

The Commonwealth of Massachusetts
Annual Financial Information
Special Obligation Dedicated
Tax Revenue Bonds

March 25, 2014

The following annual financial information is provided by The Commonwealth of Massachusetts (the “Commonwealth”) pursuant to certain continuing disclosure undertakings entered into by the Commonwealth in connection with the Commonwealth’s issuance of special obligation dedicated tax revenue bonds. Set forth below is certain financial information and operating data relating to the Commonwealth for the fiscal year ended June 30, 2013, updating the financial information presented in the Commonwealth’s statement of annual financial information for special obligation dedicated tax revenue bonds dated March 27, 2013 with respect to the fiscal year ended June 30, 2012. Specific reference is also made to the Official Statement dated June 3, 2004 relating to the Commonwealth’s Special Obligation Dedicated Tax Revenue Bonds, Series 2004 (the “Official Statement”), a copy of which has been filed with the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access (EMMA) system. Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Official Statement.

This statement is of limited scope. It contains only an updating of certain financial information and operating data described below. The information set forth herein does not contain all material information concerning the Commonwealth’s special obligation dedicated tax revenue bonds necessary to make an informed investment decision. This statement does not constitute an offer to sell or the solicitation of an offer to buy Commonwealth special obligation dedicated tax revenue bonds. This statement is submitted pursuant to various continuing disclosure undertakings relating to bonds that are subject to Rule 15c2-12 promulgated by the Securities and Exchange Commission and is intended to provide only the information necessary to conform to the requirements of said Rule 15c2-12.

Questions regarding information contained in this statement may be directed to Colin MacNaught, Assistant Treasurer for Debt Management, Office of the Treasurer and Receiver-General, One Ashburton Place, 12th floor, Boston, Massachusetts 02108, telephone (617) 367-9333, or to Scott Jordan, Undersecretary of the Executive Office for Administration and Finance, State House, Room 373, Boston, Massachusetts 02133, telephone (617) 727-2040.

Historical Collection of Pledged Receipts. Pursuant to the Official Statement.
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Historical Collections of Pledged Receipts – Fiscal Years 1999 through 2013

<u>Fiscal Year</u>	<u>Room Occupancy Taxes</u>	<u>Vehicular Rental Surcharges</u>	<u>Sales Taxes and Sightseeing Surcharges</u>	<u>Total</u>
1999	\$ 22,492,409	\$ 11,529,850	\$ 1,828,377	\$ 35,850,636
2000	30,205,370	11,570,477	2,820,273	44,596,120
2001	33,780,677	11,607,998	3,436,452	48,825,127
2002	27,219,077	9,250,292	3,749,667	40,219,036
2003	27,177,474	8,652,549	3,710,343	39,540,367
2004	30,374,219	8,504,097	4,628,671	43,506,987
2005	35,642,440	9,203,788	5,715,061	50,561,289
2006	39,000,827	9,773,530	6,278,356	55,052,713
2007	46,427,614	10,369,002	9,550,367	66,346,983
2008	54,528,782	10,859,321	13,595,256	78,983,359
2009	50,693,330	9,961,727	13,255,065	73,910,122
2010	49,840,637	9,596,060	15,995,950	75,432,647
2011	55,830,733	10,551,865	18,522,534	84,905,132
2012	60,889,483	11,475,712	21,869,156	94,234,351
2013	64,124,410	11,728,107	22,666,831	98,519,348

Source: Department of Revenue.

CONVENTION AND EXHIBITION CENTER FUND

Balance Sheet – Statutory Basis (June 30, 2013)

See Exhibit A attached hereto

Statement of Revenues, Expenditures and Changes in Fund Balance – Statutory Basis (June 30, 2013)

See Exhibit B attached hereto.

EXHIBIT A

Convention and Exhibition Center Fund
Balance Sheet-Statutory Basis
as of June 30, 2013
(amounts in thousands)

	<u>2013</u>	<u>2012</u>	<u>2011</u>	<u>2010</u>	<u>2009</u>
Assets					
Cash and short-term investments	\$21,468	\$34,899	\$34,209	\$84,958	88,413
Cash with fiscal agent	<u>90,502</u>	<u>94,152</u>	<u>85,305</u>	<u>73,695</u>	<u>59,556</u>
Total assets	<u>\$111,970</u>	<u>\$129,051</u>	<u>\$119,514</u>	<u>\$158,653</u>	<u>\$147,969</u>
Liabilities and Fund Balance					
Liabilities:					
Accounts payable	<u>32,239</u>	<u>12,299</u>	<u>14,203</u>	<u>27,557</u>	<u>1,000</u>
Total Liabilities	<u>\$32,239</u>	<u>\$12,299</u>	<u>\$14,203</u>	<u>\$27,557</u>	<u>\$1,000</u>
Fund Balance:					
Reserved fund balance:					
Reserved for debt service	90,502	94,152	85,296	73,695	59,556
Unreserved fund balance (deficit):	(10,771)	-	-	-	-
Designated for specific purpose	-	22,600	20,015	57,401	87,413
Total fund balance (deficit)	<u>\$79,731</u>	<u>\$116,752</u>	<u>\$105,311</u>	<u>\$131,096</u>	<u>\$146,969</u>
Total Liabilities and fund balance	<u>\$111,970</u>	<u>129,051</u>	<u>\$119,514</u>	<u>\$158,653</u>	<u>\$147,969</u>

EXHIBIT B

Convention and Exhibition Center Fund
Statement of Revenues, Expenditures And Changes In Fund Balance-Statutory Basis
As of June 30, 2013
(amounts in thousands)

Revenues and Other Financing Sources	<u>2013</u>	<u>2012</u>	<u>2011</u>	<u>2010</u>	<u>2009</u>
Revenues:					
Taxes	\$98,519	\$94,234	\$84,905	\$75,432	\$73,918
Departmental	-	-	258	254	768
Miscellaneous	2,112	2,342	1,579	2,518	6,455
Total revenues	100,631	96,576	86,742	78,204	81,141
Other Financing Sources:					
Operating transfers in	-	-	-	-	-
Total other financing sources	-	-	-	-	-
Total revenues and other financing sources	\$100,631	\$96,576	\$86,742	\$78,204	\$81,141
Expenditures and Other Financing Uses					
Expenditures:					
Treasurer and receiver-General	-	-	-	1,810	-
Administration and finance	101,183	48,790	77,136	57,781	27,560
Debt Service:					
Interest and fiscal charges	36,469	36,345	35,391	34,486	36,293
Total expenditures	137,652	85,135	112,527	94,077	63,853
Other financing uses:					
Operating transfers out	-	-	-	-	65,000
Total other financing uses	-	-	-	-	65,000
Total expenditures and other financing uses	\$137,652	\$85,135	\$112,527	\$94,077	\$128,853
Excess (deficiency) of revenues and other financing sources over expenditures and other financing uses	(37,021)	11,441	(25,785)	(15,873)	(47,712)
Fund balance (deficit) at beginning of year	116,752	105,311	131,096	146,969	194,681
Fund balance (deficit) at end of year	\$79,731	\$116,752	\$105,311	\$131,096	\$146,969