SECURITY FOR THE BONDS

Aviation Department Revenues

The Double-Barreled Aviation General Obligation Bonds (the “G.O. Bonds”) are secured first from the “Net Available Airport Revenues” as provided in the 2010 Resolution. The 2010 Resolution defines “Net Available Airport Revenues” as any unencumbered funds held for the credit of the Improvement Fund created under the Senior Trust Agreement after the payment of all obligations of the county pertaining to the County Airports which are payable pursuant to, and subject to the restrictions of (i) the Senior Trust Agreement, (ii) any Airline Use Agreement then in effect or (iii) any other indenture, trust agreement or contract. The G.O. Bonds are additionally a general obligation of the County, secured by the full faith and credit of the County and to the extent that “Net Available Airport Revenues are insufficient to pay debt service on the G.O. Bonds are payable from ad valorem taxes levied on all taxable property in the County without limit as to rate or amount.

General Obligation Pledge

The G.O. Bonds constitute a general obligation of the County, and in addition to being secured by the Net Available Airport Revenues, are secured by the full faith and credit of the County. The 2010 Resolution provides that the G.O. Bonds are payable first from the Net Available Airport Revenues, but if and to the extent that such Net Available Airport Revenues are insufficient to pay debt service on the G.O. Bonds as the same become due and payable, the G.O. Bonds shall be payable from ad valorem taxes levied by the County on all taxable property in the County without limit as to rate or amount. Such method will be used to impose ad valorem taxes sufficient to pay debt service on the G.O. Bonds to the extent that the amount on deposit in the Debt Service Account and the Reserve Account are insufficient. The County has covenanted in the 2010 Resolution not to take any action that will impair or adversely affect its rights to levy, collect and receive said ad valorem tax, or impair or adversely affect in any manner the pledge made in the 2010 Resolution or the rights of the Series 2010 Bondholders.

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$239,755,000
Miami-Dade County, Florida
Double-Barreled Aviation Bonds (General Obligation)
Series 2010

Dated: March 4, 2010 **Final Maturity:** 2041

Purpose:

The Series 2010 Bonds were issued pursuant to Ordinance No. 86-75 and Resolution Nos. R-1122-86 and R-1346-09 to finance or reimburse the County for costs of the acquisition, construction, improvement and/or installation by the Aviation Department of its MIA Mover Program and a portion of its North Terminal Program, make a deposit to the Reserve Account, pay cost of issuance, including the premium for a bond insurance for the Insured Series 2010 Bonds; and pay capitalized interest, on the Series 2010 Bonds through July 1, 2011.

Security:

The Series 2010 Bonds are payable ***first*** from the Net Available Airport Revenues derived from the Port Authority Properties ("PAP") under the provisions of the Trust Agreement. **Additionally, the Series 2010 Bonds are a general obligation of the County, secured by the full faith and credit and taxing power of the County. The Series 2010 Bonds are payable from ad valorem taxes levied on all taxable property in the in the County, to the extent that Net Available Revenues are insufficient to pay debt service on the Series 2010 Bonds.**

Form:

The Series 2010 Bonds were issued as fully registered bonds in denominations of $5,000 or any integral multiples of $5,000. The Series 2010 Bonds are book-entry only bonds initially registered in the name of The Depository Trust Company, New York, New York. Interest on the Series 2010 Bonds is payable January 1 and July 1 of each year, commencing July 1, 2010.

Agents:

Registrar:	U.S. Bank National Association, St. Paul, MN
Paying Agent:	U.S. Bank National Association, St. Paul, MN
Bond Counsel:	Greenberg Traurig, P.A., Miami, Florida
	Edwards & Associates, P.A. Miami, Florida
Disclosure Counsel:	Hunton & Williams LLP, Miami, Florida
	Law Offices Thomas H. Williams, Jr., P.L., Miami, Florida

Underlying Ratings:

Moody's:	Aa2
Standard & Poor's:	AA-

Call Provisions:

Optional Redemption:

The Series 2010 Bonds maturing on or before July 1, 2020, are not subject to optional redemption prior to maturity. The Series 2010 Bonds maturing on or after July 1, 2021 may be redeemed prior to their respective maturities at the option of the County, upon at least 15 days' notice, either in whole or in part, from any monies that may be available for such purpose, on any date on or after July 1, 2020, at a redemption price equal to 100% of the principal amount of such Series 2010 Bonds or a portion of the Series 2010 Bonds to be redeemed, plus accrued interest to the date of redemption, without premium.

Mandatory Redemption:

The Series 2010 Bonds maturing on July 1, 2034, and July 1, 2041 are subject to mandatory redemption prior to maturity at a redemption price equal to the principal amount of such Series 2010 Bonds, plus accrued interest, without premium, in the following principal amounts on July 1 of the years set forth below:

Redemption Date (July 1)	Amount
2033	$ 9,995,000
2034 (Final Maturity)	10,470,000
2035	10,970,000
2036	11,515,000
2037	12,090,000
2038	12,695,000
2039	13,330,000
2040	14,000,000
2041 (Final Maturity)	14,695,000

Projects Funded with Proceeds:

Proceeds were used to finance or reimburse the County for costs of the acquisition, construction, improvement and/or installation by the Aviation Department of its MIA Mover Program and a portion of its North Terminal Program

Refunded Bonds: NOT APPLICABLE

Refunded Bonds Call Date: NOT APPLICABLE

NOTE: *The Trust Agreement provides for the maintenance of a common Reserve Account to secure payment of all Bonds Outstanding under the Trust Agreement and requires the County to make deposits to the Reserve Account until the amounts on deposit therein (including amounts available under any Reserve Facilities) equal one-half of the maximum annual Principal and Interest Requirements for any Fiscal Year thereafter on all Bonds then Outstanding (the "Reserve Account Requirement").*

Furthermore, the Trust Agreement requires that any Reserve Facility must be with a provider rated on the date of deposit of such facility into the Reserve Account in one of the two highest rating categories (without regard to any gradations in such categories) of a nationally recognized rating agency (the "Threshold"). If, but only while any Bonds issued prior to December 15, 2002 are Outstanding under the Trust Agreement, the rating of the provider of any Reserve Facility previously provided falls below the Threshold with respect to each nationally recognized rating agency then maintaining a rating on such provider, the County shall either (i) replace such Reserve Facility with another Reserve Facility; (ii) deposit moneys in the Reserve Account in accordance with the Trust Agreement; or (iii) undertake a combination of such alternatives. Promptly upon obtaining actual knowledge of such reduction in ratings, the County is required, under the Trust Agreement, to notify the Trustee and the Co-Trustee of the occurrence of such event.

In 2008, three of the six Reserve Facility providers, Syncora Guarantee, Inc. (previously XL Capital Assurance Inc.) ("SYN"), CIFG Assurance North America, Inc. ("CIFG"), and Financial Guaranty Insurance Company ("FGIC"), were downgraded below the Threshold. The County advised the Trustee and Co-Trustee of the downgrades as required by the Trust Agreement, and the County deposited moneys into the Reserve Account in an amount equal to fund the shortfall in the Reserve Account resulting from the downgrades in existence at that time.

Subsequently, the Reserve Facilities provided by FGIC were upgraded above the Threshold by Standard & Poor's Ratings Services ("S&P") as a result of reinsurance by MBIA Insurance Corporation ("MBIA") of a substantial portion of FGIC's portfolio. On February 18, 2009, MBIA announced a restructuring in which MBIA Insurance Corp. of Illinois would assume the public finance portfolio from MBIA, including that portion of the FGIC portfolio reinsured by MBIA. MBIA Insurance Corp. of Illinois is currently rated AA- by S&P, which is above the Threshold.

As of July 20, 2010, the amount on deposit in the Reserve Account contained $171,509,010 in cash and $30,764,798 of Reserve Facilities (excluding the CIFG and SYN Reserve Facilities discussed above) and will be equal to the Reserve Account Requirement of $202,273,808 for all Bonds then Outstanding, including the Series 2010B Bonds, which were issued on August 5, 2010.

$239,755,000
Miami-Dade County, Florida
Double Barreled Aviation Bonds (General Obligations)
Series 2010
Debt Service Schedule

Fiscal Year Ending Sept. 30,	Type	CUSIP Number	Interest Rate	Principal	Interest	Total Debt Service
2011	Serial				$ 11,485,428	$ 11,485,428
2012	Serial	59333FJY7	2.000%	$ 3,945,000	11,485,428	15,430,428
2013	Serial	59333 FJZ4	4.000	4,025,000	11,406,528	15,431,528
2014	Serial	59333FKA7	5.000	4,185,000	11,245,528	15,430,528
2015	Serial	59333FKB5	4.000	4,395,000	11,036,278	15,431,278
2016	Serial	59333FKC3	2.700	4,570,000	10,860,478	15,430,478
2017	Serial	59333FKD1	5.000	4,695,000	10,737,088	15,432,088
2018	Serial	59333FKE9	5.000	4,930,000	10,502,338	15,432,338
2019	Serial	59333FKF6	3.500	4,095,000	10,255,838	14,350,838
	Serial	59333FKW9	5.000	1,080,000		1,080,000
2020	Serial	59333FKG4	4.000	5,375,000	10,058,513	15,433,513
2021	Serial	59333FKH2	5.000	5,590,000	9,843,513	15,433,513
2022	Serial	59333FKJ8	5.000	5,870,000	9,564,013	15,434,013
2023	Serial	59333FKK5	5.000	6,160,000	9,270,513	15,430,513
2024	Serial	59333FKL3	4.000	2,625,000	8,962,513	11,587,513
	Serial	59333FKX7	5.000	3,845,000		3,845,000
2025	Serial	59333FKM1	5.000	6,765,000	8,665,263	15,430,263
2026	Serial	59333FKN9	5.000	7,105,000	8,327,013	15,432,013
2027	Serial	59333FKP4	5.000	7,460,000	7,971,763	15,431,763
2028	Serial	59333FKQ2	5.000	7,835,000	7,598,763	15,433,763
2029	Serial	59333FKR0	5.000	8,225,000	7,207,013	15,432,013
2030	Serial	59333FKS8	4.500	415,000	6,795,763	7,210,763
	Serial	59333FKY5	5.000	8,220,000		8,220,000
2031	Serial	59333FKU3	5.000	9,065,000	6,366,088	15,431,088
2032	Serial	59333FKV1	5.000	9,520,000	5,912,838	15,432,838
2033	Term 1	59333FKZ2	4.750	9,995,000	5,436,838	15,431,838
2034	Term 1	59333FKZ2	4.750	10,470,000	4,962,075	15,432,075
2035	Term 2	59333FKT6	5.000	10,970,000	4,464,750	15,434,750
2036	Term 2	59333FKT6	5.000	11,515,000	3,916,250	15,431,250
2037	Term 2	59333FKT6	5.000	12,090,000	3,340,500	15,430,500
2038	Term 2	59333FKT6	5.000	12,695,000	2,736,000	15,431,000
2039	Term 2	59333FKT6	5.000	13,330,000	2,101,250	15,431,250
2040	Term 2	59333FKT6	5.000	14,000,000	1,434,750	15,434,750
2041	Term 2	59333FKT6	5.000	14,695,000	734,750	15,429,750
Totals				$ 239,755,000	$ 234,685,664	$ 474,440,664

MIA

MIAMI INTERNATIONAL AIRPORT

Delivering Excellence Every Day