

O'Hare Modernization Program Office

MEMORANDUM

To:

Kate Hili (United Airlines/TOP Committee)

Jeff Benvegnu (American Airlines/Financial Working Group)
Joe Gabbert (Airline Parties Construction Representative/APCR)

From:

Elliott Black

Date:

April 14, 2003

Subject:

Distribution List

The enclosed package has been distributed as follows:

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O'Hare Modernization Program Office

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City of Chicago Richard M. Daley, Mayor

Department of Aviation

Thomas R. Walker Commissioner

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VIA FEDERAL EXPRESS

April 14, 2003

Mike Anastas Regional Director, Properties and Facilities 1030 Delta Boulevard, Dept. 877 4th Floor Administration Building Hartsfield Atlanta International Airport Atlanta, GA 30320

Subject: Chicago O'Hare International Airport

O'Hare Modernization Program

Dear Mr. Anastas:

We appreciated the opportunity to talk with those of the airline representatives who were able to join us (either in person or by telephone) this past Tuesday, April 8th. In that meeting we discussed several follow-up items, which we have enclosed for your informational purposes.

The City of Chicago has formally submitted its Section 8.06 requests to the Chair of the TOP Committee today, with a copy delivered, as usual, to the Airline Parties Construction Representative (APCR) for full distribution to all Airline Parties.

This package, by contrast, is being transmitted directly to all Airline Parties for informational purposes, and includes the following items:

- 1. Summary of the benefits of the bond refinancings already undertaken by the City of Chicago, in 2002.
- 2. Summary of 2002 actual and 2003 year-over-year enplanement levels, compared to the forecast assumption reflected in the proposed funding package (i.e., lower growth rates than assumed in the FAA's Terminal Area Forecast).
- 3. Revised "PFC Commitment" table through 2020. We have confirmed that:
 - there has not yet been a ruling from FAA regarding any increase in the administrative fee,
 - the Gary/Chicago PFC commitment from O'Hare for 2003 is correct,
 - the compact has no established expiration date (accordingly the PFC payments to Gary/Chicago have been extended through 2020), and
 - the reason there is no "spike" reflecting PFC bond—coverage requirements is that the coverage is provided as a result of PFCs collected and used for pay-as-you-go projects, and no additional coverage needs to be collected.

In response to the question regarding the status of projects in the City's PFC





All Airline Parties received identical letters. Complete distribution list on file. All attachments transmitted are attached hereto, except for the executed JAWA agreement.

Mike Anastas Delta Air Lines April 14, 2003 page 2 of 3

PEPARTMENT OF AVIATION

applications and amendments, we are providing a copy of the most recent quarterly report, which shows all projects organized by application. This report was originally transmitted to all domestic signatory airlines on January 31, 2003. Although you will see some projects that still have "Impose-only" authority (such as those associated with the World Gateway Program), the City has not sought "Impose-and-Use" authority for those projects because the City does not intend to use PFCs for those projects, having redirected its PFCs to the OMP.

- 4. A "Net Signatory Airline Requirement" table through 2020, showing:
 - the aggregate net airline requirement after the proposed refundings/ restructurings and new money bond issues,
 - a cost per enplanement calculation, and
 - the projected debt service associated with the PFC double-barrel bonds, below the line so that the airlines can conduct any additional risk assessment desired.

These figures are all based on fully escalated capital costs, inclusive of capitalized interest and coverage requirements.

We have also provided a comprehensive assumption sheet, addressing the issues we discussed (i.e., all funding sources, AIP Entitlement and Discretionary assumptions, interest rates and bond insurance, etc.), along with a memo from Fullerton & Friar on historic bond insurance rates.

We have confirmed the reason for the discrepancy in the Existing Footage rate. The exhibit previously provided reflected a number of adjustments, including the near-term savings associated with the proposed refundings/restructurings. For clarity, therefore, in the new table we now show both 2003 as budgeted and 2003 reflecting the proposed adjustments.

Finally, we have provided the detailed backup to the estimated O&M expense impacts.

- 5. The form of revised MII certificates, along with a summary table comparing the 8.06 ballots (which are divided between GARBs and PFC double-barrel bonds) and the revised MII certificates.
- 6. Detailed assumptions regarding the allocation among CRCs of the bond series to be refunded/restructured, along with a memo from Fullerton & Friar.
- 7. A fully executed copy of the agreements between the City of Chicago and the Northwest Suburban Municipal Joint Action Water Agency (NSMJAWA).

Mike Anastas Delta Air Lines April 14, 2003 page 3 of 3

Thank you again for your time and attention to this important matter, and we look forward to your ongoing participation into the future.

Sincerely,

DEPARTMENT OF AVIATION

Christopher P. Arman

Deputy Commissioner and OMP Program Director

Department of Aviation

cc: John F Harris, 1st Deputy Commissioner and OMP Project Executive Thomas R. Walker, Commissioner



Chicago O'Hare International Airport Prior Refundings and Summary of Savings Previously Achieved

- In 2002, the City of Chicago issued Series 2002A GARBs that did the following:
 - o Refunded certain outstanding fixed rate GARBs (1990A, 1990B, 1992A)
 - o Refunded some outstanding variable rate debt (1994B&C)
 - o Refunded a portion of outstanding 1992 IT Bonds
 - o Refunded outstanding Commercial Paper
- Refunding the fixed rate, variable rate and IT Bonds resulted in the following debt service savings in each of the following rates and charges years:

0	2002	\$19,586,688
0	2003	22,284,642
0	2004	22,469,518
0	2005	22,540,878
0	2006	18,098,765
0	2007	7,948,009
0	2008	7,948,722
0	2009	17,518,997
0	2010	17,996,147
0	2011	17,987,897
0	2012	17,992,122

- Total savings from 2002 2012 equals \$192,372,385
- The refunding of the outstanding Commercial Paper resulted in an increase in debt service requirements.
- The attached table shows the cumulative impact of the 2002A GARBs.

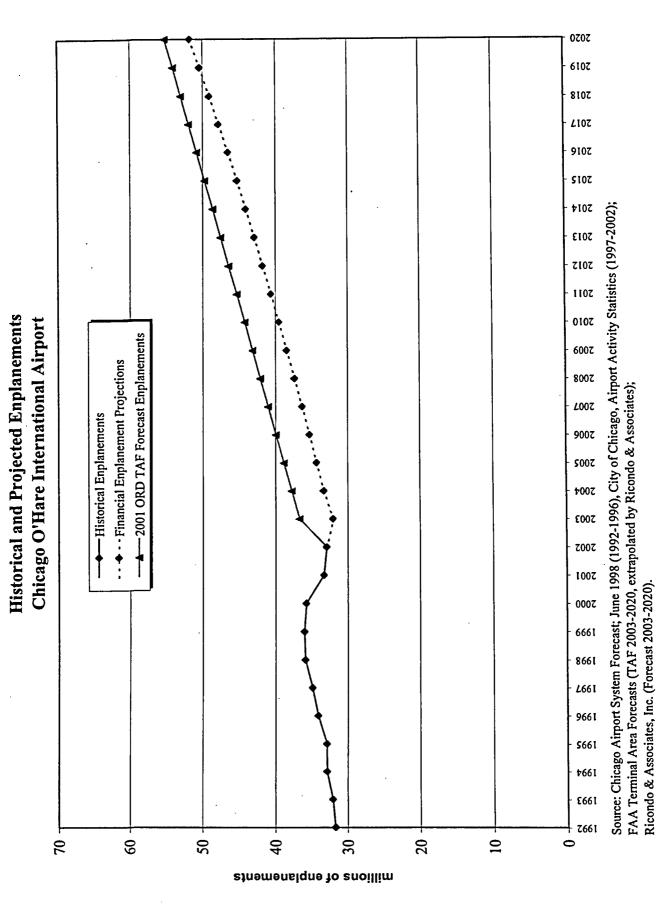
2002 A THIRD LIEN GARBs Summary of Change in Net Debt Service Requirement

D. C			Cha	inge by Compor	nent		·- -
R&C Year:	1990A	1990B	1992A	1994 B&C	1992 IT	Project CP	TOTAL
2002	(3,929,134)	(1,512,174)	(3,999,484)	(4,932,048)	(5,213,849)	4,850,669	(14,736,01
2003	(7,494,780)	(1,691,038)	(4,223,700)	(4,655,833)	(4,219,291)	6,214,380	(16,070,26
2004	(7,498,755)	(1,692,875)	(4,218,720)	(4,839,833)	(4,219,335)	6,214,380	(16,255,13
2005	(7,494,380)	(1,692,825)	(4,224,530)	(4,907,833)	(4,221,310)	6,214,380	(16,326,49
2006	(2,899,842)	(1,695,525)	(4,219,855)	(5,063,833)	(4,219,710)	6,214,380	(11,884,38
2007	494,620	(1,695,250)	(4,223,555)	1,696,167	(4,217,991)	6,214,380	(1,731,62
2008	494,620	(1,691,638)	(4,223,655)	1,696,167	(4,224,216)	6,214,380	(1,734,34
2009	(9,080,380)	(1,694,325)	(4,219,255)	1,696,167	(4,221,204)	6,214,380	(11,304,61
2010	(9,082,255)	(1,692,325)	(4,224,455)	1,696,167	(4,693,279)	6,214,380	(11,781,76
2011	(9,080,130)	(1,694,450)	(4,217,455)	1,696,167	(4,692,029)	6,214,380	(11,773,51
2012	(9,080,255)	(1,694,575)	(4,222,655)	1,696,167	(4,690,804)	6,214,380	(11,777,74
2013	2,996,870	(1,691,950)	(4,222,955)	1,696,167	(4,692,916)	6,214,380	299,59
2014	3,760,120	(1,695,825)	(4,222,155)	1,696,167	(4,691,341)	6,214,380	1,061,3
2015	5,040,120	(1,229,700)	(2,783,755)	2,131,167	(3,529,391)	7,794,380	7,422,8
2016	(7,777,080)	(122,238)	678,445	3,168,329	(755,941)	11,616,430	6,807,94
2017	9,706,158	3,417,090	10,519,266	3,047,367	(421,541)	11,166,042	37,434,38
2018	8,805,885	3,186,408	9,923,605	2,978,417	7,970,996	10,918,417	43,783,73
2019	8,799,898	3,185,558	9,920,705	2,983,604	7,968,871	10,922,342	43,780,98
2020	8,804,823	3,184,533	9,916,705	2,978,617	7,973,809	10,923,155	43,781,64
2021	8,804,223	3,183,046	9,920,743	2,978,742	7,974,659	10,919,992	43,781,40
2022	8,805,423	3,185,471	9,920,918	2,982,767	7,972,534	10,917,992	43,785,10
2023	8,804,560	3,182,046	9,918,830	2,980,904	7,968,709	10,928,617	43,783,66
2024	8,806,573	3,185,783	9,916,874	2,981,629	7,975,015	10,916,186	43,782,0
2025	8,801,923	3,183,339	9,921,374	2,981,710	7,971,003	10,923,867	43,783,2°
2026	8,805,073	3,184,714	9,920,987	2,980,879	7,971,403	10,919,511	43,782,50
2027	8,804,679	3,189,371	9,919,905	2,978,867	7,975,140	10,917,580	43,785,54
2028	8,804,935	3,181,771	9,917,055	2,980,404	7,971,140	10,926,730	43,782,0
2029	8,804,767	3,187,183	9,921,362	2,979,954	7,968,865	10,920,080	43,782,21
2030	8,808,098	3,184,533	9,921,212	2,982,248	7,972,240	10,917,092	43,785,42
2031	(186,264)	(67,982)	(208,088)	(188,619)	(504,233)	(694,189)	(1,849,37
2032			·				
	63,350,120	21,566,151	82,503,720	36,076,934	40,206,004	251,277,456	494,980,38

Enplanement Assumptions for Financial Planning Purposes O'Hare International Airport

- Calendar Year 2001 Total Enplanements = 33.3 million
- Calendar Year 2002 Total Enplanements = 32.9 million
- January and February 2002 Total Enplanements = 4.4 million
- January and February 2003 Total Enplanements = 4.9 million (11.4 percent above previous year same period)
- Calendar Year 2002 actual enplanements exceed Calendar Year 2003 Forecast

Year	T-1-1 F-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1	Compound Annual Growth Rate (2003-	Compound Annual Growth Rate (2003- 2018)
(CY)	Total Enplanements	2008)	2010)
2003	31,995,773 (lower than CY02 actual)		
2004	33,310,203		
2005	34,276,199		
2006	35,270,209		
2007	36,293,045		
2008	37,345,543	3.1%	
2009	38,428,564		<u> </u>
2010	39,504,564		
2011	40,610,691		
2012	41,747,791		
2013	42,916,729		
2014	44,118,397		
2015	45,309,594		
2016	46,532,953		
2017	47,789,343		
2018	49,079,655		2.9%



Prepared by Ricondo & Associates, Inc.

PFC SOURCES AND USES OF FUNDS	PFC Bond Coverage: 1.10x	erage: 1.10x											
OMP Phase 1	2003	2004	2002	2008	2007	2008	2009	2010	2011	2012	2013	2014	2015
Enplanement Assumptions:	32,000	33,300	34,300	35,300	36,300	37,300	38,400	39,500	40,600	41,700	42,900	44,100	45,300
											100000000000000000000000000000000000000		2 5 to 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5
据下的现在分词形式的对抗性 (Tanaka Manaka		*	2. 经股份的 电电路	24									
	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
PFC PAYG Beginning PFC PAYG Balance:	108,300	104,055	82,707	11,016	0	0	0	9,653	23,914	42,840	65,744	92,244	123,737
Phus: Receipts PFC Receipts: Interest Earnings on PFC PAYG Funds:	118,102 8,657	122,900 5,047	126,591 3,583	130,282 686	133,972 231	137,663	141,723	145,783 920	149,842 1,648	153,902 2,529	158,331 3,548	162,760 4,759	167,189 7,186
Total Receipts:	126,760	127,948	130,174	130,968	134,203	137,948	142,094	146,702	151,490	156,431	161,879	167,519	174,375
Less: PFC Expenditures First Lien PFC Bond Net Debt Service: Second Lien PFC Bond Net Debt Service: GARB Debt Service Allocation: Gary-Chicago Airport Authority:	(24,094) (24,794) (5,367) (1,772)	(24,094) (46,615) (5,467) (1,844)	(24,095) (49,413) (6,099) (1,899)	(24,093) (49,410) (7,202) (1,954)	(24.093) (49.402) (7.852) (2,010)	(24,096) (49,411) (6,790) (2,065)	(24,095) (49,418) (5,540) (2,126)	(24,093) (49,409) (5,490) (2,187)	(24,097) (49,402) (5,557) (2,248)	(24,093) (49,409) (6,455) (2,309)	(24,093) (49,416) (8,234) (2,375)	(24,093) (49,412) (8,818) (2,441)	(49,410) (8,088) (2,508)
Transfer to Reserve to Cover "Gap": Future PFC Bond Debt Service:	(12,000) (2,353)	(15,000) (7,752)	(38,218)	(41,483)	(44,843)	(48,186)	(51,261)	(51,261)	(51,261)	(51,261)	(51,261)	(51,261)	(51,261)
Total PFC Commitments:	(70,380)	(100,772)	(119,724)	(124,142)	(128,200)	(130,548)	(132,441)	(132,441)	(132,565)	(133,527)	(135,379)	(136,026)	(111,267)
Current Period PFCs Available For Design/Construction:	26,380	27,176	10,450	6,826	6,004	7,400	9,653	14,261	18,926	22,904	26,500	31,493	63,108
Remaining PFCs Available For Design/Construction:	164,680	131,231	93,157	17,842	6,004	7,400	9,653	23,914	42,840	65,744	92,244	123,737	186,844
Less: Design/Construction Expenditures CIP Projects: WGP Projects:	(8,522) (52,103)	(25,509)	(75,000)	. (12,268)	, AOO 4)	7 400							
OMP Projects: Noise Projects:		(23,014)	(1,142)	(5)(5)	(mania)	(2004)							
Total Design/Construction Expenditures:	(60,625)	(48,523)	(82,142)	(17,842)	(6,004)	(7,400)	٠						;
Ending PFC PAYG Balance:	104,055	82,707	11,016	0	0	0	9,653	23,914	42,840	65,744	92,244	123,737	186,844

04/09/03-2:16:07 PM

Chicago O'Hare International Airport

(222,535) (289,129) (846,567) (120,491) (41,334) (27,000) (797,972) 758,969 (2,122,494)3,159,164 PFC Bond Coverage: 1.10x 2,879,463 TOTAL TOTAL (44,276) (5,847) (2,868) (104,253)642,734 191,204 24,721 215,925 111,672 531,062 51,807 2020 2020 (44,271) (5,847) (2,792) 531,062 (51,261) 531,062 186,142 20,425 102,396 (104,172) 50,435 206,567 428,666 2019 2019 (44,279) (5,847) (2,718) 428,666 (51,261)(104,106) 181,213 16,487 93,595 428,666 197,701 49,100 335,071 (49,407) (7,259) (2,646) (110,574) 335,071 (51,261) 78,729 176,415 12,887 335,071 47,800 2017 171,618 9,859 (49,412) (8,731) (2,574) (51,261) 256,342 (111,979)46,500 181,477 2016 2016 Current Period PFCs Available For Design/Construction: Remaining PFCs Available For Design/Construction: Less: PFC Expenditures...
First Lien PFC Bond Net Debt Service:
Second Lien PFC Bond Net Debt Service:
GARB Debt Service Allocation:
Gary-Chicago Afrort Authority:
Transfer to Reserve to Cover "Gap":
Future PFC Bond Debt Service: Plus: Receipts...
PFC Receipts:
Interest Earnings on PFC PAYG Funds: Less: Design/Construction Expenditures... Total Design/Construction Expenditures: PFC SOURCES AND USES OF FUNDS OMP Phase 1 Beginning PFC PAYG Balance: Ending PFC PAYG Balance: Enplanement Assumptions: Fotal PFC Commitments: CIP Projects: WGP Projects: OMP Projects: Noise Projects: Total Receipts: PFC PAYG

4TH QUARTER 2002

UNAUDITED

CITY OF CHICAGO - DEPARTMENT OF AVIATION CHICAGO O'HARE INTERNATIONAL AIRPORT

PFC QUARTERLY STATUS REPORT - REVENUES AND EXPENDITURES

	CURRENT QUARTER	CUMULATIVE
PFC Revenue Received	\$37,258,297	\$844,465,493
Interest Earned	\$422,377	\$37,334,682
Total - PFC Revenue Received	\$37,680,674	\$881,800,175
Expenditures on Approved PFC Projects	\$18,245,765	\$771,277,443

^{*} Expenditures of Passenger Facility Charge Revenue Bond Proceeds are included in Attachment A and B.

CITY OF CHICAGO - DEPARTMENT OF AVIATION CHICAGO O'HARE INTERNATIONAL AIRPORT PFC QUARTERLY REPORT - PROJECT ACTIVITY

\$1,655,577,696	\$1,228,917,970	341,648,616	612,081			TOTAL APPLICATION NO. 93-01-C-00-ORD	•
2,82,151							
2,782,151						Koadway- Zemker olemen mijn overreina	15-07
	5,000,000	1,673,488		DEC-00	JUN-98	TOX TIMES FIRE STORY EXPERIMENT	- R-1
5,818,288	2,550,480	2,080,671	¥	DEC-06	- PG-98	TOTAL PROPERTY STATE INCIDENTS	272
120	285,810	1,287		DEC-99	S6-NOF	HAR Domestic Hot Water Convenient Replacement	10.7
				J	CANCELLED	Heating & Refrigeration Emergency Turbine Generators	10.51
0	000,000,611	204,681		007-06	96-NU	Terminal #2 & #3 Upper Level & Elevator Extension	TA58
115 100 000	100,000	101,000		600	Se-NO	Terminal #3 Upgrade	1
92 310 000	97 110 000	200 200		001-96	JUX-98	Terminal #2 Upgrade	TA-LA
67 310 000	67 110 000				CANCELLED	Voluntary Acquisition(80LDN)	NP-75
	0) - 10-90	SEP-9/	Taxiway-9R/27L Rehab	AF-27d°
16.412.022	11,422,031	11.422.031		DEC-98	JUN-98	Taxiway-4R/22L Rehab	AF-24°
11,500,000	10.244.029	10 365 014			16-1 VIII	Taxiway-14R/32L Rehab	AF-23*
28,336,885	18,285,151	18.285.196		DEC-97	3EF-96	Taxiway-9L/27R Rehab	AF-22*
9,740,195	2,367,810	836,054		SED-07		Taxiway-Inner Bridge Rehab	AF-20*
11,878,354	10,000,000	10,292,664	•	DECLOR		Airfield Drainage Improvements	AF-18*
221,233,376	216,728,032	3,251,994	1.975	001	96-NO	Taxiway North/South Rehab	AF-16"
6,574,981	5,879,929	6.331,960		001.99		Terminal Apron Pavement Rehab	AF-13*
117,002,874	115,400,000	14,088,539	;	DEC 55	11 N 00	Taxiway 14L/32R Rehabilitation	AF-09*
29,139,623	25,000,000	19,741,307	816	DEC 44	ACD-08	Concourse G Upgrade	1A-16
81,035,297	89,320,309	36,405,125	44,977	APR-02	112.97	Concourse E/F Upgrade	TA-SAA
120,000,000	8,000,000	11,583,671	182,992	JUN-03	11N-97	Roadway- Hangar Area Lighting	15-71
3,736,314	3,736,314	3,736,314		AUG-97	FOX-94	Taxiway-Hangar Alley Rehabiination	AF-12
10,090,109	10,089,594	10,090,109		NOV-96	111.06	Runway 9R/27L Rehabilitation	AF-11"
12,316,000	10,102,389	12,316,000		ALC: SE	25.96	Roadway Overlay- Lower Level	TS-58
9,636,522	10,000,000	9,636,522	•	00170	- CA-62	Radio Alarm Call Box	TA-35'
927,534	891,470	891,470		OCT-95	CE-1 VI	Airport Rescue & Firefighting(ARFF) Burn PK	AF-27C*
14,022,319	14,530,626	13,231,304	10.355	20.00	CR-93-1	Permanent Noise Monkoring	NP-72
3,947,164	3,900,000	3,947,164		APR-W	JUC-94	Hold Pad-Scenic (NEW)	AF-17*
61,233,174	36.979.218	27 252 064		001-92	NOV-90	International Terminal	7.43
392,412,392	194.319.440	49.910.558	646,183	DEC-02	JUN-93	Formulation Costs	P. 5
39,522,970	39.522.970	28 471 430	247 626	JAN-94	FEB-93	H&R Utility Ring Tunnel Drain Sys Evaluation	1
26,828	5.699	5.628		AFX-96	JON-94	H&R Utility Ring Tunnel Sealing Implementation	TA.38
902,822	510.213	510.212	20,000	JUN-05	JUN-93	Heating & Refrigeration (H&R) Chilled Water Study Impl	10 S
57.113.092	33 032 751	5 229 714		OCT-94	OCT-93	Airport Rescueifirefighting (ARFF) Station	10.00
4.421.071	4 144 077	1048 677		AUG-94	MAR-94	Bardoing Office Renovation	
448 604	35,351	162.60		DEC-97	JUN-95	Potenda Wall Rehabilitation	17.
59.351	59 352	121.03		SEP-95	. MAY-95	Pasidential Survey	NP-75
42 388	42,000	200,830		MAR-96	SE-NOF	School South Humanion Online I Institution/ PA/75L DNYPurchase Assurance)	NP-74
486.857	34,073,000	10,832,608		DEC-01	JUN-92	THA Cargor Aprox Contractors	AF-70a
72 807 907	5,417,267	5,411,266		SEP-93	DEC-92	Althor Lighting Cabre Representation	AF-26*
	240,550	548,334	•	NOV-95		Cargo (united Roadway resources)	AF-25
21,273	217.185	545,938	32,442	JUN-96	JUN-95	Hold Pad Runway ax	AF-14.
14,306,11	6,105,139	3,554,821		NOV-94	001-93	ATCT Lighting Panel	¥£-06.
\$3,339,183		3,339,193		AUG-97	JUN-95		
						Application No. 93-01-C-00-ORD	
						HEREFERENCE FOR THE PROPERTY OF THE PROPERTY O	
•					31201	PROJECT DESCRIPTION	80
EST COST	APPROVED	CUMULATIVE	EXPENDITURES OUARTER CUI	SCHEDULE	SCH		PROJECT
CURRENT		C	PFC	CONSTRUCTION	CONST		

TOTAL APPLICATION NO. 93-01-C-00-ORD

CITY OF CHICAGO - DEPARTMENT OF AVIATION CHICAGO O'HARE INTERNATIONAL AIRPORT PFC QUARTERLY REPORT - PROJECT ACTIVITY

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NO. PROJECT DESCRIPTION	START	COMPLETE	QUARTER CUMULATIVE	APPROVED	EST COST
Application No. 96-05-C-00-ORD					
	AUG-92	нау-93		\$1,165,657	\$2,368,027
H0110 EPS pasement Connects H0111 Public Toilets Rehab	SEP-92	JAN-94		1,407,123	1,379,665
₽ -	APR-93	FEB-94	> c	4 611 777	1 611 777
	APR-93	MAR-94	.	2,635,768	4,536,500
10131-04 Additional Interior / Exterior Signage	001-94	2 5		2.110,035	2 110 034
=	NOV-91	NOV-91		1,357,276	1,357,276
	10V-90	TR-YAM	•	29,120,705	54,731,717
H0161 Safety and Security System	FEB-92	MAY-94	•	7,656,507	11,839,712
H0201-02 Guard Post # 11 Relocation	SEP-93	DEC-93	. •	1,378,369	1,516,1
	OCT-94	NOV-95	D 6	1.994.598	1.826.283
H0405 Cargo Taxiway Rehabilitation	74-NOC	OCT-01	5	3.062.573	3,062,573
••	A77.91	DEC-82	•	6,222,510	6,222,509
2	APR-92	JUL-92	. •	259,047	472,182
H0560-03 Old Mannheim Road improvements	MAY-91	10L-93		20,750,921	20,631,645
	H-YAM	SEP-93		15 261 283	17 274 581
	APR-91	SEP-93	•	5.031.892	14.200.567
H0585 ATS Station in Leminary Power - South Vault	APR-92	MAR-93	0	573,941	1,011,012
	JUL-92	NOV-92		787,217	1,538,845
	SEP-91	JUN-92		781719	750 218
H0645 Centerline Lights for 27R High Speed Taxiway	JUN-92	MAY-93	0	139,183	280,616
2	APR-93	OCT-93	. 0	8,810,951	18,153,140
	JUN-93	DEC-93	- C	1,161,430	3,700,756
HOTOR Service Water System	AUG-91	OCT-92		1,026,709	1,026,709
	JAN-95	DEC-95	0	7,741,499	7,660,317
	JAN-95	OCT-06	• •	6,203,504	5,508,931
	#1.41-96	NOV-DA	1.824.939	21.965.000	21.965.000
Hands North - South Pumping Stations and Tunnels	SEP-\$4	MAY-95	0	1,773,099	1,653,833
	OCT-93	AUG-94	•	654,798	1,240,195
	MAY-95	JUL-95		4,424,720	3,565,982
2	JAN-95	AUG-85	.	1,450,550	1 155 058
	Aug-96	FEB-97	2,993,027	2,993,028	3.050.336
H7042 HTW (High Temp. Water) Systems Improvements	OCT-97	JUL-01	3,655,737	6,775,939	7,925,080
	96-NUC	96-YON	9,057,223	8,818,730	10,171,958
	NOV-96	AUG-97	2,571,106	2,571,107	2,571,106
	AUG-96	JUN-97	240,434	240,435	240,435
	>EP-96	DEC-98	1,865,703	3,773,939	4,40,000
Had21 Acquisition of 100 Foot Tower Ladder Vehicle	NOV-95	DEC-96	683,706	683,707	683,706
	JUN-92	DEC-01	3,302,112	81,704,950	81,704,950
	LCX-96	DEC-01	279,896	179,513,603	179,513,603

CITY OF CHICAGO - DEPARTMENT OF AVIATION CHICAGO O'HARE INTERNATIONAL ARPORT PFC QUARTERLY REPORT - PROJECT ACTIVITY

Application No. 98-07-C-00-ORD Upgrade WCAD to Windows Nf Platform D Badging System Upgrade Guard Post 2 - Site Improvements Authorat Teasts System (Aris Improvements Runwary 4/2721. Rehabilitation Security Enhancements at Former Military Base Additional School Soundproofing Adquisition of 1997 Equipment Application No. 01-12-C-00-ORD Application No. 01-12-C-00-ORD (Confd)	PROJECT	PROJECT DESCRIPTION	CONSTRUCTION SCHEDULE START COMPLETE OUAR	CONSTRUCTION SCHEDULE START COMPLETE	()
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Guard Post 2: Sits Improvements Airport Transit System (ATS) Improvements Airport Transit System (ATS) Improvements Airport Transit System (ATS) Improvements Acquisition from Military Bases Aux 9: Security Enhancements at Former Military Bases Aux 9: Security Enhancements at Former Military Base Aux 9: Security Enhanced Soundproofing Acquisition on 1:917 Equipment Additional School Soundproofing Aux APPLICATION NO. 98-97 C-90-ORD Application No. 01:12-C-90-ORD Application		pgrade VCAD to Windows NT Platform	•	86-AON 86-AON	
Rumery ARZIZ Rehabilitation Rumery HZZZR Rehabilitation Rumery HZZZR Rehabilitation Security Ehancements at Former Military Base Acquisition of 1997 Equipment Additional School Soundproofing Acquisition of 1997 Equipment Application No. 01-12-C-00-ORD Application No. 01-12-C-00	ຄ =	Dadging System Upgrade uard Post 2 - Site Improvements		DEC-97	٠
Additional School Soundproeling Security Enhancements at Former Military Base Security Enhancements at Former Military Base Additional School Soundproeling Application No. 01-12-C-00-ORD Allibary Size Acquisition Fermulation Oil Separators 1,2,3 Rehabilitation Occopate Maxies Cauling Occopate Maxies Cauling Occopate Maxies Cauling Occopate Maxies Cauling Occopate Maxies Function Occopate Maxies Function Occopate Maxies Rehabilitation Oil Taxies Separators 1,2,4 Rehabilitation Oil Taxies Proceed Station Escalation Oil Taxies Proceed Station Escalation Oil Taxies Proceed Station Control Oil Maxies Function Oil Taxies Occopate Viprates Occipate Occipate Viprates Occipate Occipate Viprates Occipate Occipate Viprates Occipate Occipate Occipate Viprates Occipate Occi		Irport Transk System (ATS) Improvements	-	OCT-98	
Acquisition School Soundprofiling Acquisition of 1997 Equipment Acquisition No. 01-12-C-00-ORD Application No. 01-12-C-00-ORD Shoulder Rehabilitation - Runway 4R722L & 9L727R Application No. 01-12-C-00-ORD Shoulder Rehabilitation - Runway 4R722L & 9L727R ATS Remote Parking Los Station Gary - Perimeter Fencing Terminal Exercise Computer Training System Concessed Audiciden Terminal Exercise Computer Training System Concessed Station Excession Terminal Terminal Tervition Explanment Terminal Tervition Control Concessed Station Excession Terminal Tervition Control Concessed Station Excession Aux - Au		unway 4U22R Rehabilitation		NOV-97	
Acquisitional School Soundproofling Acquisition of 1997 Equipment Application No. 01-12-C-00-ORD Shoulder Rehabilitation - Runway 4R/22L & 9L/27R A15 Remote Parking Los Station Purchase Two New A15 Care Purchase Two New A15 Care Auto-95 Military Site Acquisition Formulation QG1-95 Military Site Acquisition Formulation Gary - Feat T-Hangar Area Site Work Gary - Stati T-Hangar Area Site Work Gary - Exert T-Hangar Area Sit		ecurity Enhancements at Former Military 6459	11 N.97	DEC-01	
Application No. 01-12-C-00-ORD Application No. 01-12-C-00-ORD Seboulder Rehabilitation - Runway 4RVZZL & 9LZTR ATS Remote Parking Lot Station Purchase Two New ATS Care Purchase Two New ATS Care Purchase Two New ATS Care Cargo Tunnel Structural Reposits Military Site Acquisition formulation Oil Separation 1-2,3 Rehabilitation Terminal Renovation Program Automated Weather Observation System (AWOS) Concession Area Public Space Buildout Concession Computer Obgrade ATS whiches Acquisition (12-24) ATS Weather Service Public Space Buildout Concession Area Councess Buildout Concession Area Counces Buildout Concession	97	additional School Soundproofing	MAR-97	DEC-97	
Application No. 01-12-C-00-ORD Application No. 01-12-C-00-ORD Shoulder Rehabilitation - Runway 4R/22L & 9L/27R ATS Remote Parking Lot Station Purchase Two New ATS Care Cargo Tumens Structure Repairs Mittary Site Acquisition Formulation Purchase Two New ATS Care Mittary Site Acquisition Formulation Gary - Peat I - Cargo Assa Site Work Gary - East T-Hangar Area Site Work Concourse F Estenation Concession Area Public Space Buildout Concourse F Estenation ALIG-90 ALIG-90		OTAL APPLICATION NO. 98-07-C-00-ORD			11
ATS Remote Parking Lot Station Purchase Two New ATS Care Cargo Tunnel Structural Repairs Multary Site Acquisition of Fromulation Oil Separators 1,2,3 Renabilitation Gary - Perimeter Fericing Gary - Bear 14-tangar Area Site Work Gary - East 14-tangar Area Site Work Gary - East 14-tangar Area Site Work Terminal Renovation Program Automated Weather Observation System (AWOS) Automated Weather Observation System (AWOS) General Aviation Agron Overlay Expansion Literactive Computer Takining System Concourse F Extension Concession Area Public Space Bildout Concession Area Public Space Bildout Terminal # Airside Connection and Infill ATS Bidge Concession Area Public Space Bildout Tarminal # Airside Connection of Infill ATS - Vehicles Acquisition Formulation Of Tax System (AWOS) AND Addison Concession Area Public Space Bildout Tarminal 1 Envator Expansion AND Addison Upper Level Roadway Deck Rehabilitation Formulation Of ATS - Vehicles Acquisition (Phase # Oct-99 Concession Area Public Space Bildout AND Addison Upper Level Roadway Deck Rehabilitation Formulation Of Tax System (Callity Order Station Excalator ATS - Vehicles Acquisition (Phase # Oct-99 Concession Area Public Space Bildout AND Addison Order Rehabilitation Formulation Order Rehabilitation Order Order Concession Rehabilitation Order Rehab		pplication No. 01-12-C-00-ORD			
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Eurochase Two New Als Caris Military Site Acquisition Frontalition Gary - Furchase Stretchard Repeirs Oil Separators 1,2,3 Rehabilitation Gary - Ste Acquisition Froing Gary - Mortinater Fenching Gary - Mortinater Fenching Gary - Apron Descing Fecility Gary - Ste T-Hangar Avea Site Work Gary - Apron Descing Fecility Gary - Ste T-Hangar Avea Site Work Terminal Renovation Program Automated Weather Observation System Concessive Extension Or T-98 Concessive Extension Automated Weather Observation System Concessive Extension Concessive Extension Tarinal #1 Alraide Connection and Infill OT T-1 ATS Bridge Concessive Extension Automated Weather Observation Concessive Extension Automated Weather Observation Concessive Extension Terminal #1 Alraide Connection and Infill AUG-00 COT-98 Concessive Extension Automated Weather Observation Au		NTS Remote Parking Lot Station	JUN-91	JUL-93	
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Oil Septerators 1,2,3 Rehabilitation Gary - Perimeter Fencing Gary - Seat 1-Hengar Area Site Work Gary - Apron Delcing Facility Gary - Apron Delcing Facility Gary - East 1-Hengar Area Site Work Automated Weather Observation System (AWOS) Automated Weather Observation System (AWOS) Automated Weather Observation System (AWOS) Automated Weather Observation System Automated Weather Observation System Automated Weather Observation System Concession Area Public Space Buildout Ot Terminal 1 Ariale Connection and Infili Ot Terminal 1 Ariale Connection Ot Terminal 1 Ariale Other Rehabilitation Ot Terminal 1 Ariale Terminal Other Rehabilitation Ot Terminal 1 Ariale Terminal Other Soundproofing Other Terminal 1 Ariale Terminal Option Other O		Alitary Site Acquisition Formulation	JAN-94	DEC-00	
Gary - Wast Air Cargo Area Site Work Gary - Apron Delcing Facility Gary - East T-Hangar Area Site Work Gary - East T-Hangar Area Site Work Terminal Renovation Program Automated Weather Observation System (AWOS) Automated Weather Observation System Automated Weather Observation System Automated Weather Observation System Concession Area Public Space Buildout Or Terminal at Airside Connection and Infili Or Terminal at Airside Connection and Infili Or Terminal at Chevator Expansion Automated Station Equipment Terminal 1 Elevator Expansion Automated Station Escalator Arts Airside Acquisition (3) Ant Caddison Or Terminal 1 Elevator Expansion Automated Station Escalator Arts Airside Formulation Automated Station Escalator Arts Airside Formulation Taxiway "T' Extension Rhabilitation Phase 8 Automated Station Escalator Small Basin Stormweter Cuality Netlands Riocation Small Basin Stormweter Cuality Runway 146/32L Rehabilitation Taxiway "T' Extension Rhabilitation Taxiway "T' Extension Rhabilitation Apron Pavement Rehabilitation Taxiway "T' Extension System Taxiway Basin Soundproofing Arts Vehicles Acquisition 12Cars) Bessie Coleman Bridge Rehabilitation Arts Vehicles Acquisition 12Cars Oct-98 Arts Vehicles Acquisition 1		Dil Separators 1,2,3 Rehabilitation	AUG-96	NOC-96	
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Automated Weather Observation System (AWOS) General Aviation Apron Overlay/Expansion Interactive Computer Training System Concourse F Extension Terminal 21 Auxilide Connection and Infili T. ATS Bridge Concession Area Public Space Buildout Blast Mitigation - Glass Coaling Security Checkpoint Equipment Terminal 1 Elevator Expansion AMC Addition Upper Lavel Roadway Deck Rehabilitation ATS - Vehicles Acquisition (2) ATS ennote Station Escalator ATS MARA Computer Upgrade Landside Formulation ATS MARA Computer Quality ATS MARA Computer Upgrade Landside Formulation ATS MARA Computer Upgrade Landside Formulation ATS MARA Computer Quality AND APR 401 AT Survey TY Extension Rehabilitation Apr 401 AND		Gary - East 1-mariger Aues Green Ferminal Renovation Program	86-AVW	DEC-99	
General Aviation Apron Overlay/Expansion Interactive Computer Training System Concourse F Extension Concession Avea Public Space Buildout AUG-00 T arminal # Akraide Connection and Infill AUG-00 Concession Avea Public Space Buildout AUG-00 DOT-99 Concession Avea Public Space Buildout AUG-00 DOT-99 Aug-09	_	Automated Weather Observation System (AWOS)	MAY-98	DEC-99	
Concourse F Extension Tarminal #1 Altrside Connection and Infill AUG-00 Tarminal #1 Altrside Connection and Infill AUG-01 AUG-02 Concession Area Public Space Buildout AUG-09 Concession General Gener	•	General Aviation Apron Overlay/Expansion	MAR-99	DEC-02	
Terminal # Akraide Connection and Infili AJC-201 To ATS Bridge Concession Area Public Space Buildout Blast Mitigation - Glass Costing Security Chechpoint Equipment Terminal Televator Expansion AMC Addision ATS - Vehiclas Acquisition (3) ATS Remote Station Escalator ATS MIRA Computer Upgrade Landside Formulation ATS - Vehiclas Acquisition (3) ATS MIRA Computer Upgrade Landside Formulation AND MIRA Computer Upgrade Wetlands Raiocation FEB-01 MAR-99 MAR-99 MAR-99 MAR-99 MAR-99 MAR-90 MAR-91 AUG-00 APR-01		Concourse F Extension	AUG-00	JAN-03	
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Upper Lavel Roadway Deck Rehabilitation ATS Remote Station Exculator ATS MIRA Computer Upgrade Landside Formulation Bessie Coleman Orive Rehabilitation Small Basin Stormweter Quality Wellands Relocation Small Basin Stormweter Quality Runway 14R932L Rehabilitation Taxiway "T" Extension Rehabilitation Taxiway "T" Extension Rehabilitation Taxiway "T" Extension Service Plantoms at H&R Plant Equipment Service Plantoms at H&R Plant GA Apron Pavement Rehabilitation GA Apron Pavement Rehabilitation H&R Formulation GA Apron Pavement Rehabilitation GA Apron Pavement Rehabilitation MINTH Home Soundproofling ATS Vehicles Acquisition (13Casrs) Bessie Coleman Bridge Rehabilitation Runway 9L/27R Rehabilitation Perimeter Intrusion Detection System Taxiway B Rehabilitation at C3CC4 Phase it Alport Master Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Cont'd) Sonw Removal Equipment JAN-97	H1074	AMC Addition	JUL-99	001-00	
ATS - Vehicles Acquistion (1) ATS Remote Station Excitator ATS Remote Station Excitator ATS Remote Station Excitator ATS Remote Station Excitator Bassie Coleman Drive Rehabilitation • Phase N Wellands Relocation Small Basin Stormweiter Quality Runway 14R/32L Rehabilitation Taxiway "Y" Rehabilitation Taxiway "Y" Rehabilitation Taxiway "Y" Rehabilitation Equipment Service Platforms at H&R Plant Equipment Service Plant Equipment Service Plant Equipment Service Platforms at H&R Plant Equipment Service Plant	H5035	Upper Level Roadway Deck Rehabilitation	FEB-01	DEC-03	
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Landside Formulation Bessie Coleman Drive Rehabilitation • Phase # Wellands Relocation Small Basin Stormwater Quality Vellands Relocation Taxiway 14R/32L Rehabilitation Taxiway 17° Extension Rehabilitation Taxiway 7° Rehabilitation Equipment Service Platforms at H&R Plant APR-01 H&R Formulation GA Apron Pavement Rehabilitation Hall Formulation GA Apron Pavement Rehabilitation Military Site Altride Fencing Acquisition of 1998 Security and Fire Equipment Soil Erosion & Sedimentation Control MDW Home Soundproofing 2° Blast Miligation • Phase ii ATS Vehicles Acquisition (12Carrs) Bessie Coleman Bridge Rahabilitation Runway 9L/37R Rahabilitation Runway 12/37R Rahabilitation Lessie Coleman Bridge Rahabilitation Runway B Rehabilitation at C3C4 Phase ii Altrort Haster Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Control) Application No. 01-12-C-00-ORD (Control) ANN-97 JAN-97 JAN-97 JAN-98 JAN-99 OCT-98 Snow Removal Equipment	H5063	ATS MIRA Computer Upgrade	MAR-99	MAY-01	
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Taxiway "Ye Extension Rehabilitation APR-03 AAR-03 Equipment Service Platforms at H&R Plant GA Apron Pavement Rehabilitation H&R Formulation GA Apron Pavement Rehabilitation Military Site Airside Fencing Military Site Airside Fencing Acquisition of 1988 Security and Fire Equipment Acquisition of 1988 Security and Fire Equipment Acquisition of 1980 APR-98 APR-98 Soil Erosion & Sedimentation Control MIDY Home Security and Fire Equipment MIDY Home Security and Fire Equipment MAR-01 MIDY Home Security and Fire Equipment AIR-01 MAR-01 M	H6057 •	Small Basin Stormwater Quality Signature 148/321 Rehabilitation	70L-98	DEC-01	
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HAR Formulation GA Apron Pavement Rehabilitation AUG-09 AUG-09 AL Aquist Fencing AL Aquist Fencing AL Aquist Fencing AL Aquist Fencing AL Aquist Formulation of 1988 Security and Fire Equipment AL Aquist Formulation Control Soil Erosion & Sedimentation Control MAR-01 ANR-01 ANR-01 ANR-01 ANR-01 ANR-01 ANR-01 ANR-01 ATS Vehicles Acquisition (12cars) Beasile Coleman Bridge Rehabilitation Lake O'Hare Capacity Enhancement AUG-00 Lake O'Hare Capacity Enhancement AUG-00 Perimeter Intrusion Detection System Taxiway 8L72TR Rehabilitation at C3/C4 Phase 8 Autport Master Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Control) ANR-01 ANR-01 ANR-01 ANR-01 ANR-01 ANR-01 ANR-01 ANR-01 ANR-01 AUG-00 A	H6077*	Taxiway "W" Kebabupaton at H&R Plant	MAY-99	JUL-00	
GA Apron Pavement Rehabilitation AUG-90 Alititary Site Alraide Fencing ALEquisition of 1988 Security and Fire Equipment ACQuisition of 1988 Security and Fire Equipment APR-98 ACQuisition of 1988 Security and Fire Equipment ANA-00 Soil Erosion & Sedimentation Control MAR-01 MAR-01 AIG-00 Blast Mitigation - Phase is ATS Vehicles Acquisition (12cars) Beasis Coleman Bridge Rahabilitation Lake O'Hare Capacity Enhancement Lake O'Hare Capacity Enhancement Frankey 9L'2TR Rahabilitation Perimeter Intrusion Detection System Frankey BL'2TR Rahabilitation at C3/C4 Phase is Alport Master Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Control) ANA-01 AN	H7060	H&R Formulation	OCT-98	DEC-01	
Military Site Auriside Fencing Acquisition of 1985 Security and Fire Equipment Acquisition of 1986 Security and Fire Equipment Soil Eroston & Sedimentation Control MDW Home Soundproofing 2. Blast Miligation - Phase 8 ATS Vehicles Acquisition (12cars) Bessie Coleman Bridge Rahabilitation Runway 9L77R Rahabilitation Runway 9L77R Rahabilitation of 12CA Perimeter Intrusion Detection System Taxitway B Rahabilitation at C3CA Phase 8 Auport Master Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Control) Snow Removal Equipment Lanco OCT-88 Snow Removal Equipment	H8035*	GA Apron Pavement Rehabilitation	AUG-00	ALIG-MOT	
Soll Eroston & Sedementation Control MDW Home Soundproofing 2 Blast Mitigation - Phase 8 2 ATS Vehicles Acquisition (12cars) Bessie Coleman Bridge Rehabilitation Lake O'Hare Capacity Enhancement Lunway 9127/7 Rehabilitation Runway 9127/7 Rehabilitation Runway 9127/7 Rehabilitation Runway 9127/7 Rehabilitation Perimeter Intrusion Detection System Tatiway B Rehabilitation at C3/C4 Phase 8 Auport Master Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Cont'd) Snow Removal Equipment LAN-DO CCT-98 Snow Removal Equipment	H8037	Military Site Airside Fencing	APR-98	OCT-98	
MDW Home Soundproofing Blast Mitigation - Phase is ATS Vehicles Acquisition (12cars) Ass Vehicles Acquisition (12cars) Bessie Coleman Bridge Rehabilitation Bessie Coleman Bridge Rehabilitation Lake O'Hare Capacity Enhancement Runway 9L/27R Rehabilitation Perimeter Intrusion Detection System Taxiway B Rehabilitation at C3/C4 Phase is Airport Master Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Conf'd) Snow Removal Equipment Lake O	H8040	Soil Erosion & Sedimentation Control	MAR-00	DEC-02	
ATS Vehicles Acquisition (12cars) ATS Vehicles Acquisition (12cars) ATS Vehicles Acquisition (12cars) Bessie Coleman Bridge Rehabilitation Late O'Hare Capacity Enhancement Runway 9L27R Rehabilitation Perimeter Intrusion Detection System Taxiway B Rehabilitation at C2C4 Phase 8 Airport Master Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Confd) Snow Removal Equipment Lanco ACT-98 Snow Removal Equipment	H8041	MDW Home Soundproofing	CANCELLED	0.000	
Bessie Coleman Bridge Rahabilitation Lake O'Hare Capacity Enhancement AUG-00 Runway 9L/2TR Rehabilitation Perimeter futrusion Detection System Taxiway B Rehabilitation at C3C4 Phase 8 Airport Master Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Confd) Snow Removal Equipment Lake O	H1071-02	ATS Vehicles Acquisition (12cars)	MAR-99	90-AON	
Lake O'Hare Capacity Emancement JUN-00 Runway 9L/27R Rehabilitation Perimeter Intrusion Detection System CANCELLED Taxiway B Rehabilitation at C3/C4 Phase 8 Airport Master Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Cont'd) Snow Removal Equipment JAN-00 JAN-00 JAN-00 CCT-98	H5067	Bessie Coleman Bridge Rehablikation	CANCELLED	OCT-92	
Perimetric Intrusion Detection System Taxiway B Rehabilitation at C3/C4 Phase B Airport Haster Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Confd) Snow Removal Equipment	H6053 *	Lake O'Hare Capacity Emission	OO-NOL	SEP-00	
Taxiway B Rehabilitation at C3/C4 CATCELLED Phase B Airport Master Plan Terminal Apron Extension Application No. 01-12-C-00-ORD (Confd) Snow Removal Equipment JAN-20 JAN-20 JAN-20	H6081 •	Perimeter Intrusion Detection System	DEC-99	DEC-01	
Phase if Airport Master Fran Terminal Apron Extension Application No. 01-12-C-00-ORD (Confd) Snow Removal Equipment JAN-00	H6083 *	Taxiway B Rehabilitation at C3/C4	CANCELLED OCT-98	APR-00	
Application No. 01-12-C-00-ORD (Cont'd) Snow Removal Equipment	GB001	Phase & Airport Mester Plan	74-97	OCT-97	
Snow Removal Equipment		A CALLED CONTAIN			
	G8002	Snow Removal Equipment	OCT-98	MAR-00	

CITY OF CHICAGO - DEPARTMENT OF AVIATION CHICAGO O'HARE INTERNATIONAL AIRPORT PFC QUARTERLY REPORT - PROJECT ACTIVITY

	- V477 477						
91,303,000,100			G			TOTAL APPLICATION NO. 01-12-C-00-ORD	
24 287 247 708	CALL TANK DAYS					11/17 Connection Exhauston	HITTO
100,000,000	25,000,000			APR-07	· APRes	Terminal 6 Development	H1105 *
945,000,000	140,416,000			NOV-08	OCT	Hardstand Apron	H6105
33,000,000	33,440,000			JUN-04	007-04	Taxiway A/B Extension/Oil Separators Relocation	16104
81,000,000	49,844,000			90-YON	SEP-03	Concerns K Extension	1000
45,000,000	45,000,000			90-YON	SEP-03	ATS North Extension	H5102
80,000,000	80,000,000				SED 11	Runway 16/36 Rehabilitation	H6080 *
3,000,000				DEC-07	MAR-05	ATS Station at Rental Car Campus	H5069
18,000,000	-			MAY-05	MAY-03	F190 Collector Distributor	15058
10,000,000				FEB-03	MAY-02	Reimonat Drive Extension	13025
10,775,000	•			SEP-03	octa	Concourse H Upgrade	H1080
20,000,000	•			DEC-06	EAST OF	Concourse L Extension	H1079 *
10,600,000	6					Concourse K Upgrade	H1078
20,000,000				00.00	MAR-04	Concourse L Upgrade	H1077
20,000,000	-			DEC-06	MAR-04	Concourse B Upgrade	11076
20,000,000				DEC-06	MAR-ON	Concourse C Upgrade	H1075
\$35,000,000	. :			DEC-06	MAR-04	Raincated NW Tollway Connection	56
						Application No. 01-12-C-00-ORD	
						CONTRACTOR STORES	
\$3,372,577,869	\$2,727,650,298	771,277,441	18,245,763				
		107,305,178	10,314,458			GARB Debt Service PFC Revenue Bond Debt Service	GARB-13 PFC-13
		111 046 89	3 330 046			TOTAL ANT FERSION NO. OF THE OWNER.	
\$2,565,000	\$2,565,000						
\$1,100,000 \$900,000 \$285,000	\$1,100,000 \$900,000 \$285,000			SEP-03 DEC-02 AUG-03	OCT-02 SEP-02 NOV-02	Acquire Snow Removal Equipment Isnow Brown, Expand Snow Removal Equipment Building Rehabilitate Runway 12/30 Temilnal Apron Expansion and Loading Bridge Installation	G8005 G6008 G6010 G1007
\$280,000	\$280,000		•			Application No. 02-14-C-00-ORD	
						TOTAL APPLICATION NO. 02:13-0-00-070	
\$48,393,624	\$53,000,000	0	٥				
\$48,393,624	\$53,000,000			SEP-04	JUN-02	Touhy Avenue Reservoir	H6093
						Application No. 02-13-U-00-ORD	
41,001,004,100	AC1,170,078¢	1/3,348,830	7,808,098			TOTAL APPLICATION NO. 01-12-C-00-ORD	
** *** *** ***	7	141411111111111111111111111111111111111		90000	Arne	Terminal Renovation Phase III	효
1,025,000	1,025,000	. 463,077		NOV-02	APR-02	Acquire 1500 Get. ARFF Vehicle	G8004
475,000	54,400,000			DEC-02	OCT-01	Residential Insulation - 2001 (850 homes)	
60,000,000	60,000,000	•		DEC-01	001-00	School Insulation - 1999 - 2001	. EO-8669H
130,120,000	122,000,000	aleanteen			MAK-99	Snow/Security/Fire Equipment	8038-02
9,079,100	11.370.000	2 353 602		MAY-99	APR-99	Land and Hold Short Operations improvements	. 6803
2,000,000	9,600,000			JUN-01	AUG-00	Runway Weather Sensors Upgrade	•
560,215	600,000	*******		DEC-98	20X-98	Runway Deking Fluid Facility Improvements	
4,113,965	4,051,000	4.090.004		NOV-02	JUL-02	Terminal Five Upper Level Roadway Rehabilitation	
8 174 000	2,400,000		•	DEC-02	APR-02	11, 12, 13 FACE Improvements	
132,197,000	36,730,000	***************************************	5,941,500	0CT-06	DEC-00	WGP Formulation	H0046
94,500,000	5.000,000	14 704 140		CONUL	JUL-01	NEGES Describ Compilance	
21,337,000	20,000,000			DEC-03	APR-02	Runway 14LJAK Kenabinatori Runway 14LJAK Kenabinatori Runway 14LJAK Kenabinatori	
24,242,977	30,000,000			001-02	JUN-02	Snow Dump improvement	•
20,000,000	20,000,000	1000		NOV-03	JAN-00	Terminal Renovation Phase II	G1006-02
1.027.566	1,000,000	1 027 868					30.
EST COST	APPROVED	CUMULATIVE	EXPENDITURES QUARTER CUI	SCHEDULE ART COMPLETE	START	PROJECT DESCRIPTION	PROJECT
TOTAL		3					

ATTACHMENT A

CITY OF CHICAGO

CHICAGO O'HARE INTERNATIONAL AIRPORT
PASSENGER FACILITY CHARGE REVENUE BONDS SERIES 1996A AND SERIES 1996B - CONSTRUCTION FUND DISBURSEMENTS
FOR THE QUARTER ENDED 12/31/02

	SERIES 1996 B AF-18 /		H8998 F H8999 F H8025 I NP-74	Project Number
Total	B Airfield Drainage Improvements	Subtotal	A School Soundproofing Residential Insulation Noise Planning School Sound Insulation	Project Description
~		€	. •	
362,451,437	43,799,496	318,651,941	106,834,155 158,950,000 6,800,000 46,067,786	Total Revised FAA Approved Amount
		4	€	
12,550,941	0	12,550,941	6,000,000 0 0 0 6,550,941	Less PFC Pay- As-You-Go
<u>_</u>		6	€	
126,527,824	12,738,825	\$ 113,788,999	35,950,154 60,950,000 2,800,000 14,088,845	Less Financing and interest
~		49	•	FA PFC Expen
223,372,672	31,060,671	192,312,001	64,884,001 98,000,000 4,000,000 25,428,000	FAA Approved PFC Bond Funded Expenditure Authority
65		45	₩	
			·	Disbi PFC Reve Quarterly
0	0	0	0	Disbursements from Revenue Bond Proc rterly Cumu
€>		€^	•	nents Bond
\$ 215,868,153	33,197,089	\$ 182,671,064	57,563,636 96,388,732 2,639,117 26,079,579	Disbursements from PFC Revenue Bond Proceeds Quarterly Cumulative

ATTACHMENT B

CITY OF CHICAGO CHICAGO O'HARE INTERNATIONAL AIRPORT PASSENGER FACILITY CHARGE REVENUE BONDS SERIES 2001A, 2001B, 2001C, 2001D AND 2001E - CONSTRUCTION FUND DISBURSEMENTS FOR THE QUARTER ENDED 12/31/02

		Total Revised		Less		Less		A Approved Bond Funded		Disburse PFC Revenue		
Project		FAA Approved		PFC Pay-		Financing		nditure Authority		Quarterly		Cumulative
Number	Project Description	Amount		As-You-Go		and Interest	Expe	TORBIT ADDITIONLY		<u>quarterly</u>		
ieries 2001A								•		•		
- 40	Terminal Apron Pavement Rehab	\$ 115,400,000	\$	0	\$	55,400,000	\$	60,000,000	\$	70,514	\$	19,362,141
F-13	Terminal #2 Upgrade	67,310,000		0		32,310,000		35,000,000				0
A-45A	Terminal #3 Upgrade	92,310,000		0		44,310,000		48,000,000				0
A-49	T2 & T3 UL & Elevator Extension	115,400,000		0		55,400,000		60,000,000				
A-56	Concourse F Extension	5,100,000		0		2,450,000		2,650,000		1,473,008		1,998,861
10173	Terminal 1 Elevator Expansion	19,230,000		. 0		9,230,000		10,000,000				0
11074	ARFF/Simulator Training Facility	2,400,000		0		1,200,000		1,200,000		302,310		525,136
H3044	Snow Dump Improvement	20,000,000		0		10,000,000		10,000,000		76,656		2,340,191
H6054	Runway 14L/32R Rehabilitation	30,000,000		0		15,000,000	•	15,000,000		4,923,043		6,920,316
H6082	HTW Piping: Eliminate Ball Joints	20,000,000		0		10,000,000		10,000,000		1,248,219		4,485,369
H7056	T1, T2, T3 FACE Improvements	36,730,000		0		18,365,000		18,365,000		139,541		6,385,981
H1097-99 H6086-01	Service Road to GA Apron	8,600,000		0		4,300,000		4,300,000		1,980		4,215,181
H8039	NPDES Permit Compliance	4,400,000		0		2,200,000		2,200,000		445,432		586,469
H6083	Touhy Avenue Reservoir	53,000,000	_	0_	_	26,500,000		26,500,000	_	4,272,699		4,370,799
	Subtotal - Series 2001A	\$ 589,880,000	\$	0	\$	286,665,000	\$	303,215,000	\$	12,953,402	\$	51,190,444
Series 2001B				•		•				•		
PERSONAL PROPERTY.			_		s	2,310,000	\$	2,500,000	\$		\$	94,321
H1012-01	T3 ATS Bridge	\$ 4,810,000	\$	0	•		•	13,500,000	•	4,186	·	1,721,361
H5061-01	ATS - Vehicles Acquisition (3)	26,000,000		. 0		12,500,000 2,200,000		2,200,000		2,264,619		2,914,693
H5094	T5 UL Roadway Rehabilitation	4,400,000		. 0		57,893,519		57,893,518		2,996,834		32,721,758
H8998-03	School Insulation - 1999 - 2001	115,787,037		0		30,000,000		. 30,000,000		90,342		17,594,213
H8999-03	Residential Insulation - 2000 (900 homes)	60,000,000		0		27,200,000		27,200,000		2,489,794		6,776,503
H8999-04	Residential Insulation - 2001 (850 homes)	54,400,000	-		•	21,200,000	. —	21,200,000	-	21200122	. –	
	Subtotal - Series 2001B	\$ 265,397,037	\$	0	\$	132,103,519	\$	133,293,518	\$	7,845,775	\$	61,822,849
Series 2001C												
	4	\$ 216,728,032	s	10,120,164	\$	106,667,361	\$	99,940,507	\$	4,930,316	\$	43,702,100
AF-18	Airfield Drainage Improvements	\$ 216,728,032 33,032,751	•	23,477,073	•	3,955,352	-	5,600,326				. 0
HR-55	H&R Chilled Water Study Impl	89,320,309		49,834,359		23,020,309		16,465,641				16,485,641
TA-46	Concourse G Upgrade	39,522,970		27,424,972		7,053,133		5,044,865				5,044,865
PL-01	Formulation Costs	9,419,828		627,224		3,719,828		5,072,776				1,072,776
H8025	Noise Planning	100,993,563		10,249,887		52,903,563		37,840,113		(6,431,879)		8,803,380
H6074	Runway 14R/32L Rehabilitation Perimeter Intrusion Detection System	25,323,162		2,470,397		13,323,162	_	9,529,603	٠.		-	9,529,603
H6081	Subtotal • Series 2001C	\$ 514,340,615		124,204,076	\$	210,642,708	\$	179,493,831	\$	(1,501,563)	\$	84,618,365
		9 014,4-0,010	·									
Series 2001D			s	7,419,054	\$	19,573,960	s	27,880,946	\$		\$	3,558,077
NP-74	School Sound Insulation	\$ 54,873,960		2,998,845	•	29,704,950	•	49,001,155	ĺ			0
H8998	School Soundproofing	81,704,950 179,513,603		1,014,524		112,257,207		66,241,872				4,757,207
H8333	Residential Insulation	21,922,127		18,625,168		1,922,127		1,374,832				0
H8001-97	Additional School Soundproofing	21,922,127 65,827,338		0		38,377,338		27,450,000		9,688,935		24,301,568
H5035	Upper Level Roadway Rehabilitation	17,815,207		4,410,049		7,815,207		5,589,951				5,589,951
H5063	ATS MIRA Computer Upgrade	9,184,182		519,970		5,051,224		3,612,968		_		3,612,968
H5065	Bessie Coleman Drive Rehabilitation - Ph II School Insulation - 1999 - 2001 -	6,212,963		0		3,106,481	_	3,106,482				0
H8998-03		\$ 437,054,310		34,987,810	S	217,808,494		184,258,206	\$	9,688,935	\$	41,819,771
	Subtotal - Series 2001D	4 431,004,010	•	0.,000,1000	•	= - • •						
Series 2001E					_	0.5 0.74 0.00		60,851,242	1	.	\$	
IT-13	International Terminal	\$ 194,319,440		48,393,200	\$	•	·				. •. s	
	Subtotal - Series 2001E	\$. 194,319,440	\$	48,393,200	\$		\$	60,851,242		,		
	TOTAL - ALL SERIES 2001	\$ 2,000,991,402	\$	207,584,886	. \$	932,294,719	. * _	861,111,797	. 1	28,986,549	. s	239,451,421

City of Chicago O'Hare International Airport OMP Phase I - Rates & Charges

Net Signatory Airline Requirement

	Budget 1			Projected Af	ter OMP Phase	Debt Service a	Projected After OMP Phase 1 Debt Service and Refundings/Restructurings	Restructurings		
	2003	2003	2004	2005	2006	2007	2008	2009	2010	2011
Net Signatory Airline Requirement 23 O&M Expenses	\$324,378,593	\$324,378,593		\$344,956,589 \$363,075,803 \$382,160,987	\$382,160,987	\$410,407,905	\$410,407,905 \$432,005,159 \$475,160,293	\$475,160,293	\$500,184,915	\$526,546,597
Baseline Net Debt Service	142,697,802	144,362,509	207,814,191	237,502,963	243,162,777	273,276,586	273,219,243	~	258,939,492	259,352,876
Expected Debt Service Increase/(Savings)	0	(6,228,934)	(38,796,663)		(29,786,545) (25,466,238)	(102,044)	(90,406)	25,197,698	35,685,953	45,623,535 0
Fund Deposits	5,917,459	5,917,459	8,491,609	7,887,327	8,139,545	10,441,026	8,789,989	14,191,179	9,670,623	10,017,322
Total O&M Expenses, Net Debt Service, and Fund Deposits	\$472,446,679	\$467,882,453	\$522,465,726	\$578,679,548	\$607,997,072	\$694,023,473	\$713,916,786	\$467,882,453 \$522,465,726 \$578,679,548 \$607,997,072 \$694,023,473 \$713,916,786 \$772,292,962 \$804,480,983	\$804,480,983	\$841,540,330
Less: Non-Airline/Non-Signatory Airline Revenues ^{\$}	172,334,279	171,792,941	178,394,896		185,898,567 194,167,397	205,912,685	214,293,860	224,930,314	234,916,669	245,199,231
Net Signatory Airline Requirement	\$300,112,401	\$296,089,512	\$344,070,831	\$392,780,981	\$413,829,674	\$488,110,788	\$499,622,926	\$300,112,401 \$296,089,512 \$344,070,831 \$392,780,981 \$413,829,674 \$488,110,788 \$499,622,926 \$547,362,648 \$569,564,314	\$569,564,314	\$596,341,099
Projected Enplanements	31,995,773	31,995,773	33,310,203	34,276,199	35,270,209	36,293,045	37,345,543	38,428,564	39,504,564	40,610,691
Net Signatory Airline Requirement per Enplanement	\$9.38	\$9.25	\$10.33	\$11.46	\$11.73	\$13.45	\$13.38	\$14.24	\$14.42	\$14.68
Future PFC Bond Debt Service	\$2,353,063	\$2,353,063	\$7,752,457	\$38,217,753	\$41,482,706	\$44,843,437	\$48,185,506	\$7,752,457 \$38,217,753 \$41,482,706 \$44,843,437 \$48,185,506 \$51,261,453 \$51,261,453	\$51,261,453	\$51,261,453

¹⁾ Based on City of Chicago 2003 1st Half-Year Rate Schedule.

²⁾ Net of Land Support Cost/Revenue Center (CRC).

³⁾ Includes both Domestic and International Terminal Signatory Airline requirements.

⁴⁾ Debt for all previously MII-approved projects is included for the projected years. The Baseline Net Debt Service in 2003 in the multi-year model is slightly higher than in the City's 2003 first-half rates and charges due to different assumptions regarding the completion dates of previously approved CIP projects. The actual mid-year adjustments to 2003 rates and charges will reflect actual completion dates.

⁵⁾ Includes Non-airline and Non-Signatory Airline revenues applicable to Note #2.

Sources: City of Chicago, Fullerton & Friar, Inc., Ricondo & Associates, Inc.

Prepared by Ricondo & Associates, Inc.

City of Chicago O'Hare International Airport OMP Phase I - Rates & Charges

Net Signatory Airline Requirement

			Projected	After OMP Phase	Projected After OMP Phase 1 Debt Service and Refundings/Restructurings	Refundings/Restr	ucturings		
-	2012	2013	2014	2015	2016	2017	2018	2019	2020
Net Signatory Airline Requirement ²³ O&M Expenses	\$554,317,349	\$583,573,079	\$614,393,800	\$646,863,860	\$681,072,172	\$717,112,465	\$755,083,543	\$794,961,249	\$836,944,990
Baseline Net Debt Service	258,838,260	271,895,830	266,481,134	238,818,043	246,380,191	248,072,448	74,237,560	88,062,773	88,063,754
Expected Debt Service Increase/(Savings) IT SRB Debt Service	55,968,963	54,831,585	69,972,267 0	108,795,637	121,377,412	134,542,418 0	320,857,706 0	320,847,991 0	320,839,346 0
Fund Deposits	10,382,397	10,766,832	11,171,667	11,597,996	12,046,974	12,519,816	25,603,715	26,092,891	26,600,448
Total O&M Expenses, Net Debt Service, and Fund Deposits	8879,506,969	\$921,067,325	\$962,018,867	\$1,006,075,537	\$1,006,075,537 \$1,060,876,749	\$1,112,247,147 \$1,175,782,524 \$1,229,964,903 \$1,272,448,537	\$1,175,782,524	\$1,229,964,903	\$1,272,448,537
Less: Non-Airline/Non-Signatory Airline Revenues ⁵	255,894,526	266,309,140	278,236,555	291,658,456	304,178,074	317,383,370	342,585,481	355,265,707	368,458,608
Net Signatory Airline Requirement	\$623,612,443	\$654,758,186	\$683,782,312	\$714,417,081	\$756,698,675	\$794,863,778	\$833,197,043	\$874,699,196	\$903,989,929
Projected Enplanements	41,747,791	42,916,729	44,118,397	45,309,594	46,532,953	47,789,343	49,079,655	50,404,806	51,765,735
Net Signatory Airline Requirement per Enplanement	\$14.94	\$15.26	\$15.50	\$15.77	\$16.26	\$16.63	\$16.98	\$17.35	\$17.46
Future PFC Bond Debt Service	\$51,261,453	\$51,261,453	\$51,261,453	\$51,261,453	\$51,261,453	\$51,261,453	\$51,261,453	\$51,261,453	\$51,261,453

¹⁾ Based on City of Chicago 2003 1st Half-Year Rate Schedule.

²⁾ Net of Land Support Cost/Revenue Center (CRC).

³⁾ Includes both Domestic and International Terminal Signatory Airline requirements.

⁴⁾ Debt for all previously MII-approved projects is included for the projected years. The Baseline Net Debt Service in 2003 in the multi-year model is slightly higher than in the City's 2003 first-half rates and charges due to different assumptions regarding the completion dates of previously approved CIP projects. The actual mid-year adjustments to 2003 rates and charges will reflect actual completion dates.

⁵⁾ Includes Non-airline and Non-Signatory Airline revenues applicable to Note #2.

Sources: City of Chicago, Fullerton & Friar, Inc., Ricondo & Associates, Inc.

Prepared by Ricondo & Associates, Inc.

Assumptions for Net Airline Requirement Table*

Capital cost assumptions

- OMP- Phase 1 project costs are escalated based on current schedule
- Previously approved CIP and WGP costs are already reflected in Baseline Net Debt Service

Forecast assumptions

• The lower growth enplanement forecast is assumed

O&M Assumptions

• Ricondo & Associates attachment shows detail

AIP assumptions

- All Entitlements through 2008 are applied to OMP costs
- \$300 million in LOI Discretionary funding is assumed for the OMP-Phase 1

PFC/ PFC Bond assumptions

- All PFCs through 2008 are fully committed to OMP
- PFC bonds are assumed to be issued as double-barrel bonds
- PFC bonds are assumed to have 1.10x coverage
- No coverage is collected for PFC bonds because coverage is funded from PFC pay-as-you-go amounts
- A fully-funded debt service reserve fund is assumed
- Interest on PFCs bonds is not capitalized (with limited exceptions)
- Bonds assumed to be issued 85% fixed rate / 15% variable rate
- Assumed interest rates: fixed rate 6.25%, variable rate 4%
- Assumed insurance premium of 40 basis points

GARB assumptions

- GARBs are assumed to be issued under Third Lien Indenture
- GARBs are assumed to have 1.10x rolling coverage
- A fully-funded debt service reserve fund is assumed
- Interest on GARBs is capitalized to estimated dates of completion
- Bonds assumed to be issued 85% fixed rate / 15% variable rate
- Assumed interest rates: fixed rate 6.25%, variable rate 4%
- Assumed insurance premium of 40 basis points

Refunding bond assumptions

- All principal repayments deferred until 2018 and after
- Existing capitalized interest maintained
- All other assumptions the same as for GARBs above

^{*}For purposes of this Table, results after the May 2018 expiration date of the Use Agreement are presented as if all rates and charges calculations continue unchanged.

FULLERTON & FRIAR, INC.

333 THIRD AVENUE NORTH, SUITE 330 ST. PETERSBURG, FLORIDA 33701

TELEPHONE: (727) 822-4688 FACSIMILE: (727) 822-4681 E-MAIL: kfullerton@fullertonfriar.com

April 11, 2003

In modeling the future financing required for the Airport, we assumed that bond insurance would be obtained for both the future GARBs and double-barreled bonds. We assumed a bond insurance premium of 40 basis points (0.40%) for all such issues. The dollar amount of the bond insurance premiums is calculated by applying the premium rate against the total debt service on an issue. Although the level of bond insurance premiums will certainly fluctuate over the life of this finanicng program, we believe that 40 basis points ("BP") is a reasonable assumed premium level for our analysis.

As background, bond insurance premium are affected by market conditions, the credit perception of the type of issue being insured (i.e., airports vs. housing vs. health care), the estimated trading difference between insured and insured bonds for that type of issuer, and the degree of price competitivenes which exists among the bond insurers. In the early to mid-1990s, these factors produced very aggressive pricing for airport issues; as a result, premiums were often in the range of 15-25 BP. Pricing was somewhat less aggressive in the mid-1990s through 2001, and stabilized in the range of 20-35 BP for airport issues.

The cost of insurance for PFC stand-alone issues was a bit higher, because of the more limited revenue stream for such bonds, and some general market concerns about PFC termination risk. As an example, the City's \$700 million of PFC second lien bonds (which were sold in five separate series in mid-2001) were insured at a rate of 35.4 BP.

The insurance market for airport issues changed dramatically after September 11, 2001. The primary reasons were the dramatic effects that September 11th had on the perceived credit risks related to airport issues, and the wide trading differential which occurred in the market between insured and uninsured airport bonds. Because insurance companies set their premiums to, in effect, "share the savings" which result from selling issues as AAA-rated insured bonds, insurance premiums increased dramatically. Insurance premiums for airport issues in the first half of 2002 ranged from approximately 45 BP to 80 or more BP.

The Airport actually fared relatively well during this period, as it received a bid of 47.9 BP for its \$490 million initial issue of third lien GARBs sold in the spring of 2002.

Insurance premiums have gradually declined over the past year, as the operations of most airports have stabilized, and the high levels of uncertainty which existed in early 2002 have been reduced. Insurance bids in the range of 40-50 BP, and in some cases lower, are now relatively common. As an example, one or our other clients received an insurance bid of 32.8 BP for an issue sold in February of this year. To our knowledge, this was the lowest insurance bid received for an airport revenue bond issue since September 11th.

There will, of course, continue to be uncertainty in the bond insurance market, particularly as it relates to how an individul airline's financial problems might affect a particular airport. Nevertheless, we believe it is reasonable to assume that bond insurance will likely remain in the 30-50 basis point range for most major airports, and that the Airport will be in the middle of that range.

TABLE

Projected O&M Expense Impacts (dollars in millions) O'Hare Modernization Program (OMP) Phase I O'Hare International Airport City of Chicago

	Budget		}		g.	Projected				
	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
Proposed Runway 9L-27R	\$0.0	\$0.0	\$0.0	\$0.0	58.1	\$8.6	\$9.0	\$9.5	\$10.0	\$10.5
Proposed Extension of Runway 10L-28R	0.0	0.0	0.0	0.0	0.0	0.0	3.4	3.6	3.8	4.0
Proposed Runway 10C-28C	0.0	0.0	0.0	0.0	0.0	0.0	17.0	17.9	18.8	19.8
Estimated Annual Increase over Baseline	\$0.0	\$0.0	\$0.0	0.08	\$8.1	\$8.6	\$29.4	\$30.9	\$32.6	\$34.2

- Increase in O&M expenses is based on a percent increase of planned runway pavement surface area over existing runway surface area (see Table 2).
 In 2007, proposed Runway 9L-27R will increase pavement area by 11.3 percent (see Table 2).
 In 2009, the proposed westward extension of proposed Runway 10L-28R and the opening of proposed Runway 10C-28C
- will increase nurway pavement surface area an additional 25.6 percent over the existing airfield (or 23 percent over the proposed then current airfield) (see Table 2)
 - 4) The following direct Airfield CRC and Vehicle Cost Pool O&M expense categories have been impacted based on the above pavement surface area methodology
 - a) Salaries & Wages Operating
 - b) Salaries & Wages Other
- d) Materials and Supplies
- e) Equipment and Property Rental

- f) Repairs and Maintenance
- g) Machinery, Vehicles, and Equipment h) Employee Benefits are increased based on the proportionate increase in total Salaries & Wages
- The Vehicle Cost Pool O&M expense impacts are adjusted per the current Airfield CRC allocation percentage (68.4 percent) to reflect only Airfield impacts. The full pavement length of existing Runway 14R-32L is assumed to be operational for the purposes of this analysis
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(i.e., aircrast may still taxi on portions of the shortened Runway's pavement).

Prepared by Ricondo & Associates, Inc.

TABLE 2

City of Chicago
O'Hare International Alport
O'Hare Modernization Program (OMP) Phase I
OMP Phase I Runway Pavement Surface Area Increases

Total Existing Runway Square Feet:	9,953,300				,
Proposed Runway	Proposed Length Proposed Width	roposed Width	Additional Square Feet	Proposed First Year of Operation	Proposed First Year of Proposed % Increase in Operation Pavement Area
Proposed Runway 9L-27R	7,500	150	1,125,000	2007	11.3%
Proposed Extension of Runway 10L-28R	2,859	150	428,850	2009	4.3%
Proposed Runway 10C-28C	10,600	200	2,120,000	2009	21.3%

Note: Full length of pavement associated with existing Runway 14R-32L is assumed to remain operational throughout OMP Phase I for the purposes of this analysis (i.e., aircraft may taxi on portions of the shortened Runway's pavement).

36.9%

Total:

Prepared by Ricondo & Associates, Inc.

MII Ballot/Certificate Comparison

	_	_				_		_								밁
	PFC D/B Phase 1 C/D					\$41.00		\$60.00							\$101.00	\$2,329.70
Mil Certificate 3	GARBs Phase 1A/B GARBs Phase 1C/D PFC D/B Phase 1 A/B				\$420.60	•	\$80.00							\$500.60		
MII Certificate 2	3 GARBs Phase 1C/D		\$1,235.70							,	1	10	\$1,235.70		,	
MII Certificate 1	GARBs Phase 1A/E	\$492.40										\$492.40				
Mil Ballot 2	PFC Double Barrel				\$420.60	\$41.00	\$80.00	\$60.00		\$601.60	\$2,329.70					
Mil Ballot 1	GARBs	\$492.40	\$1,235.70						\$1.728.10				-			
	GARBs	Phase 1 A/B	Phase 1 C/D	PFC Double Barrel	Phase 1 A/B	Phase 1 C/D	Noise A	Noise D	Subtotal Mil Ballot 1	Subtotal Mil Ballot 2	TOTAL MII BALLOTS	Subtotal Certificate 1	Subtotal Certificate 2	Subtotal Certificate 3	Subtotal Certificate 4	TOTAL CERTIFICATES

MAJORITY-in-INTEREST CERTIFICATE NO. 1

- 1. The undersigned hereby certifies to the City of Chicago (the "City") that (a) he or she is the duly appointed "Airlines' Representative" as that term is defined in the Chicago-O'Hare International Airport Amended and Restated Airport Use Agreement and Terminal Facilities Lease dated as of January 1, 1985, by and between the City and each airline party named therein, as amended (the "Use Agreement"); and (b) costs in a not-to-exceed sum of \$492,400,000 ("Approved Costs") for and certain Capital Projects comprising OMP-Phases 1 A and B (collectively, "Approved Capital Projects") described in the City's Capital Project Approval Request No. 1 ("Capital Project Approval Request No. 1") attached hereto as Attachment 1 have been approved by a Majority-in-Interest of the Airline Parties.
- 2. The undersigned further certifies that a Majority-in-Interest of the Airline Parties has approved the issuance of General Airport Revenue Bonds, including those issued under the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations, Commercial Paper or a combination thereof ("GARBs"), to fund Approved Costs for the Approved Capital Projects (plus capitalized interest, bond issuance costs and other financing costs). The Debt Service on such GARBs shall be allocated to the Cost Revenue Centers as described in Capital Project Approval Request No. 1.
- 3. A Majority-in-Interest of the Airline Parties has approved the issuance of GARBs to fund costs of refunding \$1,408,585,000 in aggregate principal amount of General Airport Revenue Bonds (plus bond issuance and other financing costs).
- 4. A Majority-in-Interest of the Airline Parties has approved that the City may, after issuance of any such refunding GARBs, in addition to any adjustment of Landing Fee Rates, Terminal Area Use Charges and Fueling System Fees provided for under the Use Agreement, on one or more occasions and at any time, adjust such Landing Fee Rates, Terminal Area Use Charges and Fueling System Fees to account for the effect of any such refunding(s) thereon.
- 5. The undersigned further certifies to the City that:
 - a. <u>Section 8.06</u>. A Majority-in-Interest of the Airline Parties has waived the forty-five (45) day requirement in the first sentence of Section 8.06 of the Use Agreement with regard to making any Capital Expenditures or issuing GARBs or Commercial Paper.
 - b. <u>Independence and Irrevocability of Waivers</u>. A Majority-in-Interest of Airline Parties has acknowledged that each of the waivers contained in this certificate is independent of each other waiver herein contained, is irrevocable and

is given in consideration of the benefits to be derived by the Airline Parties as signatories of the Use Agreement.

- The undersigned further certifies to the City that a Majority-in-Interest of the 6. Airline Parties has requested that, for purposes of efficiently managing investments, including the preservation of the principal amount thereof, in the funds and accounts attributable to obligations issued by the City with respect to the Airport, the City may enter into one or more forward supply agreements, with counterparties selected by the Chief Financial Officer or the City Comptroller of the City, under which agreements such counterparties agree to sell to the City, and the City agrees to purchase from such counterparties, specific securities on specified dates at purchase prices established at the time of execution and delivery of the applicable agreement for the purpose of investing (a) moneys in any and all of the funds and accounts established pursuant to the General Airport Revenue Bond Ordinance, or (b) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago-O'Hare International Airport Second Lien Obligations, or (c) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations.
- 7. Capitalized terms used and not defined herein shall have the respective meanings set forth for such terms in the Use Agreement.

Dated:	Airlines' Representative

MAJORITY-in-INTEREST CERTIFICATE NO. 2

- 1. The undersigned hereby certifies to the City of Chicago (the "City") that (a) he or she is the duly appointed "Airlines' Representative" as that term is defined in the Chicago-O'Hare International Airport Amended and Restated Airport Use Agreement and Terminal Facilities Lease dated as of January 1, 1985, by and between the City and each airline party named therein, as amended (the "Use Agreement"); and (b) costs in a not-to-exceed sum of \$1,235,700,000 ("Approved Costs") for and certain Capital Projects comprising OMP-Phase 1C and 1D (collectively, "Approved Capital Projects") described in the City's Capital Project Approval Request No. 1 ("Capital Project Approval Request No. 1") attached hereto as Attachment 1 have been approved by a Majority-in-Interest of the Airline Parties.
- 2. The undersigned further certifies that a Majority-in-Interest of the Airline Parties has approved the issuance of General Airport Revenue Bonds, including those issued under the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations, Commercial Paper or a combination thereof ("GARBs"), to fund Approved Costs for the Approved Capital Projects (plus capitalized interest, bond issuance costs and other financing costs). The Debt Service on such GARBs shall be allocated to the Cost Revenue Centers as described in Capital Project Approval Request No. 1. GARBs may not be issued for the Capital Projects which are in OMP-Phase 1C as described in Exhibit A to Attachment 1 until an Independent Airport Consultant has provided a certificate to the effect that either of the two OMP-Phase 1C Conditions set forth in Attachment 2 attached hereto has been satisfied, and GARBs may not be issued for the Capital Projects which are part of OMP-Phase 1D or Noise Program Phase 1D Projects as described in Exhibit A to Attachment 1 until an Independent Airport Consultant has provided a certificate to the effect that either of the two OMP-Phase 1D Conditions set forth in Attachment 2 attached hereto has been satisfied.
- 3. The undersigned further certifies to the City that:
 - a. <u>Section 8.06</u>. A Majority-in-Interest of the Airline Parties has waived the forty-five (45) day requirement in the first sentence of Section 8.06 of the Use Agreement with regard to making any Capital Expenditures or issuing GARBs or Commercial Paper.
 - b. <u>Independence and Irrevocability of Waivers</u>. A Majority-in-Interest of Airline Parties has acknowledged that each of the waivers contained in this certificate is independent of each other waiver herein contained, is irrevocable and is given in consideration of the benefits to be derived by the Airline Parties as signatories of the Use Agreement.

- The undersigned further certifies to the City that a Majority-in-Interest of the 4. Airline Parties has requested that, for purposes of efficiently managing investments, including the preservation of the principal amount thereof, in the funds and accounts attributable to obligations issued by the City with respect to the Airport, the City may enter into one or more forward supply agreements, with counterparties selected by the Chief Financial Officer or the City Comptroller of the City, under which agreements such counterparties agree to sell to the City, and the City agrees to purchase from such counterparties, specific securities on specified dates at purchase prices established at the time of execution and delivery of the applicable agreement for the purpose of investing (a) moneys in any and all of the funds and accounts established pursuant to the General Airport Revenue Bond Ordinance, or (b) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago-O'Hare International Airport Second Lien Obligations, or (c) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations.
- 5. Capitalized terms used and not defined herein shall have the respective meanings set forth for such terms in the Use Agreement.

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Dated:	A irlin	ies' Representativ	'A
Dateo:	Allilli	162 1/6016261119114	C
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MAJORITY-in-INTEREST CERTIFICATE NO. 3

- 1. The undersigned hereby certifies to the City of Chicago (the "City") that (a) he or she is the duly appointed "Airlines' Representative" as that term is defined in the Chicago-O'Hare International Airport Amended and Restated Airport Use Agreement and Terminal Facilities Lease dated as of January 1, 1985, by and between the City and each airline party named therein, as amended (the "Use Agreement"); and (b) costs in a not-to-exceed sum of \$500,600,000 ("Approved Costs") for and certain Capital Projects comprising OMP-Phases 1A and 1B and certain Noise Program Phase 1A projects (collectively, "Approved Capital Projects") described in the City's Capital Project Approval Request No. 2 ("Capital Project Approval Request No. 2") attached hereto as Attachment 1 have been approved by a Majority-in-Interest of the Airline Parties.
- 2. The undersigned further certifies that a Majority-in-Interest of the Airline Parties has approved the issuance of General Airport Revenue Bonds supported by a pledge of legally available PFC Revenues ("Double Barrel PFC Bonds") and Commercial Paper to fund Approved Costs for the Approved Capital Projects (plus capitalized interest, bond issuance costs and other financing costs). The Debt Service on such Double Barrel PFC Bonds and Commercial Paper shall be allocated to the Cost Revenue Centers as described in Capital Project Approval Request No. 2.
- 3. The Majority-in-Interest approval for the Double Barrel PFC Bonds described above in paragraph 2 is conditioned on the inclusion in the appropriate bond documents and City Council ordinances with respect to the Double Barrel PFC Bonds of a pledge by the City of legally available PFC Revenues up to \$4.50 per eligible enplanement received by the City after the date of such pledge for the payment of the debt service on the Double Barrel PFC Bonds. Such pledge of PFC Revenues shall be subordinate to the pledge of PFC Revenues under the indentures securing the Chicago O'Hare International Airport Passenger Facility Charge Revenue Bonds and Second Lien Passenger Facility Charge Revenue Bonds and the obligations of the City under Section 25-10(b) of the Compact between the City and the City of Gary Relating to the Establishment of the Chicago-Gary Regional Airport Authority.
- 4. The undersigned further certifies to the City that:
 - a. <u>Section 8.06</u>. A Majority-in-Interest of the Airline Parties has waived the forty-five (45) day requirement in the first sentence of Section 8.06 of the Use Agreement with regard to making any Capital Expenditures or issuing General Airport Revenue Bonds or Commercial Paper.
 - b. <u>Independence and Irrevocability of Waivers</u>. A Majority-in-Interest of Airline Parties has acknowledged that each of the waivers contained in this certificate is independent of each other waiver herein contained, is irrevocable and

is given in consideration of the benefits to be derived by the Airline Parties as signatories of the Use Agreement.

- The undersigned further certifies to the City that a Majority-in-Interest of the 5. Airline Parties has requested that, for purposes of efficiently managing investments, including the preservation of the principal amount thereof, in the funds and accounts attributable to obligations issued by the City with respect to the Airport, the City may enter into one or more forward supply agreements, with counterparties selected by the Chief Financial Officer or the City Comptroller of the City, under which agreements such counterparties agree to sell to the City, and the City agrees to purchase from such counterparties, specific securities on specified dates at purchase prices established at the time of execution and delivery of the applicable agreement for the purpose of investing (a) moneys in any and all of the funds and accounts established pursuant to the General Airport Revenue Bond Ordinance, or (b) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago-O'Hare International Airport Second Lien Obligations, or (c) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations.
- 6. Capitalized terms used and not defined herein shall have the respective meanings set forth for such terms in the Use Agreement.

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D . 1.	Airlines' Representative	
Dated:	Allilles Replesentative	
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MAJORITY-in-INTEREST CERTIFICATE NO. 4

- 1. The undersigned hereby certifies to the City of Chicago (the "City") that (a) he or she is the duly appointed "Airlines' Representative" as that term is defined in the Chicago-O'Hare International Airport Amended and Restated Airport Use Agreement and Terminal Facilities Lease dated as of January 1, 1985, by and between the City and each airline party named therein, as amended (the "Use Agreement"); and (b) costs in a not-to-exceed sum of \$101,000,000 ("Approved Costs") for and certain Capital Projects comprising OMP-Phase 1C and 1D and certain Noise Program Phase 1D projects ("Approved Capital Projects") described in the City's Capital Project Approval Request No. 2 ("Capital Project Approval Request No. 2") attached hereto as Attachment 1 have been approved by a Majority-in-Interest of the Airline Parties.
- The undersigned further certifies that a Majority-in-Interest of the Airline Parties 2. has approved the issuance of General Airport Revenue Bonds supported by a pledge of legally available PFC Revenues ("Double Barrel PFC Bonds") and Commercial Paper to fund Approved Costs for the Approved Capital Projects (plus capitalized interest, bond issuance costs and other financing costs). The Debt Service on such Double Barrel PFC Bonds and Commercial Paper shall be allocated to the Cost Revenue Centers as described in Capital Project Approval Request No. 2. Double Barrel PFC Bonds may not be issued for the Capital Projects which are in OMP-Phase 1C as described in Exhibit A to Attachment 1 until an Independent Airport Consultant has provided a certificate to the effect that either of the two OMP-Phase 1C Conditions set forth in Attachment 2 attached hereto has been satisfied, and Double Barrel PFC Bonds may not be issued for the Capital Projects which are part of OMP-Phase 1D Projects or Noise Program – Phase ID Projects as described in Exhibit A to Attachment 1 until an Independent Airport Consultant has provided a certificate to the effect that either of the two OMP-Phase 1D Conditions set forth in Attachment 2 attached hereto has been satisfied.
- 3. The Majority-in-Interest approval for the Double Barrel PFC Bonds described above in paragraph 2 is conditioned on the inclusion in the appropriate bond documents and City Council ordinances with respect to the Double Barrel PFC Bonds of a pledge by the City of legally available PFC Revenues up to \$4.50 per eligible enplanement received by the City after the date of such pledge for the payment of such debt service on the Double Barrel PFC Bonds. Such pledge of PFC Revenues shall be subordinate to the pledge of PFC Revenues under the indentures securing the Chicago O'Hare International Airport Passenger Facility Charge Revenue Bonds and Second Lien Passenger Facility Charge Revenue Bonds and the obligations of the City under Section 25-10(b) of the Compact between the City and the City of Gary Relating to the Establishment of the Chicago-Gary Regional Airport Authority.
- 4. The undersigned further certifies to the City that:

- a. <u>Section 8.06</u>. A Majority-in-Interest of the Airline Parties has waived the forty-five (45) day requirement in the first sentence of Section 8.06 of the Use Agreement with regard to making any Capital Expenditures or issuing General Airport Revenue Bonds or Commercial Paper.
- b. <u>Independence and Irrevocability of Waivers</u>. A Majority-in-Interest of Airline Parties has acknowledged that each of the waivers contained in this certificate is independent of each other waiver herein contained, is irrevocable and is given in consideration of the benefits to be derived by the Airline Parties as signatories of the Use Agreement.
- 5. The undersigned further certifies to the City that a Majority-in-Interest of the Airline Parties has requested that, for purposes of efficiently managing investments, including the preservation of the principal amount thereof, in the funds and accounts attributable to obligations issued by the City with respect to the Airport, the City may enter into one or more forward supply agreements, with counterparties selected by the Chief Financial Officer or the City Comptroller of the City, under which agreements such counterparties agree to sell to the City, and the City agrees to purchase from such counterparties, specific securities on specified dates at purchase prices established at the time of execution and delivery of the applicable agreement for the purpose of investing (a) moneys in any and all of the funds and accounts established pursuant to the General Airport Revenue Bond Ordinance, or (b) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago-O'Hare International Airport Second Lien Obligations, or (c) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations.
- 6. Capitalized terms used and not defined herein shall have the respective meanings set forth for such terms in the Use Agreement.

Dated:	Airlines	s' Representative
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FULLERTON & FRIAR, INC.

333 THIRD AVENUE NORTH, SUITE 330 ST, PETERSBURG, FLORIDA 33701

TELEPHONE: (727) 822-4688 FACSIMILE: (727) 822-4681 E-MAIL: kfullerton@fullertonfrier.com

April 10, 2003

As requested, attached to this memo is an analysis of the total approximately \$1.4 billion principal amount of bonds which our model projected, at a very gross level, would have to be refunded as part of the overall proposed refundings/restructurings, including an allocation of debt service by Cost-Revenue Center. The model employs a variety of simplifying assumptions. The results are accurate, but the model shows some bonds being refunded sooner, and potentially a greater amount of bonds being refunded, than may end up being the case, as precise timing and market conditions are better known.

The actual determination of which series of bonds should be refunded, and at what time they should be refunded, requires a more precise review of the terms of each series and several other factors. The amount of savings that will result from a refunding of certain bonds will obviously depend on market conditions at the time. Because of the way the City's debt service deposits are made and its airline rates are calculated, the amount of savings that can be realized for rates and charges purposes will also depend on whether the refunding bonds are issued before or after July 1st in any given year. As a result of these factors, we will not know how many bonds, and which series of bonds will be refunded in a given year, until we are actually in the process of working on the refunding issue.

Running this data through a rates and charges model will make it appear that the City has adopted a much more precise refunding plan that it really has. It is important that this information be presented with the clear caveat that the analysis is based on assumptions that will certainly change as the actual refundings are implemented.

Chicago O'Hare International Airport

COMBINED REFUNDING/RESTRUCTURING AND OUTSTANDING DEBT SERVICE NOT REFUNDED SUMMARY COST CENTER ALLOCATIONS

37,830,449 35,700,855 30,799,321 8654,026 41,225,927 45,300,112 30,688,322 30,533,721 56,528,911 56,528,911 51,624,733 37,881844 11,816,396 32,334,485 32,334,485 32,334,485 36,480,386,172 36,480,386,172 36,480,386,174 36,480,746 36,480,172 36,480,746 36,480,172 36,480,172 36,480,172 36,480,172 36,480,172 36,480,172 36,480,172 36,480,172 36,480,172 36,480,172 36,480,172 36,480,172 36,480,172 36,480,172 36,481,744 36,527,744 36,537,744 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,446,548 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,646,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,647,377 36,446,448 36,446,448 36,647 36,647 37,446,448 37,446,648 37,446,648 37,446,647 37,446,648		ΑF	TA	TS	ı	Fuel	TOTAL
41225.977 45.00.855 30.799.321 8654.026 77.677.800 41225.977 45.271.997 37.688.844 10.298.917 55.276.780 42.911.092 51.315.604 2.2895.507 9.712.425 34.711.725 42.911.092 51.315.604 2.2895.507 9.712.425 51.597.542 56.228.917 51.62.73 46.00.038 11.40.136.546 55.975.337 56.228.917 51.62.73 46.00.038 11.40.136.546 55.975.337 56.228.91 61.20.20.20.30.465 52.734.485 46.00.038 11.40.136.546 32.535.977 34.00.65.775 25.099.762 8.599.460 19.386.562 32.5180.577 34.00.65.775 25.099.762 8.599.460 19.386.562 32.5180.577 34.00.65.775 25.099.762 8.599.460 19.386.562 32.5180.577 34.00.65.775 36.350.46 32.528.977 34.20.762 36.544.49 97.21,071 72 24.526.144 32.20.20.57.31 34.247.762 36.247.403 87.247.777 24.522.144 32.20.20.57.31 34.247.762 36.247.000 19.20.00.774.30.09 43.366.360 43.366.37.74 34.247.762 19.20.000 27.7430.09 50.20.51.77 53.222.884 36.447.095 10.399.000 27.7430.09 50.20.51.77 53.222.884 36.447.095 10.399.000 27.7430.09 50.20.51.77 53.222.884 36.447.095 10.399.000 27.7430.09 50.20.51.77 53.222.884 36.447.095 10.399.000 27.7430.09 50.20.51.77 53.222.884 36.445.39 14.682.890 36.055.004 50.20.51.77 53.222.884 36.445.39 14.682.890 36.055.004 50.20.51.77 53.222.892 36.445.57 14.682.890 36.055.004 50.20.51.77 53.222.892 36.445.57 14.682.890 36.055.009 50.20.54.397 53.220.000 36.443.57 14.682.890 36.055.009 50.20.54.397 53.220.000 36.443.57 14.682.130 36.055.009 50.20.54.397 53.220.000 36.443.57 14.681.790 36.055.009 50.20.54.397 53.220.000 36.443.57 14.681.790 36.055.009 50.20.54.397 53.220.000 36.443.57 14.681.790 36.055.009 50.20.54.397 53.220.000 36.443.57 14.681.790 36.055.009 50.20.54.397 53.220.000 36.443.57 14.681.790 36.055.009 50.20.54.307 53.220.000 36.443.57 14.681.790 36.055.009 50.20.54.307 53.220.000 36.443.57 14.681.790 36.055.009 50.20.54.307 53.220.000 36.443.57 14.681.790 36.055.009 50.20.54.307 53.220.000 36.443.500 20.000.000 50.20.54.307 53.220.000 36.443.500 20.000.000 50.20.54.307 53.220.000 36.443.500 20.000.000 50.20.54.307 53.220.000 36.443.500 20.000.000 50.20.54.307 53.200.000 36.443.500 20.00	Rates and Charges Year						
41,215,527 45,360,112 30,668,322 9,363,721 31,7725 41,7725 41,225,927 41,150,225 41,250,225 41,150,225 41,250,	2003	37,830,449	35,700,855	30,799,321	8,654,026	27,627,800	140,612,451
4.3911.002 51.315.604 32.885.507 9.712.425 55.216.674 56.2241.497 46.231.939 37.838.844 10.599.917 55.216.674 56.2241.497 46.231.939 37.838.844 10.599.917 55.216.674 56.205.89.762 55.206.397 11.016.396 55.216.674 56.206.397 32.535.937 34.606.397 25.515.441 8.595.540 19.398.552 32.535.937 34.606.397 25.039.762 8.599.460 19.398.552 32.235.937 34.606.397 25.039.762 8.599.460 19.398.552 32.235.937 34.606.397 25.039.762 8.599.460 19.398.562 33.235.337 34.606.397 35.206.397 37.406.398 37.707 37.406.397 37.406.398 37.707 37.406.398 37.702 37.406.399 37.202.397 37.406.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.202.397 37.406.399 37.406.399 37.406.399 37.406.397 37.406.399 37.406.399 37.406.399 37.406.397 37.406.399 3	2004	41,225,927	45,360,112	30,686,832	9,363,721	34,711,725	161,350,317
56.228.911 51.845,793 77.838.84 105.959.917 55.216.674 55.228.911 51.845,793 77.838.84 105.959.917 55.216.674 55.228.911 51.845,793 46.024.913 11.846.396 55.976,397 57.016.201 24.056,775 46.000.318 111.940.956 56.000.916 32.100,717 34.056,77 25.099,762 6.590.403 37.484,867 246 36.971,094 8.748,473 25.444.061 39.247,745 36.247,745 35.948,444 39.000,178 25.445.001 39.247,745 37.245,241 39.000,178 25.445.001 39.247,745 37.245,243 37.245,443 9.020,178 25.445.001 39.247,745 37.245,243 37.245,443 9.020,178 25.445.001 39.247,745 37.245,243 37.245,443 9.020,178 25.445.001 39.247,745 37.245,243 37.245,443 9.020,178 25.445.001 39.247,745 37.245,243 37.245,443 9.020,178 25.445.001 39.247,745 37.245,243 37.245,443 37.445,960 25.026,145 37.245,243 36.025,443 37.445,960 37.245,243 36.025,443 37.445,960 37.245,243 36.025,443 37.445,960 37.245,243 36.025,443 37.445,960 37.245,243 36.025,443 37.445,960 37.245,243 36.025,443 37.445,960 37.245,243 36.025,443 37.445,960 37.245,443 37.245,443,443 37.445,861 37.245,244	2005	43,911,092	51,315,604	32,895,507	9,712,425	51,597,542	189,432,170
56,253,911 51,845,793 46,024,913 11,941,956 55,076,397 52,334,485 46,900,318 11,940,956 56,000,916 32,535,957 34,160,076 22,51,441 36,957 34,160,076 22,51,441 36,957 34,160,076 25,51,441 36,957 34,160,076 25,51,441 31,441,956 55,000,916 32,436,440 31,441,910 36,447,445 36,347,403 9,080,178 25,465,240 37,447,445 36,347,403 9,080,178 25,465,240 37,447,445 36,347,403 9,080,178 25,465,240 37,447,445 36,547,445 36,347,403 9,080,178 25,465,240 37,447,445 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,577,44 36,477,47 36,477,47 36,	5008	52,241,497	46,321,993	37,838,884	10,599,917	55,216,674	202,218,965
57,016,230 52,334,485 46,800,038 11,400,986 56,000,916 22,535,957 34,166,076 25,515,414 8,595,540 19,398,562 32,180,571 34,086,277 25,089,762 8,598,440 25,468,400 38,481,480 36,047,445 36,347,403 9,080,178 25,465,240 38,481,264 36,577,472 36,547,102 37,12,177 24,556,114 39,202,825 37,220,284 39,270,061 9,278,308 25,514 39,547,100 40,337,31 39,270,061 9,278,308 26,577,472 39,547,100 40,349,307 43,491,095 10,389,000 27,430,69 50,266,920 53,220,884 36,451,825 14,682,363 36,053,148 50,266,920 53,220,884 36,451,825 14,682,363 36,053,148 50,266,920 53,220,884 36,451,825 14,682,363 36,053,148 50,266,920 53,220,884 36,451,825 14,682,363 36,053,046 50,266,920 53,220,884 36,451,825 14,682,383 36,053,046	2007	56,528,911	51,845,793	46,024,913	11,816,396	55,976,397	222,192,411
22,535,557 34,160,076 25,515,141 8,595,540 19,388,562 32,105,571 34,085,927 25,099,762 8,599,460 25,368,594 36,487,480 36,437,445 36,437,403 9,080,178 25,465,240 36,477,415 36,437,403 9,080,178 25,565,240 37,494,861 36,537,724 35,968,444 9,121,873 24,596,034 33,397,315 34,243,786 29,712,021 8,772,172 24,552,114 33,397,316 37,243,786 29,712,021 8,772,172 24,552,114 39,247,100 43,349,1085 10,330,000 27,430,069 26,847,540 43,368,360 43,349,1085 10,330,000 27,430,069 26,841,754 50,266,370 43,441,085 10,330,000 27,430,069 26,841,754 50,266,320 35,220,444 36,451,825 36,682,185 36,682,185 50,266,320 35,220,444 36,451,825 36,682,185 36,682,185 50,266,327 35,220,448 36,450,325 36,450,365 36,450,367	2008	57,016,230	52,334,485	46,800,038	11,940,956	56,000,916	224,092,624
22,180,571 34,085,927 25,089,762 8,589,460 25,388,594 36,487,244 36,347,403 9,000,178 25,424,061 36,487,244 36,347,403 9,000,178 25,424,061 36,487,244 36,347,403 9,000,178 25,456,240 37,694,861 36,377,403 9,000,178 25,566,240 33,397,754 35,968,44 9,121,873 24,552,114 38,202,825 34,243,786 32,203,016 9,228,900 25,738,733 39,547,100 40,337,431 39,270,061 9,528,850 26,877,540 50,256,920 53,220,286 36,451,825 14,682,516 36,058,185 50,256,927 53,220,286 36,447,371 14,682,516 36,058,185 50,256,927 53,220,286 36,447,371 14,682,516 36,058,185 50,256,927 53,220,286 36,447,371 14,682,517 36,058,185 50,256,927 53,220,972 36,447,371 14,682,517 36,058,185 50,256,927 53,226,972 36,448,381 14,681,173	2009	32,535,957	34,160,076	25,515,141	8,595,540	19,398,562	120,205,276
36,487,480 36,048,194 29,211,094 8,748,473 25,424,061 38,617,284 37,547,445 36,347,402 9,000,178 25,465,240 37,547,445 35,944,44 9,121,877 24,552,114 38,297,315 34,243,785 29,712,021 8,727,172 24,552,114 38,297,315 34,243,785 29,712,021 8,727,172 24,552,114 38,297,105 39,247,100 9,000,178 25,738,733 39,247,100 27,439,083,70 43,491,095 10,399,000 27,439,069 50,256,925 30,0337,431 39,270,061 9,228,965 26,837,230,296 36,452,491 14,662,365 36,036,185 50,256,925 36,045,249 14,652,365 36,045,927 50,226,197 53,2270,296 36,445,249 14,652,363 36,045,975 50,226,377 53,2270,979 36,448,567 14,681,032 36,045,045 50,256,565 53,229,972 36,448,567 14,681,373 36,046,689 50,256,442 50,256,448,567 14,681,373 36,046,689 50,256,442 50,256,448,567 14,681,373 36,046,689 50,256,442 50,256,448,567 14,681,373 36,046,689 50,256,442 50,256,448,567 14,681,373 36,046,689 50,256,442 50,256,448,567 14,681,373 36,046,689 50,256,442 50,256,448,567 14,681,373 36,046,689 50,256,442 50,256,448,567 14,681,373 36,054,442 50,256,448 50,256,448,567 14,681,373 36,054,442 50,256,448 50,256,448 50,256,448 50,256,448,567 14,681,373 36,054,442 50,256,448 50,054,442 50,256,448 50,256,448 50,054,442 50,256,448 50,054,442 50,256,448 50,054,442 50,256,448 50,054,442 50,256,448 50,054,442 50,256,448 50,054,448 50,054,442 50,054	2010	32,180,571	34,085,927	25,099,762	8,569,460	25,368,594	125,324,313
38,617,264 37,547,445 36,347,403 9,080,178 25,465,240 37,494,801 30,337,744 35,524,413,421,345 35,537,744 35,524,413,421,345 35,537,744 35,525,44 9,171,187 24,552,114 38,202,825 37,532,524 32,229,016 9,228,860 26,877,540 40,337,431 39,270,061 9,228,860 26,877,540 39,547,100 40,337,431 39,270,061 9,228,860 26,877,540 39,547,100 50,265,920 35,232,884 36,451,825 10,349,000 27,439,000 37,439,000 35,226,925 35,220,292 36,423,431 46,622,363 36,053,046 50,265,917 53,222,972 36,425,473 14,622,33 36,053,046 50,265,917 53,229,972 36,420,677 14,621,032 36,049,521 50,265,917 53,222,972 36,420,677 14,621,032 36,053,046 50,265,917 53,229,912 36,4450,737 14,621,032 36,056,042 50,265,567 53,229,912 36,4450,737 14,621,917 36,049,620 50,265,677 53,226,617 36,448,577 14,621,917 36,049,620 50,265,171 53,227,499 36,448,577 14,621,191 36,056,042 50,265,117 53,223,044 36,448,567 14,622,100 36,051,600 50,265,187 53,229,040 36,421,925 14,622,100 36,051,040 50,265,187 53,229,040 36,421,925 14,622,100 36,051,040 50,265,187 53,229,040 36,421,925 14,622,100 36,051,040 50,265,187 53,229,040 36,421,925 14,622,100 36,051,040 50,265,187 53,229,040 36,421,925 14,622,100 36,051,040 50,263,187 53,229,040 36,421,925 14,622,100 36,051,000 50,265,187 53,229,040 36,421,925 14,622,100 36,051,000 50,263,187 53,229,040 36,421,925 14,622,100 36,051,000 50,263,187 53,229,040 36,421,925 14,622,100 36,051,000 50,263,187 53,229,040 36,421,925 14,622,100 36,051,000 50,263,187 53,229,040 36,421,925 14,622,100 36,051,000 50,263,187 53,229,040 36,421,925 14,622,100 36,051,000 50,263,187 53,229,040 36,421,925 14,622,100 36,051,000 50,263,187 53,229,040 36,421,925 14,622,100 36,051,000 50,263,187 53,229,040 36,421,925 14,622,100 36,051,000 50,051,000 50,263,187 53,229,040 36,421,925 14,622,100 36,051,000 50,051,000	2011	36,487,480	36,048,194	29,211,094	8,748,473	25,424,061	135,919,302
37,494,861 36,637,754 35,968,444 9,121,873 24,596,034 38,397,315 34,348,785 29,712,021 8,727,172 24,552,114 38,202,285 37,532,234 32,293,061 9,528,890 26,877,540 40,337,431 39,270,061 9,528,890 26,877,540 40,337,431 39,270,061 9,528,890 26,877,540 43,368,396 36,426,425 10,389,000 27,493,069 50,267,173 53,229,894 36,445,1825 10,389,000 27,493,069 50,267,173 53,229,894 36,445,1825 14,682,385 36,058,185 50,265,565 53,229,372 36,446,284 14,682,893 36,055,972 50,265,565 53,229,972 36,446,733 14,681,818 36,056,945 50,265,565 53,229,972 36,446,733 14,681,818 36,056,049 50,265,675 53,229,66 36,448,587 14,681,818 36,056,049 50,265,435 53,229,66 36,448,587 14,681,818 36,056,049 50,265,435 53,229,66 36,448,587 14,681,818 36,056,049 50,265,435 53,229,66 36,448,587 14,681,373 36,049,899 50,263,487 53,229,60 36,448,565 14,681,373 36,049,379 50,263,887 53,229,155 36,448,656 14,681,373 36,049,379 50,263,887 53,228,175 36,448,656 14,681,373 36,049,379 50,263,88 53,229,155 36,448,656 14,681,373 36,049,379 36,041,379 50,263,888 53,229,155 36,448,656 14,681,379 36,049,379 36,041,379 50,263,888 53,229,155 36,448,656 14,681,379 36,043,379 50,049,379 36,041,37	2012	38,617,264	37,547,445	36,347,403	9,080,178	25,465,240	147,057,529
33.397,315 34.243,785 29,712,021 8,727,172 24,552,114 38,202,225 37,532,224 32,233,016 9,215,308 25,718,733 39,547,100 43,364,366 43,988,370 43,491,095 10,389,000 27,493,099 50,266,197 53,222,884 36,451,825 14,682,516 36,088,185 50,266,197 53,222,884 36,421,337 14,681,332 36,098,185 50,226,197 53,222,096 36,442,337 14,681,332 36,095,514 50,226,465 53,226,44 36,402,269 36,402,289 36,402,289 36,402,289 36,405,297 36,406,177 36,406,699 36,059,445 50,265,65 53,226,611 36,448,567 14,681,319 36,056,405 50,265,65 53,226,611 36,448,567 14,681,319 36,056,405 50,265,435 53,226,611 36,448,567 14,681,319 36,056,409 50,267,435 53,228,000 36,421,331 14,681,319 36,056,409 50,267,435 53,228,000 36,448,567 14,681,319 36,056,409 50,265,418 53,229,000 36,448,567 14,681,319 36,056,409 50,265,418 53,229,000 36,448,567 14,681,319 36,056,409 50,265,418 53,229,000 36,448,567 14,681,319 36,056,409 50,265,418 50,269,419 36,448,567 14,681,319 36,056,409 50,265,418 50,269,419 36,448,567 14,681,319 36,056,419 36,051,410 22,497,439 6,837,617,348 10,041,395 11,448,413 11,097,569 10,097,569 11,044,395 11,448,413 11,097,569 11,148,413 11,097,569 11,148,413 11,097,569 11,148,413 11,097,578 11,097,579 11	2013	37,494,861	36.637.754	35,968,444	9,121,873	24,596,034	143,818,967
38,202,825 38,202,825 38,202,825 38,202,825 39,547,100 40,337,431 39,270,661 9,528,850 26,877,540 27,491,065 25,227,884 36,451,825 50,265,173 50,226,327 5	2014	33,397,315	34,243,785	29,712,021	8,727,172	24,552,114	130,632,407
39,547,100 40,337,431 39,270,061 9,528,850 26,877,540 43,366,300 43,368,304 43,441,925 10,380,000 27,843,089 50,267,173 53,222,884 36,441,825 16,380,000 27,843,089 50,267,173 53,222,884 36,442,343 14,682,363 36,035,046 50,267,973 53,222,484 36,440,225 36,440,225 36,440,225 50,265,645 53,229,972 36,440,273 14,681,313 36,055,972 50,265,645 53,229,972 36,440,733 14,681,818 36,055,972 50,265,647 53,229,972 36,440,733 14,681,818 36,056,042 50,265,647 53,229,972 36,448,567 14,681,373 36,056,042 50,265,647 53,229,162 36,448,567 14,681,373 36,056,042 50,267,171 53,229,162 36,448,567 14,681,373 36,056,042 50,267,187 53,229,162 36,448,567 14,681,373 36,056,042 50,263,187 53,229,162 36,448,567 14,681,373 36,0	2015	38,202,825	37,532,524	32,293,016	9.215,308	25.738.733	142.982.407
43,366,360 43,988,370 43,491,095 10,389,000 27,493,069 50,267,173 55,228,284 36,451,825 14,682,516 36,088,185 50,266,197 55,222,844 36,447,337 14,681,032 36,049,551 50,266,372 55,225,488 36,445,679 14,681,032 36,049,551 50,266,565 55,229,972 36,440,679 14,682,881 36,049,689 50,265,665 55,229,972 36,440,679 14,681,818 36,049,689 50,265,665 55,229,972 36,448,567 14,681,818 36,049,689 50,265,665 55,229,040 36,448,432 14,681,818 36,049,689 50,265,667 55,229,040 36,448,432 14,681,818 36,049,689 50,265,667 55,229,040 36,448,432 14,681,817 36,049,689 50,263,171 55,229,040 36,448,432 14,681,137 36,049,689 50,263,187 53,220,044 36,448,432 14,681,137 36,044,42 50,263,187 53,223,004 36,448,567 14,681,37 36,04	2016	39,547,100	40,337,431	39.270.061	9.528.850	26.877.540	155.560.982
50,267,173 55,222,884 36,451,825 14,682,516 36,058,185 50,266,917 53,220,286 36,422,431 14,682,353 36,053,046 50,263,923 53,220,286 36,442,431 14,682,353 36,053,046 50,263,923 53,225,702 36,450,725 14,680,926 36,053,046 50,263,923 53,226,743 36,4450,739 14,681,032 36,050,446 50,265,567 53,226,917 36,4450,737 36,050,446 36,056,042 50,265,567 53,226,617 36,448,677 14,681,313 36,056,042 50,265,567 53,226,617 36,448,587 14,681,317 36,056,093 50,267,882 53,220,648 36,448,587 14,681,317 36,056,093 50,267,887 53,220,648 36,448,587 14,681,317 36,056,093 50,267,887 53,220,044 36,448,587 14,681,317 36,056,093 50,263,808 53,223,044 36,443,143 36,054,379 36,054,379 50,263,808 53,223,789 36,441,133 36,054,379 3	2017	43,368,360	43.988.370	43,491,095	10,389,000	27.493.069	168.729.893
50,266,920 53,230,296 36,452,491 14,682,363 36,053,046 50,266,925 53,227,002 36,447,337 14,681,313 36,053,046 50,265,945 53,227,478 36,440,729 36,440,137 14,681,818 36,055,972 50,265,565 53,229,912 36,450,793 14,681,818 36,056,042 50,265,565 53,229,912 36,450,793 14,681,818 36,056,042 50,265,667 53,229,050 36,481,773 36,049,581 36,056,042 50,265,867 53,229,050 36,481,773 36,049,581 36,049,681 50,265,877 53,229,050 36,481,773 36,049,689 36,056,042 50,265,877 53,228,004 36,451,973 36,044,422 36,044,422 50,263,187 53,228,174 36,449,454 46,81,770 36,044,422 50,263,187 53,228,174 36,449,562 14,681,730 36,044,422 50,263,187 53,228,174 36,449,562 14,681,730 36,044,422 50,263,187 53,228,174 36,449,562 14,6	2018	50.267.173	53 232,884	36.451.825	14,682,516	36,058,185	190,692,583
50,261,917 53,227,002 36,447,337 14,681,032 36,049,551 50,264,923 53,227,002 36,447,337 14,681,032 36,049,551 50,264,925 53,225,748 36,450,679 14,682,881 36,055,972 50,265,655 53,229,040 36,448,438 14,681,373 36,049,689 50,265,665 53,229,040 36,448,438 14,681,373 36,049,689 50,263,171 53,227,499 36,448,547 36,056,009 50,263,171 53,227,499 36,448,547 14,681,915 36,046,442 50,263,187 53,228,002 36,448,567 14,681,915 36,044,42 50,263,187 53,228,002 36,448,567 14,681,376 36,044,37 50,263,187 53,228,002 36,448,656 14,681,376 36,044,37 50,263,187 53,229,155 36,448,656 14,681,376 36,049,379 50,263,187 53,229,155 36,448,656 14,681,376 36,044,379 50,263,188 53,228,178 36,448,656 14,681,379 36,044,379	2019	50,266,920	53 230 296	36,452,491	14.682,363	36,053,046	190,685,118
50,263,923 53,226,748 36,450,225 14,680,926 36,055,972 50,264,925 53,226,773 36,450,673 14,682,881 36,050,446 50,265,655 53,229,972 36,450,673 14,682,881 36,050,446 50,265,657 53,229,972 36,448,567 14,681,918 36,049,689 50,265,657 53,229,050 36,448,567 14,681,373 36,049,689 50,267,882 53,229,048 36,448,567 14,681,373 36,049,689 50,267,171 53,223,048 36,448,567 14,682,190 36,051,600 50,267,171 53,223,048 36,448,587 14,682,190 36,054,442 50,263,187 53,228,106 36,448,586 14,681,376 36,054,337 50,263,808 53,228,178 36,448,556 14,681,376 36,054,337 50,263,808 53,228,178 36,448,556 14,682,133 36,054,337 50,263,808 53,228,178 36,448,557 14,682,133 36,054,337 50,263,808 53,228,178 36,448,556 14,682,133 36,	2020	50.261.917	53,227,002	36,447,337	14,681,032	36,049,551	190,666,840
50,264,945 53,229,972 36,450,679 14,682,881 36,050,446 50,265,565 53,229,812 36,460,793 14,681,818 36,056,042 50,262,567 53,229,612 36,460,793 14,681,319 36,046,689 50,262,627 53,229,050 36,448,537 14,681,770 36,056,009 50,267,435 53,220,648 36,425,982 14,682,900 36,056,009 50,265,140 53,220,648 36,448,547 14,681,700 36,054,422 50,265,887 53,220,004 36,451,131 14,682,133 36,054,379 50,265,887 53,220,104 36,449,552 14,681,730 36,054,379 50,265,887 53,229,155 36,449,552 14,682,731 36,054,379 50,265,887 53,229,155 36,449,552 14,682,731 36,049,379 50,265,887 53,229,155 36,449,552 14,682,731 36,054,379 50,265,887 53,229,155 36,449,552 24,689,173 36,049,379 50,265,887 53,229,155 36,449,552 24,689,173 36,	2021	50,263,923	53,226,748	36,450,225	14,680,926	36,055,972	190,677,794
50,265,565 53,229,812 36,450,793 14,681,818 36,056,042 50,265,657 53,228,611 38,448,567 14,681,373 36,049,689 50,267,435 53,229,050 36,448,567 14,681,373 36,049,689 50,267,435 53,229,050 36,448,567 14,681,770 36,056,009 50,267,171 53,228,648 36,448,647 14,681,770 36,051,800 50,263,187 53,228,002 36,448,657 14,681,770 36,051,521 50,263,187 53,228,135 36,448,656 14,682,133 36,058,397 50,263,187 53,228,135 36,448,656 14,681,376 36,043,139 50,263,187 53,228,135 36,448,656 14,682,133 36,058,397 50,263,187 53,228,135 36,448,656 14,681,376 36,043,139 50,263,187 53,228,135 36,448,656 14,682,133 36,043,139 50,263,187 53,228,135 36,448,656 14,682,133 36,043,139 50,263,187 53,228,135 36,448,656 14,682,133 36,	2022	50.264.945	53,229,972	36,450,679	14,682,881	36,050,446	190,678,923
50,262,657 53,226,611 36,448,567 14,681,373 36,049,689 50,262,824 53,229,060 36,448,438 14,681,777 36,049,689 50,263,171 53,220,648 36,448,637 14,681,377 36,058,009 50,263,171 53,228,802 36,448,637 14,681,375 36,051,800 50,263,187 53,228,802 36,448,637 14,681,375 36,051,521 50,263,187 53,228,700 36,448,637 14,681,375 36,051,521 50,263,187 53,228,700 36,448,637 14,681,375 36,051,521 50,263,187 53,228,700 36,448,522 14,681,375 36,049,132 50,263,808 53,228,700 36,448,522 14,681,375 36,049,139 50,263,808 53,228,700 36,448,522 14,682,133 36,049,139 50,263,808 53,229,155 36,448,522 14,682,133 36,044,139 6,021,102 2,497,439 6,837,602 1,003,606 27,471,723 1,041,495 1,148,494 1,096,251 1,099,965 27,471,723<	2023	50.265.565	53,229,812	36,450,793	14,681,818	36,056,042	190,684,031
50,262,882 53,229,050 36,448,438 14,681,770 36,056,009 50,264,482 50,250,648 36,442,987 14,682,800 36,051,800 50,265,171 53,227,499 36,448,567 14,681,915 36,051,800 50,265,87 53,228,702 36,450,467 14,681,915 36,051,521 50,265,887 53,228,704 36,448,565 14,681,315 36,058,397 50,265,187 53,228,176 36,448,565 14,681,317 36,058,397 50,265,187 53,229,155 36,448,565 14,681,317 36,058,397 50,265,187 53,229,155 36,448,565 14,681,317 36,058,397 50,265,187 53,229,155 36,448,565 14,681,317 36,058,397 50,265,187 53,229,155 36,448,565 14,681,317 36,058,397 50,265,187 40,885,722 24,669,121 5,233,238 35,161,528 10,41,495 1,149,470 1,097,183 879,270 27,467,348 1,041,495 1,148,484 1,097,559 89,338 27,461,312	2024	50,262,657	53,226,611	36,448,567	14,681,373	36,049,689	190,668,897
50,267,435 53,230,648 36,452,962 14,682,800 36,051,800 50,265,171 53,227,499 36,448,547 14,681,315 36,054,442 50,265,887 53,228,002 36,451,131 14,682,133 36,054,327 50,265,887 53,223,004 36,449,552 14,681,730 36,054,377 50,265,887 53,223,155 36,449,552 14,682,731 36,054,379 50,265,887 53,229,155 36,449,552 14,682,731 36,054,379 50,265,887 53,229,155 36,449,552 14,682,731 36,054,379 50,265,887 53,229,155 36,449,552 24,682,731 36,054,193 39,081,288 53,229,155 36,449,552 24,682,731 36,054,193 40,139 21,706,678 11,590,130 2,026,139 28,551,913 6,021,102 2,497,439 6,837,602 1,008,568 27,417,80 1,041,495 1,148,494 1,097,559 10,09,568 27,417,80 1,041,495 1,149,518 1,097,593 186,393 27,461,312 <td>2025</td> <td>50,262,882</td> <td>53,229,050</td> <td>36,448,438</td> <td>14,681,770</td> <td>36,056,009</td> <td>190,678,149</td>	2025	50,262,882	53,229,050	36,448,438	14,681,770	36,056,009	190,678,149
50,263,171 53,227,499 36,448,587 14,681,915 36,054,442 50,264,482 53,228,802 36,460,467 36,051,521 36,051,521 50,265,887 53,228,802 36,448,656 14,681,376 36,046,379 50,265,187 53,228,706 36,448,656 14,682,131 36,046,379 50,265,808 53,228,176 36,448,656 14,681,376 36,046,379 50,265,808 53,228,155 36,448,656 14,682,173 36,046,379 39,081,808 40,527,173 24,681,271 533,238 35,161,528 13,635,616 21,706,678 11,580,130 20,261,39 28,551,913 6,011,02 2,497,439 6,837,602 1,008,568 27,471,723 1,041,495 1,148,494 1,097,163 879,957 27,467,348 1,041,495 1,148,413 1,096,174 879,914 82,818 1,040,537 1,148,413 1,096,174 879,148 82,818	2026	50,267,435	53,230,648	36,452,982	14,682,800	36,051,800	190,685,664
50,264,408 53,228,802 36,450,467 14,681,730 36,051,521 50,265,807 53,228,704 36,441,131 36,066,397 50,263,808 53,229,155 36,448,565 14,681,376 36,049,379 50,263,808 53,229,155 36,449,552 14,682,731 36,049,379 50,263,808 53,229,155 36,449,552 14,682,731 36,049,379 50,21,102 2,497,439 6,893,120 2,026,139 28,551,913 6,015,102 2,497,439 6,837,602 1,009,689 27,471,723 1,041,495 1,149,479 1,097,183 879,957 27,461,312 1,041,495 1,149,478 1,097,659 890,338 27,461,312 1,041,345 1,149,518 1,097,629 880,338 27,461,312 1,040,507 1,148,413 1,097,629 879,414 82,818 1,040,537 1,148,413 1,096,174 879,148 82,818	2027	50,263,171	53,227,499	36,448,587	14,681,915	36,054,442	190,675,614
50,265,887 53,230,004 36,451,131 14,682,133 36,056,397 50,265,187 53,228,178 36,481,655 14,682,731 36,093,79 50,265,187 53,228,178 36,448,655 14,682,731 36,093,79 50,265,187 24,683,121 5,233,238 35,161,528 13,635,616 21,706,678 11,580,130 2,026,139 28,551,913 6,021,102 2,497,439 6,837,602 1,009,658 27,476,806 6,011,6378 1,149,470 1,097,183 879,957 27,467,348 1,040,610 1,148,494 1,097,659 890,338 27,461,312 1,041,538 1,149,569 1,097,659 890,338 27,461,312 1,040,537 1,148,413 1,096,174 879,148 82,818	2028	50,264,408	53,228,802	36,450,467	14,681,730	36,051,521	190,676,928
50,263,187 53,228,736 36,448,656 14,681,376 36,049,379 50,263,086 53,229,155 36,449,552 14,682,771 36,044,193 39,081,288 53,229,155 36,448,656 17,566,419 36,041,193 13,635,616 21,706,678 11,590,130 2,026,139 28,551,913 6,021,102 2,495,299 6,837,602 1,008,568 27,477,806 6,018,378 1,448,49 1,087,183 879,957 27,467,348 1,041,495 1,148,443 1,097,659 880,338 27,461,312 1,040,537 1,148,413 1,096,174 879,993 882,898	2029	50,265,887	53,230,004	36,451,131	14,682,133	36,058,397	190,685,553
50,263,808 53,229,155 36,449,522 14,682,731 36,054,193 39,061,888 40,885,722 24,689,127 23,223 35,161,528 13,635,616 21,706,678 11,550,130 2,026,139 28,551,913 6,021,102 2,497,439 6,837,602 1,009,656 27,476,806 6,015,738 2,696,229 6,835,231 1,009,688 27,471,723 1,041,495 1,149,476 1,097,133 879,957 27,467,348 1,041,496 1,149,476 1,097,659 890,338 27,461,312 1,041,538 1,149,518 1,097,659 890,338 27,461,312 1,040,610 1,148,413 1,096,174 879,148 82,818	2030	50,263,187	53,228,736	36,448,656	14,681,376	36,049,379	190,671,334
39,081,288 40,885,722 24,669,121 5.233,238 35,161,528 15,635,616 21,706,678 11,590,130 2,026,139 28,551,913 6,021,102 2,496,209 6,835,231 1,008,958 27,471,723 1,041,495 1,149,470 1,097,183 879,957 27,467,348 1,040,610 1,148,494 1,096,251 879,210 27,464,47 1,041,538 1,149,569 1,097,559 880,338 27,461,312 1,040,537 1,148,413 1,096,174 879,148 82,818	2031	50,263,808	53,229,155	36,449,552	14,682,731	36,054,193	190,679,439
13,535,616 21,706,678 11,550,130 2,026,139 28,551,913 (6,021,102 2,497,439 6,837,602 1,003,656 27,476,806 6,018,978 24,96,209 6,835,231 1,008,958 27,471,723 1,041,495 1,148,494 1,097,183 879,957 27,467,348 1,041,348 1,149,959 1,097,659 880,338 27,461,312 1,041,538 1,149,518 1,097,528 879,933 27,464,312 1,040,537 1,148,413 1,096,174 879,148 82,818	2032	39,081,288	40,885,722	24,669,121	5,233,238	35,161,528	145,030,896
6,021,102 2,497,439 6,837,602 1,006,656 27,476,806 6,018,378 2,496,229 6,835,231 1,008,958 27,477,823 1,041,495 1,149,470 1,097,183 879,957 27,467,348 1,041,346 1,149,395 1,097,659 880,338 27,461,312 1,041,538 1,149,518 1,097,659 880,338 27,461,312 1,040,537 1,148,413 1,096,174 879,148 82,818	2033	13,635,616	21,706,678	11,590,130	2,026,139	28,551,913	77,510,476
6,018,978 2,496,209 6,835,231 1,008,958 27,471,723 (1,041,495 1,149,470 1,096,251 879,957 27,487,348 1,040,613 1,149,518 1,096,251 879,993 27,447 1,041,538 1,149,518 1,095,278 879,993 82,898 1,040,537 1,148,413 1,095,174 879,148 82,818	2034	6,021,102	2,497,439	6,837,602	1,009,656	27,476,806	43,842,608
1,040,495 1,149,470 1,097,183 879,957 27,467,348 1,040,610 1,148,494 1,096,251 879,210 27,464,447 1,041,946 1,149,969 1,097,659 880,338 27,461,312 1,041,538 1,149,518 1,097,228 879,993 82,898 1,040,537 1,148,413 1,096,174 879,148 82,818	2035	6,018,978	2,496,209	6,835,231	1,008,958	27,471,723	43,831,098
1,040,510 1,148,494 1,096,251 879,210 27,464,47 1,041,536 1,149,548 1,097,659 880,338 27,461,312 1,041,538 1,149,518 1,097,228 879,993 82,898 1,040,537 1,148,413 1,096,174 879,148 82,818	2036	1,041,495	1,149,470	1,097,183	879,957	27,467,348	31,635,452
1,041,946 1,149,969 1,097,659 880,338 27,461,312 1,041,538 1,149,518 1,097,228 879,93 82,898 1,040,537 1,148,413 1,096,174 879,148 82,818	2037	1,040,610	1,148,494	1,096,251	879,210	27,464,447	31,629,012
1,041,538 1,149,518 1,097,228 879,993 82,898 1,040,537 1,148,413 1,096,174 879,148 82,818	2038	1,041,946	1,149,969	1,097,659	880,338	27,461,312	31,631,224
1,040,537 1,148,413 1,096,174 879,148 82,818	2039	1,041,538	1,149,518	1,097,228	879,993	82,898	4,251,175
	2040	1,040,537	1,148,413	1,096,174	879,148	82,818	4,247,091
	2041						

COST CENTER ALLOCATIONS

	Amounts						Percentages		•			
Series	AF	TA	TS	F	Fuel	TOTAL	AF	τA	TS	Ŀ	Fuel	TOTAL
				•								
1st Llen Series 1993A (Non-AMT)	7,035,303	4,946,642	3,075,474	794,462	2,124,811	17,976,492	39.1361%	27.5173%	17.1083%	4.4194%	11.8188%	100.0000%
Sub-Total	7,035,303	4,946,642	3.075,474	794,462	2,124,611	17,978,492	39.1361%	27.5173%	17.1083%	4.4194%	11.8188%	100.0000%
2nd Uen												
Series 1984A SLRB (Non-AMT, Variable)	1,715,030	1,749,809	42,024	115,567		3,622,430	47.3447%	48.3048%	1.1601%	3.1903%		100.0000%
Series 1984B SLRB (Non-AMT, Variable)	3,199,972	425,648	5 134 200	152 875	46.601	3,625,620	88.2600%	11.7400%	57 1817%	7 920194	0.5200%	100.0000%
Series 1988B SLRB (AMT. Variable)	788.279	422.653	596.298	26,588	50.0	1,833,818	42.9857%	23.0477%	32.5167%	1,4499%		100.000%
Series 1993A SLRB (AMT)	1,873,823	1,979,077	2,952,309	544,061	62,263	7,411,533	25.2825%	26.7027%	39.8340%	7.3407%	0.8401%	100.0000%
Series 1993B SLRB (Non-AMT)	329,087	347,573	518,495	95,550	10,935	1,301,640	25.2825%	26.7027%	39.8340%	7.3407%	0.8401%	100.0000%
Series 1993C SLRB (Non-AMT)	6,379,609	4,485,611	2,788,638	720,436	1,926,596	16,300,890	39.1366%	27.5176%	17,1073%	4.4196%	11.8190%	100.0000%
Series 1994A SLRB (Non-AMT)	3,662,597	12,194,089	512,239	583,918	529,722	17,482,565	20.9500%	69.7500%	2.9300%	3.3400%	3.0300%	100.000%
Series 1994B SLRB (AMT, Variable)	496,789	1,000,876	348,809	137,158	532,777	2,516,409	19.7420%	39.7740%	13.8614%	5.4505%	21.1721%	100.0000%
Series 1994C SLRB (Non-AMT, Variable)		260,953	2,816,326			3,077,279		8.4800%	91.5200%			100.0000%
Series 1996A SLRB (AMT)	5,078,145	1,374,398	5,854,041	132,027	8,012	12,448,623	40.7994%	11.0423%	47.0332%	1.0607%	0.0644%	100.000%
Series 1996B SLRB (Taxable) Series 1999 SLRB (AMT)	2,695,461	215,235	2,603,456	61,337	22,551,750	5,575,489 22,551,750	48.3448%	3.8604%	46.6947%	¥1001.1	100.000%	100.000%
Sub-Total	27,772,161	26,347,600	24,166,835	2,769,517	25,668,746	106,724,859	26.0222%	24.6874%	22.5441%	2.5950%	24.0513%	100.0000%
3rd Llen Saries 2002A (AVIT)	5.564 091	7 245 606	6916.017	5.546.747	522 520	26.795.881	24.5000%	27.0400%	25.8100%	20.7000%	1.9500%	100.000%
Sub-Total	6,564,991	7,245,606	6,916,017	5,546,747	522,520	28,795,881	24.5000%	27.0400%	25.8100%	20.7000%	1.9500%	100.000%
Total	41,372,455	38,539,848	34,158,326	9,110,726	28,315,877	151,497,232	27.3091%	25.4393%	22.5472%	6.0138%	18.6907%	100.000%

Chicago O'Hare International Airport

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PERCENTAGE OF REFUNDING BONDS ISSUE ALLOCABLE TO REFUNDED SERIES

	2003	2004	2005	2006	2007	2008	5005	2010	2011	2012
	50.7045%									
	50.7045%						_			
	4.7854%	4.7243%								
	11.6723%	1.7401%								
	31.1966%	75.1221% 4.2130% 7.6932%				,				
				100.000%			100 000%			
	49.2955%	100.000%		100.000%			100.000%			
			•						100.000%	
1									100.0000%	:
l	100.000%	100.000%		100.000%			100.000%		100.000%	
ខ	COST CENTER ALL	CENTER ALLOCATION OF REFUNDING BOND ISSUES	EFUNDING BOI	ND ISSUES						
ı	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
	37.6847%	22.6133%		40.7994%					24.5000%	
	19.3704%	14.1126%		47.0332%					25.8100%	
	4.7496% 9.7916%	3.2020%		0.0644%			100.000%		1.9500%	
ı	100.000%	100.000%		100.0000%			100.000%		100.000%	

Annual Gross Debt Service	2003	2004	2005	2006	2007	2008	5003	. 2010	2011	2012	TOTAL
Rates and Charges Year											
2003	707 07 60										
2004	38 007 062	, ,									9.749.491
2005	38 007 063	5,059,991									44.057.955
2008	38 997 963	20,239,300									59,237,929
2007	38 007 063	998,862,02		1,966,202							61.204.131
2008	38 007 063	20,239,966		7,864,808							67,102,736
5003	28,180,00	20,239,966		7,864,808							67 102 736
2010	506,786,963	20,239,966		7,864,808			4.796.737				71 800 474
2011	38,997,963	20,239,966		7,864,808			19 186 949				**********
2012	38,997,963	20,239,966		7.864.808			40 406 040				989,289,08
2013	38,997,963	20,239,966		7.864.808			10,100,343		021,877		87,068,805
	38,997,963	20,239,966		7.864.808			19,100,949		3,116,479		89,406,164
100	38,997,963	20,239,968		7 864 808			19,100,949		3,116,479		89,406,164
5107	38,997,963	20,239,966		7 96.4 909			19,186,949		3,116,479		89,406,164
2107	38,997,963	20 239 966		7 96.4 909			19,186,949		3,116,479		89,406,164
7107	38,997,963	20,230,066		0,004,000			19,186,949		3,116,479		89,406,164
8102	67.527.963	13 674 DEC		900,000,			19,186,949		3,116,479		89,406,164
2019	67.526.127	33 670 694		12,204,808			27,386,949		4,251,479		145,046,164
2020	67 524 665	70'079'66		12,208,205			27,382,124		4,254,372		145.041.449
2021	67.523.665	20,000,000		12,201,230			27,378,919		4.248,126		145,022,509
2022	67 572 040	000,000,00		12,208,587			27,385,561		4 248 038		145 033 700
2023	918,626,10	33,670,511		12,203,502			27,379,683		4 253 514		145 021 120
2024	179'976'19	33,671,298		12,205,679			27.385.104		4 248 DER		621,100,041
5002	67,523,694	33,667,961		12,203,641			27.379 164		7,240,300		143,037,674
3000	67,523,026	33,672,246		12,201,501			27 385 383		4,249,007		145,024,147
0707	67,526,641	33,670,016		12 208 075			37 380 806		190,067,		145,032,243
1707	67,525,964	33,667,723		12 201 591			27.000,000		4,254,870		145,040,408
2028	67,522,424	33 671 228		42 200 456			27,383,659		4,248,445		145,027,383
5029	67.526.858	33 670 BO4		12,200,430			27,380,986		4,251,108		145,032,203
2030	67 523 913	32,670,000		12,203,603			27,385,422		4,251,971		145,040,653
2031	67 523 544	23,072,000		12,202,847			27,378,714		4,245,739		145.023.221
2032	47 K2 KA			12,201,711			27,383,499		4,252,412		145,030,989
2033	#1C, #3C, 10	"		12,205,422			27,380,932		4,250,808	-	145,030,896
2034		33,009,584		12,206,909			27,383,058		4,250,926		77.510.476
2035				12,204,400			27,386,033		4.252.175		43.842 EOR
2036				12,201,120			27,381,014		4.248.964		43 831 098
2037							27,384,454		4.250.998		31635452
							27 281 623		000,000		21,050,452
2038							27,106,12		606,187,4		31,629,012
6502						•	20'0 10'		4,522,043		31,031,224
2040									4,251,175		4,251,175
2041									4,247,091		4,247,091
2042											
	1,568,593,518	806,905,970		308,160,371			733,323,800		117,239,173		3,534,222,831
											•

T SERVICE

JNDING/RESTRUCTURING GROSS DEBT	OST CENTER
REFUNDIN	AF COST C

March Marc	10 CENTER 10 CEN	2003	2004	2002	2006	2007	2008	2009	2010	2011	2012	TOTAL
1,656,253 (1,14.20) 1,656,253 (1,55,319) 1,656,253	Rates and Charges Year											
14 (6892 23) 1,144 230 14 (6892 23) 1,144 230 14 (6892 23) 4,575 919 14 (6892 23) 4,575 919 15 (6892 23) 4,575 919	ZOOZ	3,674,063										3,674,063
1,689,223 4,576,919 902,198 1,689,223 4,576,919 902,198 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,793 1,689,223 4,576,919 9,20,794 1,689,233 1,689,233 1,689,233 1,689,233 1,689,233 1,681,232 1,681,232 1,681,232 1,681,233	2004	14,696,253	1,144,230									15 840 483
1,696,223 4,576,919 3,200,793 1,696,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,666,223 4,576,919 3,200,793 1,646,727 1,647,727 1,64	2005	14,696,253	4.576.919									CE 4 CE C C 4
14,696,233 4,576,519 3,206,739 14,696,233 4,576,519 3,206,739 3,206,739 14,696,233 4,576,519 3,206,739 3,206,739 14,696,233 4,576,519 3,206,739 3,	2006	14,696,253	4.576.919		807 198							611,612,61
14,686,253 4,576,619 3,208,793 19,084 19,084 19,084 14,686,253 4,576,619 3,208,793 19,084 14,686,253 4,576,619 3,208,793 19,084 14,686,253 4,576,619 3,208,793 19,084 14,686,253 4,576,619 3,208,793 19,084,793 14,686,253 4,576,619 3,208,793 14,686,253 4,576,619 3,208,793 14,686,253 4,576,619 3,208,793 14,686,253 4,576,619 3,208,793 14,686,253 4,576,619 3,208,793 14,686,253 4,576,619 3,208,793 14,686,253 4,576,619 3,208,793 14,686,793 14,686,793 14,686,793 14,686,793 14,686,793 14,686,793 14,686,793 14,686,793 14,696,793 14,6	2007	14.696.253	4 576 919		3 208 793							178,670,02
14666723 4,576.919 2708,799 199084 199084 199084 1966723 4,576.919 2708,799 199084 199084 1966723 4,576.919 2708,799 199084 1966723 4,576.919 2708,799 199084 1966723 4,576.919 2708,799 199084 1966723 4,576.919 2708,799 199084 1966723 4,576.919 2708,799 199084 1966723 4,576.919 2708,799 199084 1969723 4,576.919 2708,799 199084 1969723 4,576.919 2708,799 199084 1969723 4,576.919 2708,799 199084 1969723 4,576.919 2708,799 199084 1969723 1969723 4,576.919 190984 1969723	2008	14,696,253	4 576 919		1208 793							22,481,965
1,000,000	2000	44 606 262	0,000		567,004,0							22,481,965
190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,084 190,085 190,084 190,085 190,084 190,085 190,084 190,085 190,084 190,085 190,084 190,085 190,084 190,	000	14,090,233	616,070,4		3,208,793							22,481,965
1696,233 4576,519 3.208,733 169,684 169,684 169,684 169,684 169,684 169,684 169,684 169,684 169,684 169,682 169,684 169,682 169,684 169,682 169,684 169,682 169,684	2010	14,696,253	4,576,919		3,208,793							22 481 965
14,696,223 4,576,819 3,204,739 763,537	2011	14,696,253	4,576,919		3.208.793					100 887		22 672 860
14666.253 4.576.919 12.00.733 773.377	2012	14.696.253	4.576.919		1 208 703					100,000		00071077
14,686,253 4,276,919 3,200,733 178,357	2013	44 606 763	00000		561,004,0					763,537		23,245,503
14.696.233 4.576.919 3.200.733 775.357	700	14,090,233	4,0/0,919		3,208,793					763.537		23 245 503
14.666.23 4.576.819 1.200.733 773.337 773.338	\$107	14,696,253	4,576,919		3,208,793					763 637		000,000
14 686-253 4 578 919 1 208/783 753.37 753.37 753.37 753.37 753.37 753.37 753.37 753.37 753.37 754.47 680 7816.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 4 940.87 75 7516.000 75 7516.000 75 7516.000 75 7516.000 75 7516.000 75 7516.000 75 7516.000 75 7516.000 75 7516.000 75 7516.000 75 7516.000 75 75 75 75 75 75 75 75 75 75 75 75 75	2015	14,696,253	4.576.919		3 208 793					20,00		23,245,503
14(962.253 4,576.919 3,208,793 773.53.7 24,447.890 7,614.030 4,990,05 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.09 7,614.10 7,61	2016	14,696,253	4 578 919		3 208 703					150,501		23,245,503
25,446,590 7,615,033 4,978,993 1041,612 1042,231 1041,612 1040,231 1041,612 1040,231 1041,612 1040,231 1041,612 1040,231	2017	14 606 253	4 575 040		200,133					763,537		23,245,503
25,446,593 (10,10) 4,999,489 (10,10) 23 (10,10) 23 (10,10) 24 (10,10) 24 (10,10) 24 (10,10) 25 (10,	2048	2000 200 20	0.000		2,200,733					763,537		23.245.503
25.446,993 7.614,000 4,990,0872 25.446,993 7.614,000 4,990,0872 25.446,693 7.614,005 4,991,026 25.446,693 7.614,005 4,991,026 25.446,693 7.614,103 4,991,014 25.447,103 7.613,804 4,991,014 25.447,203 7.613,804 4,990,134 25.446,903 7.613,804 4,990,134 25.446,903 7.613,804 4,990,134 25.446,300 7.614,108 4,990,304 25.446,300 7.613,714 4,990,30	200	069,144,02	510,618,		4,979,486					1041612		39 083 800
25.446,447 7.613,792 4,978,026 1,040,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,041,789 1,040,789 1,041	6102	25,446,998	7,614,030		4.980.872					10000		200,000,00
25,445,693 7,611,630 4,991,028 1,040,793 1,040	2020	25.446.447	7.613.792		4 978 M26					76,240,1		39,064,221
25,446,155 7,614,103 4,79,614 25,446,155 7,614,103 4,79,614 25,446,155 7,614,103 4,979,614 25,446,185 7,614,103 4,979,614 25,446,185 7,614,184 4,979,614 25,446,185 7,614,184 4,979,113 25,446,185 7,614,184 4,979,113 25,446,185 7,614,184 4,979,184 25,446,185 7,614,184 4,979,184 25,446,185 7,614,184 4,979,184 25,446,185 7,614,184 4,979,184 25,446,185 7,614,184 4,979,184 25,446,185 7,614,184 4,979,184 25,446,185 7,614,184 4,979,184 25,446,185 7,614,184 4,979,184 25,446,185 7,614,184 4,979,184 25,446,185 7,614,184 4,979,184 25,446,185 7,614,184 7,979,184 25,446,185 7,614,184 7,979,184 25,446,185 7,614,184 7,979,184 25,446,185 7,614,184 7,979,184 25,446,185 7,614,185 7,914,185 26,446,185 7,614,184 7,979,184 26,446,185 7,614,185 7,914,185 26,446,185 7,914,185 7,914,185 26,446,185 7,914,185 7,914,184 26,446,185 7,914,185 7,914,185 26,446,185 7,914,184 26,446,185 7,914,185 26,446,185 7,914,185 26,446,185 7,914,184 26,446,185 7,914,185 26,446,185 7,9	2021	25 445 603	7 643 630		000,000					1,040,791		39,079,056
25.446,081 7.614,003 4.978,841 1,042,111 25.447,186 7.614,183 4.979,010 25.445,081 7.614,384 4.979,010 25.445,081 7.614,384 4.978,137 25.445,382 7.614,384 4.978,132 25.445,380 7.614,184 4.978,380 25.446,380 7.614,184 4.978,380 25.446,380 7.613,185 4.978,380 25.446,380 7.613,185 4.978,380 25.446,380 7.613,185 4.978,380 25.446,380 7.613,794 4.978,380 25.446,380 7.613,794 4.978,380 25.446,380 7.613,794 4.978,380 25.446,380 7.613,794 4.978,380 25.446,380 7.613,794 4.978,380 25.446,380 7.613,794 7.981 7.041,382 25.446,380 7.813,794 7.381 7.041,383 25.446,380 7.813,794 7.387,380 25.446,380 7.813,794 7.387,380 25.446,380 7.813,794 7.387,381 7.041,382 25.446,380 7.813,794 7.387,380 25.446,380 7.813,794 7.387,380 25.446,380 7.813,794 7.387,380 25.446,380 7.813,794 7.387,380 25.446,380 7.813,794 7.387,380 25.446,380 7.813,794 7.387,380 25.446,380 7.813,794 7.387,380 25.446,380 7.813,794 7.387,380 25.446,380 7.813,794 7.387,380 25.446,380 7.813,795 7.824,77,380 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,580 25.446,380 7.813,795 7.824,773,795 7.827,735,795 7.827,735 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735,795 7.827,735 7.827,735 7.827,735 7.827,735 7.827,735,795 7.827,735 7.827,735 7.827,735 7.827,735 7.827,735 7.827,735	2022	000,044,04	00000		670,106,4					1,040,769		39,081,120
25,445,086 7,614,103 4,979,841 1,040,997 25,445,086 7,614,103 4,979,841 1,040,997 25,445,089 7,614,103 4,979,841 1,040,997 25,445,089 7,614,103 4,970,101 2,445,020 7,614,103 4,970,101 2,445,020 7,614,103 4,970,103 2,446,030 7,613,71 4,970,806 2,446,030 7,613,71 4,970,806 2,446,030 7,613,71 4,970,806 2,446,030 7,613,71 4,970,736 2,446,030 7,613,71 4,970,306 4,970,306 4,970,307 1,041,703 1,041,7	7707	25,446,165	7,614,005	,	4,978,953					1042 111		30 081 235
25,446,081 7,613,429 4,979,010 1,001,327 1,001	2023	25,447,186	7,614,183		4.979.841					10000		55,100,55
25,445,829 7,614,396 4,978,137 10,1173 25,447,191 7,614,396 4,978,137 10,1173 25,447,191 7,614,396 4,990,193 10,002,893 25,445,602 7,614,168 4,990,189 10,001,893 25,445,602 7,614,168 4,990,189 10,001,893 25,446,163 7,614,104 4,979,736 4,979,736 10,011,489 7,613,796 4,979,736 4,979,736 10,011,489 1,011,9279 182,467,870 125,727,50 28,723,598 9	2024	25,446,081	7,613,429		4 979 010					166,040,		39,082,208
25,446,394 7,613,894 4,990,819 1,042,443 1,040,869 2,5447,191 7,613,894 4,990,819 1,040,2443 1,040,869 2,5446,395 7,613,894 4,990,158 1,040,899 1,58 1,040,2443 1,040,2443 1,040,2443 1,041,733 1,041,733 1,041,734 1,04	2025	25.445.R29	7 614 19R		A 079 417					57.150,		39,079,593
25.446,396 7,613.594 4,360,159 1,040,869 1,040,869 1,040,869 1,040,869 1,040,869 1,040,869 1,040,869 1,040,869 1,040,869 1,040,521 1,040,520 1,040,540 1,040,540 1,040,540 1,040,540 1,040,5446,024 7,613,744 4,976,323 4,977,36 1,041,749 1,040,540 1	2026	25,447,404	7 643 804		0.000					1,041,271		39,079,635
25,445,030 7,01,472 4,978,173 1,040,869 2,044,58 4,978,0158 1,041,721 1,040,722 1,040,722 1,040,722 1,040,723 1,040,	202	000000000000000000000000000000000000000	10000		610,006,4					1,042,443		39,084,347
25,445,502 7,614,168 4,905,158 1,041,521 3 25,445,622 7,614,344 4,979,610 1,041,321 3 25,446,163 7,613,714 4,978,625 1,041,841 3 25,446,390 7,613,714 4,978,323 1,041,481 3 25,446,390 7,613,714 4,978,320 1,041,481 3 25,446,390 7,613,714 4,978,320 1,041,481 3 25,446,390 7,613,714 4,978,320 1,041,481 1,041,783 1,040,596 1,041,385 1,040,537 1,041,385 1,040,537 1,041,385 1,040,537 1,041,385 1,040,537 1,041,385 1,040,537 1,041,385 1,040,537 1,041,385 1,040,537 1,041,385 1,040,537 1,041,385 1,040,537 1,041,385 1,040,537 1,041,385 1,041,385 1,040,537 1,041,385 1,041,385 1,040,537 1,041,385 1,041,3	1707	25,446,936	C/5'519'		4,978,173					1.040,869		39.079.354
25.447,272 7,614,071 4,979,810 1,041,733 3 1,041,733 3 1,041,733 3 1,041,733 3 1,041,733 3 1,041,733 3 1,041,733 3 1,041,733 3 1,041,733 3 1,041,733 3 1,041,841 3 1,041,842 3 1,041,843 3 1,041,843 4,977,946 4,977,981 4,977,981 1,041,945	5079	25,445,602	7,614,168		4,980,158					1041521		30.081.450
25,446,63 7,614,344 4,976,686 1,001,205 3 1,041,841 3 3 1,041,845	6202	25,447,272	7,614,071		4,979,810					1 044 722		900 000 00
25,446,024 7,613,850 4,978,223 1,040,200 3 25,446,390 7,613,714 4,978,736 1,041,841 3 7,613,714 4,978,320 1,041,843 1,041,743 1,041,743 1,041,743 1,041,743 1,041,743 1,041,745 1,041,946 1,041,948 1,040,537 1,040,537 1,041,946	2030	25,446,163	7.614.344		4 978 686					2000		33,062,886
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4,977,36 4,990,343 1,041,448 3 7,613,796 4,979,320 1,041,777 1 1,041,783 1,040,596 1,041,485 1,041,946 1 1,041,946 1 1,041,946 1 1,041,547 1 1,040,537 1 1,040,547	2013	000 977 90	20101		C77'0 /6' F					1,041,841		39,079,937
7,613,796 4,960,343 1,041,477 1 1,041,483 1,040,996 1,041,783 1,040,996 1,041,995 1,041,995 1,041,996 1,041,996 1,041,996 1,041,996 1,041,946 1,04	2022	066,044,05	417,010,7		4,979,736					1,041,448		39,081,288
4.977,381 4.977,981 1,040,596 1,041,495 1,040,610 1,041,546 1,040,537 1,040,537 1,040,537 1,040,537	5003		7,613,796		4,980,343					1.041.477		13 635 616
4,977,981 1,040,996 1,040,996 1,040,996 1,040,996 1,040,996 1,040,996 1,040,996 1,040,996 1,040,996 1,040,996 1,040,996 1,040,537 1,040,547 1,040,	203				4,979,320					1 041 783		E 021 102
1,041,485 1,040,610 1,041,946 1,040,537 1,040,537 1,040,537	2035				4,977,981					1 040 996		8 048 078
591,119,279 182,467,870 125,727,520 921	2036									904 404		0.000.000
1,041,946 1,041,946 1,040,537 591,119,279 182,467,870 125,727,520	2037									C6#'-#5'-		1,041,495
1,041,946 1,041,538 1,040,537 591,119,279 182,467,870 125,727,520	2038									1,040,610		1,040,610
1,041,538 1,040,537 591,119,279 182,467,870 125,727,520 28,723,588	8604									1,041,946		1,041,946
591,119,279 182,467,870 125,727,520 28,723,598	507									1,041,538		1.041.538
591,119,279 182,467,870 125,727,520 28,723,598	2040									1.040.537		1 040 537
591,119,279 182,467,870 125,727,520	2041											00000
182,467,870 125,727,520 28,723,598	2042											
182,467,870 125,727,520 28,721,598												
		591,119,279	182,467,870		125,727,520					28.723.598		928 038 267

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	2003	2004	2005	2006	2007	2008	2009	2010	102	7107	200
Rates and Charges Year											
2003	2.769.214										41 2/03/7
2002	11 076 857	2.886.846									13,363,702
	11 076 857	11 547 383									22,624,240
9000	11 076 857	11 547 383		217,115			•				22,841,354
2007	44 076 857	11 547 383		868.459							23,492,698
1007	44 076 957	44 547 202		868.459				,			23,492,698
2008	100,010,11	000,140,1		200,000							23.492,698
5003	11,076,857	11,547,383		604,000							23.492.698
2010	11,076,857	11,547,383		868,439					240.674		27 507 50
2011	11,076,857	11,547,383		868,459					470,012		1000000
2012	11,076,857	11,547,383		868,459					842,696		+60°00°+7
2013	11,076,857	11,547,383		868,459					842,696		24,335,394
2014	11.076.857	11,547,383		868,459					842,696		24,335,394
2015	11 076 857	11 547 383		868.459					842,696		24,335,394
3100	11 076 857	11 547 383		868.459					842,696		24,335,394
2047	11 076 857	44 547 383		A68 459					842.696		24,335,394
	10,000,00	40.040.040		4 247 606					1 149 600		40.890.093
8107	19,180,42/	19,212,370		0.000					4 450 382		40 888 250
2019	19,179,905	19,209,892		1,348,071					4 4 4 6 602		AC 884 775
2020	19,179,490	19,209,291		1,347,301					1,146,693		000000
2021	19,178,922	19,208,881		1,348,113					1,148,669		40,684,588
2022	19,179,278	19,209,829		1,347,552					1,150,150		40,886,809
2023	19,180,047	19,210,278		1,347,792					1,148,920		40,887,038
2024	19,179,214	19,208,374		1,347,567					1,149,115		40,884,271
2025	19 179 025	19.210.819		1,347,331					1,149,223		40,886,398
3000	19 180 051	19 209 547		1.348.057					1,150,517		40,888,171
2707	10 170 850	10 208 238		1347341					1,148,779		40,884,218
1707	40 470 864	10.240.23		1 247 878					1,149,499		40,886,469
8707	6000161	20,000,004		4 247 784					1 149 733		40,887,623
6202	211,001,61	19,203,994		24.476					1.148.048		40,885,487
DCDZ	0/7'6/1'61	19,210,003		1,11,11					1 149 852		40.885.814
2031	2/1,8/1,81	19,209,436		100 P					1 440 448		40 885 722
2032	19,179,447	19,209,093		40, 15,					440450		24 706 67B
2033		19,209,300		1,347,928					004.04.4		2 407 430
. 2034				1,347,651					1,149,788		604,184,2
2035				1,347,289					1,148,920		2,496,209
2036									1,149,470		1,149,470
2032									1,148,494		1,148,494
BEOC					•				1,149,969		1,149,969
BC07									1,149,518		1,149,518
6507									1,148,413		1,148,413
2040								•			
2042											
									24 704 474		971.626.951
	445,538,290	460,359,084		34,028,105							

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	2003	2004	2005	2006	2007	2008	5005	2010	2011	2012	TOTAL
Rates and Charges Year											
E COCC	4 222 516										1,888,516
2002	7 554 063	714 099									8,268,162
3000	7 554 063	200,330 0									10.410.459
2002	7 554 063	2 R5R 395		924.767							11,335,226
2002	7 554 063	200,000,0		1 500 068							14,109,527
	7 554 063	2,000,330		3 600 068							14.109,527
9007	200,400,7	200,000,2		200,000,0							14 109 527
6007	200,400,7	2,020,293		3,039,000							14 400 527
0102	7,554,063	2,856,395		3,099,006					, 00		170,001,1
2011	7,554,063	2,856,395		3,699,068					160,102		14,310,617
2012	7,554,063	2,856,395		3,699,068					804,363		14,913,890
2013	7,554,063	2,856,395		3,699,068					804,363		14,913,890
2014	7,554,063	2.856.395		3,699.068					804.363		14,913,890
2015	7.554.063	2.856.395		3 699 068					804.363		14.913.890
2016	7 554 063	2 856 395		3 699 068					804 363		14.913.890
2017	7 554 063	2 856 305		3 699 068					804.363		14.913.890
2700	000,000,00	4 753 430		00000000					100,200		24 CT A 84
0102	13,000,440	4,754,430		2,140,300					100,160,1		24.571.860
6107	13,000,004	110,101,4		206,141,0					500,080,1		000,110,42
2020	13,079,801	4,751,668		5,738,625					1,096,441		24,666,535
2021	13,079,414	4,751,567		5,742,085					1,096,418		24,669,484
2022	13,079,656	4,751,801		5,739,693	٠				1,097,832		24,668,983
2023	13,080,181	4,751,912		5,740,718					1,096,658		24,669,469
2024	13,079,613	4,751,441		5,739,759					1,096,844		24,667,657
2025	13,079,484	4,752,046		5,738,752					1,096,947		24,667,229
2026	13,080,184	4,751,731		5,741,844					1,098,182		24,671,941
2027	13,080,053	4.751.408		5,738,795					1,096,524		24,666,778
2028	13,079,367	4.751.902		5,741,083					1,097,211		24,669,563
2029	13.080.225	4.751.842		5,740,681					1,097,434		24,670,182
2030	13,079,655	4,752,012		5.739.385					1,095,825		24,666,878
2031	13.079,584	4,751,704		5,738,851					1,097,548		24,667,687
2032	13,079,772	4.751.619		5,740,596					1,097,133		24,669,121
2033		4.751.670		5,741,296					1,097,164		11,590,130
2034				5,740,116					1,097,486		6,837,602
2035				5,738,573					1,096,658		6,835,231
2038									1,097,183		1,097,183
2037									1,096,251		1,096,251
2038									1,097,659		1,097,659
2039									1,097,228		1,097,228
3070									1,096,174		1,096,174
2041											
	303.842.915	113,875,807		144,937,582					30,259,431		592,915,735

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Fuel COST CENTER	

GENTER CONTROL CASCO CALL CENTRAL	;	į	;	,							
	2003	2004	2002	2006	2007	2008	2009	2010	2011	2012	TOTAL
Kales and Charges Tear											
2003	954,635										954,635
2004	3,818,539	162,022									3 980 561
2005	3.818.539	648.087									A 46.6 62.5
2006	3,818,539	648.087		1268							4 AE7 BD4
2007	2 848 530	648 097		200							60' 101'
. BOOC	20,010,0	10000		200							4,471,688
000	0,010,039	100,000		500,0							4,471,688
5007	3,818,539	648,087		5,063			4,796,737				9,268,425
2010	3,818,539	648,087		5,063			19,186,949				23.658.637
2011	3,818,539	648,087		5.063			19 186 949		15 102		23 673 B30
2012	3.818.539	648 087		2063			40 486 040		27.09		20,000
2013	1818 530	649.097		200			000,000		11/00		23,119,409
2014	0,010,0	200.000		200,0			19,186,949		60,771		23,719,409
1000	3,616,339	248,087		5,063			19,186,949		60,771		23.719.409
6107	3,818,539	648,087		5,063			19,186,949		60.771		23.719.409
9107	3,818,539	648,087		5,063			19 186 949		60 774		22 740 409
2017	3,818,539	648,087		5.063			19 186 940		44.		20,400,400
2018	6.612.093	1.078.277		7.856			37.306.040		7,00		23,719,409
2019	6611913	1 078 138		7 850			64,000,12		82,904		35,168,080
0000	0.01	01010		6Co',			71,382,124		82,960		35,162,994
207	0//1100	1,078,104		7,854			27,378,919		82,839		35,159,486
1707	6,611,574	1,078,081		7,859			27,385,561		82.837		35 165 912
2022	6,611,697	1,078,134		7.856			27.379 6.83		R2 044		35 450 343
2023	6,611,962	1.078.160		7.857			27 385 104		2000		0000000
2024	6.611.675	1.078.053		7.858			27 270 464		05,030		33,163,936
2025	6 611 600	1 078 190		7.054			401,010,12		602,009		35,159,616
200	690 1100	0.00,		6.			27,385,383		82,877		35,165,914
2727	206,110,0	61.070,		909'		•	27,380,806		82,970		35,161,717
1707	769,110,0	1,078,045		7,854			27,383,659		82,845		35,164,301
9707	066,116,0	1,078,157		7,857			27,380,986		82,897		35,161,448
6707	6,611,984	1,078,144		7,857			27,385,422	•	82,913	•	35,166,320
2030	6,611,698	1,078,182		7,855			27,378,714		82,792		35,159,240
2031	6,611,660	1,078,112		7,854			27,383,499		82 922		25 154 04B
2032	6,611,755	1,078,093		7.857			27.380.932		80 B04		25,107,040
2033		1078 105		7 858			37 202 750		60,50		22,101,220
2034				7 956			27,303,030		62,893		28,551,913
20135				00'2			27,380,033		1678		27,476,806
2028				400,7			27,381,014		82,855		27,471,723
2007							27,384,454		82,895		27,467,348
203/							27,381,623		82,824		27,464,447
2038							27,378,381		82,930		27.461.312
2039									82,898		82,898
2040									82.818		82.818
2041											
. 2042											
	153,590,978	25.837.243		198.366			733.323.800		2 286 165		915 236 552
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	AF	¥	TS	٤	Fuel	TOTAL
rear	3 674 063	2 769 244	1 888 515	463.063	364 836	0 740 404
	15,840,483	13.963.702	8.268.162	2.005.046	3 980 561	44.057.955
	19.273.173	22.624.240	10,410,459	2.463.433	4.466.625	59 237 929
	20,075,371	22,841,354	11,335,226	2,484,289	4,467,891	81,204,131
	22,481,965	23,492,698	14,109,527	2.548.858	4.471.688	67.102.736
	22,481,965	23,492,698	14,109,527	2,546,858	4,471,688	67.102.736
	22,481,965	23,492,698	14,109,527	2.546.858	9.268.425	71 899 474
	22.481.965	23.492.698	14,109,527	2.546.858	23 658 637	86.289.686
	22,672,850	23,703,372	14.310.617	2.708.136	23.673.830	87 068 805
	23 245 503	24 335 394	14 913 890	3 101 060	22 719 409	89.406.464
	23.245.503	24 335 394	14 913 890	3 101 060	22,710,400	80.406.164
	23.245.503	400 300 VC	4 042 600	96,191,0	60,419,60	89,406,164
	23,243,303	400,000,42	14,913,890	3,191,969	23,719,409	89,406,164
	23,245,503	24,335,394	14,913,890	3,191,969	23,719,409	89,406,164
	23,245,503	24,335,394	14,913,890	3,191,969	23,719,409	89,406,164
	23,245,503	24,335,394	14,913,890	3,191,969	23,719,409	89,406,164
	39,063,800	40,890,093	24,670,484	5,233,708	35,168,080	145,046,164
	39,084,221	40,888,250	24,671,860	5,234,124	35,162,994	145.041,449
	39,079,056	40,884,775	24,666,535	5,232,656	35,159,488	145.022.509
	39,081,120	40,884,586	24,669,484	5,232,599	35,165,912	145.033.700
	39,081,235	40,886,809	24,668,983	5,233,789	35,160,313	145,031,129
	39,082,208	40,887,038	24,669,469	5,233,023	35,165,938	145,037,674
	39,079,693	40,884,271	24,667,657	5,232,910	35,159,616	145.024,147
	39,079,635	40,886,398	24,667,229	5,233,068	35,165,914	145.032.243
-	39,084,347	40,888,171	24,671,941	5,234,232	35,161,717	145,040,408
	39,079,354	40,884,218	24,666,778	5,232,732	35,164,301	145,027,383
	39,081,450	40,886,469	24,669,563	5,233,272	35,161,448	145,032,203
	39,082,886	40,887,623	24,670,182	5,233,640	35,166,320	145,040,653
	39,079,399	40,885,487	24,666,878	5,232,217	35,159,240	145,023,221
	39,079,937	40,885,814	24,667,687	5,233,503	35,164,048	145,030,989
	39,081,288	40,885,722	24,669,121	5,233,238	35,161,528	145,030,896
	13,635,618	21,706,678	11,590,130	2,026,139	28,551,913	77,510,478
	6,021,102	2,497,439	8,837,602	1,009,658	27,476,806	43,842,608
	6,018,978	2,496,209	6,835,231	1,008,958	27,471,723	43,831,098
	1,041,495	1,149,470	1,097,183	879,957	27,467,348	31,635,452
	1,040,810	1,148,494	1,096,251	879,210	27,464,447	31,629,012
	1,041,946	1,149,969	1,097,659	880,338	27.461.312	31,631,224
	1,041,538	1,149,518	1,097,228	879,993	82,898	4.251,175
	1,040,537	1,148,413	1,096,174	879,148	82,818	4,247,091
	020 020 267	074 COC OE4	503 045 735	125 ACC 226	277 000 777	2 527 227 024

	TOTAL			Total:		130,862,960	717, 292, 362	130,194,241	141,014,834	155,089,675	156,989,888	48,305,803	39,034,628	48,850,496	57,651,365	54,412,803	41,226,243	53,576,243	66.154.818	70 121 720	45.646.419	45 643 6E0	45,644,334	45 644 no4	45.647.794	45 646 358	45,644,750	45,645,906	45,645,256	45,648,231	45,644,725	45,644,900	45,648,113	45,648,450									
	•	3rd Uen	Series	(AMT):		26,776,681	199'0//07	26,776,681	76,778,681	26,776,681	199'9//97	26,776,681	26,776,681	25,361,550	23,946,419	23,946,419	23,946,419	23,946,419	23.946.419	23 946 419	45.648.419	45 643 660	45 644 331	45.644.094	45.647.794	45,646,356	45,644,750	45,645,906	45,645,256	45,648,231	45,644,725	45,644,900	45,648,113	45,648,450									
	•		Series 1.999	(AMT):	000	067,140,22	00,101,02	44,709,300	44,713,173	44,713,850	00,101,44	0,433,130																															
			Series 1996B	(Taxable):	6 5 5 9 9 4 9	5,566,040	0000000	3,363,843														•	٠																				
			Series 1996A	(AMT):	12 413 070	12 4 14 270	12 419 57E	14 470 078	4 844 676	1,872,676	4 805 844	1000	607,000	903,789	4,010,109	10,904	3,715,964	3,685,964	4,008,539	3,312,700																							
		Spice	1994C (Non-AMT	Variable):	2 252 000	1.748.000	1 244 000	1 244 000	5044,000	5.092,000	932,000	932,000	22,000	5 932,000	000,400,4	0,022,000	220,000	000'025	6,920,000	6,864,000																							
	-	Sonos	1994B (AMT	Variable):	1,828,000	1.552,000	1 276 000	1.276,000	4 276 000	4.356,000	4 428 000	4 492 000	4 648 000	4 692 000	428 000	428,000	420,000	200,025	5,628,000	5,720,000																							
81 Airport			Series 1994A	(Non-AMT):	17,474,564	25,817,051	21,739,638																																				
Cricago U nare international Airport	nei I jan		Series 1993C	(Non-AMT):	11,779,460	7,275,460	7,275,460	43,365,460	43,357,050	43,354,550	1,329,500	1,329,500	1.329.500	1,329,500	1,329,500	1.329.500	1 329 500	12 154 500	000,401,21	007'000'01																							
	•			(Non-AMT):	689,692	400,125	400,125	875,125	874,000	6,648,500																																	
			Series 1993A	(AMI):	4,858,379	2,198,618	2,196,618	2,198,618	15,673,616	11,435,543	860,258	860,258	860,258	2,045,258	6,127,120	493,360	493,360	493,360	030,500	200100010				٠																			
		Series	1988A (AMT	Variable):	1,488,000	646,000	1,332,000	200,000	1,500,000	1,460,000	420,000	420,000	1,720,000	1,868,000	1,908,000	244,000	2,144,000	2,168,000	2.288.000																								
		Senes	1988A (AMT Variable):	variable).	7,432,000	3,365,700	4,169,400	4,545,200	7,624,000	7,832,000	2,424,000	2,424,000	9,124,000	9,456,000	9,764,000	10,048,000	10,508,000	10,836,000	11,336,000																								
ŗ		Series	1984B (Non-AMT Vadable):	. Comment	3.070,200	899,100	289,600	289,600	2,934,600	3,005,800	395,400	395,400	3,470,400	3,562,400	2,000,800																•												
	O RELOND	Series	1984A (Non-AMT Variable):		2,476,000																																						
OUTSTANDING DERT SERVICE NOT BESTIME	1st Llen		Series 1993A (Non-AMT)		911,213,01	000,000	80,5	90,00	90.5	00,00	200	00.00	200	00.00	200,500	000,000	000,120,01				•																						
SHOWETSTING		Rates	Charges Year		2003	202	2005	2002	8000	500	2010	2011	2012	2013	20.0	2015	200	200	7102	8102	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028	6202	R 200	2031	7035	2033	2034	2035	2036	2037	2039	2040	2042	!

1,959,023,079

65,031,252 45,456,000 46,208,000 78,684,141 16,698,499 237,950,725 1,022,296,506

9,885,567 194,421,690

60,099,982

26,247,118 2,476,000 22,573,300 110,888,300 20,106,000

AF COST CENTER	;	34,156,385 25,385,444 24,637,919 32,166,126 34,046,946 34,534,946 10,053,991 10,053,991 11,182,039 11,182,039 11,182,039 11,182,039 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049 11,183,049	
A 3rd llen	Series 2000A (AMT):	6.560.287 6.560.287 6.560.287 6.560.287 6.560.287 6.560.287 6.560.287 6.560.287 6.560.287 11,183.373 11,183.373 11,183.247 11,183.243 11,183.247 11,183.241 11,183.241 11,183.241 11,183.241 11,183.241 11,183.241 11,183.241 11,183.241 11,183.241 11,183.241 11,183.241 11,183.241 11,183.241 11,183.241	
	Series 1999 (AMT)		
	Series 1996B	2,691,863	
	Series 1996A (AMT):	5.064,456 5.064,945 5.066,702 5.887,341 743,391 743,391 745,761 368,740 368,740 1,512,033 1,512,459 1,513,450 1,513,450 1,331,561	
	Senes 1994C (Non-AMT Variable):		
	Series 1994B (AMT Variable):	360,883 306,396 251,908 844,167 859,961 817,175 81,175 84,496 84,496 1,111,079 1,129,241	
	Series 1994A (Non-AMT):	3,660,921 5,408,672 4,554,454	
2nd Lien	Series 1993C (Non-AMT):	4,610,076 2,847,365 2,847,365 16,997,483 520,321 520,321 520,321 520,321 520,321 520,321 520,321 520,321 520,321 520,321 520,321 520,321 520,321 520,321 520,321 520,321 530,321 530,321 530,321 530,321 530,321 530,321 530,321 530,321 530,321 530,321 530,321	
2,	Series 1993B (Non-AMT):	174,371 101,162 221,553 220,969 1,680,401	
	Series 1993A (AMT): (1,228,321 555,866 555,866 555,866 555,866 217,495 217,495 217,495 124,734 125,735 125 125 125 125 125 125 125 125 125 12	
	Series 1988A (AMT Variable):	639, 627 277, 687 277, 687 214, 785 644, 785 644, 785 644, 785 647, 785 104, 885 921, 613 931, 929 983, 512	
	Series 1988A (AMT Variable):	1,285,764 582,279 721,322 786,331 1,318,981 1,3518,487 1,578,487 1,535,224 1,635,204 1,788,342 1,788,342 1,788,342 1,788,342 1,788,342 1,788,342 1,814,669 1,914,669	
	Senes 1984B (Non-AMT Variable):	2,709,758 773,546 520,381 520,078 2,652,919 348,980 348,980 3,144,174 3,144,174	
	Senes 1984A (Non-AMT Varlable):	1,172,256	
1st Lien	Series 1993A (Non-AMT)	3,997,802 196,072 196,072 196,072 196,072 196,072 196,072 196,072 196,072 196,072	
1st Lien	Kates and Charges Year:	2004 2005 2006 2006 2007 2010 2011 2011 2011 2011 2011 2011	!

Chicago O'Hare International Airport

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TA COST CENTED	COSI CENTER		10481: 32,931,641 31,396,410 28,691,365 23,490,639 10,593,239 10,593,239 11,342,237 12,342,237 12,342,341 12,342,341 12,342,341 12,342,341 12,342,341 12,342,341 12,342,341 12,342,341 12,342,341 12,342,341 12,342,341 12,342,341 12,343,341 12,343,341 12,343,341	464,372,529
-	3rd Lien	Series 2000A	(AMI): 7,240,414 7,240,414 7,240,414 7,240,414 7,240,414 7,240,414 7,240,414 6,475,111 6,475,111 6,475,111 12,342,791 12,342,74 12,342,74 12,342,74 12,342,74 12,342,74 12,342,33 12,342,33 12,342,33 12,342,33 12,342,33 12,342,33 12,342,33 12,342,33 12,342,33 12,342,33 12,342,33 12,342,33	276,428,967
		Series 1999	WY)	
		Series 1996B	214,948 214,982 214,785	644,625
		Series 1996A	(AMI): 1,370,693 1,370,683 1,370,683 1,593,406 200,405 200,405 201,498 99,799 99,799 99,799 401,329 401,017 442,601 442,601 365,799	8,688,568
		Series 1994C (Non-AMT	190.969 190.969 105.491 105.491 427.731 427.731 42.034 79.034 79.034 79.034 503.033 511.513 511.513 511.513 512.067	3,918,435
		Series 1994B (AMT	Variable): 727,068 617,292 507,516 1,700,735 1,761,192 1	18,079,660
Today is		Series 1994A	12.188.508 18.007,333 15.163,397	45,359,298
	2nd Lien	Series 1993C	3241,423 3241,423 2,002,031 11,933,127 11,933,127 11,933,127 11,933,127 11,933,127 11,933,127 365,846	53,500,151
	2	Series 19938	164,166 106,844 106,844 233,882 1,774,795	2,639,713
		Series 1993A (AUT):	1297,317 587,090 587,090 587,090 587,090 587,090 229,712 229,7	16,048,298
		Senes 1988A (AMT Vedable):	342,950 148,888 36,995 36,595 36,597 36,800 96,800 36,437 430,531 430,531 430,531 430,531 430,531 430,531	4,633,972
		Senes 1988A (AMT Variable):	1,565,792 700,094 878,479 957,554 1,606,243 1,650,654 510,654 1,922,216 1,992,213 2,116,337 2,213,851 2,282,555 2,388,296	23,362,215
Ω		Senes 1984B (Non-AMT Variable):	360,442 105,554 69,219 69,219 34,522 34,522 407,425 411,226 420,778	2,650,107
NOT REFUNDE		Senes 1984A · (Non-AMT Variable):	1,196,028	1,196,028
, JEBT SERVICE	1st Lien	Series 1993A (Non-AMT)	2,810,923 137,862 137,862 137,862 137,862 137,862 137,862 137,862 137,862 137,862 2,895,093	7,222,493
OUTSTANDING DEBT SERVICE NOT REFUNDED	.,	Rates and Charges Year,	2003 2004 2005 2006 2007 2007 2010 2011 2011 2012 2013 2022 2022 2022	

TS COST CENTER				Total:	908 040 80	20,910,900	600,024,22	050,000,000	28,503,658	31,915,387	32,690,511	11,405,615	10,990,235	14,900,477	21,433,513	21,054,554	14,798,131	17,379,126	24,356,172	28.577.205	11.781.341	11.780.631	11 780 802	11 780 741	11 781 606	11 781 325	44 780 040	44 784 200	11,701,203	44 784 800	44 700 004	44 700,004	64.00.	44 784 966	Continue						ė			494,758,106
. •	3rd Lien		2000A	(AMT):	6 044 062	200,116,0	200,116,0	290,1190	5,911,062	6,911,062	6,911,062	6,911,062	6,911,062	6,545,816	6,180,571	6,180,571	6,180,571	6,180,571	6,180,571	6,180,571	11.781.341	11.780.631	11 780 802	11,780,741	11 781 698	11 781 325	11 780 040	11 781 200	11,781,203	11 78 1 800	11 780 004	11 780 040	44 704 770	11,781,65	Carolina di L									263,854,733
•			1999	(AMT):																																								
	ļ	10710	1996B	(Taxable):	2 500 081	2 500 200	2,533,503	£,030,013																																				7,797,308
		o pro	1996A	(AMT):	5 838 250	5 838 834	5 840 840	0,000,000	0,780,873	903,094	826,974	849,331	425,080	425,080	2,031,263	336,740	1,747,735	1,733,626	1,885,343	1,558,068																								37,007,644
		Series	(Non-AMT	Variable):	2.061.031	1 500 770	1138 500	4 439 500	1,130,303	607'010'5	6,000,199	852,966	852,966	852,966	5,428,967	5,520,487	475,904	475,904	6,333,185	6,281,933		•																						42,289,565
		Senes	(AMT	Variable):	253.386	215 120	178 871	476 B74	10,01	392,713	203,802	613,782	622,653	644,277	650,376	59,327	59,327	59,327	780,118	792,871										•											-			6,300,829
		Carles	1994A	(Non-AMT):	512.005	256.439	636 971																																					1,905,415
	Zud Lien	Saries	1993C	(Non-AMT):	2.015.145	1.244.633	1.244.633	7 418 648	7.47.210	7 446 700	70,701	227,441	727,441	227,441	155,122	227,441	166,122	186,122	2,079,304	2,831,810																								33,260,252
	7	Series		(Non-AMT):	274.732	159,386	159,386	348 597	248 140	2 647 668	7,047																															,		3,937,815
		Series	1993A	(AMT):	1,935,286	875.797	875,797	875.797	6 243 427	4 555 222	363696	342,013	342,073	342,073	001.00	400,070	20,001	130,023	676,061	3,705,899																								23,940,218
	Coppe	1988A	(AMT	Vanable):	483,849	210,058	433,123	162.584	487.751	474 745	436 670	136,570	900.034	607,413		70.244	607 450	204.05	74,900	143,963																								6,537,818
	Conos	1988A	(AMT	varable):	4,249,713	1,924,550	2,384,116	2,599,003	4.359.501	4 478 438	1 386 074	1386.074	5 247 220	5 407 062	5 583 4BD	5 745 575	6008600	6 106 163	6 482 070	0,0,20*,0																								63,407,347
03	Sanas	19848	(Non-AMT	Variable):																																								
NOT REFUND!	Senes	1984A	(Non-AMT	Variable).	28,724																							,																28,724
DEBT SERVICE		Series	1993A (Non-AMT)	The Carrie	1,747,634	85,713	85,713	65,713	85,713	85,713	85.713	85,713	85,713	85,713	85.713	85,713	1,799,965																											4,490,438
OUTSTANDING DEBT SERVICE NOT REFUNDED	Rates	and	Charges		2003	2004	2002	2006	2002	2008	5003	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2024	202	. 2002	507	\$707	5707	2020	7707	9707	505	2030	2031	2033	2034	2035	2038	7007 2008	2039	2040	2041	7507	

IT COST CENTER		5.535.203 9.448.703 9.448.463	236,901,973
_	7	5.542,773 5.542,773 5.542,773 5.542,773 5.542,773 5.542,773 5.542,773 5.542,773 5.542,773 5.542,773 5.542,773 5.542,773 5.542,773 5.542,773 5.448,773 9.448,376 9.448,463	211,615,363
	Series 1999	(AMI)	
	Series 19968	61.255 61.239 61.209	183,703
	Series 1996A	131,671 131,684 131,729 153,068 19,287 19,132 19,132 19,133 39,417 39,099 42,509 35,139 35,139	834,639
	Series 1994C (Non-AMT		
	Senes 1994B (AMT	99 636 99 636 69,549 69,549 23,3065 23,326 23,328 23,328 23,328 23,328 23,328 306,737 311,771	2,477,600
L odin	Series 1994A	583.651 862.290 726,104	2,172,045
Circago C nare international Airport	Series 1983C		8,592,683
	Series 19938 Non-AMT: A	877787	725,674
	Series 1993A (AMT):	1 4 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8	4,411,780
	Series 1988A (AMT Variable):	21,574 9,366 19,312 21,748 21,748 21,768 6,089 6,089 6,089 3,768 31,085 31,085 31,73	291,511
	Senes 1988A (AMT Variable):	292,084 132,275 163,861 178,630 299,505 95,265 95,265 95,265 97,629 383,734 394,895 412,973 445,514	4,358,005
•	Senes 1984B (Non-AMT Variable):		
OT REFUNDEI	Senes 1984A (Non-AMT Variable):	78,992	78,992
EBT SERVICE N	1	45, 45, 22, 141 22, 141 22, 141 22, 141 22, 141 22, 141 22, 141 22, 141 22, 141 22, 141	1,159,978
OUTSTANDING DEBT SERVICE NOT REFUNDED	Rates and Charges Year	2003 2004 2005 2006 2006 2010 2011 2011 2011 2012 2013 2014 2022 2022 2023 2023 2023 2024 2034 203	

Fuel COST CENTER	, i e e		
3rd Lien	Series 2000A	522,146 522,146 522,146 522,146 522,146 522,146 522,146 522,146 522,146 522,146 522,146 522,146 523,14	
-	Series 1999	22.541,750 28.131,750 44,713,175 44,713,850 44,771,750 8,433,150	
	Series 1996B		
	Series 1996A	7,990 7,991 7,994 1,162 1,162 882 882 882 2,780 2,339 2,339 2,339 2,339 2,339 2,339	
	Senes 1994C (Non-AMT		
	Senes 1994B (AMT	387,026 328,591 270,156 270,156 992,320 922,320 937,501 994,051 90,617 90,617 1,191,567 1,211,045	
	Series 1994A	529,480 782.257 658.711	i
2nd Lien	Series 1993C	1,392,210 659,884 85,125,347 5,124,0,55 157,133 157,13	
2,	Series 1993B	#F# 886	
	Series 1993A (AMT):	40.814 18.470 18.470 131.647 7.227 7.227 7.227 7.227 4.145 4.145 4.145	
	Senes 1988A (AMT Variable):		
	Senes 1988A (AMT Vadable):	38,647 17,502 23,638 39,646 40,727 12,605 12,605 47,446 49,172 50,774 56,349 56,349 58,349	
	Series 1984B (Non-AMT Variable):		
OT REFUNDE	Senes 1984A (Non-AMT Variable):		
1st Lien	Series 1993A (Non-AMT)	1207,307 59,212 59,212 59,212 59,212 59,212 59,212 59,212 59,212 59,212 59,212	
OUTSTANDING DEBT SERVICE NOT REFUNDED	Rates and Charges Year	2003 2004 2005 2006 2006 2011 2011 2011 2012 2013 2023 2023 2023	

Page 17 of 17

Z.	COST CENTER ALLOCA
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	AF	LΑ	TS	L	Fuel	TOTAL
Rates and Charges Year						
2003	34,156,385	32,931,641	28,910,806	8,190,963	26,673,165	130.862.960
2004	25,385,444	31,396,410	22,420,669	7,358,675	30,731,165	117 292.362
2005	24,637,919	28,691,365	22.485.048	7,248,993	47,130,916	130,194,241
2008	32,166,126	23,480,639	28,503,658	8,115,628	50.748.783	141 014 834
2007	34,046,946	28,353,095	31,915,387	9.269.538	51,504,709	155 089 675
2008	34.534.264	28.841.787	32,690,511	9.394.097	51 529 228	156 989 888
2009	10 053 991	10 667 378	11 405 615	6 048 682	10 130 137	48 30¢ 8A
2010	909 608	40 503 220	40.000.04	200,000	4 400 056	000000
200	2000,000	677'000'01	0,390,433	200,210,0	0C6'60/'I	030,030,030
1107	13,814,630	12,344,622	14,900,477	6,040,337	1,750,230	48,850,496
2012	15,371,762	13,212,051	21,433,513	5,888,209	1,745,831	57,651,365
2013	14,249,359	12,302,360	21,054,554	5,929,904	876.625	54 412 803
2014	10,151,813	9,908,391	14,798,131	5,535,203	832,705	41 226 243
2015	14,957,322	13,197,130	17.379.126	6.023.339	2 019 325	53 57E 243
2016	16,301,597	16,002,037	24.356.172	6.336.881	3 158 131	66 454 848
2017	20,122,857	19,652,976	28.577.205	7,197,031	3 773 660	70,101,01
2018	11,183,373	12,342,791	11 781 341	9 44R ROR	800 106	071,020,01 AE 646 440
2019	11,182,699	12,342,048	11,780,631	9 448 239	800.052	45 643 650
2020	11,182,861	12 342 227	11,780,802	9 448 376	890 065	450 440 44
2021	11 182 803	12 342 163	11 780 741	0.440.22	090'000	50,44,00
2022	11.183.710	12 343 163	11 781 606	20,044.0	990,000	40,044,034
2023	44 483 359	40 240 774	44 764 336	000,044,0	030,133	40.7.440.04 10.00
202	44 483 564	17,242,114	676,107,11	9,448,793	890,104	45,646,356
2000	100,101,11	24,246,21	016,007,11	504,044,0	830,073	45,644,750
202	147,001,11	12,342,033	11,781,209	9,448,702	960'068	45,645,906
9707	11,183,088	12,342,477	11,781,041	9,448,567	890,083	45,645,256
2027	11,183,817	12,343,281	11,781,809	9,449,183	890,141	45,648,231
2028	11,182,958	12,342,333	11,780,904	9,448,457	890,073	45,644,725
2029	11,183,001	12,342,381	11,780,949	9,448,494	890.076	45,644,900
2030	11,183,788	12,343,249	11,781,778	9,449,159	890.139	45.648.112
2031	11,183,871	12,343,341	11.781.865	9.449.229	890 145	45 648 450
2032		1	1			() () () () () () () () () () () () () (
2033						
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2041						
2042						

Executed JAWA Agreement



City of Chicago Richard M. Daley, Mayor

Department of Aviation

Thomas R. Walker Commissioner

Chicago O'Hare International Airport Terminal 2, Mezzanine P.O. Box 66142 Chicago, Illinois 60666 (773) 686-8060 (773) 601-8333 (TTY)

twalker@ohare.com

VIA HAND DELIVERY

April 14, 2003

Kate Hill Chair, Chicago O'Hare Airline TOP Committee P. O. Box 66100 Chicago, IL 60666

Re: Requests for Majority-In-Interest Approval of Capital Project Approval Requests

Dear Kate:

Enclosed herewith are two requests that a Majority-In-Interest of the Airline Parties under the Airport Use Agreement approve funding for certain Capital Projects. The first is for the issuance of GARBs for OMP-Phase 1. The second is for the issuance of PFC Double Barrel Bonds for OMP-Phase 1 and the Noise Program. OMP-Phase 1 consists of OMP-Phase 1A/B, OMP-Phase 1C and OMP-Phase 1D which are fully described in the attached MII Request. Please distribute to the appropriate Airline Parties for consideration. Four certificates approving such MIIs are included for signature by the Airlines' Representative. In addition, one of the certificates approves the City undertaking a series of refundings and restructurings of GARBs.

The projects comprising the OMP-Phase 1 and Noise Program have been discussed between Department of Aviation and carrier representatives. Thank you in advance for your immediate attention to these matters. If you have any questions, please do not hesitate to contact me at (773) 243-8551.

Sincerely

John F. Harris

1st Deputy Commissioner and OMP Project Executive

Department of Aviation

enclosures

cc: with enclosures: Airline Parties Construction Representative (APCR)





CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Date:

April 14, 2003

Project Name:

OMP - Phase 1 Projects (Capital Project Approval Request No. 1—GARBs)

Project Scope:

OMP - Phase 1 Projects - See Exhibit A.

Project Justification:

OMP - Phase 1 Projects - See Exhibit A.

Estimated Project Costs: Previous Request Revision **Current Request** Airline (If Any) Share (This Request) OMP-Phases 1A and 1B \$ 492,400,000 \$ 492,400,000 OMP-Phases 1C and 1D 1,235,700,000 1,235,700,000 **TOTAL** \$1,728,100,000 \$1,728,100,000

Project Schedule:

Approximate Dates

Start

Completion

OMP - Phase 1 Projects - See Exhibit A.

Total Project Estimate

	Previous	s Request	Current R	equest
Funding Source(s):	Amount	Percentage	Amount	Percentage
GARBs/Commercial Paper			\$1,728,100,000	100%
TOTAL			\$1,728,100,000	100%

For project detail, see Exhibit A.

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Estimated Annual Debt Service:

See Exhibit B.

Cost Revenue Center:

The projects for which approval is being sought are allocated 100% Airfield.

Estimated Impact on Annual O & M Expenses:

See Exhibit C for the anticipated incremental impact on airport O&M expenses.

Estimated Revenue Potential:

This project is not anticipated to have an incremental impact on airport revenue.

Estimated Incremental Impact on Rates and Charges:

See Exhibit D for the estimated incremental impact on rates and charges.

EXHIBIT A Project Scopes, Justifications, Budgets and Schedules

OMP-Phase 1

Scope

This authorization advances the O'Hare Modernization Program from planning into design and construction, contingent upon certain conditions described elsewhere. The scope includes:

- Program-Wide Requirements. Completion of technical, physical and operational planning, as well as environmental processing including related permits, fees and associated expenditures; FAA support services; legal services; public outreach and community relations; insurance brokerage fees; technical support from program management and construction management resources; and capitalized expenses for program office and other non-labor expenses such as presentation and document production in support of public processes.
- Preliminary Engineering. A portion of engineering for all civil and associated project components to address airport-wide issues related to drainage, hydraulics and detention; key elevations and airspace requirements; ATC line-of-sight; and major earthwork including required excavations, borrow and fill.

Preliminary engineering includes, but is not limited to, surveys of existing conditions, including soil borings and geotechnical analyses, utility surveys, environmental surveys, airport-wide drainage design, utility and other underground corridor definition, review and updating design standards, continued refinement of capital cost estimates, project scope definition and other special studies as required.

Although certain aspects of preliminary engineering relate to the scope of the entire airfield and other components of the OMP, the focus will be primarily on OMP-Phase 1.

- Runway 9L-27R. Design and construction of a new Group V runway of approximately
 7,500 linear feet, as well as the relocation of Mount Prospect Road and Guard Post 1;
 approximately 9,000 ft of Group V taxiway; partial relocation of Willow/Higgins Creek; partial
 relocation of a 90" water main; service road relocations/additions, drainage/grading;
 NAVAIDS; and demolition of various facilities/roads.
- Runway 10L Extension. Design and construction of an extension of approximately 2,800 linear feet to an existing Group V runway (currently designated 9R), as well as approximately 5,000 linear feet of Group V taxiway, associated NAVAIDS, relocation of the existing Union Pacific railroad line, reconstruction of the Irving Park/York Road intersection, and associated drainage/grading.
- Runway 10C-28C. Design and construction of a Group VI runway of approximately 10,600 linear feet, approximately 35,000 linear feet of Group V/VI taxiway, relocation of various cargo/airport support facilities, service road/tunnel additions/modifications, drainage/grading including relocation of the existing South Detention Basin, NAVAIDS, relocation of 14L-32R threshold, and various demolition projects (facilities, taxiway, etc).
- Additional Land Acquisition. Additional residential and commercial land acquisition and associated costs, including cemetery relocations and wetlands mitigation pursuant to regulatory requirements.

Justification

O'Hare consistently ranks as the nation's first or second busiest airport with more than 30 million annual enplanements. The 2001 Airport Capacity Benchmark Report ranks O'Hare as the third most delayed airport in the United States. The O'Hare Modernization Program has been conceived to improve efficiency and capacity and to reduce system-wide operational delays.

The justification for this capital investment lies in the operational benefits (reduced delays and airfield capacity enhancement) that will result from the reconfigured airfield. Construction is planned to begin as soon as the environmental processing is completed, which the City anticipates in 2004.

Budget and Schedule

This authorization is for the expenditure of \$1,728.0 million for the following components of OMP-Phase 1:

Program Component	Current Working Estimate 1	Est. Start	Est. Finish
Program-Wide Requirements	\$ 42,000,000	Jan 2003	Dec 2004
Preliminary Engineering	45,000,000	Jan 2003	Nov 2005
Additional Land Acquisition 2	236,000,000	Jan 2003	Dec 2005
Runway 9L-27R 3	565,000,000	Apr 2003	Oct 2006
Runway 10L Extension 3, 4	509,000,000	Apr 2003	Oct 2008
Runway 10C-28C ³	936,000,000	Apr 2003	Oct 2008
Total (excluding Noise Mitigation)	\$ 2,358,000,000		•

Sub-Phases

These components are divided into sub-phases, as shown below:

Program Components	Phase 1A	Phase 1B	Phase 1C	Phase 1D
Program-Wide Requirements	\$ 42,000,000			
Preliminary Engineering	45,000,000			
RW 9L-27R	565,000,000			
Additional land acquisition ⁵		236,000,000		
York/Irving Park Relocation		48,100,000		
Railroad relocation		76,600,000	124,900,000	
Wetlands mitigation			25,000,000	
RW 10L Extension	21,000,000 ⁶		36,400,000	202,000,000
RW 10C-28C	42,000,000 ⁶		124,900,000	769,100,000
Totals (excluding Noise Mitigation)	\$715,000,000	\$360,700,000	\$311,200,000	\$971,100,000

All figures stated in 2002 dollars, subject to escalation.

² Including wetlands mitigation. See delineation and footnotes under "Sub-Phases."

Design only. These engineering fee estimates, originally prepared in August 2002, were based on then-current construction cost estimates now superseded. The City and Airlines will jointly redefine the engineering fee estimate through the OMP Executive Working Group.

Including enabling projects. Specific budgets for design fees, other "soft costs" and physical construction to be jointly determined by OMP Executive Working Group. Runway 10C-28C enabling projects do not include costs of a proposed new Taxiway N, relocation of Taxiway M or associated costs.

Includes the rail relocation and associated projects referenced separately in the distribution by sub-phase.
 Of this amount, the OMP Executive Working Group would be permitted to expend up to \$25 million for wetlands mitigation pursuant to regulatory requirements, to be replenished once the Phase 1C trigger is fulfilled.

Details by Project and Sub-Phase

This MII package establishes overall scope, budget and funding commitments. Shifts of budgetary resources within and among the project components identified herein may be undertaken only by the OMP Executive Working Group.

Phase 1A

Program-Wide Requirements (\$42 million)

- Planning
- EIS & Other Environmental Services
- FAA MOAs
- Legal Services
- Public Relations
- Insurance (Brokers Fees)
- Program Management Support
- Construction Management Support
- Department of Aviation
- Non-Labor (facilities, production services, etc.)

Preliminary Engineering (\$45 million)

Detailed Engineering—Runway 9L-27R (\$36 million)

Detailed Engineering—Runway 10L Extension (\$21 million)

Detailed Engineering—Runway 10C-28C (\$42 million)

Construction—Runway 9L-27R (\$529 million)

- Mt. Prospect Road/Guard Post Relocation
- Earthwork/Drainage/Paving
- Utilities
- NSMJAWA Water Main Realignment
- Creek Relocation/Detention Basin
- Service Roads/Fencing/Tunnel
- North Air Traffic Control Tower
- Lighting/NAVAIDS
- · North Airfield Lighting Vault
- Construction Vehicle Inspection Area Relocation

Phase 1B

Land acquisition (\$236 million)

York/Irving Park Relocation (\$48.1 million)

- Property/ROW Acquisition
- Excavation and Construction

(continued)

Railroad relocation (\$76.6 million)

- Clearing/Grading Alignment/ROW
- Critical Bridge Structures
- Utilities/Local Drainage
- Railroad Costs (allocated portion)

Phase 1C

Wetlands mitigation (\$25 million)

Railroad relocation (\$124.9 million)

- Remaining Earthwork/Remediation
- Remaining Structures
- Trackwork
- Remaining Railroad Costs

Runway 10L Extension (\$36.4 million)

- Berm Removal
- Earthwork/Drainage/Utilities

Runway 10C-28C (\$124.9 million)

- Berm Removal
- · South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations

Phase 1D

Runway 10L Extension (\$202.0 million)

- Berm Removal
- Earthwork/Drainage/Utilities
- Runway/Taxiway Pavement
- Lighting/NAVAIDS

Runway 10C-28C (\$769.1 million)

- Berm Removal
- South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations
- Bensenville Ditch Relocation
- Runway/Taxiway Pavement
- South Airfield Lighting Vault
- Lighting/NAVAIDS
- Roads/Tunnels

PROJECTED COMBINED NET DEBT SERVICE Future OMP New Money GARBs Not Yet Approved OMP Phase 1

Rates	
and	Net
Charges	Debt
Year:	Service:*
2003	1,589,219
2004	8,242,709
2005	23,653,412
2006	25,011,722
2007	61,068,243
2008	61,068,243
2009	174,950,866
2010	180,205,446
2011	180,205,446
2012	180,205,446
2013	194,777,469
2014	219,999,007
2015	219,999,007
2016	219,999,007
2017	219,999,007
2018	219,999,007
2019 2020	219,999,007
2021	219,999,007
2022	219,999,007
2023	219,999,007 219,999,007
2024	219,999,007
2025	219,999,007
2026	219,999,007
2027	219,999,007
2028 .	219,999,007
2029	219,999,007
2030	219,999,007
2031	219,999,007
2032	219,999,007
2033	188,003,508
2034	168,202,708
2035	109,188,515
2036	54,574,277
2037	26,245,819
2038	
2039 2040	
2040	

5,817,174,176

^{*} Net of estimated capitalized interest

City of Chicago
O'Hare International Atroport
OMP Phase I - Rates & Charges
Exhibit C

Forecast O&M Expenses (GARBs)

•	Budget					Projected				
Total O&M Expenses."	2003	2004	2003	2006	2007	2008	2009	2010	2011	2012
Including Impacts Baseline	\$324,378,593 324,378,593	\$344,956,589 344,956,589	\$363,075,803 363,075,803	\$382,160,987 382,160,987	\$410,407,905 402,264,076	\$432,005,159 423,439,810	\$475,160,293 445,745,890	\$500,184,915	\$526,546,597	\$554,317,349
Incremental O&M Expenses	SS	S	ຊ	ន	\$8,143,829	\$8.565.349	£79 414 403	430 641 700		e lotatotore
							Contraction	09/1-2-056	332,330,943	534,246,334
Projected Enplaned Passengers	31,995,773	33,310,203	34,276,199	35,270,209	36,293,045	37,345,543	38,428,564	39,504,564	40,610,691	41,747,791
Incremental O&M Expenses see Funishmental								·		
maintained by the first leading	20.00	\$0.00	\$0.00	20.00	\$0.22	\$0.23	50.77	\$0.78	08.08	\$0.87

Net of Land Support CRC
 Represents all existing projects and future CIP, WGP, and OMP projects with both previous MII approval and MII approval requested.
 Represents all existing projects and those future CIP, WGP, and OMP projects with previous MII approval.
 Incremental increase in O&M expenses is based on a percent increase of planned runwary pavement surface area over existing runwary surface area.

Prepared by Ricondo & Associates, Inc.

City of Chicago O'Here International Airport OMP Phase I - Nates & Charges Exhibit D

Exhibit D	Foretast Raies and Charges and Airline Requirements (GARBs)
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	Rindord									
Table Alite	2003	2004	2005	2000	2000	Projected				
Aidine Remitment Gerbalian Images				9007	7007	2008	2009	2010	2011	2012
Afrine Requirement (Baseline)	376,177,1988 376,177,198	\$379,460,092 379,460,092	\$419,951,458 419,951,458	\$437,059,284 437,059,284	\$502,953,118 478,024,083	\$512,957,396	\$642,308,942	\$649,849,493 \$05,688,934	\$666.913,112	\$684,569,545
incomental Attine Requirement	\$0	\$0.	0\$	æ	\$24,929,035	\$21,916,168	\$152.557.616	6144 140 650		Colonostice
Projected Enplaned Passengers	11,995,773	33,310,203	34,276,199	35,270,209	36,293,045	37,345,543	38.428.564	10 604 664	145,141,198	5146,680,651
Incremental Airline Requirement per Emplanement	8								160'010'0*	41,747,791
Airfield:	Onine .	20.00	\$0.00	\$0.00	\$0.69	\$0.59	\$3.97	\$3.65	\$3.57	15.62
Landing Fee Rate per 1000 ib unit (Including Impacts)										
Landing Fee Rate per 1000 lb unit (Baseline)?	52.612 2.612	31.04	\$3.178 3.178	\$3.267 3.267	\$4.095 3.605	34.117	\$6.593 3.675	\$6.550	\$6.625	\$6.711
Incremental Landing Fee Rate per 1000 lb unit	\$0.000	\$0,000	\$0.000	\$0.000	\$0.490	\$0.452	\$2.918	287.52	27.5	
Domestic Terminal: Existing Footage Rate (Including Impacts)	\$42.02	\$54.66	\$59.28	\$63,98	sn.n	36723	915	70 212		
Existing Footage Kate (Baseline)	42.02	\$4.66	59.28	63.98	73.00	75.82	75.00	78.79	8238	\$82.80 86.04
Incremental Existing Footage Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Additional Footage Rate (Including Impacts) ¹ Additional Footage Rate (Baseline) ²	\$74.76 74.76	\$105.11 105.11	\$109.61 10.61	\$116.19 116.19	\$126.92 127.15	\$129.62 130.48	\$124.82	\$127.52	\$131.03	\$134.36
Incremental Additional Footage Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Special Facilities Additional Rate (Including										
[mpacts]	\$65.21	\$90.40	\$94.93	\$100.96	\$111.13	\$113.68	\$109.88	\$112.45	\$115.94	\$119.32
Special Facilities Additional Rate (Baseline)	65.21	90.40	94.93	100.96	11136	114.54	111.28	115.39	119.02	122.56
Incremental Special Facilities Additional Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Ultimate Additional Rate (Including Impacts) Ultimate Additional Rate (Baseline)	\$20.26	\$31.23	\$31.15	\$12.22 \$12.22	\$33.51 33.51	533.83	\$31.70 31.70	\$31.97 31.97	\$32.02 32.02	19.1.91 31.91
Incremental Ultimate Additional Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	20.00	\$0.00	\$0.00	\$0.00

City of Chkrago O'Here International Airport OMP Phase I - Rates & Charges Exhibit D

Exavor Describing the Charges and Airline Requirements (GARBs)

International Terminal.										
	2003	2004	2005	2006	2007	Projected 2008	2009	2010	2011	2012
npacts)*	\$52.57 \$2.57	\$59.88 59.88	\$8135 8135	581.64 81.64	\$83.36 83.46	\$84.47	\$83.69	\$83.59	\$85.12	\$86.58
Incremental Exclusive Use Remal Rate	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.10)	(\$036)	84.27	84.82	86.41	87.94
Enplaned Common Use Rental Rate (Including							(Kerne)	(77)()	(\$1.29)	(\$1.36)
	\$12.38	\$13.26	\$16.40	\$16.13	\$16.09	\$15.96	5		;	
Enplaned Common Use Rental Rate (Baseline) ²	12.38	13.26	16.40	16.13	16.11	16.01		67516	\$15.24	\$15.18
Incremental Emplaned Common Use Rental Rate	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.01)	6868	68.0	15.46	15.41	1536
Deplaned Common [fee Rental Base Gentaling]							(00:00)	(30.17)	(\$0.17)	(\$0.17)
	\$10.91	\$11.68	\$14.43	\$14.20	\$14.17	30713	;	;		
Deplaned Common Use Rental Rate (Baseline) ²	10.91	11.68	14.43	14.20	14.18	14.10	13.78	13.61	\$13.42	513.37
Incremental Deplaned Common Use Rental Rate	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.01)	(\$0.05)	6003			
Fueling System Charge Per Gallon (Including							(1000)	(6132)	(50,13)	(30.15)
Impacts) Fueling System Charge Per Gallon (Baseline)	0.00484	\$0.00886 0.00886	\$0.01605 0.01605	\$0.01518 0.01518	\$0.01559 0.01559	50.01534	\$0.01501 0.01501	50.01484	\$0.01465 0.01465	50.01446
Incremental Fueling System Charge Per Gallon \$0.00	\$0.0000	\$0,0000	\$0,0000	\$0,0000	\$0.0000	\$0.0000	\$0,0000	\$0.0000	\$0,0000	\$0.0000

1) Represents all existing projects and fiture CIP, WGP, and OMP projects with both previous MII approval reperoval requested
2) Represents all existing projects and those future CIP, WGP, and OMP projects with previous MII approval
3) Rates may not maich the City of Chicago's 2002 budgeted rates due to varying explanement, deplanement, and fuel volome forecasts; however, net sirline requirements match those budgeted by the City of Chicago

Prepared by Ricondo & Associates, Inc.

MAJORITY-in-INTEREST CERTIFICATE NO. 1

- 1. The undersigned hereby certifies to the City of Chicago (the "City") that (a) he or she is the duly appointed "Airlines' Representative" as that term is defined in the Chicago-O'Hare International Airport Amended and Restated Airport Use Agreement and Terminal Facilities Lease dated as of January 1, 1985, by and between the City and each airline party named therein, as amended (the "Use Agreement"); and (b) costs in a not-to-exceed sum of \$492,400,000 ("Approved Costs") for and certain Capital Projects comprising OMP-Phases 1 A and B (collectively, "Approved Capital Projects") described in the City's Capital Project Approval Request No. 1 ("Capital Project Approval Request No. 1") attached hereto as Attachment 1 have been approved by a Majority-in-Interest of the Airline Parties.
- 2. The undersigned further certifies that a Majority-in-Interest of the Airline Parties has approved the issuance of General Airport Revenue Bonds, including those issued under the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations, Commercial Paper or a combination thereof ("GARBs"), to fund Approved Costs for the Approved Capital Projects (plus capitalized interest, bond issuance costs and other financing costs). The Debt Service on such GARBs shall be allocated to the Cost Revenue Centers as described in Capital Project Approval Request No. 1.
- 3. A Majority-in-Interest of the Airline Parties has approved the issuance of GARBs to fund costs of refunding \$1,408,585,000 in aggregate principal amount of General Airport Revenue Bonds (plus bond issuance and other financing costs).
- 4. A Majority-in-Interest of the Airline Parties has approved that the City may, after issuance of any such refunding GARBs, in addition to any adjustment of Landing Fee Rates, Terminal Area Use Charges and Fueling System Fees provided for under the Use Agreement, on one or more occasions and at any time, adjust such Landing Fee Rates, Terminal Area Use Charges and Fueling System Fees to account for the effect of any such refunding(s) thereon.
- 5. The undersigned further certifies to the City that:
 - a. <u>Section 8.06</u>. A Majority-in-Interest of the Airline Parties has waived the forty-five (45) day requirement in the first sentence of Section 8.06 of the Use Agreement with regard to making any Capital Expenditures or issuing GARBs or Commercial Paper.
 - b. <u>Independence and Irrevocability of Waivers</u>. A Majority-in-Interest of Airline Parties has acknowledged that each of the waivers contained in this certificate is independent of each other waiver herein contained, is irrevocable and

is given in consideration of the benefits to be derived by the Airline Parties as signatories of the Use Agreement.

- The undersigned further certifies to the City that a Majority-in-Interest of the 6. Airline Parties has requested that, for purposes of efficiently managing investments, including the preservation of the principal amount thereof, in the funds and accounts attributable to obligations issued by the City with respect to the Airport, the City may enter into one or more forward supply agreements, with counterparties selected by the Chief Financial Officer or the City Comptroller of the City, under which agreements such counterparties agree to sell to the City, and the City agrees to purchase from such counterparties, specific securities on specified dates at purchase prices established at the time of execution and delivery of the applicable agreement for the purpose of investing (a) moneys in any and all of the funds and accounts established pursuant to the General Airport Revenue Bond Ordinance, or (b) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago-O'Hare International Airport Second Lien Obligations, or (c) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations.
- 7. Capitalized terms used and not defined herein shall have the respective meanings set forth for such terms in the Use Agreement.

Dated:	Airlines' Representative
	•

Attachment 1

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Date:

April 14, 2003

Project Name:

OMP - Phase 1 Projects (Capital Project Approval Request No. 1—GARBs)

Project Scope:

OMP - Phase 1 Projects - See Exhibit A.

Project Justification:

OMP - Phase 1 Projects - See Exhibit A.

Estimated Project Costs:

Previous Request

Revision (If Any)

Current Request

Airline

Share (This Request)

OMP-Phases 1A and 1B

OMP-Phases 1C and 1D

TOTAL

\$ 492,400,000

\$ 492,400,000

1,235,700,000

1,235,700,000

\$1,728,100,000

\$1,728,100,000

Project Schedule:

Approximate Dates

Start

Completion

OMP - Phase 1 Projects - See

Exhibit A.

Total Project Estimate

Previous Request

Current Request

Funding Source(s):

Amount

Percentage

Amount

Percentage

GARBs/Commercial Paper

er a de la commerciar i aper

....

100%

TOTAL

\$1,728,100,000

\$1,728,100,000

100%

For project detail, see Exhibit A.

Attachment 1

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Estimated Annual Debt Service:

See Exhibit B.

Cost Revenue Center:

The projects for which approval is being sought are allocated 100% Airfield.

Estimated Impact on Annual O & M Expenses:

See Exhibit C for the anticipated incremental impact on airport O&M expenses.

Estimated Revenue Potential:

This project is not anticipated to have an incremental impact on airport revenue.

Estimated Incremental Impact on Rates and Charges:

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EXHIBIT A Project Scopes, Justifications, Budgets and Schedules

OMP-Phase 1

Scope

This authorization advances the O'Hare Modernization Program from planning into design and construction, contingent upon certain conditions described elsewhere. The scope includes:

- Program-Wide Requirements. Completion of technical, physical and operational planning, as well as environmental processing including related permits, fees and associated expenditures; FAA support services; legal services; public outreach and community relations; insurance brokerage fees; technical support from program management and construction management resources; and capitalized expenses for program office and other non-labor expenses such as presentation and document production in support of public processes.
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 components to address airport-wide issues related to drainage, hydraulics and detention;
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Preliminary engineering includes, but is not limited to, surveys of existing conditions, including soil borings and geotechnical analyses, utility surveys, environmental surveys, airport-wide drainage design, utility and other underground corridor definition, review and updating design standards, continued refinement of capital cost estimates, project scope definition and other special studies as required.

Although certain aspects of preliminary engineering relate to the scope of the entire airfield and other components of the OMP, the focus will be primarily on OMP-Phase 1.

- Runway 9L-27R. Design and construction of a new Group V runway of approximately 7,500 linear feet, as well as the relocation of Mount Prospect Road and Guard Post 1; approximately 9,000 ft of Group V taxiway; partial relocation of Willow/Higgins Creek; partial relocation of a 90" water main; service road relocations/additions, drainage/grading; NAVAIDS; and demolition of various facilities/roads.
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Budget and Schedule

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Sub-Phases

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Additional land acquisition ⁵		236,000,000		· · · · · · · · · · · · · · · · · · ·
York/Irving Park Relocation		48,100,000	-	
Railroad relocation		76,600,000	124,900,000	
Wetlands mitigation			25,000,000	
RW 10L Extension	21,000,000 ⁶		36,400,000	202,000,000
RW 10C-28C	42,000,000 ⁵		124,900,000	769,100,000
Totals (excluding Noise Mitigation)	\$715,000,000	\$360,700,000	\$311,200,000	\$971,100,000

All figures stated in 2002 dollars, subject to escalation.

² Including wetlands mitigation. See delineation and footnotes under "Sub-Phases."

Design only. These engineering fee estimates, originally prepared in August 2002, were based on then-current construction cost estimates now superseded. The City and Airlines will jointly redefine the engineering fee estimate through the OMP Executive Working Group.

Including enabling projects. Specific budgets for design fees, other "soft costs" and physical construction to be jointly determined by OMP Executive Working Group. Runway 10C-28C enabling projects do not include costs of a proposed new Taxiway N, relocation of Taxiway M or associated costs.
 Includes the rail relocation and associated projects referenced separately in the distribution by sub-phase.

of this amount, the OMP Executive Working Group would be permitted to expend up to \$25 million for wetlands mitigation pursuant to regulatory requirements, to be replenished once the Phase 1C trigger is fulfilled.

Details by Project and Sub-Phase

This MII package establishes overall scope, budget and funding commitments. Shifts of budgetary resources within and among the project components identified herein may be undertaken only by the OMP Executive Working Group.

Phase 1A

Program-Wide Requirements (\$42 million)

- Planning
- EIS & Other Environmental Services
- FAA MOAs
- Legal Services
- Public Relations
- Insurance (Brokers Fees)
- Program Management Support
- Construction Management Support
- Department of Aviation
- Non-Labor (facilities, production services, etc.)

Preliminary Engineering (\$45 million)

Detailed Engineering—Runway 9L-27R (\$36 million)

Detailed Engineering—Runway 10L Extension (\$21 million)

Detailed Engineering—Runway 10C-28C (\$42 million)

Construction—Runway 9L-27R (\$529 million)

- Mt. Prospect Road/Guard Post Relocation
- Earthwork/Drainage/Paving
- Utilities
- NSMJAWA Water Main Realignment
- Creek Relocation/Detention Basin
- Service Roads/Fencing/Tunnel
- North Air Traffic Control Tower
- Lighting/NAVAIDS
- · North Airfield Lighting Vault
- Construction Vehicle Inspection Area Relocation

Phase 1B

Land acquisition (\$236 million)

York/Irving Park Relocation (\$48.1 million)

- Property/ROW Acquisition
- Excavation and Construction

(continued)

Railroad relocation (\$76.6 million)

- Clearing/Grading Alignment/ROW
- Critical Bridge Structures
- Utilities/Local Drainage
- · Railroad Costs (allocated portion)

Phase 1C

Wetlands mitigation (\$25 million)

Railroad relocation (\$124.9 million)

- Remaining Earthwork/Remediation
- Remaining Structures
- Trackwork
- Remaining Railroad Costs

Runway 10L Extension (\$36.4 million)

- Berm Removal
- Earthwork/Drainage/Utilities

Runway 10C-28C (\$124.9 million)

- Berm Removal
- South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations

Phase 1D

Runway 10L Extension (\$202.0 million)

- Berm Removal
- Earthwork/Drainage/Utilities
- Runway/Taxiway Pavement
- Lighting/NAVAIDS

Runway 10C-28C (\$769.1 million)

- Berm Removal
- South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations
- Bensenville Ditch Relocation
- Runway/Taxiway Pavement
- South Airfield Lighting Vault
- Lighting/NAVAIDS
- Roads/Tunnels

Attachment 1

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Total Project Estimate

	Previous	Request	Current Re	equest
Funding Source(s):	Amount	Percentage	Amount	Percentage
Double Barrel PFC Bonds/ Commercial Paper			\$601,600,000	100%
TOTAL			\$601,600,000	100%

For project detail, see Exhibit A.

Estimated Annual Debt Service:

See Exhibit B.

Cost Revenue Center:

The projects for which approval is being sought are allocated 100% Airfield.

Estimated Impact on Annual O & M Expenses:

See Exhibit C for the anticipated incremental impact on airport O&M expenses.

Estimated Revenue Potential:

This project is not anticipated to have an incremental impact on airport revenue.

Estimated Incremental Impact on Rates and Charges:

See Exhibit D for the estimated incremental impact on rates and charges.

EXHIBIT A Project Scopes, Justifications, Budgets and Schedules

OMP-Phase 1

Scope

This authorization advances the O'Hare Modernization Program from planning into design and construction, contingent upon certain conditions described elsewhere. The scope includes:

- Program-Wide Requirements. Completion of technical, physical and operational planning, as well as environmental processing including related permits, fees and associated expenditures; FAA support services; legal services; public outreach and community relations; insurance brokerage fees; technical support from program management and construction management resources; and capitalized expenses for program office and other non-labor expenses such as presentation and document production in support of public processes.
- Preliminary Engineering. A portion of engineering for all civil and associated project components to address airport-wide issues related to drainage, hydraulics and detention; key elevations and airspace requirements; ATC line-of-sight; and major earthwork including required excavations, borrow and fill.

Preliminary engineering includes, but is not limited to, surveys of existing conditions, including soil borings and geotechnical analyses, utility surveys, environmental surveys, airport-wide drainage design, utility and other underground corridor definition, review and updating design standards, continued refinement of capital cost estimates, project scope definition and other special studies as required.

Although certain aspects of preliminary engineering relate to the scope of the entire airfield and other components of the OMP, the focus will be primarily on OMP-Phase 1.

- Runway 9L-27R. Design and construction of a new Group V runway of approximately 7,500 linear feet, as well as the relocation of Mount Prospect Road and Guard Post 1; approximately 9,000 ft of Group V taxiway; partial relocation of Willow/Higgins Creek; partial relocation of a 90" water main; service road relocations/additions, drainage/grading; NAVAIDS; and demolition of various facilities/roads.
- Runway 10L Extension. Design and construction of an extension of approximately 2,800 linear feet to an existing Group V runway (currently designated 9R), as well as approximately 5,000 linear feet of Group V taxiway, associated NAVAIDS, relocation of the existing Union Pacific railroad line, reconstruction of the Irving Park/York Road intersection, and associated drainage/grading.
- Runway 10C-28C. Design and construction of a Group VI runway of approximately 10,600 linear feet, approximately 35,000 linear feet of Group V/VI taxiway, relocation of various cargo/airport support facilities, service road/tunnel additions/modifications, drainage/grading including relocation of the existing South Detention Basin, NAVAIDS, relocation of 14L-32R threshold, and various demolition projects (facilities, taxiway, etc).
- Additional Land Acquisition. Additional residential and commercial land acquisition and associated costs, including cemetery relocations and wetlands mitigation pursuant to regulatory requirements.

Justification

O'Hare consistently ranks as the nation's first or second busiest airport with more than 30 million annual enplanements. The 2001 Airport Capacity Benchmark Report ranks O'Hare as the third most delayed airport in the United States. The O'Hare Modernization Program has been conceived to improve efficiency and capacity and to reduce system-wide operational delays.

The justification for this capital investment lies in the operational benefits (reduced delays and airfield capacity enhancement) that will result from the reconfigured airfield. Construction is planned to begin as soon as the environmental processing is completed, which the City anticipates in 2004.

Budget and Schedule

This authorization is for the expenditure of \$601.6 million for the following components of OMP-Phase 1:

Program Component	Current Working Estimate 1	Est. Start	Est. Finish
Program-Wide Requirements	\$ 42,000,000	Jan 2003	Dec 2004
Preliminary Engineering	45,000,000	Jan 2003	Nov 2005
Additional Land Acquisition 2	236,000,000	Jan 2003	Dec 2005
Runway 9L-27R ³	565,000,000	Apr 2003	Oct 2006
Runway 10L Extension 3,4	509,000,000	Apr 2003	Oct 2008
Runway 10C-28C ³	936,000,000	Apr 2003	Oct 2008
Total (excluding Noise Mitigation)	\$ 2,358,000,000		

Sub-Phases

These components are divided into sub-phases, as shown below.

Program Components	Phase 1A	Phase 1B	Phase 1C	Phase 1D
Program-Wide Requirements	\$ 42,000,000			
Preliminary Engineering	45,000,000			
RW 9L-27R	565,000,000			
Additional land acquisition ⁵		236,000,000		
York/Irving Park Relocation		48,100,000		
Railroad relocation		76,600,000	124,900,000	· · · · · · · · · · · · · · · · · · ·
Wetlands mitigation			25,000,000	
RW 10L Extension	21,000,000 ⁶		36,400,000	202,000,000
RW 10C-28C	42,000,000 ⁶		124,900,000	769,100,000
Totals (excluding Noise Mitigation)	\$715,000,000	\$360,700,000	\$311,200,000	\$971,100,000

All figures stated in 2002 dollars, subject to escalation.

Including wetlands mitigation. See delineation and footnotes under "Sub-Phases."

Includes the rail relocation and associated projects referenced separately in the distribution by sub-phase.
 Of this amount, the OMP Executive Working Group would be permitted to expend up to \$25 million for wetlands mitigation pursuant to regulatory requirements, to be replenished once the Phase 1C trigger is fulfilled.

Including enabling projects. Specific budgets for design fees, other "soft costs" and physical construction to be jointly determined by OMP Executive Working Group. Runway 10C-28C enabling projects do not include costs of a proposed new Taxiway N, relocation of Taxiway M or associated costs.

Design only. These engineering fee estimates, originally prepared in August 2002, were based on then-current construction cost estimates now superseded. The City and Airlines will jointly redefine the engineering fee estimate through the OMP Executive Working Group.

Details by Project and Sub-Phase

This MII package establishes overall scope, budget and funding commitments. Shifts of budgetary resources within and among the project components identified herein may be undertaken only by the OMP Executive Working Group.

Phase 1A

Program-Wide Requirements (\$42 million)

- Planning
- EIS & Other Environmental Services
- FAA MOAs
- Legal Services
- Public Relations
- Insurance (Brokers Fees)
- Program Management Support
- Construction Management Support
- Department of Aviation
- Non-Labor (facilities, production services, etc.)

Preliminary Engineering (\$45 million)

Detailed Engineering—Runway 9L-27R (\$36 million)

Detailed Engineering—Runway 10L Extension (\$21 million)

Detailed Engineering—Runway 10C-28C (\$42 million)

Construction—Runway 9L-27R (\$529 million)

- Mt. Prospect Road/Guard Post Relocation
- Earthwork/Drainage/Paving
- Utilities
- NSMJAWA Water Main Realignment
- Creek Relocation/Detention Basin
- Service Roads/Fencing/Tunnel
- North Air Traffic Control Tower
- Lighting/NAVAIDS
- North Airfield Lighting Vault
- Construction Vehicle Inspection Area Relocation

Phase 1B

Land acquisition (\$236 million)

York/Irving Park Relocation (\$48.1 million)

- Property/ROW Acquisition
- Excavation and Construction

(continued)

Railroad relocation (\$76.6 million)

- Clearing/Grading Alignment/ROW
- Critical Bridge Structures
- Utilities/Local Drainage
- Railroad Costs (allocated portion)

Phase 1C

Wetlands mitigation (\$25 million)

Railroad relocation (\$124.9 million)

- Remaining Earthwork/Remediation
- Remaining Structures
- Trackwork
- Remaining Railroad Costs

Runway 10L Extension (\$36.4 million)

- Berm Removal
- Earthwork/Drainage/Utilities

Runway 10C-28C (\$124.9 million)

- Berm Removal
- · South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations

Phase 1D

Runway 10L Extension (\$202.0 million)

- Berm Removal
- Earthwork/Drainage/Utilities
- Runway/Taxiway Pavement
- Lighting/NAVAIDS

Runway 10C-28C (\$769.1 million)

- Berm Removal
- South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations
- Bensenville Ditch Relocation
- Runway/Taxiway Pavement
- South Airfield Lighting Vault
- Lighting/NAVAIDS
- Roads/Tunnels

Noise Mitigation

Scope

Ongoing residential and institutional soundproofing for seven years (CY03-CY09).

Justification

O'Hare consistently ranks as the nation's first or second busiest airport with more than 30 million annual enplanements. The 2001 Airport Capacity Benchmark Report ranks O'Hare as the third most delayed airport in the United States. The O'Hare Modernization Program has been conceived to improve efficiency and capacity and to reduce system-wide operational delays.

The justification for this capital investment lies in the operational benefits (reduced delays and airfield capacity enhancement) that will result from the reconfigured airfield. Construction is planned to begin as soon as the environmental processing is completed, which the City anticipates in 2004.

Budget and Schedule

This authorization is for the expenditure of \$140 million for the following components of OMP-Phase 1:

Program Component	Current Working Estimate	Est. Start	Est. Finish
Noise Mitigation	\$ 140,000,000	Jan 2003	Dec 2009
Total	\$ 140,000,000		

Sub-Phases

This component is divided into sub-phases, as shown below:

Program Components	Phase 1A	Phase 1B	Phase 1C	Phase 1D
Noise Mitigation	\$ 80,000,000			\$60,000,000
Totals	\$ 80,000,000			\$60,000,000

PROJECTED COMBINED NET DEBT SERVICE Future PFC-Backed Bonds OMP Phase 1

Rates and Charges Year:	Net Debt Service:*
Year: 2003 2004 2005 2006 2007 2008 2009 2010 2011 2012 2013 2014 2015 2016 2017 2018 2019 2020 2021 2022 2023 2024 2025 2026 2027 2028 2029 2030 2031 2032 2033 2034 2035 2036 2037	
2038 2039 2040	3,075,948

1,473,909,618

^{*} Net of estimated capitalized interest

City of Cikeago O'Heve International Airport OMP Phase I - Reies & Cherges Exhibit C

Forecast OdM Expenses (PFC-Backed Bonds)

	Budget									
Total O.S.M Funescan.	2003	2004	2007	1		rrojected				
Including Impacts				9007	2002	2008	2009	2010	2011	2012
Baseline	324,378,593	\$344,956,589 344,956,589	\$363,075,803 363,075,803	\$382,160,987 382,160,987	\$410,407,905	\$432,005,159	\$475,160,293	\$500,184,915	\$526,546,597	\$554,317,349
incremental O&M Expenses	S	Ş	:				0.600000000	409,243,133	493,995,652	\$20,071,015
		3	2	20	58,143,829	\$8,565,349	\$29,414,403	097 180 OF 3		
Projected Emplaned Passengers								001,17,000	33,000,043	534,246,334
	57,589,18	33,310,203	34,276,199	35,270,209	36,293,045	37,345,543	38,428.564	19 504 564		
Incremental O&M Expenses per Enplanement	500						<u>.</u>	to the case of	169,010,091	41,747,791
		20.00	\$0.00	20:00	40.72	*****				
1) Net of Land Support CRC						57.04	\$0.77	\$0.78	\$0.80	\$0.82
7) Remescants off and selections										

Net of Land Support CRC
 Represents all existing projects and finure CIP, WQP, and OMP projects with both previous MII approval and MII approval requested.
 Represents all existing projects and those finure CIP, WQP, and OMP projects with previous MII approval.
 Incremental increase in Q&M expenses is based on a percent increase of planned runway pavement surface area over existing runway surface area.

Prepared by Ricondo & Associates, Inc.

City of Chicago
O'Hare International Airport
OMP Phase I - Ratea & Charges
Exhibit D
Forecast Rates and Charges and Airline Requirements (PF C-Backad Bonds)

	Birdos									
	2003	792				Projected				
Total Airline Requirement:	700	* 00 7	2002	2006	2007	2008	2009	2010	2011	2012
Airline Requirement (Baseline)	\$77,716,530 301,177,105	\$386,531,672 379,460,092	\$454,812,654 419,951,458	\$474,898,682 437,059,284	\$528,173,958 478,024,083	\$542,752,899	\$567,850,305	\$580,506,525	\$598,049,453	\$615,705,887
incremental Airline Requirement	\$2,146,400	\$7,071,580	\$34,861,196	537.839 197	\$50 140 074			*55,000,000	\$1C111175	237,888,893
Projected Explaned Passengers	1 20 2				6/9,444,000	899,711,668	\$78,098,979	\$74,817,592	\$76,278,140	\$77,816,992
	517,899,113	33,310,203	34,276,199	35,270,209	36,293,045	37,345,543	38,428,564	39,504,564	40,610,691	41,747,791
Incremental Airline Requirement per Enplanement	\$0.07	\$0.21	\$1.02	2015	:					
Airfield:					9719	8514	\$2.03	\$1.89	\$1.88	\$1.86
Landing ree Kate per 1000 lb unit (including Impacts)										
Landing Fee Rate per 1000 lb unit (Baseline)	2.612	\$3.246 3.104	\$3.869 3.178	\$4.006 3.267	3.605	3.663	\$5.197	\$5.266	\$5367	\$5.469
Incremental Landing Fee Rate per 1000 fb unit	\$0.044	\$0.142	\$0.691	\$0.740	\$0.076	81013			7:00.0	0,540
Domestic Terminal:						812.15	77516	\$1.502	\$1.515	\$1.529
Existing Footage Rate (Including Impacts) Existing Footage Rate (Baseline)	\$42.02 42.02	\$\$4.66 \$4.66	\$59.28 59.28	\$63.98	572.77 00.87	574.96	\$73.60 75.00	\$75.86	579.30 87.78	\$82.80
Incremental Existing Footage Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(12.93)	(\$3.08)	(\$3.24)
Additional Footage Rate (Including Impacts)	\$74.76	\$105.11	19'601\$	\$116.19	\$126.92	\$129.62	\$124.82	63 1213	13103	Ar bring
Additional Footage Rate (Baseline)*	74.76	105.11	19.61	116.19	127.15	130.48	126.22	130.45	134.11	137.59
Incremental Additional Footage Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(30.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Special Facilities Additional Rate (Including Impacts)	\$65.21	\$90.40	\$94.93	360018	11113	81118	\$100 88	\$11345	P6 5113	
Special Facilities Additional Rate (Baseline) ²		90 40	0401	2	35	114 54	111 28	01.511	11903	122 56
Incremental Special Facilities Additional Rate [mpact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(52.93)	(\$3.08)	(53.24)
Tititanta Additional Date (factualise frances)	9C 0C*	-	=======================================	60.00	5113		07.153	26 113	\$32.02	16.162
Ultimate Additional Rate (Baseline)	20.26	31.23	31.15	3232	33.51	33.83	31.70	31.97	32.02	31.91
Incremental Ultimate Additional Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

City of Chicago O'Hare International Airport OMP Phasa I - Rates & Charges Exhibit D

Forecast Rates and Charges and Abiline Requirements (PFC Backed Bonds)

International Terminal:	2003	2004	2002	2006	2007	Projected 2008	2009	2010	2011	2012
Exclusive Use Rental Rate (Including Impacts) Exclusive Use Rental Rate (Baseline)	\$52.57 52.57	\$59.88	\$81.35	\$81.64 81.64	\$83.36 83.46	\$84.47	\$83.69	\$83.59	\$85.12	\$86.38
Incremental Exclusive Use Rental Rate	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.10)	(\$0.36)	(\$0.59)	(\$1.23)	86.41	87.94
Explaned Common Use Rental Rate (Including Impacts)	\$12.38	\$13.26	\$16.40	\$16.13	816.09	8813				
Enplaned Common Use Rental Rate (Baseline)?	12.38	13.26	16.40	16.13	16.11	10.91	15.65	15.46	515.24	\$15.18 15.36
Incremental Explaned Common Use Rental Rate	\$0.00	\$0.00	\$0.00	. \$0.00	(\$0.01)	(\$0.05)	(\$0.08)	(\$0.17)	(\$0.17)	(\$0.17)
Deplaned Common Use Rental Rate (Including Impacts)	\$10,91	\$11.68	\$14.43	\$14.20	\$14.17	\$14.05	17 118	2713		
Deplaned Common Use Rental Rate (Baseline)	10.91	11.68	14.43	14.20	14.18	14.10	13.78	13.61	13.57	13.52
Incremental Deplaned Common Use Rental Rate	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.01)	(\$0.05)	(\$0.07)	(\$0.15)	(\$0.15)	(\$0.15)
Fueling System Charge Per Galton (Including Impacts) Fueling System Charge Per Gallon (Baseline)	\$0.00484 0.00484	\$0.00886 0.00886	\$0.01605 0.01605	\$0.01518	\$0.01559 0.01559	\$0.01534	\$0.01501	\$0.01484	\$0.01465 0.01465	\$0.01446
Incremental Fueling System Charge Per Gallon	\$0.0000	\$0.0000	\$0.0000	\$0,0000	\$0,0000	\$0.0000	\$0.0000	\$0.0000	\$0,0000	\$0.0000

1) Represents all existing projects and feture CIP, WGP, and OMP projects with both previous MII approval and MII approval requested

2) Represents all existing projects and floose feture CIP, WGP, and OMP projects with previous MII approval

3) Rates may not match the City of Chicago's 2002 budgeted rates due to varying emplemented, deplanement, and fuel volume forecasts, however, net stiffine requirements match flows budgeted by the City of Chicago

Prepared by Ricondo & Associates, Inc.

MAJORITY-in-INTEREST CERTIFICATE NO. 4

- 1. The undersigned hereby certifies to the City of Chicago (the "City") that (a) he or she is the duly appointed "Airlines' Representative" as that term is defined in the Chicago-O'Hare International Airport Amended and Restated Airport Use Agreement and Terminal Facilities Lease dated as of January 1, 1985, by and between the City and each airline party named therein, as amended (the "Use Agreement"); and (b) costs in a not-to-exceed sum of \$101,000,000 ("Approved Costs") for and certain Capital Projects comprising OMP-Phase 1C and 1D and certain Noise Program Phase 1D projects ("Approved Capital Projects") described in the City's Capital Project Approval Request No. 2 ("Capital Project Approval Request No. 2") attached hereto as Attachment 1 have been approved by a Majority-in-Interest of the Airline Parties.
- 2. The undersigned further certifies that a Majority-in-Interest of the Airline Parties has approved the issuance of General Airport Revenue Bonds supported by a pledge of legally available PFC Revenues ("Double Barrel PFC Bonds") and Commercial Paper to fund Approved Costs for the Approved Capital Projects (plus capitalized interest, bond issuance costs and other financing costs). The Debt Service on such Double Barrel PFC Bonds and Commercial Paper shall be allocated to the Cost Revenue Centers as described in Capital Project Approval Request No. 2. Double Barrel PFC Bonds may not be issued for the Capital Projects which are in OMP-Phase 1C as described in Exhibit A to Attachment 1 until an Independent Airport Consultant has provided a certificate to the effect that either of the two OMP-Phase 1C Conditions set forth in Attachment 2 attached hereto has been satisfied, and Double Barrel PFC Bonds may not be issued for the Capital Projects which are part of OMP-Phase 1D Projects or Noise Program Phase 1D Projects as described in Exhibit A to Attachment 1 until an Independent Airport Consultant has provided a certificate to the effect that either of the two OMP-Phase 1D Conditions set forth in Attachment 2 attached hereto has been satisfied.
- 3. The Majority-in-Interest approval for the Double Barrel PFC Bonds described above in paragraph 2 is conditioned on the inclusion in the appropriate bond documents and City Council ordinances with respect to the Double Barrel PFC Bonds of a pledge by the City of legally available PFC Revenues up to \$4.50 per eligible enplanement received by the City after the date of such pledge for the payment of such debt service on the Double Barrel PFC Bonds. Such pledge of PFC Revenues shall be subordinate to the pledge of PFC Revenues under the indentures securing the Chicago O'Hare International Airport Passenger Facility Charge Revenue Bonds and Second Lien Passenger Facility Charge Revenue Bonds and the obligations of the City under Section 25-10(b) of the Compact between the City and the City of Gary Relating to the Establishment of the Chicago-Gary Regional Airport Authority.
- 4. The undersigned further certifies to the City that:

- a. <u>Section 8.06</u>. A Majority-in-Interest of the Airline Parties has waived the forty-five (45) day requirement in the first sentence of Section 8.06 of the Use Agreement with regard to making any Capital Expenditures or issuing General Airport Revenue Bonds or Commercial Paper.
- b. <u>Independence and Irrevocability of Waivers</u>. A Majority-in-Interest of Airline Parties has acknowledged that each of the waivers contained in this certificate is independent of each other waiver herein contained, is irrevocable and is given in consideration of the benefits to be derived by the Airline Parties as signatories of the Use Agreement.
- 5. The undersigned further certifies to the City that a Majority-in-Interest of the Airline Parties has requested that, for purposes of efficiently managing investments, including the preservation of the principal amount thereof, in the funds and accounts attributable to obligations issued by the City with respect to the Airport, the City may enter into one or more forward supply agreements, with counterparties selected by the Chief Financial Officer or the City Comptroller of the City, under which agreements such counterparties agree to sell to the City, and the City agrees to purchase from such counterparties, specific securities on specified dates at purchase prices established at the time of execution and delivery of the applicable agreement for the purpose of investing (a) moneys in any and all of the funds and accounts established pursuant to the General Airport Revenue Bond Ordinance, or (b) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago-O'Hare International Airport Second Lien Obligations, or (c) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations.
- 6. Capitalized terms used and not defined herein shall have the respective meanings set forth for such terms in the Use Agreement.

Dated:	Airlines' Representative
Dateu.	

Attachment 1

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Date:

April 14, 2003

Project Name:

OMP - Phase 1 Projects and Noise Program

(Capital Project Approval Request No. 2—Double-Barrel PFC Bonds)

Project Scope:

OMP - Phase 1 Projects - See Exhibit A.

Noise Program - See Exhibit A.

Project Justification:

OMP - Phase 1 Projects - See Exhibit A.

Noise Program - See Exhibit A.

Estimated Project Costs:	Previous Request	Revision (If Any)	Current Request	Airline Share (This Request)
OMP-Phases 1A and 1B			\$ 420,600,000	\$ 420,600,000
OMP-Phases 1C and 1D			41,000,000	41,000,000
Noise Program – Phase 1A			80,000,000	80,000,000
Noise Program – Phase 1D			60,000,000	60,000,000
TOTAL			\$ 601,600,000	\$601,600,000

Project Schedule:

Approximate Dates

Start

Completion

OMP - Phase 1 Projects - See Exhibit A.

Noise Program - See Exhibit A.

Attachment 1

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Total Project Estimate

	Previous	Request	Current R	lequest
Funding Source(s):	Amount	Percentage	Amount	Percentage
Double Barrel PFC Bonds/ Commercial Paper			\$601,600,000	100%
TOTAL			\$601,600,000	100%

For project detail, see Exhibit A.

Estimated Annual Debt Service:

See Exhibit B.

Cost Revenue Center:

The projects for which approval is being sought are allocated 100% Airfield.

Estimated Impact on Annual O & M Expenses:

See Exhibit C for the anticipated incremental impact on airport O&M expenses.

Estimated Revenue Potential:

This project is not anticipated to have an incremental impact on airport revenue.

Estimated Incremental Impact on Rates and Charges:

See Exhibit D for the estimated incremental impact on rates and charges.

EXHIBIT A Project Scopes, Justifications, Budgets and Schedules

OMP-Phase 1

Scope

This authorization advances the O'Hare Modernization Program from planning into design and construction, contingent upon certain conditions described elsewhere. The scope includes:

- Program-Wide Requirements. Completion of technical, physical and operational planning, as well as environmental processing including related permits, fees and associated expenditures; FAA support services; legal services; public outreach and community relations; insurance brokerage fees; technical support from program management and construction management resources; and capitalized expenses for program office and other non-labor expenses such as presentation and document production in support of public processes.
- Preliminary Engineering. A portion of engineering for all civil and associated project components to address airport-wide issues related to drainage, hydraulics and detention; key elevations and airspace requirements; ATC line-of-sight; and major earthwork including required excavations, borrow and fill.

Preliminary engineering includes, but is not limited to, surveys of existing conditions, including soil borings and geotechnical analyses, utility surveys, environmental surveys, airport-wide drainage design, utility and other underground corridor definition, review and updating design standards, continued refinement of capital cost estimates, project scope definition and other special studies as required.

Although certain aspects of preliminary engineering relate to the scope of the entire airfield and other components of the OMP, the focus will be primarily on OMP-Phase 1.

- Runway 9L-27R. Design and construction of a new Group V runway of approximately
 7,500 linear feet, as well as the relocation of Mount Prospect Road and Guard Post 1;
 approximately 9,000 ft of Group V taxiway; partial relocation of Willow/Higgins Creek; partial
 relocation of a 90" water main; service road relocations/additions, drainage/grading;
 NAVAIDS; and demolition of various facilities/roads.
- Runway 10L Extension. Design and construction of an extension of approximately 2,800 linear feet to an existing Group V runway (currently designated 9R), as well as approximately 5,000 linear feet of Group V taxiway, associated NAVAIDS, relocation of the existing Union Pacific railroad line, reconstruction of the Irving Park/York Road intersection, and associated drainage/grading.
- Runway 10C-28C. Design and construction of a Group VI runway of approximately 10,600 linear feet, approximately 35,000 linear feet of Group V/VI taxiway, relocation of various cargo/airport support facilities, service road/tunnel additions/modifications, drainage/grading including relocation of the existing South Detention Basin, NAVAIDS, relocation of 14L-32R threshold, and various demolition projects (facilities, taxiway, etc).
- Additional Land Acquisition. Additional residential and commercial land acquisition and associated costs, including cemetery relocations and wetlands mitigation pursuant to regulatory requirements.

Justification

O'Hare consistently ranks as the nation's first or second busiest airport with more than 30 million annual enplanements. The 2001 Airport Capacity Benchmark Report ranks O'Hare as the third most delayed airport in the United States. The O'Hare Modernization Program has been conceived to improve efficiency and capacity and to reduce system-wide operational delays.

The justification for this capital investment lies in the operational benefits (reduced delays and airfield capacity enhancement) that will result from the reconfigured airfield. Construction is planned to begin as soon as the environmental processing is completed, which the City anticipates in 2004.

Budget and Schedule

This authorization is for the expenditure of \$601.6 million for the following components of OMP-Phase 1:

Program Component	Current Working Estimate 1	Est. Start	Est. Finish
Program-Wide Requirements	\$ 42,000,000	Jan 2003	Dec 2004
Preliminary Engineering	45,000,000	Jan 2003	Nov 2005
Additional Land Acquisition 2	236,000,000	Jan 2003	Dec 2005
Runway 9L-27R 3	565,000,000	Apr 2003	Oct 2006
Runway 10L Extension 3,4	509,000,000	Apr 2003	Oct 2008
Runway 10C-28C 3	936,000,000	Apr 2003	Oct 2008
Total (excluding Noise Mitigation)	\$ 2,358,000,000		

Sub-Phases

These components are divided into sub-phases, as shown below:

Program Components	Phase 1A	Phase 1B	Phase 1C	Phase 1D
Program-Wide Requirements	\$ 42,000,000			
Preliminary Engineering	45,000,000			
RW 9L-27R	565,000,000			
Additional land acquisition ⁵		236,000,000		
York/Irving Park Relocation		48,100,000		
Railroad relocation		76,600,000	124,900,000	
Wetlands mitigation		, "	25,000,000	
RW 10L Extension	21,000,000 ⁶		36,400,000	202,000,000
RW 10C-28C	42,000,000 ⁸		124,900,000	769,100,000
Totals (excluding Noise Mitigation)	\$715,000,000	\$360,700,000	\$311,200,000	\$971,100,000

¹ All figures stated in 2002 dollars, subject to escalation.

² Including wetlands mitigation. See delineation and footnotes under "Sub-Phases."

Includes the rail relocation and associated projects referenced separately in the distribution by sub-phase.
 Of this amount, the OMP Executive Working Group would be permitted to expend up to \$25 million for wetlands

Including enabling projects. Specific budgets for design fees, other "soft costs" and physical construction to be jointly determined by OMP Executive Working Group. Runway 10C-28C enabling projects do not include costs of a proposed new Taxiway N, relocation of Taxiway M or associated costs.

mitigation pursuant to regulatory requirements, to be replenished once the Phase 1C trigger is fulfilled.

Design only. These engineering fee estimates, originally prepared in August 2002, were based on then-current construction cost estimates now superseded. The City and Airlines will jointly redefine the engineering fee estimate through the OMP Executive Working Group.

Details by Project and Sub-Phase

This MII package establishes overall scope, budget and funding commitments. Shifts of budgetary resources within and among the project components identified herein may be undertaken only by the OMP Executive Working Group.

Phase 1A

Program-Wide Requirements (\$42 million)

- Planning
- EIS & Other Environmental Services
- FAA MOAs
- Legal Services
- Public Relations
- Insurance (Brokers Fees)
- Program Management Support
- Construction Management Support
- Department of Aviation
- Non-Labor (facilities, production services, etc.)

Preliminary Engineering (\$45 million)

Detailed Engineering—Runway 9L-27R (\$36 million)

Detailed Engineering—Runway 10L Extension (\$21 million)

Detailed Engineering—Runway 10C-28C (\$42 million)

Construction—Runway 9L-27R (\$529 million)

- Mt. Prospect Road/Guard Post Relocation
- Earthwork/Drainage/Paving
- Utilities
- NSMJAWA Water Main Realignment
- Creek Relocation/Detention Basin
- Service Roads/Fencing/Tunnel
- North Air Traffic Control Tower
- Lighting/NAVAIDS
- · North Airfield Lighting Vault
- Construction Vehicle Inspection Area Relocation

Phase 1B

Land acquisition (\$236 million)

York/Irving Park Relocation (\$48.1 million)

- Property/ROW Acquisition
- Excavation and Construction

(continued)

Railroad relocation (\$76.6 million)

- Clearing/Grading Alignment/ROW
- Critical Bridge Structures
- Utilities/Local Drainage
- Railroad Costs (allocated portion)

Phase 1C

Wetlands mitigation (\$25 million)

Railroad relocation (\$124.9 million)

- Remaining Earthwork/Remediation
- Remaining Structures
- Trackwork
- Remaining Railroad Costs

Runway 10L Extension (\$36.4 million)

- Berm Removal
- Earthwork/Drainage/Utilities

Runway 10C-28C (\$124.9 million)

- Berm Removal
- South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations

Phase 1D

Runway 10L Extension (\$202.0 million)

- Berm Removal
- Earthwork/Drainage/Utilities
- Runway/Taxiway Pavement
- Lighting/NAVAIDS

Runway 10C-28C (\$769.1 million)

- Berm Removal
- South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations
- Bensenville Ditch Relocation
- Runway/Taxiway Pavement
- South Airfield Lighting Vault
- Lighting/NAVAIDS
- Roads/Tunnels

Noise Mitigation

Scope

• Ongoing residential and institutional soundproofing for seven years (CY03-CY09).

Justification

O'Hare consistently ranks as the nation's first or second busiest airport with more than 30 million annual enplanements. The 2001 Airport Capacity Benchmark Report ranks O'Hare as the third most delayed airport in the United States. The O'Hare Modernization Program has been conceived to improve efficiency and capacity and to reduce system-wide operational delays.

The justification for this capital investment lies in the operational benefits (reduced delays and airfield capacity enhancement) that will result from the reconfigured airfield. Construction is planned to begin as soon as the environmental processing is completed, which the City anticipates in 2004.

Budget and Schedule

This authorization is for the expenditure of \$140 million for the following components of OMP-Phase 1:

Program Component	Current Working Estimate	Est. Start	Est. Finish
Noise Mitigation	\$ 140,000,000	Jan 2003	Dec 2009
Total	\$ 140,000,000		

Sub-Phases

This component is divided into sub-phases, as shown below:

Program Components	Phase 1A	Phase 1B	Phase 1C	Phase 1D
Noise Mitigation	\$ 80,000,000	·		\$60,000,000
Totals	\$ 80,000,000			\$60,000,000

PROJECTED COMBINED NET DEBT SERVICE Future PFC-Backed Bonds OMP Phase 1

Rates	
and	Net
Charges	Debt
Year:	Service:*
2003	2,353,063
2004	7,752,457
2005	38,217,753
2006	41,482,706
2007	44,843,437
2008	48,185,506
2009	51,261,453
2010	51,261,453
2011	51,261,453
2012	51,261,453
2013	51,261,453
2014	51,261,453
2015	51,261,453
2016	51,261,453
2017	51,261,453
2018	51,261,453
2019	51,261,453
2020	51,261,453
2021	51,261,453
2022	51,261,453
2023	51,261,453
2024	51,261,453
2025	51,261,453
2026	51,261,453
2027	51,261,453
2028	51,261,453
2029	51,261,453
2030	51,261,453
2031 2032	51,261,453
2032	51,261,453
2034	15,380,370
2035	13,103,036
2036	13,043,700
2037	9,778,747
2038	6,418,016
2039	3,075,948
2040	
	

1,473,909,618

^{*} Net of estimated capitalized interest

City of Chicago O'Hare International Airport OMP Phase I - Rates & Charges Exhibit C

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AM Expe
orecast O.
Ľ,

	Budget					1				
Total O&M Expenses:	2003	2004	2005	2006	2007	2008	2009	2010	2011	2013
Including Impacts' Baseline	\$324,378,593 324,378,593	\$344,956,589 344,956,589	\$363,075,803 363,075,803	\$382,160,987 382,160,987	\$410,407,905	\$432,005,159	\$475,160,293	\$500,184,915	\$526,546,597	\$554,317,349
Incremental O&M Expenses	S	Ş	:				Oroto do	CC1,C*2,C0*	473,975,052	520,071,015
		3	OF	20	\$8,143,829	\$8,565,349	\$29,414,403	\$30,941,780	\$32,550,945	\$34.246.134
Projected Emplaned Passengers	11,995,773	33,310,203	34,276,199	35,270,209	36,293,045	37,345,543	38 428 564	19 607 675		
Incremental O&M Expenses per Emparament								*********	40,010,091	41,747,791
With the state of	20:00	\$0.00	20.00	\$0.00	\$0.22	\$6.73	100			
1) Net of Land Support CRC							11.00	\$0.78	\$0.80	20.82

Net of Land Support CRC
 Represents all existing projects and future CIP, WGP, and OMP projects with both previous MII approval and MII approval requested.
 Represents all existing projects and those future CIP, WGP, and OMP projects with previous MII approval.
 Incremental increase in O&M expenses is based on a percent increase of planned runway pavement surface area over existing runway surface area.

Prepared by Ricondo & Associates, Inc.

City of Chicago O'Hore International Atryort OMP Phase I - Reicz & Charges Exhibit D

Forecast Rates and Charges and Airline Requirements (PFC-Backed Bonds)

	Bulgar									
	2003	2004	2006	2006	2006	Projected				
Lou Little Requirement:			5007	9007	2007	2008	2009	2010	2011	2012
Airline Requirement (Baseline)	\$303,917,776 301,717,106	\$386,531,672 379,460,092	\$454,812,654 419,951,458	\$474,898,682 437,059,284	\$528,173,958 478,024,083	\$542,752,899	\$567,850,305 489,751,326	\$580,506,525	\$598,049,453	\$615,705,887
Incremental Airline Requirement	\$2,146,400	57,071,580	\$34,861,196	795,839,397	\$50,149,875	\$51.711.668	£78 A08 D.TD			7.000001177
Projected Enplaned Passengers	31,995,773	13 110 201	27.77.100				\$10,070,919	266,118,242	576,278,140	\$77,816,992
•		CONTOLLAR	24,216,199	35,270,209	36,293,045	37,345,543	38,428,564	39,504,564	40,610,691	41,747,791
Incremental Airline Requirement per Enplanement	\$0.07	\$0.21	\$1.02	\$1.07	\$1.38	5 I	:			
Airfield; Landing Fee Rate per 1000 lb unit (Includine							32.03	51.89	\$1.88	\$1.86
Impacts)* Landing Fee Rate per 1000 lb unit (Baseline)*	\$2.656 2.612	\$3.246 3.104	\$3.869 3.178	\$4.006 3.267	\$4.581 3.605	\$4.683 3.665	\$5.197	\$5.266	\$5.367	\$5.469
Incremental Landing Fee Rate per 1000 lb unit	\$0.044	\$0.142	\$0.691	\$0,740	\$0.976	\$1.018	\$1,522	\$1.502	360.0	0.65
Donestic Terminal: Existing Footage Rate (Including Impacts) ¹ Existing Footage Rate (Baseline) ¹	\$42.02	\$54.66 \$4.66	\$59.28 59.28	\$63.98	572.77 73.00	\$74.96 75.82	\$73.60	\$75.86 78.79	\$7930	\$82.80
Incremental Existing Footage Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$0.08)	(\$3.24)
Additional Footage Rate (Including Impacts) Additional Footage Rate (Baseline)	\$74.76 74.76	\$105.11	19.601 8 19.601	\$116.19	\$126.92 127.15	\$129.62 130.48	\$124.82 126.22	\$127,52 130,45	\$131.03	\$134.36 137.59
Incremental Additional Footage Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Special Facilities Additional Rate (Including Impacts)	\$65.21	\$90.40	\$94.93	\$100.96	\$111.13	\$113.68	\$109.88	\$112.45	\$115.94	\$119.32
Special Facilities Additional Rate (Baseline) ²	1759	90.40	94.93	100.96	11136	114.54	111.28	115.39	119.02	122.56
Incremental Special Facilities Additional Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Ultimate Additional Rate (Including Impacts) Ultimate Additional Rate (Baseline)	\$20.26 20.26	\$3123 3123	\$31.15 31.15	\$32.32 37.32	\$33.51 33.51	\$33.83 33.83	\$31.70 31.70	\$31.97 31.97	\$12.02	. \$31.91 31.91
Incremental Ultimate Additional Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

City of Chicago
O'Have International Airport
OMP Phase I - Rates & Charges
Exhibit D

Forecast Rates and Charges and Airline Requirements (PFC-Backed Bonds)

								,		
	Budget					Projected				
International Terminal.	2003	2004	2003	2006	2007	2008	2009	2010	2011	2012
Exclusive Use Rental Rate (Including Impacts) Exclusive Use Rental Rate (Beseline)	552.57	59.88	\$81.35 81.35	\$81.64 81.64	\$83.36 83.46	\$84.47 84.83	\$83.69	\$83.59	\$85.12	\$86.58
incremental Exclusive Use Rental Rate	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.10)	(\$0.36)	(\$0.59)	(\$1.23)	(\$1.29)	(\$1.36)
Emplaned Common Use Rental Rate (Including Impacts)	\$12.38	\$13.26	\$16.40	\$16.13	\$16.09	8				
Emplaned Common Use Rental Rate (Baseline)?	12.38	13.26	16.40	16.13	16.11	16,01	15.65	15.29	\$15.24 15.41	\$15.18 15.36
Incremental Emplaned Common Use Rental Rate	\$0.00	\$0.00	\$0.00	. \$0.00	(10:01)	(\$0.05)	(\$0.08)	(50.17)	(\$0.17)	(\$0.17)
Deplaned Common Use Rental Rate (Including Impacts)	\$10.91	\$11.68	\$14.43	\$14.20	\$14.17	\$14.05	\$13.71	\$13.47	\$13.42	75.113
Deplaned Common Use Rental Rate (Baseline)?	10.91	11.68	14.63	14.20	14.18	14.10	13.78	13.61	13.57	13.52
Incremental Deplaned Common Use Rental Rate	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.01)	(\$0.0\$)	(\$0.07)	(\$0.15)	(\$0.15)	(\$0.15)
Fueling System Charge Per Gallon (Including Impacts) Fueling System Charge Per Gallon (Baseline) ²	\$0.00484	\$0.00886 0.00886	\$0.01605 0.01605	\$0.01518	\$0.01559	\$0.01534	\$0.01501 0.01501	\$0.01484	\$0.01465	\$0.01446 0.01446
Incremental Fueling System Charge Per Gallon	\$0,0000	\$0.0000	\$0,0000	\$0.0000	\$0.0000	\$0.0000	\$0.0000	\$0.0000	\$0.0000	\$0.0000

1) Represents all existing projects and finane CIP, WGP, and OMP projects with both previous MII approval and MII approval requested
2) Represents all existing projects and those feature CIP, WGP, and OMP projects with previous MII approval
3) Rates may not match the City of Chicago's 2002 badgeted nates the to varying emplanement, and fael volume forecasts; however, net affiline requirements match those badgeted by the City of Chicago

Prepared by Ricondo & Associates, Inc.

Attachment 2

OMP-Phase 1 Implementation Conditions

Phase 1C Conditions:

In order to proceed with the issuance of GARBs or PFC double barrel bonds for Phase 1C, one of the following conditions must be met:

- 1. Total aircraft operations at O'Hare International Airport (as reported by the Federal Aviation Administration) for any consecutive12-month period after January 1, 2003 exceed 960,000; or
- 2. Five or more Airline Parties with a combined landed weight of at least 50 percent of the total Airline Parties' landed weight at O'Hare International Airport during any consecutive 12-month period after January 1, 2003 agree to proceed with Phase 1C as evidenced by one or more certificates executed by each of such Airline Parties.

Phase 1D Conditions:

In order to proceed with the issuance of GARBs or PFC double barrel bonds for Phase 1D, one of the following conditions must be met:

- 1. Total aircraft operations at O'Hare International Airport (as reported by the Federal Aviation Administration) for any consecutive 12-month period after January 1, 2003 exceed 980,000; or
- 2. Five or more Airlines Parties with a combined landed weight of at least 50 percent of the total Airline Parties' landed weight at O'Hare International Airport during any consecutive 12-month period after January 1, 2003 agree to proceed with Phase 1D as evidenced by one or more certificates executed by each of such Airline Parties.

PROJECTED COMBINED NET DEBT SERVICE Future OMP New Money GARBs Not Yet Approved OMP Phase 1

Rates	
and	Net
Charges	Debt
Year:	Service:*
2003	1,589,219
2004	8,242,709
2005	23,653,412
2006	25,011,722
2007	61,068,243
2008	61,068,243
2009	174,950,866
2010	180,205,446
2011	180,205,446
. 2012	180,205,446
2013	194,777,469
2014	219,999,007
2015	219,999,007
2016	219,999,007
2017	219,999,007
2018 2019	219,999,007
2019	219,999,007
2020	219,999,007
2022	219,999,007
2023	219,999,007 219,999,007
2024	219,999,007
2025	219,999,007
2026	219,999,007
2027	219,999,007
2028	219,999,007
2029	219,999,007
2030	219,999,007
2031	219,999,007
2032	219,999,007
2033	188,003,508
2034	168,202,708
2035	109,188,515
2036	54,574,277
2037	26,245,819
. 2038	
2039	
2040	

5,817,174,176

^{*} Net of estimated capitalized interest

	Budget									
	1002	1000				Projected				
Total Own Expenses:	· Const	5007	2003	2006	2007	- 25				
Including Impacts	\$324.178.501	631106		-		9007	2009	2010	2011	2012
paxime.	324,378,593	344,956,589	\$363,075,803 363,075,803	\$382,160,987 382,160,987	\$410,407,905	\$432,005,159	\$475,160,293	\$500,184,915	\$526,546,597	\$554.317.349
including ORM Expenses	8	S	;			010,000	443,/43,890	469,243,135	493,995,652	520,071,015
		P.	S	03	\$8,143,829	\$8,565,349	\$20.414.403			
Projected Emplaned Passengers							50-1-1-1-1	\$30,941,780	\$32,550,945	\$34,246,334
	31,995,773	33,310,203	34,276,199	35,270,209	36,293,045	37,345,543	19 014 61			
Incremental O&M Expenses per Emplanement							*00*07**00	39,504,564	40,610,691	41,747,791
	20:00	\$0.00	\$0.00	\$0.00	50.3					
1) Net of Land Support CRC					77'06	\$0.23	20.77	\$0.78	\$0.80	4083
2) Represents all existing sentents and examples									00:00	79.04
did a united the same and united Clar	WGP and Olive									

Net of Land Support CRC
 Represents all existing projects and future CIP, WGP, and OMP projects with both previous MII approval and MII approval requested.
 Represents all existing projects and those future CIP, WGP, and OMP projects with previous MII approval.
 Incremental increase in O&M expenses is based on a percent increase of planned runwary pavement surface area over existing runwary surface area.

Prepared by Ricondo & Associates, Inc.

City of Chicago
O'llare International Airport
OMP Phase I - Rates & Charges
Exhibit D
Forcest Rates and Charges and Airline Requirements (GARBs)

	Binlord									
Total Airline Bemileannii	2003	2004	3006	2000		Projected				
Airline Requirement (Including Impacts)	255 175 10E\$		roo*	9007	2002	2008	2009	2010	2011	2012
Airline Requirement (Baseline) ² Incremental Airline Requirement	301,771,376	379,460,092	\$419,951,458 419,951,458	\$437,059,284 437,059,284	\$502,953,118 478,024,083	\$\$12,957,396 491,041,230	\$642,308,942 489,751,326	\$649,849,493 505,688,934	\$66,913,112	\$684,569,545
	2	8	20	SS	\$24,929,035	\$21,916,156	\$152.557.616	029 071 7713		660,000,100
rojected Explaned Passengers	31,995,773	33,310,203	34,276,199	35,270,209	36,293,045	37,345,543	38,428,564	39.504.564	3145,141,798	\$146,680,651
Incremental Airline Requirement per Enplanement	\$0.00	20,02	20.00	8					60'010'0	16/4/4/4)
Airlield: Landing Fee Rate per 1000 ib unit cheltudine				O. C.	\$0.05	\$0.59	\$3.97	\$3.65	53.57	13.51
Impacts) Landing Fee Rate per 1000 lb unit (Baseline)	· \$2.612 2.612	\$3.104 3.104	53.178	51267	\$4.095 3.605	\$4.117	\$6.593	\$6.550	\$6.625	\$6.711
Incremental Landing Fee Rate per 1000 lb unit	\$0.000	\$0.000	\$0.000	\$0.000	\$0.490	69763	C/8'C	3.765	3.852	3.940
Danstic Terminal: Existing Footage Rate (Including Impacts) Existing Footage Rate (Baseline)	\$42.02 42.02	\$54.66 54.66	\$59.28 59.28	\$63.98	77.772 00.87	\$74.96	\$72.60	575.86	\$2,773	\$2.771
Incremental Existing Footage Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	86.04
Additional Footage Rate (Including Impacts) Additional Footage Rate (Baseline)	\$74.76 74.76	\$105.11	\$109.61	\$116.19 116.19	\$126.92 127.15	\$129.62 130.48	\$124.82	\$127.52	\$131.03	\$134.36
Incremental Additional Footage Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Special Facilities Additional Rate (Including Impacts) ¹	\$65.21	\$90.40	\$94.93	\$100.96	\$111.13	\$113.68	\$109.88	\$112.45	\$115.94	\$119.32
Special Facilities Additional Rate (Baseline)?	65.21	90.40	94.93	100.96	111.36	114.54	. 111.28	115.39	119.02	122.56
Incremental Special Facilities Additional Rate Impact	80.00	\$0.00	\$0.00	20'05	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Ultimate Additional Rate (Including Impacts) Ultimate Additional Rate (Baseline)	\$20.26 20.26	\$31.23 31.23	\$31.15 31.15	\$232 3232	\$33.51 33.51	\$33.83 33.83	\$31.70 31.70	\$31.97 31.97	\$32.02 32.02	\$31.91
Incremental Ultimate Additional Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

City of Chicago O'Here International Airport OMP Phase I - Raies & Charges

. Forecast Rates and Charges and Airline Requirements (GARBs) Exhibit D

	Budget				(email)	/:-				
	607	7000				Projected				
increational Terminal.		\$007	2002	2006	2007	2008	2009	2010	1000	
Exclusive Use Rental Rate (Including Impacts) Exclusive Use Rental Rate (Baseline)	\$52.57	\$59.88	\$8135	\$81.64	yt 183	!			107	7017
Incremental Exclusive Use Rental Rate	10.00	29.88	81.35	81.64	83.46	584.47 84.83	\$83.69 84.27	\$83.59	\$85.12	\$86.58
	00.04	\$0.00	\$0.00	\$0.00	(\$0.10)	01.037		78'50	86.41	87.94
Emplaned Common Use Remal Rate (Including						(ocne)	(80.39)	(\$1.23)	(\$1.29)	(\$1.36)
injects)	\$12.38	\$13.26	\$16.40	\$16.13	1400	•				
Emplaned Common Use Rental Rate (Baseline) ²	12.38	13.26	16.40	16.13) I	8.CI .	515.57	\$15.29	\$15.24	\$15.18
Incremental Emplaned Common [[se Rental Base					10.11	16.01	15.65	15.46	15.41	15.36
	20.00	20,00	\$0.00	20.00	(\$0.01)	(30.05)	400			
Deplaned Common Use Rental Rate (Including							(90:06)	(50.17)	(\$0.17)	(\$0.17)
(mpaces)	\$10.91	\$11.68	\$14.43	\$14.20	61713					
Déplaned Common Use Rental Rate (Baseline)	10.91	11.68	14,43	14.20	17.1	314.03	13.71	\$13.47	\$13.42	\$13.37
Incremental Deplaned Common Use Rental Base						01.41	13.78	13.61	13.57	13.52
	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.01)	(\$0.05)	(20.07)	(30.15)	(\$0.15)	(\$0.15)
Fueling System Charge Per Gallon (Including Impacts)										
Fueling System Charge Per Gallon (Baseline)	50.00484	\$0.00886 0.00886	\$0.01605 0.01605	\$0.01518 0.01518	\$0.01559	\$0.01534	\$0.01501	\$0.01484	\$0.01465	\$0.01446
Incremental Fueling System Charge Per Gallon	\$0.0000	\$0.0000	\$0,0000	\$0.0000	tomon	000000	100100	0.01484	0.01465	0.01446
1) Retreents of or take					200000	nonon:ne	30.0000	20.0000	20.00000	\$0,00000

1) Represents all existing projects and future CIP, WGP, and OMP projects with both previous MII approval and MII approval requested
2) Represents all existing projects and those future CIP, WGP, and OMP projects with previous MII approval
3) Rates may not match the City of Chicago's 2002 budgeted rates due to varying emplanement, and fuel volume forecasts; however, net sirifine requirements match those budgeted by the City of Chicago

Prepared by Ricondo & Associates, Inc.

MAJORITY-in-INTEREST CERTIFICATE NO. 2

- 1. The undersigned hereby certifies to the City of Chicago (the "City") that (a) he or she is the duly appointed "Airlines' Representative" as that term is defined in the Chicago-O'Hare International Airport Amended and Restated Airport Use Agreement and Terminal Facilities Lease dated as of January 1, 1985, by and between the City and each airline party named therein, as amended (the "Use Agreement"); and (b) costs in a not-to-exceed sum of \$1,235,700,000 ("Approved Costs") for and certain Capital Projects comprising OMP-Phase 1C and 1D (collectively, "Approved Capital Projects") described in the City's Capital Project Approval Request No. 1 ("Capital Project Approval Request No. 1") attached hereto as Attachment 1 have been approved by a Majority-in-Interest of the Airline Parties.
- 2. The undersigned further certifies that a Majority-in-Interest of the Airline Parties has approved the issuance of General Airport Revenue Bonds, including those issued under the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations, Commercial Paper or a combination thereof ("GARBs"), to fund Approved Costs for the Approved Capital Projects (plus capitalized interest, bond issuance costs and other financing costs). The Debt Service on such GARBs shall be allocated to the Cost Revenue Centers as described in Capital Project Approval Request No. 1. GARBs may not be issued for the Capital Projects which are in OMP-Phase 1C as described in Exhibit A to Attachment 1 until an Independent Airport Consultant has provided a certificate to the effect that either of the two OMP-Phase 1C Conditions set forth in Attachment 2 attached hereto has been satisfied, and GARBs may not be issued for the Capital Projects which are part of OMP-Phase 1D or Noise Program Phase 1D Projects as described in Exhibit A to Attachment 1 until an Independent Airport Consultant has provided a certificate to the effect that either of the two OMP-Phase 1D Conditions set forth in Attachment 2 attached hereto has been satisfied.
- 3. The undersigned further certifies to the City that:
 - a. <u>Section 8.06</u>. A Majority-in-Interest of the Airline Parties has waived the forty-five (45) day requirement in the first sentence of Section 8.06 of the Use Agreement with regard to making any Capital Expenditures or issuing GARBs or Commercial Paper.
 - b. <u>Independence and Irrevocability of Waivers</u>. A Majority-in-Interest of Airline Parties has acknowledged that each of the waivers contained in this certificate is independent of each other waiver herein contained, is irrevocable and is given in consideration of the benefits to be derived by the Airline Parties as signatories of the Use Agreement.

- 4. The undersigned further certifies to the City that a Majority-in-Interest of the Airline Parties has requested that, for purposes of efficiently managing investments, including the preservation of the principal amount thereof, in the funds and accounts attributable to obligations issued by the City with respect to the Airport, the City may enter into one or more forward supply agreements, with counterparties selected by the Chief Financial Officer or the City Comptroller of the City, under which agreements such counterparties agree to sell to the City, and the City agrees to purchase from such counterparties, specific securities on specified dates at purchase prices established at the time of execution and delivery of the applicable agreement for the purpose of investing (a) moneys in any and all of the funds and accounts established pursuant to the General Airport Revenue Bond Ordinance, or (b) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago-O'Hare International Airport Second Lien Obligations, or (c) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations.
- 5. Capitalized terms used and not defined herein shall have the respective meanings set forth for such terms in the Use Agreement.

		•
Dated:	Airlin	es' Representative

Attachment 1

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Date:

April 14, 2003

Project Name:

OMP - Phase 1 Projects (Capital Project Approval Request No. 1—GARBs)

Project Scope:

OMP - Phase 1 Projects - See Exhibit A.

Project Justification:

OMP - Phase 1 Projects - See Exhibit A.

Estimated Project Costs: Previous Request Revision **Current Request** Airline (If Any) Share (This Request) OMP-Phases 1A and 1B \$ 492,400,000 \$ 492,400,000 OMP-Phases 1C and 1D 1,235,700,000 <u>1,235,700,000</u> TOTAL \$1,728,100,000 \$1,728,100,000

Project Schedule:

Approximate Dates

Start

Completion

OMP - Phase 1 Projects - See Exhibit A.

Total Project Estimate

	Previous Request		Current R	equest
Funding Source(s):	Amount	Percentage	Amount	Percentage
GARBs/Commercial Paper			\$1,728,100,000	100%
TOTAL			\$1,728,100,000	100%

For project detail, see Exhibit A.

Attachment 1

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Estimated Annual Debt Service:

See Exhibit B.

Cost Revenue Center:

The projects for which approval is being sought are allocated 100% Airfield.

Estimated Impact on Annual O & M Expenses:

See Exhibit C for the anticipated incremental impact on airport O&M expenses.

Estimated Revenue Potential:

This project is not anticipated to have an incremental impact on airport revenue.

Estimated Incremental Impact on Rates and Charges:

See Exhibit D for the estimated incremental impact on rates and charges.

EXHIBIT A Project Scopes, Justifications, Budgets and Schedules

OMP-Phase 1

Scope

This authorization advances the O'Hare Modernization Program from planning into design and construction, contingent upon certain conditions described elsewhere. The scope includes:

- Program-Wide Requirements. Completion of technical, physical and operational planning, as well as environmental processing including related permits, fees and associated expenditures; FAA support services; legal services; public outreach and community relations; insurance brokerage fees; technical support from program management and construction management resources; and capitalized expenses for program office and other non-labor expenses such as presentation and document production in support of public processes.
- Preliminary Engineering. A portion of engineering for all civil and associated project components to address airport-wide issues related to drainage, hydraulics and detention; key elevations and airspace requirements; ATC line-of-sight; and major earthwork including required excavations, borrow and fill.

Preliminary engineering includes, but is not limited to, surveys of existing conditions, including soil borings and geotechnical analyses, utility surveys, environmental surveys, airport-wide drainage design, utility and other underground corridor definition, review and updating design standards, continued refinement of capital cost estimates, project scope definition and other special studies as required.

Although certain aspects of preliminary engineering relate to the scope of the entire airfield and other components of the OMP, the focus will be primarily on OMP-Phase 1.

- Runway 9L-27R. Design and construction of a new Group V runway of approximately
 7,500 linear feet, as well as the relocation of Mount Prospect Road and Guard Post 1;
 approximately 9,000 ft of Group V taxiway; partial relocation of Willow/Higgins Creek; partial
 relocation of a 90" water main; service road relocations/additions, drainage/grading;
 NAVAIDS; and demolition of various facilities/roads.
- Runway 10L Extension. Design and construction of an extension of approximately 2,800 linear feet to an existing Group V runway (currently designated 9R), as well as approximately 5,000 linear feet of Group V taxiway, associated NAVAIDS, relocation of the existing Union Pacific railroad line, reconstruction of the Irving Park/York Road intersection, and associated drainage/grading.
- Runway 10C-28C. Design and construction of a Group VI runway of approximately 10,600 linear feet, approximately 35,000 linear feet of Group V/VI taxiway, relocation of various cargo/airport support facilities, service road/tunnel additions/modifications, drainage/grading including relocation of the existing South Detention Basin, NAVAIDS, relocation of 14L-32R threshold, and various demolition projects (facilities, taxiway, etc).
- Additional Land Acquisition. Additional residential and commercial land acquisition and associated costs, including cemetery relocations and wetlands mitigation pursuant to regulatory requirements.

Justification

O'Hare consistently ranks as the nation's first or second busiest airport with more than 30 million annual enplanements. The 2001 Airport Capacity Benchmark Report ranks O'Hare as the third most delayed airport in the United States. The O'Hare Modernization Program has been conceived to improve efficiency and capacity and to reduce system-wide operational delays.

The justification for this capital investment lies in the operational benefits (reduced delays and airfield capacity enhancement) that will result from the reconfigured airfield. Construction is planned to begin as soon as the environmental processing is completed, which the City anticipates in 2004.

Budget and Schedule

This authorization is for the expenditure of \$1,728.0 million for the following components of OMP-Phase 1:

Program Component	Current Working Estimate 1	Est. Start	Est. Finish
Program-Wide Requirements	\$ 42,000,000	Jan 2003	Dec 2004
Preliminary Engineering	45,000,000	Jan 2003	Nov 2005
Additional Land Acquisition 2	236,000,000	Jan 2003	Dec 2005
Runway 9L-27R ³	565,000,000	Apr 2003	Oct 2006
Runway 10L Extension 3,4	509,000,000	Apr 2003	Oct 2008
Runway 10C-28C ³	936,000,000	Apr 2003	Oct 2008
Total (excluding Noise Mitigation)	\$ 2,358,000,000		

Sub-Phases

These components are divided into sub-phases, as shown below:

Program Components	Phase 1A	Phase 1B	Phase 1C	Phase 1D
Program-Wide Requirements	\$ 42,000,000			
Preliminary Engineering	45,000,000	1		
RW 9L-27R	565,000,000			
Additional land acquisition ⁵		236,000,000		
York/Irving Park Relocation		48,100,000	· ·	
Railroad relocation		76,600,000	124,900,000	
Wetlands mitigation		· · · · · · · · · · · · · · · · · · ·	25,000,000	
RW 10L Extension	21,000,000 ⁶		36,400,000	202,000,000
RW 10C-28C	42,000,000 ⁶		124,900,000	769,100,000
Totals (excluding Noise Mitigation)	\$715,000,000	\$360,700,000	\$311,200,000	\$971,100,000

All figures stated in 2002 dollars, subject to escalation.

Including wetlands mitigation. See delineation and footnotes under "Sub-Phases."

estimate through the OMP Executive Working Group.

Including enabling projects. Specific budgets for design fees, other "soft costs" and physical construction to be jointly determined by OMP Executive Working Group. Runway 10C-28C enabling projects do not include costs of a proposed new Taxiway N, relocation of Taxiway M or associated costs.

Includes the rail relocation and associated projects referenced separately in the distribution by sub-phase.

Of this amount, the OMP Executive Working Group would be permitted to expend up to \$25 million for wetlands mitigation pursuant to regulatory requirements, to be replenished once the Phase 1C trigger is fulfilled.

Design only. These engineering fee estimates, originally prepared in August 2002, were based on then-current construction cost estimates now superseded. The City and Airlines will jointly redefine the engineering fee

Details by Project and Sub-Phase

This MII package establishes overall scope, budget and funding commitments. Shifts of budgetary resources within and among the project components identified herein may be undertaken only by the OMP Executive Working Group.

Phase 1A

Program-Wide Requirements (\$42 million)

- Planning
- EIS & Other Environmental Services
- FAA MOAs
- Legal Services
- · Public Relations
- Insurance (Brokers Fees)
- Program Management Support
- Construction Management Support
- Department of Aviation
- Non-Labor (facilities, production services, etc.)

Preliminary Engineering (\$45 million)

Detailed Engineering—Runway 9L-27R (\$36 million)

Detailed Engineering—Runway 10L Extension (\$21 million)

Detailed Engineering—Runway 10C-28C (\$42 million)

Construction—Runway 9L-27R (\$529 million)

- Mt. Prospect Road/Guard Post Relocation
- Earthwork/Drainage/Paving
- Utilities
- NSMJAWA Water Main Realignment
- Creek Relocation/Detention Basin
- Service Roads/Fencing/Tunnel
- North Air Traffic Control Tower
- Lighting/NAVAIDS
- North Airfield Lighting Vault
- Construction Vehicle Inspection Area Relocation

Phase 1B

Land acquisition (\$236 million)

York/Irving Park Relocation (\$48.1 million)

- Property/ROW Acquisition
- Excavation and Construction

(continued)

Railroad relocation (\$76.6 million)

- Clearing/Grading Alignment/ROW
- Critical Bridge Structures
- Utilities/Local Drainage
- Railroad Costs (allocated portion)

Phase 1C

Wetlands mitigation (\$25 million)

Railroad relocation (\$124.9 million)

- Remaining Earthwork/Remediation
- Remaining Structures
- Trackwork
- · Remaining Railroad Costs

Runway 10L Extension (\$36.4 million)

- Berm Removal
- Earthwork/Drainage/Utilities

Runway 10C-28C (\$124.9 million)

- Berm Removal
- South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations

Phase 1D

Runway 10L Extension (\$202.0 million)

- Berm Removal
- Earthwork/Drainage/Utilities
- Runway/Taxiway Pavement
- Lighting/NAVAIDS

Runway 10C-28C (\$769.1 million)

- Berm Removal
- South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations
- · Bensenville Ditch Relocation
- Runway/Taxiway Pavement
- · South Airfield Lighting Vault
- Lighting/NAVAIDS
- Roads/Tunnels

PROJECTED COMBINED NET DEBT SERVICE Future OMP New Money GARBs Not Yet Approved OMP Phase 1

Rates	
and	Net
Charges	Debt
Year:	Service:*
2003	1,589,219
2004	8,242,709
2005	23,653,412
2006	25,011,722
2007	61,068,243
2008	61,068,243
2009 2010	174,950,866
2011	180,205,446
2012	180,205,446
2012	180,205,446
2014	194,777,469
2015	219,999,007
2016	219,999,007
2017	219,999,007
2018	219,999,007 219,999,007
2019	219,999,007
2020	219,999,007
2021	219,999,007
2022	219,999,007
2023	219,999,007
2024	219,999,007
2025	219,999,007
2026	219,999,007
2027	219,999,007
2028 .	219,999,007
2029	219,999,007
2030	219,999,007
2031 2032	219,999,007
2032	219,999,007
2034	188,003,508
2034	168,202,708
2036	109,188,515
2037	54,574,277
2038	26,245,819
2039	
2040	
-	

5,817,174,176

^{*} Net of estimated capitalized interest

City of Chicago O'Hare International Airport OMP Phase I - Ranca & Charges Exhibit C

Forecast O&M Expenses (GARBs)

	Budget									
Total O.E.V. Burney	2003	, and				Projected				
Including Impacts		2007	2002	2006	2007	2008	2000			
Baseline	\$324,378,593	\$344,956,589	\$363,075,803	4100 1/0 001			6007	0107	2011	2012
Incremental O&M Expenses	324,378,593	344,956,589	363,075,803	382,160,987	402,264,076	\$432,005,159	\$475,160,293	\$500,184,915	\$526,546,597	\$554,317,349
	S	S	ş	:			060,000,000	469,243,135	493,995,652	\$20,071,015
				D.	58,143,829	\$8,565,349	\$29,414,403	\$10.041.780		
· ojecica Enplaned Passengers	31.995.773							001611111111	3,2,330,945	\$34,246,334
		502,016,203	34,276,199	35,270,209	36,293,045	37,345 543		į		
Incremental O&M Expenses per Enplanement							P9C*975*9C	39,504,564	40,610,691	41,747,791
	20.00	20.00	\$0.00	20.00	50.00					
1) Net of Land Support CRC					77.00	\$0.23	20.77	\$0.78	20.00	
2) Kepresents all existing remiseds and 6.									00.00	20.82

Net of Land Support CRC
 Represents all existing projects and future CTP, WGP, and OMP projects with both previous MII approval and MII approval requested.
 Represents all existing projects and those future CTP, WGP, and OMP projects with previous MII approval.
 Incremental increase in O&M expenses it based on a percent increase of planned runway pavement surface area over existing runway surface area.

City of Chicago
O'Hare International Airport
OMP Phase I - Rates & Charges
Exhibit D
Forecast Rates and Charges and Abiline Requirements (GARBs)

	Budget									
Total Airline Remiseened	2003	2004	2005	2006	1000	Projected				
Aidine Remirement (Inch.)				9007	1007	2008	2009	2010	2011	2012
Airline Requirement (Baseline) ²	37£,177,10£2 37£,177,10£	\$379,460,092 379,460,092	\$419,951,458 419,951,458	\$437,059,284 437,059,284	\$502,953,118 478,024,083	491,041,230	\$642,308,942	\$649,849,493	\$666,913,112	\$684,569,545
incomensi Airine Requirement	SS.	S.	ಜ	æ	\$24,929,035	\$21,916,166	212 52 513	and the second	P1C111112C	737,686,693
Projected Enplaned Passengers	31,995,773	105 011 11					010,155,5010	3144,160,539	5145,141,798	\$146,680,651
•		enzion eter	34,276,199	35,270,209	36,293,045	37,345,543	38,428,564	39,504,564	40,610,691	41,747,791
Incremental Airline Requirement per Emplanement	\$0.00	\$0.00	\$0.00	\$ 050	999					
Airfield: Landing Fee Rate per 1000 15 unit (Including						\$0.39	\$3.97	\$3.65	53.57	13.51
Impacts)' Landing Fee Rate per 1000 ib unit (Baseline) ²	\$2.612 2.612	3.104	53.178	\$3.267 3.267	\$4.095 3.605	34.117	\$6.593	\$6.550	\$6,625	\$6.711
Incremental Landing Fee Rate per 1000 To unit	\$0.000	\$0.000	\$0.000	\$0.00	\$0.490	50703	2.6/2	3.765	3.852	3.940
Domestic Terminal:						70~00	52.918	\$2.78\$	\$2,773	\$2.77!
Existing Footage Rate (Including Impacts) Existing Footage Rate (Baseline)	\$42.02 42.02	\$54.66 54.66	\$59.28	\$63.98 63.98	572.77 00.67	\$74.96 75.82	\$73.60	\$75.86	\$79.30	\$82.80
Incremental Existing Footage Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(30.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Additional Footage Rate (Including Impacts) Additional Footage Rate (Bascline) -	\$74.76 74.76	\$105.11	\$109.61 109.61	\$116.19 116.19	\$126,92 127,15	\$129.62	\$124.82	\$127.52 130.45	\$131.03	\$134.36 137.59
Incremental Additional Footage Rate Impact	\$0.00	\$0.00	\$0.00	80.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Special Facilities Additional Rate (Including Impacts) ¹	\$65.21	\$90.40	\$94,93	\$100.96	\$111.13	\$113.68	\$109.88	\$112.45	\$115.94	\$119.32
Special Facilities Additional Rate (Baseline)	65.21	90.40	94.93	100.96	111.36	114.54	111.28	115.39	119.02	122.56
Incremental Special Facilities Additional Rate Impact	80.00	\$0.00	\$0.00	\$0.00	(50.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Ultimate Additional Rate (Including Impacts) Ultimate Additional Rate (Baseline)	\$20.26 20.26	\$3123 3123	\$31.15 31.15	\$32.32	\$33.51 13.51	533.83	\$31.70 31.70	31.97	\$32.02 32.02	\$31.91
Incremental Ultimate Additional Rate Impact	\$0.00	\$0.00	\$0.00	80.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

City of Chicago O'Hare International Altroot OMP Phase I - Rates & Charges

Forcest Rales and Charges and Airline Requirements (GARBs)

	Budget									
International Terminal.	, 2003	2004	2005	3005		Projected				
					2007	2008	2009	2010	2011	2013
Excusive Use Rental Rate (Including Impacts) Exclusive Use Rental Rate (Baseline)	\$52.57	\$59.88	\$81.35	. \$81.64	¥ 183					7107
Incremental Exclusive Use Rental Rate	88	88.90	81.35	81.64	83,46	84.83	\$83.69 84.27	\$83.59	\$85.12	\$86.58
		\$0.00	\$0.00	\$0.00	(\$0.10)	91.03)		78.85	86.41	87.94
Emplaned Common Use Rental Rate (Including Impacts)						(ocae)	(\$0.39)	(\$1.23)	(\$1.29)	(\$1.36)
Final coned	\$12.38	\$13.26	\$16.40	\$16.13	\$16.00	•				
Transco Continuo Use Kental Rate (Baseline) ²	12.38	13.26	16.40	16.13	16.11	96.016	\$15.57	\$15.29	\$15.24	\$15.18
Incremental Emplaned Common Use Rental Rate	\$0.00	\$				10.01	15.65	15.46	15.41	15.36
		00:00	\$0.00	20.00	(\$0.01)	(\$0.05)	(\$0.08)	6013		
Deplaned Common Use Rental Rate (Including Impacts)								(/ I'ne)	(\$0.17)	(\$0.17)
	\$10.91	\$11.68	\$14.43	\$14.20	61713					
Deplaned Common Use Rental Rate (Baseline) ³	10.91	11.68	14.43	14.20		\$14.05	12:21	\$13.47	\$13.42	\$13.37
Incremental Deplaned Common Use Rental Rate	Ş					14,10	13.78	13.61	13.57	13.52
		00'06	\$0.00	\$0.00	(\$0.01)	(\$0.05)	(50.07)	(\$0.15)	(\$0.15)	(6010)
Fueling System Charge Per Gallon (Including Impacts)										(61:06)
Fueling System Charge Per Gallon (Baseline)	50,00484	\$0.00886 0.00886	\$0,0160\$ 0.0160\$	\$0.01518 0.01518	\$0.01559	\$0.01534	\$0.01501	\$0.01484	\$0.01463	\$0.01446
Incremental Fueling System Charge Per Gallon	\$0.0000	\$0,0000	500000			*6610.0	0.01501	0.01484	0.01465	0.01446
) Personnel of the comment of the co	1		30.0000	\$0,0000	\$0,0000	\$0.0000	\$0.00000	\$0.0000	\$0.00000	00000'0\$.
I vehiceons an existing projects and interesting. With sea	20			•					i	

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Attachment 2

OMP-Phase 1 Implementation Conditions

Phase 1C Conditions:

In order to proceed with the issuance of GARBs or PFC double barrel bonds for Phase 1C, one of the following conditions must be met:

- 1. Total aircraft operations at O'Hare International Airport (as reported by the Federal Aviation Administration) for any consecutive 12-month period after January 1, 2003 exceed 960,000; or
- 2. Five or more Airline Parties with a combined landed weight of at least 50 percent of the total Airline Parties' landed weight at O'Hare International Airport during any consecutive 12-month period after January 1, 2003 agree to proceed with Phase 1C as evidenced by one or more certificates executed by each of such Airline Parties.

Phase 1D Conditions:

In order to proceed with the issuance of GARBs or PFC double barrel bonds for Phase 1D, one of the following conditions must be met:

- 1. Total aircraft operations at O'Hare International Airport (as reported by the Federal Aviation Administration) for any consecutive 12-month period after January 1, 2003 exceed 980,000; or
- 2. Five or more Airlines Parties with a combined landed weight of at least 50 percent of the total Airline Parties' landed weight at O'Hare International Airport during any consecutive 12-month period after January 1, 2003 agree to proceed with Phase 1D as evidenced by one or more certificates executed by each of such Airline Parties.

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Date:

April 14, 2003

Project Name:

OMP - Phase 1 Projects and Noise Program

(Capital Project Approval Request No. 2—Double-Barrel PFC Bonds)

Project Scope:

OMP - Phase 1 Projects - See Exhibit A.

Noise Program - See Exhibit A.

Project Justification:

OMP - Phase 1 Projects - See Exhibit A.

Noise Program - See Exhibit A.

Estimated Project Costs:	Previous Request	Revision (If Any)	Current Request	Airline Share (This Request)
OMP-Phases 1A and 1B OMP-Phases 1C and 1D Noise Program – Phase 1A Noise Program – Phase 1D TOTAL			\$ 420,600,000 41,000,000 80,000,000 60,000,000 \$ 601,600,000	\$ 420,600,000 41,000,000 80,000,000 60,000,000 \$601,600,000

Project Schedule:

Approximate Dates

Start

Completion

OMP - Phase 1 Projects - See Exhibit A.

Noise Program - See Exhibit A.

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Total Project Estimate

	Previous	s Request	Current R	Request
Funding Source(s):	Amount	Percentage	Amount	Percentage
Double Barrel PFC Bonds/ Commercial Paper			\$601,600,000	100%
TOTAL			\$601,600,000	100%

For project detail, see Exhibit A.

Estimated Annual Debt Service:

See Exhibit B.

Cost Revenue Center:

The projects for which approval is being sought are allocated 100% Airfield.

Estimated Impact on Annual O & M Expenses:

See Exhibit C for the anticipated incremental impact on airport O&M expenses.

Estimated Revenue Potential:

This project is not anticipated to have an incremental impact on airport revenue.

Estimated Incremental Impact on Rates and Charges:

See Exhibit D for the estimated incremental impact on rates and charges.

EXHIBIT A Project Scopes, Justifications, Budgets and Schedules

OMP-Phase 1

Scope

This authorization advances the O'Hare Modernization Program from planning into design and construction, contingent upon certain conditions described elsewhere. The scope includes:

- Program-Wide Requirements. Completion of technical, physical and operational planning, as well as environmental processing including related permits, fees and associated expenditures; FAA support services; legal services; public outreach and community relations; insurance brokerage fees; technical support from program management and construction management resources; and capitalized expenses for program office and other non-labor expenses such as presentation and document production in support of public processes.
- Preliminary Engineering. A portion of engineering for all civil and associated project components to address airport-wide issues related to drainage, hydraulics and detention; key elevations and airspace requirements; ATC line-of-sight; and major earthwork including required excavations, borrow and fill.

Preliminary engineering includes, but is not limited to, surveys of existing conditions, including soil borings and geotechnical analyses, utility surveys, environmental surveys, airport-wide drainage design, utility and other underground corridor definition, review and updating design standards, continued refinement of capital cost estimates, project scope definition and other special studies as required.

Although certain aspects of preliminary engineering relate to the scope of the entire airfield and other components of the OMP, the focus will be primarily on OMP-Phase 1.

- Runway 9L-27R. Design and construction of a new Group V runway of approximately
 7,500 linear feet, as well as the relocation of Mount Prospect Road and Guard Post 1;
 approximately 9,000 ft of Group V taxiway; partial relocation of Willow/Higgins Creek; partial
 relocation of a 90" water main; service road relocations/additions, drainage/grading;
 NAVAIDS; and demolition of various facilities/roads.
- Runway 10L Extension. Design and construction of an extension of approximately 2,800 linear feet to an existing Group V runway (currently designated 9R), as well as approximately 5,000 linear feet of Group V taxiway, associated NAVAIDS, relocation of the existing Union Pacific railroad line, reconstruction of the Irving Park/York Road intersection, and associated drainage/grading.
- Runway 10C-28C. Design and construction of a Group VI runway of approximately 10,600 linear feet, approximately 35,000 linear feet of Group V/VI taxiway, relocation of various cargo/airport support facilities, service road/tunnel additions/modifications, drainage/grading including relocation of the existing South Detention Basin, NAVAIDS, relocation of 14L-32R threshold, and various demolition projects (facilities, taxiway, etc).
- Additional Land Acquisition. Additional residential and commercial land acquisition and associated costs, including cemetery relocations and wetlands mitigation pursuant to regulatory requirements.

Justification

O'Hare consistently ranks as the nation's first or second busiest airport with more than 30 million annual enplanements. The 2001 Airport Capacity Benchmark Report ranks O'Hare as the third most delayed airport in the United States. The O'Hare Modernization Program has been conceived to improve efficiency and capacity and to reduce system-wide operational delays.

The justification for this capital investment lies in the operational benefits (reduced delays and airfield capacity enhancement) that will result from the reconfigured airfield. Construction is planned to begin as soon as the environmental processing is completed, which the City anticipates in 2004.

Budget and Schedule

This authorization is for the expenditure of \$601.6 million for the following components of OMP-Phase 1:

Program Component	Current Working Estimate 1	Est. Start	Est. Finish
Program-Wide Requirements	\$ 42,000,000	Jan 2003	Dec 2004
Preliminary Engineering	45,000,000	Jan 2003	Nov 2005
Additional Land Acquisition 2	236,000,000	Jan 2003	Dec 2005
Runway 9L-27R ³	565,000,000	Apr 2003	Oct 2006
Runway 10L Extension 3,4	509,000,000	Apr 2003	Oct 2008
Runway 10C-28C ³	936,000,000	Apr 2003	Oct 2008
Total (excluding Noise Mitigation)	\$ 2,358,000,000		

Sub-Phases

These components are divided into sub-phases, as shown below:

Program Components	Phase 1A	Phase 1B	Phase 1C	Phase 1D
Program-Wide Requirements	\$ 42,000,000			
Preliminary Engineering	45,000,000			
RW 9L-27R	565,000,000			
Additional land acquisition ⁵		236,000,000		
York/Irving Park Relocation		48,100,000		
Railroad relocation		76,600,000	124,900,000	
Wetlands mitigation			25,000,000	
RW 10L Extension	21,000,000 ⁶		36,400,000	202,000,000
RW 10C-28C	42,000,000 ⁸		124,900,000	769,100,000
Totals (excluding Noise Mitigation)	\$715,000,000	\$360,700,000	\$311,200,000	\$971,100,000

All figures stated in 2002 dollars, subject to escalation.

Including wetlands mitigation. See delineation and footnotes under "Sub-Phases."

Includes the rail relocation and associated projects referenced separately in the distribution by sub-phase.

Of this amount, the OMP Executive Working Group would be permitted to expend up to \$25 million for wetlands mitigation pursuant to regulatory requirements, to be replenished once the Phase 1C trigger is fulfilled.

Including enabling projects. Specific budgets for design fees, other "soft costs" and physical construction to be jointly determined by OMP Executive Working Group. Runway 10C-28C enabling projects do not include costs of a proposed new Taxiway N, relocation of Taxiway M or associated costs.

Design only. These engineering fee estimates, originally prepared in August 2002, were based on then-current construction cost estimates now superseded. The City and Airlines will jointly redefine the engineering fee estimate through the OMP Executive Working Group.

Details by Project and Sub-Phase

This MII package establishes overall scope, budget and funding commitments. Shifts of budgetary resources within and among the project components identified herein may be undertaken only by the OMP Executive Working Group.

Phase 1A

Program-Wide Requirements (\$42 million)

- Planning
- EIS & Other Environmental Services
- FAA MOAs
- Legal Services
- · Public Relations
- Insurance (Brokers Fees)
- Program Management Support
- Construction Management Support
- Department of Aviation
- Non-Labor (facilities, production services, etc.)

Preliminary Engineering (\$45 million)

Detailed Engineering—Runway 9L-27R (\$36 million)

Detailed Engineering—Runway 10L Extension (\$21 million)

Detailed Engineering—Runway 10C-28C (\$42 million)

Construction—Runway 9L-27R (\$529 million)

- Mt. Prospect Road/Guard Post Relocation
- Earthwork/Drainage/Paving
- Utilities
- NSMJAWA Water Main Realignment
- Creek Relocation/Detention Basin
- Service Roads/Fencing/Tunnel
- North Air Traffic Control Tower
- Lighting/NAVAIDS
- North Airfield Lighting Vault
- Construction Vehicle Inspection Area Relocation

Phase 1B

Land acquisition (\$236 million)

York/Irving Park Relocation (\$48.1 million)

- Property/ROW Acquisition
- Excavation and Construction

(continued)

Railroad relocation (\$76.6 million)

- Clearing/Grading Alignment/ROW
- Critical Bridge Structures
- Utilities/Local Drainage
- Railroad Costs (allocated portion)

Phase 1C

Wetlands mitigation (\$25 million)

Railroad relocation (\$124.9 million)

- Remaining Earthwork/Remediation
- Remaining Structures
- Trackwork
- · Remaining Railroad Costs

Runway 10L Extension (\$36.4 million)

- Berm Removal
- Earthwork/Drainage/Utilities

Runway 10C-28C (\$124.9 million)

- Berm Removal
- · South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- Facility Relocations

Phase 1D

Runway 10L Extension (\$202.0 million)

- Berm Removal
- Earthwork/Drainage/Utilities
- Runway/Taxiway Pavement
- Lighting/NAVAIDS

Runway 10C-28C (\$769.1 million)

- Berm Removal
- South Detention Basin
- Earthwork/Utilities/Drainage/Roads
- · Facility Relocations
- Bensenville Ditch Relocation
- Runway/Taxiway Pavement
- South Airfield Lighting Vault
- Lighting/NAVAIDS
- Roads/Tunnels

Noise Mitigation

Scope

Ongoing residential and institutional soundproofing for seven years (CY03-CY09).

<u>Justification</u>

O'Hare consistently ranks as the nation's first or second busiest airport with more than 30 million annual enplanements. The 2001 Airport Capacity Benchmark Report ranks O'Hare as the third most delayed airport in the United States. The O'Hare Modernization Program has been conceived to improve efficiency and capacity and to reduce system-wide operational delays.

The justification for this capital investment lies in the operational benefits (reduced delays and airfield capacity enhancement) that will result from the reconfigured airfield. Construction is planned to begin as soon as the environmental processing is completed, which the City anticipates in 2004.

Budget and Schedule

This authorization is for the expenditure of \$140 million for the following components of OMP-Phase 1:

Program Component	Current Working Estimate	Est. Start	Est. Finish
Noise Mitigation	\$ 140,000,000	Jan 2003	Dec 2009
Total	\$ 140,000,000		

Sub-Phases

This component is divided into sub-phases, as shown below:

Program Components	Phase 1A	Phase 1B	Phase 1C	Phase 1D
Noise Mitigation	\$ 80,000,000			\$60,000,000
Totals	\$ 80,000,000			\$60,000,000

PROJECTED COMBINED NET DEBT SERVICE Future PFC-Backed Bonds OMP Phase 1

Rates	
and	Net
Charges	Debt
Year:	Service:*
2003	2,353,063
2004	7,752,457
2005	38,217,753
2006	41,482,706
2007	44,843,437
2008	48,185,506
2009	51,261,453
2010	51,261,453
2011	51,261,453
2012	51,261,453
2013 .	51,261,453
2014	51,261,453
2015	51,261,453
2016	51,261,453
2017	51,261,453
2018	51,261,453
2019	51,261,453
2020	51,261,453
2021	51,261,453
2022	51,261,453
2023	51,261,453
2024 2025	51,261,453
2026	51,261,453
2027	51,261,453
2028	51,261,453
2029	51,261,453
2030	51,261,453
2031	51,261,453
2032	51,261,453
2033	51,261,453
2034	15,380,370
2035	13,103,036
2036	13,043,700
2037	9,778,747
2038	6,418,016
2039	3,075,948
2040	•

1,473,909,618

^{*} Net of estimated capitalized interest

City of Chicago O'Here International Aliport OMP Phase I - Rates & Charges

Exhibit C Forcest O&M Expenses (FFC-Backed Bonds)

	Budget									
Total Oatt E	2002	188				Projected				
Total Control Expenses:	•	5007	2003	2006	7007	and a				٠
Including Impacts*	\$324.378.501	4377 067 600				8007	5009	2010	1102	2012
Taken T	324,378,593	344,956,589	363,075,803 363,075,803	\$382,160,987 382,160,987	\$410,407,905	\$432,005,159	\$475,160,293	\$500,184,915	\$526.546.597	664 117 140
	S					018,459,624	445,745,890	469,243,135	493,995,652	\$10,170,00\$
		2	S	20	\$8,143,820	97.775				610,10,040
Projected Emplaned Passengers						44°C0C*04	529,414,403	\$30,941,780	\$32,550,945	11 Abc 112
	31,995,773	33,310,203	34,276,199	35,270,200						10000
Incremental O.B.W. Expenses					50,493,045	37,345,543	38,428,564	39,504,564	40,610,691	41 747 701
and the second s	\$0.00	\$0.00	Ş							
1) Net of Land Support CRC			Coronal Corona	50.00	\$0.22	50.23	\$0.77	\$2.03		
2) Represents all existing projects and future CTP with the same	. w.o abw							20.10	20.80	\$0.82

2) Represents all existing projects and finure CIP, WGP, and OMP projects with both previous MII approval and MII approval requested.

3) Represents all existing projects and those finure CIP, WGP, and OMP projects with previous MII approval.

4) Incremental increase in O&M expenses is based on a percent increase of planned runway pavement surface area over existing runway surface area.

City of Chicago
O'Have International Airport
OMP Phase I - Raica & Charges
Exhibit D
Forecast Rates and Charges and Airline Requirements (PFC-Backed Bonds)

	Budget									
Total Airline Requirement:	2003	2004	2002	2006	1000	Projected				
Airline Requirement (Including Impacts) Airline Remitement Co	\$303,917,776	\$386.531,672	£444 911 664		1007	8002	2009	2010	2011	2012
Incremental Airline Remiserate	301,771,376	379,460,092	419,951,458	437,059,284	\$\$28,173,958 478,024,083	\$\$42,752,899 491,041,230	\$567,850,305 489,751,326	\$580,506,525	\$598,049,453	\$615,705,887
	\$2,146,400	\$7,071,580	\$34,861,196	217 810 107	200 001 000			+CK'999'CAC	17,17,114	537,888,895
Projected Enplaned Passengers	31,905,773			rection to	330,149,875	\$51,711,668	\$78,098,979	\$74,817,592	\$76,278,140	\$77,816,992
,	CHICAN	13,210,203	34,276,199	35,270,209	36,293,045	37,345,543	38,428,564	39,504,564	40,610,691	41,747,791
Incremental Airline Requirement per Enplanement	\$0.07	\$0.21								
Airlieid; Landing Fee Rate per 1000 lb unit (Inchesing			70.14	10.16	\$1.38	\$1.38	\$2.03	\$1.89	\$1.88	\$1.86
Impacts) ¹ Landing Fee Rate per 1000 fb unit (Baseline) ²	\$2.656 2.612	\$3.246	53.869	\$4.006	\$4.581	\$4,683	\$5.197	25.35		
Incremental Landing Fee Rate per 1000 lb unit	\$0.044	\$0.142	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	1975	3.605	3.665	3.675	3,765	3.852	3.940
Domestic Terminal:			160.06	50.740	\$0.976	\$1.018	\$1.522	\$1.502	\$1.515	\$1.529
Existing Footage Rate (Including Impacts) Existing Footage Rate (Baseline)	\$42.02 42.02	\$54.66 54.66	\$59.28 59.28	\$63.98 63.98	572.77 ·	\$74.96	873.60 80.87	\$75.86	\$79.30	\$82.80
Incremental Existing Footage Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	82.38	86.04
Additional Footage Rate (Including Impacts) Additional Footage Bate (Beatland	\$74.76	\$105.11	\$109.61	\$116.19	\$126.92	\$179.67	61718			(5756)
Incomental Additional Engineers	74.76	105.11	109.61	116.19	127.15	130.48	126.22	130.45	5131.03 . 134.11	\$134.36 137.59
ind circular Auditonal Footage Kate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Special Facilities Additional Rate (Including Impacts)	\$65.21	\$90.40	\$94.93	\$100.96	\$111.13	\$113.68	88 9013	37 (113		
Special Facilities Additional Rate (Baseline)	. 65.21	90.40	94.93	100.96	111.36	114.54	111.28	115.39	119.02	
Incremental Special Facilities Additional Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.23)	(\$0.86)	(\$1.40)	(\$2.93)	(\$3.08)	(\$3.24)
Ultimate Additional Rate (Including Impacts)' Ultimate Additional Rate (Baseline)'	\$20.26 20.26	\$31.23 31.23	\$31.15 31.15	\$32.32 32.32	\$33.51 33.51	\$33.83 33.83	07.1E8 07.1E	\$31.97 31.97	\$32.02 32.02	\$31.91 19.161
Incremental Ultimate Additional Rate Impact	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

City of Chicago O'Have International Airport OMP Phese I - Rates & Charges Exhibit D

Forecast Rates and Charges and Airline Requirements (PFC-Backed Bonds)

						(Cauche				
	Budget					Preference				
International Terminal.	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
Exclusive Use Remal Rate (Including Impacts)' Exclusive Use Remtal Rate (Baseline)'	\$52.57 52.57	\$59.88 59.88	\$81.35 81.35	\$81.64 81.64	\$83.36 83.46	\$84.47 84.83	\$83.69	\$83.59	\$85.12	\$86.58
Incremental Exclusive Use Rental Rate	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.19)	Gr og/	17.40	84.82	86.41	87.94
Emplaned Common [Ise Rental Pase Garatana						(0505)	(scoe)	(\$1.23)	(\$1.29)	(\$1.36)
[mpacts]	\$12.38	\$13.26	\$16.40	\$16.13	416.00	¥ 314	!			
Emplaned Common Use Rental Rate (Baseline) ²	12.38	13.26	16.40	16.13	1411	8.51¢	515.57	\$15.29	\$15.24	\$15.18
						10:01	15.65	.15.46	15.41	15.36
incremental Emplaned Common Use Rental Rate	\$0.00	\$0.00	\$0.00	. \$0.00	(\$0.01)	(\$0.05)	(\$0.08)	(50.17)	(\$0.17)	1 5
Deplaned Common Use Rental Rate (Including Innacts)	;									
(randum	\$10.91	\$11.68	\$14.43	\$14.20	\$14.17	\$14.0\$	\$13.71	\$13.47	\$13.42	\$13.37
Deplaned Common Use Rental Rate (Baseline) ²	10.91	11.68	14.43	14.20	14.18	14.10	13.78	13.61	13.57	13.52
Incremental Deplaned Common Use Rental Rate	\$0.00	\$0.00	\$0.00	\$0.00	(\$0.01)	(\$0.05)	(\$0.07)	(\$0.15)	(\$0.15)	(\$0.15)
Fueling System Charge Per Gallon (Including										
Impacts)* Fueling System Charge Per Gallon (Baseline)*	50,00484	50.00886	\$0.01605	\$0.01518 0.01518	\$0.01559 0.01559	50.01534	50.01501	50.01484	50.01465	\$0.01446
Incremental Fueling System Charge Per Gallon	\$0.0000	\$0,0000	\$0.0000	\$0,0000	\$0.0000	\$0.00000	\$0.0000	\$0.0000	\$0.0000	\$0,0000

1) Represents all existing projects and fature CIP, WGP, and OMP projects with both previous MII approval and MII approval requested
2) Represents all existing projects and those future CIP, WGP, and OMP projects with previous MII approval
3) Rater may not match the City of Chicago's 2002 budgeted rates due to varying explanement, and fuel volume forecasts, however, net shifne requirements match those budgeted by the City of Chicago

MAJORITY-in-INTEREST CERTIFICATE NO. 3

- 1. The undersigned hereby certifies to the City of Chicago (the "City") that (a) he or she is the duly appointed "Airlines' Representative" as that term is defined in the Chicago-O'Hare International Airport Amended and Restated Airport Use Agreement and Terminal Facilities Lease dated as of January 1, 1985, by and between the City and each airline party named therein, as amended (the "Use Agreement"); and (b) costs in a not-to-exceed sum of \$500,600,000 ("Approved Costs") for and certain Capital Projects comprising OMP-Phases 1A and 1B and certain Noise Program Phase 1A projects (collectively, "Approved Capital Projects") described in the City's Capital Project Approval Request No. 2 ("Capital Project Approval Request No. 2") attached hereto as Attachment 1 have been approved by a Majority-in-Interest of the Airline Parties.
- 2. The undersigned further certifies that a Majority-in-Interest of the Airline Parties has approved the issuance of General Airport Revenue Bonds supported by a pledge of legally available PFC Revenues ("Double Barrel PFC Bonds") and Commercial Paper to fund Approved Costs for the Approved Capital Projects (plus capitalized interest, bond issuance costs and other financing costs). The Debt Service on such Double Barrel PFC Bonds and Commercial Paper shall be allocated to the Cost Revenue Centers as described in Capital Project Approval Request No. 2.
- 3. The Majority-in-Interest approval for the Double Barrel PFC Bonds described above in paragraph 2 is conditioned on the inclusion in the appropriate bond documents and City Council ordinances with respect to the Double Barrel PFC Bonds of a pledge by the City of legally available PFC Revenues up to \$4.50 per eligible enplanement received by the City after the date of such pledge for the payment of the debt service on the Double Barrel PFC Bonds. Such pledge of PFC Revenues shall be subordinate to the pledge of PFC Revenues under the indentures securing the Chicago O'Hare International Airport Passenger Facility Charge Revenue Bonds and Second Lien Passenger Facility Charge Revenue Bonds and the obligations of the City under Section 25-10(b) of the Compact between the City and the City of Gary Relating to the Establishment of the Chicago-Gary Regional Airport Authority.
- 4. The undersigned further certifies to the City that:
 - a. <u>Section 8.06</u>. A Majority-in-Interest of the Airline Parties has waived the forty-five (45) day requirement in the first sentence of Section 8.06 of the Use Agreement with regard to making any Capital Expenditures or issuing General Airport Revenue Bonds or Commercial Paper.
 - b. <u>Independence and Irrevocability of Waivers</u>. A Majority-in-Interest of Airline Parties has acknowledged that each of the waivers contained in this certificate is independent of each other waiver herein contained, is irrevocable and

is given in consideration of the benefits to be derived by the Airline Parties as signatories of the Use Agreement.

- 5. The undersigned further certifies to the City that a Majority-in-Interest of the Airline Parties has requested that, for purposes of efficiently managing investments, including the preservation of the principal amount thereof, in the funds and accounts attributable to obligations issued by the City with respect to the Airport, the City may enter into one or more forward supply agreements, with counterparties selected by the Chief Financial Officer or the City Comptroller of the City, under which agreements such counterparties agree to sell to the City, and the City agrees to purchase from such counterparties, specific securities on specified dates at purchase prices established at the time of execution and delivery of the applicable agreement for the purpose of investing (a) moneys in any and all of the funds and accounts established pursuant to the General Airport Revenue Bond Ordinance, or (b) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago-O'Hare International Airport Second Lien Obligations, or (c) moneys in any and all of the funds and accounts established pursuant to the Master Indenture of Trust Securing Chicago O'Hare International Airport Third Lien Obligations.
- 6. Capitalized terms used and not defined herein shall have the respective meanings set forth for such terms in the Use Agreement.

	•
Dated:	Airlines' Representative

CHICAGO O'HARE INTERNATIONAL AIRPORT 2003 FORM 8.06 CAPITAL PROJECT APPROVAL REQUEST

Date:

April 14, 2003

Project Name:

OMP - Phase 1 Projects and Noise Program

(Capital Project Approval Request No. 2—Double-Barrel PFC Bonds)

Project Scope:

OMP - Phase 1 Projects - See Exhibit A.

Noise Program - See Exhibit A.

Project Justification:

OMP - Phase 1 Projects - See Exhibit A.

Noise Program - See Exhibit A.

Estimated Project Costs:	Previous Request	Revision (If Any)	Current Request	Airline Share (This Request)
OMP-Phases 1A and 1B			\$ 420,600,000	\$ 420,600,000
OMP-Phases 1C and 1D			41,000,000	41,000,000
Noise Program – Phase 1A			80,000,000	80,000,000
Noise Program – Phase 1D			60,000,000	60,000,000
TOTAL			\$ 601,600,000	\$601,600,000

Project Schedule:

Approximate Dates

Start

Completion

OMP - Phase 1 Projects - See Exhibit A.

Noise Program - See Exhibit A.