



The Redevelopment Agency of the City of San José

January 12, 2006

Mitch Gardner
Union Bank of California
Corporate Trust Department
350 California Street, 11th Floor
San Francisco, CA 94104

Dear Mitch:

SUBJECT: Continuing Disclosure for Merged Area Redevelopment Project Tax Allocation Bonds:

<u>Main Cusip No. 798147</u>	
Series 1997	ND-NR
Series 1998	PM-PY
Series 1999	QU-QY
Series 2002	TB-UG
Series 2003	VV3
Series 2004	WV2
Series 2005	ZX5/C36

Pursuant to the Continuing Disclosure Agreement for the Merged Area Redevelopment Project Tax Allocation Bonds, I hereby submit the following required Annual Report for fiscal year ended June 30, 2005:

1. Agency's Comprehensive Annual Financial Report for the fiscal year ended June 30, 2005 is available at the Agency's web site at <http://www.sjredevelopment.org/Finance/financialinfo.htm>.
2. Schedule of Total Merged Area Available Tax Increment - Table I.
3. Projected Debt Service Coverage - Table II.
4. Description of Parity Debt (date, amount, term, rating, insurance) issued by the Agency in the fiscal year to which the Annual Report pertains:

Date Issued: *July 25, 2005*

Parity Debt Issued: *Merged Area redevelopment Project tax Allocation Refunding Bonds 2005 Series A and B*

Amount: *\$152,950,000 for Series A and \$67,130,000 for Series B for a total of \$220,080,000*

Term: *Serially due thru 2028 (23 years)*

Rating: *AAA*

Insurance: *MBIA for Series A and AMBAC for Series B*

5. Form of Certificate (Annual Review of Tax Revenues) of the Redevelopment Agency of the City of San Jose pursuant to Bond Indenture (this information was also provided to you on December 1, 2005).

As the Dissemination Agent for the Tax Allocation Bonds, please be informed that in compliance with the Continuing Disclosure Agreement we will electronically submit the above information on or before the February 1, 2006 due date to the Municipal Advisory Council of Texas thru its web site at www.DisclosureUSA.org for dissemination to NRMSIRs and SIDs, if any.

If you have any questions, please do not hesitate to give me call at (408) 795-1819.

Sincerely,



David Baum
Chief Financial Officer

CC: Patricia Deignan, Agency Chief Deputy Counsel

Attachments

REDEVELOPMENT AGENCY OF THE CITY OF SAN JOSE
MERGED AREA REDEVELOPMENT PROJECT
Total Merged Area Available Tax Revenues
Fiscal Year Ended June 30, 2005

Table I

Fiscal Year	Incremental Taxable Value	Tax Allocation (1)	Plus Supplemental Assessment	Less Housing Set-Aside	Less Rincon Requirement (2)	Less AB 1290 Payments	Less Senior Pass-Through (3)	Tax Revenues Available for Debt Service
1984/85	2,837,105,000	\$ 34,642,774	\$ 197,664	\$ 6,968,088	\$ 250,596	\$ -	2,231,749	\$ 25,390,005
1985/86	3,456,929,000	42,558,214	1,886,475	8,888,938	2,594,906	-	1,279,631	31,711,214
1986/87	4,202,613,000	47,283,475	2,584,010	9,973,497	2,534,000	-	-	37,359,988
1987/88	4,406,847,000	49,001,869	1,809,274	10,162,229	2,588,906	-	-	38,059,008
1988/89	5,066,800,000	57,043,205	1,362,140	11,681,069	2,248,775	-	1,479,127	42,996,374
1989/90	5,410,430,000	61,841,034	1,149,698	12,597,546	2,249,000	-	1,460,996	46,880,190
1990/91	5,848,605,000	64,789,744	1,542,369	13,266,423	2,174,000	-	1,600,503	49,291,187
1991/92	6,237,299,000	68,969,865	1,061,533	14,008,280	2,050,000	-	1,621,524	52,353,594
1992/93	6,421,209,000	69,579,880	1,470,116	14,209,999	-	-	1,670,148	55,169,849
1993/94	6,492,990,000	69,755,126	767,950	14,104,815	-	-	32,283	56,386,198
1994/95	6,034,448,000	65,369,460	923,349	13,258,562	-	-	32,263	53,001,984
1995/96	6,282,826,000	67,877,862	355,213	13,646,615	-	-	32,894	54,553,566
1996/97	6,951,525,000	74,371,699	1,650,373	15,204,414	-	-	33,538	60,784,120
1997/98	8,223,179,091	91,113,164	5,100,111	19,242,655	-	-	34,195	76,936,425
1998/99	9,933,973,046	106,298,489	5,918,307	22,443,359	-	-	34,894	89,738,573
1999/00	11,273,810,711	119,982,229	9,699,245	25,936,295	-	-	35,546	103,709,633
2000/01	12,684,748,178	134,649,256	7,502,078	28,430,267	-	-	36,242	113,684,825
2001/02	16,775,688,837	175,926,065	12,533,009	37,591,815	-	-	36,952	150,730,307
2002/03	17,635,838,531	187,447,745	10,577,850	39,605,119	-	1,832,408	-	156,588,068
2003/04	15,865,534,711	168,015,004	2,193,031	34,041,607	-	664,302	-	135,502,128
2004/05	13,943,724,073	148,329,398	1,647,080	29,995,295	-	461,364	-	119,519,819

(1) Includes unitary tax revenues.

(2) The 1977 Rincon Bonds were defeased in April 1992 by a deposit of cash in an escrow which provides for their full payment, thus no payments on the 1977 Rincon Bonds were made past fiscal year 1991/92.

(3) In 1993, the obligation to make payment under the County Agreement became subordinate to payments on the Bonds and a subordinate lien issue of tax allocation bonds sold in 1996. Also in 1993, the Agency entered into a Settlement Agreement with a school district. The school payment was a superior lien on Tax Revenue. The obligation terminated on June 30, 2002.

Source: Agency, County of Santa Clara and Urban Analytics, LLC.

REDEVELOPMENT AGENCY OF THE CITY OF SAN JOSE
 MERGED AREA REDEVELOPMENT PROJECT
 Projected Debt Service Coverage
 June 30, 2005

Table II

Tax Revenues	\$ 148,329,398
Anticipated Utility Revenues	-
Supplemental Assessment -	1,647,080
Allowances for Completed Construction	-
Gross Tax Allocation Revenues	149,976,478
Less: AB 1290 Pass-Through	(461,364)
Housing Set-Aside (20%)	(29,995,295)
Tax Revenue Available for Debt Service	\$ 119,519,819
Maximum Annual Debt Service on the Senior Lien, Parity Bonds (1)	\$ 107,036,111
Coverage	112%

(1) Total highest year debt service payment for 1993, 1997, 1998, 1999, 2002, 2003, 2004 and 2005 Bonds.

**FORM OF CERTIFICATE OF THE REDEVELOPMENT AGENCY OF
THE CITY OF SAN JOSE PURSUANT TO SECTION 35.05 OF THE INDENTURE
RELATING TO ITS TAX ALLOCATION BONDS**

The undersigned, the Chief Financial Officer of the Redevelopment Agency of the City of San José (the "Agency"), hereby certifies, pursuant to Section 35.05 of the Sixth Supplemental Indenture dated as of August 1, 2003 (the "Indenture") by and between the Agency and Union Bank of California, as trustee (the "Trustee"), hereby certifies as follows:

(i) The amount of tax increment revenue received by the Agency through Fiscal Year 2004-05 under the Merged Area Redevelopment Plans (but not including any tax increment revenue otherwise excluded under the Merged Area Redevelopment Plans' limitation on the amount of tax increment revenue that can be allocated to the Agency) is \$2,053,072,824.

(ii) The amount of tax increment revenue remaining available to be received by the Agency under the Merged Area Redevelopment Plans (but not including any tax increment revenue otherwise excluded under the Merged Area Redevelopment Plans' limitation on tax increment revenue that can be allocated to the Agency) is \$5,546,927,176.

(iii) (a) The amount of tax increment revenue expected to be received for each of the next three Fiscal Years (assuming a 2% increase in each Fiscal Year), is set forth below:

<u>Fiscal Year</u>	<u>Net Tax Increment Revenue⁽¹⁾</u>
2005 – 2006	\$119,751,726
2006 – 2007	\$122,146,761
2007 – 2008	\$124,589,696

(b) The amount of tax increment revenue remaining available to be received by the Agency under the Merged Area Redevelopment Plans (but not including any tax increment revenue otherwise excluded under the Merged Area Redevelopment Plans' limitation on Tax Increment Revenue that can be allocated to the Agency), after receipt of the revenues identified in (iii) (a) in each of the next three years is set forth below:

<u>Fiscal Year</u>	<u>Tax Increment Revenue Remaining to be Received⁽¹⁾</u>
2005 – 2006	\$4,295,602,306
2006 – 2007	\$4,173,455,545
2007 – 2008	\$4,048,865,849

(iv) The future cumulative annual debt service on the obligations list in (i) through (iv) of Section 35.05 of the Indenture, calculated as provided in said Section, is \$3,495,167,897.

(v) The future cumulative annual debt service on any Subordinated Indebtedness (determine as set forth in Section 6.08(i) of the 2003 Subordinate Indenture is \$166,220,250.

(vi) The sum of (iv) and (v) equals \$3,661,388,147. The amount is less than ninety percent (90%) of the amount set forth in (ii) with respect to tax increment revenues available to be received as of the prior Fiscal Year or the amount set forth in (iii) (b) with respect to the tax increment revenues available to be received during any of the next three Fiscal Years. [In the event the amount set forth in (iv) is greater than ninety percent (90%) of (y) the amount set forth in (ii) with respect to tax increment revenue in the prior Fiscal Year or (d) the amount set forth in (iii) (b) with respect to tax increment revenue during any of the next three Fiscal Years, the Agency must establish an escrow as provided in Section 35.05 of the Indenture or otherwise adopt a plan approved by an Independent Redevelopment Consultant as provided in said Section 35.05].

(vii) The amount of tax increment revenue received by the Agency during the prior Fiscal Year was \$149,976,478.

(viii) The amount of tax increment revenue, if any, used or escrowed during the prior Fiscal Year for use to pay interest on and principal of and redemption premiums, if any, on the 2003 Bonds, was \$6,959,573.

(ix) Capitalized terms used herein and not otherwise defined shall have the meanings assigned to them in the Indenture.

Dated: December 1, 2005

REDEVELOPMENT AGENCY OF THE CITY
OF SAN JOSE

BY: _____

David Baum

David Baum

Chief Financial Officer

⁽³⁾ Represents total tax increment minus 20% statutory housing set-aside and ½ of 1% for statutory AB1290 Pass-Through.