

Cimmaron II Apartments Limited Partnership

Financial Statements

Years Ended December 31, 2012 and 2011

And Supplementary Information

Year Ended December 31, 2012

Cimmaron II Apartments Limited Partnership

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INDEPENDENT AUDITOR'S REPORT

To the Partners of

Cimmaron II Apartments Limited Partnership
Anthony, New Mexico
and
Hector H. Balderas, New Mexico State Auditor

Report on the Financial Statements

We have audited the accompanying financial statements of Cimmaron II Apartments Limited Partnership, which comprise the balance sheets, as of December 31, 2012 and 2011, and the related statements of operations, changes in partners' equity (deficit), and cash flows for the years then ended, and the related notes to the financial statements.

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 an opinion on these financial statements based on our audits. We conducted our audits 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 Cimmaron II Apartments Limited Partnership'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 Cimmaron II Apartments Limited Partnership'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 opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Cimmaron II Apartments Limited Partnership as of December 31, 2012 and 2011, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying supplemental information shown on Pages 18 - 19 is presented for purposes of additional analysis as required by the *Consolidated Audit Guide for Audits of HUD Programs* issued by the U.S. Department of Housing and Urban Development, Office of the Inspector General, and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our reports dated May 20, 2013, on our consideration of Cimmaron II Apartments Limited Partnership's internal control over financial reporting, and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of those reports is to describe the scope of our testing of internal control over financial reporting or on compliance and the results of that testing and not to provide an opinion on internal control over financial reporting or on compliance. Those reports are an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Cimmaron II Apartments Limited Partnership's internal control over financial reporting and compliance.



Boothe, Vassar & Company

May 20, 2013
Big Spring, Texas

Cimmaron II Apartments Limited Partnership

Balance Sheets

December 31, 2012 and 2011

ASSETS

	<u>12/31/2012</u>	<u>12/31/2011</u>
Current Assets:		
Cash and Cash Equivalents	\$ 21,349	\$ 37,593
Accounts Receivable - Tenants	3,771	4,983
Accounts Receivable - PHA	4,481	1,397
Prepaid Expenses	18,968	20,123
Total Current Assets	<u>48,569</u>	<u>64,096</u>
Restricted Deposits & Funded Reserves:		
Tenant Security Deposits	32,916	44,256
Real Estate Tax & Insurance	59,745	52,943
Replacement Reserve	59,583	36,474
Operating & Operating Deficit Reserve	202,883	202,883
Developer Fee Escrow	275,135	275,135
Total Restricted Deposits & Funded Reserves	<u>630,262</u>	<u>611,691</u>
Property & Equipment:		
Land	677,882	677,882
Buildings	8,744,373	8,744,373
Site Improvements	713,281	713,281
Furnishings	414,966	414,547
Accumulated Depreciation	(412,142)	(116,131)
Total Property & Equipment	<u>10,138,360</u>	<u>10,433,952</u>
Other Assets:		
Deferred Finance Cost, net of amortization	55,751	58,107
Deferred Tax Credit Fees, net of amortization	9,931	10,658
Total Other Assets	<u>65,682</u>	<u>68,765</u>
Total Assets	<u>\$ 10,882,873</u>	<u>\$ 11,178,504</u>

*The accompanying notes are an integral part
of these financial statements*

Cimmaron II Apartments Limited Partnership

Balance Sheets

December 31, 2012 and 2011

LIABILITIES & PARTNERS' EQUITY

	<u>12/31/2012</u>	<u>12/31/2011</u>
Liabilities:		
Current Liabilities:		
Current Maturities of Long-Term Debt	\$ 7,740	\$ 6,655
Accounts Payable	1,119	13,090
Accounts Payable Management Fees	475	564
Accrued Interest	7,891	0
Accrued Expenses	12,249	11,484
Accrued - Property Taxes	14,360	0
Notes Payable	0	3,565
Total Current Liabilities	<u>43,834</u>	<u>35,358</u>
Deposits & Prepaid Liabilities:		
Tenant Security Deposits	31,978	30,956
Prepaid Tenant Fees	1,104	992
Total Deposits & Prepaid Liabilities	<u>33,082</u>	<u>31,948</u>
Long-Term Liabilities:		
Long-Term Debt (net of current maturities)	1,405,605	1,413,345
Deferred Development Fees	275,135	275,135
Total Long-Term Liabilities	<u>1,680,740</u>	<u>1,688,480</u>
Total Liabilities	<u>1,757,656</u>	<u>1,755,786</u>
Partners' Equity (Deficit)	<u>9,125,217</u>	<u>9,422,718</u>
Total Liabilities & Partners' Equity	<u>\$ 10,882,873</u>	<u>\$ 11,178,504</u>

*The accompanying notes are an integral part
of these financial statements*

Cimmaron II Apartments Limited Partnership
Statements of Operations
For the Years Ended December 31, 2012 and 2011

	12/31/2012	12/31/2011
Rental Income:		
Rental Income - Tenant Portion	\$ 443,068	\$ 369,720
Rental Income - PHA	47,828	16,190
Potential Rental Income	490,896	385,910
Lease Excess	7,993	3,351
Less: Vacancies	(20,162)	(62,084)
Less: Concessions	(6,241)	(4,389)
Total Rental Income	472,486	322,788
 Other Income:		
Interest Income	9	0
Tenant Charges	19,942	17,075
Miscellaneous Income	1,612	60,278
Total Other Income	21,563	77,353
 Total Income	 494,049	 400,141
 Operating Expenses:		
Administrative	112,412	106,178
Utilities	72,632	64,392
Maintenance	76,241	38,868
Taxes & Insurance	90,824	67,006
Financial Expense	99,308	40,230
Service Coordinator	1,040	0
Total Cost of Operations	452,457	316,674
 Net Income/(Loss) from Operations	 41,592	 83,467
 Non-Operating Income & (Expenses):		
Depreciation Expense	(296,011)	(84,896)
Amortization Expense	(3,082)	(1,027)
Organizational Costs	0	(1,800)
Total Non-Operating Income & (Expenses)	(299,093)	(87,723)
 Net Income/(Loss)	 \$ (257,501)	 \$ (4,256)

*The accompanying notes are an integral part
of these financial statements*

Cimmaron II Apartments Limited Partnership
Statements of Changes in Partners' Equity (Deficit)
For the Years Ended December 31, 2012 and 2011

	Total
Partners' Equity (Deficit), December 31, 2010	\$ (98,136)
Prior Year Correction: Capital Contribution	0
Net Income/(Loss): 12/31/2011	(4,256)
Partners' Capital Contributions	0
TCEP - Contributed Capital	\$ 9,525,110
Partners' Distributions	0
Partners' Equity (Deficit), December 31, 2011	\$ 9,422,718
Prior Year Correction: Net Income/(Loss) Allocation:	0
Net Income/(Loss): 12/31/2012	(257,501)
Partners' Capital Contributions	0
TCEP - Contributed Capital	0
Partners' Distributions	(40,000)
Partners' Equity (Deficit), December 31, 2012	\$ 9,125,217

*The accompanying notes are an integral part
of these financial statements*

Cimmaron II Apartments Limited Partnership

Statements of Cash Flows

For the Years Ended December 31, 2012 and 2011

Increase (Decrease) in Cash and Cash Equivalents

	<u>12/31/2012</u>	<u>12/31/2011</u>
Cash Flows From Operating Activities:		
Revenue:		
Rental Income - Tenant Portion	\$ 422,900	\$ 301,735
Rental Income - PHA	47,828	16,190
Other Income	19,951	17,075
Miscellaneous Income	1,612	60,278
Total Receipts	<u>492,291</u>	<u>395,278</u>
Expenses:		
Administrative	(111,364)	(132,593)
Utilities	(73,089)	(63,935)
Maintenance	(77,473)	(37,142)
Taxes & Insurance	(85,964)	(58,908)
Financial Expense	(91,417)	(42,333)
Service Coordinator	(1,040)	0
Organizational Costs	0	(1,800)
Tenant Security Deposits	12,362	(12,500)
Total Disbursements	<u>(427,985)</u>	<u>(349,211)</u>
Net Cash from Operating Activities:	<u>64,306</u>	<u>46,067</u>
Cash Flows From Investing Activities:		
Assets Place in Service	0	(9,631,726)
Property & Equipment	(419)	0
Assets in Development Stage	0	7,976,111
Replacement Reserve	(23,109)	(36,474)
Real Estate Tax & Insurance	(6,802)	(52,894)
Operating & Operating Deficit Reserve	0	(202,883)
Developer Fee Escrow	0	(275,135)
Developer Expenses	0	(25)
Accrued Liabilities - Construction	0	(730,618)
Deferred Finance Cost Paid	0	(58,892)
Deferred Tax Credits Fees Paid	0	(10,900)
TCEP - Capital Contribution	0	9,525,110
Net Cash from Investing Activities:	<u>(30,330)</u>	<u>6,501,674</u>

*The accompanying notes are an integral part
of these financial statements*

Cimmaron II Apartments Limited Partnership
Statements of Cash Flows
For the Years Ended December 31, 2012 and 2011
Increase (Decrease) in Cash and Cash Equivalents

	12/31/2012	12/31/2011
Cash Flows From Financing Activities:		
Principal Payments on Long-Term Debt	(6,655)	0
NMMFA 542(c) Risk Share Proceeds	0	1,420,000
Deferred Development Fees	0	(550,270)
TCEP Funds	0	(7,099,511)
Notes Payable	(3,565)	3,565
Construction Loan	0	(296,059)
Partners' Distributions	(40,000)	0
Net Cash from Financing Activities:	(50,220)	(6,522,275)
 Increase (Decrease) In Cash	 (16,244)	 25,466
Cash at Beginning of Period	37,593	12,127
 Cash at End of Period	\$ 21,349	\$ 37,593

*The accompanying notes are an integral part
of these financial statements*

Cimmaron II Apartments Limited Partnership
Statements of Cash Flows
For the Years Ended December 31, 2012 and 2011
Increase (Decrease) in Cash and Cash Equivalents

	12/31/2012	12/31/2011
Reconciliation of Net Profit (Loss) to Net Cash Provided by Operating Activities:		
Net Income (Loss)	\$ (257,501)	\$ (4,256)
Adjustments to Reconcile Net Profit (Loss) to Net Cash Provided by (Used in) Operating Activities:		
Depreciation Expense	296,011	84,896
Amortization Expense	3,082	1,027
(Increase) Decrease In Assets		
Accounts Receivable - Tenants	1,212	(4,458)
Accounts Receivable - PHA	(3,084)	(1,397)
Tenant Security Deposits	11,340	(42,256)
Prepaid Expenses	1,155	(16,968)
Increase (Decrease) In Liabilities		
Accounts Payable	(11,970)	1,140
Accounts Payable Management Fees	(89)	(2,004)
Accrued Interest	7,891	0
Accrued Expenses	765	1,698
Prepaid Tenant Fees	112	992
Accrued - Property Taxes	14,360	0
Notes Payable - Insurance	0	(2,103)
Tenant Security Deposits	1,022	29,756
Net Cash from Operating Activities	\$ 64,306	\$ 46,067
Supplemental Disclosures:		
Interest Paid	\$ 83,486	\$ 38,391

*The accompanying notes are an integral part
of these financial statements*

Cimmaron II Apartments Limited Partnership

Notes to Financial Statements

December 31, 2012 and 2011

NOTE A - ORGANIZATION

Cimmaron II Apartments Limited Partnership was organized in 2004 as a Limited Partnership to develop, construct, own, maintain, and operate an 84-unit rental housing project for mixed income tenants with both tax credit and market rate units. Twenty-four of the units were acquired through the purchase of an adjacent apartment complex and the remaining sixty units entered into substantial completion during April of 2011. The Project is located in the city of Anthony, New Mexico, and is currently known as Cimmaron II Apartments. The major activities of the Partnership are governed by the Partnership Agreement and the Internal Revenue Service Code Section 42.

The management of the Partnership and the ongoing management of Cimmaron II Apartments are vested in the Partners. The Partnership has hired JL Gray Company, an affiliate of one of the Partners, to provide day to day management for the property. Compensation for such services is as determined under the Partnership Agreement and Management Agreement.

The Project is financed and constructed under Section 542(c) of the Housing and Community Development Act, as amended, and is administered by the New Mexico Mortgage Finance Authority (MFA). Under this program, the Company provides housing to low and moderate income tenants, subject to regulation by MFA and the United States Department of Housing and Urban Development (HUD), as to rental charges and operating methods. Lower rental charges to tenants are recovered by the Project through rent subsidies provided by the local Public Housing Authority (PHA).

The Partnership is reported as a component unit of Mesilla Valley Public Housing Authority (MVPHA), previously Housing Authority of the City of Las Cruces, because MVPHA is a member of the General Partner of the Partnership. The Partnership has no component units.

NOTE B - SIGNIFICANT ACCOUNTING POLICIES

A summary of the Partnership's significant accounting policies consistently applied in the preparation of the accompanying financial statements are as follows:

Basis of Accounting

The Partnership utilized the accrual basis of accounting, whereby income is recognized as earned and expenses are recognized as obligations are incurred.

Cash and Cash Equivalents

Cash and cash equivalents consist of unrestricted short-term investments with an original maturity of three months or less, cash on deposit, money market funds and certificates of deposit.

Cash and Other Deposits

The Partnership maintains its cash in financial institutions insured by the Federal Deposit Insurance Corporation (FDIC). Deposit accounts, at times, may exceed federally insured limits. Cash and cash equivalents in excess of FDIC limits were \$347,482 and \$299,736 at December 31, 2012 and 2011, respectively. The Partnership has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents.

Cimmaron II Apartments Limited Partnership

Notes to Financial Statements

December 31, 2012 and 2011

NOTE B - SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Tenants' Security Deposits

Tenants' security deposits are held in a separate bank account. This account was funded in an amount greater than the security deposit liability as of December 31, 2012 and 2011.

Tenant Receivable and Bad Debt Policy

Tenant rent charges for the current month are due on the first of the month. The Partnership does not accrue interest on the tenant receivable balances. The Partnership has not established an allowance for doubtful accounts and does not use the reserve method for recognizing bad debts. Bad debts are treated as direct write-offs in the period management determines that collection is not probable.

Property and Equipment

Property and equipment are recorded at cost. Improvements are capitalized, while expenditures for maintenance and repairs are expensed as incurred. Upon disposal of depreciable property, the appropriate property accounts are reduced by the related costs and accumulated depreciation. Any resulting gains and losses are reflected in the statements of operations. Depreciation is provided for in amounts sufficient to relate the cost of depreciable assets to operations over their estimated service lives using the straight-line method.

Buildings	40
Site Improvements	20
Furnishings	7-10

The Partnership reviews its investment in real estate for impairment whenever events or changes in circumstances indicate that the carrying value of such property may not be recoverable. Recoverability is measured by a comparison of the carrying amount of the real estate to the future net undiscounted cash flow expected to be generated by the rental property including the Low Income Housing Tax Credits and any estimated proceeds from the eventual disposition of the real estate. If the real estate is considered to be impaired, the impairment to be recognized is measured at the moment by which the carrying amount of the real estate exceeds the fair value of such property. There were no impairment losses recognized in 2012 or 2011.

Income Taxes

No provision or benefit for income taxes has been included in these financial statements since taxable income passes through to, and is reportable by, the Partners individually. As of December 31, 2012, the Partnership's tax years for 2009, 2010 and 2011 are subject to examination by the federal and state tax authorities. With few exceptions, as of December 31, 2012, the Partnership is no longer subject to examinations by tax authorities for years before 2009.

Cimmaron II Apartments Limited Partnership

Notes to Financial Statements

December 31, 2012 and 2011

NOTE B - SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Rental Income

Rental Income is recognized as rentals become due. Rental payments received in advance are deferred until earned. All leases between the Partnership and the tenants of the property are operating leases.

Reclassifications

Certain items in the 2011 financial statements have been reclassified to conform to the 2012 presentation.

NOTE C - PARTNERS' PROFIT AND LOSS ALLOCATION AND DISTRIBUTIONS

The Partners of Cimmaron II Apartments Limited Partnership and their respective profit and loss percentages were as follows as of December 31, 2012 and 2011:

General Partner:

Cimmaron Apartments LLC to receive Net Income at 100.00%

Limited Partner:

JLG Properties, LLC to receive Net Loss at 100.00%

Cimmaron II Apartments Limited Partnership

Notes to Financial Statements

December 31, 2012 and 2011

NOTE D - LONG-TERM DEBT

The Project is financed with a 480-month note payable to New Mexico Mortgage Finance Authority under the 542(c) FHA-Insured Multifamily Loan Program in the original amount of \$1,420,000, with an interest rate of 6.7%. The note is payable in monthly installments of \$8,221 including interest through the maturity date. The unpaid principal of the loan is due January 2052. The accrued interest was \$7,891 and \$0 as of December 31, 2012 and 2011, respectively. Interest expensed on this note was \$91,377 and \$4,493 as of December 31, 2012 and 2011, respectively.

	<u>12/31/2012</u>	<u>12/31/2011</u>
	\$ 1,413,345	\$ 1,420,000
Total	<u>1,413,345</u>	<u>1,420,000</u>
Less: Current Portion	<u>7,740</u>	<u>6,655</u>
Long-Term Notes Payable	<u>\$ 1,405,605</u>	<u>\$ 1,413,345</u>

Aggregate maturities of the loans are approximated as follows

	<u>Principal</u>	<u>Interest</u>
December 31, 2013	\$ 7,740	\$ 94,459
2014	8,275	93,924
2015	8,847	93,353
2016	9,458	92,741
2017	10,112	92,088
2018-2022	62,056	448,942
2023-2027	86,669	424,329
2028-2032	121,045	389,952
2033-2037	169,057	341,941
2038-2042	236,111	274,887
2043-2047	329,762	181,236
2048-2052	<u>364,213</u>	<u>53,102</u>
Total	<u>\$ 1,413,345</u>	<u>\$ 2,580,954</u>

The apartment project is pledged as collateral for the mortgage. The mortgage loan is nonrecourse debt secured by deeds of trust on the related real estate.

Cimmaron II Apartments Limited Partnership

Notes to Financial Statements

December 31, 2012 and 2011

NOTE E - TCEP FUNDS

On December 18, 2009, the Partnership executed a \$9,525,110 TCEP Mortgage Note to New Mexico Mortgage Finance Authority. The terms of the loan begin upon its execution and end 180 months after commencement of the Compliance Period. There are no interest or scheduled principal payments due with respect to this loan. The amount subject to recapture shall be reduced by 6.67% of the original loan amount for each compliant year. In the event there is no uncured Recapture Event of Default at the time of termination, this TCEP Mortgage Note shall be forgiven. Due to the fact that the repayment of the loan is considered less than remote, the liability was reclassified to a capital contribution as of December 31, 2011.

NOTE F - RESERVE FUNDS

Developer Fee Holdback Escrow

In accordance with the TCEP Mortgage Note to New Mexico Mortgage Finance Authority, the Partnership shall establish a Developer Fee Holdback for a percentage of the developer fee. The Partnership elected to hold back 25% of the developer fee which will be released in ten equal installments beginning on the first anniversary of Stabilization, and annually thereafter. Stabilization will occur when certain conditions of the note have been met. The Developer Fees in escrow were \$275,135 and \$275,135 as of December 31, 2012 and 2011, respectively.

Replacement Reserve

In accordance with the TCEP Mortgage Note to New Mexico Mortgage Finance Authority, the Partnership shall establish a Replacement Reserve. The Partnership shall make deposits into the Replacement Reserve fund of \$25,200 annually, commencing upon permanent financing. The Partnership made a deposit of \$36,474 upon acquiring permanent financing during December 2011. The payments to escrow began in February 2012; therefore the current year deposits were for eleven months. Replacement Reserve balance was \$59,583 and \$36,474 as of December 31, 2012 and 2011, respectively.

Operating and Operating Deficit Reserve

In accordance with the TCEP Mortgage Note to New Mexico Mortgage Finance Authority, the Partnership funded an Operating Deficit Reserve fund in the amount of \$202,883. Funds are to be used for operating and debt service deficits. The Operating Reserve balance was \$202,883 and \$202,883 as of December 31, 2012 and 2011, respectively.

NOTE G - COMMITMENTS AND CONTINGENCIES

Tax Credit Exchange Program

The Low Income Housing Tax Credit Exchange Program Agreement entered into with New Mexico Mortgage Finance Authority states that no interest or scheduled principal payments are due with respect to the loan listed above. However, the entire principal of the loan will become due and payable if an event of default under the TCEP Agreement is failed to be cured. The Events of Default that would cause the loan to become due and payable include, but are not limited to the following:

Cimmaron II Apartments Limited Partnership

Notes to Financial Statements

December 31, 2012 and 2011

NOTE G - COMMITMENTS AND CONTINGENCIES *(continued)*

1. A Recapture Event of Default;
2. Failure to comply with the requirements of Section 42 of the Code;
3. Failure to observe or perform any term, condition or covenant in the TCEP Agreement;
4. A default under any of the Loan Documents;
5. Any representation or warranty made by the Owner or on behalf of Owner becomes materially incorrect or incomplete;
6. Failure by owner to commence construction of the project within the specified time period;
7. The Project is damaged or destroyed and cannot be restored for completion by the Completion Date and within the other terms;
8. Failure by owner to construct the project according to the contract documents;
9. For any cause (other than acts of God) that would suspend construction for a period of 20 consecutive days, construction is not carried on to permit completion by completion date, or construction is not progressing in accordance with the contract documents;
10. Failure by owner to pay the general contractor, mechanic, or supplier;
11. Property, Project or any part thereof are subject to a lien or security agreement except as provided in the TCEP Agreement;
12. Failure by owner to discharge, bond over or obtain title insurance against any mechanics' lien; or
13. The General Contractor or Owner shall become insolvent or be adjudicated bankrupt.

Regulatory Agreement Provisions

On December 14, 2011, the Company executed a 542 (c) Multifamily Insurance Program Regulatory Agreement with the New Mexico Mortgage Finance Authority in order to obtain the "risk-sharing" mortgage loan. The Company is required to abide by the regulatory agreement provisions including, but not limited to, (1) the maintenance of certain tenant income requirements, (2) limitations on surplus cash distributions, (3) Replacement Reserve requirements, and (4) compliance with Affirmative Fair Housing marketing plans.

NOTE H - TRANSACTIONS WITH AFFILIATES AND RELATED PARTIES

Management Fee

In accordance with the Management Agreement, the Partnership has incurred Management Fee expenses for services rendered in connection with the leasing and operation of the twenty-four units in operation for the Project. The current year management fee is equal to 6% of gross rental collections. Property Management Fees expensed were \$29,121 and \$20,198 during 2012 and 2011, respectively. The amounts due to the Management Agent related to Management Fees were \$475 and \$564 as of December 31, 2012 and 2011, respectively.

Development Fee

The Partnership has incurred a Development Fee of \$825,405 due to JL Gray Company and the General Partner, rendered to the Partnership for overseeing the construction of the Project. This Development Fee has been capitalized into the basis of the building. As of December 31, 2012, \$550,270 of this fee has been paid. The amounts due related to Development Fees were \$275,135 and \$275,135 as of December 31, 2012 and 2011, respectively.

Cimmaron II Apartments Limited Partnership

Notes to Financial Statements

December 31, 2012 and 2011

NOTE H - TRANSACTIONS WITH AFFILIATES AND RELATED PARTIES (continued)

Reimbursed Expenses

The Management Agent, an affiliate of one of the Partners, is reimbursed for a few expenses that are directly related to this property. Due to the nature and function of the Management Agent, some expenses are incurred for the property by the Management Agent. For example, the properties do not have access to credit cards in order to directly pay necessary items such as seminars and motels. These reimbursements qualify as eligible project expenses and do not duplicate expenses that are included in the management fee. The amounts due to the Management Agent related to reimbursed expenses are considered negligible as of December 31, 2012 and 2011, respectively.

NOTE I - CURRENT VULNERABILITY DUE TO CERTAIN CONCENTRATIONS

The Partnership's sole asset is Cimmaron II Apartments. The Partnership's operations are concentrated in the multifamily real estate market. In addition, the Partnership operates in a heavily regulated environment. The operations of the Partnership are subject to the administrative directives, rules, and regulations of federal, state, and local regulatory agencies. Such administrative directives, rules, and regulations are subject to change by federal and state agencies. Such changes may occur with little notice or inadequate funding to pay for the related cost, including the additional administrative burden, to comply with a change.

NOTE J - ACCRUED LIABILITIES

The accrued liabilities on the balance sheet contain the following:

Accrued Payroll Expenses	\$	1,476
Accrued Expenses - Audit Fees		10,773
Total Accrued Liabilities	\$	<u>12,249</u>

NOTE K - SUBSEQUENT EVENTS

The Project has evaluated subsequent events through May 20, 2013 which is the date the financial statements were available to be issued, and there are no subsequent events requiring disclosure.

**Cimmaron II Apartments Limited Partnership
Supplemental Information Required by HUD
Year Ended December 31, 2012**

Cimmaron II Apartments Limited Partnership
Supplementary Information Required by HUD
Year Ending December 31, 2012

1. SCHEDULE OF RESERVE FOR REPLACEMENTS

Balance as of January 1, 2012	\$ 36,474
Total Monthly Deposit	23,100
Interest Earned on Reserve for Replacement Account (Net of Service Fees)	9
Approved Withdrawals	<u>0</u>
Balance as of December 31, 2012	<u><u>\$ 59,583</u></u>

Deposits Suspended or Waived Indicator No

2. SCHEDULE OF OPERATING & OPERATING DEFICIT RESERVE

Balance as of January 1, 2012	\$ 202,883
Total Monthly Deposit	0
Interest Earned on Operating Reserve Account (Net of Service Fees)	0
Approved Withdrawals	<u>0</u>
Balance as of December 31, 2012	<u><u>\$ 202,883</u></u>

3. SCHEDULE OF CHANGES IN FIXED ASSETS

	Balance 12/31/2011	Additions	Deductions	Balance 12/31/2012
Land	\$ 677,882	\$ 0	\$ 0	\$ 677,882
Buildings	8,744,373	0	0	8,744,373
Site Improvements/Building Equipment	713,281	0	0	713,281
Furnishings	414,547	419	0	414,966
Totals	<u>\$10,550,083</u>	<u>\$ 419</u>	<u>\$ 0</u>	<u>\$10,550,502</u>
Accumulated Depreciation	<u>\$ 116,131</u>	<u>\$ 296,011</u>	<u>\$ 0</u>	<u>\$ 412,142</u>
Net Book Value	<u><u>\$10,433,952</u></u>			<u><u>\$10,138,360</u></u>

Schedule of Additions to Fixed Assets:

	<u>12/31/2012</u>
Stove	<u>419</u>
Totals:	<u><u>\$ 419</u></u>

Cimmaron II Apartments Limited Partnership
Computation of Surplus Cash, Distributions and Residual Receipts
Year Ending December 31, 2012

		<u>12/31/2012</u>
Cash:		
	Cash	54,265
	Total Cash	<u>\$ 54,265</u>
Current Obligations:		
	Accrued Mortgage Interest Payable	7,891
	Accounts Payable - 30 Days	1,595
	Accrued Expenses (not escrowed)	12,249
	Prepaid Revenue	1,104
	Tenant Security Deposits Liability	31,978
	Total Current Obligations	<u>54,817</u>
	Surplus Cash (Deficiency)	<u>\$ (552)</u>
Amount Available for Distribution During Next Fiscal Period:		
	Surplus Cash	<u>\$ 0</u>

Boothe, Vassar & Company

Certified Public Accountants

www.boothevassar.com

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INDEPENDENT AUDITOR'S 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 Partners of
Cimmaron II Apartments Limited Partnership
Anthony, New Mexico
and
Hector H. Balderas, New Mexico State Auditor

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 Cimmaron II Apartments Limited Partnership which comprise the balance sheet as of December 31, 2012, and related statements of income (loss), changes in partners' equity (deficit), and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon, dated May 20, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered Cimmaron II Apartments Limited Partnership'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 opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Cimmaron II Apartments Limited Partnership's internal control. Accordingly, we do not express an opinion on the effectiveness of Cimmaron II Apartments Limited Partnership'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 Partnership'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.

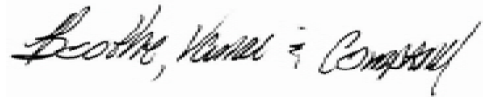
Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not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

Compliance

As part of obtaining reasonable assurance about whether Cimmaron II Apartments Limited Partnership's financial statements are free from 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 results of that testing, and not to provide an opinion on the effectiveness of the Partnership'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 Partnership's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.



Boothe, Vassar & Company

May 20, 2013
Big Spring, Texas

Boothe, Vassar & Company

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INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE FOR EACH MAJOR HUD PROGRAM AND REPORT ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE CONSOLIDATED AUDIT GUIDE FOR AUDITS OF HUD PROGRAMS

To the Partners of
Cimmaron II Apartments Limited Partnership
Anthony, New Mexico
and
Hector H. Balderas, New Mexico State Auditor

Compliance

We have audited Cimmaron II Apartments Limited Partnership's compliance with the specific program compliance requirements governing tenant application, eligibility, and recertification; units leased to extremely low-income families; tenant security deposits; management functions, fair housing and non-discrimination; unauthorized change of ownership/acquisition of liabilities; unauthorized transfer of beneficial interest; unauthorized loans of project funds; federal financial reports; cash receipts and disbursements; mortgage status; the replacement reserve; distribution to owners; equity skimming; and excess income described in the *Consolidated Audit Guide for Audits of HUD Programs* (the Guide) that could have direct and material effect on each of Cimmaron II Apartments Limited Partnership's major HUD-assisted programs for the year ended December 31, 2012. Cimmaron II Apartments Limited Partnership's major HUD-assisted program(s) is 542(c) Multifamily Insurance Program.

Management's Responsibility for Compliance

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to Cimmaron II Apartments Limited Partnership's HUD-assisted program(s).

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of Cimmaron II Apartments Limited Partnership's major HUD-assisted programs based on our audit of the specific compliance requirements referred to above. We conducted our audit of compliance 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 the Guide. Those standards and the Guide require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the compliance requirements referred to above that could have a direct and material effect on a major HUD program occurred. An audit includes examining, on a test basis, evidence about Cimmaron II Apartments Limited Partnership's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major HUD program. However, our audit does not provide a legal determination of Cimmaron II Apartments Limited Partnership's compliance.

Opinion on Each Major HUD Program

In our opinion, Cimmaron II Apartments Limited Partnership complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on each of its major HUD programs for the year ended December 31, 2012.

Internal Control Over Compliance

Management of Cimmaron II Apartments Limited Partnership is responsible for establishing and maintaining effective internal control over compliance with the compliance requirements referred to above. In planning and performing our audit of compliance, we considered Cimmaron II Apartments Limited Partnership's internal control over compliance with the requirements that could have a direct and material effect on each major HUD program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major HUD program and to test and report on internal control over compliance in accordance with the Guide, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of Cimmaron II Apartments Limited Partnership's internal control over compliance.

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

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

Purpose of this Report

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Guide. Accordingly, this report is not suitable for any other purpose.



Boothe, Vassar & Company

May 20, 2013
Big Spring, Texas

Cimmaron II Apartments Limited Partnership
Schedule of Findings and Responses
December 31, 2012

Current Year Audit Findings: December 31, 2012

None Noted

Cimmaron II Apartments Limited Partnership
Auditor's Comments on Audit Resolution
Matters Relating to HUD Programs
December 31, 2012

Prior Year Audit Findings: December 31, 2011

None Noted

Cimmaron II Apartments Limited Partnership

Mortgagor's Certification

December 31, 2012

We hereby certify that we have examined the accompanying financial statements and supplemental information of Cimmaron II Apartments Limited Partnership as of December 31, 2012, and to the best of our knowledge and belief, the same are complete and accurate.

Signatories:

Signed: Robbie R. Levey Date: 5/23/13

Name: Robbie Levey

Title: Executive Director
Mesilla Valley Public Housing Authority

Auditee Information:

505-325-6515
May 20, 2013
Cimmaron II Apartments Limited Partnership
825 4th St.
Anthony, New Mexico 88021

Cimmaron II Apartments Limited Partnership

Management Agent's Certification

December 31, 2012

We hereby certify that we have examined the accompanying financial statements and supplemental information of Cimmaron II Apartments Limited Partnership as of December 31, 2012, and to the best of our knowledge and belief, the same are complete and accurate.

Signed: _____

Date: _____

5/28/13

Name: Bobby Griffith

Title: CFO - Senior Executive

Management Company: JL Gray Company

Address: 1816 East Mojave St.
Farmington, NM 87401

Federal I.D. Number: 85-0327246

Cimmaron II Apartments Limited Partnership

Exit Conference

December 31, 2012

EXIT CONFERENCE

An exit conference was held on May 23, 2013, which was attended by the following:

Housing Authority Administration

Robbie Levey	Executive Director
Christine Gonzalez	Executive Assistant
Sharon Hansen	Accountant

Boothe, Vassar & Company

Kenneth Boothe	Lead Auditor, CPA
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Management Agent

Bobby Griffith	Chief Financial Officer
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Preparation of Financial Statements

The financial statements presented in this report were compiled by the auditor Boothe, Vassar & Company. However, the contents of the financial statements remain the responsibility of management.