

**WAIVER AND CONSENT WITH RESPECT TO CONDUCT OF PUBLIC  
HEARINGS AND MAIL BALLOT ELECTION FOR LANDOWNER ELECTION FOR A  
COMMUNITY FACILITIES DISTRICT**

The undersigned, Erik Hayden is an authorized representative of Zarsion BBC, LLC, a California limited liability company, the owner of privately owned land (Assessor's Parcel Number 018-0465-014-00, approximately a total of 1.44 acres) within Community Facilities District No. 2017-1 (Brooklyn Basin Public Services), City of Oakland, County of Alameda, State of California ("CFD No. 2017-1").

The undersigned expressly acknowledges having received copies of the Resolution of Intention and all its attachments, including the Boundary Map and the Rate and Method of Apportionment for CFD No. 2017-1, together with any other information the undersigned deemed relevant to make an informed decision with respect to CFD No. 2017-1, and as one of the proponents of CFD No. 2017-1 hereby waives any right to protest at the public hearing to be held on November 7, 2017 regarding CFD No. 2017-1.

The undersigned is legally entitled and authorized to execute this Waiver/Consent and to cast the ballot for Zarsion BBC, LLC, in the landowner mail ballot election to be conducted on November 7, 2017, within CFD No. 2017-1 to determine whether the City shall be authorized to levy a special tax pursuant to the Mello-Roos Community Facilities Act of 1982 (Government Code Sections 53311 et seq.) ("Act"), as provided by the Resolution of Formation for CFD No. 2017-1 ("Resolution of Formation"), proposed to be adopted by the City on November 7, 2017.

The undersigned, on behalf of Zarsion BBC, LLC, hereby waives each of the following:

1. any and all minimum time periods relative to the public hearing to be held pursuant to Section 53321 of the Act and the publication or mailing of the notice of hearing pursuant to Section 53322 of the Act;
2. if necessary, recordation of the boundary map for CFD No. 2017-1 with the County Assessor's office prior to the hearing on the adoption of a resolution of formation, as required by Section 53321 of the Act and Section 3111 of the Streets and Highways Code;
3. any and all minimum time periods relative to the landowner mail ballot election to be held pursuant to Section 53326(a) of the Act;
4. the preparation and distribution of an impartial analysis of the ballot measure, as well as arguments in favor and against, under the authority of Section 53327(b) of the Act;
5. the requirement to publish notice of the election under Section 53352 of the Act;

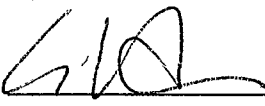
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6. the requirements regarding the time to mail ballots to the qualified electors under Elections Code Section 4101;
7. the requirements regarding identification envelopes for the return of mailed ballots contained in Section 53327.5 of the Act; and
8. any and all defects, whether known or unknown, in notice or procedure in the formation of CFD No. 2017-1, including but not limited to the public hearing and conduct of the election.

The undersigned expressly acknowledges, represents and states that the election is being expedited by the City, pursuant to this waiver and consent, at the request of the undersigned as an authorized representative of Zarsion BBC, LLC.

I declare, under penalty of perjury, under the laws of the State of California, that the foregoing is true and correct and that this declaration is executed on September 13, 2017.

Zarsion BBC, LLC, a California limited liability company

By:   
Name: Erik Hayden  
Title: Member

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OFFICE OF THE CITY CLERK  
DANIEL M. HARRIS

**WAIVER AND CONSENT WITH RESPECT TO CONDUCT OF PUBLIC  
HEARINGS AND MAIL BALLOT ELECTION FOR LANDOWNER ELECTION FOR A  
COMMUNITY FACILITIES DISTRICT**

The undersigned, Michael Ghelardis an authorized representative of Zarsion-OHP I, LLC, a California limited liability company, the owner of privately owned land (Assessor's Parcel Numbers 018-0465-012-00, 018-0465-002-06, 018-0465-002-10, 018-0465-002-12, 018-0465-002-15, 018-0465-002-27, 018-0465-002-29, 018-0460-004-06, 018-0460-004-08, 018-0460-004-10, 018-0460-004-11, 018-0430-001-14, approximately a total of 16.45 acres) within Community Facilities District No. 2017-1 (Brooklyn Basin Public Services), City of Oakland, County of Alameda, State of California ("CFD No. 2017-1").

The undersigned expressly acknowledges having received copies of the Resolution of Intention and all its attachments, including the Boundary Map and the Rate and Method of Apportionment for CFD No. 2017-1, together with any other information the undersigned deemed relevant to make an informed decision with respect to CFD No. 2017-1, and as one of the proponents of CFD No. 2017-1 hereby waives any right to protest at the public hearing to be held on November 7, 2017 regarding CFD No. 2017-1.

The undersigned is legally entitled and authorized to execute this Waiver/Consent and to cast the ballot for Zarsion-OHP I, LLC, in the landowner mail ballot election to be conducted on November 7, 2017, within CFD No. 2017-1 to determine whether the City shall be authorized to levy a special tax pursuant to the Mello-Roos Community Facilities Act of 1982 (Government Code Sections 53311 *et seq.*) ("Act"), as provided by the Resolution of Formation for CFD No. 2017-1 ("Resolution of Formation"), proposed to be adopted by the City on November 7, 2017.

The undersigned, on behalf of Zarsion-OHP I, LLC, hereby waives each of the following:

1. any and all minimum time periods relative to the public hearing to be held pursuant to Section 53321 of the Act and the publication or mailing of the notice of hearing pursuant to Section 53322 of the Act;
2. if necessary, recordation of the boundary map for CFD No. 2017-1 with the County Assessor's office prior to the hearing on the adoption of a resolution of formation, as required by Section 53321 of the Act and Section 3111 of the Streets and Highways Code;
3. any and all minimum time periods relative to the landowner mail ballot election to be held pursuant to Section 53326(a) of the Act;

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4. the preparation and distribution of an impartial analysis of the ballot measure, as well as arguments in favor and against, under the authority of Section 53327(b) of the Act;
5. the requirement to publish notice of the election under Section 53352 of the Act;
6. the requirements regarding the time to mail ballots to the qualified electors under Elections Code Section 4101;
7. the requirements regarding identification envelopes for the return of mailed ballots contained in Section 53327.5 of the Act; and
8. any and all defects, whether known or unknown, in notice or procedure in the formation of CFD No. 2017-1, including but not limited to the public hearing and conduct of the election.

The undersigned expressly acknowledges, represents and states that the election is being expedited by the City, pursuant to this waiver and consent, at the request of the undersigned as an authorized representative of Zarsion-OHP I, LLC.

I declare, under penalty of perjury, under the laws of the State of California, that the foregoing is true and correct and that this declaration is executed on September 13, 2017.

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

By: \_\_\_\_\_

Name: Michael Ghiselmatti

Title: Authorized Individual

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**WAIVER AND CONSENT WITH RESPECT TO CONDUCT OF PUBLIC  
HEARINGS AND MAIL BALLOT ELECTION FOR LANDOWNER ELECTION FOR A  
COMMUNITY FACILITIES DISTRICT**

The undersigned, Michael Ghudmalh is an authorized representative of **250 Ninth Avenue Partners, LLC**, a California limited liability company, the owner of privately owned land (Assessor's Parcel Number 018-0465-013-00, approximately a total of 1.54 acres) within Community Facilities District No. 2017-1 (Brooklyn Basin Public Services), City of Oakland, County of Alameda, State of California ("CFD No. 2017-1").

The undersigned expressly acknowledges having received copies of the Resolution of Intention and all its attachments, including the Boundary Map and the Rate and Method of Apportionment for CFD No. 2017-1, together with any other information the undersigned deemed relevant to make an informed decision with respect to CFD No. 2017-1, and as one of the proponents of CFD No. 2017-1 hereby waives any right to protest at the public hearing to be held on November 7, 2017 regarding CFD No. 2017-1.

The undersigned is legally entitled and authorized to execute this Waiver/Consent and to cast the ballot for 250 Ninth Avenue Partners, LLC, in the landowner mail ballot election to be conducted on November 7, 2017, within CFD No. 2017-1 to determine whether the City shall be authorized to levy a special tax pursuant to the Mello-Roos Community Facilities Act of 1982 (Government Code Sections 53311 et seq.) ("Act"), as provided by the Resolution of Formation for CFD No. 2017-1 ("Resolution of Formation"), proposed to be adopted by the City on November 7, 2017.

The undersigned, on behalf of 250 Ninth Avenue Partners, LLC, hereby waives each of the following:

1. any and all minimum time periods relative to the public hearing to be held pursuant to Section 53321 of the Act and the publication or mailing of the notice of hearing pursuant to Section 53322 of the Act;
2. if necessary, recordation of the boundary map for CFD No. 2017-1 with the County Assessor's office prior to the hearing on the adoption of a resolution of formation, as required by Section 53321 of the Act and Section 3111 of the Streets and Highways Code;
3. any and all minimum time periods relative to the landowner mail ballot election to be held pursuant to Section 53326(a) of the Act;
4. the preparation and distribution of an impartial analysis of the ballot measure, as well as arguments in favor and against, under the authority of Section 53327(b) of the Act;

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5. the requirement to publish notice of the election under Section 53352 of the Act;
6. the requirements regarding the time to mail ballots to the qualified electors under Elections Code Section 4101;
7. the requirements regarding identification envelopes for the return of mailed ballots contained in Section 53327.5 of the Act; and
8. any and all defects, whether known or unknown, in notice or procedure in the formation of CFD No. 2017-1, including but not limited to the public hearing and conduct of the election.

The undersigned expressly acknowledges, represents and states that the election is being expedited by the City, pursuant to this waiver and consent, at the request of the undersigned as an authorized representative of 250 Ninth Avenue Partners, LLC.

I declare, under penalty of perjury, under the laws of the State of California, that the foregoing is true and correct and that this declaration is executed on September 13, 2017.

250 Ninth Avenue Partners, LLC, a California limited liability company

By: \_\_\_\_\_

Name: Michael Ghielmetti

Title: Authorized Individual

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