

RECORDING REQUESTED BY
FIRST AMERICAN TITLE

0131-621897-EX

NO FEE DOCUMENT
Government Code Section 27383

RECORDING REQUESTED BY:
The City of Oakland

City of Oakland
Department of Housing and Community
Development
250 Frank Ogawa Plaza, 5th floor
Oakland, CA 94612
Attn: Brooklyn Basin Project Manager

FIRST AMERICAN TITLE COMPANY
HEREBY CERTIFIES THAT THIS IS A TRUE AND
CORRECT COPY OF THE ORIGINAL DOCUMENT

BY: [Signature]
RECORDED: 6/28/2017
SERIES NO.: 2017141021

SECOND ADMINISTRATIVE AMENDMENT TO DEVELOPMENT AGREEMENT
(Oak to Ninth/Brooklyn Basin)

THIS SECOND ADMINISTRATIVE AMENDMENT TO DEVELOPMENT AGREEMENT ("Second DA Amendment") is made and entered into as of this 28 day of June, 2017, by and between the CITY OF OAKLAND, a municipal corporation ("City"), and ZARSION-OHP I, LLC, a California limited liability company ("Developer"), and successor-by-assignment to Oakland Harbor Partners, LLC ("OHP").

RECITALS

A. On or about August 24, 2006, the City, OHP, and the Redevelopment Agency of the City of Oakland (the "Redevelopment Agency") entered into that certain Development Agreement (the "Original Agreement") related to the development of the real property commonly referred to as "Oak to Ninth/Brooklyn Basin" and more particularly described in Schedule A-1 (the "Open Space Parcels"), Schedule A-2 (the "Development Parcels") and Schedule A-3 (the "R/O/W Parcels"), attached hereto. The Open Space Parcels, Development Parcels and the R/O/W Parcels are collectively referred to herein as the "Property." The Original Agreement was recorded in the Official Records of Alameda County on August 30, 2006, as Document No. 2006-331819.

B. The Redevelopment Agency entered into a Cooperation Agreement with the Oak to Ninth Community Benefits Coalition on August 24, 2006, that required the Redevelopment Agency to purchase Parcels F and G and pursue affordable housing development on those parcels (the "Cooperation Agreement").

C. The City Council of the City adopted Resolution No. 83680 C.M.S. on January 10, 2012, electing for the City to retain and assume the housing assets, obligations, and functions of the Redevelopment Agency pursuant to Health and Safety Code Section 34176 upon dissolution of the Redevelopment Agency. The Redevelopment Agency dissolved on February 1, 2012. All of the rights, interests, and obligations of the Redevelopment Agency under the Original Agreement and the Cooperation Agreement were housing assets and obligations retained and assumed by, and transferred to, the City as housing successor.

D. On or about April 9, 2013, OHP assigned all of its right, title and interest in the Property, including its rights and obligations under the Original Agreement, to Developer.

E. On or about August 28, 2014, Developer and the City entered into a First Administrative Amendment to the Development Agreement (the "First DA Amendment"), which among other things memorialized (1) the extension of the term of the Original Agreement, (2) the transfer of the Redevelopment Agency's rights and obligations to the City, and (3) the Parties' agreement on the implementation of the affordable housing and environmental remediation provisions of the Original Agreement. The First DA Amendment was recorded in the Official Records of Alameda County on August 28, 2014, as Document No. 2014-211182. The Original Agreement, as amended by the First DA Amendment, is referred to herein as the "Development Agreement."

F. Among other things, the Original Agreement, as amended, provided for the purchase by the City of Project Parcels F and G for development as affordable housing. Parcels F and G were referred to as the "Affordable Housing Parcels." The City purchased Project Parcels F and G from the Developer on August 28, 2014. As part of the purchase, the Developer granted the City a Put Option (the "Put Option") pursuant to a Put Option Agreement dated 2014 (the "Put Option Agreement"), which gave the City the optional right to require the Developer to buy back one or both of Parcels F and G during a three-year option period for the amount of the original purchase price paid by the City. The Put Option was secured by a \$7,527,962 escrow account that was subject to the terms of the Put Option Agreement and that Agreement Regarding Put Funds Escrow Account dated August 28, 2014 (the "Put Funds Escrow Agreement").

G. The Original Agreement, as amended, also provides for a contribution by the Developer of \$2,000,000 to subsidize affordable housing development on the Affordable Housing Parcels (\$1,000,000 for each of the Affordable Housing Parcels), due no later than the issuance of a building permit for the affordable housing development project. The First DA Amendment provides for a potential reduction in the foregoing subsidy obligation if the City conveys one or both Affordable Housing Parcels for uses other than the development of affordable housing.

H. On January 17, 2017, the City Council adopted Ordinance No. 13413 C.M.S. authorizing the City to exchange Parcel G for Parcel A. Pursuant to this Ordinance, the Parties have entered into that certain Exchange Agreement and Escrow Instructions, dated May 10, 2017, whereby the City and the Developer agreed to exchange Parcel G for Parcel A, subject to certain conditions (the "Exchange Agreement"). Among those conditions are the release of the Put Option and the funds in the Put Option Escrow and the transfer of \$2 million from those funds into an escrow account into a new escrow account that will secure the Developer's obligation to make the affordable housing contribution. The City and the Oak to Ninth Community Benefits Coalition have also entered into an amendment to the Cooperation Agreement that will reflect the exchange.

I. On or about February 6, 2017, the Developer transferred that portion of the Property commonly referred to as Parcel C to Zarsion BBC, LLC. On or about February 27, 2017, the Developer transferred that portion of the Property commonly referred to as Parcel B to 250 Ninth Avenue Partners, LLC. In conjunction with such transfers, the Developer retained all obligations under the Development Agreement with respect to the Affordable Housing Parcels as part of the Master Developer Obligations.

J. Concurrently with the execution of this Second DA Amendment, the Parties are closing escrow on the transfer of Parcels A and G pursuant to the Exchange Agreement and entering into, inter alia, a First Amendment to Agreement Regarding Remediation Funds Escrow Account (related to the Developer's Remediation obligations for Parcels A and G) and an Affordable Housing Funds Escrow Agreement (related to the Developer's obligation to fund the Developer Contribution).

K. The Parties wish to modify the Development Agreement to reflect the exchange and the fact that Parcel A will now be one of the Affordable Housing Parcels and Parcel G will no longer be one of the Affordable Housing Parcels.

L. Pursuant to Section 11.2 of the Original Agreement, the Parties may, after giving the required notice pursuant to Section 65867 of the Development Agreement Legislation, modify certain provisions of the Original Agreement that do not relate to the matters specified in Section 11.2.

AGREEMENT

Now, therefore, pursuant to the authority contained in the Development Agreement Legislation and the Development Agreement Ordinance, and in consideration of the foregoing Recitals and the mutual covenants and promises of the Parties herein contained, the Parties agree as follows:

1. Definitions. Capitalized terms not otherwise defined in this Second DA Amendment shall have the same meaning set forth in the Development Agreement.
 - 1.1 COA Amendment. As used in the Development Agreement, the term "COA Amendment" means an amendment to the Project Conditions of Approval, in a form reasonably acceptable to the Parties, reflecting the amendments to the Project affordable housing obligations incorporated into any DA Amendment (defined below).
 - 1.2 DA Amendment. As used in the Development Agreement, the term "DA Amendment" means an amendment to the Development Agreement in conjunction with the City's transfer of Parcel A or Parcel G to a third party for a use other than the development of affordable housing (as defined in the First DA Amendment) (the "Resale Property"), which DA Amendment shall terminate the obligations in the Development Agreement to develop affordable housing on the Resale Property (including without limitation

Sections 1, 4, 5, 6, and 8 of Exhibit L to the Original Agreement, but excluding the Developer's obligations under Section 9 of Exhibit L to the Original Agreement (as amended by Section 4.5 of the First DA Amendment) with respect to the payment of the Developer Contribution. The Parties agree that any obligation to develop affordable housing removed from the Resale Property shall not be transferred, relocated or imposed on any other portion of the Property (other than a different Affordable Housing Parcel) or the Developer. The City's execution and recordation of the DA Amendment or the COA Amendment shall not restrict the City from imposing affordable housing development obligations on the purchaser of the Resale Property or recording affordability restrictions on the Resale Property as a term of the sale to the third party. Subject to the foregoing, the DA Amendment shall be in a form reasonably acceptable to the Parties.

2. Affordable Housing Parcels. The term "Affordable Housing Parcels" as used in the Development Agreement is hereby amended to mean Parcels A and F, as more particularly described in Schedule 2, attached hereto. Parcel G shall no longer be an Affordable Housing Parcel. References in the Development Agreement, as well as any other document pertaining to the Oak to Ninth/Brooklyn Basin Project, to the term "Affordable Housing Parcels", shall hereafter refer to Parcels A and F. References in the Development Agreement to the term "Parcel G" shall mean and be read as "Parcel A."
3. Commercial Development on Affordable Housing Parcels. Section 7 of Exhibit L to the Original Agreement and the second to last paragraph of Section 4.5 of the First DA Amendment are hereby deleted. Neither the City nor its Affordable Housing Developer shall have any obligation to include retail, retail parking, or other commercial development as part of the development of the Affordable Housing Parcels. Should the City or the Affordable Housing Developer elect to incorporate retail uses into the development of the Affordable Housing Parcels, such retail uses shall not exceed 10,000 square feet.
4. Remediation of Affordable Housing Parcels. References to the "F and G Implementation Plan" in the First DA Amendment shall hereafter be read as the "A and F Implementation Plans" and refer to (a) the Implementation Plan for Parcel A, Brooklyn Basin Project, Oakland, California, dated February 27, 2015, and approved by the DTSC on March 10, 2015 and (b) the Implementation Plan for Parcels F, G1, G2 and T1, Brooklyn Basin Project, Oakland, California, dated April 30, 2014 (as such document relates to Parcel F), each as supplemented by Schedule 5.6.2 attached to the First DA Amendment. References in the First DA Amendment to the "Parcel F and G Remediation Work" shall hereafter be read as the "Parcel A and F Remediation Work." The Parties agree that (a) the Developer has completed the Phase 1 Remediation work for Parcels A and F required under Sections 5.6.1 and 5.6.2 of the First DA Amendment, (b) DTSC has issued APC Letters (as defined in the Process Letter) for Parcels A and F and (c) the City has received the \$385,913.00 in Phase 3 Remediation funds required under Section 5.7.1 of the First DA Amendment. The

Developer hereby acknowledges that it remains liable (y) for any additional Remediation of Hazardous Materials required by a Remediation Order pursuant to the provisions of Section 5.6.3 of the First DA Amendment and (z) under the Agreement Regarding Remediation Funds Account, dated August 28, 2016 (as amended). The provisions of the First DA Amendment pertaining to the remaining Phase 2 and Phase 3 Remediation work for Parcel G, including funds escrowed to secure such work, shall hereafter apply to Parcel A.

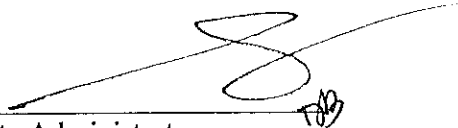
5. Site Improvement Work on Affordable Housing Parcels. The parties acknowledge that the Site Improvement Work on the Affordable Housing Parcels, other than the Phase 2 and Phase 3 Remediation work, has been completed.
6. Put Option. The references to the Put Option and the Put Agreement in the First DA Amendment are hereby deleted.
7. Developer Contribution to Affordable Housing. The Developer Contribution required under Section 9 of Exhibit L to the Original Agreement is being deposited by Developer into an escrow account for the benefit of the City, and, in addition to the requirements of the Development Agreement, shall hereafter be subject to the terms and conditions of an escrow agreement (the "Affordable Housing Escrow Agreement") entered into contemporaneous to this Second DA Amendment. The City may file financing statements or take other steps with respect to the deposited funds as reasonably necessary to secure and perfect payment of such funds to the City in the event of a default under Developer's obligations hereunder or Developer's filing for protection under the bankruptcy laws.
8. Development Agreement Obligations. The Developer confirms that it retains the obligation to satisfy all Master Developer Obligations as defined in the Original Agreement as to Parcel A. However, as to Parcel A, the City and the Affordable Housing Developer is a Finished Parcel Developer as defined in the Original Agreement and as such is responsible for satisfying all "Developer" obligations under the Development Agreement that are (a) directly related to vertical development of Parcel A, and (b) not included within the definition of Master Developer Obligations. Notwithstanding the above, the Developer retains the obligation to make the Developer Contribution as required under Section 9 of Exhibit L to the Original Agreement, and perform the Site Improvement Work (which, other than the Phase 2 and Phase 3 Remediation work, has been completed) and Remediation work on the Affordable Housing Parcels as required under Section 9 of Exhibit L to the Development Agreement and this Second DA Amendment.
9. Maximum Number of Units. The City or the Affordable Housing Developer may develop no more than 465 residential units on the Affordable Housing Parcels.
10. Effectiveness of Agreement. Except as set forth in this Second DA Amendment, all provisions of the Development Agreement shall remain unchanged and in full force and effect.

11. Counterparts. This Second DA Amendment may be executed in one or more counterparts by actual or facsimile signature. All counterparts so executed shall constitute one contract, binding on all parties, even though all parties are not signatory to the same counterpart.

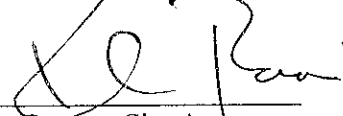
[Signature on next page]

IN WITNESS WHEREOF, the Parties have executed this Second DA Amendment as of the day and year first above written.

**CITY OF OAKLAND,
a municipal corporation**

By: 
City Administrator
Sabrina Landreth

Approved as to form and legality:

By: 
Deputy City Attorney
Daniel Rossi

**ZARSION-OHP I, LLC,
a California limited liability company**

SIGNED IN COUNTERPART

By: _____
Its: Authorized Individual

Zarsion BBC, LLC and 250 Ninth Avenue Partners, LLC are countersigning this Second DA Amendment for the sole purpose of consenting to its recordation against Parcels B and C:

Zarsion BBC, LLC,

250 Ninth Avenue Partners, LLC,

~~**SIGNED IN COUNTERPART**~~

Its: Authorized Individual

~~**SIGNED IN COUNTERPART**~~

Its: Authorized Individual

IN WITNESS WHEREOF, the Parties have executed this Second DA Amendment as of the day and year first above written.

CITY OF OAKLAND,
a municipal corporation

By: **SIGNED IN COUNTERPART**
City Administrator

Approved as to form and legality:

SIGNED IN COUNTERPART
Deputy City Attorney

ZARSION-OHP I, LLC,
a California limited liability company

By: _____
Its: Authorized Individual
Michael Ghielmetti

Zarsion BBC, LLC and 250 Ninth Avenue Partners, LLC are countersigning this Second DA Amendment for the sole purpose of consenting to its recordation against Parcels B and C:

Zarsion BBC, LLC,

250 Ninth Avenue Partners, LLC,

By: **SIGNED IN COUNTERPART**
Its: Authorized Individual

By: _____
Its: Authorized Individual
Michael Ghielmetti

IN WITNESS WHEREOF, the Parties have executed this Second DA Amendment as of the day and year first above written.


CITY OF OAKLAND,
a municipal corporation

By: **SIGNED IN COUNTERPART**
City Administrator

Approved as to form and legality:

SIGNED IN COUNTERPART
Deputy City Attorney

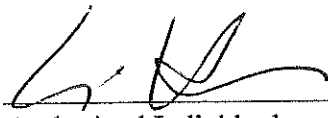
ZARSION-OHP I, LLC,
a California limited liability company

By:  **SIGNED IN COUNTERPART**
Its: Authorized Individual

Zarsion BBC, LLC and 250 Ninth Avenue Partners, LLC are countersigning this Second DA Amendment for the sole purpose of consenting to its recordation against Parcels B and C:

Zarsion BBC, LLC,

250 Ninth Avenue Partners, LLC,

By: 
Its: Authorized Individual
Erik Hayden aka Erik Eldred Hayden

By: **SIGNED IN COUNTERPART**
Its: Authorized Individual

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA)
)
COUNTY OF Alameda)

On this 22nd day of June, 2017, before me, Christia Katz Mulvey, Notary Public, personally appeared Sabrina Landreth who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: 

(Seal)



A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA)
)
COUNTY OF _____)

On this _____ day of _____, 2017, before me, _____, Notary Public, personally appeared _____ who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: _____

(Seal)

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

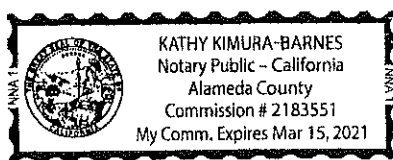
STATE OF CALIFORNIA)
)
COUNTY OF Alameda)

On this 16th day of June, 2017, before me, Kathy Kimura-Barnes, Notary Public, personally appeared Michael Ghielmetti who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: Kathy Kimura-Barnes (Seal)



A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA)
)
COUNTY OF _____)

On this _____ day of _____, 2017, before me, _____, Notary Public, personally appeared _____ who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: _____ (Seal)

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA)
COUNTY OF Santa Clara

On this 16 day of JUNE, 2017, before me, GIRISH HIRALAL PATEL, Notary Public, Notary Public, personally appeared ERIC ELIASE who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: *Girish Hiralal Patel*



A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA)
COUNTY OF _____)

On this _____ day of _____, 2017, before me, _____, Notary Public, personally appeared _____ who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: _____

(Seal)

SCHEDULE A-1
Legal Description of the Open Space Parcels

[See attached]

SCHEDULE A-1
OPEN SPACE PARCELS

Those certain parcels of land situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

Parcel 1 (T/W)

A parcel of filled tide, tide and submerged land in the bed of San Antonio Estuary and a portion of land in Rancho San Antonio as located by the U.S. Surveyor General, approved October 1871 by the U.S. District Court said parcel situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "H133" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2114243.395, Easting = 6055505.473, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 78°53'23" West, 366.53 feet to the intersection of the northwesterly line of Homewood Suites Lease Boundary, as said boundary is described in that certain lease between the Port of Oakland and JBN Lodging, recorded on January 2, 1997 as Document Number 97000487, Alameda County Records, with the southerly line of the Embarcadero, as said Embarcadero is shown on said record of survey;

thence along last said northwesterly line of Homewood Suites Lease Boundary, South 65°32'30" West, 36.61 feet to the **TRUE POINT OF BEGINNING**;

thence continuing along said line and its southwesterly prolongation, South 65°32'30" West, 328.52 feet;

thence South 26°30'11" West, 208.87 feet;

thence South 67°12'12" West, 242.09 feet;

thence South 65°40'44" West, 503.12 feet;

thence South 73°29'06" West, 317.84 feet;

thence South 88°11'55" West, 188.99 feet;

thence North 89°38'27" West, 218.96 feet;
thence North 61°40'04" West, 481.14 feet;
thence North 28°43'59" East, 173.04 feet;
thence North 40°49'41" West, 71.80 feet;
thence North 49°10'19" East, 673.87 feet;
thence North 40°49'41" West, 240.00 feet;
thence South 49°10'19" West, 675.00 feet;
thence South 65°54'30" West, 28.68 feet;
thence South 62°29'58" West, 20.70 feet;
thence South 55°10'57" West, 146.59 feet;
thence North 80°40'53" West, 76.80 feet to the beginning of a tangent curve to the left;
thence along said curve having a radius of 92.97 feet, through a central angle of 38°20'45" and an arc length of 62.22 feet;
thence South 60°58'22" West, 68.30 feet to the beginning of a tangent curve to the right;
thence along said curve having a radius of 146.77 feet, through a central angle of 117°22'03" and an arc length of 300.65 feet;
thence North 12°51'29" East, 69.26 feet;
thence North 9°08'32" West, 32.90 feet to the southwesterly line of the lands of Silveira, as said lands are described in that certain Grant Deed recorded on November 3, 1967 in Reel 2068 at image 141, Alameda County Records;
thence along last said southwesterly line, South 46°34'41" East, 90.57 feet to the most southerly corner of said lands described in last said deed;
thence along the southeasterly line of last said lands, North 49°10'19" East, 44.02 feet;
thence South 40°49'41" East, 53.00 feet to the beginning of a tangent curve to

the left;

thence along said curve having a radius of 51.00 feet, through a central angle of $180^{\circ}00'00''$ and an arc length of 160.22 feet;

thence North $40^{\circ}49'41''$ West, 1.00 feet;

thence North $49^{\circ}10'19''$ East, 235.41 feet;

thence South $40^{\circ}49'41''$ East, 196.00 feet;

thence North $49^{\circ}10'19''$ East, 32.00 feet;

thence South $40^{\circ}49'41''$ East, 50.00 feet;

thence North $49^{\circ}10'19''$ East, 625.00 feet;

thence North $40^{\circ}49'41''$ West, 248.00 feet;

thence North $49^{\circ}10'19''$ East, 32.66 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 15.00 feet, through a central angle of $69^{\circ}05'43''$ and an arc length of 18.09 feet;

thence South $61^{\circ}43'58''$ East, 68.53 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 1,992.00 feet, through a central angle of $9^{\circ}12'42''$ and an arc length of 320.26 feet to a point of reverse curvature;

thence along said curve having a radius of 15.00 feet, through a central angle of $88^{\circ}43'49''$ and an arc length of 23.23 feet;

thence South $17^{\circ}47'09''$ West, 48.55 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 75.00 feet, through a central angle of $42^{\circ}14'39''$ and an arc length of 55.30 feet;

thence South $24^{\circ}27'30''$ East, 142.89 feet;

thence South $49^{\circ}10'19''$ West, 690.00 feet;

thence South $40^{\circ}49'41''$ East, 196.50 feet;

thence North 65°32'30" East, 142.44 feet;

thence South 24°27'30" East, 12.00 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears South 24°27'30" East;

thence along said curve having a radius of 73.00 feet, through a central angle of 128°00'00" and an arc length of 163.08 feet;

thence South 62°27'30" East, 351.97 feet;

thence North 65°32'30" East, 1,284.52 feet;

thence North 21°56'23" East, 127.14 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 15.00 feet, through a central angle of 75°08'56" and an arc length of 19.67 feet to a point of reverse curvature;

thence along said curve having a radius of 545.00 feet, through a central angle of 11°30'02" and an arc length of 109.39 feet;

thence North 85°35'17" East, 149.96 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 398.00 feet, through a central angle of 3°18'25" and an arc length of 22.97 feet to the **TRUE POINT OF BEGINNING**, containing an area of 564,525 square feet or 12.96 acres, more or less.

Parcel 2 (T/Y)

A parcel of filled tide, tide and submerged land in the bed of San Antonio Estuary and a portion of land in Rancho San Antonio as located by the U.S. Surveyor General, approved October 1871 by the U.S. District Court said parcel situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "SHIP" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2115136.166, Easting = 6052732.398, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 82°51'11" West, 544.09 feet;

thence North 76°31'20" West, 258.45 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 9,532.63 feet, through a central angle of 00°39'15" and an arc length of 108.84 feet to the **TRUE POINT OF BEGINNING**;

thence South 14°07'55" West, 18.98 feet;

thence North 88°42'49" West, 81.79 feet;

thence South 32°45'50" West, 50.04 feet;

thence South 35°54'12" West, 102.54 feet;

thence South 50°56'18" West, 176.73 feet;

thence South 72°16'27" West, 119.77 feet;

thence South 26°52'39" West, 28.71 feet;

thence North 62°36'54" West, 28.62 feet;

thence South 27°26'23" West, 102.54 feet;

thence North 62°34'50" West, 39.95 feet;

thence South 27°23'42" West, 304.64 feet;

thence North 73°21'04" West, 424.79 feet;

thence North 62°35'11" West, 62.33 feet to a point on the southwesterly prolongation of the southeasterly line of Tract 4391, as said tract is shown on that certain map entitled "TRACT 4391 FOR CONDOMINIUM PURPOSES", filed for record on October 30, 1980, in Book 122 of Maps at pages 60 and 61, Alameda County Records;

thence northeasterly along last said southwesterly prolongation and along last said southeasterly line, North 27°24'49" East, 435.62 feet;

thence South 62°35'11" East, 301.35 feet;

thence North 27°24'49" East, 427.29 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 15.00 feet, through a central angle of 98°45'10" and an arc length of 25.85 feet;

thence South 71°20'21" East, 112.88 feet;

thence South 51°44'16" West, 14.03 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears North 16°36'09" East;

thence along said curve having a radius of 9,532.63 feet, through a central angle of 2°28'14" and an arc length of 411.04 feet to the **TRUE POINT OF BEGINNING**, containing an area of 359,584 square feet or 8.25 acres, more or less.

Parcel 3 (T/Z)

A parcel of filled tide, tide and submerged land in the bed of San Antonio Estuary and a portion of land in Rancho San Antonio as located by the U.S. Surveyor General, approved October 1871 by the U.S. District Court said parcel situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "SHIP" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2115136.166, Easting = 6052732.398, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 82°51'11" West, 544.09 feet to the **TRUE POINT OF BEGINNING**;

thence South 76°31'20" East, 295.07 feet to the beginning of a non-tangent curve to the right, from which point a radial line, from the curve to the radius point, bears South 59°41'43" West;

thence along said curve having a radius of 30.00 feet, through a central angle of 56°28'55" and an arc length of 29.57 feet;

thence South 26°10'38" West, 35.39 feet;

thence South 49°10'19" West, 205.96 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears South 41°33'29" West;

thence along said curve having a radius of 40.00 feet, through a central angle of

262°23'10" and an arc length of 183.18 feet;

thence South 40°49'41" East, 23.30 feet;

thence South 49°10'19" West, 67.71 feet;

thence South 40°49'41" East, 208.00 feet;

thence North 49°10'19" East, 555.00 feet;

thence North 40°49'41" West, 39.73 feet to the beginning of a non-tangent curve to the right, from which point a radial line, from the curve to the radius point, bears South 15°57'47" West;

thence southeasterly along said curve having a radius of 512.00 feet, through a central angle of 08°54'37" and an arc length of 79.62 feet;

thence South 49°10'19" West, 655.33 feet;

thence South 40°49'41" East, 23.60 feet;

thence South 49°10'19" West, 268.67 feet;

thence North 9°08'32" West, 60.54 feet;

thence North 30°09'25" West, 129.33 feet;

thence North 34°14'40" East, 65.67 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears North 62°15'09" West;

thence along said curve having a radius of 119.81 feet, through a central angle of 124°39'57" and an arc length of 260.69 feet;

thence South 69°36'27" West, 91.23 feet;

thence South 59°44'47" West, 42.53 feet;

thence North 37°46'31" West, 142.15 feet;

thence North 22°49'03" East, 149.66 feet;

thence North 45°41'32" East, 191.87 feet;

thence North 44°32'05" East, 54.58 feet;

thence North 76°51'25" East, 109.64 feet;

thence North 80°40'23" East, 26.50 feet to the **TRUE POINT OF BEGINNING**, containing an area of 265,285 square feet or 6.09 acres, more or less.

Parcel 9 (P/N)

A parcel of land in Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court said parcel situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "SHIP" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2115136.166, Easting = 6052732.398, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 82°51'11" West, 544.09 feet;

thence North 76°31'20" West, 258.45 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 9,532.63 feet, through a central angle of 3°07'29" and an arc length of 519.88 feet;

thence North 51°44'16" East, 14.03 feet;

thence North 71°20'21" West, 112.88 feet to the **TRUE POINT OF BEGINNING**;

thence North 71°20'21" West, 122.15 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 200.00 feet, through a central angle of 42°30'25" and an arc length of 148.38 feet;

thence South 66°09'14" West, 60.37 feet to the northeasterly projection of the southeasterly line of Tract 4391, as said tract is shown on that certain map entitled "TRACT 4391 FOR CONDOMINIUM PURPOSES", filed for record on October 30, 1980, in Book 122 of Maps at pages 60 and 61, Alameda County Records;

thence along said northeasterly projection and said line, South 27°24'49" West, 303.93 feet;

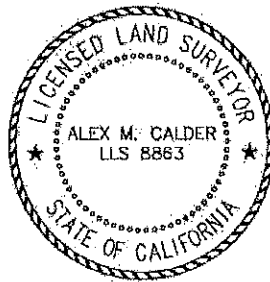
thence South 62°35'11" East, 301.35 feet;

thence North 27°24'49" East, 427.29 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 15.00 feet, through a central angle of 98°45'10" and an arc length of 25.85 feet to the **TRUE POINT OF BEGINNING**, containing an area of 122,169 square feet or 2.80 acres, more or less.

Basis of Bearings: All bearings shown on this survey are based on upon the California Coordinate System of 1983 (CCS83), Epoch 1986, Zone III. Held record CCS83 coordinate Northing = 2115136.166, Easting = 6052732.398, at point "SHIP", and the calculated bearing South 72°09'16" East to point "H133" having CCS83 coordinate Northing = 2114243.395, Easting = 6055505.473. The two monuments, "SHIP" and "H133" are shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California. All distances ground distances. To obtain grid distances, multiply ground distances shown by 0.9999293.

This description was prepared by me or under my direction in conformance with the requirements of the Land Surveyor's Act.



Alex Calder

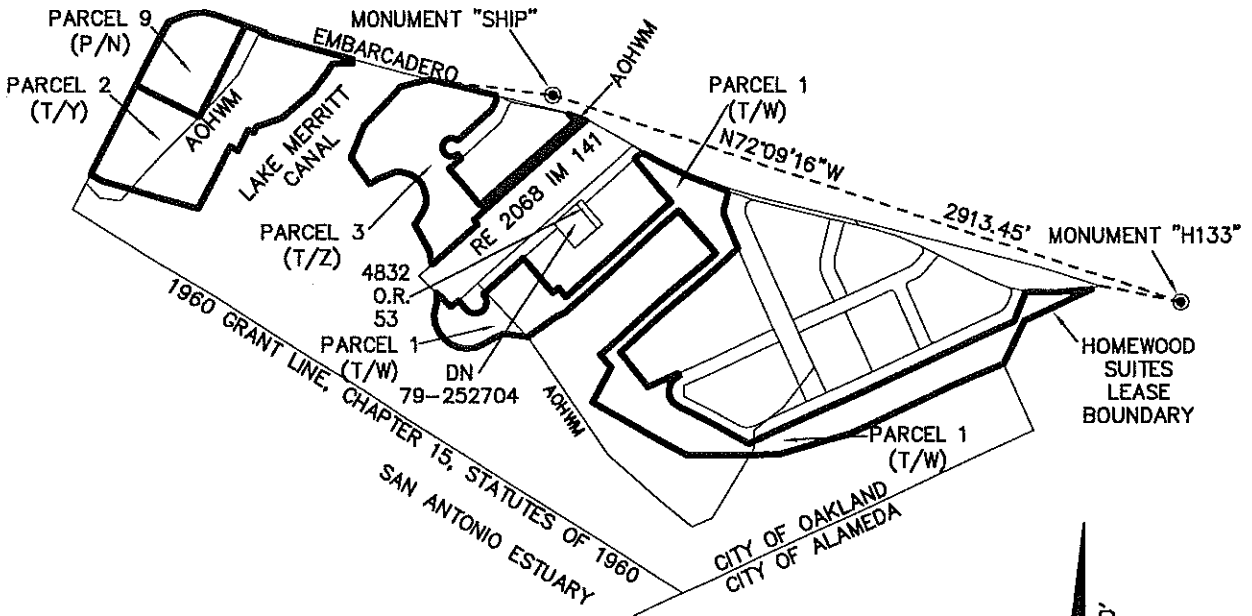
Alex Calder, P.L.S. 8863

12/20/16

Dated

END OF DESCRIPTION

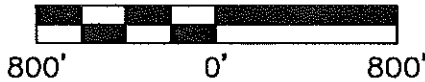
OPEN SPACE PARCELS



LEGEND	
AOHWM	AGREED ORDINARY HIGH WATER MARK
DN	DOCUMENT NUMBER
IM	IMAGE
M	MAPS
O.R.	OFFICIAL RECORDS
RE	REEL

NOTE
 THIS PLAT IS FOR GENERAL REFERENCE ONLY; SEE
 ACCOMPANYING LAND DESCRIPTION FOR
 CONTROLLING BOUNDARY INFORMATION.

GRAPHIC SCALE



255 SHORELINE DR
 SUITE 200
 REDWOOD CITY, CA 94065
 650-482-6300
 650-482-6399 (FAX)

Subject EXHIBIT B PLAT TO ACCOMPANY
LEGAL DESCRIPTION
 Job No. 20130175-30
 By DJ Date 12/19/16 Chkd. _____
 SHEET 1 OF 1

SCHEDULE A-2
Legal Description of the Development Parcels

[See attached]

**LAND DESCRIPTION
SCHEDULE A-2
DEVELOPEMENT PARCELS**

Ten parcels of land situate in the City of Oakland, County of Alameda, State of California, and being more particularly described as follows:

PARCEL A

All of Parcel A as shown on Tract Map No. 7621, filed June 2, 2015 in Book 331 of Maps, at pages 81 – 86, Official Records of said County.

Containing an area of 100,517 square feet or 2.31 acres, more or less.

PARCEL B

All of Parcel B as shown on Tract Map No. 7621, filed June 2, 2015 in Book 331 of Maps, at pages 81 – 86, Official Records of said County.

Containing an area of 1.54 acres or 67,071 square feet, more or less.

PARCEL C

All of Parcel C as shown on Tract Map No. 7621, filed June 2, 2015 in Book 331 of Maps, at pages 81 – 86, Official Records of said County.

Containing an area of 1.44 acres or 62,877 square feet, more or less.

PARCEL F (DOCUMENT NUMBER 2014-192520)

All that land situate in the City of Oakland, County of Alameda, State of California being a portion of Parcel 3 (S/B2) as said parcel is described in that certain State of California Patent and Trust Termination recorded on June 10, 2013 as Document Number 2013203239, Official Records of Alameda County, and a portion of Parcel 4 (P/B1) as said parcel is described in that certain Grant Deed recorded on June 10, 2013 as Document Number 2013203240, Official Records of Alameda County, State of California and being more particularly described as follows:

BEGINNING at Monument "H133" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2114243.395, Easting = 6055505.473, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 78°53'23" West, 366.53 feet;

thence South 65°32'30" West, 36.61 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears South 1°06'18" East;

thence along said curve having a radius of 398.00 feet, through a central angle of 3°18'25" and an arc length of 22.97 feet;

thence South 85°35'17" West, 149.96 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 545.00 feet, through a central angle of 30°04'45" and an arc length of 286.11 feet;

thence North 64°19'58" West, 337.37 feet to a point on the northeasterly line of Parcel 3 (S/B2) and the **TRUE POINT OF BEGINNING**;

thence along the northeasterly line of said Parcel 3 (S/B2), North 64°19'58" West, 0.77 feet to the beginning of a tangent curve to the left;

thence continuing along last said line, along said curve having a radius of 972.00 feet, through a central angle of 12°11'41" and an arc length of 206.88 feet;

thence continuing along the northerly line of said Parcel 3 (S/B2), North 76°31'39" West, 90.54 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court, and the northwest corner of said Parcel 3 (S/B2) and the northeast corner of said Parcel 4 (P/B1);

thence along the northerly line of said Parcel 4 (P/B1), North 76°31'39" West, 62.271 feet;

thence leaving last said northerly line, South 14°49'55" West, 166.44 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 70.00 feet, through a central angle of 39°18'05" and an arc length of 48.02 feet;

thence South 24°28'10" East, 121.14 feet;

thence North 65°32'30" East, 99.13 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court, being the common line between said Parcel 3 (S/B2) and said Parcel 4 (P/B1);

thence leaving last said common line, North 65°32'30" East, 98.52 feet to an angle point in the easterly line of said Parcel 3 (S/B2);

thence along the easterly line of said Parcel 3 (S/B2), North 65°32'30" East, 110.11 feet; to the beginning of a tangent curve to the left;

thence continuing along last said easterly line, along said curve having a radius of 70.00 feet, through a central angle 24°52'28", and an arc length of 30.39 feet;

thence continuing along last said easterly line, North 40°40'02" East, 52.07 feet to the beginning of a tangent curve to the left;

thence continuing along last said easterly line and the northeasterly line of said Parcel 3 (S/B2), along said curve having a radius of 18.00 feet, through a central angle of 105°00'00", and an arc length of 32.99 feet to the **TRUE POINT OF BEGINNING**.

Containing an area of 1.73 acres or 75,306 square feet, more or less.

PARCEL G (DOCUMENT NUMBER 2014-192520)

All that land situate in the City of Oakland, County of Alameda, State of California being a portion of Parcel 4 (P/B1) as said parcel is described in that certain Grant Deed recorded on June 10, 2013 as Document Number 2013203240, Official Records of Alameda County, State of California and being more particularly described as follows:

BEGINNING at Monument "H133" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2114243.395, Easting = 6055505.473, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 78°53'23" West, 366.53 feet;

thence South 65°32'30" West, 36.61 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears South 1°06'18" East;

thence along said curve having a radius of 398.00 feet, through a central angle of 3°18'25" and an arc length of 22.97 feet;

thence South 85°35'17" West, 149.96 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 545.00 feet, through a central angle of 30°04'45" and an arc length of 286.11 feet;

thence North 64°19'58" West, 337.37 feet to a point on the northeasterly line of Parcel 3 (S/B2);

thence along the northeasterly line of said Parcel 3 (S/B2), North 64°19'58" West, 0.77 feet to the beginning of a tangent curve to the left;

thence continuing along last said line, along said curve having a radius of 972.00 feet, through a central angle of 12°11'41" and an arc length of 206.88 feet;

thence continuing along the northerly line of said Parcel 3 (S/B2), North 76°31'39" West, 90.54 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court, and the northwest corner of said Parcel 3 (S/B2) and the northeast corner of said Parcel 4 (P/B1);

thence along the northerly line of said Parcel 4 (P/B1), North 76°31'39" West, 122.29 feet to the **TRUE POINT OF BEGINNING**;

thence leaving last said northerly line, South 14°49'55" West, 165.02 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 130.00 feet, through a central angle of 39°18'05" and an arc length of 89.17 feet;

thence South 24°28'10" East, 121.13 feet;

thence South 65°32'30" West, 197.05 feet to southwest line of said Parcel 4 (P/B1);

thence along last said southwest line, North 24°27'30" West, 504.18 feet to the beginning of a tangent curve to the right;

thence along the westerly line of said Parcel 4 (P/B1), along said curve having a radius of 15.00 feet, through a central angle of 28°14'39", and an arc length of 7.39 feet;

thence continuing along last said line, North 3°47'09" East, 20.39 feet to the beginning of a tangent curve to the right;

thence along the northwesterly line of said Parcel 4 (P/B1), along said curve having a radius of 35.00 feet, through a central angle of 101°12'29" and an arc length of 61.82 feet to a point of reverse curvature;

thence along the northerly line of said Parcel 4 (P/B1), along said curve having a radius of 1,992.00 feet, through a central angle of 1°31'17", and an arc length of 52.89 feet;

thence continuing along last said line, South 76°31'39" East, 285.406 feet to the **TRUE POINT OF BEGINNING**.

Containing 2.70 acres or 117,526 square feet, more or less.

PARCEL 3 (S/D2)

A parcel of filled tide and submerged land in the historic bed of San Antonio Estuary situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "H133" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2114243.395, Easting = 6055505.473, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 78°53'23" West, 366.53 feet;

thence South 65°32'30" West, 36.61 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears South 1°06'18" East;

thence along said curve having a radius of 398.00 feet, through a central angle of 3°18'25" and an arc length of 22.97 feet;

thence South 85°35'17" West, 149.96 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 545.00 feet, through a central angle of 20°47'36", and an arc length of 197.78 feet to a point of cusp with a curve to the right, from which point a radial line, from the curve to the radius point, bears South 16°22'53" West;

thence southeasterly along said curve having a radius of 18.00 feet, through a central angle of 95°33'30" and an arc length of 30.02 feet;

thence South 21°56'23" West, 50.00 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 70.00 feet, through a central angle of 43°36'07" and an arc length of 53.27 feet;

thence South 65°32'30" West, 934.64 feet to the **TRUE POINT OF BEGINNING**;

thence South 65°32'30" West, 188.89 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court;

thence along last said common line, North 52°26'38" East, 87.42 feet;

thence continuing along last said common line, North 38°26'38" East, 116.54 feet;

thence leaving last said common line, South 24°27'30" East, 72.90 feet to the **TRUE POINT OF BEGINNING**.

Containing an area of 5,652 square feet or 0.13 acres, more or less.

PARCEL 4 (S/M)

A parcel of filled tide and submerged land in the historic bed of San Antonio Estuary situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "SHIP" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2115136.166, Easting = 6052732.398, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 82°51'11" West, 544.09 feet;

thence South 76°31'20" East, 295.07 feet;

thence South 69°13'14" East, 84.02 feet to the **TRUE POINT OF BEGINNING**;

thence South 78°26'43" East, 210.60 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 512.00 feet, through a central angle of 4°24'30" and an arc length of 39.39 feet;

thence South 40°49'41" East, 39.73 feet;

thence South 49°10'19" West, 555.00 feet;

thence North 40°49'41" West, 208.00 feet;

thence North 49°10'19" East, 297.61 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 25.00 feet, through a central angle of 22°59'41" and an arc length of 10.03 feet;

thence North 26°10'38" East, 85.29 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 15.00 feet, through a central angle of 75°22'39" and an arc length of 19.73 feet to the **TRUE POINT OF BEGINNING**.

Containing an area of 107,288 square feet or 2.46 acres, more or less.

PARCEL 6 (P/D1)

A parcel of land in Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court said parcel situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "H133" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2114243.395, Easting = 6055505.473, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 78°53'23" West, 366.53 feet;

thence South 65°32'30" West, 36.61 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears South 1°06'18" East;

thence along said curve having a radius of 398.00 feet, through a central angle of 3°18'25" and an arc length of 22.97 feet;

thence South 85°35'17" West, 149.96 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 545.00 feet, through a central angle of 20°47'36" and an arc length of 197.79 feet to a point of cusp with a curve to the right, from which point a radial line, from the curve to the radius point, bears South 16°22'53" West;

thence southeasterly along said curve having a radius of 18.00 feet, through a central angle of 95°33'30" and an arc length of 30.02 feet;

thence South 21°56'23" West, 50.00 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 70.00 feet, through a central angle of 43°36'07" and an arc length of 53.27 feet;

thence South 65°32'30" West, 1,123.54 feet to the **TRUE POINT OF BEGINNING**, said point also being a point on the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court;

thence leaving last said common line, South 65°32'30" West, 68.99 feet to the

beginning of a tangent curve to the right;

thence along said curve having a radius of 70.00 feet, through a central angle of 52°00'00" and an arc length of 63.53 feet;

thence North 62°27'30" West, 277.54 feet;

thence North 1°32'30" East, 44.94 feet;

thence North 65°32'30" East, 464.21 feet;

thence South 24°27'30" East, 213.10 feet to a point on the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court;

thence along last said common line, South 38°26'38" West, 116.54 feet;

thence continuing along last said common line, South 52°26'38" West, 87.42 feet to the **TRUE POINT OF BEGINNING**.

Containing an area of 108,617 square feet or 2.49 acres, more or less.

Parcel 7 (P/H)

A parcel of land in Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court said parcel situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "H133" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2114243.395, Easting = 6055505.473, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 78°53'23" West, 366.53 feet;

thence South 65°32'30" West, 36.61 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears South 1°06'18" East;

thence along said curve having a radius of 398.00 feet, through a central angle of 3°18'25" and an arc length of 22.97 feet;

thence South 85°35'17" West, 149.96 feet to the beginning of a tangent curve to the

right;

thence along said curve having a radius of 545.00 feet, through a central angle of 20°47'36" and an arc length of 197.79 feet to a point of cusp, with a curve to the right, from which point a radial line, from the curve to the radius point, bears South 16°22'53" West;

thence southeasterly along said curve having a radius of 18.00 feet, through a central angle of 95°33'30" and an arc length of 30.02 feet;

thence South 21°56'23" West, 50.00 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 70.00 feet, through a central angle of 43°36'07" and an arc length of 53.27 feet;

thence South 65°32'30" West, 934.64 feet;

thence North 24°27'30" West, 346.00 feet to the **TRUE POINT OF BEGINNING**;

thence South 65°32'30" West, 606.65 feet;

thence North 40°49'41" West, 196.50 feet;

thence North 49°10'19" East, 690.00 feet;

thence South 24°27'30" East, 383.00 feet to the **TRUE POINT OF BEGINNING**.

Containing an area of 183,968 square feet or 4.22 acres, more or less.

Parcel 8 (P/K)

A parcel of land in Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court said parcel situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "SHIP" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2115136.166, Easting = 6052732.398, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 82°51'11" West, 544.09 feet;

thence South 76°31'20" East, 683.45 feet;

thence South 61°43'52" East, 262.27 feet;

thence South 55°12'41" East, 61.58 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears South 28°16'02" West;

thence along said curve having a radius of 15.00 feet, through a central angle of 69°05'43" and an arc length of 18.09 feet;

thence South 49°10'19" West, 32.66 feet to the **TRUE POINT OF BEGINNING**;

thence South 40°49'41" East, 248.00 feet;

thence South 49°10'19" West, 625.00 feet;

thence North 40°49'41" West, 50.00 feet;

thence South 49°10'19" West, 32.00 feet;

thence North 40°49'41" West, 198.00 feet;

thence North 49°10'19" East, 200.00 feet to the southwesterly line of the land described in that certain Grant Deed recorded on December 13, 1979 as Document Number 79-252704, Official Records Alameda County;

thence along last said southwesterly line, South 40°49'41" East 116.56 feet, to the most southerly corner of said land described in said Document Number 79-252704;

thence along the southeasterly line of said land described in said Document Number 79-252704 and the southeasterly line of the parcel described as "(B)" in the Quitclaim Deed to Fred H. Slater and Virginia Slater, recorded on January 18, 1946 in Book 4832 of Official Records at page 53, Alameda County Records, North 49°10'19" East 160.00 feet to the most easterly corner of said parcel "(B)";

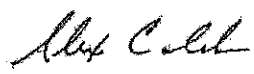
thence along the northeasterly line of said parcel "(B)", North 40°49'41" West, 116.56 feet;

thence North 49°10'19" East, 297.00 feet to the **TRUE POINT OF BEGINNING**.

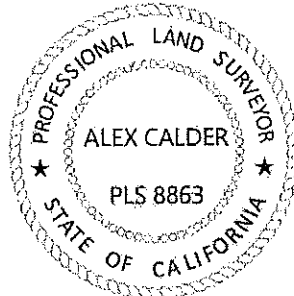
Containing an area of 142,687 square feet or 3.28 acres, more or less.

Basis of Bearings: California Coordinate System of 1983 (CCS83), Epoch 1986, Zone 3. Held record CCS83 coordinate Northing = 2115136.166, Easting = 6052732.398, at point "SHIP", and the calculated bearing South 72°09'16" East to point "H133" having CCS83 coordinate Northing = 2114243.395, Easting = 6055505.473. The two monuments, "SHIP" and "H133" are shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California. All distances are ground distances. To obtain grid distances, multiply ground distances shown by 0.9999293.

This description was prepared by me or under my direction in conformance with the requirements of the Land Surveyor's Act.



Alex Calder, PLS 8863



June 19, 2017
Dated

END OF DESCRIPTION

SCHEDULE A-3
Legal Description of the R/O/W Parcels

[See attached]

**LAND DESCRIPTION
SCHEDULE A-3
RIGHT OF WAY PARCELS**

Nine parcels of land situate in the City of Oakland, County of Alameda, State of California, and being more particularly described as follows:

PARCEL 1

All of Parcel X1 as shown on Tract Map No. 7621, filed June 2, 2015 in Book 331 of Maps, at pages 81 – 86, Official Records of said County.

Containing an area of 15,688 square feet or 0.36 acres, more or less.

PARCEL 2

All of Parcel X2 as shown on Tract Map No. 7621, filed June 2, 2015 in Book 331 of Maps, at pages 81 – 86, Official Records of said County.

Containing an area of 32,704 square feet or 0.75 acres, more or less.

PARCEL 3

All of Parcel X3 as shown on Tract Map No. 7621, filed June 2, 2015 in Book 331 of Maps, at pages 81 – 86, Official Records of said County.

Containing an area of 21,675 square feet or 0.50 acres, more or less.

PARCEL 4

All of Parcel X4 as shown on Tract Map No. 7621, filed June 2, 2015 in Book 331 of Maps, at pages 81 – 86, Official Records of said County.

Containing an area of 227,053 square feet or 5.22 acres, more or less.

PARCEL 5 (T/T2) DOCUMENT NUMBER 2013-203246, PORTION WITHIN FINAL MAP TRACT 8395, PHASE 2

A parcel of filled tide and submerged land in the historic bed of San Antonio Estuary situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "H133" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2114243.395, Easting = 6055505.473, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 78°53'23" West, 366.53 feet to the intersection of the northwesterly line of Homewood Suites Lease Boundary, as said boundary is described in that certain lease between the Port of Oakland and JBN Lodging, recorded on January 2, 1997 as Document Number 97000487, Alameda County Records, with the southerly line of the Embarcadero, as said Embarcadero is shown on said record of survey;

thence along last said northwesterly line of Homewood Suites Lease Boundary, South 65°32'30" West, 36.61 feet to the beginning of a non-tangent curve to the

left, from which point a radial line, from the curve to the radius point, bears South 1°06'18" East;

thence along said curve having a radius of 398.00 feet, through a central angle of 3°18'25" and an arc length of 22.97 feet;

thence South 85°35'17" West, 149.96 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 545.00 feet, through a central angle of 11°30'02" and an arc length of 109.39 feet to the **TRUE POINT OF BEGINNING**, said point also being a point of reverse curvature;

thence along said curve having a radius of 15.00 feet, through a central angle of 75°08'56" and an arc length 19.67 feet;

thence South 21°56'23" West, 127.14 feet;

thence South 65°32'30" West, 1,261.28 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court;

thence along last said common line, North 2°48'22" West, 47.04 feet;

thence continuing along last said common line, North 52°26'38" East, 77.57 feet;

thence North 65°32'30" East, 188.89 feet;

thence North 24°27'30" West, 72.90 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court;

thence along last said common line, North 38°26'38" East, 104.02 feet;

thence South 24°27'30" East, 120.28 feet;

thence North 65°32'30" East, 439.70 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 15.00 feet, through a central angle of 90°00'00" and an arc length of 23.56 feet;

thence North 24°27'30" West, 331.00 feet;

thence North 65°32'30" East, 110.11 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 70.00 feet, through a central angle of 24°52'28" and an arc length of 30.39 feet;

thence North 40°40'02" East, 52.07 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 18.00 feet, through a central angle of 105°00'00" and an arc length of 32.99 feet to a point of cusp;

thence South 64°19'58" East, 99.39 feet to a point of cusp with a curve to the left, from which point a radial line, from the curve to the radius point, bears South 25°40'02" West;

thence westerly along said curve having a radius of 18.00 feet, through a central angle of 75°00'00" and an arc length of 23.56 feet;

thence South 40°40'02" West, 77.80 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 130.00 feet, through a central angle of 24°52'28" and an arc length of 56.44 feet;

thence South 65°32'30" West, 35.11 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 15.00 feet, through a central angle of 90°00'00" and an arc length of 23.56 feet;

thence South 24°27'30" East, 256.00 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 15.00 feet, through a central angle of 90°00'00" and an arc length of 23.56 feet;

thence North 65°32'30" East, 312.34 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 70.00 feet, through a central angle of 43°36'07" and an arc length of 53.27 feet;

thence North 21°56'23" East, 50.00 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 18.00 feet, through a central angle of 95°33'30" and an arc length of 30.02 feet to a point of cusp with a curve to the left, from which point a radial line, from the curve to the radius point, bears North 16°22'53" East;

thence easterly along said curve having a radius of 545.00 feet, through a central angle of 9°17'34" and an arc length of 88.39 feet to the **TRUE POINT OF BEGINNING**.

EXCEPTING THEREFROM that portion lying within Parcel X4 (Phase 1) as shown on Tract Map No. 7621, filed June 2, 2015 in Book 331 of Maps, at pages 81 – 86, Official Records of said County.

PARCEL 6 (P/T1) DOCUMENT NUMBER 2013-203242, PORTION WITHIN FINAL MAP TRACT 8395, PHASE 2

A parcel of land in Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court said parcel situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "H133" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2114243.395, Easting = 6055505.473, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 78°53'23" West, 366.53 feet to the intersection of the northwesterly line of Homewood Suites Lease Boundary, as said boundary is described in that certain lease between the Port of Oakland and JBN Lodging, recorded on January 2, 1997 as Document Number 97000487, Alameda County Records, with the southerly line of the Embarcadero, as said Embarcadero is shown on said record of survey;

thence along last said northwesterly line of Homewood Suites Lease boundary, South 65°32'30" West, 36.61 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears South 1°06'18" East;

thence along said curve having a radius of 398.00 feet, through a central angle of 3°18'25" and an arc length of 22.97 feet;

thence South 85°35'17" West, 149.96 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 545.00 feet, through a central angle of 30°04'45" and an arc length of 286.11 feet;

thence North 64°19'58" West, 338.14 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 972.00 feet, through a central angle of 12°11'41" and an arc length of 206.88 feet;

thence North 76°31'39" West, 498.23 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 1,992.00 feet, through a central angle of 1°31'17" and an arc length of 52.89 feet to the **TRUE POINT OF BEGINNING**, said point also being a point of reverse curvature;

thence along said curve having a radius of 35.00 feet, through a central angle of

101°12'29" and an arc length 61.82 feet;

thence South 3°47'09" West, 20.39 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 15.00 feet, through a central angle of 28°14'39" and an arc length of 7.39 feet;

thence South 24°27'30" East, 729.91 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court;

thence along last said common line, South 38°26'38" West, 104.02 feet;

thence North 24°27'30" West, 213.10 feet;

thence South 65°32'30" West, 464.21 feet;

thence South 1°32'30" West, 44.94 feet;

thence South 62°27'30" East, 277.54 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 70.00 feet, through a central angle of 52°00'00" and an arc length of 63.53 feet;

thence North 65°32'30" East, 68.99 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court;

thence along last said common line, South 52°26'38" West, 77.57 feet;

thence continuing along last said common line, South 2°48'22" East, 47.04 feet;

thence South 65°32'30" West, 23.24 feet;

thence North 62°27'30" West, 351.97 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 73.00 feet, through a central angle of 128°00'00" and an arc length of 163.08 feet;

thence North 24°27'30" West, 12.00 feet;

thence North 65°32'30" East, 464.21 feet;

thence North 24°27'30" West, 525.89 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 75.00 feet, through a central angle of 42°14'39" and an arc length of 55.30 feet;

thence North 17°47'09" East, 48.55 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 15.00 feet, through a central angle of 88°43'49" and an arc length of 23.23 feet to a point of cusp with a curve to the left, from which point a radial line, from the curve to the radius point, bears North 19°03'20" East;

thence along said curve having a radius of 1,992.00 feet, through a central angle of 4°03'42" and an arc length of 141.21 feet to the **TRUE POINT OF BEGINNING**,

EXCEPTING THEREFROM that portion lying within Parcel X4 (Phase 1) as shown on Tract Map No. 7621, filed June 2, 2015 in Book 331 of Maps, at pages 81 – 86, Official Records of said County.

PARCEL 7 (T/U2)

A parcel of filled tide and submerged land in the historic bed of San Antonio Estuary situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "SHIP" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2115136.166, Easting = 6052732.398, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North $82^{\circ}51'11''$ West, 544.09 feet to the northwesterly prolongation of the southerly line of the Embarcadero, as said Embarcadero is shown on said record of survey;

thence along said northwesterly prolongation, along said line, South $76^{\circ}31'20''$ East, 683.45 feet;

thence continuing along said southerly line, South $61^{\circ}43'52''$ East, 262.27 feet to the southeasterly line of the lands of Silveira, as said lands are described in that certain Grant Deed recorded on November 3, 1967 in Reel 2068 at image 141, Alameda County Records;

thence along last said southeasterly line, South $49^{\circ}10'19''$ West, 911.59 to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court, and being the **TRUE POINT OF BEGINNING**;

thence along last said common line, South $43^{\circ}18'22''$ East, 52.05 feet;

thence South $49^{\circ}10'19''$ West, 14.45 feet;

thence South $40^{\circ}49'41''$ East, 1.00 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 51.00 feet, through a central angle of $180^{\circ}00'00''$ and an arc length of 160.22 feet;

thence North $40^{\circ}49'41''$ West, 53.00 to the southeasterly line of the lands of Silveira, as said lands are described in that certain Grant Deed recorded on November 3, 1967 in Reel.2068 at image 141, Alameda County Records;

thence along last said southeasterly line, North $49^{\circ}10'19''$ East, 114.19 feet to the **TRUE POINT OF BEGINNING**,
Containing an area of 10,184 square feet or 0.23 acres, more or less.

PARCEL 8 (P/U1)

A parcel of land in Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court said parcel situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "SHIP" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2115136.166, Easting = 6052732.398, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North $82^{\circ}51'11''$ West, 544.09 feet to a point on the northwesterly prolongation of the southerly line of the Embarcadero, as said Embarcadero is shown on said record of survey;

thence along last said northwesterly prolongation, along said line, South $76^{\circ}31'20''$ East, 683.45 feet;

thence continuing along last said southerly line, South $61^{\circ}43'52''$ East, 262.27 feet to the southeasterly line of the lands of Silveira, as said lands are described in that certain Grant Deed recorded on November 3, 1967 in Reel 2068 at image 141, Alameda County Records, and the **TRUE POINT OF BEGINNING**;

thence South $55^{\circ}12'41''$ East, 61.58 feet to a point of cusp with a curve to the left, from which point a radial line, from the curve to the radius point bears South $28^{\circ}16'02''$ West;

thence along said curve having a radius of 15.00 feet, through a central angle of $69^{\circ}05'43''$ and an arc length of 18.09 feet;

thence South $49^{\circ}10'19''$ West, 329.66 feet to the northeasterly line of the parcel described as "(B)" in the Quitclaim Deed to Fred H. Slater and Virginia Slater, recorded on January 18, 1946 in Book 4832 of Official Records at page 53, Alameda County Records;

thence along last said northeasterly line, North $40^{\circ}49'41''$ West, 23.44 feet to the most northerly corner of said parcel "(B)";

thence along the northwesterly line of said parcel "(B)" and along the northwesterly line of the land described in that certain Grant Deed recorded on December 13, 1979 as Document Number 79-252704, Official Records Alameda County, South $49^{\circ}10'19''$ West, 160.00 feet to the most westerly corner of said land described in said Document Number 79-252704;

thence along the southwesterly line of said land described in said Document Number 79-252704, South 40°49'41" East, 23.44 feet;

thence South 49°10'19" West, 200.00 feet;

thence South 40°49'41" East, 2.00 feet;

thence South 49°10'19" West, 220.97 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court;

thence along last said common line, North 43°18'22" West, 52.05 feet to the southeasterly line of the lands of Silveira, as said lands are described in that certain Grant Deed recorded on November 3, 1967 in Reel 2068 at image 141, Alameda County Records;

thence along last said southeasterly line, North 49°10'19" East, 911.59 feet to the **TRUE POINT OF BEGINNING**.

Containing an area of 42,563 square feet or 0.98 acres, more or less.

PARCEL 9 (T/V)

A parcel of filled tide and submerged land in the historic bed of San Antonio Estuary situate in the City of Oakland, County of Alameda, State of California and being more particularly described as follows:

BEGINNING at Monument "SHIP" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2115136.166, Easting = 6052732.398, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North $82^{\circ}51'11''$ West, 544.09 feet to the northwesterly prolongation of the southerly line of the Embarcadero, as said Embarcadero is shown on said record of survey;

thence along said northwesterly prolongation of the southerly line of said Embarcadero, South $76^{\circ}31'20''$ East, 295.07 feet to the **TRUE POINT OF BEGINNING**;

thence South $69^{\circ}13'14''$ East, 84.02 feet to a point of cusp with a curve to the left, from which point a radial line, from the curve to the radius point, bears South $11^{\circ}33'17''$ West;

thence southwesterly along said curve having a radius of 15.00 feet, through a central angle of $75^{\circ}22'39''$ and an arc length of 19.73 feet;

thence South $26^{\circ}10'38''$ West, 85.29 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 25.00 feet, through a central angle of $22^{\circ}59'41''$ and an arc length of 10.03 feet;

thence South $49^{\circ}10'19''$ West, 229.90 feet;

thence North $40^{\circ}49'41''$ West, 23.30 feet to the beginning of a non-tangent curve to the right, from which point a radial line, from the curve to the radius point, bears North $40^{\circ}49'41''$ West;

thence along said curve having a radius of 40.00 feet, through a central angle of $262^{\circ}23'10''$ and an arc length of 183.18 feet;

thence North $49^{\circ}10'19''$ East, 205.96 feet;

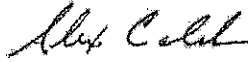
thence North $26^{\circ}10'38''$ East, 35.39 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 30.00 feet, through a central angle of $56^{\circ}28'55''$ and an arc length of 29.57 feet to the **TRUE POINT OF BEGINNING**.

Containing an area of 25,068 square feet or 0.58 acres, more or less.

Basis of Bearings: California Coordinate System of 1983 (CCS83), Epoch 1986, Zone 3. Held record CCS83 coordinate Northing = 2115136.166, Easting = 6052732.398, at point "SHIP", and the calculated bearing South 72°09'16" East to point "H133" having CCS83 coordinate Northing = 2114243.395, Easting = 6055505.473. The two monuments, "SHIP" and "H133" are shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California. All distances are ground distances. To obtain grid distances, multiply ground distances shown by 0.9999293.

This description was prepared by me or under my direction in conformance with the requirements of the Land Surveyor's Act.



Alex Calder, PLS 8863



June 19, 2017
Dated

END OF DESCRIPTION

SCHEDULE 2
Legal Description of the Affordable Housing Parcels

[See attached]

**LAND DESCRIPTION
SCHEDULE 2
AFFORDABLE HOUSING PARCELS**

The parcels of land situate in the City of Oakland, County of Alameda, State of California, and being more particularly described as follows:

PARCEL A

All of Parcel A as shown on Tract Map No. 7621, filed June 2, 2015 in Book 331 of Maps, at pages 81 – 86, Official Records of said County.

Containing an area of 100,517 square feet or 2.31 acres, more or less.

PARCEL F (DOCUMENT NUMBER 2014-192520)

All that land situate in the City of Oakland, County of Alameda, State of California being a portion of Parcel 3 (S/B2) as said parcel is described in that certain State of California Patent and Trust Termination recorded on June 10, 2013 as Document Number 2013203239, Official Records of Alameda County, and a portion of Parcel 4 (P/B1) as said parcel is described in that certain Grant Deed recorded on June 10, 2013 as Document Number 2013203240, Official Records of Alameda County, State of California and being more particularly described as follows:

BEGINNING at Monument "H133" having California Coordinate System of 1983, CCS83, Zone III, coordinate of Northing = 2114243.395, Easting = 6055505.473, as shown on the Record of Survey of the port area of the City of Oakland, R/S No. 1847, filed for record on November 8, 2004 in Book 29 of Records of Survey at pages 23 through 26, Alameda County Records, State of California;

thence North 78°53'23" West, 366.53 feet;

thence South 65°32'30" West, 36.61 feet to the beginning of a non-tangent curve to the left, from which point a radial line, from the curve to the radius point, bears South 1°06'18" East;

thence along said curve having a radius of 398.00 feet, through a central angle of 3°18'25" and an arc length of 22.97 feet;

thence South 85°35'17" West, 149.96 feet to the beginning of a tangent curve to the right;

thence along said curve having a radius of 545.00 feet, through a central angle of 30°04'45" and an arc length of 286.11 feet;

thence North 64°19'58" West, 337.37 feet to a point on the northeasterly line of Parcel 3 (S/B2) and the **TRUE POINT OF BEGINNING**;

thence along the northeasterly line of said Parcel 3 (S/B2), North 64°19'58" West, 0.77 feet to the beginning of a tangent curve to the left;

thence continuing along last said line, along said curve having a radius of 972.00 feet, through a central angle of 12°11'41" and an arc length of 206.88 feet;

thence continuing along the northerly line of said Parcel 3 (S/B2), North 76°31'39" West, 90.54 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court, and the northwest corner of said Parcel 3 (S/B2) and the northeast corner of said Parcel 4 (P/B1);

thence along the northerly line of said Parcel 4 (P/B1), North 76°31'39" West, 62.271 feet;

thence leaving last said northerly line, South 14°49'55" West, 166.44 feet to the beginning of a tangent curve to the left;

thence along said curve having a radius of 70.00 feet, through a central angle of 39°18'05" and an arc length of 48.02 feet;

thence South 24°28'10" East, 121.14 feet;

thence North 65°32'30" East, 99.13 feet to the common line between, filled tide and submerged land in the historic bed of San Antonio Estuary, and Rancho San Antonio as located by the U.S. Surveyor General, approved October 4, 1871 by the U.S. District Court, being the common line between said Parcel 3 (S/B2) and said Parcel 4 (P/B1);

thence leaving last said common line, North 65°32'30" East, 98.52 feet to an angle point in the easterly line of said Parcel 3 (S/B2);

thence along the easterly line of said Parcel 3 (S/B2), North 65°32'30" East, 110.11 feet; to the beginning of a tangent curve to the left;

thence continuing along last said easterly line, along said curve having a radius of 70.00 feet, through a central angle 24°52'28", and an arc length of 30.39 feet;

thence continuing along last said easterly line, North 40°40'02" East, 52.07 feet to the beginning of a tangent curve to the left;

thence continuing along last said easterly line and the northeasterly line of said Parcel 3 (S/B2), along said curve having a radius of 18.00 feet, through a central angel of 105°00'00", and an arc length of 32.99 feet to the **TRUE POINT OF BEGINNING**.

Containing an area of 1.73 acres or 75,306 square feet, more or less.