

SUPPLEMENT TO PRELIMINARY OFFICIAL STATEMENT

\$1,290,325,000*
State of Georgia

\$563,350,000* General Obligation Bonds 2015A
\$447,830,000* General Obligation Bonds 2015B (Federally Taxable)
\$279,145,000* General Obligation Refunding Bonds 2015C

The Preliminary Official Statement of the State of Georgia with respect to its \$563,350,000* General Obligation Bonds 2015A, \$447,830,000* General Obligation Bonds 2015B (Federally Taxable) and \$279,145,000* General Obligation Refunding Bonds 2015C (the “2015C Bonds”) dated June 2, 2015 is being supplemented on the date hereof to add the following information with respect to the 2015C Bonds:

A portion of the proceeds of the 2015C Bonds are expected to be applied to redeem prior to maturity certain previously issued State of Georgia general obligation bonds. **This list of bonds expected to be redeemed is set forth in the following table. The list of bonds is subject to change.** Pursuant hereto, the following table is hereby inserted as APPENDIX G to the Preliminary Official Statement relating to the 2015C Bonds. The final Official Statement relating to the 2015C Bonds will contain the definitive list of bonds to be redeemed as APPENDIX G. The refunding is contingent upon the delivery of the 2015C Bonds.

Bond Series*	Maturity Date*	Interest Rate*	Par Amount*	Payment or Redemption Date*	Payment of Redemption Price
2005B	July 1, 2016	5.00%	\$54,780,000	8/12/2015	100%
2005B	July 1, 2017	5.00	89,135,000	8/12/2015	100
2005B	July 1, 2018	5.00	88,790,000	8/12/2015	100
2005B	July 1, 2019	5.00	56,960,000	8/12/2015	100
2005B	July 1, 2020	5.00	10,945,000	8/12/2015	100

Dated: June 8, 2015.

* Preliminary, subject to change.