

\$12,350,000
PARK CENTER COMMUNITY DEVELOPMENT AUTHORITY (VIRGINIA)
SPECIAL ASSESSMENT REVENUE BONDS, SERIES 2007

DEVELOPER'S CONTINUING DISCLOSURE STATEMENT

Attn: Keenan Rice
MuniCap, Inc.
6760 Alexander Bell Drive, Suite 220
Columbia, MD 21046

In accordance with the "Continuing Disclosure Agreement" (the "Disclosure Agreement") dated April 1, 2007 is executed and delivered by (i) PARK CENTER COMMUNITY DEVELOPMENT AUTHORITY (the "Authority"), (ii) by, PARK CENTER, LLC (the "Developer"), and (iii) MUNICAP, INC. (the "Administrator") entered in to in connection with the issuance by the Authority of its \$12,350,000 Special Assessment Revenue Bonds, Series 2007 (the "Bonds"), the Developer hereby provides the following information as of March 31, 2008. All terms having initial capitalization and not defined herein shall have the meanings set forth in the Private Placement Memorandum dated May 11, 2007. To the best of the knowledge of the undersigned:

The information provided herein is not intended to supplement the information provided in the Private Placement Memorandum. This report responds to the specific requirements of the continuing disclosure agreement. No representation is made as to the materiality or completeness of the information provided herein or as to whether other relevant information exists with respect to the period covered by this report. Other matters or events may have occurred or become known during or since that period that may be material. All information is provided as of March 31, 2008, unless otherwise stated, and no representation is made that the information contained herein is indicative of information that may pertain since the end of the period covered by this report or in the future.

1) Status of Development and Completion of the Public Improvements:

Please See Attached Table (Exhibit 1)

2) Status of Development:

A. Status of road improvements:

Progressing on schedule and within project resources.

B. Status of water infrastructure:

Progressing on schedule and within project resources.

C. Status of sanitary sewer infrastructure:

Progressing on schedule and within project resources.

D. Status of storm water management systems:

Progressing on schedule and within project resources.

E. Status of public utilities, travelways, city parking and private utility improvements:

Progressing on schedule and within project resources.

3) Status of Financing

A. Loans Secured by Property within the District:

- Loan Description: Construction Loan from LaSalle Bank N.A.
- Loan Amount: \$ 56,000,000
- Amount drawn through 05/13/08: \$ 14,098,280
- Amount repaid through 05/13/08: \$ 0.00
- Balance at 05/13/08: \$ 13,771,082 (draw less interest)
- Interest rate: Floating on Libor + 2%

B. Event of Default on any Loan: The developer has not received formal written notice and is not aware of any default on any loan.

C. Liens: There exist no other liens for borrowed money secured by the property owned by the developer in the district.

D. Availability of Funds to Complete the District Development: There are sufficient Series 2007 Bond financed and non-bond financed funds available to complete the district development under construction. The sources of funds to complete the district development are as follows:

(Please provide list of non-bond financed proceeds by budget line item in the table provided below)

Description	Amount
Bond financed proceeds	\$7,400,000
Non-Bond financed proceeds from LaSalle Bank	\$56,000,000
Developer Equity (Land and Cash)	\$12,180,966
Total (bond financed and non-bond financed proceeds	\$75,580,966

4) Government Permits and Approvals:

Permit/Approval	Approved	Actual/Projected Date of Permit	Approved by
Site Development Permit	Yes	January 4, 2007	City of Manassas Park
Traffic Signal	Yes	January 4, 2007	City of Manassas Park
Building Permits	Yes	September 30,2007	City of Manassas Park

5) **Status of Lot and Home Sales and Closings:**

A. Status of Lot Sales and Closings with Buyers:

NA (Rental Product)

Buyers	Lot Type	Planned Number of Lots	Lots Under Contract	Lots Settled	Sales Price
Total					

B. Status of Building Permits, Home Sales and Closings:

NA (Rental Product)

Residential Type	Planned Number of Units	Building Permits Issued	Homes Sold	Homes Settled	Average Selling Price
Total					

- 6) **Material Changes in the Form, Organization or Ownership of the Developer:** There have been no material changes in the form, organization or ownership of the company as described in the Private Placement Memorandum.
- 7) **Legislative, Administrative or Judicial Challenges:** There have been no legislative, administrative, or judicial challenges to the construction of the improvements or development within the district.
- 8) **Material Changes in the nature of the 2007 Bond Facilities:** There have been no material changes in the plan to develop the 2007 Bond Facilities as described in the Private Placement Memorandum.
- 9) **Material Changes in the Nature of the Park Center Development:** There have been no material changes in the plan to develop the Park Center Development as described in the Private Placement Memorandum.
- 10) **Notice of Default received or given by the Company under any Sales Agreement:** There have been no notices of default received or given by the company under any sales agreement between the company and a buyer of land within the district.
- 11) **Other Comments:**
- _____
NA
- 12) **Reporting of Significant Events:** The developer has not obtained actual knowledge of the occurrence of any significant events attached hereto.

PARK CENTER, LLC

By: Park Center, L.L.C.

By: Willa P. [Signature]

Title: Development Associate

Date: 06/12/08

Significant Events

- (i) failure to pay any real property taxes or special assessment levied within the district on a parcel owned by the developer;
- (ii) material damage to or destruction of any development or improvements within the district;
- (iii) material default by the developer on any affiliate on any loan with respect to the development or permanent financing of district development undertaken by the developer;
- (iv) material default by the developer of any affiliate on any loan secured by property with the district owned by the developer or any affiliate;
- (v) payment default by the developer or any affiliate on any loan to the developer or by any affiliate on any loan to such affiliate (whether or not such loan is secured by the property within the district);
- (vi) the filing of the developer or any affiliate or any owner of more than 25% interest in the developer or any affiliate in bankruptcy or any determination that the developer or any affiliate or any other owner of more than 25% in the developer or any affiliate is unable to pay its debts as they become due;
- (vii) the filing of any lawsuit with a claim for damage, in excess of \$1,000,000 against the developer or any affiliate which may adversely affect the completion of the district development or litigation which would materially adversely affect the financial conditions of the developer or affiliate; and
- (viii) any change in the legal structure, chief executive officer or ownership of the developer.

Exhibit 1
Status of Development and Completion of the Public Improvements

**Park Center
Community Development Authority**

Development: Park Center
 Location: Manassas Park, Virginia
 Date: 5/13/2008

App No. 13

	(A) Budget	(B) Revised Budget	(C) Previously Funded	(D) Current Request	(E) = (C)+(D) Requests To Date	(F)= (E) / (B) % Complete
Sources:						
1 Project Costs	7,400,000	7,400,000	4,596,433	36,158	4,632,590	63%
2 All Other Costs	2,952,141	2,952,141	664,659	-	664,659	23%
Total	\$10,352,141	\$10,352,141	\$5,261,092	\$36,158	\$5,297,250	85%
Uses:						
<u>Project Costs</u>						
<u>Milleson Park</u>						
Land/Closing Costs/Real Estate Taxes	1,421,933	1,425,195	1,425,196	-	1,425,196	100%
Landscaping/Hardscape	50,000	50,000	-	-	-	0%
<u>Manassas Drive</u>						
Design/Submission Fees:	46,000	46,000	44,099	-	44,099	96%
Dry Utility Relocation and New Service	80,000	80,000	81,204	-	81,204	102%
Bonds, Fees and Permits	50,690	50,690	-	-	-	0%
Hard Costs	1,139,112	1,282,112	209,119	34,184	243,303	19%
<u>Traffic Signal</u>						
Design/Submission Fees:	19,700	19,700	19,526	154	19,680	100%
Bonds, Fees, Permits	5,000	5,000	-	-	-	0%
Hard Costs	213,484	213,484	47,880	-	47,880	22%
<u>SWM Pond Design and Pro-Rata Contribution</u>	60,000	60,000	54,780	-	54,780	91%
<u>Public Utilities, Travelways, and City Parking</u>						
Design/Submission Fees	173,206	173,206	135,738	1,173	136,911	79%
Bonds, Fees, Permits	50,000	50,000	-	-	-	0%
Hard Costs	3,610,849	3,610,849	2,343,429	647	2,344,076	65%
<u>Contingency</u>	250,000	103,738	439	-	439	0%
<u>Developer Fee and Overhead</u>	230,024	230,024	230,022	-	230,022	100%
Sub Total	\$7,400,000	\$7,400,000	\$4,591,432	36,158	\$4,627,590	63%
<u>All Other Costs</u>						
<u>Financing Costs</u>						
Issuance Costs (Legal and Consulting)	342,841	342,841	325,459	-	325,459	95%
3 Years of CDA Admin Expenses	60,000	60,000	4,200	-	4,200	7%
Financial Fees	340,000	340,000	340,000	-	340,000	100%
Capitalized Interest/GIC (24 Months)	1,330,000	1,330,000	-	-	-	0%
Debt Service Reserve Fund	879,300	879,300	-	-	-	0%
Sub Total	\$2,952,141	\$2,952,141	\$669,659	-	\$669,659	23%
Total CDA Draw Request	\$10,352,141	\$10,352,141	\$5,261,091	36,158	\$5,297,249	51%