

3/24/2011

D R A F T

**SCHUYLER TOBACCO ASSET  
SECURITIZATION CORPORATION**

**Watkins Glen, New York**

**FINANCIAL REPORT**

**December 31, 2010**

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION

DECEMBER 31, 2010

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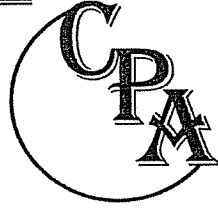
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INDEPENDENT AUDITOR'S REPORT

Board of Directors  
 Schuyler Tobacco Asset  
 Securitization Corporation  
 Watkins Glen, New York

We have audited the accompanying financial statements of the governmental activities and the aggregate remaining fund information of the Schuyler Tobacco Asset Securitization Corporation (the Corporation), a component unit of the County of Schuyler, as of and for the year ended December 31, 2010, which collectively comprise the Corporation's basic financial statements as noted in the table of contents. These basic financial statements are the responsibility of the Corporation's management. Our responsibility is to express opinions on these basic 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 includes examining, on a test basis, evidence supporting the amounts and disclosures in the basic financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall basic financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

In our opinion, the basic financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and the fund information of the Corporation, as of December 31, 2010, and the results of its operations for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated \_\_\_\_\_, 2011 on our consideration of the Corporation's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and important for assessing the results of our audit.

The Management's Discussion and Analysis on pages 2-2e is not a required part of the basic financial statements but is supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

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Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis on pages 2 through 2e 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.

\_\_\_\_\_, 2011  
Ithaca, New York

**SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED DECEMBER 31, 2010 AND 2009**

The following is a discussion and analysis of the Schuyler Tobacco Asset Securitization Corporation's (the Corporation) financial performance for fiscal years ended December 31, 2010 and 2009. This section is a summary of the Corporation's financial activities based on currently known facts, decisions, or conditions. It is also based on both the Government-wide and fund-based financial statements. The results of the current year are discussed in comparison with the prior year, with an emphasis placed on the current year. The Management's Discussion and Analysis (MD&A) section is only an introduction and should be read in conjunction with the Corporation's financial statements, which immediately follow this section.

The Corporation is a component unit of the County of Schuyler. The Corporation was organized as a local development corporation pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York.

#### **FINANCIAL HIGHLIGHTS**

- Net deficit for the year ended December 31, 2010 amounted to \$(3,742,637), reflecting a deficit increase of \$(125,594) from a net deficit of \$(3,617,043) at December 31, 2009.
- Total fund balance of \$639,547 showed a decrease of \$(30,601) in 2010, from \$670,148 in 2009.

#### **OVERVIEW OF THE FINANCIAL STATEMENTS**

This annual report consists of two parts: MD&A (this section) and the basic financial statements. The basic financial statements present different views of the Corporation.

- The Statement of Net Assets and the Statement of Activities columns shown in the financial statements provide both short-term and long-term information about the Corporation's overall financial status.
- The Governmental Fund Type columns are fund financial statements that focus on individual parts of the Corporation.

The financial statements also include notes that explain some of the information in the statements and provide more detailed data.

#### **Statement of Net Assets and Statement of Activities Columns**

The Statement of Net Assets and Statement of Activities columns in the basic financial statements report information about the Corporation as a whole using accounting methods similar to those used by private-sector companies. The Statement of Net Assets includes all of the Corporation's assets and liabilities. All of the current year's revenues and expenses are accounted for in the Statement of Activities regardless of when cash is received or paid.

These two columns in the basic financial statements report the Corporation's net assets and how they have changed. Net assets - the difference between the Corporation's assets and liabilities - are one way to measure the Corporation's financial health or position. Over time, increases or decreases in the Corporation's net assets are an indicator of whether its financial position is improving or deteriorating, respectively.

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
(CONTINUED)  
FOR THE YEAR ENDED DECEMBER 31, 2010 AND 2009

Governmental Fund Type Columns

The Governmental Fund type columns are accounting devices the Corporation uses to keep track of specific sources of funding and spending. The Corporation's basic services are included in Governmental Funds, which generally focus on (1) how cash and other financial assets that can readily be converted to cash flow in and out and (2) the balances left at year end that are available for spending. Consequently, the Governmental Funds columns provide a detailed short-term view that helps one determine whether there are more or fewer financial resources that can be spent in the near future to finance the Corporation's programs. Because this information does not encompass the additional long-term focus of the Statement of Net Assets and Statement of Activities columns, additional information in the notes to the financial statements explains the relationship (or differences) between them.

**FINANCIAL ANALYSIS OF THE CORPORATION AS A WHOLE**

The Corporation's total net assets for fiscal year ended December 31, 2010 decreased by \$(125,594). Our analysis below focuses on the net assets (*Figure 1*) and changes in net assets (*Figure 2*) of the Corporation's Governmental Activities.

**Figure 1**

| <b>Condensed Statement of Net Assets</b> | <b>Governmental Activities and<br/>Total Corporation</b> |                       | <b>Total Dollar<br/>Change</b> |
|--|--|-----------------------|--------------------------------|
|  | <b>2009</b>  | <b>2010</b>           | <b>2009 - 2010</b>             |
| <i>Current assets</i>                    | \$ 672,898   | \$ 639,547            | \$ (33,351)                    |
| <i>Noncurrent assets</i>                 | 101,604  | 96,280                | (5,324)                        |
| <b>Total assets</b>                      | <b>774,502</b>   | <b>735,827</b>        | <b>(38,675)</b>                |
| <i>Current liabilities</i>               | 128,937  | 190,880               | 61,943                         |
| <i>Noncurrent liabilities</i>            | 4,262,608  | 4,287,584             | 24,976                         |
| <b>Total liabilities</b>                 | <b>4,391,545</b>   | <b>4,478,464</b>      | <b>86,919</b>                  |
| <i>Restricted for debt service</i>       | 265,348  | 272,245               | 6,897                          |
| <i>Unrestricted net assets</i>           | (3,882,391)  | (4,014,882)           | (132,491)                      |
| <b>Total net deficit</b>                 | <b>\$ (3,617,043)</b>                                    | <b>\$ (3,742,637)</b> | <b>\$ (125,594)</b>            |

The decrease in current assets stems primarily from a decrease in cash of \$14,822, and a decrease in the tobacco settlement receivable of \$(48,175). The tobacco settlement receivable and revenue were lower in the current year because of lower cigarette sales and fewer participating manufacturers. The decrease in noncurrent assets is due to the annual amortization of bond issuance costs. The increase in noncurrent liabilities is due to the annual increase of accreted interest attributable to the Series 2005 bond issue, offset by principal and interest payments made during the year. See Note 4 of the financial statements for more information about debt transactions during the year.

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
(CONTINUED)  
FOR THE YEAR ENDED DECEMBER 31, 2010 AND 2009

Our analysis in *Figure 2* considers the operations of the Corporation's activities.

**Figure 2**

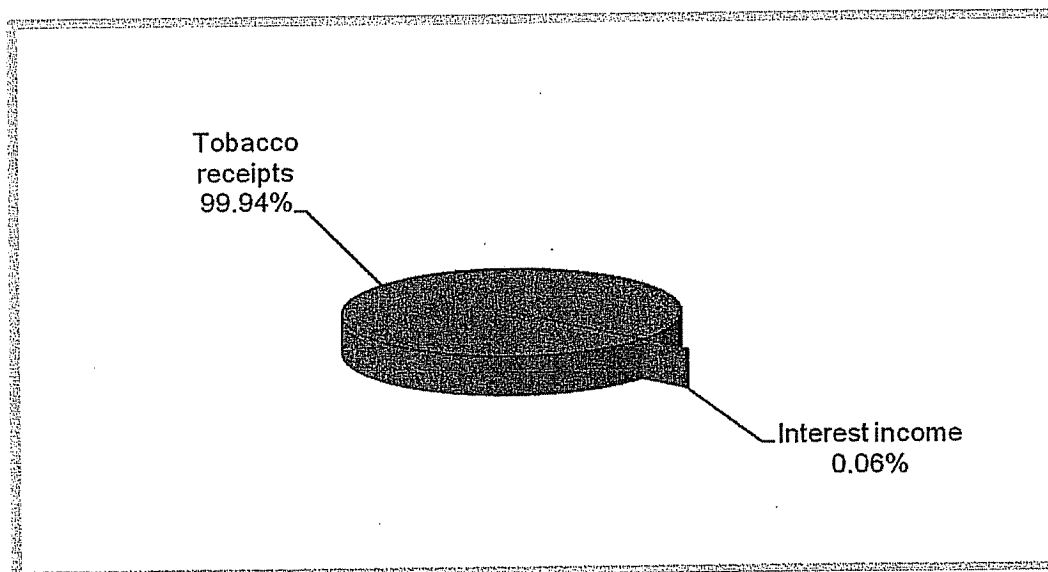
| <i>Changes in Net Assets</i>               | <i>Governmental Activities and<br/>Total Corporation</i> |                     | <i>Total Dollar<br/>Change</i> |
|--|--|---------------------|--------------------------------|
|  | <i>2009</i>  | <i>2010</i>         | <i>2009 - 2010</i>             |
| <i>Revenues:</i>                           |  |                     |                                |
| <i>Tobacco settlement proceeds</i>         | \$ 310,000   | \$ 227,642          | \$ (82,358)                    |
| <i>Interest income</i>                     | 304  | 131                 | (173)                          |
| <b><i>Total revenues</i></b>               | <b>310,304</b>   | <b>227,773</b>      | <b>(82,531)</b>                |
| <i>Expenses:</i>                           |  |                     |                                |
| <i>Insurance expense</i>                   | 2,231  | 2,231               | -0-                            |
| <i>Professional fees</i>                   | 23,336   | 23,061              | (275)                          |
| <i>Interest expense</i>                    | 306,459  | 310,947             | 4,488                          |
| <i>Amortization of bond issuance costs</i> | 5,324  | 5,324               | -0-                            |
| <i>Other expenses</i>                      | 2,515  | 2,569               | 54                             |
| <i>Transfer to Schuyler County</i>         | 30,000   | 9,235               | (20,765)                       |
| <b><i>Total expenses</i></b>               | <b>369,865</b>   | <b>353,367</b>      | <b>(16,498)</b>                |
| <b><i>( INCREASE ) IN NET DEFICIT</i></b>  | <b>\$ (59,561)</b>                                       | <b>\$ (125,594)</b> | <b>\$ (66,033)</b>             |

Total revenues increased 21.2 percent due to lower cigarette sales. In addition, the amount accrued in 2009 for the April 2010 payment was lower than estimated. Total expenses decreased by 4.5%, primarily due to a smaller transfer to Schuyler County in 2010.

*Figures 3 and 4* present the sources of revenues for 2010 and 2009.

**Figure 3**

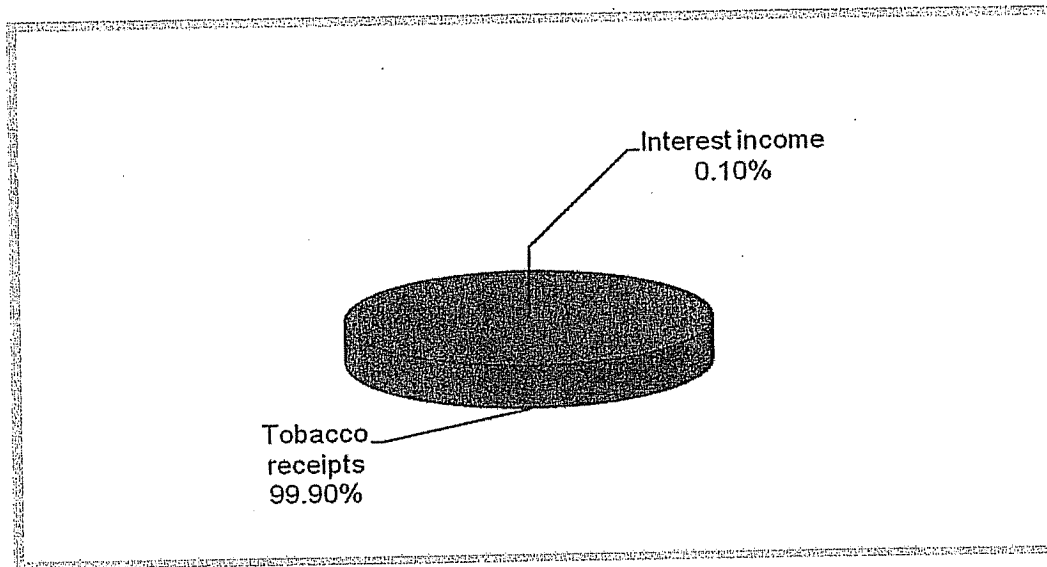
**Sources of Revenue for 2010**



SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
(CONTINUED)  
FOR THE YEAR ENDED DECEMBER 31, 2010 AND 2009

**Figure 4**

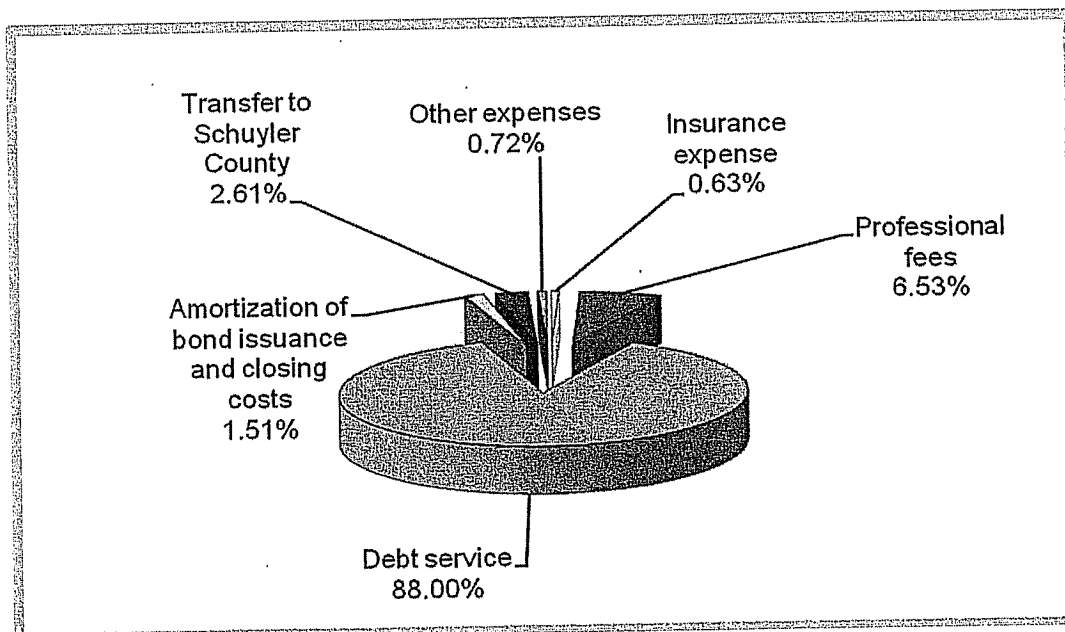
**Sources of Revenue for 2009**



Figures 5 and 6 present the expenses for the years ended December 31, 2010 and 2009.

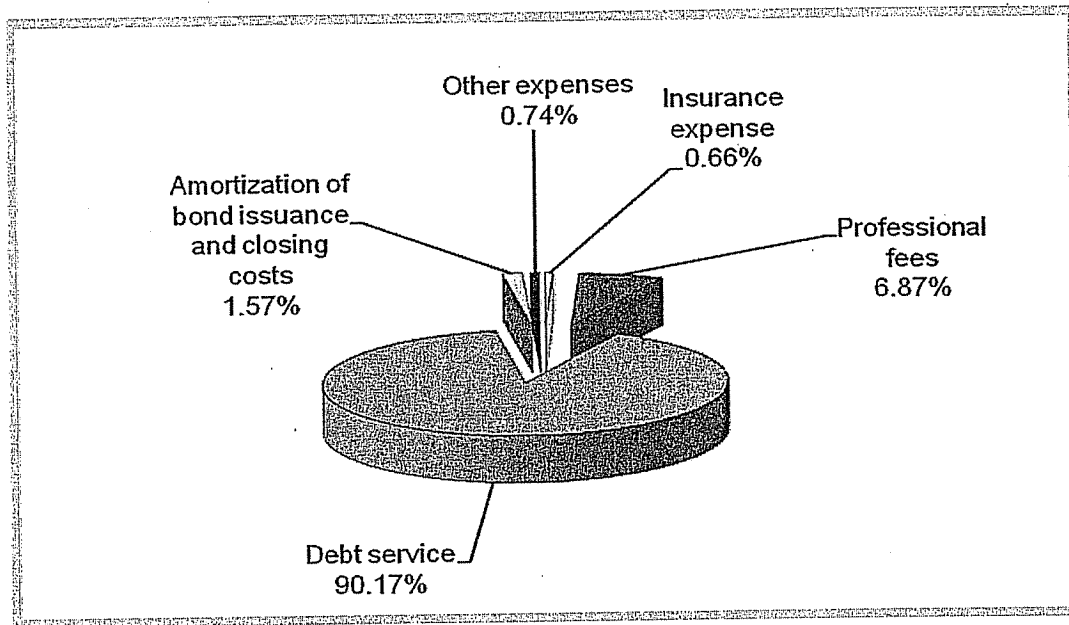
**Figure 5**

**Expenses 2010**



SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
(CONTINUED)  
FOR THE YEAR ENDED DECEMBER 31, 2010 AND 2009

**Figure 6**  
**Expenses 2009**



**FINANCIAL ANALYSIS OF THE CORPORATION'S FUNDS**

Figure 7 shows the changes in debt service reserved fund balance for the year. As the Corporation completed the year, its Governmental Funds, as presented in the basic financial statements, reported a combined debt service reserve of \$639,547, which is 14.8 percent below last year's total of \$670,148.

**Figure 7**

| Governmental Fund Balances | Governmental |            | Total Dollar Change |
|----------------------------|--------------|------------|---------------------|
|                            | 2009         | 2010       | 2009 - 2010         |
| General Fund               | \$ 670,148   | \$ 639,547 | \$ (30,601)         |

**DEBT ADMINISTRATION**

Debt, considered a liability of Governmental Activities, decreased by \$89,976 in 2010, as shown in Figure 8, mostly due to the annual increase of accreted interest of \$133,948 attributable to the Series 2005 issue, offset by principal payments made of \$60,000 and payments of accreted interest of \$20,534.

**Figure 8**

| Outstanding Debt | Governmental Activities |              | Total Dollar Change |
|------------------|-------------------------|--------------|---------------------|
|                  | 2009                    | 2010         | 2009 - 2010         |
| Bonds payable    | \$ 4,375,863            | \$ 4,465,839 | \$ 89,976           |

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
(CONTINUED)  
FOR THE YEAR ENDED DECEMBER 31, 2010 AND 2009

Additional information and the maturities and terms of the Corporation's outstanding debt can be found in the notes to these financial statements.

**FACTORS BEARING ON THE CORPORATION'S FUTURE**

- The Corporation does not anticipate any significant changes in tobacco settlement receipts for the year ended December 31, 2010.
- In 2010, the Corporation budgeted a transfer of \$9,235 to Schuyler County.

**CONTACTING THE CORPORATION'S FINANCIAL MANAGEMENT**

This financial report is designed to provide the Corporation's citizens, customers, investors, and creditors with a general overview of the Corporation's finances and to demonstrate the Corporation's accountability for the money it receives. If you have questions about this report or need additional financial information, contact Schuyler County, at 105 9th Street, Watkins Glen, NY 14891.

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
GOVERNMENTAL FUND BALANCE SHEET/STATEMENT OF NET ASSETS  
DECEMBER 31, 2010

|  | <u>Governmental<br/>Fund Type<br/>General</u> | <u>Adjustments</u>    | <u>Statement of<br/>Net Assets</u> |
|--|---|-----------------------|------------------------------------|
| <b><u>ASSETS</u></b>                   |   |                       |                                    |
| Current Assets:                        |   |                       |                                    |
| Cash and cash equivalents              | \$ 103,616                                    | \$                    | \$ 103,616                         |
| Restricted cash and cash equivalents   | 272,245                                       |                       | 272,245                            |
| Accrued interest                       |   |                       |                                    |
| Tobacco settlement receivable          | 261,825                                       |                       | 261,825                            |
| Prepaid expenses                       | 1,861   |                       | 1,861                              |
| Total Current Assets                   | <u>639,547</u>                                | <u>-0-</u>            | <u>639,547</u>                     |
| Bond issuance and closing costs, net   |   | 96,280                | 96,280                             |
| Total Assets                           | <u>\$ 639,547</u>                             | <u>\$ 96,280</u>      | <u>\$ 735,827</u>                  |
| <b><u>LIABILITIES</u></b>              |   |                       |                                    |
| Current Liabilities:                   |   |                       |                                    |
| Accrued interest payable               | \$  | \$ 12,625             | \$ 12,625                          |
| Accounts payable                       |   |                       |                                    |
| Current portion of bonds payable, net  |   | 178,255               | 178,255                            |
| Total Current Liabilities              | <u>-0-</u>                                    | <u>190,880</u>        | <u>190,880</u>                     |
| Long-term Liabilities:                 |   |                       |                                    |
| Bonds payable, net                     |   | 3,671,524             | 3,671,524                          |
| Accreted interest                      |   | 616,060               | 616,060                            |
| Total Long-term Liabilities            | <u>-0-</u>                                    | <u>4,287,584</u>      | <u>4,287,584</u>                   |
| Total Liabilities                      | <u>-0-</u>                                    | <u>4,478,464</u>      | <u>4,478,464</u>                   |
| <b><u>FUND BALANCE/NET DEFICIT</u></b> |   |                       |                                    |
| Fund Balance:                          |   |                       |                                    |
| Reserved for debt service              | 639,547                                       | (639,547)             | -0-                                |
| Total Fund Balance                     | <u>639,547</u>                                | <u>(639,547)</u>      | <u>-0-</u>                         |
| Net Deficit:                           |   |                       |                                    |
| Restricted for debt service            |   | 272,245               | 272,245                            |
| Unrestricted                           |   | (4,014,882)           | (4,014,882)                        |
| Total Net (Deficit)                    | <u>-0-</u>                                    | <u>(3,742,637)</u>    | <u>(3,742,637)</u>                 |
| Total Fund Balance/Net (Deficit)       | <u>\$ 639,547</u>                             | <u>\$ (4,382,184)</u> | <u>\$ (3,742,637)</u>              |

See Independent Auditor's Report and Notes to Financial Statements

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
 STATEMENT OF GOVERNMENTAL FUND REVENUES, EXPENDITURES,  
 AND CHANGES IN FUND BALANCE/STATEMENT OF ACTIVITIES  
FOR THE YEAR ENDED DECEMBER 31, 2010

| <u>REVENUE</u>   | Governmental<br>Fund Type<br><u>General</u> | <u>Adjustments</u>    | Statement of<br><u>Activities</u> |
|--|---|-----------------------|-----------------------------------|
| Tobacco settlement proceeds  | \$ 227,642                                  | \$                    | \$ 227,642                        |
| Interest income  | 131   |                       | 131                               |
| Total Revenues   | <u>227,773</u>                              | <u>-0-</u>            | <u>227,773</u>                    |
| <b><u>EXPENDITURES/EXPENSES</u></b>  |   |                       |                                   |
| Insurance expense  | 2,231                                       |                       | 2,231                             |
| Professional fees  | 23,061                                      |                       | 23,061                            |
| Debt service   | 221,278                                     | 89,669                | 310,947                           |
| Amortization of bond issuance and closing costs                                  |   | 5,324                 | 5,324                             |
| Other expenditures/expenses  | <u>2,569</u>                                |                       | <u>2,569</u>                      |
| Total Expenditures/Expenses  | <u>249,139</u>                              | <u>94,993</u>         | <u>344,132</u>                    |
| EXCESS OF (EXPENDITURES/EXPENSES) OVER REVENUES                                  | (21,366)                                    | (94,993)              | (116,359)                         |
| Other Financing (Uses):  |   |                       |                                   |
| Transfers (out)  | <u>(9,235)</u>                              |                       | <u>(9,235)</u>                    |
| Total Other Financing (Uses)   | (9,235)                                     | -0-                   | (9,235)                           |
| Excess of (Expenditures/Expenses) Revenues<br>and Other Financing Sources (Uses) | (30,601)                                    | (94,993)              | (125,594)                         |
| Fund Balance/Net (Deficit), January 1,   | <u>670,148</u>                              | <u>(4,287,191)</u>    | <u>(3,617,043)</u>                |
| Fund Balance/Net (Deficit), December 31,   | <u>\$ 639,547</u>                           | <u>\$ (4,382,184)</u> | <u>\$ (3,742,637)</u>             |

See Independent Auditor's Report and Notes to Financial Statements

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
NOTES TO FINANCIAL STATEMENTS  
FOR THE YEAR ENDED DECEMBER 31, 2010

Note 1 - Summary of Significant Accounting Policies

The financial statements of the Schuyler Tobacco Asset Securitization Corporation (the Corporation) have been prepared in conformity with generally accepted accounting principles (GAAP). The Governmental Accounting Standards Board (GASB) is the accepted standard setting body for establishing GAAP for state and local governments through its pronouncements (Statements and Interpretations). The more significant of the Corporation's accounting policies are described below.

A. Reporting Entity

The Corporation is a component unit of the County of Schuyler. The Corporation was organized as a local development corporation pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York. The Corporation is one of 17 New York County Tobacco Asset Securitization Corporation's (TASC) created in 2000 for the purpose of purchasing the tobacco settlement rights from each respective county with the net proceeds of bonds issued to the New York Counties Tobacco Trust I (NYCTT). The trust in turn issued \$227,130,000 aggregate principal amount Tobacco Settlement Pass-Through Bonds - Series 2000, dated December 7, 2000. The Trust bonds represent a direct, pass-through interest in the corresponding TASC bonds. All payments of the TASC bonds will be made directly by the Trust with the future proceeds of the Tobacco Settlement Revenues.

The Corporation, along with 23 other counties created a trust known as the New York Counties Tobacco Trust V (NYCTTV) in order to issue \$199,375,348 aggregate principal amount of Tobacco Settlement Pass-Through Bonds (Series 2005 NYCTT Bonds). Series 2005 NYCTT Bonds, issued on November 29, 2005, represent a direct, pass-through interest in corresponding TASC bonds held by the Trust and are subordinate to the prior bonds issued. The Series 2005 TASC bonds are subject to the rights of holders of the prior bonds, payable solely from, and secured solely by, the collections and the funds and accounts pledged by the respective TASC Indenture. The collections of the Schuyler TASC will be comprised of the TSRs remaining after payment of the prior bonds and investment earnings on funds and accounts established under the TASC's Indenture. The Corporation Series 2005 TASC Bonds are also payable from certain amounts released from Liquidity Reserve Accounts upon retirement of the prior bonds and amounts released from Trapping Accounts.

There are no scheduled principal and interest payments on the Series 2005 bonds other than on their respective maturity dates. However, the bonds are subject to redemption prior to maturity through turbo redemption payments made from surplus collections on deposit in the turbo redemption account, as provided in the bond indenture. Redemption of the Series 2005 bonds will be in order of maturity date at a price equal to their accreted value.

The Corporation is controlled by a group of four directors who are appointed by the Chair of the Schuyler County Legislature. At this time, two directors are members of the County Legislature, one is a member of the management team of the County, and one member has no affiliation with the County. The Corporation is deemed to be a component unit of Schuyler County and is presented in the annual financial statements of Schuyler County as a discretely presented component unit.

B. Basis of Presentation

The Corporation's basic financial statements include columns for Governmental Fund types prepared on the modified accrual basis of accounting (Balance Sheet and Statement of Revenues, Expenditures and Changes in Fund Balance), and columns for Governmental Activities prepared on the accrual basis of accounting (Statement of Net Assets and Statement of Activities.)

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
NOTES TO FINANCIAL STATEMENTS  
(CONTINUED)  
FOR THE YEAR ENDED DECEMBER 31, 2010

The Statement of Net Assets and the Statement of Activities present summaries of activities for the Corporation. The focus of these columns is more on the sustainability of the Corporation as an entity and the change in the Corporation's net assets from the current year's activities.

Fund accounting is designed to demonstrate legal compliance and to aid financial management by segregating transactions related to certain governmental functions or activities.

The Corporation records its transactions in the fund types described below:

Fund Categories

Governmental Fund Types - funds through which most governmental functions are financed. The acquisition, use and balances of expendable financial resources, and the related liabilities are accounted for through Governmental Funds. The measurement focus of the Governmental Funds is based upon determination of financial position and changes in financial position. The following is the Corporation's Governmental Fund Type:

General Fund - the principal operating fund which includes all operations not required to be recorded in other funds.

C. Basis of Accounting/Measurement Focus

Basis of accounting refers to when revenues and expenditures and the related assets and liabilities are recognized in the accounts and reported in the financial statements. Basis of accounting relates to the timing of the measurements made, regardless of the measurement focus. Measurement focus is the determination of what is measured, i.e. expenditures or expenses.

The Statement of Net Assets and the Statement of Activities are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred, regardless of when the related cash transaction takes place. Nonexchange transactions, in which the Corporation gives or receives value without directly receiving or giving equal value in exchange, include grants and donations. On an accrual basis, revenue from grants and donations is recognized in the fiscal year in which all eligibility requirements have been satisfied.

The Governmental Fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Under this method, revenues are recognized when measurable and available. The Corporation considers all revenues reported in the Governmental Funds to be available if the revenues are collected within six months after the end of the fiscal year.

Expenditures are recorded when the related fund liability is incurred, except for principal and interest on general long-term debt, which are recognized as expenditures to the extent they have matured. Proceeds of general long-term debt are reported as other financing sources.

D. Equity Classifications

1. Statement of Net Assets

• Restricted Net Assets

Consists of net assets with constraints placed on their use either by 1) external groups such as creditors, grantors, contributors, or laws and regulations of other governments; or 2) law through constitutional provisions or enabling legislation.

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
 NOTES TO FINANCIAL STATEMENTS  
 (CONTINUED)  
FOR THE YEAR ENDED DECEMBER 31, 2010

- Unrestricted Net Assets  
 Consists of all other net assets that do not meet the definition of "restricted."

E. Estimates

Management uses estimates and assumptions in preparing financial statements. These estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses. Actual results could differ from these estimates.

Note 2 - Explanation of Certain Differences between Governmental Fund Columns and the Statement of Net Assets and Statement of Activities Columns

Due to the differences in the measurement focus and basis of accounting used in the Governmental Fund columns and the Statement of Net Assets and Statement of Activities columns, certain financial transactions are treated differently. The differences result primarily from the economic focus of the Statement of Activities, compared with the current financial resources focus of the Governmental Funds.

A. Total Fund Balance of Governmental Fund vs. Net Assets of Governmental Activities:

Total fund balance of the Corporation's Governmental Fund differs from "net assets" of Governmental Activities reported in the Statement of Net Assets. This difference primarily results from the additional long-term economic focus of the Statement of Net Assets versus the solely current financial resources focus of the Governmental Fund Balance Sheet.

Total Fund Balance of Governmental Fund vs. Net Assets of Governmental Activities:

|   |    |         |
|---|----|---------|
| Total fund balance as reported in the Governmental Fund type column | \$ | 639,547 |
|---|----|---------|

Long-term liabilities are reported in the Statement of Net Assets, but not in the Governmental Funds, because they are not due and payable in the current period. Balances at year end were:

|                           |                |             |
|---------------------------|----------------|-------------|
| Bonds payable             | \$ (3,962,013) |             |
| Less unamortized discount | 112,234        | (3,849,779) |

Interest on long-term debt is accrued in the Statement of Net Assets, but not in the Governmental Fund. The balance of accrued interest payable at year end was:

|  |           |
|--|-----------|
| Accrued interest payable               | (12,625)  |
| Accreted Interest on Series 2005 Bonds | (616,060) |

Bond issuance and closing costs are reported in the Statement of Net Assets, but not in the Governmental Fund because they are not due and receivable in the current period. The balance of unamortized bond issuance and closing costs at year end was:

|  |                |
|--|----------------|
|  | 96,280         |
| Total Net Deficit as Reported in the Statement of Net Assets | \$ (3,742,637) |

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
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 (CONTINUED)  
FOR THE YEAR ENDED DECEMBER 31, 2010

B. Governmental Fund Type Operating Statement vs. the Statement of Activities:

Differences between the Governmental Fund Type column in the Statement of Revenues, Expenditures and Changes in Fund Balance and the Statement of Activities column are as follows:

Long-term debt transaction differences occur because both interest and principal payments are recorded as expenditures in the Governmental Fund financial statements, whereas interest payments are recorded in the Statements of Activities as incurred, and principal payments are recorded as a reduction of liabilities in the Statement of Net Assets.

|  |                   |
|--|-------------------|
| Total Expenditures and Other Financing Uses as reported in the Governmental Fund Type column   | \$ 258,374        |
| Interest on long-term debt in the Statement of Activities differs from the amount reported in the Governmental Funds because interest is recorded as an expenditure in the funds when it is due, and thus requires the use of current financial resources. In the Statement of Activities, however, interest expense is recognized as the interest accrues, regardless of when it is due. The decrease in interest reported in the Statement of Activities is the result of a decrease in accrued interest on bonds payable. | (307)             |
| Amortization of bond issuance and closing costs and the bond discount are recorded as expenditures in the Statement of Activities. However, these expenditures are recorded when incurred, rather than amortized, in the Governmental Fund.  | 12,069            |
| Repayment of bond principal is an expenditure in the Governmental Funds, but it reduces long-term liabilities in the Statement of Net Assets, and does not affect the Statement of Activities.   | (60,000)          |
| Interest is accreted on 2005 series bonds but is not paid until maturity.  | <u>143,231</u>    |
| Total Expenses of Governmental Activities in the Statement of Activities   | <u>\$ 353,367</u> |

There were no differences in revenues in 2010.

Note 3 - Detail Notes

A. Assets

1. Cash and Investments

The Corporation's investment policies are governed by state statutes. In addition, the Corporation follows its written investment policy. The Corporation's monies must be deposited in FDIC-insured commercial banks or trust companies located within the state. The Treasurer is authorized to use demand accounts and certificates of deposit. Permissible investments include obligations of the U.S. Treasury and U.S. Agencies, repurchase agreements, and obligations of New York State or its localities.

The written investment policy requires repurchase agreements to be purchased from banks located within the state and that underlying securities must be obligations of the federal government. Underlying securities must have a market value of at least the cost of the repurchase agreements.

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
 NOTES TO FINANCIAL STATEMENTS  
 (CONTINUED)  
FOR THE YEAR ENDED DECEMBER 31, 2010

Cash and cash equivalents include all monies in banks and highly liquid investments with maturity dates of three months or less.

Total financial institution (bank) balances at December 31, 2010, per the bank, were \$434,522. Restricted cash and cash equivalents of \$272,245 represent amounts held in a mandated TASC liquidity reserve, in the amount of \$267,812, comprised of US Treasury money market funds and a bond debt service fund of \$4,433, both comprised of money market funds. The average yield on these accounts is 0.01%.

Note 4 - Long-term Debt

The following is a summary of the Corporation's long-term debt for the year ended December 31, 2010:

| Description of Issue                       | Issue Date | Final Maturity | Interest Rate | Outstanding<br>December 31,<br>2010 |
|--|------------|----------------|---------------|-------------------------------------|
| Tobacco Settlement Pass-through Bonds 2000 | 12/00      | 6/23           | 5.25%-6.30%   | \$ 2,465,000                        |
| Less: unamortized bond discount            |            |                |               | <u>(76,377)</u>                     |
| Carrying Value of Series 2000 Bonds        |            |                |               | 2,388,623                           |
| Tobacco Settlement Pass-through Bonds 2005 | 11/05      | 6/60           | 6.00%-7.85%   | 1,497,013                           |
| Less: unamortized bond discount            |            |                |               | <u>(35,857)</u>                     |
| Add: interest accretion                    |            |                |               | 616,060                             |
| Carrying Value of Series 2005 Bonds        |            |                |               | <u>2,077,216</u>                    |
| Total Pass-through Bonds                   |            |                |               | <u>\$ 4,465,839</u>                 |

Interest on long-term debt paid during the year was:

|  |                   |
|--|-------------------|
| Interest paid                              | \$ 161,278        |
| Less: Interest accrued in the prior year   | (12,932)          |
| Plus: Interest accrued in the current year | 12,625            |
| Accreted interest                          | 143,231           |
| Amortization of bond discount              | <u>6,745</u>      |
| Total Expense                              | <u>\$ 310,947</u> |

Interest paid on the serial bonds varies from year to year, in accordance with the interest rates specified in the bond agreements.

Long-term liability balances and activity for the year are summarized below:

|  | Beginning<br>Balance | Issued            | Redeemed           | Ending<br>Balance   | Amounts<br>Due Within<br>One Year |
|--|----------------------|-------------------|--------------------|---------------------|-----------------------------------|
| Bonds payable                                | \$ 4,022,013         | \$                | \$ (60,000)        | \$ 3,962,013        | \$ 185,000                        |
| Less: Bond discount                          | (118,979)            |                   | 6,745              | (112,234)           | (6,745)                           |
| Add: interest accretion                      | <u>472,829</u>       | <u>143,231</u>    |                    | <u>616,060</u>      |                                   |
| Total Bonds Payable<br>and Accreted Interest | <u>\$ 4,375,863</u>  | <u>\$ 143,231</u> | <u>\$ (53,255)</u> | <u>\$ 4,465,839</u> | <u>\$ 178,255</u>                 |

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
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 (CONTINUED)  
FOR THE YEAR ENDED DECEMBER 31, 2010

A. Series 2000 Bonds

The following is a summary of the debt service for the Series 2000 bond issue.

|           | <u>Principal</u>    | <u>Interest</u>     | <u>Total</u>        |
|-----------|---------------------|---------------------|---------------------|
| 2011      | \$ 185,000          | \$ 151,898          | \$ 336,898          |
| 2012      | 130,000             | 144,029             | 274,029             |
| 2013      | 135,000             | 135,698             | 270,698             |
| 2014      | 140,000             | 126,948             | 266,948             |
| 2015      | 150,000             | 117,726             | 267,726             |
| 2016-2020 | 995,000             | 418,644             | 1,413,644           |
| 2021-2023 | <u>730,000</u>      | <u>70,225</u>       | <u>800,225</u>      |
| Total     | <u>\$ 2,465,000</u> | <u>\$ 1,165,168</u> | <u>\$ 3,630,168</u> |

During 2010, the Corporation did not receive adequate tobacco settlement receipts to cover the turbo redemption payment on the serial bonds by \$60,000. This does not represent a default as turbo redemption payments are not required payments. The Corporation is allowed to make up the shortfall if the funds are available. Therefore, the \$60,000 underpayment is classified as a current liability.

B. Series 2005 Bonds

The Series 2005 bonds are capital appreciation bonds, upon which the investment return on the initial principal amount is reinvested at a compounded rate until maturity. There are no scheduled principal and interest payments on the Series 2005 bonds other than on their respective maturity dates, at which time a single payment is made representing both the initial principal amount and the total investment return.

The Series 2005 bonds are subject to redemption prior to maturity through turbo redemption payments which are to be made from surplus collections on deposit, as provided in the Bond Indenture. The amounts and timing of the turbo redemption payments are based on projections of future tobacco settlement receipts less amounts needed to satisfy debt service on the Series 2000 bonds and to satisfy operating requirements. Failure to make such turbo redemption payments will not, however, constitute an event of default.

The projected turbo redemption payments are presented in the table below. It is expected that the Corporation will make payments based on this amortization. The table entitled "Accreted Interest" represents the compounded interest that will be expended each year and added to the carrying value of the bonds.

The Series 2005 bonds are as follows:

| <u>Description of Issue</u>               | <u>Issue Date</u> | <u>Final Maturity</u> | <u>Interest Rate</u> | <u>Principal</u>    |
|---|-------------------|-----------------------|----------------------|---------------------|
| Series 2005 S1 Capital Appreciation Bond  | 11/05             | 6/38                  | 6.00%                | \$ 455,180          |
| Series 2005 S2 Capital Appreciation Bond  | 11/05             | 6/50                  | 6.10%                | 282,005             |
| Series 2005 S3 Capital Appreciation Bond  | 11/05             | 6/55                  | 6.85%                | 201,844             |
| Series 2005 S4B Capital Appreciation Bond | 11/05             | 6/60                  | 7.85%                | <u>557,984</u>      |
| Total                                     |                   |                       |                      | <u>\$ 1,497,013</u> |

SCHUYLER TOBACCO ASSET SECURITIZATION CORPORATION  
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FOR THE YEAR ENDED DECEMBER 31, 2010

The following is the projected debt service for the Series 2005 bonds from TASC turbo redemption payments, which is based on a forecast of future tobacco settlement receipts available after payment of the Series 2000 bonds:

|                                  | Projected<br>Principal | Projected<br>Interest | Total<br>Debt Service |
|----------------------------------|------------------------|-----------------------|-----------------------|
| 2015-2019                        | \$ 162,461             | \$ 203,192            | \$ 365,653            |
| 2020-2024                        | 429,240                | 686,064               | 1,115,304             |
| 2025-2029                        | 472,160                | 1,444,783             | 1,916,943             |
| 2030-2034                        | 285,760                | 1,742,562             | 2,028,322             |
| 2035-2037                        | <u>147,392</u>         | <u>1,310,417</u>      | <u>1,457,809</u>      |
| Estimated Amount Due at Maturity | <u>\$ 1,497,013</u>    | <u>\$ 5,387,018</u>   | <u>\$ 6,884,031</u>   |

The following is a summary of the amount of accretion on the Series 2005 capital appreciation bonds assuming the projected debt service amortization:

|                                       | Amount of<br>Yearly<br>Accretion |
|---------------------------------------|----------------------------------|
| 2011                                  | \$ 153,410                       |
| 2012                                  | 164,040                          |
| 2013                                  | 175,858                          |
| 2014                                  | 188,063                          |
| 2015                                  | 198,387                          |
| 2016-2020                             | 1,104,231                        |
| 2021-2025                             | 1,216,003                        |
| 2026-2030                             | 1,001,957                        |
| 2031-2035                             | 533,628                          |
| 2036-2037                             | <u>35,381</u>                    |
| Future Total Accretion                | 4,770,958                        |
| Cumulative Accreted Interest 12/31/09 | 616,060                          |
| Principal                             | <u>1,497,013</u>                 |
| Estimated Total Debt Service          | <u>\$ 6,884,031</u>              |

John H. Dietershagen, C.P.A.  
 Jerry E. Mickelson, C.P.A.  
 Thomas K. Van Derzee, C.P.A.  
 Debbie Conley Jordan, C.P.A.  
 Patrick S. Jordan, C.P.A.  
 Duane R. Shoen, C.P.A.  
 Lesley L. Horner, C.P.A.  
 D. Leslie Spurgin, C.P.A.



**Ciaschi • Dietershagen • Little • Mickelson  
 & Company, LLP**

*Certified Public Accountants and Consultants*

Frederick J. Ciaschi, C.P.A.

**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**

Board of Directors  
 Schuyler Tobacco Asset  
 Securitization Corporation  
 Watkins Glen, New York

We have audited the financial statements of the governmental activities and the aggregate remaining fund information of the Schuyler Tobacco Asset Securitization Corporation (the Corporation), a component unit of the County of Schuyler, as of and for the year ended December 31, 2010, which collectively comprise the Corporation's basic financial statements and have issued our report thereon dated \_\_\_\_\_, 2011. We conducted our audit in accordance with U.S. generally accepted auditing standards and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements of the governmental activities and the aggregate remaining fund information of the Corporation as of and for the year ended December 31, 2010, in accordance with auditing standards generally accepted in the United States of America, we considered the Corporation's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Corporation's internal control. Accordingly, we do not express an opinion on the effectiveness of the Corporation'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 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.

Our consideration of internal control was for the limited purpose described in the first paragraph and was not designed to identify all deficiencies in internal control that might be significant deficiencies or material weaknesses and, therefore, there can be no assurance that all such deficiencies have been identified. We did not identify any deficiencies in internal control that we consider to be material weaknesses.

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Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Corporation's basic 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*.

This report is intended solely for the information and use of the Board of Directors, Schuyler County, management and New York State and is not intended to be and should not be used by anyone other than these specified parties.

\_\_\_\_\_, 2011  
Ithaca, New York