

Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00011200	General Accounting				
00011201	Timber Creek Water	01/31/99	61.26	17.44	44
00011202	JE#829711-Water Engineering	01/31/99	241.16	67.14	174
00011203	JE#829711-Water Engineering	01/31/99	506.56	367.8	140
00011204	JE#829711-Water Engineering	01/31/99	27.63	8.2	20
00011205	JE#829711-Water Engineering	01/31/99	395.38	286.58	109
00011206	JE#829711-Water Engineering	01/31/99	80.93	22.2	59
00011207	JE#829711-Yard Piping	01/31/99	6,745.75	1,859.22	4,887
00011208	JE#829711-Trench Safety	01/31/99	607.68	168.18	440
00011209	JE#829711-Trench Safety	01/31/99	160.83	44.84	117
00011210	JE#829711-Water Engineering	02/19/99	159.40	315.7	878
00011211	JE#832455-Water Supply Engin	03/31/99	32,340.00	8,505.22	23,835
00011212	JE#833376-10,000 gal pressur	04/29/99	9,549.50	2,722.22	6,827
00011213	JE#833376-Yard piping, valve	04/29/99	2,187.00	2,574.44	9,210
00011214	JE#833376-Electrical	04/29/99	143.59	107.57	122
00011215	JE#833376-Trench Safety	04/29/99	5.60	24.24	197
00011216	JE#835720-IE 03010-11012 5/9	06/30/99	1,121.75	2,778.24	9,011
00011217	JE#840283-All Equip/contrl	12/31/99	1,012.20	2,254.24	9,778
00011218	JE#840283-All Electric	12/31/99	3,525.80	815.78	2,711
00011219	JE#840283-Fire Pump in Pump	12/31/99	3,276.00	758.24	2,518
00011220	JE#840283-Booster Pumps(3)	12/31/99	25,787.85	5,983.142	19,805
00011221	JE#840282-Yard Piping, V/ls B	12/31/99	4,048.80	936.24	3,113
00011222	JE#840282-Fire Pump-Pump Bld	12/31/99	14,103.20	3,281.50	10,822
00011223	JE#840281-Booster Pumps (3)	12/31/99	2,184.00	505.24	1,679
00011224	JE#840281-All Electrical	12/31/99	9,377.40	2,188.24	7,189
00011225	JE#840281-All Electrical	12/31/99	1,226.50	2,287.44	1,043
00011226	JE#829711-Water Engineering	01/31/99	49.32	37.22	12
00011227	JE#829711-Water Engineering	01/31/99	58.70	45.22	13
00011228	JE#829711-Water Engineering	01/31/99	229.10	164.22	165
00011229	JE#829711-Water Engineering	01/31/99	529.61	64.22	465
00011230	JE#829711-Water Engineering	01/31/99	102.38	201.44	201
00011231	JE#829711-Water Engineering	01/31/99	141.10	74.88	66
00011232	JE#829711-Water Engineering	01/31/99	30.60	53.9	37
00011233	JE#829711-Water Engineering	01/31/99	14.41	4.4	10
00011234	JE#829711-Water Engineering	01/31/99	119.19	16.4	103
00011235	JE#829711-Water Engineering	01/31/99	6.50	33.2	27
00011236	JE#829711-Water Engineering	01/31/99	93.03	5.67	87
00011237	JE#829711-Water Engineering	01/31/99	19.04	14.27	5
00011238	JE#829711-Water Engineering	01/31/99	37.84	26.5	11
00011239	JE#829711-Water Engineering	01/31/99	272.80	174.27	100
00011240	JE#831601-10/98 LS DR#3	02/19/99	21.14	15.2	6
00011241	JE#832455-Water Supply Engi	03/31/99	33.80	9.2	25
00011242	JE#835730-03010-11012 5/99	06/30/99	7.58	2.2	5

Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00011253	General Ledger				
00011253	General Accounting				
00011253	JE#840285-Chlorination Equip	12/31/99	10,625.60	2,457.00	8,169.00
00011253	JE#840282-Chlorination Equip	12/31/99	2,656.40	217.00	2,439.40
00011253	MR-Meters	10/31/99	856.22	424.00	432.22
00011253	JE#830397-Jr Meter Registrat	10/31/99	1,769.74	465.00	1,304.74
00011253	JE#830396-2" Meter-Irrig & R	10/31/99	1,938.33	281.00	1,657.33
00011257	MR-Meters	11/18/99	1,194.18	98.00	1,096.18
00011259	MR-Meters & Supplies	11/18/99	415.24	80.00	335.24
00011260	MR-Backhoe Rental	11/19/99	3,397.25	176.00	3,221.25
00011261	MR-Yokes,Adapter,Cover	12/30/99	938.00	217.00	721.00
00011262	MR-Meters & Couplings	12/30/99	200.78	47.00	153.78
00011263	MR-Meter Installations-Labor	12/31/99	2,500.00	576.00	1,924.00
00011264	MR/JE#840285-MeterCost m/r	12/31/99	3,300.00	763.00	2,537.00
00011265	JE#829711-Well#2 Pumps/Motor	08/01/97	21,802.00	6,000.00	15,802.00
00012747	JE/EN-TCR Water/Sewer	09/01/97	8,000.00	2,000.00	6,000.00
00012748	JE/EN-TCR Water/Sewer	09/01/97	8,580.00	2,000.00	6,580.00
00012749	JE/EN-TCR Water/Sewer	01/01/98	8,180.00	2,000.00	6,180.00
00012750	JE#840273-Final	12/31/99	214,988.90	49,624.00	165,364.90
00012751	JE#840280-Saddle to Tap Sale	12/31/99	2,900.00	874.00	2,026.00
00012752	JE#840277-L/S Feeder 6/99	12/31/99	1,000.00	2,344.00	(1,344.00)
00012753	JE#840279-Grinder Pump	12/31/99	26,730.40	1,094.00	25,636.40
00012754	JE#840273-Final to Complete	12/31/99	26,000.00	6,012.00	19,988.00
00012755	JE#840281-Fire Hydrant & Val	12/31/99	2,122.00	491.00	1,631.00
00012756	JE#840270-Deduct Inst, for	01/31/99	216.39	59.00	157.39
00012757	JE#840270-Deduct 3/1 F 10"	12/31/99	181.26	72.00	109.26
00012758	JE#840279-Deduct 4"pvc	12/31/99	13.10	3.00	10.10
00012759	JE#837711-00-8"Water Main Ch	01/31/99	223.00	52.00	171.00
00012760	JE#837711-00-Deduct Blow Off	01/31/99	215.28	59.00	156.28
00012761	JE#840279-Deduct 8" PVC	12/31/99	179.88	50.00	129.88
00012762	JE#840279-Deduct 6x6 Tee	12/31/99	154.35	36.00	118.35
00015174	JE#829711-00-8"Water Main Ch	01/31/99	148.68	34.00	114.68
00015176	JE#829711-00-8"Water Main Ch	01/31/99	136.41	38.00	98.41
00015178	JE#840279-Deduct 50 Lf 2" PVC	01/31/99	90.54	25.00	65.54
00015179	JE#840279-Deduct 50 Lf 2" PVC	01/31/99	16.50	4.00	12.50
00015181	JE#840285-Meter Cost Moved f	01/31/99	3,300.00	763.00	2,537.00
00015233	TOM-Accum depr rec	12/31/99	143.66	40.00	103.66
00015539	JE REVERSE 84033	04/15/00	1,825.00	77.00	1,748.00
00015542	JE REVERSE 84033	04/15/00	3,250.00	391.00	2,859.00
00015544	JE REVERSE 84033	04/15/00	3,285.00	740.00	2,545.00
00015546	JE REVERSE 84033	04/15/00	1,698.12	61.00	1,637.12
00015550	PM VALVE	03/12/00	268.72	46.00	222.72
00015552	PM VALVE	03/12/00	373.54	87.00	286.54
00015558	PN BACKHOE RENTAL	03/12/00	373.54	87.00	286.54
00015568	JE REVERSE 84033	04/15/00	11,738.20	2,519.00	9,219.20
00015640	JE REVERSE 84033	04/15/00	9,267.00	1,988.00	7,279.00
00015642	JE REVERSE 84033	04/15/00	353.72	76.00	277.72
00015669	JE REVERSE 84033	04/15/00	553.72	131.00	422.72
00015669	JE REVERSE 84033	04/15/00	610.40	131.00	479.40
00015669	JE REVERSE 84033	04/15/00	610.40	131.00	479.40
00015668	JE REVERSE 84033	04/15/00	1,873.00	277.00	1,596.00
00015669	JE REVERSE 84033	04/15/00	3,873.00	831.00	3,042.00



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MTEMP0013

Silverleaf Resorts, Inc.  
SRI Assets by Object Acct  
As of July 31, 2004

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08/19/04  
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Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00017224	General Accounting				
00017225	Timber Creek Water				
00017226	CI-030556 CAP INT CORRECTION	08/31/02	20.17		20
00017227	CI-030556 L/1 SWR INT ACCRUAL	09/30/02	497.80		498
00017228	CI-030556 L/1 CAP INT ACCRUAL	09/30/02	27.76		28
00017229	CI-030556 L/1 CAP INT ACCRUAL	10/31/02	22.88		23
00017230	CI-030556 L/1 CAP INT ACCRUAL	11/30/02	25.00		25
00017231	CI-030556 L/1 CAP INT ACCRUAL	12/31/02	25.11		25
00017232	CI-030556 CMS-MOBIL/INSR/PER	01/31/03	8,900.00		8,900
00017233	CI-030556 L/1 CAP INT ACCRUAL	01/31/03	67.70		68
00017234	CI-030556 L/1 CONT ADMIN	02/28/03	457.00		457
00017235	CI-030556 L/1 CAP INT ACCRUAL	02/28/03	70.35		70
00017236	CI-030556 METRO-SEWER CONT AD	04/30/03	201.40		201
00017237	CI-030556 CAP INT ACCRUAL	04/30/03	70.70		71
00017238	CI-030556 CMS-PAYHI RAISE MI-	04/30/03	10,800.00		10,800
00017239	CI-030556 METRO SWR CONT ADMIN	04/30/03	289.05		288
00017240	CI-030556 CAP INT ACCRUAL	05/31/03	127.50		128
00017241	CI-030556 5/03 CAP INT ACCRUA	05/31/03	128.14		128
00017242	CI-030556 9/03 CAP INT ACCRUA	06/30/03	128.78		129
00017243	CI-030556 7/03 CAP INT ACCRUA	07/31/03	129.42		129
00017244	CI-030556 8/03 CAP INT ACCRUA	08/31/03	130.07		130
00017245	MA-INST GENERATOR TSF SWITCH	09/09/03	7,890.00		7,200
00017246	CI-09/03 CAP INT ACCRUAL	10/31/03	130.72		131
00017247	CI-030556 10/03 CAP INT ACCRU	11/30/03	131.37		131
00017248	LS-SHP 230V/3PH GRINDER PUMP	11/24/03	3,358.83		3,240
00017249	CI-030556 11/03 CAP INT ACCRU	11/30/03	132.03		132
00017250	CI-030556 12/03 CAP INT ACCRU	12/31/03	132.69		133
00017251	SD-BLOWER FOR WTP L/S	01/31/04	2,313.07		2,200
00017252	LS-PUMP FOR WTP L/S	01/31/04	5,476.69		5,300
00017253	CI-030556 02/04 CAP INT ACCRU	03/31/04	133.35		133
00017254	CI-030556 01/04 CAP INT ACCRU	02/29/04	133.99		134
00017255	CI-030556 03/04 CAP INT ACCRU	03/31/04	134.64		134
00017256	CI-030556 04/04 CAP INT ACCRU	04/30/04	135.29		135
00017257	CI-030556 05/04 CAP INT ACCRU	05/31/04	135.94		135
00017258	CI-030556 06/04 CAP INT ACCRU	06/30/04	136.59		136
00017259	Timber Creek Water				
			1,573,319.59	440,038	1,133,282

Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00011266	Pitney Stores Water	06/30/99	106.40	27.79	78.61
00011267	SD-#6027-WMTP UPGRADE	06/30/99	1,560.57	400.00	1,160.57
00011268	SD-#6027-WMTP UPGRADE	06/30/99	11,965.33	3,066.00	8,899.33
00011269	SH-SJBUMP INSTALLATION	09/23/99	1,520.00	370.00	1,150.00
00011270	SD-#6027 WMTP UPGRADE	09/30/99	25,668.00	6,257.00	19,411.00
00011271	SD-#6034-SLS CTR SWR ENGINEE	12/31/99	1,200.00	1,184.00	16.00
00011272	WP-#6032 WTR PLANT UPGRADE	06/30/99	4,621.55	1,953.00	2,668.55
00011273	WP-#6032 WTR PLANT UPGRADE	06/30/99	3,718.00	813.00	2,905.00
00011274	WP-#6032 WTR PLANT UPGRADE	06/30/99	3,172.12	813.00	2,359.12
00011275	WP-#6032 WTR PLANT UPGRADE	06/30/99	2,320.00	1,827.00	493.00
00011276	WP-#6032 WTR PLANT UPGRADE	06/30/99	7,350.00	1,595.00	5,755.00
00011277	MR-8" MASTER METER INSTALL.	04/20/99	7,436.00	1,981.00	5,455.00
00011278	VD	04/20/99	80.00	1,981.00	51.00
00011279	MR-MSTR METER EXCAVATION	02/12/99	1,257.30	358.00	899.30
00011280	LN-FENCING/GATES @ WTR PLANT	05/31/99	1,500.00	391.00	1,109.00
00011281	WP-#6032 WTR PLANT UPGRADE	09/30/99	2,881.73	703.00	2,178.73
00011282	VD-#6034-SLS CTR WTR ENGINEE	12/31/99	1,000.00	231.00	769.00
00011283	VL-#6003-INST 1" PR REGULATO	09/30/99	508.00	91.00	417.00
00011284	VL-#6003-INST 6" GATE VALV	09/30/99	600.00	141.00	459.00
00011285	CL-REPLD CHLORINATION SYS	11/19/99	697.49	153.00	544.49
00011286	MR-#6041 MBRSVCS WTR INSTALL	09/30/99	258.00	128.00	130.00
00011287	VD-#6041 MBRSVCS WATER SVC	09/30/99	850.00	61.00	789.00
00011288	SI-WMTP Upgrade Design	05/12/99	950.00	289.00	661.00
00011289	SI-COMDUIT LINE REPLACEMENT	05/12/99	1,171.01	305.00	866.01
00011290	LN-WMTP Fecivity	05/31/99	175.00	46.00	129.00
00011291	SD-#6009 SEC6 1/S SWR INFRAS	12/01/98	14,478.22	3,425.00	11,053.22
00011292	SD-#6009 SEC6 1/S SWR INFRAS	12/01/98	14,444.50	3,417.00	11,027.50
00011293	SD-#6009 SEC6 1/S SWR INFRAS	12/01/98	3,276.96	775.00	2,501.96
00011294	SD-#6009 SEC6 1/S SWR INFRAS	12/01/98	15,731.30	3,722.00	12,009.30
00011295	SD-#6009 SEC6 1/S SWR INFRAS	12/01/98	21,784.87	5,154.00	16,630.87
00011296	SD-#6027-WMTP UPGRADE/DESIGN	12/01/98	29,843.07	7,060.00	22,783.07
00011297	VD-#6032 WTR PLANT UPGRADE	12/01/98	647.70	153.00	494.70
00011298	VD-#6032 WTR PLANT UPGRADE	12/01/98	95.50	23.00	72.50
00011299	VD-#6032 WTR PLANT UPGRADE	12/01/98	640.00	157.00	483.00
00012700	SD-#6027-WMTP UPGRADE/DESIGN	05/30/99	5,631.89	1,372.00	4,259.89
00012701	SD-#6027-WMTP UPGRADE/DESIGN	05/30/99	2,700.11	1,375.00	1,325.11
00012702	SD-MANHOLE LID EXTENSION W/C	05/31/99	1,050.00	273.00	777.00
00012703	MR-FLOW METER STAFF GAUGE IN	07/31/99	925.90	157.00	768.90
00012704	LS-3HP PUMP/ALTERNATOR REPLA	04/01/97	2,145.31	996.00	1,149.31
00012705	SI-3" CKVILV INSTALLATION	05/01/97	22,141.32	7,250.00	14,891.32
00012706	LS-3HP PUMP REBULLDO	03/01/98	22,013.04	303.00	21,710.04
00012707	PR-WMTP Permit Renewal	05/01/98	915.00	260.00	655.00
00012708	PR-WMTP Permit Renewal	04/01/98	1,380.00	497.00	883.00
00012709	PR-WMTP Permit Renewal	04/01/98	603.97	190.00	413.97
00012710	SM-REPL 125V CAPACITOR	06/01/98	785.86	241.00	544.86
00012711	SM-REPL START RELAY	08/01/98	200.16	59.00	141.16
00012712	SM-REPL START RELAY	08/01/98	323.90	97.00	226.90
00012713	SE-CHART RECORDER(WMTP Meter	08/01/98	5,900.00	1,757.00	4,143.00
00012714	EN-SMR COST STUDY	09/01/98	821.77	238.00	583.77
00012715	EN-SMR COST STUDY	10/01/98	563.91	161.00	402.91
00012716	SM-7.5HP BLOWER MOTOR	11/01/98			

Item Number	Description	Date Acquired	Original Cost	Accum Dep	Net Book Value
00012787	General Ledger	12/01/98	137.49		99
00012788	General Accounting	12/01/98	2,058.76		1,510
00012789	Pitney Shores Water	12/01/98	1,028.76		741
00012790	EN-#6003 SEC7 I/S S/R INFRAS	12/01/98	1,286.25		926
00012791	SD-#6003 SEC7 I/S S/R INFRAS	12/01/98	246.25		177
00012792	SD-#6017 SEC8 I/S S/R INFRAS	12/01/98	446.25		321
00012793	SD-#6017 SEC8 I/S S/R INFRAS	12/01/98	39.70		1,086
00012794	MI-3" Comp Valve, 3" PVC Comp	08/01/97	466.02		17
00012795	SM-REBLD BLOWER MOTOR	10/01/98	158.00		112
00012796	LS-REPL LS PUMP	10/01/98	8.91		6
00012797	LS-REPL LS PUMP	10/01/98	250.00		178
00012798	SM-REBLD BLOWER MOTOR	10/01/98	18,473.85		12,211
00012799	MI-#634, 8" / 6' / 2" MAIN/SVC LI	09/01/98	4,359.38		3,207
00012800	EN-WTR COST STUDY	12/01/98	275.02		197
00012801	WA-LOMER PUMP-100' & WELL SM	12/01/98	68.49		49
00012802	WD	12/01/98	1,028.76		732
00012804	EN/JE#72-Cost Study all loc fr	12/01/98	1,286.25		924
00012805	WD-#6003 SEC7 I/S S/R INFRAS	12/01/98	1,286.25		924
00012806	WD-#6003 SEC7 I/S S/R INFRAS	12/01/98	446.25		177
00012807	WD-#6003 SEC7 I/S S/R INFRAS	12/01/98	1,286.25		924
00012808	WD-#6003 SEC7 I/S S/R INFRAS	12/01/98	1,286.25		924
00012809	WD-#6017 SEC8 I/S S/R INFRAS	12/01/98	1,286.25		924
00012810	WD-#6017 SEC8 I/S S/R INFRAS	12/01/98	1,286.25		924
00012811	WD-#6017 SEC8 I/S S/R INFRAS	12/01/98	1,286.25		924
00012812	WD-#6017 SEC8 I/S S/R INFRAS	12/01/98	1,286.25		924
00012813	WD-#6021 RECLASS	12/01/98	1,286.25		924
00012814	MR-ESMT METER INSTALLATIONS	08/01/97	10,200.00		1,084
00012815	CS-TAMBS Software	04/01/97	541.25		6,497
00012816	MI-WELL PUMP	04/01/97	5,550.50		344
00012817	JE-Accum debr rec	12/31/99	111,994.12		2,049
00012824	JE-RECLASS CIP FOR COMPLETE	04/25/00	5,631.89		668
00012827	SD-#6027 WMTU UPGRADE/DESIGN	04/15/00	4,700.11		87,862
00012832	SD-#6027 WMTU UPGRADE/DESIGN	04/15/00	647.70		4,425
00012837	SD-#6027 WMTU UPGRADE/DESIGN	04/15/00	647.70		3,625
00012840	SD-INST 4' CLEANOUT	03/14/00	1,200.00		509
00012843	SD-#6009 SEC6 I/S S/R INFRAS	04/15/00	2,376.96		977
00012845	SD-#6009 SEC6 I/S S/R INFRAS	04/15/00	2,376.96		977
00012847	SD-#6009 SEC6 I/S S/R INFRAS	04/15/00	2,376.96		977
00012848	SD-#6009 SEC6 I/S S/R INFRAS	04/15/00	2,376.96		977
00012849	SL-B10 COMB UNITS	01/12/00	3,302.80		2,714
00012853	WP-#6032 MTR PLANT UPGRADE	04/12/00	640.00		15,710
00012854	WP-#6032 MTR PLANT UPGRADE	04/12/00	640.00		15,710
00012855	WL-2" / 15" WATER LINE REPAIRS	04/12/00	2,681.85		2,042
00012856	WD-#6009 SEC6 I/S S/R INFRAS	04/12/00	14,478.22		574
00012857	WD-#6009 SEC6 I/S S/R INFRAS	04/12/00	14,478.22		574
00012858	WD-#6009 SEC6 I/S S/R INFRAS	04/12/00	14,478.22		574
00012859	WL-#6009-1076 1" MTR LINE &	04/12/00	15,431.50		11,345
00012860	WP-CALIB FLOW METER	06/15/00	325.50		259
00012861	WM-150 PSL CHEMICAL FEED PUM	07/18/00	279.40		223
00012862	SL-B10 COMB UNIT-LS @ WMTU	07/19/00	1,160.43		925
00012863	SM-BACKFLOW PREVENTOR	08/05/00	1,128.43		103

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Silverleaf Resorts Inc.  
SRI Assets by Object Acct  
As of July 31, 2004

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Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
General Accounting					
00015863	PIREX STORES WATER	09/25/00	1,000.00	194	806
00015864	MD-#6034-SLS CTR WTR ENG.	09/25/00	400.00	78	322
00015865	SD-#6034-SLS CTR SWR ENGINE	09/25/00	2,400.00	465	1,935
00015867	SD-#6034-SLS CTR SWR ENG	09/25/00	500.00	97	403
00015934	SD-REPL AIR LIFT/SQJM TROUGH	10/31/00	1,025.18	194	831
00015980	SL-B10 L50 WMP	12/21/00	514.42	215	299
00015981	LS-INST ALARM @ L/S	12/21/00	120.00	95	225
00016033	SD-#6036-SWR SYS CAPACITY RE	01/16/01	120.00	21	99
00016034	CL-REBUILD CHLORINATION EQUT	02/26/01	631.92	112	520
00016066	SD-#6036-REVIEW SWR SYS CAPA	12/09/00	120.00	21	99
00016109	WM-REPL SEAL KITS & PROBES	03/09/01	1,059.31	190	869
00016138	SL-B10 COMB UNIT @MWP/L5	04/12/01	814.12	137	677
00016166	SM-REPL AERATOR BLOWER	05/08/01	1,474.12	272	1,202
00016207	MD-WTR SYS SURVIVE-EASEMENT	05/08/01	3,301.00	478	2,823
00016219	SM-REPL AERATOR BLOWER	05/08/01	2,700.00	290	2,410
00016230	WL-LINE REPAIR-SALES	06/03/01	1,455.41	79	1,376
00016231	WL-WATER MAIN LINE REPAIR	06/24/01	932.15	801	1,514
00016232	SD-#6003 SECT L/S SWR INFRAS	08/04/01	7,826.11	1,158	6,668
00016239	SM-INST START RELAY	08/09/01	352.14	79	273
00016280	SD-#6003-SLACK RETAINING	08/14/01	1,495.80	221	1,275
00016314	SM-BLOWER MOTOR REPLACEMENT	08/14/01	924.80	137	788
00016315	SD-REPL 4" STEEL SEWER LINE	09/01/01	502.90	72	431
00016316	SL-B10 COMB UNIT-L/S @MWP	09/30/01	3,150.17	453	2,697
00016317	PR-WMP PERMIT RENEWAL	10/24/01	1,410.75	203	1,208
00016343	MM-PURCH & INSTALL CK VALVE	09/19/01	121.70	17	105
00016344	MD-WELL LAND APPRAISALS	10/02/01	499.38	72	427
00016347	PR-WMP PERMIT RENEWAL	10/24/01	2,000.00	270	1,731
00016356	SL-B10 COMB UNIT-L/S @ WMP	10/29/01	1,164.28	23	1,141
00016357	SM-REPL CONTRACTORS/OVERLOAD-	08/31/01	1,098.50	153	946
00016358	WL-REPL GATE VLV/LEAK REPAIR	10/22/01	706.68	118	589
00016434	PR-PERMIT RENEWAL ISSUES	11/29/01	638.07	89	549
00016435	IM-TREE REMOVAL/FENCE REPAIR	11/30/01	774.84	105	670
00016453	MR-CALIBRATE FLOW METER	12/31/00	450.00	61	389
00016454	JE-TSF FROM CORP TO UTILITIE	03/31/01	15,478.00	15	15,463
00016455	JE-TSF FROM CORP TO UTILITIE	03/31/01	530.50	70	460
00016456	JE-TSF FROM CORP TO UTILITIE	03/31/01	240.00	260	280
00016457	JE-TSF FROM CORP TO UTILITIE	03/31/01	79,589.00	79	79,510
00016458	JE-TSF FROM CORP TO UTILITIE	03/31/01	15,700.00	14	15,686
00016459	JE-TSF FROM CORP TO UTILITIE	03/31/01	15,212.00	10	15,202
00016460	JE-TSF FROM CORP TO UTILITIE	03/31/01	10,470.00	27	10,443
00016509	PR-PERMIT RENEW FLD/RESP A&E	01/19/02	200.00	25	175
00016508	SD-B10 COMB UNITS-ACT CTR	02/27/02	473.59	58	415
00016509	SL-4" SEWER LINE REPAIRS	02/28/02	1,610.00	198	1,412
00016510	WL-4" WATER MAIN REPAIRS	02/28/02	696.60	96	600
00016611	PR-PERMIT-FLD/RESP WMP	02/28/02	645.00	79	566
00016612	PR-PERMIT-FLD/RESP WMP	02/28/02	318.59	39	280
00016613	MD-#6009-SECS WATER	02/28/02	32.34	4	28
00016614	SM-REPLACE PUMP-LS AT WMP	03/31/02	1,000.00	123	877
00016675	PR-PERMIT RENEW-FLD/RESP A&E	03/31/02	3,500.00	435	3,065

Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00016676	General Accounting				
00016690	Pinexy				
00016747	SD-#6009 REPLACE SANITARY SW	03/31/02	13,840.00	1,644.00	12,196.00
00016748	SD-#6009 SEC 6 T/S-SMR	04/15/02	203.75	0	203.75
00016749	SD-#6009 SEC 6 DEFLECTION	04/15/02	1,633.83	187.00	1,446.83
00016750	SD-#6009 SEC 6 DEFLECTION	04/15/02	4,925.86	564.00	4,361.86
00016751	SD-#6009 SEC 6 DEFLECTION	04/15/02	5,215.00	598.00	4,617.00
00016752	SD-#6009 SEC 6 DEFLECTION	04/15/02	5,150.00	598.00	4,552.00
00016753	PR-PERMIT RENEW/FIELD/RESP	04/25/02	5,500.00	57.00	5,443.00
00016754	SD-#6009 MONITOR COMMUNICATION	02/28/02	2,287.40	297.00	2,000.40
00016755	SD-SECS SWR LINE BYPASS-A&E	02/28/02	850.00	3	847.00
00016756	SD-PAINT MTP PER INTRC INSP	09/24/02	850.00	760	85.00
00016757	SD-#6009 A&E SEC6 SWR BYPASS	07/31/02	400.00	400.00	0
00016758	SD-#6009 A&E SEC6 SWR CORREC	07/31/02	400.00	97	303.00
00016759	SD-#6009 A&E SEC6 SWR BYPASS	08/28/02	400.00	400.00	0
00016760	SD-#6009 SURVTECH-SECS SWR B	08/28/02	7,027.50	7,028	0
00016761	CI-08067 CAP INT-JULY 02	08/28/02	35.14	0	35.14
00016762	LS-LSRZ REPLACE MOTOR PARTS	07/18/02	1,420.46	0	1,420.46
00016763	MR-3" WELL METER REPAIRS	08/05/02	447.00	0	447.00
00016764	SD-#6067 LENITZ-SECS SWR BYPA	08/31/02	1,355.00	0	1,355.00
00016765	CI-#6067 CAP INT ACCRUAL AUG	08/31/02	42.09	0	42.09
00016766	SD-PAINT SWR TANK-INSIDE	09/11/02	1,125.00	0	1,125.00
00016767	CI-REBLD CL2 EQUIP	08/07/02	1,684.00	0	1,684.00
00016768	WM-BSTR PUMP-REPLACE STARTER	10/10/02	849.13	0	849.13
00016769	SD-#6067 A&E SEC6 SWR BYPASS	09/30/02	556.48	0	556.48
00016770	SD-#6067 A&E SEC6 SWR BYPASS	09/30/02	200.00	0	200.00
00016771	SD-#6067 A&E SEC6 SWR BYPASS	10/31/02	100.00	0	100.00
00016772	SD-#6067 A&E SEC6 SWR BYPASS	11/13/02	1,050.00	0	1,050.00
00016773	SD-#6009 A&E SEC6 SWR CORREC	11/13/02	200.00	0	200.00
00016774	CI-#6067 CAP INT ACCRUAL 10/	09/30/02	50.50	0	50.50
00016775	SD-#6067 LENITZ SECS SWR BYPA	09/30/02	52.26	0	52.26
00016776	SD-#6067 LENITZ SECS SWR BYPA	09/30/02	1,687.50	0	1,687.50
00016777	SD-#6067 LENITZ SECS SWR BYPA	10/31/02	181.88	0	181.88
00016778	SD-#6067 LENITZ SECS SWR BYPA	10/31/02	113.88	0	113.88
00016779	SD-#6067 A&E SEC6 SWR BYPASS	12/31/02	200.00	0	200.00
00016780	SD-#6009 A&E SEC6 SWR CORREC	12/31/02	250.00	0	250.00
00016781	MR-CALLID FLOW METER	12/23/02	200.00	0	200.00
00016782	CI-#6067 CAP INT ACCRUAL	12/31/02	52.12	0	52.12
00016783	CI-#6067 CAP INT ACCRUAL	12/31/02	55.39	0	55.39
00016784	SD-#6009 A&E SEC6 SWR CORRECT	01/31/02	200.00	0	200.00
00016785	SD-#6009 VOGI SEC6 MNHOLE INV	01/31/02	406.70	0	406.70
00016786	SD-#6009 HUFF-SEC6 RMV/REPL 8	10/31/02	41,967.00	0	41,967.00
00016787	CI-#6067 SECS SWR BYPASS-CAP	02/28/03	55.07	0	55.07
00016788	CI-#6067 SECS SWR BYPASS-CAP	02/28/03	55.95	0	55.95
00016789	CI-#6067 03/03 CAP INT ACCRU	04/22/03	56.23	0	56.23
00016790	SD-#6009 HUFF-SEC6 SWR REPAI	04/30/03	21,284.50	0	21,284.50
00016791	SD-#6067 LENITZ-SECS SWR BYPA	04/30/03	21,000.00	0	21,000.00
00016792	SD-#6067 HUFF-SECS SWR BYPAS	04/30/03	44,849.00	0	44,849.00
00016793	CI-#6067 CAP INT-SECS SWR BY	04/30/03	44,849.00	0	44,849.00
00016794	CI-REBUILD CL2 EQUIP	08/21/03	520.28	0	520.28
00016795	SD-#6009 HUFF-PAY#3/FINAL	09/18/03	2,590.00	0	2,590.00



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SilverLeaf Resorts Inc  
SRI Assets by Object Acct  
As of July 31, 2004

69  
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Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
General Ledger					
Piney Shores Water					
00017572	SD-FREE REMOVAL & CLEARING	11/19/03	2,200.00	78-	2,122.43
00017573	ML-6" WATER MAIN REPAIRS	11/30/03	450.00	16-	434.79
00017574	LS-LS#5 REPIPE PUMP DISCHARG	12/29/03	777.05	20-	749.28
00017603	MR-6" COMPOUND MTR & INSTALL	12/29/03	2,495.00	78-	2,417.45
00017626	SD-REPL GEAR BOX & MOTOR CLR	02/18/04	4,650.00	14-	4,505.13
00017667	AD-CALIB WMTF FLOW METER	02/18/04	5,865.25	6-	5,731.24
00017800	SD-06073 WMTF COMPLIANCE ISS	04/30/04	250.00	15-	244.98
00017801	CI-06073 04/04 CAP INT ACCRU	05/31/04	1,000.00		985.55
00017802	CI-06073 05/04 CAP INT ACCRU	06/01/04	5.03		5.99
00017840	SD-FILL DIRT AT WMTF AREA	06/30/04	1,000.00	6-	994.60
00017847	EN-06073 WSTLN PERMIT RENEWA	06/30/04	600.00		600.00
00017848	EN-06073 WSTLN PERMIT RENEWA	06/30/04	2,920.00		2,920.00
00017849	CI-06073 06/04 CAP INT ACCRU	06/30/04	2,265.00		2,265.00
00017854	SD-WMTF DIRT GRADING DEBRIS	07/19/04	2,550.00	5-	2,525.00
00017855	SD-CALIBRATE FLOW METER	07/16/04	250.00	1-	240.00
			545,599.35	97,779-	447,820

Piney Shores Water

Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00011288	Hill Country Water	10/14/99	3,437.10	823	2,614
00011289	SD-CAPACITY RESERVATION	1/12/99	3,437.10	809	2,628
00011290	SD-CAPACITY RESERVATION	12/08/99	3,437.10	795	2,642
00011291	LN-#7012 SECURITY FENCE-PER	09/30/99	798.00	4	14,222
00011292	SD-#7011-SMG TRANSMISSION	12/31/99	18,500.72	4,463	1,436
00011293	LS-INST LS PUMP	09/23/99	24,887.92	5,755	19,132
00011294	SD-#7011 SMG TRANSMISSION-PHS	12/16/99	49,442.50	12,622	36,821
00012817	WD-#7012 PHS9 PV T/S WTR SVC	12/01/98	640.00	121	522
00012818	WD-#7012 PHS9 PV T/S WTR SVC	12/01/98	1,029.01	163	866
00012819	WD-#7012 PHS9 PV T/S WTR SVC	12/01/98	947.92	143	804
00012820	WD-#7012 PHS9 PV T/S WTR SVC	12/01/98	1,776.00	242	1,534
00012821	WD-#7012 PHS9 PV T/S WTR SVC	12/01/98	1,072.00	122	950
00012822	WD-#7012 PHS9 PV T/S WTR SVC	12/01/98	453	520	323
00012823	WD-#7010 PHS10 T/S WTR ENG	12/01/98	2,072.00	520	1,552
00012824	WD-#7010 PHS10 T/S WTR ENG	12/01/98	3,805.89	971	2,834
00012825	WD-#7011 PHS11 T/S WTR ENG	12/01/98	1,072.00	274	800
00012826	WD-#7011 PHS11 T/S WTR ENG	12/01/98	1,072.00	274	800
00012827	SD-#7012 WJ/LS ENGINEERING	06/30/99	3,450.61	119	3,331
00012828	SD-#7012 WJ/LS GERRA ENGINEER	06/30/99	3,450.61	119	3,331
00012829	SD-#7012 WJ/LS PHS9 PAY#2	06/30/99	3,450.61	119	3,331
00012830	SD-CAPACITY RESERVATION	08/31/99	4,437.10	851	3,586
00012831	SD-CAPACITY RESERVATION	08/31/99	4,437.10	851	3,586
00012832	SD-CAPACITY RESERVATION	08/31/99	4,437.10	851	3,586
00012833	SD-#7010 SECT1 T/S SMR-RSLND	06/30/99	19,998.23	12	19,986
00012834	WW-#7034 DAVES/MOORE ENG WMT	10/31/99	5,437.10	1,784	3,653
00012835	WW-#7034 DAVES/MOORE WMT EN	10/31/99	5,437.10	1,784	3,653
00012836	SD-#7028 GERRA WTP/EFFLUENT	10/31/99	23,707.49	5,680	18,027
00012837	SD-#7028 L/S FROMAIN DRAWING	1/30/99	2,703.00	134	2,569
00012838	WW-#7034 WTP ENG-INW#5141	12/16/99	2,703.00	636	2,067
00012839	SD-#7028 LS&FROMAIN BID/SOLI	12/16/99	1,480.00	111	1,369
00012840	SD-#7004 L/S&FROMAIN PLANS/S	12/16/99	1,872.00	433	1,439
00012841	SD-#7010-SECT10 LS&FROMAIN CO	12/31/99	2,917.00	674	2,243
00012842	SD-#7004 WJ SMR ENGINEERING	12/31/99	2,643.00	379	2,264
00012843	SD-#7004 WJ SMR ENGINEERING	12/31/99	2,643.00	379	2,264
00012844	SD-#7011 QUAD LS-PHS11 INFRA	06/30/99	5,400.00	482	4,918
00012845	SD-#7011 QUAD LS-PHS11 INFRA	06/30/99	55,394.35	1,276	54,118
00012846	SD-#7011 DUPLEX LS-PHS11 INF	06/30/99	40,785.80	14	40,771
00012847	SD-#7011 DUPLEX LS-PHS11 INF	06/30/99	2,853.00	10,201	1,652
00012848	SD-#7012 LS FENCING-SEC 9	06/30/99	53,742.00	8,621	45,121
00012849	MK-120V HOUR METER INSTALLAT	04/21/99	1,822.97	491	1,332
00012850	SD-Sales Dept. Smet A SWR	01/01/07	8,756.99	3	8,754
00012851	SD-#716 SEGR RIDG A SWR	12/01/98	31,676.46	10,516	21,160
00012852	SW-GRINDER PUMP & CVLV INST	07/01/98	1,435.78	346	1,089
00012853	EN-SWR COST STUDY	09/01/98	846.20	278	568
00012854	EN-SWR COST STUDY	09/01/98	841.77	239	602
00012855	EN-SWR COST STUDY	12/01/98	1,005.90	333	673
00012856	SD-CAPACITY RESERVATION	12/01/98	293,800.00	82	213,578
00012857	JE#74-1SF Fr Const #12/51(S	12/01/98	419.04	8,950	302
00012858	SW-GRINDER PUMP INSTALLATION	02/12/99	1,642.53	491	1,151
00012859	SW-GRINDER PUMP LABOR	02/12/99	1,744.56	448	1,296
00012860	MW-1"VALVE-REIMB TO HCR	04/20/99	3,450.61	76	3,374
00012861	SW-GRINDER PUMP INSTALLATION	04/20/99	3,450.61	76	3,374
00012862	SW-GRINDER PUMP INSTALLATION	04/20/99	3,450.61	76	3,374

Item Number	Description	Date Acquired	Original Cost	Accum Dep	Net Book Value
00012863	General Accounting				
00012864	Hill Country Water	09/01/97	1,425.00	488.00	937.00
00012865	SD-#707 ENGINEERING	12/01/98	1,400.00	370.00	1,030.00
00012866	WA-#7002 SWR PLANT ENGINEERING	12/01/98	1,500.00	400.00	1,100.00
00012867	WA-#7005 WTR ENGINEERING	12/01/98	4,002.85	1,160.00	2,842.85
00012868	SD-#7012 PHISD PV 1/S SWR ENG	12/01/98	1,004.29	250.00	754.29
00012869	SD-#7015 PHISD PV 1/S SWR ENG	12/01/98	802.41	224.00	578.41
00012870	JE-Reclass Water Maint	06/30/99	918.00	235.00	683.00
00012871	AD-#7010 SEC11 1/S SWR RSLND	04/01/97	519.02	152.00	367.02
00012872	AD-#7010 SEC11 1/S SWR RSLND	06/01/97	191.00	51.00	140.00
00012873	AD-#710 WTR STORAGE TANK	07/01/97	3,529.13	919.00	2,610.13
00012874	AD-#710 WTR STORAGE TANK	08/01/97	3,223.63	830.00	2,393.63
00012875	AD-PRESS/LEVEL INDICATOR-INS	10/01/97	36,533.94	12,655.00	23,878.94
00012876	CL-REBLD CHLORINATORS(2)	11/01/97	1,000.00	247.00	753.00
00012877	AD-#714 SEC8 BLDG A WTR	12/01/97	2,740.55	824.00	1,916.55
00012878	WA-GLYCERIN GAUGES	02/01/98	2,500.00	640.00	1,860.00
00012879	WA-INST OIL SEPARATOR AT PUM	04/01/98	452.58	123.00	329.58
00012880	WA-15HP BSTR PUMP	05/01/98	1,265.38	330.00	935.38
00012881	EN-WTR COST STUDY	09/01/98	473.85	130.00	343.85
00012882	EN-WTR COST STUDY	10/01/98	410.80	110.00	300.80
00012883	EN-WTR COST STUDY	12/01/98	953.01	267.00	686.01
00012884	AD-#7010 PHIS10 1/S WTR ENG	12/01/98	789.00	202.00	587.00
00012885	WA-REPL 15HP PUMP MOTOR	12/01/98	1,611.00	420.00	1,191.00
00012886	CL-CL2 INJECTORS-INSTALLED	05/31/99	2,721.23	717.00	2,004.23
00012887	WE-MASK/BREATHING SYSTEM	12/01/98	1,529.88	503.00	1,026.88
00012888	WR-METER INSTALLATION	04/01/97	1,276.88	308.00	968.88
00012889	WE-A/C FOR PUMP ROOM	04/01/97	10,528.70	3,170.00	7,358.70
00012890	CS-TAABS Software	04/01/97	271.32	70.00	201.32
00012891	WP-Water System - 3/93	12/01/97	2,711.25	701.00	2,010.25
00012892	WP-Water System - 3/93	12/01/97	1,813.25	475.00	1,338.25
00012893	WP-Well Pump 1/93-Atand Iron	12/01/97	3,682.59	966.00	2,716.59
00012894	WP-PUMP REPLC 1996	12/01/97	3,321.90	866.00	2,455.90
00012895	CL-CHLORINATOR - 9/92	12/01/97	4,116.47	1,077.00	3,039.47
00012896	MR-REBLD 3" WELL METER	05/01/98	1,076.42	276.00	800.42
00012897	JE-Accum depr. fec	12/31/99	541.44	167.00	374.44
00012898	SD-#7010 11,12 RECLASS FR CO	01/15/00	112,912.85	353.00	112,559.85
00012899	SD-CAPACITY RESERVATION	04/25/00	3,437.10	24.00	3,413.10
00012900	SD-CAPACITY RESERVATION	02/10/00	3,437.10	780.00	2,657.10
00012901	SD-CAPACITY RESERVATION	03/05/00	3,437.10	766.00	2,671.10
00012902	SD-CAPACITY RESERVE CHARGE	04/04/00	3,437.10	752.00	2,685.10
00012903	SD-CAPACITY RESERVE CHARGE	05/04/00	3,437.10	737.00	2,700.10
00012904	EN-GBRA NAME CHANGE-TNRCC	01/15/00	1,100.00	307.00	793.00
00012905	SD-#7039 SLS SWR ENGINEERING	03/08/00	2,500.00	572.00	1,928.00
00012906	SD-#7010 11,12 1/S SWR	03/10/00	15,729.00	407.00	15,322.00
00012907	SD-#7039 SLS CTR SWR ENGINEER	04/15/00	2,500.00	654.00	1,846.00
00012908	SD-#7025 SEC12 SWR ENGINEER	05/11/00	800.00	211.00	589.00
00012909	SD-#7011 SWG TRANSMISSION L	05/11/00	10,869.25	128.00	10,741.25
00012910	SD-#7011 SWG TRANSMISSION L	03/10/00	1,869.25	498.00	1,371.25
00012911	SD-#7012 PHISD PV SWR	04/12/00	49,442.50	1,361.00	48,081.50
00012912	SD-#7012 PHISD PV SWR	04/12/00	47,120.99	1,010.00	46,110.99

Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00015110	General Accounting				
00015113	Hill Country Water	04/15/00	7,397.84	1,587.73	5,811.11
00015114	SD-#7011 SAG TRANSMISSION L	04/15/00	15,251.42	3,274.42	11,977.00
00015115	SD-#7011 SAG TRANSMISSION L	04/15/00	11,521.52	2,481.52	9,040.00
00015116	SD-#7011 SAG TRANSMISSION L	04/15/00	10,292.20	2,202.20	8,090.00
00015117	SD-#7011 FROM MAIN TO LSA2-PHS1	02/12/00	12,822.00	3,006.00	9,816.00
00015118	SD-#7011 FROM MAIN TO LSA2-PHS1	02/12/00	12,822.00	3,006.00	9,816.00
00015119	SD-#7011 LSA2 REPAIRS-PHS1	02/12/00	1,406.00	274.00	1,132.00
00015120	UD-#7039 SLS CTR ENGINEERING	02/19/00	1,250.00	274.00	976.00
00015121	UD-#7039 SLS CTR ENGINEERING	02/19/00	3,144.61	673.00	2,471.61
00015122	UD-#7039 SLS CTR WTR ENG	04/15/00	680.00	143.00	537.00
00015123	UD-#7039 SLS CTR WTR ENG	04/15/00	158.00	33.00	125.00
00015124	UD-#7039 SEC12 1/S WTR ENG	04/15/00	8,750.00	1,753.00	6,997.00
00015125	WL-WTR MAIN REMORK	04/15/00	73.00	73.00	0.00
00015126	WL-120V SOLENOID	04/15/00	343.71	73.00	270.71
00015127	SD-CAPACITY RESERVATION	06/15/00	2,401.77	495.00	1,906.77
00015128	SD-CONTACTORS HEAT	06/15/00	2,405.97	486.00	1,919.97
00015129	SD-CAPACITY RESERVATION	07/14/00	2,405.97	476.00	1,929.97
00015130	SD-CAPACITY RESERVATION	08/01/00	2,405.97	466.00	1,939.97
00015131	SD-#7028 GBRA TSF ENGINEERIN	09/25/00	4,702.00	911.00	3,791.00
00015132	SD-#7028 GBRA TSF ENGINEERIN	09/25/00	3,810.00	636.00	3,174.00
00015133	SD-#7028 GBRA TSF ENGINEERIN	09/25/00	157.00	157.00	0.00
00015134	SD-#7011 S-Q-D STRTR, PHS MON	09/25/00	130.00	25.00	105.00
00015135	SD-#7039 SLS CTR ENG	09/25/00	3,820.00	596.00	3,224.00
00015136	SL-HYDROSCRUB SEVER MAIN	09/25/00	1,826.12	150.00	1,676.12
00015137	SD-#7039 SLS CTR ENG INV#3	09/25/00	1,826.12	150.00	1,676.12
00015138	SD-CAPACITY RESERVATION	10/17/00	2,405.97	322.00	2,083.97
00015139	SD-CAPACITY RESERVATION	10/17/00	2,405.97	322.00	2,083.97
00015140	SD-#7028 GBRA TSF ENGINEERIN	11/20/00	5,403.07	751.00	4,652.07
00015141	SD-CAPACITY RESERVATION	11/20/00	2,405.97	259.00	2,146.97
00015142	SD-CAPACITY RESERVATION	12/31/00	2,405.97	446.00	1,959.97
00015143	SD-#7028 GBRA TSF ENGINEERIN	12/31/00	2,405.97	446.00	1,959.97
00015144	SD-CAPACITY RESERVATION	12/31/00	5,743.00	87.00	5,656.00
00015145	SD-CAPACITY RESERVATION	01/10/01	2,405.97	969.00	1,436.97
00015146	EN-#7028 SAG ENGINEERING	01/24/01	725.00	426.00	299.00
00015147	EN-#7028 SAG ENGINEERING	01/24/01	725.00	426.00	299.00
00015148	EN-#7028 WTR ENG INV#33550	01/24/01	725.00	128.00	597.00
00015149	EN-#7028 WTR ENG INV#33550	01/24/01	725.00	128.00	597.00
00015150	SD-CAPACITY RESERVATION	02/01/01	616.50	109.00	507.50
00015151	SD-CAPACITY RESERVATION	02/01/01	1,947.69	337.00	1,610.69
00015152	WL-WTR MAIN REPAIRS-INV#700	02/26/01	2,730.00	472.00	2,258.00
00015153	WL-WTR MAIN REPAIRS-INV#700	02/26/01	35,315.00	6,107.00	29,208.00
00015154	SH-REPL CONTACTORS ON PUMP M	01/24/01	459.32	1,869.00	(1,409.68)
00015155	SD-CAPACITY RESERVATION	03/05/01	1,947.69	81.00	1,866.69
00015156	SD-CAPACITY RESERVATION	03/05/01	1,947.69	81.00	1,866.69
00015157	SD-CAPACITY RESERVATION	05/12/01	40,428.90	320.00	40,108.90
00015158	MR-2nd METER SERVICE	04/12/01	25,926.50	6,254.00	19,672.50
00015159	WL-REPL CORP STOP-WTR MAIN-5	04/20/01	1,725.50	506.00	1,219.50
00015160	WL-REPL CORP STOP-WTR MAIN-5	04/20/01	1,725.50	506.00	1,219.50
00015161	WL-WTR MAIN LEAK DETECT /KHM	04/19/01	672.65	101.00	571.65
00015162	WL-INST ALT GALLIE & TANK NOZ	03/15/01	170.00	70.00	100.00
00015163	SD-SEC11-RECVMG M/L S/PUMP P	07/30/01	14,382.00	2,307.00	12,075.00
00015164	WL-#7034 PHIS2 200K GPD WMTF	12/31/00	13,256.00	2,387.00	10,869.00

Item Numbcr	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00016167	General Accounting				
00016168	HULL Country Water				
00016208	SD-CAPACITY RESERVATION	04/27/01	1,947.69	321-	1,627
00016409	EN-#7028 SMR ENG-STOP CONSTR	05/31/01	8,505.00	1,364-	7,141
00016410	SD-CAPACITY RESERVATION	06/14/01	1,947.69	304-	1,644
00016411	WM-#7010 PHS10 T/S SMR	06/28/01	2,295.40	359-	1,936
00016412	WM-#7048 SMR REMEDIATION	06/28/01	250,000.00	39,063-	210,937
00016414	SD-#7011 PHS11 T/S SMR	06/28/01	3,990.00	3,280-	1,710
00016415	EN-SANITARY EASEMENT SURVEY	06/14/01	3,616.85	3,565-	3,052
00016416	EN-#7028 SMR ENGINEERING	06/28/01	536.25	84-	452
00016417	SD-CAPACITY RESERVATION	07/02/01	1,100.00	172-	928
00016418	WM-#7034-PHS2 200K GPD WMP	07/02/01	89,785.00	256-	1,652
00016419	WM-#7028 GBRA SMR ENGINEERIN	07/31/01	1,480.00	75-	1,407
00016420	WM-31 MICROMETER-WELL REPLCN	07/31/01	993.14	151-	842
00016421	SD-CAPACITY RESERVATION	08/09/01	1,947.69	288-	1,660
00016422	EN-#7028 GBRA SUR ENGINEERIN	08/14/01	2,100.00	32-	1,904
00016423	EN-#7028 GBRA SUR ENGINEERIN	08/14/01	570.00	32-	504
00016424	SD-CAPACITY RESERVATION	08/27/01	1,947.69	288-	1,660
00016425	SD-CAPACITY RESERVATION	09/28/01	1,947.69	288-	1,660
00016426	SD-CAPACITY RESERVATION	10/29/01	4,572.00	657-	3,915
00016427	EN-HELL LAND APPRAISAL	10/29/01	250.00	35-	215
00016428	WM-MIR INST-PROJ#7010-PHS10	10/10/01	400.00	36-	344
00016429	SD-CAPACITY RESERVATION	10/26/01	2,658.50	371-	2,288
00016430	SD-40K GST REURB-A&E PLANNI	11/09/01	1,947.69	264-	1,684
00016431	JE-CORP AUDIT ADJ	12/31/00	1,46.96	7-	40
00016432	JE-TSF FROM CONST TO UTILITI	03/31/01	431,631.00	256-	1,692
00016433	JE-TSF FROM CORP TO UTILITI	05/31/01	50,921.00		431,632
00016434	JE-TSF FROM CORP TO UTILITI	06/30/01	26,493.00		50,921
00016435	JE-TSF FROM CORP TO UTILITI	06/30/01	337,567.00		26,493
00016436	JE-TSF FROM CORP TO UTILITI	09/30/01	90,745.00		337,567
00016437	JE-TSF FROM CORP TO UTILITI	09/30/01	76,261.00		90,745
00016438	SD-CAPACITY RESERVATION	12/27/01	1,947.69		76,261
00016439	JE-CORP WIP TSF 4TH QTR	12/31/01	14,732.48		1,696
00016440	SM-REBLD GRINDER PUMP#2	01/14/02	2,859.71		1,973
00016441	SD-CAPACITY RESERVATION	02/05/05	1,947.69		1,676
00016442	WM-PUMP OVERLOADS & STARTERS	01/18/05	1,402.83		1,709
00016443	SD-CAPACITY RESERVATION	01/15/05	600.00		1,552
00016444	SD-CAPACITY RESERVATION	03/09/05	1,531.62		1,446
00016445	WE-HVAC UNIT @ PUMP STATION	03/20/05	2,713.13		1,611
00016446	WM-REMOTE STARTER KIT-HELL	02/20/05	483.93		1,496
00016447	WM-40K GST REURB-A&E	02/20/05	63.02		2,136
00016448	SD-CAPACITY RESERVATION	02/20/05	1,034.91		2,136
00016449	SD-CAPACITY RESERVATION	03/31/02	1,947.69		908
00016450	WM-#7034 EQUIP STORAGE RENTA	03/31/02	10,800.00		1,117
00016451	WM-#7034 EQUIP STORAGE RENTA	03/31/02	1,200.00		9,517
00016452	WM-#7034 EQUIP STORAGE RENTA	03/31/02	1,200.00		1,057
00016453	WM-#7034 EQUIP STORAGE RENTA	04/15/02	1,200.00		1,062
00016454	WM-#7034 EQUIP STORAGE RENTA	04/15/02	1,200.00		1,062
00016455	WM-#7055-40K GST ELECT ENG	04/15/02	1,120.00		1,062

Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00016754	General Ledger				
00016755	Hill Country Water	04/15/02	2,988.20		2,988.20
00016756	CI-#7034, CAP INTEREST	04/15/02	3,015.24		3,015.24
00016757	CI-#7034, CAP INTEREST	04/15/02	3,056.22		3,056.22
00016758	CI-#7034, CAP INTEREST	04/15/02	0.00		0.00
00016759	CI-#7034, EQUIP STORAGE RENTA	04/30/02	1,200.00		1,200.00
00016760	CI-#7034, EQUIP STORAGE RENTA	04/30/02	1,057.40		1,057.40
00016811	SI-CAPACITY RESERVATIO	05/07/02	1,947.69		1,947.69
00016816	CI-RECON CL2 LINE-WTR PLNT	05/13/02	419.38		419.38
00016837	WD-40K, GST REHAB DESIGN/BID	05/31/02	3,500.00		3,500.00
00016839	WD-#7034, EQUIP STORAGE RENTA	05/31/02	1,133.00		1,133.00
00016840	CI-#7034, CAP INTEREST-MAY 02	05/31/02	3,078.69		3,078.69
00016846	SI-CAPACITY RESERVATION	06/30/02	207.00		207.00
00016857	WD-40K, GST REHAB DESIGN/BID	06/26/02	1,800.00		1,800.00
00016877	SI-CAPACITY RESERVATION	07/11/02	1,947.69		1,947.69
00016878	CI-#7034, EQUIP STRG RENTAL	07/24/02	1,200.00		1,200.00
00016879	CI-#7034, WTRP CAP INTEREST	07/24/02	3,100.08		3,100.08
00016890	CI-#7055, 40KGST REHAB	07/24/02	35,705.55		35,705.55
00016895	CI-#7055, CAP INT-40K GST REH	07/24/02	1,349.11		1,349.11
00016926	SI-CAPACITY RESERVATION	08/17/02	2,016.30		2,016.30
00016937	CI-#7034, CAP INTEREST 07/02	08/29/02	1,947.69		1,947.69
00016938	CI-#7034, CAP INTEREST 07/02	08/31/02	3,121.58		3,121.58
00016940	CI-#7034, EQUIP STORAGE RENTA	09/30/02	1,200.00		1,200.00
00016941	CI-#7034, EQUIP STORAGE RENTA	09/30/02	1,200.00		1,200.00
00016942	WD-40K, GST REHAB ASE ENG	09/30/02	50.00		50.00
00016943	WD-40K, GST REHAB ASE ENG	08/29/02	50.00		50.00
00016944	SI-#7057, ASE SEC9 SWR REPLCN	09/30/02	850.00		850.00
00016945	SI-#7057, ASE SEC9 SWR REPLCN	09/30/02	200.00		200.00
00016946	SI-#7057, ASE SEC9 SWR REPLCN	09/30/02	1,400.00		1,400.00
00016947	SI-#7057, BELL-PAY#1 SEC9 SWR	09/30/02	35,275.00		35,275.00
00016948	CI-#7057, 07/02 CAP INT ACCRU	07/31/02	176.38		176.38
00016949	SI-#7058, ASE 1/1 CORR-PLAN/B	06/30/02	500.00		500.00
00016950	SI-#7058, ASE 1/1 CORR-PLAN/B	07/31/02	100.00		100.00
00016951	SI-#7058, SOLIS-1/1 LOC/ADD	06/30/02	2,200.00		2,200.00
00016952	CI-#7058, UTILBENV-1/1 TVSMR	06/30/02	1,180.00		1,180.00
00016953	CI-#7058, 7/02 CAP INT ACCRUA	06/30/02	16.98		16.98
00016974	WD-#7034, EQUIP STORAGE RENTA	08/31/02	1,200.00		1,200.00
00016975	CI-#7034, CAP INT 08/02 WTRP	08/31/02	3,143.19		3,143.19
00016976	CI-#7058, 8/02 CAP INT ACCRUA	08/31/02	17.07		17.07
00017001	SI-SAR CAPACITY RESERVATION	09/05/02	4,890.00		4,890.00
00017011	LS-#1, PUMP REPLACEMENT	09/17/02	1,604.77		1,604.77
00017012	WD-15HP/3PH PRESSURE PUMP	09/10/02	2,082.58		2,082.58
00017013	WD-EAS-MONITOR/COMMUN-WELL	09/20/02	2,682.40		2,682.40
00017015	SI-COORDO SAR CAP RESERVATION	10/09/02	1,489.71		1,489.71
00017071	CI-#7058, 9/02 CAP INT ACCRUA	09/30/02	17.24		17.24
00017072	CI-#7058, 10/02 CAP INT ACCRUA	09/30/02	600.00		600.00
00017073	SI-#7058, ASE 1/1 CORR PLAN/B	09/30/02	3,186.73		3,186.73
00017074	SI-#7034, 8/02 CAP INT ACCRUA	09/30/02			
00017075	CI-#7034, 9/02 CAP INT ACCRUA	10/31/02			

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ASSET  
MTEMP-0013

Silverleaf Resorts Inc.  
SRI Assets by Object Acct  
As of July 31, 2004

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Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00017076	General Accounting				
00017077	Hill Country Water	09/30/02	200.00		200.00
00017078	SD-07057 AXE SECS	11/13/05	100.00		100.00
00017079	SD-07058 AXE 1/1 SMR PLAN/BI	09/30/05	75.00		75.00
00017080	SD-07057 BELL FINAL-SEC	11/13/05	1,489.41		1,489.41
00017081	SMR CAP RESERVATION	09/30/05	1,500.00		1,500.00
00017082	WM-07034 EQUIP STORAGE RENTA	10/20/05	1,500.00		1,500.00
00017083	WM-07034 EQUIP STORAGE RENTA	10/20/05	1,500.00		1,500.00
00017084	LS-55 FENCE-61 CHAINLINK	12/31/02	1,489.41		1,489.41
00017085	SD-07058 AXE 1/1 SMR PLAN/BI	12/31/02	1,489.41		1,489.41
00017086	SMR CAPACITY RESERVATION	12/31/02	413.68		413.68
00017087	WM-07066 COMPRESSOR	1/01/02	1,200.00		1,200.00
00017088	EQUIP STORAGE RENTAL	12/31/02	1,200.00		1,200.00
00017089	SD-EQUIP STORAGE RENTAL	12/31/02	1,200.00		1,200.00
00017090	SD-07058 SMR INFILT CORRECT	12/31/02	19,721.90		19,721.90
00017091	CI-07058 CAP INT ACCRUAL	12/31/02	17.33		17.33
00017092	CI-07058 CAP INT ACCRUAL	12/31/02	3,230.71		3,230.71
00017093	CI-07034 CAP INT ACCRUAL	12/31/02	208.66		208.66
00017094	CI-07034 CAP INT ACCRUAL	12/31/02	3,230.71		3,230.71
00017095	SD-SEWER CAPACITY RESERV	01/31/03	1,489.41		1,489.41
00017096	SD-LS45 EARLY WARNING SYS	01/31/03	2,635.89		2,635.89
00017097	CI-7034 CAP INT-PHSLI WMT	01/31/03	3,246.86		3,246.86
00017098	CI-7058 SOLIS-1/1 DRAWINGS	01/31/03	150.00		150.00
00017099	CI-7058 CAP INT-INFILT/INFLO	01/31/03	117.35		117.35
00017100	SD-CAPACITY RESERV	02/05/03	1,489.41		1,489.41
00017101	LS-#4 MAIN LINE EXCAVATION/R	02/12/03	2,400.00		2,400.00
00017102	SD-07034-SCHRR-EQUIP STRG R	02/28/03	1,200.00		1,200.00
00017103	CI-07034 CAP INT ACCRUAL	02/28/03	3,569.09		3,569.09
00017104	CI-07058 CAP INT ACCRUAL	02/28/03	552.79		552.79
00017105	SD-SMR CAPACITY RESERVATION	02/28/03	20,769.31		20,769.31
00017106	CI-#80 CHLORINATOR & ELECTRO	03/09/03	1,010.38		1,010.38
00017107	SD-LS45 ACCESS ROAD LEVELING	03/22/03	400.00		400.00
00017108	SD-07058 SOLIS-1/1 CORR ASBL	04/22/03	400.00		400.00
00017109	CI-07058 1/1 ADDL CAMERA MCR	04/22/03	300.00		300.00
00017110	CI-07034-03/05 CAP INT ACCRU	04/22/03	223.90		223.90
00017111	CI-07034-03/05 CAP INT ACCRU	04/22/03	3,285.44		3,285.44
00017112	SD-SMR CAPACITY RESERVATION	04/02/03	1,200.00		1,200.00
00017113	CI-07058 CAP INT ACCRUAL	04/30/03	228.02		228.02
00017114	SD/AD-070101-PAY#10-SEC10 IN	04/30/03	9,431.10		9,431.10
00017115	SD-07034 SCHRR-EQUIP STRG R	04/30/03	1,200.00		1,200.00
00017116	CI-07034 CAP INT ACCRUAL-WMT	04/30/03	3,313.87		3,313.87
00017117	SD-COND0 SMR CAPACITY RESERV	05/06/03	1,489.41		1,489.41
00017118	LS-LS45-REBLD GRINDER PUMP	05/21/03	2,412.54		2,412.54
00017119	SD-070101-EVANS PHS10 SMR LI	06/12/03	4,698.46		4,698.46
00017120	SD-070101-EVANS PHS10 SMR LI	06/15/03	4,698.46		4,698.46
00017121	SD-070101-EVANS PHS10 MANHOLE	06/15/03	4,698.46		4,698.46
00017122	SD-070101-EVANS PHS10 MANHOLE	06/15/03	4,698.46		4,698.46
00017123	SD-070101-EVANS PHS10 TRENCH	06/15/03	56.40		56.40
00017124	SD-070101-EVANS PHS10 TRENCH	06/15/03	10.60		10.60
00017125	SD-070101-EVANS PHS10 TRENCH	06/15/03	765.10		765.10
00017126	SD-070101-EVANS PHS10 TRENCH	06/15/03			
00017127	SD-070101-EVANS PHS10 TRENCH	06/15/03			

Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
00017328	General Ledger				
00017329	Hill Country Water				
00017330	WD-070101-EVANS-PH10 WTR DE	06/12/03	282.80		282.80
00017331	SD-07034 SCHRRB EQUIP STORAGE	05/31/03	1,200.00		1,200.00
00017380	CI-07034 CAP INT ACCRUAL-WMT	05/31/03	3,336.44		3,336.44
00017381	CI-07058 CAP INT ACCRUAL	05/31/03	239.16		239.16
00017451	SD-GBRA CAPACITY RESERVATION	06/05/03	1,689.41		1,689.41
00017452	SD-07034 SCHRRB EQUIP STRG R	07/30/03	1,200.00		1,200.00
00017453	CI-07034 CAP INT ACCRUA	06/30/03	3,350.34		3,350.34
00017454	WD/SD-070101-PIPELAYERS-SEC	06/30/03	6,300.00		6,300.00
00017455	CI-07034 7/03 CAP INT ACCRUA	06/31/03	3,361.91		3,361.91
00017456	CI-07034 8/03 CAP INT ACCRUA	06/31/03	3,404.82		3,404.82
00017457	SD-07034 SCHRRB EQUIP STRG R	07/31/03	1,200.00		1,200.00
00017458	SD-GBRA SMR CAP RESERVATION	08/31/03	1,674.35		1,674.35
00017459	SD-CONDO SMR CAP RESERVATION	09/04/03	1,674.35		1,674.35
00017530	CI-CONDO SMR CAPACITY RESERV	10/08/03	3,427.85		3,427.85
00017531	CI-07034 09/03 CAP INT ACCRU	11/30/03	3,450.99		3,450.99
00017532	SD-CONDO SMR CAP RESERV	11/06/03	1,674.35		1,674.35
00017533	SD-07034 SCHRRB EQUIP STORAGE	11/30/03	1,200.00		1,200.00
00017581	WD/SD-070101-PIPELAYERS-0820	12/31/03	27,205.00		27,205.00
00017582	CI-07034 11/03 CAP INT ACCRU	12/31/03	27,474.24		27,474.24
00017604	SD-CONDO SMR CAP RESERVATION	01/24/03	1,200.00		1,200.00
00017605	LS-LS#1 REBUILD IMPELLER	12/18/03	1,674.92		1,674.92
00017606	LS-LS#5 REPLIC REBUILT PUMPS	12/18/03	1,988.70		1,988.70
00017607	LS-LS#5 REPLIC REBUILT PUMPS	12/18/03	3,309.70		3,309.70
00017627	SD-07034 12/03 CAP INT ACCRU	12/31/03	1,207.00		1,207.00
00017628	SD-CONDO SEALER CAP RESERVATI	02/04/04	1,041.10		1,041.10
00017629	SD-CONDO SEALER CAP RESERVATI	02/04/04	1,041.10		1,041.10
00017670	SD-07034 01/03 CAP INT ACCRU	01/31/04	3,321.10		3,321.10
00017701	CI-07034 02/04 CAP INT ACCRU	03/31/04	3,350.71		3,350.71
00017702	SD-07034 SCHRRB EQUIP STRG R	03/31/04	1,200.00		1,200.00
00017716	FE-LS#3 SMR CAPACITY	03/05/04	1,041.10		1,041.10
00017717	FE-LS#3 40" CHAINLINK FENCE	03/23/04	1,480.00		1,480.00
00017718	SI-15HP 3PH BOOSTER PUMP	03/24/04	1,955.25		1,955.25
00017737	SD-07034 03/04 CAP INT ACCRU	04/30/04	3,574.46		3,574.46
00017758	SD-CONDO SMR CAPACITY RESERV	04/30/04	1,200.00		1,200.00
00017803	SD-SMR CAPACITY RESERVATION	04/29/04	1,041.10		1,041.10
00017804	CI-07034 04/04 CAP INT ACCRU	04/30/04	3,598.33		3,598.33
00017805	SD-07034 05/04 CAP INT ACCRU	05/31/04	3,622.32		3,622.32
00017806	SD-CONDO SMR CAPACITY RESERV	05/31/04	1,200.00		1,200.00
00017841	SD-CONDO SMR CAPACITY RESERV	06/02/04	1,041.10		1,041.10



126410  
ASSET  
WTEMP0013

SilverLeaf Resorts, Inc.  
SRI Assets by Object Acct  
As of July 31, 2004

77  
08/18/04  
10:37:51

Item Number	Description	Date Acquired	Original Cost	Accum Depr	Net Book Value
General Ledger					
General Accounting					
Hill Country Water					
00017850	SD-07034 SCHRBR EQUIP	06/30/04	1,200.00		1,200
00017851	CI-07034 CAP INT ACCRU	06/30/04	3,646.44		3,646
00017853	SD-03000 SWR CAPACITY	07/08/04	1,041.10		1,039
00017864	WD-12X BTU A/C UNIT-WTP	07/22/04	310.27		309
	Hill Country Water		1,982,437.25	380,971-	1,601,466
-----					
	General Ledger		15,916,472.64	4,140,259-	11,776,214

**SCHEDULE 2.02**

**ALLOCATION OF PURCHASE PRICE**

<b>TEXAS PURCHASER</b>	<b>\$</b>	<b>6,200,000.00</b>
<b>MISSOURI PURCHASER</b>	<b>\$</b>	<b>3,800,000.00</b>
<b>ILLINOIS PURCHASER</b>	<b>\$</b>	<b>3,200,000.00</b>
<b>TOTAL PURCHASE PRICE</b>	<b>\$</b>	<b>13,200,000.00</b>

**SCHEDULE 4.03**

**LITIGATION**

**[NONE]**

**SCHEDULE 4.04**  
**ENVIRONMENTAL MATTERS**

Ozark Mountain Resort's Wastewater Treatment Plant

Missouri State Operating Permit # MO0100391

During an inspection of the wastewater treatment facility serving the Ozark Mountain Resort by the Missouri Department of Natural Resources on December 16, 2003, it was found that the total phosphorus concentration contained in the wastewater being discharged exceeded the interim allowable concentration limits set forth in the department effluent regulations. Subsequently, Silverleaf Resorts, Inc. has communicated to the Missouri Department of Natural Resources it intends to take the necessary steps to bring the Ozark Mountain Resort's wastewater treatment facility into compliance with Missouri's phosphorus discharge effluent limitations.

## SCHEDULE 7.06

### TERMS OF SERVICES AGREEMENTS

The Seller and Purchasers shall negotiate a Services Agreement in respect of each of the Utilities which will set out, among other things; i) Purchasers' undertaking to provide continuing utility services in a manner substantially similar to that presently provided by the Utilities from and after the Closing Date but in any event in compliance with all laws applicable thereto; ii) the principles governing the setting and adjustment of rates from time to time for such utility services where these are not already subject to the authority of determination by a Governmental Body or Applicable Law; and iii) the principles governing the sharing of costs relating to capital additions in respect of the Utilities.

#### GENERAL PRINCIPLES

Such Services Agreement(s) shall incorporate the following general principles:

(a) An acknowledgment that in those instances where the Utilities operating at any of the Resorts are subject to specific regulation by a Governmental Body and to Applicable Law as to the setting of rates, capital additions to rate base, etc., such regulation is generally sufficient to protect the interests of all parties and any Services Agreements which might be entered into in respect of such Regulated Utilities shall recognize the supremacy of the Applicable Law or the regulatory authority exercised by some Governmental Body nor shall Purchasers be expected to commit to any further matters or obligations in the Services Agreement which are inconsistent with Applicable Law or its interpretation or application by the Governmental Body.

(b) Purchasers desire to finance all future capital additions required in respect of the Utilities at each of the Resorts so that all current future owners and occupants of the Resorts will be provided with the same level of utility services that is currently being provided at the Resorts by Seller; each Purchaser shall be committed to expand, or add capital improvements to, the Facilities. Notwithstanding the above, Purchasers shall only be obligated to finance the cost of future capital additions or expansions if such costs will be added to the rate base of the Utilities and will be recoverable by the Purchasers in the future rates charged for utility services.

(c) In those instances where the Seller makes and pays for capital additions that come to be used and/or owned by the Utilities, Purchasers shall take all commercially reasonable efforts to recover the true costs of such additions for the benefit of the Seller in the shortest time and to the greatest extent possible in the rates charged for utility services via those avenues typically available under Applicable Law or customary practice for the recovery of such costs such as through a developer agreement or advances in aid of construction where a portion of the cost of capital additions is refunded to the developer over time through a portion of revenues generated from the new customers hooking into such new capital additions

(d) Seller shall be responsible for the coordination and execution of the construction and major repair work related to such capital additions to the Utilities at the

Resorts following the joint approval of the scope, bids, cost, work orders, contract and funding of the projects to be completed. Purchaser recognizes the need for the Seller as the operator of the Resorts to maintain a significant degree of control over such work to minimize disruptions to and facilitate the continuing development.

(e) Where and so long as the operations of the Utilities at any Resort are not subject to the authority of a Governmental Body or Applicable Law in the setting of rates charged for utility services, determination of rate base, etc. Purchasers and Seller shall agree that the general economic conduct of such operations will be undertaken in a manner as if such operations were regulated by a Governmental Body and the following shall apply:

(1) those matters typically determined by decision of a Governmental Body for a regulated utility shall instead be determined by negotiation between the Purchasers and Seller in a manner consistent with and in adherence to the principles and Applicable Law or custom normally used by a Governmental Body including the determination of appropriate rates to be charged for the delivery of utility services and determination of rate base (except that it is acknowledged that Seller shall not seek nor shall Purchasers be required to consent to any decrease in the rate base utilized for the determination of rates other than as arises through the applicable of typical depreciation).

(2) The custom, principles and letter of Applicable Law and/or the usual practice of the Governmental Body for water and wastewater utilities in the State of Texas shall be utilized by Seller and Purchasers in respect of such unregulated Utilities regardless of the actual location of such unregulated Utilities including the rates of return on invested equity which are currently approximately 12% after accounting for hypothetical income taxes for regulation purposes (the "Regulated Return"). Any Utilities which are currently unregulated and managed in accordance herewith shall come under the jurisdiction of the Governmental Body in the State where the Utility is located, the Applicable Law of that State shall then commence to apply and shall take precedence over the terms of any previously executed Services Agreements(s) and all matters shall then be conducted in accordance with Applicable Law of that State and any terms included in the Services Agreement(s) inconsistent therewith shall become null and void.

(3) The starting rate base amount for each unregulated Utility operation that has been purchased by the Purchasers from the Seller shall be equal to the amounts set out in Schedule 7.06(B) hereto. The initial rates chargeable for utility services at a Resort shall be sufficient to cover the operating costs of the utility operation at that resort and to realize for the applicable Purchaser a return of rate base (at customary depreciation rates) and the Regulated Return on the rate base amount as that rate base amount is described herein. Seller or its representative shall from time to time be permitted access to the books and records of the applicable Purchaser or to conduct such other investigations into the books and records of the Utilities or to do such things to verify the claims

made by such Purchaser as to operating costs, cost of service or rate base and rate of return just as would a Governmental Body upon the Utilities application for an adjustment to the prevailing rates and the investigation of the reasonableness of such a request.

(f) If a dispute arises between the parties regarding the provision of utility services including determination of rate base, setting of rates and charges, etc., the parties will enter into good faith negotiations to attempt to resolve such dispute. In the event such good faith negotiations fail to resolve such matters to the mutual satisfaction of the parties within thirty (30) days of the emergence of such dispute, such dispute shall be promptly referred to a mediator for binding arbitration. Such mediator shall be an individual to be mutually agreed on by the parties hereto who is familiar with utility regulation, Applicable Law, the customary practices of the Governmental Body deemed to have jurisdiction over the Utilities and NAURC standards.

## **CAPITAL FUNDING SECTION**

Purchaser desires to fund Utility capital additions at the Resorts to the maximum extent possible, subject to all such expenditures being recoverable by the Purchaser through the rate of return rate setting process applicable to the respective Utility.

### **Purchaser Funded Capital Additions**

Purchasers shall finance future capital additions required in respect of the Utilities at each of the Resorts so that all current and future owners and occupants of the Resorts will be provided with at least the same level of utility services that they are currently being provided with at the respective Resorts by Seller.

Each Purchaser shall be committed to maintain the facilities and expand utility systems, and add the necessary capital improvements in support thereof, to the Facilities in a timely manner so as not to in any way impede the development of the respective Resorts on a timeline determined by the Seller for such development.

Notwithstanding anything contained above, Purchasers shall only be obligated to finance the cost of future capital additions or expansions if such costs can reasonably be expected to be recovered and are subsequently added to the rate base of the Utilities and are recoverable by the Purchasers in the future rates chargeable for Utility services and other expenditures shall require the cooperation the Seller and the Purchaser to coordinate.

### **Seller Funded Capital Additions**

In those jurisdictions where regulators take the position that the costs of certain utility infrastructure additions should be borne by either developers or new customers and not by the existing customer base of the utility, the Purchaser shall not be required to fund such asset additions and funding in respect thereof shall be organized by the Seller.

The regulators in certain jurisdictions allow a broader inclusion of asset expenditures in the rate base capital for its utilities; the regulators in Missouri have denied certain historic expenditures of the Seller in the rate base of utilities based in that state whereas Texas appears to essentially allow inclusion of all utility capital expenditures in rate base.

In those jurisdictions where tighter restrictions are applied, the most common exclusion of capital expenditures from rate base relate to the cost of distribution and collection piping within some prescribed distance (say 100 feet) of the customer metering point which sometimes includes the distribution and collection mains running under residential streets immediately in front of customers.

Any expenditures which are disallowed for inclusion into the Utility's rate base would thus not be recoverable by the Utility in its service rates to its customer and would be lost to the Utility. In these situations, it is typical that the developer or customer (or any combination thereof) bears the costs of such capital asset additions.

The cost of capital assets which are unlikely to be eligible for inclusion into rate base shall not be funded by the Purchaser and instead funding thereof shall be coordinated by the Seller in conformity with local statutes, customs and practice. Purchaser shall participate in whatever manner is desirable by the Seller to coordinate installation and to channel funding thereof to facilitate such additions.

### **Categorization of Capital Expenditures**

The matrix below sets forth the various principal asset categories into which utility capital is typically grouped. The categories reflect asset grouping as set out under (National Association of Utility Regulatory Commissioners) NAURC guidelines and are the typical reporting categories into which capital assets are grouped, tracked and reported to the regulators (in the annual reports). The types of capital additions that would normally be added into the each of those categories are well defined in either NAURC guidelines, the respective statutes of each state (and are quite consistent from jurisdiction to jurisdiction). They reflect the reporting categories included in the Texas and Missouri annual reports and are thus usually quite consistent with the financial accounting records of most utilities.

Future capital expenditures, in consultation with NAURC guidelines, state statute or in reflection upon the traditional practices of regulators in the respective state, should be classifiable into similar groups. Classification may change from time to time and new classes may be added or existing classes redefined.

### **Purchaser Funded Eligibility**

The matrix below identifies those capital asset categories which the Purchaser currently understands enjoy a high degree of probability for inclusion in the rate base of a utility in the various jurisdictions and which expenditures the Purchaser would be willing to fund. These expectations have been established based on Purchaser's review of state statutes, the precedents



established by the respective regulators or the regulated/unregulated status of the Utility operation located in that particular State as of the Effective Date.

ASSET CATEGORY			Texas	Missouri	Illinois
Source of Supply & Pumping Water					
Land & Improvements			X	X	X
Structures & Improvements			X	X	X
Wells & Springs			X	X	X
Pumping Equipment			X	X	X
Water Treatment Plant Water			X	X	X
Structures & Improvements			X	X	X
Water Treatment Equipment			X	X	X
Transmission & Distribution Plant Water					
Structures & Improvements			X	X	X
Distribution Reservoirs & Standpipe			X	X	X
Transmission & Distribution Mains			X		X
Services			X		X
Meters & Meter Installations			X		X
Hydrants			X		X
Fire mains			X		X
General Water Plant Water					
Office furniture & Equipment			X	X	X
Land & Structures Sewer					
System Development			X	X	X
Collection Plant-Sewer					
Collection Sewers Force			X		X
Collection Sewer Gravity			X		X
Services to Customers			X		X
Sewer System Development			X		X
System Pumping Plant – Sewer					
Receiving Wells			X		X
Pumping Equipment			X	X	X
Treatment & Disposal Plant - Sewer					
Treatment & Disposal Equipment			X	X	X
Outfall Sewer Lines			X		X

General Plant – Sewer					
Office Furniture & Equipment			X	X	X

Such matrix would be subject to update if the ability for the Purchaser to include expenditures related to any particular item in utility rate base changes including changes arising from a utility moving into or out of regulated utility status.

It is expected that Purchaser and Seller will agree to include all capital expenditures in rate base for the unregulated utilities and the service rates established with respect thereto will provide the Purchaser with a return of and on the rate base in a manner consistent with regulated utility practice in the State of Texas irrespective of the actual location of the utility.

**Funding Process**

The following principles will be included in the Service Agreements relating to the provision of capital by Purchaser for asset additions:

- i. Purchaser shall, with the cooperation of the Seller, prepare and maintain a 5 year forward capital expenditures plan (the “Capital Plan”) which shall set out in reasonable detail the capital expenditures that are anticipated to be required in respect of the Utility on a quarterly basis during the upcoming five year period to deal with routine asset replacements, environmental compliance obligations and system expansions or enhancements.
- ii. The Capital Plan shall be updated quarterly through consultation with Seller and shall detail the expected utility capital additions necessitated by the expansion plans of the Seller at each of the Resorts including anticipated requirements for both Utility backbone infrastructure and piping and transmission lines together with time lines for such expansion.
- iii. To the extent the capital asset spending set out in the Capital Plan reflects items identified in the attached matrix (as may be amended from time to time) as costs which may be included in rate base and for which no reasonable grounds may exist to assert that such capital expansion is not currently “used and useful” in the operation of the utility, the Purchaser shall provide funding for these costs in accordance with the timetable set out in the Capital Plan.
- iv. Purchaser, together and on the recommendation of the Seller, shall contract out the capital work to be undertaken from time to time. It is anticipated that Seller will, in working with contractors for construction matters in relation to the expansion of the Resorts, request contractors to provide bids and quotes in respect of its own and also in respect of work that may be required to the Utilities. Purchaser and Seller shall review such quotes and bids and jointly select and engage the contractors as necessary to complete capital expansions to the Utilities.

Subject to confirmation of satisfactory completion of the work, Purchaser will reimburse Seller within forty-five days of such confirmation of completion.

- v. Capital expenditures which are identified in the attached matrix as items which can not be included in utility rate base or expenditures in respect of which a reasonable basis exists to assert that such capital expenditure is not in respect of assets which are "used and useful" (the "Excluded Investment") to the Utility, Seller shall be responsible for funding such capital expenditures.
- vi. Seller shall be free to seek (and Purchaser shall support) confirmation from the appropriate regulatory agency that Excluded Investments can be included in the utility rate base and would be considered "used and useful" to the utility and, in the event such confirmation is provided, Purchaser shall fund such capital expenditures.
- vii. For any Excluded Investments, Purchaser shall, at the request of Seller, make application to the respective regulatory agency to permit the entering into of a Line Extension Agreement ("LXA") between the Utility and the Seller (as developer) in respect of such Excluded Investments on the most favorable terms acceptable to the regulators. Such LXA's typically provide for the developer to receive a percentage of the revenues generated by the customers attaching to the capital asset (e.g. a water line extension) put in place by the developer for a certain number of years. Common percentage/term relationships in the LXA's typically granted to developers and approved by regulators are 10%/10yrs or 5%/20yrs. Seller shall be permitted to determine the terms and conditions in the LXA to be submitted for approval by the regulator and Purchaser shall promote those terms to the regulator for approval and the terms as approved by the regulator shall become the basis of the LXA.

Upon the expiration of the LXA the residual value of the underlying capital asset not yet recovered by the Seller (being the difference between the depreciated value of the underlying asset at the time of expiration of the LXA and the amount recovered by the Seller in payments from the Utility under the corresponding LXA) shall be added to the Utility's Contribution in Aid of Construction balance and shall thus not become part of the Utility's rate base and shall not be available for recovery by the Utility in its future rates and tariffs.

- viii. Any Excluded Investments for which a line extension agreement can not be obtained shall be funded by Seller and contributed to the Utility and shall become a Contribution in Aid of Construction and not part of the Utilities rate base for ratemaking purposes.
- ix. If a previously unregulated Utility becomes a regulated Utility, Purchaser and Seller shall use all commercially reasonable efforts to have the regulator accept as rate base for going forward ratemaking purposes, an amount at least equal to the value of the rate base previously thereto agreed to by the Purchaser and Seller as

being the rate base and used for ratemaking purposes under the Service Agreement.

- x. In the event the regulator approves a rate base amount (the "Regulated Rate Base") which is higher or lower than the amount previously utilized between Purchaser and Seller for the purposes of rate making under the Service Agreement ("Unregulated Rate Base"), such difference shall be added (if the Regulated Rate Base is lower than the Unregulated Rate Base) or deducted (if the Regulated Rate Base is higher than Unregulated Rate Base) from the amount of the rate base agreed to between Purchaser and Seller in respect of another of the Utility(s) acquired by the Purchaser from the Seller which is unregulated at that time.

### **PERFORMANCE ASSURITY**

The Services Agreement(s) described in this Schedule 7.06 shall also be executed by the Parent Purchaser for the purpose of guaranteeing performance by the applicable Purchaser of all of such Purchaser's obligations under the agreement including, in particular, such Purchaser's obligation to continue to provide utility services in the manner presently provided by the Facilities and the obligation of such Purchaser to reimburse Seller for the cost of constructing new facilities consistent with the particulars outlined above.

## **SCHEDULE 7.06(B)**

### **RATE BASE FOR RATE MAKING PURPOSES AT NON-REGULATED UTILITIES**

#### **FOX RIVER**

Rate Base for rate making purposes shall be equal to the Net Book Value of the assets utilized in respect of Utility Services as at the time of Closing (which in no event shall be less than \$3,485,000) plus an amount equal to \$400,000.

After the date which is two (2) years following the date of Closing, in the event the rate base for rate making purposes for the Utilities located in the State of Missouri (the "Missouri Rate Base") is less than \$1,500,000 (excluding the net book value of any additional capital investments made by the Purchasers in respect of such Utilities following the date of Closing), the Rate Base for rate making purposes shall be increased by an amount equal to lesser of

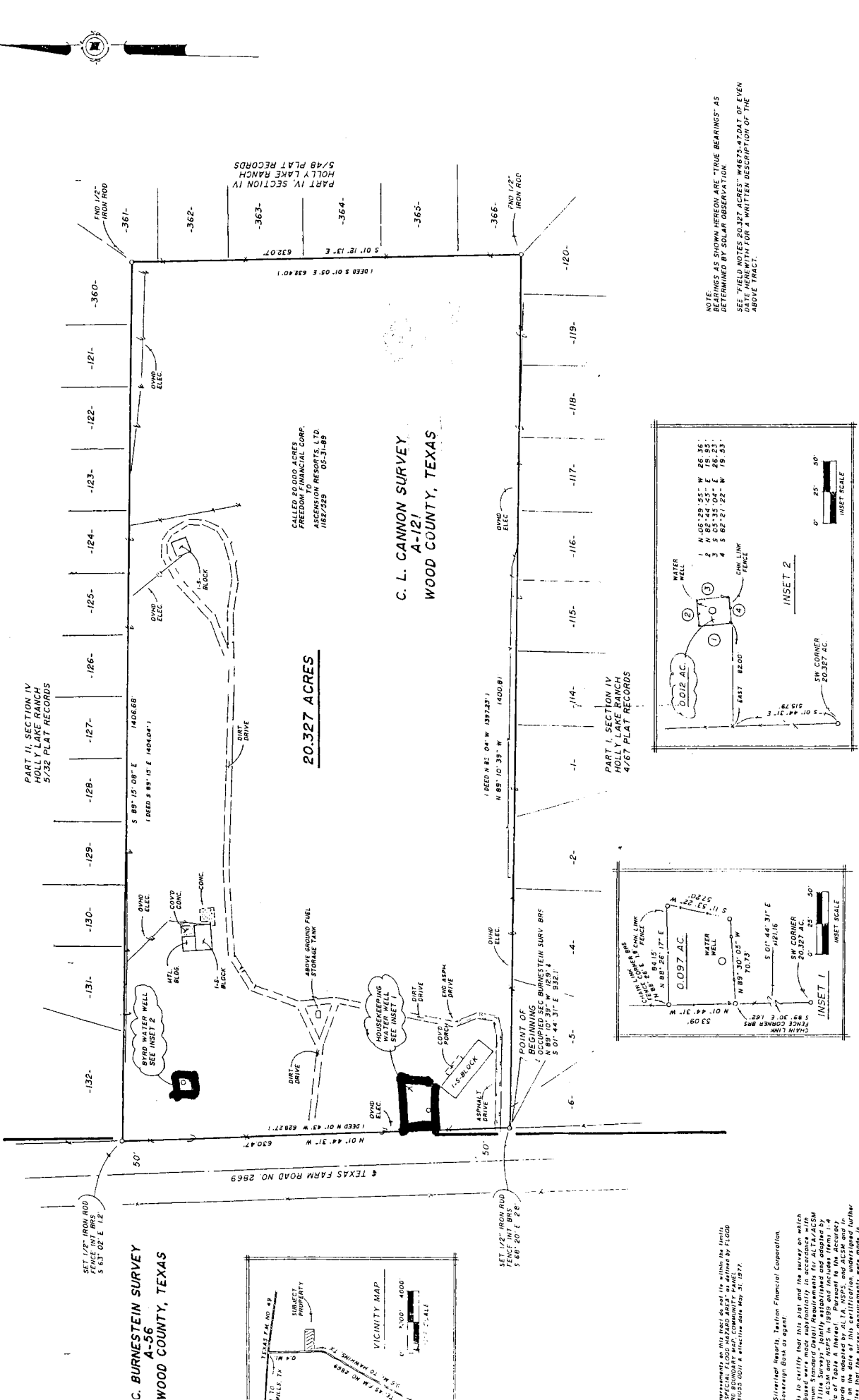
- a) \$375,000.
- b) \$375,00 less any portion thereof which is allocated to some other unregulated Utility to increase its rate base for ratemaking purposes
- c) the difference between \$1,500,000 and the value of the Missouri Rate Base (after backing out the value of all capital investments made by the purchasers subsequent to the date of Closing).

#### **OTHERS (IF AND WHEN APPLICABLE)**

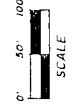
Rate Base for rate making purposes shall be equal to the Net Book Value of the assets utilized in respect of Utility Services as at that time they come to be unregulated.

# LEGAL DESCRIPTION TO FOLLOW

7637-2749



NOTE: BEARINGS AS SHOWN WERE AS TRUE BEARINGS AS DETERMINED BY SOLAR OBSERVATION.  
SEE FIELD NOTES FOR A FULLER DESCRIPTION OF THE ABOVE TRACT.

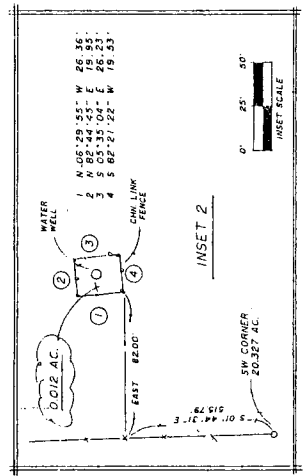
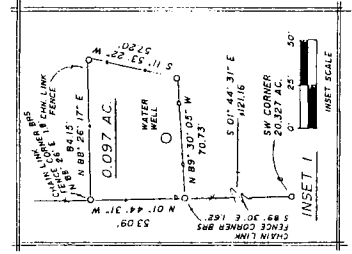
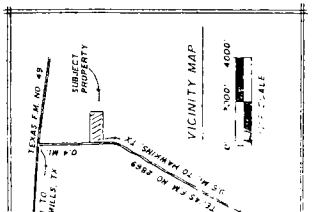


TURNER & ASSOCIATES  
HOUSTON, TEXAS

REVISED 04-24-02 - STATEMENT MODIFIED

## PLAT SHOWING SURVEY OF ASCENSION RESORTS, LTD. TRACT

C. BURNSTEIN SURVEY  
A-56  
WOOD COUNTY, TEXAS



Agreements on this tract do not lie within the limits of this survey. The boundary with Community #14000 and Community #14000 is effective date Sep. 31, 1977.

Silverleaf Nevada, Telford Financial Corporation, Silverleaf Bank as agent.

In testimony whereof, the Surveyor has hereunto set his hand and seal at the City of Dallas, Texas, this 29th day of September, 2001.



WASTEWATER TREATMENT PLANT SITE  
 ALLIANCE & MAINTENANCE

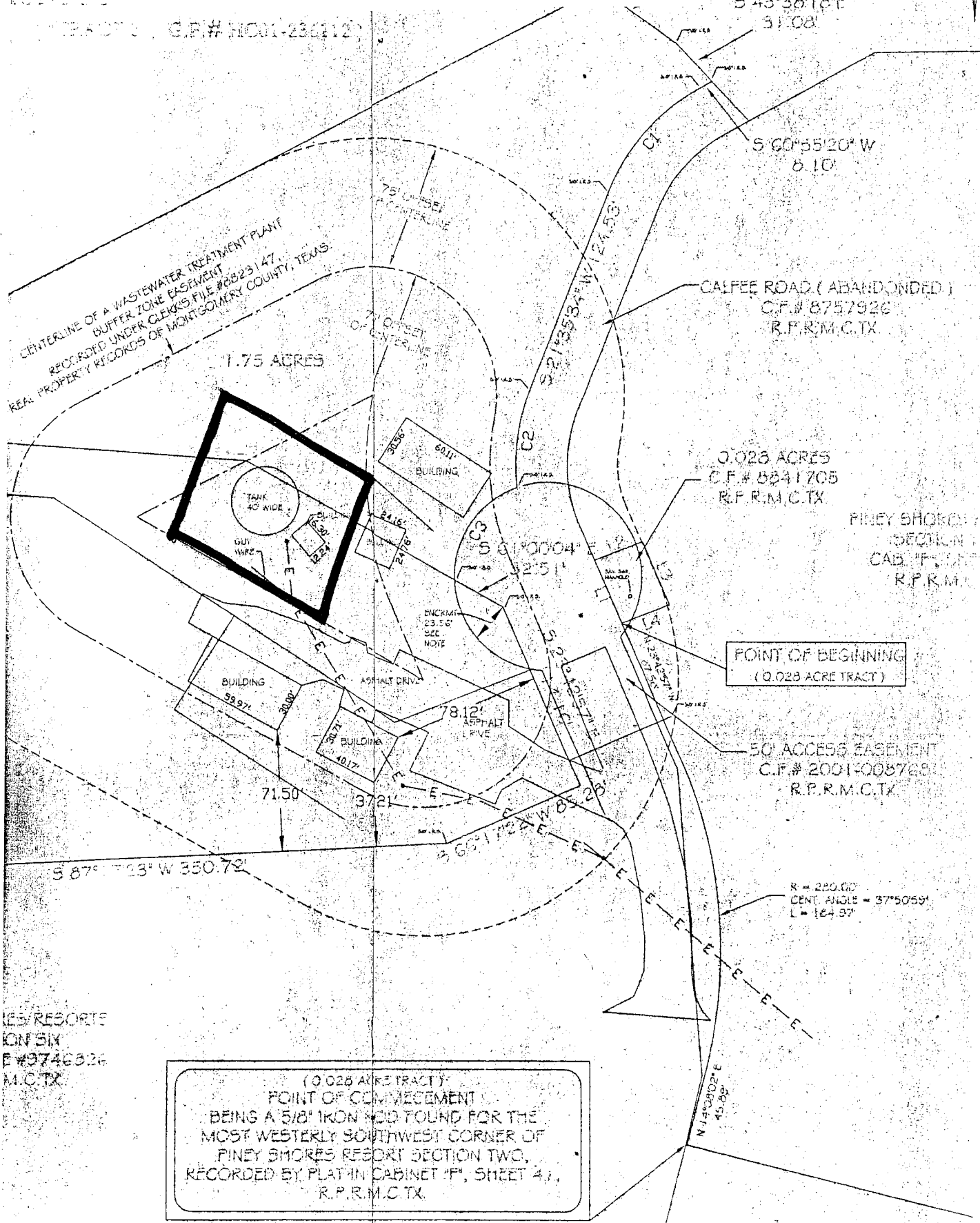
ACRE TRACT  
 10/1/00

**LEGAL DESCRIPTION TO FOLLOW**

4°39'57"E  
 54.78'

S 43°38'16"E  
 51.08'

TRAFFIC C.P.# H001-230112



CENTERLINE OF A WASTEWATER TREATMENT PLANT  
 BUFFER ZONE EASEMENT  
 RECORDED UNDER CLERK'S FILE #6823147  
 REAL PROPERTY RECORDS OF MONTGOMERY COUNTY, TEXAS.



(0.028 ACRE TRACT)  
 POINT OF COMMENCEMENT  
 BEING A 5/8" IRON ROD FOUND FOR THE  
 MOST WESTERLY SOUTHWEST CORNER OF  
 PINEY SHORES RESORT SECTION TWO,  
 RECORDED BY PLAT IN CABINET 'F', SHEET 4,  
 R.P.R.M.C.T.X.

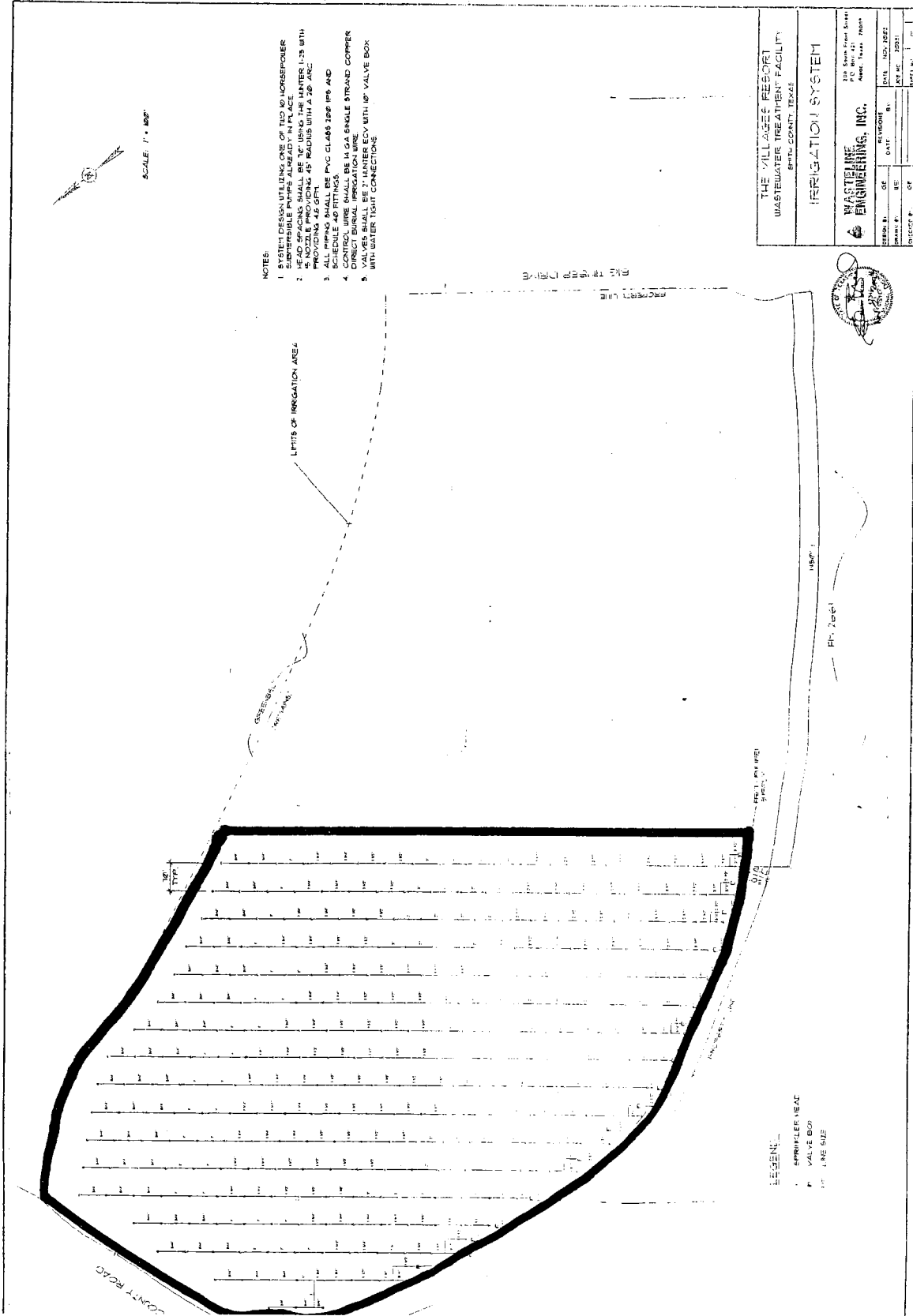
POINT OF BEGINNING  
 (0.028 ACRE TRACT)

50' ACCESS EASEMENT  
 C.F.# 2001-008768  
 R.P.R.M.C.T.X.

R = 220.00'  
 CENT. ANGLE = 37°50'59"  
 L = 124.97'

RESORTS  
 SECTION SIX  
 #49746326  
 M.C.T.X.

# LEGAL DESCRIPTION TO FOLLOW



- NOTES:
1. SYSTEM DESIGN UTILIZING ONE OF TWO 1/2 HORSEPOWER SUBVERSIBLE PUMPS ALREADY IN PLACE.
  2. HEAD SPACING SHALL BE 70' USING THE HANTER L-35 WITH PROVIDING 45 GPM WITH A 45' RADIUS WITH A 30' ARC.
  3. ALL PIPING SHALL BE PVC CLASS 150 IPN AND SCHEDULE 40 FITTINGS.
  4. CONNECTIONS SHALL BE 1/2\"
  5. VALVES SHALL BE 2\"

THE VILLAGES RESORT  
WASTEWATER TREATMENT FACILITY  
SMITH COUNTY, TEXAS

IRRIGATION SYSTEM

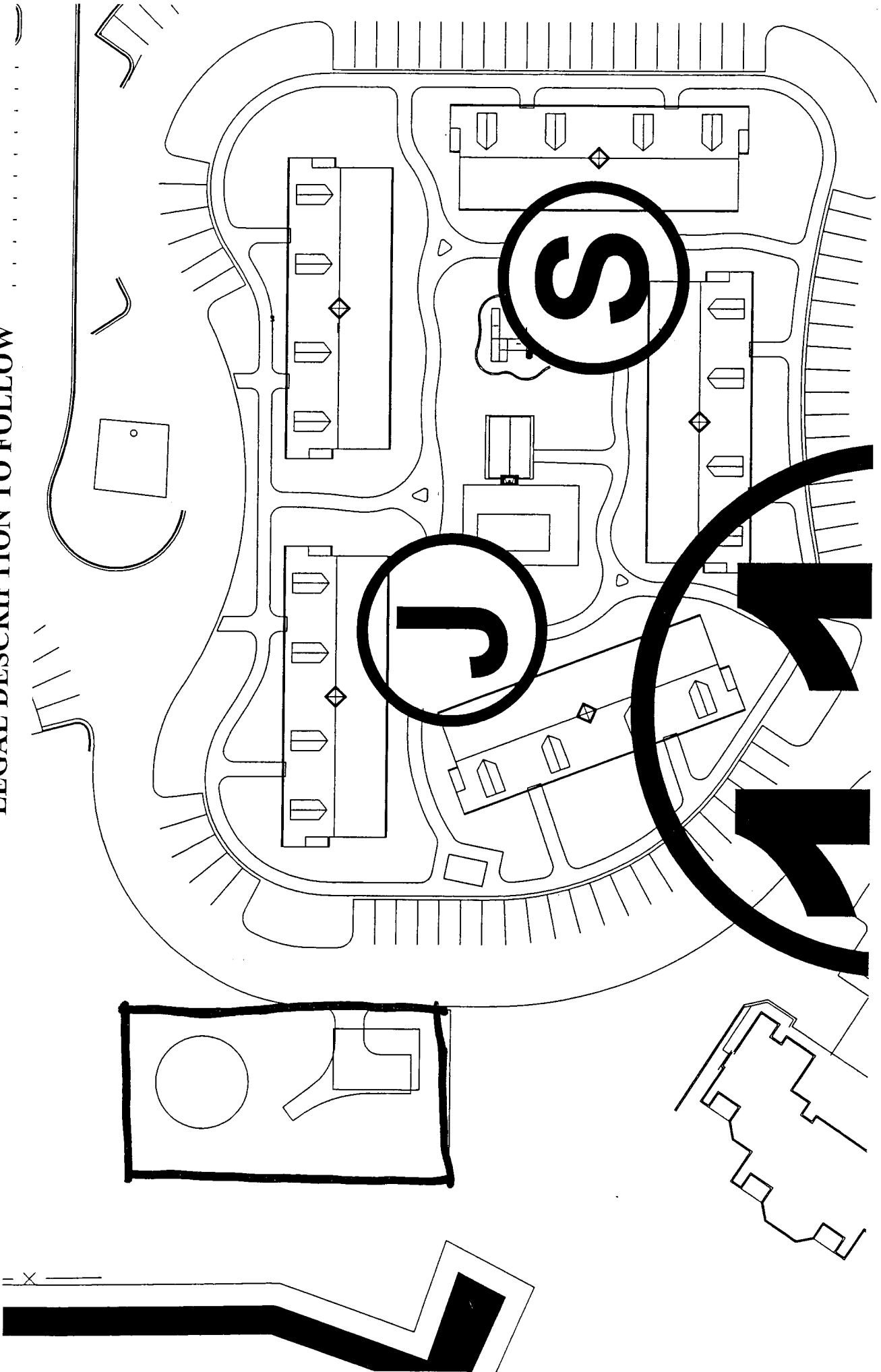
WASTELINE ENGINEERING, INC.  
215 South Front Street  
P.O. Box 237  
Aledo, Texas 78801

DESIGNER	DATE	1/20/2022
CHECKED	DATE	1/20/2022
PROJECT NO.	22-011	





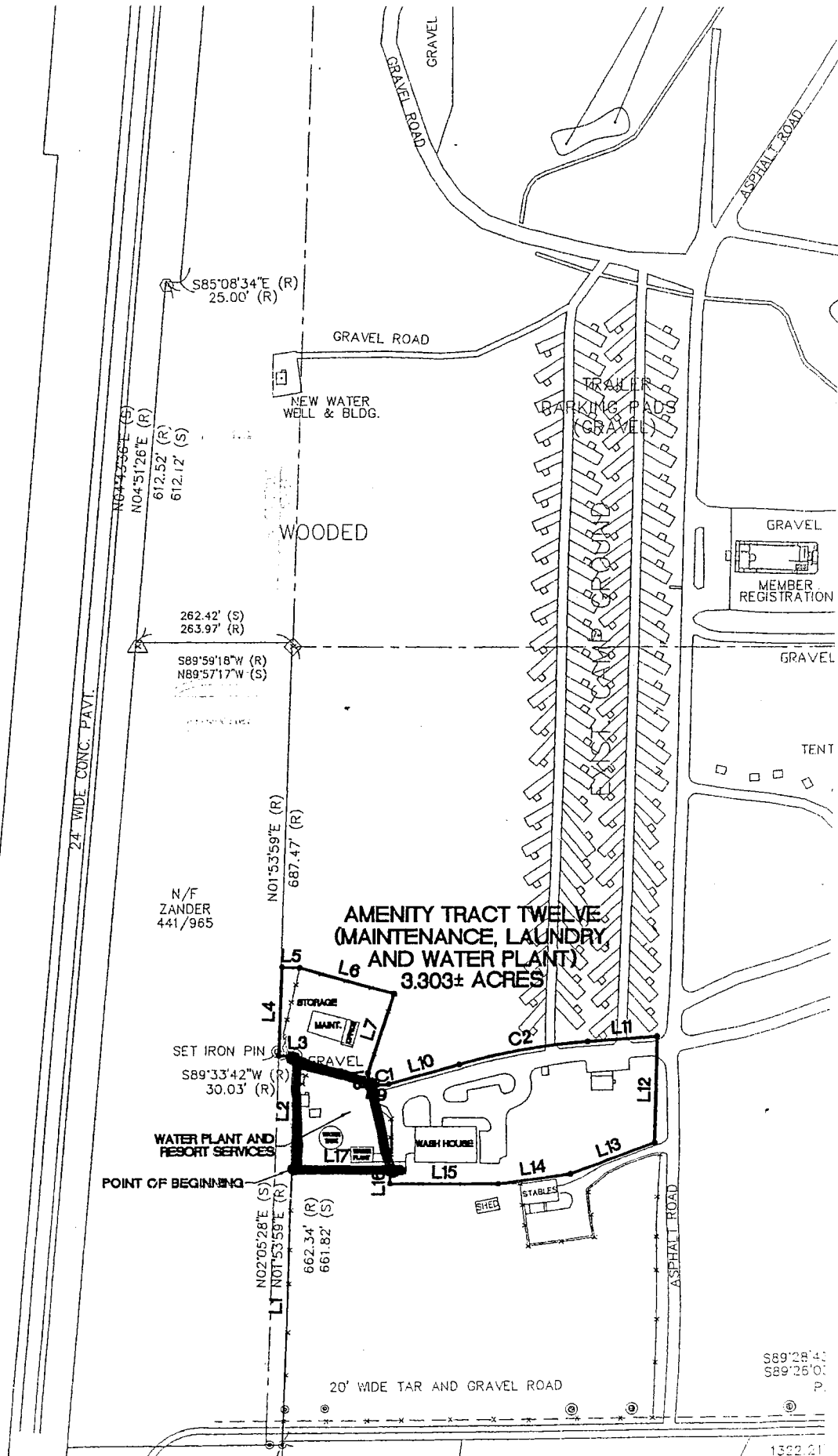
LEGAL DESCRIPTION TO FOLLOW



# MODIFIED AL

## PLAT OF AMENITY TRACT TWELVE (M

LEGAL DESCRIPTION TO FOLLOW



S89°28'41"  
S89°36'00"