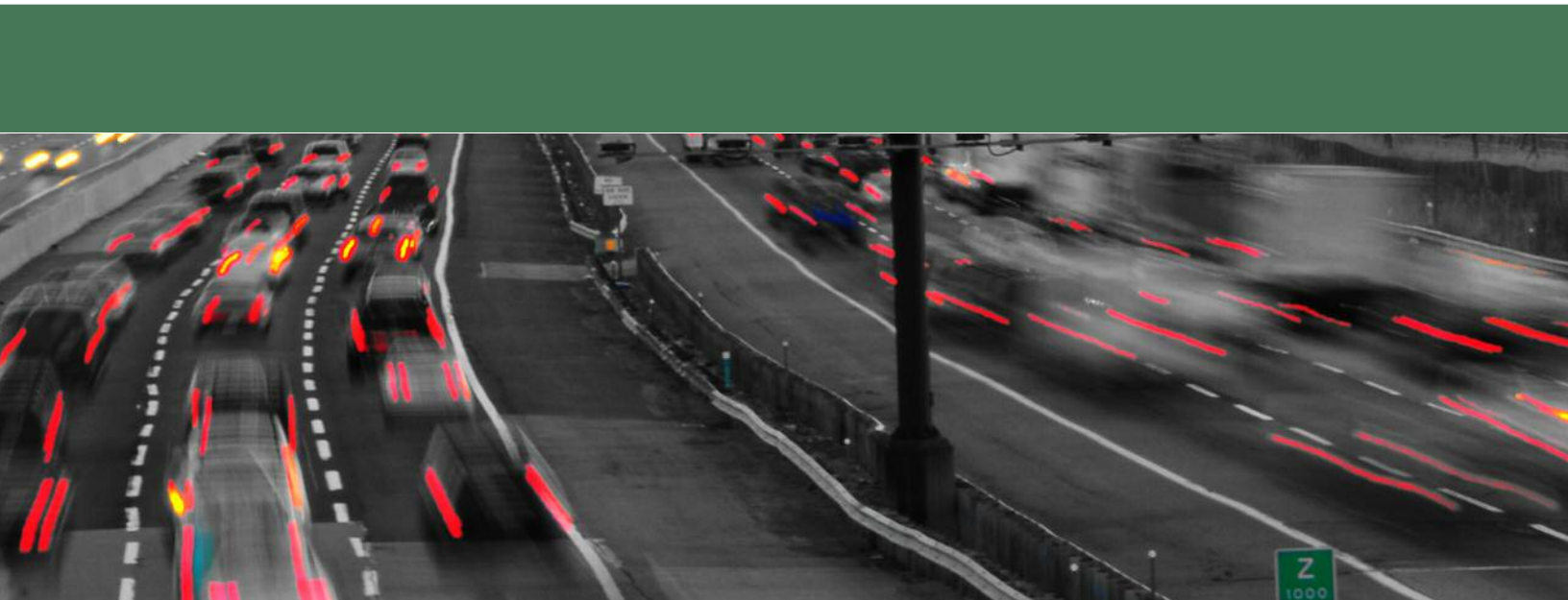


NEW JERSEY TURNPIKE AUTHORITY

2009 ANNUAL REPORT

NEW JERSEY TURNPIKE • GARDEN STATE PARKWAY





New Jersey Turnpike Authority

ADMINISTRATION BUILDING - 581 MAIN STREET
P.O. BOX 5042 - WOODBRIDGE, NEW JERSEY 07095
TELEPHONE (732) 750-5300

CHRIS CHRISTIE
GOVERNOR

KIM GUADAGNO
LIEUTENANT GOVERNOR

JAMES S. SIMPSON, *Chairman*
MICHAEL R. Du PONT, *Treasurer*
HAROLD L. HODES, *Commissioner*
DAVID G. EVANS, *Commissioner*
RAYMOND M. POCINO, *Commissioner*
TROY SINGLETON, *Commissioner*
ULISES E. DIAZ, *Commissioner*
VERONIQUE HAKIM, *Executive Director*

September 9, 2010

Governor Chris Christie
PO Box 001
Trenton, NJ 08625

Dear Governor Christie:

On behalf of the Commissioners and Staff of the New Jersey Turnpike Authority it is an honor to present to you the 2009 annual report detailing the major accomplishments of this agency.

This past year stands out significantly in the Authority's history as work began on two of the largest construction projects since the creation of the New Jersey Turnpike and Garden State Parkway. The widening projects of the respective roadways are an important step in facing the future needs of our motorists and interstate commerce and I congratulate the employees of the Authority for their hard work and dedication which is essential to the program's success.

It is an honor to serve as the Chairman of the New Jersey Turnpike Authority at such a critical point in its existence and I look forward to working with your administration to ensure the continued success of the Authority and New Jersey's transportation system.

Sincerely,

James S. Simpson
Chairman

NEW JERSEY TURNPIKE AUTHORITY COMMISSIONERS



JAMES S. SIMPSON
Chairman

2009 Board of Commissioners



MICHAEL R. DUPONT
Treasurer



CLIVE S. CUMMIS
Commissioner



ULISES E. DIAZ
Commissioner



DAVID G. EVANS
Commissioner



HAROLD L. HODES
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RAYMOND M. POCINO
Commissioner



TROY SINGLETON
Commissioner

NEW JERSEY TURNPIKE AUTHORITY STAFF



VERONIQUE HAKIM
Executive Director



JOHN F. O'HERN
Deputy Executive Director

DIRECTORS

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Director of Law

James Carone
Director of Internal Audit

John Cifelli
Director of Maintenance

Mary-Elizabeth Garrity
Director of Human Resources

Brian Gorman
Director of Technology &
Administrative Services

Sean Hill, P.E.
Director of Operations

Joseph Orlando
Public Communications Officer

Robert Quirk
Director of Toll Collection

Richard Raczynski, P.E.
Chief Engineer

Mary Ruotolo
Director of the Garden State
Arts Foundation

Dennis Switaj
Director of Electronic Toll Collection

Andrea Ward
Director of Purchasing

2009 NJ TURNPIKE AUTHORITY CONSULTANTS

DeCotiis, FitzPatrick, Cole & Wisler
General Counsel

HNTB Corporation
General Consulting Engineer

Wilbur Smith Associates
General Traffic Engineering Consultant

Langan Engineering
General Environmental Consultant

PMK Group
General Environmental Consultant

Ernst & Young
Auditor

2009 STATISTICS FOR THE CONSOLIDATED OPERATIONS OF THE NJ TURNPIKE & GARDEN STATE PARKWAY

FOR THE YEAR ENDED DECEMBER 31, 2009

Toll Revenue	\$	952,419,068
Income from Investments	\$	10,652,066
Concession Revenue	\$	35,245,021
Miscellaneous Revenue	\$	9,692,432
PNC Arts Center	\$	2,957,611
Total Revenue	\$	1,074,617,982

A Step Toward Tomorrow



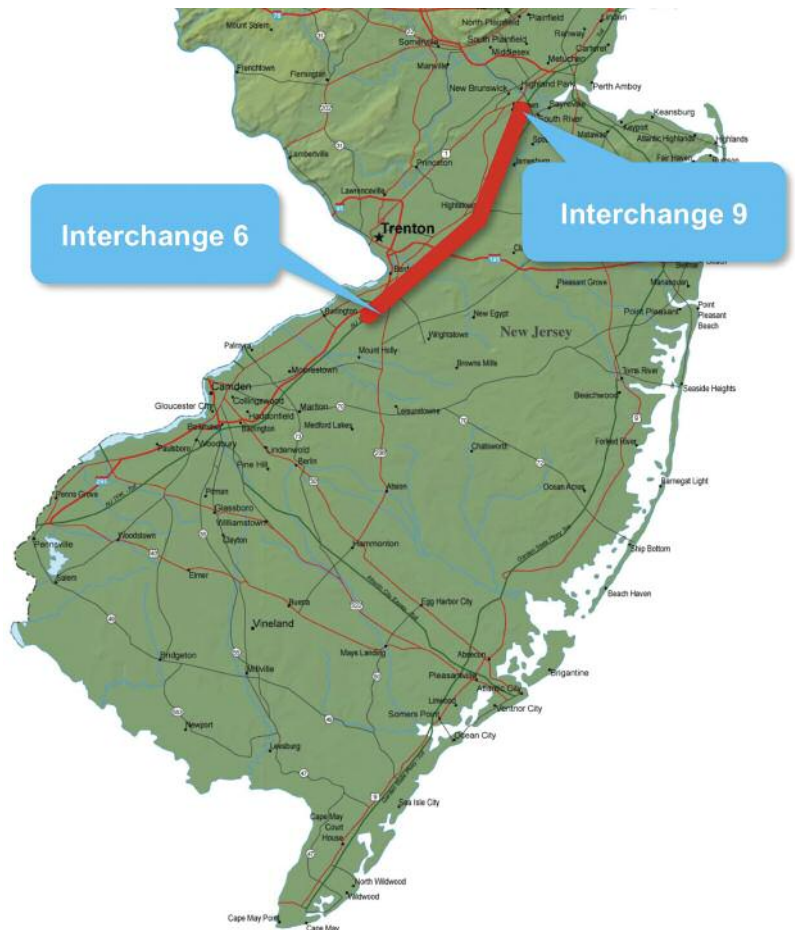
One year after adopting an ambitious 10-year capital program, the Authority gets to work on two important widening programs.

This was the year when the shovels met the ground at last on two programs critically important to the future of New Jersey's toll roads – the widenings of the New Jersey Turnpike and the Garden State Parkway. After years of planning, engineering and environmental permitting, construction began and formal groundbreaking ceremonies were held for both programs early in the summer.

The widening programs were among 35 projects included in the 10-year capital plan the Turnpike Authority adopted in October of 2008. The Authority raised \$1.75 billion through bond sales in 2009 to start construction on the widenings and other projects in the capital plan. The 2009 bond sales were the first in a series of sales expected to take place over the next several years to fund the \$7 billion capital plan.

The Turnpike widening will be the largest expansion of Turnpike capacity since the toll road opened in 1951. One-hundred and seventy lane miles will be added over a 35-mile stretch that runs through 11 municipalities in Burlington, Mercer and Middlesex counties.

When the program is completed, three lanes will have been added in each direction between Interchange 6 and Interchange 8A and one lane in each direction between Interchange 8A and Interchange 9. The dual/dual configuration familiar to those who travel on the northern parts of the Turnpike will be extended south to Interchange 6.



The work will include the construction of 58 new structures and the modification of 36 existing structures. Some 1.7 million tons of asphalt will be laid on the new and resurfaced roadways. Ten million cubic yards of earth will be moved. The toll plaza at Interchange 8 will be replaced and the one at Interchange 7A will be widened. One-hundred and forty sign structures will be installed, and four miles of noise barriers will be erected.

The total cost of the Turnpike Widening Program is estimated to be \$2.7 billion. Construction costs will account for \$1.9 billion of that total. In all, 30 individual construction contracts are expected to be awarded for the program. The first eight of those, worth some \$150 million, were awarded in 2009.

The program is scheduled to be completed in 2014.

The Widening Program will relieve one of the worst bottlenecks in New Jersey. Southbound Turnpike traffic is squeezed from six lanes to five lanes at Interchange 9 and then from five to three south of Interchange 8A. As a result, backups of three miles or more occur daily.

Traffic in the area is expected to grow dramatically in the coming decades, raising the possibility of even more profound congestion. Because of the anticipated growth of population and employment rates in Central Jersey and the continued growth of both the Port of New York/New Jersey and the Newark Liberty International Airport, northbound traffic is predicted to increase by nearly 67 percent by 2032 and southbound traffic by 92 percent.

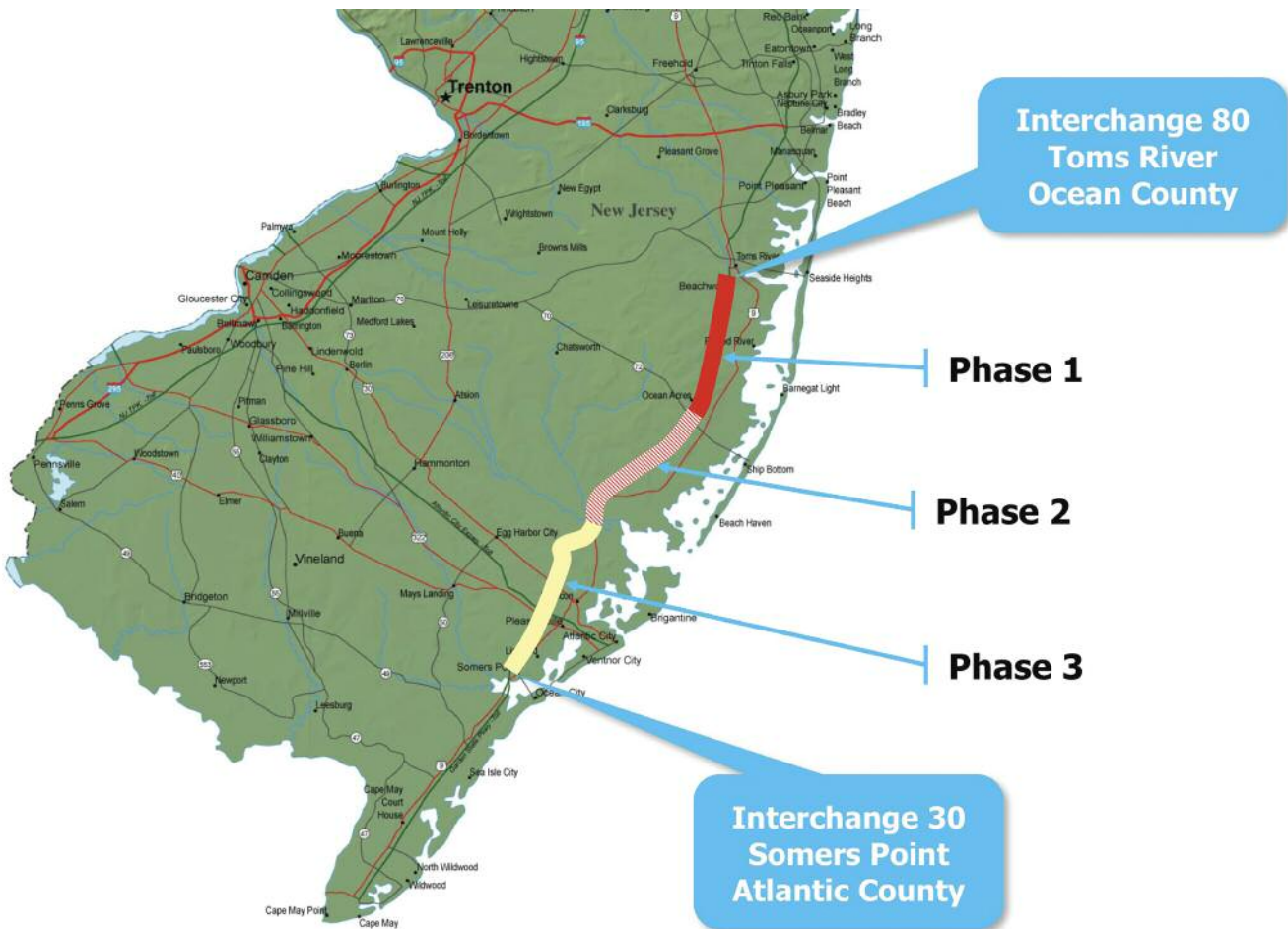
By easing the current congestion on the Turnpike and on parallel local roads and by providing capacity for future traffic growth, the Widening Program will improve the quality of life for our customers and contribute to the economic vitality of our state and region.



The Garden State Parkway project will provide similar benefits.

The Parkway - the most heavily traveled toll road in the U.S. - will get 100 new lane miles over a 50-mile section between Somers Point in Atlantic County and Toms River in Ocean County. The project area covers 14 municipalities and three counties in South and Central Jersey.

That section of the Parkway is critical to the economic health of towns along the Jersey Shore. It serves as a major intra-county traffic corridor for commuters in the area, and it provides access to and from Shore towns for drivers who visit the area for recreational purposes. The economic vitality of the area depends heavily on the tourism and travel industry, which provides 45 percent of the jobs in Atlantic County and 34 percent in Ocean County.



The existing Parkway, which is two lanes in each direction over the full length of the project area, is not sufficient to meet current and future demands.

The 13 miles at the northern end of the project area are already in capacity failure, a designation applied to a road when traffic moves below the posted speed limit for an hour or more every day. By 2019, the entire 50-mile project area would be in failure if the road were not widened.

When the project is done, the Parkway will have three lanes and full-width shoulders in both directions between Interchange 30 and Interchange 80. Because nearly all of the land for the new lanes will be taken from the median, the widening will be accomplished almost entirely inside the footprint of the existing Parkway.

One hundred lane miles will be added during the widening and 200 lane miles will be resurfaced. Some 890,000 tons of hot mix asphalt will be laid and 3.5 million cubic yards of earth will be moved. Twenty-three new structures will be built, and 51 existing structures will be modified. A new building and Express E-ZPass will be added at the Barnegat Toll Plaza. Sixty-four sign structures will be installed.

The project will cost an estimated \$900 million. Construction costs will account for \$690 million of that total. There will be 13 construction contracts awarded during the first two phases of the three-phase project. Five contracts, worth \$192 million, were awarded by the end of 2009.

The first phase, between Interchanges 63 and 80, is scheduled to be completed by 2012. The second phase, between Interchanges 48 and 63, is scheduled to be completed by 2014. The third phase, between Interchanges 30 and 48, is not yet scheduled; it will be completed as funding permits.



Included in the first phase of the Parkway project is the widening and rehabilitation of the Mullica River Bridge. The bridge is located at milepost 49.0 on the Parkway.

The bridge, which was built in 1954, is structurally deficient and functionally obsolete. Its deck is deteriorating; its steel superstructure needs to be rehabilitated; and the shoulders on both sides of the structure are insufficient. Without widening, the bridge would have suffered capacity failure by 2012.

A new structure is being built alongside the existing bridge, and the existing bridge is to be rehabilitated. When the work is done, the structures will carry three lanes and a full-width shoulder in each direction.

The widening and rehabilitation of the bridge will cost \$95 million. The first of two contracts - for the construction of a new parallel span - has already been awarded and construction began in early 2009. The rehabilitation of the existing span will be done under a separate contract. That work will begin once the new span is open to traffic.

Other Signs of Progress

Though 2009 will be remembered best as the year when construction began on the Turnpike and Parkway widenings, it was also a year when construction was wrapped up on other important capital projects.

The Driscoll Bridge. The \$225 million construction and rehabilitation of the Driscoll Bridge on the Garden State Parkway was completed on time and on budget, and the full structure was opened to traffic in time for Memorial Day Weekend 2009.

The bridge, which carries the Parkway over the Raritan River between Woodbridge Township and Sayreville, is an important commuter link and a gateway for drivers traveling to the Jersey Shore from North and Central Jersey. Eighty million vehicles cross the bridge every year.

The project, which was announced in the fall of 2002, added three lanes with the construction of a new free-standing span and the rehabilitation of the existing span. The bridge now has eight northbound and seven southbound lanes, more than any other span in the U.S.

The Holmdel State Police Facility. A 33,000-square foot headquarters and station was built on the Parkway in Holmdel for Troop E of the New Jersey State Police.

The new headquarters was built adjacent to the small, single-story building that had served as a station for more than 50 years. The project cost \$12 million.

At a ceremony in December, the building was dedicated to the memory of two troopers who were killed in the line of duty while patrolling the Garden State Parkway: Trooper John Anderson, who was shot in 1955 on the Parkway near Red Bank, and Trooper Il Francis J. Bellaran, who was killed in a crash during a pursuit in 1996.

New Jersey Turnpike Interchange 12. The number of toll lanes at Interchange 12 on the Turnpike in Carteret was more than doubled from eight to 17 with the construction of a new toll plaza and utility building. The project also included new ramps and improvements to adjacent local roads to improve the flow of traffic through the area. The project also required the construction of wetlands mitigation to comply with regulatory environmental permit requirements. The project took about three years and cost \$100 million. It was completed in December.



In the Works



A look at some other major Turnpike Authority capital projects now underway:

Tremley Point Connector Road. This project will provide access from the Turnpike at Interchange 12 to the warehouse and distribution spaces being built as part of a 400-acre brownfields redevelopment in the Tremley Point area of Linden. The 1.1-mile connector roadway/bridge, which will span the Rahway River from Carteret in Middlesex County to Linden in Union County, will be county-owned and county-maintained once it's built. The estimated cost of the project is \$125 million. Final design is expected to begin in 2010, with construction starting in 2013.

Interchange 14A Improvements. Preliminary engineering has begun to determine how to improve Interchange 14A of the New Jersey Turnpike, which is located in Bayonne and Jersey City on the Newark Bay-Hudson County Extension. The interchange has limited lanes and an outdated toll plaza. The traffic problems around the interchange are likely to get worse because of the planned expansion of an adjacent port facility operated by Global Terminal and Container Services LLC, and future development of the Military Ocean Terminal in Bayonne. Preliminary design will be completed in May of 2011 and final design is expected to begin in August of 2011. Construction is projected to begin in 2013.

Interchanges 9, 10 and 11 Improvements. These Garden State Parkway interchanges are actually at-grade, signalized intersections connecting the Parkway to local roads in Middle Township, Cape May County. The Authority, in conjunction with the Federal Highway Administration and Cape May County, has proposed improvements that would improve safety and reduce congestion on local roads by creating a grade-separated, limited access highway in the area. Bridges would carry the Parkway over the local streets. The estimated cost is \$120 million. Final design is expected to be completed in early 2011 with construction expected to begin later in the year.

Interchange 142 Improvements. The Authority is contributing \$70.8 million toward a New Jersey Department of Transportation project to build a complete interchange between Interstate 78 and the Garden State Parkway. Only a partial interchange was constructed when Interstate 78 was built; there was no direct connection from the northbound Parkway to westbound I-78 or from the southbound Parkway to eastbound I-78. The first part of the project - the connection from the northbound Parkway to I-78 west - opened to traffic in 2009. Construction on the connection from the southbound Parkway to eastbound I-78 is scheduled to be completed in 2011.

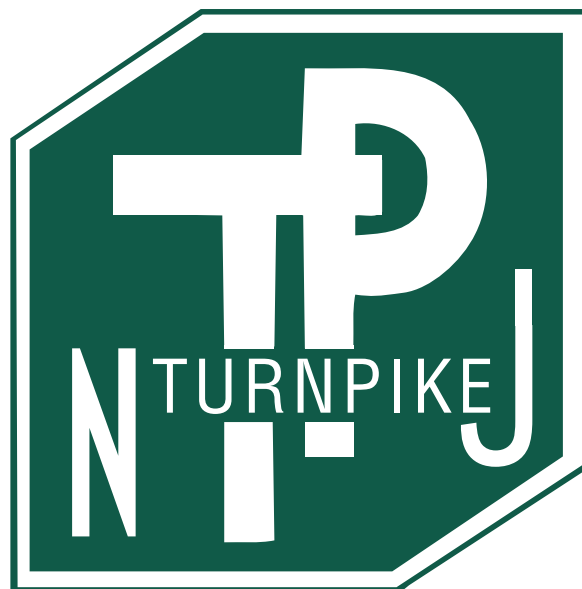
How the Turnpike Has Grown

When the New Jersey Turnpike opened in 1951, it carried two lanes of traffic in each direction for 118 miles from Deepwater in Salem County to Ridgefield Park in Bergen County.

It grew to its current length of 148 miles with the addition of the Newark Bay-Hudson County Extension in 1956, the Pennsylvania Turnpike extension in 1964, the Westerly Spur in 1970 and the 4.4-mile stretch of I-95 between the end of the toll road and the George Washington Bridge in 1992.

Here's a look at how it grew to its current width:

- The road was widened from two lanes in each direction to three from Interchange 4 in Mount Laurel to the northern terminus during a project that began in 1955. The project added about 165 lane miles.
- The dual/dual configuration was introduced to the Turnpike in 1966 when construction began on a project that added three lanes in each direction from Interchange 14 in Newark to Interchange 10 in Edison. The project added about 120 lane miles.
- Three lanes were added in each direction when the dual/dual design was extended south to Interchange 9 in New Brunswick as part of a project that was started in 1971. The project added about 29 lane miles.
- The dual/dual configuration was extended south to Interchange 8A in Cranbury with the addition of two lanes in each direction during a project completed in 1990. The project added about 39 lane miles.
- One lane was added to the outer barrels between Interchange 14 in Newark and Interchange 11 in Woodbridge. The new lanes, which added approximately 26 lane miles to the roadway, were opened in 1996.



How the Parkway Has Grown

Like the New Jersey Turnpike, the Garden State Parkway is longer and wider today than it was when it opened. The road carried two or three lanes in each direction over 164 miles from Cape May to Paramus when all of the sections were completed in 1955. It grew to its current length of 173 miles just two years later with the opening of a nine-mile extension from the northern terminus in Paramus to the New York State Thruway in Montvale.

Here's a look at how it grew to its current width:

- A series of small widenings and shoulder stabilization projects in the early years of the Parkway's history left the road with three lanes in each direction for more than a third of its length, from Route 34 in Monmouth County to the Bergen Toll Plaza.
- The road was widened from three lanes in each direction to five between the Raritan Toll Plaza and the interchange with the New Jersey Turnpike in 1972.
- Inner roadways were built in 1974 over the 21 miles between the Asbury Park and Raritan toll plazas, increasing the number of lanes over that stretch from three to five in each direction.
- Between 1975 and 1985, a series of widenings in Middlesex, Union and Essex counties added a lane in each direction. By 1985, there were four lanes in each direction all the way from Woodbridge to East Orange. Other projects during these years added lanes to the sections between the Asbury Toll Plaza and Interchange 102, the Bergen Toll Plaza and Route 17, the Driscoll Bridge and the Raritan Toll Plaza, and Interchanges 91 and 98.
- A third lane was added in each direction between mileposts 81 and 82 in 1994.
- With the construction of a new span alongside the existing one, the Driscoll Bridge was widened in 2009 to seven southbound and eight northbound lanes.



Building Our Toll Roads With Build America Bonds



When the Turnpike Authority entered the bond market in early 2009 to fund the first phase of its 10-year-capital program, it saved more than \$100 million in interest costs by taking advantage of a new federal program.

A \$1.75 billion bond sale in April included \$1.375 billion of Build America Bonds, a taxable bond created by the American Recovery and Reinvestment Act of 2009, which is more commonly known as the federal stimulus package.

The program allows state and local governments to issue Build America Bonds in 2009 and 2010 to pay for any capital expenditures for which they could otherwise issue standard tax-exempt municipal bonds.

Because the Build America Bonds are taxable, the Turnpike Authority is paying a higher interest rate than it would with tax-exempt bonds. But the higher interest rate is more than off-set by a direct subsidy the Authority receives from the federal government equal to 35 percent of the coupon interest it pays to bondholders over the full term of the borrowing.

The total cost of borrowing the \$1.75 billion will be less than 5 percent.

The Turnpike Authority was the first entity to issue Build America Bonds in an amount over \$1 billion, which institutional bond traders consider a benchmark size.



FINANCIAL STATEMENTS (TURNPIKE
REVENUE BOND RESOLUTION BASIS) AND
SUPPLEMENTARY INFORMATION

New Jersey Turnpike Authority
Year Ended December 31, 2009
With Report of Independent Auditors

New Jersey Turnpike Authority

Financial Statements

Year Ended December 31, 2009

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Report of Independent Auditors

To the Commissioners
New Jersey Turnpike Authority
Woodbridge, New Jersey

We have audited the accompanying bond resolution financial statements of the New Jersey Turnpike Authority (the Authority), a component unit of the State of New Jersey, as of and for the years ended December 31, 2009 and 2008, as listed in the table of contents. These financial statements are the responsibility of the Authority's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Authority's internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As described in Note 2 to the financial statements, these financial statements were prepared in accordance with the provisions of the Authority's 1991 Turnpike Revenue Bond Resolution as amended, restated and supplemented and the Authority's interpretation of such resolution, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America. Accordingly, the bond resolution basis financial statements do not present fairly the Authority's financial position and results of operations and cash flows in accordance with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the assets, liabilities and fund balances and the cost of investment in facilities of the Authority as of December 31, 2009 and 2008, and its revenues and expenses and changes in fund balances and its net revenues for the years then ended on the basis of accounting described in Note 2.

Our audit was conducted for the purpose of forming an opinion on the aforementioned financial statements taken as a whole. The supplemental information included in Schedules 1 through 4, is presented for purposes of additional analysis and is not a required part of the aforementioned financial statements. This additional information is the responsibility of the Authority's management. Such information, except for the portion marked unaudited on which we express no opinion, has been subjected to the auditing procedures applied in our audit of the aforementioned financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the aforementioned financial statements taken as a whole.

Ernst + Young LLP

March 29, 2010

New Jersey Turnpike Authority

Statement of Net Revenue

	Year Ended December 31	
	2009	2008
Revenues		
Toll revenue	\$ 952,419,068	\$ 746,738,384
ETC Project Fees	39,567,868	53,646,677
Concession revenue	35,245,021	36,413,433
Earnings on investments (including interest transfers)	10,652,066	7,697,479
Build America Bonds Rebate	24,083,916	-
Miscellaneous revenue	9,692,432	8,509,680
Arts Center	2,957,611	3,451,386
Total Revenues	1,074,617,982	856,457,039
Transfer from General Reserve Fund	-	38,237,835
Total Revenues and Transfer from General Reserve Fund	1,074,617,982	894,694,874
Operating Expenses		
Executive office	1,699,746	2,009,054
ETC Dept.	3,317,802	3,233,699
Law	1,516,029	1,496,866
Finance and budgets	6,093,933	5,997,939
Human resources	2,548,025	2,779,107
Technology and administrative services	16,719,707	15,562,959
Purchasing	1,178,987	1,123,410
Operations	6,521,667	6,207,044
Patron services	1,395,766	1,409,278
Automotive services	2,178,621	1,041,062
State police	62,471,290	62,577,725
Toll Collection	72,743,332	74,853,103
Maintenance	69,372,082	73,616,339
Engineering	4,705,741	4,205,907
Internal Audit	1,195,104	1,261,297
Strategic Planning	448,902	391,616
Art Center	389,895	360,838
Non-departmental	21,592,841	19,595,157
Employee benefits	89,467,451	83,266,856
Utilities	18,102,941	19,908,213
Snow	7,601,256	6,822,001
ETC	89,370,385	92,906,062
Total operating expenses	480,631,503	480,625,532
Net Revenue Available for Debt Service	593,986,479	414,069,342
Debt Service		
Interest expense:	237,535,757	240,462,515
Transfer to Debt Service Fund	104,855,000	81,585,000
Total debt service	342,390,757	322,047,515
Net Revenue After Operating Expenses and Debt Service	251,595,722	92,021,827
Interfund Transfers:		
To Charges Fund	(4,003,000)	(4,966,827)
To Maintenance Reserve Fund	(64,535,000)	(62,655,000)
To Special Project Reserve Fund	(26,300,000)	(24,400,000)
To General Reserve Fund	(156,757,722)	-
Net Revenue After Operating Expenses, Debt Service and Interfund Transfers	\$ -	\$ -

See accompanying notes.

New Jersey Turnpike Authority

Statement of Operations

	Revenue Fund	Construction Fund	Maintenance Reserve Fund	Special Project Reserve Fund	General Reserve Fund	Subordinated Note Payment Funds	Charges Fund	Debt Service Fund	Debt Reserve Fund	Year Ended December 31	
										2009	2008
Operating Revenues											
Toll revenue	\$ 952,419,068	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 952,419,068	\$ 746,738,384
ETC Project Fees	39,567,868	-	-	-	-	-	-	-	-	39,567,868	53,646,677
Concession revenue	35,245,021	-	-	-	-	-	-	-	-	35,245,021	36,413,433
Build America Bonds Rebate	24,083,916	-	-	-	-	-	-	-	-	24,083,916	-
Miscellaneous revenue	9,692,432	-	-	-	-	-	-	-	-	9,692,432	8,509,680
Arts Center	2,957,611	-	-	-	-	-	-	-	-	2,957,611	3,451,386
Total Revenues	1,063,965,916	-	-	-	-	-	-	-	-	1,063,965,916	848,759,560
Operating Expenses											
Maintenance of roadway, buildings and equipment	94,808,288	-	69,122,607	19,176,260	8,723,377	-	-	-	-	191,830,532	170,005,776
Toll Collection	72,743,332	-	-	330,039	-	-	-	-	-	73,073,371	74,989,332
State Police and Traffic Control	68,992,957	-	-	4,712,436	-	-	-	-	-	73,705,393	71,316,262
ETC expenses	89,370,385	-	-	-	2,841,495	-	-	-	-	92,211,880	93,179,102
Technology	20,037,509	-	-	4,899,219	617,395	-	-	-	-	25,554,123	20,566,072
Employee benefits	89,467,451	-	-	-	-	-	-	-	-	89,467,451	89,871,898
General administrative costs	37,610,325	-	-	55,042	-	-	-	-	-	37,665,367	38,185,126
Snow removal	7,601,256	-	-	-	9,700,000	-	-	-	-	17,301,256	8,822,001
	480,631,503	-	69,122,607	29,172,996	21,882,267	-	-	-	-	600,809,373	566,935,569
Earnings on investments	92,646	3,161,910	49,593	31,009	208,512	77,934	765	6,246,756	3,944,851	13,813,976	22,884,280
Interfund transfers of earnings on investments	10,559,420	-	(49,593)	(31,009)	(208,512)	(77,934)	(765)	(6,246,756)	(3,944,851)	-	-
	10,652,066	3,161,910	-	-	-	-	-	-	-	13,813,976	22,884,280
Transfers interest expense	(237,535,757)	-	-	-	-	-	-	237,535,757	-	-	-
Transfer for next sinking payment	(104,855,000)	-	-	-	-	-	-	104,855,000	-	-	-
Bond interest expense	-	(71,475,763)	-	-	(7,723,957)	-	-	(237,535,757)	-	(316,735,477)	(254,068,980)
Other bond related expenses	-	(2,423,762)	-	-	(6,698,622)	-	(3,995,442)	-	-	(13,117,826)	(5,352,554)
Payment of other charges	-	-	-	(2,961,155)	(3,847,877)	-	-	-	-	(6,809,032)	(11,107,071)
Feeder road expenses	-	(117,849,587)	-	-	(8,001,000)	-	-	-	-	(125,850,587)	(20,000,000)
Required payment to the State of New Jersey	-	-	-	-	(22,000,000)	-	-	-	-	(22,000,000)	(22,000,000)
	(342,390,757)	(191,749,112)	-	(2,961,155)	(48,271,456)	-	(3,995,442)	104,855,000	-	(484,512,922)	(312,528,605)
Interfund Transfers:											
To Charges Fund	(4,003,000)	-	-	-	-	-	4,003,000	-	-	-	-
To Maintenance Reserve Fund	(64,535,000)	-	64,535,000	-	-	-	-	-	-	-	-
To Special Project Reserve Fund	(26,300,000)	-	-	26,300,000	-	-	-	-	-	-	-
To General Reserve Fund	(156,757,722)	-	-	-	156,757,722	-	-	-	-	-	-
Other interfund transfers	-	(248,751,365)	-	-	25,578,125	-	-	2,005,000	221,168,240	-	-
Sinking Fund payments	-	81,585,000	-	-	-	-	-	(81,585,000)	-	-	-
Total interfund transfers	(251,595,722)	(167,166,365)	64,535,000	26,300,000	182,335,847	-	4,003,000	(79,580,000)	221,168,240	-	-
Net change in Fund Balance	\$ -	\$ (355,753,567)	\$ (4,587,607)	\$ (5,834,151)	\$ 112,182,124	\$ -	\$ 7,558	\$ 25,275,000	\$ 221,168,240	\$ (7,542,403)	\$ (7,820,334)

See accompanying notes

New Jersey Turnpike Authority
Statement of Assets, Liabilities and Fund Balances

	Revenue Fund	Construction Fund	Maintenance Reserve Fund	Special Project Reserve Fund	General Reserve Fund	Subordinated Note Payment Funds	Charges Fund	Debt Service Fund	Debt Reserve Fund	December 31	
										2009	2008
Assets											
Cash	\$ 98,839,867	\$ 102,032,517	\$ 5,245,343	\$ 4,526,987	\$ 10,132,253	\$ -	\$ 276,181	\$ 256,534	\$ -	\$ 221,309,682	\$ 177,473,455
Investments	130,562,222	1,268,432,619	22,999,944	23,000,025	174,002,034	-	2,281,985	262,470,353	222,273,373	2,106,022,555	1,001,542,477
Receivables	31,852,515	-	-	32,222	1,451,278	-	-	3,020,350	-	36,356,365	37,778,424
Interfund accounts, net	2,637,459	(5,178,756)	(809,972)	(931,295)	16,163,692	-	(1,853,476)	(8,922,519)	(1,105,133)	-	-
Inventory	18,483,966	-	-	-	-	-	-	-	-	18,483,966	20,820,930
Deposits	1,357,950	16,380,588	-	-	6,571,786	-	-	-	-	24,310,324	1,585,160
Prepaid expenses	5,083,574	-	-	-	-	-	-	-	-	5,083,574	7,274,029
Cost of investment in facilities	-	8,477,222,809	-	-	-	-	-	-	-	8,477,222,809	8,027,382,646
Total assets	\$ 288,817,553	\$ 9,858,889,777	\$ 27,435,315	\$ 26,627,939	\$ 208,321,043	\$ -	\$ 704,690	\$ 256,824,718	\$ 221,168,240	\$ 10,888,789,275	\$ 9,273,857,121
Liabilities and fund balances											
Liabilities:											
Accounts payable	\$ 9,499,079	\$ 21,927,912	\$ 5,737,980	\$ 4,788,598	\$ 2,864,320	\$ -	\$ -	\$ -	\$ -	\$ 44,817,889	\$ 24,787,188
Accrued expenses	55,379,889	49,578,959	8,061,094	3,412,649	2,050,232	-	-	-	-	118,482,823	70,627,604
Withholdings from employees	1,201,627	-	-	-	-	-	-	-	-	1,201,627	1,230,085
Accrued subordinated interest payable	-	-	-	-	-	-	-	-	-	-	6,350,418
Accrued debt service payable	-	-	-	-	-	-	-	137,925,548	-	137,925,548	87,578,607
Amounts retained from contractors and engineers	14,142	20,263,164	1,294,399	193,776	448,806	-	-	-	-	22,214,287	17,881,923
Notes payable and premium	-	-	-	-	-	-	-	-	-	-	338,182,700
Other liabilities	138,064,971	117,788	38,297	344,397	6,698,622	-	-	-	-	145,264,075	135,432,687
Bond indebtedness:											
Turnpike Revenue Bonds, Series 1991 C	-	102,650,000	-	-	-	-	-	-	-	102,650,000	102,650,000
Turnpike Revenue Bonds, Series 1991 D	-	371,000,000	-	-	-	-	-	-	-	371,000,000	371,000,000
Turnpike Revenue Bonds, Series 1992 B	-	15,188,742	-	-	-	-	-	-	-	15,188,742	19,620,036
Turnpike Revenue Bonds, Series 2000 A	-	224,010,000	-	-	-	-	-	-	-	224,010,000	310,005,000
Turnpike Revenue Bonds, Series 2000 B - G	-	400,000,000	-	-	-	-	-	-	-	400,000,000	400,000,000
Turnpike Revenue Bonds, Series 2003 A	-	788,815,000	-	-	-	-	-	-	-	788,815,000	788,815,000
Turnpike Revenue Bonds, Series 2003 B	-	609,520,000	-	-	-	-	-	-	-	609,520,000	635,720,000
Turnpike Revenue Bonds, Series 2003 C	-	500,000,000	-	-	-	-	-	-	-	500,000,000	500,000,000
Turnpike Revenue Bonds, Series 2003 D	-	-	-	-	-	-	-	-	-	-	400,000,000
Turnpike Revenue Bonds, Series 2004 A	-	-	-	-	-	-	-	-	-	-	154,000,000
Turnpike Revenue Bonds, Series 2004 B	-	127,500,679	-	-	-	-	-	-	-	127,500,679	121,179,865
Turnpike Revenue Bonds, Series 2004 C	-	287,120,000	-	-	-	-	-	-	-	287,120,000	287,120,000
Turnpike Revenue Bonds, Series 2005 A	-	409,180,000	-	-	-	-	-	-	-	409,180,000	409,180,000
Turnpike Revenue Bonds, Series 2005 B	-	32,500,000	-	-	-	-	-	-	-	32,500,000	32,500,000
Turnpike Revenue Bonds, Series 2005 C	-	95,880,000	-	-	-	-	-	-	-	95,880,000	95,880,000
Turnpike Revenue Bonds, Series 2005 D	-	208,735,000	-	-	-	-	-	-	-	208,735,000	208,735,000
Turnpike Revenue Bonds, Series 2009 A	-	92,500,000	-	-	-	-	-	-	-	92,500,000	-
Turnpike Revenue Bonds, Series 2009 B	-	50,000,000	-	-	-	-	-	-	-	50,000,000	-
Turnpike Revenue Bonds, Series 2009 C	-	43,750,000	-	-	-	-	-	-	-	43,750,000	-
Turnpike Revenue Bonds, Series 2009 D	-	43,750,000	-	-	-	-	-	-	-	43,750,000	-
Turnpike Revenue Bonds, Series 2009 E	-	375,000,000	-	-	-	-	-	-	-	375,000,000	-
Turnpike Revenue Bonds, Series 2009 F	-	1,375,000,000	-	-	-	-	-	-	-	1,375,000,000	-
Turnpike Revenue Bonds, Series 2009 G	-	34,770,000	-	-	-	-	-	-	-	34,770,000	-
Turnpike Revenue Bonds, Series 2009 H	-	306,170,000	-	-	-	-	-	-	-	306,170,000	-
Turnpike Revenue Bonds, Series 2009 I	-	178,005,000	-	-	-	-	-	-	-	178,005,000	-
Total liabilities	204,159,708	6,762,932,244	15,131,770	8,739,420	12,061,980	-	-	137,925,548	-	7,140,950,670	5,518,476,113
Fund balances	84,657,845	3,095,957,533	12,303,545	17,888,519	196,259,063	-	704,690	118,899,170	221,168,240	3,747,838,605	3,755,381,008
Total liabilities and fund balances	\$ 288,817,553	\$ 9,858,889,777	\$ 27,435,315	\$ 26,627,939	\$ 208,321,043	\$ -	\$ 704,690	\$ 256,824,718	\$ 221,168,240	\$ 10,888,789,275	\$ 9,273,857,121

New Jersey Turnpike Authority
Statement of Changes in Fund Balance

For the Year Ended December 31, 2009

	Revenue Fund	Construction Fund	Maintenance Reserve Fund	Special Project Reserve Fund	General Reserve Fund	Subordinated Note Payment Funds	Charges Fund	Debt Service Fund	Debt Reserve Fund	Total
Balance as of December 31, 2008	\$ 84,657,845	\$ 3,451,711,100	\$ 16,891,152	\$ 23,722,670	\$ 84,076,939	\$ -	\$ 697,132	\$ 93,624,170	\$ -	\$ 3,755,381,008
Add (deduct):										
Net revenue available for debt service	583,427,059	-	49,593	31,009	208,512	77,934	765	6,246,756	3,944,851	593,986,479
Construction investment interest	-	3,161,910	-	-	-	-	-	-	-	3,161,910
Other funds operating expenses	-	-	(69,122,607)	(29,172,996)	(21,882,267)	-	-	-	-	(120,177,870)
Bond interest expense	-	(71,475,763)	-	-	(7,723,957)	-	-	(237,535,757)	-	(316,735,477)
Other bond related expenses	-	(2,423,762)	-	-	(6,698,622)	-	(3,995,442)	-	-	(13,117,826)
Payment of other charges	-	-	-	(2,961,155)	(3,847,877)	-	-	-	-	(6,809,032)
Feeder road expenses	-	(117,849,587)	-	-	(8,001,000)	-	-	-	-	(125,850,587)
Required payment to the State of New Jersey	-	-	-	-	(22,000,000)	-	-	-	-	(22,000,000)
Interfund transfer of earnings on investments	10,559,420	-	(49,593)	(31,009)	(208,512)	(77,934)	(765)	(6,246,756)	(3,944,851)	-
Transfers to fund bond interest expense	(237,535,757)	-	-	-	-	-	-	237,535,757	-	-
Sinking fund payment	-	81,585,000	-	-	-	-	-	(81,585,000)	-	-
Sinking fund transfers	(104,855,000)	-	-	-	-	-	-	104,855,000	-	-
Revenue fund transfers	(94,838,000)	-	64,535,000	26,300,000	-	-	4,003,000	-	-	-
Other fund transfers	-	(248,751,365)	-	-	25,578,125	-	-	2,005,000	221,168,240	-
Surplus transfer	(156,757,722)	-	-	-	156,757,722	-	-	-	-	-
Balance as of December 31, 2009	\$ 84,657,845	\$ 3,095,957,533	\$ 12,303,545	\$ 17,888,519	\$ 196,259,063	\$ -	\$ 704,690	\$ 118,899,170	\$ 221,168,240	\$ 3,747,838,605

See accompanying notes

New Jersey Turnpike Authority
Statement of Cost of Investment in Facilities

For the Year Ended December 31, 2009

	Completed Construction Funds	2000 Construction Fund	2004 Construction Fund	2005 Construction Fund	2008 Construction Fund	2009 Construction Fund	Total
Land	\$ 599,000,430	\$ 57,273,804	\$ 3,019,463	\$ 3,906,217	\$ -	\$ 9,869,194	\$ 673,069,108
Buildings and Sound Barriers	278,852,061	127,755,524	14,671,159	-	1,001,698	6,243,621	428,524,063
Road Surface	315,153,669	74,046,301	6,856,833	-	3,560,683	10,549	399,628,035
Road Bed	1,729,443,330	477,392,579	129,347,950	56,411	4,621,841	-	2,340,862,111
Bridges	1,088,388,395	399,076,739	208,002,025	-	895,713	1,046,806	1,697,409,678
Equipment	140,824,962	343,221,065	13,155,768	-	2,204,427	1,803,038	501,209,260
Construction-In-Progress	-	109,258,845	42,262,509	78,509,388	65,781,372	204,619,980	500,432,094
Financial	1,604,962,791	327,129,864	(19,665,668)	6,111,043	(1,243,625)	18,794,055	1,936,088,460
	<u>\$ 5,756,625,638</u>	<u>\$ 1,915,154,721</u>	<u>\$ 397,650,039</u>	<u>\$ 88,583,059</u>	<u>\$ 76,822,109</u>	<u>\$ 242,387,243</u>	<u>\$ 8,477,222,809</u>

Completed Construction Funds:

Original Turnpike Extensions and Additional Lanes	\$ 454,159,274
Revenues Invested in Facilities	87,628,181
1966 Turnpike Improvement	699,748,826
1971 Turnpike Improvement	142,131,548
1973 Improvement and Funding Program	80,744,766
1977 Turnpike System Revenue Bond Accounts	12,874,128
1984 Turnpike Revenue Bonds	67,745,398
Refunding of 1984 Bonds	7,988,081
1985-1990 Widening Project	1,177,130,071
Business Plan for the 90's	1,761,389,248
Former NJHA Construction	1,270,565,483
2003 Construction Fund	(4,063,616)
2008 Acquisition Payment Fund	(1,415,750)
	<u>\$ 5,756,625,638</u>

New Jersey Turnpike Authority

Notes to Financial Statements

Year Ended December 31, 2009

1. Organization and Function of the New Jersey Turnpike Authority

The New Jersey Turnpike Authority (the Authority) is a body corporate and politic created by the New Jersey Turnpike Authority Act of 1948, as amended and supplemented (the Act). The Act authorizes the Authority to construct, maintain, repair, and operate projects related to the New Jersey Turnpike Authority at locations established by law and to issue Turnpike revenue bonds or notes of the Authority, subject to prior approval in writing from the Governor and from either or both the State Treasurer and the Director of the Division of Budget and Accounting of the Department of the Treasury, payable solely from tolls and other revenues of the Authority. Under the provisions of the Act, the Turnpike bonds or notes and the interest thereon shall not be deemed to constitute a debt or liability or a pledge of the faith and credit of the State or any political subdivision.

On May 27, 2003, the Act was amended. The amendment empowered the Turnpike Authority, effective on the Transfer Date, to assume all powers, rights, obligations and duties of the New Jersey Highway Authority (the Highway Authority), which owned and operated the Garden State Parkway and PNC Bank Arts Center. The Transfer Date, which was the date of issuance and delivery of the Series 2003 Turnpike Revenue Bonds, was July 9, 2003. On that date, the Chairman of the Turnpike Authority and the Commissioner of the New Jersey Department of Transportation certified to the Governor of the State of New Jersey that (a) all bonds of the Highway Authority ceased to be outstanding within the meaning of the resolutions pursuant to which those bonds were issued and (b) that the Turnpike Authority had assumed all debts and statutory responsibilities and obligations of the Highway Authority.

The Authority is a component unit of the State of New Jersey. In addition to these financial statements, the Authority prepares statements presented in accordance with accounting principles generally accepted in the United States (GAAP), for the sole purpose of inclusion in the State of New Jersey's (the State) Comprehensive Annual Financial Report (CAFR).

2. Summary of Significant Accounting Policies

Nature of Funds

The accounts of the Authority are organized on the basis of funds, each of which is considered a separate accounting entity. Resources are allocated to and accounted for in the individual funds based upon the provisions of the Turnpike Revenue Bond Resolution, adopted August 21, 1991 as amended, restated and supplemented (the Bond Resolution). The various funds are as follows:

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

2. Summary of Significant Accounting Policies (continued)

- Revenue Fund – the Revenue Fund is the general operating fund of the Authority. It is used to account for all of the operating pledged revenues and expenses.
- Construction Fund – the Construction Fund is used to account for the accumulation of financial resources to be used for the cost of investment in facilities. Included in this fund are the proceeds from the issuance of Turnpike Revenue Bonds in 2009 (see Note 6), and proceeds from the 2009 and 2008 Subordinated Bond Anticipation Notes (see Note 7), expended and unexpended moneys related to projects authorized by previous bond issues and amounts transferred in as a result of the acquisition of the Highway Authority.
- Maintenance Reserve Fund – amounts in this fund may be applied to the cost of major resurfacing, replacement, repairs, renewals, or reconstruction of the Turnpike System.
- Special Project Reserve Fund – amounts in this fund may be applied to the cost of one or more special projects or additional projects. On an annual basis, the Special Project Reserve Fund is replenished up to the amount of the Special Project Reserve Requirement of \$50,000,000. The required funding is determined by projecting the ending fund balance and comparing it to the Special Project Reserve Requirement. The difference is funded in 12 equal installments over the next fiscal year.
- General Reserve Fund – amounts in the General Reserve Fund are to be used to make required state payments and to make up deficiencies in the Revenue Fund, the Debt Service Fund, the Debt Reserve Fund, the Charges Fund, the Maintenance Reserve Fund, and the Special Project Reserve Fund. Subject to certain terms, amounts in this fund which are not required to remedy any such deficiency may be applied to (a) the purchase or redemption of any bonds and expenses in connection therewith; (b) payment of principal and interest due upon redemption of variable rate debt, commercial paper and subordinated indebtedness, if any; (c) payments into the Construction Fund; (d) improvements, extensions, betterments, renewals, and replacements of the Turnpike System or the provisions of reserves for these purposes; (e) payments into the Revenue Fund; and (f) any other corporate purpose, including but not limited to, additional required State payments, if any.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

2. Summary of Significant Accounting Policies (continued)

- Charges Fund – this fund is used to pay (a) fees and charges paid to a financial institution under a reimbursement agreement, standby bond purchase agreement, or similar agreement; (b) fees and charges paid to the remarketing agent; (c) fees and charges paid to the tender agent; and (d) fees and charges paid to the broker/dealer but only to the extent that the Authority determines the foregoing amounts shall not be paid as operating expenses.
- Debt Service Fund – this fund accumulates the amounts required for (a) payment of interest and maturing principal amounts on all outstanding Turnpike revenue bonds when due; (b) payment of the redemption price and accrued interest on the bonds to be redeemed; and (c) payment of the purchase price of bonds purchased through application of moneys accumulated in this fund by reason of the payment of any sinking fund installment.
- Debt Reserve Fund – amounts in this fund are to be applied to make up any deficiency in the Debt Service Fund. The Bond Resolution provides that as a condition to the issuance of each series of bonds there shall be deposited in the Debt Reserve Fund the amount, if any, necessary so that the amount in such fund equals the Debt Reserve Requirement calculated immediately after the issuance of such series of bonds. The Debt Reserve Requirement is equal to the greatest amount of interest accruing on the outstanding bond indebtedness in any one year, subject to certain provisions set forth in the Bond Resolution (see Note 6).
- Subordinated Note Payment Fund – amounts in this fund represent an amount equal to the principal or redemption price of and interest on the Subordinated Bond Anticipation Notes coming due on specific payment dates. If sufficient funds do not exist in this fund prior to the payment date, the Authority shall withdraw funds from the General Reserve Fund as necessary to comply with these requirements.
- Whenever the moneys and investment securities on deposit in the Debt Reserve Fund, together with the amount in the Debt Service Fund, are sufficient to pay in full all outstanding bonds in accordance with their terms, the funds on deposit in the Debt Reserve Fund are to be transferred to the Debt Service Fund.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

2. Summary of Significant Accounting Policies (continued)

- The Authority may deposit a surety bond, insurance policy, or letter of credit payable to the Trustees of the bonds in an amount equal to the difference between the Debt Reserve Requirement and amounts deposited in the Debt Reserve Fund, subject to conditions provided for in the Bond Resolution (see Note 6).

Basis of Presentation

Accounts of the Authority are maintained in accordance with the practices set forth herein, which are based on the provisions of the Bond Resolution and the Authority's interpretation of the Bond Resolution. The significant practices, some of which differ in material respects from GAAP, are as follows:

- Depreciation of the Turnpike System and related facilities is not included as an operating expense or otherwise provided, as required by GAAP.
- Operating expenses are generally recorded as incurred. This includes reserves for general liability insurance claims for which the Authority is self-insured, unemployment insurance premiums withheld from employees, and certain other reasonable and necessary operating expenses which do not recur annually.
- Costs related to investment in facilities are capitalized as incurred. Capitalized items consist principally of the following:
 - expenditures to acquire rights-of-way;
 - expenditures to construct, place in operation and improve the Turnpike System;
 - costs of certain real estate in excess of right-of-way requirements which may be sold and the proceeds applied as a reduction of construction costs;
 - administrative, legal, and certain insurance expenses incurred during the construction period.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

2. Summary of Significant Accounting Policies (continued)

- Capital assets retired or disposed of are not recorded as a reduction in the cost of investment in facilities. GAAP requires that all assets retired or disposed of be written off.
- Costs of issuing and refunding bonds are capitalized and included as part of the cost of investment in facilities and are not recorded as unamortized bond issuance costs as required by GAAP.
- Amortization of expenses associated with the offering, selling and issuance of bonds and notes; discounts or premiums on the sale of notes; and costs of issuing and refunding bonds is not included as an operating expense, or otherwise provided, as required by GAAP.
- Income on unexpended construction funds is recorded in the Construction Fund when earned.
- Inventory is recorded at cost and valued on a weighted-average basis.
- Toll revenues are generally recorded when earned, including toll revenues received under the post paid commercial EZPass program and EZPass revenue due from other participating toll facilities. Toll revenue collected from violators is recorded when received.
- Bonds are recorded at par value as bond indebtedness in the Statement of Assets, Liabilities and Fund Balances. Bond discounts, premiums and accretion are recorded as part of the cost of investment in facilities in the Statement of Assets, Liabilities and Fund Balances and not offset against bond indebtedness as required by GAAP.
- Income on investments is recorded when earned. Investments are stated at amortized cost, plus accrued interest. GAAP requires such investments to be recorded at fair value.
- Income from concessions and other income and receipts, from whatever source derived, are recorded as revenue when earned except for violation administrative fee revenue which is recorded when received.
- Interest on bond indebtedness is recorded as incurred.
- Postemployment benefits other than pensions are recorded on a pay-as-you-go basis.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

2. Summary of Significant Accounting Policies (continued)

- Costs for repairs, replacements, or maintenance items of a type not recurring annually or at shorter intervals and costs for resurfacing, repairs, renewals, or reconstruction of the Turnpike System are recorded when incurred. Such costs are included in payment of other charges in the accompanying Statement of Changes in Fund Balances.
- The Authority enters into various interest rate swaps in order to manage risks associated with interest on its bond portfolio. As currently allowed under GAAP and the Bond Resolution, the Authority does not record the fair market value or changes in the fair market value on the face of the financial statements. See Note 9 for the relevant disclosure.
- Total columns contain the totals of the similar accounts of the various funds. Since the assets of the funds are restricted, the combination of the accounts, including the assets therein, is for comparison only and does not indicate that the combined assets are available in any manner other than that provided for in the Bond Resolution.

Reclassifications

Certain reclassifications have been made to prior year balances in order to conform to the current year presentation.

3. Split Costs – Snow Removal

Snow removal costs at December 31, 2009, as reported in the Statement of Net Revenue, amounted to \$7,601,300. In accordance with the Authority's policy, snow removal costs that are considered extraordinary snow costs are charged to the General Reserve Fund during the year. Snow removal costs charged to the General Reserve Fund in 2009 amounted to \$9,700,000. The Authority's total snow removal costs amounted to \$17,301,300 for the year ended December 31, 2009, compared to total snow removal costs of \$8,822,000 for the year ended December 31, 2008.

4. Cash and Investments

The New Jersey Turnpike Authority is authorized to engage in investment activity pursuant to the Turnpike Revenue Bond Resolution adopted on August 20, 1991. Investment policies are set forth in certain sections of the Resolution and these guidelines are adhered to by the Authority's

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

4. Cash and Investments (continued)

Finance Department when making day-to-day investment decisions. The Authority principally invests in securities of United States agencies, highly rated commercial paper, demand accounts, certificates of deposit, and repurchase agreements. The Authority did not enter into any reverse repurchase agreements during the years ended December 31, 2009 and 2008. According to management, the Authority is not in violation of any provisions of the Resolution's investment policies.

During 2009 and 2008, the Authority purchased its own Auction Rate Securities (ARS) as an investment with proceeds of the 2009 and 2008 Subordinated Bond Anticipation Notes in accordance with the provisions of the 2008 Subordinated Bond Anticipation Note Resolution. The Authority was allowed to purchase its own ARS as the SEC released ARS guidance in March 2008 which allowed issuers to bid on their own ARS through December 31, 2009 without triggering SEC enforcement action for securities law violations. The SEC's release outlined the steps that issuers should take and disclosures that should be made in order to bid on their own securities. It is management's opinion that the Authority has complied with these guidelines in all material respects. As of December 31, 2009, the Authority held none of its Auction Rate Securities as an investment, as these bonds were defeased prior to December 31, 2009. (see Note 6).

All securities, other than securities held by the respective trustees for the benefit of the bondholders, are held by the Authority. All investment transactions are recorded on a transaction date basis. As of December 31, 2009 and 2008, the Authority had the following cash and investments:

Investment Type	December 31, 2009		Investment Maturities		
	Carrying Value	Cash Account	Less than 1 Year	1-5 Years	Over 5 Years
Commercial Paper	\$ 819,408,940	\$ —	\$ 819,408,940	\$ —	\$ —
Certificates of Deposit	244,190,361	—	39,455,740	204,734,621	—
Demand Deposit	221,309,682	221,309,682	—	—	—
Repurchase Agreements	477,690,717	—	477,690,717	—	—
NJ Cash Management Fund	230,006,564	—	230,006,564	—	—
Variable Rate Demand					
Bonds	91,907,269	—	—	—	91,907,269
U.S. Treasury – State and					
Local Government Series	12,279,050	—	—	—	12,279,050
Time Deposit	712	—	712	—	—
FFCB	30,022,269	—	30,022,269	—	—
FHLB	85,018,715	—	85,018,715	—	—
FHLMC	65,450,210	—	65,450,210	—	—
FNMA	50,047,748	—	50,047,748	—	—
Total Investments	<u>\$ 2,327,332,237</u>	<u>\$ 221,309,682</u>	<u>\$ 1,797,101,615</u>	<u>\$ 204,734,621</u>	<u>\$ 104,186,319</u>

New Jersey Turnpike Authority
Notes to Financial Statements (continued)

4. Cash and Investments (continued)

Investment Type	December 31, 2008		Investment Maturities	
	Carrying Value	Cash Account	Less than 1 Year	1-5 Years
Commercial Paper	\$ 160,556,137	\$ –	\$ 160,556,137	\$ –
Auction Rate Securities	140,082,362	–	140,082,362	–
Certificates of Deposit	25,043,825	–	25,043,825	–
Demand Deposit	177,473,455	177,473,455	–	–
Time Deposit	207	–	207	–
Repurchase Agreements	230,134,647	–	230,134,647	–
U.S. Treasury – State and Local Government Series	12,279,051	–	–	12,279,051
FFCB	7,499,998	–	7,499,998	–
FHLB	396,746,784	–	396,746,784	–
FHLMC	11,102,611	–	11,102,611	–
FNMA	18,096,855	–	18,096,855	–
Total	\$ 1,179,015,932	\$ 177,473,455	\$ 989,263,426	\$ 12,279,051

Interest Rate Risk: As a means of limiting its exposure to fair value losses arising from rising interest rates, the Authority's Bond Resolution sets maximum maturity limits for investments and requires that investment maturities are matched to the Authority's liquidity needs.

Credit Risk: The Authority's investment guidelines and policies are designed to protect principal by limiting credit risk. This is accomplished through ratings, and collateral requirements that vary according to the type of investment as defined in the Authority's Bond Resolution. As of December 31, 2009, the Authority held investments in debt instruments of the Federal National Mortgage Association (FNMA), Federal Home Loan Mortgage Corporation (FHLMC), Federal Home Loan Bank (FHLB), and Federal Farm Credit Bank (FFCB), all of which were rated in the highest long-term or short-term ratings category (as applicable) by Standard & Poor's and/or Moody's Investors Service. These ratings were AAA by Standard & Poor's and AAA by Moody's for long-term or short-term instruments, respectively. Certificates of Deposit are issued by banks which are rated in one of the two highest rating categories by Moody's and Standard & Poor's. Repurchase Agreements are collateralized obligations rated Prime-1 or A3 or better by Moody's and A-1 or A or better by Standard & Poor's. Investment securities in the form of commercial paper were rated in the highest long-term and short-term category by at least two major rating agencies, A-1+ by Standard and Poor's and P-1 by Moody's. The State of New Jersey Cash Management Fund is a common trust fund administered by the New Jersey Department of Treasury, Division of Investment and is an unrated investment. Variable rate demand bonds are obligations of states, their subdivisions and agencies which are rated in the highest two ratings categories by Moody's and Standard & Poor's.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

4. Cash and Investments (continued)

Custodial Credit Risk: For investments, custodial credit risk is the risk that in the event of the failure of the counterparty, the Authority will not be able to recover the value of its investments that are in the possession of the outside party. Investment securities are exposed to custodial credit risk if the securities are uninsured, are not registered in the name of the Authority, and are held by either the counterparty or the counterparty's trust department or agent but not in the name of the Authority.

The Authority manages custodial credit risk by limiting its investments to highly rated institutions, having its investments registered in its name, and requiring high quality collateral be held by the counterparty in the name of the Authority for certain investment securities. At December 31, 2009, the Authority was not exposed to custodial credit risk on its investment securities.

All moneys held under the Bond Resolution, except amounts held by the Trustee or amounts which constitute investment securities, shall be continuously and fully secured by pledging, as collateral security, direct obligations of or obligations guaranteed by the United States of America having a market value not less than the amount of such moneys. The Authority's total bank balances were \$221,309,682 at December 31, 2009, all of which were insured by the Federal Deposit Insurance Corporation (FDIC) or collateral held in the Authority's name by the Authority's financial institutions or its agents. In 2008, the FDIC developed the Transaction Account Guarantee Program (TAGP), which is part of the FDIC's Temporary Liquidity Guarantee Program. The TAGP program provides an unlimited U.S. Government-backed guarantee on all dollars in non-interest bearing deposit transaction accounts held in U.S. offices of FDIC-insured institutions. This coverage lasted through December 31, 2009.

Concentration of Credit Risk: The Authority does not place a formal limit on the amount that it may invest in any one issuer. At December 31, 2009, 24%, or \$561,396,696, and 9% or \$204,734,621, of the Authority's investments were in General Electric Credit Corporation Commercial Paper Investments and US Bank Certificates of Deposit, respectively.

The investment policies of the Authority are established in conformity with the Bond Resolution, which defines investment securities to mean any of the following securities legal for investment of the Authority's funds at the time of the purchase thereof:

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

4. Cash and Investments (continued)

- (i) Federal securities, which are (a) any direct and general obligations of, or any obligations guaranteed by, the United States of America, including but not limited to interest obligations of the Resolution Funding Corporation or any successor thereto, (b) any obligations of any state or political subdivision of a state (collectively Municipal Bonds) which Municipal Bonds are fully secured as to principal and interest by an irrevocable pledge of moneys or direct and general obligations of, or obligations guaranteed by, the United States of America, which moneys or obligations are segregated in trust and pledged for the benefit of the holders of the Municipal Bonds, and (c) certificates of ownership of the principal or interest of direct and general obligations of, or obligations guaranteed by, the United States of America, which obligations are held in trust by a commercial bank which is a member of the Federal Reserve System;
- (ii) Bonds, debentures, notes or other evidences of indebtedness issued by any agency or instrumentality of the United States to the extent such obligations are guaranteed by the United States or by another such agency the obligations (including guarantees) of which are guaranteed by the United States;
- (iii) Bonds, debentures, notes or other evidences of indebtedness issued by any of the following agencies: Government National Mortgage Association, Federal Land Banks, Federal Home Loan Mortgage Corporation, Federal National Mortgage Association, Federal Home Loan Banks, Federal Intermediate Credit Banks, Banks for Cooperatives, Tennessee Valley Authority, United States Postal Service, Farmers Home Administration, Export-Import Bank, Federal Financing Bank and Student Loan Marketing Association;
- (iv) Negotiable or non-negotiable certificates of deposit issued by any bank, trust company or national banking association, which certificates of deposit shall be continuously secured or collateralized by obligations described in subparagraphs (i) or (ii) of this definition, which shall have a market value (exclusive of accrued interest) at all times at least equal to the principal amount of such certificates of deposit and shall be lodged with the Trustee, as custodian, by the bank, trust company or national banking association issuing such certificates of deposit;

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

4. Cash and Investments (continued)

- (v) Uncollateralized negotiable or non-negotiable certificates of deposit issued by any bank, trust company or national banking association, the unsecured obligations of which are rated in one of the two highest rating categories, without regard to rating sub-categories, by Moody's and S&P;
- (vi) Repurchase agreements collateralized by obligations described in subparagraphs (i), (ii) or (iii) of this definition with any registered broker/dealer subject to the Securities Investors' Protection Corporation jurisdiction, which has an uninsured, unsecured and unguaranteed obligation rated Prime-1 or A3 or better by Moody's and A-1 or A or better by S&P, or any commercial bank with the above ratings, provided:
 - (a) a master repurchase agreement or specific written repurchase agreement governs the transaction, which characterizes the transaction as a purchase and sale of securities,
 - (b) the securities are held free and clear of any lien, by the Trustee or an independent third party acting solely as agent for the Trustee, and such third party is (i) a Federal Reserve Bank, (ii) a bank which is a member of the Federal Deposit Insurance Corporation and which has combined capital, surplus, and undivided profits of not less than \$75,000,000, or (iii) a bank approved in writing for such purpose by each Credit Issuer, if any, and the Trustee shall have received written confirmation from such third party that it holds such securities, free and clear of any lien, as agent for the Trustee,
 - (c) a perfected first security interest under the Uniform Commerce Code, or book entry procedures prescribed at 31 CFR 306.1 *et seq.* or 31 CFR 350.0 *et seq.* or a successor provision in such securities is created for the benefit of the Trustee,
 - (d) the repurchase agreement has a term of six months or less, or the Authority will value the collateral securities no less frequently than monthly and will liquidate the collateral securities if any deficiency in the required collateral percentage is not restored within two business days of such valuation,

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

4. Cash and Investments (continued)

- (e) the repurchase agreement matures on or before a debt service payment date (or other appropriate liquidation period), and
 - (f) the fair market value of the securities in relation to the amount of the repurchase obligation is equal to at least 100%,
- (vii) Banker's acceptances, Eurodollar deposits and certificates of deposit (in addition to the certificates of deposit provided for by subparagraphs (iv) and (v) above) of the domestic branches of foreign banks having a capital and surplus of \$1,000,000,000 or more, or any bank or trust company organized under the laws of the United States of America or Canada, or any state or province thereof, having capital and surplus, in the amount of \$1,000,000,000; provided that the aggregate maturity value of all such banker's acceptances and certificates of deposit held at any time as investments of funds under this Resolution with respect to any particular bank, trust company, or national association shall not exceed 5% of its capital and surplus; and provided further that any such bank, trust company, or national association shall be rated in one of the two highest rating categories, without regard to rating sub-categories, by both Moody's and S&P;
- (viii) Other obligations of the United States of America or any agency thereof which may then be purchased with funds belonging to the State of New Jersey or which are legal investments for savings banks in the State of New Jersey;
- (ix) Deposits in the New Jersey Cash Management Fund;
- (x) Obligations of any state, commonwealth or possession of the United States or a political subdivision thereof or any agency or instrumentality of such a state, commonwealth, possession or political subdivision, provided that at the time of their purchase such obligations are rated in either of the two highest rating categories by both Moody's and S&P; and
- (xi) Commercial paper with a maturity date not in excess of 270 days rated A-1+ by S&P and P-1 by Moody's at the time of such investment, issued by an entity incorporated under the laws of the United States or any state thereof.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

5. Other Liabilities

Other liabilities, as shown in the accompanying Statement of Assets, Liabilities and Fund Balances, are comprised of the following:

- Funds to satisfy general and auto liability insurance claims and the workers' compensation reserve for which the Authority is self-insured of \$1.8 million at December 31, 2009 and \$1.6 million at December 31, 2008.
- Funds which are designated to satisfy unemployment insurance claims of \$3.6 million at December 31, 2009 and \$4.2 million at December 31, 2008.
- Funds designated for New Jersey E-Z Pass customer tag deposits and prepayments of \$125.7 million at December 31, 2009 and \$115.7 million at December 31, 2008.
- Funds set aside for other obligations of the Authority totaling \$7.4 million at December 31, 2009 and \$7.0 million at December 31, 2008.
- Funds set aside for the rebate of potential arbitrage amounted to \$6.7 million at December 31, 2009 and \$4.9 million at December 31, 2008.

New Jersey Turnpike Authority
Notes to Financial Statements (continued)

6. Bond Indebtedness

As of December 31, 2009 and December 31, 2008, bond indebtedness consists of the following:

	December 31 2008	Increase	Decrease	December 31 2009
Turnpike Revenue Bonds:				
Series 1991 C, due 1/1/2016 with interest at 6.50%	\$ 102,650,000			\$ 102,650,000
Series 1991 D, due 1/1/2018 with interest at 6.19% (under an interest rate swap agreement)	371,000,000			371,000,000
Series 1992 B, due 1/1/2004 to 2012 with yields to maturity at 6.10% to 6.70% (see below)	19,620,036	\$ 968,706	\$ 5,400,000	15,188,742
Series 2000 A, due 1/1/2030 with interest rates at 4.80% to 6.0%	310,005,000		85,995,000	224,010,000
Series 2000 B-G (auction rate bonds), due 1/1/2023 with interest at variable rates not to exceed 10%	400,000,000			400,000,000
Series 2003 A, 4.75% to 5.0% maturing 1/1/2019 through 1/1/2030	788,815,000			788,815,000
Series 2003 B (Federally taxable) 1.15% to 4.252% maturing 1/1/2004 through 1/1/2016	635,720,000		26,200,000	609,520,000
Series 2003 C, 3.4486% (under interest swap agreement) maturing 1/1/2024	500,000,000			500,000,000
Series 2003 D, 3.034% (under interest swap agreement) maturing 1/1/2024	400,000,000		400,000,000	-
Series 2004 A, 3.150%, maturing January 1, 2035, mandatory tender of January 1, 2010	154,000,000		154,000,000	-
Series 2004 B, 5.150%, Growth and Income Securities	121,179,865	6,320,814		127,500,679
Series 2004 C-1, 4.50%, maturing January 1, 2031	154,270,000			154,270,000
Series 2004 C-2, 5.50%, maturing January 2, 2025	132,850,000			132,850,000
Series 2005 A, 5.0%, maturing 1/1/2019 through 1/1/2030	409,180,000			409,180,000
Series 2005 B, 4.81%, maturing 1/1/2019	32,500,000			32,500,000
Series 2005 C, 5.0%, maturing 1/1/2030 and 1/1/2035	95,880,000			95,880,000
Series 2005 D, 5.25%, maturing 1/1/2026	208,735,000			208,735,000
Series 2009 A, 3.114% (under interest rate swap agreement) maturing 1/1/2024		92,500,000		92,500,000
Series 2009 B, 3.294% (under interest rate swap agreement) maturing 1/1/2025		50,000,000		50,000,000
Series 2009 C, 3.294% (under interest rate swap agreement) maturing 1/1/2026		43,750,000		43,750,000
Series 2009 D, 3.214% (under interest rate swap agreement) maturing 1/1/2027		43,750,000		43,750,000
Series 2009 E, 5.03% maturing 1/1/2028 and 5.35% maturing 1/1/2040		375,000,000		375,000,000
Series 2009 F, 7.14% Term Bond Federally Taxable, maturing 1/1/2040		1,375,000,000		1,375,000,000
Series 2009 G, 5.0%, maturing 1/1/2017 and 1/1/2018		34,770,000		34,770,000
Series 2009 H, 5.0% and 4.25%, maturing 1/1/2020 to 1/1/2024 and 1/1/2036		306,170,000		306,170,000
Series 2009 I, 5.0%, maturing 1/1/2031 and 1/1/2035		178,005,000		178,005,000
	<u>\$ 4,836,404,901</u>	<u>\$ 2,506,234,520</u>	<u>\$ 671,595,000</u>	<u>\$ 6,671,044,421</u>

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

6. Bond Indebtedness (continued)

As of December 31, 2008 and December 31, 2007, bond indebtedness consists of the following:

	December 31 2007	Increase	Decrease	December 31 2008
Turnpike Revenue Bonds:				
Series 1991 C, due 1/1/2016 with interest at 6.50%	\$ 102,650,000			\$ 102,650,000
Series 1991 D, due 1/1/2018 with interest at 6.19% (under an interest rate swap agreement)	371,000,000			371,000,000
Series 1992 B, due 1/1/2004 to 2012 with yields to maturity at 6.10% to 6.70% (see below)	23,771,124	\$ 1,248,912	\$ 5,400,000	19,620,036
Series 2000 A, due 1/1/2030 with interest rates at 4.80% to 6.0%	336,815,000		26,810,000	310,005,000
Series 2000 B-G (auction rate bonds), due 1/1/2023 with interest at variable rates not to exceed 10%	400,000,000			400,000,000
Series 2003 A, 4.75% to 5.0% maturing 1/1/2019 through 1/1/2030	788,815,000			788,815,000
Series 2003 B (Federally taxable) 1.15% to 4.252% maturing 1/1/2004 through 1/1/2016	679,970,000		44,250,000	635,720,000
Series 2003 C, 3.4486% (under interest swap agreement) maturing 1/1/2024	500,000,000			500,000,000
Series 2003 D, 3.034% (under interest swap agreement) maturing 1/1/2024	400,000,000			400,000,000
Series 2004 A, 3.150%, maturing January 1, 2035, mandatory tender of January 1, 2010	154,000,000			154,000,000
Series 2004 B, 5.150%, Growth and Income Securities	115,172,730	6,007,135		121,179,865
Series 2004 C-1, 4.50%, maturing January 1, 2031	154,270,000			154,270,000
Series 2004 C-2, 5.50%, maturing January 2, 2025	132,850,000			132,850,000
Series 2005 A, 5.0%, maturing 1/1/2019 through 1/1/2030	409,180,000			409,180,000
Series 2005 B, 4.81%, maturing 1/1/2019	32,500,000			32,500,000
Series 2005 C, 5.0%, maturing 1/1/2030 and 1/1/2035	95,880,000			95,880,000
Series 2005 D, 5.25%, maturing 1/1/2026	208,735,000			208,735,000
	<u>\$ 4,905,608,854</u>	<u>\$ 7,256,047</u>	<u>\$ 76,460,000</u>	<u>\$ 4,836,404,901</u>

As of December 31, 2009 and 2008, the Authority has approximately \$2,386,218,200 and \$2,627,466,700, respectively, of bonds outstanding which have been previously defeased in substance and are secured by investments held by various escrow agents. The escrow accounts are invested in obligations of U.S. Government agencies and are not controlled by the Authority. The bonds are considered extinguished and accordingly, the assets and obligations are not reflected on the financial statements of the Authority.

For the Series 1991 D Bonds maturing in 2018, the Series 1992 B Bonds, the Series 2000A (other than the January 1, 2027 maturity), the Series 2000 B-G, the Series 2003 A-D, the Series 2004 A-C and the Series 2005 A-D, principal and interest payments are insured on the stated maturity and interest payment dates through municipal bond insurance which totaled \$3,569,793,168 and \$4,215,188,168 at December 31, 2009 and December 31, 2008, respectively.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

6. Bond Indebtedness (continued)

Interest on all outstanding bond indebtedness, except for capital appreciation bonds, auction rate bonds (see below), the 2003 C variable rate bonds and the 2009 A-D variable rate bonds, is payable semiannually on each January 1 and July 1. Unless converted to a fixed interest rate, the Series 1991 D Bonds pay interest semi-annually to bondholders computed at a variable weekly interest rate (0.28% as of December 31, 2009 and 4.0% as of December 31, 2008) subject to a maximum rate of 12 %. Regardless of whether the Series 1991 D bondholders are paid a variable rate or a fixed rate, under an interest rate swap agreement with a financial institution, the Authority will pay interest at a fixed rate of 6.19% for the entire term of the Series 1991 D Bonds plus any amount owed to bondholders that is greater than the amount received from the swap counterparty (see Note 9). The Authority has also entered into an Interest Rate Exchange Agreement on the Series 1991 D Bonds, in which the Authority pays a floating rate equal to the USD-BMP Municipal 5-year Swap Index, reset weekly, which is intended to approximate the interest payable on the Series 1991 D Bonds, and receives a floating interest rate equal to 86.815% of the USD-BMA Swap Rate (see Note 9).

Series 1991 C Bonds in the principal amount of \$102,650,000 at December 31, 2009 and December 31, 2008, are subject to mandatory redemption on January 1, 2012 through January 1, 2016 at 100% of the principal amount plus accrued interest. The Series 1992 B Bonds are not subject to mandatory or optional redemption prior to maturity. If converted to a fixed interest rate, the Series 1991 D Bonds are subject to mandatory redemption on January 1, 2017 and January 1, 2018 at 100% of the principal amount plus accrued interest. The Series 1991 D Bonds are also subject to optional redemption prior to maturity in whole or in part of a redemption price of 100% plus accrued interest.

The Series 1991 D Bonds include a Liquidity Facility in the form of a Letter of Credit provided by Societe Generale. The Letter of Credit is in the face amount of \$393,442,959, which represents the available balance at December 31, 2009, expiring on January 1, 2018. The Authority has entered into a Reimbursement Agreement with Societe Generale which provides that in the event of a draw on the Letter of Credit facility, the Authority will reimburse Societe Generale for the amount of the draw plus interest.

The Series 1992 B Bonds, which are capital appreciation bonds, were originally issued in the amount of \$30,016,972, and are reported, net of repayments, at their accreted value of \$15,188,742 as of December 31, 2009 and \$19,620,036 as of December 31, 2008 and mature annually from January 1, 2000 through January 1, 2012 at accreted values aggregating \$70,200,159.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

6. Bond Indebtedness (continued)

The Series 2000 A Bonds maturing after January 1, 2014 are subject to redemption prior to maturity on or after January 1, 2010 at the option of the Authority in whole or in part at any time and from time to time. The redemption price is 100% plus accrued interest. The bonds are also subject to mandatory redemption on January 1, 2021 through January 1, 2030 at 100% of the principal amount plus accrued interest.

The Series 2000 B-G bonds were issued as auction rate bonds with interest rates not to exceed 10%. The auction date for the Series 2000 B-G Bonds generally occurs every seven days. Interest on the auction rate bonds accrues for each auction interest period and is payable in arrears on each succeeding interest payment date. An interest auction period begins on, and includes, an interest payment date and ends on (but excludes) the next succeeding interest payment date. The final interest payment date on the Series B-G Bonds is January 1, 2030. These auction rate bonds of each Series are subject to redemption prior to maturity at the option of the Authority in whole or in part at redemption price of 100%, plus accrued interest. The bonds are also subject to mandatory redemption on January 1, 2021 through January 1, 2030 at 100% of the principal amount plus accrued interest. The Authority pays a fixed rate of 4.3120% under an interest rate swap agreement, and receives 64.459% of 5-year LIBOR (see Note 9).

The Series 2003 A Bonds are subject to redemption prior to maturity on and after July 1, 2013 at the option of the Authority in whole or in part at any time and from time to time. The redemption price is 100% plus accrued interest.

The Series 2003 B Bonds are not subject to optional redemption prior to maturity.

The Series 2003 C Bonds, while bearing interest at a Weekly Interest Rate, are subject to redemption prior to maturity on any Interest Payment Date at the option of the Authority in whole or in part at any time and from time to time. The redemption price is 100% plus accrued interest. The Series 2003 C-1 Bonds are covered by a Liquidity Facility of \$225,000,000 provided by West LB AG which expires December 15, 2015. The Series 2003 C-2 and C-3 Bonds are covered by a Liquidity Facility of \$275,000,000 provided by Dexia Credit which expires July 9, 2013. The Authority has entered into Reimbursement Agreements with each liquidity provider, agreeing to repay any draws on the Liquidity Facility, plus interest.

New Jersey Turnpike Authority
Notes to Financial Statements (continued)

6. Bond Indebtedness (continued)

The Series 2003 C Adjustable Rate Bonds, in the amount of \$500,000,000 at December 31, 2009 and December 31, 2008, were issued in connection with swap agreements. Under those agreements the Authority has agreed to pay each counterparty, up to and including January 1, 2016, a fixed rate of interest equal to 3.4486%. In exchange, the counterparty pays the lesser of (a) 63% of LIBOR plus 0.20% and (b) the actual rate of interest on the Hedged Series 2003 bonds. After January 1, 2016, the floating rate payable by each counterparty is 63% of LIBOR plus 0.20%. The swap agreements terminate on January 1, 2024, unless terminated sooner in accordance with their respective terms (see Note 9).

The Series 2004 A Bonds are subject to redemption prior to maturity on and after July 1, 2013 at the option of the Authority in whole or in part at any time and from time to time. The redemption price is 100% plus accrued interest. The bonds are also subject to mandatory redemption on January 1, 2026 through January 1, 2030 at 100% of the principal amount plus accrued interest.

The Series 2004 B Bonds, which are capital appreciation bonds, were originally issued in the amount of \$101,279,755, and are reported at their accreted value of \$127,500,680 at December 31, 2009 and \$121,179,865 at December 31, 2008. The Series 2004 B Bonds are subject to mandatory redemption on January 1, 2012 through January 1, 2016 at 100% of the principal amount plus accrued interest. The bonds are not subject to optional redemption prior to maturity.

The Series 2004 C-1 Bonds are subject to mandatory redemption prior to maturity at the option of the Authority on January 1, 2010 or any date thereafter, at a price of par plus accrued interest to the date of redemption.

The Series 2004 C-2 Bonds are not subject to redemption prior to maturity.

The Series 2005 A Bonds maturing on January 1 in the years 2026 through 2030 are not subject to optional redemption prior to maturity. The bonds maturing in 2019 through 2025 are subject to redemption prior to maturity on or after January 1, 2015, at the option of the Authority, at the redemption price of 100% plus accrued interest.

The Series 2005 B Bonds are not subject to optional redemption prior to maturity.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

6. Bond Indebtedness (continued)

The Series 2005 C Bonds are subject to redemption prior to maturity on and after January 1, 2015, at the option of the Authority, at a redemption price of 100%, plus accrued interest. The Series 2005 C Bonds maturing on January 1, 2030 and 2035, respectively, are subject to mandatory redemption prior to maturity, at a redemption price of 100% plus accrued interest.

The Series 2005 D Bonds are not subject to optional redemption prior to maturity.

The Series 2009 A Bonds, while bearing interest at a Weekly Interest Rate, are subject to redemption prior to maturity on any Interest Payment Date at the option of the Authority in whole or in part at any time and from time to time. The redemption price is 100% plus accrued interest. The bonds are subject to mandatory redemption between January 1, 2020 and January 1, 2024. The Series 2009 A bonds are covered by an irrevocable direct pay Letter of Credit and Reimbursement Agreement with JPMorgan Chase Bank, N.A. which expires February 10, 2012. The Letter of Credit is for a maximum amount of \$93,533,973 which is equal to the aggregate outstanding principal amount of the Series 2009 A bonds, plus 34 days interest at the rate of 12% per annum.

The Series 2009 B Bonds, while bearing interest at a Weekly Interest Rate, are subject to redemption prior to maturity on any Interest Payment Date at the option of the Authority in whole or in part at any time and from time to time. The redemption price is 100% plus accrued interest. The bonds are subject to mandatory redemption between January 1, 2020 and January 1, 2024. The Series 2009 B bonds are covered by an irrevocable direct pay Letter of Credit and Reimbursement Agreement with PNC Bank National Association which expires February 10, 2012. The Letter of Credit is for a maximum amount of \$50,821,918 which is equal to the aggregate outstanding principal amount of the Series 2009 B bonds, plus 50 days interest at the rate of 12% per annum.

The Series 2009 C and 2009 D Bonds, while bearing interest at a Weekly Interest Rate, are subject to redemption prior to maturity on any Interest Payment Date at the option of the Authority in whole or in part at any time and from time to time. The redemption price is 100% plus accrued interest. The bonds are subject to mandatory redemption between January 1, 2020 and January 1, 2024. The Series 2009 C and 2009 D bonds are covered by an irrevocable direct pay Letter of Credit and Reimbursement Agreement with The Bank of Nova Scotia which expires February 11, 2011. The Letter of Credit is for a maximum amount of \$88,880,822 which is equal to the aggregate outstanding principal amount of the Series 2009 C and D bonds, plus 48 days interest at the rate of 12% per annum.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

6. Bond Indebtedness (continued)

The 2009 A-D Bonds were issued in conjunction with an \$87,500,000 swap agreement with Morgan Stanley Capital Services (MSCS) and a \$137,500,000 swap agreement with Barclays Bank PLC. Under those agreements the Authority has agreed to pay MSCS a fixed rate of interest equal to 3.114% and pays Barclays Bank PLC a fixed interest rate equal to 3.284%. In exchange, each counterparty pays a floating rate equal to the lesser of (a) 63% of LIBOR plus 0.20% and (b) the actual rate of interest on the Hedged Series 2003 bonds. After January 1, 2016, the floating rate payable by each counterparty will change to 63% of LIBOR plus 0.20%. The swap agreements terminate on January 1, 2024, unless terminated sooner in accordance with their respective terms (see Note 9).

The Series 2009 E Bonds maturing January 1, 2028 are subject to redemption prior to maturity on or after January 1, 2014 at the option of the Authority in whole or in part at any time and from time to time, while the bonds maturing January 1, 2040 are subject to redemption prior to maturity on or after January 1, 2019 at the option of the Authority. In both cases, the redemption price is 100% plus accrued interest. The bonds are also subject to mandatory redemption on January 1, 2037 through January 1, 2040 at 100% of the principal amount plus accrued interest.

The Series 2009 F Bonds are designated as Federally Taxable, Issuer Subsidy Build America Bonds for purposes of the American Recovery and Reinvestment Act of 2009. The Authority receives a cash subsidy from the United States Treasury equal to 35% of the interest payable on the bonds. These cash payments constitute Pledged Revenues under the Authority's bond resolution. The Series 2009 F Bonds are subject to redemption prior to maturity at the make-whole redemption price which is equal to the greater of (i) 100% of the principal amount of the bonds to be redeemed plus accrued and unpaid interest and (ii) the sum of the present value of the remaining scheduled payments of principal and interest, discounted to the date on which the bonds are to be redeemed on a semi-annual basis, assuming a 360 day year consisting of twelve 30 day months, at the adjusted Treasury Rate plus 50 basis points, plus accrued and unpaid interest. The bonds are also subject to redemption prior to their maturity at the option of the Authority upon a material adverse change to Section 54AA or 6431 of the Internal Revenue Code of 1986 pursuant to which the Authority's 35% cash subsidy payment is reduced or eliminated. In this case the redemption price is equal to the greater of (i) 100% of principal amount of the bonds to be redeemed plus accrued and unpaid interest and (ii) the sum of the present value of the remaining scheduled payments of principal and interest, discounted to the date on which the bonds are to be redeemed on a semi-annual basis, assuming a 360 day year consisting of twelve 30 day months, at the adjusted Treasury Rate plus 100 basis points, plus accrued and unpaid interest. The Series 2009 F Bonds are subject to mandatory redemption on January 1, 2037 through January 1, 2040 at 100% of the principal amount plus accrued interest.

New Jersey Turnpike Authority
Notes to Financial Statements (continued)

6. Bond Indebtedness (continued)

The Series 2009 G Bonds are not subject to redemption prior to maturity.

The Series 2009 H Bonds are subject to redemption prior to maturity on and after January 1, 2019, at the option of the Authority, in whole or in part at a redemption price of 100% of the principal amount to be redeemed, plus accrued interest.

The Series 2009 I Bonds are subject to redemption prior to maturity on and after January 1, 2020, at the option of the Authority, in whole or in part at a redemption price of 100% of the principal amount to be redeemed, plus accrued interest. The bonds are subject to mandatory redemption between January 1, 2032 and January 1, 2035.

All bonds outstanding under the Bond Resolution, together with amounts owed under the interest rate swap agreements, are secured on a parity by a pledge of net revenues of the Authority senior in priority to any other Authority obligations secured by such net revenues. The off-balance sheet risk associated with the interest rate swap agreements are termination payments. These payments, which under certain circumstances could be substantial amounts, would be required to be made by the Authority, if the Authority opted to cancel any of the agreements. These termination payments are not included in the accompanying statement of assets, liabilities and fund balances as of December 31, 2009 or December 31, 2008 as the Authority does not intend to terminate any of the agreements at this time, except as noted in Note 9.

In accordance with the Bond Resolution, the Authority, to meet the Debt Reserve Requirement (see Note 2), may maintain a surety bond or insurance policy payable to the Trustee in lieu of required deposits in the Debt Reserve Fund. As of December 31, 2009 and 2008 the Authority maintained debt reserve insurance policies to meet this requirement with a payment limit of \$348,903,213. The Authority also maintains investments with a fair market value of \$222,273,373 as of December 31, 2009 and \$0 as of December 31, 2008 to meet the Debt Reserve Requirement.

The following table sets forth as of December 31, 2009, payments of principal (through sinking fund installments) and interest to be made to the Debt Service Fund from the Revenue Fund on all outstanding bonds of the Authority for the next five years and thereafter. The table excludes the funds deposited in 2009 and 2008 to the Debt Service Fund to provide the January 1, 2010 and 2009 sinking fund payments amounting to \$104,855,000 and \$81,585,000, respectively.

New Jersey Turnpike Authority
Notes to Financial Statements (continued)

6. Bond Indebtedness (continued)

As of December 31, 2009:

	Principal	Interest	Total
2010	\$ 108,170,012	\$ 345,523,264	\$ 453,693,276
2011	119,635,012	338,627,032	458,262,044
2012	132,975,000	333,249,107	466,224,107
2013	148,565,000	327,434,032	475,999,032
2014	164,205,000	321,178,010	485,383,010
2015-2019	1,077,905,000	1,502,829,357	2,580,734,357
2020-2024	1,474,380,000	1,209,367,291	2,683,747,291
2025-2029	1,026,065,000	894,151,358	1,920,216,358
2030-2034	481,589,755	774,292,627	1,255,882,382
2035-2039	1,806,170,000	428,591,417	2,234,761,417
	<u>\$ 6,539,659,779</u>	<u>\$ 6,475,243,495</u>	<u>\$13,014,903,274</u>

New Jersey Turnpike Authority
Notes to Financial Statements (continued)

6. Bond Indebtedness (continued)

Interest expense was comprised of the following:

	Year Ended December 31	
	2009	2008
Turnpike Revenue Bonds, Series 1991 C	\$ 6,672,250	\$ 6,672,250
Turnpike Revenue Bonds, Series 1991 D	28,731,652	29,674,516
Turnpike Revenue Bonds, Series 2000 A	14,167,040	17,889,422
Turnpike Revenue Bonds, Series 2000 B – G	13,747,289	22,671,041
Turnpike Revenue Bonds, Series 2003 A	39,223,563	39,223,563
Turnpike Revenue Bonds, Series 2003 B	25,916,790	26,739,470
Turnpike Revenue Bonds, Series 2003 C	21,245,863	20,821,878
Turnpike Revenue Bonds, Series 2003 D	3,630,036	19,611,298
Turnpike Revenue Bonds, Series 2004 A	2,425,500	4,851,000
Turnpike Revenue Bonds, Series 2004 C	14,880,100	14,880,100
Turnpike Revenue Bonds, Series 2005 A	20,893,125	20,893,125
Turnpike Revenue Bonds, Series 2005 B	1,563,250	1,563,250
Turnpike Revenue Bonds, Series 2005 C	4,794,000	4,794,000
Turnpike Revenue Bonds, Series 2005 D	10,261,040	10,177,602
Turnpike Revenue Bonds, Series 2009 A	1,263,958	–
Turnpike Revenue Bonds, Series 2009 B	920,916	–
Turnpike Revenue Bonds, Series 2009 C	922,938	–
Turnpike Revenue Bonds, Series 2009 D	926,774	–
Turnpike Revenue Bonds, Series 2009 E	–	–
Turnpike Revenue Bonds, Series 2009 F	24,083,916	–
Turnpike Revenue Bonds, Series 2009 G	376,675	–
Turnpike Revenue Bonds, Series 2009 H	147,395	–
Turnpike Revenue Bonds, Series 2009 I	741,687	–
	\$ 237,535,757	\$ 240,462,515

During 2009, the Authority paid interest expense on the 1991 D and 2003 C bonds which exceeded the fixed rate on the corresponding swaps. As municipal bond insurers were downgraded in 2008, the insured ratings on these bonds also were downgraded. This perceived increase in risk caused the variable bond rates on these issues to increase, while LIBOR and other market rates did not. Because the counterparties pay the Authority based upon the lesser of adjusted LIBOR or the variable bond rate (see Note 9), the payments made by the counterparties to the Authority were at adjusted LIBOR, which was lower than the bond rate and so the payments to the Authority were not sufficient to pay bondholder interest. Therefore, the

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

6. Bond Indebtedness (continued)

Authority had to pay the difference between the swap counterparty payment and the interest owed to bondholders, causing total interest expense for the Authority to be above the fixed swap rates. The interest paid on the 2000 B-G and 2009 A-D bonds was at or below the rate paid to bondholders in 2009.

In addition, during 2009 the Authority charged interest expense to the Construction Fund as follows:

	2009	2008
Turnpike Revenue Bonds, Series 2009 A	\$ 959,423	\$ —
Turnpike Revenue Bonds, Series 2009 B	554,820	—
Turnpike Revenue Bonds, Series 2009 C	473,760	—
Turnpike Revenue Bonds, Series 2009 D	484,315	—
Turnpike Revenue Bonds, Series 2009 E	13,162,500	—
Turnpike Revenue Bonds, Series 2009 F	44,727,272	—
Turnpike Revenue Bonds, Series 2009 G	621,173	—
Turnpike Revenue Bonds, Series 2009 H	2,005,000	—
Turnpike Revenue Bonds, Series 2009 I	2,425,500	—
	\$ 65,413,763	\$ —

Interest on the Series 2009 A-D bonds and the Series 2009 G, 2009 H, and 2009 I bonds charged to the Construction Fund represents excess escrow deposits returned to the Authority and will not reoccur. Interest on the Series 2009 E bonds is payable 100% from the Construction Fund until January 1, 2012 while 65% of the interest on the Series 2009 F bonds is payable from the Construction Fund until January 1, 2012.

New Jersey Turnpike Authority
Notes to Financial Statements (continued)

7. Subordinated Bond Anticipation Notes

As of December 31, 2009 and 2008, the Authority had the following Bond Anticipation Notes (BANs) payable:

	December 31	
	2009	2008
Subordinated Turnpike Bond Anticipation Notes:		
Series 2008 A, due May 1, 2009 with interest at 3.0%	\$ –	\$ 160,000,000
Series 2008 B, due February 1, 2009 with interest at 3.0 %	–	175,000,000
	\$ –	\$ 335,000,000

All Subordinated BANs were issued under the Subordinated Turnpike Revenue Bond Anticipation Note Resolution adopted by the Turnpike Authority on April 8, 2008 as amended and supplemented and constitute Subordinated Indebtedness under the Turnpike General Bond Resolution.

The Series 2009 Subordinated BANs in the amount of \$275,000,000 were used to refund the Series 2008 B BANs due February 1, 2009, fund capitalized interest, purchase any portion of the Authority's outstanding bonds, including the Series 1991 D, Series 2000 B-G, Series 2003 C and Series 2003 D bonds, temporarily fund the costs of construction of various projects and pay the costs of issuance of the BANs. The Series 2009 Subordinated BANs had an interest rate of 2.25%, were non-callable and were repaid on December 31, 2009. The Series 2009 Subordinated BANs were subordinate to the lien and pledges created by the General Bond Resolution, and were secured by all amounts on deposit in the Construction Fund, the Series 2009 Note Payment Fund and the Acquisition Fund created and established under the Subordinated Note Resolution as well as amounts on deposit in the General Reserve Fund. The Series 2009 BANs were repaid on their maturity date from proceeds of the Authority's Series 2009 H bonds (see Note 6 for details). The Series 2008 A Subordinated BANs were non-callable, and were issued to interim finance the costs of various projects relating to the Turnpike System, fund capitalized interest, and pay the cost of issuance of the notes.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

7. Subordinated Bond Anticipation Notes (continued)

The Series 2008 A and 2008 B Subordinated BANs were repaid on their maturity dates of May 1, 2009 and February 1, 2009, respectively. The Series 2008 A BANs were repaid with proceeds from the Authority's Series 2009 E bonds (see Note 4 for details) while the Series 2008 B BANs were repaid with proceeds from the Series 2009 BANs.

8. Debt Compliance

The Revenue Requirement under Section 713(b) of the Turnpike Revenue Bond Resolution states that in each calendar year, Net Revenues shall at least equal the Net Revenue Requirement for such year. Under Section 101 of said Resolution, Net Revenues are defined as "...for any calendar year or other period of time, the Pledged Revenues during such year or period less the amounts of the Operating Expenses for such year or period." The Net Revenue Requirement means with respect to any period of time, "an amount equal to the greater of (i) the sum of Aggregate Debt Service, Maintenance Reserve Payments, Special Project Reserve Payments and payments, if any, to the Charges Fund for such period or (ii) 1.20 times the Aggregate Debt Service for such period (excluding, for the purposes of clause (ii) only, any payment due and payable by the Authority under a Qualified Swap upon an early termination thereof)."

The net revenue requirement was met under test (i) and (ii) above for 2009 and 2008, as follows:

	2009	2008
(i)		
Net revenue available for Debt Service	\$ 593,986,479	\$ 414,069,342
Less net revenue requirements computed under test:		
(the sum of aggregate debt service, maintenance reserve, special project reserve and charges fund payments)	(437,228,757)	(414,069,342)
Excess net revenue	\$ 156,757,722	\$ —
(ii)		
Net revenue available for Debt Service	\$ 593,986,479	\$ 414,069,342
Less net revenue requirements computed under test:		
(120% x aggregate debt service requirements of \$342,390,757 and \$322,047,515 for 2009 and 2008, respectively)	(410,868,908)	(386,457,018)
Excess net revenue	\$ 183,117,571	\$ 27,612,324

The debt service coverage ratio (Net Revenue divided by Debt Service) was 1.73 in 2009 and 1.29 in 2008.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

9. Interest Rate Exchange Contracts (SWAPS)

The Authority records interest rate exchange contracts pursuant to the settlement method of accounting whereby cash paid or received under the terms of the swap is charged or credited to the related interest expense account for the purpose of managing interest rate exposure. Each swap transaction involves the exchange of fixed and variable rate interest payment obligations with respect to an agreed upon nominal principal amount called a notional amount.

The Authority entered into ten pay-fixed, receive-variable interest rate swaps on a forward basis and one floating rate interest rate exchange agreement in order to protect against the potential of rising interest rates between the execution date and the effective date and to preserve the net present value savings of the bond refunding associated with each swap transaction. The notional amount of the swaps matches the principal amount of the associated debt. The Authority's swap agreements contain scheduled reductions to outstanding notional amounts to approximately follow scheduled reductions of the associated debt. The terms, including the fair values and credit ratings of the outstanding swaps as of December 31, 2009 are as follows:

Swap Agreement	Associated Debt	Notional Amount	Execution/Trade Date	Effective Date	Fixed Rate Paid	Variable Rate Received	Fair Value as of December 31, 2009	Swap Termination Date	Counterparty	Counterparty Credit Ratings (a)
1991 D	\$371,000,000	\$371,000,000	11/22/1991	12/18/1991	6.1900%	(b)	(\$102,830,620)	1/1/2018	AIG Financial Products Corp.	A3/BBB/A-
2003 C-1	\$225,000,000	\$225,000,000	5/9/2003	7/9/2003	3.4486%	(c)	(\$14,945,437)	1/1/2024	UBS AG	Aa3/A+/A+
2003 C-2	\$225,000,000	\$225,000,000	5/9/2003	7/9/2003	3.4486%	(c)	(\$16,038,611)	1/1/2024	Morgan Stanley Capital Services	A2/A/A
2003 C-3	\$50,000,000	\$50,000,000	5/9/2003	7/9/2003	3.4486%	(c)	(\$3,187,368)	1/1/2024	Citibank, N.A.	A1/A+/A+
2000 B-G	\$240,000,000	\$240,000,000	7/21/2004	1/1/2007	4.3120%	(d)	(\$25,975,634)	1/1/2030	Morgan Stanley Capital Services	A2/A/A
2000 B-G	\$160,000,000	\$160,000,000	7/21/2004	1/1/2007	4.3120%	(d)	(\$17,082,642)	1/1/2030	UBS AG	Aa3/A+/A+
2009 A	\$92,500,000	\$92,500,000	2/10/2009	2/12/2009	3.1140%	(c)	(\$3,813,287)	1/1/2024	Morgan Stanley Capital Services	A2/A/A
2009 B	\$50,000,000	\$50,000,000	2/11/2009	2/11/2009	3.2940%	(c)	(\$2,691,322)	1/1/2024	Barclays Bank PLC	Aa3/AA-/AA-
2009 C	\$43,750,000	\$43,750,000	2/11/2009	2/11/2009	3.2940%	(c)	(\$2,351,614)	1/1/2024	Barclays Bank PLC	Aa3/AA-/AA-
2000 D	\$43,750,000	\$43,750,000	2/11/2009	2/11/2009	3.2940%	(c)	(\$2,354,865)	1/1/2024	Barclays Bank PLC	Aa3/AA-/AA-
1991D	\$371,000,000	\$371,000,000	8/24/2006	1/1/2007	(e)	(f)	\$14,538,966	1/1/2018	Morgan Stanley Capital Services	A2/A/A

(a) Ratings supplied by /Moody's /Fitch Ratings// Standard & Poor's.

(b) Bond Rate as determined by remarketing agent thru 2/19/08. From 2/20/08 forward, Alternative Floating Rate (65% of 30 day LIBOR) due to downgrade of bond insurer.

(c) From Effective Date to 1/1/2016, lesser of weighted average 63% USD-LIBOR-BBA plus 20 bps. or weighted average Bond Rate; after 1/1/2016, weighted average 63% USD-LIBOR-BBA plus 20 bps.

(d) Weighted average 70% USD-LIBOR-BBA.

(e) NJTA pays floating rate equal to USD-BMA Municipal Swap Index, not fixed rate.

(f) From Effective Date to 1/1/09 the greater of 86.815% of USD-BMA-Swap Rate and USD BMA Municipal Swap Index in either case with a 5 year maturity; after 1/1/09 86.815% of USD-BMA-Swap Rate with a 5 year maturity.

Note: AIG Fair Value based on AIG's choice of 65% USD-LIBOR-BBA or 92% BMA Index.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

9. Interest Rate Exchange Contracts (SWAPS) (continued)

Fair Value

Because interest rates have declined since the execution date of certain swap agreements, ten swaps had a negative fair value as of December 31, 2009, while one had a positive fair value. As of December 31, 2008, fifteen had a negative fair value and one had a positive fair value. The negative fair values may be countered by reductions in total interest payments under the variable rate obligations, creating lower synthetic interest rates. Because interest rates on the swaps are reset on a weekly basis, thereby reflecting market interest rates, the obligations do not have corresponding fair value increases. The fair values of the swaps were estimated using the zero coupon method. This method calculates the future net settlement payments required by the swap, assuming that the current forward rates implied by the yield curve correctly anticipates future spot interest rates. These payments are then discounted using the spot rates implied by the current yield curve for hypothetical zero-coupon bonds due on the date of each future net settlement on the swaps.

Credit Risk

As of December 31, 2009, the Authority was exposed to credit risk on those swaps with positive fair values totaling \$14,538,966. It is not exposed to credit risk on those outstanding swaps which had a negative fair value. However, should interest rates change and the fair values of the swaps become positive, the Authority would be exposed to credit risk in the amount of the swap's fair value.

All of the swap agreements provide each party the right to set-off, counterclaim, or withhold payment upon and during the continuation of an event of default by the other party until the event of default is remedied, and, in addition, an early termination date may be designated if an event of default occurs. The Authority's eleven swap transactions currently outstanding are with five different counterparties. These counterparties were rated A3/BBB/A to Aa3/A+/A+ at December 31, 2009. During 2009, all counterparties had their ratings lowered by at least one of the major rating agencies. Barclays cannot be compared as they are new for 2009.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

9. Interest Rate Exchange Contracts (SWAPS) (continued)

Basis Risk

The Authority's interest payments on the associated debt are equivalent to the weekly variable market rates set by the remarketing agent or the auction agent. The Authority receives a variable rate payment based on an index other than the weekly market or auction rates on each swap and would be exposed to basis risk should the relationship between the actual rate and the swap rate index differ. To the degree these rates differ, expected cost savings may not be realized. As of December 31, 2009, the variable market rates were and corresponding swap indexes are shown below:

Swap Agreement	Basis Risk Reset	Bond Rate as of 12/31/09	Swap Rate Index as of 12/31/09	Adjusted Swap Rate Index as of 12/31/09	Basis Risk Variable Rate Received
1991 D	7-Day	0.2800%	0.6551%	0.1543%	0.1543%
2003 C-1	7-Day	0.6000%	0.2309%	0.3455%	0.3455%
2003 C-2	7-Day	0.3800%	0.2309%	0.3455%	0.3455%
2003 C-3	7-Day	0.3800%	0.2309%	0.3455%	0.3455%
2000 B	7-Day	0.5600%	2.9360%	1.8925%	0.5600%
2000 C	7-Day	0.5600%	2.9360%	1.8925%	0.5600%
2000 D	7-Day	0.4380%	2.9360%	1.8925%	0.4380%
2000 E	7-Day	0.7880%	2.9360%	1.8925%	0.7880%
2000 F	7-Day	0.7530%	2.9360%	1.8925%	0.7530%
2000 G	7-Day	0.7530%	2.9360%	1.8925%	0.7530%
2009 A	7-Day	0.3000%	0.2309%	0.3455%	0.3000%
2009 B	7-Day	0.1800%	0.2309%	0.3455%	0.1800%
2009 C	7-Day	0.3000%	0.2309%	0.3455%	0.3000%
2009 D	7-Day	0.1800%	0.2309%	0.3455%	0.1800%

As shown on the previous schedule, at December 31, 2009 the variable rate received equals the bond rate on all but four swap agreements. The variable rate received on these four swap agreements were less than the bond rate paid. Details on the additional interest expense incurred by the Authority above the fixed swap rate in 2009 can be found in Note 6.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

9. Interest Rate Exchange Contracts (SWAPS) (continued)

Termination Risk

The Authority or the counterparty may terminate any of the swaps if the other party fails to perform under the terms of the agreement. If any of the swaps are terminated, the associated variable rate debt will no longer carry synthetic fixed interest rates. Also, if at the time of termination the counterparty suffers a loss, the Authority would be liable to the counterparty for a payment calculated pursuant to the agreement with respect to such loss.

10. Pension and Deferred Compensation

Permanent full-time employees of the Authority are covered by the Public Employee's Retirement System of the State of New Jersey (PERS), a cost sharing, multiple employer public retirement system. The payroll subject to pension for the Authority's employees covered by PERS was \$164,881,200, \$161,925,200 and \$161,818,300 for the years ended December 31, 2009, 2008 and 2007. The Authority's total payroll for the years ended December 31, 2009, 2008 and 2007 was \$190,280,700, \$190,225,500 and \$193,468,500 respectively.

All Authority permanent full-time employees are required as a condition of employment to be members of PERS. A member may retire on a service retirement allowance as early as age 60; no minimum service requirement must be established. The formula for benefits is an annual allowance in the amount equal to years of service, divided by 55, times the final average salary. Final average salary means the average of the salaries (excluding overtime) received by the member for the last three years of creditable membership service preceding retirement or the highest three fiscal years of membership service, whichever provides the largest benefit. Benefits fully vest on reaching 10 years of service. Employees with 25 years of service may retire at or after age 55 with full retirement benefits. The system also provides death and disability benefits. Benefits are established by State statute.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

10. Pension and Deferred Compensation (continued)

Covered Authority employees are required by PERS to contribute a percentage of their salary. The Authority is required by State statute to contribute the remaining amounts necessary to pay benefits when due. The amount of the Authority's contribution is certified each year by PERS on the recommendation of the actuary who makes an annual actuarial valuation. The valuation is a determination of the financial condition of the retirement system. It includes the computation of the present dollar value of benefits payable to former and present members and the present dollar value of future employer and employee contributions, giving effect to mortality among active and retired members and also to the rates of disability, retirement, withdrawal, former service, salary and interest.

The combined contribution requirement for the year ended December 31, 2009, was \$22,059,100. This consisted of employees' contributions of \$9,068,500 and employer's contribution of \$12,990,600. The combined contribution requirement for the year ended December 31, 2008 was \$18,598,800 consisting of employees' contributions of \$8,905,900 and employer's contributions of \$9,692,900. The percentage of employee's contribution rate as a percentage of covered payroll was 5.5% for 2009 and 2008.

The Division of Pensions and Benefits issues a publicly available report that includes financial statements and required supplementary information. That report may be obtained by writing to:

State of New Jersey
Division of Pensions and Benefits
PO Box 925
Trenton, NJ 08625-0295

Individual retiree benefits vary based upon class of employment, age, years of service, and the applicable collective bargaining agreement in effect at the time of retirement.

The Authority provides medical, prescription drug, vision, dental and Medicare Part B reimbursement to retirees and their covered dependents, in accordance with the terms of the applicable collective bargaining agreements. The Authority maintains a self-funded health plan administered by third-party claims administrators. All active employees who retire from the Authority and meet the eligibility criteria will receive these benefits.

The Authority currently funds and records the expense for the cost to provide postemployment benefits on a pay-as-you-go basis.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

10. Pension and Deferred Compensation (continued)

The estimated cost of health care benefits for the year ended December 31, 2009 was \$57,752,400 compared to \$55,227,900 in 2008 and \$53,101,000 in 2007. These costs covered 1,653 retirees and 2,287 active employees in 2009, 1,719 retirees and 2,313 active employees in 2008, and 1,701 retirees and 2,400 active employees in 2007. Beginning in 2008, all active employees who participate in the health benefits plan contribute to their health benefits.

In 1980, the Authority established the Employees Deferred Compensation Plan. All permanent employees are eligible to participate in the plan, which permits participants to defer annually a portion of their salary. The Authority does not make any contributions to the plan.

11. Commitments and Contingent Liabilities

Under the terms of an agreement dated April 27, 1984 and amendments dated August 1, 1995 and March 27, 2000, the Authority agreed to make annual payments to the State of New Jersey to assist in transportation purposes. These payments are \$22 million annually and are due until all obligations of the New Jersey Transportation Trust Fund Authority, as set forth in the 2000 Amendment, are paid for or such payment has been provided for. The payments are made from the General Reserve Fund and are subordinate to debt service payments under all outstanding bonds.

The Authority is committed under Construction Fund contracts to complete over the next several years projects totaling approximately \$661,943,300 as of December 31, 2009. An additional \$421,056,700 in contracts have been awarded contingent upon funding in future bond issues.

On October 10, 2008, the Authority's Board of Commissioners authorized the execution of an agreement with New Jersey Transit Corporation ("NJ Transit") pursuant to which the Authority will contribute up to \$1.25 billion towards the costs of a project which is being undertaken by NJ Transit in cooperation with the Port Authority of New York & New Jersey and is known as "Access to the Region's Core" (the "ARC Project"). The ARC Project is intended to expand commuter rail capacity between the State and midtown Manhattan and consists primarily of the construction of an additional commuter railroad tunnel under the Hudson River between the State and New York City. On November 24, 2009 the agreement with NJ Transit was executed. Under the terms of the agreement, the Authority will pay its share of the costs of the ARC Project in annual installments commencing in calendar year 2012 and ending in calendar year 2018. The obligation of the Authority to make any such payments will be limited to the

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

11. Commitments and Contingent Liabilities (continued)

amounts on deposit in the General Reserve Fund which are legally available to be used by the Authority for such purposes and shall be subject and subordinate in all respects to the pledge created under the Authority's Bond Resolution.

12. Litigation

In addition to commitments in the normal course of business (which includes investigation and remediation of existing and projected action level environmental conditions), the Authority is contingently liable under pending lawsuits and claims, relating principally to construction programs, in which the Authority is named a defendant. The Authority believes the aggregate liability of the Authority in such actions, if adversely determined, would not materially adversely affect the financial position of the Authority and sufficient funds are expected to be available to satisfy any payments required in connection therewith.

In a number of actions against the State, officials of the State, individual rank and file troopers and the Authority, plaintiffs allege that the defendants either engaged in or condoned a pattern and practice of racial profiling by New Jersey state troopers on the Turnpike and, therefore, have violated provisions of the United States Constitution, the New Jersey State Constitution, the Civil Rights Act and the New Jersey Law Against Discrimination. The parties also claim that the Authority is liable for the alleged unlawful acts of New Jersey state troopers under the doctrine of respondent superior. Further, the plaintiffs allege, among other things, liability of the Authority based upon claims of negligent hiring, screening and retention of state troopers who are alleged to have engaged in racial profiling activities. Based upon these claims, the parties seek monetary damages in addition to injunctive relief. In certain of the actions, the plaintiffs have sought certification of such actions as a class action. The Authority does not directly employ the New Jersey state troopers; however, under the Authority's contract with the State for provision of police services on the Turnpike and Parkway, there is an indemnification provision requiring the Authority to defend and indemnify state troopers, the State Police and the State under certain circumstances. The Authority, under the indemnification provisions of the contract, may be responsible for a state trooper's liability for negligent acts, but not for intentional wrongful acts that are beyond the scope of employment. The Authority is defending each case vigorously and has asserted that it has no liability. In the event the Authority is found ultimately to be liable, the Authority believes that it will be covered by insurance policies for a significant portion of such liability and that any amounts payable in regard to such portions that are not covered by insurance would not materially adversely affect the operations or finances of the Authority.

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

12. Litigation (continued)

The Authority is a defendant in several lawsuits arising from its operations. Such liabilities, if any, not covered by insurance, would not materially affect the financial condition of the Authority.

13. Garden State Arts Center

One of the results of consolidation with the Highway Authority was the acquisition of the PNC Bank Arts Center, an outdoor amphitheater and entertainment facility located in Holmdel, New Jersey. Prior to December 21, 2004, the Arts Center was not part of the Turnpike system, and as such, revenues were not pledged revenues under the Bond Resolution; similarly, expenses were not operating expenses for the purposes of the Resolution. Effective December 21, 2004, the Arts Center became a part of the Turnpike System for purposes of the Resolution, the revenues thereafter received by the Turnpike Authority from the Arts Center (other than revenues received pursuant to the Naming Agreement) are Pledged Revenues under the Resolution, and the expense, if any, incurred by the Turnpike Authority in connection with the operations of the Art Center are operating expenses of the Turnpike System for purposes of the Resolution. The facility generates revenue in the form of naming and marketing rights (from PNC Bank) and in the form of lease payments from the facility tenant (Live Nation Entertainment). These amounts, and the expenses incurred in the generation of same, are included in the Turnpike's financial statements.

14. Self-Insurance

The New Jersey Turnpike Authority maintains a comprehensive insurance program, which affords various coverages including but not limited to, Umbrella Liability, Excess Workers Compensation, and Major Bridge/Property Insurance. Each coverage is subject to self-insured retentions or deductibles ranging from \$25,000 to \$2,000,000 per occurrence or claim as applicable. Employee medical benefits are self-funded with claims administration by Horizon Blue Cross/Blue Shield of New Jersey and CIGNA Healthcare. The Authority retains Stop Loss coverage for all self-funded medical plans, administered by Horizon BCBSNJ and CIGNA Healthcare. The coverage is "specific stop loss coverage", which means that the coverage applies to each claim individually. The attachment point for each claim is \$300,000 per benefit year. The Authority self-funds its workers' compensation program and contracts with a TPA (third party administrator), currently Inservco Insurance Services, for claims administration. The Authority also maintains Excess Workers' Compensation coverage, with the current carrier,

New Jersey Turnpike Authority

Notes to Financial Statements (continued)

14. Self-Insurance (continued)

Arch Insurance Company, which insures and provides for reimbursement to the Authority of all statutory expenses incurred in excess of the SIR (self-insured retention level) of \$750,000 per occurrence.

The Umbrella Liability Insurance includes a self-insured retention of \$2,000,000 per occurrence for automobile liability and police professional liability and \$3,000,000 General Aggregate annually for general liability occurrences. The New Jersey Turnpike's Major Bridge/Property Insurance coverages provide insurance for its operations and are subject to a deductible of \$2,000,000 per occurrence for bridge property with lower sub-deductibles on Other Property and Time Element coverages. The Garden State Parkway Bridge Program includes a \$2,000,000 deductible per occurrence on its bridges and lower sub-deductibles on All Other property and coverages. Each of these programs affords limits of liability and amounts of insurance in excess of such self-insured retentions and/or deductibles to protect the Authority against losses resulting from Third-Party Liability, Workers Compensation and Employers Liability and direct damage claims.

Other coverages such as Public Officials Liability and Employment Practices Liability, Crime Insurance, and Owner Controlled Insurance Programs for constructions projects all contain proportional ranges of self-insured retentions and/or deductibles.

The Authority also has awarded two (2) Owner Controlled Insurance Programs ("OCIPs"). One OCIP provides various coverages for the Authority and outside contractors, subcontractors, consultants and subconsultants in connection with the Authority's Turnpike Interchange 6-9 Widening Program. The other OCIP provides various coverages for the Authority and outside contractors, subcontractors, consultants and subconsultants in connection with other construction projects on the Turnpike and Garden State Parkway. The deductible or self insured retention for the general liability and workers compensation coverages for each program is \$500,000. The OCIPs also provide other insurance coverage for the benefit of the Authority and its contractors, subcontractors, consultants and subconsultants. Both OCIPs afford limits of liability and amounts of insurance in excess of such self-insured retentions and/or deductibles to protect the Authority against losses resulting from claims related to the various construction contracts.

Supplemental Information

New Jersey Turnpike Authority

Schedule of Investments

December 31, 2009

	Interest rate	Maturity	Par value	Carrying value
Revenue Fund:				
Federal Agency Discount Notes	0.01%	1/4/10-1/6/10	\$ 30,022,000	\$ 30,021,958
Certificates of Deposit	0.20 - 0.40%	1/8/10-5/24/10	15,000,000	15,000,000
Commercial Paper	0.01 - 0.56%	1/6/10-6/24/10	50,835,000	50,821,048
Repurchase Agreements	0.03 - 0.07%	1/4/10-1/6/10	34,700,000	34,700,000
Time Deposit			712	712
Premium/Discount on Notes			-	354
Accrued Interest			-	18,150
			<u>130,557,712</u>	<u>130,562,222</u>
Construction Fund:				
Federal Agency Discount Notes	0.01 - 0.06%	1/4/10-1/27/10	531,000	530,984
Repurchase Agreements	0.07 - 0.08%	1/7/10-1/14/10	52,500,000	52,500,000
Repurchase Agreements Investment Sweep	0.15%	1/4/10	201,485,799	201,485,799
Commercial Paper	0.02 - 0.13%	1/4/10-3/3/10	745,617,467	745,536,194
Certificates of Deposit	0.20%	02/17/10	24,440,890	24,440,890
Money Market Fund	0.34 - 0.35%	1/4/10	151,951,650	151,951,650
Variable Rate Demand Note Bonds	0.23 - 1.21%	8/1/11-10/1/41	91,890,000	91,890,000
Accrued Interest			-	97,102
			<u>1,268,416,806</u>	<u>1,268,432,619</u>
Maintenance Reserve Fund:				
Commercial Paper	0.01 - 0.02%	1/4/10-1/15/10	23,000,000	22,999,920
Accrued Interest			-	24
			<u>23,000,000</u>	<u>22,999,944</u>
Special Project Reserve Fund:				
Repurchase Agreements	0.03%	1/4/10	23,000,000	23,000,000
Accrued Interest			-	25
			<u>23,000,000</u>	<u>23,000,025</u>
General Reserve Fund:				
Federal Agency Discount Notes	0.04 - 0.06%	2/4/10	8,000,000	7,999,787
Repurchase Agreements	0.03 - 0.05%	1/4/10-2/16/10	166,000,000	166,000,000
Accrued Interest			-	2,247
			<u>174,000,000</u>	<u>174,002,034</u>
Charges Fund:				
Federal Agency Discount Notes	0.01 - 0.21%	1/4/10-1/29/10	2,282,000	2,281,945
Accrued Interest			-	40
			<u>2,282,000</u>	<u>2,281,985</u>
Debt Service Fund:				
Federal Agency Discount Notes	0.01 - 0.24%	1/4/10-10/4/10	189,705,000	189,652,309
Federal Agency Notes (Coupons)	3.99%	1/3/11	12,039,170	12,039,170
Money Market Fund	0.34%	1/4/10	60,478,614	60,478,614
Accrued Interest			-	300,260
			<u>262,222,784</u>	<u>262,470,353</u>
Debt Reserve Fund:				
Certificates of Deposit	2.26 - 3.23%	4/29/14-11/10/14	203,634,245	203,634,245
Money Market Fund	0.43%	1/4/10	17,533,996	17,533,995
Accrued Interest			-	1,105,133
			<u>221,168,241</u>	<u>222,273,373</u>
Total investments			<u>\$ 2,104,647,543</u>	<u>\$ 2,106,022,555</u>

New Jersey Turnpike Authority

Schedule of Cash Receipts and Disbursements

For the Year Ended December 31, 2009

	Revenue Fund	Construction Fund	Maintenance Reserve Fund	Special Project Reserve Fund	General Reserve Fund	Subordinated Note Payment Funds	Charges Fund	Debt Service Fund	Debt Reserve Fund	Total
Beginning Cash - December 31, 2008	\$ 75,316,021	\$ 18,084,257	\$ 3,538,383	\$ 5,313,675	\$ 17,024,846	\$ 2,586	\$ 760,999	\$ 57,432,688	\$ -	\$ 177,473,455
Revenues	1,064,058,562	-	49,593	31,009	208,512	77,934	765	6,246,756	3,944,851	1,074,617,982
Transfers from Revenue Fund	(251,595,722)	-	64,535,000	26,300,000	156,757,722	-	4,003,000	-	-	-
Net change in investments	5,375,366	(642,833,313)	(750,319)	(499,852)	(112,999,682)	8,519,003	(1,683,985)	(137,333,923)	(222,273,373)	(1,104,480,078)
Net change in receivables	5,265,057	-	-	23,472	(1,269,176)	-	-	(2,597,294)	-	1,422,058
Net change in Cost of investment in facilities	-	(449,840,163)	-	-	-	-	-	-	-	(449,840,163)
Net change in inventory	2,336,964	-	-	-	-	-	-	-	-	2,336,964
Net change in other assets	134,583	(16,374,588)	-	-	(4,294,704)	-	-	-	-	(20,534,709)
Transfers of funds, net	(5,756,996)	(241,693,603)	508,830	(350,833)	14,150,154	(119,089)	1,850,042	9,138,122	222,273,373	-
Interfund transfer of earnings on investments	10,559,420	-	(49,593)	(31,009)	(208,512)	(77,934)	(765)	(6,246,756)	(3,944,851)	-
Current year retired debt	-	(671,595,000)	-	-	-	-	-	-	-	(671,595,000)
Current year acquired debt	-	2,498,945,000	-	-	-	-	-	-	-	2,498,945,000
Construction investment interest	-	3,161,910	-	-	-	-	-	-	-	3,161,910
Operating disbursements	(480,631,503)	-	(69,122,607)	(29,172,996)	(21,882,267)	-	-	-	-	(600,809,373)
Other receipts and disbursements, net	-	4,865,758	-	(2,961,155)	(3,847,877)	-	(3,995,442)	-	-	(5,938,716)
Feeder road expenses	-	(117,849,587)	-	-	(8,001,000)	-	-	-	-	(125,850,587)
Sinking fund payment	-	81,585,000	-	-	-	-	-	(81,585,000)	-	-
Sinking fund transfer	(104,855,000)	-	-	-	-	-	-	104,855,000	-	-
Transfers to fund bond interest expense	(237,535,757)	-	-	-	-	-	-	237,535,757	-	-
Bond interest expense	-	(71,475,763)	-	-	(7,723,957)	-	-	(237,535,757)	-	(316,735,477)
Arbitrage expense	-	-	-	-	(6,698,622)	-	-	-	-	(6,698,622)
Required payment to the State of New Jersey	-	-	-	-	(22,000,000)	-	-	-	-	(22,000,000)
Net change in current liabilities:	16,168,872	(292,947,391)	6,536,056	5,874,676	10,916,816	(8,402,500)	(658,433)	50,346,941	-	(212,164,963)
	23,523,846	83,948,260	1,706,960	(786,688)	(6,892,593)	(2,586)	(484,818)	(57,176,154)	-	43,836,227
Ending Cash - December 31, 2009	\$ 98,839,867	\$ 102,032,517	\$ 5,245,343	\$ 4,526,987	\$ 10,132,253	\$ -	\$ 276,181	\$ 256,534	\$ -	\$ 221,309,682

	Cash Balance	Market Value of Securities Pledged to Secure Deposits
Cash Balances:		
Toll Collection and Other Imprest Funds	\$ 295,696	\$ -
Bank of America	23,669,122	40,393,435
Wachovia	26,879,728	30,807,765
The Bank of New York Mellon *	1,087,121	480,573
JPMorganChase	168,782,821	55,730,766
TD Bank	201,194	1,500,011
Citibank	394,000	-
	\$ 221,309,682	\$ 128,912,550 **

* Of the amount shown, \$256,534 was held by the Trustee and exempt from the collateral requirements.

** Under the Transaction Account Guarantee Program (TAGP), which is part of the FDIC's Temporary Liquidity Guaranty Program, provides an unlimited U.S. Government-backed guarantee on all dollar in non-interest bearing deposit transaction accounts held in U.S. offices of FDIC-insured institutions. This coverage will last through December 31, 2009.

New Jersey Turnpike Authority

Schedule of Bond Indebtedness

December 31, 2009

	Amount Outstanding December 31, 2008	Refunded or Acquired and Canceled	Mandatory Redemption / Sinking Fund Installments	Debt Issuance	Accretion of Capital Appreciation Bonds	Amount Outstanding December 31, 2009
Turnpike revenue bonds:						
Series 1991 C, 4.80% to 6.50%, maturing January 1, 1994 through 2011, January 1, 2013 and January 1, 2016.	\$ 102,650,000	\$ -	\$ -	\$ -	\$ -	\$ 102,650,000
Series 1991 D, (interest at 6.19% under an interest rate swap agreement) maturing January 1, 2018	371,000,000	-	-	-	-	371,000,000
Series 1992 B, capital appreciation bonds, maturing January 1, 2000 through 2012 with yields to maturity at 6.10% to 6.70%	19,620,036	-	(5,400,000)	-	968,706	15,188,742
Series 2000 A, 4.80% to 6.00%, maturing January 1, 2001 through January 1, 2020	310,005,000	(36,010,000)	(49,985,000)	-	-	224,010,000
Series 2000 B-G, at variable rates not to exceed 10.00%, maturing January 1, 2001 through January 1, 2030	400,000,000	-	-	-	-	400,000,000
Series 2003 A, 4.759% to 5.0% maturing January 1, 2019 through January 1, 2025	788,815,000	-	-	-	-	788,815,000
Series 2003 B (Federally Taxable) 1.15% to 3.14% maturing January 1, 2004 through January 1, 2016	635,720,000	-	(26,200,000)	-	-	609,520,000
Series 2003 C, 3.4486% (under interest swap agreement) maturing January 1, 2024, with mandatory redemptions 2022 and 2023	500,000,000	-	-	-	-	500,000,000
Series 2003 D, 3.034% (under interest swap agreement) maturing January 1, 2024, with mandatory redemptions 2020 through 2023	400,000,000	(400,000,000)	-	-	-	-
Series 2004 A, 3.150%, maturing January 1, 2035, with mandatory tender date of January 1, 2010	154,000,000	(154,000,000)	-	-	-	-
Series 2004 B, 5.150%, Growth and Income Securities term bond with sinking fund redemption	121,179,865	-	-	-	6,320,814	127,500,679
Series 2004 C-1, 4.50%, maturing January 1, 2031, subject to redemption prior to maturity after January 1, 2010	154,270,000	-	-	-	-	154,270,000
Series 2004 C-2, 5.50%, maturing January 1, 2025 not subject to redemption prior to maturity	132,850,000	-	-	-	-	132,850,000
Series 2005 A, 5.00% maturing January 1, 2019 through January 1, 2025, callable on January 1, 2015 and 5.25% non-callable, maturing January 1, 2026 through January 1, 2030	409,180,000	-	-	-	-	409,180,000
Series 2005 B (Federally Taxable) 4.81%, maturing January 1, 2019	32,500,000	-	-	-	-	32,500,000
Series 2005 C, 5.00%, maturing January 1, 2030 and January 1, 2035, with mandatory sinking fund redemption from January 1, 2026 through January 1, 2030 and January 1, 2031 through January 1, 2035	95,880,000	-	-	-	-	95,880,000
Series 2005 D1-D4, (Federally Taxable Converting to Tax-Exempt) 5.25%, due January 1, 2026, convertible on January 1, 2009	208,735,000	-	-	-	-	208,735,000
Series 2009 A, \$87.5M at 3.114% (under interest rate swap agreement) and \$5.0M at variable rate, reset weekly, maturing on January 1, 2024	-	-	-	92,500,000	-	92,500,000
Series 2009 B, 3.294% (under interest rate swap agreement) maturing on January 1, 2024	-	-	-	50,000,000	-	50,000,000
Series 2009 C, 3.294% (under interest rate swap agreement) maturing on January 1, 2024	-	-	-	43,750,000	-	43,750,000
Series 2009 D, 3.294% (under interest rate swap agreement) maturing on January 1, 2024	-	-	-	43,750,000	-	43,750,000
Series 2009 E, 5.03% maturing January 1, 2028 and subject to redemption prior to maturity after January 1, 2014 and 5.35% maturing January 1, 2040 subject to redemption after January 1, 2019	-	-	-	375,000,000	-	375,000,000
Series 2009 F, 7.14% Term Bond, Federally Taxable--Issuer Subsidy--Build America Bond, matures January 1, 2040, subject to redemption prior to maturity	-	-	-	1,375,000,000	-	1,375,000,000
Series 2009 G, 5.00 % maturing January 1, 2017 and January 1, 2018 not subject to redemption prior to maturity	-	-	-	34,770,000	-	34,770,000
Series 2009 H, 5.00% and 4.25% maturing January 1, 2020, 2021, 2022, 2023, 2024 and 2036, subject to redemption prior to maturity after January 1, 2019	-	-	-	306,170,000	-	306,170,000
Series 2009 I, 5.00%, maturing January 1, 2035, subject to redemption prior to maturity	-	-	-	178,005,000	-	178,005,000
	<u>\$ 4,836,404,901</u>	<u>\$ (590,010,000)</u>	<u>\$ (81,585,000)</u>	<u>\$ 2,498,945,000</u>	<u>\$ 7,289,520</u>	<u>\$ 6,671,044,421</u>

New Jersey Turnpike Authority

Schedule of Bond Indebtedness

December 31, 2009

Note: As of December 31, 2009, refunded bond and note indebtedness which is still outstanding in fully collateralized escrow accounts is as follows:

	Original Refunded Amount	Cumulative Amount Matured / Redeemed	Amount Outstanding December 31, 2009
Turnpike system revenue bonds:			
First series, 6.00% (refunding issue), maturing January 1, 2014	\$ 202,415,000	\$ —	\$ 202,415,000
Turnpike revenue bonds:			
1984 Series, 6.75% to 12%, maturing January 1, 2003 through 2014	501,825,000	(429,641,800)	72,183,200
Parkway Revenue Bonds:			
Series 1992, Term bonds 5.75% to 6.25% maturing January 1, 2010 through January 1, 2019	73,390,000	—	73,390,000
Series 1999, Serial bonds 4.30% to 5.75% maturing January 1, 2003 through January 1, 2019	76,070,000	(13,810,000)	62,260,000
Series 1999, Term bonds 5.625% maturing January 1, 2030	43,445,000	—	43,445,000
Series 2001, Serial bonds 5.00% to 5.50% maturing January 1, 2006 through January 1, 2019	243,080,000	(20,995,000)	222,085,000
Turnpike Revenue Bonds:			
Series 1991 C, 4.80% to 6.50%, maturing January 1, 1994 through 2011, January 1, 2013 and January 1, 2016.	1,126,695,000	(545,420,000)	581,275,000
Series 2000 A, 4.80% to 6.00%, maturing January 1, 2001 through January 1, 2020	1,051,520,000	(108,355,000)	943,165,000
Series 2003 B (Federally Taxable) 1.15% to 3.14% maturing January 1, 2004 through January 1, 2016	32,000,000	—	32,000,000
Series 2004 A 3.150%, maturing January 1, 2035	154,000,000	—	154,000,000
	\$ 3,504,440,000	\$ (1,118,221,800)	\$ 2,386,218,200

New Jersey Turnpike Authority
New Jersey Turnpike

Schedule of Toll Revenue

For the Year Ended December 31, 2009 and 2008

Class	Description	2009		2008	
		Toll revenue	Number of Vehicles	Toll Revenue	Number of Vehicles
1	Passenger car, motorcycle, taxi or hearse, light truck	\$ 454,755,903	205,366,085	\$ 348,928,700	210,925,588
2	Vehicles having two axles other than type described under Class 1	35,759,710	7,227,968	29,502,944	7,914,847
3	Vehicle (vehicles), single or in combination, having three axles	16,735,896	3,150,230	14,416,778	3,503,602
4	Vehicle (vehicles), single or in combination, having four axles	19,617,414	2,354,515	16,589,292	2,600,676
5	Vehicle (vehicles), single or in combination, having five axles	147,087,102	14,162,496	127,928,668	15,947,350
6	Vehicle (vehicles), single or in combination, having six or more axles	2,827,729	230,420	2,673,455	283,312
7	Buses having two axles	1,580,711	450,166	1,418,717	398,934
8	Buses having three axles	7,648,056	1,162,389	7,765,870	1,294,290
	Nonrevenue vehicles	-	1,801,580	-	1,743,848
		<u>686,012,521</u>	<u>235,905,849</u>	<u>549,224,424</u>	<u>244,612,447</u>
	Toll Adjustments and Discounts	(2,050,684)		(902,148)	
	Net Violations*	<u>(9,326,818)</u>		<u>(7,640,172)</u>	
		<u>\$ 674,635,019</u>		<u>\$ 540,682,104</u>	

* During the year ended December 31, 2000, the Authority implemented the electronic toll collection system on the New Jersey Turnpike and accordingly the amounts of violations assessed are reported on this line. As a result of violation activities, some portion of unpaid tolls will be collected in subsequent years.

New Jersey Turnpike Authority
Garden State Parkway

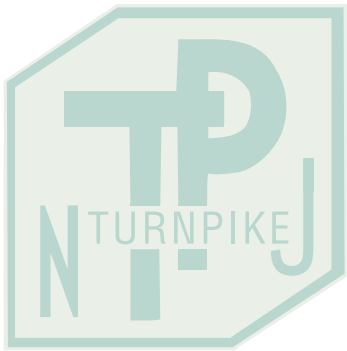
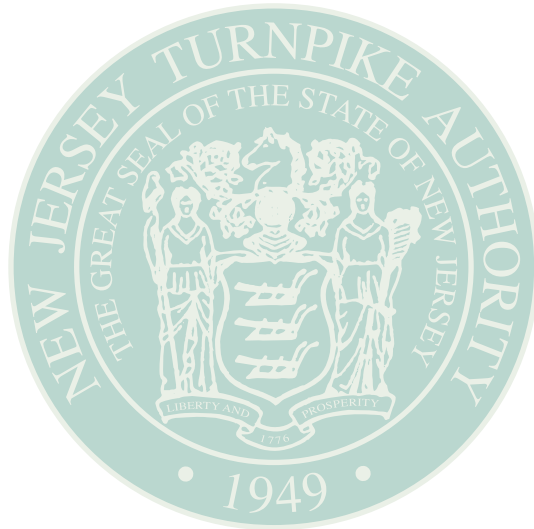
Schedule of Toll Revenue

For the Year Ended December 31, 2009 and 2008

Class	Description	2009		2008	
		Toll Revenue	Number of Vehicles	Toll Revenue	Number of Vehicles
1	Passenger car, motorcycle, taxi or hearse, light truck	\$ 275,044,686	391,239,725	\$ 198,537,068	402,413,219
2	Vehicles having two axles other than type described under Class 1	1,825,689	1,310,590	730,013	1,081,644
3	Vehicle (vehicles), single or in combination, having three axles	1,546,192	840,828	199,697	183,484
4	Vehicle (vehicles), single or in combination, having four axles	1,381,902	544,305	1,247,163	995,657
5	Vehicle (vehicles), single or in combination, having five axles	1,572,150	500,217	1,484,076	853,826
6	Vehicle (vehicles), single or in combination, having six or more axles	69,783	22,410	30,289	14,777
7	Buses having two axles	989,839	636,501	86,590	121,045
8	Buses having three axles	1,927,950	1,175,925	1,975,622	1,368,879
	Nonrevenue vehicles	-	1,641,932	-	1,617,419
		<u>284,358,191</u>	<u>397,912,433</u>	<u>204,290,518</u>	<u>408,649,950</u>
	Toll Adjustments and Discounts	134,923		1,765,762	
	Net Violations*	(6,709,065)		-	
		<u>\$ 277,784,049</u>		<u>\$ 206,056,280</u>	

* During the year ended December 31, 1999, an electronic toll collection system was implemented on the Garden State Parkway and accordingly the amounts of violations assessed are reported on this line. As a result of violation activities, some portion of unpaid tolls will be collected in subsequent years.

Note: Variances and distribution of commercial traffic between 2009 and 2008 may, in part, reflect a new classification system put into service on the Garden State Parkway. On December 1, 2008, the Garden State Parkway went from an 11 vehicle based classification system with multiple variations thereof to an eight axel based classification system identical to that of the New Jersey Turnpike. The implementation of the new system clarified transactions and assures the accuracy of the same.



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