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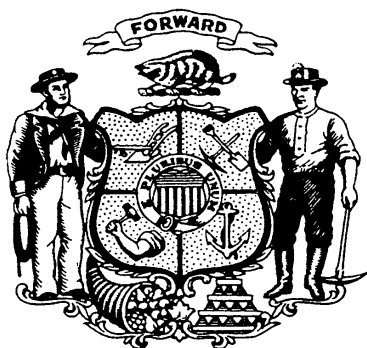
**PART IV
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STATE OF WISCONSIN

CONTINUING DISCLOSURE

ANNUAL REPORT



FILED PURSUANT TO UNDERTAKINGS PROVIDED TO PERMIT COMPLIANCE WITH
SECURITIES EXCHANGE COMMISSION RULE 15c2-12

General Obligations

(Base CUSIPs 977053, 977055, and 977056)

Master Lease Certificates of Participation

(Base CUSIP 977087)

Transportation Revenue Obligations

(Base CUSIP 977123)

Clean Water Revenue Bonds

(Base CUSIP 977092)

Petroleum Inspection Fee Revenue Obligations

(Base CUSIP 977109)

December 22, 2000



**WISCONSIN DEPARTMENT OF
ADMINISTRATION**

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GEORGE LIGHTBOURN
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December 22, 2000

Thank you for your interest in the State of Wisconsin.

Each year we prepare a Continuing Disclosure Annual Report for the State's securities. *This is the Annual Report for the fiscal year ending June 30, 2000.* It provides information on different securities that the State issues and was prepared to fulfill the State's continuing disclosure undertakings. These undertakings of the State are intended to help dealers and brokers comply with Rule 15c2-12 under the Securities Exchange Act of 1934. As of this date, the State has filed the Annual Report with each nationally recognized municipal securities information repository.

Official Statements for securities that the State issues during the next year may incorporate this Annual Report by reference.

Organization of this Annual Report

This Annual Report is divided into seven parts. The first two parts present general information.

- **Part I** presents the **State's continuing disclosure undertakings**. A Master Agreement on Continuing Disclosure establishes a general framework. Separate addenda describe the information to be provided for specific types of securities.
- **Part II** presents **general information about the State**, including its operations and financial results. This part includes the audited general purpose financial statements for the fiscal year ending June 30, 2000 and the State Auditor's report.

The remaining parts present information about different types of securities that the State issues.

- **Part III – General obligations**
- **Part IV – Master lease certificates of participation**
- **Part V – Transportation revenue obligations**
- **Part VI – Clean water revenue bonds**
- **Part VII – Petroleum inspection fee revenue obligations**

Please note that certain terms may have different meanings in different parts.

Ratings on the State's Securities

The following chart presents a summary of the long-term ratings currently assigned to different types of securities that the State issues.

<u>Security</u>	<u>Fitch, Inc.</u>	<u>Moody's Investors Service, Inc.</u>	<u>Standard & Poor's Ratings Services</u>
General Obligations	AA+	Aa2	AA
Master Lease Certificates of Participation	AA-	Aa3	A+
Transportation Revenue Bonds	AA	Aa3	AA-
Clean Water Revenue Bonds	AA+	Aa2	AA+
Petroleum Inspection Fee Revenue Bonds	AA-	Aa3	AA-

How to Get Additional Information

If you are interested in information about securities that the State issues, please contact the Capital Finance Office. *The Capital Finance Office is the only agency authorized to speak on the State's behalf about the State's securities.*

The Capital Finance Office maintains a web page that contains other information that may be of interest. Neither the web site nor the additional information it contains is part of this Annual Report.

www.doa.state.wi.us/debf/scf/

Financial Disclosure and Debt Management, including—

- Annual Reports
- CAFR
- Official Statements
- Offering Memoranda
- Upcoming Sale Materials
- Secondary Market Continuing Disclosure Announcements

We welcome your comments or suggestions about the format and content of this Annual Report. The general telephone number of the Capital Finance Office is (608) 266-2305. The e-mail address is capfin@doa.state.wi.us.

Sincerely,

Frank R. Hoadley
Capital Finance Director

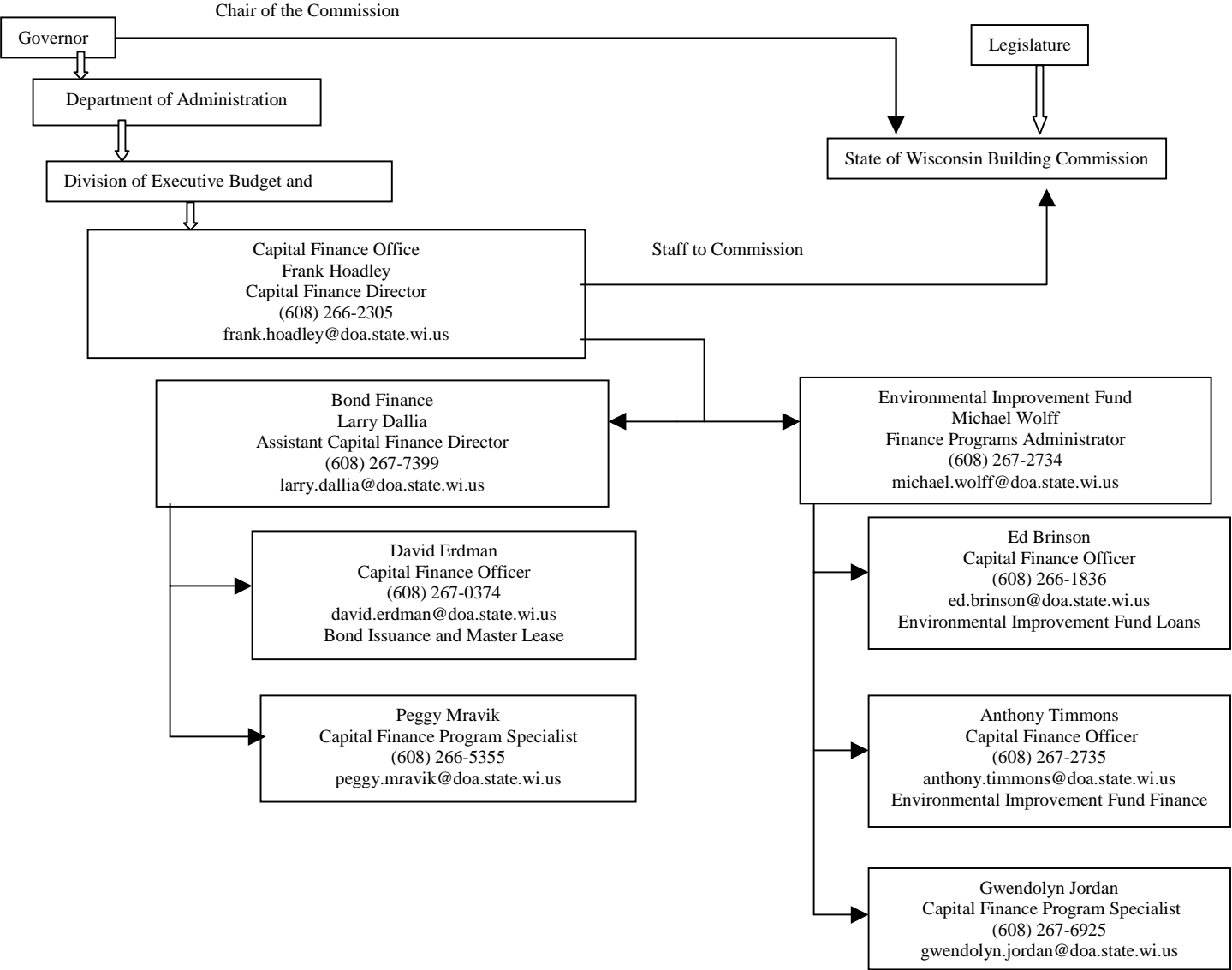
SUMMARY OF OUTSTANDING STATE OF WISCONSIN OBLIGATIONS AS OF DECEMBER 1, 2000

	<u>Principal Balance</u> <u>12/1/99</u>	<u>Principal Issued</u> <u>12/1/99 -</u> <u>12/1/2000</u>	<u>Principal Matured</u> <u>or Redeemed</u> <u>12/1/99 -</u> <u>12/1/2000</u>	<u>Principal Balance</u> <u>12/1/2000</u>
<u>GENERAL OBLIGATIONS^(a)</u>				
Total General Obligations	\$3,743,065,380	\$786,500,000	\$461,982,303	\$4,067,583,077
General Purpose Revenue (GPR)	2,587,784,071	673,586,395	392,519,131	2,868,851,329
Self-Amortizing: Veterans	782,780,000	40,000,000	37,460,000	785,320,000
Self-Amortizing: Other	372,501,315	72,913,605	32,003,172	413,411,748
<u>MASTER LEASE CERTIFICATES OF PARTICIPATION</u>				
Master Lease COPs	\$61,604,293	\$46,289,800	\$30,654,112	\$76,939,981
<u>TRANSPORTATION REVENUE OBLIGATIONS^(a)</u>				
Transportation Revenue Obligations	\$915,717,188	\$123,700,000	\$38,539,188	\$1,000,878,000
<u>CLEAN WATER REVENUE BONDS</u>				
Clean Water Revenue Bonds	\$569,155,000	—	\$23,530,000	\$545,625,000
<u>PETROLEUM INSPECTION FEE REVENUE OBLIGATIONS^(a)</u>				
Petroleum Inspection Fee Revenue Obligations	—	\$250,250,000	\$1,750,000	\$248,500,000^(b)

(a) This table includes variable rate obligations that have been issued by the State. Please see the respective part of this Annual Report for more information on the variable rate obligations issued for each credit..

(b) Reflects outstanding balance as of December 15, 2000.

Capital Finance Office Staff (As of December 1, 2000)



PART IV

MASTER LEASE CERTIFICATES OF PARTICIPATION

This part of the Annual Report provides information about master lease certificates of participation (**Certificates**) issued under the State of Wisconsin Master Lease Program (**Program**).

Total Outstanding Balance (12/1/2000)	\$76,939,981
Certificate Ratings (Fitch/Moody's/Standard & Poors)	AA-/Aa3/A+

The Certificates are issued and secured by a Master Indenture, dated as of July 1, 1996 (**Master Indenture**), among the State of Wisconsin, acting by and through the Department of Administration (**State**), Firststar Bank Milwaukee, N.A., now known as Firststar Bank, National Association (**Lessor**), and Firststar Trust Company, now also known as Firststar Bank, National Association (**Trustee and Paying Agent**).

The Certificates evidence a proportionate interest in certain lease payments to be made by the State for the rental of certain equipment items and service contracts. These equipment items and service contracts are purchased under the Third Amended and Restated Master Lease, dated as of April 28, 2000 (**Master Lease**), between the Lessor and the State.

The full faith and credit of the State are not pledged to the payment of the Certificates. The State is not obligated to levy or pledge any tax to make the payments required under the Lease. The Certificates do not constitute debt of the State or any of its subdivisions.

The law firm of Foley & Lardner provides bond counsel services to the State for issuance of the Certificates. The firm of Public Financial Management provides financial advisory services to the State for the Program.

Requests for additional information about the Program or Certificates may be directed as follows:

Contact: Capital Finance Office
Attn: Capital Finance Director
Phone: (608) 266-2305
Mail: 101 East Wilson Street, FLR 10
P.O. Box 7864
Madison, WI 53707-7864
E-mail: capfin@doa.state.wi.us

This Annual Report includes information and defined terms for different types of securities issued by the State. The context or meaning of terms used in this Part IV of the Annual Report may differ from that of terms used in another part. Material referred to in this Annual Report is not part of this Annual Report unless expressly included by reference.

OUTSTANDING CERTIFICATES

The State has issued the Certificates shown in Table IV-1. The table also includes the outstanding principal balances as of December 1, 2000.

Table IV-1

OUTSTANDING MASTER LEASE CERTIFICATES OF PARTICIPATION BY ISSUE (As of December 1, 2000)

<u>Financing</u>	<u>Date of Financing</u>	<u>Maturity</u>	<u>Amount of Issuance</u>	<u>Amount Outstanding</u>
1996- Master Lease COPs Series A (Revolving Credit Agreement)	7/1/1996	2009	\$ 50,000,000	\$ 13,235,362 ^(a)
Master Lease COPs Series B	11/8/1996	1997-2003	38,260,000	980,689 ^(b)
1999- Master Lease COPs Series A	2/18/1999	1999-2005	28,855,000	13,123,930 ^(b)
Master Lease COPs Series B (Taxable).....	2/18/1999	1999-2005	14,120,000	11,080,000
2000- Master Lease COPs Series A	9/27/2000	2001-2007	27,255,000	27,255,000
Master Lease COPs Series B (Taxable).....	9/27/2000	2001-2005	11,265,000	<u>11,265,000</u>
<i>Total Master Lease COPs.....</i>				<u>\$76,939,981</u>

^(a) The Master Lease Certificate of Participation of 1996, Series A evidences the State's repayment of a revolving line of credit which the State utilizes for acquisition funding for the Program. See "SECURITY FOR CERTIFICATES; Two-Phase Financing Structure". The amount outstanding for this Certificate may include interest that has accrued on this revolving line of credit since the last interest payment on the Certificates.

^(b) The Master Lease provides that certain Lease Schedules can be terminated if the State deposits with the Trustee an amount that is equal to the outstanding amount of the Lease Schedule, or in amounts that are sufficient to purchase investments that mature on dates and in amounts to make the Lease Payments when due. The principal amount of Certificates for which payment has been provided is treated as not outstanding for purposes of this table.

THE MASTER LEASE PROGRAM

General

The Program, which was created in 1992, permits the State to acquire tangible property, and in certain situations, intangible property or prepaid service items (**Leased Items**), for State agencies through installment purchase contracts. Particular Leased Items are described in schedules that are prepared under the Master Lease (**Lease Schedules**). The Program is available for all State agencies. Through the period ending December 1, 2000, 16 of the 18 State departments, the Legislature, the Supreme Court, and various other State bodies have used the Program to acquire approximately \$252 million of Leased Items.

Program Structure

The Master Lease and the Master Indenture establish the structure of the Program. The Master Lease contains general terms and conditions applicable to both the Program and Lease Schedules entered into by the Lessor and the State. A supplemental indenture creates a particular series of Certificates. As a result of statutory changes included in the 1999-2001 biennial budget, the Master Lease was amended to allow Leased Items to be incorporated into real estate. The amendment was effective April 28, 2000, and applied to Lease Schedules originated after that date. See "**SUMMARY OF THE MASTER LEASE**".

The Master Indenture establishes a trust (**Trust**) comprising certain Lease Schedules, rents, and other payments the State is required to make under the Master Lease (**Lease Payments**), Leased Items, and other property and rights related to those Lease Schedules, including the security interest granted in the Master Lease. The Trust serves as a common pool of collateral, ratably securing all present and future Certificates. See "**SUMMARY OF THE MASTER INDENTURE**".

Program Operations

The Program structure places within the Department of Administration centralized control of day-to-day operations:

- Functions related to Program administration, review of requests to use the Program, and day-to-day Program operations occur in the Capital Finance Office.
- Functions related to reviewing requests to use the Program and biennial budget preparation occur in the State Budget Office.
- Functions related to collecting Lease Payments due under the Master Lease occur in the State Controller's Office.

Each of these offices is part of the Department of Administration's Division of Executive Budget and Finance.

To use the Program to acquire a Leased Item, a state agency submits a written request to the Capital Finance Office. This request is reviewed and approved by the Capital Finance Office, State Budget Office, and the Secretary of the Department of Administration. Requests that include information technology items are also reviewed by the Department of Administration's Division of Technology Management. Requests that include energy performance contracts in State-owned buildings must be for a project that has been approved by the Department of Administration's Division of Facilities Development. The review process includes a determination by the Capital Finance Office that lease financing is the best alternative for the particular circumstance and a determination by the State Budget Office that current resources are available to make the Lease Payments due in the current fiscal year. Upon receiving approval to use the Program, the agency completes procurement of the Leased Item in compliance with State procurement requirements.

Upon acceptance of the Leased Item, the agency forwards all related outstanding invoices to the Department of Administration for payment. Parallel to payment being made to the vendor, a Lease Schedule is prepared by the Department of Administration and executed by the State, the Lessor, and the State agency. This Lease Schedule is then added to the Master Lease. The Lease Schedule also identifies the budgetary appropriation from which the related Lease Payments will be made.

The State currently uses a two-phase financing structure for the Program. See **"SECURITY FOR CERTIFICATES; Two-Phase Financing Structure"**. Payments to the vendors for the Leased Items are made with proceeds from the revolving credit facility.

Lease Payments due under the Master Lease are collected by the State Controller's Office. Scheduled Lease Payments are automatically withdrawn from the appropriations identified by the agency and electronically wired to the Trustee.

State Appropriation Process

Lease Payments due under the Master Lease are not included in the State budget as a separate budget line item; rather, Lease Payments are included with other expenditures in one or more of an agency's existing budget lines. State law establishes procedures for the budget's enactment. See **"BUDGETING PROCESS AND FISCAL CONTROLS"** in **Part II of this Annual Report** for a summary of the budget enactment process and other financial procedures of the State. The State Budget Office review and approval of requests to use the Program helps assist in preparation of a biennial budget so that Lease Payments will not be mistakenly omitted.

State law provides that in the event that a budget is not in effect at the start of a fiscal year, the prior year's budget serves as the budget until such time as a new one is enacted.

The Department of Administration maintains separate accounts for all appropriations, showing the amounts appropriated, the amounts allotted, the amounts encumbered, the amounts expended, and certain other data necessary to the financial management and control of all State accounts. The Department of Administration also maintains the general ledgers of the General Fund and all other funds of the State.

SECURITY FOR CERTIFICATES

General

The Certificates represent a proportionate interest in specified Lease Payments required to be made by the State under the Master Lease. The Master Lease requires the State to make Lease Payments from any source of legally available funds, subject to annual appropriation. The scheduled Lease Payments are sufficient to pay when due the semiannual principal and interest payments on all outstanding Certificates. *The obligation of the State to make Lease Payments does not constitute an obligation for which the State is obligated to levy or pledge any form of taxation or for which the State has levied or pledged any form of taxation. The obligation of the State to make Lease Payments does not constitute debt of the State. See "RISK FACTORS".*

Common Pool of Collateral

Under the Master Indenture, the Lessor has assigned to the Trustee, for the benefit of all holders of Certificates, all its rights in the following:

- The funds and accounts created by the Master Indenture.
- The Lease Schedules specified in supplemental indentures.
- All Lease Payments, Leased Items, and other property and rights related to those Lease Schedules, including the security interest granted in the Master Lease.

All Leased Items serve as a common pool of collateral, ratably securing all present and future Certificates. All Certificates are secured by all Leased Items, regardless of their funding source or the time at which the Program finances them. If the Legislature fails to appropriate necessary funds for the continued performance of the State's obligations under the Master Lease or if an event of default occurs under any Lease Schedule, an event of default exists under all outstanding Certificates. Once a Lease Schedule is fully paid, the Leased Item covered by the Lease Schedule no longer serves as collateral.

In the opinion of Bond Counsel, the transfer of Lease Schedules by the Lessor to the Trustee constitutes a true sale and not a secured transaction. The State's obligation to make Lease Payments does not depend upon any service provided by the Lessor, and thus the transfer of Lease Schedules would be unaffected by any insolvency of the Lessor.

Reserve Fund

The Master Indenture allows a reserve fund to be established for any specific series of Certificates. As of December 1, 2000, no reserve fund has been established for any series of outstanding Certificates. In the event that the Department of Administration establishes a reserve fund under the Master Indenture, the amounts in the reserve fund would only be available to the series of Certificates for which the reserve fund is authorized.

Governmental Use

The State will certify that each Leased Item will be used to perform a governmental function. Examples of Leased Items currently existing in the Trust include modifications to the State's accounting system, expansion of the State's central mainframe computer, and various information technology items that provide various automated services and information technology upgrades for the State. See "TABLE IV-2; Outstanding Master Lease Schedules."

Centralized Control and Review

The Program structure allows one division within the Department of Administration to centrally administer many Program activities. Program functions related to administration, review, and day-to-day operations occur in the Capital Finance Office. Program functions related to review and biennial budget preparation occur in the State Budget Office. Program functions related to collection of Lease Payments occur in the State Controller's Office. Each of these offices is part of the Division of Executive Budget and Finance.

Two-Phase Financing Structure

The State ordinarily uses a two-phase financing structure for the Program. In the first (or acquisition) phase, all Leased Items are initially financed with proceeds from a revolving credit facility. The revolving credit facility is a line of credit, and the State, acting on behalf of the Trustee, requests draws from the revolving credit facility to pay for the acquisition of Leased Items. A Certificate has been issued to the current provider of this revolving credit facility, Bank of America NT&SA, evidencing the State's repayment of balances under the facility. The State pays interest on funds drawn from the facility based on a variable, taxable interest rate.

In the second phase, the State, acting on behalf of the Trustee, sells additional Certificates to refinance the revolving credit facility with proceeds of a fixed-rate, and most often tax-exempt, financing. Since all Leased Items have already been accepted by the State in the first phase, Certificates issued in the second phase do not have any nonorigination risk.

All sources of financing for the Program are issued under the Master Indenture. See "SECURITY FOR CERTIFICATES; Common Pool of Collateral".

Appropriation Process

The central control of the Program provides the State Budget Office with knowledge of all past, current, and pending scheduled Lease Payments due under the Master Lease. Lease Payments due under the Master Lease are not included in the State budget as a separate budget line item. Rather, Lease Payments due under the Master Lease are included with other expenditures in one or more of an agency's existing budget lines. The Secretary of the Department of Administration, under the direction of the Governor and with assistance from the State Budget Office, compiles all budget information and prepares an executive budget consisting of the planned operating expenditures and revenues of all State agencies.

State law establishes procedures for establishing and enacting a State budget. State law also provides that in the event a budget is not in effect at the start of a fiscal year, the prior year's budget serves as the budget until such time a new budget is enacted.

The Secretary of the Department of Administration has statutory power to order reductions in the appropriations of state agencies (which represent less than one-third of the General Fund budget). See "BUDGETING PROCESS AND FISCAL CONTROLS" in Part II of this Annual Report for additional information on the State's budget process.

Priority of Claims

The Master Lease includes representations that, if an emergency arises that requires the Department of Administration to draw vouchers for payment that will be in excess of available moneys, the Secretary of the Department of Administration will establish a priority schedule for payments that gives a high priority to Lease Payments due under the Master Lease, but not higher than the priority given to payments on outstanding general obligations. See “**GENERAL FUND INFORMATION; General Fund Cash Flow**” in Part II of this Annual Report.

RISK FACTORS

Nonappropriation

The State’s obligation to make Lease Payments is subject to appropriation of the necessary funds by Legislature. No assurance is given that sufficient funds will be appropriated or otherwise available to make the Lease Payments. A failure by the State to make a Lease Payment with respect to any Leased Item would cause the Master Lease to terminate with respect to all Leased Items. The State’s obligation to make Lease Payments is not a general obligation of the State, and moreover, the obligation does not involve the State of Wisconsin Building Commission. Rather, the Master Lease is a contract entered into by the Department of Administration under separate statutory authority.

The Master Lease does not include a nonsubstitution clause. If the Legislature fails to appropriate necessary funds for the continued performance of the State’s obligations under the Master Lease, the State is allowed to acquire and use similar items for the same function as the Leased Item for which no appropriation was made.

While it is possible that failure to make the Lease Payments might hinder the State’s subsequent access to the capital markets, it should not be assumed that the Legislature would regard that possible consequence to be a compelling reason to appropriate the money needed for Lease Payments. See “**SUMMARY OF THE MASTER LEASE**” and “**SUMMARY OF THE MASTER INDENTURE**” for additional information about remedies available under the Master Lease and Master Indenture if no appropriation is made.

Essentiality of Leased Items

Although the State has made certain representations that each Leased Items serves a governmental function, it should be assumed that the State could function without any of the Leased Items.

Collateral Value of Leased Items

Although the State has provided a security interest in the Leased Items to the Trustee (for the benefit of the owners of Certificates), the Certificates are not offered on the basis of the collateral value of the Leased Items or the value of any other pledged asset (other than the Lease Payments). Though the term of the Lease Schedule is not permitted to exceed the useful life of the Leased Item, it should not be assumed that the value of the Leased Item at any particular time will exceed the portion of the remaining Lease Payments that will be applied to principal or that the existence of any excess would motivate the State to continue making Lease Payments. Typically it is difficult to realize the full value of collateral through sale of the collateral, and some of the Leased Items, such as service contracts, intangible property, or tangible property that is incorporated into real estate, may be impossible or difficult to sell. Records that evidence the security interest are kept by the Department of Administration, separate and apart from the central record system of security interest kept by the Department of Financial Institutions under the Uniform Commercial Code.

Tax Exemption

Should the Master Lease be terminated, no assurance can be given that subsequent payments made by the Trustee with respect to the outstanding Certificates and designated as interest will be excluded from gross income for federal income tax purposes.

Applicability of Securities Law

Should the Master Lease be terminated, the transfer of a Certificate may be subject to compliance with the registration provisions of applicable federal and state securities laws, which could impair the liquidity of the Certificates.

SUMMARY OF THE MASTER LEASE

The following is a summary of certain provisions of the Master Lease. As a result of statutory changes included in the 1999-2001 biennial budget, the Master Lease was amended to allow Leased Items to be incorporated into real estate. The amendment was effective April 28, 2000 and applied to Lease Schedules originated after that date. The following summary reflects these changes.

Acquisition, Delivery and Lease of Leased Items

The Master Lease establishes the process for acquiring property and service items. It requires the State to provide written notice to the Lessor, identifying:

- The items it desires to lease
- The anticipated schedule for making Lease Payments
- The anticipated date or dates on which payments to acquire the Leased Item are due and payable

The notice must also confirm that the State expects that sufficient moneys will be available to pay the acquisition costs, as arranged solely by the State. The State (or the Lessor at the State's request) orders each Leased Item from the contractor selected by the State.

The State is responsible for selecting Leased Items, reviewing the terms of purchase, and arranging for the delivery, installation, testing, servicing, and maintenance of the Leased Items.

Upon delivery and any required installation of any Leased Item that is a Property Item, the State is required to inspect such item, and if it meets the State's specifications, the State, before the end of the acceptance period agreed to by the contractor, must provide the Lessor with a certificate of acceptance. At the time the Property Item is accepted, the State will perfect a security interest therein in favor of the Lessor or any party to which such security interest is assigned with the State's consent. Before the commencement of service for a Leased Item that is a service contract, the State must provide the Lessor with a certificate of acceptance. Any Leased Items thus acquired become subject to the Master Lease, and upon acceptance, the State becomes obligated to make the Lease Payments.

Lease Term and Lease Termination

The Master Lease is in effect until all Lease Payments have been paid, unless the Master Lease is either extended or terminated earlier, as provided in the Master Lease. With respect to any Leased Item, the obligation to make Lease Payments begins:

- On the date of execution of the related Lease Schedule and the certificate of acceptance, or
- On the date that sufficient moneys are received in a particular fund from which the costs of Leased Items are to be paid

Subject to appropriation, the State presently intends to keep the Master Lease in effect for its entire term and to make all Lease Payments. The State agrees that the appropriate budget requests for each fiscal year will include all Lease Payments coming due in the fiscal year. In the event an emergency arises that requires the State to draw vouchers for payments that will be in excess of available moneys and the Secretary of Administration establishes a priority schedule for payments under the Statutes, the Secretary will give a high priority to Lease Payments due under the Master Lease.

In accordance with the Statutes, the continuance of the Master Lease beyond the limits of funds already available to the State is contingent upon appropriation of the necessary funds. If an Event of Nonappropriation occurs for any fiscal year, the State has the right to terminate the Master Lease. Termination would affect all Leased Items and would be effective as of the last day of a fiscal year (that is, June 30).

The State would still be obligated to make any Lease Payments due by the end of the fiscal year but would not be responsible for the payment of any Lease Payments scheduled to come due in any succeeding fiscal year. In the event of termination of the Master Lease based on an Event of Nonappropriation, if the Lessor requests, the State is required to deliver possession of all Lease Items to the Lessor and must convey to the Lessor, or release, its interest in all Leased Items.

With respect to any Leased Item, the respective Lease Schedule terminates when all Lease Payments relating to it are paid under the Lease Schedule or when the State terminates the Lease Schedule by paying the applicable purchase price for the Leased Item.

The Master Lease will terminate in its entirety (which will affect all Leased Items) if an Event of Nonappropriation occurs, or if the State defaults and the Lessor elects to terminate the Master Lease.

Insurance Requirements; Loss or Damage to Leased Items

The State is required to provide insurance coverage against certain risks, through its self-funded liability and property programs, for which sum-sufficient appropriations are made under the Statutes. Insured risks include:

- Damage to or destruction of Leased Items
- Liability for injuries to or death of any person or damage to or loss of property related to use of the Leased Items
- The employer's costs for worker's compensation relating to use of the Leased Items

The State assumes all risks and liabilities for loss or damage to any Leased Item and for injury to or death of any person or damage to any other property arising from use of the property items or arising with respect to service items, to the extent such loss, damage, injury, death, or damage to other property is caused by acts committed by an officer or employee of the State while acting within the scope of employment or any agent of the State while acting within the scope of the agency.

If any Leased Item delivered to the State is lost, the State is required to replace the item or pay the applicable purchase price for that Leased Item.

When the State pays the purchase price for any Leased Item, the Master Lease terminates with respect to such Leased Item and the State becomes entitled to such Leased Item, *as is, where is, and without any warranty*, except for any warranty provided by the contractor.

Other Obligations

The Lessor has no responsibility for the use or maintenance of the Leased Items. The State is required to use all Leased Items carefully, properly, and lawfully. The State is required to maintain all Leased Items. The State is required to pay any charges assessed against Leased Items.

Rights in Leased Items; Security Interest

The Lessor does not have legal title to Property Items. Legal title to all Property Items rests in the State. Should the Master Lease terminate due to an Event of Nonappropriation or Event of Default, the State is required to transfer to the Lessor its interest in all Leased Items.

The State has granted to the Lessor a first priority purchase-money security interest in Leased Items to secure the State's payment of all Lease Payments.

The Lessor has no responsibility in connection with the selection of the Leased Items or the contractors providing the Leased Items. The Leased Items and contractors will be selected solely by the State.

The Lessor has no responsibility for the condition or usefulness of the Leased Items. The Leased Items are leased "as is" and "where is." Nor is the Lessor responsible for any damages in connection with the use of the Leased Items.

Assignment, Mortgaging and Selling

The Lessor may not, without the prior written consent of the State, assign its obligations under the Master Lease or its interest in the Leased Items or grant a security interest in or lien upon the Leased Items or enter into any financing for the Leased Items.

Option to Terminate Lease Schedule

Depending on the source of funding for the Lease Schedule, the State may have the option to terminate the Lease Schedule by depositing an amount equal to the applicable purchase price. The amount shall either be:

- An amount equal to the outstanding principal amount of the Lease Schedule, interest to the date of redemption of the source of funding, and any redemption premium, or
- If permitted, an amount sufficient to purchase investments maturing on such dates and in such amounts to pay the Lease Payments when due (or until the source of funding may be redeemed).

Events of Default and Remedies

Each of the following shall be an "Event of Default" under the Master Lease:

- Failure by the State to pay when due any Lease Payments and the continuation of such failure for five business days.
- Failure by the State to observe any covenant with respect to any Leased Item (other than a failure to make Lease Payments) for a period of thirty days after notice, unless the Lessor and the Trustee agree to an extension.
- Any representation or warranty by the State in the Master Lease was untrue in any material respect.
- An "event of default" shall have occurred and be continuing under the Indenture.

If by reason of force majeure the State is unable to carry out its obligations under the Master Lease with respect to any Leased Item (other than its obligation to make Lease Payments, which must still be paid when due), the State shall not be deemed in default during the period of inability.

Whenever any Event of Default occurs, the Lessor has the right to take one or more of the following steps:

- The Lessor, with or without terminating the Master Lease, may declare all Lease Payments due or to become due during the fiscal year to be immediately due and payable.
- The Lessor, with or without terminating the Master Lease, may give the State written notice requiring the State to deliver all the Leased Items to the Lessor. If the State fails to return them within 30 days, the Lessor may exercise all its legal rights to take possession of the Leased Items and to receive damages resulting from the State's failure. Even though the Lessor takes possession of the Leased Items, the State continues to be responsible for Lease Payments during the fiscal year. If the Event of Default is cured and the Master Lease has not been terminated with respect to such Leased Items, the Lessor is required to return the Leased Items to the State at the State's expense.
- If the Lessor terminates the Master Lease and takes possession of Leased Items, the Lessor is required to attempt to sell the Leased Items in a commercially reasonable manner. The Lessor must apply any proceeds of the sale in the following order: (1) all expenses incurred in securing possession of the Leased Items, (2) all expenses incurred in completing the sale, (3) any amounts payable to any party having a security interest in or lien against the Leased Items, (4) the applicable purchase price for the Leased Items, and (5) the balance of any Lease Payments due with respect to such Leased Items for such Fiscal Year. Any remaining proceeds of the sale will be paid to the State.
- The Lessor may use any other remedy available at law or in equity with respect to such Event of Default.

If the Master Lease is terminated before all Lease Payments have been paid, the Lessor may require the State to return the Leased Items.

SUMMARY OF THE MASTER INDENTURE

The following is a summary of certain provisions of the Master Indenture.

General

Pursuant to the Master Indenture, the Lessor has transferred to the Trustee without recourse (but also without limitation on its obligations under the Master Lease) all its right in the funds and accounts established under the Master Indenture, the Lease Schedules specified in supplemental indentures, and all Lease Payments, Leased Items, and other property and rights related to those Lease Schedules, including the security interest granted in the Master Lease. Except as provided in the Master Indenture, all properties and rights received by, and moneys and investments held by, the Trustee under the provisions of the Master Indenture shall be held in trust for the benefit of the holders of the Certificates.

Funds and Accounts; Payments to be Deposited

The Master Indenture creates the following funds and accounts to be held and administered by the Trustee for each series of Certificates: a **Project Fund** (within which is a **Project Account** and an **Earnings Account**), a **Lease Payment Fund** (within which is an **Interest Account** and **Payment Account**), an **Administrative Expense Payment Fund**, and an **Insurance Fund**.

The Trustee will deposit the proceeds from the issuance of Certificates, net of the underwriters' discount:

- If specified in the supplemental indenture, the Trustee will deposit in the Principal Account and the Interest Account of the Certificate Payment Fund an amount to be used for the partial or complete redemption of one or more series of outstanding Certificates, and the Leased Items related with the redeemed Certificates will thereafter relate to the newly issued Certificates.
- If specified in the supplemental indenture, the Trustee will pay to the Lessor the unreimbursed costs of acquiring Leased Items.
- Payment or reimbursement of cost of issuance.
- If specified in the supplemental indenture, the Trustee will deposit an amount in the Lease Payment Reserve Fund.
- The Trustee will deposit into the Project Account of the Project Fund the amount specified in the supplemental indenture.
- The Trustee will deposit the balance of the proceeds, if any, in the Lease Payment Fund.

Earnings on the Project Account of the Project Fund are transferred as received to the Earnings Account of the Project Fund. Moneys in the Earnings Account are transferred and used for payment of amounts due or coming due within 30 days, in the following order: (1) to the Interest Account of the Lease Payment Fund for retransfer to the Interest Account of the Certificate Payment Fund; and (2) to the Administrative Expense Payment Fund.

To the extent moneys in the Earnings Account of the Project Fund exceed amounts payable as described above, the excess is deposited in the Project Account of the Project Fund.

Subject to the requirement that the Trustee shall not invest or reinvest moneys in any Fund or Account in a manner that would cause any of the Certificates to become “arbitrage bonds”, money available in the Project Account of the Project Fund will be disbursed to pay for the acquisition of additional Leased Items, as directed by the State.

Except as provided in the Master Indenture, any money remaining in the Project Account of the Project Fund on the Disbursement Period Expiration Date will be transferred by the Trustee to the Principal Account of the Lease Payment Fund, to be applied as a credit against the Lease Payments required to be paid by the State.

Upon any Event of Nonappropriation or upon an Event of Default under the Lease Schedule requiring the surrender of Leased Items, or upon any other termination of a Lease Schedule other than pursuant to the payment of all Lease Payments, or the exercise by the State of its option to pay the purchase price, the Trustee is required immediately to transfer all amounts on deposit in the Project Account of the Project Fund to the Principal Account of the Lease Payment Fund.

On any day in which Certificates are to be paid or redeemed, the Trustee is required to transfer the aggregate amount on deposit in the Principal Account of the Lease Payment Fund for deposit into the Principal Account of the Certificate Payment Fund. On the date Certificates are to be redeemed in accordance with the Master Indenture as a result of deposit of moneys into the Principal Account of the Lease Payment Fund, the Trustee is required then to transfer the money deposited into the Principal Account of the Certificate Payment Fund. On the date that Certificates are to be redeemed due to the termination of a Lease Schedule as a result of an Event of Nonappropriation, and if funds have been transferred to the Lease Payment Fund, the Trustee is required to transfer all amounts on deposit in such Principal Account for deposit into the Principal Account of the Certificate Payment Fund. On the next succeeding Interest Payment Date after the

date of transfer of moneys to the Principal Account of the Lease Payment Fund, the Trustee shall deposit such moneys into the Principal Account of the Certificate Payment Fund.

On each Interest Payment Date with respect to Certificates, the Trustee is required to transfer from the Interest Account of the Lease Payment Fund (and, if necessary, from the Earnings Account of the Project Fund) for deposit into the Interest Account of the Certificate Payment Fund, an amount equal to the interest then due on the Certificates.

Except as provided in the Master Indenture, the Trustee is required to pay to the State any amount remaining in any Fund or Account after full payment (or redemption) of all Certificates outstanding and payment of any fees, expenses or costs owing with respect to the Certificates or the Lease Schedules.

The Trustee is required to invest moneys it holds under the Master Indenture in **Qualified Investments** to be selected at the direction of the State giving consideration, however, to the times at which moneys are required to be disbursed under the Master Indenture and, in that connection, may place moneys in demand or time deposits with any bank or trust company authorized to accept deposits of public funds.

The following are Qualified Investments:

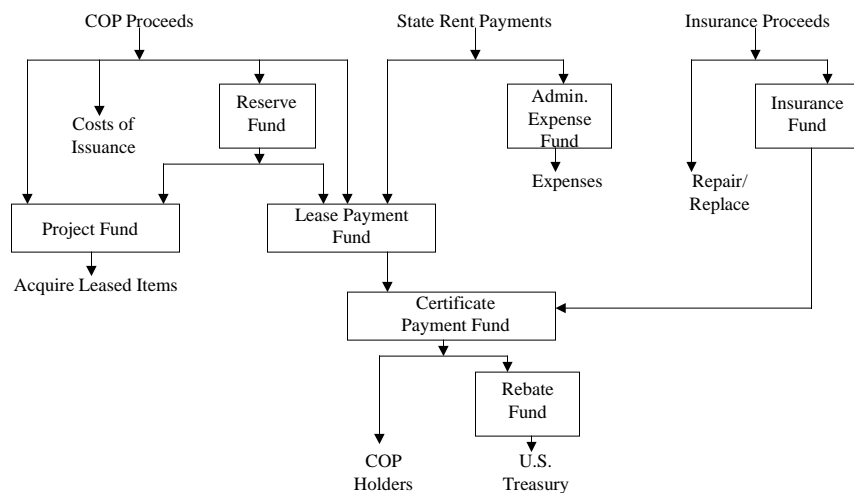
- Obligations of, or obligations guaranteed as to interest by, the United States or any agency or instrumentality thereof, when such obligations are backed by the full faith and credit of the United States.
- Federal Housing Administration debentures.
- Federal Home Loan Mortgage Corporation participation certificates.
- Farm Credit System consolidated system wide bonds and notes.
- Federal Home Loan Banks consolidated debt obligations.
- Federal National Mortgage Association senior debt obligations and mortgage backed issues.
- Student Loan Marketing Association senior debt obligations and letter-of-credit-backed issues.
- Resolution Funding Corporation debt obligations.
- Unsecured certificates of deposit, time deposits and banker's acceptances (having maturities of not more than 365 days) of any bank, the short-term obligations of which are rated the highest classification (without regard to any suffix or numerical order) by each of those agencies selected by the State to assign a credit rating to the Certificates or the Program (**Rating Agencies**).
- Certificates of deposit or time deposits constituting direct obligations of any bank, the full amount of which is insured by the Federal Deposit Insurance Corporation.
- Debt obligations, including pre-refunded municipals, rated in either of the two highest classifications (without regard to any suffix or numerical order) by each of the Rating Agencies.
- Commercial paper rated the highest classification (without regard to any suffix or numerical order) by each of the Rating Agencies.
- Securities issued by those investment companies registered under the Investment Company Act of 1940 commonly known as "money market funds" rated in the highest classification by each of the Rating Agencies that invest solely in securities which are otherwise Qualified Investments.

- Investments made through repurchase agreements with any transferor with debt or commercial paper rated in the highest classification (without regard to any suffix or numerical order) by each of the Rating Agencies provided that each repurchase agreement (1) is acceptable in form and substance to the State and the Trustee, (2) provides for the registration of title to certificated government obligations in the name of the Trustee or any agent of the Trustee and the physical transfer of certificated government obligations to the Trustee or to a custodial account in the name of the Trustee at a Federal Reserve Bank and for the registration of title to “book entry” government obligations in the name of the Trustee, (3) provides that the government obligations acquired pursuant to such repurchase agreement shall be valued at least monthly at the lower of the then current fair market value or the repurchase price in the applicable repurchase agreement (except that the Lease Payment Reserve Fund shall always be valued at the then current fair market value), and (4) is with any state or national bank or foreign bank with a United States branch or agency with short-term obligations rated in the highest classification (without regard to any suffix or numerical order) by each of the Rating Agencies.
- Any stripped securities rated in the highest classification by each of the Rating Agencies, including, but not limited to, U.S. Treasury STRIPS and REFCORP STRIPS.
- Any security which matures or which may be tendered for purchase at the option of the holder within not more than seven years of the date on which it is acquired, if that security has a rating from each of the Rating Agencies which is equal to or higher than the rating assigned to the Certificates by the Rating Agencies and the rating is in either of the two highest classifications (without regard to any suffix or numerical order) of each of the Rating Agencies.

Figure IV-1 depicts the sources and uses of the various funds.

Figure IV-1

**State of Wisconsin Master Lease Program
Master Indenture - Sources and Uses of Funds**



Servicing of Lease Schedules

The Lessor has agreed to service the Lease Schedules, and should the Lessor fail to do so, the Trustee has agreed to do so and enforce their terms.

Events of Default and Remedies

The following shall constitute Events of Default under the Master Indenture:

- Any Event of Nonappropriation or Event of Default under the Master Lease or any Lease Schedule.
- Failure by the Lessor or the State to observe any covenant, under the Master Indenture (other than an event specified above) for a period of 30 days after notice from the Trustee, the Lessor, or the owners of not less than 5% in aggregate principal amount of Certificates then outstanding; provided, however, if the failure cannot be corrected within the applicable period, those parties may not unreasonably withhold their consent to an extension of such time if corrective action is instituted and diligently pursued.
- Any additional event designated as an “Event of Default” under any Supplemental Indenture.

If an Event of Nonappropriation or an Event of Default under the Master Lease has occurred and is continuing, the Trustee is required to cause the Certificates of all series to be redeemed pursuant to the Master Indenture, pro rata, to the extent money is available in the Lease Payment Fund. In addition, if an Event of Nonappropriation or an Event of Default has occurred and is continuing, the Trustee may proceed, and upon written request of owners of not less than a majority in aggregate principal amount of Certificates then outstanding shall proceed, to take any of the remedial steps available under the Master Lease (including acceleration, if applicable) or whatever action at law or in equity may be necessary or appropriate to enforce its rights as assignee under the Master Indenture. All payments received by the Trustee with respect to the Trust upon an Event of Default, whether from the sale of Leased Items, damages or otherwise, shall be applied by the Trustee, *first*, to its reasonable fees and expenses and, *second*, to the Lease Payment Fund.

In the event that no action is taken to eliminate an Event of Default, the owners of a majority in aggregate principal amount of the Certificates then outstanding may institute any suit, action, or other proceeding at law or in equity for the protection or enforcement of any right under the Master Lease or the Master Indenture, but only if such owners have first requested in writing that action be taken, have given a reasonable opportunity for such suit, action, or other proceeding to be instituted, and have offered reasonable indemnity against the costs, expenses, and liabilities to be incurred thereby.

Amendment

The Master Indenture, the Master Lease, or any Lease Schedule (**Operative Documents**) may be amended, or a supplemental indenture created, without the consent of any owners of certificates, in order to provide for the issuance of a series of Certificates, to cure any ambiguity, to correct or supplement any provision in any of the Operative Documents that may be inconsistent with any provision in any other Operative Document, or to add any other provision with respect to matters or questions arising under any Operative Document if it is not inconsistent with the provisions of any Operative Document provided that such action does not, as evidenced by an opinion of counsel, adversely affect in any material respect the interests of any owner of certificates.

Any of the Operative Documents may also be amended from time to time with the consent of the owners of not less than 51% of the aggregate outstanding principal amount of Certificates of any series affected thereby for the purpose of adding any provisions to or changing in any manner or eliminating any of the provisions of the Operative Documents, or of modifying in any manner the rights of the owners of not less than 51% of the aggregate outstanding principal amount of Certificates; provided, however, that no amendment shall without the consent of the owners of all Certificates:

- Increase or reduce the amount of, or delay the timing of, or otherwise adversely affect, collections of payments under any Lease Schedule or required to be made on any Certificate
- Release any Lease Schedule or all or substantially all collateral securing a Lease Schedule, or
- Reduce the percentage required for consent to any amendment

Limitation on Rights of Certificate Holders

No owner of a Certificate has any right to vote (except as provided in the Master Indenture) or in any manner otherwise control the operation and management of the Trust, or the obligations of the parties to any of the Operative Documents nor shall anything set forth in the Master Indenture, or contained in the terms of the Certificates, be construed so as to constitute the owners of Certificate as partners or members of an association; nor shall any owner of Certificate be under any liability to any third person by reason of any action taken by the parties to the Master Indenture pursuant to any provision of the Master Indenture.

No owners of Certificate shall have any right by virtue of any provision of the Master Indenture to institute any suit, action, or proceeding at law or in equity under or with respect to the Master Indenture, unless:

- Such owner of a Certificate has previously given to the Trustee a written notice of an Event of Default and of the continuance thereof, as provided in the Master Indenture.
- The owners of not less than 25% of the aggregate outstanding principal amount of Certificates have made written request of the Trustee to institute such action, suit, or proceeding in its own name as Trustee under the Master Indenture and shall have offered to the Trustee such reasonable indemnity as it may require against the costs, expenses, and liabilities to be incurred therein or thereby.
- The Trustee, for 30 days after its receipt of such notice, request and offer of indemnity, shall have neglected or refused to institute any such action, suit, or proceeding.

Table IV-2
OUTSTANDING MASTER LEASE SCHEDULES
(As of December 1, 2000)

<u>Schedule</u>	<u>Origin Date</u>	<u>Maturity Date</u>	<u>Leased Item</u>	<u>Amount Financed</u>	<u>Principal Balance</u>
94-040	10/14/1994	09/01/2001	John Deere Combine	\$ 93,898.95	\$ 16,114.93
95-042	09/19/1995	03/01/2002	Distance Education Network (WONDER)	1,985,260.00	369,950.27
96-003	01/11/1996	09/01/2002	Dairy Processing Equipment	164,140.00	56,331.10
96-009	02/07/1996	03/01/2001	Duplo Booklet Making System	53,010.00	5,963.78
96-026	04/19/1996	03/01/2003	Textile Cutting Machine/CADD	49,600.00	20,339.61
96-029	04/26/1996	03/01/2001	High-Speed Tape Drives	135,000.00	15,842.35
96-030	04/26/1996	03/01/2003	DMV Database Redesign	146,821.55	34,279.66
96-035	05/20/1996	03/01/2003	DMV Database Redesign	121,662.64	43,208.19
96-040	06/04/1996	03/01/2003	Dairy Processing Equipment	74,700.00	31,248.44
96-043	06/14/1996	03/01/2003	Textile Cutting Machine/CADD	31,245.00	13,056.33
96-044	06/14/1996	03/01/2001	Semi-Tractor Truck	59,945.00	7,187.83
96-047	06/27/1996	03/01/2003	DMV Database Redesign	236,615.97	99,318.18
96-049	06/27/1996	03/01/2003	Textile Cutting Machine/CADD	97,715.00	41,015.30
96-052	07/29/1996	03/01/2003	Sewing Machines (Private Industry Initiative)	112,621.50	47,063.96
96-056	08/01/1996	03/01/2003	DMV Database Redesign	129,291.31	54,069.12
96-060	08/01/1996	09/01/2002	Distance Education Network (NEWCS)	158,391.85	58,503.69
96-061	08/15/1996	03/01/2003	Infrastructure for Mobile Data Computers	531,916.34	226,004.61
96-064	09/03/1996	09/01/2003	DMV Database Redesign	221,176.04	103,839.40
96-065	09/03/1996	03/01/2003	Textile Cutting Machine/CADD	17,688.00	7,478.07
96-071	10/01/1996	03/01/2003	Textile Cutting Machine/CADD	5,657.00	2,391.66
96-073	10/01/1996	09/01/2003	DMV Database Redesign	168,597.60	79,154.48
96-075	10/01/1996	09/01/2003	Infrastructure for Mobile Data Computers	163,543.44	76,781.63
96-082	11/01/1996	03/01/2003	Infrastructure for Mobile Data Computers	499,255.33	225,510.19
96-093	12/23/1996	09/01/2003	Infrastructure for Mobile Data Computers	20,974.47	6,540.16
96-094	12/23/1996	09/01/2003	1/2 Pint Milk Carton Filler/Sealer Machine	94,000.00	46,134.81
97-006	01/28/1997	03/01/2002	Automated Tape Drive System	1,065,019.00	342,863.87
97-008	01/28/1997	09/01/2003	Infrastructure for Mobile Data Computers	442,274.97	220,039.58
97-009	01/28/1997	03/01/2001	Video Conferencing Equipment	48,038.50	6,408.53
97-016	02/19/1997	09/01/2003	Infrastructure for Mobile Data Computers	74,258.75	37,202.25
97-023	03/13/1997	09/01/2003	Infrastructure for Mobile Data Computers	208,874.27	105,560.45
97-029	03/27/1997	03/01/2004	Fire Engine	63,853.13	35,125.54
97-032	04/16/1997	03/01/2004	Infrastructure for Mobile Data Computers	155,614.00	86,143.18
97-037	04/25/1997	03/01/2004	Fire Engine	85,143.87	47,259.79
97-040	04/25/1997	03/01/2004	Infrastructure for Mobile Data Computers	274,825.00	152,543.80
97-043	05/16/1997	03/01/2004	Xylox Seating System-Kohl Center	100,000.00	55,891.33
97-046	05/14/1997	03/01/2001	Video Conferencing Equipment-LaCrosse/Waukesha	97,881.28	13,960.15
97-051	05/29/1997	03/01/2001	IT Migration Plan	128,074.45	18,455.09
97-052	05/29/1997	03/01/2001	Video Conferencing Equipment-Madison/EauClaire	45,914.90	6,616.18
97-053	06/13/1997	03/01/2002	Image Scanning System	64,765.00	13,684.37
97-055	06/13/1997	03/01/2001	IT Migration Plan	111,156.00	16,166.53
97-056	06/13/1997	03/01/2002	Tractor - Ashland Research Station	35,845.00	12,335.38
97-058	06/27/1997	03/01/2001	Tractor/Skidloader	83,611.00	11,816.87
97-062	07/10/1997	03/01/2004	Fire Engine	100,924.72	57,455.97
97-066	06/30/1997	03/01/2004	Xylox Seating System-Kohl Center	250,000.00	141,842.05
97-069	07/10/1997	03/01/2001	IT Migration Phase I and II	127,090.75	18,824.22
97-070	07/10/1997	03/01/2004	Xylox Seating System - Kohl Center	733,000.00	417,293.45
97-071	07/10/1997	03/01/2004	Infrastructure for Mobile Data Computers	57,222.11	32,576.29
97-078	07/25/1997	03/01/2004	DMV Database Redesign	269,717.25	93,199.89
97-080	07/25/1997	03/01/2001	IT Migration Plan	96,331.46	14,421.90
97-081	07/25/1997	03/01/2001	Postscript Imagesetter	99,105.00	11,094.34
97-083	08/15/1997	09/01/2001	Tractors	96,112.00	25,611.83
97-086	08/15/1997	09/01/2001	Video Conferencing Equipment-Spooner	54,405.35	14,497.88
97-089	09/03/1997	03/01/2004	Infrastructure for Mobile Data Computers	62,488.00	36,265.58
97-092	09/16/1997	09/01/2003	Dump Truck	67,598.00	36,613.85
97-097	09/16/1997	09/01/2001	Tractor/Agriculture Equipment	46,587.00	12,651.17
97-102	10/16/1997	09/01/2001	Tractor/Agriculture Equipment	49,318.00	13,649.08
97-107	10/31/1997	03/01/2001	IT Migration Plan (PCs, Software, Installation)	416,670.75	66,862.81
97-109	11/14/1997	09/01/2004	Portfolio Management/Operations Software	1,000,000.00	608,283.02
97-112	12/08/1997	03/01/2001	IT Migration	79,081.75	13,066.89

Table IV-2 – Continued
OUTSTANDING MASTER LEASE SCHEDULES
(As of December 1, 2000)

<u>Schedule</u>	<u>Origin Date</u>	<u>Maturity Date</u>	<u>Leased Item</u>	<u>Amount Financed</u>	<u>Principal Balance</u>
97-117	12/22/1997	09/01/2004	Wood Laminating System	127,251.75	81,240.11
97-118	12/22/1997	03/01/2004	Infrastructure for Mobile Data Computers	150,478.94	90,842.93
98-002	01/09/1998	03/01/2001	Year 2000 Upgrades-Payroll/Leave Accounting Sys	31,596.40	5,358.34
98-004	01/09/1998	09/01/2004	DMV Year 2000 Updates/Redesign	234,945.25	150,830.67
98-006	01/30/1998	03/01/2001	IT Migration Plan	97,384.75	16,796.57
98-007	01/30/1998	03/01/2001	Systems Furniture/IT Equip (Training Facility)	135,394.74	22,423.04
98-008	01/30/1998	03/01/2001	Year 2000 Upgrades-Payroll/Leave Accounting Sys	30,004.80	5,175.13
98-010	01/30/1998	03/01/2003	Systems Furniture-Milwaukee County Child Welfare	345,781.39	181,088.28
98-011	02/06/1998	03/01/2002	Magstar Tape Drives	625,760.00	133,669.45
98-012	02/06/1998	03/01/2001	DEC Alphaserver (Y2K)	55,607.79	9,633.93
98-013	02/06/1998	09/01/2004	DMV Year 2000 Updates/Redesign	130,427.90	84,552.22
98-016	02/27/1998	09/01/2001	Video Conferencing Equipment	97,397.00	29,466.94
98-017	02/27/1998	09/01/2004	DMV Year 2000 Updates/Redesign	112,326.27	73,369.82
98-018	02/27/1998	03/01/2003	University Information System	289,239.55	153,398.74
98-020	03/10/1998	03/01/2004	Xylox Seating System - Kohl Center	307,000.00	191,005.44
98-023	03/16/1998	09/01/2002	Upgrades to TIME System	440,820.13	139,613.05
98-027	03/16/1998	03/01/2004	Infrastructure for Mobile Data Computers	137,445.14	85,706.71
98-028	03/16/1998	03/01/2001	IT Infrastructure (Wilson St Bldg.)	255,357.41	45,758.10
98-030	04/01/1998	03/01/2001	WiSMART Upgrades	566,354.50	102,809.98
98-031	04/01/1998	03/01/2001	PCs	157,371.00	20,398.64
98-033	04/01/1998	03/01/2001	Conversion of WP from Wang to WORD	172,842.68	26,949.36
98-034	04/01/1998	03/01/2005	DMV Year 2000 Updates/Redesign	39,213.73	27,214.10
98-035	04/01/1998	03/01/2001	IT Migration Equipment/Software	265,671.29	48,227.13
98-036	04/01/1998	03/01/2003	University Information System	292,418.35	157,632.59
98-039	04/17/1998	03/01/2001	JetForm Electronic Forms Software	844,000.00	155,347.86
98-040	04/17/1998	03/01/2001	IT Infrastructure Hard (Servers)	223,598.72	41,155.91
98-041	04/17/1998	03/01/2003	Systems Furniture-Milwaukee County Child Welfare	525,255.80	285,326.07
98-042	04/17/1998	03/01/2003	WPDES Permit Streamlining	66,914.00	30,565.95
98-043	04/17/1998	03/01/2001	Personal Computers	89,237.00	16,425.08
98-044	04/17/1998	03/01/2005	DMV Database Redesign	116,233.50	81,076.47
98-045	04/17/1998	03/01/2001	IT Migration Equipment	143,974.50	26,500.16
98-046	05/05/1998	03/01/2005	DMV Database Redesign	83,066.65	58,290.57
98-047	05/05/1998	03/01/2005	DMV Year 2000 Updates/Redesign	150,044.76	105,291.27
98-050	05/05/1998	03/01/2001	Imaging Equipment-Criminal History Records	252,736.33	14,966.91
98-052	05/05/1998	03/01/2001	Systems Furniture-OCTE	29,451.33	5,509.31
98-055	06/02/1998	03/01/2001	IBM Cut Sheet Printers	120,550.00	23,118.28
98-056	06/02/1998	03/01/2004	Infrastructure for Mobile Data Computers	205,006.18	131,757.83
98-057	06/02/1998	03/01/2003	WPDES Permit Streamlining	58,827.75	32,687.19
98-058	06/02/1998	03/01/2005	DMV Database Redesign	101,948.46	72,192.17
98-059	06/02/1998	03/01/2005	DMV Year 2000 Updates/Redesign	104,670.51	74,119.71
98-061	06/02/1998	03/01/2001	IT Migration Equipment	115,042.85	22,062.16
98-062	06/02/1998	03/01/2001	Optical Storage Tapes-Hill Farms State Off Bld.	68,259.60	13,090.38
98-064	06/23/1998	09/01/2001	EtherNet Switching Equipment	817,790.10	165,365.93
98-066	06/23/1998	03/01/2001	DASD	671,000.00	131,272.25
98-067	06/23/1998	03/01/2001	Optical Storage Units-Hill Farms State Off Bld.	106,976.00	20,928.44
98-068	06/23/1998	03/01/2001	WiSMART Upgrades	405,600.00	79,350.26
98-069	06/23/1998	03/01/2003	Systems Furniture-Milwaukee County Child Welfare	30,264.24	16,999.44
98-070	06/23/1998	03/01/2001	IT Hardware-Switching Equipment	53,629.00	10,491.81
98-071	06/23/1998	03/01/2003	WPDES Permit Streamlining	58,000.75	32,579.03
98-072	06/23/1998	03/01/2001	PCs	301,432.98	58,971.36
98-073	06/23/1998	03/01/2002	Vehicle/Truck for Ag. Research and Various Depts.	20,890.00	8,944.30
98-075	06/23/1998	03/01/2005	DMV Year 2000 Updates/Redesign	32,719.82	23,336.74
98-076	06/23/1998	03/01/2005	DMV Database Redesign	70,752.31	50,462.66
98-077	07/08/1998	03/01/2001	IT Equipment-Migration (WORD/Hub Hardware)	113,053.80	22,440.24
98-078	07/08/1998	03/01/2001	IT Equipment-Migration (PCs, Train Facility)	880,695.45	174,810.78
98-079	07/08/1998	03/01/2001	PCs - Delinquent Tax Collection System	273,791.90	54,345.44
98-081	07/08/1998	03/01/2001	IT Equipment-Campground System	396,442.00	39,496.68
98-083	07/08/1998	03/01/2001	Electronic Forms Software	234,667.00	46,579.46
98-084	07/30/1998	03/01/2001	Electronic Forms Software	150,000.00	30,433.49

Table IV-2 – Continued
OUTSTANDING MASTER LEASE SCHEDULES
(As of December 1, 2000)

<u>Schedule</u>	<u>Origin Date</u>	<u>Maturity Date</u>	<u>Leased Item</u>	<u>Amount Financed</u>	<u>Principal Balance</u>
98-085	07/30/1998	03/01/2001	WiSMART Upgrades	116,465.00	23,629.57
98-086	07/30/1998	03/01/2003	WPDES Permit Streamlining	60,192.00	34,476.25
98-087	07/30/1998	03/01/2001	IT Migration-Servers	773,791.50	156,994.49
98-088	07/30/1998	03/01/2005	DMV Year 2000 Updates/Redesign	104,994.79	75,853.78
98-090	07/30/1998	03/01/2005	DMV Database Redesign	66,011.46	47,705.23
98-091	07/30/1998	03/01/2003	Microwave/Refrigerator Units	339,830.00	171,863.71
98-093	07/30/1998	09/01/2001	Tractor	23,070.00	7,855.39
98-094	07/30/1998	09/01/2001	Ag. Field Sprayer	75,700.00	25,776.03
98-095	08/19/1998	09/01/2001	Personal Computers	309,934.00	83,496.85
98-096	08/19/1998	09/01/2003	WPDES Permit Streamlining	49,982.00	31,273.80
98-099	08/19/1998	03/01/2005	DMV Year 2000 Updates/Redesign	113,400.61	82,500.46
98-100	08/19/1998	03/01/2005	DMV Database Redesign	104,105.65	75,738.26
98-101	09/11/1998	09/01/2001	DEC AlphaServer 4100	231,387.17	81,482.77
98-103	09/11/1998	09/01/2001	Computer Switches	97,245.67	34,244.97
98-104	09/11/1998	09/01/2001	PCs/Laptops/LAN Infrastructure	209,385.71	73,734.98
98-105	09/11/1998	09/01/2003	IBM Multipurpose Mainframe CPU/2GB	2,267,800.00	1,433,614.55
98-106	10/08/1998	03/01/2001	PCs-IT Migration	87,796.00	18,277.01
98-107	10/08/1998	03/01/2003	Systems Furniture	33,966.17	20,182.77
98-108	10/08/1998	03/01/2005	DMV Year 2000 Updates/Redesign	158,790.81	117,493.20
98-109	10/08/1998	03/01/2005	DMV Database Redesign	84,330.13	62,397.92
98-110	10/08/1998	09/01/2003	WPDES Permit Streamlining	54,985.00	35,209.18
98-112	10/08/1998	03/01/2001	IT Migration - PCS, WORD Conversion.	337,893.95	73,554.14
98-113	10/08/1998	09/01/2001	IT Migration Equipment/ WORD	509,553.44	183,622.51
98-114	10/08/1998	09/01/2001	IT Migration - State&Local Finance	171,026.17	61,630.93
98-115	10/08/1998	03/01/2001	Oracle Software for Y2K Server	10,660.00	2,320.51
98-117	10/08/1998	03/01/2001	PCs-IT Migration	97,461.00	20,289.03
98-118	11/06/1998	03/01/2003	University Information System	259,107.86	111,770.90
98-119	11/06/1998	03/01/2005	DMV Database Redesign	148,639.11	111,078.72
98-120	11/06/1998	03/01/2005	DMV Year 2000 Updates/Redesign	49,980.37	37,350.56
98-121	11/06/1998	03/01/2002	Suburban for Dept of Agronomy	28,341.00	13,344.53
98-122	11/06/1998	09/01/2001	CISCO Server-WiscWorld	242,350.50	89,518.09
98-123	11/06/1998	09/01/2001	WiSMART Upgrades	75,570.00	27,913.63
98-124	11/06/1998	09/01/2003	WPDES Permit Streamlining	39,607.00	25,710.27
98-125	11/06/1998	09/01/2001	Data Protocol Converter for Mobile Comp.	109,032.00	40,273.63
98-126	11/06/1998	09/01/2001	Servers for NT Migration	384,829.50	142,146.20
98-127	11/06/1998	09/01/2002	Upgrades to TIME System	222,095.00	121,236.29
98-128	11/06/1998	09/01/2004	Voting Systems	200,000.00	143,408.14
98-129	11/20/1998	09/01/2001	Servers for DHFS use	233,301.50	87,275.08
98-130	11/20/1998	09/01/2004	IT Migration-Infrastructure Components	627,192.01	452,229.51
98-131	11/20/1998	09/01/2001	PCs/IT for Audit Automation	269,577.45	66,962.30
98-132	11/20/1998	03/01/2001	Electronic Forms Software	250,000.00	56,988.49
98-133	11/20/1998	03/01/2005	DMV Database Redesign	97,192.09	72,998.80
98-134	11/20/1998	03/01/2005	DMV Year 2000 Updates/Redesign	58,342.81	43,819.99
98-135	11/20/1998	03/01/2001	Tractor - Rhinelander Research Station	37,858.00	8,629.89
98-136	12/14/1998	09/01/2005	BadgerNet Statewide Telecom Infrastructure Phase 1	7,519,106.05	3,177,012.67
98-137	12/14/1998	09/01/2002	WONDER Codec Upgrades	453,074.00	93,116.29
98-138	12/14/1998	03/01/2001	Electronic Forms Software	144,000.00	33,745.37
98-139	12/14/1998	09/01/2004	IT-Migration Cable/Fiber	1,132,715.74	824,664.59
98-140	12/14/1998	09/01/2001	WiSMART Upgrades	80,520.00	30,799.52
98-141	12/23/1998	09/01/2001	IT Migration - Personal Computers	1,074,802.00	414,639.78
98-142	12/23/1998	09/01/2004	IT Migration - Cable/Fiber and Vote System	123,900.00	90,536.05
99-001	01/22/1999	03/01/2003	DSU/CSU Connectors for BadgerNet System	618,262.50	395,886.99
99-002	01/22/1999	09/01/2002	Point-of-Sale License Terminals	1,204,200.00	702,694.59
99-004	01/22/1999	03/01/2001	IT Equipment-Migration to Standards	99,293.30	24,689.87
99-005	01/22/1999	03/01/2001	IT Equipment-Migration to Standards	57,191.90	13,970.49
99-007	01/22/1999	09/01/2005	DMV Database Redesign	213,044.47	72,471.63
99-008	01/22/1999	03/01/2005	DMV Year 2000 Updates/Redesign	145,267.67	113,150.70
99-009	01/22/1999	03/01/2001	IT Equipment-Campground Reservation System	6,897.00	1,714.99
99-010	01/22/1999	09/01/2004	IT Migration-Network Infrastructure/Laptops	150,348.00	102,949.72

Table IV-2 – Continued
OUTSTANDING MASTER LEASE SCHEDULES
(As of December 1, 2000)

<u>Schedule</u>	<u>Origin Date</u>	<u>Maturity Date</u>	<u>Leased Item</u>	<u>Amount Financed</u>	<u>Principal Balance</u>
99-011	02/18/1999	09/01/2005	BadgerNet Statewide Telecom Infrastructure Phase 1&2	9,212,723.40	7,474,533.36
99-013	02/25/1999	03/01/2002	FATS-Upgrades to Firearm Train System	34,325.00	17,936.69
99-014	02/25/1999	09/01/2004	IT Migration-Network Infrastructure	207,957.00	138,531.13
99-015	02/25/1999	09/01/2002	Point-of-Sale License Terminals/Printers	745,175.00	445,143.97
99-016	02/25/1999	09/01/2003	WPDES Upgrades	36,983.50	18,623.38
99-017	02/25/1999	03/01/2005	DMV Database Y2K Upgrades	30,021.32	23,685.61
99-018	02/25/1999	09/01/2005	DMV Database Redesign	119,014.90	96,370.60
99-019	02/25/1999	03/01/2001	R72 IBM Mainframe CPU	1,804,251.00	454,217.14
99-021	03/12/1999	03/01/2003	CSU/DSU Connectors for BadgerNet	370,957.50	245,059.80
99-022	03/12/1999	09/01/2004	IT Migration-Network Fiber/Cable	159,214.47	122,643.18
99-023	03/12/1999	03/01/2001	Servers	82,150.00	15,993.83
99-024	03/12/1999	03/01/2002	DEC Server Upgrades-Network	189,665.28	90,401.13
99-025	03/26/1999	09/01/2004	IT Migration-Laptops/Network	746,228.25	373,619.31
99-026	03/26/1999	09/01/2005	DMV Database Redesign	103,317.05	84,666.40
99-027	03/26/1999	03/01/2005	DMV Y2k Database Upgrades	324,463.39	259,360.47
99-029	03/26/1999	03/01/2002	Servers for Univ. Information System	479,389.20	257,647.49
99-030	03/26/1999	03/01/2002	Info Mgmt System - Crime Labs	226,722.50	121,851.89
99-032	03/26/1999	09/01/2003	WPDES Permit Streamlining	34,400.50	24,464.38
99-034	04/20/1999	09/01/2004	IT-Migration/Infrastructure	273,586.27	170,434.77
99-035	04/20/1999	09/01/2002	Point-of-Sale License Terminals	50,570.00	31,494.87
99-036	04/20/1999	03/01/2001	Combine-Dept of Agronomy	119,979.00	18,376.03
99-038	04/20/1999	03/01/2002	Car-Straightening System	33,700.00	18,503.71
99-039	04/20/1999	03/01/2002	Computer Equipment	36,951.80	20,289.17
99-040	05/13/1999	03/01/2002	DASD for DoIT	58,840.00	33,029.02
99-042	05/13/1999	03/01/2002	PC/Laptops/Printers	87,835.95	49,305.51
99-045	05/13/1999	03/01/2002	IT Equipment/Servers GEF III/Bld. L	100,219.95	56,257.10
99-046	05/13/1999	03/01/2002	Systems Furniture - Fox Valley Offices	52,757.96	29,614.96
99-047	05/13/1999	03/01/2002	Systems Furniture - GEF Surge Locations	138,846.00	77,939.30
99-048	05/13/1999	09/01/2005	DMV Database Redesign	149,827.64	125,007.20
99-049	05/13/1999	03/01/2005	DMV Y2k Database Upgrades	188,141.35	153,386.65
99-050	05/13/1999	03/01/2002	Information System - State Crime Labs	226,722.50	127,267.58
99-051	05/13/1999	09/01/2003	WPDES Permit Streamlining	73,342.00	53,609.22
99-053	05/13/1999	03/01/2006	vfh Trunking Infrastructure	311,250.00	36,882.38
99-054	05/13/1999	03/01/2006	vfh Trunking Infrastructure	311,250.00	37,933.70
99-055	05/25/1999	03/01/2002	Escon Connectors	404,669.00	229,739.02
99-056	05/25/1999	03/01/2004	Truck for College of Life and Ag Science	17,032.00	13,110.50
99-058	05/25/1999	03/01/2005	DMV Y2k Database Upgrades	148,513.79	121,688.79
99-059	05/25/1999	09/01/2005	DMV Database Redesign	92,165.37	77,248.88
99-060	08/12/1999	09/01/2005	BadgerNet Statewide Telecom Infrastructure Phase 1&2	2,225,241.00	1,484,236.68
99-061	06/04/1999	03/01/2001	Servers for College of Ag Life Sciences	49,662.00	6,339.19
99-062	06/04/1999	03/01/2002	IT Migration-Miscellaneous Department Use	172,593.75	98,807.26
99-063	06/04/1999	09/01/2002	Point-of-Sale License Terminals	35,035.00	22,595.74
99-064	06/04/1999	09/01/2004	IT Migration/Infrastructure	27,536.68	22,036.30
99-066	06/21/1999	03/01/2002	PCs for Academic Computing	233,250.00	135,833.56
99-067	06/21/1999	03/01/2004	Trucks for CALS/Research Stations	39,128.00	29,144.26
99-068	06/21/1999	03/01/2003	IT Infrastructure for Learning Innovation	120,463.65	85,106.69
99-070	06/21/1999	03/01/2002	PCs for Terrestrial Eco System Research	46,038.00	23,858.09
99-071	06/21/1999	09/01/2003	WPDES Permit Streamlining	48,026.50	35,916.98
99-072	06/21/1999	09/01/2004	Systems Furniture-1 West Wilson St	233,538.68	188,478.95
99-073	06/21/1999	03/01/2003	Software for Statewide UCC System	95,000.00	67,116.81
99-075	07/02/1999	03/01/2002	Spectrometer-Newborn Program	227,348.86	133,901.77
99-078	07/02/1999	03/01/2005	DMV Y2k Database Upgrades	148,737.41	123,879.90
99-079	07/02/1999	09/01/2005	DMV Database Redesign	134,498.65	114,420.52
99-081	07/20/1999	03/01/2002	Personal Computers/IT Equipment	20,096.00	12,052.78
99-082	07/20/1999	03/01/2004	Trucks	33,138.00	25,088.60
99-083	07/20/1999	03/01/2003	Tractor	21,708.00	13,979.31
99-084	07/20/1999	03/01/2004	Front-End Loader/Bucket	50,000.00	39,661.07
99-087	07/20/1999	09/01/2004	Systems Furniture-1 West Wilson St	314,391.44	257,394.51
99-088	07/20/1999	03/01/2002	2.8 TB DASD	528,000.00	316,673.33

Table IV-2 – Continued
OUTSTANDING MASTER LEASE SCHEDULES
(As of December 1, 2000)

<u>Schedule</u>	<u>Origin Date</u>	<u>Maturity Date</u>	<u>Leased Item</u>	<u>Amount Financed</u>	<u>Principal Balance</u>
99-089	08/12/1999	03/01/2004	Trucks	100,043.00	78,872.78
99-090	08/12/1999	09/01/2002	EtherNet Network Training	16,719.50	10,823.46
99-093	08/12/1999	09/01/2005	DMV Database Redesign	90,222.71	78,024.99
99-094	08/12/1999	03/01/2005	DMV Y2k Database Upgrades	101,451.25	86,038.47
99-095	08/12/1999	09/01/2002	Point-of-Sale License Terminals	60,550.00	41,394.64
99-096	08/12/1999	09/01/2003	WPDES Permit Streamlining	54,102.25	41,800.69
99-097	08/12/1999	09/01/2003	Upgrades to TIME System	115,674.08	89,372.54
99-098	08/12/1999	03/01/2003	Statewide UCC System	250,000.00	183,370.93
99-100	09/02/1999	03/01/2001	Personal Computers- Research	6,882.43	1,544.26
99-101	09/02/1999	09/01/2005	DMV Database Redesign	69,970.84	60,969.96
99-102	09/02/1999	03/01/2005	DMV Y2k Database Upgrades	23,425.32	20,033.43
99-103	09/02/1999	09/01/2001	PC Workstations-LAB	34,321.00	17,952.47
99-104	09/02/1999	09/01/2002	Systems Furniture-FLR 9 Hill Farms State Off. Bldg.	51,330.33	35,676.08
99-106	09/02/1999	09/01/2003	Upgrades to TIME System	115,674.08	90,454.67
99-107	09/02/1999	09/01/2004	Systems Furniture-1 West Wilson St	51,491.57	43,037.17
99-108	09/02/1999	03/01/2003	CSU/DSU Connectors for BadgerNet	164,870.00	121,224.82
99-109	09/02/1999	09/01/2002	Tractors - Arlington/Spooner	92,557.00	64,329.83
99-111	09/20/1999	09/01/2005	BadgerNet Statewide Telecom Infrastructure Aurora	407,992.00	357,707.26
99-112	09/20/1999	03/01/2003	Statewide UCC System	127,600.00	96,137.27
99-113	09/20/1999	03/01/2006	vhF Trunking Project (DOT)	792,578.64	706,073.90
99-114	09/20/1999	03/01/2006	vhF Trunking Project (DNR)	792,578.63	706,073.89
99-116	09/20/1999	03/01/2005	DMV Y2k Database Upgrades	107,130.70	92,326.11
99-117	09/20/1999	09/01/2005	DMV Database Redesign	53,228.36	46,704.39
99-118	09/20/1999	09/01/2002	EtherNet Network Equip	108,538.38	76,597.45
99-119	09/20/1999	09/01/2002	IT Equipment	133,088.50	93,512.48
99-120	10/13/1999	09/01/2002	Tractor-Lancaster	37,276.80	26,843.71
99-121	10/13/1999	09/01/2004	Trucks	26,830.00	22,876.64
99-122	10/13/1999	09/01/2002	Servers for Info System Capacity	114,039.30	82,121.78
99-123	10/13/1999	03/01/2004	Front-End Loader/Bucket	46,100.00	38,279.38
99-124	10/13/1999	09/01/2002	Laptop Computers -LAB	17,169.56	11,980.74
99-127	10/13/1999	09/01/2003	WPDES Permit Streamlining	23,584.00	18,922.75
99-128	10/29/1999	03/01/2005	DMV Y2k Database Upgrades	90,303.22	79,181.05
99-129	10/29/1999	09/01/2001	IT Equipment-Standards Misc.	110,003.18	44,889.01
99-131	10/29/1999	09/01/2002	Mobile Computers-DNR Wardens	387,975.00	283,412.11
99-133	10/29/1999	03/01/2003	Software for Statewide UCC System	100,000.00	77,560.78
99-134	11/19/1999	03/01/2004	Trucks	115,449.00	81,159.45
99-135	11/19/1999	09/01/2004	Laptops LAB/Server	130,348.02	110,427.16
99-136	11/19/1999	03/01/2005	DMV Y2k Database Upgrades	35,242.50	31,176.34
99-138	11/19/1999	09/01/2002	Mobile Computers- DNR Wardens	126,320.80	93,957.91
99-139	11/19/1999	09/01/2003	WPDES Permit Streamlining	12,320.00	10,117.24
99-140	11/19/1999	09/01/2004	Truck-Badger State Industries	63,800.00	55,380.31
99-141	12/13/1999	03/01/2006	vhF Trunking Pilot	141,171.36	35,970.21
99-142	12/13/1999	03/01/2006	vhF Trunking Pilot	141,171.37	35,970.22
99-145	12/13/1999	09/01/2004	Systems Furniture-1 West Wilson St	230,726.74	202,747.39
99-146	12/13/1999	03/01/2001	External Disk Storage/Robotic Tape System	725,815.43	232,443.77
99-149	12/30/1999	03/01/2003	Software for Statewide UCC System	305,000.00	247,845.77
99-150	12/30/1999	09/01/2002	EtheNet IT Equipment	3,017.79	2,331.44
00-001	01/18/2000	03/01/2004	Trucks	41,345.00	36,274.00
00-002	01/18/2000	09/01/2004	Systems Furniture-Learning Innovations	244,494.44	218,818.77
00-004	01/18/2000	09/01/2002	Mobile Computers- DNR Wardens	93,780.00	73,844.35
00-005	01/18/2000	09/01/2002	Laptops/IT Equip-LAB	75,901.82	59,766.70
00-006	02/07/2000	03/01/2005	University Information System	131,315.23	120,390.10
00-007	02/07/2000	03/01/2003	Call Management System-Delinquent Taxes	103,360.49	86,622.10
00-009	02/07/2000	09/01/2005	BadgerNet Statewide Telecom Infrastructure Phase 3&4	11,809,001.00	9,173,638.80
00-010	02/07/2000	09/01/2006	CADD -Computer Aid Dispatch System	478,610.00	290,505.65
00-011	02/29/2000	03/01/2003	IT Migration-Tax Processing PCs/Misc..	100,198.84	85,559.99
00-016	02/29/2000	09/01/2004	Systems Furniture-1 West Wilson St	115,452.49	105,584.11
00-018	03/21/2000	03/01/2003	PCs	57,188.44	32,319.88
00-019	03/21/2000	03/01/2004	LTSB IT Infrastructure - LAB Move	26,975.96	24,570.43

Table IV-2 – Continued
OUTSTANDING MASTER LEASE SCHEDULES
(As of December 1, 2000)

<u>Schedule</u>	<u>Origin Date</u>	<u>Maturity Date</u>	<u>Leased Item</u>	<u>Amount Financed</u>	<u>Principal Balance</u>
00-020	03/21/2000	03/01/2005	Statewide Child Welfare System-WISACWIS	530,375.54	496,315.01
00-021	03/21/2000	03/01/2003	PCs for BEITA	112,465.00	97,741.53
00-023	03/21/2000	03/01/2003	DASD	426,545.00	304,759.09
00-024	04/13/2000	03/01/2005	University Information System	25,512.50	24,116.55
00-025	04/13/2000	03/01/2003	Wisconsin Waters Initiative - IT Software	123,671.82	109,483.05
00-026	04/13/2000	09/01/2004	Systems Furniture-1 West Wilson St	206,791.47	193,451.26
00-027	04/13/2000	03/01/2003	IT/Develop Graphic Apps	41,770.27	23,880.64
00-028	04/13/2000	03/01/2003	AlphaServers-DNRORACLE/APS	152,642.71	135,130.13
00-029	04/13/2000	03/01/2003	Software for Statewide UCC System	100,000.00	88,527.08
00-030	04/13/2000	03/01/2005	Statewide Child Welfare System-WISACWIS	167,811.20	158,629.14
00-031	04/28/2000	03/01/2015	WEI3 - Energy Perf Contract Charter Street Phase 1	569,400.00	579,687.89
00-032	04/28/2000	03/01/2015	WEI3 - Energy Perf Contract Charter Street Phase 2	1,450,000.00	1,476,198.54
00-034	04/28/2000	03/01/2003	Upgrade/Expand Call Mgmt System	96,130.17	86,216.06
00-035	04/28/2000	03/01/2004	IT Servers/Cabling - LAB Move	113,720.04	105,937.88
00-036	04/28/2000	03/01/2005	Development of State Human Resource System	82,615.00	78,653.27
00-037	04/28/2000	03/01/2005	Development of State Human Resource System	82,185.00	78,494.36
00-038	04/28/2000	09/01/2003	Upgrade to TIME System	154,232.09	141,379.13
00-039	04/28/2000	03/01/2003	CISCO EtherNet LAN Equip	711,227.00	637,876.54
00-040	04/28/2000	09/01/2002	IT Upgrades	242,209.54	172,914.42
00-042	05/18/2000	03/01/2005	Development of State Human Resource System	29,870.00	28,715.12
00-043	05/18/2000	09/01/2003	Wet Ground Suppression Vehicles	196,000.00	146,659.90
00-044	05/18/2000	03/01/2003	IT Equipment-Department-Wide Use	88,185.50	80,511.70
00-045	05/18/2000	03/01/2015	WEI3 - Energy Perf Contract Biotron Facility	74,600.00	75,938.30
00-046	05/26/2000	03/01/2005	Statewide Child Welfare System-WISACWIS	67,054.60	64,708.21
00-047	05/26/2000	03/01/2003	IT/Develop Graphic Applications	54,308.00	49,936.75
00-048	05/26/2000	03/01/2003	PCs	419,000.20	45,496.42
00-049	05/26/2000	03/01/2004	Golf Course Maintenance Equipment	71,489.00	67,787.59
00-050	05/26/2000	03/01/2007	Digital Microwave Communication Infrastructure Equip	1,343,109.85	1,254,079.99
00-052	05/26/2000	03/01/2003	Wisconsin Waters Initiative - GPS Units	52,329.10	36,807.16
00-054	06/20/2000	09/01/2004	Systems Furniture	151,819.10	147,313.62
00-055	06/20/2000	03/01/2003	PCs/Scanning Unit	136,649.78	123,016.77
00-057	06/20/2000	03/01/2005	University Information System	17,971.50	17,542.21
00-058	06/20/2000	03/01/2003	Tractor - Hancock Ag Research	31,698.00	29,785.23
00-059	06/20/2000	03/01/2003	PCs/Hardware/Software	156,716.25	147,259.40
00-060	06/20/2000	03/01/2005	Development of State Human Resource System	32,972.50	32,184.88
00-061	06/30/2000	03/01/2003	Software for Statewide UCC System	200,000.00	189,699.03
00-062	06/30/2000	03/01/2004	IT LAN Infrastructure-New Build Phase 2	295,204.85	169,785.23
00-063	06/30/2000	09/01/2004	Systems Furniture	167,421.33	163,375.56
00-064	06/30/2000	03/01/2003	PCs/LAN EtherNet	165,162.64	156,655.96
00-065	06/30/2000	03/01/2005	Statewide Child Welfare System-WISACWIS	282,514.40	277,136.92
00-066	06/30/2000	03/01/2003	IT Infrastructure Hard/Software	285,486.27	175,932.82
00-067	06/30/2000	03/01/2003	IT Equipment/Graphic App Development	37,084.20	35,174.19
00-068	06/30/2000	03/01/2015	WEI3 - Energy Perf Contract Marathon County	32,594.00	32,907.30
00-069	07/19/2000	03/01/2005	Statewide Child Welfare System-WISACWIS	77,056.00	76,306.91
00-070	07/19/2000	03/01/2005	Development of State Human Resource System	24,432.50	24,194.98
00-071	07/19/2000	03/01/2004	IT Infrastructure-22 E Mifflin (LAB)	36,450.00	35,769.03
00-072	07/19/2000	03/01/2003	Personal Computers - Academic	62,260.00	60,128.47
00-073	07/19/2000	03/01/2015	WEI3 - Energy Perf Contract Charter Street Phase 1	624,000.00	634,314.56
00-074	07/19/2000	03/01/2015	WEI3 - Energy Perf Contract Charter Street Phase 2	1,800,000.00	1,829,753.54
00-075	07/19/2000	03/01/2003	Wisconsin Waters Initiative - Digital Cameras	18,840.00	18,194.99
00-076	08/07/2000	09/01/2005	BadgerNet Statewide Telecom Infrastructure VOTS	53,661.00	54,714.87
00-077	08/07/2000	03/01/2005	University Information System	146,631.22	149,037.03
00-078	08/07/2000	03/01/2004	Systems Furniture-FLR7 Hill Farms State Off. Bldg.	50,055.45	50,782.24
00-079	08/07/2000	09/01/2005	Statewide Child Welfare System-WISACWIS	261,316.80	265,762.68
00-080	08/07/2000	09/01/2006	Integrated Tax System-Data Warehouse	121,286.00	123,526.92
00-081	08/07/2000	09/01/2015	WEI3 - Energy Perf Contract UW-Milwaukee	501,520.00	514,560.14
00-082	08/07/2000	03/01/2003	IT Equipment-Department Wide Use	83,517.00	84,470.60
00-083	08/25/2000	09/01/2005	BadgerNet Statewide Telecom Infrastructure DeForest	114,352.00	116,208.04
00-084	08/25/2000	03/01/2004	Systems Furniture	61,298.58	61,980.74

Table IV-2 – Continued
OUTSTANDING MASTER LEASE SCHEDULES
(As of December 1, 2000)

<u>Schedule</u>	<u>Origin Date</u>	<u>Maturity Date</u>	<u>Leased Item</u>	<u>Amount Financed</u>	<u>Principal Balance</u>
00-085	08/25/2000	09/01/2004	Learning Innovations - Video Conference Equipment	72,418.63	73,308.83
00-086	08/25/2000	03/01/2015	WEI3 - Energy Perf Contract Marathon County	102,562.00	104,287.35
00-087	08/25/2000	09/01/2005	Heidelberg 4-Color Press	300,000.00	304,084.08
00-088	08/25/2000	09/01/2003	Systems Furniture-Milwaukee State Office Building	113,126.80	40,019.31
00-089	08/25/2000	03/01/2003	SWEEP Anti-Virus Software	70,000.00	70,562.58
00-090	08/25/2000	09/01/2003	PCs	434,326.80	438,526.18
00-091	08/25/2000	09/01/2005	Statewide Child Welfare System-WISACWIS	236,636.00	239,857.47
00-092	08/25/2000	03/01/2003	IT/Development of Graphic Aps	71,570.00	72,145.20
00-093	08/25/2000	09/01/2007	Vapor Testing Units	94,170.00	65,405.37
00-094	09/29/2000	03/01/2005	Wisconsin Waters Initiative - Data System	18,500.00	18,500.00
00-095	09/29/2000	03/01/2015	WEI3 - Energy Perf Contract Charter Street Phase 1	312,000.00	312,000.00
00-096	09/29/2000	03/01/2015	WEI3 - Energy Perf Contract Charter Street Phase 2	750,000.00	750,000.00
00-097	09/29/2000	09/01/2015	WEI3 - Energy Perf Contract Milwaukee Phase 2	364,820.00	364,820.00
00-098	09/29/2000	09/01/2003	Tape Robot and Tape Drives	1,093,081.60	1,093,081.60
00-099	09/29/2000	03/01/2003	IT Infrastructure Equipment	74,704.18	74,704.18
00-100	09/29/2000	09/01/2007	Petroleum Vapor Testing Equipment	249,889.00	249,889.00
00-101	09/29/2000	03/01/2003	Systems Furniture	194,000.00	194,000.00
00-102	09/29/2000	09/01/2005	Statewide Child Welfare System-WISACWIS	363,733.60	363,733.60
00-103	09/29/2000	03/01/2005	University Information System	29,520.14	29,520.14
00-104	09/29/2000	09/01/2004	Systems Furniture	116,224.02	116,224.02
00-105	09/29/2000	03/01/2005	Auto Hematology System	110,000.00	110,000.00
00-106	10/16/2000	09/01/2004	IT Infrastructure and Uninterruptable Power Supply	1,466,827.00	1,194,427.00
00-107	10/16/2000	09/01/2007	Mass Spectrometer	298,450.00	248,450.00
00-108	10/16/2000	09/01/2015	WEI3 - Energy Perf Contract Milwaukee Phase 3	413,798.00	413,798.00
00-109	10/16/2000	09/01/2004	Video Conference Equipment	20,079.00	20,079.00
00-110	10/16/2000	09/01/2003	Server for Offender Active Tracking System (OATS)	60,000.00	60,000.00
00-111	10/16/2000	09/01/2003	Network Infrastructure Equipment	201,873.83	201,873.83
00-112	10/16/2000	09/01/2002	Video Conferencing Equipment/EtherNet Upgrades	15,500.00	15,500.00
00-113	11/22/2000	09/01/2005	BadgerNet Statewide Telecom Infrastructure Phase 5	2,662,847.00	2,662,847.00
00-114	11/02/2000	03/01/2003	IT Equipment and Develop Graphic Applications	15,851.24	15,851.24
00-115	11/02/2000	09/01/2003	IT Servers	123,255.00	123,255.00
00-116	11/02/2000	09/01/2005	Heidelberg 4-Color Press	302,900.00	302,900.00
00-117	11/02/2000	09/01/2003	Orchard Sprayer - Peninsula Ag. Research Station	11,802.00	11,802.00
00-118	11/02/2000	09/01/2003	Server for Offender Active Tracking System (OATS)	22,900.00	22,900.00
00-119	11/02/2000	09/01/2005	Statewide Child Welfare System-WISACWIS	260,684.00	260,684.00
00-120	11/02/2000	09/01/2015	WEI3 - Energy Perf Contract Milwaukee Phase 2	276,714.00	276,714.00
00-121	11/02/2000	09/01/2015	WEI3 - Energy Perf Contract Milwaukee Phase 3	292,169.21	292,169.21
00-122	11/02/2000	09/01/2003	Xerox High-Speed Printers	618,465.00	618,465.00
00-123	11/22/2000	09/01/2003	IT Equipment and Develop Graphic Applications	12,000.00	12,000.00
00-124	11/22/2000	09/01/2004	Systems Furniture	156,421.07	156,421.07
00-125	11/22/2000	09/01/2005	Statewide Child Welfare System-WISACWIS	164,251.20	164,251.20
00-126	11/22/2000	09/01/2003	PC Replacement	217,130.58	217,130.58
00-127	11/22/2000	03/01/2005	University Information System	42,473.95	42,473.95
00-128	11/22/2000	09/01/2015	WEI3 - Energy Perf Contract Winnebago	364,307.50	364,307.50
00-129	11/22/2000	03/01/2015	WEI3 - Energy Perf Contract Madison Biotron Fac.	131,710.25	131,710.25
00-130	11/22/2000	03/01/2015	WEI3 - Energy Perf Contract Charter Street Phase 1	450,000.00	450,000.00
00-131	11/22/2000	03/01/2015	WEI3 - Energy Perf Contract Charter Street Phase 2	1,200,000.00	1,200,000.00
00-132	11/22/2000	09/01/2015	WEI3 - Energy Perf Contract UWC-Waukesha	78,880.00	78,880.00
				\$ 119,561,233.74	\$ 76,939,981.00