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ATTACHMENT A



June 27, 2005

Mr. Richard Kula
Federal Aviation Administration
2300 East Devon Avenue, Room 210
Des Plaines, IL 60018

Re: SIR DTFAGL-05-R-00027

Dear Mr. Kula:

We are pleased to submit this letter report to the Federal Aviation Administration (FAA) concerning the application of the City of Chicago (City) for a letter of intent (LOI) to help fund the City's O'Hare Modernization Program (OMP) at O'Hare International Airport (City or Airport). The report and the accompanying financial model are submitted in full satisfaction of the LOI work described under the subject SIR. We understand GRA continues to work with the FAA in connection with the benefit cost analysis (BCA) work required under the subject SIR. This letter report addresses specific questions raised by the FAA in the Statement of Work and provides additional data and documentation about the workings of the financial model that was developed specifically for the FAA.

CITY'S CURRENT FINANCIAL SITUATION

Underlying Bond Ratings

All of the Airport's revenue bonds and PFC revenue bonds enjoy favorable ratings from the three major rating agencies. Moody's and S&P maintain a stable outlook on the Airport credit. Fitch, however, maintains a negative outlook. In a report dated November 2003, the agency reported "the long-term Rating Outlook for O'Hare remains Negative due to the continued financial difficulties experienced by the nation's airlines, particularly United and American, as well as the rising fixed costs associated with the airport's capital program." Moody's also had previously maintained a "Negative Outlook" on the Airport, however in November 2004 Moody's revised the outlook to "Stable."

Table 1
O'Hare International Airport Bond Ratings
 (as of June 2005)

	Fitch		Moody's		S&P	
	Rating	Outlook	Rating	Outlook	Rating	Outlook
First Lien Chicago O'Hare Revenue Bonds	AA-	Negative	A1	Stable	A+	Stable
Second Lien Chicago O'Hare Revenue Bonds	AA-	Negative	A1	Stable	A+	Stable
Third Lien Chicago O'Hare Revenue Bonds	A	Negative	A2	Stable	A	Stable
First Lien Passenger Facility Revenue Bonds	A	Negative	A1	Stable	A+	Stable
Second Lien Passenger Facility Revenue Bonds	A	Negative	A2	Stable	A	Stable

Sources: Fitch, Moody's, and S&P websites.

Financial Statements

As of December 31, 2003 the City had unrestricted current assets of \$145.5 million, of which \$96.7 million represented unrestricted cash and cash equivalents. The City also had \$732.3 million restricted cash and cash equivalents mostly in various bond accounts.

As of December 31, 2003 the City had a total of \$4.0 billion outstanding net debt obligations, which equated to a debt per enplaned passenger of \$115. Our understanding is that the City issued an additional \$385 million in bonds in November 2004, however all but \$29 million was to refund existing debt. In 2003, the debt service coverage ratio on First and Second Lien Chicago O'Hare Revenue Bonds was 1.65x while coverage on Third Lien Chicago O'Hare Revenue Bonds was 1.05x.

Table 2
Net Debt Obligations
 (as of December 31, 2003)

First Lien Chicago O'Hare Revenue Bonds	\$ 266,125,000
Second Lien Chicago O'Hare Revenue Bonds	1,338,125,000
Third Lien Chicago O'Hare Revenue Bonds	1,626,155,000
First Lien Passenger Facility Revenue Bonds	206,230,000
Second Lien Passenger Facility Revenue Bonds	697,645,000
Commercial Paper Notes	1,331,000
Subtotal	\$ 4,135,611,000
Less adjustments*	(135,323,598)
Net debt obligations	\$ 4,000,287,402

Source: City of Chicago Basic Financial Statements as of December 31, 2003.

*Includes various adjustments such as current payments held by trustee, deferred bond refunding savings, and unamortized discount.



Lease Agreements

The Airport's major airlines operate under an Airport Use Agreement and Terminal Facilities Lease (Lease) that expires May 11, 2018. Under the Lease, the airlines operate under a residual rate making regime whereby they guarantee debt service coverage of 1.10x on revenue bond obligations (First, Second, and Third series) will be produced in each year as well as compliance with certain other bond covenants. To the extent that coverage is not met the City has the right and obligation to increase airline fees and charges, and the airlines have the obligation to pay such fees and charges.

The airlines, however, have majority-in-interest (MII) rights to review and approve airport capital projects. Generally under the Lease, the City can only include the costs of capital projects in the airline rates and charges after receipt of approval of a majority-in-interest of the signatory airlines. The City's LOI Application states that "[For Phase I] the financing plan requires a minimum \$300 million LOI commitment by the FAA as a condition to the airline funding commitment." The LOI Application further states that "If an LOI request is not approved, an alternative method for funding the LOI Projects would be to attempt to secure additional airline MII approvals to issue additional GARBs to finance the construction costs previously identified as being funded with an LOI grant. Estimated debt service payments resulting from an additional \$300 million GARB issuance would be approximately \$24 million annually." This states that the airline approval for the OMP is conditional upon a \$300 million LOI from the FAA.

Status of Passenger Facility Charge (PFC) Program

As of December 31, 2003 the City has \$903.8 million in outstanding First and Second Lien Passenger Facility Revenue Bonds. The bonds are secured solely by a pledge of PFC revenues (i.e., "PFC backed bonds"). Annual debt service on these bonds equates to about \$73.5 million until 2015. During the period of 2016-2018, annual debt service on these bonds gradually decreases to \$44.3 million, and then remains at \$44.3 million until the term expires in 2032. The Airport can issue additional PFC Backed Bonds provided that historical PFC revenues cover existing debt service by 1.30x or, alternatively, projected PFC revenues cover existing and proposed debt service by 1.40x. .

As of March 31, 2005 according to the PFC quarterly reports, the total cumulative PFC Revenues (including interest) were \$1.182 billion and \$981 million respectively for a PFC fund balance of \$201 million. In 2004, the City collected \$136.2 million PFC revenues from 37.8 million enplanements, implying that 82 percent of the total enplanements are eligible for PFC collection.¹

1. The City used 83.5 percent eligibility in the OMP Phase 1 plan of finance, which we adopted for our analysis.



OMP GARB Funding

The long-term credit fundamentals of the Airport support the expectation that it would be able to issue additional GARBs to finance the cost of the OMP, although not without limitation. Credit strengths of the Airport include its role in the national air transportation system given its strategic mid-continent location; the size and growth of its service area, which support a strong origin-destination air travel demand; its established status as a two-airline hub; and its growing role as an international gateway. The principal long-term rating concerns are the increasing level of connecting traffic and the possibility of substantial additional debt to finance the cost of the Airport capital program.

The Airport plans to issue general airport revenue bonds to fund the majority of the OMP, with a second pledge of available PFC revenues.² Under the existing residual rate-setting methodology set out in the Lease, revenues from landing fees and other airline charges together with revenues from other sources will be sufficient to meet the net debt service requirements. However, the increasing level of airline charges may, in combination with other factors associated with a high cost structure, erode the ability of the Airport to issue additional GARBs.

COMPARATIVE COSTS PER ENPLANED PASSENGER DATA

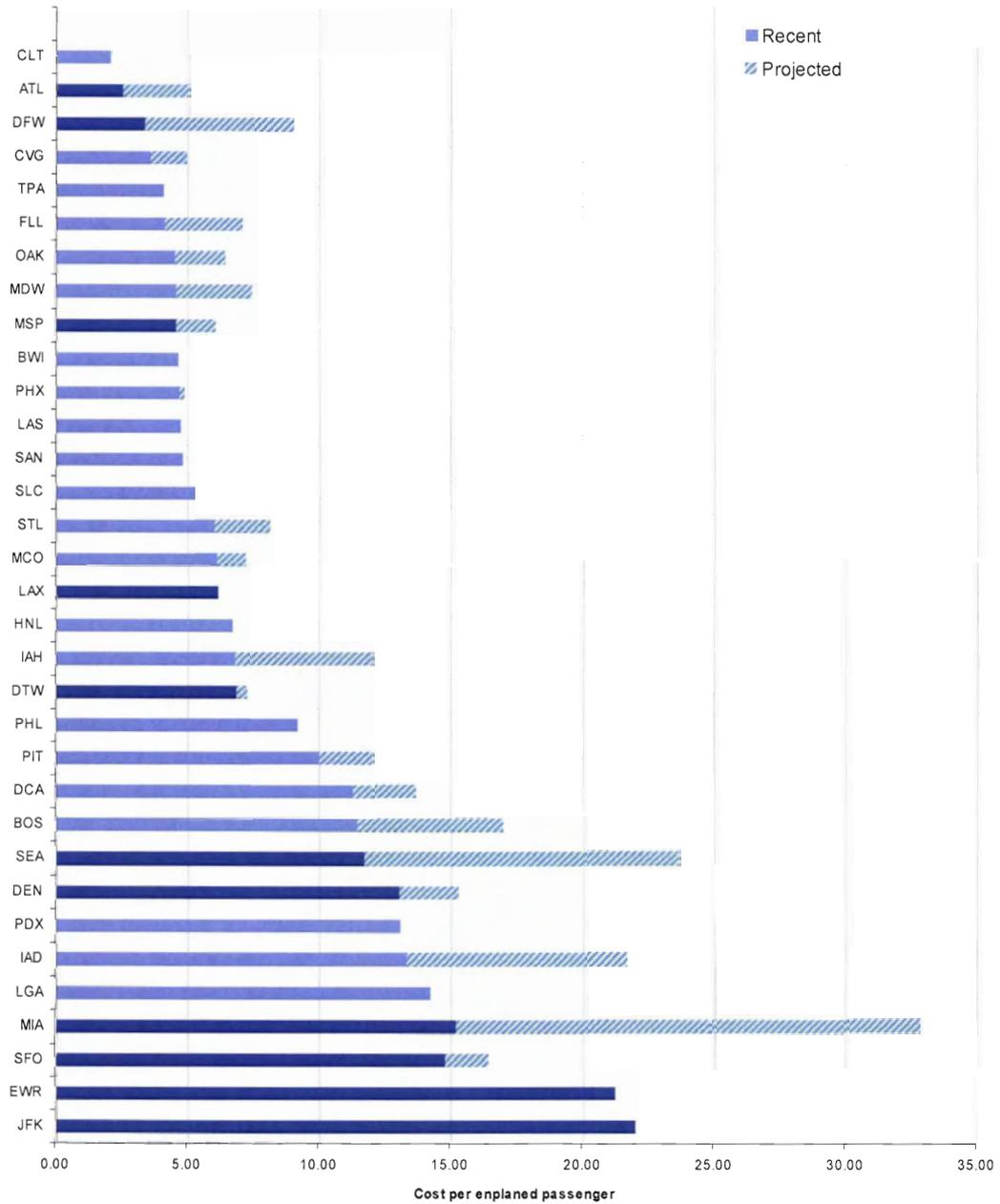
Costs per enplanement (CPE) represents airline payments in landing fees, terminal rents and user fees, and related charges expressed in relation to enplaned passengers. CPE is a common but imperfect measure used in the airport industry to compare costs that airlines pay at different airports. FAA has identified certain comparable airports including ATL, DEN, DFW, DTW, EWR, JFK, LAX, MIA, MSP, SEA, and SFO. Recent and projected (if available) costs per enplaned passenger for all of the large hub airports is charted below, selected airports are shown in blue color.

The City budgeted a \$9.24 CPE for the Airport in FY2003 and \$8.89 for FY2004, as shown in the Master Plan, Table VII-9.

2. The City plans to use available PFC revenues to pay for the debt service of GARBs, therefore, such debt service is not included in the rate base.



Figure 1
Cost Per Enplanements – Large Hub Airports



Source: Various Official Statements, rating agency reports, FAA Form 127, and other available sources.



BASE CASE FINANCIAL MODEL

Underlying Assumptions

The “Base Case” model relies upon historical and projected financial information received from the City and its financial consultant Ricondo & Associates (R&A). The projected information is based upon assumptions used, and believed to be reasonable, by the City, R&A, and other City representatives and consultants. The Company has not independently validated the accuracy of projections received from the City and R&A that were used and is not able to make a determination as to the reasonableness of all key assumptions. In structuring the analysis the Company has verified, to the extent possible, that data received from R&A is consistent with available Source Documents (including the Letter of Intent application, Master Plan, Environmental Impact Statement, Airport Official Statements, and other sources as available). Certain assumptions that were independently verified or reviewed by the Company are specifically noted.

In developing this financial model the Company’s primary objectives were to (1) reconstruct the R&A Base Case model (as adjusted by more current assumptions provided by the FAA) using a working interactive financial model and (2) generate scenario analyses to respond to the specific queries posed by the FAA. The scenario analyses including revisions to the Base Case (described below) were guided by assumptions either provided directly by the FAA or in discussions with the FAA.

Model Overview and Key Assumptions

The Base Case financial model is comprised of three capital plan scenarios, OMP Phase I only (3 projects totaling \$2.88 billion in project costs), OMP Phase I and Phase II (7 projects totaling \$7.96 billion in project costs), and the Master Plan (i.e., the OMP, CIP, and WGP, which total \$15.4 billion in project costs). Key assumptions include:

- Unconstrained enplaned passengers projection consistent with the Draft Environmental Impact Statement
- \$6.00 PFC effective in 2011 consistent with Source Documents
- PFC starting fund balance in 2005 based upon the December 2004 PFC quarterly report as adjusted for more recent data contained in the March 2005 PFC quarterly report
- Future PFC pay-as-you-go expenditures as provided by R&A
- Future debt service on existing PFC backed debt from 2001 Official Statement
- PFC coverage requirement only on existing PFC backed debt
- AIP Entitlement according to existing formulas, decreasing to zero in 2011 when \$6.00 PFC is implemented consistent with Source Documents



- 83.5 percent of enplaned passengers eligible for PFC charge consistent with Source Documents
- Operation & Maintenance Expenses and (including incremental) generally consistent with Source Documents
- Nonairline revenues consistent with Master Plan
- Consistent with Source Documents the FAA awards the City the expected \$300 million LOI for OMP Phase I, an additional award of \$300 million LOI for OMP Phase II, however the FAA assumes a different reimbursement schedule than contemplated in the City's plan of finance and represented in Source Documents
- Any shortfalls are funded with GARBs assuming incremental additions of \$9.35 million debt service per \$100 million of funding needs using similar bond sizing assumptions used in the Source Documents and assuming a 3 year capitalized interest period

A full set of model exhibits contains all calculations necessary to derive the complete analysis results and the source documentation as well as the interdependency between the exhibits is documented in each exhibit. The model projects results through 2015 covering the critical period up through scheduled beneficial use of the facilities and expiration of the capitalized interest periods for the OMP Phase I and OMP Phase II debt service. However, the 2015 results do not include the final impact of the Master Plan since debt services comes online in later years.

Exhibit A – Summary of Selected Scenario.

Exhibit 1.0 – Enplaned Passengers

Exhibit 2.1 – Summary Capital Improvement Plan and Funding

Exhibit 2.2 – Original Detail Capital Improvement Plan and Funding

Exhibit 3.1 – AIP Fund Projection and Cash Flow

Exhibit 3.2 – AIP LOI

Exhibit 4.0 – PFC Fund Projection and Cash Flow

Exhibit 5.0 – Net Debt Service

Exhibit 6.1 – Operation and Maintenance Expenses

Exhibit 6.2 – Fund Deposits

Exhibit 7.0 – Nonairline Revenues

Exhibit 8.0 – Airline Requirements and Cost per Enplanement



Discussion of Results

The Base Case with the Master Plan capital scenario selected produces a higher CPE than the Master Plan, due in part to the additional funding needs necessary because of the FAA's revised LOI reimbursement assumptions, but more so due to the revised enplaned passenger forecast. Nearly all passenger facility charges are used in every year of the projection, highlighting the importance of the City's \$6.00 PFC effective in 2011. A small amount of AIP entitlement remains unused in each year of the projection indicating that the City may have additional resources available to fund the Master Plan, however the annual excess amount (if any) is relatively insignificant when compared to the full funding plan.

Appendix A contains a full set of the Base Case model exhibits for each capital scenario: OMP Phase I only (Appendix A1), OMP Phase I and Phase II (Appendix A2), and the Master Plan (Appendix A3).

SCENARIO ANALYSIS

To further assist the FAA in evaluating sensitivities to the "Base Case", the model was prepared with capability to run numerous scenarios by changing key variables (singularly or in combination). A set of scenario analyses evaluating the impact of certain significant scenarios including increases in construction costs, construction delays, revised LOI amount or reimbursement schedules, and reduced PFC levels are summarized in Table 3 and discussed below. Please see Appendix B for a full set of Exhibit A's containing summaries of each respective scenario.



**Table 3
Summary of Scenario Analysis**

	Capital Plan (Amount)	Amount GARB Financed	2015 Metrics		
			Annual Net Debt Service	PFC Fund Ending Ending Balance	Cost per Epx
BASE SCENARIO					
\$300M LOI for Phase I, \$300M LOI for Phase II (10 year reimbursement) -- \$6.00 PFC -- No Delay -- No Cost Increase					
OMP Phase I	\$ 2,880,342	\$ 1,603,373	\$ 303,498	\$ 754,874	\$ 13.19
Full OMP	7,959,168	4,555,014	589,577	227,031	20.52
Master Plan	13,950,982	8,691,696	1,012,530	30,982	30.43
SCENARIO ANALYSIS (BY CAPITAL PLAN)					
OMP Phase I					
Base Scenario w/ LOI Adjustments in Phase I					
\$200M LOI (10 yrs)	2,880,342	1,703,373	304,527	754,874	13.21
\$100M LOI (10 yrs)	2,880,342	1,803,373	314,067	754,874	13.42
\$300M LOI (15 yrs)	2,880,342	1,703,373	310,139	754,874	13.33
Base Scenario w/ 12 month delay in 2007	2,902,195	1,625,226	305,339	754,874	13.23
Base Scenario w/ 15% cost increase	3,312,393	2,035,424	343,107	754,874	14.04
Full OMP					
Base Scenario w/ LOI Adjustments in Phase I					
\$200M LOI (10 yrs) Phase I	7,959,168	4,655,014	590,606	227,031	20.54
\$100M LOI (10 yrs) Phase I	7,959,168	4,755,014	600,145	227,031	20.74
\$300M LOI (15 yrs) Phase I	7,959,168	4,655,014	596,217	227,031	20.66
Base Scenario w/ no Phase II LOI and LOI Adjustments in Phase I					
\$300M LOI (10 yrs) Phase 1	7,959,168	4,765,014	601,081	227,031	20.76
\$200M LOI (10 yrs) Phase 1	7,959,168	4,865,014	602,109	227,031	20.79
\$100M LOI (10 yrs) Phase 1	7,959,168	4,965,014	611,649	227,031	20.99
\$300M LOI (15 yrs) Phase 1	7,959,168	4,865,014	607,721	227,031	20.91
Base Scenario w/ 12 month delay in 2013	7,959,668	4,555,514	589,577	227,031	20.52
Base Scenario w/ 15% cost increase	9,153,043	5,748,889	701,980	227,031	22.94
Master Plan					
Base Scenario w/ \$4.50 PFC	13,950,982	8,691,696	1,041,635	-	31.05

Capital Costs Increase

In this scenario, it is assumed that all projects costs would be increased by 15 percent and the incremental capital needs will be financed with GARB debt as needed. Thus an increase of 15 percent of the total project costs impacts the amount of necessary GARB funding (and debt service) by much more than 15 percent. As shown the CPE impact in this scenario is more material than the capital delay scenario, and revised LOI scenarios.

Capital Delay

In this scenario it is assumed that a twelve month delay in 2007 for OMP Phase I, and 2013 for OMP Phase I and Phase II. The delay is unexpected in that the capital funding necessary to fund the project costs is not delayed or shifted outward into the following year and thus may impact the airline rate base prior to beneficial occupancy of the facilities. Due to the delay the capital costs are increased five percent and additional funding is required the following year to



complete the selected capital scenario. In addition the incremental operating and maintenance expenses are shifted outward by one year to account for the delay. Under these assumptions the long term impact of delay essentially equates to the additional capital costs necessary to fund the 15 percent increase in the project costs; however due to capitalized interest periods being three years on assumed new debt to fund the shortfall the impact is not always apparent in 2015 (when selecting OMP Phase I and Phase II).

Revised LOI Amount or Reimbursement Schedule

In this scenario it was assumed that the FAA would award varying amounts of LOI's for each capital scenario under various reimbursement time periods. As shown in the table the LOI award does have a significant bearing on the CPE levels in 2015.

Reduced PFC Level

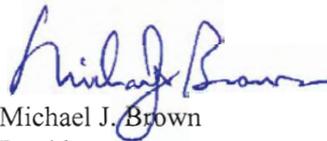
The current Master Plan projects an increase in the PFC level to \$6.00 per eligible enplanement beginning in 2011, which would translate to an additional \$50 million in PFC revenues in that year (gradually increasing with enplanements thereafter), though the AIP entitlement which amounts to \$13 million per year would likely be reduced to \$0. When evaluating a reduced PFC level it is important to evaluate it in the context of the City's full Master Plan where it appears as though the City is committing 100 percent of its PFCs (including the incremental capacity generated by a \$6.00 PFC) to pay debt service and future pay-as-you-go expenditures. If the PFC level were not increased to \$6.00 or increased after 2011 then the impact on the City's plan of finance would be material and would likely lead to higher net debt service to be recovered through airline charges.

In this reduced PFC scenario (i.e., PFC stays at the \$4.50 level) it was assumed that the annual shortfall in the PFC account was included in the airline cost base in each respective year.

It has been a pleasure to assist the FAA on this project, thank you for the opportunity to be of service.

Sincerely,

JOHN F. BROWN COMPANY, INC.



Michael J. Brown
President

Enclosures



Appendix A

1. OMP Phase 1

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City of Chicago for O'Hare International Airport

Scenario: Unconstrained Forecast (from Draft EIS) - OMP Phase I - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$6.00 PFC Starting 2011

<u>Exhibit</u>	<u>Exhibit Description</u>
<u>Summary Exhibits</u>	
Exhibit A	Summary of Selected Scenario
Exhibit B	Summary of Key Metrics
<u>Detail Exhibits</u>	
Exhibit 1.0	Enplaned Passengers
Exhibit 2.1	Summary Capital Improvement Plan and Funding
Exhibit 2.2	Original Detail Capital Improvement Plan and Funding
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Exhibit 8.0	Airline Requirements and Cost per Enplanement

Exhibit A
 Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - OMP Phase I - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Assumptions															
Capital Plan - OMP Phase I, No Cost Increase, No Delay															
Base Expenditure	\$ 2,880,342														
Cost Adjustment															
Total Capital Plan	\$ 2,880,342														
Funding Plan by Year															
Existing Funding Sources (in hand)	\$ 183,261														
Planned Future Funding Sources															
AIP															
Entitlement	36,780			9,300	7,980	6,500	13,000								Exhibit 2.1
Discretionary															Exhibit 2.1
LOI	406,208			54,167	40,134	32,719	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000
PFC															Exhibit 2.1
PAYGO	51,282			8,613	6,013	3,280									Exhibit 2.1
Bonds	599,438			162,109	259,896	47,667	47,583	42,183	20,000						Exhibit 2.1
GARBS	1,603,373			380,314	410,428	363,785	281,752	197,094							(30,000)
Third-Party Financing															Exhibit 2.1
Total Sources	\$ 2,880,342			\$ 742,404	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	
Long-Term Debt Service															
O&M Expenses	\$ 132,688	\$ 173,025	\$ 186,229	\$ 198,084	\$ 192,970	\$ 197,453	\$ 325,642	\$ 303,513	\$ 250,073	\$ 278,821	\$ 282,052	\$ 312,882	\$ 303,498	\$ 303,498	Exhibit 5.0
% Growth		3.4%	8.3%	5.3%	7.4%	5.3%	10.0%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%
PFCs	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	6.00
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,855	203,860	209,811	215,966	221,904	228,042	228,042	Exhibit 4.0
Enplanement Projection	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367	Exhibit 1.0
% Growth															
Calculation of Airline CPE															
O & M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	\$ 643,020	Exhibit 6.0
Net Debt Service	132,688	173,025	186,229	198,084	192,970	197,453	325,642	303,513	250,073	278,821	282,052	312,882	303,498	303,498	Exhibit 6.0
Fund Deposit Requirements	5,285	6,072	10,262	8,118	10,408	8,765	14,141	9,642	9,987	10,351	10,750	11,150	11,572	11,572	Exhibit 6.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 558,861	\$ 585,567	\$ 610,860	\$ 635,198	\$ 811,717	\$ 809,999	\$ 783,146	\$ 839,903	\$ 872,722	\$ 934,688	\$ 958,090	\$ 958,090	
Less:															
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	\$ 346,562	Exhibit 6.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	8,088	Exhibit 6.0
Total Non-Airline and Non-Signatory Revenue	161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 565,564	\$ 548,207	\$ 504,809	\$ 544,064	\$ 558,370	\$ 600,756	\$ 603,440	\$ 603,440	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 565,564	\$ 548,207	\$ 504,809	\$ 544,064	\$ 558,370	\$ 600,756	\$ 603,440	\$ 603,440	
Net Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 374,101	\$ 388,439	\$ 400,637	\$ 411,113	\$ 572,960	\$ 555,715	\$ 512,430	\$ 551,799	\$ 566,221	\$ 608,724	\$ 611,528	\$ 611,528	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.78	\$ 10.85	\$ 10.84	\$ 10.81	\$ 14.64	\$ 13.80	\$ 12.36	\$ 12.93	\$ 12.89	\$ 13.49	\$ 13.49	\$ 13.19	

Exhibit 1.0

Enplaned Passengers

City of Chicago for O'Hare International Airport
(in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Enplaned Passengers													
Unconstrained Forecast (from Draft EIS)	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367
Growth Rate		8.7%	-8.1%	3.2%	3.2%	2.9%	2.9%	2.9%	2.9%	2.9%	2.9%	2.7%	2.8%

Sources: Historical: City of Chicago website (derived from total passengers divided by 2);

Exhibit 2.1
 Summary Capital Improvement Plan and Funding
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2004 & Prior	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
OMP Phase I Base Data														
Project Costs	\$ 2,880,342	\$ 798,248	\$ 742,404	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	Exhibit 2.2
GARB Funded Project Costs	\$ 1,709,581	\$ 419,502	\$ 434,595	\$ 373,919	\$ 284,471	\$ 197,094	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.2
Incremental Adjustments to GARB Funded Project Costs (if selected)														
No Cost Increase	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
No Delay	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
LOI Award	\$ 300,000	\$ -	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	Exhibit 3.2
Anticipated LOI Award	406,208	39,188	54,167	40,134	32,719	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	Exhibit 3.2
- Revised LOI Award	\$ (106,208)	\$ (39,188)	\$ (24,167)	\$ (10,134)	\$ (2,719)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (30,000)	
Total LOI Award Increase (Decrease)	\$ 1,603,373	\$ 380,314	\$ 410,428	\$ 363,785	\$ 281,752	\$ 197,094	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (30,000)	
Revised GARB Funded Project Costs /1	\$ 1,603,373	\$ 380,314	\$ 410,428	\$ 363,785	\$ 281,752	\$ 197,094	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (30,000)	
Incremental Capital Needs	\$ (106,208)	\$ (39,188)	\$ (24,167)	\$ (10,134)	\$ (2,719)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (30,000)	
OMP Phase I - No Cost Increase - No Delay	\$ 183,261	\$ 183,261	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.2
Existing Funding Sources (in hand)	36,780	-	9,300	7,980	6,500	13,000	-	-	-	-	-	-	-	Exhibit 2.2
Planned Future Funding Sources	406,208	39,188	54,167	40,134	32,719	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	Exhibit 2.2
AIP	-	-	-	-	-	-	-	-	-	-	-	-	-	Exhibit 2.2
Entitlement	-	-	-	-	-	-	-	-	-	-	-	-	-	Exhibit 2.2
Discretionary	-	-	-	-	-	-	-	-	-	-	-	-	-	Exhibit 2.2
LOI	-	-	-	-	-	-	-	-	-	-	-	-	-	Exhibit 2.2
PFC	51,282	33,376	6,613	6,013	3,280	-	-	-	-	-	-	-	-	Exhibit 2.2
PAYGO	599,438	162,109	259,698	47,667	47,583	42,183	20,000	20,000	-	-	-	-	-	Exhibit 2.2
Bonds/2	1,003,373	380,314	410,428	363,785	281,752	197,094	-	-	-	-	-	-	(30,000)	Exhibit 2.2
GARB	-	-	-	-	-	-	-	-	-	-	-	-	-	Exhibit 2.2
Third-Party Financing	-	-	-	-	-	-	-	-	-	-	-	-	-	Exhibit 2.2
Total Sources	\$ 2,880,342	\$ 798,248	\$ 742,404	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	

Source: See source exhibits for sources and additional notes.
 Note: 1. Assuming all LOI changes will be financed by GARB

Exhibit 2.2
Original Detail Capital Improvement Plan and Funding
City of Chicago for O'Hare International Airport
(in thousands)

	Total	2004 & Prior	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016+
OMP Phase I														
Total Project Costs	\$ 2,880,342	\$ 798,248	\$ 742,404	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	\$ -
Sources														
Existing Funding Sources (in hand)	\$ 183,261	\$ 183,261	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Planned Future Funding Sources														
AIP	36,780	-	9,300	7,980	6,500	13,000	-	-	-	-	-	-	-	-
Entitlement	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Discretionary	300,000	-	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	-	-
LOI	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PFC	51,282	33,376	8,613	6,013	3,280	-	-	-	-	-	-	-	-	-
PAYGO	589,438	162,109	259,886	47,667	47,583	42,183	20,000	20,000	-	-	-	-	-	-
Bonds	1,709,581	419,502	434,595	373,919	284,471	197,094	-	-	-	-	-	-	-	-
GARBS	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Third-Party Financing	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Sources	\$ 2,880,342	\$ 798,248	\$ 742,404	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	\$ -
Full OMP														
Total Project Costs	\$ 7,959,168	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	\$ -
Sources														
Existing Funding Sources (in hand)	\$ 180,869	\$ 180,869	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Planned Future Funding Sources														
AIP	43,832	-	8,916	8,916	6,500	6,500	6,500	6,500	5,000	5,000	5,000	5,000	-	-
Entitlement	40,000	-	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	-	-
Discretionary	600,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	100,000	20,000	-	-
LOI	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PFC	130,414	48,082	82,332	-	-	-	-	-	-	-	-	-	-	-
PAYGO	1,586,914	490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	624,760	-	-	-	-
Bonds	4,571,222	-	350,205	1,108,129	989,922	772,980	511,572	828,414	-	-	-	-	-	-
GARBS	795,917	-	-	-	-	-	-	128,304	666,847	766	-	-	-	-
Third-Party Financing	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Sources	\$ 7,959,168	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	\$ -
Master Plan														
Total Project Costs	\$ 15,437,563	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 186,049	\$ 172,905	\$ 180,044	\$ 1,486,581
Sources														
Existing Funding Sources (in hand)	\$ 454,488	\$ 454,488	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Planned Future Funding Sources														
AIP	43,832	-	8,916	8,916	6,500	6,500	6,500	6,500	5,000	5,000	5,000	5,000	-	-
Entitlement	185,735	44,520	38,738	38,738	38,738	38,738	38,738	38,738	38,738	38,738	38,738	38,738	-	-
Discretionary	706,208	99,188	114,167	70,134	62,719	60,000	60,000	60,000	60,000	60,000	100,000	20,000	-	-
LOI	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PFC	566,253	150,006	92,625	9,494	9,151	10,538	12,114	15,843	70,331	17,955	20,208	20,122	-	137,866
PAYGO	2,571,259	490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	702,118	62,065	62,191	180,044	592,687
Bonds	9,357,724	176,251	593,036	1,421,397	1,200,081	1,508,844	1,230,003	1,900,458	333,107	64,151	83,776	90,592	-	756,028
GARBS	1,552,064	-	-	-	-	-	-	128,304	1,057,577	366,183	-	-	-	-
Third-Party Financing	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Sources	\$ 15,437,563	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 186,049	\$ 172,905	\$ 180,044	\$ 1,486,581

Source: Compiled from data provided by Ricondo & Associates, Inc.

Exhibit 3.1
AIP Fund Projection and Cash Flow
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
AIP Entitlement Funds by Year													
PFC Level	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 6.00	\$ 6.00	\$ 6.00	\$ 6.00	\$ 6.00
Enplaned passengers (a)	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367
Allocated Enplaned Passengers													
<=50,000	50	50	50	50	50	50	50	50	50	50	50	50	50
50,000 to 100,000	50	50	50	50	50	50	50	50	50	50	50	50	50
100,000 to 500,000	400	400	400	400	400	400	400	400	400	400	400	400	400
>500,000	32,419	34,254	37,267	34,196	35,299	36,443	37,527	38,649	39,781	40,951	42,161	43,412	44,619
Total	32,919	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119
Calculated \$ per enplaned passenger (b) (c)													
<=50,000	\$ 15.60	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780
50,000 to 100,000	10.40	520	520	520	520	520	520	520	520	520	520	520	520
100,000 to 500,000	5.20	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080
>500,000	1.30	42,653	42,145	44,531	48,448	45,889	47,376	48,785	50,244	51,715	53,236	54,809	56,436
Total	\$ 46,033	\$ 45,525	\$ 47,911	\$ 51,828	\$ 47,835	\$ 49,269	\$ 50,756	\$ 52,165	\$ 53,624	\$ 55,095	\$ 56,616	\$ 58,189	\$ 59,816
Reduction Factor (d)	75%	75%	75%	75%	75%	75%	75%	75%	75%	100%	100%	100%	100%
Net Annual AIP Entitlement	\$ 11,508	\$ 11,381	\$ 11,978	\$ 12,957	\$ 11,959	\$ 12,317	\$ 12,689	\$ 13,041	\$ 13,406	\$ -	\$ -	\$ -	\$ -
- Planned Expenditures													
OMP Phase I			9,300	7,980	6,500	13,000	-	-	-	-	-	-	-
OMP Phase II			(384)	936	-	(6,500)	6,500	6,500	-	-	-	-	-
Other Master Plan			-	-	-	-	-	-	-	-	-	-	-
Annual Amount Available	\$ 3,062	\$ 4,041	\$ 5,459	\$ 5,817	\$ 6,189	\$ 6,189	\$ 6,189	\$ 6,541	\$ 13,406	\$ -	\$ -	\$ -	\$ -

Source: See source exhibits for sources and additional notes.

Notes: (a) From the enplaned passenger forecast scenario.

(b) Entitlement funds for a given year are based on enplanements from two years earlier (e.g. use 2002 enplanements to calculate 2003 entitlement funds).

(c) Formula reflected assumes AIP appropriations in each FFY are at or above \$3.2 billion.

(d) Per the PFC regulations, large and medium hub airports will have their entitlement funds reduced by 75% in the ensuing year. Impact of \$6.00 PFC based upon assumptions.

Exhibit 3.2
AIP LOI
City of Chicago for O'Hare International Airport
(in thousands)

	Total	2004 & Prior	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Anticipated LOI Award	\$ 300,000	\$ -	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	R&A Email 6/10/2005
OMP Phase 1	\$ 300,000	\$ -	\$ -	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	FAA email 6/15/2005
OMP Phase 2	106,208	39,188	54,167	10,134	2,719	-	-	-	-	-	-	-	-	FAA email 6/15/2005
Master Plan	\$ 406,208	\$ 39,188	\$ 54,167	\$ 40,134	\$ 32,719	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	R&A Email 6/10/2005
Total														

Source: See source exhibits for sources and additional notes.

Exhibit 4.0
PFC Fund Projection and Cash Flow
 City of Chicago for O'Hare International Airport
 (in thousands)

	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Passenger Facility Charge Collections																
PFC Level	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	
Administration Cost	(0.06)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	
PFC Collection Level	\$ 4.42	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	
Enplaned passenger:	33,310	32,919	34,754	37,767	34,666	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Eligibility	83.4%	82.1%	83.4%	82.1%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	Historical derived from PFC Qtrly Reports
Eligible Enplanements	28,992	31,021	28,972	29,892	29,892	30,847	31,753	32,689	33,634	34,611	35,622	36,667	37,667	38,717	38,717	
PFC Collections	\$ 128,143	\$ 136,180	\$ 127,185	\$ 131,226	\$ 135,420	\$ 139,395	\$ 143,507	\$ 147,655	\$ 203,860	\$ 209,811	\$ 215,966	\$ 221,904	\$ 228,042	\$ 228,042	\$ 228,042	Historical derived from PFC Qtrly Reports
PFC Fund Balance																
Starting Balance /1					\$ 191,983	\$ 200,951	\$ 208,586	\$ 223,710	\$ 243,261	\$ 265,380	\$ 290,940	\$ 372,711	\$ 460,436	\$ 553,432	\$ 651,081	2005 derived from PFC Qtrly Reports
Plus Collections					127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	
Less:																
Existing																
PFC Debt Service					(64,013)	(73,502)	(73,502)	(73,499)	(73,506)	(73,507)	(73,502)	(73,498)	(73,500)	(73,507)	(73,504)	2001 OS
PFC Debt Service Coverage /2					(7,982)	(3,795)	(0)	-	(3)	(0)	-	-	(1)	(3)	-	
PFC Paygo					(8,613)	(6,013)	(3,280)	-	-	-	-	-	-	-	-	
OMP Phase I					-	-	-	-	-	-	-	-	-	-	-	Exhibit 2.2
OMP Phase II					-	-	-	-	-	-	-	-	-	-	-	Exhibit 2.2
Other Master Plan					-	-	-	-	-	-	-	-	-	-	-	Exhibit 2.2
Annual PFC Debt Service /2					(37,609)	(40,281)	(43,513)	(46,345)	(47,878)	(48,588)	(48,588)	(48,588)	(49,469)	(50,745)	(50,745)	R&A email 6/21/2005
PFC Fund Ending Balance /3					\$ 200,951	\$ 208,586	\$ 223,710	\$ 243,261	\$ 265,380	\$ 290,940	\$ 372,711	\$ 460,436	\$ 553,432	\$ 651,081	\$ 754,874	
Required Revenues if PFC Deficit					-	-	-	-	-	-	-	-	-	-	-	
Total Ending Balance					\$ 200,951	\$ 208,586	\$ 223,710	\$ 243,261	\$ 265,380	\$ 290,940	\$ 372,711	\$ 460,436	\$ 553,432	\$ 651,081	\$ 754,874	

Source: See source exhibits for sources and additional notes.

- Note:
1. Added \$24.0 million to reflect reimbursement to PFC account in 1Q2005.
 2. Assuming rolling coverage requirements will be funded from bond proceeds.
 3. Assuming master plan will incur same PFC debt service as under Full OMP.

Exhibit 5.0
Net Debt Service
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Base Case Debt Service	\$ 132,688	\$ 173,025	\$ 186,847	\$ 197,062	\$ 197,008	\$ 203,004	\$ 320,828	\$ 311,590	\$ 262,145	\$ 283,785	\$ 288,689	\$ 317,162	\$ 311,220	
Incremental Capital Needs		\$ (39,188)	\$ (24,167)	\$ (10,134)	\$ (2,719)	\$ (5,925)	\$ (6,873)	\$ (7,127)	\$ (7,127)	\$ (7,127)	\$ (7,127)	\$ (7,127)	\$ (30,000)	Exhibit 2.1
Debt Service for Incremental Capital Needs (Cumulative)					\$ (3,665)	\$ (5,925)	\$ (6,873)	\$ (7,127)	\$ (7,127)	\$ (7,127)	\$ (7,127)	\$ (7,127)	\$ (7,127)	Exhibit 2.1
PFC Deficit, if Any			\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 4.0
Adjusted Debt Service Coverage for Adjustments	\$ 132,688	\$ 173,025	\$ 186,847	\$ 197,062	\$ 193,342	\$ 197,079	\$ 313,955	\$ 304,462	\$ 255,017	\$ 276,657	\$ 281,562	\$ 310,035	\$ 304,093	
Net Debt Service for R&C Calculation	\$ 132,688	\$ 173,025	\$ 188,229	\$ 198,084	\$ 192,970	\$ 197,453	\$ 325,642	\$ 303,513	\$ 250,073	\$ 278,821	\$ 282,052	\$ 312,882	\$ 303,498	

Source: Master Plan; Table VII-6; assumed 2006-2011 and 2013-2015 equal to maximum of either 2012 or 2022 years.

Exhibit 6.1
Operation and Maintenance Expenses
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
O & M Expenses for R&C Calculation	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	R&A Data
O&M Saving due to Project Delay, if Any /1	-	-	-	-	-	-	-	-	-	-	-	-	-	
Adjusted O&M	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	
Base O&M Expenses Growth Rate		3.4%	8.3%	5.3%	7.4%	5.3%	10.0%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%	
Adjusted O&M Growth Rate		3.4%	8.3%	5.3%	7.4%	5.3%	10.0%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%	
O&M Reserve Fund Deposits (3 months)	1,948	2,725	6,905	4,749	7,029	5,375	10,738	6,228	6,560	6,911	7,297	7,684	8,091	

Note: 1. Assuming normal growth rate without added projects would be 5.3% annually.

Exhibit 6.2

Fund Deposits

City of Chicago for O'Hare International Airport
(in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
FUND DEPOSIT REQUIREMENTS:														
O&M Reserve Fund	\$ 1,948	\$ 2,725	\$ 6,905	\$ 4,749	\$ 7,029	\$ 5,375	\$ 10,738	\$ 6,228	\$ 6,560	\$ 6,911	\$ 7,297	\$ 7,684	\$ 8,091	Exhibit 6.1 R&A 2003 Feasibility Study R&A 2003 Feasibility Study
Maintenance Reserve Fund	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	
Special Capital Project Fund	337	347	358	368	379	391	402	414	427	440	453	466	480	
Total Fund Deposit Requirements	\$ 5,285	\$ 6,072	\$ 10,262	\$ 8,118	\$ 10,408	\$ 8,765	\$ 14,141	\$ 9,642	\$ 9,987	\$ 10,351	\$ 10,750	\$ 11,150	\$ 11,572	

Source: See source exhibits for sources and additional notes.

Exhibit 7.0
Nonairline Revenues
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367
Non-Signatory Airline Revenue	\$ 8,785	\$ 8,785	\$ 7,943	\$ 7,074	\$ 7,180	\$ 7,287	\$ 7,397	\$ 7,508	\$ 7,620	\$ 7,735	\$ 7,851	\$ 7,968	\$ 8,088
Non-Airline Revenue:													
CICA TEC and Other Rentals	\$ 6,693	\$ 6,205	\$ 6,298	\$ 6,392	\$ 6,488	\$ 6,586	\$ 6,684	\$ 6,785	\$ 6,886	\$ 6,990	\$ 7,095	\$ 7,201	\$ 7,309
Concessions:													
Automobile Parking - Net of Tax	\$ 80,819	\$ 79,536	\$ 94,943	\$ 102,487	\$ 110,548	\$ 119,160	\$ 128,356	\$ 138,173	\$ 148,652	\$ 159,833	\$ 171,760	\$ 184,481	\$ 198,050
Automobile Rental	15,510	16,267	19,048	20,170	21,342	22,566	23,845	25,180	26,573	28,028	29,546	31,129	32,783
Restaurant	19,740	22,426	26,260	27,807	29,423	31,110	32,873	34,713	36,635	38,640	40,732	42,916	45,195
News & Gifts	7,520	7,959	9,320	9,869	10,442	11,041	11,667	12,320	13,001	13,713	14,456	15,231	16,039
Other	22,946	26,061	28,762	30,170	31,638	33,166	34,759	36,417	38,144	39,942	41,814	43,763	45,793
Total Non-Airline Concession Revenue	\$ 146,535	\$ 152,248	\$ 178,332	\$ 190,502	\$ 203,393	\$ 217,044	\$ 231,499	\$ 246,803	\$ 263,005	\$ 280,156	\$ 298,309	\$ 317,520	\$ 337,859
Reimbursements & Other Minus Land Support	(470)	303	130	234	342	455	573	696	824	958	1,097	1,243	1,394
Total Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,552
Total Non-Signatory Airline & Non-Airline Revenue	\$ 161,542	\$ 167,541	\$ 192,703	\$ 204,202	\$ 217,403	\$ 231,372	\$ 246,153	\$ 261,792	\$ 278,337	\$ 295,839	\$ 314,351	\$ 333,932	\$ 354,650

Source: R&A Full OMP Rate Package

Exhibit 8.0
Airline Requirements and Cost per Enplanement
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
O & M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 6.1
Net Debt Service	132,688	173,025	185,229	198,084	192,970	197,453	325,642	303,513	250,073	278,821	282,052	372,862	303,498	Exhibit 5.0
Fund Deposit Requirements	5,285	6,072	10,262	8,118	10,408	8,765	14,141	9,642	9,987	10,351	10,750	11,150	11,572	Exhibit 6.2
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 556,861	\$ 585,567	\$ 610,860	\$ 635,198	\$ 811,717	\$ 809,999	\$ 783,146	\$ 839,903	\$ 872,722	\$ 934,688	\$ 958,090	
Less:														
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 7.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 7.0
Total Non-Airline and Non-Signatory Revenue	\$ 161,542	\$ 167,541	\$ 192,703	\$ 204,202	\$ 217,403	\$ 231,372	\$ 246,153	\$ 261,792	\$ 278,337	\$ 295,839	\$ 314,351	\$ 333,932	\$ 354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 565,564	\$ 548,207	\$ 504,809	\$ 544,064	\$ 558,370	\$ 600,756	\$ 603,440	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 565,564	\$ 548,207	\$ 504,809	\$ 544,064	\$ 558,370	\$ 600,756	\$ 603,440	
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 374,101	\$ 388,439	\$ 400,637	\$ 411,113	\$ 572,960	\$ 555,715	\$ 512,430	\$ 551,799	\$ 566,221	\$ 608,724	\$ 611,528	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.78	\$ 10.85	\$ 10.84	\$ 10.81	\$ 14.64	\$ 13.80	\$ 12.36	\$ 12.93	\$ 12.99	\$ 13.49	\$ 13.19	

Note: The City budgeted \$9.24 CPE for FY2003 and \$9.63 for FY2004 based on a different traffic forecast, as shown in Master Plan Table VII-9.

Appendix A

2. Full OMP

Table of Contents
City of Chicago for O'Hare International Airport

Scenario: Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011

<u>Exhibit</u>	<u>Exhibit Description</u>
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Exhibit A	Summary of Selected Scenario
Exhibit B	Summary of Key Metrics
<u>Detail Exhibits</u>	
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Exhibit A
 Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Assumptions															
Capital Plan - Full OMP, No Cost Increase, No Delay															
Base Expenditure	\$ 7,959,168														Exhibit 2.1
Cost Adjustment	\$ 7,959,168														Exhibit 2.1
Total Capital Plan															
Funding Plan by Year															
Existing Funding Sources (in hand)	\$ 180,869														Exhibit 2.1
Planned Future Funding Sources															
AIP															
Entitlement	43,832			8,916	8,916	6,500	6,500	6,500	6,500	6,500					Exhibit 2.1
Discretionary	40,000			5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000				Exhibit 2.1
LOI	616,208			39,188	54,167	40,134	32,719	30,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 2.1
PFC															
PAYGO	130,414			48,082	82,332	46,508	46,245	46,330	5,047	87,938	624,760				Exhibit 2.1
Bonds	1,596,914			490,255	203,365	203,365	802,980	511,572	828,414	40,000	(40,000)	(60,000)	(60,000)	(60,000)	Exhibit 2.1
GARBS	4,555,014			20,812	356,038	1,127,995	1,027,203	802,980	128,304	666,847	766				Exhibit 2.1
Third-Party Financing	795,917														Exhibit 2.1
Total Sources	\$ 7,959,168			\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	
Long-Term Debt Service		\$ 132,688	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 206,746	\$ 446,268	\$ 431,730	\$ 378,502	\$ 407,710	\$ 573,059	\$ 597,751	\$ 569,577	Exhibit 5.0
O&M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 6.1
% Growth		3.4%	3.4%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	
PFCs		4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
PFC Level		128,143	136,180	127,165	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0
Total PFC Collections		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Enplanement Projection															
% Growth															
Calculation of Airline CPE															
O & M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 8.0
Net Debt Service		132,688	173,025	181,350	191,075	198,567	206,746	446,268	431,730	378,502	407,710	573,059	597,751	569,577	Exhibit 8.0
Fund Deposit Requirements		5,285	6,072	8,529	8,022	9,755	8,631	15,874	9,597	9,940	10,301	23,743	11,775	12,233	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits		\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 930,546	\$ 934,460	\$ 907,626	\$ 964,639	\$ 1,224,591	\$ 1,270,546	\$ 1,297,842	
Less:															
Non-Airline Revenue		\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue		161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 668,800	\$ 910,239	\$ 936,614	\$ 943,192	
Less:															
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 668,800	\$ 910,239	\$ 936,614	\$ 943,192	
Non-Signatory Airline Requirement		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement		\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 691,789	\$ 680,176	\$ 636,909	\$ 676,535	\$ 918,090	\$ 944,583	\$ 951,280	
Total Projected Enplaned Passengers		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger		\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 17.67	\$ 16.89	\$ 15.37	\$ 15.86	\$ 20.91	\$ 20.94	\$ 20.52	

Exhibit 1.0
Enplaned Passengers
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Enplaned Passengers													
Unconstrained Forecast (from Draft EIS)	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367
Growth Rate		8.7%	-8.1%	3.2%	3.2%	2.9%	2.9%	2.9%	2.9%	2.9%	2.9%	2.7%	2.8%

Sources: Historical: City of Chicago website (derived from total passengers divided by 2);

Exhibit 2.1
 Summary Capital Improvement Plan and Funding
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2004 & Prior	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Full OMP Base Data														
Project Costs	\$ 7,959,168	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,285	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	Exhibit 2.2
GARB Funded Project Costs	\$ 4,571,222	\$ -	\$ 350,205	\$ 1,108,129	\$ 999,922	\$ 772,980	\$ 511,572	\$ 828,414	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.2
Incremental Adjustments to GARB Funded Project Costs (if selected)														
No Cost Increase	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
No Delay	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
LOI Award	\$ 600,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 100,000	\$ 20,000	\$ -	\$ -	Exhibit 3.2
- Revised LOI Award	616,208	39,188	54,167	40,134	32,719	30,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 3.2
Total LOI Award Increase (Decrease)	\$ (16,208)	\$ 20,812	\$ 5,833	\$ 19,866	\$ 27,281	\$ 30,000	\$ -	\$ -	\$ -	\$ 40,000	\$ (40,000)	\$ (60,000)	\$ (60,000)	
Revised GARB Funded Project Costs /1	\$ 4,555,014	\$ 20,812	\$ 356,038	\$ 1,127,995	\$ 1,027,203	\$ 802,980	\$ 511,572	\$ 828,414	\$ -	\$ 40,000	\$ (40,000)	\$ (60,000)	\$ (60,000)	
Incremental Capital Needs	(16,208)	20,812	5,833	19,866	27,281	30,000	-	-	-	40,000	(40,000)	(60,000)	(60,000)	
Full OMP - No Cost Increase - No Delay														
Existing Funding Sources (in hand)	\$ 180,869	\$ 180,869	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.2
Planned Future Funding Sources														
AIP														
Entitlement	43,832	-	8,916	8,916	6,500	6,500	6,500	6,500	6,500	5,000	-	-	-	Exhibit 2.2
Discretionary	40,000	-	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	-	-	-	Exhibit 2.2
LOI	616,208	39,188	54,167	40,134	32,719	30,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 2.2
PFC	130,414	48,082	82,332	-	-	-	-	-	-	-	-	-	-	Exhibit 2.2
PAYGO	1,596,914	490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	624,760	-	-	-	Exhibit 2.2
Bonds /2	4,555,014	20,812	356,038	1,127,995	1,027,203	802,980	511,572	828,414	-	40,000	(40,000)	(60,000)	(60,000)	Exhibit 2.2
GARBS	795,917	-	-	-	-	-	-	128,304	666,847	766	-	-	-	Exhibit 2.2
Third-Party Financing														
Total Sources	\$ 7,959,168	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,285	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	

Source: See source exhibits for sources and additional notes.
 Note: 1. Assuming all LOI changes will be financed by GARB.

Exhibit 2.2
Original Detail Capital Improvement Plan and Funding
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2004 & Prior	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016+
OMP Phase I														
Total Project Costs	\$ 2,880,342	\$ 798,248	\$ 742,404	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	\$ -
Sources														
Existing Funding Sources (in hand)	\$ 183,261	\$ 183,261	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Planned Future Funding Sources														
AIP	36,780	-	9,300	7,980	6,500	13,000	-	-	-	-	-	-	-	-
Entitlement	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Discretionary	-	-	-	-	-	-	-	-	-	-	-	-	-	-
LOI	300,000	-	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	-	-
PFC	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PAYGO	51,282	33,376	8,613	6,013	3,280	-	-	-	-	-	-	-	-	-
Bonds	599,438	162,109	259,896	47,667	47,583	42,183	20,000	20,000	-	-	-	-	-	-
GARBS	1,709,581	419,502	434,595	373,919	284,471	197,094	-	-	-	-	-	-	-	-
Third-Party Financing	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Sources	\$ 2,880,342	\$ 798,248	\$ 742,404	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	\$ -
Full OMP														
Total Project Costs	\$ 7,959,168	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	\$ -
Sources														
Existing Funding Sources (in hand)	\$ 180,869	\$ 180,869	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Planned Future Funding Sources														
AIP	43,832	-	8,916	8,916	6,500	6,500	6,500	6,500	-	-	-	-	-	-
Entitlement	40,000	-	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	100,000	-	-	-
Discretionary	-	-	-	-	-	-	-	-	-	-	-	-	-	-
LOI	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	20,000	-	-	-
PFC	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PAYGO	130,414	48,082	82,332	-	-	-	-	-	-	-	-	-	-	-
Bonds	1,596,914	490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	624,760	-	-	-	-
GARBS	4,571,222	350,205	1,108,129	999,922	772,980	511,572	828,414	828,414	666,847	766	-	-	-	-
Third-Party Financing	795,917	-	-	-	-	-	-	128,304	666,847	766	-	-	-	-
Total Sources	\$ 7,959,168	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	\$ -
Master Plan														
Total Project Costs	\$ 15,437,563	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 186,049	\$ 172,905	\$ 180,044	\$ 1,486,581
Sources														
Existing Funding Sources (in hand)	\$ 454,488	\$ 454,488	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Planned Future Funding Sources														
AIP	43,832	-	8,916	8,916	6,500	6,500	6,500	6,500	-	-	-	-	-	-
Entitlement	185,735	44,520	38,739	38,738	38,738	5,000	5,000	5,000	5,000	5,000	20,000	-	-	-
Discretionary	706,208	99,188	114,167	70,134	62,719	60,000	60,000	60,000	60,000	100,000	20,000	-	-	-
LOI	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PFC	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PAYGO	566,253	150,006	92,625	9,494	9,151	10,538	12,114	15,843	70,331	17,955	20,208	20,122	-	137,866
Bonds	2,571,259	490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	702,118	62,065	62,191	180,044	592,687
GARBS	9,357,724	176,251	593,036	1,421,397	1,200,081	1,508,844	1,230,003	1,900,458	333,107	64,151	83,776	90,592	-	756,028
Third-Party Financing	1,552,064	-	-	-	-	-	-	128,304	1,057,577	366,183	-	-	-	-
Total Sources	\$ 15,437,563	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 186,049	\$ 172,905	\$ 180,044	\$ 1,486,581

Source: Compiled from data provided by Ricordo & Associates, Inc.

Exhibit 3.1
AIP Fund Projection and Cash Flow
City of Chicago for O'Hare International Airport
(in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
AIP Entitlement Funds by Year													
PFC Level	\$ 4,50	\$ 4,50	\$ 4,50	\$ 4,50	\$ 4,50	\$ 4,50	\$ 4,50	\$ 4,50	\$ 6,00	\$ 6,00	\$ 6,00	\$ 6,00	\$ 6,00
Enplaned passengers (a)	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367
Allocated Enplaned Passengers													
<=50,000	50	50	50	50	50	50	50	50	50	50	50	50	50
50,000 to 100,000	50	50	50	50	50	50	50	50	50	50	50	50	50
100,000 to 500,000	400	400	400	400	400	400	400	400	400	400	400	400	400
>500,000	32,419	34,254	37,267	34,196	35,299	36,443	37,527	38,649	39,781	40,951	42,161	43,412	44,619
Total	32,919	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119
Calculated \$ per enplaned passenger (b) (c)	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780
<=50,000	\$ 15.60	\$ 10.40	\$ 5.20	\$ 1.30	\$ 1.30	\$ 1.30	\$ 1.30	\$ 1.30	\$ 1.30	\$ 1.30	\$ 1.30	\$ 1.30	\$ 1.30
50,000 to 100,000	520	520	520	520	520	520	520	520	520	520	520	520	520
100,000 to 500,000	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080
>500,000	42,653	42,145	44,531	48,448	44,455	45,889	47,376	48,785	50,244	51,715	53,236	54,809	56,436
Total	\$ 46,033	\$ 45,525	\$ 47,911	\$ 51,828	\$ 47,835	\$ 49,269	\$ 50,756	\$ 52,165	\$ 53,624	\$ 55,095	\$ 56,616	\$ 58,189	\$ 59,816
Reduction Factor (d)	75%	75%	75%	75%	75%	75%	75%	75%	75%	100%	100%	100%	100%
Net Annual AIP Entitlement - Planned Expenditures	\$ 11,508	\$ 11,381	\$ 11,978	\$ 12,957	\$ 11,959	\$ 12,317	\$ 12,689	\$ 13,041	\$ 13,406	\$ -	\$ -	\$ -	\$ -
OMP Phase I		9,300	7,980	6,500	13,000								
OMP Phase II		(384)	936	(6,500)	6,500								
Other Master Plan													
Annual Amount Available	\$ 3,062	\$ 4,041	\$ 5,459	\$ 5,817	\$ 6,189	\$ 6,541	\$ 6,541	\$ 6,541	\$ 13,406	\$ -	\$ -	\$ -	\$ -

Source See source exhibits for sources and additional notes.

Notes: (a) From the enplaned passenger forecast scenario.

(b) Entitlement funds for a given year are based on enplanements from two years earlier (e.g. use 2002 enplanements to calculate 2003 entitlement funds).

(c) Formula reflected assumes AIP appropriations in each FFY are at or above \$3.2 billion.

(d) Per the PFC regulations, large and medium hub airports with a \$4.50 PFC will have their entitlement funds reduced by 75% in the ensuing year. Impact of \$6.00 PFC based upon assumptions.

Exhibit 3.2

AIP LOI
City of Chicago for O'Hare International Airport
(in thousands)

	Total	2004 & Prior	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Anticipated LOI Award	\$ 600,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 100,000	\$ 20,000	\$ -	\$ -	R&A Email 6/10/2005
Full OMP														
OMP Phase 1	\$ 300,000	\$ -	\$ -	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	FAA email 6/15/2005
OMP Phase 2	210,000	-	-	-	-	-	30,000	30,000	30,000	30,000	30,000	30,000	30,000	FAA email 6/15/2005
Master Plan	106,208	39,188	54,167	10,134	2,719	-	-	-	-	-	-	-	-	R&A Email 6/10/2005
Total	\$ 616,208	\$ 39,188	\$ 54,167	\$ 40,134	\$ 32,719	\$ 30,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	

Source: See source exhibits for sources and additional notes.

Exhibit 4.0
PFC Fund Projection and Cash Flow
City of Chicago for O'Hare International Airport
(in thousands)

	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Passenger Facility Charge Collections																
PFC Level	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 6.00	\$ 6.00	\$ 6.00	\$ 6.00	\$ 6.00	
Administration Cost	(0.08)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	
PFC Collection Level	\$ 4.42	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 5.89	\$ 5.89	\$ 5.89	\$ 5.89	\$ 5.89	
Enplaned passenger:	33,310	32,919	34,754	37,767	34,686	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Eligibility	83.4%	83.4%	83.4%	82.1%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	Historical derived from PFC Qtrly Reports
Eligible Enplanements	28,992	28,972	29,892	31,021	28,972	29,892	30,847	31,753	32,689	33,634	34,611	35,622	36,667	37,675	38,717	
PFC Collections	\$ 128,143	\$ 136,180	\$ 127,185	\$ 131,226	\$ 135,420	\$ 139,395	\$ 143,507	\$ 147,655	\$ 203,860	\$ 209,811	\$ 215,966	\$ 221,904	\$ 228,042	\$ 228,042	\$ 228,042	Historical derived from PFC Qtrly Reports
PFC Fund Balance																
Starting Balance /1	\$ 191,983	\$ 109,314	\$ 103,986	\$ 102,913	\$ 102,106	\$ 101,682	\$ 101,682	\$ 105,002	\$ 105,002	\$ 157,474	\$ 165,749	\$ 180,176	\$ 200,531	\$ 200,531	\$ 200,531	2005 derived from PFC Qtrly Reports
Plus Collections	127,185	131,226	135,420	139,395	143,507	147,655	143,507	147,655	203,860	209,811	215,966	221,904	228,042	228,042	228,042	
Less:																
Existing	(32,969)	(44,058)	(64,013)	(73,502)	(73,502)	(73,502)	(73,499)	(73,499)	(73,507)	(73,502)	(73,498)	(73,500)	(73,507)	(73,504)	(73,504)	2001 OS
PFC Debt Service	(7,982)	(3,795)	(3,795)	(0)	(0)	(0)	(3)	(3)	(0)	(0)	(1)	(1)	(3)	(3)	(3)	
PFC Debt Service Coverage /2	(8,613)	(6,013)	(6,013)	(3,280)	(3,280)	(3,280)	(3,280)	(3,280)	(3,280)	(3,280)	(3,280)	(3,280)	(3,280)	(3,280)	(3,280)	Exhibit 2.2
OMP Phase I	(73,719)	6,013	6,013	3,280	3,280	3,280	3,280	3,280	3,280	3,280	3,280	3,280	3,280	3,280	3,280	Exhibit 2.2
OMP Phase II	(65,527)	(59,257)	(62,991)	(66,703)	(70,422)	(70,827)	(77,886)	(128,038)	(128,038)	(128,038)	(128,038)	(128,038)	(128,038)	(128,038)	(128,038)	Exhibit 2.2
Other Master Plan																
Annual PFC Debt Service /2	\$ 109,314	\$ 103,986	\$ 102,913	\$ 102,106	\$ 101,682	\$ 101,682	\$ 101,682	\$ 105,002	\$ 105,002	\$ 157,474	\$ 165,749	\$ 180,176	\$ 200,531	\$ 200,531	\$ 200,531	R&A email 6/21/2005
PFC Fund Ending Balance /3																
Required Revenues if PFC Deficit																
Total Ending Balance	\$ 109,314	\$ 103,986	\$ 102,913	\$ 102,106	\$ 101,682	\$ 101,682	\$ 101,682	\$ 105,002	\$ 157,474	\$ 165,749	\$ 180,176	\$ 200,531	\$ 200,531	\$ 200,531	\$ 200,531	

Source: See source exhibits for sources and additional notes.

- Note:
1. Added \$24.0 million to reflect reimbursement to PFC account in 1Q2005.
 2. Assuming rolling coverage requirements will be funded from bond proceeds.
 3. Assuming master plan will incur same PFC debt service as under Full OMP.

Exhibit 5.0
Net Debt Service
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Base Case Debt Service	\$ 132,688	\$ 173,025	\$ 180,594	\$ 190,122	\$ 195,853	\$ 203,441	\$ 420,070	\$ 424,164	\$ 373,573	\$ 395,782	\$ 548,118	\$ 584,414	\$ 576,542	
Incremental Capital Needs		\$ 20,812	\$ 5,833	\$ 19,866	\$ 27,281	\$ 30,000	-	-	-	\$ 40,000	\$ (40,000)	\$ (60,000)	\$ (60,000)	Exhibit 2.1
Debt Service for Incremental Capital Needs (Cumulative)		\$ -	\$ 5,833	\$ 25,699	\$ 45,565	\$ 75,565	\$ 102,846	\$ 102,846	\$ 9,707	\$ 9,707	\$ 9,707	\$ 9,707	\$ 13,448	Exhibit 2.1
PFC Deficit, if Any		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 4.0
Adjusted Debt Service Coverage for Adjustments	\$ 132,688	\$ 173,025	\$ 180,594	\$ 190,122	\$ 197,799	\$ 205,933	\$ 424,420	\$ 431,065	\$ 383,280	\$ 405,489	\$ 557,825	\$ 594,121	\$ 589,990	
Net Debt Service for R&C Calculation	\$ 132,688	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 208,746	\$ 446,268	\$ 431,730	\$ 378,502	\$ 407,710	\$ 573,059	\$ 597,751	\$ 589,577	

Source: Master Plan, Table VII-6; assumed 2008-2011 and 2013-2015 equal to maximum of either 2012 or 2022 years.

Exhibit 6.1
Operation and Maintenance Expenses
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
O & M Expenses for R&C Calculation	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	R&A Data
O&M Saving due to Project Delay, if Any /1	-	-	-	-	-	-	-	-	-	-	-	-	-	
Adjusted O&M	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	
Base O&M Expenses Growth Rate		3.4%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	
Adjusted O&M Growth Rate		3.4%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	
O&M Reserve Fund Deposits (3 months)	1,948	2,725	5,172	4,654	6,375	5,240	12,472	6,182	6,513	6,861	20,290	8,308	8,753	

Note: 1. Assuming normal growth rate without added projects would be 5.3% annually.

Exhibit 6.2

Fund Deposits

City of Chicago for O'Hare International Airport
(in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
FUND DEPOSIT REQUIREMENTS:														
O&M Reserve Fund	\$ 1,948	\$ 2,725	\$ 5,172	\$ 4,654	\$ 6,375	\$ 5,240	\$ 12,472	\$ 6,182	\$ 6,513	\$ 6,861	\$ 20,290	\$ 8,308	\$ 8,753	Exhibit 6.1
Maintenance Reserve Fund	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	R&A 2003 Feasibility Study
Special Capital Project Fund	337	347	358	368	379	391	402	414	427	440	453	466	480	R&A 2003 Feasibility Study
Total Fund Deposit Requirements	\$ 5,285	\$ 6,072	\$ 8,529	\$ 8,022	\$ 9,755	\$ 8,631	\$ 15,874	\$ 9,597	\$ 9,940	\$ 10,301	\$ 23,743	\$ 11,775	\$ 12,233	

Source: See source exhibits for sources and additional notes.

Exhibit 7.0
Nonairline Revenues
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367
Non-Signatory Airline Revenue	\$ 8,785	\$ 8,785	\$ 7,943	\$ 7,074	\$ 7,180	\$ 7,287	\$ 7,397	\$ 7,508	\$ 7,620	\$ 7,735	\$ 7,851	\$ 7,968	\$ 8,088
Non-Airline Revenue: CICA TEC and Other Rentals	\$ 6,693	\$ 6,205	\$ 6,298	\$ 6,392	\$ 6,488	\$ 6,586	\$ 6,684	\$ 6,785	\$ 6,886	\$ 6,990	\$ 7,095	\$ 7,201	\$ 7,309
Concessions:													
Automobile Parking - Net of Tax	\$ 80,819	\$ 79,536	\$ 94,943	\$ 102,487	\$ 110,548	\$ 119,160	\$ 128,356	\$ 138,173	\$ 148,652	\$ 159,833	\$ 171,760	\$ 184,481	\$ 198,050
Automobile Rental	15,510	16,267	19,048	20,170	21,342	22,566	23,845	25,180	26,573	28,028	29,546	31,129	32,783
Restaurant	19,740	22,426	26,260	27,807	29,423	31,110	32,873	34,713	36,635	38,640	40,732	42,916	45,195
News & Gifts	7,520	7,959	9,320	9,869	10,442	11,041	11,667	12,320	13,001	13,713	14,456	15,231	16,039
Other	22,946	26,061	28,762	30,170	31,638	33,166	34,759	36,417	38,144	39,942	41,814	43,763	45,793
Total Non-Airline Concession Revenue	\$ 146,535	\$ 152,248	\$ 178,332	\$ 190,502	\$ 203,393	\$ 217,044	\$ 231,499	\$ 246,803	\$ 263,005	\$ 280,156	\$ 298,309	\$ 317,520	\$ 337,859
Reimbursements & Other Minus Land Support	(470)	303	130	234	342	455	573	696	824	958	1,097	1,243	1,394
Total Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562
Total Non-Signatory Airline & Non-Airline Revenue	\$ 161,542	\$ 167,541	\$ 192,703	\$ 204,202	\$ 217,403	\$ 231,372	\$ 246,153	\$ 261,792	\$ 278,337	\$ 295,839	\$ 314,351	\$ 333,932	\$ 354,650

Source: R&A Full OMP Rate Package

Exhibit 8.0
Airline Requirements and Cost per Enplanement
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
O & M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 6.1
Net Debt Service	132,688	173,025	181,350	191,075	198,567	208,746	446,268	431,730	378,502	407,710	573,059	597,751	589,577	Exhibit 5.0
Fund Deposit Requirements	5,285	6,072	6,529	6,022	9,755	6,631	15,874	9,597	9,940	10,301	23,743	11,775	12,233	Exhibit 6.2
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 930,546	\$ 934,460	\$ 907,626	\$ 964,639	\$ 1,224,591	\$ 1,270,546	\$ 1,287,842	
Less:														
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 7.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 7.0
Total Non-Airline and Non-Signatory Revenue	\$ 161,542	\$ 167,541	\$ 192,703	\$ 204,202	\$ 217,403	\$ 231,372	\$ 246,153	\$ 261,792	\$ 278,337	\$ 295,839	\$ 314,351	\$ 333,932	\$ 354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 668,800	\$ 910,239	\$ 936,614	\$ 943,192	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 668,800	\$ 910,239	\$ 936,614	\$ 943,192	
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 691,789	\$ 680,176	\$ 636,909	\$ 676,535	\$ 918,090	\$ 944,583	\$ 951,280	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 17.67	\$ 16.89	\$ 15.37	\$ 15.86	\$ 20.91	\$ 20.94	\$ 20.52	

Note: The City budgeted \$9.24 CPE for FY2003 and \$8.63 for FY2004 based on a different traffic forecast, as shown in Master Plan Table VII-9.

Appendix A

3. Master Plan

Table of Contents
City of Chicago for O'Hare International Airport

Scenario: Unconstrained Forecast (from Draft EIS) - Master Plan - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011

<u>Exhibit</u>	<u>Exhibit Description</u>
<u>Summary Exhibits</u>	
Exhibit A	Summary of Selected Scenario
Exhibit B	Summary of Key Metrics
<u>Detail Exhibits</u>	
Exhibit 1.0	Enplaned Passengers
Exhibit 2.1	Summary Capital Improvement Plan and Funding
Exhibit 2.2	Original Detail Capital Improvement Plan and Funding
Exhibit 3.1	AIP Fund Projection and Cash Flow
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Exhibit 4.0	PFC Fund Projection and Cash Flow
Exhibit 5.0	Net Debt Service
Exhibit 6.1	Operation and Maintenance Expenses
Exhibit 6.2	Fund Deposits
Exhibit 7.0	Nonairline Revenues
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Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Master Plan - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Assumptions															
Capital Plan - Master Plan, No Cost Increase, No Delay															
Base Expenditure	\$ 13,950,982														
Cost Adjustment															
Total Capital Plan	\$ 13,950,982	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 186,049	\$ 172,905	\$ 180,044	Exhibit 2.1
Funding Plan by Year															
Existing Funding Sources (in hand)	\$ 454,488	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.1
Planned Future Funding Sources															
AIP															
Entitlement	43,832			8,916	8,916	6,500	6,500	6,500	6,500	6,500	6,500	6,500	6,500	6,500	Exhibit 2.1
Discretionary	185,735	44,520	38,739	38,738	38,738	38,738	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	Exhibit 2.1
LOI	616,208	39,188	54,167	40,134	32,719	30,000	30,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 2.1
PFC															
PAYGO	428,387	150,006	92,625	9,494	9,151	10,538	12,114	15,843	15,843	70,331	70,331	20,208	20,122	20,122	Exhibit 2.1
Bonds	1,976,572	490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,838	702,118	702,118	62,065	62,191	180,044	Exhibit 2.1
GARBS	8,691,696	236,251	653,036	1,451,397	1,230,081	1,538,844	1,230,003	1,900,458	333,107	104,151	43,776	30,592	30,592	(60,000)	Exhibit 2.1
Third-Party Financing	1,552,064								128,304	1,057,577	366,183				Exhibit 2.1
Total Sources	\$ 13,950,982	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 186,049	\$ 172,905	\$ 180,044	
Long-Term Debt Service		\$ 132,688	\$ 173,025	\$ 215,596	\$ 222,207	\$ 255,894	\$ 281,705	\$ 561,306	\$ 565,075	\$ 550,739	\$ 714,758	\$ 1,009,449	\$ 1,022,263	\$ 1,012,530	Exhibit 5.0
OB&M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 396,033	\$ 416,912	\$ 468,713	\$ 491,351	\$ 517,306	\$ 544,941	\$ 660,261	\$ 695,247	\$ 732,107	Exhibit 6.1
% Growth		3.4%	6.2%	5.3%	6.4%	5.3%	11.9%	5.3%	5.3%	5.3%	5.3%	21.2%	5.3%	5.3%	
PFCs		4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	228,042	Exhibit 4.0
Enplanement Projection	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367	Exhibit 1.0
Calculation of Airline CPE															
O & M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 396,033	\$ 416,912	\$ 468,713	\$ 491,351	\$ 517,306	\$ 544,941	\$ 660,261	\$ 695,247	\$ 732,107	\$ 732,107	Exhibit 8.0
Net Debt Service	132,688	173,025	215,596	222,207	255,894	281,705	561,306	565,075	550,739	714,758	1,009,449	1,022,263	1,012,530	1,012,530	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	8,529	8,022	9,374	8,610	15,853	9,574	9,916	10,348	32,283	12,213	12,695	12,695	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 577,563	\$ 602,284	\$ 661,302	\$ 707,227	\$ 1,043,871	\$ 1,096,001	\$ 1,077,961	\$ 1,270,048	\$ 1,701,994	\$ 1,729,723	\$ 1,757,332	\$ 1,757,332	
Less:															
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 197,128	\$ 224,084	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,542	167,541	192,703	204,202	214,308	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 384,860	\$ 398,082	\$ 386,982	\$ 443,899	\$ 475,855	\$ 797,718	\$ 804,209	\$ 799,624	\$ 974,209	\$ 1,387,642	\$ 1,395,791	\$ 1,402,682	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 384,860	\$ 398,082	\$ 443,899	\$ 475,855	\$ 797,718	\$ 804,209	\$ 799,624	\$ 974,209	\$ 1,387,642	\$ 1,395,791	\$ 1,402,682	\$ 1,402,682	
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 392,803	\$ 405,156	\$ 451,079	\$ 483,143	\$ 805,115	\$ 811,717	\$ 807,244	\$ 981,944	\$ 1,395,493	\$ 1,403,760	\$ 1,410,770	\$ 1,410,770	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 11.32	\$ 11.32	\$ 11.32	\$ 12.21	\$ 12.71	\$ 20.57	\$ 20.15	\$ 19.47	\$ 23.02	\$ 31.78	\$ 31.11	\$ 30.43	

Exhibit 1.0

Enplaned Passengers

City of Chicago for O'Hare International Airport
(in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Enplaned Passengers													
Unconstrained Forecast (from Draft EIS)	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367
Growth Rate		8.7%	-8.1%	3.2%	3.2%	2.9%	2.9%	2.9%	2.9%	2.9%	2.9%	2.7%	2.8%

Sources: Historical: City of Chicago website (derived from total passengers divided by 2);

Exhibit 2.1
Summary Capital Improvement Plan and Funding
City of Chicago for O'Hare International Airport
(in thousands)

	Total	2004 & Prior	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Master Plan Base Data														
Project Costs	\$ 13,950,982	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 186,049	\$ 172,905	\$ 180,044	Exhibit 2.2
GARB Funded Project Costs	\$ 8,601,696	\$ 176,251	\$ 593,036	\$ 1,421,397	\$ 1,200,081	\$ 1,508,844	\$ 1,230,003	\$ 1,900,458	\$ 333,107	\$ 64,151	\$ 83,776	\$ 90,592	\$ -	Exhibit 2.2
Incremental Adjustments to GARB Funded Project Costs (if selected)														
No Cost Increase	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
No Delay	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
LOI Award	\$ 706,208	\$ 99,188	\$ 114,167	\$ 70,134	\$ 62,719	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 100,000	\$ 20,000	\$ -	\$ -	Exhibit 3.2
Anticipated LOI Award	616,208	39,188	54,167	40,134	32,719	30,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 3.2
- Revised LOI Award	\$ 90,000	\$ 60,000	\$ 60,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	\$ -	\$ -	\$ 40,000	\$ (40,000)	\$ (60,000)	\$ (60,000)	
Total LOI Award Increase (Decrease)	\$ 8,691,696	\$ 236,251	\$ 653,036	\$ 1,451,397	\$ 1,230,081	\$ 1,538,844	\$ 1,230,003	\$ 1,900,458	\$ 333,107	\$ 104,151	\$ 43,776	\$ 30,592	\$ (60,000)	
Revised GARB Funded Project Costs /1	90,000	60,000	60,000	30,000	30,000	30,000	-	-	-	40,000	(40,000)	(60,000)	(60,000)	
Incremental Capital Needs	\$ 454,488	\$ 454,488	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.2
Master Plan - No Cost Increase - No Delay														
Existing Funding Sources (in hand)	43,832	-	8,916	8,916	6,500	6,500	6,500	6,500	5,000	5,000	-	-	-	Exhibit 2.2
Planned Future Funding Sources	185,735	44,520	38,739	38,738	38,738	5,000	5,000	5,000	5,000	5,000	-	-	-	Exhibit 2.2
AIP	616,208	39,188	54,167	40,134	32,719	30,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 2.2
Entitlement	428,387	150,006	92,625	9,494	9,151	10,538	12,114	15,843	70,331	17,955	20,208	20,122	-	Exhibit 2.2
Discretionary	1,978,572	490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	702,118	62,065	62,191	180,044	Exhibit 2.2
LOI	8,691,696	236,251	653,036	1,451,397	1,230,081	1,538,844	1,230,003	1,900,458	333,107	104,151	43,776	30,592	(60,000)	Exhibit 2.2
PFC	1,552,064	-	-	-	-	-	-	128,304	1,057,577	366,183	-	-	-	Exhibit 2.2
PAYGO														
Bonds /2														
GARBS														
Third-Party Financing														
Total Sources	\$ 13,950,982	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 186,049	\$ 172,905	\$ 180,044	

Source: See source exhibits for sources and additional notes.
Note: 1. Assuming all LOI changes will be financed by GARB.

Exhibit 2.2
Original Detail Capital Improvement Plan and Funding
City of Chicago for O'Hare International Airport
(in thousands)

	Total	2004 & Prior	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016+
OMP Phase I														
Total Project Costs	\$ 2,880,342	\$ 798,248	\$ 742,404	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	\$ -
Sources														
Existing Funding Sources (in hand)	\$ 183,261	\$ 183,261	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Planned Future Funding Sources														
AIP	36,780	-	9,300	7,980	6,500	13,000	-	-	-	-	-	-	-	-
Discretionary	-	-	-	-	-	-	-	-	-	-	-	-	-	-
LOI	300,000	-	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	-	-
PFC	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PAYGO	51,282	33,376	8,613	6,013	3,280	-	-	-	-	-	-	-	-	-
Bonds	599,438	162,109	259,896	47,667	47,583	42,183	20,000	20,000	-	-	-	-	-	-
GARBS	1,709,581	419,502	434,595	373,919	284,471	197,094	-	-	-	-	-	-	-	-
Third-Party Financing	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Sources	\$ 2,880,342	\$ 798,248	\$ 742,404	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	\$ -
Full OMP														
Total Project Costs	\$ 7,959,168	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	\$ -
Sources														
Existing Funding Sources (in hand)	\$ 180,869	\$ 180,869	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Planned Future Funding Sources														
AIP	43,832	-	8,916	8,916	6,500	6,500	6,500	6,500	-	-	-	-	-	-
Discretionary	40,000	-	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	100,000	20,000	-	-
LOI	600,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	20,000	-	-	-
PFC	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PAYGO	130,414	48,082	82,332	-	-	-	-	-	-	-	-	-	-	-
Bonds	1,596,914	490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	624,760	-	-	-	-
GARBS	4,571,222	-	350,205	1,108,129	999,922	772,980	511,572	828,414	666,847	766	-	-	-	-
Third-Party Financing	795,917	-	-	-	-	-	-	128,304	-	-	-	-	-	-
Total Sources	\$ 7,959,168	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	\$ -
Master Plan														
Total Project Costs	\$ 15,437,563	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 166,049	\$ 172,905	\$ 180,044	\$ 1,486,581
Sources														
Existing Funding Sources (in hand)	\$ 454,488	\$ 454,488	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Planned Future Funding Sources														
AIP	43,832	-	8,916	8,916	6,500	6,500	6,500	6,500	-	-	-	-	-	-
Discretionary	185,735	44,520	38,739	38,738	38,738	5,000	5,000	5,000	5,000	5,000	100,000	20,000	-	-
LOI	706,208	99,188	114,167	70,134	62,719	60,000	60,000	60,000	60,000	60,000	20,000	-	-	-
PFC	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PAYGO	566,253	150,006	92,625	9,494	9,151	10,538	12,114	15,843	70,331	17,955	20,208	20,122	-	137,866
Bonds	2,571,259	490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	702,118	62,065	62,191	180,044	592,687
GARBS	9,357,724	176,251	593,036	1,421,397	1,200,081	1,508,844	1,230,003	1,900,458	333,107	64,151	83,776	90,592	-	756,028
Third-Party Financing	1,552,064	-	-	-	-	-	-	128,304	1,057,577	366,183	-	-	-	-
Total Sources	\$ 15,437,563	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 166,049	\$ 172,905	\$ 180,044	\$ 1,486,581

Source: Compiled from data provided by Ricordo & Associates, Inc.

Exhibit 3.1
AIP Fund Projection and Cash Flow
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
AIP Entitlement Funds by Year													
PFC Level	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 6.00	\$ 6.00	\$ 6.00	\$ 6.00	\$ 6.00
Enplaned passengers (a)	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367
Allocated Enplaned Passengers													
<=50,000	50	50	50	50	50	50	50	50	50	50	50	50	50
50,000 to 100,000	50	50	50	50	50	50	50	50	50	50	50	50	50
100,000 to 500,000	400	400	400	400	400	400	400	400	400	400	400	400	400
>500,000	32,419	34,254	37,267	34,196	35,299	36,443	37,527	38,649	39,781	40,951	42,161	43,412	44,619
Total	32,919	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119
Calculated \$ per enplaned passenger (b) (c)													
<=50,000	\$ 15.60	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780	\$ 780
50,000 to 100,000	10.40	520	520	520	520	520	520	520	520	520	520	520	520
100,000 to 500,000	5.20	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080	2,080
>500,000	1.30	42,853	42,145	44,531	48,448	44,455	47,376	48,785	50,244	51,715	53,236	54,809	56,436
Total	\$ 46,033	\$ 45,525	\$ 47,911	\$ 51,828	\$ 47,835	\$ 49,269	\$ 50,756	\$ 52,165	\$ 53,624	\$ 55,095	\$ 56,616	\$ 58,189	\$ 59,816
Reduction Factor (d)	75%	75%	75%	75%	75%	75%	75%	75%	75%	100%	100%	100%	100%
Net Annual AIP Entitlement	\$ 11,508	\$ 11,381	\$ 11,978	\$ 12,957	\$ 11,959	\$ 12,317	\$ 12,689	\$ 13,041	\$ 13,406	\$ -	\$ -	\$ -	\$ -
- Planned Expenditures													
OMP Phase I		9,300	7,980	6,500	13,000								
OMP Phase II		(384)	936	(6,500)	6,500								
Other Master Plan													
Annual Amount Available	\$ 3,062	\$ 4,041	\$ 5,459	\$ 6,189	\$ 6,541	\$ 6,189	\$ 6,541	\$ 6,541	\$ 13,406	\$ -	\$ -	\$ -	\$ -

Source See source exhibits for sources and additional notes.

Notes: (a) From the enplaned passenger forecast scenario.

(b) Entitlement funds for a given year are based on enplanements from two years earlier (e.g. use 2002 enplanements to calculate 2003 entitlement funds).

(c) Formula reflected assumes AIP appropriations in each FFY are at or above \$3.2 billion.

(d) Per the PFC regulations, large and medium hub airports will have their entitlement funds reduced by 75% in the ensuing year. Impact of \$6.00 PFC based upon assumptions.

Exhibit 3.2

AIP LOI
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2004 & Prior	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Anticipated LOI Award	\$ 706,208	\$ 99,188	\$ 114,167	\$ 70,134	\$ 62,719	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 100,000	\$ 20,000	\$ -	\$ -	R&A Email 6/10/2005
Master Plan														
OMP Phase 1	\$ 300,000	\$ -	\$ -	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	FAA email 6/15/2005
OMP Phase 2	210,000	-	-	-	-	-	30,000	30,000	30,000	30,000	30,000	30,000	30,000	FAA email 6/15/2005
Master Plan	106,208	39,188	54,167	10,134	2,719	-	-	-	-	-	-	-	-	R&A Email 6/10/2005
Total	\$ 616,208	\$ 39,188	\$ 54,167	\$ 40,134	\$ 32,719	\$ 30,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	

Source: See source exhibits for sources and additional notes.

Exhibit 4.0
PFC Fund Projection and Cash Flow
City of Chicago for O'Hare International Airport
(in thousands)

	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Passenger Facility Charge Collections																
PFC Level	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	
Administration Cost	(0.08)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	(0.11)	
PFC Collection Level	\$ 4.42	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 4.39	\$ 5.89	\$ 5.89	\$ 5.89	\$ 5.89	\$ 5.89	
Enplaned passenger:	33,310	32,919	34,754	37,767	34,695	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Eligibility	83.4%	82.1%	83.4%	82.1%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	83.5%	Historical derived from PFC Qtrly Reports
Eligible Enplanements	28,992	31,021	28,972	29,892	29,892	30,847	31,753	32,689	33,634	34,611	35,622	36,667	37,675	38,717	38,717	
PFC Collections	\$ 128,143	\$ 136,180	\$ 127,185	\$ 131,226	\$ 135,420	\$ 139,395	\$ 143,507	\$ 147,655	\$ 203,860	\$ 209,811	\$ 215,966	\$ 221,904	\$ 228,042	\$ 228,042	\$ 228,042	Historical derived from PFC Qtrly Reports
PFC Fund Balance																
Starting Balance /1	\$ 191,983	\$ 99,021	\$ 84,199	\$ 73,975	\$ 62,630	\$ 50,092	\$ 37,569	\$ 19,710	\$ 10,030	\$ 4,249	\$ 4,482	\$ 4,482	\$ 4,482	\$ 4,249	\$ 4,482	2005 derived from PFC Qtrly Reports
Plus Collections	127,185	131,226	135,420	139,395	143,507	147,655	147,655	203,860	209,811	215,966	221,904	228,042	228,042	228,042	228,042	
Less:																
Existing	(32,969)	(44,058)	(64,013)	(73,502)	(73,502)	(73,499)	(73,499)	(73,506)	(73,502)	(73,507)	(73,502)	(73,498)	(73,500)	(73,507)	(73,504)	2001 OS
PFC Debt Service	(7,982)	(3,795)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	
PFC Debt Service Coverage /2	(8,613)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	
PFC Paygo	(73,719)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	(6,013)	Exhibit 2.2
OMP Phase I	(10,293)	(9,494)	(9,151)	(10,538)	(10,538)	(10,538)	(10,538)	(10,538)	(10,538)	(10,538)	(10,538)	(10,538)	(10,538)	(10,538)	(10,538)	Exhibit 2.2
OMP Phase II	(55,527)	(59,257)	(62,991)	(66,703)	(66,703)	(66,703)	(66,703)	(66,703)	(66,703)	(66,703)	(66,703)	(66,703)	(66,703)	(66,703)	(66,703)	Exhibit 2.2
Other Master Plan	99,021	84,199	73,975	62,630	50,092	37,569	19,710	10,030	4,249	4,482	4,482	4,482	4,249	4,482	4,482	R&A email 6/21/2005
Annual PFC Debt Service /2	\$ 99,021	\$ 84,199	\$ 73,975	\$ 62,630	\$ 50,092	\$ 37,569	\$ 19,710	\$ 10,030	\$ 4,249	\$ 4,482	\$ 4,482	\$ 4,482	\$ 4,249	\$ 4,482	\$ 4,482	
PFC Fund Ending Balance /3	\$ 99,021	\$ 84,199	\$ 73,975	\$ 62,630	\$ 50,092	\$ 37,569	\$ 19,710	\$ 10,030	\$ 4,249	\$ 4,482	\$ 4,482	\$ 4,482	\$ 4,249	\$ 4,482	\$ 4,482	
Required Revenues if PFC Deficit																
Total Ending Balance	\$ 99,021	\$ 84,199	\$ 73,975	\$ 62,630	\$ 50,092	\$ 37,569	\$ 19,710	\$ 10,030	\$ 4,249	\$ 4,482	\$ 4,482	\$ 4,482	\$ 4,249	\$ 4,482	\$ 4,482	

Source: See source exhibits for sources and additional notes.

- Note:
1. Added \$24.0 million to reflect reimbursement to PFC account in 1Q2005.
 2. Assuming rolling coverage requirements will be funded from bond proceeds.
 3. Assuming master plan will incur same PFC debt service as under Full OMP.

Exhibit 5.0
 Net Debt Service
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Base Case Debt Service	\$ 132,688	\$ 173,025	\$ 211,726	\$ 221,255	\$ 247,134	\$ 267,850	\$ 521,619	\$ 545,565	\$ 532,158	\$ 680,303	\$ 961,672	\$ 998,900	\$ 989,695	
Incremental Capital Needs		\$ 60,000	\$ 60,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ -	\$ -	\$ -	\$ 40,000	\$ (40,000)	\$ (60,000)	\$ (60,000)	Exhibit 2.1
Debt Service for Incremental Capital Needs (Cumulative)		\$ -	\$ -	\$ -	\$ -	\$ 5,612	\$ 14,029	\$ 16,835	\$ 19,641	\$ 19,641	\$ 19,641	\$ 19,641	\$ 23,382	Exhibit 2.1
PFC Deficit, if Any		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 4.0
Adjusted Debt Service Coverage for Adjustments	\$ 132,688	\$ 173,025	\$ 211,726	\$ 221,255	\$ 252,745	\$ 279,073	\$ 535,648	\$ 562,400	\$ 551,799	\$ 699,944	\$ 981,312	\$ 1,018,540	\$ 1,013,076	
Net Debt Service for R&C Calculation	\$ 132,688	\$ 173,025	\$ 215,596	\$ 222,207	\$ 255,894	\$ 281,705	\$ 561,306	\$ 565,075	\$ 550,739	\$ 714,758	\$ 1,009,449	\$ 1,022,263	\$ 1,012,530	

Source: Master Plan; Table VII-6; assumed 2008-2011 and 2013-2015 equal to maximum of either 2012 or 2022 years.

Exhibit 6.1
Operation and Maintenance Expenses
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
O & M Expenses for R&C Calculation	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 396,033	\$ 416,912	\$ 466,713	\$ 491,351	\$ 517,306	\$ 544,941	\$ 660,261	\$ 695,247	\$ 732,107	R&A Data
O&M Saving due to Project Delay, if Any /1	-	-	-	-	-	-	-	-	-	-	-	-	-	
Adjusted O&M	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 396,033	\$ 416,912	\$ 466,713	\$ 491,351	\$ 517,306	\$ 544,941	\$ 660,261	\$ 695,247	\$ 732,107	
Base O&M Expenses Growth Rate		3.4%	6.2%	5.3%	6.4%	5.3%	11.9%	5.3%	5.3%	5.3%	21.2%	5.3%	5.3%	
Adjusted O&M Growth Rate		3.4%	6.2%	5.3%	6.4%	5.3%	11.9%	5.3%	5.3%	5.3%	21.2%	5.3%	5.3%	
O&M Reserve Fund Deposits (3 months)	1,948	2,725	5,172	4,654	5,995	5,220	12,450	6,160	6,489	6,909	28,830	8,746	9,215	

Note: 1. Assuming normal growth rate without added projects would be 5.3% annually.

Exhibit 6.2
Fund Deposits
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
FUND DEPOSIT REQUIREMENTS:														
O&M Reserve Fund	\$ 1,948	\$ 2,725	\$ 5,172	\$ 4,654	\$ 5,995	\$ 5,220	\$ 12,450	\$ 6,160	\$ 6,489	\$ 6,909	\$ 28,830	\$ 8,746	\$ 9,215	Exhibit 6.1
Maintenance Reserve Fund	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	R&A 2003 Feasibility Study
Special Capital Project Fund	337	347	358	368	379	391	402	414	427	440	453	466	480	R&A 2003 Feasibility Study
Total Fund Deposit Requirements	\$ 5,285	\$ 6,072	\$ 8,529	\$ 8,022	\$ 9,374	\$ 8,610	\$ 15,853	\$ 9,574	\$ 9,916	\$ 10,348	\$ 32,283	\$ 12,213	\$ 12,695	

Source: See source exhibits for sources and additional notes.

Exhibit 7.0
Nonairline Revenues
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367
Non-Signatory Airline Revenue	\$ 8,785	\$ 8,785	\$ 7,943	\$ 7,074	\$ 7,180	\$ 7,287	\$ 7,397	\$ 7,508	\$ 7,620	\$ 7,735	\$ 7,851	\$ 7,968	\$ 8,088
Non-Airline Revenue:													
CICA TEC and Other Rentals	\$ 6,693	\$ 6,205	\$ 6,298	\$ 6,392	\$ 6,488	\$ 6,586	\$ 6,684	\$ 6,785	\$ 6,886	\$ 6,990	\$ 7,095	\$ 7,201	\$ 7,309
Concessions:													
Automobile Parking - Net of Tax	\$ 80,819	\$ 79,536	\$ 94,943	\$ 102,487	\$ 110,548	\$ 119,160	\$ 128,356	\$ 138,173	\$ 148,652	\$ 159,833	\$ 171,760	\$ 184,481	\$ 198,050
Automobile Rental	15,510	16,267	19,048	20,170	21,342	22,566	23,845	25,180	26,573	28,028	29,546	31,129	32,783
Restaurant	19,740	22,426	26,260	27,807	29,423	31,110	32,873	34,713	36,635	38,640	40,732	42,916	45,195
News & Gifts	7,520	7,959	9,320	9,869	10,442	11,041	11,667	12,320	13,001	13,713	14,456	15,231	16,039
Other	22,946	26,061	28,762	30,170	31,638	33,166	34,759	36,417	38,144	39,942	41,814	43,763	45,793
Total Non-Airline Concession Revenue	\$ 146,535	\$ 152,248	\$ 178,332	\$ 190,502	\$ 203,393	\$ 217,044	\$ 231,499	\$ 246,803	\$ 263,005	\$ 280,156	\$ 298,309	\$ 317,520	\$ 337,859
Reimbursements & Other Minus Land Support	(470)	303	130	234	342	455	573	696	824	958	1,097	1,243	1,394
Total Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562
Total Non-Signatory Airline & Non-Airline Revenue	\$ 161,542	\$ 167,541	\$ 192,703	\$ 204,202	\$ 217,403	\$ 231,372	\$ 246,153	\$ 261,792	\$ 278,337	\$ 295,839	\$ 314,351	\$ 333,932	\$ 354,650

Source: R&A Full OMP Rate Package

Exhibit 8.0
 Airline Requirements and Cost per Enplanement
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
O & M Expenses	\$ 321,851	\$ 332,751	\$ 352,438	\$ 372,054	\$ 395,033	\$ 416,912	\$ 466,713	\$ 491,351	\$ 517,506	\$ 544,941	\$ 660,261	\$ 695,247	\$ 732,107	Exhibit 6.1
Net Debt Service	132,688	175,025	215,596	222,207	255,694	281,705	561,366	565,075	550,739	714,758	1,009,449	1,022,263	1,012,530	Exhibit 5.0
Fund Deposit Requirements	5,285	6,072	8,529	8,022	9,374	8,610	15,653	9,574	9,916	10,346	32,233	12,213	12,695	Exhibit 6.2
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 577,563	\$ 602,284	\$ 661,302	\$ 707,227	\$ 1,043,871	\$ 1,066,001	\$ 1,077,961	\$ 1,270,048	\$ 1,701,994	\$ 1,729,723	\$ 1,757,332	
Less:														
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 7.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 7.0
Total Non-Airline and Non-Signatory Revenue	\$ 161,542	\$ 167,541	\$ 192,703	\$ 204,202	\$ 217,403	\$ 231,372	\$ 246,153	\$ 261,792	\$ 278,337	\$ 295,839	\$ 314,351	\$ 333,932	\$ 354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 384,860	\$ 398,082	\$ 443,899	\$ 475,855	\$ 797,718	\$ 804,209	\$ 799,624	\$ 974,209	\$ 1,387,642	\$ 1,395,791	\$ 1,402,682	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 384,860	\$ 398,082	\$ 443,899	\$ 475,855	\$ 797,718	\$ 804,209	\$ 799,624	\$ 974,209	\$ 1,387,642	\$ 1,395,791	\$ 1,402,682	
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 392,803	\$ 405,156	\$ 451,079	\$ 483,143	\$ 805,115	\$ 811,717	\$ 807,244	\$ 981,944	\$ 1,395,493	\$ 1,403,760	\$ 1,410,770	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	35,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 11.32	\$ 11.32	\$ 12.21	\$ 12.71	\$ 20.57	\$ 20.15	\$ 19.47	\$ 23.02	\$ 31.78	\$ 31.11	\$ 30.43	

Note: The City budgeted \$9.24 CPE for FY2003 and \$9.63 for FY2004 based on a different traffic forecast, as shown in Master Plan Table VII-9.

Appendix B

Summary of Scenario Analyses

Exhibit A
 Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - OMP Phase I - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Assumptions															
Capital Plan - OMP Phase I, No Cost Increase, No Delay															
Base Expenditure	\$ 2,880,342														
Cost Adjustment	\$ 2,880,342														
Total Capital Plan	\$ 183,261														Exhibit 2.1
Funding Plan by Year															
Existing Funding Sources (in hand)															
Planned Future Funding Sources															
AIP															
Entitlement	36,780			9,300	7,980	6,500	13,000								Exhibit 2.1
Discretionary															Exhibit 2.1
LOI	406,208			54,167	40,134	32,719	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	Exhibit 2.1
PFC															
PAYGO	51,282			8,613	6,013	3,280									Exhibit 2.1
Bonds	569,438			162,109	259,696	47,667	42,183	20,000							Exhibit 2.1
GARBS	1,603,373			380,314	410,428	363,785	281,752	197,094							Exhibit 2.1
Third-Party Financing															Exhibit 2.1
Total Sources	\$ 2,880,342														
Long-Term Debt Service															
	\$ 132,688	\$ 173,025	\$ 188,229	\$ 198,084	\$ 192,970	\$ 197,453	\$ 325,642	\$ 303,513	\$ 250,073	\$ 278,821	\$ 282,052	\$ 282,052	\$ 312,882	\$ 303,498	Exhibit 5.0
O&M Expenses															
% Growth		3.4%	8.3%	8.3%	5.3%	7.4%	5.3%	10.0%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%
PFCs															
PFC Level	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	228,042	Exhibit 4.0
Enplanement Projection															
% Growth															
	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367	Exhibit 1.0
Calculation of Airline CPE															
O & M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	\$ 643,020	Exhibit 8.0
Net Debt Service	132,688	173,025	188,229	198,084	192,970	197,453	325,642	303,513	250,073	278,821	282,052	282,052	312,882	303,498	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	10,262	8,118	10,408	8,765	14,141	9,642	9,987	10,351	10,750	11,150	11,572	11,572	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 558,861	\$ 585,567	\$ 610,860	\$ 635,198	\$ 811,717	\$ 809,999	\$ 783,146	\$ 839,903	\$ 872,722	\$ 934,688	\$ 958,090	\$ 958,090	
Less:															
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,086	8,086	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,543	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	298,339	314,351	333,932	354,650	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,457	\$ 403,826	\$ 565,564	\$ 548,207	\$ 504,809	\$ 544,064	\$ 558,370	\$ 600,756	\$ 603,440	\$ 603,440	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 565,564	\$ 548,207	\$ 504,809	\$ 544,064	\$ 558,370	\$ 600,756	\$ 603,440	\$ 603,440	
Net Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,086	8,086	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 374,101	\$ 388,439	\$ 400,637	\$ 411,113	\$ 572,960	\$ 555,715	\$ 512,430	\$ 551,799	\$ 566,221	\$ 608,724	\$ 611,528	\$ 611,528	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.78	\$ 10.85	\$ 10.84	\$ 10.81	\$ 14.64	\$ 13.80	\$ 12.36	\$ 12.93	\$ 12.89	\$ 13.49	\$ 13.49	\$ 13.19	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source	
Total															
Assumptions															
Capital Plan - Full OMP, No Cost Increase, No Delay															
Base Expenditure		\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	Exhibit 2.1	
Cost Adjustment														Exhibit 2.1	
Total Capital Plan		\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -		
Funding Plan by Year															
Existing Funding Sources (in hand)		\$ 180,869	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.1	
Planned Future Funding Sources															
AIP															
Entitlement			8,916	8,916	6,500	6,500	6,500	6,500	5,000	5,000	-	-	-	Exhibit 2.1	
Discretionary			5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	-	-	-	Exhibit 2.1	
LOI		39,188	54,167	40,134	32,719	30,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 2.1	
PFC															
PAYGO		48,082	82,332	46,466	46,508	46,245	46,330	5,047	87,938	624,760	-	-	-	Exhibit 2.1	
Bonds		480,255	203,365	1,127,985	1,027,203	802,980	511,572	828,414	-	40,000	(40,000)	(60,000)	(60,000)	Exhibit 2.1	
GRAS		20,812	356,038	1,127,985	1,027,203	802,980	511,572	128,304	666,547	766	-	-	-	Exhibit 2.1	
Third-Party Financing														Exhibit 2.1	
Total Sources		\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -		
Long-Term Debt Service		\$ 132,688	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 206,746	\$ 446,268	\$ 431,730	\$ 376,502	\$ 407,710	\$ 573,059	\$ 597,751	\$ 589,577	Exhibit 5.0
O&M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 6.1
% Growth		3.4%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%		
PFCs															
PFC Level		4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	Exhibit 4.0	
Total PFC Collections		128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	209,811	215,966	221,904	228,042	Exhibit 4.0	
Enplanement Projection		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	Exhibit 1.0	
% Growth															
Calculation of Airline CPE															
O & M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 8.0
Net Debt Service		132,688	173,025	181,350	191,075	198,567	206,746	446,268	431,730	376,502	407,710	573,059	597,751	589,577	Exhibit 8.0
Fund Deposit Requirements		5,285	6,072	8,529	8,022	9,755	8,631	15,874	9,597	9,940	10,301	23,743	11,775	12,233	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits		\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 930,546	\$ 934,460	\$ 907,626	\$ 964,639	\$ 1,224,591	\$ 1,270,546	\$ 1,297,842	
Less:															
Non-Airline Revenue		\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue		161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 668,800	\$ 910,239	\$ 936,614	\$ 943,192	
Less:															
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 668,800	\$ 910,239	\$ 936,614	\$ 943,192	
Non-Signatory Airline Requirement		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement		\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 691,790	\$ 680,176	\$ 636,909	\$ 676,535	\$ 918,090	\$ 944,583	\$ 951,280	
Total Projected Enplaned Passengers		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger		\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 17.67	\$ 16.89	\$ 15.37	\$ 15.86	\$ 20.91	\$ 20.94	\$ 20.52	

Exhibit A
 Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Master Plan - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Assumptions															
Capital Plan - Master Plan, No Cost Increase, No Delay															
Base Expenditure	\$ 13,950,982														
Cost Adjustment															
Total Capital Plan	\$ 13,950,982														
Funding Plan by Year															
Existing Funding Sources (in hand)	\$ 454,488														Exhibit 2.1
Planned Future Funding Sources															Exhibit 2.1
AIP															
Entitlement	43,832			8,916	8,916	6,500	6,500	6,500	6,500	6,500	6,000	6,000	60,000	60,000	Exhibit 2.1
Discretionary	185,735	44,520	38,739	38,738	38,738	38,738	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	Exhibit 2.1
LOI	616,208	39,188	54,167	40,134	40,134	32,719	30,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 2.1
PFC															
PAYGO	428,387	150,006	92,625	9,494	9,494	9,151	10,538	12,114	15,843	70,331	17,955	20,208	20,122	20,122	Exhibit 2.1
Bonds	1,978,572	490,255	203,365	46,466	46,466	46,508	46,245	46,330	5,047	87,838	702,118	62,065	62,191	180,044	Exhibit 2.1
GARBS	8,691,696	236,251	653,036	1,451,397	1,230,081	1,538,844	1,230,003	1,900,458	333,107	104,151	43,776	30,592	30,592	(60,000)	Exhibit 2.1
Third-Party Financing	1,552,064								128,304	1,057,577	366,183				Exhibit 2.1
Total Sources	\$ 13,950,982	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 1,255,407	\$ 186,049	\$ 172,905	\$ 180,044	
Long-Term Debt Service		\$ 132,688	\$ 173,025	\$ 215,596	\$ 222,207	\$ 255,894	\$ 281,705	\$ 561,306	\$ 565,075	\$ 550,739	\$ 714,758	\$ 1,009,449	\$ 1,022,263	\$ 1,012,530	Exhibit 5.0
OM&M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 396,033	\$ 416,912	\$ 466,713	\$ 491,351	\$ 517,306	\$ 544,941	\$ 660,261	\$ 695,247	\$ 732,107	Exhibit 6.1
% Growth		3.4%	6.2%	5.3%	5.3%	6.4%	5.3%	11.9%	5.3%	5.3%	5.3%	21.2%	5.3%	5.3%	
PFCs		4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	228,042	Exhibit 4.0
Enplanement Projection		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
% Growth															
Calculation of Airline CPE															
O & M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 396,033	\$ 416,912	\$ 466,713	\$ 491,351	\$ 517,306	\$ 544,941	\$ 660,261	\$ 695,247	\$ 732,107	Exhibit 8.0
Net Debt Service		132,688	173,025	215,596	222,207	255,894	281,705	561,306	565,075	550,739	714,758	1,009,449	1,022,263	1,012,530	Exhibit 8.0
Fund Deposit Requirements		5,285	6,072	8,529	6,022	9,374	8,610	15,853	9,574	9,916	10,348	32,283	12,213	12,695	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits		\$ 459,824	\$ 511,848	\$ 577,563	\$ 602,284	\$ 661,302	\$ 707,227	\$ 1,043,871	\$ 1,066,001	\$ 1,077,961	\$ 1,270,048	\$ 1,701,994	\$ 1,729,723	\$ 1,757,332	
Less:															
Non-Airline Revenue		\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue		161,543	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 384,860	\$ 398,082	\$ 443,899	\$ 475,855	\$ 797,718	\$ 804,209	\$ 799,624	\$ 974,209	\$ 1,387,642	\$ 1,395,791	\$ 1,402,682	
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 384,860	\$ 398,082	\$ 443,899	\$ 475,855	\$ 797,718	\$ 804,209	\$ 799,624	\$ 974,209	\$ 1,387,642	\$ 1,395,791	\$ 1,402,682	
Net Signatory Airline Requirement		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement		\$ 307,067	\$ 353,091	\$ 392,803	\$ 405,156	\$ 451,079	\$ 483,143	\$ 805,115	\$ 811,717	\$ 807,244	\$ 981,944	\$ 1,395,493	\$ 1,403,760	\$ 1,410,770	
Total Projected Enplaned Passengers		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger		\$ 8.84	\$ 9.35	\$ 11.32	\$ 11.32	\$ 12.21	\$ 12.71	\$ 20.15	\$ 20.15	\$ 19.47	\$ 23.02	\$ 31.78	\$ 31.11	\$ 30.43	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - OMP Phase I - No Cost Increase - No Delay - \$200M LOI (10 yrs) Phase 1 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Total														
Assumptions														
Capital Plan - OMP Phase I, No Cost Increase, No Delay														
Base Expenditure	\$ 2,880,342													
Cost Adjustment														
Total Capital Plan	\$ 2,880,342													
Funding Plan by Year														
Existing Funding Sources (in hand)	\$ 183,261													Exhibit 2.1
Planned Future Funding Sources														Exhibit 2.1
AIP			9,300	7,980	6,500	13,000								Exhibit 2.1
Entitlement														Exhibit 2.1
Discretionary														Exhibit 2.1
LOI	39,188	54,167	40,134	32,719	30,000	30,000	30,000	30,000	30,000	20,000				Exhibit 2.1
PFC														Exhibit 2.1
PAYGO			6,613	6,013	3,280									Exhibit 2.1
Bonds			162,109	259,696	47,667	42,183	20,000	20,000						Exhibit 2.1
GARBS			380,314	410,428	363,785	281,752	197,094			10,000	30,000	30,000		Exhibit 2.1
Third-Party Financing														Exhibit 2.1
Total Sources	\$ 798,248	\$ 742,404	\$ 465,579	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000					
Long-Term Debt Service	\$ 132,688	\$ 173,025	\$ 188,229	\$ 198,084	\$ 192,970	\$ 197,453	\$ 325,642	\$ 303,513	\$ 250,073	\$ 278,821	\$ 282,052	\$ 312,882	\$ 304,527	Exhibit 5.0
O&M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 6.1
% Growth	3.4%	3.4%	8.3%	5.3%	7.4%	5.3%	10.0%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%	
PFCs	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0
Enplanement Projection	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
% Growth														
Calculation of Airline CPE														
O & M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 8.0
Net Debt Service	132,688	173,025	188,229	198,084	192,970	197,453	325,642	303,513	250,073	278,821	282,052	312,882	304,527	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	10,262	8,118	10,408	8,765	14,141	9,642	9,987	10,351	10,750	11,150	11,572	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 558,861	\$ 585,567	\$ 610,860	\$ 635,198	\$ 811,717	\$ 809,999	\$ 783,146	\$ 839,903	\$ 872,722	\$ 934,688	\$ 959,119	
Less:														
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 9.0
Total Non-Airline and Non-Signatory Revenue	161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 565,964	\$ 548,207	\$ 504,809	\$ 544,064	\$ 558,370	\$ 600,756	\$ 604,469	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 565,964	\$ 548,207	\$ 504,809	\$ 544,064	\$ 558,370	\$ 600,756	\$ 604,469	
Non-Signatory Airline Requirement	\$ 307,067	\$ 353,091	\$ 374,101	\$ 388,439	\$ 400,637	\$ 411,113	\$ 572,960	\$ 555,715	\$ 512,430	\$ 551,799	\$ 566,221	\$ 608,724	\$ 612,557	
Total Airline Requirement	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Projected Enplaned Passengers	\$ 8.84	\$ 9.35	\$ 10.76	\$ 10.85	\$ 10.84	\$ 10.81	\$ 14.64	\$ 13.80	\$ 12.36	\$ 12.93	\$ 12.89	\$ 13.48	\$ 13.21	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - OMP Phase I - No Cost Increase - No Delay - \$100M LOI (10 yrs) Phase 1 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Assumptions															
Capital Plan - OMP Phase I, No Cost Increase, No Delay															
Base Expenditure	\$ 2,880,342														Exhibit 2.1
Cost Adjustment															Exhibit 2.1
Total Capital Plan	\$ 2,880,342														
Funding Plan by Year															
Existing Funding Sources (in hand)	\$ 183,261														Exhibit 2.1
Planned Future Funding Sources															
AP															
Entitlement	36,780			9,300	7,980	6,500	13,000								Exhibit 2.1
Discretionary															Exhibit 2.1
LOI	206,208		39,188	54,167	40,134	32,719	30,000	10,000							Exhibit 2.1
PFC															
PAYGO	51,282		33,376	8,613	6,013	3,280									Exhibit 2.1
Bonds	599,438		162,109	259,896	47,667	47,583	42,183	20,000	20,000						Exhibit 2.1
GARBS	1,803,373		380,314	410,428	363,785	281,752	197,094	20,000	30,000	30,000	30,000	30,000	30,000	30,000	Exhibit 2.1
Third-Party Financing															Exhibit 2.1
Total Sources	\$ 2,880,342														
Long-Term Debt Service															
	\$ 132,688	\$ 173,025	\$ 188,229	\$ 198,084	\$ 192,970	\$ 197,453	\$ 197,453	\$ 325,642	\$ 303,513	\$ 250,073	\$ 280,879	\$ 287,009	\$ 320,645	\$ 314,067	Exhibit 5.0
O&M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 428,980	\$ 471,933	\$ 498,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 6.1
% Growth	3.4%	3.1%	8.3%	5.3%	7.4%	5.3%	5.3%	10.0%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%	
PFCs															
PFC Level	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0
Enplanement Projection															
% Growth	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	47,615	Exhibit 1.0
Calculation of Airline CPE															
O & M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 428,980	\$ 471,933	\$ 498,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 8.0
Net Debt Service	132,688	173,025	188,229	198,084	192,970	197,453	197,453	325,642	303,513	250,073	280,879	287,009	320,645	314,067	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	10,262	8,118	10,408	8,765	14,141	9,642	9,642	9,987	10,351	10,750	11,150	11,572	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 558,861	\$ 585,567	\$ 610,860	\$ 635,198	\$ 635,198	\$ 811,717	\$ 809,999	\$ 783,146	\$ 841,960	\$ 877,679	\$ 942,451	\$ 968,658	
Less:															
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	8,208	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	\$ 161,542	\$ 167,541	\$ 192,703	\$ 204,202	\$ 217,403	\$ 231,372	\$ 246,153	\$ 261,792	\$ 278,337	\$ 295,839	\$ 314,351	\$ 333,932	\$ 354,650	\$ 375,832	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 403,826	\$ 569,964	\$ 548,207	\$ 504,809	\$ 546,122	\$ 563,327	\$ 608,519	\$ 614,009	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 403,826	\$ 565,564	\$ 548,207	\$ 504,809	\$ 546,122	\$ 563,327	\$ 608,519	\$ 614,009	
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	8,208	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 374,101	\$ 388,439	\$ 400,637	\$ 411,113	\$ 411,113	\$ 572,960	\$ 555,715	\$ 512,430	\$ 553,857	\$ 571,178	\$ 616,487	\$ 622,097	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	47,615	
Total Cost Per Enplaned Passenger	\$ 8.94	\$ 9.35	\$ 10.78	\$ 10.85	\$ 10.84	\$ 10.81	\$ 14.64	\$ 13.80	\$ 13.80	\$ 12.36	\$ 12.98	\$ 13.01	\$ 13.66	\$ 13.42	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - OMP Phase I - No Cost Increase - No Delay - \$300M LOI (15 yrs) Phase 1 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Total														
Assumptions														
Capital Plan - OMP Phase I, No Cost Increase, No Delay														
Base Expenditure	\$ 2,880,342													Exhibit 2.1
Cost Adjustment														Exhibit 2.1
Total Capital Plan	\$ 2,880,342													
Funding Plan by Year														
Existing Funding Sources (in hand)	\$ 183,261													Exhibit 2.1
Planned Future Funding Sources														
AIP														
Entitlement			9,300	7,980	6,500	13,000								Exhibit 2.1
Discretionary														Exhibit 2.1
LOI		39,188	54,167	30,134	22,719	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	Exhibit 2.1
PFC														Exhibit 2.1
PAYGO		51,282	8,613	6,013	3,280									Exhibit 2.1
Bonds		589,438	162,109	259,896	47,667	47,583	20,000	20,000						Exhibit 2.1
GRRS		1,703,373	380,314	410,428	373,785	291,752	10,000	10,000	10,000	10,000	10,000	10,000	10,000	Exhibit 2.1
Third-Party Financing														Exhibit 2.1
Total Sources	\$ 2,880,342	\$ 742,404	\$ 465,579	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	
Long-Term Debt Service	\$ 132,688	\$ 173,025	\$ 188,229	\$ 198,084	\$ 192,970	\$ 197,453	\$ 326,671	\$ 305,477	\$ 252,972	\$ 282,656	\$ 286,822	\$ 318,587	\$ 310,139	Exhibit 5.0
O&M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 6.1
% Growth	3.4%	3.3%	8.3%	5.3%	7.4%	5.3%	10.0%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%	
PFCs	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
PFC Level	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0
Total PFC Collections	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Enplanement Projection														
% Growth														
Calculation of Airline CPE														
O & M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 8.0
Net Debt Service	132,688	173,025	188,229	198,084	192,970	197,453	326,671	305,477	252,972	282,656	286,822	318,587	310,139	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	10,262	8,118	10,408	8,765	14,141	9,642	9,987	10,351	10,750	11,150	11,572	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 558,861	\$ 585,567	\$ 610,860	\$ 635,198	\$ 812,745	\$ 811,963	\$ 786,045	\$ 843,737	\$ 877,492	\$ 940,393	\$ 964,730	
Less:														
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 566,592	\$ 550,171	\$ 507,709	\$ 547,899	\$ 563,140	\$ 606,461	\$ 610,080	
Less:														
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 393,458	\$ 403,826	\$ 566,592	\$ 550,171	\$ 507,709	\$ 547,899	\$ 563,140	\$ 606,461	\$ 610,080	
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 374,101	\$ 388,439	\$ 400,637	\$ 411,113	\$ 573,989	\$ 557,679	\$ 515,329	\$ 555,634	\$ 570,991	\$ 614,429	\$ 618,168	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.78	\$ 10.85	\$ 10.84	\$ 10.81	\$ 14.66	\$ 13.84	\$ 12.43	\$ 13.02	\$ 13.00	\$ 13.62	\$ 13.33	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - OMP Phase I - No Cost Increase - 12 Month Delay in 2007 - \$300M LOI (10 yrs) Phase 1 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (In thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Total														
Assumptions														
Capital Plan - OMP Phase I, No Cost Increase, 12 Month Delay in 2007														
Base Expenditure	\$ 2,880,342													
Cost Adjustment	21,853													
Total Capital Plan	\$ 2,902,195													
Funding Plan by Year														
Existing Funding Sources (in hand)	\$ 183,261													
Planned Future Funding Sources														
ALP														
Entitlement			9,300	7,980	6,500	13,000								
Discretionary														
LOI		39,188	54,167	40,134	32,719	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	Exhibit 2.1
PFC														
PAYGO		33,376	8,613	6,013	3,280									Exhibit 2.1
Bonds		162,109	259,896	47,667	47,583	42,183	20,000	20,000						Exhibit 2.1
GARBS		380,314	410,428	363,785	281,752	206,390	7,057	1,250	1,250	750	750	750	750	Exhibit 2.1
Third-Party Financing														Exhibit 2.1
Total Sources	\$ 798,248	\$ 742,404	\$ 465,579	\$ 371,834	\$ 291,573	\$ 197,453	\$ 325,642	\$ 303,513	\$ 251,029	\$ 280,417	\$ 283,710	\$ 314,657	\$ 305,339	Exhibit 5.0
Long-Term Debt Service	\$ 132,688	\$ 173,025	\$ 188,229	\$ 198,084	\$ 192,970	\$ 197,453	\$ 325,642	\$ 303,513	\$ 251,029	\$ 280,417	\$ 283,710	\$ 314,657	\$ 305,339	Exhibit 5.0
O&M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 399,472	\$ 428,980	\$ 451,716	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 6.1
% Growth	3.4%	3.4%	8.3%	5.3%	5.3%	7.4%	5.3%	10.0%	5.3%	5.3%	5.3%	5.3%	5.3%	
PFCs	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
PFC Level	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0
Total PFC Collections	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Enplanement Projection														
% Growth														
Calculation of Airline CPE														
O & M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 399,472	\$ 428,980	\$ 451,716	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 8.0
Net Debt Service	132,688	173,025	188,229	198,084	192,970	197,453	325,642	303,513	251,029	280,417	283,710	314,657	305,339	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	10,262	8,118	8,406	10,768	9,086	14,696	9,967	10,351	10,750	11,150	11,572	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 558,861	\$ 585,567	\$ 600,849	\$ 637,200	\$ 786,445	\$ 815,053	\$ 784,102	\$ 841,498	\$ 874,380	\$ 936,463	\$ 959,930	
Less:														
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 383,446	\$ 405,828	\$ 540,292	\$ 553,261	\$ 505,766	\$ 545,660	\$ 560,028	\$ 602,531	\$ 605,280	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 383,446	\$ 405,828	\$ 540,292	\$ 553,261	\$ 505,766	\$ 545,660	\$ 560,028	\$ 602,531	\$ 605,280	
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 374,101	\$ 388,439	\$ 390,626	\$ 413,116	\$ 547,688	\$ 560,769	\$ 513,386	\$ 553,394	\$ 567,879	\$ 610,499	\$ 613,368	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.78	\$ 10.85	\$ 10.57	\$ 10.86	\$ 13.99	\$ 13.92	\$ 12.39	\$ 12.97	\$ 12.93	\$ 13.53	\$ 13.23	

Exhibit A
 Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - OMP Phase I - 15% Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Total														
Assumptions														
Capital Plan - OMP Phase I, 15% Cost Increase, No Delay														
Base Expenditure	\$ 798,248	\$ 742,404	\$ 465,579	\$ 371,834	\$ 282,277	\$ 50,000	\$ 50,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	Exhibit 2.1
Cost Adjustment	119,737	111,361	69,837	55,775	42,342	7,500	7,500	4,500	4,500	4,500	4,500	4,500	4,500	Exhibit 2.1
Total Capital Plan	\$ 917,985	\$ 853,765	\$ 535,416	\$ 427,609	\$ 324,619	\$ 57,500	\$ 57,500	\$ 34,500	\$ 34,500	\$ 34,500	\$ 34,500	\$ 34,500	\$ 34,500	
Funding Plan by Year														
Existing Funding Sources (in hand)	\$ 183,261	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.1
Planned Future Funding Sources														
AIP			9,300	7,980	6,500	13,000	-	-	-	-	-	-	-	Exhibit 2.1
Discretionary LOI	39,188	54,167	40,134	32,719	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	Exhibit 2.1
PFC			8,613	6,013	3,280	42,183	20,000	20,000	-	-	-	-	-	Exhibit 2.1
PAYGO	162,109	259,896	47,667	47,583	42,183	20,000	20,000	20,000	-	-	-	-	-	Exhibit 2.1
Bonds	500,051	521,789	433,622	337,527	239,436	7,500	7,500	4,500	4,500	4,500	4,500	4,500	4,500	Exhibit 2.1
GRBS														Exhibit 2.1
Third-Party Financing														Exhibit 2.1
Total Sources	\$ 917,985	\$ 853,765	\$ 535,416	\$ 427,609	\$ 324,619	\$ 57,500	\$ 57,500	\$ 34,500	\$ 34,500	\$ 34,500	\$ 34,500	\$ 34,500	\$ 34,500	
Long-Term Debt Service	\$ 132,688	\$ 173,025	\$ 188,229	\$ 198,094	\$ 205,289	\$ 220,108	\$ 354,441	\$ 337,396	\$ 287,791	\$ 316,915	\$ 320,847	\$ 352,070	\$ 343,107	Exhibit 5.0
O&M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 6.1
% Growth	3.4%	3.4%	8.3%	5.3%	7.4%	5.3%	10.0%	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%	
PFCs	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
PFC Level	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0
Total PFC Collections	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Enrollment Projection														
% Growth														
Calculation of Airline CPE														
O & M Expenses	\$ 321,851	\$ 332,751	\$ 360,369	\$ 379,366	\$ 407,482	\$ 428,980	\$ 471,933	\$ 496,844	\$ 523,086	\$ 550,731	\$ 579,919	\$ 610,655	\$ 643,020	Exhibit 8.0
Net Debt Service	132,688	173,025	188,229	198,094	205,289	220,108	354,441	337,396	287,791	316,915	320,847	352,070	343,107	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	10,262	8,118	10,408	8,765	14,141	9,642	9,987	10,351	10,750	11,150	11,572	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 558,861	\$ 585,567	\$ 623,179	\$ 657,853	\$ 840,515	\$ 843,882	\$ 820,964	\$ 877,996	\$ 911,517	\$ 973,876	\$ 997,699	
Less:														
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 405,776	\$ 426,481	\$ 594,362	\$ 582,090	\$ 542,527	\$ 582,158	\$ 597,165	\$ 639,944	\$ 643,049	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 366,158	\$ 381,365	\$ 405,776	\$ 426,481	\$ 594,362	\$ 582,090	\$ 542,527	\$ 582,158	\$ 597,165	\$ 639,944	\$ 643,049	
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 374,101	\$ 388,439	\$ 412,956	\$ 433,769	\$ 601,759	\$ 589,598	\$ 550,148	\$ 589,892	\$ 605,016	\$ 647,912	\$ 651,137	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.78	\$ 10.85	\$ 11.18	\$ 11.41	\$ 15.37	\$ 14.64	\$ 13.27	\$ 13.83	\$ 13.78	\$ 14.36	\$ 14.04	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - No Delay - \$200M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.0M PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Assumptions															
Capital Plan - Full OMP, No Cost Increase, No Delay															
Base Expenditure	\$ 7,959,168														Exhibit 2.1
Cost Adjustment															Exhibit 2.1
Total Capital Plan	\$ 7,959,168														
Funding Plan by Year															
Existing Funding Sources (in hand)	\$ 180,869														Exhibit 2.1
Planned Future Funding Sources															
AIP															
Entitlement	43,832			8,916	8,916	6,500	6,500	6,500	6,500	6,500					Exhibit 2.1
Discretionary	40,000			5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000				Exhibit 2.1
LOI	516,208		39,188	54,167	40,134	32,719	30,000	60,000	60,000	60,000	50,000	30,000	30,000	30,000	Exhibit 2.1
PFC															
PAYGO	130,414		48,082	82,332											Exhibit 2.1
Bonds	1,566,914		490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	624,760				Exhibit 2.1
GARBS	4,655,014		20,812	356,038	1,127,995	1,027,203	802,980	511,572	828,414		50,000	(10,000)	(30,000)	(30,000)	Exhibit 2.1
Third-Party Financing	795,917								128,304	666,847	766				Exhibit 2.1
Total Sources	\$ 7,959,168		\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	
Long-Term Debt Service		\$ 132,688	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 206,746	\$ 446,268	\$ 431,730	\$ 378,502	\$ 407,710	\$ 573,059	\$ 597,751	\$ 590,606	Exhibit 5.0
O&M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 6.1
% Growth			3.4%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	
PFCs		4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143		136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0
Enplanement Projection		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
% Growth															
Calculation of Airline CPE															
O & M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 8.0
Net Debt Service		132,688	173,025	181,350	191,075	198,567	206,746	446,268	431,730	378,502	407,710	573,059	597,751	590,606	Exhibit 8.0
Fund Deposit Requirements		5,285	6,072	8,529	8,022	9,755	8,631	15,874	9,597	9,940	10,301	23,743	11,775	12,233	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits		\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 930,546	\$ 934,460	\$ 907,626	\$ 964,639	\$ 1,224,591	\$ 1,270,546	\$ 1,298,871	
Less:															
Non-Airline Revenue		\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue		161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 668,800	\$ 910,239	\$ 936,614	\$ 944,221	
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 668,800	\$ 910,239	\$ 936,614	\$ 944,221	
Non-Signatory Airline Requirement		\$ 307,067	\$ 353,091	\$ 368,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 691,789	\$ 680,176	\$ 636,909	\$ 676,535	\$ 918,090	\$ 944,583	\$ 952,309	
Total Airline Requirement		\$ 34,754	\$ 37,767	\$ 34,696	\$ 35,799	\$ 36,943	\$ 38,027	\$ 39,149	\$ 40,281	\$ 41,451	\$ 42,661	\$ 43,912	\$ 45,119	\$ 46,367	
Total Projected Enplaned Passengers		\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 11.67	\$ 12.89	\$ 15.37	\$ 15.86	\$ 20.91	\$ 20.94	\$ 20.54	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - No Delay - \$100M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.0M PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Total														
Assumptions														
Capital Plan - Full OMP, No Cost Increase, No Delay														
Base Expenditure	\$ 7,959,168													Exhibit 2.1
Cost Adjustment														Exhibit 2.1
Total Capital Plan	\$ 7,959,168													
Funding Plan by Year														
Existing Funding Sources (in hand)	\$ 180,869													Exhibit 2.1
Planned Future Funding Sources														
AIP														
Entitlement			8,916	8,916	6,500	6,500	6,500	6,500	6,500					Exhibit 2.1
Discretionary			5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000				Exhibit 2.1
LOI		39,188	54,167	40,134	32,719	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	Exhibit 2.1
PFC														
PAYGO		48,082	82,332											Exhibit 2.1
Bonds		480,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	624,760				Exhibit 2.1
GARBS		20,812	356,038	1,127,995	1,027,203	802,980	531,572	856,414	30,000	70,000	(10,000)	(30,000)	(30,000)	Exhibit 2.1
Third-Party Financing								128,304	666,847	766				Exhibit 2.1
Total Sources	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	\$ -	\$ -	
Long-Term Debt Service	\$ 132,688	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 206,746	\$ 206,746	\$ 431,730	\$ 378,502	\$ 409,768	\$ 409,768	\$ 605,514	\$ 600,145	Exhibit 5.0
O&M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 6.1
% Growth	3.4%	3.1%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	
PFCs	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0
Enplanement Projection	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
% Growth														
Calculation of Airline CPE														
O & M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 8.0
Net Debt Service	132,688	173,025	181,350	191,075	198,567	206,746	206,746	431,730	378,502	409,768	409,768	605,514	600,145	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	8,529	8,022	9,755	8,631	15,874	9,597	9,940	10,301	23,743	11,775	12,233	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 630,546	\$ 934,460	\$ 907,626	\$ 966,696	\$ 1,229,548	\$ 1,278,309	\$ 1,308,411	
Less:														
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 670,858	\$ 915,196	\$ 944,377	\$ 953,761	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 670,858	\$ 915,196	\$ 944,377	\$ 953,761	
Net Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 691,789	\$ 680,176	\$ 636,909	\$ 678,592	\$ 923,047	\$ 952,345	\$ 961,849	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 17.67	\$ 16.89	\$ 15.37	\$ 15.91	\$ 21.02	\$ 21.11	\$ 20.74	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - No Delay - \$300M LOI (15 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.0M PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Assumptions															
Capital Plan - Full OMP, No Cost Increase, No Delay															
Base Expenditure	\$ 7,959,168														
Cost Adjustment	\$ 7,959,168														
Total Capital Plan															
Funding Plan by Year															
Existing Funding Sources (in hand)	\$ 180,869														
Planned Future Funding Sources															
AIP															
Entitlement	43,832			8,916	8,916	6,500	6,500	6,500	6,500	6,500					Exhibit 2.1
Discretionary	40,000			5,000	5,000	5,000	5,000	5,000	5,000	5,000					Exhibit 2.1
LOI	516,208		39,188	54,167	30,134	22,719	20,000	50,000	50,000	50,000	50,000	50,000	50,000	50,000	Exhibit 2.1
PFC															
PAYGO	130,414		48,082	82,332											Exhibit 2.1
Bonds	1,596,914		490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	624,760				Exhibit 2.1
GARBS	4,655,014		20,812	356,038	1,137,995	1,037,203	812,980	521,572	638,414	10,000	50,000	(30,000)	(50,000)	(50,000)	Exhibit 2.1
Third-Party Financing	795,917								128,304	666,847	766				Exhibit 2.1
Total Sources	\$ 7,959,168								\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000			
Long-Term Debt Service															
		\$ 132,688	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 206,746	\$ 447,297	\$ 433,694	\$ 381,401	\$ 411,545	\$ 577,829	\$ 603,456	\$ 596,217	Exhibit 5.0
O&M Expenses															
% Growth			3.4%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	
PFCs															
PFC Level	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	228,042	Exhibit 4.0
Enplanement Projection															
% Growth															
	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367	Exhibit 1.0
Calculation of Airline CPE															
O & M Expenses															
Net Debt Service															
Fund Deposits Requirements															
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 633,893	\$ 931,574	\$ 936,424	\$ 910,525	\$ 968,473	\$ 1,229,361	\$ 1,276,251	\$ 1,304,483	
Less:															
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	364,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 402,521	\$ 685,421	\$ 674,632	\$ 632,188	\$ 672,635	\$ 915,009	\$ 942,319	\$ 949,833	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 402,521	\$ 685,421	\$ 674,632	\$ 632,188	\$ 672,635	\$ 915,009	\$ 942,319	\$ 949,833	
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 409,809	\$ 692,818	\$ 682,140	\$ 639,809	\$ 680,369	\$ 922,860	\$ 950,288	\$ 957,921	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 10.78	\$ 17.70	\$ 16.93	\$ 15.44	\$ 15.95	\$ 21.02	\$ 21.06	\$ 20.66	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$0M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source	
Assumptions																
Capital Plan - Full OMP, No Cost Increase, No Delay																
Base Expenditure	\$ 7,959,168															
Cost Adjustment	\$ 7,959,168															
Total Capital Plan																
Funding Plan by Year																
Existing Funding Sources (in hand)	\$ 180,869															
Planned Future Funding Sources																
AIP																
Entitlement	43,832			8,916	8,916	6,500	6,500	6,500	6,500	6,500	6,500	6,500	6,500	6,500	Exhibit 2.1	
Discretionary	40,000			5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	Exhibit 2.1	
LOI	406,208		39,188	54,167	40,134	32,719	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	Exhibit 2.1	
PFC																
PAYGO	130,414		48,082	82,332											Exhibit 2.1	
Bonds	1,596,914		490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	624,760				Exhibit 2.1	
GARBS	4,765,014		20,812	356,038	1,127,995	1,027,203	802,980	541,572	858,414	30,000	70,000	(10,000)	(30,000)	(30,000)	Exhibit 2.1	
Third-Party Financing	795,917								128,304	666,847	766				Exhibit 2.1	
Total Sources	\$ 7,959,168								\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 819,785	\$ 730,526	\$ 20,000		
Long-Term Debt Service		\$ 132,688	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 205,746	\$ 206,746	\$ 446,268	\$ 431,730	\$ 378,502	\$ 410,797	\$ 578,951	\$ 606,449	\$ 601,081	Exhibit 5.0
O&M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	\$ 696,032	Exhibit 6.1
% Growth		3.4%	3.4%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	5.3%	
PFCs		4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	228,042	Exhibit 4.0
Enplanement Projection	34,754	37,767	34,696	35,799	36,943	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367	Exhibit 1.0
% Growth																
Calculation of Airline CPE																
O & M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	\$ 696,032	Exhibit 8.0	
Net Debt Service	132,688	173,025	181,350	191,075	198,567	205,746	206,746	206,746	446,268	431,730	378,502	410,797	578,951	606,449	601,081	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	8,529	8,022	9,755	6,631	15,874	15,874	9,597	9,940	10,301	23,743	11,775	12,233	12,233	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 633,893	\$ 930,546	\$ 934,460	\$ 907,626	\$ 867,725	\$ 1,230,483	\$ 1,279,244	\$ 1,309,346		
Less:																
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0	
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,542	167,541	192,703	204,202	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 671,887	\$ 916,131	\$ 945,312	\$ 954,696		
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 671,887	\$ 916,131	\$ 945,312	\$ 954,696		
Net Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 409,809	\$ 691,789	\$ 680,176	\$ 636,909	\$ 679,621	\$ 923,962	\$ 953,281	\$ 962,784		
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367		
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 10.78	\$ 17.67	\$ 16.89	\$ 15.93	\$ 15.93	\$ 21.04	\$ 21.13	\$ 20.76		

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - No Delay - \$200M LOI (10 yrs) Phase 1 - \$0M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Assumptions															
Capital Plan - Full OMP, No Cost Increase, No Delay															
Base Expenditure	\$ 7,959,168														
Cost Adjustment															
Total Capital Plan	\$ 7,959,168	\$ 779,206	\$ 709,818	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	Exhibit 2.1
Funding Plan by Year															
Existing Funding Sources (in hand)	\$ 180,869	\$ 180,869	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.1
Planned Future Funding Sources															
AIP															
Entitlement	43,832			8,916	8,916	6,500	6,500	6,500	6,500	6,500					Exhibit 2.1
Discretionary	40,000			5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000				Exhibit 2.1
LOI	306,208	39,188	54,167	40,134	32,719	30,000	30,000	30,000	30,000	30,000	20,000				Exhibit 2.1
PFC															
PAYGO	130,414	48,082	82,332												Exhibit 2.1
Bonds	1,596,914	480,255	203,365	46,466	46,508	46,508	46,245	46,330	5,047	87,938	624,760				Exhibit 2.1
GARRS	4,865,014	20,812	356,038	1,127,995	1,027,203	802,960	541,572	896,414	30,000	90,000	80,000	20,000			Exhibit 2.1
Third-Party Financing	795,917								128,304	666,847	766				Exhibit 2.1
Total Sources	\$ 7,959,168	\$ 779,206	\$ 709,818	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	
Long-Term Debt Service		\$ 132,888	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 206,746	\$ 446,268	\$ 431,730	\$ 378,502	\$ 410,797	\$ 578,951	\$ 606,449	\$ 602,109	Exhibit 5.0
O&M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 681,021	\$ 696,032	Exhibit 6.1
% Growth		3.4%	6.2%	5.3%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	
PFCs		4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
PFC Level	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	233,932	Exhibit 4.0
Total PFC Collections	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	47,614	Exhibit 1.0
Employment Projection															
% Growth															
Calculation of Airline CPE															
O & M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 681,021	\$ 696,032	Exhibit 8.0
Net Debt Service		132,888	173,025	181,350	191,075	198,567	206,746	446,268	431,730	378,502	410,797	578,951	606,449	602,109	Exhibit 8.0
Fund Deposit Requirements		5,285	6,072	8,529	8,022	9,755	8,631	15,874	9,597	9,940	10,301	23,743	11,775	12,233	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits		\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 930,546	\$ 934,460	\$ 907,626	\$ 987,725	\$ 1,230,483	\$ 1,279,244	\$ 1,310,375	
Less:															
Non-Airline Revenue		\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue		\$ 161,542	\$ 167,541	\$ 192,703	\$ 204,202	\$ 217,403	\$ 231,372	\$ 246,153	\$ 261,792	\$ 278,337	\$ 295,839	\$ 314,351	\$ 333,932	\$ 354,650	
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 671,887	\$ 916,131	\$ 945,312	\$ 955,725	
Less:															
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 671,887	\$ 916,131	\$ 945,312	\$ 955,725	
Non-Signatory Airline Requirement		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement		\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 697,790	\$ 680,176	\$ 636,909	\$ 679,621	\$ 923,982	\$ 953,281	\$ 963,813	
Total Projected Enplaned Passengers		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger		\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 17.67	\$ 16.89	\$ 15.37	\$ 15.93	\$ 21.04	\$ 21.13	\$ 20.79	

Exhibit A
 Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - No Delay - \$100M LOI (10 yrs) Phase 1 - \$0M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source	
Total															
Assumptions															
Capital Plan - Full OMP, No Cost Increase, No Delay															
Base Expenditure		\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	Exhibit 2.1	
Cost Adjustment														Exhibit 2.1	
Total Capital Plan		\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -		
Funding Plan by Year															
Existing Funding Sources (in hand)		\$ 180,869	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.1	
Planned Future Funding Sources															
AIP															
Entitlement			8,916	8,916	6,500	6,500	6,500	6,500	6,500	5,000	5,000	5,000	5,000	Exhibit 2.1	
Discretionary			5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	Exhibit 2.1	
LOI		39,188	54,167	40,134	32,719	30,000	10,000	-	-	-	-	-	-	Exhibit 2.1	
PFC															
PAYGO		48,082	82,332	-	-	-	-	-	-	-	-	-	-	Exhibit 2.1	
Bonds		490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	624,760	-	-	-	Exhibit 2.1	
GARBS		20,812	356,038	1,127,995	1,027,203	802,980	561,572	888,414	60,000	100,000	20,000	-	-	Exhibit 2.1	
Third-Party Financing								128,304	666,847	766	-	-	-	Exhibit 2.1	
Total Sources		\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -		
Long-Term Debt Service		\$ 132,668	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 206,746	\$ 446,268	\$ 431,730	\$ 378,502	\$ 412,854	\$ 583,908	\$ 614,212	\$ 611,649	Exhibit 5.0
O&M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 6.1
% Growth		3.4%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%		
PFCs		4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections		128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,960	215,966	221,904	228,042	228,042	Exhibit 4.0
Enplanement Projection		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
% Growth															
Calculation of Airline CPE															
O & M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 8.0
Net Debt Service		132,668	173,025	181,350	191,075	198,567	206,746	446,268	431,730	378,502	412,854	583,908	614,212	611,649	Exhibit 8.0
Fund Deposit Requirements		5,285	6,072	8,529	8,022	9,755	8,631	15,874	9,597	9,940	10,301	23,743	11,775	12,233	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits		\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 930,546	\$ 934,450	\$ 907,626	\$ 969,783	\$ 1,235,440	\$ 1,287,007	\$ 1,319,914	
Less:															
Non-Airline Revenue		\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue		\$ 161,542	\$ 167,541	\$ 192,703	\$ 204,202	\$ 217,403	\$ 231,372	\$ 246,153	\$ 261,792	\$ 278,337	\$ 295,839	\$ 314,351	\$ 333,932	\$ 354,650	
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 673,944	\$ 921,088	\$ 953,075	\$ 965,265	
Net Signatory Airline Requirement		\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 673,944	\$ 921,088	\$ 953,075	\$ 965,265	
Non-Signatory Airline Requirement		8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement		\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 691,789	\$ 680,176	\$ 636,909	\$ 681,679	\$ 928,939	\$ 961,043	\$ 973,353	
Total Projected Enplaned Passengers		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger		\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 17.67	\$ 16.89	\$ 15.37	\$ 15.98	\$ 21.15	\$ 21.30	\$ 20.99	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - No Delay - \$300M LOI (15 yrs) Phase 1 - \$0M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Total														
Assumptions														
Capital Plan - Full OMP, No Cost Increase, No Delay														
Base Expenditure	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 819,785	\$ 819,785	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	Exhibit 2.1
Cost Adjustment	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 819,785	\$ 819,785	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	Exhibit 2.1
Total Capital Plan	\$ 180,869	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.1
Funding Plan by Year														
Existing Funding Sources (in hand)														
Planned Future Funding Sources														
AIP														
Entitlement	43,832	8,916	8,916	6,500	6,500	6,500	6,500	6,500	6,500	5,000	20,000	20,000	20,000	Exhibit 2.1
Discretionary	40,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	20,000	20,000	20,000	Exhibit 2.1
LOI	306,208	54,167	30,134	22,719	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	Exhibit 2.1
PFC														
PAYGO	130,414	82,332	46,466	46,508	46,245	46,330	5,047	87,938	624,760	-	-	-	-	Exhibit 2.1
Bonds	1,596,914	490,255	203,365	1,137,995	1,037,203	812,980	551,572	868,414	40,000	80,000	-	(20,000)	(20,000)	Exhibit 2.1
GARBS	4,865,014	20,812	356,038	1,137,995	1,037,203	812,980	551,572	128,304	666,847	766	-	-	-	Exhibit 2.1
Third-Party Financing	795,917	-	-	-	-	-	-	-	-	-	-	-	-	Exhibit 2.1
Total Sources	\$ 7,959,168	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 819,785	\$ 819,785	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	
Long-Term Debt Service	\$ 132,688	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 206,746	\$ 447,297	\$ 433,694	\$ 381,401	\$ 414,631	\$ 583,721	\$ 612,154	\$ 607,721	Exhibit 5.0
O&M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 6.1
% Growth	3.4%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	
PFCs	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0
Enplanement Projection	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
% Growth														
Calculation of Airline CPE														
O & M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 8.0
Net Debt Service	132,688	173,025	181,350	191,075	198,567	206,746	447,297	433,694	381,401	414,631	583,721	612,154	607,721	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	8,529	8,022	9,755	8,631	15,874	9,597	9,940	10,301	23,743	11,775	12,233	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 931,574	\$ 936,424	\$ 910,525	\$ 971,560	\$ 1,235,253	\$ 1,284,949	\$ 1,315,996	
Less:														
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,543	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 685,421	\$ 674,632	\$ 632,188	\$ 675,721	\$ 920,901	\$ 951,017	\$ 961,336	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 685,421	\$ 674,632	\$ 632,188	\$ 675,721	\$ 920,901	\$ 951,017	\$ 961,336	
Non-Signatory Airline Requirement	\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 692,818	\$ 682,140	\$ 639,809	\$ 683,456	\$ 928,752	\$ 958,986	\$ 969,424	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 17.70	\$ 16.93	\$ 15.44	\$ 16.02	\$ 21.15	\$ 21.25	\$ 20.91	

Exhibit A
 Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - No Cost Increase - 12 Month Delay in 2013 - \$300M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source	
Total															
Assumptions															
Capital Plan - Full OMP, No Cost Increase, 12 Month Delay in 2013															
Base Expenditure	\$ 7,959,168														
Cost Adjustment	500											500		Exhibit 2.1	
Total Capital Plan	\$ 7,959,668											500		Exhibit 2.1	
Funding Plan by Year															
Existing Funding Sources (in hand)	\$ 180,869														
Planned Future Funding Sources															
AIP															
Entitlement	43,832		8,916	8,916	6,500	6,500	6,500	6,500	6,500	5,000	5,000	60,000	60,000	Exhibit 2.1	
Discretionary	40,000		5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	60,000	60,000	60,000	Exhibit 2.1	
LOI	616,208	39,188	54,167	40,134	32,719	30,000	30,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 2.1	
PFC															
PAYGO	130,414	48,082	82,332	46,466	46,508	46,245	46,330	5,047	87,938	624,760				Exhibit 2.1	
Bonds	1,596,914	490,255	203,365	46,466	46,508	46,245	46,330	828,414	87,938	40,000	(40,000)	(69,500)	(60,000)	Exhibit 2.1	
GARBS	4,555,514	20,812	356,038	1,127,995	1,027,203	802,980	511,572		666,847	786				Exhibit 2.1	
Third-Party Financing	795,917							128,304						Exhibit 2.1	
Total Sources	\$ 7,959,668	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ 500	\$ -		
Long-Term Debt Service		\$ 132,688	\$ 173,025	\$ 181,350	\$ 191,075	\$ 198,567	\$ 206,746	\$ 446,268	\$ 431,730	\$ 378,502	\$ 407,710	\$ 573,059	\$ 597,751	\$ 589,577	Exhibit 5.0
O&M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 575,599	\$ 661,021	\$ 696,032	Exhibit 6.1
% Growth		3.4%	6.2%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	
PFCs		4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0	
Enplanement Projection	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,681	43,912	45,119	46,367	Exhibit 1.0	
% Growth															
Calculation of Airline CPE															
O & M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 575,599	\$ 661,021	\$ 696,032	Exhibit 8.0	
Net Debt Service	132,688	173,025	181,350	191,075	198,567	206,746	206,746	431,730	378,502	407,710	573,059	597,751	589,577	Exhibit 8.0	
Fund Deposit Requirements	5,285	6,072	8,529	8,022	9,755	8,631	15,874	9,597	9,940	10,301	10,696	24,822	12,233	Exhibit 8.0	
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 605,877	\$ 633,893	\$ 693,546	\$ 934,460	\$ 907,626	\$ 984,639	\$ 1,159,354	\$ 1,283,594	\$ 1,297,842		
Less:															
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0	
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0	
Total Non-Airline and Non-Signatory Revenue	161,543	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650		
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 688,800	\$ 845,003	\$ 949,662	\$ 943,192		
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 388,475	\$ 402,521	\$ 684,393	\$ 672,668	\$ 629,289	\$ 688,800	\$ 845,003	\$ 949,662	\$ 943,192		
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088		
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 395,654	\$ 409,809	\$ 691,789	\$ 680,176	\$ 636,909	\$ 676,535	\$ 852,853	\$ 957,630	\$ 951,280		
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,681	43,912	45,119	46,367		
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 10.71	\$ 10.78	\$ 17.67	\$ 16.89	\$ 15.37	\$ 15.86	\$ 19.42	\$ 21.22	\$ 20.52		

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Full OMP - 15% Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$6.00 PFC Starting 2011
 City of Chicago for O'Hare International Airport
 (in thousands)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Total														
Assumptions														
Capital Plan - Full OMP, 15% Cost Increase, No Delay														
Base Expenditure	\$ 779,206	\$ 709,818	\$ 1,228,511	\$ 1,117,930	\$ 890,725	\$ 629,402	\$ 1,033,265	\$ 819,785	\$ 730,526	\$ 20,000	\$ -	\$ -	\$ -	Exhibit 2.1
Cost Adjustment	116,581	106,473	184,277	167,890	133,609	94,410	154,990	122,968	109,579	3,000	-	-	-	Exhibit 2.1
Total Capital Plan	\$ 896,087	\$ 816,291	\$ 1,412,788	\$ 1,285,820	\$ 1,024,334	\$ 723,812	\$ 1,188,255	\$ 942,753	\$ 840,105	\$ 23,000	\$ -	\$ -	\$ -	
Funding Plan by Year														
Existing Funding Sources (in hand)	\$ 180,869	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Exhibit 2.1
Planned Future Funding Sources														
AIP														
Entitlement	43,832	8,916	8,916	6,500	6,500	6,500	6,500	6,500	6,500	-	-	-	-	Exhibit 2.1
Discretionary	40,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	60,000	60,000	60,000	Exhibit 2.1
LOI	616,208	39,188	54,167	40,134	32,719	30,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 2.1
PFC														
PAYGO	130,414	48,082	82,332	82,332	82,332	82,332	82,332	82,332	82,332	82,332	82,332	82,332	82,332	Exhibit 2.1
Bonds	1,596,914	490,255	203,365	46,466	46,508	46,245	46,330	5,047	87,938	624,760	-	-	-	Exhibit 2.1
GARBS	5,748,889	137,693	462,511	1,312,272	1,194,893	936,589	605,962	983,404	122,968	149,579	(37,000)	(60,000)	(60,000)	Exhibit 2.1
Third-Party Financing	795,917	-	-	-	-	-	-	128,304	666,847	766	-	-	-	Exhibit 2.1
Total Sources	\$ 896,087	\$ 816,291	\$ 1,412,788	\$ 1,285,820	\$ 1,024,334	\$ 723,812	\$ 1,188,255	\$ 942,753	\$ 840,105	\$ 23,000	\$ -	\$ -	\$ -	
Long-Term Debt Service	\$ 132,688	\$ 173,025	\$ 181,350	\$ 191,075	\$ 210,591	\$ 228,631	\$ 486,116	\$ 487,106	\$ 446,055	\$ 483,727	\$ 664,138	\$ 700,031	\$ 701,980	Exhibit 5.0
O&M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 6.1
% Growth	3.4%	6.2%	5.3%	5.3%	6.9%	5.3%	11.9%	5.3%	5.3%	5.3%	14.8%	5.3%	5.3%	
PFCs	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	6.00	6.00	6.00	6.00	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	147,655	203,860	209,811	215,966	221,904	228,042	Exhibit 4.0
Employment Projection	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
% Growth														
Calculation of Airline CPE														
O & M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 397,556	\$ 418,516	\$ 468,403	\$ 493,133	\$ 519,184	\$ 546,628	\$ 627,789	\$ 661,021	\$ 696,032	Exhibit 8.0
Net Debt Service	132,688	173,025	181,350	191,075	210,591	228,631	486,116	487,106	446,055	483,727	664,138	700,031	701,980	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	8,529	8,022	9,755	8,631	15,874	9,597	9,940	10,301	23,743	11,775	12,233	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 543,317	\$ 571,152	\$ 617,902	\$ 655,779	\$ 970,393	\$ 989,836	\$ 975,179	\$ 1,040,655	\$ 1,315,669	\$ 1,372,826	\$ 1,410,245	
Less:														
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,160	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,542	167,541	192,703	204,202	217,403	231,372	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 400,499	\$ 424,407	\$ 724,240	\$ 728,044	\$ 696,842	\$ 744,817	\$ 1,001,318	\$ 1,038,894	\$ 1,055,596	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 350,615	\$ 366,950	\$ 400,499	\$ 424,407	\$ 724,240	\$ 728,044	\$ 696,842	\$ 744,817	\$ 1,001,318	\$ 1,038,894	\$ 1,055,596	
Non-Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,160	7,287	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 358,557	\$ 374,024	\$ 407,679	\$ 431,694	\$ 731,637	\$ 735,552	\$ 704,463	\$ 752,551	\$ 1,009,169	\$ 1,046,863	\$ 1,063,684	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 10.33	\$ 10.45	\$ 11.04	\$ 11.35	\$ 18.69	\$ 18.26	\$ 17.00	\$ 17.64	\$ 22.98	\$ 23.20	\$ 22.94	

Exhibit A
Summary of Selected Scenario - Unconstrained Forecast (from Draft EIS) - Master Plan - No Cost Increase - No Delay - \$300M LOI (10 yrs) Phase 1 - \$300M LOI (10 yrs) Phase 2 - \$4.50 PFC
 City of Chicago for O'Hare International Airport
 (in thousands)

	Total	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Source
Assumptions															
Capital Plan - Master Plan, No Cost Increase, No Delay															
Base Expenditure	\$ 13,950,982														
Cost Adjustment															
Total Capital Plan	\$ 13,950,982	\$ 1,414,708	\$ 1,050,848	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 1,86,049	\$ 172,905	\$ 180,044	Exhibit 2.1 Exhibit 2.1
Funding Plan by Year															
Existing Funding Sources (in hand)	\$ 454,488														
Planned Future Funding Sources															
AIP															
Entitlement	43,832			8,916	8,916	6,500	6,500	6,500	6,500	6,500					Exhibit 2.1
Discretionary	185,735	44,520	38,739	38,738	38,738	38,738	5,000	5,000	5,000	5,000	5,000				Exhibit 2.1
LOI	616,208	39,188	54,167	40,134	40,134	32,719	30,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	Exhibit 2.1
PFC															
PAYGO	428,387	150,006	92,625	9,494	9,494	9,151	10,538	12,114	15,843	70,331	17,955	20,208	20,122		Exhibit 2.1
Bonds	1,978,572	490,255	203,365	46,466	46,466	46,330	46,245	46,330	5,047	87,938	702,118	62,065	62,191	180,044	Exhibit 2.1
GARBS	8,691,696	236,251	653,036	1,451,397	1,230,081	1,538,844	1,230,003	1,900,458	333,107	104,151	43,776	30,592		(60,000)	Exhibit 2.1
Third-Party Financing									128,304	1,057,577	366,193				Exhibit 2.1
Total Sources	\$ 13,950,982	\$ 1,414,708	\$ 1,050,848	\$ 1,595,145	\$ 1,363,697	\$ 1,637,127	\$ 1,359,947	\$ 2,121,152	\$ 1,613,953	\$ 1,255,407	\$ 1,86,049	\$ 172,905	\$ 180,044		
Long-Term Debt Service		\$ 132,688	\$ 173,025	\$ 215,596	\$ 222,207	\$ 255,894	\$ 281,705	\$ 561,306	\$ 565,075	\$ 586,166	\$ 780,961	\$ 1,069,997	\$ 1,078,091	\$ 1,041,635	Exhibit 5.0
O&M Expenses		\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 396,033	\$ 416,912	\$ 466,713	\$ 491,351	\$ 517,306	\$ 544,941	\$ 660,261	\$ 695,247	\$ 732,107	Exhibit 6.1
% Growth		3.4%	6.2%	5.3%	6.4%	5.3%	11.9%	5.3%	5.3%	5.3%	21.2%	5.3%	5.3%	5.3%	
PFCs		4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	4.50	Exhibit 4.0
Total PFC Collections	128,143	136,180	127,185	131,226	135,420	139,395	143,507	143,507	147,655	151,943	156,379	160,966	165,392	169,967	Exhibit 4.0
Enplanement Projection		34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	Exhibit 1.0
Calculation of Airline CPE															
O & M Expenses	\$ 321,851	\$ 332,751	\$ 353,438	\$ 372,054	\$ 396,033	\$ 416,912	\$ 466,713	\$ 491,351	\$ 517,306	\$ 544,941	\$ 660,261	\$ 695,247	\$ 732,107	\$ 732,107	Exhibit 8.0
Net Debt Service	132,688	173,025	215,596	222,207	255,894	281,705	561,306	561,306	565,075	586,166	780,961	1,069,997	1,078,091	1,041,635	Exhibit 8.0
Fund Deposit Requirements	5,285	6,072	8,529	8,022	9,374	8,610	15,853	9,574	9,916	10,348	32,283	32,283	12,213	12,695	Exhibit 8.0
Total Expenses, Net Debt Service and Fund Deposits	\$ 459,824	\$ 511,848	\$ 577,563	\$ 602,284	\$ 661,302	\$ 707,227	\$ 1,043,871	\$ 1,043,871	\$ 1,066,001	\$ 1,113,388	\$ 1,336,251	\$ 1,762,542	\$ 1,785,551	\$ 1,786,437	
Less:															
Non-Airline Revenue	\$ 152,758	\$ 158,756	\$ 184,760	\$ 197,128	\$ 210,223	\$ 224,084	\$ 224,084	\$ 238,756	\$ 254,284	\$ 270,716	\$ 288,104	\$ 306,501	\$ 325,964	\$ 346,562	Exhibit 8.0
Non-Signatory Airline Revenue	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,397	7,508	7,620	7,735	7,851	7,968	8,088	Exhibit 8.0
Total Non-Airline and Non-Signatory Revenue	161,543	167,541	192,703	204,202	217,403	231,372	246,153	246,153	261,792	278,337	295,839	314,351	333,932	354,650	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 384,860	\$ 398,082	\$ 443,899	\$ 475,855	\$ 797,718	\$ 804,209	\$ 835,051	\$ 1,040,412	\$ 1,040,412	\$ 1,448,191	\$ 1,451,619	\$ 1,431,787	
Net Signatory Airline Requirement	\$ 298,282	\$ 344,307	\$ 384,860	\$ 398,082	\$ 443,899	\$ 475,855	\$ 797,718	\$ 804,209	\$ 835,051	\$ 1,040,412	\$ 1,040,412	\$ 1,448,191	\$ 1,451,619	\$ 1,431,787	
Net Signatory Airline Requirement	8,785	8,785	7,943	7,074	7,180	7,287	7,397	7,397	7,508	7,620	7,735	7,851	7,968	8,088	
Total Airline Requirement	\$ 307,067	\$ 353,091	\$ 392,803	\$ 405,156	\$ 451,079	\$ 483,143	\$ 805,115	\$ 811,717	\$ 842,671	\$ 1,048,147	\$ 1,048,147	\$ 1,456,041	\$ 1,459,588	\$ 1,439,875	
Total Projected Enplaned Passengers	34,754	37,767	34,696	35,799	36,943	38,027	39,149	40,281	41,451	42,661	43,912	45,119	46,367	46,367	
Total Cost Per Enplaned Passenger	\$ 8.84	\$ 9.35	\$ 11.32	\$ 11.32	\$ 12.21	\$ 12.21	\$ 12.71	\$ 20.57	\$ 20.15	\$ 20.33	\$ 24.57	\$ 33.16	\$ 32.35	\$ 31.05	



February 23, 2006

Mr. Richard Kula
Federal Aviation Administration
2300 East Devon Avenue, Room 210
Des Plaines, IL 60018

Re: SIR DTFAGL-05-R-00027

Dear Mr. Kula:

We have identified a typographical error on page 10 in our letter report to the FAA dated June 27, 2005 regarding the City of Chicago's application for a letter of intent to help fund the City's O'Hare Modernization Program. Attached please find the corrected page 10, dated today, to replace the original page.

Sincerely,

JOHN F. BROWN COMPANY, INC.



Michael J. Brown
President

Enclosures

complete the selected capital scenario. In addition the incremental operating and maintenance expenses are shifted outward by one year to account for the delay. Under these assumptions the long term impact of delay essentially equates to the additional capital costs necessary to fund the 15 percent increase in the project costs; however due to capitalized interest periods being three years on assumed new debt to fund the shortfall the impact is not always apparent in 2015 (when selecting OMP Phase I and Phase II).

Revised LOI Amount or Reimbursement Schedule

In this scenario it was assumed that the FAA would award varying amounts of LOI's for each capital scenario under various reimbursement time periods. As shown in the table the LOI award does not have a significant bearing on the CPE levels in 2015.

Reduced PFC Level

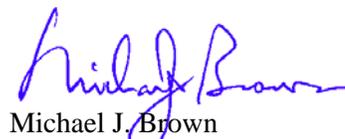
The current Master Plan projects an increase in the PFC level to \$6.00 per eligible enplanement beginning in 2011, which would translate to an additional \$50 million in PFC revenues in that year (gradually increasing with enplanements thereafter), though the AIP entitlement which amounts to \$13 million per year would likely be reduced to \$0. When evaluating a reduced PFC level it is important to evaluate it in the context of the City's full Master Plan where it appears as though the City is committing 100 percent of its PFCs (including the incremental capacity generated by a \$6.00 PFC) to pay debt service and future pay-as-you-go expenditures. If the PFC level were not increased to \$6.00 or increased after 2011 then the impact on the City's plan of finance would be material and would likely lead to higher net debt service to be recovered through airline charges.

In this reduced PFC scenario (i.e., PFC stays at the \$4.50 level) it was assumed that the annual shortfall in the PFC account was included in the airline cost base in each respective year.

It has been a pleasure to assist the FAA on this project, thank you for the opportunity to be of service.

Sincerely,

JOHN F. BROWN COMPANY, INC.



Michael J. Brown
President

Enclosures

