

Heritage Landing
Community Development
District

Financial Statements

September 30, 2013

Heritage Landing Community Development District
Table of Contents
September 30, 2013

	<u>PAGE</u>
INDEPENDENT AUDITOR'S REPORT	1 - 2
MANAGEMENT'S DISCUSSION AND ANALYSIS (required supplemental information)	3 - 7
BASIC FINANCIAL STATEMENTS	
Government-Wide Financial Statements	
Statement of Net Position	8
Statement of Activities	9
Fund Financial Statements	
Governmental Fund Financial Statements:	
Balance Sheet	10
Reconciliation of the Balance Sheet to the Statement of Net Position	11
Statement of Revenues, Expenditures and Changes in Fund Balances	12
Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balances of Governmental Funds to the Statement of Activities	13
Notes to Financial Statements	14 - 22
REQUIRED SUPPLEMENTAL INFORMATION (other than MD&A)	
Budget to Actual Comparison Schedule - General Fund	23
Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>	24 - 25
Management Letter	26 - 27



Carr, Riggs & Ingram, LLC
Certified Public Accountants
500 Grand Boulevard
Suite 210
Miramar Beach, Florida 32550

(850) 837-3141
(850) 654-4619 (fax)
CRIcpa.com

INDEPENDENT AUDITOR'S REPORT

To the Board of Supervisors
Heritage Landing Community Development District
St. Johns County, Florida

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of Heritage Landing Community Development District (hereinafter referred to as "District"), as of and for the year ended September 30, 2013, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Heritage Landing Community Development District as of September 30, 2013, and the respective changes in financial position thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information, as listed in the table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued a report dated March 28, 2014, on our consideration of the District's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the District's internal control over financial reporting and compliance

Caru, Riggs & Ingram, L.L.C.

Miramar Beach, Florida
March 28, 2014

Management's Discussion and Analysis

MANAGEMENT'S DISCUSSION AND ANALYSIS

Our discussion and analysis of the Heritage Landing Community Development District's financial performance provides an overview of the District's financial activities for the fiscal year ended September 30, 2013. Please read it in conjunction with the District's financial statements, which begin on page 8.

FINANCIAL HIGHLIGHTS

- At September 30, 2013, the liabilities of the District exceeded its assets by approximately \$5.1 million (deficit).
- During the year ended September 30, 2013, the District incurred approximately \$845,000 of interest expenditures and repaid principal of \$305,000.

USING THE ANNUAL REPORT

This annual report consists of a series of financial statements. The Statement of Net Position and the Statement of Activities on pages 8 – 9 provide information about the activities of the District as a whole and present a longer-term view of the District's finances. Fund financial statements start on page 10. For governmental activities, these statements tell how these services were financed in the short-term as well as what remains for future spending. Fund financial statements also report the District's operations in more detail than the government-wide statements by providing information about the District's most significant funds.

Reporting the District as a Whole

Our analysis of the District as a whole begins on page 4. One of the most important questions asked about the District's finances is, "Is the District as a whole better off or worse off as a result of the year's activities?" The Statement of Net Position and the Statement of Activities report information about the District as a whole and about its activities in a way that helps answer this question. These statements include all assets and liabilities using the accrual basis of accounting, which is similar to the accounting used by most private-sector companies. All of the current year's revenues and expenses are taken into account regardless of when cash is received or paid.

These two statements report the District's net position and the related changes during the year. You can think of the District's net position – the difference between assets and liabilities – as one way to measure the District's financial health, or financial position. Over time, increases or decreases in the District's net position are one indicator of whether its financial health is improving or deteriorating. You will need to consider other nonfinancial factors, however, such as changes in the District's assessment base and the condition of the District's infrastructure, to assess the overall health of the District.

Reporting the District's Most Significant Funds

Our analysis of the District's major funds begins on page 5. The fund financial statements begin on page 10 and provide detailed information about the most significant funds – not the District as a whole. Some funds are required to be established by State law and by bond covenants. All of the District's funds are governmental fund-types.

- *Governmental funds* – All of the District’s basic services are reported in governmental funds, which focus on how money flows into and out of those funds and the balances left at year-end that are available for spending. These funds are reported using an accounting method called modified accrual accounting, which measures cash and all other financial assets that can readily be converted to cash. The governmental fund statements provide a detailed short-term view of the District’s general government operations and the basic services it provides. Governmental fund information helps you determine whether there are more or fewer financial resources that can be spent in the near future to finance the District’s programs. We describe the relationship (or differences) between governmental activities and governmental funds in a reconciliation with the fund financial statements.

THE DISTRICT AS A WHOLE

The following table reflects the condensed Statement of Net Position and is compared to the prior year.

<i>September 30,</i>	2013	2012	Change
Assets			
Current and other assets	\$ 2,409,320	\$ 2,609,713	\$ (200,393)
Capital assets, net	8,566,581	8,975,894	(409,313)
Total assets	\$ 10,975,901	\$ 11,585,607	\$ (609,706)
Liabilities			
Current liabilities	\$ 709,585	\$ 723,896	\$ (14,311)
Other liabilities	15,378,622	15,703,622	(325,000)
Total liabilities	16,088,207	16,427,518	(339,311)
Deferred inflows of resources			
Deferred revenue	11,327	-	11,327
Total deferred inflows of resources	11,327	-	11,327
Net position			
Net investment in capital assets	103,621	659,613	(555,992)
Restricted for:			
Debt service	273,142	257,623	15,519
Unrestricted	(5,500,396)	(5,759,147)	258,751
Total net position (deficit)	(5,123,633)	(4,841,911)	(281,722)
Total liabilities, deferred inflows of resources, and net position	\$ 10,975,901	\$ 11,585,607	\$ (621,033)

For more detailed information, see the accompanying Statement of Net Position.

During the fiscal year ended September 30, 2013, total assets and liabilities decreased by approximately \$610,000 and \$339,000, respectively, while total deferred inflows of resources remained substantially unchanged. A portion of the decrease in assets reflects the implementation of GASB Statement No. 65, *Items Previously Reported as Assets and Liabilities*, at the beginning of the year ended September 30, 2013 (see Note 9). The remaining portion of the decrease is primarily related to depreciation on capital assets. The decrease in liabilities is due to principal payments on outstanding bonds.

The following schedule compares the Statement of Activities for the current and previous fiscal years.

<i>Year ended September 30,</i>	2013	2012	Change
Revenues:			
Program revenues:			
Charges for services	\$ 2,254,981	\$ 2,279,742	\$ (24,761)
Grants and contributions	2	-	2
General revenues:			
Interest and other revenues	41,624	37,332	4,292
Prepayment revenue	12,428	-	12,428
Total revenues	2,309,035	2,317,074	(8,039)
Expenses:			
General government	130,401	136,178	(5,777)
Maintenance and operations	721,598	710,865	10,733
Parks and recreation	596,006	572,173	23,833
Interest	838,203	868,353	(30,150)
Total expenses	2,286,208	2,287,569	(1,361)
Change in net position	22,827	29,505	(6,678)
Net position (deficit), beginning of year	(4,841,911)	(4,871,416)	29,505
Effect of adoption of GASB No. 65 (See Note 9)	(304,549)	-	(304,549)
Net position (deficit), beginning of year, as restated	(5,146,460)	(4,871,416)	(275,044)
Net position (deficit), end of year	\$ (5,123,633)	\$ (4,841,911)	\$ (281,722)

For more detailed information, see the accompanying Statement of Activities.

Revenues and expenses were relatively unchanged from prior year. The overall result was a \$22,827 reduction of the net deficit for fiscal year 2013.

THE DISTRICT'S FUNDS

As the District completed the year, its governmental funds (as presented in the balance sheet on page 10) reported a combined fund balance of approximately \$2.36 million, which is a slight increase from last year's balance that totaled approximately \$2.24 million. Significant transactions are discussed below.

- During the year ended September 30, 2013, the District incurred approximately \$845,000 of interest expenditures and repaid principal of \$305,000.

The overall increase in fund balance for the year ended September 30, 2013 totaled \$120,023.

GOVERNMENTAL FUNDS BUDGETARY HIGHLIGHTS

An Operating budget was established by the governing board for the District pursuant to the requirements of the Florida Statutes. The budget to actual comparison for the General Fund, including the original budget and final adopted budget, is shown on page 23. Overall variances were favorable between the final adopted budget and actual amounts for the year ended September 30, 2013.

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets

At September 30, 2013, the District had approximately \$8.6 million invested in capital assets (net of accumulated depreciation). This amount represents a net decrease (including additions and deductions) of approximately \$409,000 from the fiscal year 2012 total.

A listing of capital assets by major category for the current and prior year is as follows:

<i>September 30,</i>	2013	2012	Change
Land	\$ 935,000	\$ 935,000	\$ -
Capital assets being depreciated	10,384,650	10,374,037	10,613
Total, prior to depreciation	11,319,650	11,309,037	10,613
Accumulated depreciation	(2,753,069)	(2,333,143)	(419,926)
Net capital assets	\$ 8,566,581	\$ 8,975,894	\$ (409,313)

More information about the District's capital assets is presented in Note 3 to the financial statements.

Debt

At September 30, 2013, the District had approximately \$15.7 million of debt outstanding. This amount represents a decrease of \$305,000 from the fiscal year 2012 total.

A listing of debt amounts outstanding for the current and prior year is as follows:

<i>September 30,</i>	2013	2012	Change
Series 2005 bonds	\$ 14,790,000	\$ 15,095,000	\$ (305,000)
Developer note payable	913,622	913,622	-
	\$ 15,703,622	\$ 16,008,622	\$ (305,000)

More information about the District's long-term debt is presented in Note 5 to the financial statements.

FUTURE FINANCIAL FACTORS

Heritage Landing Community Development District is an independent special district that operates under the provisions of Chapter 190, Florida Statutes. The District operates under an elected Board of Supervisors, which establishes policy and sets assessment rates. Assessment rates for fiscal year 2014 were established to provide for the operations of the District as well as necessary debt service requirements.

CONTACTING THE DISTRICT'S FINANCIAL MANAGEMENT

This financial report is designed to provide a general overview of the District's finances. If you have questions about this report or need additional financial information, contact the Heritage Landing Community Development District's finance department at 3434 Colwell Avenue, Suite 200, Tampa, Florida 33614.

Basic Financial Statements

Heritage Landing Community Development District

Statement of Net Position

<i>September 30,</i>	2013
	Governmental Activities
Assets	
Cash and cash equivalents	\$ 1,167,095
Investments	1,195,473
Prepaid expenses	45,067
Deposits	1,685
Capital assets:	
Not being depreciated	935,000
Depreciable, net	7,631,581
Total assets	10,975,901
Liabilities	
Accounts payable and accrued expenses	39,485
Accrued interest payable	345,100
Non-current liabilities:	
Due within one year	325,000
Due in more than one year	15,378,622
Total liabilities	16,088,207
Deferred Inflows of Resources	
Deferred revenue	11,327
Total deferred inflows of resources	11,327
Net position	
Invested in capital assets, net of related debt	103,621
Restricted for:	
Debt service	273,142
Unrestricted	(5,500,396)
Total net position (deficit)	\$ (5,123,633)

See accompanying notes to financial statements.

Heritage Landing Community Development District

Statement of Activities

Year ended September 30,

2013

Functions/Programs	Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Net (Expense) Revenue and Changes in Net Position
Primary government:					
Governmental activities:					
General government	\$ (130,401)	\$ 140,573	\$ -	\$ -	\$ 10,172
Maintenance and operations	(721,598)	550,169	-	-	(171,429)
Parks and recreation	(596,006)	417,533	-	-	(178,473)
Interest	(838,203)	1,146,706	2	-	308,505
Total governmental activities	\$ (2,286,208)	\$ 2,254,981	\$ 2	\$ -	(31,225)

General revenues

Interest and other revenues	41,624
Prepayments	12,428
<hr/>	
Change in net assets	22,827
<hr/>	
Net position (deficit) - beginning of year	(4,841,911)
<hr/>	
Effect of adoption of GASB No. 65 (Note 9)	(304,549)
<hr/>	
Net position (deficit) - beginning of year, as restated	(5,146,460)
<hr/>	
Net position (deficit) - end of year	\$ (5,123,633)

See accompanying notes to financial statements.

Heritage Landing Community Development District

Balance Sheet - Governmental Funds

September 30,

2013

	General	Debt Service	Total Governmental Funds
Assets			
Cash and cash equivalents	\$ 1,167,095	\$ -	\$ 1,167,095
Investments	4,480	1,190,993	1,195,473
Prepaid expenditures	45,067	-	45,067
Deposits	1,685	-	1,685
Total assets	\$ 1,218,327	\$ 1,190,993	\$ 2,409,320
Liabilities, Deferred Inflows of Resources and Fund Balances			
Liabilities			
Accounts payable and accrued expenditures	\$ 39,485	\$ -	\$ 39,485
Total liabilities	39,485	-	39,485
Deferred Inflows of Resources			
Deferred revenue	11,327	-	11,327
Total deferred inflows of resources	11,327	-	11,327
Fund balances			
Nonspendable	46,752	-	46,752
Restricted for debt service	-	1,190,993	1,190,993
Assigned for future maintenance costs	304,968	-	304,968
Unassigned	815,795	-	815,795
Total fund balances	1,167,515	1,190,993	2,358,508
Total liabilities, deferred inflows of resources and fund balances	\$ 1,218,327	\$ 1,190,993	\$ 2,409,320

See accompanying notes to financial statements.

Heritage Landing Community Development District

Reconciliation of the Balance Sheet to the Statement of Net Position

<i>September 30,</i>	2013
Total fund balances, governmental funds	\$ 2,358,508
Capital assets used in governmental activities are not financial resources and therefore are not reported in the governmental fund financial statements.	8,566,581
Liabilities not due and payable from current resources, including accrued interest, are not reported in the governmental fund financial statements.	(16,048,722)
Total net position (deficit) - governmental activities	\$ (5,123,633)

See accompanying notes to financial statements.

Heritage Landing Community Development District

Statement of Revenues, Expenditures and Changes in Fund Balances-
Governmental Funds

<i>Year ended September 30,</i>	2013		
	General	Debt Service	Total Governmental Funds
Revenues			
Assessments	\$ 1,108,275	\$ 1,146,706	\$ 2,254,981
Prepayments	-	12,428	12,428
Interest and other revenues	41,624	2	41,626
Total revenues	1,149,899	1,159,136	2,309,035
Expenditures			
Current:			
General government	130,401	-	130,401
Maintenance and operations	520,971	-	520,971
Parks and recreation	376,707	-	376,707
Debt service:			
Principal	-	305,000	305,000
Interest	-	845,320	845,320
Capital outlay	10,613	-	10,613
Total expenditures	1,038,692	1,150,320	2,189,012
Net change in fund balances	111,207	8,816	120,023
Fund balances, beginning of year	1,056,308	1,182,177	2,238,485
Fund balances, end of year	\$ 1,167,515	\$ 1,190,993	\$ 2,358,508

See accompanying notes to financial statements.

Heritage Landing Community Development District

Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balances of Governmental Funds to the Statement of Activities

<i>Year ended September 30,</i>	2013
Net change in fund balances - governmental funds	\$ 120,023
Capital outlay, reported as expenditures in the governmental fund financial statements, is shown as capital assets on the Statement of Net Assets.	10,613
Depreciation on capital assets is not recognized in the fund financial statements but is reported as an expense in the Statement of Activities.	(419,926)
Governmental fund financial statements report principal payments on bonds when debt is paid, whereas these payments are eliminated in the Statement of Activities and recognized as a decrease in bonds payable in the Statement of Net Position.	305,000
The change in accrued interest between the current and prior year is recorded on the Statement of Activities but not on the governmental fund financial statements.	7,117
Change in net position of governmental activities	\$ 22,827

See accompanying notes to financial statements.

NOTE 1 – NATURE OF ORGANIZATION

The Heritage Landing Community Development District (the “District”) was established on June 22, 2004 pursuant to the Uniform Community Development District Act of 1980, otherwise known as Chapter 190, Florida Statutes, by St. Johns County Ordinance 2004-46. The Act provides, among other things, the power to manage basic services for community development, power to borrow money and issue bonds, and to levy and assess non-ad valorem assessments for the financing and delivery of capital infrastructure.

The District was established for the purposes of financing and managing the acquisition, construction, maintenance, and operation of a portion of the infrastructure necessary for community development within the District.

The District is governed by a Board of Supervisors (“Board”), which is comprised of five members. The Supervisors are elected by qualified electors, pursuant to Chapter 190, within the District. One of the Board of Supervisors, who is also a resident, is affiliated with the Developer, D.R. Horton, Inc. (“Developer”). The Board of Supervisors of the District exercises all powers granted to the District pursuant to Chapter 190, Florida Statutes.

The Board has the final responsibility for:

1. Allocating and levying special assessments.
2. Approving budgets.
3. Exercising control over facilities and properties.
4. Controlling the use of funds generated by the District.
5. Approving the hiring and firing of key personnel.
6. Financing improvements.

In evaluating how to define the government, for financial reporting purposes, management has considered all potential component units. The decision to include or exclude a potential component unit in the reporting entity was made by applying the criteria set forth by Generally Accepted Accounting Principles (GAAP) as defined by the Governmental Accounting Standards Board (GASB) in Statements Nos. 14 and 61. Based on the foregoing criteria, no potential component units were found.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the District conform to GAAP as applicable to governments in accordance with those promulgated by GASB. The following is a summary of the more significant policies:

Government-wide and Fund Financial Statements

The basic financial statements include both government-wide and fund financial statements.

The government-wide financial statements (i.e., the Statement of Net Position and the Statement of Activities) report information on all the non-fiduciary activities of the primary government. Governmental activities, which normally are supported by assessments, are reported separately from business-type activities, which rely to a significant extent on fees and charges for support.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

The business-type activities are reported separately in government-wide financial statements; however, at September 30, 2013, the District did not have any significant business-type activities. Therefore, no business-type activities are reported. Assessments and other items not properly included as program revenues (i.e., charges to customers or applicants who purchase, use, or directly benefit from goods or services) are reported as general revenues.

Separate financial statements are provided for governmental funds. Major individual governmental funds are reported as separate columns in the fund financial statements.

Measurement Focus, Basis of Accounting and Basis of Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows. Assessments are recognized as revenues in the year for which they are levied. Grants and other similar items are to be recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

Assessments, including debt service assessments and operation and maintenance assessments, are non-ad valorem special assessments imposed on all lands located within the District and benefited by the District's activities. Operation and maintenance assessments are imposed by the District prior to the start of the fiscal year which begins October 1st and ends on September 30th. Operation and maintenance special assessments are imposed upon all benefited lands located in the District. Debt service special assessments were imposed at the time of bond issuance upon certain benefiting lots and lands, and the amounts due annually are as described in each assessment resolution for each series of bonds issued by the District.

Assessments and interest associated with the current fiscal period are all considered to be susceptible to accrual and have been recognized as revenues of the current fiscal period. All other revenue items are considered to be measurable and available only when cash is received by the District.

The District reports the following major governmental funds:

General Fund – The General Fund is the primary operating fund of the District. It is used to account for all financial resources except those required to be accounted for in other funds.

Debt Service Fund – The Debt Service Fund is used to account for the accumulation of resources for the annual payment of principal and interest on long-term debt for the Series 2005 Bonds.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

For the year ended September 30, 2013, the District does not report any proprietary funds.

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements.

When both restricted and unrestricted resources are available for use, it is the government's policy to use restricted resources first, then unrestricted resources as they are needed. When committed, assigned, or unassigned resources are available for use in governmental fund financial statements, it is the government's policy to use committed resources first, followed by assigned resources, and then unassigned resources as needed.

Cash, Deposits and Investments

The District maintains deposits with "Qualified Public Depositories" as defined in Chapter 280, Florida Statutes. All Qualified Public Depositories must place with the Treasurer of the State of Florida securities in accordance with collateral requirements determined by the State's Chief Financial Officer. In the event of default by a Qualified Public Depository, the State Treasurer will pay public depositors all losses. Losses in excess of insurance and collateral will be paid through assessments between all Qualified Public Depositories.

Under this method, all the District's deposits are fully insured or collateralized at the highest level of security as defined by GASB Statement Number 40, *Deposits and Investment Disclosures (An Amendment of GASB Statement Number 3)*.

The District is authorized to invest in financial instruments as established by Section 218.415, Florida Statutes. The authorized investments include among others, direct obligations of the United States Treasury; the Local Government Surplus Funds Trust as created by Section 218.405, Florida Statutes; SEC registered money market funds with the highest credit quality rating from a nationally recognized rating agency; and interest-bearing time deposits or savings accounts in authorized financial institutions.

Capital Assets

Capital assets, which include primarily infrastructure assets (e.g., roads, sidewalks, water management systems, and similar items), are reported in the governmental activities column in the government-wide financial statements. Capital assets are defined by the District as assets with an initial/individual cost of more than \$5,000 and an estimated useful life in excess of two years. Such assets are recorded at historical cost and estimated historical cost if purchased or constructed. Donated assets are recorded at estimated fair market value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend asset lives are not capitalized. Major outlays for capital assets and improvements are capitalized as projects are constructed.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property, plant and equipment of the primary government are depreciated using the straight-line method over the following estimated useful lives:

Asset	Years
Infrastructure - water control	25
Infrastructure - recreational facilities	30
Infrastructure - entryway, landscaping	15
Furniture & fixtures	5

In the governmental fund financial statements, amounts incurred for the acquisition of capital assets are reported as fund expenditures. Depreciation expense is not reported in the governmental fund financial statements.

Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the Statement of Net Position. Bond premiums and discounts are deferred and amortized over the life of the bonds using the straight-line or effective interest method. Bonds payable are reported net of these premiums or discounts. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as current period expenses.

In the fund financial statements, governmental fund types recognize bond premiums and discounts during the current period. The face amount of the debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

Deferred Outflows/Inflows of Resources

In addition to assets, the Statement of Net Position will sometime include a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District does not have any of this type of item at September 30, 2013.

In addition to liabilities, the Statement of Net Position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. At September 30, 2013, the District only has one item, deferred revenue, which qualifies for reporting in this category. Deferred revenue results from assessments collected in advance of the year for which they were levied or imposed.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fund Equity

Net position in the government-wide financial statements represents the difference between assets and deferred outflows of resources and liabilities and deferred inflows of resources and is categorized as net investment in capital assets, restricted or unrestricted. Net investment in capital

assets represents assets related to infrastructure and property, plant and equipment, net of any related debt. Restricted net position represents the net position restricted by the District's bond covenants.

Governmental fund equity is classified as fund balance. Fund balance is further classified as nonspendable, restricted, committed, assigned, or unassigned. Nonspendable fund balance cannot be spent because of its form. Restricted fund balance has limitations imposed by creditors, grantors, or contributors or by enabling legislation or constitutional provisions. Committed fund balance is a limitation imposed by the District board through approval of resolutions. Assigned fund balances is a limitation imposed by a designee of the District board. Unassigned fund balance in the General Fund is the net resources in excess of what can be properly classified in one of the above four categories. Negative unassigned fund balance in other governmental funds represents excess expenditures incurred over the amounts restricted, committed, or assigned to those purposes.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the U.S. requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Budgets

The District is required to establish a budgetary system and an approved annual budget. Annual budgets are legally adopted on a basis consistent with GAAP for the General Fund. Any revision to the budget must be approved by the District Board. The budgets are compared to actual expenditures. In instances where budget appropriations and estimated revenues have been revised during the year, budget data presented in the financial statements represent final authorization amounts.

The District follows these procedures in establishing the budgetary data reflected in the financial statements:

- A. Each year the District Manager submits to the District Board a proposed operating budget for the fiscal year commencing the following October 1.
- B. A public hearing is conducted to obtain comments prior to adoption.
- C. Prior to October 1, the budget is legally adopted by the District Board.
- D. All budget changes must be approved by the District Board.
- E. Budgets are adopted on a basis consistent with accounting principles generally accepted in the United States of America.

Heritage Landing Community Development District

Notes to Financial Statements

NOTE 3 – CAPITAL ASSETS

The following is a summary of changes in the capital assets for the year ended September 30, 2013:

	Beginning Balance	Additions	Disposals	Ending Balance
Governmental Activities:				
<i>Capital assets not being depreciated:</i>				
Land	\$ 935,000	\$ -	\$ -	\$ 935,000
Total capital assets, not being depreciated	935,000	-	-	935,000
<i>Capital assets being depreciated:</i>				
Infrastructure - water control	2,649,052	-	-	2,649,052
Infrastructure - recreational facilities	6,237,142	-	-	6,237,142
Infrastructure - entryway, landscaping	1,412,896	-	-	1,412,896
Furniture & fixtures	74,947	10,613	-	85,560
Total capital assets, being depreciated	10,374,037	10,613	-	10,384,650
<i>Less accumulated depreciation for:</i>				
Infrastructure - water control	707,486	105,962	-	813,448
Infrastructure - recreational facilities	1,242,055	207,911	-	1,449,966
Infrastructure - entryway, landscaping	333,563	94,193	-	427,756
Furniture & fixtures	50,039	11,860	-	61,899
Total accumulated depreciation	2,333,143	419,926	-	2,753,069
Total capital assets, being depreciated, net	8,040,894	(409,313)	-	7,631,581
Governmental activities capital assets, net	\$ 8,975,894	\$ (409,313)	\$ -	\$ 8,566,581

Depreciation expense totaled \$419,926, of which \$208,686 was allocated to parks and recreation and \$211,240 was allocated to maintenance and operations on the Statement of Activities.

NOTE 4 – INVESTMENTS

Substantially all investments held at September 30, 2013 are reported at fair value based on quoted market prices, which approximates amortized cost. The following is a summary of the District's investments:

<i>September 30,</i>	2013	Credit Risk	Weighted Average Maturities
State Board of Administration Florida PRIME	\$ 3,435	S&P AAAM	44 days
State Board of Administration Fund B	1,045	n/a	4.04 years
Short-term Money Market Funds	1,190,993	S&P AAAM	48 days
Total investments	\$ 1,195,473		

Custodial credit risk – For an investment, custodial credit risk is the risk that the District will not be able to recover the value of the investments or collateral securities that are in the possession of an outside party. The District has no formal policy for custodial risk. At September 30, 2013, none of the investments listed above are exposed to custodial credit risk because their existence is not evidenced by securities that exist in physical or book entry form.

Heritage Landing Community Development District

Notes to Financial Statements

NOTE 4 – INVESTMENTS (CONTINUED)

Interest rate risk – The District does not have a formal policy for addressing interest rate risk; however, investments are made with discretion, to seek reasonable returns, preserve capital, and in general, avoid speculative investments. The District manages its exposure to declines in fair values from interest rate changes by reviewing the portfolio on an ongoing basis for changes in effective yield amounts.

Concentration risk – The District’s investment policy requires diversification, but does not specify limits on types of investments.

NOTE 5 – LONG TERM LIABILITIES

On May 1, 2005, the District issued \$17,305,000 of Special Assessment Bonds, Series 2005 with a fixed interest rate of 5.6%. The Bonds were issued to finance the acquisition and construction of certain improvements for the benefit of the District. Interest is paid semiannually on each May 1 and November 1. Principal on the Series 2005 Bonds is paid serially commencing on May 1, 2007 through May 1, 2036.

Long-term liability activity for the year ended September 30, 2013, was as follows:

	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year
<i>Governmental Activities</i>					
Bonds Payable:					
Series 2005	\$ 15,095,000	\$ -	\$ 305,000	\$ 14,790,000	\$ 325,000
Developer note payable (see Note 8)	913,622	-	-	913,622	-
	\$ 16,008,622	\$ -	\$ 305,000	\$ 15,703,622	\$ 325,000

At September 30, 2013, the scheduled debt service requirements on long-term bonds payable were as follows:

<i>Year Ending September 30,</i>	Principal	Interest	Total Debt Service
2014	\$ 325,000	\$ 828,240	\$ 1,153,240
2015	345,000	810,040	1,155,040
2016	365,000	790,720	1,155,720
2017	385,000	770,280	1,155,280
2018	405,000	748,720	1,153,720
2019-2023	2,410,000	3,375,120	5,785,120
2024-2028	3,185,000	2,618,280	5,803,280
2029-2033	4,215,000	1,618,120	5,833,120
2034-2036	3,155,000	359,800	3,514,800
	\$ 14,790,000	\$ 11,919,320	\$ 26,709,320

NOTE 5 – LONG TERM LIABILITIES (CONTINUED)

The Bond Indenture has certain restrictions and requirements relating principally to the use of proceeds to pay for infrastructure improvements and the procedure to be followed by the District on assessments to property owners. The District agreed to levy special assessments in annual amounts adequate to provide payment of debt service. The District is in compliance with the requirements of the Bond Indenture.

The Bond Indenture requires that the District maintain adequate funds in the reserve account to meet the debt service reserve requirement as defined in the Indenture. The requirement has been met for the fiscal year ended September 30, 2013.

NOTE 6 – RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; and natural disasters. The District maintains commercial insurance coverage to mitigate the risk of loss. Coverage may not extend to all situations. Management believes such coverage is sufficient to preclude any significant uninsured losses to the District. The District filed claims totaling \$37,387 under this commercial insurance coverage during the last three years.

NOTE 7 – MANAGEMENT COMPANY

The District has contracted with a management company to perform management advisory services, which include financial and accounting advisory services. Certain employees of the management company also serve as officers (Board appointed non-voting positions) of the District. Under the agreement, the District compensates the management company for management, accounting, financial reporting, and other administrative costs.

NOTE 8 – RELATED PARTY TRANSACTIONS

For the year ended September 30, 2013, the District assessed the Developer \$57,508 for operations and maintenance as well as \$63,800 for debt service costs through the local tax collector.

The District entered into a construction funding agreement with the Developer whereby the Developer advanced funds to the District for construction. Per the agreement, the advances are subject to reimbursement and are intended to be reimbursed if and when funds become available from the Series 2005 Bonds. The District did not repay the Developer for any advanced monies during the fiscal year ended September 30, 2013. At September 30, 2013, the District, subject to certain conditions, owes the Developer \$913,622 (see Note 5), which is included in Non-current liabilities due in more than one year on the accompanying Statement of Net Position.

NOTE 9 – CHANGE IN ACCOUNTING PRINCIPLES

In June 2011, the GASB issued Statement No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position*. This statement established standards for reporting deferred outflows of resources, deferred inflows of resources, and net position and creates a new format for the statement of financial position that requires deferred outflows of resources and deferred inflows of resources to be reported separately from assets and liabilities.

In March 2012, the GASB issued Statement No. 65, *Items Previously Reported as Assets and Liabilities*. This statement improves financial reporting by clarifying the appropriate use of the financial statement elements deferred outflows of resources and deferred inflows of resources to ensure consistency in financial reporting.

The District made the decision to implement these standards effective October 1, 2012.

As a result of implementation, government-wide net position at the beginning of the year ended September 30, 2013 has been restated. GASBS No. 65 requires, among other things, that bond issue costs be shown as current-period outflows of resources (expenses) and not capitalized. Accordingly, prior year deferred charges have been removed from the current year financial statements. The restatement resulted in a decrease in the beginning net position of \$304,549.

NOTE 10 – OTHER ITEMS

In September 2013, the District entered into a contract to have its pool refinished. Subsequent to year end, two subcontractors advised the District that they were not paid and threatened to record a lien against the property until they were paid. The contractor has assured the District that it will settle the dispute with no harm to the District. The District believes that there is a high likelihood of success in defending any claim made by a subcontractor.

Required Supplemental Information
(Other than MD&A)

Heritage Landing Community Development District

Budget to Actual Comparison Schedule - General Fund

<i>Year ended September 30,</i>	2013		
	Original and Final Budget	Actual Amounts (Budgetary Basis) (See Note A)	Variance with Final Budget
Revenues			
Assessments	\$ 1,075,548	\$ 1,108,275	\$ 32,727
Interest and other revenues	30,200	41,624	11,424
Total revenues	1,105,748	1,149,899	44,151
Expenditures			
General government	126,275	130,401	(4,126)
Maintenance and operations	555,150	520,971	34,179
Parks and recreation	424,323	411,707	12,616
Capital outlay	-	10,613	(10,613)
Total expenditures	1,105,748	1,073,692	32,056
Excess (deficit) of revenues over expenditures	-	76,207	76,207
Fund balances, beginning of year	-	1,091,308	1,091,308
Fund balances, end of year	\$ -	\$ 1,167,515	\$ 1,167,515

Note to Budgetary Comparison Schedule

Note A - Explanation of Differences between Budgetary Inflows and Outflows and GAAP Revenues and Expenditures

Budgetary and Financial Statement Fund	Expenditures	Beginning Fund Balance
Actual amounts (budgetary basis) from the budgetary comparison schedule	\$ 1,073,692	\$ 1,091,308
Assigned for capital reserves	(35,000)	(35,000)
As reported on the statement of revenues, expenditures, and changes in fund balances - governmental funds	\$ 1,038,692	\$ 1,056,308

**REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON
COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL
STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING
STANDARDS**

To the Board of Supervisors
Heritage Landing Community Development District
St. Johns County, Florida

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities and each major fund of Heritage Landing Community Development District (hereinafter referred to as the "District"), as of and for the year ended September 30, 2013, and the related notes to the financial statements, which collectively comprise the District's basic financial statements, and have issued our report dated March 28, 2014.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the District's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, we do not express an opinion on the effectiveness of the District's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. *A material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. *A significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of the internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit, we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the District's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the result of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Caru, Riggs & Ingram, L.L.C.

Miramar Beach, Florida
March 28, 2014

MANAGEMENT LETTER

To the Board of Supervisors
Heritage Landing Community Development District
St. Johns County, Florida

We have audited the financial statements of the Heritage Landing Community Development District ("District") as of and for the fiscal year ended September 30, 2013, and have issued our report thereon dated March 28, 2014.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and Chapter 10.550, Rules of the Florida Auditor General. We have issued our Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance with *Government Auditing Standards*. Disclosures in this report, which is dated March 28, 2014, should be considered in conjunction with this management letter.

Additionally, our audit was conducted in accordance with Chapter 10.550, Rules of the Auditor General, which governs the conduct of local governmental entity audits performed in the State of Florida. This letter includes the following information, which is not included in the aforementioned auditor's report:

Section 10.554(1)(i)1., Rules of the Auditor General, requires that we determine whether or not corrective actions have been taken to address findings and recommendations made in the preceding annual financial audit report. There were no recommendations made in the preceding annual audit report.

Section 10.554(1)(i)2., Rules of the Auditor General, requires our audit to include a review of the provisions of Section 218.415, Florida Statutes, regarding the investment of public funds. In connection with our audit, we determined that the District complied with Section 218.415, Florida Statutes.

Section 10.554(1)(i)3., Rules of the Auditor General, requires that we address in the management letter any recommendations to improve financial management. In connection with our audit, we did not have any such recommendations.

Section 10.554(1)(i)4., Rules of the Auditor General, requires that we address noncompliance with provisions of contracts or grant agreements, or abuse, that have occurred, or are likely to have occurred, that have an effect on the financial statements that is less than material but which warrants the attention of those charged with governance. In connection with our audit, we did not have any such findings.

Section 10.554(1)(i)5., Rules of the Auditor General, requires that the name or official title and legal authority for the primary government and each component unit of the reporting entity be disclosed in this management letter, unless disclosed in the notes to the financial statements. The information required is disclosed in the notes to the financial statements.

Section 10.554(1)(i)6.a., Rules of the Auditor General, requires a statement be included as to whether or not the local governmental entity has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and identification of the specific condition(s) met. In connection with our audit, we determined that the District did not meet any of the conditions described in Section 218.503(1), Florida Statutes during the year ended September 30, 2013.

Section 10.554(1)(i)6.b., Rules of the Auditor General, requires that we determine whether the annual financial report for the District for the fiscal year ended September 30, 2013, filed with the Florida Department of Financial Services pursuant to Section 218.32(1)(a), Florida Statutes, is in agreement with the annual financial audit report for the fiscal year ended September 30, 2013. In connection with our audit, we determined that these two reports were in agreement.

Pursuant to Sections 10.554(1)(i)6.c. and 10.556(7), Rules of the Auditor General, we applied financial condition assessment procedures. It is management's responsibility to monitor the District's financial condition, and our financial condition assessment was based in part on representations made by management and the review of financial information provided by same.

Our management letter is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and the Florida House of Representatives, the Florida Auditor General, Federal and other granting agencies, and applicable management, and is not intended to be and should not be used by anyone other than these specified parties.

Caru, Riggs & Ingram, L.L.C.

Miramar Beach, Florida
March 28, 2014