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RECORDING REQUESTED BY:

AND WHEN RECORDED MAIL TO:

ARE-San Francisco No. 15, LLC
c/o David S. Meyer, Attorney-At-Law
4535 Don Pio Drive
Woodland Hills, CA 91364



San Francisco Assessor-Recorder
Phil Ting, Assessor-Recorder
DOC- 2010-J073289-00

Check Number 7131

Monday, NOV 01, 2010 14:49:44

Ttl Pd \$62.00 Rpt # 0004021750

REEL K261 IMAGE 0337

081/FT/1-19

(Above Space for Recorder's Use Only)

A.P.N.s: Block 8709, Lots 007, 017,
018, 019, 020, 022, & 023
Block 8721, Lots 018, 022,
030, 031, 032, & 034

A.P.N.s: Block 8721, Lots 029 & 033
Block 8722, Lots 001 (a portion) & 008
Block 8725, Lots 001 (a portion) & 004

MEMORANDUM OF AGREEMENT REGARDING CONSTRUCTION OBLIGATIONS

This MEMORANDUM OF AGREEMENT REGARDING CONSTRUCTION OBLIGATIONS (this "Memorandum") is entered into effective as of November 1, 2010 (the "Effective Date"), by (i) on the one hand, (A) ARE-SAN FRANCISCO NO. 15, LLC, a Delaware limited liability company ("ARE-SF 15"), (B) ARE-SAN FRANCISCO NO. 16, LLC, a Delaware limited liability company ("ARE-SF 16"), (C) ARE-SAN FRANCISCO NO. 19, LLC, a Delaware limited liability company ("ARE-SF 19"), (D) ARE-SAN FRANCISCO NO. 22, LLC, a Delaware limited liability company ("ARE-SF 22"), (E) ARE-SAN FRANCISCO NO. 26, LLC, a Delaware limited liability company ("ARE-SF 26"), and (F) ARE-SAN FRANCISCO NO. 36, LLC, a Delaware limited liability company ("ARE-SF 36") (each, an "ARE Party" and collectively, the "ARE Parties"), and (ii) on the other hand, (A) BAY JACARANDA NO. 2627, LLC, a Delaware limited liability company ("Bay 2627"), (B) BAY JACARANDA NO. 2932, LLC, a Delaware limited liability company ("Bay 2932"), and (C) BAY JACARANDA NO. 3334, LLC, a Delaware limited liability company ("Bay 3334") (each, a "Bay Party" and collectively, the "Bay Parties").

RECITALS:

A. ARE-SF 15, ARE-SF 19, ARE-SF 26, and ARE-SF 36, collectively, are the owners of certain real property located in the City and County of San Francisco, State of California (the "City"), legally described in Exhibit A attached hereto and incorporated herein by this reference.

B. The Bay Parties, collectively, are the owners of certain real property located in the City legally described in Exhibit B attached hereto and incorporated herein by this reference.

C. FOCIL-MB, LLC, a Delaware limited liability company ("FOCIL"), ARE-SF 15, ARE-SF 16, and ARE-SF 19 entered into a certain Construction Commencement Agreement [Mission Bay–Blocks 26-27, Blocks 29-32, and Blocks 41-43] dated November 15, 2005 (the "General Agreement"). The General Agreement was recorded in the Official Records of the City and County of San Francisco County, State of California (the "Official Records") on November 15, 2005, as Instrument No. 2005-1072104. The General Agreement binds, as covenants and equitable servitudes running with the land, certain real property located in the City commonly referred to as Mission Bay South Development Blocks 26 and 27 (Blocks 26-27"), Mission Bay South Development Blocks 29, 30, 31, and 32 (Blocks 29-32"), and Mission Bay South Development Blocks 41, 42, and 43.

D. FOCIL and ARE-SF 22 entered into a certain Construction Commencement Agreement [Mission Bay South – Blocks 33 and 34] dated November 15, 2005 (the "Specific Agreement"). The Specific Agreement was recorded in the Official Records on November 15, 2005, as Instrument No. 2005-1072098. The Specific Agreement binds, as covenants and equitable servitudes running with the land, certain real property located in the City commonly referred to as Mission Bay South Development Blocks 33 and 34 (Blocks 33-34").

E. Bay 2627 has purchased from ARE-SF 19 portions of Blocks 26-27. Blocks 26-27 remain subject to the General Agreement.

F. Bay 2932 has purchased from ARE-SF 16 Blocks 29-32. Blocks 29-32 remain subject to the General Agreement.

G. Bay 3334 has purchased from ARE-SF 22 Blocks 33-34. Blocks 33-34 remain subject to the Specific Agreement.

H. The ARE Parties and the Bay Parties (each, a "Party" and collectively, the "Parties") have entered into a certain Agreement Regarding Construction Obligations (the "Agreement"), pursuant to which the Parties have allocated responsibility for any obligations that may arise from and after the Effective Date under either the General Agreement or the Specific Agreement.

I. The Parties desire to record this Memorandum in the Official Records in order to give record notice, and to provide constructive notice, of the Agreement.

AGREEMENT:

NOW, THEREFORE, in consideration of the foregoing recitals, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby agree as follows:

1. Notice of Agreement. Upon recordation in the Official Records, this Memorandum shall constitute record and constructive notice of the existence of the Agreement,

the terms and conditions of which are incorporated herein by this reference as if fully set forth herein. This Memorandum is not intended, and shall not be construed or interpreted, to define, limit, or modify any of the terms or conditions set forth in the Agreement.

2. Governing Law. This Memorandum shall be governed by the laws of the State of California.

3. Counterparts. This Memorandum may be executed in any number of counterparts, each of which shall be deemed an original and all of which, taken together, shall constitute a single agreement with the same effect as if all Parties had signed the same signature page. Any signature page from any counterpart of this Memorandum, signed only by one Party, may be detached from such counterpart and re-attached to any other counterpart of this Memorandum that has a signature page signed only by the other Party, without impairing the legal effect of any of the signatures.

[Signature pages follow.]

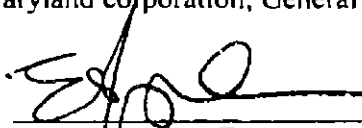
IN WITNESS WHEREOF, ARE-SF 15 has duly executed this Memorandum.

"ARE-SF 15"

ARE-SANFRANCISCO NO. 15, LLC,
a Delaware limited liability company

By: Alexandria Real Estate Equities, L.P.,
a Delaware limited partnership, Managing Member

By: ARE-QRS Corp.,
a Maryland corporation, General Partner

By: 
Print Name: Eric S. Johnson
Print Title: Vice President
Real Estate Legal Affairs

State of California)
County of Los Angeles) ss.

On October 28, 2010, before me, Charles L. Murphy, a notary public in and for said State, personally appeared Eric S. Johnson, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

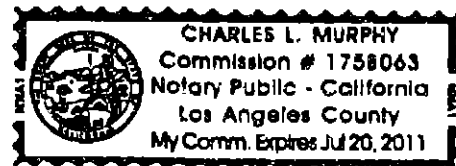
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct

WITNESS my hand and official seal.

My commission number is: 1758063

My commission expires: July 20, 2011


Signature of Notary Public



(Seal)


IN WITNESS WHEREOF, ARE-SF 16 has duly executed this Memorandum

"ARE-SF 16"

ARE-SANFRANCISCO NO. 16, LLC,
a Delaware limited liability company

By: Alexandria Real Estate Equities, L.P.,
a Delaware limited partnership, Managing Member

By: ARE-QRS Corp.,
a Maryland corporation, General Partner

By: 
Print Name: Eric S. Johnson
Print Title: Vice President
Real Estate Legal Affairs

State of California)
County of Los Angeles) ss.

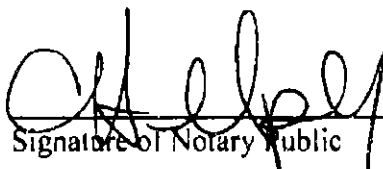
On October 28, 2010, before me, Charles L. Murphy, a notary public in and for said State, personally appeared Eric S. Johnson, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

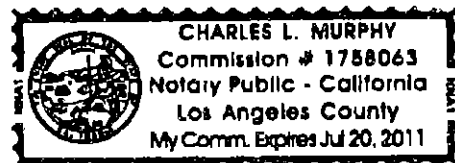
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

My commission number is: 1758063

My commission expires: July 20, 2011


Signature of Notary Public



(Seal)

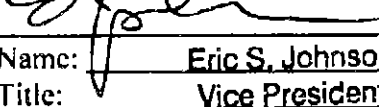
IN WITNESS WHEREOF, ARE-SF 19 has duly executed this Memorandum.

"ARE-SF 19"

ARE-SANFRANCISCO NO. 19, LLC,
a Delaware limited liability company

By: Alexandria Real Estate Equities, L.P.,
a Delaware limited partnership, Managing Member

By: ARE-QRS Corp.,
a Maryland corporation, General Partner

By: 
Print Name: Eric S. Johnson
Print Title: Vice President
Real Estate Legal Affairs

State of California)
County of Los Angeles) ss.

On October 28, 2010, before me, Charles L. Murphy, a notary public in and for said State, personally appeared Eric S. Johnson, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

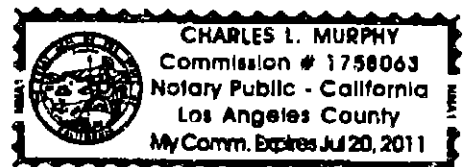
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

My commission number is: 1758063

My commission expires: July 20, 2011


Signature of Notary Public



(Seal)


IN WITNESS WHEREOF, ARE-SF 22 has duly executed this Memorandum.

"ARE-SF 22"

ARE-SANFRANCISCO NO. 22, LLC,
a Delaware limited liability company

By: Alexandria Real Estate Equities, L.P.,
a Delaware limited partnership, Managing Member

By: ARE-QRS Corp.,
a Maryland corporation, General Partner

By: 
Print Name: Eric S. Johnson
Print Title: Vice President
Real Estate Legal Affairs

State of California)
County of Los Angeles) ss.

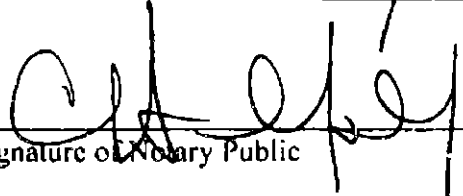
On October 28, 2010, before me, Charles L. Murphy, a notary public in and for said State, personally appeared Eric S. Johnson, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

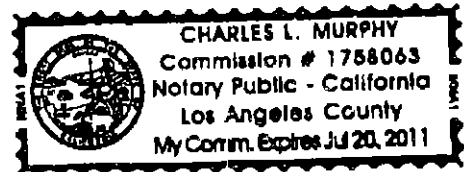
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

My commission number is: 1758063

My commission expires: July 20, 2011


Signature of Notary Public



(Seal)

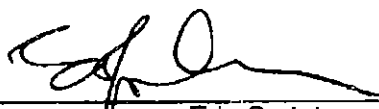
IN WITNESS WHEREOF, ARE-SF 26 has duly executed this Memorandum.

"ARE-SF 26"

ARE-SANFRANCISCO NO. 26, LLC.
a Delaware limited liability company

By: Alexandria Real Estate Equities, L.P.,
a Delaware limited partnership, Managing Member

By: ARE-QRS Corp.,
a Maryland corporation, General Partner

By: 
Print Name: Eric S. Johnson
Print Title: Vice President
Real Estate Legal Affairs

State of California)
County of Los Angeles) ss.

On October 28, 2010, before me, Charles L. Murphy, a notary public in and for said State, personally appeared Eric S. Johnson, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

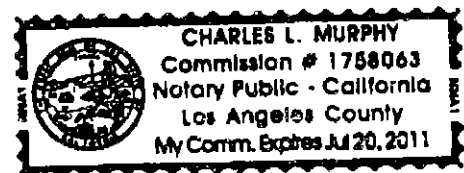
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

My commission number is: 1758063

My commission expires: July 20, 2011


Signature of Notary Public



(Seal)


IN WITNESS WHEREOF, ARE-SF 36 has duly executed this Memorandum.

"ARE-SF 36"

ARE-SANFRANCISCO NO. 36, LLC,
a Delaware limited liability company

By: Alexandria Real Estate Equities, L.P.,
a Delaware limited partnership, Managing Member

By: ARE-QRS Corp.,
a Maryland corporation, General Partner

By: 
Print Name: Eric S. Johnson
Print Title: Vice President
Real Estate Legal Affairs

State of California)
County of Los Angeles) ss.

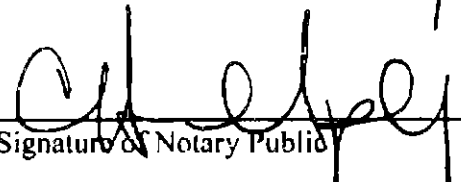
On October 28, 2010, before me, Charles L. Murphy, a notary public in and for said State, personally appeared Eric S. Johnson, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument, the person, or the entity upon behalf of which the person 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.

My commission number is: 1758063

My commission expires: July 20, 2011


Signature of Notary Public



(Seal)


IN WITNESS WHEREOF, Bay 2627 has duly executed this Memorandum.

"Bay 2627"

BAY JACARANDA NO. 2627, LLC,
a Delaware limited liability company

By: Bay Jacaranda Holdings, LLC,
a Delaware limited liability company, Sole Member

By: salesforce.com, inc.,
a Delaware corporation, Sole Member


By: Sam Fleischmann
Title: Senior Vice President
and General Counsel, Corporate

State of California)
County of San Francisco) ss.

On October 28, 2010, before me, Erika H. Zerkel, a notary public in and for said State, personally appeared Sam Fleischmann, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument, the person, or the entity upon behalf of which the person 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.

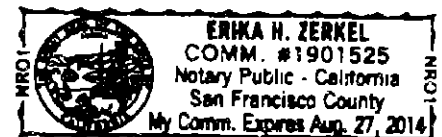
WITNESS my hand and official seal.

My commission number is: 1901525

My commission expires: August 27, 2014



Signature of Notary Public



(Seal)

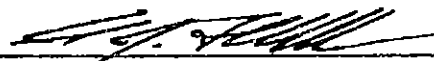
IN WITNESS WHEREOF, Bay 2932 has duly executed this Memorandum.

"Bay 2932"

BAY JACARANDA NO. 2932, LLC,
a Delaware limited liability company

By: Bay Jacaranda Holdings, LLC,
a Delaware limited liability company, Sole Member

By: salesforce.com, inc.,
a Delaware corporation, Sole Member


By: Sam Fleischmann
Title: Senior Vice President
and General Counsel, Corporate

State of California)
County of San Francisco) ss.

On October 28, 2010, before me, Erka H Zerkel, a notary public
in and for said State, personally appeared Sam Fleischmann, who proved to
me on the basis of satisfactory evidence to be the person whose name is subscribed to the within
instrument and acknowledged to me that he/she executed the same in his/her authorized capacity,
and that by his/her signature on the instrument, the person, or the entity upon behalf of which the
person 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.

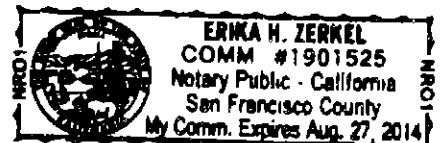
WITNESS my hand and official seal.

My commission number is: 1901525

My commission expires: August 27, 2014



Signature of Notary Public



(Seal)


IN WITNESS WHEREOF, Bay 3334 has duly executed this Memorandum.

"Bay 3334"

BAY JACARANDA NO. 3334, LLC,
a Delaware limited liability company

By: Bay Jacaranda Holdings, LLC,
a Delaware limited liability company, Sole Member

By: salesforce.com, inc.,
a Delaware corporation, Sole Member


By: Sam Fleischmann
Title: Senior Vice President
and General Counsel, Corporate

State of California)
County of San Francisco) ss.

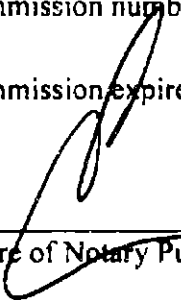
On October 28, 2010, before me, Erika H. Zerkel, a notary public in and for said State, personally appeared Sam Fleischmann, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument, the person, or the entity upon behalf of which the person 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.

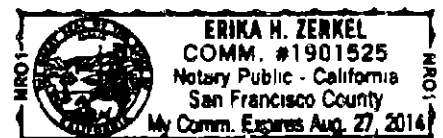
WITNESS my hand and official seal.

My commission number is: 1901525

My commission expires: August 27, 2014



Signature of Notary Public



(Seal)

EXHIBIT A

LEGAL DESCRIPTION OF LAND OWNED COLLECTIVELY
BY ARE-SF 15, ARE-SF 19, ARE-SF 26, AND ARE-SF 36

Owned By ARE-SF 15:

Real property in the City of San Francisco, County of San Francisco, State of California, described as follows:

LOTS 17, 19, 20, 22, AND 23, AS SHOWN ON FINAL MAP NO. 4375, FILED APRIL 8, 2009, IN BOOK CC OF SURVEY MAPS AT PAGES 123 THROUGH 131 IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA

APN: Block 8709, Lots 017, 019, 022, & 023

Owned By ARE-SF 19:

Real property in the City of San Francisco, County of San Francisco, State of California, described as follows:

Parcel 1:

Lots 1, 2, and 4, as shown on Final Map 5156, filed November 25, 2009, in Book CC of Survey Maps at Pages 197 through 201 in the Office of the Recorder of the City and County of San Francisco, State of California.

APN: Block 8721, Lots 032 & 034

Parcel 2:

All that real property situated in the City and County of San Francisco, State of California, described as follows:

All block and lot lines hereinafter mentioned are in accordance with that certain map entitled "Final Map 4141 – Planned Development Mission Bay (26-28)" in Book BB of Maps at Pages 179 through 183, inclusive, recorded on October 16, 2007, in the Office of the Recorder of the City and County of San Francisco, State of California, and being more particularly described as follows:

BEGINNING at the Northeast corner of Block 8721 Lot 28 as shown on said map; thence, South 03°10'56" East, 275.02 feet along the East line of said Lot 28 to the Southeast corner of said Lot 28; thence, South 86°49'04" West, 250.00 feet along the South line of said Lot 28 and Block 8721 Lot 27 as shown on said map; thence, North 03°10'56" West, 275.02 feet leaving said South line to a point on the North line of said Lots 27 and 28; thence, North 86°49'04" East, 250.00 feet along said North line to the POINT OF BEGINNING.

The above description is identical to the description of "New Parcel Block 8721 Lot 30" set forth in Exhibit C attached to that certain Certificate of Compliance recorded in the Office of the Recorder of the City and County of San Francisco, State of California, on April 24, 2009, as Document No. 2009-1752211.

APN: Block 8721, Lot 030

Parcel 3:

Lots 18 and 22, as shown on Final Map 4141, filed October 16, 2007, in Book BB of Maps at Pages 179 through 183 in the Office of the Recorder of the City and County of San Francisco, State of California.

APN: Block 8721, Lots 018 & 022

Owned By ARE-SF 26:

Real property in the City of San Francisco, County of San Francisco, State of California, described as follows:

LOT 7, AS SHOWN ON THAT CERTAIN MAP ENTITLED "FINAL MAP PLANNED DEVELOPMENT MISSION BAY, BEING PHASE I OF A SUBDIVISION OF LOT 1 OF ASSESSOR'S BLOCK 8709, AS SHOWN ON THAT CERTAIN MAP ENTITLED 'MAP OF MISSION BAY' RECORDED ON JULY 19, 1999, IN BOOK Z OF MAPS AT PAGES 97-119 IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, CALIFORNIA", FILED JANUARY 25, 2001 IN BOOK Z OF MAPS AT PAGES 154 THROUGH 162 IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA, AS SUCH MAP WAS CORRECTED BY THAT CERTAIN "CERTIFICATE OF CORRECTION" RECORDED APRIL 2, 2003, IN REEL 1357, IMAGE 396, SERIES NO. 2003-H398817, IN THE OFFICE OF SAID RECORDER.

APN: Block 8709, Lot 007

Owned By ARE-SF 36:

Real property in the City of San Francisco, County of San Francisco, State of California, described as follows:

LOT 18, AS SHOWN ON FINAL MAP NO. 4375, FILED APRIL 8, 2009, IN BOOK CC OF SURVEY MAPS AT PAGES 123 THROUGH 131 IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

APN: Block 8709, Lot 018

[The foregoing legal descriptions do not include any exceptions or reservations or any easements or other rights that may burden or be appurtenant to such real property]

EXHIBIT B

LEGAL DESCRIPTION OF LAND OWNED COLLECTIVELY BY BAY PARTIES

Owned By Bay 2627:

Real property in the City of San Francisco, County of San Francisco, State of California, described as follows:

Parcel 1:

Lot 3, as shown on Final Map 5156, filed November 25, 2009, in Book CC of Survey Maps at Pages 197 through 201 in the Office of the Recorder of the City and County of San Francisco, State of California.

APN: Block 8721, Lot 033

Parcel 2:

All that real property situated in the City and County of San Francisco, State of California, described as follows:

All block and lot lines hereinafter mentioned are in accordance with that certain map entitled "Final Map 4141 – Planned Development Mission Bay (26-28)" in Book BB of Maps at Pages 179 through 183, inclusive, recorded on October 16, 2007, in the Office of the Recorder of the City and County of San Francisco, State of California, and being more particularly described as follows:

BEGINNING at the Northwest corner of Block 8721 Lot 23 as shown on said map; thence, North 86°49'04" East, 157.50 feet along the North line of said Lot 23 and Block 8721 Lot 27 as shown on said map; thence, South 03°10'56" East, 275.02 feet leaving said North line to a point on the South line of said Lots 23 and 27; thence, South 86°49'04" West, 157.50 feet along said South line to the Southwest corner of said Lot 23; thence, North 03°10'56" West, 275.02 feet along the West line of said Lot 23 to the POINT OF BEGINNING.

The above description is identical to the description of "New Parcel Block 8721 Lot 29" set forth in Exhibit B attached to that certain Certificate of Compliance recorded in the Office of the Recorder of the City and County of San Francisco, State of California, on April 24, 2009, as Document No. 2009-1752211.

APN: Block 8721, Lot 029

Owned By Bay 2932:

Real property in the City of San Francisco, County of San Francisco, State of California, described as follows:

Parcel 1:

LOT 1, BLOCK 8722, AS SHOWN ON THAT CERTAIN MAP ENTITLED "MAP OF MISSION BAY", RECORDED JULY 19, 1999, IN BOOK Z OF MAPS, PAGES 97-119, INCLUSIVE, IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, CALIFORNIA, AS CORRECTED BY THAT CERTAIN "CERTIFICATE OF CORRECTION" RECORDED SEPTEMBER 16, 2002, IN REEL I223, IMAGE 596, AS INSTRUMENT NUMBER 2002-H244619-00, IN THE OFFICE OF SUCH RECORDER.

EXCEPTING THEREFROM THAT PORTION THEREOF DESCRIBED IN THAT CERTAIN GRANT DEED DATED OCTOBER 25, 2002, EXECUTED BY CATELLUS DEVELOPMENT CORPORATION, A DELAWARE CORPORATION, TO THE CITY AND COUNTY OF SAN FRANCISCO, A CHARTER CITY AND COUNTY, RECORDED DECEMBER 11, 2002, IN BOOK I281, PAGE 340, INSTRUMENT NO. 2002-H309022, IN THE OFFICE OF SUCH RECORDER.

APN: Block 8722, Lot 001 (a portion)

Parcel 2:

THAT CERTAIN REAL PROPERTY DESCRIBED IN THAT CERTAIN QUITCLAIM DEED DATED NOVEMBER 5, 2002, EXECUTED BY THE CITY AND COUNTY OF SAN FRANCISCO, A CHARTER CITY AND COUNTY, TO CATELLUS DEVELOPMENT CORPORATION, A DELAWARE CORPORATION, RECORDED DECEMBER 11, 2002, IN BOOK I281, PAGE 341, INSTRUMENT NO. 2002-H309023, IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

THE LOT AND BLOCK HEREINAFTER MENTIONED ARE IN ACCORDANCE WITH THAT CERTAIN MAP ENTITLED "MAP OF MISSION BAY", RECORDED JULY 19, 1999, IN BOOK Z OF MAPS, PAGES 97-119, IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

COMMENCING AT THE MOST SOUTHWESTERLY CORNER OF PARCEL 28, AS SAID PARCEL IS DESCRIBED IN THE QUITCLAIM DEED TO THE CITY AND COUNTY OF SAN FRANCISCO, RECORDED JULY 19, 1999, IN BOOK H429, PAGE 512 (INSTRUMENT NO. 99-G622160) OFFICIAL RECORDS OF THE CITY AND COUNTY OF SAN FRANCISCO, SAID POINT OF COMMENCEMENT ALSO BEING THE MOST SOUTHWESTERLY CORNER OF BLOCK 8722, LOT 2 AS SHOWN ON SAID MAP (Z MAPS 97);

THENCE, EASTERLY, ALONG THE SOUTHERLY LINE OF SAID PARCEL 28, SAID LINE ALSO BEING THE SOUTHERLY LINE OF SAID LOT 2, NORTH 86 DEG. 49' 04" EAST 10.91 FEET TO THE POINT OF BEGINNING;

THENCE, ALONG THE EXTERIOR BOUNDARY OF SAID PARCEL 28, SAID LINES ALSO BEING THE EXTERIOR BOUNDARY OF SAID LOT 2, THE FOLLOWING THREE (3) COURSES:

- 1) NORTH 86 DEG. 49' 04" EAST, 18.25 FEET,
- 2) NORTH 03 DEG. 10' 56" WEST, 20.00 FEET, TO A POINT ON THE ARC OF A NON-TANGENT CURVE CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 24.16 FEET, TO WHICH POINT A RADIAL LINE BEARS SOUTH 03 DEG. 10' 56" EAST,
- 3) WESTERLY AND NORTHWESTERLY ALONG SAID CURVE, HAVING A RADIUS OF 24.16 FEET, THROUGH A CENTRAL ANGLE OF 53 DEG. 55' 35", AN ARC DISTANCE OF 22.74 FEET, TO A POINT THAT BEARS NORTH 05 DEG. 37' 34" WEST FROM SAID POINT OF BEGINNING;

THENCE, LEAVING SAID EXTERIOR BOUNDARY OF PARCEL 28 AND SAID LOT 2, SOUTH 05 DEG. 37' 34" EAST, 29.96 FEET, TO THE POINT OF BEGINNING.

APN: Block 8722, Lot 008

Owned By Bay 3334

Real property in the City of San Francisco, County of San Francisco, State of California, described as follows:

PARCEL ONE:

LOT 1, BLOCK 8725, AS SHOWN ON THAT CERTAIN MAP ENTITLED "MAP OF MISSION BAY" RECORDED JULY 19, 1999, IN BOOK Z OF MAPS, PAGES 97-119, IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, CALIFORNIA, AS CORRECTED BY THAT CERTAIN "CERTIFICATE OF CORRECTION" RECORDED SEPTEMBER 16, 2002, IN REEL 1223, IMAGE 596, AS INSTRUMENT NUMBER 2002-H244619-00, IN THE OFFICE OF SUCH RECORDER.

EXCEPTING THEREFROM THAT PORTION THEREOF DESCRIBED IN THAT CERTAIN GRANT DEED DATED OCTOBER 25, 2002, EXECUTED BY CATELLUS DEVELOPMENT CORPORATION, A DELAWARE CORPORATION, TO THE CITY AND COUNTY OF SAN FRANCISCO, A CHARTER CITY AND COUNTY, RECORDED DECEMBER 11, 2002, IN REEL 1281, IMAGE 340, DOCUMENT NO. 2002-H309022-00 IN THE OFFICE OF SUCH RECORDER.

APN: Block 8725, Lot 001 (a portion)

PARCEL TWO:

THAT CERTAIN REAL PROPERTY DESCRIBED IN THAT CERTAIN QUITCLAIM DEED DATED NOVEMBER 5, 2002, EXECUTED BY THE CITY AND COUNTY OF SAN FRANCISCO, A CHARTER CITY AND COUNTY, TO CATELLUS DEVELOPMENT

CORPORATION, A DELAWARE CORPORATION, RECORDED DECEMBER 11, 2002 IN REEL 1281, IMAGE 341, DOCUMENT NO. 2002-H309023-00, IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

THE LOT AND BLOCK HEREAFTER MENTIONED ARE IN ACCORDANCE WITH THAT CERTAIN MAP ENTITLED "MAP OF MISSION BAY", RECORDED JULY 19, 1999 IN BOOK Z OF MAPS, AT PAGES 97-119, IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

COMMENCING AT THE MOST NORTHWESTERLY CORNER OF PARCEL 29, AS SAID PARCEL IS DESCRIBED IN THE QUITCLAIM DEED TO THE CITY AND COUNTY OF SAN FRANCISCO, RECORDED JULY 19, 1999 IN REEL H429, PAGE 512 (DOCUMENT NUMBER 99-G622160), OFFICIAL RECORDS OF THE CITY AND COUNTY OF SAN FRANCISCO, SAID POINT OF COMMENCEMENT ALSO BEING THE MOST NORTHWESTERLY CORNER OF BLOCK 8725, LOT 2 AS SHOWN ON SAID MAP (Z MAPS 97);

THENCE, EASTERLY ALONG THE NORTHERLY BOUNDARY LINE OF SAID PARCEL 29, SAID LINE ALSO BEING THE NORTHERLY LINE OF SAID LOT 2, NORTH 86 DEG. 49' 04" EAST 15.00 FEET TO THE POINT OF BEGINNING.

THENCE, ALONG THE EXTERIOR BOUNDARY OF SAID PARCEL 29, SAID LINES ALSO BEING THE EXTERIOR BOUNDARY OF SAID LOT 2, THE FOLLOWING TWO (2) COURSES:

1) NORTH 86 DEG. 49' 04" EAST, 42.21 FEET, TO THE MOST NORTHEASTERLY CORNER OF SAID PARCEL 29 AND SAID LOT 2, SAID CORNER ALSO BEING A POINT OF CUSP ON THE ARC OF A TANGENT CURVE CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 44.21 FEET, TO WHICH POINT A RADIAL LINE BEARS NORTH 03 DEG. 10' 56" WEST,

2) WESTERLY, SOUTHWESTERLY AND SOUTHERLY ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 72 DEG. 42' 00", AN ARC DISTANCE OF 56.10 FEET, TO A POINT THAT BEARS SOUTH 03 DEG. 10' 56" EAST, FROM SAID POINT OF BEGINNING.

THENCE, LEAVING SAID EXTERIOR BOUNDARY LINE OF PARCEL 29 AND SAID LOT 2, ALONG A LINE PARALLEL WITH AND DISTANT 15.00 FEET EASTERLY, MEASURED AT A RIGHT ANGLE, FROM THE WESTERLY BOUNDARY LINE OF SAID PARCEL 29 AND SAID LOT 2, NORTH 03 DEG. 10' 56" WEST, 31.06 FEET, TO THE POINT OF BEGINNING.

APN: Block 8725, Lot 004

[The foregoing legal descriptions do not include any exceptions or reservations or any easements or other rights that may burden or be appurtenant to such real property]