

**Verano #2
Community Development District**

ANNUAL FINANCIAL REPORT

September 30, 2018

Verano #2 Community Development District

ANNUAL FINANCIAL REPORT

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REPORT OF INDEPENDENT AUDITORS

To the Board of Supervisors
Verano #2 Community Development District
Port Saint Lucie, FL

Report on the Financial Statements

We have audited the accompanying financial statements of Verano #2 Community Development District as of and for the year ended September 30, 2018, and the related notes to 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 an opinion 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 Accounting 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 financial statements are free from 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.

Fort Pierce / Stuart

To the Board of Supervisors
Verano #2 Community Development District

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of Verano #2 Community Development District, as of September 30, 2018, and the respective changes in financial position and the budgetary comparison for the General Fund for the year then ended in conformity 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 Discussion and Analysis 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 a report dated May 20, 2019 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 and contracts. 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 Verano #2 Community Development District's internal control over financial reporting and compliance.



Berger, Toombs, Elam, Gaines & Frank
Certified Public Accountants PL
Fort Pierce, Florida

May 20, 2019

**Verano #2 Community Development District
MANAGEMENT'S DISCUSSION AND ANALYSIS
For the Year Ended September 30, 2018**

Management's discussion and analysis of Verano #2 Community Development District (the "District") financial performance provides an objective and easily readable analysis of the District's financial activities. The analysis provides summary financial information for the District and should be read in conjunction with the District's financial statements.

OVERVIEW OF THE FINANCIAL STATEMENTS

The District's basic financial statements comprise three components; 1) *Government-wide financial statements*, 2) *Fund financial statements*, and 3) *Notes to financial statements*. The *Government-wide financial statements* present an overall picture of the District's financial position and results of operations. The *Fund financial statements* present financial information for the District's major funds. The *Notes to financial statements* provide additional information concerning the District's finances.

The *Government-wide financial statements* are the **statement of net position** and the **statement of activities**. These statements use accounting methods similar to those used by private-sector companies. Emphasis is placed on the net position of governmental activities and the change in net position. Governmental activities are primarily supported by special assessments.

The **statement of net position** presents information on all assets and liabilities of the District, with the difference between assets and liabilities reported as net position. Assets, liabilities, and net position are reported for all Governmental activities.

The **statement of activities** presents information on all revenues and expenses of the District and the change in net position. Expenses are reported by major function and program revenues relating to those functions are reported, providing the net cost of all functions provided by the District. To assist in understanding the District's operations, expenses have been reported as governmental activities. Governmental activities financed by the District include general government and debt service.

Fund financial statements present financial information for governmental funds. These statements provide financial information for the major funds of the District. Governmental fund financial statements provide information on the current assets and liabilities of the funds, changes in current financial resources (revenues and expenditures), and current available resources.

**Verano #2 Community Development District
MANAGEMENT'S DISCUSSION AND ANALYSIS
For the Year Ended September 30, 2018**

OVERVIEW OF THE FINANCIAL STATEMENTS (CONTINUED)

Fund financial statements include a **balance sheet** and a **statement of revenues, expenditures and changes in fund balances** for all governmental funds. A **statement of revenues, expenditures, and changes in fund balances – budget and actual** is provided for the District's General Fund. *Fund financial statements* provide more detailed information about the District's activities. Individual funds are established by the District to track revenues that are restricted to certain uses or to comply with legal requirements.

The *government-wide financial statements* and the *fund financial statements* provide different pictures of the District. The *government-wide financial statements* provide an overall picture of the District's financial standing. These statements are comparable to private-sector companies and give a good understanding of the District's overall financial health and how the District paid for the various activities, or functions, provided by the District. All assets of the District, including construction in progress, are reported in the **statement of net position**. All liabilities, including principal outstanding on bonds are included. In the **statement of activities**, transactions between the different functions of the District have been eliminated in order to avoid "doubling up" the revenues and expenses. The *fund financial statements* provide a picture of the major funds of the District. In the case of governmental activities, outlays for long lived assets are reported as expenditures and long-term liabilities, such as general obligation bonds, are not included in the fund financial statements. To provide a link from the *fund financial statements* to the *government-wide financial statements*, reconciliation is provided from the *fund financial statements* to the *government-wide financial statements*.

Notes to financial statements provide additional detail concerning the financial activities and financial balances of the District. Additional information about the accounting practices of the District, investments of the District, capital assets and long-term debt are some of the items included in the *notes to financial statements*.

Financial Highlights

The following are the highlights of financial activity for the year ended September 30, 2018.

- ◆ The District's total liabilities exceeded total assets by \$(999,664) (net position).
- ◆ Governmental activities revenues totaled \$119,986 while governmental activities expenses totaled \$1,119,877.

**Verano #2 Community Development District
MANAGEMENT'S DISCUSSION AND ANALYSIS
For the Year Ended September 30, 2018**

OVERVIEW OF THE FINANCIAL STATEMENTS (CONTINUED)

Financial Analysis of the District

The following schedule provides a summary of the assets, liabilities and net position of the District and is presented by category for comparison purposes.

Net Position

	Governmental Activities	
	2018	2017
Current assets	\$ 1,389	\$ 768
Restricted assets	7,485,156	-
Capital assets	7,815,816	-
Total Assets	15,302,361	768
Current liabilities	320,008	541
Non-current liabilities	15,982,017	-
Total Liabilities	16,302,025	541
Net position - unrestricted	\$ (999,664)	\$ 227

The increase in restricted assets, capital assets and long-term debt is related to the issuance of long-term debt in the current year to fund certain capital projects.

The increase in current liabilities is primarily due to accrued interest on the outstanding bonds.

**Verano #2 Community Development District
MANAGEMENT'S DISCUSSION AND ANALYSIS
For the Year Ended September 30, 2018**

OVERVIEW OF THE FINANCIAL STATEMENTS (CONTINUED)

Financial Analysis of the District (Continued)

The following schedule provides a summary of the changes in net position of the District and is presented by category for comparison purposes.

Change In Net Position

	Governmental Activities	
	2018	2017
Program Revenues		
Charges for services	\$ 3,500	\$ 3,501
Investment income	116,486	-
Total Revenues	<u>119,986</u>	<u>3,501</u>
Expenses		
General government	3,588	3,478
Interest on long-term debt	1,116,289	-
Total Expenses	<u>1,119,877</u>	<u>3,478</u>
Change in Net Position	(999,891)	23
Net Position - Beginning of Year	<u>227</u>	<u>204</u>
Net Position - End of Year	<u>\$ (999,664)</u>	<u>\$ 227</u>

The increase in investment income is related to the increased restricted assets from the issuance of long-term debt in the current year.

The increase in interest on long-term debt is primarily attributable to accrued interest and the cost of issuance of long-term debt in the current year.

**Verano #2 Community Development District
MANAGEMENT'S DISCUSSION AND ANALYSIS
For the Year Ended September 30, 2018**

OVERVIEW OF THE FINANCIAL STATEMENTS (CONTINUED)

Capital Assets Activity

The following schedule provides a summary of the District's capital assets as of September 30, 2018 and 2017.

	Governmental Activities	
	2018	2017
Construction in progress	\$ 7,815,816	\$ -

Current year activity consisted of additions to construction in progress of \$7,815,816.

General Fund Budgetary Highlights

Budgeted expenditures equaled actual expenditures because the budget was amended at year end to make budgeted expenditures equal to actual.

Debt Management

Governmental Activities debt includes the following:

- ◆ In December 2017, the District issued \$15,970,000 Special Assessment Bonds, Series 2017, Pod A, Pod B and Pod C. The Bonds were issued to provide funds to finance the cost of acquisition, construction, installation and equipping the 2017 Pod A, Pod B and Pod C Projects, pay certain costs associated with issuing the bonds, fund the reserve accounts and fund capitalized interest through November 1, 2018. The balance outstanding at September 30, 2018 was \$15,970,000.

**Verano #2 Community Development District
MANAGEMENT'S DISCUSSION AND ANALYSIS
For the Year Ended September 30, 2018**

OVERVIEW OF THE FINANCIAL STATEMENTS (CONTINUED)

Economic Factors and Next Year's Budget

Verano #2 Community Development District is in the process of finishing construction within the District. The District does not expect any other economic factors to have a significant effect on the financial position or results of operations of the District in fiscal year 2019.

Request for Information

The financial report is designed to provide a general overview of Verano #2 Community Development District'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 Verano #2 Community Development District, GMS-SF, LLC 5385 Nob Hill Road, Sunrise, FL 33351.

Verano #2 Community Development District
STATEMENT OF NET POSITION
September 30, 2018

	Governmental Activities
ASSETS	
Current Assets	
Cash	\$ 1,389
Non-Current Assets	
Restricted Assets	
Investments	7,485,156
Capital Assets, Not Being Depreciated	
Construction in progress	7,815,816
Total Non-Current Assets	15,300,972
Total Assets	15,302,361
LIABILITIES	
Current Liabilities	
Accounts payable	1,250
Accrued interest	318,758
Total Current Liabilities	320,008
Non-Current Liabilities	
Bonds payable, net	15,982,017
Total Liabilities	16,302,025
NET POSITION	
Unrestricted	\$ (999,664)

See accompanying notes to financial statements.

Verano #2 Community Development District
STATEMENT OF ACTIVITIES
For the Year Ended September 30, 2018

Functions/Programs	Expenses	Program Revenues	Net (Expense) Revenues and Changes in Net Position
		Charges for Services	Governmental Activities
Governmental Activities			
General government	\$ (3,588)	\$ 3,500	\$ (88)
Interest on long-term debt	(1,116,289)	-	(1,116,289)
Total Governmental Activities	\$ (1,119,877)	\$ 3,500	(1,116,377)
			General Revenues
			Investment income
			116,486
			Change in Net Position
			(999,891)
			Net Position - October 1, 2017
			227
			Net Position - September 30, 2018
			\$ (999,664)

See accompanying notes to financial statements.

**Verano #2 Community Development District
BALANCE SHEET
GOVERNMENTAL FUNDS
September 30, 2018**

	General	Series 2017 Debt Service	Series 2017 Capital Projects	Total Governmental Funds
ASSETS				
Cash	\$ 1,389	\$ -	\$ -	\$ 1,389
Restricted assets				
Cash and investments, at fair value	-	1,023,698	6,461,458	7,485,156
Total Assets	<u>\$ 1,389</u>	<u>\$ 1,023,698</u>	<u>\$ 6,461,458</u>	<u>\$ 7,486,545</u>
LIABILITIES AND FUND BALANCES				
LIABILITIES				
Accounts payable	<u>\$ 1,250</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,250</u>
FUND BALANCES				
Restricted:				
Debt service	-	1,023,698	-	1,023,698
Capital projects	-	-	6,461,458	6,461,458
Unassigned	139	-	-	139
Total Fund Balances	<u>139</u>	<u>1,023,698</u>	<u>6,461,458</u>	<u>7,485,295</u>
Total Liabilities and Fund Balances	<u>\$ 1,389</u>	<u>\$ 1,023,698</u>	<u>\$ 6,461,458</u>	<u>\$ 7,486,545</u>

See accompanying notes to financial statements.

Verano #2 Community Development District
RECONCILIATION OF TOTAL GOVERNMENTAL FUND BALANCES
TO NET POSITION OF GOVERNMENTAL ACTIVITIES
September 30, 2018

Total Governmental Fund Balances	\$ 7,485,295
Amounts reported for governmental activities in the Statement of Net Position are different because:	
Capital assets, not being depreciated, land and improvements, used in governmental activities are not current financial resources and therefore, are not reported at the governmental fund level.	7,815,816
Long-term liabilities, including bonds payable, \$(15,970,000), and bond premium, \$(12,017), are not due and payable in the current period and therefore, are not reported at the governmental fund level.	(15,982,017)
Accrued interest expense for long-term debt is not a current financial use and therefore, is not reported at the governmental fund level.	<u>(318,758)</u>
Net Position of Governmental Activities	<u><u>\$ (999,664)</u></u>

See accompanying notes to financial statements.

Verano #2 Community Development District
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES
IN FUND BALANCES – GOVERNMENTAL FUNDS
For the Year Ended September 30, 2018

	General	Series 2017 Debt Service	Series 2017 Capital Projects	Total Governmental Funds
Revenues				
Special assessments	\$ 3,500	\$ -	\$ -	\$ 3,500
Investment income	-	11,914	104,572	116,486
Total Revenues	<u>3,500</u>	<u>11,914</u>	<u>104,572</u>	<u>119,986</u>
Expenditures				
Current				
General government	3,588	-	-	3,588
Capital outlay	-	-	7,815,816	7,815,816
Debt service				
Interest	-	276,256	-	276,256
Other debt service costs	-	-	521,575	521,575
Total Expenditures	<u>3,588</u>	<u>276,256</u>	<u>8,337,391</u>	<u>8,617,235</u>
Excess of revenues over/(under) expenditures	(88)	(264,342)	(8,232,819)	(8,497,249)
Other Financing Sources/(Uses)				
Transfers in	-	1,601	-	1,601
Transfers out	-	-	(1,601)	(1,601)
Issuance of long-term debt	-	1,286,439	14,683,561	15,970,000
Bond premium	-	-	12,317	12,317
Total Other Financing Sources/(Uses)	<u>-</u>	<u>1,288,040</u>	<u>14,694,277</u>	<u>15,982,317</u>
Net Change in Fund Balances	(88)	1,023,698	6,461,458	7,485,068
Fund Balances - October 1, 2017	<u>227</u>	<u>-</u>	<u>-</u>	<u>227</u>
Fund Balances - September 30, 2018	<u>\$ 139</u>	<u>\$ 1,023,698</u>	<u>\$ 6,461,458</u>	<u>\$ 7,485,295</u>

See accompanying notes to financial statements.

Verano #2 Community Development District
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, 2018

Net Change in Fund Balances - Total Governmental Funds	\$ 7,485,068
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 allocated over their estimated useful lives as depreciation. This is the amount of capital outlay in the current period.	7,815,816
The issuance of long term debt is an other financing source at the fund level. However, at the government-wide level it is treated as an increase in liabilities.	(15,970,000)
Bond premium is treated as an other financing source at the fund level. At the government-wide level it is an increase in liabilities.	(12,317)
At the fund level interest is reported when paid, however, at the government-wide level interest is accrued on outstanding bonds. This is the change in accrued interest in the current year.	(318,758)
Amortization of bond discount does not require the use of financial current resources and therefore, is not reported in the governmental funds. This is the amount of amortization in the current period.	<u>300</u>
Change in Net Position of Governmental Activities	<u>\$ (999,891)</u>

See accompanying notes to financial statements.

Verano #2 Community Development District
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCES – BUDGET AND ACTUAL – GENERAL FUND
For the Year Ended September 30, 2018

	<u>Original Budget</u>	<u>Final Budget</u>	<u>Actual</u>	<u>Variance with Final Budget Positive (Negative)</u>
Revenues				
Special assessments	\$ 3,500	\$ 3,500	\$ 3,500	\$ -
Expenditures				
Current				
General government	3,500	3,588	3,588	-
Net Change in Fund Balances	-	(88)	(88)	-
Fund Balances - October 1, 2017	<u>228</u>	<u>140</u>	<u>227</u>	<u>87</u>
Fund Balances - September 30, 2018	<u><u>\$ 228</u></u>	<u><u>\$ 52</u></u>	<u><u>\$ 139</u></u>	<u><u>\$ 87</u></u>

See accompanying notes to financial statements.

Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the District have been prepared in conformity with generally accepted accounting principles (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The District's more significant accounting policies are described below.

1. Reporting Entity

The District was established on April 25, 2005, pursuant to the Uniform Community Development District Act of 1980, Chapter 190, Florida Statutes, as amended (the "Act"), by Ordinance No. 05-19 and a name change by Ordinance No.06-09 of the City of Port St. Lucie, Florida, as a Community Development District. 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 district roads, landscaping, and other basic infrastructure projects within or outside the boundaries of the Verano #2 Community Development District. The District is governed by a Board of Supervisors who are elected to four year and two year terms. The District operates within the criteria established by Chapter 190.

As required by GAAP, these financial statements present the Verano #2 Community Development District (the primary government) as a stand-alone government. The reporting entity for the District includes all functions of government in which the District's Board exercises oversight responsibility including, but not limited to, financial interdependency, selection of governing authority, designation of management, significant ability to influence operations and accountability for fiscal matters.

Based upon the application of the above-mentioned criteria as set forth in Governmental Accounting Standards the District has identified no component units.

2. Measurement Focus and Basis of Accounting

The basic financial statements of the District are composed of the following:

- Government-wide financial statements
- Fund financial statements
- Notes to financial statements

Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2. Measurement Focus and Basis of Accounting (Continued)

a. Government-wide Financial Statements

Government-wide financial statements report all non-fiduciary information about the reporting government as a whole. These statements include all the governmental activities of the primary government. The effect of interfund activity has been removed from these statements.

Governmental activities are supported by developer contributions. Program revenues are netted with program expenses in the statement of activities to present the net cost of each program.

Amounts paid to acquire capital assets are capitalized as assets, rather than reported as an expenditure. Proceeds of long-term debt are recorded as liabilities in the government-wide financial statements, rather than as an other financing source.

Amounts paid to reduce long-term indebtedness of the reporting government are reported as a reduction of the related liability, rather than as an expenditure.

b. Fund Financial Statements

The underlying accounting system of the District is organized and operated on the basis of separate funds, each of which is considered to be a separate accounting entity. The operations of each fund are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, fund equity, revenues and expenditures or expenses, as appropriate. Governmental resources are allocated to and accounted for in individual funds based upon the purposes for which they are to be spent and the means by which spending activities are controlled.

Fund financial statements for the primary government's governmental funds are presented after the government-wide financial statements. These statements display information about major funds individually.

Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2. Measurement Focus and Basis of Accounting (Continued)

b. Fund Financial Statements (Continued)

Governmental Funds

The District reports fund balance according to Governmental Accounting Standards Board Statement 54 – Fund Balance Reporting and Governmental Fund Type Definitions. The Statement requires the fund balance for governmental funds to be reported in classifications that comprise a hierarchy based primarily on the extent to which the government is bound to honor constraints on the specific purposes for which amounts in those funds can be spent.

The District has various policies governing the fund balance classifications.

Nonspendable Fund Balance – This classification consists of amounts that cannot be spent because they are either not in spendable form or are legally or contractually required to be maintained intact.

Restricted Fund Balance – This classification includes amounts that can be spent only for specific purposes stipulated by constitution, external resource providers, or through enabling legislation.

Assigned Fund Balance – This classification consists of the Board of Supervisors' intent to be used for specific purposes, but are neither restricted nor committed. The assigned fund balances can also be assigned by the District's management company.

Unassigned Fund Balance – This classification is the residual classification for the government's general fund and includes all spendable amounts not contained in the other classifications. Unassigned fund balance is considered to be utilized first when an expenditure is incurred for purposes for which amounts in any of those unrestricted fund balance classifications could be used.

Fund Balance Spending Hierarchy – For all governmental funds except special revenue funds, when restricted, committed, assigned, and unassigned fund balances are combined in a fund, qualified expenditures are paid first from restricted or committed fund balance, as appropriate, then assigned and finally unassigned fund balances.

Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2. Measurement Focus and Basis of Accounting (Continued)

b. Fund Financial Statements (Continued)

Governmental Funds (Continued)

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are considered to be available when they are collected within the current period or soon thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period.

Expenditures generally are recorded when a liability is incurred, as under accrual accounting. Interest associated with the current fiscal period is considered to be an accrual item and so has been recognized as revenue of the current fiscal period.

Under the current financial resources measurement focus, only current assets and current liabilities are generally included on the balance sheet. The reported fund balance is considered to be a measure of “available spendable resources”.

Governmental fund operating statements present increases (revenues and other financing sources) and decreases (expenditures and other financing uses) in net current assets. Accordingly, they are said to present a summary of sources and uses of “available spendable resources” during a period.

Because of their spending measurement focus, expenditure recognition for governmental fund types excludes amounts represented by non-current liabilities. Since they do not affect net current assets, such long-term amounts are not recognized as governmental fund type expenditures or fund liabilities.

Amounts expended to acquire capital assets are recorded as expenditures in the year that resources are expended, rather than as fund assets. The proceeds of long-term debt are recorded as an other financing source rather than as a fund liability.

Debt service expenditures are recorded only when payment is due.

3. Basis of Presentation

a. Governmental Major Funds

General Fund – The General Fund is the District’s primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3. Basis of Presentation (Continued)

a. Governmental Major Funds (Continued)

Series 2017 Debt Service Fund – The Series 2017 Debt Service Fund accounts for debt service requirements to retire the Series 2017 Special Assessment Bonds Pod A, Pod B and Pod C, which were used to finance the construction of certain improvements within the District.

Series 2017 Capital Projects Fund – The Series 2017 Capital Projects Fund accounts for acquisition and construction of infrastructure improvements located within the boundaries of the District.

b. Non-current Governmental Assets/Liabilities

GASB Statement 34 requires that non-current governmental assets, such as construction in progress, and non-current governmental liabilities, such as general obligation bonds be reported in the governmental activities column in the government-wide Statement of Net Position.

4. Assets, Liabilities, and Net Position or Equity

a. Cash and Investments

Florida Statutes require state and local governmental units to deposit monies with financial institutions classified as "Qualified Public Depositories," a multiple financial institution pool whereby groups of securities pledged by the various financial institutions provide common collateral from their deposits of public funds. This pool is provided as additional insurance to the federal depository insurance and allows for additional assessments against the member institutions, providing full insurance for public deposits.

The District is authorized to invest in those financial instruments as established by Section 218.415, Florida Statutes. The authorized investments consist of:

1. Direct obligations of the United States Treasury;
2. The Local Government Surplus Funds Trust or any intergovernmental investment pool authorized pursuant to the Florida Interlocal Cooperative Act of 1969;
3. Interest-bearing time deposits or savings accounts in authorized qualified public depositories;

Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

4. Assets, Liabilities, and Net Position or Equity (Continued)

a. Cash and Investments (Continued)

4. Securities and Exchange Commission, registered money market funds with the highest credit quality rating from a nationally recognized rating agency.

Cash and investments include time deposits, certificates of deposit, money market funds, and all highly liquid debt instruments with original maturities of three months or less.

b. Restricted Assets

Certain net position of the District are classified as restricted assets on the Statement of Net Position because their use is limited either by law through constitutional provisions or enabling legislation; or by restrictions imposed externally by creditors. In a fund with both restricted and unrestricted net position, qualified expenses are considered to be paid first from restricted net position and then from unrestricted net position.

c. Capital Assets

Capital assets, which include construction in progress, are reported in the governmental activities column.

The District defines capital assets as assets with an initial, individual cost of \$5,000 or more and an estimated useful life in excess of one year. The valuation basis for all assets is historical cost.

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

Major outlays for capital assets and improvements are capitalized as projects are constructed.

d. Unamortized Bond Premium

Bond premiums associated with the issuance of revenue bonds are amortized according to the straight-line method of accounting. For financial reporting, unamortized bond premiums are netted with the applicable long-term debt.

**Verano #2 Community Development District
 NOTES TO FINANCIAL STATEMENTS
 September 30, 2018**

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

4. Assets, Liabilities, and Net Position or Equity (Continued)

e. Budgets

Budgets are prepared and adopted after public hearings for the governmental funds, pursuant to Chapter 190, Florida Statutes. The District utilizes the same basis of accounting for budgets as it does for revenues and expenditures in its various funds. The legal level of budgetary control is at the fund level. All budgeted appropriations lapse at year end. Formal budgets are adopted for the general and debt service funds. As a result, deficits in the budget columns of the accompanying financial statements may occur.

NOTE B – RECONCILIATION OF GOVERNMENT-WIDE AND FUND FINANCIAL STATEMENTS

1. Explanation of Differences Between the Governmental Fund Balance Sheet and the Government-wide Statement of Net Position

“Total fund balances” of the District’s governmental funds (\$7,485,295) differs from “net position” of governmental activities (\$999,664) reported in the Statement of Net Position. This difference primarily results from the long-term economic focus of the Statement of Net Position versus the current financial resources focus of the governmental fund balance sheet. The effect of the differences is illustrated below:

Capital related items

When capital assets (land, buildings and improvements, infrastructure and equipment that are to be used in governmental activities) are purchased or constructed, the cost of those assets is reported as expenditures in governmental funds. However, the Statement of Net Position included those capital assets among the assets of the District as a whole.

Construction in progress	\$ <u>7,815,816</u>
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Long-term debt transactions

Long-term liabilities applicable to the District’s governmental activities are not due and payable in the current period and accordingly are not reported as fund liabilities. All liabilities (both current and long-term) are reported in the Statement of Net Position. Balances at September 30, 2018 were:

Bonds payable	\$ (15,970,000)
Bond premiums, net	(12,017)
Bonds payable, net	<u>\$ (15,982,017)</u>

Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018

NOTE B – RECONCILIATION OF GOVERNMENT-WIDE AND FUND FINANCIAL STATEMENTS (CONTINUED)

1. Explanation of Differences Between the Governmental Fund Balance Sheet and the Government-wide Statement of Net Position (Continued)

Accrued interest

Accrued liabilities in the Statement of Net Position differ from the amount reported in governmental funds due to the accrued interest on bonds.

Accrued interest	\$ <u>(318,758)</u>
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2. Explanation of Differences Between the Governmental Fund Operating Statements and the Statement of Activities

The “net change in fund balances” for government funds (\$7,485,068) differs from the “change in net position” for governmental activities (\$(999,891)) reported in the Statement of Activities. The differences arise primarily from the long-term economic focus of the Statement of Activities versus the current financial resources focus of the governmental funds. The effect of the differences is illustrated below:

Capital related items

When capital assets that are to be used in governmental activities are purchased or constructed, the resources expended for those assets are reported as expenditures in governmental funds. However, in the Statement of Activities, the costs of those assets is allocated over their estimated useful lives and reported as depreciation. As a result, fund balances decrease by the amount of financial resources expended, whereas net position decrease by the amount of depreciation charged for the year.

Capital outlay	\$ <u>7,815,816</u>
----------------	---------------------

Long term debt transactions

The issuance of long-term debt and the related premium are an other financing source at the fund level. At the government-wide level it is treated as an increase in liabilities.

Long-term debt issuance	\$ (15,970,000)
Bond premium	(12,317)
Total	<u>\$ (15,982,317)</u>

**Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018**

NOTE B – RECONCILIATION OF GOVERNMENT-WIDE AND FUND FINANCIAL STATEMENTS (CONTINUED)

2. Explanation of Differences Between the Governmental Fund Operating Statements and the Statement of Activities (Continued)

Long-term debt transactions (continued)

Interest is recorded when due at the fund level, however at the government-wide level interest is accrued on outstanding bonds payable.

Accrued interest	\$ <u>(318,758)</u>
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Amortization of the bond discount does not require the use of current financial resources and therefore, is not reported in governmental funds.

Amortization of bond premium	\$ <u>300</u>
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NOTE C – CASH AND INVESTMENTS

All deposits are held in qualified public depositories and are included on the accompanying balance sheet as cash and investments.

Custodial Credit Risk – Deposits

Custodial credit risk is the risk that in the event of a bank failure, the District's deposits may not be returned to it. The District does not have a formal deposit policy for custodial credit risk, however, they follow the provisions of Chapter 280, Florida Statutes regarding deposits and investments. As of September 30, 2018, the District's bank balance was \$1,389 and the carrying value was \$1,389. Exposure to custodial credit risk was as follows. The District maintains all deposits in a qualified public depository in accordance with the provisions of Chapter 280, Florida Statutes, which means that all deposits are fully insured by Federal Depositors Insurance or collateralized under Chapter 280, Florida Statutes.

Investments

As of September 30, 2018, the District had the following investments and maturities:

Investment	Maturity Date	Fair Value
First American Govt Obligation	26 days*	\$ 7,485,159

*Weighted average maturity

Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018

NOTE C – CASH AND INVESTMENTS (CONTINUED)

Investments (Continued)

The District categorizes its fair value measurements within the fair value hierarchy recently established by generally accepted accounting principles. The fair value is the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. The District uses a market approach in measuring fair value that uses prices and other relevant information generated by market transactions involving identical or similar assets, liabilities, or groups of assets and liabilities.

Assets or liabilities are classified into one of three levels. Level 1 is the most reliable and is based on quoted price for identical assets, or liabilities, in an active market. Level 2 uses significant other observable inputs when obtaining quoted prices for identical or similar assets, or liabilities, in markets that are not active. Level 3 is the least reliable and uses significant unobservable inputs that use the best information available under the circumstances, which includes the District's own data in measuring unobservable inputs.

Based on the criteria in the preceding paragraph, the investments listed above is a Level 1 asset.

The District's investment policy allows management to invest funds in investments permitted under Section 218.415(17) Florida Statutes. Among other investments, the policy allows the District to invest in Securities and Exchange Commission registered money market funds with the highest credit quality rating from a nationally recognized rating agency.

Interest Rate Risk

The District does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

Credit Risk

The District's investments are limited by state statutory requirements and bond compliance. The District has no investment policy that would further limit its investment choices. As of September 30, 2018, the District's investments in First American Government Obligation Funds were rated AAAM by Standard and Poor's.

Concentration of Credit Risk

The District places no limit on the amount it may invest in any one fund. The investments in First American Government Obligations represent 100% of the District's total investments.

The types of deposits and investments and their level of risk exposure as of September 30, 2018 were typical of these items during the fiscal year then ended. The District considers any decline in fair value for certain investments to be temporary.

**Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018**

NOTE D – CAPITAL ASSETS

Capital Asset activity for the year ended September 30, 2018 was as follows:

	Balance October 1, 2017	Additions	Deletions	Balance September 30, 2018
<u>Governmental activities:</u>				
Capital assets, not being depreciated:				
Construction in progress	\$ -	\$ 7,815,816	\$ -	\$ 7,815,816
	-	7,815,816	-	7,815,816

NOTE E – LONG-TERM DEBT

The following is a summary of activity for long-term debt for the year ended September 30, 2018:

Long-term debt at October 1, 2017	\$ -
Issuance of long-term debt	<u>15,970,000</u>
Long-term debt at September 30, 2018	<u>\$ 15,970,000</u>

Long-term debt for Governmental Activities is comprised of the following:

Special Assessment Bonds

\$5,350,000 Series 2017 Pod A Special Assessment Bonds are due in annual principal installments beginning November 2019 and maturing November 2048. Interest is due semi-annually on May 1 and November 1, beginning May 2018, at various rates ranging from 3.625% to 5.000%.	\$ 5,350,000
\$4,220,000 Series 2017 Pod B Special Assessment Bonds are due in annual principal installments beginning November 2019 and maturing November 2048. Interest is due semi-annually on May 1 and November 1, beginning May 2018, at various rates ranging from 3.625% to 5.000%.	4,220,000
\$6,400,000 Series 2017 Pod C Special Assessment Bonds are due in annual principal installments beginning November 2019 and maturing November 2048. Interest is due semi-annually on May 1 and November 1, beginning May 2018, at various rates ranging from 3.750% to 5.125%.	<u>6,400,000</u>
Bonds Payable at September 30, 2018	15,970,000
Bond premium, net	<u>12,017</u>
Bonds Payable, Net at September 30, 2018	<u>\$ 15,982,017</u>

Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018

NOTE E – LONG-TERM DEBT (CONTINUED)

The annual requirements to amortize the principal and interest of bonded debt outstanding as of September 30, 2018 are as follows:

<u>Year Ending September 30,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2019	\$ -	\$ 765,019	\$ 765,019
2020	265,000	760,150	1,025,150
2021	280,000	750,138	1,030,138
2022	280,000	739,850	1,019,850
2023	295,000	729,288	1,024,288
2024-2028	1,655,000	3,453,916	5,108,916
2029-2033	2,060,000	3,037,713	5,097,713
2034-2038	2,615,000	2,474,481	5,089,481
2039-2043	3,315,000	1,748,772	5,063,772
2044-2048	4,230,000	801,269	5,031,269
2049	975,000	24,620	999,620
Totals	<u>\$ 15,970,000</u>	<u>\$ 15,285,216</u>	<u>\$ 31,255,216</u>

Significant Bond Provisions

The Series 2017 Bonds (Pod A, Pod B and Pod C) are subject to redemption at the option of the District prior to their maturity, in whole or in part, at any time after November 1, 2027 at a redemption price equal to the principal amount of the Series 2017 Bonds together with accrued interest to the date of redemption. The Series 2017 Bonds are subject to extraordinary mandatory redemption prior to maturity in the manner determined by the Bond Registrar if certain events occurred as outlined in the Trust Indenture.

The Trust Indenture established certain amounts be maintained in a reserve account. In addition, the Trust Indenture has certain restrictions and requirements relating principally to the use of proceeds to pay for the infrastructure improvements and the procedures to be followed by the District on assessments to property owners. The District agrees to levy special assessments in annual amounts adequate to provide payment of debt service and to meet the reserve requirements.

**Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018**

NOTE E – LONG-TERM DEBT (CONTINUED)

Depository Funds

The bond resolution establishes certain funds and determines the order in which revenues are to be deposited into these funds. A description of the significant funds, including their purposes, is as follows:

Reserve Fund - The Series 2017 Pod A and B Reserve Accounts were funded from the proceeds of the Series 2017 Pod A and B Bonds in amounts equal to 50% of the maximum annual debt service on the Series 2017 Pod A and B Bonds at issuance. The Series 2017 Pod C Reserve Account was funded from the proceeds of the Series 2017 Pod C Bonds in an amount equal to 75% of the maximum annual debt service on the Series 2017 Pod C. Monies held in the reserve accounts will be used only for the purposes established in the Trust Indenture.

The following is a schedule of required reserve deposits as of September 30, 2018:

	Special Assessment Bonds	
	Reserve	Reserve
	Balance	Requirement
Series 2017 Pod A Special Assessment Bonds	\$ 174,357	\$ 172,544
Series 2017 Pod B Special Assessment Bonds	\$ 137,247	\$ 136,131
Series 2017 Pod C Special Assessment Bonds	\$ 317,327	\$ 314,747

NOTE F – ECONOMIC DEPENDENCY

The Developers own a significant portion of land within the District. The District's activity is dependent upon the continued involvement of the Developers, the loss of which could have a material adverse effect on the District's operations. At September 30, 2018, all board members are affiliated with the Developers.

NOTE G – RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; and natural disasters. The District is covered by commercial insurance obtained by the Verano Center Community Development District from independent third parties to mitigate the costs of these risks; coverage may not extend to all situations. There were no settled claims during the past three years.

Verano #2 Community Development District
NOTES TO FINANCIAL STATEMENTS
September 30, 2018

NOTE H – INTERLOCAL AGREEMENT

The District is part of The Verano Community Development Districts which is a combination of six separate Districts. In a prior year, the Districts entered into an Interlocal Agreement allowing Verano Center Community Development District to have the power and authority to act on behalf of all of the Districts to finance, acquire, construct, operate, and maintain community infrastructure benefiting only the property within a single District with the overall objective to assure compliance of community-wide infrastructure and maintenance. The Interlocal Agreement has since been amended to allow for any of the Districts to become the issuer of debt to finance the infrastructure with Verano Center remaining the administrative entity.

The Districts have also entered into an Interlocal Agreement to provide maintenance of stormwater management for The Verano Community Development Districts with the City of Port Saint Lucie. The City agrees to pay Verano Center a sum equal to 75% of the stormwater utility fees collected by the City from within the District area (as defined in the Agreement). The Verano Districts agree that all monies paid pursuant to this agreement shall be used solely and exclusively for maintenance, construction, and administration of the Verano Stormwater System and not for any other purpose. This Agreement shall run for perpetuity provided that each party shall have the right to terminate the Agreement, with or without cause, by written notice sent six months prior to such termination.



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**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
Verano #2 Community Development District
Port Saint Lucie, FL

We have audited, in accordance with the 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 Verano #2 Community Development District, as of and for the year ended September 30, 2018, and the related notes to the financial statements, and have issued our report thereon dated May 20, 2019.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered Verano #2 Community Development District's internal control over financial reporting 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 Verano #2 Community Development District's internal control. Accordingly, we do not express an opinion on the effectiveness of Verano #2 Community Development 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 and correct misstatements on a timely basis. A *material weakness* is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity'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 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 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.

To the Board of Supervisors
Verano #2 Community Development District

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Verano #2 Community Development 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 no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

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 entity'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 entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.



Berger, Toombs, Elam, Gaines & Frank
Certified Public Accountants
Fort Pierce, Florida

May 20, 2019



Berger, Toombs, Elam, Gaines & Frank

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MANAGEMENT LETTER

To the Board of Supervisors
Verano #2 Community Development District
Port Saint Lucie, Florida

Report on the Financial Statements

We have audited the financial statements of the Verano #2 Community Development District as of and for the year ended September 30, 2018, and have issued our report thereon dated May 20, 2019.

Auditor's Responsibility

We conducted our audit in accordance with auditing standards generally accepted in the United States; 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 Florida Auditor General.

Other Reporting Requirements

We have issued our 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* and our Independent Auditor's Report on an examination conducted in accordance with *AICPA Professionals Standards*, AT-C Section 315, regarding compliance requirements in accordance with Chapter 10.550, Rules of the Auditor General. Disclosures in those reports, which are dated May 20, 2019, 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 financial audit report. This is the initial audit of the District.

Financial Condition and Management

Section 10.554(1)(i)5.a. and 10.556(7), Rules of the Auditor General, require us to apply appropriate procedures and communicate the results of our determination as to whether or not Verano #2 Community Development District has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and to identify the specific conditions met. In connection with our audit, we determined that Verano #2 Community Development District did not meet any of the conditions described in Section 218.503(1) Florida Statutes.

To the Board of Supervisors
Verano #2 Community Development District

Pursuant to Sections 10.554(1)(i)5.c. and 10.556(8), Rules of the Auditor General, we applied financial condition assessment procedures for Verano #2 Community Development District. It is management's responsibility to monitor the Verano #2 Community Development District's financial condition; our financial condition assessment was based in part on the representations made by management and the review of the financial information provided by the same as of September 30, 2018.

Section 10.554(1)(i)2., Rules of the Auditor General, requires that we communicate any recommendations to improve financial management. In connection with our audit, we did not have any such recommendations.

Additional Matters

Section 10.554(1)(i)3., Rules of the Auditor General, requires us to communicate 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 warrants the attention of those charged with governance. In connection with our audit, we did not note 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, and applicable management, and is not intended to be and should not be used by anyone other than these specified parties.

*Berger Toombs Elam
Gaines & Frank*

Berger, Toombs, Elam, Gaines & Frank
Certified Public Accountants PL
Fort Pierce, Florida

May 20, 2019



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**INDEPENDENT ACCOUNTANT'S REPORT/COMPLIANCE
WITH SECTION 218.415, FLORIDA STATUTES**

To the Board of Supervisors
Verano #2 Community Development District
Port Saint Lucie, FL

We have examined Verano #2 Community Development District's compliance with Section 218.415, Florida Statutes during the year ended September 30, 2018. Management is responsible for Verano #2 Community Development District's compliance with those requirements. Our responsibility is to express an opinion on Verano #2 Community Development 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 Verano #2 Community Development 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 Verano #2 Community Development District's compliance with the specified requirements.

In our opinion, Verano #2 Community Development District complied, in all material respects, with the aforementioned requirements during the year ended September 30, 2018.

*Berger Toombs Elam
Gaines & Frank*

Berger, Toombs, Elam, Gaines & Frank
Certified Public Accountants PL
Fort Pierce, Florida

May 20, 2019