

| <b>Rincon Hill Community Improvements Fund</b>  |                       |                      |                   |   |   |                              |                            |
|---|-----------------------|----------------------|-------------------|---|---|------------------------------|----------------------------|
| <i>(As of November 17, 2008)</i>  |                       |                      |                   |   |   |                              |                            |
| <b>Revenues</b>   |                       |                      |                   |   |   |                              |                            |
| <b>Project</b>  | <b>Square Footage</b> | <b>Total Fee</b>     | <b>Sub-amount</b> | <b>Method of Payment</b>                    | <b>Date of Planning Commission Approval</b> | <b>Date of Funds Receipt</b> |                            |
| <b>FY 06/07</b>   |                       |                      |                   |   |   |                              |                            |
| 425 First Street (One Rincon Hill) Phase 1  | 393,884               | \$4,332,274          | \$4,332,274       | Mello-Roos                                  | 27-Oct-05                                   | 9-Jun-06                     | Held in trust at ABAG      |
| 333 Fremont Street  | 69,922                | \$769,142            | \$573,000         | In-Kind                                     | 10-Aug-06                                   | 10-Aug-06                    | Approved By Board 3-Oct-06 |
|   |                       |                      | \$196,142         | Cash  | 10-Aug-06                                   | Pending                      |                            |
| <b>FY 07/08</b>   |                       |                      |                   |   |   |                              |                            |
| None  |                       |                      |                   |   |   |                              |                            |
| <b>FY 08/09 (projected)</b>   |                       |                      |                   |   |   |                              |                            |
| 45 Lansing  | 269,047               | 2,959,517            | 2,959,517         | Mello-Roos                                  |   |                              | <i>expected Jan 09</i>     |
| <b>Total</b>  | <b>732,853</b>        | <b>\$8,060,933</b>   |                   |   |   |                              |                            |
| <b>Revenues (By Fee Method)</b>   |                       |                      |                   |   |   |                              |                            |
| Cash  |                       | \$196,142            |                   |   |   |                              |                            |
| In-Kind   |                       | \$573,000            |                   |   |   |                              |                            |
| Mello-Roos Bond   |                       | \$7,291,791          |                   |   |   |                              |                            |
| <i>Total (including projected funds)</i>  |                       | <i>8,060,933</i>     |                   |   |   |                              |                            |
| <b>Expenditures</b>   |                       |                      |                   |   |   |                              |                            |
|   | <b>Status</b>         | <b>Amount</b>        | <b>Source</b>     | <b>Date of Planning Commission Approval</b> | <b>Date of Payment/Transfer</b>             |                              |                            |
| <b>Approved/Completed</b>   |                       |                      |                   |   |   |                              |                            |
| <b>FY 06/07</b>   |                       |                      |                   |   |   |                              |                            |
| Transfer to SOMA Stabilization Fund (1 RH)  | Completed             | \$1,169,835          | Mello-Roos        | N/A   | 9-Jun-06                                    | 9-Jun-06                     | Held in trust at ABAG      |
| Real Estate Division Services (Appraisal and Purchase Negotiation for Sailor's Union and 4-8 Guy Place) | Completed             | \$25,000             | Mello-Roos        | 13-Jul-06                                   |   |                              | Pending Completion of Work |
| 333 Fremont Mid-Block Pedestrian Path (Capital improvements and easement)                               | Approved              | \$573,000            | In-Kind           | 10-Aug-06                                   |   |                              |                            |
| Transfer to SOMA Stabilization Fund (333 Fremont)   | Approved              | \$196,142            | Cash              | 10-Aug-06                                   |   |                              | Pending                    |
| Property Acquisition for Park (4-8 Guy Place)   | Completed             | \$1,811,500          | Mello-Roos        | 15-Mar-07                                   |   |                              |                            |
| RecPark Design Services for Guy Place Park  | Completed             | \$60,000             | Mello-Roos        | 15-Mar-07                                   |   |                              |                            |
| <b>FY 07/08</b>   |                       |                      |                   |   |   |                              |                            |
| None  |                       |                      |                   |   |   |                              |                            |
| <b>FY 08/09</b>   |                       |                      |                   |   |   |                              |                            |
| RecPark Design Services for Guy Place Park  | Approved              | \$31,500             | Mello-Roos        | 13-Nov-08                                   |   |                              |                            |
| <b>Total</b>  |                       | <b>\$3,866,977</b>   |                   |   |   |                              |                            |
| <b>Fund Balance</b>   |                       | <b>\$4,193,956</b>   |                   |   |   |                              |                            |
| <b>Expected Near-Term Expenditures (Estimated)</b>  |                       |                      |                   |   |   |                              |                            |
| Transfer to SOMA Stabilization Fund (45 Lansing)  |                       | \$739,879            | Mello-Roos        | N/A   |   |                              |                            |
| 425 First Street Streetscape Improvements (Harrison, First Streets)                                     |                       | \$1,500,000          |                   |   |   |                              |                            |
| Guy Place Park Improvements   |                       | \$3,400,000          |                   |   |   |                              |                            |
| <i>Sub-total</i>  |                       | <i>\$5,639,879</i>   |                   |   |   |                              |                            |
| <b>Fund Balance</b>   |                       | <b>(\$1,445,923)</b> |                   |   |   |                              |                            |