

TIFA

JULY 28, 2016

AGENDA

TIFA LLC MEETING AGENDA
July 28, 2016
11:00 a.m.
MEETING LOCATION
CITY OF TITUSVILLE
WATER RESOURCES
2836 GARDEN STREET – TITUSVILLE, FLORIDA

Roll Call

Action Items

- I. Approval of the Minutes of the TIFA LLC Meeting of June 23, 2016 (Presenter: James Perry)
- II. Approval of CPH Proposal for Post Construction Services for the Area IV Wellfield (Presenter: Sean Stauffer)

Financial Items and Reports

- III. Ratification of Expenses Paid from Operating Account and Request for Reimbursement (Presenter: James Perry)
- IV. Approval of Capital Call Notice (Presenter: Helen Hutchens)

Staff Reports / Informational Items

- V. Update on Rail Trail Project (Presenter: Andy Jantzer)
- VI. Area IV Phase 2 Update (Presenter: Sean Stauffer)

Other Business

Public Comment

Next Scheduled Meeting

Open Items

Adjournment

FIRST ORDER OF BUSINESS

Date: July 21, 2016

To: TIFA LLC Management Committee

From: Sarah Sweeting, GMS, LLC

Subject: Approval of Minutes – May 26, 2016 TIFA LLC Meeting

Summary Explanation & Background: The draft minutes of the June 23, 2016 TIFA LLC meeting were previously circulated for review. The minutes of the TIFA LLC meeting are presented for review and approval. Since the draft minutes were circulated, on July 5, 2016 comments were received from Farmton Water Resources / Miami Corporation and the City of Titusville responded they had no additional comments. No other comments have been received.

Source of Funds: This action requires no funds.

Minutes of TIFA LLC Meeting
June 23, 2016
11:00 a.m.
City of Titusville Water Resources
Mourning Dove Water Plant
2836 Garden Street
Titusville, Florida 32796

Persons in Attendance

Mike Brown, Miami Corporation, TIFA Management Committee Member
Jim Ball, City of Titusville, TIFA Management Committee Member
Sean Stauffer, City of Titusville, Water Resources Director
Richard Broome, City of Titusville, City Attorney
Andrew Jantzer, City of Titusville, Water Resources Deputy Director
Ana Abreu-Ochoa, City of Titusville
David Fuechtman, Farmton Water Resources (by telephone)
Barbra Goering, Farmton Water Resources (by telephone)
Pat Gagliardi, Farmton Water Resources (by telephone)
Helen Hutchens, Miami Corporation (by telephone)
Jim Perry, GMS LLC

Jim Perry conducted the meeting.

Action Items

I. Approval of the Minutes of the TIFA LLC Meeting of May 26, 2016

Member Ball moved to approve the minutes of the May 26, 2016 meeting. Member Brown concurred and the motion passed.

Financial Items and Reports

II. Ratification of Expenses Paid from Operating Account and Request for Reimbursement

Member Brown moved to ratify the expenses paid from the operating account and the request for reimbursement in the amount of \$2,542.00. Member Ball concurred and motion passed.

Staff Reports/Informational Items

III. Update on Rail Trail Project

Mr. Jantzer stated, the north section drawings are 100% complete and anticipated for release in July. For a two week construction project projection they plan to do sub-grade and base work north of Route 46 and Folsom Road and are at the point now where they are going adjacent to City of Titusville raw water main utilities that are fed by the Area 4 wellfield. They are starting the paving work mid-July and that will be in the southern phase, south of Route 45 at this point.

Member Brown asked how long has it taken them on the southern phase from breaking ground to now. They are going to start in July with paving so I assume by the end of July, first of August so from August back how far would they have started that? Was that around the first of the year?

Mr. Jantzer stated, I think it was the first of the year. I can answer that better at the next meeting I have the construction schedule.

Member Brown stated, that will give us a sense as to how quick that progression will take in our area. One thing we will need as a result of that construction is we are going to have to take that access gate down that is across the rail trail now just north of 413. We are going to need a gate on the new access road that was constructed by Felix. We are going to need to look at the labor and mobilization for location services to locate all the stuff so we don't damage any of the fiber optic, water main and that sort of stuff to reinstall that gate. We can look at that when construction is going on there because we are going to fence both sides of the rail trail to preclude access to our property.

Mr. Stauffer stated, as part of the rail trail project they are required to do the location or they call in a locating service so that should all be marked. I don't know if they have marked all the way up to 413 yet but certainly the southern portion they have marked the fiber optics and flagged everything.

Member Brown stated, in order to reinstall that gate, that gate comes off the rail trail and onto the easement, which is on Miami. If we are putting a gate across that easement area to stop any access you are going to have to locate all that stuff in that easement. We did that when we installed the gate across, we replaced a gate and all that fencing along the south boundary. I think we had a couple of City of Titusville techs come out with the equipment to do that.

Mr. Stauffer stated, we will do that.

IV. Area IV Phase 2 Update

Mr. Stauffer stated, over the past couple of weeks Katriina Bowman with CPH has been reaching out to Willy Griffa of AWD to get a response from him regarding the issues with the bonds. We have gotten word back from him he has apologized for not getting back sooner he was out of town for three weeks dealing with personal issues. He is working on getting a new material and workmanship bond for us. He has agreed to take care of that.

Mr. Ball asked was there an explanation as to how he ended up with a fraudulent document?

Mr. Stauffer stated, I don't have any information on what transpired. He said he is going to make it right.

The next update is on the pipeline well outfitting project. We have gotten responses back on the shop drawings for the wellhead repair. We reviewed those, made additional comments and sent the comments back to Felix yesterday.

During our meeting on April 28th we talked about the changes we were making to the wellheads and the repairs. One of the questions Jim asked was, was it going to cost us anything extra and at that point I estimated for some additional work we are asking them to do the relocation of the transducer from below the wellhead to a higher position so it is easier to deal with I had estimated that at \$1,500 per well. At this point we have the actual cost, which is \$1,580 per well. We would ask for approval from the board for those additional expenditures and for the nine wells that total is \$14,220.

Member Ball moved to approve the additional amount to relocate the transducers from below the wellhead to a higher position for \$1,580 each for 9 wells for a total of \$14,220. Member Brown concurred and the motion passed.

Member Ball asked the change order is to move the transducer up. What do you do where it was, do you have to plug that?

Mr. Stauffer stated, that would be a new piece. That was the piece that was bad and the piece that was welded inappropriately, that is a brand new piece of stainless down there.

Mr. Broome asked is any of this necessitated by the failure before as part of this warranty work or is this a change order for something we decided we would like to do different?

Mr. Stauffer stated, yes this is separate additional work that as they put it together we realized that where it is currently located is very difficult to get to and it is in stainless so you can't take it out and put it back in or you will ruin the metal. This is a design improvement that we are taking advantage of the fact that we have to change that piece out. It will help our long-term maintenance.

Other Business

Mr. Jantzer stated, we did have a credit card established with Curtis Lehman, our electronic services supervisor and we prepared a letter to have that account reinstated and we would like to add his assistant, Ron Swank and that being an additional account it seems appropriate to have the managers consider that for approval. This would be a TIFA credit card for purchases associated with the TIFA wellfield. Anything that is instrument related, electronic services takes care of and they would do direct purchases.

Mr. Ball asked didn't we get a credit card for the city that is issued in my name and Mike's name for use by city staff if they need it?

Ms. Gagliardi stated, there are four credit cards out there right now. Northern Trust requires the business owner to have a credit card so Jim there is a card for you as the business owner and three other credit cards are held by city employees and they are looking to have a

fourth. The fourth would have a credit limit of \$2,500, which is the same credit limit on the other cards.

Mr. Ball stated, the reason Mike and I have cards is a requirement?

Ms. Gagliardi stated, it is only you who has a card.

Mr. Ball stated, the thought is that mine will never be used it is there only as a requirement it is not there for city staff to use.

Ms. Gagliardi stated, right.

Mr. Ball stated, charges done on behalf of TIFA by the holders of these cards then come back to us to reimburse to pay those charges and there are receipts.

Ms. Gagliardi stated, the statements go directly to GMS and they receive the receipts from the city to match against the statement before it is paid and when it is reimbursed to the operating account the managers see those charges.

Member Brown moved to reinstate the credit card for Curtis Lehman and add a fourth person, Ronald Swank as a holder for the TIFA credit card. Member Ball concurred and the motion passed.

Mr. Broome stated, I was copied on the emails regarding demand from Felix for their final payment plus interest and their position now is that they are due \$327,204.29 plus interest from February and they say interest is accumulating at the rate of \$42.58 per day. They are demanding payment of their retainage. My opinion is that there was dispute as to whether or not they were due the retainage because of the work and it is warranty work then we had issues with the bonds. At some point we are going to have to address that final payment. I don't know if the folks at Miami Corp and Farnton have had a chance to look at that and when do we want to get together as a group and address that situation.

Ms. Goering stated, I do think our usual group should get together and see if we can come up with a recommendation for the managers.

Mr. Broome stated, I agree and I think we may want to expedite the meeting or have a special meeting of our group if we are going to decide to pay that. If it is warranty work under the bond we may have a tough time trying to defend withholding the retainage.

Ms. Goering stated, we will get together outside this meeting and figure out some times. We should set a regular board meeting and then a special one if we need it.

Public Comment

Next Scheduled Meeting

Mr. Perry stated, if we keep it on the normal schedule it would be on July 28th at 11:00 a.m. and we can call a special meeting prior to that.

Open Items

Adjournment

Member Brown moved to adjourn the meeting at 11:19 a.m. Member Ball concurred and the meeting adjourned.

SECOND ORDER OF BUSINESS

Date: July 28, 2016

To: TIFA LLC Management Committee

From: Sean Stauffer, P.E., Water Resources Director

Subject: Approval of CPH Proposal for Post Construction Services for Area IV Wellfield

Summary Explanation & Background:

CPH's scope of work ended at the completion of all construction and after final closeout documents including Record Drawings had been provided. As TIFA has been moving forward with the replacement of the wellheads, CPH has generously donated their assistance. At this point CPH can no longer perform Work outside their agreed upon scope of services. To retain CPH's services and maintain their status as Engineer of Record on the project, CPH has proposed to extend their involvement in the project on a Time and Materials basis. The hourly rates proposed are consistent with the existing Continuing Services Contract with the City of Titusville. CPH has also provided hourly rates for their electrical sub consultant EDA. TIFA Staff will closely monitor CPH's activities and the resulting billings.

It is recommended that the Management Committee authorize CPH and their sub consultant EDA to provide post construction services on a Time and Material Basis in an amount not to exceed \$25,000.

Source of Funds:

Sufficient funds are available in the TIFA Northern Trust Members Capital account.

Exhibit Attached:

1. CPH Proposal



500 West Fulton Street
 Sanford, FL 32771
 Phone: 407.322.6841
 Fax: 407.330.0639

July 8, 2016

Mr. Sean L. Stauffer, P.E.
 Water Resources Director / Construction Project Manager
 City of Titusville / TIFA LLC
 2836 Garden Street
 Titusville, Florida 32796

VIA E-Mail to Sean.Stauffer@Titusville.com

Re: Area IV Phase 2 Well Outfitting and Raw Water Transmission Main
 CPH Job No. T3909.03

Dear Sean:

As previously discussed on 6/27/16, CPH, Inc. ("CPH") has done a lot of Work over the past few months outside our Scope of Work for the Area IV Phase 2 Well Drilling/Outfitting and Raw Water Main (Contract CO11Q034CPH) project. Our Work per the Scope ended at the completion of all construction and after final closeout documents including Record Drawings have been provided (which they have). We are not asking for payment for the Work conducted through 6/27/16 that was outside our Scope, since it was our decision to conduct the Work outside our Scope in an effort to assist our client, TIFA LLC. However, as discussed, in the event CPH (or its electrical engineering subconsultant, Electrical Design Associates, Inc. ("EDA")) is asked to review submittals, conduct site visits, respond to requests for information or other work related to the Area IV wellfield, we are proposing to conduct this Work on a Time and Material Basis. CPH is proposing to use the following hourly rates which are the rates CPH has in its Water Resources Continuing Services contract with the City of Titusville:

Classification	Hourly Rate
Principal	\$178.98
Sr. Project Manager	\$141.49
Project Manager	\$105.55
Professional Engineer	\$100.49
Sr. Project Engineer	\$96.82
Sr. GIS Analyst	\$81.21
Sr. CADD Technician	\$61.89
Clerical II	\$47.96

EDA is proposing to use the following hourly rates:

Classification	Hourly Rate
Principal	\$186.00
Sr. Engineer	\$145.00
Programmer	\$128.00
Field Supervisor	\$95.00
CADD Technician	\$80.00

Additionally, CPH expenses would be billed based on the following schedule:



Mr. Sean L. Stauffer, P.E.
Water Resources Director / Construction Project Manager
City of Titusville / TIFA LLC
July 8, 2016
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Description	Units	Unit Cost
Reprographics (11" x 17")	Each	\$0.21
Reprographics (22" x 34")	Each	\$0.83
Photocopies (8 1/2 " x 11") - B/W	Each	\$0.05
Photocopies (8 1/2 " x 11") - Color	Each	\$0.25
Photocopies (11" x 17") - B/W	Each	\$0.20
Photocopies (11" x 17") - Color	Each	\$0.35
Mileage (*Billed At Current IRS Rate)	Mile	\$0.54 (Subject to Change)*

Compensation paid to CPH for post construction services would be provided only as specifically requested by TIFA (CPH would hire EDA as a subconsultant and would only request EDA to conduct post construction services as requested by TIFA). Such post construction services would be billed based on the employees assigned to conduct specific post construction services and computed by multiplying the approved Hourly Rate for each classification of employee directly engaged on the project, times the number of hours worked on the project. Other direct expenses and subconsultant services will be billed as indicated above, without increase. Direct expenses and subconsultant costs will be specifically identified in periodic invoicing, and include such items as photocopies, prints, mileage, etc.

We propose an overall budget for this Work in the amount of \$25,000.

Sincerely,
CPH, Inc.

N. Katriina Bowman, P.E., CCS
Vice President/Associate

THIRD ORDER OF BUSINESS

**TIFA LLC
INVOICE APPROVAL BY MANAGERS**

WHEREAS, the undersigned are the duly appointed and acting Managers of TIFA LLC, which operates pursuant to that certain Limited Liability Company Operating Agreement of TIFA LLC dated May 24, 2010 ("Operating Agreement"); and,

WHEREAS, at a duly called and noticed public meeting of the Managers as indicated below, the undersigned approved the contract and/or authorized the expenditure as indicated below, and further authorized the managers to execute the Invoice Approval by Managers form reflecting such authorized expenditures in order to process payments.

Previous Authorizations

TIFA Meeting Date	Approved	Total Contract or Expenditure Authorized
07/28/16	Imprest Account Reimbursement from Depository Account	See Attached

NOW, THEREFORE, the Managers of TIFA LLC, based upon the previous TIFA authorizations, approve the following payments:

Invoice Description	Total Amount	Pursuant to Previous TIFA Authorization Date	Invoice Payment
Transfer to imprest account at Northern Trust ending *8866	\$7,993.87	07/28/16	To be Paid by TIFA upon this approval

Except as otherwise set forth herein, defined terms shall have the meaning set forth in the Operating Agreement. This Action may be executed in several counterparts, and all counterparts so executed shall constitute one Approval binding on all parties.

IN WITNESS WHEREOF, the undersigned represent and warrant that each is the duly authorized and appointed agent of TIFA LLC.

Mike Brown, Manager

Jim Ball, Manager

Date: _____, 2016

Date: _____, 2016

4:53 PM
07/19/16

TIFA LLC
Check Detail
June 16 through July 19, 2016

Type	Num	Date	Name	Item	Account	Paid Amount	Original Amount
Bill Pmt -Check	1173	07/18/2016	Florida Power & Li...		103.00 · Cash- Nort...		-4,141.65
Bill	11526...	07/01/2016			511.00 · Utilities	-218.26	218.26
Bill	54213...	07/01/2016			511.00 · Utilities	-183.91	183.91
Bill	75317...	07/01/2016			511.00 · Utilities	-274.43	274.43
Bill	09060...	07/01/2016			511.00 · Utilities	-296.31	296.31
Bill	24869...	07/01/2016			511.00 · Utilities	-299.41	299.41
Bill	40983...	07/01/2016			511.00 · Utilities	-299.41	299.41
Bill	62400...	07/01/2016			511.00 · Utilities	-296.31	296.31
Bill	73681...	07/01/2016			511.00 · Utilities	-286.92	286.92
Bill	83665...	07/01/2016			511.00 · Utilities	-296.31	296.31
Bill	18790...	07/01/2016			511.00 · Utilities	-265.08	265.08
Bill	32610...	07/01/2016			511.00 · Utilities	-277.57	277.57
Bill	47893...	07/01/2016			511.00 · Utilities	-430.55	430.55
Bill	54996...	07/01/2016			511.00 · Utilities	-212.00	212.00
Bill	74008...	07/01/2016			511.00 · Utilities	-324.40	324.40
Bill	76646...	07/01/2016			511.00 · Utilities	-180.78	180.78
TOTAL						-4,141.65	4,141.65
Check	1174	07/18/2016	Cardmember Service		103.00 · Cash- Nort...		-3,852.22
					203.50 · Northern Tr...	-3,852.22	3,852.22
TOTAL						-3,852.22	3,852.22

FOURTH ORDER OF BUSINESS

**TIFA LLC
2836 GARDEN STREET
TITUSVILLE, FLORIDA 32796**

July 28, 2016

Mr. Sean Stauffer
Water Resources Director
City of Titusville
2836 Garden Street
Titusville, Florida 32796

Ms. Barbra Goering
Vice President & Secretary
Farmton Water Resources, LLC
410 N. Michigan Avenue Suite
590
Chicago, Illinois 60611

CAPITAL CALL NOTICE

Pursuant to the TIFA LLC Operating Agreement Section 3.2 re: Construction Capital Contributions, a capital call to TIFA LLC is requested today in the amount of \$174,530.35 (\$87,265.18 from the City of Titusville and \$98,427.17 in cash less \$(11,162.00) easement adjustment from Farmton Water Resources, LLC). Payment is to be made to the TIFA LLC Northern Trust main checking account within 30 days of receipt of this capital call notice.

Sincerely,

TIFA LLC

Michael A. Brown
Manager

Jim Ball
Manager

TIFA LLC
Area IV Phase 2 Construction
Capital Contribution Worksheet

Construction Payments Made						Capital Call Requested (once payments exceed \$150,000)		
Payee	Call Date (Meeting Date)	Invoice #	Total Paid	Check Num	Check Date	City of Titusville	FWR LLC	Total
CPH Engineers, Inc.		82688	\$ 74,703.74	1001	1-Mar-13			
CPH Engineers, Inc.		83086	\$ 74,182.14	1006	10-Apr-13			
CPH Engineers, Inc.		83741	\$ 44,830.55	1008	8-May-13			
TOTAL	12-Jun-13		\$ 193,716.43			\$ 96,858.21	\$ 96,858.22	\$ 193,716.43
CPH Engineers, Inc.		83805	\$ 30,672.57	1011	28-Jun-13			
CPH Engineers, Inc.		83868	\$ 32,859.15	1013	17-Jul-13			
FL Dept of Rev		3/31/13	\$ 339.33	1019	20-Mar-13			
FP&L		---	\$ 7,200.00	1020	25-Sep-13			
Miami Corp.		---	\$ 43,200.00	1015	13-Aug-13			
FL Dept of Rev		6/30/13	\$ 172.71	1035	22-Aug-13			
CPH Engineers, Inc.		84663	\$ 9,220.80	1017	13-Aug-13			
CPH Engineers, Inc.		85078	\$ 8,638.19	1022	9-Oct-13			
CPH Engineers, Inc.		85535	\$ 10,070.38	1024	5-Nov-13			
CPH Engineers, Inc.		85621	\$ 12,742.21	1033	18-Dec-13			
TOTAL	18-Dec-13		\$ 155,115.34			\$ 77,557.67	\$ 77,557.67	\$ 155,115.34
CPH Engineers, Inc.		86285	\$ 5,208.91	1036	14-Jan-14			
Advance Well Drilling		1	\$ 17,089.17	1039	14-Jan-14			
CPH Engineers, Inc.		86350	\$ 4,637.07	1054	10-Feb-14			
CPH Engineers, Inc.		87086	\$ 14,814.20	1042	19-Mar-14			
Advance Well Drilling		2	\$ 11,106.00	1044	19-Mar-14			
CPH Engineers, Inc.		87453	\$ 6,733.81	1047	11-Apr-14			
Advance Well Drilling		3	\$ 40,752.00	1049	24-Apr-14			
Advance Well Drilling		4	\$ 41,364.00	1051	6-May-14			
CPH Engineers, Inc.		87584	\$ 5,607.55	1050	2-May-14			
Advance Well Drilling		5	\$ 63,041.40	1053	11-Jun-14			
CPH Engineers, Inc.		87649	\$ 18,032.03	1054	11-Jun-14			
TOTAL	25-Jun-14		\$ 228,386.14			\$ 114,193.07	\$ 114,193.07	\$ 228,386.14
Advance Well Drilling		6	\$ 116,584.00	1057	21-Jul-14			
CPH Engineers, Inc.		88520	\$ 10,440.64	1058	31-Jul-14			
Advance Well Drilling		7	\$ 68,498.20	1060	15-Aug-14			
CPH Engineers, Inc.		88960	\$ 581.86	1074	15-Jul-14			
FP&L		---	\$ 396,928.00	1076	14-Jan-15			
TOTAL	22-Aug-14		\$ 593,033.70			\$ 296,516.85	\$ 296,516.85	\$ 593,033.70
CPH Engineers, Inc.		88957	\$ 8,701.44	1062	2-Sep-14			
CPH Engineers, Inc.		89000	\$ 8,060.60	1064	16-Sep-14			
Advance Well Drilling		8	\$ 78,571.80	1065	16-Sep-14			
Felix & Associates		1	\$ 54,515.24	1067	22-Oct-14			
Advance Well Drilling		9	\$ 70,362.00	1068	22-Oct-14			
CPH Engineers, Inc.		89610	\$ 12,092.87	1069	31-Oct-14			
Advance Well Drilling		10	\$ 40,137.75	1071	18-Nov-14			
TOTAL	18-Nov-14		\$ 272,441.70			\$ 136,220.85	\$ 136,220.85	\$ 272,441.70
CPH Engineers, Inc.		90077	\$ 14,746.67	1074	12/16/14			
Advance Well Drilling		11	\$ 31,109.22	1075	12/29/14			
CPH Engineers, Inc.		90152	\$ 19,013.94	1077	1/14/15			
Felix & Associates		2	\$ 368,555.70	1078	1/24/15			
CPH Engineers, Inc.		90880	\$ 5,335.33	1081	2/9/15			
Advance Well Drilling		12	\$ 41,312.87	1080	2/4/15			
Easements (FWR) Cash (City)		---	\$ 40,280.00	N/A				
TOTAL	19-Feb-15		\$ 520,353.73			\$ 260,176.87	\$ 260,176.86	\$ 520,353.73 (1)
CPH Engineers, Inc.		91485	\$ 25,158.52	1084	2/27/15			
Felix & Associates		3	\$ 556,564.46	1086	3/19/15			
TOTAL	19-Mar-15		\$ 581,722.98			\$ 290,861.49	\$ 290,861.49	\$ 581,722.98
CPH Engineers, Inc.		91572	\$ 15,390.79	1089	3/30/15			
Advance Well Drilling		13	\$ 21,494.03	1088	3/30/15			
CPH Engineers, Inc.		91981	\$ 7,387.92	1091	4/22/15			
CPH Engineers, Inc.		92503	\$ 18,111.48	1094	5/18/15			
Felix & Associates		4	\$ 353,666.94	1092	5/6/15			

Construction Payments Made						Capital Call Requested (once payments exceed \$150,000)		
Payee	Call Date (Meeting Date)	Invoice #	Total Paid	Check Num	Check Date	City of Titusville	FWR LLC	Total
TOTAL	28-May-15		\$ 416,051.16			\$ 208,025.58	\$ 208,025.58	\$ 416,051.16
CPH Engineers, Inc.		92533	\$ 22,574.62	1097	6/2/15			
Felix & Associates		5	\$ 456,007.27	1099	6/24/15			
Advance Well Drilling		14	\$ 17,786.38	1100	6/29/15			
CPH Engineers, Inc.		93072	\$ 8,716.15	1101	7/8/15			
TOTAL	9-Jul-15		\$ 505,084.42			\$252,542.21	\$252,542.21	\$505,084.42
Felix & Associates		6	\$ 405,721.27	1102	7/24/15			
CPH Engineers, Inc.		93568	\$ 10,669.34	1103	7/24/15			
Advance Well Drilling		15	\$ 35,577.50	1104	7/31/15			
Florida Power & Light		1800085016-32	\$ 7,983.45	1093	5/12/15			
TOTAL			\$ 459,951.56			\$ 229,975.78	\$ 229,975.78	\$ 459,951.56
Felix & Associates		7	\$ 366,364.23	1106	8/13/15			
CPH Engineers, Inc.		94034	\$ 69,388.28	1107	8/24/15			
CPH Engineers, Inc.		94014	\$ 2,527.48	1127	8/24/15			
TOTAL	18-Sep-15		\$ 438,279.99			\$ 219,139.99	\$ 219,140.00	\$ 438,279.99
Felix & Associates		8	\$ 72,451.89	1110	9/11/15			
CPH Engineers, Inc.		94118	\$ 9,640.88	1113	9/25/15			
Advance Well Drilling		16	\$ 27,141.50	1112	9/23/15			
CPH Engineers, Inc.		94723	\$ 7,760.85	1114	10/9/15			
Felix & Associates		9	\$ 59,273.20	1116	10/13/15			
TOTAL	22-Oct-15		\$ 176,268.32			\$ 88,134.16	\$ 88,134.16	\$ 176,268.32
CPH Engineers, Inc.		94973	\$ 17,341.82	1117	11/5/15			
Felix & Associates		10	\$ 118,111.04	1120	11/23/15			
Advance Well Drilling		17	\$ 38,347.67	1123	12/15/15			
CPH Engineers, Inc.		95334	\$ 12,266.63	1124	12/16/15			
Easements (FWR)			\$ 127,493.00					
TOTAL	21-Dec-15		\$ 313,560.16			\$ 156,780.08	\$ 156,780.08	\$ 313,560.16 (2)
Felix & Associates		11	\$ 44,693.73	1125	12/21/15			
CPH Engineers, Inc.		95995	\$ 4,255.84	1146	1/5/16			
CPH Engineers, Inc.		96037	\$ 22,254.63	1132	3/8/16			
CPH Engineers, Inc.		96507	\$ 6,892.39	1133	4/1/16			
CPH Engineers, Inc.		96596	\$ 649.33	1170	6/9/16			
CPH Engineers, Inc.		97836	\$ 5,455.00					
CPH Engineers, Inc.		97839	\$ 2,020.43	1168	6/8/16			
Dowst & Assoc.		1122-TIFA-31	\$ 9,600.00	1128	1/20/16			
City of Titusville		AIVP2SCADA	\$ 89,871.00	1126	1/20/16			
Easement Adjustment			\$ (11,162.00)		5/2/16			
TOTAL	28-Jul-16		\$ 174,530.35			\$ 87,265.18	\$ 87,265.17	\$ 174,530.35 (3)

TOTAL PHASE 2 \$ 5,028,495.98 \$ 2,514,247.99 \$ 2,514,247.99 \$ 5,028,495.98

Note (1): FWR LLC will contribute \$240,036.86 in cash and \$20,140 in easements.
Note (2): FWR LLC will contribute \$127,493 in easements and \$29,287.08 in cash.
Note (3): FWR LLC will contribute \$98,427.17 in cash less an easement adjustment of \$(11,162).