler's Creek Community Development District #2
Management's Discussion and Analysis
September 30, 2015**

Governmental Activities: Governmental activities for the year ended September 30, 2015 decreased the District's net position (deficit) by \$ 1,734,333, as reflected in the table below:

Fiddler's Creek Community Development District #2 Statement of Activities		
	2015	2014
Revenues:		
Program revenue:		
Non-ad valorem assessments	\$ 10,363,814	\$ 7,636,886
Developer contributions	-	153,910
General revenue:		
Miscellaneous income	131,460	62,808
Interest income	1,608	2,724
	<u>10,496,882</u>	<u>7,856,328</u>
Expenses:		
Interest expense	5,317,653	7,343,132
Physical environment	2,719,091	2,569,295
General government	725,805	940,711
	<u>8,762,549</u>	<u>10,853,138</u>
Change in net position	1,734,333	(2,996,810)
Net Position (Deficit), Beginning of Year,	<u>(44,988,046)</u>	<u>(41,991,236)</u>
Net Position (Deficit), End of Year	<u>\$ (43,253,713)</u>	<u>\$ (44,988,046)</u>

Analysis of the Governmental Funds

As noted earlier, the District uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. The focus of the District's governmental funds is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing the District's financing requirements. In particular, unassigned fund balance may serve as a useful measure of a District's net resources available for spending at the end of the fiscal year. The General, Debt Service and Capital Project Funds comprise the total governmental funds. As of the end of the most current fiscal year, the District's governmental funds reported combined ending fund balance of \$ 2,468,487.

Capital Assets and Debt Administration

The District's investment in capital assets for its governmental activities as of September 30, 2015 amounts to \$ 39,474,526 net of accumulated depreciation and consists of land and improvements, infrastructure, buildings and improvements, equipment, and construction in progress.

At the end of the year, the District had total bonded debt outstanding of \$ 88,680,112. The District's debt represents bonds secured solely by a specified revenue source (i.e., revenue bonds).

Additional information on the District's long-term debt can be found in Note 5 on pages 19 through 23 of this report.

General Fund Budgetary Highlights

There was an amendment to the September 30, 2015 budget. Actual expenditures exceeded the budget due to certain litigation expenditures. As more fully described in Note 11, the District filed suit to recover certain legal fees paid by the former Trustee without the District's consent. The District has filed an action to collect the money that was previously taken by the former Trustee for its legal fees from the construction and remedial accounts.

Economic Factors and Next Year's Budget

Revenues for the fiscal year 2016 adopted budget for the General Fund of the District total \$ 1,982,934 while expenditures for the fiscal year 2016 adopted budget for the General Fund of the District total \$ 1,800,434. This provides for a \$ 182,500 addition to fund balance.

Requests for Information

This financial report is designed to provide a general overview of Fiddler's Creek Community Development District #2's finances for all those with an interest. Questions concerning any of the information provided in this report or requests for additional information should be addressed to the Fiddler's Creek Community Development District #2, 2300 Glades Road, #410W, Boca Raton, FL 33431.

BASIC FINANCIAL STATEMENTS

Fiddler's Creek Community Development District #2
Statement of Net Position (Deficit)
September 30, 2015

	Governmental Activities
Assets:	
Cash and cash equivalents	\$ 12,423,732
Prepaid expenses	236,093
Assessment receivable	34,252
Due from other governments	1,429
Capital assets:	
Non-depreciable	24,323,821
Depreciable, net	<u>15,150,705</u>
Total assets	<u>52,170,032</u>
 Liabilities:	
Accounts payable	288,810
Due to other governments	55,661
Due to Bondholder :	
Principal	5,894,505
Interest	3,877,307
Due to Developer	110,736
Accrued interest payable	2,248,817
Bonds payable, due within one year	7,730,721
Bonds payable, due in more than one year	<u>75,054,886</u>
Total liabilities	<u>95,261,443</u>
 Deferred Inflows of Resources:	
Deferred charge on exchange of bonds	<u>162,302</u>
 Commitments and Contingencies (Notes 7 and 11)	
	-
 Net Position (Deficit):	
Net investment in capital assets	(30,764,652)
Unrestricted	<u>(12,489,061)</u>
Total net position (deficit)	<u>\$ (43,253,713)</u>

The accompanying notes to basic financial statements are an integral part of these statements.

Fiddler's Creek Community Development District #2
Statement of Activities
For the Year Ended September 30, 2015

	<u>Expenses</u>	<u>Program Revenues</u>			<u>Governmental</u>
		<u>Charges for Services</u>	<u>Operating Grants and Contributions</u>	<u>Capital Grants and Contributions</u>	<u>Activities Net Revenues (Expenses) and Change in Net Position (Deficit)</u>
Functions/Programs:					
Governmental activities:					
Interest expense	\$ 5,317,653	\$ 8,613,036	\$ -	\$ -	\$ 3,295,383
Physical environment	2,719,091	1,153,176	-	-	(1,565,915)
General government	725,805	597,602	-	-	(128,203)
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Total governmental activities	\$ <u>8,762,549</u>	\$ <u>10,363,814</u>	\$ <u>-</u>	\$ <u>-</u>	1,601,265
General revenues:					
Miscellaneous income					131,460
Interest income					1,608
					<u> </u>
Change in net position					1,734,333
Net position (deficit), October 1, 2014					<u>(44,988,046)</u>
Net position (deficit), September 30, 2015					\$ <u>(43,253,713)</u>

The accompanying notes to basic financial statements are an integral part of these statements.

**Fiddler's Creek Community Development District #2
Balance Sheet - Governmental Funds
September 30, 2015**

	Series 2003 Debt Service Fund	Series 2004 Debt Service Fund	Series 2005 Debt Service Fund	Series 2014 Debt Service Fund	Series 2003 Capital Projects Fund	Series 2005 Capital Projects Fund	Series 2014 Capital Projects Fund	Total Governmental Funds
Assets:								
Cash and cash equivalents	\$ 571,549	\$ 614,499	\$ 141,200	\$ 495,773	\$ -	\$ -	1,377,186	\$ 12,423,732
Prepaid expenditures	11,071	-	-	-	-	-	-	236,093
Assessments receivable	11,652	2,486	1,801	872	-	-	-	34,252
Due from other governments	1,429	-	-	-	-	-	-	1,429
Due from other funds	-	8,906	32,062	3,126	-	-	-	350,760
Total assets	\$ 595,701	\$ 625,891	\$ 175,063	\$ 499,771	\$ -	\$ -	1,377,186	\$ 13,046,266
Liabilities:								
Accounts payable	\$ 236,356	\$ 7,948	\$ 6,722	\$ 6,396	-	-	-	\$ 288,810
Due to other governments	55,661	-	-	-	-	-	-	55,661
Due to other funds	80,974	269,735	-	-	-	-	-	350,760
Due to Bondholder	-	-	-	-	-	-	-	9,771,812
Due to Developer	110,736	-	-	-	-	-	-	110,736
Total liabilities	483,727	277,683	6,722	6,396	-	-	-	10,577,779
Commitments and Contingencies (Notes 7 and 11)	-	-	-	-	-	-	-	-
Fund Balances:								
Restricted for debt service	-	348,208	168,341	493,375	-	-	-	979,327
Restricted for capital projects	-	-	-	-	-	-	1,377,186	1,377,186
Unassigned	111,974	-	-	-	-	-	-	111,974
Total fund balance (deficit)	111,974	348,208	168,341	493,375	-	-	1,377,186	2,468,487
Total liabilities and fund balances	\$ 595,701	\$ 625,891	\$ 175,063	\$ 499,771	\$ -	\$ -	1,377,186	\$ 13,046,266

The accompanying notes to basic financial statements are an integral part of these statements.

**Fiddler's Creek Community Development District #2
 Reconciliation of the Balance Sheet of Governmental Funds
 to the Statement of Net Position (Deficit)
 September 30, 2015**

**Amounts Reported for Governmental Activities in the
 Statement of Net Position (Deficit) are Different Because:**

Total fund balances of governmental funds in the balance sheet, page 9	\$ 2,468,487
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds:	
The cost of capital assets is	54,165,978
Less accumulated depreciation	(14,691,452)
Deferrals on exchanges are not financial resources and, therefore are not reported as applicable assets or liabilities in the governmental funds:	
Deferred charge on exchange of bonds	(162,302)
Certain liabilities are not due and payable in the current period, and therefore are not reported in the governmental funds:	
Accrued interest payable	(2,248,817)
Governmental revenue bonds payable	<u>(82,785,607)</u>
Net Position (Deficit) of Governmental Activities, Page 7	\$ <u><u>(43,253,713)</u></u>

The accompanying notes to basic financial statements are an integral part of these statements.

**Fiddler's Creek Community Development District #2
Statement of Revenues, Expenditures and
Change in Fund Balances - Governmental Funds
For the Year Ended September 30, 2015**

	Series 2003 General Fund	Series 2003 Debt Service Fund	Series 2004 Debt Service Fund	Series 2005 Debt Service Fund	Series 2014 Debt Service Fund	Series 2003 Capital Projects Fund	Series 2005 Capital Projects Fund	Series 2014 Capital Projects Fund	Total Governmental Funds
Revenues:									
Non-ad valorem assessments	\$ 1,750,778	\$ 4,101,423	\$ 408,811	\$ 232,042	\$ 3,870,760	\$ -	\$ -	\$ -	\$ 10,363,814
Interest income	648	709	58	13	9	-	-	171	1,608
Miscellaneous income	54,000	-	-	-	77,460	-	-	-	131,460
Total revenues	1,805,426	4,102,132	408,869	232,055	3,948,229	-	-	171	10,496,882
Expenditures:									
Current:									
General government	613,645	59,222	12,544	9,558	24,286	-	-	-	719,255
Physical environment	1,147,564	-	-	-	-	-	-	-	1,147,564
Capital outlay	41,336	-	-	-	-	-	-	416,918	458,254
Debt service:									
Principal	-	4,796,568	95,000	50,000	1,045,000	-	-	-	5,986,568
Interest	-	1,861,385	236,925	161,100	2,441,884	-	-	-	4,701,294
Bond issuance costs	-	-	-	-	6,550	-	-	-	6,550
Total expenditures	1,802,545	6,717,175	344,469	220,658	3,517,720	-	-	416,918	13,019,485
Excess (deficiency) of revenues over expenditures	2,881	(2,615,043)	64,400	11,397	430,509	-	-	(416,747)	(2,522,603)
Other Financing Sources:									
Transfers in	-	2	-	-	16,515	-	-	17	16,534
Transfers out	(16,515)	-	-	-	-	(2)	(17)	-	(16,534)
Total other financing sources	(16,515)	2	-	-	16,515	(2)	(17)	17	-
Net change in fund balances	(13,634)	(2,615,041)	64,400	11,397	447,024	(2)	(17)	(416,730)	(2,522,603)
Fund Balances, October 1, 2014	125,608	2,584,444	283,808	156,944	46,351	2	17	1,793,916	4,991,090
Fund Balances (deficit), September 30, 2015	\$ 111,974	\$ (30,597)	\$ 348,208	\$ 168,341	\$ 493,375	\$ -	\$ -	\$ 1,377,186	\$ 2,468,487

The accompanying notes to basic financial statements are an integral part of these statements.

**Fiddler's Creek Community Development District #2
 Reconciliation of the Statement of Revenues,
 Expenditures and Changes in Fund Balances
 of Governmental Funds to the Statement of Activities
 For the Year Ended September 30, 2015**

Net Changes in Fund Balances - Total Governmental Funds, Page 11 \$ (2,522,603)

Amounts reported for governmental activities in the statement of activities are different because:

Governmental funds report capital outlays as expenditures. However, in the statement of activities, the cost of those assets is depreciated over their estimated useful lives:

Expenditures for capital assets	458,254
Less current year provision for depreciation	(1,571,527)

The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal long-term debt consumes the current financial resources of governmental funds.

Bond payments	5,986,568
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Certain items reported in the statement of activities do not require the use of current financial resources and therefore are not reported as expenditures in the governmental funds:

Change in accrued interest payable	(623,760)
Provision for amortization of deferred charge on exchange of bonds	7,401
	7,401

Change in Net Position of Governmental Activities, Page 8 \$ 1,734,333

The accompanying notes to basic financial statements are an integral part of these statements.

Fiddler's Creek Community Development District #2
Statement of Revenues, Expenditures and Changes in Fund
Balance - Budget and Actual - General Fund
For the Year Ended September 30, 2015

	<u>Original Budget</u>	<u>Final Budget</u>	<u>Actual</u>	<u>Variance</u>
Revenues:				
Non-ad valorem assessments	\$ 1,744,846	\$ 1,744,846	\$ 1,750,778	\$ 5,932
Interest income	1,000	1,000	648	(352)
Miscellaneous income	<u>-</u>	<u>-</u>	<u>54,000</u>	<u>54,000</u>
Total revenues	<u>1,745,846</u>	<u>1,745,846</u>	<u>1,805,426</u>	<u>59,580</u>
Expenditures:				
Current:				
General government:	285,852	612,442	613,645	(1,203)
Physical environment	1,269,534	1,269,534	1,147,564	121,970
Capital outlay	<u>45,460</u>	<u>45,460</u>	<u>41,336</u>	<u>4,124</u>
Total expenditures	<u>1,600,846</u>	<u>1,927,436</u>	<u>1,802,545</u>	<u>124,891</u>
Excess of revenues over expenditures	145,000	(181,590)	2,881	184,471
Other Financing Sources (Uses):				
Transfers in	-	-	-	-
Transfers out	<u>-</u>	<u>-</u>	<u>(16,515)</u>	<u>(16,515)</u>
Total financing sources (uses)	<u>-</u>	<u>-</u>	<u>(16,515)</u>	<u>(16,515)</u>
Net change in fund balance	<u>\$ 145,000</u>	<u>\$ (181,590)</u>	<u>\$ (13,634)</u>	<u>\$ 167,956</u>

The accompanying notes to basic financial statements are an integral part of these statements.

Note 1 - Organization and Operations

Fiddler's Creek Community Development District #2 (the District) was established November 19, 2002 under the provisions of Chapter 190 of the Florida Statutes by the Collier County Board of County Commissioners. The District was established for the purposes of financing and managing the acquisition, construction, maintenance and operation of the infrastructure necessary for community development within its jurisdiction. The District is authorized to issue bonds for the purpose, among others, of financing, funding, planning, establishing, acquiring, constructing or reconstructing, enlarging or extending, equipping, operating and maintaining water management, water supply, sewer and wastewater management, bridges or culverts, roads, landscaping, street lights and other basic infrastructure projects within or without the boundaries of the Fiddler's Creek Community Development District #2. The District is governed by a five-member Board of Supervisors who are elected for four year terms.

Note 2 - Summary of Significant Accounting Policies

The basic financial statements of the District have been prepared in conformity with generally accepted accounting principles as applied to governmental units. The District's more significant accounting policies are described below:

The financial reporting entity: The criteria used for including component units consist of identification of legally separate organizations for which the Board of Supervisors of the District are financially accountable. This criteria also includes identification of organizations for which the nature and significance of their relationship with the primary government are such that exclusion would cause the reporting entity's basic financial statements to be misleading or incomplete. Based upon this review, there were no potential component units of the District.

Basis of presentation:

Financial Statements - Government-Wide Statements: The District's basic financial statements include both government-wide (reporting the District as a whole) and fund financial statements (reporting the District's major funds). Both the government-wide and fund financial statements categorize primary activities as either governmental or business type. All of the District's activities are classified as governmental activities.

In the government-wide statement of net position, the governmental activities column is presented on a consolidated basis, if applicable, and is reported on a full-accrual, economic resource basis, which recognizes all noncurrent assets and receivables as well as all noncurrent debt and obligations, when and if applicable.

The government-wide statement of activities reports both the gross and net cost of each of the District's functions. The net costs, by function, are also supported by general revenues, other revenue, etc. The statement of activities reduces gross expenses by related program revenues, operating and capital grants. Program revenues must be directly associated with the function. Operating grants include operating-specific and discretionary (either operating or capital) grants while the capital grants column reflect capital-specific grants. For the year ended September 30, 2015, the District had \$ 10,363,814 in program revenues.

This government-wide focus is more on the ability to sustain the District as an entity and the change in the District's net position resulting from the current year's activities.

Financial Statements - Fund Financial Statements: The accounts of the District are organized on the basis of funds. The operations of the funds are accounted for with separate self-balancing accounts that comprise their assets, liabilities, fund equity, revenues and expenditures.

Note 2 - Summary of Significant Accounting Policies (continued)

The District reports the following major governmental funds:

General Fund - This fund is used to account for all operating activities of the District. At this time, revenues are derived principally from non-ad valorem assessments and interest income.

Debt Service Fund - These funds are used to account for the accumulation of resources for and the payment of long-term debt principal and interest.

Capital Projects Fund - These funds are used to account for financial resources segregated for the acquisition or construction of capital facilities other than those financed by enterprise operations, if applicable.

Measurement focus, basis of accounting and presentation: Basis of accounting refers to the point at which revenues or expenditures/expenses are recognized in the accounts and reported in the basic financial statements. It relates to the timing of the measurements made regardless of the measurement focus applied. Governmental funds use the current financial resources measurement focus and the government-wide statements use the economic resources measurement focus.

Governmental activity in the government-wide financial statements is presented on the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when incurred.

The governmental fund financial statements are presented on the modified accrual basis of accounting under which revenue is recognized in the accounting period in which it becomes susceptible to accrual (i.e., when it becomes both measurable and available). "Measurable" means the amount of the transaction can be determined and "available" means collectible within the current period or soon enough thereafter to be used to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within sixty days of the end of the current year.

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements.

Budget: A budget is adopted for the General Fund and Debt Service Funds on an annual basis. Appropriations lapse at fiscal year-end. Changes or amendments to the total budgeted expenditures of the District must be approved by the District Board of Supervisors.

The District follows these procedures in establishing the budgetary data reflected in the financial statements:

- a. Each year the District Manager submits to the District Board a proposed operating budget for the fiscal year commencing the following October 1.
- b. Public hearings are conducted to obtain taxpayer comments.
- c. Prior to October 1, the budget is legally adopted by the District Board.
- d. The budgets are adopted on a basis consistent with generally accepted accounting principles.

Note 2 - Summary of Significant Accounting Policies (continued)

Cash and cash equivalents: Cash and cash equivalents are defined as demand deposits, money market accounts, and short-term investments with original maturities of three months or less from the date of acquisition.

Investments: Investments, if held, are stated at their fair value, which is based on quoted market prices. Unrealized gains and losses in fair value are recognized. Certain money market investments are stated at amortized cost if they have a remaining maturity of one year or less when purchased.

Capital assets: Capital assets are reported in the governmental activities column in the government-wide financial statements. The government defines capital assets as assets with an initial, individual cost of more than \$ 750 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend asset lives are not capitalized.

Assessments: Assessments are non-ad valorem assessments on all property within the District. Assessments are levied each November 1 on property as of the previous January 1. Certain assessments are collected upon closing on each lot sold and are used to prepay a portion of the Bonds outstanding. In addition, annual assessments are levied and collected to provide funds for the debt service on the portion of the Bonds which are not paid for from the prepaid assessments and to pay for the operations and maintenance of the District. The fiscal year for which annual assessments are levied begins on October 1 with a maximum discount available for payments through February 28 and become delinquent on April 1.

Assessments on all non-platted lots within the District are directly billed to the Developer.

Deferred outflows/inflows of resources: In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will *not* be recognized as an outflow of resources (expense/expenditure) until then. The District does not have any items that qualify for reporting in this category.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will *not* be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. It is a deferred gain on exchange that results from the difference in the carrying value of the exchanged debt and its reacquisition price. This amount is deferred and amortized over the life of the exchanged debt.

Equity classifications:

Government-wide statements: Equity is classified as net position and displayed in three components:

- a. Net investment in capital assets - consists of capital assets including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, or other borrowings that are attributable to the acquisition, construction or improvement of those assets.

Note 2 - Summary of Significant Accounting Policies (continued)

- b. Restricted net position - consists of net position with constraints placed on the use either by 1) external groups such as creditors, grantors, contributors, or laws or regulations of other governments, or 2) law through constitutional provisions or enabling legislation.
- c. Unrestricted net position - all other net position that do not meet the definition of "restricted" or "net investment in capital assets."

When both restricted and unrestricted resources are available for use, it is the District's policy to use restricted resources first, then unrestricted resources as they are needed.

Fund statements: GASB Statement No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions* requires that governmental fund financial statements present fund balances based on classifications that comprise a hierarchy that is based primarily on the extent to which the District is bound to honor constraints on the specific purposes for which amounts in the respective governmental funds can be spent. The classifications used in the governmental fund financial statements are as follows:

Nonspendable: This classification includes amounts that cannot be spent because they are either (a) not in spendable form or (b) are legally or contractually required to be maintained intact. The District classifies prepaid items and deposits as nonspendable since they are not expected to be converted to cash or are not expected to be converted to cash within the next year.

Restricted: This classification includes amounts for which constraints have been placed on the use of the resources either (a) externally imposed by creditors (such as through a debt covenant), grantors, contributors, or laws or regulations of other governments, or (b) imposed by law through constitutional provisions or enabling legislation.

Committed: This classification includes amounts that can be used only for specific purposes pursuant to constraints imposed by formal action of the District Board of Supervisors (the "Board"). These amounts cannot be used for any other purpose unless the Board removes or changes the specified use by taking the same type of action (ordinance or resolution) that was employed when the funds were initially committed. This classification also includes contractual obligations to the extent that existing resources have been specifically committed for use in satisfying those contractual requirements.

Assigned: This classification includes amounts that are constrained by the District's intent to be used for a specific purpose but are neither restricted nor committed. This intent can be expressed by the Board or through the Board delegating this responsibility to the District Manager through the budgetary process. This classification also includes the remaining positive fund balance for all governmental funds except for the General Fund. The District classifies existing fund balance to be used in the subsequent year's budget for elimination of a deficit as assigned.

Unassigned: This classification includes the residual fund balance for the General Fund.

The District would typically use restricted fund balances first, followed by committed fund balances, assigned fund balances, and finally unassigned fund balances.

Note 2 - Summary of Significant Accounting Policies (continued)

Date of management review: Subsequent events have been evaluated through June 22, 2016, which is the date the financial statements were available to be issued.

Note 3 - Deposits and Investments

Deposits: The District's deposits must be placed with banks and savings and loans which are qualified as public depositories prior to receipt of public monies under Chapter 280, Florida Statutes. These deposits are insured by the FDIC up to \$ 250,000. Monies deposited in amounts greater than the insurance coverage are secured by the banks pledging securities with the State Treasurer in the collateral pool. At year end, the carrying amount of the District's General Fund deposits was \$ 571,549 and the bank balance was \$ 590,447.

Investments: The investment of funds is authorized by Florida Statutes, which allows the District to invest in the Local Government Surplus Funds Trust or any intergovernmental investment pool authorized pursuant to the Florida Interlocal Cooperation Act, SEC registered money market funds with the highest credit quality rating, interest-bearing time deposits or savings accounts in qualified public depositories and direct obligations of the U.S. Treasury. Investments of the Debt Service and Capital Projects Funds are governed by the Bond Indenture.

Investments as of September 30, 2015 of \$ 11,852,183 were in money market mutual funds. These deposits and investments are reflected in the accompanying statement of net position and balance sheet - governmental funds in cash and cash equivalents.

Credit risk: Florida Statutes require the money market mutual funds held by the District to have the highest credit quality rating from a nationally recognized rating agency. The money market mutual funds held by the District are rated A+ by Standard and Poor's.

Interest rate risk: Florida Statutes state that the investment portfolio be structured in such manner as to provide sufficient liquidity to pay obligations as they come due. The average maturity of the money market fund is 50 days.

Custodial credit risk: For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the District will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. At September 30, 2015, the District's investments were not subject to custodial credit risk.

Note 4 - Capital Assets

Capital asset activity for the year ended September 30, 2015 was as follows:

	Balance at October 1, 2014	Additions	Deletions	Balance at September 30, 2015
Governmental Activities:				
Capital assets, not being depreciated				
Land and improvements	\$ 16,226,776	\$ -	\$ -	\$ 16,226,776
Construction-in-progress	7,638,791	458,254	-	8,097,045
	<u>23,865,567</u>	<u>458,254</u>	<u>-</u>	<u>24,323,821</u>
Total capital assets, not being depreciated	<u>23,865,567</u>	<u>458,254</u>	<u>-</u>	<u>24,323,821</u>

Fiddler's Creek Community Development District #2
Notes to Basic Financial Statements
September 30, 2015

Note 4 - Capital Assets (continued)

	Balance at October 1, 2014	Additions	Deletions	Balance at September 30, 2015
Capital assets, being depreciated:				
Infrastructure	17,074,387	-	-	17,074,387
Buildings and improvements	12,760,696	-	-	12,760,696
Equipment	7,074	-	-	7,074
Total capital assets, being depreciated	<u>29,842,157</u>	<u>-</u>	<u>-</u>	<u>29,842,157</u>
Total capital assets	<u>53,707,724</u>	<u>458,254</u>	<u>-</u>	<u>54,165,978</u>
Less accumulated depreciation for:				
Infrastructure	5,598,448	646,988	-	6,245,436
Equipment	2,949	1,769	-	4,718
Buildings and improvements	7,518,528	922,770	-	8,441,298
Total accumulated depreciation	<u>13,119,925</u>	<u>1,571,527</u>	<u>-</u>	<u>14,691,452</u>
Total capital assets, being depreciated, net	<u>16,722,232</u>	<u>(1,571,527)</u>	<u>-</u>	<u>15,150,705</u>
Governmental activities capital assets, net	<u>\$ 40,587,799</u>	<u>\$ (1,113,273)</u>	<u>\$ -</u>	<u>\$ 39,474,526</u>

Provision for depreciation was charged to functions as follows:

Governmental Activities:	
Physical environment	\$ <u>1,571,527</u>

Note 5 - Long-Term Debt

a. Summary of Long-Term Debt of Governmental Activities

Long-term debt of the governmental activities at September 30, 2015 is comprised of the following bond issues:

Special Assessment Revenue Bonds, Series 2003A; due in annual installments through May 2035; interest payable semiannually at 6.00% through November 2016 and then at 6.375%.	\$ 26,582,700
Special Assessment Revenue Bonds, Series 2003B; due in one lump-sum payment November 2014; interest payable semiannually at 5.75%.	4,197,412
Special Assessment Bonds, Series 2004; due in annual installments through May 2037; interest payable semiannually at 6.75%.	3,415,000
Special Assessment Bonds, Series 2005; due in annual installments through May 2038; interest payable semiannually at 6.00%.	2,635,000

Fiddler's Creek Community Development District #2
Notes to Basic Financial Statements
September 30, 2015

Note 5 - Long-Term Debt (continued)

Special Assessment Revenue Bonds, Series 2014-1; due in annual installments through May 2037; interest payable semiannually at 6.75% through November 2016.	9,345,000
Special Assessment Revenue Bonds, Series 2014-2; due in annual installments through May 2038; interest payable semiannually at 6.00%.	15,855,000
Special Assessment Bonds, Series 2014-3; due in annual installments through May 2038; interest payable semiannually at 6.00%.	15,860,000
Special Assessment Bonds, Series 2014-4; due in annual installments through May 2038; interest payable semiannually at 6.00%.	<u>10,790,000</u>
	<u>\$ 88,680,112</u>

The following is a summary of changes in governmental activities long-term debt for the year ended September 30, 2015:

	<u>Balance October 1, 2014</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance September 30, 2015</u>	<u>Due Within One Year</u>
Special Assessment Revenue Bonds, Series 2003A	\$ 26,582,700	\$ -	\$ -	\$ 26,582,700	\$ 2,333,309
Special Assessment Revenue Bonds, Series 2003B	4,197,412	-	-	4,197,412	4,197,412
Special Assessment Revenue Bonds, Series 2004	3,510,000	-	95,000	3,415,000	70,000
Special Assessment Revenue Bonds, Series 2005	2,685,000	-	50,000	2,635,000	55,000
Special Assessment Revenue Bonds, Series 2014-1	9,560,000	-	215,000	9,345,000	190,000
Special Assessment Revenue Bonds, Series 2014-2	16,165,000	-	310,000	15,855,000	330,000
Special Assessment Revenue Bonds, Series 2014-3	16,170,000	-	310,000	15,860,000	330,000
Special Assessment Revenue Bonds, Series 2014-4	<u>11,000,000</u>	<u>-</u>	<u>210,000</u>	<u>10,790,000</u>	<u>225,000</u>
	<u>\$ 89,870,112</u>	<u>\$ -</u>	<u>\$ 1,190,000</u>	<u>\$ 88,680,112</u>	<u>\$ 7,730,721</u>

Note 5 - Long-Term Debt (continued)

b. Summary of Significant Debt Terms of Governmental Activities

Special Assessment Revenue Bonds, Series 2003A - The District previously issued \$ 26,385,000 in Special Assessment Revenue Bonds, Series 2003A for the purpose of funding certain projects within the boundaries of the District. The Bonds are payable in annual principal installments through May 2035. Interest at 6.00% is payable semiannually on the first day of each May and November through 2016 and at 6.375% thereafter.

The District is required by the Bond Indenture to levy and collect special assessments pursuant to Florida Statutes, Section 190.022. The collection of these assessments is restricted and applied to the debt service requirements of the Bond Issue. Further, the District covenants to levy special assessments in annual amounts adequate to provide for payment of principal and interest on the Bonds as they become due.

The Bonds are subject to mandatory redemption at par plus accrued interest to the date of redemption on a schedule of annual redemptions through May 2035, the maturity date. The District is required to redeem the Bonds at par prior to schedule from the proceeds of any assessments prepaid or if certain events occur as outlined in the Bond Indenture. The Bonds are subject to redemption at the option of the District at par plus accrued interest from payment date to the redemption date on or after May 1, 2013.

The Indenture requires a reserve fund equal to 7.47% of the 2003A Bonds outstanding. As of September 30, 2015, the reserve fund account balance was not sufficient to satisfy this requirement.

Special Assessment Revenue Bonds, Series 2003B - The District previously issued \$ 9,905,000 in Special Assessment Revenue Bonds, Series 2003B for the purpose of funding certain projects within the boundaries of the District. The Bonds were payable in one principal installment in November 2014 and remain outstanding. Interest at 5.75% is payable semiannually on the first day of each May and November.

The District is required by the Bond Indenture to levy and collect special assessments pursuant to Florida Statutes, Section 190.022. The collection of these assessments is restricted and applied to the debt service requirements of the Bond Issue. Further, the District covenants to levy special assessments in annual amounts adequate to provide for payment of principal and interest on the Bonds as they become due.

The Bonds are not subject to mandatory redemption prior to their scheduled maturity. The District is required to redeem the Bonds at par prior to schedule from the proceeds of any assessments prepaid or if certain events occur as outlined in the Bond Indenture.

The Indenture requires a reserve fund equal to 11.19% of the 2003B Bonds outstanding. As of September 30, 2015, the reserve fund account balance was not sufficient to satisfy this requirement.

There is a dispute between the Series 2003A and 2003B bondholders as to the amounts due to each and when those sums are due. See Note 11 for a disclosure of this dispute.

Note 5 - Long-Term Debt (continued)

Special Assessment Bonds, Series 2004 - The District previously issued \$ 13,145,000 in Special Assessment Bonds, Series 2004 for the purpose of funding certain projects within the boundaries of the District. The District previously exchanged a portion of the Series 2004 for the Series 2014-1 Bonds. After the consummation of the exchange, \$ 3,510,000 of Series 2004 Bonds remained outstanding. The Bonds are payable in annual principal installments through May 2037. Interest at 6.75% is payable semiannually on the first day of each May and November.

The District is required by the Bond Indenture to levy and collect special assessments pursuant to Florida Statutes, Section 190.022. The collection of these assessments is restricted and applied to the debt service requirements of the Bond Issue. Further, the District covenants to levy special assessments in annual amounts adequate to provide for payment of principal and interest on the Bonds as they become due.

The Bonds are subject to mandatory redemption at par plus accrued interest to the date of redemption on a schedule of annual redemptions through May 2037, the maturity date. The District is required to redeem the Bonds at par prior to the schedule from the proceeds of any assessments prepaid or if certain events occur as outlined in the Bond Indenture. The Bonds are subject to redemption at the option of the District at a premium on or before May 1, 2015 and at par on or after May 1, 2016.

The Bond Indenture requires a reserve fund equal to \$ 50,000. As of September 30, 2015, the reserve fund account balance was sufficient to satisfy this requirement.

Special Assessment Bonds, Series 2005 - The District previously issued \$ 38,850,000 in Special Assessment Bonds, Series 2005 for the purpose of funding certain projects within the boundaries of the District. The District previously exchanged a portion of the Series 2005 for the Series 2014-2, 2014-3 and 2014-4 Bonds. After the consummation of the exchange, \$ 2,685,000 of Series 2005 Bonds remained outstanding. The Bonds are payable in annual principal installments through May 2038. Interest at 6.00% is payable semiannually on the first day of each May and November.

The District is required by the Bond Indenture to levy and collect special assessments pursuant to Florida Statutes, Section 190.022. The collection of these assessments is restricted and applied to the debt service requirements of the Bond Issue. Further, the District covenants to levy special assessments in annual amounts adequate to provide for payment of principal and interest on the Bonds as they become due.

The Bonds are subject to mandatory redemption at par plus accrued interest to the date of redemption on a schedule of annual redemptions through May 2038, the maturity date. The District is required to redeem the Bonds at par prior to the schedule from the proceeds of any assessments prepaid or if certain events occur as outlined in the Bond Indenture. The Bonds are subject to redemption at the option of the District at a premium on or before May 1, 2016 through April 30, 2017 and at par on or after May 1, 2017.

The Bond Indenture requires a reserve fund equal to \$ 50,000. As of September 30, 2015, the reserve fund account balance was sufficient to satisfy this requirement.

Note 5 - Long-Term Debt (continued)

Special Assessment Bonds, Series 2014 - The District previously issued \$ 9,560,000 Special Assessment Revenue Bonds Series 2014-1 for the purpose of exchanging a portion of the Special Assessment Revenue Bonds, Series 2004. The Bonds are payable in annual principal installments through May 2037. Interest at 6.75% is payable semiannually on the first day of each May and November.

The District is required by the Bond Indenture to levy and collect special assessments pursuant to Florida Statutes, Section 190.022. The collection of these assessments is restricted and applied to the debt service requirements of the Bond Issue. Further, the District covenants to levy special assessments in annual amounts adequate to provide for payment of principal and interest on the Bonds as they become due.

The Bonds are subject to mandatory redemption at par plus accrued interest to the date of redemption on a schedule of annual redemptions through May 2037, the maturity date. The District is required to redeem the Bonds at par prior to schedule from the proceeds of any assessments prepaid or if certain events occur as outlined in the Bond Indenture. The Bonds are subject to redemption at the option of the District at par on or after May 1, 2021.

The District also previously issued \$ 43,335,000 in Special Assessment Revenue Bonds Series 2014-2, 2014-3 and 2014-4 for the purpose of exchanging a portion of the Special Assessment Revenue Bonds, Series 2005. The Bonds are payable in annual principal installments through May 2038. Interest at 6.00% is payable semiannually on the first day of each May and November.

The District is required by the Bond Indenture to levy and collect special assessments pursuant to Florida Statutes, Section 190.022. The collection of these assessments is restricted and applied to the debt service requirements of the Bond Issue. Further, the District covenants to levy special assessments in annual amounts adequate to provide for payment of principal and interest on the Bonds as they become due.

The Bonds are subject to mandatory redemption at par plus accrued interest to the date of redemption on a schedule of annual redemptions through May 2038, the maturity date. The District is required to redeem the Bonds at par prior to schedule from the proceeds of any assessments prepaid or if certain events occur as outlined in the Bond Indenture. The Bonds are subject to redemption at the option of the District at par on or after May 1, 2021.

As of September 30, 2015, the annual debt service requirements for the Series 2003, 2004, 2005 and 2014 Special Assessment Revenue Bonds are approximately as follows:

Year Ending September 30,	Principal	Interest	Total
2016	\$ 7,730,721	\$ 9,272,442	\$ 17,003,163
2017	1,956,879	5,041,649	6,998,528
2018	2,076,451	4,919,597	6,996,048
2019	2,213,957	4,790,054	7,004,011
2020	2,354,593	4,651,935	7,006,528
2021-2025	14,262,182	20,855,108	35,117,290
2026-2030	19,463,270	15,795,937	35,259,207
2031-2035	26,602,059	8,878,781	35,480,840
2036-2038	12,020,000	1,429,838	13,449,838
	<u>\$ 88,680,112</u>	<u>\$ 75,635,341</u>	<u>\$ 164,315,453</u>

Fiddler's Creek Community Development District #2
Notes to Basic Financial Statements
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Note 6 - Risk Management

The District purchased an insurance policy that provided coverage of up to a \$ 1,000,000 maximum for each general liability occurrence in combination with a maximum annual aggregate coverage of approximately \$ 2,000,000 for the policy year ending September 30, 2015. Other insurance policies carried by the District during the year included automobile, public official's liability and employment practices liability. Deductible amounts ranged from \$ 0 to \$ 2,500. Settlement amounts have not exceeded insurance coverage during the last three (3) fiscal years.

Note 7 - Commitments

The District has committed to acquire those portions of the improvements which have been completed by the Developer for the actual reasonable costs incurred by the Developer up to the amounts available in Series 2003, 2004, 2005 and 2014 Capital Project Funds.

Note 8 - Interfund Receivables, Payables and Transfers

A summary of due to/from funds for the year ended September 30, 2015 is as follows:

	<u>Receivables</u>	<u>Payables</u>
General Fund	\$ -	\$ 80,974
Series 2003 Debt Service Fund	306,666	51
Series 2004 Debt Service Fund	8,906	269,735
Series 2005 Debt Service Fund	32,062	-
Series 2014 Debt Service Fund	3,126	-
	<u>\$ 350,760</u>	<u>\$ 350,760</u>

These balances result from the time lag between the dates that (1) interfund goods and services are provided or reimbursable expenditures occur, (2) transactions are recorded in the accounting systems and (3) payments between funds are actually made.

A summary of interfund transfers for the year ended September 30, 2015, is as follows:

	<u>Transfer In</u>	<u>Transfer Out</u>
General Fund	\$ -	\$ 16,515
Series 2003 Debt Service Fund	2	-
Series 2014 Debt Service Fund	16,515	-
Series 2003 Capital Project Fund	-	2
Series 2005 Capital Project Fund	-	17
Series 2014 Capital Project Fund	17	-
Total	<u>\$ 16,534</u>	<u>\$ 16,534</u>

The transfer out of the General Fund was to the Series 2014 Debt Service Fund to pay Trustee fees

Note 9 - Net Position (Deficit)

The District has a government-wide net position deficit of \$ 43,253,713 as of September 30, 2015. The deficit relates to the accrual of certain expenses, principally interest, which are not currently recorded in the fund statements. When recognized as expenditures in the fund statements, they will be recovered from the Developer or through assessment to benefitted property owners. The deficit also relates to various infrastructure improvements, such as the water and sewer lines, which have been financed through the issuance of long-term debt, but were conveyed to other governmental entities.

Note 10 - Fund Balance (Deficit)

The District has a deficit of \$ 30,597 reflected in the governmental fund statements for the Series 2003 Debt Service Fund as of September 30, 2015. This deficit is the result of withdrawals made by the Trustee, as discussed in Note 11.

Note 11 - Contingencies

Developer reorganization: In prior years, the Developer was unable to provide the District with non-ad valorem special assessments sufficient to satisfy debt service requirements.

In February 2010, the Developer of the District, Fiddler's Creek, LLC and its affiliates filed for bankruptcy under Chapter 11 of the United States Bankruptcy Code. On August 29, 2011, the Bankruptcy Court entered an order confirming Fiddler's Creek, LLC's second amended Plan of Reorganization, as modified. The Plan provides for the Developer to emerge from bankruptcy, implement the Plan of Reorganization and develop the property within the District. The court approved a de-acceleration of the bonds outstanding, a two-year moratorium in regard to the commencement of payments on certain of the "off-roll" bond claims. The court specifically considered the \$ 45 million "exit financing" in determining that the plan of reorganization is feasible.

In addition, the Plan calls for amounts due to the District with respect to off-roll property owned by the Developer shall have a new par amount equal to the outstanding amounts plus unpaid and accrued interest. As a result, unpaid and accrued interest totaling \$ 13,159,539 was added to the outstanding bond principal balances during the periods ended September 30, 2012.

The District is the Plaintiff in an action styled *Fiddler's Creek Community Development District 2 v. U.S. Bank National Association, as Trustee and Individually, The ITG Tax Free Income & Capital Appreciation Fund, Ltd., ITG Fund II, LLLP, ITG Fund Management, Inc. and Oppenheimer Funds, Inc.*, Collier County Circuit Court Case No. 11-CA-003947 (the "Contract and Tort Action"). Therein, the District sued the Trustee for the misappropriation by U.S. Bank of approximately \$ 1,325,000.00 from a trust account which was earmarked solely for infrastructure construction and for its failure and refusal to fund construction draw requests both in violation of the parties' Trust Indenture. Additionally, the District sued certain current and former bondholders, the ITG entities and Oppenheimer, for their part in the conspiracy with the Trustee to commit the aforementioned misappropriation. In response, the Trustee alleges the District defaulted on certain special assessment revenue bonds; therefore, the Trustee is justified in its conduct. Notably, the Trustee has not accelerated the bond indebtedness.

Note 11 - Contingencies (continued)

In the Contract and Tort Action, the District was successful in obtaining an order from the Court which required U.S. Bank to pay all past-due construction draw requests which had been duly-certified by the District Engineer. U.S. Bank appealed. Accordingly, the District was the appellee in an interlocutory appeal brought by the Trustee before the Second District Court of Appeal styled *U.S. Bank National Association, as Trustee v. Fiddler's Creek Community Development District 2, et al*, Second District Court of Appeal Case No. 2D13-706 (the "Appeal"). Following the submission of competing briefs and oral argument, the District prevailed. The ruling from the lower court in the Contract and Tort Action was affirmed on September 20, 2013. The deadline for the Trustee to seek rehearing of the appellate court's opinion has passed, and a mandate was entered on October 10, 2013. As a result, the District has received \$ 145,000 from U.S. Bank which represents all of the accrued and unpaid construction draw requests which has previously and impermissibly been withheld by U.S. Bank. Further, in December 2014, the District settled its dispute with Oppenheimer in the Contract and Tort Action. Pursuant to the settlement, the District received \$ 50,000 toward the reasonable fees, expenses and costs incurred by the District and the District's counsel in the Contract and Tort Action. The District's claims and defenses against US Bank and ITG remain pending. Moreover, the District was granted leave to, and did, include a claim for punitive damages against US Bank in this action and may pursue the claims of conspiracy premised on US Bank's breach of fiduciary duty and constructive fraud and conversion.

The District is a Defendant and Counterplaintiff in an action styled *U.S. Bank National Association, as Trustee of the Fiddler's Creek Community Development District 2 Special Assessment Revenue Bonds, Series 2003A and Series 2003B, Series 2004 and Series 2005 v. Fiddler's CDD Investor, LLC; Fiddler's CDD Investor II, LLC; Fiddler's Creek Community Development District 2; and Wilmington Trust, National Association*, Collier County Circuit Court Case No. 13-CA-1143 (hereinafter referred to as the "Declaratory Action"). On March 8, 2013, U.S. Bank was advised that it had been terminated as Trustee by the District and by the Co-Defendants, Fiddler's CDD Investor, LLC and Fiddler's CDD Investor II, LLC (collectively, the "Bondholders"), and that Co-Defendant, Wilmington Trust, National Association ("Wilmington") had accepted the appointment as successor Trustee. Notwithstanding, the termination of U.S. Bank and acceptance by Wilmington, all done in accordance with the clear and unambiguous terms of the Master Indenture, U.S. Bank had initially refused to turn over the trust property to Wilmington. Rather, U.S. Bank filed the Declaratory Action for declaratory judgment, feigning to be in doubt of its rights under the Master Indenture, and refusing to turn over the trust property until the Court adjudicates the manufactured "dispute" over the interpretation of the Indenture. The Declaratory Action has been consolidated with the Contract and Tort Action.

In the Declaratory Action, the Bondholders have also asserted numerous counterclaims against U.S. Bank for the misappropriation by U.S. Bank of approximately \$ 2,000,000 from the District's Revenue and Reserve Account. Additionally, the Bondholders have sought the appointment of a receiver to safeguard these accounts from further dissipation by U.S. Bank. Similarly, the District has asserted counterclaims against U.S. Bank in the Declaratory Action regarding U.S. Bank's misappropriation of the construction account funds, and has joined in the Bondholders' demand for the appointment of a receiver. On January 15, 2014, U.S. Bank turned over the trust estate to Wilmington by agreement, and the efforts to have a receiver appointed became moot. Nevertheless, the Declaratory Action remains pending to date.

Note 11 - Contingencies (continued)

The District is a Third Party Defendant in an action styled *Wilmington Trust, National Association, as Successor Trustee vs. ITG Fund II, LLLP, Fiddler's Creek Community Development District 2, and Fiddler's Creek CDD Investor II / ITG Fund II, LLP vs. Fiddler's Creek Community Development District No. 2, Fiddler's Creek Investor, LLC, and Wilmington Trust, N.A.*, Case No. 2015-CA-2763 in the Circuit Court of the 20th Judicial Circuit in and for Collier County (hereinafter referred to as the "Interpleader Action"). The District was initially sued by Wilmington Trust for as a defendant in its interpleader action. However, the District was subsequently dropped as a defendant as it had no claim to the specific funds sought by Wilmington to be interpled. Thereafter, on April 14, 2015, ITG filed a Third Party Complaint against the District seeking a declaratory judgment adjudicating the rights and obligations of ITG, the bondholders, the District and US Bank as to certain transfers and payments related to the 2003B Bonds. ITG also seeks an accounting with respect to the same purported disputed transfers and payments. A stipulation order reserved Wilmington's claims for fees and certain discovery rights and removed Wilmington as an active participant except for depositing funds with the Court in an account which it will maintain in its banking facilities and disburse according to Court order. ITG's claims in the Third Party Complaint in the Interpleader Action remain pending.

Note 12 - Related Entity Transactions

The District has cost sharing agreements with Fiddler's Creek Community Development District 1 and shares the same Developer. The District has a payable in the amount of \$ 55,661 to Fiddler's Creek Community Development District 1 for shared costs and a receivable of \$ 1,429 as of September 30, 2015.

Note 13 - Subsequent Event

Subsequent to year end, the District issued \$ 6,050,000 in Capital Improvement Bonds, Series 2015A-1, for the purposes of providing funds to finance and refinance the costs of the 2015 Improvements, pay certain costs of issuance and to fund the Series 2015A-1 Reserve Account. The District also issued \$ 1,081,000 in Special Assessment Revenue Refunding Bonds, Series 2015A-2, for the purpose to refund a portion of the District's 2014-3 Bonds, pay certain costs of issuance and to fund the Series 2015A-2 Reserve Account. The District also issued \$ 5,915,000 in Special Assessment Revenue Refunding Bonds, Series 2015B, for the purposes of refunding a portion of the Districts 2014-3 Bonds, pay certain costs of issuance and to fund the Series 2015B Reserve Account.

OTHER REPORTS OF
INDEPENDENT AUDITORS

INDEPENDENT AUDITOR'S 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*

To the Board of Supervisors
Fiddler's Creek Community Development District #2
Collier County, Florida

We have audited, 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, the financial statements of the governmental activities and each major fund of Fiddler's Creek Community Development District #2 (the "District") as of and for the year ended September 30, 2015, and the related notes to the financial statements, which collectively comprise the District's basic financial statements and have issued our report thereon dated June 22, 2016.

Internal Control over Financial Reporting

In planning and performing our audit, we considered the District's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, we do not express an opinion on the effectiveness of the District's internal control.

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 of the District's financial statements will not be prevented, or detected and corrected on a timely basis. *A significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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 those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed instances of noncompliance due to the Series 2003A and 2003B Reserve Accounts reflecting deficits at September 30, 2015, subject, however, to events described in Note 11 and District's attempt's to recover funds from US Bank, and others.

The District's response to the finding identified in our audit is described in the accompanying Schedule of Findings and Recommendations. We did not audit the District's response and, accordingly, we express no opinion on it.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the District's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the District's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.



KEEFE McCULLOUGH

Fort Lauderdale, Florida
June 22, 2016

INDEPENDENT AUDITOR'S REPORT TO DISTRICT MANAGEMENT

To the Board of Supervisors
Fiddler's Creek Community Development District #2
Collier County, Florida

Report on the Financial Statements

We have audited the financial statements of Fiddler's Creek Community Development District #2 (the "District"), as of and for the fiscal year ended September 30, 2015, and have issued our report thereon dated June 22, 2016.

Auditor's Responsibility

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States; and Chapter 10.550, Rules of the Auditor General.

Other Reports

We have issued our Independent Auditor's Report on Internal Control over Financial Reporting and Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance with *Government Auditing Standards* and Independent Auditor's Report on an examination conducted in accordance with *AICPA Professional Standards*, Section 601, regarding compliance requirements in accordance with Chapter 10.550, Rules of the Auditor General. Disclosures in those reports, which are dated June 22, 2016, should be considered in conjunction with this management letter.

Prior Audit Findings

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. The findings and recommendations made in the preceding annual financial audit report are repeated in the current fiscal year and are listed in the Schedule of Findings and Recommendations.

Official Title and Legal Authority

Section 10.554(1)(i)4., 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 this management letter, unless disclosed in the notes to the financial statements. The District was established on November 19, 2002 by Ordinance No. 02-61 of the Collier County Commission, pursuant to the provisions of Chapter 190, of the laws of the State of Florida. The District does not have any component units.

Financial Condition

Section 10.554(1)(i)5.a. and 10.556(7), Rules of the Auditor General, requires that we apply appropriate procedures and report the results of our determination as to whether or not the local governmental 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.

Pursuant to Sections 10.554(1)(i)5.c and 10.556(8), 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.

Annual Financial Report

Section 10.554(1)(i)5.b. and 10.556(7), Rules of the Auditor General, requires that we apply appropriate procedures and report the results of our determination as to whether the annual financial report for the District for the fiscal year ended September 30, 2015, filed with the Florida Department of Financial Services pursuant to Section 218.32(1)(a), Florida Statutes, is in agreement with the annual financial audit report for the fiscal year ended September 30, 2015. In connection with our audit, we determined that these two reports were in agreement.

Other Matters

Section 10.554(1)(i)2., 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)3., Rules of the Auditor General, requires that we address noncompliance with provisions of contracts or grant agreements, or abuse, that have occurred, or are likely to have occurred, that have an effect on the financial statements that is less than material but which warrants the attention of those charged with governance. In connection with our audit, we did not have any such findings.

Purpose of this Letter

Our management letter is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and the Florida House of Representatives, the Florida Auditor General, Federal and other granting agencies, the Board of Supervisors, applicable management, and is not intended to be and should not be used by anyone other than these specified parties.



KEEFE McCULLOUGH

Fort Lauderdale, Florida
June 22, 2016

Current Year Findings and Recommendations

Other Matters:

Finding 2010-01

Condition:

The Series 2003A and 2003B reserve accounts reflect deficits at September 30, 2015.

Criteria:

The bond indentures of the Special Assessment Revenue Bonds, Series 2003A and 2003B require a reserve account equal to a certain percentage of the bonds deemed outstanding.

Effect:

Non-compliance with bond covenants.

Recommendation:

We recommend that the District maintain the required reserve account balance.

Management's Response:

The District has disagreed with the determination pursuant to the two-year moratorium provided in the plan of reorganization approved by the bankruptcy court. The court approved the de-acceleration and the restructuring of the bonds. The Trustee has taken no action to enforce an alleged non-compliance. Management notes that the reserves have been reduced by the unauthorized misappropriation by the former Trustee. The principal balance of the bonds has been reduced by this amount.

Finding 2013-01

Condition:

The District did not meet the debt service requirements for the Special Assessment Revenue Bonds, Series 2003A and 2003B for the year ended September 30, 2015.

Criteria:

The covenants of the Special Assessment Revenue Bonds, Series 2003A and 2003B require the District to levy and collect special assessments in annual amounts adequate to provide for the payment of principal and interest on the Bonds as they become due.

Current Year Findings and Recommendations (continued)

Effect:

Noncompliance with bond covenants.

Recommendation:

We recommend that the District make the debt service payments when due.

Management's Response:

The Trustee had sufficient money to make the debt service payments and did not, subject to payments described in Note 11. The District has filed an interpleader action alleging that it wanted to have the court determine the amounts due to each of the Series 2003 A and B bondholders and when those bonds should be paid, so that the District could pay the appropriate amount to the appropriate parties at the appropriate times. The District will follow the ruling of the court when determined.

Prior Year Findings and Recommendations

2010-01: Failure to maintain adequate reserve account balances - Matter continued in 2015 and is repeated in the current year.

2013-01: Failure to meet debt service requirements - Matter continued in 2015 and is repeated in the current year.

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE
WITH SECTION 218.415, FLORIDA STATUTES

To the Board of Supervisors
Fiddler's Creek Community Development District #2
Collier County, Florida

We have examined Fiddler's Creek Community Development District #2's (the "District") compliance with the requirements of Section 218.415, Florida Statutes, Local Government Investment Policies, during the year ended September 30, 2015. Management is responsible for the District's compliance with those requirements. Our responsibility is to express an opinion on the District's compliance based on our examination. Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the District's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the District's compliance with specified requirements.

In our opinion, the District complied, in all material respects, with the aforementioned requirements for the year ended September 30, 2015.

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


KEEFE McCULLOUGH

Fort Lauderdale, Florida
June 22, 2016