

COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

**RESOLUTION NO. 83-2014
Adopted September 12, 2014**

**RESOLUTION AUTHORIZING THE ISSUANCE OF TAXABLE AND TAX-EXEMPT
REFUNDING TAX ALLOCATION BONDS IN A COMBINED AGGREGATE
PRINCIPAL AMOUNT NOT TO EXCEED \$300,000,000, AND APPROVING AND
DIRECTING THE EXECUTION OF AN INDENTURE OF TRUST AND BOND
PURCHASE CONTRACTS, AND APPROVAL OF OTHER RELATED DOCUMENTS
AND ACTIONS; VARIOUS PROJECT AREAS, SUBJECT TO OVERSIGHT BOARD
AND DEPARTMENT OF FINANCE CONCURRENCE**

WHEREAS, Under California Assembly Bill No. 1X26 (Chapter 5, Statutes of 2011-12, First Extraordinary Session) (“AB 26”) and the California Supreme Court’s decision in California Redevelopment Association v. Matosantos, No. 5194861, all redevelopment agencies in the State of California (the “State”), including the Redevelopment Agency of the City and County of San Francisco (the “Former Redevelopment Agency”), were dissolved by operation of law as of February 1, 2012, and their non-affordable housing assets and obligations were transferred to certain designated successor agencies; and,

WHEREAS, In June of 2012, the California legislature adopted Assembly Bill 1484 (“AB 1484”) amending certain provisions of AB 26 and clarifying that successor agencies are separate public entities (Section 34173 (g) of the California Health and Safety Code (the “Code”)), and have the authority, with approval of the oversight board and Department of Finance, to issue bonds for certain refunding purposes (Section 34177.5(a)(1) of the Code), and the Governor of the State signed the bill and it became effective on June 27, 2012 (AB 26 and AB 1484, together with subsequent legislation are referred to as the “Redevelopment Dissolution Law” and are codified at Part 1.8 (commencing with Section 34161) and Part 1.85 (commencing with Section 34170) of the Code.); and,

WHEREAS, Subsequent to the adoption of AB 1484, on October 2, 2012 the Board of Supervisors of the City adopted Ordinance No. 215-12 (the “Implementing Ordinance”), which was signed by the Mayor on October 4, 2012, and which, among other matters: (a) acknowledged and confirmed that, as of the effective date of AB 1484, the Successor Agency (as defined herein) is a separate legal entity from the City, (b) acknowledged and confirmed that the Successor Agency holds, subject to the applicable rights and restrictions set forth in AB 26 as amended by AB 1484, and as it may be further amended from time to time (collectively referred to in the Implementing Ordinance as the “Redevelopment Dissolution Law”), title to all assets, and all rights, obligations and liabilities of the Former Redevelopment Agency, (c) declared that the name of the Successor Agency is the “Successor Agency to the Redevelopment Agency of the City and

County of San Francisco,” (d) established the Successor Agency Commission (the “Successor Agency Commission”) and delegated to the Successor Agency Commission the authority (excluding authority as to the “Housing Assets,” as defined in the Implementing Ordinance) to act in place of the Former Redevelopment Agency Commission to, among other matters: (i) implement, modify, enforce and complete the Former Redevelopment Agency’s enforceable obligations, except with respect to certain enforceable obligations for specified affordable housing purposes, (ii) approve all contracts and actions related to the assets transferred to or returned by the Successor Agency, consistent with applicable enforceable obligations, and (iii) take any action that the Redevelopment Dissolution Law requires or authorizes on behalf of the Successor Agency and any other action that the Successor Agency Commission deems appropriate consistent with the Redevelopment Dissolution Law to comply with such obligations, including, without limitation, authorizing additional obligations in furtherance of enforceable obligations, and approving the issuance of bonds to carry out the enforceable obligations, subject to any approval of the oversight board of the Successor Agency established pursuant to the provisions of the Redevelopment Dissolution Law (the “Oversight Board”), (e) designated the means by which the five members of the Successor Agency Commission would be determined, and (f) provided for an Executive Director of, and legal counsel to, the Successor Agency; and,

WHEREAS, The Successor Agency is also known as the Office of Community Investment and Infrastructure (“OCII”) and its commission is known as the Commission on Community Investment and Infrastructure; and,

WHEREAS, Prior to the dissolution of the Former Redevelopment Agency, the Former Redevelopment Agency entered into the loan agreements set forth on Exhibit A hereto and incorporated herein (collectively, the “Existing Loan Agreements”), and issued the bonds set forth on Exhibit A hereto and incorporated herein (collectively, the “Prior Bonds”), to finance and refinance redevelopment activities; and,

WHEREAS, Section 34177.5(a)(1) of the Code provides that a successor agency may issue bonds or incur other indebtedness to refund the bonds or other indebtedness of its former redevelopment agency to provide savings to the successor agency, provided that the following conditions are met: (A) the total interest cost to maturity on the refunding bonds or other indebtedness plus the principal amount of the refunding bonds or other indebtedness shall not exceed the total remaining interest cost to maturity on the bonds or other indebtedness to be refunded plus the remaining principal of the bonds or other indebtedness to be refunded, and (B) the principal amount of the refunding bonds or other indebtedness shall not exceed the amount required to defease the refunded bonds or other indebtedness, to establish customary debt service reserves, and to pay related costs of issuance (the “Savings Parameters”); and,

WHEREAS, Section 34177.5(b) of the Code authorizes a successor agency to issue such refunding bonds pursuant to Article 11 (commencing with Section 53580) of

Chapter 3 of Part 1 of Division 2 of Title 5 of the Government Code (the "Refunding Law"); and,

WHEREAS, In order to refinance certain of the Prior Bonds (the "Refunded Bonds") and the related Existing Loan Agreements set forth on Exhibit B hereto and incorporated herein (the "Refunded Loan Agreements"), under the authority of Section 34177.5(a)(1) of the Code and the Refunding Law, the Successor Agency has determined to issue its refunding bonds (collectively, the "2014 Bonds") in two or more series captioned "2014 Series B Taxable Subordinate Tax Allocation Refunding Bonds (San Francisco Redevelopment Projects)" (the "2014 Series B Taxable Bonds") and "2014 Series C Subordinate Tax Allocation Refunding Bonds (San Francisco Redevelopment Projects)" (the "2014 Series C Bonds"); and,

WHEREAS, To determine that the issuance of the 2014 Bonds, the refunding of the Refunded Bonds and the refinancing of the Refunded Loan Agreements comply with the Savings Parameters, the Successor Agency has caused its financial advisors, Public Financial Management, Inc., and Kitahata & Company (collectively, the "Financial Advisors"), to prepare an analysis of the potential savings that will accrue to the Successor Agency and to applicable taxing entities as a result of the use of the proceeds of the 2014 Bonds to prepay the Refunded Loan Agreements and, thereby, to refund the Refunded Bonds (the "Debt Service Savings Analysis"); and,

WHEREAS, The following documents and instruments have been made available to the Successor Agency and the public, are on file with the Secretary of the Successor Agency: an Indenture of Trust (the "Indenture") between the Successor Agency and a trustee to be selected by the Successor Agency (the "Trustee"), providing for the issuance of the 2014 Bonds; a Redemption Agreement for each of the Refunded Bonds and the related Refunded Loan Agreements (each a "Redemption Agreement") providing for the refinancing of the Refunded Loan Agreements, and the refunding and defeasance of the Refunded Bonds; a Bond Purchase Contract to be used in connection with the sale of the 2014 Series B Taxable Bonds (the "Series B Purchase Contract"); and a Bond Purchase Contract to be used in connection with the sale of the 2014 Series C Bonds (the "Series C Purchase Contract"); and,

WHEREAS, The 2014 Bonds will be payable from "Pledged Tax Revenues" (as defined in the Indenture) on a basis subordinate to the Successor Agency's repayment obligations under the Existing Loan Agreements that will remain outstanding after the issuance of the 2014 Bonds; and,

WHEREAS, The Financial Advisors have had input into the staff report submitted in connection with this Resolution, which addresses matters described in Section 34177.5(h) of the Code; and,

WHEREAS, The Successor Agency will be requesting that the Oversight Board direct the Successor Agency to undertake the refunding proceedings and to approve the issuance of the 2014 Bonds consistent with this Resolution and the Indenture;

WHEREAS, The Successor Agency further will request that the Oversight Board make certain determinations described below on which the Successor Agency will rely in undertaking the refunding proceedings and the issuance of the 2014 Bonds; and,

WHEREAS, The Successor Agency has determined to sell the 2014 Series B Taxable Bonds to the underwriters (to be determined at a later date) (the "Series B Original Purchasers") pursuant to the Series B Purchase Contract, and to sell the 2014 Series C Bonds to the underwriters (to be determined at a later date) (the "Series C Original Purchasers") pursuant to the Series C Purchase Contract; and,

WHEREAS, Following approval by the Oversight Board of the issuance of the 2014 Bonds by the Successor Agency and the review and approval or nonobjection of the Oversight Board Resolution by the California Department of Finance, the Successor Agency will, with the assistance of the Financial Advisors, bond counsel to the Successor Agency ("Bond Counsel"), disclosure counsel to the Successor Agency ("Disclosure Counsel"), and the fiscal consultant to the Successor Agency (the "Fiscal Consultant"), cause to be prepared a form of Official Statement describing the 2014 Bonds and containing material information relating to the Successor Agency and the 2014 Bonds, the preliminary form of which will be submitted to the Successor Agency for approval for distribution by the Series B Original Purchasers and Series C Original Purchasers to persons and institutions interested in purchasing the 2014 Bonds; and,

WHEREAS, The sale and issuance of the 2014 Bonds are Successor Agency fiscal activities that do not constitute a "Project" as defined by the California Environmental Quality Act ("CEQA") Guidelines Section 15378(b)(4), will not independently result in a physical change in the environment, and are not subject to environmental review under CEQA; now therefore, be it

RESOLVED, The Successor Agency Commission finds that:

The Successor Agency's proposed issuance of the 2014 Bonds complies with Section 34177.5(a)(1) of the Code for the purpose of refunding the Refunded Bonds and the Refunded Loan Agreements, and upon the Oversight Board's approval and the Department of Finance's non-objection to or approval of the Oversight Board's Resolution, all acts and proceedings required by law necessary to make the 2014 Bonds (when executed by the Successor Agency, authenticated and delivered by the Trustee and duly issued) the valid, binding and legal special obligations of the Successor Agency, and to constitute the Indenture a valid and binding agreement for the uses and purposes therein set forth, in accordance with its terms, will have been done or taken and the execution and delivery of the Indenture will have been in all respects duly authorized.

RESOLVED, The Successor Agency Commission has determined that there are significant potential savings available to the Successor Agency and to applicable taxing entities in compliance with the Savings Parameters by the issuance by the Successor Agency of the 2014 Bonds to provide funds to refund and defease the Refunded Bonds, all as evidenced by the Debt Service Savings Analysis on file

with the Successor Agency, which is attached to this Resolution (Exhibit C) and hereby approved.

RESOLVED, Pursuant to Redevelopment Dissolution Law, this Resolution, the Indenture, Section 34177.5(b) of the Code, and the Refunding Law, the 2014 Bonds are hereby authorized to be issued, provided that the aggregate initial amount of the 2014 Series B Taxable Bonds shall not exceed \$110,000,000, the aggregate initial amount of the 2014 Series C Bonds shall not exceed \$190,000,000, and each series of the 2014 Bonds shall be in compliance with the Savings Parameters at the time of their issuance and delivery. The initial principal amount of each series of the 2014 Bonds shall be as provided in each respective Purchase Contract, as executed by the Executive Director as further provided herein. The 2014 Bonds shall be executed in the form set forth in and otherwise as provided in the Indenture. Notwithstanding the foregoing, the Successor Agency may issue more than one series of taxable refunding bonds and more than one series of tax-exempt refunding bonds at different times if the Authorized Officers determine it is in the best interests of the Successor Agency to do so, provided that the maximum combined principal amount of all taxable refunding bonds shall not exceed \$110,000,000 and the maximum combined principal amount of all tax-exempt refunding bonds shall not exceed \$190,000,000.

RESOLVED, The Successor Agency intends to sell and deliver the 2014 Bonds in whole, provided that there is compliance with the Savings Parameters. However, the Successor Agency will initially authorize the sale and delivery of the 2014 Bonds in whole or, if such Savings Parameters cannot be met with respect to the whole, then in part; provided that the 2014 Bonds so sold and delivered in part are in compliance with the Savings Parameters. The sale and delivery of the 2014 Bonds in part will in each instance provide sufficient funds only for the refunding of that portion of the 2014 Bonds that meet the Savings Parameters. If the 2014 Bonds are initially sold in part, the Successor Agency intends to sell and deliver additional parts of the 2014 Bonds without the further approval of the Oversight Board provided that in each such instance the 2014 Bonds so sold and delivered in part are in compliance with the Savings Parameters.

RESOLVED, The Indenture is hereby approved in the form lodged with the Successor Agency's Secretary and attached to the Commission memorandum accompanying this Resolution. The Executive Director and the Deputy Executive Director, Finance and Administration (each being hereinafter referred to as an "Authorized Officer"), each acting alone, are hereby authorized and directed, subject to the Oversight Board's approval and the Department of Finance's non-objection to or approval of the Oversight Board's Resolution, to execute and deliver the Indenture in said form, with such additions thereto or changes therein as are approved by an Authorized Officer upon consultation with the Successor Agency and Bond Counsel, the approval of such additions or changes to be conclusively evidenced by the execution and delivery of the Indenture by an Authorized Officer. The date, manner of payment, interest rate or rates, interest payment dates, denominations, form, registration, privileges, manner of execution, place of payment terms of redemption and other terms of the 2014 Bonds shall be as

provided in the Indenture as finally executed. Each Authorized Officer is hereby authorized and directed to select one or more banking corporations, trust companies or national banking associations to serve as trustee under the Indenture.

RESOLVED, The Redemption Agreements are hereby approved in the forms lodged with the Successor Agency's Secretary and attached to the Commission memorandum accompanying this Resolution. Each Authorized Officer, acting alone, is hereby authorized and directed, subject to the Oversight Board's approval, and the Department of Finance's non-objection to or approval of the Oversight Board's Resolution, to execute and deliver the Redemption Agreements in said forms, with such additions thereto or changes therein as are approved by an Authorized Officer upon consultation with the Successor Agency and Bond Counsel, the approval of such additions or changes to be conclusively evidenced by the execution and delivery of the Redemption Agreements by an Authorized Officer.

RESOLVED, The Series B Purchase Contract and the Series C Purchase Contract are hereby approved in the forms lodged with the Successor Agency's Secretary and attached to the Commission memorandum accompanying this Resolution. An Authorized Officer is hereby authorized and directed to accept the offer of the Series B Original Purchasers to purchase the 2014 Series B Taxable Bonds, and the offer of the Series C Original Purchasers to purchase the 2014 Series C Bonds, provided that the following conditions are met: (a) the aggregate initial amount of the 2014 Series B Taxable Bonds may not exceed \$110,000,000, the true interest cost of the 2014 Series B Taxable Bonds may not exceed 5.40% per annum, and the Underwriters' discount for the 2014 Series B Taxable Bonds, without regard to any original issue discount, may not exceed 0.462% of the aggregate initial amount of the 2014 Series B Taxable Bonds; (b) the aggregate initial amount of the 2014 Series C Bonds may not exceed \$190,000,000, the true interest cost of the 2014 Series C Bonds may not exceed 5.00% per annum, and the Underwriters' discount for the 2014 Series C Bonds, without regard to any original issue discount, may not exceed 0.450% of the aggregate initial amount of the 2014 Series C Bonds; and (c) the net present value savings obtained by issuing the 2014 Bonds, based on the debt service of the Refunded Bonds, is not less than 3% of the principal amount of the Refunded Bonds; provided, however, that, in accordance with the Debt Policy of the Successor Agency, this criterion may be waived in order to take advantage of the current historically low interest rate environment and the economic efficiency of including multiple loans in the current refinancing. Subject to the Oversight Board's approval, and the Department of Finance's non-objection to or approval of the Oversight Board's Resolution, an Authorized Officer is hereby authorized and directed to execute and deliver each Purchase Contract in said form, with such additions thereto or changes therein as are recommended or approved by an Authorized Officer upon consultation with the Successor Agency and Bond Counsel, the approval of such additions or changes to be conclusively evidenced by the execution and delivery of each Purchase Contract by an Authorized Officer.

RESOLVED, Following approval by the Oversight Board of the issuance of the 2014 Bonds by the Successor Agency and upon the California Department of Finance's nonobjection to or approval of the Oversight Board approval, the Successor Agency will, with the assistance of Disclosure Counsel, Bond Counsel, the Fiscal Consultant and the Financial Advisors, cause to be prepared a form of Official Statement describing the 2014 Bonds and containing material information relating to the Successor Agency and the 2014 Bonds, the preliminary form of which will be submitted to the Commission (but not to the Oversight Board) for approval for distribution by the Underwriters to persons and institutions interested in purchasing the 2014 Bonds.

RESOLVED, The 2014 Bonds, when executed, shall be delivered to the Trustee for authentication. The Trustee is hereby requested and directed to authenticate the 2014 Bonds by executing the Trustee's certificate of authentication and registration appearing thereon, and to deliver the 2014 Bonds, when duly executed and authenticated, to the Underwriters in accordance with written instructions executed on behalf of the Successor Agency by an Authorized Officer, which instructions such officer is hereby authorized and directed to execute and deliver to the Trustee. Such instructions shall provide for the delivery of the 2014 Bonds to the Underwriters upon payment of the purchase price therefor.

RESOLVED, The Successor Agency hereby requests the Oversight Board, as authorized by Section 34177.5(f) of the Code, to direct the Successor Agency to undertake the refunding proceedings and as authorized by Sections 34177.5(f) and 34180(b) of the Code to approve the issuance of the 2014 Bonds pursuant to Section 34177.5(a)(1) of the Code, this Resolution and the Indenture.

RESOLVED, The Successor Agency requests that the Oversight Board make the following determinations upon which the Successor Agency will rely in undertaking the refunding proceedings and the issuance of the 2014 Bonds:

- (a) The Successor Agency is authorized, as provided in Section 34177.5(f) of the Code, to recover its costs related to the issuance of the 2014 Bonds from the proceeds of the 2014 Bonds, including the cost of reimbursing its administrative staff for time spent with respect to the authorization, issuance, sale and delivery of the 2014 Bonds.
- (b) The application of proceeds of the 2014 Bonds by the Successor Agency to the refunding and defeasance of the Refunded Bonds and the refinancing of the Refunded Loan Agreements, as well as the payment by the Successor Agency of costs of issuance of the 2014 Bonds, as provided in Section 34177.5(a) of the Code, shall be implemented by the Successor Agency promptly upon sale and delivery of the 2014 Bonds, notwithstanding Section 34177.3 of the Code or any other provision of law to the contrary, without the approval of the Oversight Board, the California Department of Finance, or any other person or entity other than the Successor Agency.

- (c) The Successor Agency shall be entitled to receive its full Administrative Cost Allowance under Section 34183(a)(3) of the Code without any deductions with respect to continuing costs related to the 2014 Bonds, such as trustee's fees, auditing and fiscal consultant fees and continuing disclosure and rating agency costs (collectively, "Continuing Costs of Issuance"), and such Continuing Costs of Issuance shall be payable from property tax revenues pursuant to Section 34183 of the Code. In addition and as provided by Section 34177.5(f) of the Code, if the Successor Agency is unable to complete the issuance of the 2014 Bonds for any reason, the Successor Agency shall, nevertheless, be entitled to recover its costs incurred with respect to the refunding proceedings of the 2014 Bonds from such property tax revenues pursuant to Section 34183 of the Code without reduction in its Administrative Cost Allowance.

RESOLVED The Successor Agency is hereby authorized and directed to file the Debt Service Savings Analysis, together with a certified copy of this Resolution, with the Oversight Board, and, as provided in Section 34180(j) of the Code, with the California Department of Finance.

RESOLVED, The Authorized Officers, each acting alone, are hereby authorized and directed to take all actions necessary to obtain a municipal bond insurance policy or reserve account surety bond, or both, for the 2014 Bonds, or any portion thereof, from a municipal bond insurance company if it is determined, upon consultation with the Financial Advisor, the Series B Original Purchasers and the Series C Original Purchasers, that such municipal bond insurance policy and/or surety bonds will reduce the true interest costs with respect to the 2014 Bonds.

RESOLVED, All actions heretofore taken by the officers and agents of the Successor Agency with respect to the sale and issuance of the 2014 Bonds and the expenditure of the proceeds thereof are hereby approved, confirmed and ratified. The proper officers of the Successor Agency are hereby authorized and directed to do any and all things and take any and all actions and execute any and all certificates, agreements and other documents which they, or any of them, may deem necessary or advisable in order to obtain the requested approvals by the Oversight Board and the California Department of Finance and consummate the lawful issuance and delivery of the 2014 Bonds. Whenever in this Resolution any officer of the Successor Agency is directed to execute or countersign any document or take any action, such execution, countersigning or action may be taken on behalf of such officer by any person designated by such officer to act on his or her behalf if such officer is absent or unavailable.

I hereby certify that the foregoing resolution was adopted by the Commission at its meeting of September 12, 2014.

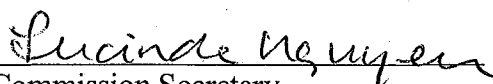

Commission Secretary

EXHIBIT A

**EXISTING LOAN AGREEMENTS
(By Bond Issue)**

1. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 1993 Series B Tax Allocation Refunding Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the Hunters Point Redevelopment Project Area;

Loan Agreement relating to the India Basin Industrial Park Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

2. The following Loan Agreement relating to the City and County of San Francisco Redevelopment Financing Authority 1998 Series C Tax Allocation Revenue Refunding Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area

3. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 1998 Series D Tax Allocation Revenue Refunding Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the merged Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area and the South of Market Redevelopment Project Area;

Loan Agreement relating to the Hunters Point Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

4. The following Loan Agreement relating to the City and County of San Francisco Redevelopment Financing Authority 2003 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the merged Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area and the South of Market Redevelopment Project Area

5. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2003 Series B Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the merged Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area and the South of Market Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

6. The following Loan Agreement relating to the City and County of San Francisco Redevelopment Financing Authority 2003 Series C Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

7. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2004 Series A Tax Allocation Refunding and Capital Improvement Revenue Bonds (San Francisco Redevelopment Projects) (San Francisco Redevelopment Projects):

Loan Agreement relating to the Hunters Point Redevelopment Project Area;

Loan Agreement relating to the India Basin Industrial Park Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

8. The following Loan Agreement relating to the City and County of San Francisco Redevelopment Financing Authority 2004 Series C Tax Allocation Revenue Bonds (Rincon Point – South Beach Redevelopment Project):

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

9. The following Loan Agreement relating to the City and County of San Francisco Redevelopment Financing Authority 2004 Series D Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the merged Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area and the South of Market Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

10. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2005 Series A Tax Allocation Refunding Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the merged Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area and the South of Market Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area; and

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2

11. The following Loan Agreement relating to the City and County of San Francisco Redevelopment Financing Authority 2005 Series B Taxable Tax Allocation Refunding Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2

12. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2005 Series C Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area;

Loan Agreement relating to the Hunters Point Redevelopment Project Area;

Loan Agreement relating to the India Basin Industrial Park Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

13. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2006 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area;

Loan Agreement relating to the Mission Bay North Redevelopment Project Area (cross collateralized pursuant to Section 4.02 thereof);

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

14. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2007 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the Bayview Hunters Point Redevelopment Project Area - Project Area B

Loan Agreement relating to the Mission Bay North Redevelopment Project Area (cross collateralized pursuant to Section 4.02 thereof);

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the South of Market Redevelopment Project Area;

Loan Agreement relating to Transbay Redevelopment Project Area; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

15. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2007 Series B Tax Allocation Refunding Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the merged Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area and the South of Market Redevelopment Project Area;

Loan Agreement relating to the Hunters Point Redevelopment Project Area;

Loan Agreement relating to the India Basin Industrial Park Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

16. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2009 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the Bayview Hunters Point Redevelopment Project Area - Project Area B;

Loan Agreement relating to the Mission Bay North Redevelopment Project Area (cross collateralized pursuant to Section 4.02 thereof);

Loan Agreement relating to the Mission Bay South Redevelopment Project Area (cross collateralized pursuant to Section 4.02 thereof);

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to Transbay Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

17. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2009 Series B Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to Bayview Hunters Point Redevelopment Project Area - Project Area B;

Loan Agreement relating to South of Market Redevelopment Project Area;

Loan Agreement relating to Transbay Redevelopment Project Area; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

18. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2009 Series E Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to Bayview Hunters Point Redevelopment Project Area - Project Area B;

Loan Agreement relating to the Mission Bay North Redevelopment Project Area (cross collateralized pursuant to Section 4.02 thereof);

Loan Agreement relating to the Mission Bay South Redevelopment Project Area (cross collateralized pursuant to Section 4.02 thereof);

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

19. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2009 Series F Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to Bayview Hunters Point Redevelopment Project Area - Project Area B;

Loan Agreement relating to South of Market Redevelopment Project Area; and

Loan Agreement relating to Transbay Redevelopment Project Area

20. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2010 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area;

Loan Agreement relating to Transbay Redevelopment Project Area; and

Loan Agreement relating to the Western Addition Redevelopment Project Area
A-2

21. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2011 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to Bayview Hunters Point Redevelopment Project Area - Zone 2 of Project Area B;

Loan Agreement relating to the Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area;

Loan Agreement relating to the Hunters Point Redevelopment Project Area;

Loan Agreement relating to South of Market Redevelopment Project Area;

Loan Agreement relating to Transbay Redevelopment Project Area; and

Loan Agreement relating to the Western Addition Redevelopment Project Area
A-2

22. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2011 Series B Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to Bayview Hunters Point Redevelopment Project Area - Zone 2 of Project Area B;

Loan Agreement relating to South of Market Redevelopment Project Area; and

Loan Agreement relating to Transbay Redevelopment Project Area

23. The following Loan Agreements relating to the City and County of San Francisco Redevelopment Financing Authority 2011 Series E Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects):

Loan Agreement relating to the Mission Bay North Redevelopment Project Area (cross collateralized pursuant to Section 4.02 thereof); and

Loan Agreement relating to the Mission Bay South Redevelopment Project Area (cross collateralized pursuant to Section 4.02 thereof)

EXHIBIT B

REFUNDED BONDS AND LOAN AGREEMENTS*

[preliminary, subject to change]

Current Refundings

1. City and County of San Francisco Redevelopment Financing Authority 1993 Series B Tax Allocation Refunding Revenue Bonds (San Francisco Redevelopment Projects), with the following Loan Agreements:

Loan Agreement relating to the Hunters Point Redevelopment Project Area;

Loan Agreement relating to the India Basin Industrial Park Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

2. City and County of San Francisco Redevelopment Financing Authority 2003 Series B Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects), with the following Loan Agreements:

Loan Agreement relating to the merged Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area and the South of Market Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

3. City and County of San Francisco Redevelopment Financing Authority 2003 Series C Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects), with the following Loan Agreement:

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

4. City and County of San Francisco Redevelopment Financing Authority 2004 Series A Tax Allocation Refunding and Capital Improvement Revenue Bonds (San Francisco Redevelopment Projects) (San Francisco Redevelopment Projects), with the following Loan Agreements:

Loan Agreement relating to the Hunters Point Redevelopment Project Area;

Loan Agreement relating to the India Basin Industrial Park Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

5. City and County of San Francisco Redevelopment Financing Authority 2004 Series C Tax Allocation Revenue Bonds (Rincon Point – South Beach Redevelopment Project), with the following Loan Agreement:

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

6. City and County of San Francisco Redevelopment Financing Authority 2004 Series D Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects), with the following Loan Agreements:

Loan Agreement relating to the merged Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area and the South of Market Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

7. City and County of San Francisco Redevelopment Financing Authority 2005 Series A Tax Allocation Refunding Revenue Bonds (San Francisco Redevelopment Projects), with the following Loan Agreements:

Loan Agreement relating to the merged Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area and the South of Market Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area; and

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2

8. City and County of San Francisco Redevelopment Financing Authority 2005 Series C Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects), with the following Loan Agreements:

Loan Agreement relating to the Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area;

Loan Agreement relating to the Hunters Point Redevelopment Project Area;

Loan Agreement relating to the India Basin Industrial Park Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

Advanced Refundings

1. City and County of San Francisco Redevelopment Financing Authority 2006 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects), together with the following Loan Agreements:

Loan Agreement relating to the Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

2. City and County of San Francisco Redevelopment Financing Authority 2007 Series B Tax Allocation Refunding Revenue Bonds (San Francisco Redevelopment Projects), together with the following Loan Agreements

Loan Agreement relating to the merged Embarcadero-Lower Market ("Golden Gateway") Redevelopment Project Area and the South of Market Redevelopment Project Area;

Loan Agreement relating to the Hunters Point Redevelopment Project Area;

Loan Agreement relating to the India Basin Industrial Park Redevelopment Project Area;

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area;

Loan Agreement relating to the Western Addition Redevelopment Project Area A-2; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

3. City and County of San Francisco Redevelopment Financing Authority 2009 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects), together with the following Loan Agreement:

Loan Agreement relating to the Rincon Point - South Beach Redevelopment Project Area

4. City and County of San Francisco Redevelopment Financing Authority 2009 Series B Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects), together with the following Loan Agreements:

Loan Agreement relating to Bayview Hunters Point Redevelopment Project Area - Project Area B;

Loan Agreement relating to South of Market Redevelopment Project Area;

Loan Agreement relating to Transbay Redevelopment Project Area; and

Loan Agreement relating to the Yerba Buena Center Approved Redevelopment Project Area D-1

5. City and County of San Francisco Redevelopment Financing Authority 2009 Series F Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects), together with the following Loan Agreements:

Loan Agreement relating to Bayview Hunters Point Redevelopment Project Area - Project Area B;

Loan Agreement relating to South of Market Redevelopment Project Area; and

Loan Agreement relating to Transbay Redevelopment Project Area

6. City and County of San Francisco Redevelopment Financing Authority 2011 Series B Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects), together with the following Loan Agreements:

Loan Agreement relating to Bayview Hunters Point Redevelopment Project Area - Project Area B;

Loan Agreement relating to South of Market Redevelopment Project Area; and

Loan Agreement relating to Transbay Redevelopment Project Area



Office of Community Investment and Infrastructure
Successor Agency to the Redevelopment Agency
of the City and County of San Francisco

2014 Series B Taxable Subordinate Tax Allocation Refunding Bonds
(San Francisco Redevelopment Projects)

and

2014 Series C Subordinate Tax Allocation Refunding Bonds
(San Francisco Redevelopment Projects)

Estimated Debt Service Savings

As of September 4, 2014



Summary of Bonds Refunded (2014B Taxable Bonds)

Maturity	Series 2004D Par Amount	Series 2005C Par Amount	Series 2006A Par Amount	Series 2009A Par Amount	Total Par Amount
8/1/2015	2,975,000	2,475,000	825,000	1,275,000	7,550,000
8/1/2016	3,135,000	2,540,000	765,000	1,365,000	7,805,000
8/1/2017	3,315,000	2,885,000	960,000	1,465,000	8,625,000
8/1/2018	3,510,000	3,760,000	7,420,000	1,830,000	16,520,000
8/1/2019	720,000	4,970,000	295,000	2,125,000	8,110,000
8/1/2020	760,000	405,000	310,000	2,260,000	3,735,000
8/1/2021	805,000	465,000	330,000	2,055,000	3,655,000
8/1/2022	855,000	450,000	350,000	3,670,000	5,325,000
8/1/2023	905,000	460,000	-	4,925,000	6,290,000
8/1/2024	960,000	500,000	-	5,330,000	6,790,000
8/1/2025	1,020,000	730,000	-	-	1,750,000
8/1/2026	1,080,000	760,000	-	-	1,840,000
8/1/2027	1,145,000	810,000	-	-	1,955,000
8/1/2028	1,215,000	850,000	-	-	2,065,000
8/1/2029	1,285,000	890,000	-	-	2,175,000
8/1/2030	1,360,000	935,000	-	-	2,295,000
8/1/2031	-	1,000,000	-	-	1,000,000
8/1/2032	-	1,035,000	-	-	1,035,000
8/1/2033	-	1,090,000	-	-	1,090,000
8/1/2034	-	1,140,000	-	-	1,140,000
8/1/2035	-	1,205,000	-	-	1,205,000
8/1/2036	-	-	-	-	-
8/1/2037	-	-	-	-	-
8/1/2038	-	-	-	-	-
8/1/2039	-	-	-	-	-
8/1/2040	-	-	-	-	-
8/1/2041	-	-	-	-	-
TOTAL	\$25,045,000	\$29,355,000	\$11,255,000	\$26,300,000	\$91,955,000



Summary of Bonds Refunded (2014C Tax-Exempt Bonds)

Maturity	Series 1993B Par Amount	Series 1998D Par Amount	Series 2003B Par Amount	Series 2003C Par Amount	Series 2004A Par Amount	Series 2004C Par Amount	Series 2005A Par Amount	Series 2007B Par Amount	Series 2009B Par Amount	Series 2009F Par Amount	Series 2011B Par Amount	Total Par Amount
8/1/15	-	530,000	5,745,000	1,005,000	7,745,000	255,000	1,555,000	9,215,000	1,045,000	65,000	-	27,160,000
8/1/16	-	565,000	6,025,000	1,055,000	8,050,000	265,000	1,600,000	9,700,000	1,095,000	85,000	-	28,440,000
8/1/17	-	590,000	6,325,000	1,115,000	8,365,000	275,000	1,660,000	10,180,000	1,155,000	100,000	-	29,765,000
8/1/18	4,600,000	620,000	7,225,000	1,175,000	4,095,000	290,000	1,720,000	10,600,000	1,255,000	120,000	-	31,700,000
8/1/19	-	845,000	-	-	9,095,000	305,000	65,000	1,040,000	1,315,000	135,000	-	12,800,000
8/1/20	-	-	-	-	9,470,000	320,000	95,000	1,095,000	140,000	165,000	-	11,285,000
8/1/21	-	-	-	-	9,870,000	335,000	520,000	1,130,000	155,000	185,000	-	12,195,000
8/1/22	-	-	-	-	-	350,000	2,095,000	1,180,000	165,000	195,000	210,000	4,195,000
8/1/23	-	-	-	-	-	365,000	175,000	-	165,000	215,000	380,000	1,300,000
8/1/24	-	-	-	-	-	385,000	185,000	-	180,000	225,000	420,000	1,395,000
8/1/25	-	-	-	-	-	400,000	195,000	-	280,000	290,000	590,000	1,755,000
8/1/26	-	-	-	-	-	420,000	-	-	290,000	310,000	630,000	1,650,000
8/1/27	-	-	-	-	-	445,000	-	-	310,000	340,000	665,000	1,760,000
8/1/28	-	-	-	-	-	465,000	-	-	325,000	360,000	705,000	1,855,000
8/1/29	-	-	-	-	-	490,000	-	-	350,000	380,000	755,000	1,975,000
8/1/30	-	-	-	-	-	515,000	-	-	1,345,000	405,000	795,000	3,060,000
8/1/31	-	-	-	-	-	-	-	-	205,000	255,000	615,000	1,075,000
8/1/32	-	-	-	-	-	-	-	-	220,000	270,000	650,000	1,140,000
8/1/33	-	-	-	-	-	-	-	-	230,000	285,000	695,000	1,210,000
8/1/34	-	-	-	-	-	-	-	-	245,000	300,000	740,000	1,285,000
8/1/35	-	-	-	-	-	-	-	-	265,000	320,000	790,000	1,375,000
8/1/36	-	-	-	-	-	-	-	-	280,000	335,000	840,000	1,455,000
8/1/37	-	-	-	-	-	-	-	-	305,000	355,000	895,000	1,555,000
8/1/38	-	-	-	-	-	-	-	-	1,050,000	380,000	955,000	2,385,000
8/1/39	-	-	-	-	-	-	-	-	1,120,000	400,000	1,020,000	2,540,000
8/1/40	-	-	-	-	-	-	-	-	-	-	1,085,000	1,085,000
8/1/41	-	-	-	-	-	-	-	-	-	-	2,585,000	2,585,000
Total	4,600,000	3,150,000	25,320,000	4,350,000	56,690,000	5,880,000	9,865,000	44,140,000	13,490,000	6,475,000	16,020,000	189,980,000



Estimated Savings (2014B Taxable Bonds)

Year	Prior Debt Service	2014B Refunding Debt Service	Savings
8/1/2015	13,252,611	12,400,587	852,024
8/1/2016	13,087,769	12,257,730	830,039
8/1/2017	13,469,560	12,609,034	860,526
8/1/2018	20,865,855	19,716,394	1,149,461
8/1/2019	11,493,330	10,723,717	769,614
8/1/2020	6,644,231	6,118,157	526,073
8/1/2021	6,292,868	5,800,599	492,269
8/1/2022	7,701,420	7,094,029	607,391
8/1/2023	8,267,298	7,593,392	673,905
8/1/2024	8,282,765	7,610,064	672,702
8/1/2025	2,719,440	2,508,981	210,460
8/1/2026	2,710,280	2,508,255	202,025
8/1/2027	2,720,960	2,512,514	208,446
8/1/2028	2,720,140	2,507,918	212,222
8/1/2029	2,713,040	2,499,693	213,348
8/1/2030	2,709,660	2,502,839	206,822
8/1/2031	1,284,440	1,243,235	41,206
8/1/2032	1,267,440	1,223,086	44,355
8/1/2033	1,268,620	1,221,386	47,235
8/1/2034	1,261,940	1,217,101	44,840
8/1/2035	1,267,660	1,225,231	42,430
	\$132,001,326	\$123,093,937	\$8,907,388

*See Appendix I for detailed savings produce by each underlying loan.



Estimated Savings (2014C Tax-Exempt Bonds)

Year	Prior Debt Service	2014C Refunding Debt Service*	Savings
8/1/2015	36,127,305	31,735,650	4,391,655
8/1/2016	36,156,275	31,840,150	4,316,125
8/1/2017	36,169,696	31,871,950	4,297,746
8/1/2018	36,821,634	28,676,750	8,144,884
8/1/2019	16,502,629	15,011,950	1,490,679
8/1/2020	14,445,028	13,159,750	1,285,278
8/1/2021	14,885,764	13,550,000	1,335,764
8/1/2022	6,367,743	5,635,000	732,743
8/1/2023	3,287,354	2,792,750	494,604
8/1/2024	3,313,119	2,813,000	500,119
8/1/2025	3,598,484	3,094,250	504,234
8/1/2026	3,396,419	3,063,250	333,169
8/1/2027	3,412,406	3,069,750	342,656
8/1/2028	3,406,331	3,061,750	344,581
8/1/2029	3,419,763	3,079,750	340,013
8/1/2030	4,389,900	4,042,250	347,650
8/1/2031	2,218,750	2,026,750	192,000
8/1/2032	2,217,325	2,029,500	187,825
8/1/2033	2,214,438	2,014,250	200,188
8/1/2034	2,211,769	2,016,750	195,019
8/1/2035	2,219,263	2,031,000	188,263
8/1/2036	2,210,969	2,021,250	189,719
8/1/2037	2,217,506	2,018,500	199,006
8/1/2038	2,947,594	2,757,250	190,344
8/1/2039	2,947,913	2,755,250	192,663
8/1/2040	1,328,138	1,212,500	115,638
8/1/2041	2,756,256	2,640,750	115,506
Total	\$251,189,766	\$220,021,700	\$31,168,067

*See Appendix II for detailed savings produce by each underlying loan.



Combined Estimated Savings (2014B Taxable Bonds and 2014C Tax-Exempt Bonds)

Year	Prior Combined Debt Service	2014B and 2014C Debt Service	Savings
8/1/2015	49,379,916	44,136,237	5,243,679
8/1/2016	49,244,044	44,097,880	5,146,164
8/1/2017	49,639,256	44,480,984	5,158,272
8/1/2018	57,687,489	48,393,144	9,294,345
8/1/2019	27,995,959	25,735,667	2,260,293
8/1/2020	21,089,258	19,277,907	1,811,351
8/1/2021	21,178,632	19,350,599	1,828,032
8/1/2022	14,069,163	12,729,029	1,340,134
8/1/2023	11,554,651	10,386,142	1,168,509
8/1/2024	11,595,884	10,423,064	1,172,820
8/1/2025	6,317,924	5,603,231	714,693
8/1/2026	6,106,699	5,571,505	535,194
8/1/2027	6,133,366	5,582,264	551,102
8/1/2028	6,126,471	5,569,668	556,804
8/1/2029	6,132,803	5,579,443	553,360
8/1/2030	7,099,560	6,545,089	554,472
8/1/2031	3,503,190	3,269,985	233,206
8/1/2032	3,484,765	3,252,586	232,180
8/1/2033	3,483,058	3,235,636	247,422
8/1/2034	3,473,709	3,233,851	239,858
8/1/2035	3,486,923	3,256,231	230,692
8/1/2036	2,210,969	2,021,250	189,719
8/1/2037	2,217,506	2,018,500	199,006
8/1/2038	2,947,594	2,757,250	190,344
8/1/2039	2,947,913	2,755,250	192,663
8/1/2040	1,328,138	1,212,500	115,638
8/1/2041	2,756,256	2,640,750	115,506
Total	\$383,191,092	\$343,115,637	\$40,075,455



Estimated Sources and Uses of Funds by Series

Sources:	Series 2014B	Series 2014C	Total
Bond Proceeds:			
Par Amount	\$100,595,000.00	\$172,515,000.00	\$273,110,000.00
Plus: Original Issue Premium	-	15,934,639.75	15,934,639.75
Other Sources of Funds:			
Prior Reserve Fund Balance	2,968,000.00	19,319,290.21	22,287,290.21
	<u>\$103,563,000.00</u>	<u>\$207,768,929.96</u>	<u>\$311,331,929.96</u>

Uses:	Series 2014B	Series 2014C	Total
Escrow Deposit	\$102,540,635.7	\$205,189,748.52	\$307,730,384.18
Cost of Issuance	124,720.00	350,000.00	474,720.00
Underwriter's Discount	464,748.90	667,633.05	1,132,381.95
Bond Insurance Expense	305,917.90	1,210,119.35	1,516,037.25
Surety Reserve Fund Expense	112,114.97	258,772.50	370,887.47
	<u>882,781.77</u>	<u>207,676,273.42</u>	<u>208,559,055.19</u>
Contingency (Rounding)	14,862.57	92,656.54	107,519.11
	<u>\$103,563,000.00</u>	<u>\$207,768,929.96</u>	<u>\$311,331,929.96</u>



Appendix I

(2014B Bonds Detailed Refunding Numbers)

SOURCES AND USES OF FUNDS

City and County of San Francisco RDA
 Taxable Pooled Financing
 Alternative No. 2 (Subordinate Scenario 2A)
 Assumes an 'A-' Underlying Rating
 Surety DSRF Sized by Series (100% of Requirement)
 Assumes Insurance Cost at 55 bp and Surety Cost as 1.5%
 Current Market Rates as of August 28, 2014

	Dated Date		12/30/2014		Delivery Date		12/30/2014			
Sources:	Refunding Series (2004D-Golden Gateway) 2014	Refunding Series (2004D-Rincon Point) 2014	Refunding Series (2004D-Western Addition) 2014	Refunding Series (2004D-Verba Buena) 2014	Refunding Series (2005C-Golden Gateway) 2014	Refunding Series (2005C-Hunters Point) 2014	Refunding Series (2005C-India Basin) 2014	Refunding Series (2005C-Western Addition) 2014	Refunding Series (2005C-Verba Buena) 2014	Refunding Taxable Series 2006A (Golden Gateway)
Bond Proceeds:										
Par Amount	3,915,000.00	12,590,000.00	535,000.00	9,005,000.00	9,375,000.00	2,790,000.00	3,220,000.00	3,065,000.00	11,930,000.00	920,000.00
Other Sources of Funds:										
Prior Reserve Fund Balance										
	3,915,000.00	12,590,000.00	535,000.00	9,005,000.00	9,375,000.00	2,790,000.00	3,220,000.00	3,065,000.00	11,930,000.00	920,000.00
Uses:										
Refunding Escrow Deposits:										
Cash Deposit	0.31	0.84	0.41	0.23	0.30	0.77	0.27	0.52	0.34	0.27
SLGS Purchases	3,867,182.00	12,469,160.00	529,679.00	8,906,862.00	9,282,914.00	2,762,030.00	3,189,652.00	3,036,005.00	11,794,921.00	906,189.00
	3,867,182.31	12,469,160.84	529,679.41	8,906,862.23	9,282,914.30	2,762,030.77	3,189,652.27	3,036,005.52	11,794,921.34	906,189.27
Cost of Issuance:										
Cost of Issuance	4,853.91	15,609.37	663.31	11,164.61	11,623.34	3,459.11	3,992.23	3,800.06	14,791.09	1,140.64
Delivery Date Expenses:										
Underwriter's Discount	18,087.30	58,165.80	2,471.70	41,603.10	43,312.50	12,889.80	14,876.40	14,160.30	55,116.60	4,250.40
Insurance Expense (55 bps)	16,421.87	33,339.57	2,245.13	37,727.07	23,712.42	7,317.06	8,228.68	11,824.52	48,613.29	3,845.83
Surety Reserve Fund	4,363.34	14,031.79	596.27	10,036.24	10,448.61	3,109.51	3,588.75	3,416.00	13,296.20	1,025.36
	38,872.51	105,537.16	5,313.10	89,366.41	77,473.53	23,316.37	26,693.83	29,400.82	117,026.09	9,121.59
Other Uses of Funds:										
Additional Proceeds	4,091.27	-307.37	-655.82	-2,393.25	2,988.83	1,193.75	-338.33	-4,206.40	3,261.48	3,548.50
	3,915,000.00	12,590,000.00	535,000.00	9,005,000.00	9,375,000.00	2,790,000.00	3,220,000.00	3,065,000.00	11,930,000.00	920,000.00

SOURCES AND USES OF FUNDS

City and County of San Francisco RDA
 Taxable Pooled Financing
 Alternative No. 2 (Subordinate Scenario 2A)
 Assumes an 'A-' Underlying Rating
 Surety DSRF Sized by Series (100% of Requirement)
 Assumes Insurance Cost at 55 bp and Surety Cost as 1.5%
 Current Market Rates as of August 28, 2014

Sources:	Refunding Taxable Series 2006A (Rincon Point)	Refunding Taxable Series 2006A (Yerba Buena)	Refunding Taxable Series 2009A (Rincon Point)	Total
Bond Proceeds:				
Par Amount	2,595,000.00	9,085,000.00	31,570,000.00	100,595,000.00
Other Sources of Funds:				
Prior Reserve Fund Balance			2,968,000.00	2,968,000.00
	2,595,000.00	9,085,000.00	34,538,000.00	103,563,000.00
Uses:				
Refunding Escrow Deposits:				
Cash Deposit	0.28	0.75	0.37	5.66
SLGS Purchases	2,563,534.00	9,006,065.00	34,226,437.00	102,540,630.00
	2,563,534.28	9,006,065.75	34,226,437.37	102,540,635.66
Cost of Issuance:				
Cost of Issuance	3,217.34	11,263.79	39,141.20	124,720.00
Delivery Date Expenses:				
Underwriter's Discount	11,988.90	41,972.70	145,853.40	464,748.90
Insurance Expense (55 bps)	11,219.73	11,988.38	89,434.35	305,917.90
Surety Reserve Fund	2,892.18	10,125.40	35,185.32	112,114.97
	26,100.81	64,086.48	270,473.07	882,781.77
Other Uses of Funds:				
Additional Proceeds	2,147.57	3,583.98	1,948.36	14,862.57
	2,595,000.00	9,085,000.00	34,538,000.00	103,563,000.00

BOND PRICING

City and County of San Francisco RDA
 Taxable Pooled Financing
 Alternative No. 2 (Subordinate Scenario 2A)
 Assumes an 'A-' Underlying Rating
 Surety DSRF Sized by Series (100% of Requirement)
 Assumes Insurance Cost at 55 bp and Surety Cost as 1.5%
 Current Market Rates as of August 28, 2014

Bond Component	Maturity Date	Amount	Rate	Yield	Price
Serial Bond, Uninsured:					
	08/01/2018	11,555,000	1.650%	1.650%	100.000
	08/01/2019	3,370,000	2.641%	2.641%	100.000
	08/01/2021	2,820,000	3.279%	3.279%	100.000
	08/01/2022	4,245,000	3.586%	3.586%	100.000
	08/01/2023	4,910,000	3.786%	3.786%	100.000
	08/01/2024	6,035,000	3.986%	3.986%	100.000
	08/01/2025	980,000	4.136%	4.136%	100.000
		<u>33,915,000</u>			
Serial Bond, Insured:					
	08/01/2015	10,870,000	0.540%	0.540%	100.000
	08/01/2016	9,705,000	1.120%	1.120%	100.000
	08/01/2017	10,165,000	1.600%	1.600%	100.000
	08/01/2018	5,880,000	1.650%	1.650%	100.000
	08/01/2019	5,360,000	2.641%	2.641%	100.000
	08/01/2020	4,355,000	2.929%	2.929%	100.000
	08/01/2021	1,345,000	3.279%	3.279%	100.000
	08/01/2022	1,350,000	3.586%	3.586%	100.000
	08/01/2023	1,385,000	3.786%	3.786%	100.000
	08/01/2024	515,000	3.986%	3.986%	100.000
	08/01/2025	730,000	4.136%	4.136%	100.000
		<u>51,660,000</u>			
Term Bond 2029, Uninsured:					
	08/01/2026	1,780,000	4.536%	4.536%	100.000
	08/01/2027	1,865,000	4.536%	4.536%	100.000
	08/01/2028	1,945,000	4.536%	4.536%	100.000
	08/01/2029	2,025,000	4.536%	4.536%	100.000
		<u>7,615,000</u>			
Term Bond 2036, Uninsured:					
	08/01/2030	2,120,000	5.170%	5.170%	100.000
	08/01/2031	970,000	5.170%	5.170%	100.000
	08/01/2032	1,000,000	5.170%	5.170%	100.000
	08/01/2033	1,050,000	5.170%	5.170%	100.000
	08/01/2034	1,100,000	5.170%	5.170%	100.000
	08/01/2035	1,165,000	5.170%	5.170%	100.000
	08/01/2036		5.170%	5.170%	100.000
		<u>7,405,000</u>			
		<u>100,595,000</u>			

Dated Date	12/30/2014	
Delivery Date	12/30/2014	
First Coupon	02/01/2015	
Par Amount	100,595,000.00	
Original Issue Discount		
Production	100,595,000.00	100.000000%
Underwriter's Discount	-464,748.90	-0.462000%
Purchase Price	100,130,251.10	99.538000%
Accrued Interest		
Net Proceeds	100,130,251.10	

BOND SUMMARY STATISTICS

City and County of San Francisco RDA
 Taxable Pooled Financing
 Alternative No. 2 (Subordinate Scenario 2A)
 Assumes an 'A-' Underlying Rating
 Surety DSRF Sized by Series (100% of Requirement)
 Assumes Insurance Cost at 55 bp and Surety Cost as 1.5%
 Current Market Rates as of August 28, 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Last Maturity	08/01/2035
Arbitrage Yield	3.630301%
True Interest Cost (TIC)	3.660593%
Net Interest Cost (NIC)	3.754845%
All-In TIC	3.764750%
Average Coupon	3.678853%
Average Life (years)	6.080
Duration of Issue (years)	5.325
Par Amount	100,595,000.00
Bond Proceeds	100,595,000.00
Total Interest	22,498,937.38
Net Interest	22,963,686.28
Total Debt Service	123,093,937.38
Maximum Annual Debt Service	19,716,394.02
Average Annual Debt Service	5,979,465.32
Underwriter's Fees (per \$1000)	
Average Takedown	
Other Fee	4.620000
Total Underwriter's Discount	4.620000
Bid Price	99.538000

Bond Component	Par Value	Price	Average Coupon	Average Life
Serial Bond, Insured	51,660,000.00	100.000	2.450%	3.130
Serial Bond, Uninsured	33,915,000.00	100.000	3.296%	6.429
Term Bond 2029, Uninsured	7,615,000.00	100.000	4.536%	13.140
Term Bond 2036, Uninsured	7,405,000.00	100.000	5.170%	17.793
	100,595,000.00			6.080

	TIC	All-In TIC	Arbitrage Yield
Par Value	100,595,000.00	100,595,000.00	100,595,000.00
+ Accrued Interest			
+ Premium (Discount)			
- Underwriter's Discount	-464,748.90	-464,748.90	
- Cost of Issuance Expense		-124,720.00	
- Other Amounts		-418,032.87	-305,917.90
Target Value	100,130,251.10	99,587,498.23	100,289,082.10
Target Date	12/30/2014	12/30/2014	12/30/2014
Yield	3.660593%	3.764750%	3.630301%

SAVINGS

City and County of San Francisco RDA
 Taxable Pooled Financing
 Alternative No. 2 (Subordinate Scenario 2A)
 Assumes an 'A-' Underlying Rating
 Surety DSRF Sized by Series (100% of Requirement)
 Assumes Insurance Cost at 55 bp and Surety Cost as 1.5%
 Current Market Rates as of August 28, 2014

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	13,252,610.92	12,400,586.98	852,023.94	880,924.53
08/01/2016	13,087,768.68	12,257,730.02	830,038.66	807,402.07
08/01/2017	13,469,559.72	12,609,034.02	860,525.70	803,923.67
08/01/2018	20,865,854.92	19,716,394.02	1,149,460.90	1,026,795.44
08/01/2019	11,493,330.30	10,723,716.52	769,613.78	663,246.36
08/01/2020	6,644,230.70	6,118,157.22	526,073.48	438,800.90
08/01/2021	6,292,867.90	5,800,599.30	492,268.60	395,591.73
08/01/2022	7,701,420.00	7,094,028.90	607,391.10	468,374.80
08/01/2023	8,267,297.50	7,593,392.20	673,905.30	499,338.71
08/01/2024	8,282,765.00	7,610,063.50	672,701.50	479,257.75
08/01/2025	2,719,440.00	2,508,980.50	210,459.50	144,858.26
08/01/2026	2,710,280.00	2,508,254.90	202,025.10	134,009.83
08/01/2027	2,720,960.00	2,512,514.10	208,445.90	133,220.69
08/01/2028	2,720,140.00	2,507,917.70	212,222.30	130,683.28
08/01/2029	2,713,040.00	2,499,692.50	213,347.50	126,575.91
08/01/2030	2,709,660.00	2,502,838.50	206,821.50	118,214.74
08/01/2031	1,284,440.00	1,243,234.50	41,205.50	22,744.21
08/01/2032	1,267,440.00	1,223,085.50	44,354.50	23,604.16
08/01/2033	1,268,620.00	1,221,385.50	47,234.50	24,235.84
08/01/2034	1,261,940.00	1,217,100.50	44,839.50	22,184.86
08/01/2035	1,267,660.00	1,225,230.50	42,429.50	20,241.35
	132,001,325.64	123,093,937.38	8,907,388.26	7,364,229.08

Savings Summary

PV of savings from cash flow	7,364,229.08
Less: Prior funds on hand	-2,968,000.00
Plus: Refunding funds on hand	14,862.57
Net PV Savings	4,411,091.65

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
 Taxable Pooled Financing
 Alternative No. 2 (Subordinate Scenario 2A)
 Assumes an 'A-' Underlying Rating
 Surety DSRF Sized by Series (100% of Requirement)
 Assumes Insurance Cost at 55 bp and Surety Cost as 1.5%
 Current Market Rates as of August 28, 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	1.179599%
Value of Negative Arbitrage	3,338,343.96
Bond Par Amount	100,595,000.00
True Interest Cost	3.660593%
Net Interest Cost	3.754845%
All-In TIC	3.764750%
Average Coupon	3.678853%
Average Life	6.080
Par amount of refunded bonds	91,955,000.00
Average coupon of refunded bonds	6.258526%
Average life of refunded bonds	6.548
PV of prior debt to 12/30/2014 @ 3.630301%	107,653,311.18
Net PV Savings	4,411,091.65
Percentage savings of refunded bonds	4.797011%
Percentage savings of refunding bonds	4.385001%

SAVINGS

City and County of San Francisco RDA
Refunding Series (2004D-Golden Gateway) 2014

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	1,081,837.50	1,008,200.74	73,636.76	73,953.52
08/01/2016	1,077,965.00	1,007,823.00	70,142.00	67,324.22
08/01/2017	1,080,640.00	1,012,015.00	68,625.00	63,219.58
08/01/2018	1,079,670.00	1,006,335.00	73,335.00	64,804.01
	4,320,112.50	4,034,373.74	285,738.76	269,301.33

Savings Summary

PV of savings from cash flow	269,301.33
Plus: Refunding funds on hand	4,091.27
Net PV Savings	273,392.60

SAVINGS

City and County of San Francisco RDA
Refunding Series (2004D-Rincon Point) 2014

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	726,600.00	644,985.39	81,614.61	85,624.34
08/01/2016	726,600.00	644,287.00	82,313.00	79,824.57
08/01/2017	726,600.00	642,495.00	84,105.00	78,651.34
08/01/2018	726,600.00	644,935.00	81,665.00	73,747.73
08/01/2019	1,446,600.00	1,282,212.50	164,387.50	141,302.71
08/01/2020	1,443,400.00	1,275,952.46	167,447.54	138,649.40
08/01/2021	1,442,800.00	1,276,934.66	165,865.34	132,346.86
08/01/2022	1,444,500.00	1,279,227.10	165,272.90	127,076.80
08/01/2023	1,443,200.00	1,277,849.60	165,350.40	122,510.31
08/01/2024	1,443,900.00	1,278,586.30	165,313.70	118,026.25
08/01/2025	1,446,300.00	1,281,117.90	165,182.10	113,640.68
08/01/2026	1,445,100.00	1,280,585.10	164,514.90	109,061.45
08/01/2027	1,445,300.00	1,279,317.90	165,982.10	106,033.39
08/01/2028	1,446,600.00	1,281,009.50	165,590.50	101,932.67
08/01/2029	1,443,700.00	1,275,433.10	168,266.90	99,794.30
08/01/2030	1,441,600.00	1,277,815.50	163,784.50	93,582.48
	20,239,400.00	17,922,744.01	2,316,655.99	1,721,805.26

Savings Summary

PV of savings from cash flow	1,721,805.26
Plus: Refunding funds on hand	-307.37
Net PV Savings	1,721,497.89

SAVINGS

City and County of San Francisco RDA
Refunding Series (2004D-Western Addition) 2014

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	149,697.50	138,838.15	10,859.35	10,886.64
08/01/2016	147,917.50	140,819.50	7,098.00	6,850.87
08/01/2017	145,730.00	134,307.50	11,422.50	10,502.13
08/01/2018	148,190.00	137,227.50	10,962.50	9,683.13
	591,535.00	551,192.65	40,342.35	37,922.77

Savings Summary

PV of savings from cash flow	37,922.77
Plus: Refunding funds on hand	-655.82
Net PV Savings	37,266.95

SAVINGS

City and County of San Francisco RDA
 Refunding Series (2004D-Yerba Buena) 2014

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	2,489,420.00	2,319,861.11	169,558.89	170,289.54
08/01/2016	2,486,985.00	2,318,486.50	168,498.50	161,625.57
08/01/2017	2,486,235.00	2,318,622.50	167,612.50	154,313.84
08/01/2018	2,487,475.00	2,322,702.50	164,772.50	145,623.87
	9,950,115.00	9,279,672.61	670,442.39	631,852.82

Savings Summary

PV of savings from cash flow	631,852.82
Plus: Refunding funds on hand	-2,393.25
Net PV Savings	629,459.57

SAVINGS

City and County of San Francisco RDA
Refunding Series (2005C-Golden Gateway) 2014

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	472,172.00	457,178.01	14,993.99	18,226.34
08/01/2016	466,947.00	449,918.10	17,028.90	16,701.82
08/01/2017	471,947.00	454,302.10	17,644.90	16,677.98
08/01/2018	470,717.00	453,342.10	17,374.90	15,857.12
08/01/2019	1,614,532.00	1,562,352.10	52,179.90	44,813.99
08/01/2020	675,280.00	651,452.40	23,827.60	19,851.86
08/01/2021	696,500.00	672,958.30	23,541.70	18,886.90
08/01/2022	670,900.00	647,465.50	23,434.50	18,102.60
08/01/2023	665,820.00	641,528.20	24,291.80	18,064.76
08/01/2024	680,220.00	659,791.60	20,428.40	14,665.09
08/01/2025	748,060.00	721,239.20	26,820.80	18,492.24
08/01/2026	746,480.00	724,074.80	22,405.20	14,901.90
08/01/2027	753,860.00	729,343.20	24,516.80	15,701.26
08/01/2028	764,680.00	738,477.60	26,202.40	16,161.85
08/01/2029	773,680.00	746,251.20	27,428.80	16,296.11
08/01/2030	780,860.00	752,664.00	28,196.00	16,136.21
08/01/2031	801,220.00	774,229.00	26,991.00	14,896.48
08/01/2032	798,980.00	773,209.00	25,771.00	13,716.18
08/01/2033	810,180.00	780,638.00	29,542.00	15,157.97
08/01/2034	819,040.00	790,999.00	28,041.00	13,873.67
08/01/2035	820,560.00	794,033.50	26,526.50	12,654.72
	15,502,635.00	14,975,446.91	527,188.09	369,837.06

Savings Summary

PV of savings from cash flow	369,837.06
Plus: Refunding funds on hand	2,988.83
Net PV Savings	372,825.89

SAVINGS

City and County of San Francisco RDA
Refunding Series (2005C-Hunters Point) 2014

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	285,613.76	275,223.62	10,390.14	11,221.20
08/01/2016	278,863.76	271,590.20	7,273.56	7,103.92
08/01/2017	272,113.76	264,686.20	7,427.56	6,953.13
08/01/2018	250,213.76	242,046.20	8,167.56	7,323.86
08/01/2019	358,970.00	344,653.70	14,316.30	12,248.91
08/01/2020	126,720.00	123,051.20	3,668.80	3,065.19
08/01/2021	145,160.00	142,026.06	3,133.94	2,531.02
08/01/2022	92,560.00	90,222.60	2,337.40	1,829.79
08/01/2023	92,560.00	90,043.30	2,516.70	1,897.98
08/01/2024	92,560.00	89,854.00	2,706.00	1,966.20
08/01/2025	237,560.00	229,654.70	7,905.30	5,450.50
08/01/2026	235,020.00	228,657.50	6,362.50	4,231.76
08/01/2027	227,220.00	221,853.50	5,366.50	3,443.18
08/01/2028	224,420.00	215,049.50	9,370.50	5,771.87
08/01/2029	216,360.00	208,245.50	8,114.50	4,818.00
08/01/2030	213,300.00	206,441.50	6,858.50	3,924.33
08/01/2031	209,980.00	203,428.00	6,552.00	3,615.36
08/01/2032	201,400.00	195,156.00	6,244.00	3,322.52
08/01/2033	197,820.00	191,884.00	5,936.00	3,045.86
08/01/2034	193,980.00	188,353.50	5,626.50	2,783.86
08/01/2035	199,880.00	194,564.50	5,315.50	2,535.85
	4,352,275.04	4,216,685.28	135,589.76	99,084.29

Savings Summary

PV of savings from cash flow	99,084.29
Plus: Refunding funds on hand	1,193.75
Net PV Savings	100,278.04

SAVINGS

City and County of San Francisco RDA
Refunding Series (2005C-India Basin) 2014

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	161,147.50	155,930.61	5,216.89	6,328.73
08/01/2016	161,147.50	157,675.66	3,471.84	3,480.48
08/01/2017	171,147.50	167,451.66	3,695.84	3,563.44
08/01/2018	210,687.50	201,971.66	8,715.84	7,850.04
08/01/2019	233,375.00	225,899.16	7,475.84	6,511.70
08/01/2020	264,700.00	253,522.26	11,177.74	9,299.86
08/01/2021	263,980.00	255,007.46	8,972.54	7,215.46
08/01/2022	303,000.00	290,908.70	12,091.30	9,321.32
08/01/2023	294,680.00	284,991.80	9,688.20	7,211.44
08/01/2024	296,360.00	283,744.90	12,615.10	9,016.40
08/01/2025	287,520.00	276,968.70	10,551.30	7,274.84
08/01/2026	283,680.00	274,937.50	8,742.50	5,814.72
08/01/2027	294,580.00	281,999.50	12,580.50	8,042.87
08/01/2028	284,440.00	273,381.10	11,058.90	6,816.88
08/01/2029	279,300.00	269,762.70	9,537.30	5,667.50
08/01/2030	273,900.00	265,917.50	7,982.50	4,571.71
08/01/2031	273,240.00	265,577.50	7,662.50	4,232.36
08/01/2032	267,060.00	254,720.50	12,339.50	6,565.45
08/01/2033	260,620.00	248,863.50	11,756.50	6,032.01
08/01/2034	248,920.00	237,748.00	11,172.00	5,527.32
08/01/2035	247,220.00	236,632.50	10,587.50	5,050.77
	5,360,705.00	5,163,612.87	197,092.13	135,395.29

Savings Summary

PV of savings from cash flow	135,395.29
Plus: Refunding funds on hand	-338.33
Net PV Savings	135,056.96

SAVINGS

City and County of San Francisco RDA
 Refunding Series (2005C-Western Addition) 2014

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	749,567.26	712,852.47	36,714.79	37,093.73
08/01/2016	745,937.26	705,264.00	40,673.26	39,040.23
08/01/2017	815,227.26	772,760.00	42,467.26	39,119.88
08/01/2018	1,026,371.26	975,840.00	50,531.26	44,650.39
	3,337,103.04	3,166,716.47	170,386.57	159,904.23

Savings Summary

PV of savings from cash flow	159,904.23
Plus: Refunding funds on hand	-4,206.40
Net PV Savings	155,697.83

SAVINGS

City and County of San Francisco RDA
 Refunding Series (2005C-Yerba Buena) 2014

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	2,244,014.50	2,115,411.26	128,603.24	130,399.44
08/01/2016	2,213,244.50	2,091,110.20	122,134.30	117,718.47
08/01/2017	2,366,404.50	2,234,774.20	131,630.30	121,735.35
08/01/2018	2,881,140.50	2,716,654.20	164,486.30	145,848.66
08/01/2019	3,668,353.00	3,459,001.70	209,351.30	178,141.96
	13,373,157.00	12,616,951.56	756,205.44	693,843.88

Savings Summary

PV of savings from cash flow	693,843.88
Plus: Refunding funds on hand	3,261.48
Net PV Savings	697,105.36

SAVINGS

City and County of San Francisco RDA
 Refunding Taxable Series 2006A (Golden Gateway)

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	237,523.00	236,634.48	888.52	1,274.96
08/01/2016	236,848.80	235,077.50	1,771.30	1,902.54
08/01/2017	235,612.80	237,557.50	-1,944.70	-1,622.62
08/01/2018	238,248.00	238,877.50	-629.50	-478.55
	948,232.60	948,146.98	85.62	1,076.34

Savings Summary

PV of savings from cash flow	1,076.34
Plus: Refunding funds on hand	3,548.50
Net PV Savings	4,624.84

SAVINGS

City and County of San Francisco RDA
 Refunding Taxable Series 2006A (Rincon Point)

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	371,037.20	363,360.04	7,677.16	8,638.74
08/01/2016	372,834.90	365,135.60	7,699.30	7,852.59
08/01/2017	373,789.90	361,663.60	12,126.30	11,521.35
08/01/2018	373,186.70	361,703.60	11,483.10	10,463.96
08/01/2019	371,700.30	361,506.10	10,194.20	8,914.46
08/01/2020	369,330.70	358,054.90	11,275.80	9,417.91
08/01/2021	371,077.90	358,535.66	12,542.24	10,021.82
08/01/2022	371,647.50	362,551.00	9,096.50	6,986.61
	2,974,605.10	2,892,510.50	82,094.60	73,817.42

Savings Summary

PV of savings from cash flow	73,817.42
Plus: Refunding funds on hand	2,147.57
Net PV Savings	<u>75,964.99</u>

SAVINGS

City and County of San Francisco RDA
 Refunding Taxable Series 2006A (Yerba Buena)

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	875,880.70	845,764.94	30,115.76	33,505.33
08/01/2016	768,408.70	743,667.00	24,741.70	26,110.30
08/01/2017	920,712.00	886,835.00	33,877.00	33,421.45
08/01/2018	7,322,155.20	7,064,675.00	257,480.20	228,647.22
	9,887,156.60	9,540,941.94	346,214.66	321,684.30

Savings Summary

PV of savings from cash flow	321,684.30
Plus: Refunding funds on hand	3,583.98
Net PV Savings	<u>325,268.28</u>

SAVINGS

City and County of San Francisco RDA
Refunding Taxable Series 2009A (Rincon Point)

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 12/30/2014 @ 3.6303006%
08/01/2015	3,408,100.00	3,126,346.16	281,753.84	293,482.03
08/01/2016	3,404,068.76	3,126,875.76	277,193.00	271,866.49
08/01/2017	3,403,400.00	3,121,563.76	281,836.24	265,866.84
08/01/2018	3,651,200.00	3,350,083.76	301,116.24	272,774.02
08/01/2019	3,799,800.00	3,488,091.26	311,708.74	271,312.64
08/01/2020	3,764,800.00	3,456,124.00	308,676.00	258,516.69
08/01/2021	3,373,350.00	3,095,137.16	278,212.84	224,589.68
08/01/2022	4,818,812.50	4,423,654.00	395,158.50	305,057.67
08/01/2023	5,771,037.50	5,298,979.30	472,058.20	349,654.24
08/01/2024	5,769,725.00	5,298,086.70	471,638.30	335,583.81
	41,164,293.76	37,784,941.86	3,379,351.90	2,848,704.09

Savings Summary

PV of savings from cash flow	2,848,704.09
Less: Prior funds on hand	-2,968,000.00
Plus: Refunding funds on hand	1,948.36
Net PV Savings	-117,347.55

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Series (2004D-Golden Gateway) 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.010205%
Value of Negative Arbitrage	11,159.88
Bond Par Amount	3,915,000.00
True Interest Cost	1.682314%
Net Interest Cost	1.678478%
All-In TIC	2.006210%
Average Coupon	1.457622%
Average Life	2.092
Par amount of refunded bonds	3,760,000.00
Average coupon of refunded bonds	5.804279%
Average life of refunded bonds	2.155
PV of prior debt to 12/30/2014 @ 3.630301%	4,015,851.50
Net PV Savings	273,392.60
Percentage savings of refunded bonds	7.271080%
Percentage savings of refunding bonds	6.983208%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Series (2004D-Rincon Point) 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.010204%
Value of Negative Arbitrage	35,983.42
Bond Par Amount	12,590,000.00
True Interest Cost	4.270240%
Net Interest Cost	4.301402%
All-In TIC	4.334060%
Average Coupon	4.254991%
Average Life	9.955
Par amount of refunded bonds	12,110,000.00
Average coupon of refunded bonds	6.000000%
Average life of refunded bonds	10.774
PV of prior debt to 12/30/2014 @ 3.630301%	14,909,547.91
Net PV Savings	1,721,497.89
Percentage savings of refunded bonds	14.215507%
Percentage savings of refunding bonds	13.673534%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Series (2004D-Western Addition) 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.010195%
Value of Negative Arbitrage	1,528.55
Bond Par Amount	535,000.00
True Interest Cost	1.679898%
Net Interest Cost	1.676083%
All-In TIC	2.005485%
Average Coupon	1.454121%
Average Life	2.081
Par amount of refunded bonds	515,000.00
Average coupon of refunded bonds	5.804192%
Average life of refunded bonds	2.149
PV of prior debt to 12/30/2014 @ 3.630301%	549,978.04
Net PV Savings	37,266.95
Percentage savings of refunded bonds	7.236301%
Percentage savings of refunding bonds	6.965785%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Series (2004D-Yerba Buena) 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.010204%
Value of Negative Arbitrage	25,703.36
Bond Par Amount	9,005,000.00
True Interest Cost	1.682319%
Net Interest Cost	1.678485%
All-In TIC	2.005870%
Average Coupon	1.457696%
Average Life	2.092
Par amount of refunded bonds	8,660,000.00
Average coupon of refunded bonds	5.804279%
Average life of refunded bonds	2.155
PV of prior debt to 12/30/2014 @ 3.630301%	9,249,300.25
Net PV Savings	629,459.57
Percentage savings of refunded bonds	7.268586%
Percentage savings of refunding bonds	6.990112%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Series (2005C-Golden Gateway) 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.010204%
Value of Negative Arbitrage	26,788.57
Bond Par Amount	9,375,000.00
True Interest Cost	4.688497%
Net Interest Cost	4.743261%
All-In TIC	4.742097%
Average Coupon	4.706859%
Average Life	12.692
Par amount of refunded bonds	9,052,000.00
Average coupon of refunded bonds	5.186758%
Average life of refunded bonds	13.327
PV of prior debt to 12/30/2014 @ 3.630301%	10,675,715.53
Net PV Savings	372,825.89
Percentage savings of refunded bonds	4.118713%
Percentage savings of refunding bonds	3.976809%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Series (2005C-Hunters Point) 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.010203%
Value of Negative Arbitrage	7,970.65
Bond Par Amount	2,790,000.00
True Interest Cost	4.622943%
Net Interest Cost	4.696781%
All-In TIC	4.685338%
Average Coupon	4.654726%
Average Life	10.986
Par amount of refunded bonds	2,695,000.00
Average coupon of refunded bonds	5.165059%
Average life of refunded bonds	11.503
PV of prior debt to 12/30/2014 @ 3.630301%	3,113,203.34
Net PV Savings	100,278.04
Percentage savings of refunded bonds	3.720892%
Percentage savings of refunding bonds	3.594195%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Series (2005C-India Basin) 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.010205%
Value of Negative Arbitrage	9,204.67
Bond Par Amount	3,220,000.00
True Interest Cost	4.688894%
Net Interest Cost	4.734392%
All-In TIC	4.742002%
Average Coupon	4.698431%
Average Life	12.847
Par amount of refunded bonds	3,110,000.00
Average coupon of refunded bonds	5.194724%
Average life of refunded bonds	13.519
PV of prior debt to 12/30/2014 @ 3.630301%	3,679,891.44
Net PV Savings	135,056.96
Percentage savings of refunded bonds	4.342668%
Percentage savings of refunding bonds	4.194316%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Series (2005C-Western Addition) 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.010202%
Value of Negative Arbitrage	8,761.29
Bond Par Amount	3,065,000.00
True Interest Cost	1.698909%
Net Interest Cost	1.694989%
All-In TIC	1.987330%
Average Coupon	1.487859%
Average Life	2.230
Par amount of refunded bonds	2,969,000.00
Average coupon of refunded bonds	4.592753%
Average life of refunded bonds	2.288
PV of prior debt to 12/30/2014 @ 3.630301%	3,086,571.60
Net PV Savings	155,697.83
Percentage savings of refunded bonds	5.244117%
Percentage savings of refunding bonds	5.079864%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Series (2005C-Yerba Buena) 2014

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.010203%
Value of Negative Arbitrage	34,037.71
Bond Par Amount	11,930,000.00
True Interest Cost	2.165627%
Net Interest Cost	2.165212%
All-In TIC	2.400615%
Average Coupon	2.004393%
Average Life	2.873
Par amount of refunded bonds	11,529,000.00
Average coupon of refunded bonds	4.736281%
Average life of refunded bonds	2.969
PV of prior debt to 12/30/2014 @ 3.630301%	12,102,157.71
Net PV Savings	697,105.36
Percentage savings of refunded bonds	6.046538%
Percentage savings of refunding bonds	5.843297%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Taxable Series 2006A (Golden Gateway)

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.269566%
Value of Negative Arbitrage	38,300.59
Bond Par Amount	920,000.00
True Interest Cost	1.683136%
Net Interest Cost	1.679297%
All-In TIC	2.005549%
Average Coupon	1.458981%
Average Life	2.097
Par amount of refunded bonds	825,000.00
Average coupon of refunded bonds	5.822937%
Average life of refunded bonds	2.156
PV of prior debt to 12/30/2014 @ 3.630301%	881,423.78
Net PV Savings	4,624.84
Percentage savings of refunded bonds	0.560587%
Percentage savings of refunding bonds	0.502700%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Taxable Series 2006A (Rincon Point)

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.284302%
Value of Negative Arbitrage	117,326.19
Bond Par Amount	2,595,000.00
True Interest Cost	2.864699%
Net Interest Cost	2.876132%
All-In TIC	3.039892%
Average Coupon	2.764721%
Average Life	4.147
Par amount of refunded bonds	2,315,000.00
Average coupon of refunded bonds	5.951563%
Average life of refunded bonds	4.379
PV of prior debt to 12/30/2014 @ 3.630301%	2,582,346.30
Net PV Savings	75,964.99
Percentage savings of refunded bonds	3.281425%
Percentage savings of refunding bonds	2.927360%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Taxable Series 2006A (Yerba Buena)

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	0.289619%
Value of Negative Arbitrage	425,010.86
Bond Par Amount	9,085,000.00
True Interest Cost	1.763665%
Net Interest Cost	1.759116%
All-In TIC	1.886282%
Average Coupon	1.610828%
Average Life	3.116
Par amount of refunded bonds	8,115,000.00
Average coupon of refunded bonds	5.880601%
Average life of refunded bonds	3.301
PV of prior debt to 12/30/2014 @ 3.630301%	8,873,131.06
Net PV Savings	325,268.28
Percentage savings of refunded bonds	4.008235%
Percentage savings of refunding bonds	3.580278%

SUMMARY OF REFUNDING RESULTS

City and County of San Francisco RDA
Refunding Taxable Series 2009A (Rincon Point)

Dated Date	12/30/2014
Delivery Date	12/30/2014
Arbitrage yield	3.630301%
Escrow yield	1.354689%
Value of Negative Arbitrage	2,596,568.22
Bond Par Amount	31,570,000.00
True Interest Cost	3.421266%
Net Interest Cost	3.438388%
All-In TIC	3.521947%
Average Coupon	3.359546%
Average Life	5.860
Par amount of refunded bonds	26,300,000.00
Average coupon of refunded bonds	8.205558%
Average life of refunded bonds	6.479
PV of prior debt to 12/30/2014 @ 3.630301%	33,934,192.72
Net PV Savings	-117,347.55
Percentage savings of refunded bonds	-0.446188%
Percentage savings of refunding bonds	-0.371706%

SUMMARY OF BONDS REFUNDED
 City and County of San Francisco RDA
 Taxable Pooled Financing
 Alternative No. 2 (Subordinate Scenario 2A)
 Assumes an 'A-' Underlying Rating
 Surety DSRF Sized by Series (100% of Requirement)
 Assumes Insurance Cost at 55 bp and Surety Cost as 1.5%
 Current Market Rates as of August 28, 2014

Bond	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
Taxable Series 2004 D-Golden Gateway, 2004D_G:					
SERIAL	08/01/2015	5.650%	865,000.00	01/29/2015	100.000
	08/01/2016	5.750%	910,000.00	01/29/2015	100.000
	08/01/2017	5.800%	965,000.00	01/29/2015	100.000
	08/01/2018	5.850%	1,020,000.00	01/29/2015	100.000
			3,760,000.00		
Taxable Series 2004 D-Rincon Point, 2004D_R:					
TERM24	08/01/2019	6.000%	720,000.00	01/29/2015	100.000
	08/01/2020	6.000%	760,000.00	01/29/2015	100.000
	08/01/2021	6.000%	805,000.00	01/29/2015	100.000
	08/01/2022	6.000%	855,000.00	01/29/2015	100.000
	08/01/2023	6.000%	905,000.00	01/29/2015	100.000
	08/01/2024	6.000%	960,000.00	01/29/2015	100.000
TERM30	08/01/2025	6.000%	1,020,000.00	01/29/2015	100.000
	08/01/2026	6.000%	1,080,000.00	01/29/2015	100.000
	08/01/2027	6.000%	1,145,000.00	01/29/2015	100.000
	08/01/2028	6.000%	1,215,000.00	01/29/2015	100.000
	08/01/2029	6.000%	1,285,000.00	01/29/2015	100.000
	08/01/2030	6.000%	1,360,000.00	01/29/2015	100.000
			12,110,000.00		
Taxable Series 2004 D-Western Addition, 2004D_W:					
SERIAL	08/01/2015	5.650%	120,000.00	01/29/2015	100.000
	08/01/2016	5.750%	125,000.00	01/29/2015	100.000
	08/01/2017	5.800%	130,000.00	01/29/2015	100.000
	08/01/2018	5.850%	140,000.00	01/29/2015	100.000
			515,000.00		
Taxable Series 2004 D-Verba Buena, 2004D_Y:					
SERIAL	08/01/2015	5.650%	1,990,000.00	01/29/2015	100.000
	08/01/2016	5.750%	2,100,000.00	01/29/2015	100.000
	08/01/2017	5.800%	2,220,000.00	01/29/2015	100.000
	08/01/2018	5.850%	2,350,000.00	01/29/2015	100.000
			8,660,000.00		
Taxable Series 2005 C-Golden Gateway, 2005C_G:					
SERIAL	08/01/2015	4.500%	5,000.00	01/29/2015	100.000
	08/01/2017	4.600%	5,000.00	01/29/2015	100.000
	08/01/2018	4.625%	4,000.00	01/29/2015	100.000
TERM35	08/01/2019	4.900%	1,148,000.00	01/29/2015	100.000
	08/01/2020	5.200%	265,000.00	01/29/2015	100.000
	08/01/2021	5.200%	300,000.00	01/29/2015	100.000
	08/01/2022	5.200%	290,000.00	01/29/2015	100.000
	08/01/2023	5.200%	300,000.00	01/29/2015	100.000
	08/01/2024	5.200%	330,000.00	01/29/2015	100.000
	08/01/2025	5.200%	415,000.00	01/29/2015	100.000
	08/01/2026	5.200%	435,000.00	01/29/2015	100.000
	08/01/2027	5.200%	465,000.00	01/29/2015	100.000
	08/01/2028	5.200%	500,000.00	01/29/2015	100.000
	08/01/2029	5.200%	535,000.00	01/29/2015	100.000
	08/01/2030	5.200%	570,000.00	01/29/2015	100.000
	08/01/2031	5.200%	620,000.00	01/29/2015	100.000
	08/01/2032	5.200%	680,000.00	01/29/2015	100.000
	08/01/2033	5.200%	695,000.00	01/29/2015	100.000
	08/01/2034	5.200%	740,000.00	01/29/2015	100.000
	08/01/2035	5.200%	780,000.00	01/29/2015	100.000
			9,062,000.00		
Taxable Series 2005 C-Hunters Point, 2005C_H:					
SERIAL	08/01/2015	4.500%	150,000.00	01/29/2015	100.000
	08/01/2016	4.500%	150,000.00	01/29/2015	100.000
	08/01/2017	4.600%	150,000.00	01/29/2015	100.000
	08/01/2018	4.625%	135,000.00	01/29/2015	100.000
TERM35	08/01/2019	4.900%	250,000.00	01/29/2015	100.000
	08/01/2020	5.200%	30,000.00	01/29/2015	100.000
	08/01/2021	5.200%	50,000.00	01/29/2015	100.000
	08/01/2025	5.200%	145,000.00	01/29/2015	100.000
	08/01/2026	5.200%	150,000.00	01/29/2015	100.000
	08/01/2027	5.200%	150,000.00	01/29/2015	100.000
	08/01/2028	5.200%	155,000.00	01/29/2015	100.000
	08/01/2029	5.200%	155,000.00	01/29/2015	100.000
	08/01/2030	5.200%	160,000.00	01/29/2015	100.000
	08/01/2031	5.200%	165,000.00	01/29/2015	100.000
	08/01/2032	5.200%	165,000.00	01/29/2015	100.000
	08/01/2033	5.200%	170,000.00	01/29/2015	100.000
	08/01/2034	5.200%	175,000.00	01/29/2015	100.000
	08/01/2035	5.200%	190,000.00	01/29/2015	100.000
			2,695,000.00		
Taxable Series 2005 C-India Basin, 2005C_I:					
SERIAL	08/01/2017	4.600%	10,000.00	01/29/2015	100.000
	08/01/2018	4.625%	50,000.00	01/29/2015	100.000
	08/01/2019	4.900%	75,000.00	01/29/2015	100.000
TERM35	08/01/2020	5.200%	110,000.00	01/29/2015	100.000
	08/01/2021	5.200%	115,000.00	01/29/2015	100.000
	08/01/2022	5.200%	160,000.00	01/29/2015	100.000
	08/01/2023	5.200%	160,000.00	01/29/2015	100.000
	08/01/2024	5.200%	170,000.00	01/29/2015	100.000
	08/01/2025	5.200%	170,000.00	01/29/2015	100.000
	08/01/2026	5.200%	175,000.00	01/29/2015	100.000
	08/01/2027	5.200%	195,000.00	01/29/2015	100.000
	08/01/2028	5.200%	195,000.00	01/29/2015	100.000
	08/01/2029	5.200%	200,000.00	01/29/2015	100.000
	08/01/2030	5.200%	205,000.00	01/29/2015	100.000
	08/01/2031	5.200%	215,000.00	01/29/2015	100.000
	08/01/2032	5.200%	220,000.00	01/29/2015	100.000
	08/01/2033	5.200%	225,000.00	01/29/2015	100.000
	08/01/2034	5.200%	225,000.00	01/29/2015	100.000
	08/01/2035	5.200%	235,000.00	01/29/2015	100.000
			3,110,000.00		
Taxable Series 2005 C-Western Addition, 2005C_W:					
SERIAL	08/01/2015	4.500%	614,000.00	01/29/2015	100.000
	08/01/2016	4.500%	638,000.00	01/29/2015	100.000
	08/01/2017	4.600%	736,000.00	01/29/2015	100.000
	08/01/2018	4.625%	981,000.00	01/29/2015	100.000
			2,969,000.00		
Taxable Series 2005 C-Verba Buena, 2005C_Y:					
SERIAL	08/01/2015	4.500%	1,706,000.00	01/29/2015	100.000
	08/01/2016	4.500%	1,752,000.00	01/29/2015	100.000
	08/01/2017	4.600%	1,984,000.00	01/29/2015	100.000
	08/01/2018	4.625%	2,590,000.00	01/29/2015	100.000
	08/01/2019	4.900%	3,497,000.00	01/29/2015	100.000
			11,529,000.00		
2006 A Taxable Tax Allocation Bonds (Golden Gateway), 2006A_G:					
TERM2016	08/01/2015	5.618%	190,000.00		
	08/01/2016	5.618%	200,000.00		

SUMMARY OF BONDS REFUNDED
City and County of San Francisco RDA
Taxable Pooled Financing
Alternative No. 2 (Subordinate Scenario 2A)
Assumes an 'A-' Underlying Rating
Surety DSRF Sized by Series (100% of Requirement)
Assumes Insurance Cost at 55 bp and Surety Cost as 1.5%
Current Market Rates as of August 28, 2014

Bond	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
2006 A Taxable Tax Allocation Bonds (Golden Gateway), 2006A_G					
TERM2021	08/01/2017	5.888%	210,000.00	08/01/2016	100.000
	08/01/2018	5.888%	225,000.00	08/01/2016	100.000
			825,000.00		
2006 A Taxable Tax Allocation Bonds (Rincon Point), 2006A_R					
TERM2016	08/01/2015	5.618%	235,000.00		
	08/01/2016	5.618%	250,000.00		
TERM2021	08/01/2017	5.888%	265,000.00	08/01/2016	100.000
	08/01/2018	5.888%	280,000.00	08/01/2016	100.000
	08/01/2019	5.888%	295,000.00	08/01/2016	100.000
	08/01/2020	5.888%	310,000.00	08/01/2016	100.000
	08/01/2021	5.888%	330,000.00	08/01/2016	100.000
TERM2036	08/01/2022	6.185%	350,000.00	08/01/2016	100.000
			2,315,000.00		
2006 A Taxable Tax Allocation Bonds (Yerba Buena), 2006A_Y					
TERM2016	08/01/2015	5.618%	400,000.00		
	08/01/2016	5.618%	315,000.00		
TERM2021	08/01/2017	5.888%	485,000.00	08/01/2016	100.000
	08/01/2018	5.888%	6,915,000.00	08/01/2016	100.000
			8,115,000.00		
2009 A Taxable Tax Allocation Bonds (Rincon Point), 2009A_R					
TERM2016	08/01/2015	7.375%	1,275,000.00		
	08/01/2016	7.375%	1,365,000.00		
TERM2019	08/01/2017	8.000%	1,465,000.00		
	08/01/2018	8.000%	1,830,000.00		
	08/01/2019	8.000%	2,125,000.00		
TERM2024	08/01/2020	8.250%	2,260,000.00	08/01/2019	100.000
	08/01/2021	8.250%	2,065,000.00	08/01/2019	100.000
	08/01/2022	8.250%	3,670,000.00	08/01/2019	100.000
	08/01/2023	8.250%	4,925,000.00	08/01/2019	100.000
	08/01/2024	8.250%	5,330,000.00	08/01/2019	100.000
			26,300,000.00		
			91,965,000.00		

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Series (2004D-Golden Gateway) 2014

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	865,000	5.650%	216,837.50	1,081,837.50
08/01/2016	910,000	5.750%	167,965.00	1,077,965.00
08/01/2017	965,000	5.800%	115,640.00	1,080,640.00
08/01/2018	1,020,000	5.850%	59,670.00	1,079,670.00
	3,760,000		560,112.50	4,320,112.50

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Series (2004D-Rincon Point) 2014

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015			726,600	726,600
08/01/2016			726,600	726,600
08/01/2017			726,600	726,600
08/01/2018			726,600	726,600
08/01/2019	720,000	6.000%	726,600	1,446,600
08/01/2020	760,000	6.000%	683,400	1,443,400
08/01/2021	805,000	6.000%	637,800	1,442,800
08/01/2022	855,000	6.000%	589,500	1,444,500
08/01/2023	905,000	6.000%	538,200	1,443,200
08/01/2024	960,000	6.000%	483,900	1,443,900
08/01/2025	1,020,000	6.000%	426,300	1,446,300
08/01/2026	1,080,000	6.000%	365,100	1,445,100
08/01/2027	1,145,000	6.000%	300,300	1,445,300
08/01/2028	1,215,000	6.000%	231,600	1,446,600
08/01/2029	1,285,000	6.000%	158,700	1,443,700
08/01/2030	1,360,000	6.000%	81,600	1,441,600
	12,110,000		8,129,400	20,239,400

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Series (2004D-Western Addition) 2014

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	120,000	5.650%	29,697.50	149,697.50
08/01/2016	125,000	5.750%	22,917.50	147,917.50
08/01/2017	130,000	5.800%	15,730.00	145,730.00
08/01/2018	140,000	5.850%	8,190.00	148,190.00
	515,000		76,535.00	591,535.00

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Series (2004D-Yerba Buena) 2014

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	1,990,000	5.650%	499,420	2,489,420
08/01/2016	2,100,000	5.750%	386,985	2,486,985
08/01/2017	2,220,000	5.800%	266,235	2,486,235
08/01/2018	2,350,000	5.850%	137,475	2,487,475
	8,660,000		1,290,115	9,950,115

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Series (2005C-Golden Gateway) 2014

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	5,000	4.500%	467,172	472,172
08/01/2016			466,947	466,947
08/01/2017	5,000	4.600%	466,947	471,947
08/01/2018	4,000	4.625%	466,717	470,717
08/01/2019	1,148,000	4.900%	466,532	1,614,532
08/01/2020	265,000	5.200%	410,280	675,280
08/01/2021	300,000	5.200%	396,500	696,500
08/01/2022	290,000	5.200%	380,900	670,900
08/01/2023	300,000	5.200%	365,820	665,820
08/01/2024	330,000	5.200%	350,220	680,220
08/01/2025	415,000	5.200%	333,060	748,060
08/01/2026	435,000	5.200%	311,480	746,480
08/01/2027	465,000	5.200%	288,860	753,860
08/01/2028	500,000	5.200%	264,680	764,680
08/01/2029	535,000	5.200%	238,680	773,680
08/01/2030	570,000	5.200%	210,860	780,860
08/01/2031	620,000	5.200%	181,220	801,220
08/01/2032	650,000	5.200%	148,980	798,980
08/01/2033	695,000	5.200%	115,180	810,180
08/01/2034	740,000	5.200%	79,040	819,040
08/01/2035	780,000	5.200%	40,560	820,560
	9,052,000		6,450,635	15,502,635

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Series (2005C-Hunters Point) 2014

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	150,000	4.500%	135,613.76	285,613.76
08/01/2016	150,000	4.500%	128,863.76	278,863.76
08/01/2017	150,000	4.600%	122,113.76	272,113.76
08/01/2018	135,000	4.625%	115,213.76	250,213.76
08/01/2019	250,000	4.900%	108,970.00	358,970.00
08/01/2020	30,000	5.200%	96,720.00	126,720.00
08/01/2021	50,000	5.200%	95,160.00	145,160.00
08/01/2022			92,560.00	92,560.00
08/01/2023			92,560.00	92,560.00
08/01/2024			92,560.00	92,560.00
08/01/2025	145,000	5.200%	92,560.00	237,560.00
08/01/2026	150,000	5.200%	85,020.00	235,020.00
08/01/2027	150,000	5.200%	77,220.00	227,220.00
08/01/2028	155,000	5.200%	69,420.00	224,420.00
08/01/2029	155,000	5.200%	61,360.00	216,360.00
08/01/2030	160,000	5.200%	53,300.00	213,300.00
08/01/2031	165,000	5.200%	44,980.00	209,980.00
08/01/2032	165,000	5.200%	36,400.00	201,400.00
08/01/2033	170,000	5.200%	27,820.00	197,820.00
08/01/2034	175,000	5.200%	18,980.00	193,980.00
08/01/2035	190,000	5.200%	9,880.00	199,880.00
	2,695,000		1,657,275.04	4,352,275.04

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Series (2005C-India Basin) 2014

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015			161,147.50	161,147.50
08/01/2016			161,147.50	161,147.50
08/01/2017	10,000	4.600%	161,147.50	171,147.50
08/01/2018	50,000	4.625%	160,687.50	210,687.50
08/01/2019	75,000	4.900%	158,375.00	233,375.00
08/01/2020	110,000	5.200%	154,700.00	264,700.00
08/01/2021	115,000	5.200%	148,980.00	263,980.00
08/01/2022	160,000	5.200%	143,000.00	303,000.00
08/01/2023	160,000	5.200%	134,680.00	294,680.00
08/01/2024	170,000	5.200%	126,360.00	296,360.00
08/01/2025	170,000	5.200%	117,520.00	287,520.00
08/01/2026	175,000	5.200%	108,680.00	283,680.00
08/01/2027	195,000	5.200%	99,580.00	294,580.00
08/01/2028	195,000	5.200%	89,440.00	284,440.00
08/01/2029	200,000	5.200%	79,300.00	279,300.00
08/01/2030	205,000	5.200%	68,900.00	273,900.00
08/01/2031	215,000	5.200%	58,240.00	273,240.00
08/01/2032	220,000	5.200%	47,060.00	267,060.00
08/01/2033	225,000	5.200%	35,620.00	260,620.00
08/01/2034	225,000	5.200%	23,920.00	248,920.00
08/01/2035	235,000	5.200%	12,220.00	247,220.00
	3,110,000		2,250,705.00	5,360,705.00

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Series (2005C-Western Addition) 2014

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	614,000	4.500%	135,567.26	749,567.26
08/01/2016	638,000	4.500%	107,937.26	745,937.26
08/01/2017	736,000	4.600%	79,227.26	815,227.26
08/01/2018	981,000	4.625%	45,371.26	1,026,371.26
	2,969,000		368,103.04	3,337,103.04

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Series (2005C-Yerba Buena) 2014

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	1,706,000	4.500%	538,014.50	2,244,014.50
08/01/2016	1,752,000	4.500%	461,244.50	2,213,244.50
08/01/2017	1,984,000	4.600%	382,404.50	2,366,404.50
08/01/2018	2,590,000	4.625%	291,140.50	2,881,140.50
08/01/2019	3,497,000	4.900%	171,353.00	3,668,353.00
	11,529,000		1,844,157.00	13,373,157.00

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Taxable Series 2006A (Golden Gateway)

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	190,000	5.618%	47,523.00	237,523.00
08/01/2016	200,000	5.618%	36,848.80	236,848.80
08/01/2017	210,000	5.888%	25,612.80	235,612.80
08/01/2018	225,000	5.888%	13,248.00	238,248.00
	825,000		123,232.60	948,232.60

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Taxable Series 2006A (Rincon Point)

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	235,000	5.618%	136,037.20	371,037.20
08/01/2016	250,000	5.618%	122,834.90	372,834.90
08/01/2017	265,000	5.888%	108,789.90	373,789.90
08/01/2018	280,000	5.888%	93,186.70	373,186.70
08/01/2019	295,000	5.888%	76,700.30	371,700.30
08/01/2020	310,000	5.888%	59,330.70	369,330.70
08/01/2021	330,000	5.888%	41,077.90	371,077.90
08/01/2022	350,000	6.185%	21,647.50	371,647.50
	2,315,000		659,605.10	2,974,605.10

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
 Refunding Taxable Series 2006A (Yerba Buena)

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	400,000	5.618%	475,880.70	875,880.70
08/01/2016	315,000	5.618%	453,408.70	768,408.70
08/01/2017	485,000	5.888%	435,712.00	920,712.00
08/01/2018	6,915,000	5.888%	407,155.20	7,322,155.20
	8,115,000		1,772,156.60	9,887,156.60

PRIOR BOND DEBT SERVICE

City and County of San Francisco RDA
Refunding Taxable Series 2009A (Rincon Point)

Period Ending	Principal	Coupon	Interest	Debt Service
08/01/2015	1,275,000	7.375%	2,133,100.00	3,408,100.00
08/01/2016	1,365,000	7.375%	2,039,068.76	3,404,068.76
08/01/2017	1,465,000	8.000%	1,938,400.00	3,403,400.00
08/01/2018	1,830,000	8.000%	1,821,200.00	3,651,200.00
08/01/2019	2,125,000	8.000%	1,674,800.00	3,799,800.00
08/01/2020	2,260,000	8.250%	1,504,800.00	3,764,800.00
08/01/2021	2,055,000	8.250%	1,318,350.00	3,373,350.00
08/01/2022	3,670,000	8.250%	1,148,812.50	4,818,812.50
08/01/2023	4,925,000	8.250%	846,037.50	5,771,037.50
08/01/2024	5,330,000	8.250%	439,725.00	5,769,725.00
	26,300,000		14,864,293.76	41,164,293.76



Appendix II

(2014C Bonds Detailed Refunding Numbers)

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds
Estimated Tax-Exempt Bond Issue With Insurance and Surety.**

Cash Flow Projections

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds
 Estimated Tax-Exempt Bond Issue With Insurance and Surety.

Summary of Loan Refundings

Bond Series	Project Loan	Par Amount Refunded	Par Amount of New Issue	Transfer From Existing DSRF	Transfer From Existing D/S Fund	Gross Savings	Net PV Savings	Net PV Sav. % Par Refunded	TIC	Original Issue Premium	Bond Insurance Premium	Surety Premium	Rounding Amount	Cost of Escrow	COI 350,000	Allocation Of COI \$350,000
1993 Series B	Hunters Point Loan	132,015.40	25,000.00	110,855.14		128,492.77	10,232.77	7.7512%	1.526469%	2,453.25	157.33	37.50	2,624.31	135,149.29	243.21	247.31
1993 Series B	India Basin Loan	203,467.20	35,000.00	170,854.19		202,078.19	15,650.12	7.6917%	1.526468%	3,434.55	220.26	52.50	208.41	208,297.27	374.85	381.17
1993 Series B	Rincon Point Loan	1,131,853.00	195,000.00	950,432.46		1,123,781.74	87,069.30	7.6926%	1.526470%	19,135.35	1,227.18	292.50	1,486.46	1,158,721.81	2,085.21	2,120.37
1993 Series B	Western Addition A2 Loan	2,210,507.00	380,000.00	1,856,192.99		2,195,698.89	170,017.58	7.6913%	1.526469%	37,289.40	2,391.42	570.00	1,996.21	2,262,981.74	4,072.42	4,141.08
1993 Series B	Yerba Buena Loan	922,157.40	160,000.00	774,348.19		914,291.75	70,976.82	7.6968%	1.518295%	15,700.80	1,006.92	240.00	2,435.69	944,048.29	1,698.89	1,727.53
1998 Series D	Golden Gateway Loan	255,000.00	250,000.00	Surety		18,104.44	20,305.69	7.9630%	1.586756%	18,112.50	1,518.31	375.00	3,504.77	261,277.14	469.79	0.00
1998 Series D	Hunters Point Loan	125,000.00	125,000.00	Surety		5,757.22	10,315.29	8.2522%	1.602291%	9,467.60	763.55	187.50	4,723.91	128,078.60	230.29	0.00
1998 Series D	Yerba Buena Loan	2,770,000.00	2,675,000.00	Surety		240,450.56	229,538.10	8.2866%	1.628914%	202,056.95	16,354.77	4,012.50	2,982.86	2,838,251.40	5,103.17	0.00
2003 Series B	Golden Gateway Loan	590,000.00	560,000.00	Surety		73,135.56	70,897.42	12.0165%	1.526470%	54,952.80	3,524.20	840.00	1,853.58	605,480.86	1,086.96	1,105.28
2003 Series B	Rincon Point Loan	2,355,000.00	2,300,000.00	Surety		175,926.39	169,857.36	7.2126%	1.431892%	149,036.95	13,727.51	3,450.00	1,827.56	2,416,792.26	4,338.61	4,411.76
2003 Series B	Western Addition Loan	1,505,000.00	1,470,000.00	Surety		111,780.83	108,629.57	7.2179%	1.462636%	95,521.55	8,775.84	2,205.00	1,589.83	1,544,489.32	2,772.66	2,819.41
2003 Series B	Yerba Buena Loan	20,870,000.00	20,370,000.00	Surety		1,571,743.33	1,502,898.96	7.2012%	1.431618%	1,318,644.70	121,565.44	30,555.00	1,640.79	21,417,602.79	38,448.78	39,097.04
2003 Series C	Yerba Buena Loan	4,350,000.00	4,245,000.00	Surety		317,126.67	304,350.83	6.9966%	1.431943%	275,340.75	25,338.63	6,367.50	1,522.63	4,462,669.84	8,014.00	8,149.12
2004 Series A	Hunters Point Loan	933,179.76	875,000.00	Surety		67,254.39	63,366.63	6.7904%	1.960016%	90,470.60	5,629.97	1,312.50	1,757.04	951,665.64	1,719.20	1,748.18
2004 Series A	India Basin Loan	1,438,239.50	1,350,000.00	Surety		101,263.44	97,506.62	6.7796%	1.964687%	139,819.45	8,690.20	2,025.00	4,499.70	1,466,730.39	2,649.67	2,694.34
2004 Series A	Rincon Point Loan	17,091,680.84	15,995,000.00	Surety		1,261,203.64	1,158,884.87	6.7804%	1.962883%	1,656,330.75	102,954.15	23,992.50	735.95	17,430,259.51	31,487.99	32,018.89
2004 Series A	Western Addition Loan	17,051,040.63	15,960,000.00	Surety		1,254,553.65	1,156,172.10	6.7807%	1.962909%	1,652,791.30	102,729.43	23,940.00	4,129.32	17,388,814.24	31,413.12	31,942.75
2004 Series A	Yerba Buena Loan	20,175,859.27	18,885,000.00	Surety		1,483,734.88	1,368,028.49	6.7805%	1.963027%	1,955,964.55	121,559.92	28,327.50	5,288.16	20,575,534.06	37,169.97	37,796.66
2004 Series C	Rincon Point Loan	5,880,000.00	4,900,000.00	541,296.00		1,570,277.50	758,072.38	12.8924%	3.288452%	658,084.70	38,814.78	7,350.00	1,690.56	6,021,729.64	10,832.72	11,015.36
2005 Series A	Golden Gateway Loan	3,885,000.00	3,130,000.00	665,175.80		847,728.19	141,766.06	3.6491%	1.432192%	203,052.85	18,683.59	4,695.00	738.59	3,954,841.04	7,157.33	7,278.01
2005 Series A	Rincon Point Loan	3,330,000.00	2,430,000.00	570,150.68		1,083,993.75	342,151.41	10.2748%	2.536096%	439,214.15	18,410.29	3,645.00	3,670.95	3,398,099.64	6,134.86	6,238.29
2005 Series A	Western Addition Loan	2,650,000.00	2,135,000.00	453,723.52		578,491.81	96,546.53	3.6433%	1.431732%	138,263.90	12,741.93	3,202.50	262.38	2,697,636.07	4,882.09	4,964.41
2007 Series B	Golden Gateway Loan	26,770,000.00	22,160,000.00	5,896,550.00		5,652,765.56	(515,442.69)	-1.9264%	1.431706%	1,438,289.60	132,281.40	33,240.00	3,903.28	29,190,602.59	49,318.35	50,149.87
2007 Series B	Hunters Point Loan	465,000.00	415,000.00	72,500.00		65,497.78	(8,291.91)	-1.7832%	1.431021%	27,089.55	2,478.59	622.50	1,838.69	507,187.05	856.67	871.11
2007 Series B	India Basin Loan	185,000.00	135,000.00	62,500.00		58,530.00	(3,854.27)	-2.0834%	1.138323%	8,506.45	803.39	202.50	2,817.75	201,319.54	340.83	346.57
2007 Series B	Rincon Point Loan	10,220,000.00	8,700,000.00	1,795,293.76		1,880,463.33	(84,988.98)	-0.8316%	1.997654%	889,653.45	56,029.18	13,050.00	4,917.99	11,258,452.74	18,828.30	19,145.75
2007 Series B	Western Addition Loan	2,370,000.00	1,990,000.00	493,500.00		469,647.78	(45,003.20)	-1.8989%	1.431510%	129,528.25	11,882.21	2,985.00	1,567.64	2,584,525.85	4,366.25	4,439.87
2007 Series B	Yerba Buena Loan	4,130,000.00	3,355,000.00	978,500.00		941,284.44	(80,987.61)	-1.9610%	1.432207%	217,933.40	20,029.16	5,032.50	2,177.41	4,503,601.78	7,608.70	7,736.98
2009 Series B	Bayview Hunters Point Loan	2,800,000.00	2,970,000.00	280,000.00		759,961.81	289,914.36	10.3541%	4.277197%	315,999.40	31,793.41	4,455.00	17.55	3,513,099.66	5,158.44	5,145.41
2009 Series B	South of Market Loan	2,905,000.00	2,945,000.00	290,500.00		504,785.69	135,177.83	4.6533%	3.621804%	386,447.40	25,165.09	4,417.50	4,592.94	3,571,022.84	5,351.88	5,442.11
2009 Series B	Transbay Loan	2,330,000.00	2,465,000.00	233,000.00		627,375.69	238,460.24	10.2343%	4.253503%	267,671.40	26,336.37	3,697.50	304.86	2,921,500.56	4,292.56	4,464.93
2009 Series B	Yerba Buena Loan	5,455,000.00	4,900,000.00	959,000.00		887,861.11	(121,507.92)	-2.2275%	1.595640%	359,163.30	29,809.39	7,350.00	2,052.06	6,149,939.11	10,049.74	10,219.18
2009 Series F	Bayview Hunters Point Loan	1,280,000.00	1,305,000.00	125,379.98		172,120.14	10,818.38	0.8452%	4.201272%	147,541.35	13,581.49	1,957.50	4,803.22	1,550,170.63	2,358.14	2,397.90
2009 Series F	South of Market Loan	1,385,000.00	1,335,000.00	138,500.00		163,045.56	(334.13)	-0.0241%	3.435281%	187,218.85	11,064.79	2,002.50	2,614.84	1,637,318.69	2,551.58	2,594.60
2009 Series F	Transbay Loan	3,810,000.00	3,875,000.00	299,037.50		439,677.08	30,304.19	0.7954%	4.018507%	458,624.20	37,478.95	5,812.50	424.98	4,566,929.86	7,019.16	7,137.50
2011 Series B	Bayview Hunters Point Loan	940,000.00	1,065,000.00	94,000.00		218,300.28	71,053.96	7.5589%	4.522742%	93,548.70	13,217.19	1,597.50	4,512.73	1,227,367.97	1,731.76	1,760.96
2011 Series B	South of Market Loan	1,165,000.00	1,225,000.00	116,500.00		148,895.69	9,052.95	0.7771%	3.736479%	171,008.75	11,015.94	1,837.50	1,413.32	1,491,071.19	2,146.28	2,182.47
2011 Series B	Transbay Loan	13,915,000.00	15,225,000.00	1,391,500.00		2,850,985.00	711,881.96	5.1159%	4.212341%	1,701,276.30	160,367.23	22,837.50	3,527.61	18,046,487.62	25,635.59	26,067.82
		189,890,000.00	172,515,000.00	19,319,290.21	-	31,168,066.53	8,589,488.05			15,934,639.75	1,210,119.35	258,772.50	92,656.54	205,189,748.52	350,000.00	350,000.00

Table 1

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds
Estimated Tax-Exempt Bond Issue With Insurance and Surety.

Sources and Uses of Funds

Dated Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	172,515,000.00
Plus: Original Issue Premium ⁽¹⁾	15,934,639.75
Transfer of Amounts in the Existing Debt Service Reserve Funds	19,319,290.21
Transfer of Amounts in the Existing Debt Service Funds	0.00
Total Sources of Funds	<u>207,768,929.96</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Bonds ⁽²⁾	205,189,748.52
Bond Insurance Premium (0.55% of Total D/S)	1,210,119.35
Surety Bond Premium	258,772.50
Underwriter's Spread	667,633.05
All Other Costs of Issuance	350,000.00
Contingency (Rounding) ⁽³⁾	92,656.54
Total Uses of Funds	<u>207,768,929.96</u>

(1) See Table 2.

(2) See Table 16.

(3) See "Summary of Loan Refundings."

Backstrom McCarley Berry & Co., LLC

Table 2

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds
 Estimated Tax-Exempt Bond Issue With Insurance and Surety.

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	27,210,000	4.000	0.210	102.292		27,833,653.20
8/1/2016	25,455,000	4.000	0.520	105.556		26,869,279.80
8/1/2017	26,505,000	4.000	0.870	108.045		28,637,327.25
8/1/2018	24,370,000	4.000	1.210	109.813		26,761,428.10
8/1/2019	11,680,000	4.000	1.620	110.519		12,908,619.20
8/1/2020	10,295,000	5.000	1.890	116.465		11,990,071.75
8/1/2021	11,200,000	5.000	2.160	117.393		13,148,016.00
8/1/2022	3,845,000	5.000	2.370	118.202		4,544,866.90
8/1/2023	1,195,000	5.000	2.590	118.481		1,415,847.95
8/1/2024	1,275,000	5.000	2.790	118.506		1,510,951.50
8/1/2025	1,620,000	5.000	2.910	117.401	8/1/24 @ 100%	1,901,896.20
8/1/2026	1,670,000	5.000	3.020	116.399	8/1/24 @ 100%	1,943,863.30
8/1/2027	1,760,000	5.000	3.300	113.893	8/1/24 @ 100%	2,004,516.80
8/1/2028	1,840,000	5.000	3.380	113.189	8/1/24 @ 100%	2,082,677.60
8/1/2029	1,950,000	5.000	3.460	112.491	8/1/24 @ 100%	2,193,574.50
8/1/2030	3,010,000	5.000	3.480	112.317	8/1/24 @ 100%	3,380,741.70
8/1/2031	1,145,000	5.000	3.540	111.797	8/1/24 @ 100%	1,280,075.65
8/1/2032	1,205,000	5.000	3.600	111.280	8/1/24 @ 100%	1,340,924.00
8/1/2033	1,250,000	5.000	3.650	110.851	8/1/24 @ 100%	1,385,637.50
8/1/2034	1,315,000	5.000	3.700	110.425	8/1/24 @ 100%	1,452,088.75
8/1/2035	1,395,000	5.000	3.750	110.000	8/1/24 @ 100%	1,534,500.00
8/1/2036	1,455,000	5.000	3.800	109.578	8/1/24 @ 100%	1,594,359.90
8/1/2037	1,525,000	5.000	3.850	109.157	8/1/24 @ 100%	1,664,644.25
8/1/2038	2,340,000	5.000	3.880	108.905	8/1/24 @ 100%	2,548,377.00
8/1/2039	2,455,000	5.000	3.900	108.738	8/1/24 @ 100%	2,669,517.90
8/1/2040	1,035,000	5.000	3.920	108.571	8/1/24 @ 100%	1,123,709.85
8/1/2041	2,515,000	5.000	3.930	108.488	8/1/24 @ 100%	2,728,473.20
	<u>172,515,000</u>					<u>188,449,639.75</u>

Par Amount	172,515,000.00	
Plus: Net Original Issue Premium	15,934,639.75	
Gross Production	188,449,639.75	109.236669%
Bond Insurance	1,210,119.35	
Less: Underwriters Discount	667,633.05	
Bid Amount	186,571,887.35	108.148212%
Accrued	0.00	
Net to Issuer	186,571,887.35	
Gross Interest Cost	47,506,699.72	
Less: Net Premium	14,056,887.35	
Net Interest Cost	33,449,812.37	
NIC % (1)	3.332493%	
TIC % (1)	3.035071%	
Arbitrage Yield	2.478381%	
Bond Years	1,003,747,417	
Average Coupon	4.732934	
Average Life	5.818320	
Weighted Average Life (Form 8038)	5.927445	

(1) Includes bond insurance premium.

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds
Estimated Tax-Exempt Bond Issue With Insurance and Surety.**

Debt Service Schedule -- 2014 Refunding Issue

Date	Principal	Coupon Rate (%)	Interest	Period Total	Bond Year Total
2/1/2015			788,874.72	788,874.72	
8/1/2015	27,210,000.00	4.000	3,736,775.00	30,946,775.00	31,735,649.72
2/1/2016			3,192,575.00	3,192,575.00	
8/1/2016	25,455,000.00	4.000	3,192,575.00	28,647,575.00	31,840,150.00
2/1/2017			2,683,475.00	2,683,475.00	
8/1/2017	26,505,000.00	4.000	2,683,475.00	29,188,475.00	31,871,950.00
2/1/2018			2,153,375.00	2,153,375.00	
8/1/2018	24,370,000.00	4.000	2,153,375.00	26,523,375.00	28,676,750.00
2/1/2019			1,665,975.00	1,665,975.00	
8/1/2019	11,680,000.00	4.000	1,665,975.00	13,345,975.00	15,011,950.00
2/1/2020			1,432,375.00	1,432,375.00	
8/1/2020	10,295,000.00	5.000	1,432,375.00	11,727,375.00	13,159,750.00
2/1/2021			1,175,000.00	1,175,000.00	
8/1/2021	11,200,000.00	5.000	1,175,000.00	12,375,000.00	13,550,000.00
2/1/2022			895,000.00	895,000.00	
8/1/2022	3,845,000.00	5.000	895,000.00	4,740,000.00	5,635,000.00
2/1/2023			798,875.00	798,875.00	
8/1/2023	1,195,000.00	5.000	798,875.00	1,993,875.00	2,792,750.00
2/1/2024			769,000.00	769,000.00	
8/1/2024	1,275,000.00	5.000	769,000.00	2,044,000.00	2,813,000.00
2/1/2025			737,125.00	737,125.00	
8/1/2025	1,620,000.00	5.000	737,125.00	2,357,125.00	3,094,250.00
2/1/2026			696,625.00	696,625.00	
8/1/2026	1,670,000.00	5.000	696,625.00	2,366,625.00	3,063,250.00
2/1/2027			654,875.00	654,875.00	
8/1/2027	1,760,000.00	5.000	654,875.00	2,414,875.00	3,069,750.00
2/1/2028			610,875.00	610,875.00	
8/1/2028	1,840,000.00	5.000	610,875.00	2,450,875.00	3,061,750.00
2/1/2029			564,875.00	564,875.00	
8/1/2029	1,950,000.00	5.000	564,875.00	2,514,875.00	3,079,750.00
2/1/2030			516,125.00	516,125.00	
8/1/2030	3,010,000.00	5.000	516,125.00	3,526,125.00	4,042,250.00
2/1/2031			440,875.00	440,875.00	
8/1/2031	1,145,000.00	5.000	440,875.00	1,585,875.00	2,026,750.00
2/1/2032			412,250.00	412,250.00	
8/1/2032	1,205,000.00	5.000	412,250.00	1,617,250.00	2,029,500.00
2/1/2033			382,125.00	382,125.00	
8/1/2033	1,250,000.00	5.000	382,125.00	1,632,125.00	2,014,250.00
2/1/2034			350,875.00	350,875.00	
8/1/2034	1,315,000.00	5.000	350,875.00	1,665,875.00	2,016,750.00
2/1/2035			318,000.00	318,000.00	
8/1/2035	1,395,000.00	5.000	318,000.00	1,713,000.00	2,031,000.00
2/1/2036			283,125.00	283,125.00	
8/1/2036	1,455,000.00	5.000	283,125.00	1,738,125.00	2,021,250.00
2/1/2037			246,750.00	246,750.00	
8/1/2037	1,525,000.00	5.000	246,750.00	1,771,750.00	2,018,500.00
2/1/2038			208,625.00	208,625.00	
8/1/2038	2,340,000.00	5.000	208,625.00	2,548,625.00	2,757,250.00
2/1/2039			150,125.00	150,125.00	
8/1/2039	2,455,000.00	5.000	150,125.00	2,605,125.00	2,755,250.00
2/1/2040			88,750.00	88,750.00	
8/1/2040	1,035,000.00	5.000	88,750.00	1,123,750.00	1,212,500.00
2/1/2041			62,875.00	62,875.00	
8/1/2041	2,515,000.00	5.000	62,875.00	2,577,875.00	2,640,750.00
	<u>172,515,000.00</u>		<u>47,506,699.72</u>	<u>220,021,699.72</u>	<u>220,021,699.72</u>

Table 4

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds
Estimated Tax-Exempt Bond Issue With Insurance and Surety.**

Proof of Arbitrage Yield

Par Amount of 2014 Refunding Bonds	172,515,000.00
Plus: Original Issue Premium	15,934,639.75
Less: Bond Insurance Premium	-1,210,119.35
Less: Bond Surety Premium	-258,772.50
Arbitrage Yield Target Amount	<u>186,980,747.90</u>
Arbitrage Yield	<u>2.47838083%</u>

Date	Debt Service ⁽¹⁾	PV Factor at 2.47838083%	Present Value
2/1/2015	788,874.72	0.99740338	786,826.32
8/1/2015	30,946,775.00	0.98519494	30,488,606.25
2/1/2016	3,192,575.00	0.97313594	3,106,809.46
8/1/2016	28,647,575.00	0.96122453	27,536,751.93
2/1/2017	2,683,475.00	0.94945893	2,547,849.30
8/1/2017	29,188,475.00	0.93783734	27,374,041.73
2/1/2018	2,153,375.00	0.92635800	1,994,796.16
8/1/2018	26,523,375.00	0.91501917	24,269,396.58
2/1/2019	1,665,975.00	0.90381913	1,505,740.07
8/1/2019	13,345,975.00	0.89275618	11,914,701.67
2/1/2020	1,432,375.00	0.88182864	1,263,109.31
8/1/2020	11,727,375.00	0.87103486	10,214,952.49
2/1/2021	1,175,000.00	0.86037320	1,010,938.51
8/1/2021	12,375,000.00	0.84984204	10,516,795.26
2/1/2022	895,000.00	0.83943978	751,298.61
8/1/2022	4,740,000.00	0.82916485	3,930,241.40
2/1/2023	798,875.00	0.81901569	654,291.16
8/1/2023	1,993,875.00	0.80899075	1,613,026.44
2/1/2024	769,000.00	0.79908852	614,499.07
8/1/2024	31,529,000.00	0.78930750	24,886,076.20
2/1/2025	0.00	0.77964620	0.00
8/1/2025	0.00	0.77010316	0.00
2/1/2026	0.00	0.76067692	0.00
8/1/2026	0.00	0.75136606	0.00
2/1/2027	0.00	0.74216917	0.00
8/1/2027	0.00	0.73308486	0.00
2/1/2028	0.00	0.72411173	0.00
8/1/2028	0.00	0.71524844	0.00
2/1/2029	0.00	0.70649364	0.00
8/1/2029	0.00	0.69784600	0.00
2/1/2030	0.00	0.68930421	0.00
8/1/2030	0.00	0.68086697	0.00
2/1/2031	0.00	0.67253301	0.00
8/1/2031	0.00	0.66430105	0.00
2/1/2032	0.00	0.65616986	0.00
8/1/2032	0.00	0.64813819	0.00
2/1/2033	0.00	0.64020483	0.00
8/1/2033	0.00	0.63236858	0.00
2/1/2034	0.00	0.62462825	0.00
8/1/2034	0.00	0.61698266	0.00
2/1/2035	0.00	0.60943065	0.00
8/1/2035	0.00	0.60197109	0.00
2/1/2036	0.00	0.59460282	0.00
8/1/2036	0.00	0.58732475	0.00
2/1/2037	0.00	0.58013577	0.00
8/1/2037	0.00	0.57303477	0.00
2/1/2038	0.00	0.56602070	0.00
8/1/2038	0.00	0.55909248	0.00
2/1/2039	0.00	0.55224906	0.00
8/1/2039	0.00	0.54548941	0.00
2/1/2040	0.00	0.53881250	0.00
8/1/2040	0.00	0.53221731	0.00
2/1/2041	0.00	0.52570285	0.00
8/1/2041	0.00	0.51926813	0.00
	<u>206,571,949.72</u>		<u>186,980,747.90</u>

(1) From Table 4-a, "Period Total" column.

Table 4-a

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds
 Estimated Tax-Exempt Bond Issue With Insurance and Surety.

Debt Service and Call Report

Date	Original Principal	Principal Called ⁽¹⁾	Call Premium	Coupon Rate (%)	Interest	Period Total
2/1/2015					788,874.72	788,874.72
8/1/2015	27,210,000.00			4.000	3,736,775.00	30,946,775.00
2/1/2016					3,192,575.00	3,192,575.00
8/1/2016	25,455,000.00			4.000	3,192,575.00	28,647,575.00
2/1/2017					2,683,475.00	2,683,475.00
8/1/2017	26,505,000.00			4.000	2,683,475.00	29,188,475.00
2/1/2018					2,153,375.00	2,153,375.00
8/1/2018	24,370,000.00			4.000	2,153,375.00	26,523,375.00
2/1/2019					1,665,975.00	1,665,975.00
8/1/2019	11,680,000.00			4.000	1,665,975.00	13,345,975.00
2/1/2020					1,432,375.00	1,432,375.00
8/1/2020	10,295,000.00			5.000	1,432,375.00	11,727,375.00
2/1/2021					1,175,000.00	1,175,000.00
8/1/2021	11,200,000.00			5.000	1,175,000.00	12,375,000.00
2/1/2022					895,000.00	895,000.00
8/1/2022	3,845,000.00			5.000	895,000.00	4,740,000.00
2/1/2023					798,875.00	798,875.00
8/1/2023	1,195,000.00			5.000	798,875.00	1,993,875.00
2/1/2024					769,000.00	769,000.00
8/1/2024	1,275,000.00	29,485,000.00	0.00	5.000	769,000.00	31,529,000.00
2/1/2025						
8/1/2025				5.000		
2/1/2026						
8/1/2026				5.000		
2/1/2027						
8/1/2027				5.000		
2/1/2028						
8/1/2028				5.000		
2/1/2029						
8/1/2029				5.000		
2/1/2030						
8/1/2030				5.000		
2/1/2031						
8/1/2031				5.000		
2/1/2032						
8/1/2032				5.000		
2/1/2033						
8/1/2033				5.000		
2/1/2034						
8/1/2034				5.000		
2/1/2035						
8/1/2035				5.000		
2/1/2036						
8/1/2036				5.000		
2/1/2037						
8/1/2037				5.000		
2/1/2038						
8/1/2038				5.000		
2/1/2039						
8/1/2039				5.000		
2/1/2040						
8/1/2040				5.000		
2/1/2041						
8/1/2041				5.000		
	<u>143,030,000.00</u>	<u>29,485,000.00</u>	<u>0.00</u>		<u>34,056,949.72</u>	<u>206,571,949.72</u>

(1) For the purposes of calculating the yield on the Bonds, the Bonds maturing on August 1, 2025 through August 1, 2041, inclusive, are assumed to be redeemed on August 1, 2024 at a redemption price of 100%.

Table 5

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds
Estimated Tax-Exempt Bond Issue With Insurance and Surety.**

Savings Report

Date	2014 Tax-Exempt Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			788,874.72	788,874.72				
8/1/2015	27,210,000.00	4.000	3,736,775.00	30,946,775.00	31,735,649.72	36,127,305.00	4,391,655.28	4,391,655.28
2/1/2016			3,192,575.00	3,192,575.00				
8/1/2016	25,455,000.00	4.000	3,192,575.00	28,647,575.00	31,840,150.00	36,156,275.00	4,316,125.00	8,707,780.28
2/1/2017			2,683,475.00	2,683,475.00				
8/1/2017	26,505,000.00	4.000	2,683,475.00	29,188,475.00	31,871,950.00	36,169,696.25	4,297,746.25	13,005,526.53
2/1/2018			2,153,375.00	2,153,375.00				
8/1/2018	24,370,000.00	4.000	2,153,375.00	26,523,375.00	28,676,750.00	36,821,633.75	8,144,883.75	21,150,410.28
2/1/2019			1,665,975.00	1,665,975.00				
8/1/2019	11,680,000.00	4.000	1,665,975.00	13,345,975.00	15,011,950.00	16,502,628.75	1,490,678.75	22,641,089.03
2/1/2020			1,432,375.00	1,432,375.00				
8/1/2020	10,295,000.00	5.000	1,432,375.00	11,727,375.00	13,159,750.00	14,445,027.50	1,285,277.50	23,926,366.53
2/1/2021			1,175,000.00	1,175,000.00				
8/1/2021	11,200,000.00	5.000	1,175,000.00	12,375,000.00	13,550,000.00	14,885,763.75	1,335,763.75	25,262,130.28
2/1/2022			895,000.00	895,000.00				
8/1/2022	3,845,000.00	5.000	895,000.00	4,740,000.00	5,635,000.00	6,367,742.50	732,742.50	25,994,872.78
2/1/2023			798,875.00	798,875.00				
8/1/2023	1,195,000.00	5.000	798,875.00	1,993,875.00	2,792,750.00	3,287,353.75	494,603.75	26,489,476.53
2/1/2024			769,000.00	769,000.00				
8/1/2024	1,275,000.00	5.000	769,000.00	2,044,000.00	2,813,000.00	3,313,118.75	500,118.75	26,989,595.28
2/1/2025			737,125.00	737,125.00				
8/1/2025	1,620,000.00	5.000	737,125.00	2,357,125.00	3,094,250.00	3,598,483.75	504,233.75	27,493,829.03
2/1/2026			696,625.00	696,625.00				
8/1/2026	1,670,000.00	5.000	696,625.00	2,366,625.00	3,063,250.00	3,396,418.75	333,168.75	27,826,997.78
2/1/2027			654,875.00	654,875.00				
8/1/2027	1,760,000.00	5.000	654,875.00	2,414,875.00	3,069,750.00	3,412,406.25	342,656.25	28,169,654.03
2/1/2028			610,875.00	610,875.00				
8/1/2028	1,840,000.00	5.000	610,875.00	2,450,875.00	3,061,750.00	3,406,331.25	344,581.25	28,514,235.28
2/1/2029			564,875.00	564,875.00				
8/1/2029	1,950,000.00	5.000	564,875.00	2,514,875.00	3,079,750.00	3,419,762.50	340,012.50	28,854,247.78
2/1/2030			516,125.00	516,125.00				
8/1/2030	3,010,000.00	5.000	516,125.00	3,526,125.00	4,042,250.00	4,389,900.00	347,650.00	29,201,897.78
2/1/2031			440,875.00	440,875.00				
8/1/2031	1,145,000.00	5.000	440,875.00	1,585,875.00	2,026,750.00	2,218,750.00	192,000.00	29,393,897.78
2/1/2032			412,250.00	412,250.00				
8/1/2032	1,205,000.00	5.000	412,250.00	1,617,250.00	2,029,500.00	2,217,325.00	187,825.00	29,581,722.78
2/1/2033			382,125.00	382,125.00				
8/1/2033	1,250,000.00	5.000	382,125.00	1,632,125.00	2,014,250.00	2,214,437.50	200,187.50	29,781,910.28
2/1/2034			350,875.00	350,875.00				
8/1/2034	1,315,000.00	5.000	350,875.00	1,665,875.00	2,016,750.00	2,211,768.75	195,018.75	29,976,929.03
2/1/2035			318,000.00	318,000.00				
8/1/2035	1,395,000.00	5.000	318,000.00	1,713,000.00	2,031,000.00	2,219,262.50	188,262.50	30,165,191.53
2/1/2036			283,125.00	283,125.00				
8/1/2036	1,455,000.00	5.000	283,125.00	1,738,125.00	2,021,250.00	2,210,968.75	189,718.75	30,354,910.28
2/1/2037			246,750.00	246,750.00				
8/1/2037	1,525,000.00	5.000	246,750.00	1,771,750.00	2,018,500.00	2,217,506.25	199,006.25	30,553,916.53
2/1/2038			208,625.00	208,625.00				
8/1/2038	2,340,000.00	5.000	208,625.00	2,548,625.00	2,757,250.00	2,947,593.75	190,343.75	30,744,260.28
2/1/2039			150,125.00	150,125.00				
8/1/2039	2,455,000.00	5.000	150,125.00	2,605,125.00	2,755,250.00	2,947,912.50	192,662.50	30,936,922.78
2/1/2040			88,750.00	88,750.00				
8/1/2040	1,035,000.00	5.000	88,750.00	1,123,750.00	1,212,500.00	1,328,137.50	115,637.50	31,052,560.28
2/1/2041			62,875.00	62,875.00				
8/1/2041	2,515,000.00	5.000	62,875.00	2,577,875.00	2,640,750.00	2,756,256.25	115,506.25	31,168,066.53
	<u>172,515,000.00</u>		<u>47,506,699.72</u>	<u>220,021,699.72</u>	<u>220,021,699.72</u>	<u>251,189,766.25</u>	<u>31,168,066.53</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	219,414,061.77
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>191,597,940.06</u>
Gross Present Value Savings	27,816,121.72
Less: Transfer of amounts in the existing debt service reserve funds	19,319,290.21
Less: Transfer of amounts in the existing debt service funds	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>92,656.54</u>
Net Present Value Savings	<u>8,589,488.05</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	4.9790%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	4.5975%

(1) See Tables 6-15.

(2) Arbitrage Yield = 2.478381%

(3) See Table 1.

Table 6

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 1993-B**

Debt Service and Call Report -- Series 1993-B Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			109,250.00	109,250.00		4,600,000.00	0.00	109,250.00	4,709,250.00
8/1/2015	0.00		109,250.00	109,250.00	218,500.00				
2/1/2016	0.00		109,250.00	109,250.00					
8/1/2016	0.00		109,250.00	109,250.00	218,500.00				
2/1/2017	0.00		109,250.00	109,250.00					
8/1/2017	0.00		109,250.00	109,250.00	218,500.00				
2/1/2018	0.00		109,250.00	109,250.00					
8/1/2018	4,600,000.00	4.750	109,250.00	4,709,250.00	4,818,500.00				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>4,600,000.00</u>		<u>874,000.00</u>	<u>5,474,000.00</u>	<u>5,474,000.00</u>	<u>4,600,000.00</u>	<u>0.00</u>	<u>109,250.00</u>	<u>4,709,250.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2018	4,600,000.00	100.00	0.00

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 1998-D**

Debt Service and Call Report -- Series 1998-D Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			77,907.50	77,907.50		3,150,000.00	0.00	77,907.50	3,227,907.50
8/1/2015	530,000.00	4.800	77,907.50	607,907.50	685,815.00				
2/1/2016			64,922.50	64,922.50					
8/1/2016	565,000.00	4.900	64,922.50	629,922.50	694,845.00				
2/1/2017			51,080.00	51,080.00					
8/1/2017	590,000.00	4.900	51,080.00	641,080.00	692,160.00				
2/1/2018			36,625.00	36,625.00					
8/1/2018	620,000.00	5.000	36,625.00	656,625.00	693,250.00				
2/1/2019			21,125.00	21,125.00					
8/1/2019	845,000.00	5.000	21,125.00	866,125.00	887,250.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>3,150,000.00</u>		<u>503,320.00</u>	<u>3,653,320.00</u>	<u>3,653,320.00</u>	<u>3,150,000.00</u>	<u>0.00</u>	<u>77,907.50</u>	<u>3,227,907.50</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2019	3,150,000.00	100.00	0.00

Table 7

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 2003-B**

Debt Service and Call Report -- Series 2003-B Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			664,650.00	664,650.00		25,320,000.00	0.00	664,650.00	25,984,650.00
8/1/2015	5,745,000.00	5.250	664,650.00	6,409,650.00	7,074,300.00				
2/1/2016	0.00		513,843.75	513,843.75					
8/1/2016	6,025,000.00	5.250	513,843.75	6,538,843.75	7,052,687.50				
2/1/2017	0.00		355,687.50	355,687.50					
8/1/2017	6,325,000.00	5.250	355,687.50	6,680,687.50	7,036,375.00				
2/1/2018	0.00		189,656.25	189,656.25					
8/1/2018	7,225,000.00	5.250	189,656.25	7,414,656.25	7,604,312.50				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>25,320,000.00</u>		<u>3,447,675.00</u>	<u>28,767,675.00</u>	<u>28,767,675.00</u>	<u>25,320,000.00</u>	<u>0.00</u>	<u>664,650.00</u>	<u>25,984,650.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2018	25,320,000.00	100.00	0.00

Table 8

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 2003-C

Debt Service and Call Report -- Series 2003-C Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			112,718.75	112,718.75		4,350,000.00	0.00	112,718.75	4,462,718.75
8/1/2015	1,005,000.00	5.250	112,718.75	1,117,718.75	1,230,437.50				
2/1/2016			86,337.50	86,337.50					
8/1/2016	1,055,000.00	5.250	86,337.50	1,141,337.50	1,227,675.00				
2/1/2017			58,643.75	58,643.75					
8/1/2017	1,115,000.00	5.250	58,643.75	1,173,643.75	1,232,287.50				
2/1/2018			29,375.00	29,375.00					
8/1/2018	1,175,000.00	5.000	29,375.00	1,204,375.00	1,233,750.00				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>4,350,000.00</u>		<u>574,150.00</u>	<u>4,924,150.00</u>	<u>4,924,150.00</u>	<u>4,350,000.00</u>	<u>0.00</u>	<u>112,718.75</u>	<u>4,462,718.75</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2018	4,350,000.00	100.00	0.00

Table 9

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 2004-A**

Debt Service and Call Report -- Series 2004-A Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			1,123,637.50	1,123,637.50		56,690,000.00	0.00	1,123,637.50	57,813,637.50
8/1/2015	7,745,000.00	3.750	1,123,637.50	8,868,637.50	9,992,275.00				
2/1/2016			978,418.75	978,418.75					
8/1/2016	8,050,000.00	3.750	978,418.75	9,028,418.75	10,006,837.50				
2/1/2017			827,481.25	827,481.25					
8/1/2017	8,365,000.00	3.850	827,481.25	9,192,481.25	10,019,962.50				
2/1/2018			666,455.00	666,455.00					
8/1/2018	4,095,000.00	3.950	666,455.00	4,761,455.00	5,427,910.00				
2/1/2019			585,578.75	585,578.75					
8/1/2019	9,095,000.00	4.050	585,578.75	9,680,578.75	10,266,157.50				
2/1/2020			401,405.00	401,405.00					
8/1/2020	9,470,000.00	4.100	401,405.00	9,871,405.00	10,272,810.00				
2/1/2021			207,270.00	207,270.00					
8/1/2021	9,870,000.00	4.200	207,270.00	10,077,270.00	10,284,540.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>56,690,000.00</u>		<u>9,580,492.50</u>	<u>66,270,492.50</u>	<u>66,270,492.50</u>	<u>56,690,000.00</u>	<u>0.00</u>	<u>1,123,637.50</u>	<u>57,813,637.50</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2021	56,690,000.00	100.00	0.00

Table 10

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 2004-C

Debt Service and Call Report -- Series 2004-C Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			141,795.63	141,795.63		5,880,000.00	0.00	141,795.63	6,021,795.63
8/1/2015	255,000.00	4.200	141,795.63	396,795.63	538,591.25				
2/1/2016			136,440.63	136,440.63					
8/1/2016	265,000.00	4.375	136,440.63	401,440.63	537,881.25				
2/1/2017			130,643.75	130,643.75					
8/1/2017	275,000.00	4.500	130,643.75	405,643.75	536,287.50				
2/1/2018			124,456.25	124,456.25					
8/1/2018	290,000.00	4.600	124,456.25	414,456.25	538,912.50				
2/1/2019			117,786.25	117,786.25					
8/1/2019	305,000.00	4.700	117,786.25	422,786.25	540,572.50				
2/1/2020			110,618.75	110,618.75					
8/1/2020	320,000.00	4.750	110,618.75	430,618.75	541,237.50				
2/1/2021			103,018.75	103,018.75					
8/1/2021	335,000.00	4.750	103,018.75	438,018.75	541,037.50				
2/1/2022			95,062.50	95,062.50					
8/1/2022	350,000.00	4.750	95,062.50	445,062.50	540,125.00				
2/1/2023			86,750.00	86,750.00					
8/1/2023	365,000.00	4.900	86,750.00	451,750.00	538,500.00				
2/1/2024			77,807.50	77,807.50					
8/1/2024	385,000.00	4.900	77,807.50	462,807.50	540,615.00				
2/1/2025			68,375.00	68,375.00					
8/1/2025	400,000.00	5.000	68,375.00	468,375.00	536,750.00				
2/1/2026			58,375.00	58,375.00					
8/1/2026	420,000.00	5.000	58,375.00	478,375.00	536,750.00				
2/1/2027			47,875.00	47,875.00					
8/1/2027	445,000.00	5.000	47,875.00	492,875.00	540,750.00				
2/1/2028			36,750.00	36,750.00					
8/1/2028	465,000.00	5.000	36,750.00	501,750.00	538,500.00				
2/1/2029			25,125.00	25,125.00					
8/1/2029	490,000.00	5.000	25,125.00	515,125.00	540,250.00				
2/1/2030			12,875.00	12,875.00					
8/1/2030	515,000.00	5.000	12,875.00	527,875.00	540,750.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>5,880,000.00</u>		<u>2,747,510.00</u>	<u>8,627,510.00</u>	<u>8,627,510.00</u>	<u>5,880,000.00</u>	<u>0.00</u>	<u>141,795.63</u>	<u>6,021,795.63</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2030	5,880,000.00	100.00	0.00

Table 11

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 2005A**

Debt Service and Call Report – Series 2005A Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			185,686.88	185,686.88		9,865,000.00	0.00	185,686.88	10,050,686.88
8/1/2015	1,555,000.00	3.500	185,686.88	1,740,686.88	1,926,373.75				
2/1/2016			158,474.38	158,474.38					
8/1/2016	1,600,000.00	3.500	158,474.38	1,758,474.38	1,916,948.75				
2/1/2017			130,474.38	130,474.38					
8/1/2017	1,660,000.00	3.625	130,474.38	1,790,474.38	1,920,948.75				
2/1/2018			100,386.88	100,386.88					
8/1/2018	1,720,000.00	3.750	100,386.88	1,820,386.88	1,920,773.75				
2/1/2019			68,136.88	68,136.88					
8/1/2019	65,000.00	4.000	68,136.88	133,136.88	201,273.75				
2/1/2020			66,836.88	66,836.88					
8/1/2020	95,000.00	4.000	66,836.88	161,836.88	228,673.75				
2/1/2021			64,936.88	64,936.88					
8/1/2021	520,000.00	4.000	64,936.88	584,936.88	649,873.75				
2/1/2022			54,536.88	54,536.88					
8/1/2022	2,095,000.00	4.100	54,536.88	2,149,536.88	2,204,073.75				
2/1/2023			11,589.38	11,589.38					
8/1/2023	175,000.00	4.125	11,589.38	186,589.38	198,178.75				
2/1/2024			7,980.00	7,980.00					
8/1/2024	185,000.00	4.200	7,980.00	192,980.00	200,960.00				
2/1/2025			4,095.00	4,095.00					
8/1/2025	195,000.00	4.200	4,095.00	199,095.00	203,190.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>9,865,000.00</u>		<u>1,706,268.75</u>	<u>11,571,268.75</u>	<u>11,571,268.75</u>	<u>9,865,000.00</u>	<u>0.00</u>	<u>185,686.88</u>	<u>10,050,686.88</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2025	9,865,000.00	100.00	0.00

Table 12

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 2007-B**

Debt Service and Call Report -- Series 2007-B Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			980,946.88	980,946.88				980,946.88	980,946.88
8/1/2015	9,215,000.00	5.000	980,946.88	10,195,946.88	11,176,893.75	9,215,000.00		980,946.88	10,195,946.88
2/1/2016			750,571.88	750,571.88				750,571.88	750,571.88
8/1/2016	9,700,000.00	5.000	750,571.88	10,450,571.88	11,201,143.75	9,700,000.00		750,571.88	10,450,571.88
2/1/2017			508,071.88	508,071.88				508,071.88	508,071.88
8/1/2017	10,180,000.00	4.000	508,071.88	10,688,071.88	11,196,143.75	10,180,000.00		508,071.88	10,688,071.88
2/1/2018			304,471.88	304,471.88		15,045,000.00	0.00	304,471.88	15,349,471.88
8/1/2018	10,600,000.00	4.000	304,471.88	10,904,471.88	11,208,943.75				
2/1/2019			92,471.88	92,471.88					
8/1/2019	1,040,000.00	4.000	92,471.88	1,132,471.88	1,224,943.75				
2/1/2020			71,671.88	71,671.88					
8/1/2020	1,095,000.00	4.125	71,671.88	1,166,671.88	1,238,343.75				
2/1/2021			49,087.50	49,087.50					
8/1/2021	1,130,000.00	4.250	49,087.50	1,179,087.50	1,228,175.00				
2/1/2022			25,075.00	25,075.00					
8/1/2022	1,180,000.00	4.250	25,075.00	1,205,075.00	1,230,150.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>44,140,000.00</u>		<u>5,564,737.50</u>	<u>49,704,737.50</u>	<u>49,704,737.50</u>	<u>44,140,000.00</u>	<u>0.00</u>	<u>4,783,653.13</u>	<u>48,923,653.13</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2018	8/1/2018	8/1/2022	15,045,000.00	100.00	0.00

Table 13

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 2009-B

Debt Service and Call Report -- Series 2009-B Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			393,675.00	393,675.00				393,675.00	393,675.00
8/1/2015	1,045,000.00	5.000	393,675.00	1,438,675.00	1,832,350.00	1,045,000.00		393,675.00	1,438,675.00
2/1/2016			367,550.00	367,550.00				367,550.00	367,550.00
8/1/2016	1,095,000.00	5.000	367,550.00	1,462,550.00	1,830,100.00	1,095,000.00		367,550.00	1,462,550.00
2/1/2017			340,175.00	340,175.00				340,175.00	340,175.00
8/1/2017	1,155,000.00	5.000	340,175.00	1,495,175.00	1,835,350.00	1,155,000.00		340,175.00	1,495,175.00
2/1/2018			311,300.00	311,300.00				311,300.00	311,300.00
8/1/2018	1,255,000.00	5.000	311,300.00	1,566,300.00	1,877,600.00	1,255,000.00		311,300.00	1,566,300.00
2/1/2019			279,925.00	279,925.00				279,925.00	279,925.00
8/1/2019	1,315,000.00	5.125	279,925.00	1,594,925.00	1,874,850.00	8,940,000.00	0.00	279,925.00	9,219,925.00
2/1/2020			246,228.13	246,228.13					
8/1/2020	140,000.00	6.125	246,228.13	386,228.13	632,456.25				
2/1/2021			241,940.63	241,940.63					
8/1/2021	155,000.00	6.125	241,940.63	396,940.63	638,881.25				
2/1/2022			237,193.75	237,193.75					
8/1/2022	165,000.00	6.125	237,193.75	402,193.75	639,387.50				
2/1/2023			232,140.63	232,140.63					
8/1/2023	165,000.00	6.125	232,140.63	397,140.63	629,281.25				
2/1/2024			227,087.50	227,087.50					
8/1/2024	180,000.00	6.125	227,087.50	407,087.50	634,175.00				
2/1/2025			221,575.00	221,575.00					
8/1/2025	280,000.00	6.125	221,575.00	501,575.00	723,150.00				
2/1/2026			213,000.00	213,000.00					
8/1/2026	290,000.00	6.125	213,000.00	503,000.00	716,000.00				
2/1/2027			204,118.75	204,118.75					
8/1/2027	310,000.00	6.125	204,118.75	514,118.75	718,237.50				
2/1/2028			194,625.00	194,625.00					
8/1/2028	325,000.00	6.125	194,625.00	519,625.00	714,250.00				
2/1/2029			184,671.88	184,671.88					
8/1/2029	350,000.00	6.500	184,671.88	534,671.88	719,343.75				
2/1/2030			173,296.88	173,296.88					
8/1/2030	1,345,000.00	6.500	173,296.88	1,518,296.88	1,691,593.75				
2/1/2031			129,584.38	129,584.38					
8/1/2031	205,000.00	6.500	129,584.38	334,584.38	464,168.75				
2/1/2032			122,921.88	122,921.88					
8/1/2032	220,000.00	6.500	122,921.88	342,921.88	465,843.75				
2/1/2033			115,771.88	115,771.88					
8/1/2033	230,000.00	6.625	115,771.88	345,771.88	461,543.75				
2/1/2034			108,153.13	108,153.13					
8/1/2034	245,000.00	6.625	108,153.13	353,153.13	461,306.25				
2/1/2035			100,037.50	100,037.50					
8/1/2035	265,000.00	6.625	100,037.50	365,037.50	465,075.00				
2/1/2036			91,259.38	91,259.38					
8/1/2036	280,000.00	6.625	91,259.38	371,259.38	462,518.75				
2/1/2037			81,984.38	81,984.38					
8/1/2037	305,000.00	6.625	81,984.38	386,984.38	468,968.75				
2/1/2038			71,881.25	71,881.25					
8/1/2038	1,050,000.00	6.625	71,881.25	1,121,881.25	1,193,762.50				
2/1/2039			37,100.00	37,100.00					
8/1/2039	1,120,000.00	6.625	37,100.00	1,157,100.00	1,194,200.00				
2/1/2020			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>13,490,000.00</u>		<u>9,854,393.75</u>	<u>23,344,393.75</u>	<u>23,344,393.75</u>	<u>13,490,000.00</u>	<u>0.00</u>	<u>3,385,250.00</u>	<u>16,875,250.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
8/1/2019	8/1/2020	8/1/2039	7,625,000.00	100.00	0.00

Table 14

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 2009-F

Debt Service and Call Report -- Series 2009-F Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			174,925.00	174,925.00				174,925.00	174,925.00
8/1/2015	65,000.00	3.250	174,925.00	239,925.00	414,850.00	65,000.00		174,925.00	239,925.00
2/1/2016			173,868.75	173,868.75				173,868.75	173,868.75
8/1/2016	85,000.00	3.500	173,868.75	258,868.75	432,737.50	85,000.00		173,868.75	258,868.75
2/1/2017			172,381.25	172,381.25				172,381.25	172,381.25
8/1/2017	100,000.00	4.000	172,381.25	272,381.25	444,762.50	100,000.00		172,381.25	272,381.25
2/1/2018			170,381.25	170,381.25				170,381.25	170,381.25
8/1/2018	120,000.00	4.250	170,381.25	290,381.25	460,762.50	120,000.00		170,381.25	290,381.25
2/1/2019			167,831.25	167,831.25				167,831.25	167,831.25
8/1/2019	135,000.00	4.500	167,831.25	302,831.25	470,662.50	6,105,000.00	0.00	167,831.25	6,272,831.25
2/1/2020			164,793.75	164,793.75					
8/1/2020	165,000.00	5.000	164,793.75	329,793.75	494,587.50				
2/1/2021			160,668.75	160,668.75					
8/1/2021	185,000.00	5.000	160,668.75	345,668.75	506,337.50				
2/1/2022			156,043.75	156,043.75					
8/1/2022	195,000.00	5.000	156,043.75	351,043.75	507,087.50				
2/1/2023			151,168.75	151,168.75					
8/1/2023	215,000.00	5.000	151,168.75	366,168.75	517,337.50				
2/1/2024			145,793.75	145,793.75					
8/1/2024	225,000.00	5.000	145,793.75	370,793.75	516,587.50				
2/1/2025			140,168.75	140,168.75					
8/1/2025	290,000.00	5.375	140,168.75	430,168.75	570,337.50				
2/1/2026			132,375.00	132,375.00					
8/1/2026	310,000.00	5.375	132,375.00	442,375.00	574,750.00				
2/1/2027			124,043.75	124,043.75					
8/1/2027	340,000.00	5.375	124,043.75	464,043.75	588,087.50				
2/1/2028			114,906.25	114,906.25					
8/1/2028	360,000.00	5.375	114,906.25	474,906.25	589,812.50				
2/1/2029			105,231.25	105,231.25					
8/1/2029	380,000.00	5.375	105,231.25	485,231.25	590,462.50				
2/1/2030			95,018.75	95,018.75					
8/1/2030	405,000.00	5.750	95,018.75	500,018.75	595,037.50				
2/1/2031			83,375.00	83,375.00					
8/1/2031	255,000.00	5.750	83,375.00	338,375.00	421,750.00				
2/1/2032			76,043.75	76,043.75					
8/1/2032	270,000.00	5.750	76,043.75	346,043.75	422,087.50				
2/1/2033			68,281.25	68,281.25					
8/1/2033	285,000.00	5.750	68,281.25	353,281.25	421,562.50				
2/1/2034			60,087.50	60,087.50					
8/1/2034	300,000.00	5.750	60,087.50	360,087.50	420,175.00				
2/1/2035			51,462.50	51,462.50					
8/1/2035	320,000.00	5.750	51,462.50	371,462.50	422,925.00				
2/1/2036			42,262.50	42,262.50					
8/1/2036	335,000.00	5.750	42,262.50	377,262.50	419,525.00				
2/1/2037			32,631.25	32,631.25					
8/1/2037	355,000.00	5.750	32,631.25	387,631.25	420,262.50				
2/1/2038			22,425.00	22,425.00					
8/1/2038	380,000.00	5.750	22,425.00	402,425.00	424,850.00				
2/1/2039			11,500.00	11,500.00					
8/1/2039	400,000.00	5.750	11,500.00	411,500.00	423,000.00				
2/1/2020			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>6,475,000.00</u>		<u>5,595,337.50</u>	<u>12,070,337.50</u>	<u>12,070,337.50</u>	<u>6,475,000.00</u>	<u>0.00</u>	<u>1,718,775.00</u>	<u>8,193,775.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
8/1/2019	8/1/2020	8/1/2039	5,970,000.00	100.00	0.00

Table 15

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Series 2011-B**

Debt Service and Call Report – Series 2011-B Bonds Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			518,459.38	518,459.38				518,459.38	518,459.38
8/1/2015			518,459.38	518,459.38	1,036,918.75			518,459.38	518,459.38
2/1/2016			518,459.38	518,459.38				518,459.38	518,459.38
8/1/2016			518,459.38	518,459.38	1,036,918.75			518,459.38	518,459.38
2/1/2017			518,459.38	518,459.38				518,459.38	518,459.38
8/1/2017			518,459.38	518,459.38	1,036,918.75			518,459.38	518,459.38
2/1/2018			518,459.38	518,459.38				518,459.38	518,459.38
8/1/2018			518,459.38	518,459.38	1,036,918.75			518,459.38	518,459.38
2/1/2019			518,459.38	518,459.38				518,459.38	518,459.38
8/1/2019			518,459.38	518,459.38	1,036,918.75			518,459.38	518,459.38
2/1/2020			518,459.38	518,459.38				518,459.38	518,459.38
8/1/2020			518,459.38	518,459.38	1,036,918.75			518,459.38	518,459.38
2/1/2021			518,459.38	518,459.38		16,020,000.00	0.00	518,459.38	16,538,459.38
8/1/2021			518,459.38	518,459.38	1,036,918.75				
2/1/2022			518,459.38	518,459.38					
8/1/2022	210,000.00	6.125	518,459.38	728,459.38	1,246,918.75				
2/1/2023			512,028.13	512,028.13					
8/1/2023	380,000.00	6.125	512,028.13	892,028.13	1,404,056.25				
2/1/2024			500,390.63	500,390.63					
8/1/2024	420,000.00	6.125	500,390.63	920,390.63	1,420,781.25				
2/1/2025			487,528.13	487,528.13					
8/1/2025	590,000.00	6.125	487,528.13	1,077,528.13	1,565,056.25				
2/1/2026			469,459.38	469,459.38					
8/1/2026	630,000.00	6.125	469,459.38	1,099,459.38	1,568,918.75				
2/1/2027			450,165.63	450,165.63					
8/1/2027	665,000.00	6.250	450,165.63	1,115,165.63	1,565,331.25				
2/1/2028			429,384.38	429,384.38					
8/1/2028	705,000.00	6.250	429,384.38	1,134,384.38	1,563,768.75				
2/1/2029			407,353.13	407,353.13					
8/1/2029	755,000.00	6.250	407,353.13	1,162,353.13	1,569,706.25				
2/1/2030			383,759.38	383,759.38					
8/1/2030	795,000.00	6.250	383,759.38	1,178,759.38	1,562,518.75				
2/1/2031			358,915.63	358,915.63					
8/1/2031	615,000.00	6.250	358,915.63	973,915.63	1,332,831.25				
2/1/2032			339,696.88	339,696.88					
8/1/2032	650,000.00	6.625	339,696.88	989,696.88	1,329,393.75				
2/1/2033			318,165.63	318,165.63					
8/1/2033	695,000.00	6.625	318,165.63	1,013,165.63	1,331,331.25				
2/1/2034			295,143.75	295,143.75					
8/1/2034	740,000.00	6.625	295,143.75	1,035,143.75	1,330,287.50				
2/1/2035			270,631.25	270,631.25					
8/1/2035	790,000.00	6.625	270,631.25	1,060,631.25	1,331,262.50				
2/1/2036			244,462.50	244,462.50					
8/1/2036	840,000.00	6.625	244,462.50	1,084,462.50	1,328,925.00				
2/1/2037			216,637.50	216,637.50					
8/1/2037	895,000.00	6.625	216,637.50	1,111,637.50	1,328,275.00				
2/1/2038			186,990.63	186,990.63					
8/1/2038	955,000.00	6.625	186,990.63	1,141,990.63	1,328,981.25				
2/1/2039			155,356.25	155,356.25					
8/1/2039	1,020,000.00	6.625	155,356.25	1,175,356.25	1,330,712.50				
2/1/2020			121,568.75	121,568.75					
8/1/2040	1,085,000.00	6.625	121,568.75	1,206,568.75	1,328,137.50				
2/1/2041			85,628.13	85,628.13					
8/1/2041	2,585,000.00	6.625	85,628.13	2,670,628.13	2,756,256.25				
	<u>16,020,000.00</u>		<u>20,761,881.25</u>	<u>36,781,881.25</u>	<u>36,781,881.25</u>	<u>16,020,000.00</u>	<u>0.00</u>	<u>6,739,971.88</u>	<u>22,759,971.88</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2021	8/1/2022	8/1/2039	16,020,000.00	100.00	0.00

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Estimated Tax-Exempt Bond Issue With Insurance and Surety.

Description and Cost of the Acquired Obligations

Type	Maturity Date	Par Amount	Coupon Rate (%)	Price (%)	Cost	Accrued Interest	Total Cost
SLGS	2/1/2015	111,017,436.00	0.01%	100.00	111,017,436.00	0.00	111,017,436.00
SLGS	8/1/2015	11,965,759.00	0.05%	100.00	11,965,759.00	0.00	11,965,759.00
SLGS	2/1/2016	1,386,824.00	0.11%	100.00	1,386,824.00	0.00	1,386,824.00
SLGS	8/1/2016	12,267,588.00	0.27%	100.00	12,267,588.00	0.00	12,267,588.00
SLGS	2/1/2017	1,132,786.00	0.48%	100.00	1,132,786.00	0.00	1,132,786.00
SLGS	8/1/2017	12,570,505.00	0.70%	100.00	12,570,505.00	0.00	12,570,505.00
SLGS	2/1/2018	15,990,027.00	0.91%	100.00	15,990,027.00	0.00	15,990,027.00
SLGS	8/1/2018	2,088,309.00	1.10%	100.00	2,088,309.00	0.00	2,088,309.00
SLGS	2/1/2019	690,870.00	1.28%	100.00	690,870.00	0.00	690,870.00
SLGS	8/1/2019	15,740,292.00	1.44%	100.00	15,740,292.00	0.00	15,740,292.00
SLGS	2/1/2020	360,865.00	1.59%	100.00	360,865.00	0.00	360,865.00
SLGS	8/1/2020	363,735.00	1.73%	100.00	363,735.00	0.00	363,735.00
SLGS	2/1/2021	16,386,880.00	1.85%	100.00	16,386,880.00	0.00	16,386,880.00
		<u>201,961,876.00</u>			<u>201,961,876.00</u>	<u>0.00</u>	<u>201,961,876.00</u>

Cost of Escrow

Beginning Cash	0.39
Cost of Securities	<u>201,961,876.00</u>
Total Cost of Escrow	<u>201,961,876.39</u>

Weighted Bond Years	312,628,293
Weighted Ave. Life	1.547957
Debt Service (P&I):	
Bond Years	322,230,607
Average Live	1.565781
Yield	1.22342855%

Backstrom McCarley Berry & Co., LLC
August 25, 2014

Table 17

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Estimated Tax-Exempt Bond Issue With Insurance and Surety.**

Debt Service on the Acquired Obligations

Type	Maturity Date	Par Amount	Coupon Rate (%)	Interest	Total Revenue
SLGS	2/1/2015	111,017,436.00	0.01%	93,309.08	111,110,745.08
SLGS	8/1/2015	11,965,759.00	0.05%	427,247.78	12,393,006.78
SLGS	2/1/2016	1,386,824.00	0.11%	423,625.27	1,810,449.27
SLGS	8/1/2016	12,267,588.00	0.27%	422,862.52	12,690,450.52
SLGS	2/1/2017	1,132,786.00	0.48%	406,301.28	1,539,087.28
SLGS	8/1/2017	12,570,505.00	0.70%	403,582.59	12,974,087.59
SLGS	2/1/2018	15,990,027.00	0.91%	359,585.82	16,349,612.82
SLGS	8/1/2018	2,088,309.00	1.10%	286,831.20	2,375,140.20
SLGS	2/1/2019	690,870.00	1.28%	275,345.50	966,215.50
SLGS	8/1/2019	15,740,292.00	1.44%	270,923.93	16,011,215.93
SLGS	2/1/2020	360,865.00	1.59%	157,593.83	518,458.83
SLGS	8/1/2020	363,735.00	1.73%	154,724.95	518,459.95
SLGS	2/1/2021	16,386,880.00	1.85%	151,578.64	16,538,458.64
		<u>201,961,876.00</u>		<u>3,833,512.39</u>	<u>205,795,388.39</u>

Weighted Bond Years	312,628,293
Weighted Ave. Life	1.547957
Debt Service (P&I):	
Bond Years	322,230,607
Average Live	1.565781
Yield	1.22342855%

Backstrom McCarley Berry & Co., LLC
August 25, 2014

Table 18

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Estimated Tax-Exempt Bond Issue With Insurance and Surety.**

Escrow Cash Balancing Report

Date	Escrow Requirement (1)	Income From Acquired Oblig. (2)	Cash Balance
12/23/2014			0.39
2/1/2015	111,110,745.00	111,110,745.08	0.47
8/1/2015	12,393,006.25	12,393,006.78	1.00
2/1/2016	1,810,450.00	1,810,449.27	0.27
8/1/2016	12,690,450.00	12,690,450.52	0.79
2/1/2017	1,539,087.50	1,539,087.28	0.57
8/1/2017	12,974,087.50	12,974,087.59	0.66
2/1/2018	16,349,612.50	16,349,612.82	0.98
8/1/2018	2,375,140.63	2,375,140.20	0.55
2/1/2019	966,215.63	966,215.50	0.43
8/1/2019	16,011,215.63	16,011,215.93	0.73
2/1/2020	518,459.38	518,458.83	0.19
8/1/2020	518,459.38	518,459.95	0.76
2/1/2021	16,538,459.38	16,538,458.64	0.03
	<u>205,795,388.75</u>	<u>205,795,388.39</u>	

Arbitrage Yield on the 2014 Refunding Bonds	2.495215%
Yield on the Acquired Obligations (SLGS)	1.223429%
Negative Arbitrage	<u>1.271787%</u>

Dollar Value of Negative Arbitrage: 3,765,164.44

(1) From Tables 6 to 15, "Debt Service To Escrow" column.

(2) From Table 17, "Total Revenue" column.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

Table 19

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds
Estimated Tax-Exempt Bond Issue With Insurance and Surety.**

Proof of the Yield on All Acquired Obligations

Yield = 1.22342855%
Target Amount 201,961,876.00
PV Date 12/23/2014

Date	Income From Acquired Obligations (1)	Present Value Factor	Present Value at 1.22342855%
2/1/2015	111,110,745.08	0.99871337	110,967,786.15
8/1/2015	12,393,006.78	0.99264124	12,301,809.58
2/1/2016	1,810,449.27	0.98660603	1,786,200.16
8/1/2016	12,690,450.52	0.98060751	12,444,351.10
2/1/2017	1,539,087.28	0.97464547	1,500,064.44
8/1/2017	12,974,087.59	0.96871967	12,568,253.84
2/1/2018	16,349,612.82	0.96282990	15,741,896.10
8/1/2018	2,375,140.20	0.95697594	2,272,952.03
2/1/2019	966,215.50	0.95115758	919,023.19
8/1/2019	16,011,215.93	0.94537459	15,136,596.62
2/1/2020	518,458.83	0.93962675	487,157.79
8/1/2020	518,459.95	0.93391387	484,196.94
2/1/2021	16,538,458.64	0.92823572	15,351,588.05
	<u>205,795,388.39</u>		<u>201,961,876.00</u>

(1) From Table 17, "Total Revenue" column.

Backstrom McCarley Berry & Co., LLC

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 1993 Series B - Hunters Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	25,000.00
Plus: Original Issue Premium (1)	2,453.25
Transfer of Amount in the Existing Debt Service Reserve Fund	110,855.14
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>138,308.39</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	135,149.29
Bond Insurance Premium (0.55% of Total D/S)	157.33
Surety Bond Premium	37.50
Underwriter's Spread	96.75
All Other Costs of Issuance	247.31
Contingency (Rounding)	2,620.21
Total Uses of Funds	<u>138,308.39</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 1993 Series B - Hunters Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	0	4.000	0.210	102.292		0.00
8/1/2016	0	4.000	0.520	105.556		0.00
8/1/2017	0	4.000	0.870	108.045		0.00
8/1/2018	25,000	4.000	1.210	109.813		27,453.25
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>25,000</u>					<u>27,453.25</u>

Par Amount	25,000.00	
Plus: Net Original Issue Premium	2,453.25	
Gross Production	27,453.25	109.813000%
Bond Insurance	157.33	
Less: Underwriters Discount	96.75	
Bid Amount	27,199.17	108.796678%
Accrued	0.00	
Net to Issuer	27,199.17	
Gross Interest Cost	3,605.56	
Less: Net Premium	2,199.17	
Net Interest Cost	1,406.39	
NIC % (1)	1.560243%	
TIC % (1)	1.526469%	
Arbitrage Yield	2.379600%	
Bond Years	90,139	
Average Coupon	4.000000	
Average Life	3.605556	
Weighted Average Life (Form 8038)	3.605556	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 1993 Series B - Hunters Point Loan									
Debt Service Schedule and Savings Report									
Date	Refunding Bonds			Period Total	Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings	
	Principal	Coupon Rate (%)	Interest						
2/1/2015			105.56	105.56					
8/1/2015	0.00	0.000	500.00	500.00	605.56	6,270.73	5,665.18	5,665.18	
2/1/2016			500.00	500.00					
8/1/2016	0.00	0.000	500.00	500.00	1,000.00	6,270.73	5,270.73	10,935.91	
2/1/2017			500.00	500.00					
8/1/2017	0.00	0.000	500.00	500.00	1,000.00	6,270.73	5,270.73	16,206.64	
2/1/2018			500.00	500.00					
8/1/2018	25,000.00	4.000	500.00	25,500.00	26,000.00	138,286.13	112,286.13	128,492.77	
2/1/2019			0.00	0.00					
8/1/2019	0.00	0.000	0.00	0.00	0.00	0.00	0.00	128,492.77	
2/1/2020			0.00	0.00					
8/1/2020	0.00	0.000	0.00	0.00	0.00	0.00	0.00	128,492.77	
2/1/2021			0.00	0.00					
8/1/2021	0.00	0.000	0.00	0.00	0.00	0.00	0.00	128,492.77	
2/1/2022			0.00	0.00					
8/1/2022	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2023			0.00	0.00					
8/1/2023	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2024			0.00	0.00					
8/1/2024	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2025			0.00	0.00					
8/1/2025	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2026			0.00	0.00					
8/1/2026	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2027			0.00	0.00					
8/1/2027	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2028			0.00	0.00					
8/1/2028	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2029			0.00	0.00					
8/1/2029	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2030			0.00	0.00					
8/1/2030	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2031			0.00	0.00					
8/1/2031	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2032			0.00	0.00					
8/1/2032	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2033			0.00	0.00					
8/1/2033	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2034			0.00	0.00					
8/1/2034	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2035			0.00	0.00					
8/1/2035	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2036			0.00	0.00					
8/1/2036	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2037			0.00	0.00					
8/1/2037	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2038			0.00	0.00					
8/1/2038	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2039			0.00	0.00					
8/1/2039	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2040			0.00	0.00					
8/1/2040	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
2/1/2041			0.00	0.00					
8/1/2041	0.00	0.000	0.00	0.00	0.00	0.00	0.00		
	<u>25,000.00</u>		<u>3,605.56</u>	<u>28,605.56</u>	<u>28,605.56</u>	<u>157,098.33</u>	<u>128,492.77</u>		

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	144,688.81
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>26,290.01</u>
Gross Present Value Savings	118,398.80
Less: Transfer of amount in the existing debt service reserve fund	110,855.14
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>2,620.21</u>
Net Present Value Savings	<u>10,163.86</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds 40.6555%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded: 7.6990%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 1993 Series B - Hunters Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			3,135.37	3,135.37		132,015.40	0.00	3,135.37	135,150.77
8/1/2015	0.00		3,135.37	3,135.37	6,270.73				
2/1/2016			3,135.37	3,135.37					
8/1/2016	0.00		3,135.37	3,135.37	6,270.73				
2/1/2017			3,135.37	3,135.37					
8/1/2017	0.00		3,135.37	3,135.37	6,270.73				
2/1/2018			3,135.37	3,135.37					
8/1/2018	132,015.40	4.750	3,135.37	135,150.77	138,286.13				
	<u>132,015.40</u>		<u>25,082.93</u>	<u>157,098.33</u>	<u>157,098.33</u>	<u>132,015.40</u>	<u>0.00</u>	<u>3,135.37</u>	<u>135,150.77</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2018	8/1/2018	132,015.40	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 1993 Series B - India Basin Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	35,000.00
Plus: Original Issue Premium (1)	3,434.55
Transfer of Amount in the Existing Debt Service Reserve Fund	170,854.19
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>209,288.74</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	208,297.27
Bond Insurance Premium (0.55% of Total D/S)	220.26
Surety Bond Premium	52.50
Underwriter's Spread	135.45
All Other Costs of Issuance	381.17
Contingency (Rounding)	202.09
Total Uses of Funds	<u><u>209,288.74</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 1993 Series B - India Basin Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	0	4.000	0.210	102.292		0.00
8/1/2016	0	4.000	0.520	105.556		0.00
8/1/2017	0	4.000	0.870	108.045		0.00
8/1/2018	35,000	4.000	1.210	109.813		38,434.55
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>35,000</u>					<u>38,434.55</u>

Par Amount	35,000.00	
Plus: Net Original Issue Premium	3,434.55	
Gross Production	38,434.55	109.813000%
Bond Insurance	220.26	
Less: Underwriters Discount	135.45	
Bid Amount	38,078.84	108.796678%
Accrued	0.00	
Net to Issuer	38,078.84	
Gross Interest Cost	5,047.78	
Less: Net Premium	3,078.84	
Net Interest Cost	1,968.94	
NIC % (1)	1.560243%	
TIC % (1)	1.526468%	
Arbitrage Yield	2.495215%	
Bond Years	126.194	
Average Coupon	4.000000	
Average Life	3.605556	
Weighted Average Life (Form 8038)	3.605556	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 1993 Series B - India Basin Loan								
Debt Service Schedule and Savings Report								
Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			147.78	147.78				
8/1/2015	0.00	0.000	700.00	700.00	847.78	9,664.69	8,816.91	8,816.91
2/1/2016			700.00	700.00				
8/1/2016	0.00	0.000	700.00	700.00	1,400.00	9,664.69	8,264.69	17,081.61
2/1/2017			700.00	700.00				
8/1/2017	0.00	0.000	700.00	700.00	1,400.00	9,664.69	8,264.69	25,346.30
2/1/2018			700.00	700.00				
8/1/2018	35,000.00	4.000	700.00	35,700.00	36,400.00	213,131.89	176,731.89	202,078.19
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00			
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00			
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00			
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	35,000.00		5,047.78	40,047.78	40,047.78	242,125.97	202,078.19	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	222,999.95
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>36,806.02</u>
Gross Present Value Savings	186,193.93
Less: Transfer of amount in the existing debt service reserve fund	170,854.19
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>202.09</u>
Net Present Value Savings	<u>15,541.83</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	44.4052%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	7.6385%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 1993 Series B - India Basin Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			4,832.35	4,832.35		203,467.20	0.00	4,832.35	208,299.55
8/1/2015			4,832.35	4,832.35	9,664.69				
2/1/2016			4,832.35	4,832.35					
8/1/2016			4,832.35	4,832.35	9,664.69				
2/1/2017			4,832.35	4,832.35					
8/1/2017			4,832.35	4,832.35	9,664.69				
2/1/2018			4,832.35	4,832.35					
8/1/2018	203,467.20	4.750	4,832.35	208,299.55	213,131.89				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
	<u>203,467.20</u>		<u>38,658.77</u>	<u>242,125.97</u>	<u>242,125.97</u>	<u>203,467.20</u>	<u>0.00</u>	<u>4,832.35</u>	<u>208,299.55</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2018	8/1/2018	203,467.20	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 1993 Series B- Rincon Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	195,000.00
Plus: Original Issue Premium (1)	19,135.35
Transfer of Amount in the Existing Debt Service Reserve Fund	950,432.46
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>1,164,567.81</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	1,158,721.81
Bond Insurance Premium (0.55% of Total D/S)	1,227.18
Surety Bond Premium	292.50
Underwriter's Spread	754.65
All Other Costs of Issuance	2,120.37
Contingency (Rounding)	1,451.30
Total Uses of Funds	<u><u>1,164,567.81</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L3-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 1993 Series B- Rincon Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	0	4.000	0.210	102.292		0.00
8/1/2016	0	4.000	0.520	105.556		0.00
8/1/2017	0	4.000	0.870	108.045		0.00
8/1/2018	195,000	4.000	1.210	109.813		214,135.35
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>195,000</u>					<u>214,135.35</u>

Par Amount	195,000.00	
Plus: Net Original Issue Premium	19,135.35	
Gross Production	214,135.35	109.813000%
Bond Insurance	1,227.18	
Less: Underwriters Discount	754.65	
Bid Amount	212,153.52	108.796678%
Accrued	0.00	
Net to Issuer	212,153.52	
Gross Interest Cost	28,123.33	
Less: Net Premium	17,153.52	
Net Interest Cost	10,969.81	
NIC % (1)	1.560243%	
TIC % (1)	1.526470%	
Arbitrage Yield	2.495215%	
Bond Years	703,083	
Average Coupon	4.000000	
Average Life	3.605556	
Weighted Average Life (Form 8038)	3.605556	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 1993 Series B- Rincon Point Loan								
Debt Service Schedule and Savings Report								
Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			823.33	823.33				
8/1/2015	0.00	0.000	3,900.00	3,900.00	4,723.33	53,763.02	49,039.68	49,039.68
2/1/2016			3,900.00	3,900.00				
8/1/2016	0.00	0.000	3,900.00	3,900.00	7,800.00	53,763.02	45,963.02	95,002.70
2/1/2017			3,900.00	3,900.00				
8/1/2017	0.00	0.000	3,900.00	3,900.00	7,800.00	53,763.02	45,963.02	140,965.72
2/1/2018			3,900.00	3,900.00				
8/1/2018	195,000.00	4.000	3,900.00	198,900.00	202,800.00	1,185,616.02	982,816.02	1,123,781.74
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00			
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00			
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00			
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>195,000.00</u>		<u>28,123.33</u>	<u>223,123.33</u>	<u>223,123.33</u>	<u>1,346,905.07</u>	<u>1,123,781.74</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	1,240,510.30
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>205,062.10</u>
Gross Present Value Savings	1,035,448.20
Less: Transfer of amount in the existing debt service reserve fund	950,432.46
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,451.30</u>
Net Present Value Savings	<u><u>86,467.05</u></u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds

44.3421%

Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:

7.6394%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 1993 Series B- Rincon Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			26,881.51	26,881.51		1,131,853.00	0.00	26,881.51	1,158,734.51
8/1/2015			26,881.51	26,881.51	53,763.02				
2/1/2016			26,881.51	26,881.51					
8/1/2016			26,881.51	26,881.51	53,763.02				
2/1/2017			26,881.51	26,881.51					
8/1/2017			26,881.51	26,881.51	53,763.02				
2/1/2018			26,881.51	26,881.51					
8/1/2018	1,131,853.00	4.750	26,881.51	1,158,734.51	1,185,616.02				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
	<u>1,131,853.00</u>		<u>215,052.07</u>	<u>1,346,905.07</u>	<u>1,346,905.07</u>	<u>1,131,853.00</u>	<u>0.00</u>	<u>26,881.51</u>	<u>1,158,734.51</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2018	8/1/2018	1,131,853.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 1993 Series B - Western Addition A2 Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	380,000.00
Plus: Original Issue Premium (1)	37,289.40
Transfer of Amount in the Existing Debt Service Reserve Fund	1,856,192.99
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>2,273,482.39</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	2,262,981.74
Bond Insurance Premium (0.55% of Total D/S)	2,391.42
Surety Bond Premium	570.00
Underwriter's Spread	1,470.60
All Other Costs of Issuance	4,141.08
Contingency (Rounding)	1,927.55
Total Uses of Funds	<u><u>2,273,482.39</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 1993 Series B - Western Addition A2 Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	0	4.000	0.210	102.292		0.00
8/1/2016	0	4.000	0.520	105.556		0.00
8/1/2017	0	4.000	0.870	108.045		0.00
8/1/2018	380,000	4.000	1.210	109.813		417,289.40
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>380,000</u>					<u>417,289.40</u>

Par Amount	380,000.00	
Plus: Net Original Issue Premium	37,289.40	
Gross Production	417,289.40	109.813000%
Bond Insurance	2,391.42	
Less: Underwriters Discount	1,470.60	
Bid Amount	413,427.38	108.796678%
Accrued	0.00	
Net to Issuer	413,427.38	
Gross Interest Cost	54,804.44	
Less: Net Premium	33,427.38	
Net Interest Cost	21,377.07	
NIC % (1)	1.560243%	
TIC % (1)	1.526469%	
Arbitrage Yield	2.495215%	
Bond Years	1,370,111	
Average Coupon	4.000000	
Average Life	3.605556	
Weighted Average Life (Form 8038)	3.605556	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 1993 Series B - Western Addition A2 Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			1,604.44	1,604.44				
8/1/2015	0.00	0.000	7,600.00	7,600.00	9,204.44	104,999.08	95,794.64	95,794.64
2/1/2016			7,600.00	7,600.00				
8/1/2016	0.00	0.000	7,600.00	7,600.00	15,200.00	104,999.08	89,799.08	185,593.72
2/1/2017			7,600.00	7,600.00				
8/1/2017	0.00	0.000	7,600.00	7,600.00	15,200.00	104,999.08	89,799.08	275,392.80
2/1/2018			7,600.00	7,600.00				
8/1/2018	380,000.00	4.000	7,600.00	387,600.00	395,200.00	2,315,506.08	1,920,306.08	2,195,698.89
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00			
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00			
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00			
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>380,000.00</u>		<u>54,804.44</u>	<u>434,804.44</u>	<u>434,804.44</u>	<u>2,630,503.33</u>	<u>2,195,698.89</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	2,422,714.53
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>399,608.20</u>
Gross Present Value Savings	2,023,106.33
Less: Transfer of amount in the existing debt service reserve fund	1,856,192.99
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,927.55</u>
Net Present Value Savings	<u>168,840.89</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	44.4318%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	7.6381%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 1993 Series B - Western Addition A2 Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			52,499.54	52,499.54		2,210,507.00	0.00	52,499.54	2,263,006.54
8/1/2015			52,499.54	52,499.54	104,999.08				
2/1/2016			52,499.54	52,499.54					
8/1/2016			52,499.54	52,499.54	104,999.08				
2/1/2017			52,499.54	52,499.54					
8/1/2017			52,499.54	52,499.54	104,999.08				
2/1/2018			52,499.54	52,499.54					
8/1/2018	2,210,507.00	4.750	52,499.54	2,263,006.54	2,315,506.08				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
	<u>2,210,507.00</u>		<u>419,996.33</u>	<u>2,630,503.33</u>	<u>2,630,503.33</u>	<u>2,210,507.00</u>	<u>0.00</u>	<u>52,499.54</u>	<u>2,263,006.54</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2018	8/1/2018	2,210,507.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 1993 Series B - Yerba Buena Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	160,000.00
Plus: Original Issue Premium (1)	15,700.80
Transfer of Amount in the Existing Debt Service Reserve Fund	774,348.19
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>950,048.99</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	944,048.29
Bond Insurance Premium (0.55% of Total D/S)	1,006.92
Surety Bond Premium	240.00
Underwriter's Spread	619.20
All Other Costs of Issuance	1,727.53
Contingency (Rounding)	2,407.05
Total Uses of Funds	<u>950,048.99</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 1993 Series B - Yerba Buena Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	0	4.000	0.210	102.292		0.00
8/1/2016	0	4.000	0.520	105.556		0.00
8/1/2017	0	4.000	0.870	108.045		0.00
8/1/2018	160,000	4.000	1.210	109.813		175,700.80
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>160,000</u>					<u>175,700.80</u>

Par Amount	160,000.00	
Plus: Net Original Issue Premium	15,700.80	
Gross Production	175,700.80	109.813000%
Bond Insurance	1,006.92	
Less: Underwriters Discount	619.20	
Bid Amount	174,074.68	108.796678%
Accrued	0.00	
Net to Issuer	174,074.68	
Gross Interest Cost	23,075.56	
Less: Net Premium	14,074.68	
Net Interest Cost	9,000.87	
NIC % (1)	1.560243%	
TIC % (1)	1.518295%	
Arbitrage Yield	2.495215%	
Bond Years	576,889	
Average Coupon	4.000000	
Average Life	3.605556	
Weighted Average Life (Form 8038)	3.605556	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 1993 Series B - Yerba Buena Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds			Period Total	Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest					
2/1/2015			675.56	675.56				
8/1/2015	0.00	0.000	3,200.00	3,200.00	3,875.56	43,802.48	39,926.92	39,926.92
2/1/2016			3,200.00	3,200.00				
8/1/2016	0.00	0.000	3,200.00	3,200.00	6,400.00	43,802.48	37,402.48	77,329.40
2/1/2017			3,200.00	3,200.00				
8/1/2017	0.00	0.000	3,200.00	3,200.00	6,400.00	43,802.48	37,402.48	114,731.87
2/1/2018			3,200.00	3,200.00				
8/1/2018	160,000.00	4.000	3,200.00	163,200.00	166,400.00	965,959.88	799,559.88	914,291.75
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00			
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00			
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00			
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>160,000.00</u>		<u>23,075.56</u>	<u>183,075.56</u>	<u>183,075.56</u>	<u>1,097,367.31</u>	<u>914,291.75</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	1,010,684.03
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>168,256.08</u>
Gross Present Value Savings	842,427.95
Less: Transfer of amount in the existing debt service reserve fund	774,348.19
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>2,407.05</u>
Net Present Value Savings	<u>70,486.81</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	44.0543%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	7.6437%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 1993 Series B - Yerba Buena Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			21,901.24	21,901.24		922,157.40	0.00	21,901.24	944,058.64
8/1/2015			21,901.24	21,901.24	43,802.48				
2/1/2016			21,901.24	21,901.24					
8/1/2016			21,901.24	21,901.24	43,802.48				
2/1/2017			21,901.24	21,901.24					
8/1/2017			21,901.24	21,901.24	43,802.48				
2/1/2018			21,901.24	21,901.24					
8/1/2018	922,157.40	4.750	21,901.24	944,058.64	965,959.88				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
	<u>922,157.40</u>		<u>175,209.91</u>	<u>1,097,367.31</u>	<u>1,097,367.31</u>	<u>922,157.40</u>	<u>0.00</u>	<u>21,901.24</u>	<u>944,058.64</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2018	8/1/2018	922,157.40	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2003 Series B - Golden Gateway Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	560,000.00
Plus: Original Issue Premium (1)	54,952.80
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>614,952.80</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	605,480.86
Bond Insurance Premium (0.55% of Total D/S)	3,524.20
Surety Bond Premium	840.00
Underwriter's Spread	2,167.20
All Other Costs of Issuance	1,105.28
Contingency (Rounding)	1,835.25
Total Uses of Funds	<u><u>614,952.80</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2003 Series B - Golden Gateway Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	0	4.000	0.210	102.292		0.00
8/1/2016	0	4.000	0.520	105.556		0.00
8/1/2017	0	4.000	0.870	108.045		0.00
8/1/2018	560,000	4.000	1.210	109.813		614,952.80
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>560,000</u>					<u>614,952.80</u>

Par Amount	560,000.00	
Plus: Net Original Issue Premium	54,952.80	
Gross Production	614,952.80	109.813000%
Bond Insurance	3,524.20	
Less: Underwriters Discount	2,167.20	
Bid Amount	609,261.40	108.796678%
Accrued	0.00	
Net to Issuer	609,261.40	
Gross Interest Cost	80,764.44	
Less: Net Premium	49,261.40	
Net Interest Cost	31,503.05	
NIC % (1)	1.560243%	
TIC % (1)	1.526470%	
Arbitrage Yield	2.495215%	
Bond Years	2,019,111	
Average Coupon	4.000000	
Average Life	3.605556	
Weighted Average Life (Form 8038)	3.605556	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2003 Series B - Golden Gateway Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			2,364.44	2,364.44				
8/1/2015	0.00	0.000	11,200.00	11,200.00	13,564.44	30,975.00	17,410.56	17,410.56
2/1/2016			11,200.00	11,200.00				
8/1/2016	0.00	0.000	11,200.00	11,200.00	22,400.00	30,975.00	8,575.00	25,985.56
2/1/2017			11,200.00	11,200.00				
8/1/2017	0.00	0.000	11,200.00	11,200.00	22,400.00	30,975.00	8,575.00	34,560.56
2/1/2018			11,200.00	11,200.00				
8/1/2018	560,000.00	4.000	11,200.00	571,200.00	582,400.00	620,975.00	38,575.00	73,135.56
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00			
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00			
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00			
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>560,000.00</u>		<u>80,764.44</u>	<u>640,764.44</u>	<u>640,764.44</u>	<u>713,900.00</u>	<u>73,135.56</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	657,913.58
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>588,896.29</u>
Gross Present Value Savings	69,017.29
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,835.25</u>
Net Present Value Savings	<u>70,852.55</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	12.6522%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	12.0089%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2003 Series B - Golden Gateway Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			15,487.50	15,487.50		590,000.00	0.00	15,487.50	605,487.50
8/1/2015			15,487.50	15,487.50	30,975.00				
2/1/2016			15,487.50	15,487.50					
8/1/2016			15,487.50	15,487.50	30,975.00				
2/1/2017			15,487.50	15,487.50					
8/1/2017			15,487.50	15,487.50	30,975.00				
2/1/2018			15,487.50	15,487.50					
8/1/2018	590,000.00	5.250	15,487.50	605,487.50	620,975.00				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
	<u>590,000.00</u>		<u>123,900.00</u>	<u>713,900.00</u>	<u>713,900.00</u>	<u>590,000.00</u>	<u>0.00</u>	<u>15,487.50</u>	<u>605,487.50</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2018	8/1/2018	590,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2003 Series B - Rincon Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	2,300,000.00
Plus: Original Issue Premium (1)	149,036.95
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>2,449,036.95</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	2,416,792.26
Bond Insurance Premium (0.55% of Total D/S)	13,727.51
Surety Bond Premium	3,450.00
Underwriter's Spread	8,901.00
All Other Costs of Issuance	4,411.76
Contingency (Rounding)	1,754.41
Total Uses of Funds	<u><u>2,449,036.95</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2003 Series B - Rincon Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	570,000	4.000	0.210	102.292		583,064.40
8/1/2016	555,000	4.000	0.520	105.556		585,835.80
8/1/2017	575,000	4.000	0.870	108.045		621,258.75
8/1/2018	600,000	4.000	1.210	109.813		658,878.00
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>2,300,000</u>					<u>2,449,036.95</u>

Par Amount	2,300,000.00	
Plus: Net Original Issue Premium	149,036.95	
Gross Production	2,449,036.95	106.479867%
Bond Insurance	13,727.51	
Less: Underwriters Discount	8,901.00	
Bid Amount	2,426,408.44	105.496019%
Accrued	0.00	
Net to Issuer	2,426,408.44	
Gross Interest Cost	195,911.11	
Less: Net Premium	126,408.44	
Net Interest Cost	69,502.67	
NIC % (1)	1.419065%	
TIC % (1)	1.431892%	
Arbitrage Yield	2.495215%	
Bond Years	4,897,778	
Average Coupon	4.000000	
Average Life	2.129469	
Weighted Average Life (Form 8038)	2.159222	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2003 Series B - Rincon Point Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			9,711.11	9,711.11				
8/1/2015	570,000.00	4.000	46,000.00	616,000.00	625,711.11	668,637.50	42,926.39	42,926.39
2/1/2016			34,600.00	34,600.00				
8/1/2016	555,000.00	4.000	34,600.00	589,600.00	624,200.00	670,025.00	45,825.00	88,751.39
2/1/2017			23,500.00	23,500.00				
8/1/2017	575,000.00	4.000	23,500.00	598,500.00	622,000.00	664,837.50	42,837.50	131,588.89
2/1/2018			12,000.00	12,000.00				
8/1/2018	600,000.00	4.000	12,000.00	612,000.00	624,000.00	668,337.50	44,337.50	175,926.39
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00			
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00			
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00			
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>2,300,000.00</u>		<u>195,911.11</u>	<u>2,495,911.11</u>	<u>2,495,911.11</u>	<u>2,671,837.50</u>	<u>175,926.39</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	2,538,857.68
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>2,370,879.38</u>
Gross Present Value Savings	167,978.31
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,754.41</u>
Net Present Value Savings	<u><u>169,732.72</u></u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds 7.3797%
 Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded: 7.2073%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2003 Series B - Rincon Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			61,818.75	61,818.75		2,355,000.00	0.00	61,818.75	2,416,818.75
8/1/2015	545,000.00	5.250	61,818.75	606,818.75	668,637.50				
2/1/2016			47,512.50	47,512.50					
8/1/2016	575,000.00	5.250	47,512.50	622,512.50	670,025.00				
2/1/2017			32,418.75	32,418.75					
8/1/2017	600,000.00	5.250	32,418.75	632,418.75	664,837.50				
2/1/2018			16,668.75	16,668.75					
8/1/2018	635,000.00	5.250	16,668.75	651,668.75	668,337.50				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
	<u>2,355,000.00</u>		<u>316,837.50</u>	<u>2,671,837.50</u>	<u>2,671,837.50</u>	<u>2,355,000.00</u>	<u>0.00</u>	<u>61,818.75</u>	<u>2,416,818.75</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2018	2,355,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2003 Series B - Western Addition Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	1,470,000.00
Plus: Original Issue Premium (1)	95,521.55
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>1,565,521.55</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	1,544,489.32
Bond Insurance Premium (0.55% of Total D/S)	8,775.84
Surety Bond Premium	2,205.00
Underwriter's Spread	5,688.90
All Other Costs of Issuance	2,819.41
Contingency (Rounding)	1,543.09
Total Uses of Funds	<u><u>1,565,521.55</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2003 Series B - Western Addition Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	360,000	4.000	0.210	102.292		368,251.20
8/1/2016	355,000	4.000	0.520	105.556		374,723.80
8/1/2017	370,000	4.000	0.870	108.045		399,766.50
8/1/2018	385,000	4.000	1.210	109.813		422,780.05
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>1,470,000</u>					<u>1,565,521.55</u>

Par Amount	1,470,000.00	
Plus: Net Original Issue Premium	95,521.55	
Gross Production	1,565,521.55	106.498065%
Bond Insurance	8,775.84	
Less: Underwriters Discount	5,688.90	
Bid Amount	1,551,056.81	105.514069%
Accrued	0.00	
Net to Issuer	1,551,056.81	
Gross Interest Cost	125,606.67	
Less: Net Premium	81,056.81	
Net Interest Cost	44,549.85	
NIC % (1)	1.418710%	
TIC % (1)	1.462636%	
Arbitrage Yield	2.495215%	
Bond Years	3,140,167	
Average Coupon	4.000000	
Average Life	2.136168	
Weighted Average Life (Form 8038)	2.165800	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2003 Series B - Western Addition Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			6,206.67	6,206.67				
8/1/2015	360,000.00	4.000	29,400.00	389,400.00	395,606.67	429,012.50	33,405.83	33,405.83
2/1/2016			22,200.00	22,200.00				
8/1/2016	355,000.00	4.000	22,200.00	377,200.00	399,400.00	425,637.50	26,237.50	59,643.33
2/1/2017			15,100.00	15,100.00				
8/1/2017	370,000.00	4.000	15,100.00	385,100.00	400,200.00	426,475.00	26,275.00	85,918.33
2/1/2018			7,700.00	7,700.00				
8/1/2018	385,000.00	4.000	7,700.00	392,700.00	400,400.00	426,262.50	25,862.50	111,780.83
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00			
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00			
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00			
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>1,470,000.00</u>		<u>125,606.67</u>	<u>1,595,606.67</u>	<u>1,595,606.67</u>	<u>1,707,387.50</u>	<u>111,780.83</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	1,622,450.77
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>1,515,441.96</u>
Gross Present Value Savings	107,008.81
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,543.09</u>
Net Present Value Savings	<u>108,551.90</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	7.3845%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	7.2128%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2003 Series B - Western Addition Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			39,506.25	39,506.25		1,505,000.00	0.00	39,506.25	1,544,506.25
8/1/2015	350,000.00	5.250	39,506.25	389,506.25	429,012.50				
2/1/2016			30,318.75	30,318.75					
8/1/2016	365,000.00	5.250	30,318.75	395,318.75	425,637.50				
2/1/2017			20,737.50	20,737.50					
8/1/2017	385,000.00	5.250	20,737.50	405,737.50	426,475.00				
2/1/2018			10,631.25	10,631.25					
8/1/2018	405,000.00	5.250	10,631.25	415,631.25	426,262.50				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
	<u>1,505,000.00</u>		<u>202,387.50</u>	<u>1,707,387.50</u>	<u>1,707,387.50</u>	<u>1,505,000.00</u>	<u>0.00</u>	<u>39,506.25</u>	<u>1,544,506.25</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2018	1,505,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2003 Series B - Yerba Buena Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	20,370,000.00
Plus: Original Issue Premium (1)	1,318,644.70
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>21,688,644.70</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	21,417,602.79
Bond Insurance Premium (0.55% of Total D/S)	121,565.44
Surety Bond Premium	30,555.00
Underwriter's Spread	78,831.90
All Other Costs of Issuance	39,097.04
Contingency (Rounding)	992.53
Total Uses of Funds	<u>21,688,644.70</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2003 Series B - Yerba Buena Loan

Bond Production Report

Dated Date: December 23, 2014
Delivery Date: December 23, 2014
First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	5,060,000	4.000	0.210	102.292		5,175,975.20
8/1/2016	4,920,000	4.000	0.520	105.556		5,193,355.20
8/1/2017	5,105,000	4.000	0.870	108.045		5,515,697.25
8/1/2018	5,285,000	4.000	1.210	109.813		5,803,617.05
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>20,370,000</u>					<u>21,688,644.70</u>

Par Amount	20,370,000.00	
Plus: Net Original Issue Premium	1,318,644.70	
Gross Production	21,688,644.70	106.473464%
Bond Insurance	121,565.44	
Less: Underwriters Discount	78,831.90	
Bid Amount	21,488,247.36	105.489678%
Accrued	0.00	
Net to Issuer	21,488,247.36	
Gross Interest Cost	1,732,806.67	
Less: Net Premium	1,118,247.36	
Net Interest Cost	614,559.30	
NIC % (1)	1.418645%	
TIC % (1)	1.431618%	
Arbitrage Yield	2.495215%	
Bond Years	43,320,167	
Average Coupon	4.000000	
Average Life	2.126665	
Weighted Average Life (Form 8038)	2.156395	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2003 Series B - Yerba Buena Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			86,006.67	86,006.67				
8/1/2015	5,060,000.00	4.000	407,400.00	5,467,400.00	5,553,406.67	5,945,675.00	392,268.33	392,268.33
2/1/2016			306,200.00	306,200.00				
8/1/2016	4,920,000.00	4.000	306,200.00	5,226,200.00	5,532,400.00	5,926,050.00	393,650.00	785,918.33
2/1/2017			207,800.00	207,800.00				
8/1/2017	5,105,000.00	4.000	207,800.00	5,312,800.00	5,520,600.00	5,914,087.50	393,487.50	1,179,405.83
2/1/2018			105,700.00	105,700.00				
8/1/2018	5,285,000.00	4.000	105,700.00	5,390,700.00	5,496,400.00	5,888,737.50	392,337.50	1,571,743.33
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00			
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00			
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00			
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>20,370,000.00</u>		<u>1,732,806.67</u>	<u>22,102,806.67</u>	<u>22,102,806.67</u>	<u>23,674,550.00</u>	<u>1,571,743.33</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	22,497,738.59
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>20,996,939.99</u>
Gross Present Value Savings	1,500,798.60
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	992.53
Net Present Value Savings	<u>1,501,791.13</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	7.3726%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	7.1959%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2003 Series B - Yerba Buena Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			547,837.50	547,837.50		20,870,000.00	0.00	547,837.50	21,417,837.50
8/1/2015	4,850,000.00	5.250	547,837.50	5,397,837.50	5,945,675.00				
2/1/2016			420,525.00	420,525.00					
8/1/2016	5,085,000.00	5.250	420,525.00	5,505,525.00	5,926,050.00				
2/1/2017			287,043.75	287,043.75					
8/1/2017	5,340,000.00	5.250	287,043.75	5,627,043.75	5,914,087.50				
2/1/2018			146,868.75	146,868.75					
8/1/2018	5,595,000.00	5.250	146,868.75	5,741,868.75	5,888,737.50				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
	<u>20,870,000.00</u>		<u>2,804,550.00</u>	<u>23,674,550.00</u>	<u>23,674,550.00</u>	<u>20,870,000.00</u>	<u>0.00</u>	<u>547,837.50</u>	<u>21,417,837.50</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2018	20,870,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2003 Series C - Yerba Buena Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	4,245,000.00
Plus: Original Issue Premium (1)	275,340.75
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>4,520,340.75</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	4,462,669.84
Bond Insurance Premium (0.55% of Total D/S)	25,338.63
Surety Bond Premium	6,367.50
Underwriter's Spread	16,428.15
All Other Costs of Issuance	8,149.12
Contingency (Rounding)	1,387.51
Total Uses of Funds	<u><u>4,520,340.75</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2003 Series C - Yerba Buena Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	1,050,000	4.000	0.210	102.292		1,074,066.00
8/1/2016	1,020,000	4.000	0.520	105.556		1,076,671.20
8/1/2017	1,065,000	4.000	0.870	108.045		1,150,679.25
8/1/2018	1,110,000	4.000	1.210	109.813		1,218,924.30
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>4,245,000</u>					<u>4,520,340.75</u>

Par Amount	4,245,000.00	
Plus: Net Original Issue Premium	275,340.75	
Gross Production	4,520,340.75	106.486237%
Bond Insurance	25,338.63	
Less: Underwriters Discount	16,428.15	
Bid Amount	4,478,573.97	105.502331%
Accrued	0.00	
Net to Issuer	4,478,573.97	
Gross Interest Cost	362,023.33	
Less: Net Premium	233,573.97	
Net Interest Cost	128,449.36	
NIC % (1)	1.419238%	
TIC % (1)	1.431943%	
Arbitrage Yield	2.495215%	
Bond Years	9,050,583	
Average Coupon	4.000000	
Average Life	2.132057	
Weighted Average Life (Form 8038)	2.161810	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2003 Series C - Yerba Buena Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			17,923.33	17,923.33				
8/1/2015	1,050,000.00	4.000	84,900.00	1,134,900.00	1,152,823.33	1,230,437.50	77,614.17	77,614.17
2/1/2016			63,900.00	63,900.00				
8/1/2016	1,020,000.00	4.000	63,900.00	1,083,900.00	1,147,800.00	1,227,675.00	79,875.00	157,489.17
2/1/2017			43,500.00	43,500.00				
8/1/2017	1,065,000.00	4.000	43,500.00	1,108,500.00	1,152,000.00	1,232,287.50	80,287.50	237,776.67
2/1/2018			22,200.00	22,200.00				
8/1/2018	1,110,000.00	4.000	22,200.00	1,132,200.00	1,154,400.00	1,233,750.00	79,350.00	317,126.67
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00			
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00			
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00			
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>4,245,000.00</u>		<u>362,023.33</u>	<u>4,607,023.33</u>	<u>4,607,023.33</u>	<u>4,924,150.00</u>	<u>317,126.67</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	4,678,709.46
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>4,375,974.48</u>
Gross Present Value Savings	302,734.98
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,387.51</u>
Net Present Value Savings	<u>304,122.49</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	7.1643%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	6.9913%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2003 Series C - Yerba Buena Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			112,718.75	112,718.75		4,350,000.00	0.00	112,718.75	4,462,718.75
8/1/2015	1,005,000.00	5.250	112,718.75	1,117,718.75	1,230,437.50				
2/1/2016			86,337.50	86,337.50					
8/1/2016	1,055,000.00	5.250	86,337.50	1,141,337.50	1,227,675.00				
2/1/2017			58,643.75	58,643.75					
8/1/2017	1,115,000.00	5.250	58,643.75	1,173,643.75	1,232,287.50				
2/1/2018			29,375.00	29,375.00					
8/1/2018	1,175,000.00	5.000	29,375.00	1,204,375.00	1,233,750.00				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
	<u>4,350,000.00</u>		<u>574,150.00</u>	<u>4,924,150.00</u>	<u>4,924,150.00</u>	<u>4,350,000.00</u>	<u>0.00</u>	<u>112,718.75</u>	<u>4,462,718.75</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2018	4,350,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2004 Series A - Hunters Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	875,000.00
Plus: Original Issue Premium (1)	90,470.60
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>965,470.60</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	951,665.64
Bond Insurance Premium (0.55% of Total D/S)	5,629.97
Surety Bond Premium	1,312.50
Underwriter's Spread	3,386.25
All Other Costs of Issuance	1,748.18
Contingency (Rounding)	1,728.06
Total Uses of Funds	<u>965,470.60</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series A - Hunters Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	130,000	4.000	0.210	102.292		132,979.60
8/1/2016	125,000	4.000	0.520	105.556		131,945.00
8/1/2017	130,000	4.000	0.870	108.045		140,458.50
8/1/2018	55,000	4.000	1.210	109.813		60,397.15
8/1/2019	140,000	4.000	1.620	110.519		154,726.60
8/1/2020	145,000	5.000	1.890	116.465		168,874.25
8/1/2021	150,000	5.000	2.160	117.393		176,089.50
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>875,000</u>					<u>965,470.60</u>

Par Amount	875,000.00	
Plus: Net Original Issue Premium	90,470.60	
Gross Production	965,470.60	110.339497%
Bond Insurance	5,629.97	
Less: Underwriters Discount	3,386.25	
Bid Amount	956,454.38	109.309072%
Accrued	0.00	
Net to Issuer	956,454.38	
Gross Interest Cost	148,630.83	
Less: Net Premium	81,454.38	
Net Interest Cost	67,176.45	
NIC % (1)	2.057559%	
TIC % (1)	1.960016%	
Arbitrage Yield	2.495215%	
Bond Years	3,264,861	
Average Coupon	4.552440	
Average Life	3.731270	
Weighted Average Life (Form 8038)	3.830789	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series A - Hunters Point Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			4,005.83	4,005.83				
8/1/2015	130,000.00	4.000	18,975.00	148,975.00	152,980.83	164,483.76	11,502.93	11,502.93
2/1/2016			16,375.00	16,375.00				
8/1/2016	125,000.00	4.000	16,375.00	141,375.00	157,750.00	164,723.56	6,973.56	18,476.49
2/1/2017			13,875.00	13,875.00				
8/1/2017	130,000.00	4.000	13,875.00	143,875.00	157,750.00	164,939.63	7,189.63	25,666.11
2/1/2018			11,275.00	11,275.00				
8/1/2018	55,000.00	4.000	11,275.00	66,275.00	77,550.00	89,349.38	11,799.38	37,465.49
2/1/2019			10,175.00	10,175.00				
8/1/2019	140,000.00	4.000	10,175.00	150,175.00	160,350.00	168,992.26	8,642.26	46,107.75
2/1/2020			7,375.00	7,375.00				
8/1/2020	145,000.00	5.000	7,375.00	152,375.00	159,750.00	169,101.77	9,351.77	55,459.52
2/1/2021			3,750.00	3,750.00				
8/1/2021	150,000.00	5.000	3,750.00	153,750.00	157,500.00	169,294.87	11,794.87	67,254.39
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>875,000.00</u>		<u>148,630.83</u>	<u>1,023,630.83</u>	<u>1,023,630.83</u>	<u>1,090,885.22</u>	<u>67,254.39</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	999,198.95
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>937,625.16</u>
Gross Present Value Savings	61,573.79
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,728.06</u>
Net Present Value Savings	<u>63,301.84</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	7.2345%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	6.7835%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2004 Series A - Hunters Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			18,496.31	18,496.31		933,179.76	0.00	18,496.31	951,676.07
8/1/2015	127,491.14	3.750	18,496.31	145,987.45	164,483.76				
2/1/2016			16,105.85	16,105.85					
8/1/2016	132,511.86	3.750	16,105.85	148,617.71	164,723.56				
2/1/2017			13,621.25	13,621.25					
8/1/2017	137,697.12	3.850	13,621.25	151,318.37	164,939.63				
2/1/2018			10,970.58	10,970.58					
8/1/2018	67,408.21	3.950	10,970.58	78,378.79	89,349.38				
2/1/2019			9,639.27	9,639.27					
8/1/2019	149,713.72	4.050	9,639.27	159,352.99	168,992.26				
2/1/2020			6,607.57	6,607.57					
8/1/2020	155,886.63	4.100	6,607.57	162,494.20	169,101.77				
2/1/2021			3,411.89	3,411.89					
8/1/2021	162,471.08	4.200	3,411.89	165,882.97	169,294.87				
	<u>933,179.76</u>		<u>157,705.46</u>	<u>1,090,885.22</u>	<u>1,090,885.22</u>	<u>933,179.76</u>	<u>0.00</u>	<u>18,496.31</u>	<u>951,676.07</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2021	933,179.76	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2004 Series A - India Basin Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	1,350,000.00
Plus: Original Issue Premium (1)	139,819.45
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>1,489,819.45</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	1,466,730.39
Bond Insurance Premium (0.55% of Total D/S)	8,690.20
Surety Bond Premium	2,025.00
Underwriter's Spread	5,224.50
All Other Costs of Issuance	2,694.34
Contingency (Rounding)	4,455.02
Total Uses of Funds	<u>1,489,819.45</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L12-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series A - India Basin Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	205,000	4.000	0.210	102.292		209,698.60
8/1/2016	190,000	4.000	0.520	105.556		200,556.40
8/1/2017	195,000	4.000	0.870	108.045		210,687.75
8/1/2018	85,000	4.000	1.210	109.813		93,341.05
8/1/2019	215,000	4.000	1.620	110.519		237,615.85
8/1/2020	225,000	5.000	1.890	116.465		262,046.25
8/1/2021	235,000	5.000	2.160	117.393		275,873.55
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>1,350,000</u>					<u>1,489,819.45</u>

Par Amount	1,350,000.00	
Plus: Net Original Issue Premium	139,819.45	
Gross Production	1,489,819.45	110.356996%
Bond Insurance	8,690.20	
Less: Underwriters Discount	5,224.50	
Bid Amount	1,475,904.75	109.326278%
Accrued	0.00	
Net to Issuer	1,475,904.75	
Gross Interest Cost	230,035.56	
Less: Net Premium	125,904.75	
Net Interest Cost	104,130.80	
NIC % (1)	2.063017%	
TIC % (1)	1.964687%	
Arbitrage Yield	2.495215%	
Bond Years	5,047,500	
Average Coupon	4.557416	
Average Life	3.738889	
Weighted Average Life (Form 8038)	3.839431	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series A - India Basin Loan								
Debt Service Schedule and Savings Report								
Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			6,185.56	6,185.56				
8/1/2015	205,000.00	4.000	29,300.00	234,300.00	240,485.56	253,506.52	13,020.96	13,020.96
2/1/2016			25,200.00	25,200.00				
8/1/2016	190,000.00	4.000	25,200.00	215,200.00	240,400.00	253,875.98	13,475.98	26,496.94
2/1/2017			21,400.00	21,400.00				
8/1/2017	195,000.00	4.000	21,400.00	216,400.00	237,800.00	254,208.95	16,408.95	42,905.89
2/1/2018			17,500.00	17,500.00				
8/1/2018	85,000.00	4.000	17,500.00	102,500.00	120,000.00	137,707.44	17,707.44	60,613.34
2/1/2019			15,800.00	15,800.00				
8/1/2019	215,000.00	4.000	15,800.00	230,800.00	246,600.00	260,454.99	13,854.99	74,468.32
2/1/2020			11,500.00	11,500.00				
8/1/2020	225,000.00	5.000	11,500.00	236,500.00	248,000.00	260,623.76	12,623.76	87,092.08
2/1/2021			5,875.00	5,875.00				
8/1/2021	235,000.00	5.000	5,875.00	240,875.00	246,750.00	260,921.35	14,171.35	101,263.44
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	1,350,000.00		230,035.56	1,580,035.56	1,580,035.56	1,681,298.99	101,263.44	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	1,539,989.88
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	1,447,035.48
Gross Present Value Savings	92,954.40
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	4,455.02
Net Present Value Savings	97,409.42

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds 7.2155%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded: 6.7728%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2004 Series A - India Basin Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			28,506.96	28,506.96		1,438,239.50	0.00	28,506.96	1,466,746.46
8/1/2015	196,492.59	3.750	28,506.96	224,999.55	253,506.52				
2/1/2016			24,822.73	24,822.73					
8/1/2016	204,230.52	3.750	24,822.73	229,053.25	253,875.98				
2/1/2017			20,993.41	20,993.41					
8/1/2017	212,222.14	3.850	20,993.41	233,215.55	254,208.95				
2/1/2018			16,908.13	16,908.13					
8/1/2018	103,891.18	3.950	16,908.13	120,799.31	137,707.44				
2/1/2019			14,856.28	14,856.28					
8/1/2019	230,742.43	4.050	14,856.28	245,598.71	260,454.99				
2/1/2020			10,183.75	10,183.75					
8/1/2020	240,256.27	4.100	10,183.75	250,440.02	260,623.76				
2/1/2021			5,258.49	5,258.49					
8/1/2021	250,404.37	4.200	5,258.49	255,662.86	260,921.35				
	<u>1,438,239.50</u>		<u>243,059.49</u>	<u>1,681,298.99</u>	<u>1,681,298.99</u>	<u>1,438,239.50</u>	<u>0.00</u>	<u>28,506.96</u>	<u>1,466,746.46</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2021	1,438,239.50	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L12-D

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2004 Series A - Rincon Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	15,995,000.00
Plus: Original Issue Premium (1)	1,656,330.75
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>17,651,330.75</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	17,430,259.51
Bond Insurance Premium (0.55% of Total D/S)	102,954.15
Surety Bond Premium	23,992.50
Underwriter's Spread	61,900.65
All Other Costs of Issuance	32,018.89
Contingency (Rounding)	205.06
Total Uses of Funds	<u>17,651,330.75</u>

(1) See Table B.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series A - Rincon Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	2,410,000	4.000	0.210	102.292		2,465,237.20
8/1/2016	2,240,000	4.000	0.520	105.556		2,364,454.40
8/1/2017	2,335,000	4.000	0.870	108.045		2,522,850.75
8/1/2018	1,040,000	4.000	1.210	109.813		1,142,055.20
8/1/2019	2,545,000	4.000	1.620	110.519		2,812,708.55
8/1/2020	2,645,000	5.000	1.890	116.465		3,080,499.25
8/1/2021	2,780,000	5.000	2.160	117.393		3,263,525.40
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>15,995,000</u>					<u>17,651,330.75</u>

Par Amount	15,995,000.00	
Plus: Net Original Issue Premium	1,656,330.75	
Gross Production	17,651,330.75	110.355303%
Bond Insurance	102,954.15	
Less: Underwriters Discount	61,900.65	
Bid Amount	17,486,475.95	109.324639%
Accrued	0.00	
Net to Issuer	17,486,475.95	
Gross Interest Cost	2,723,935.83	
Less: Net Premium	1,491,475.95	
Net Interest Cost	1,232,459.88	
NIC % (1)	2.060940%	
TIC % (1)	1.962883%	
Arbitrage Yield	2.495215%	
Bond Years	59,800,861	
Average Coupon	4.555011	
Average Life	3.738722	
Weighted Average Life (Form 8038)	3.838785	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series A - Rincon Point Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			73,260.83	73,260.83				
8/1/2015	2,410,000.00	4.000	347,025.00	2,757,025.00	2,830,285.83	3,012,608.48	182,322.65	182,322.65
2/1/2016			298,825.00	298,825.00				
8/1/2016	2,240,000.00	4.000	298,825.00	2,538,825.00	2,837,650.00	3,016,998.99	179,348.99	361,671.64
2/1/2017			254,025.00	254,025.00				
8/1/2017	2,335,000.00	4.000	254,025.00	2,589,025.00	2,843,050.00	3,020,956.09	177,906.09	539,577.74
2/1/2018			207,325.00	207,325.00				
8/1/2018	1,040,000.00	4.000	207,325.00	1,247,325.00	1,454,650.00	1,636,480.96	181,830.96	721,408.69
2/1/2019			186,525.00	186,525.00				
8/1/2019	2,545,000.00	4.000	186,525.00	2,731,525.00	2,918,050.00	3,095,182.35	177,132.35	898,541.04
2/1/2020			135,625.00	135,625.00				
8/1/2020	2,645,000.00	5.000	135,625.00	2,780,625.00	2,916,250.00	3,097,188.04	180,938.04	1,079,479.08
2/1/2021			69,500.00	69,500.00				
8/1/2021	2,780,000.00	5.000	69,500.00	2,849,500.00	2,919,000.00	3,100,724.56	181,724.56	1,261,203.64
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00	0.00	0.00	
	<u>15,995,000.00</u>		<u>2,723,935.83</u>	<u>18,718,935.83</u>	<u>18,718,935.83</u>	<u>19,980,139.48</u>	<u>1,261,203.64</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	18,300,857.04
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>17,143,363.04</u>
Gross Present Value Savings	1,157,494.00
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	205.06
Net Present Value Savings	<u>1,157,699.06</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	7.2379%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	6.7735%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Series 2004A -- Rincon Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			338,769.69	338,769.69		17,091,680.84	0.00	338,769.69	17,430,450.53
8/1/2015	2,335,069.11	3.750	338,769.69	2,673,838.80	3,012,608.48				
2/1/2016			294,987.14	294,987.14					
8/1/2016	2,427,024.71	3.750	294,987.14	2,722,011.85	3,016,998.99				
2/1/2017			249,480.43	249,480.43					
8/1/2017	2,521,995.24	3.850	249,480.43	2,771,475.67	3,020,956.09				
2/1/2018			200,932.02	200,932.02					
8/1/2018	1,234,616.92	3.950	200,932.02	1,435,548.94	1,636,480.96				
2/1/2019			176,548.33	176,548.33					
8/1/2019	2,742,085.68	4.050	176,548.33	2,918,634.01	3,095,182.35				
2/1/2020			121,021.10	121,021.10					
8/1/2020	2,855,145.84	4.100	121,021.10	2,976,166.94	3,097,188.04				
2/1/2021			62,490.61	62,490.61					
8/1/2021	2,975,743.34	4.200	62,490.61	3,038,233.95	3,100,724.56				
	<u>17,091,680.84</u>		<u>2,888,458.64</u>	<u>19,980,139.48</u>	<u>19,980,139.48</u>	<u>17,091,680.84</u>	<u>0.00</u>	<u>338,769.69</u>	<u>17,430,450.53</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2021	17,091,680.84	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2004 Series A - Western Addition Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	15,960,000.00
Plus: Original Issue Premium (1)	1,652,791.30
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>17,612,791.30</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	17,388,814.24
Bond Insurance Premium (0.55% of Total D/S)	102,729.43
Surety Bond Premium	23,940.00
Underwriter's Spread	61,765.20
All Other Costs of Issuance	31,942.75
Contingency (Rounding)	3,599.68
Total Uses of Funds	<u>17,612,791.30</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L14-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series A - Western Addition Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	2,405,000	4.000	0.210	102.292		2,460,122.60
8/1/2016	2,235,000	4.000	0.520	105.556		2,359,176.60
8/1/2017	2,330,000	4.000	0.870	108.045		2,517,448.50
8/1/2018	1,040,000	4.000	1.210	109.813		1,142,055.20
8/1/2019	2,535,000	4.000	1.620	110.519		2,801,656.65
8/1/2020	2,640,000	5.000	1.890	116.465		3,074,676.00
8/1/2021	2,775,000	5.000	2.160	117.393		3,257,655.75
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>15,960,000</u>					<u>17,612,791.30</u>

Par Amount	15,960,000.00	
Plus: Net Original Issue Premium	1,652,791.30	
Gross Production	17,612,791.30	110.355835%
Bond Insurance	102,729.43	
Less: Underwriters Discount	61,765.20	
Bid Amount	17,448,296.67	109.325167%
Accrued	0.00	
Net to Issuer	17,448,296.67	
Gross Interest Cost	2,718,077.50	
Less: Net Premium	1,488,296.67	
Net Interest Cost	1,229,780.83	
NIC % (1)	2.060982%	
TIC % (1)	1.962909%	
Arbitrage Yield	2.495215%	
Bond Years	59,669,667	
Average Coupon	4.555208	
Average Life	3.738701	
Weighted Average Life (Form 8038)	3.838784	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series A - Western Addition Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			73,102.50	73,102.50				
8/1/2015	2,405,000.00	4.000	346,275.00	2,751,275.00	2,824,377.50	3,005,445.18	181,067.68	181,067.68
2/1/2016			298,175.00	298,175.00				
8/1/2016	2,235,000.00	4.000	298,175.00	2,533,175.00	2,831,350.00	3,009,825.24	178,475.24	359,542.92
2/1/2017			253,475.00	253,475.00				
8/1/2017	2,330,000.00	4.000	253,475.00	2,583,475.00	2,836,950.00	3,013,772.94	176,822.94	536,365.86
2/1/2018			206,875.00	206,875.00				
8/1/2018	1,040,000.00	4.000	206,875.00	1,246,875.00	1,453,750.00	1,632,589.76	178,839.76	715,205.62
2/1/2019			186,075.00	186,075.00				
8/1/2019	2,535,000.00	4.000	186,075.00	2,721,075.00	2,907,150.00	3,087,822.69	180,672.69	895,878.31
2/1/2020			135,375.00	135,375.00				
8/1/2020	2,640,000.00	5.000	135,375.00	2,775,375.00	2,910,750.00	3,089,823.62	179,073.62	1,074,951.93
2/1/2021			69,375.00	69,375.00				
8/1/2021	2,775,000.00	5.000	69,375.00	2,844,375.00	2,913,750.00	3,093,351.72	179,601.72	1,254,553.65
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>15,960,000.00</u>		<u>2,718,077.50</u>	<u>18,678,077.50</u>	<u>18,678,077.50</u>	<u>19,932,631.15</u>	<u>1,254,553.65</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	18,257,341.68
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>17,105,950.37</u>
Gross Present Value Savings	1,151,391.31
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	3,599.68
Net Present Value Savings	<u>1,154,991.00</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	7.2368%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	6.7737%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2004 Series A - Western Addition Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			337,964.17	337,964.17		17,051,040.63	0.00	337,964.17	17,389,004.80
8/1/2015	2,329,516.84	3.750	337,964.17	2,667,481.01	3,005,445.18				
2/1/2016			294,285.73	294,285.73					
8/1/2016	2,421,253.79	3.750	294,285.73	2,715,539.52	3,009,825.24				
2/1/2017			248,887.22	248,887.22					
8/1/2017	2,515,998.50	3.850	248,887.22	2,764,885.72	3,013,772.94				
2/1/2018			200,454.25	200,454.25					
8/1/2018	1,231,681.27	3.950	200,454.25	1,432,135.52	1,632,589.76				
2/1/2019			176,128.54	176,128.54					
8/1/2019	2,735,565.61	4.050	176,128.54	2,911,694.15	3,087,822.69				
2/1/2020			120,733.34	120,733.34					
8/1/2020	2,848,356.94	4.100	120,733.34	2,969,090.28	3,089,823.62				
2/1/2021			62,342.02	62,342.02					
8/1/2021	2,968,667.68	4.200	62,342.02	3,031,009.70	3,093,351.72				
	<u>17,051,040.63</u>		<u>2,881,590.52</u>	<u>19,932,631.15</u>	<u>19,932,631.15</u>	<u>17,051,040.63</u>	<u>0.00</u>	<u>337,964.17</u>	<u>17,389,004.80</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2021	17,051,040.63	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2004 Series A - Yerba Buena Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	18,885,000.00
Plus: Original Issue Premium (1)	1,955,964.55
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>20,840,964.55</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	20,575,534.06
Bond Insurance Premium (0.55% of Total D/S)	121,559.92
Surety Bond Premium	28,327.50
Underwriter's Spread	73,084.95
All Other Costs of Issuance	37,796.66
Contingency (Rounding)	4,661.46
Total Uses of Funds	<u><u>20,840,964.55</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L15-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series A - Yerba Buena Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	2,845,000	4.000	0.210	102.292		2,910,207.40
8/1/2016	2,645,000	4.000	0.520	105.556		2,791,956.20
8/1/2017	2,755,000	4.000	0.870	108.045		2,976,639.75
8/1/2018	1,230,000	4.000	1.210	109.813		1,350,699.90
8/1/2019	3,000,000	4.000	1.620	110.519		3,315,570.00
8/1/2020	3,125,000	5.000	1.890	116.465		3,639,531.25
8/1/2021	3,285,000	5.000	2.160	117.393		3,856,360.05
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>18,885,000</u>					<u>20,840,964.55</u>

Par Amount	18,885,000.00	
Plus: Net Original Issue Premium	1,955,964.55	
Gross Production	20,840,964.55	110.357239%
Bond Insurance	121,559.92	
Less: Underwriters Discount	73,084.95	
Bid Amount	20,646,319.68	109.326554%

Accrued	0.00
Net to Issuer	20,646,319.68

Gross Interest Cost	3,216,802.78
Less: Net Premium	1,761,319.68
Net Interest Cost	1,455,483.09

NIC % (1)	2.061126%
TIC % (1)	1.963027%
Arbitrage Yield	2.495215%

Bond Years	70,615,917
Average Coupon	4.555351
Average Life	3.739260
Weighted Average Life (Form 8038)	3.839352

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series A - Yerba Buena Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			86,502.78	86,502.78				
8/1/2015	2,845,000.00	4.000	409,750.00	3,254,750.00	3,341,252.78	3,556,231.06	214,978.29	214,978.29
2/1/2016			352,850.00	352,850.00				
8/1/2016	2,645,000.00	4.000	352,850.00	2,997,850.00	3,350,700.00	3,561,413.73	210,713.73	425,692.01
2/1/2017			299,950.00	299,950.00				
8/1/2017	2,755,000.00	4.000	299,950.00	3,054,950.00	3,354,900.00	3,566,084.89	211,184.89	636,876.90
2/1/2018			244,850.00	244,850.00				
8/1/2018	1,230,000.00	4.000	244,850.00	1,474,850.00	1,719,700.00	1,931,782.46	212,082.46	848,959.36
2/1/2019			220,250.00	220,250.00				
8/1/2019	3,000,000.00	4.000	220,250.00	3,220,250.00	3,440,500.00	3,653,705.20	213,205.20	1,062,164.56
2/1/2020			160,250.00	160,250.00				
8/1/2020	3,125,000.00	5.000	160,250.00	3,285,250.00	3,445,500.00	3,656,072.82	210,572.82	1,272,737.38
2/1/2021			82,125.00	82,125.00				
8/1/2021	3,285,000.00	5.000	82,125.00	3,367,125.00	3,449,250.00	3,660,247.50	210,997.50	1,483,734.88
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00			
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00			
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00			
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00			
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00			
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00			
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00			
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00			
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00			
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>18,885,000.00</u>		<u>3,216,802.78</u>	<u>22,101,802.78</u>	<u>22,101,802.78</u>	<u>23,585,537.66</u>	<u>1,483,734.88</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	21,603,230.23
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>20,241,258.90</u>
Gross Present Value Savings	1,361,971.33
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	4,661.46
Net Present Value Savings	<u>1,366,632.79</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	7.2366%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	6.7736%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2004 Series A - Yerba Buena Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			399,900.37	399,900.37		20,175,859.27	0.00	399,900.37	20,575,759.64
8/1/2015	2,756,430.32	3.750	399,900.37	3,156,330.69	3,556,231.06				
2/1/2016			348,217.30	348,217.30					
8/1/2016	2,864,979.12	3.750	348,217.30	3,213,196.42	3,561,413.73				
2/1/2017			294,498.94	294,498.94					
8/1/2017	2,977,087.00	3.850	294,498.94	3,271,585.94	3,566,084.89				
2/1/2018			237,190.02	237,190.02					
8/1/2018	1,457,402.42	3.950	237,190.02	1,694,592.44	1,931,782.46				
2/1/2019			208,406.32	208,406.32					
8/1/2019	3,236,892.56	4.050	208,406.32	3,445,298.88	3,653,705.20				
2/1/2020			142,859.25	142,859.25					
8/1/2020	3,370,354.32	4.100	142,859.25	3,513,213.57	3,656,072.82				
2/1/2021			73,766.98	73,766.98					
8/1/2021	3,512,713.53	4.200	73,766.98	3,586,480.51	3,660,247.50				
	<u>20,175,859.27</u>		<u>3,409,678.39</u>	<u>23,585,537.66</u>	<u>23,585,537.66</u>	<u>20,175,859.27</u>	<u>0.00</u>	<u>399,900.37</u>	<u>20,575,759.64</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2021	20,175,859.27	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2004 Series C - Rincon Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	4,900,000.00
Plus: Original Issue Premium (1)	658,084.70
Transfer of Amount in the Existing Debt Service Reserve Fund	541,296.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>6,099,380.70</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	6,021,729.64
Bond Insurance Premium (0.55% of Total D/S)	38,814.78
Surety Bond Premium	7,350.00
Underwriter's Spread	18,963.00
All Other Costs of Issuance	11,015.36
Contingency (Rounding)	1,507.92
Total Uses of Funds	<u>6,099,380.70</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series C - Rincon Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	300,000	4.000	0.210	102.292		306,876.00
8/1/2016	220,000	4.000	0.520	105.556		232,223.20
8/1/2017	225,000	4.000	0.870	108.045		243,101.25
8/1/2018	240,000	4.000	1.210	109.813		263,551.20
8/1/2019	250,000	4.000	1.620	110.519		276,297.50
8/1/2020	260,000	5.000	1.890	116.465		302,809.00
8/1/2021	270,000	5.000	2.160	117.393		316,961.10
8/1/2022	285,000	5.000	2.370	118.202		336,875.70
8/1/2023	300,000	5.000	2.590	118.481		355,443.00
8/1/2024	315,000	5.000	2.790	118.506		373,293.90
8/1/2025	325,000	5.000	2.910	117.401	8/1/24 @ 100%	381,553.25
8/1/2026	345,000	5.000	3.020	116.399	8/1/24 @ 100%	401,576.55
8/1/2027	365,000	5.000	3.300	113.893	8/1/24 @ 100%	415,709.45
8/1/2028	380,000	5.000	3.380	113.189	8/1/24 @ 100%	430,118.20
8/1/2029	400,000	5.000	3.460	112.491	8/1/24 @ 100%	449,964.00
8/1/2030	420,000	5.000	3.480	112.317	8/1/24 @ 100%	471,731.40
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>4,900,000</u>					<u>5,558,084.70</u>

Par Amount	4,900,000.00	
Plus: Net Original Issue Premium	658,084.70	
Gross Production	5,558,084.70	113.430300%
Bond Insurance	38,814.78	
Less: Underwriters Discount	18,963.00	
Bid Amount	5,500,306.92	112.251162%

Accrued	0.00
Net to Issuer	5,500,306.92

Gross Interest Cost	2,157,232.50
Less: Net Premium	600,306.92
Net Interest Cost	1,556,925.58

NIC % (1)	3.556880%
TIC % (1)	3.288452%
Arbitrage Yield	2.495215%

Bond Years	43,772,222
Average Coupon	4.928314
Average Life	8.933107
Weighted Average Life (Form 8038)	9.022086

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series C - Rincon Point Loan								
Debt Service Schedule and Savings Report								
Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			24,557.50	24,557.50				
8/1/2015	300,000.00	4.000	116,325.00	416,325.00	440,882.50	538,591.25	97,708.75	97,708.75
2/1/2016			110,325.00	110,325.00				
8/1/2016	220,000.00	4.000	110,325.00	330,325.00	440,650.00	537,881.25	97,231.25	194,940.00
2/1/2017			105,925.00	105,925.00				
8/1/2017	225,000.00	4.000	105,925.00	330,925.00	436,850.00	536,287.50	99,437.50	294,377.50
2/1/2018			101,425.00	101,425.00				
8/1/2018	240,000.00	4.000	101,425.00	341,425.00	442,850.00	538,912.50	96,062.50	390,440.00
2/1/2019			96,625.00	96,625.00				
8/1/2019	250,000.00	4.000	96,625.00	346,625.00	443,250.00	540,572.50	97,322.50	487,762.50
2/1/2020			91,625.00	91,625.00				
8/1/2020	260,000.00	5.000	91,625.00	351,625.00	443,250.00	541,237.50	97,987.50	585,750.00
2/1/2021			85,125.00	85,125.00				
8/1/2021	270,000.00	5.000	85,125.00	355,125.00	440,250.00	541,037.50	100,787.50	686,537.50
2/1/2022			78,375.00	78,375.00				
8/1/2022	285,000.00	5.000	78,375.00	363,375.00	441,750.00	540,125.00	98,375.00	784,912.50
2/1/2023			71,250.00	71,250.00				
8/1/2023	300,000.00	5.000	71,250.00	371,250.00	442,500.00	538,500.00	96,000.00	880,912.50
2/1/2024			63,750.00	63,750.00				
8/1/2024	315,000.00	5.000	63,750.00	378,750.00	442,500.00	540,615.00	98,115.00	979,027.50
2/1/2025			55,875.00	55,875.00				
8/1/2025	325,000.00	5.000	55,875.00	380,875.00	436,750.00	536,750.00	100,000.00	1,079,027.50
2/1/2026			47,750.00	47,750.00				
8/1/2026	345,000.00	5.000	47,750.00	392,750.00	440,500.00	536,750.00	96,250.00	1,175,277.50
2/1/2027			39,125.00	39,125.00				
8/1/2027	365,000.00	5.000	39,125.00	404,125.00	443,250.00	540,750.00	97,500.00	1,272,777.50
2/1/2028			30,000.00	30,000.00				
8/1/2028	380,000.00	5.000	30,000.00	410,000.00	440,000.00	538,500.00	98,500.00	1,371,277.50
2/1/2029			20,500.00	20,500.00				
8/1/2029	400,000.00	5.000	20,500.00	420,500.00	441,000.00	540,250.00	99,250.00	1,470,527.50
2/1/2030			10,500.00	10,500.00				
8/1/2030	420,000.00	5.000	10,500.00	430,500.00	441,000.00	540,750.00	99,750.00	1,570,277.50
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>4,900,000.00</u>		<u>2,157,232.50</u>	<u>7,057,232.50</u>	<u>7,057,232.50</u>	<u>8,627,510.00</u>	<u>1,570,277.50</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	7,117,042.79
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>5,820,975.26</u>
Gross Present Value Savings	1,296,067.53
Less: Transfer of amount in the existing debt service reserve fund	541,296.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,507.92</u>
Net Present Value Savings	<u><u>756,279.45</u></u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	15.4343%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	12.8619%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2004 Series C - Rincon Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			141,795.63	141,795.63		5,880,000.00	0.00	141,795.63	6,021,795.63
8/1/2015	255,000.00	4.200	141,795.63	396,795.63	538,591.25				
2/1/2016			136,440.63	136,440.63					
8/1/2016	265,000.00	4.375	136,440.63	401,440.63	537,881.25				
2/1/2017			130,643.75	130,643.75					
8/1/2017	275,000.00	4.500	130,643.75	405,643.75	536,287.50				
2/1/2018			124,456.25	124,456.25					
8/1/2018	290,000.00	4.600	124,456.25	414,456.25	538,912.50				
2/1/2019			117,786.25	117,786.25					
8/1/2019	305,000.00	4.700	117,786.25	422,786.25	540,572.50				
2/1/2020			110,618.75	110,618.75					
8/1/2020	320,000.00	4.750	110,618.75	430,618.75	541,237.50				
2/1/2021			103,018.75	103,018.75					
8/1/2021	335,000.00	4.750	103,018.75	438,018.75	541,037.50				
2/1/2022			95,062.50	95,062.50					
8/1/2022	350,000.00	4.750	95,062.50	445,062.50	540,125.00				
2/1/2023			86,750.00	86,750.00					
8/1/2023	365,000.00	4.900	86,750.00	451,750.00	538,500.00				
2/1/2024			77,807.50	77,807.50					
8/1/2024	385,000.00	4.900	77,807.50	462,807.50	540,615.00				
2/1/2025			68,375.00	68,375.00					
8/1/2025	400,000.00	5.000	68,375.00	468,375.00	536,750.00				
2/1/2026			58,375.00	58,375.00					
8/1/2026	420,000.00	5.000	58,375.00	478,375.00	536,750.00				
2/1/2027			47,875.00	47,875.00					
8/1/2027	445,000.00	5.000	47,875.00	492,875.00	540,750.00				
2/1/2028			36,750.00	36,750.00					
8/1/2028	465,000.00	5.000	36,750.00	501,750.00	538,500.00				
2/1/2029			25,125.00	25,125.00					
8/1/2029	490,000.00	5.000	25,125.00	515,125.00	540,250.00				
2/1/2030			12,875.00	12,875.00					
8/1/2030	515,000.00	5.000	12,875.00	527,875.00	540,750.00				
	<u>5,880,000.00</u>		<u>2,747,510.00</u>	<u>8,627,510.00</u>	<u>8,627,510.00</u>	<u>5,880,000.00</u>	<u>0.00</u>	<u>141,795.63</u>	<u>6,021,795.63</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2030	5,880,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2004 Series C - Golden Gateway Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	3,130,000.00
Plus: Original Issue Premium (1)	203,052.85
Transfer of Amount in the Existing Debt Service Reserve Fund	665,175.80
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>3,998,228.65</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	3,954,841.04
Bond Insurance Premium (0.55% of Total D/S)	18,683.59
Surety Bond Premium	4,695.00
Underwriter's Spread	12,113.10
All Other Costs of Issuance	7,278.01
Contingency (Rounding)	617.92
Total Uses of Funds	<u><u>3,998,228.65</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L17-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series C - Golden Gateway Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	775,000	4.000	0.210	102.292		792,763.00
8/1/2016	750,000	4.000	0.520	105.556		791,670.00
8/1/2017	785,000	4.000	0.870	108.045		848,153.25
8/1/2018	820,000	4.000	1.210	109.813		900,466.60
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>3,130,000</u>					<u>3,333,052.85</u>

Par Amount	3,130,000.00	
Plus: Net Original Issue Premium	203,052.85	
Gross Production	3,333,052.85	106.487312%
Bond Insurance	18,683.59	
Less: Underwriters Discount	12,113.10	
Bid Amount	3,302,256.16	105.503392%
Accrued	0.00	
Net to Issuer	3,302,256.16	
Gross Interest Cost	267,015.56	
Less: Net Premium	172,256.16	
Net Interest Cost	94,759.39	
NIC % (1)	1.419534%	
TIC % (1)	1.432192%	
Arbitrage Yield	2.495215%	
Bond Years	6,675,389	
Average Coupon	4.000000	
Average Life	2.132712	
Weighted Average Life (Form 8038)	2.162499	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2004 Series C - Golden Gateway Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			13,215.56	13,215.56				
8/1/2015	775,000.00	4.000	62,600.00	837,600.00	850,815.56	1,064,768.75	213,953.19	213,953.19
2/1/2016			47,100.00	47,100.00				
8/1/2016	750,000.00	4.000	47,100.00	797,100.00	844,200.00	1,057,393.75	213,193.75	427,146.94
2/1/2017			32,100.00	32,100.00				
8/1/2017	785,000.00	4.000	32,100.00	817,100.00	849,200.00	1,059,143.75	209,943.75	637,090.69
2/1/2018			16,400.00	16,400.00				
8/1/2018	820,000.00	4.000	16,400.00	836,400.00	852,800.00	1,063,437.50	210,637.50	847,728.19
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00		0.00	847,728.19
	<u>3,130,000.00</u>		<u>267,015.56</u>	<u>3,397,015.56</u>	<u>3,397,015.56</u>	<u>4,244,743.75</u>	<u>847,728.19</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	4,032,532.98
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>3,226,600.73</u>
Gross Present Value Savings	805,932.25
Less: Transfer of amount in the existing debt service reserve fund	665,175.80
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>617.92</u>
Net Present Value Savings	<u>141,374.36</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	4.5168%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	3.6390%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2004 Series C - Golden Gateway Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			69,884.38	69,884.38		3,885,000.00	0.00	69,884.38	3,954,884.38
8/1/2015	925,000.00	3.500	69,884.38	994,884.38	1,064,768.75				
2/1/2016			53,696.88	53,696.88					
8/1/2016	950,000.00	3.500	53,696.88	1,003,696.88	1,057,393.75				
2/1/2017			37,071.88	37,071.88					
8/1/2017	985,000.00	3.625	37,071.88	1,022,071.88	1,059,143.75				
2/1/2018			19,218.75	19,218.75					
8/1/2018	1,025,000.00	3.750	19,218.75	1,044,218.75	1,063,437.50				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
	<u>3,885,000.00</u>		<u>359,743.75</u>	<u>4,244,743.75</u>	<u>4,244,743.75</u>	<u>3,885,000.00</u>	<u>0.00</u>	<u>69,884.38</u>	<u>3,954,884.38</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2018	3,885,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2005 Series A - Rincon Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	2,430,000.00
Plus: Original Issue Premium (1)	439,214.15
Transfer of Amount in the Existing Debt Service Reserve Fund	570,150.68
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>3,439,364.83</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	3,398,099.64
Bond Insurance Premium (0.55% of Total D/S)	18,410.29
Surety Bond Premium	3,645.00
Underwriter's Spread	9,404.10
All Other Costs of Issuance	6,238.29
Contingency (Rounding)	3,567.51
Total Uses of Funds	<u>3,439,364.83</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L18-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2005 Series A - Rincon Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	0	4.000	0.210	102.292		0.00
8/1/2016	0	4.000	0.520	105.556		0.00
8/1/2017	0	4.000	0.870	108.045		0.00
8/1/2018	0	4.000	1.210	109.813		0.00
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	370,000	5.000	2.160	117.393		434,354.10
8/1/2022	1,945,000	5.000	2.370	118.202		2,299,028.90
8/1/2023	35,000	5.000	2.590	118.481		41,468.35
8/1/2024	40,000	5.000	2.790	118.506		47,402.40
8/1/2025	40,000	5.000	2.910	117.401	8/1/24 @ 100%	46,960.40
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>2,430,000</u>					<u>2,869,214.15</u>

Par Amount	2,430,000.00	
Plus: Net Original Issue Premium	439,214.15	
Gross Production	2,869,214.15	118.074656%
Bond Insurance	18,410.29	
Less: Underwriters Discount	9,404.10	
Bid Amount	2,841,399.76	116.930031%
Accrued	0.00	
Net to Issuer	2,841,399.76	
Gross Interest Cost	917,325.00	
Less: Net Premium	411,399.76	
Net Interest Cost	505,925.24	
NIC % (1)	2.757612%	
TIC % (1)	2.536096%	
Arbitrage Yield	2.495215%	
Bond Years	18,346,500	
Average Coupon	5.000000	
Average Life	7.550000	
Weighted Average Life (Form 8038)	7.550767	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2005 Series A - Rincon Point Loan								
Debt Service Schedule and Savings Report								
Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			12,825.00	12,825.00				
8/1/2015	0.00	0.000	60,750.00	60,750.00	73,575.00	136,273.75	62,698.75	62,698.75
2/1/2016			60,750.00	60,750.00				
8/1/2016	0.00	0.000	60,750.00	60,750.00	121,500.00	136,273.75	14,773.75	77,472.50
2/1/2017			60,750.00	60,750.00				
8/1/2017	0.00	0.000	60,750.00	60,750.00	121,500.00	136,273.75	14,773.75	92,246.25
2/1/2018			60,750.00	60,750.00				
8/1/2018	0.00	0.000	60,750.00	60,750.00	121,500.00	136,273.75	14,773.75	107,020.00
2/1/2019			60,750.00	60,750.00				
8/1/2019	0.00	0.000	60,750.00	60,750.00	121,500.00	201,273.75	79,773.75	186,793.75
2/1/2020			60,750.00	60,750.00				
8/1/2020	0.00	0.000	60,750.00	60,750.00	121,500.00	228,673.75	107,173.75	293,967.50
2/1/2021			60,750.00	60,750.00				
8/1/2021	370,000.00	5.000	60,750.00	430,750.00	491,500.00	649,873.75	158,373.75	452,341.25
2/1/2022			51,500.00	51,500.00				
8/1/2022	1,945,000.00	5.000	51,500.00	1,996,500.00	2,048,000.00	2,204,073.75	156,073.75	608,415.00
2/1/2023			2,875.00	2,875.00				
8/1/2023	35,000.00	5.000	2,875.00	37,875.00	40,750.00	198,178.75	157,428.75	765,843.75
2/1/2024			2,000.00	2,000.00				
8/1/2024	40,000.00	5.000	2,000.00	42,000.00	44,000.00	200,960.00	156,960.00	922,803.75
2/1/2025			1,000.00	1,000.00				
8/1/2025	40,000.00	5.000	1,000.00	41,000.00	42,000.00	203,190.00	161,190.00	1,083,993.75
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00		0.00	1,083,993.75
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00		0.00	1,083,993.75
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00		0.00	1,083,993.75
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00		0.00	1,083,993.75
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00		0.00	1,083,993.75
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>2,430,000.00</u>		<u>917,325.00</u>	<u>3,347,325.00</u>	<u>3,347,325.00</u>	<u>4,431,318.75</u>	<u>1,083,993.75</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	3,753,887.08
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>2,846,323.01</u>
Gross Present Value Savings	907,564.07
Less: Transfer of amount in the existing debt service reserve fund	570,150.68
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>3,567.51</u>
Net Present Value Savings	<u>340,980.91</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds 14.0321%
 Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded: 10.2397%

(1) See Table D.
 (2) Arbitrage Yield = 2.495215%
 (3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2005 Series A - Rincon Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			68,136.88	68,136.88		3,330,000.00	0.00	68,136.88	3,398,136.88
8/1/2015			68,136.88	68,136.88	136,273.75				
2/1/2016			68,136.88	68,136.88					
8/1/2016			68,136.88	68,136.88	136,273.75				
2/1/2017			68,136.88	68,136.88					
8/1/2017			68,136.88	68,136.88	136,273.75				
2/1/2018			68,136.88	68,136.88					
8/1/2018			68,136.88	68,136.88	136,273.75				
2/1/2019			68,136.88	68,136.88					
8/1/2019	65,000.00	4.000	68,136.88	133,136.88	201,273.75				
2/1/2020			66,836.88	66,836.88					
8/1/2020	95,000.00	4.000	66,836.88	161,836.88	228,673.75				
2/1/2021			64,936.88	64,936.88					
8/1/2021	520,000.00	4.000	64,936.88	584,936.88	649,873.75				
2/1/2022			54,536.88	54,536.88					
8/1/2022	2,095,000.00	4.100	54,536.88	2,149,536.88	2,204,073.75				
2/1/2023			11,589.38	11,589.38					
8/1/2023	175,000.00	4.125	11,589.38	186,589.38	198,178.75				
2/1/2024			7,980.00	7,980.00					
8/1/2024	185,000.00	4.200	7,980.00	192,980.00	200,960.00				
2/1/2025			4,095.00	4,095.00					
8/1/2025	195,000.00	4.200	4,095.00	199,095.00	203,190.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
	<u>3,330,000.00</u>		<u>1,101,318.75</u>	<u>4,431,318.75</u>	<u>4,431,318.75</u>	<u>3,330,000.00</u>	<u>0.00</u>	<u>68,136.88</u>	<u>3,398,136.88</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2019	8/1/2025	3,330,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2005 Series A - Western Addition Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	2,135,000.00
Plus: Original Issue Premium (1)	138,263.90
Transfer of Amount in the Existing Debt Service Reserve Fund	453,723.52
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>2,726,987.42</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	2,697,636.07
Bond Insurance Premium (0.55% of Total D/S)	12,741.93
Surety Bond Premium	3,202.50
Underwriter's Spread	8,262.45
All Other Costs of Issuance	4,964.41
Contingency (Rounding)	180.06
Total Uses of Funds	<u><u>2,726,987.42</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L19-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2005 Series A - Western Addition Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	530,000	4.000	0.210	102.292		542,147.60
8/1/2016	515,000	4.000	0.520	105.556		543,613.40
8/1/2017	535,000	4.000	0.870	108.045		578,040.75
8/1/2018	555,000	4.000	1.210	109.813		609,462.15
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>2,135,000</u>					<u>2,273,263.90</u>

Par Amount	2,135,000.00	
Plus: Net Original Issue Premium	138,263.90	
Gross Production	2,273,263.90	106.476061%
Bond Insurance	12,741.93	
Less: Underwriters Discount	8,262.45	
Bid Amount	2,252,259.52	105.492249%
Accrued	0.00	
Net to Issuer	2,252,259.52	
Gross Interest Cost	181,714.44	
Less: Net Premium	117,259.52	
Net Interest Cost	64,454.92	
NIC % (1)	1.418818%	
TIC % (1)	1.431732%	
Arbitrage Yield	2.495215%	
Bond Years	4,542,861	
Average Coupon	4.000000	
Average Life	2.127804	
Weighted Average Life (Form 8038)	2.157545	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2005 Series A - Western Addition Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			9,014.44	9,014.44				
8/1/2015	530,000.00	4.000	42,700.00	572,700.00	581,714.44	725,331.25	143,616.81	143,616.81
2/1/2016			32,100.00	32,100.00				
8/1/2016	515,000.00	4.000	32,100.00	547,100.00	579,200.00	723,281.25	144,081.25	287,698.06
2/1/2017			21,800.00	21,800.00				
8/1/2017	535,000.00	4.000	21,800.00	556,800.00	578,600.00	725,531.25	146,931.25	434,629.31
2/1/2018			11,100.00	11,100.00				
8/1/2018	555,000.00	4.000	11,100.00	566,100.00	577,200.00	721,062.50	143,862.50	578,491.81
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00		0.00	578,491.81
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>2,135,000.00</u>		<u>181,714.44</u>	<u>2,316,714.44</u>	<u>2,316,714.44</u>	<u>2,895,206.25</u>	<u>578,491.81</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	2,750,566.24
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>2,200,744.46</u>
Gross Present Value Savings	549,821.77
Less: Transfer of amount in the existing debt service reserve fund	453,723.52
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>180.06</u>
Net Present Value Savings	<u>96,278.32</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	4.5095%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	3.6331%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2005 Series A - Western Addition Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			47,665.63	47,665.63		2,650,000.00	0.00	47,665.63	2,697,665.63
8/1/2015	630,000.00	3.500	47,665.63	677,665.63	725,331.25				
2/1/2016			36,640.63	36,640.63					
8/1/2016	650,000.00	3.500	36,640.63	686,640.63	723,281.25				
2/1/2017			25,265.63	25,265.63					
8/1/2017	675,000.00	3.625	25,265.63	700,265.63	725,531.25				
2/1/2018			13,031.25	13,031.25					
8/1/2018	695,000.00	3.750	13,031.25	708,031.25	721,062.50				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
	<u>2,650,000.00</u>		<u>245,206.25</u>	<u>2,895,206.25</u>	<u>2,895,206.25</u>	<u>2,650,000.00</u>	<u>0.00</u>	<u>47,665.63</u>	<u>2,697,665.63</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2018	2,650,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2007 Series B - Golden Gateway Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	22,160,000.00
Plus: Original Issue Premium (1)	1,438,289.60
Transfer of Amount in the Existing Debt Service Reserve Fund	5,896,550.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>29,494,839.60</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	29,190,337.37
Bond Insurance Premium (0.55% of Total D/S)	132,281.40
Surety Bond Premium	33,240.00
Underwriter's Spread	85,759.20
All Other Costs of Issuance	50,149.87
Contingency (Rounding)	3,071.76
Total Uses of Funds	<u>29,494,839.60</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L20-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - Golden Gateway Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	5,460,000	4.000	0.210	102.292		5,585,143.20
8/1/2016	5,340,000	4.000	0.520	105.556		5,636,690.40
8/1/2017	5,560,000	4.000	0.870	108.045		6,007,302.00
8/1/2018	5,800,000	4.000	1.210	109.813		6,369,154.00
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>22,160,000</u>					<u>23,598,289.60</u>

Par Amount	22,160,000.00	
Plus: Net Original Issue Premium	1,438,289.60	
Gross Production	23,598,289.60	106.490477%
Bond Insurance	132,281.40	
Less: Underwriters Discount	85,759.20	
Bid Amount	23,380,249.00	105.506539%
Accrued	0.00	
Net to Issuer	23,380,249.00	
Gross Interest Cost	1,891,164.44	
Less: Net Premium	1,220,249.00	
Net Interest Cost	670,915.45	
NIC % (1)	1.419053%	
TIC % (1)	1.431706%	
Arbitrage Yield	2.495215%	
Bond Years	47,279,111	
Average Coupon	4.000000	
Average Life	2.133534	
Weighted Average Life (Form 8038)	2.163243	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - Golden Gateway Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			93,564.44	93,564.44				
8/1/2015	5,460,000.00	4.000	443,200.00	5,903,200.00	5,996,764.44	7,408,250.00	1,411,485.56	1,411,485.56
2/1/2016			334,000.00	334,000.00				
8/1/2016	5,340,000.00	4.000	334,000.00	5,674,000.00	6,008,000.00	7,422,750.00	1,414,750.00	2,826,235.56
2/1/2017			227,200.00	227,200.00				
8/1/2017	5,560,000.00	4.000	227,200.00	5,787,200.00	6,014,400.00	7,426,000.00	1,411,600.00	4,237,835.56
2/1/2018			116,000.00	116,000.00				
8/1/2018	5,800,000.00	4.000	116,000.00	5,916,000.00	6,032,000.00	7,446,400.00	1,414,400.00	5,652,235.56
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00		0.00	5,652,235.56
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>22,160,000.00</u>		<u>1,891,164.44</u>	<u>24,051,164.44</u>	<u>24,051,164.44</u>	<u>29,703,400.00</u>	<u>5,652,235.56</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	28,219,338.25
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>22,844,190.82</u>
Gross Present Value Savings	5,375,147.42
Less: Transfer of amount in the existing debt service reserve fund	5,896,550.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>3,071.76</u>
Net Present Value Savings	<u><u>-518,330.82</u></u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	-2.3390%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	-1.9362%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2007 Series B - Golden Gateway Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			599,125.00	599,125.00				599,125.00	599,125.00
8/1/2015	6,210,000.00	5.000	599,125.00	6,809,125.00	7,408,250.00	6,210,000.00		599,125.00	6,809,125.00
2/1/2016			443,875.00	443,875.00				443,875.00	443,875.00
8/1/2016	6,535,000.00	5.000	443,875.00	6,978,875.00	7,422,750.00	6,535,000.00		443,875.00	6,978,875.00
2/1/2017			280,500.00	280,500.00				280,500.00	280,500.00
8/1/2017	6,865,000.00	4.000	280,500.00	7,145,500.00	7,426,000.00	6,865,000.00		280,500.00	7,145,500.00
2/1/2018			143,200.00	143,200.00		7,160,000.00	0.00	143,200.00	7,303,200.00
8/1/2018	7,160,000.00	4.000	143,200.00	7,303,200.00	7,446,400.00				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
	<u>26,770,000.00</u>		<u>2,933,400.00</u>	<u>29,703,400.00</u>	<u>29,703,400.00</u>	<u>26,770,000.00</u>	<u>0.00</u>	<u>2,790,200.00</u>	<u>29,560,200.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2018	8/1/2018	8/1/2018	7,160,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2007 Series B - Hunters Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	415,000.00
Plus: Original Issue Premium (1)	27,089.55
Transfer of Amount in the Existing Debt Service Reserve Fund	72,500.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>514,589.55</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	507,187.05
Bond Insurance Premium (0.55% of Total D/S)	2,478.59
Surety Bond Premium	622.50
Underwriter's Spread	1,606.05
All Other Costs of Issuance	871.11
Contingency (Rounding)	1,824.25
Total Uses of Funds	<u><u>514,589.55</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L21-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - Hunters Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	100,000	4.000	0.210	102.292		102,292.00
8/1/2016	100,000	4.000	0.520	105.556		105,556.00
8/1/2017	105,000	4.000	0.870	108.045		113,447.25
8/1/2018	110,000	4.000	1.210	109.813		120,794.30
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>415,000</u>					<u>442,089.55</u>

Par Amount	415,000.00	
Plus: Net Original Issue Premium	27,089.55	
Gross Production	442,089.55	106.527602%
Bond Insurance	2,478.59	
Less: Underwriters Discount	1,606.05	
Bid Amount	438,004.91	105.543352%
Accrued	0.00	
Net to Issuer	438,004.91	
Gross Interest Cost	35,652.22	
Less: Net Premium	23,004.91	
Net Interest Cost	12,647.31	
NIC % (1)	1.418965%	
TIC % (1)	1.431021%	
Arbitrage Yield	2.495215%	
Bond Years	891,306	
Average Coupon	4.000000	
Average Life	2.147724	
Weighted Average Life (Form 8038)	2.177258	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - Hunters Point Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			1,752.22	1,752.22				
8/1/2015	100,000.00	4.000	8,300.00	108,300.00	110,052.22	125,800.00	15,747.78	15,747.78
2/1/2016			6,300.00	6,300.00				
8/1/2016	100,000.00	4.000	6,300.00	106,300.00	112,600.00	130,550.00	17,950.00	33,697.78
2/1/2017			4,300.00	4,300.00				
8/1/2017	105,000.00	4.000	4,300.00	109,300.00	113,600.00	129,800.00	16,200.00	49,897.78
2/1/2018			2,200.00	2,200.00				
8/1/2018	110,000.00	4.000	2,200.00	112,200.00	114,400.00	130,000.00	15,600.00	65,497.78
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00		0.00	65,497.78
	<u>415,000.00</u>		<u>35,652.22</u>	<u>450,652.22</u>	<u>450,652.22</u>	<u>516,150.00</u>	<u>65,497.78</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	490,246.03
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>427,897.05</u>
Gross Present Value Savings	62,348.98
Less: Transfer of amount in the existing debt service reserve fund	72,500.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,824.25</u>
Net Present Value Savings	<u><u>-8,326.77</u></u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	-2.0065%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	-1.7907%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2007 Series B - Hunters Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			10,400.00	10,400.00				10,400.00	10,400.00
8/1/2015	105,000.00	5.000	10,400.00	115,400.00	125,800.00	105,000.00		10,400.00	115,400.00
2/1/2016			7,775.00	7,775.00				7,775.00	7,775.00
8/1/2016	115,000.00	5.000	7,775.00	122,775.00	130,550.00	115,000.00		7,775.00	122,775.00
2/1/2017			4,900.00	4,900.00				4,900.00	4,900.00
8/1/2017	120,000.00	4.000	4,900.00	124,900.00	129,800.00	120,000.00		4,900.00	124,900.00
2/1/2018			2,500.00	2,500.00		125,000.00	0.00	2,500.00	127,500.00
8/1/2018	125,000.00	4.000	2,500.00	127,500.00	130,000.00				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
	<u>465,000.00</u>		<u>51,150.00</u>	<u>516,150.00</u>	<u>516,150.00</u>	<u>465,000.00</u>	<u>0.00</u>	<u>48,650.00</u>	<u>513,650.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2018	8/1/2018	8/1/2018	125,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2007 Series B - India Basin Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	135,000.00
Plus: Original Issue Premium (1)	8,506.45
Transfer of Amount in the Existing Debt Service Reserve Fund	62,500.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>206,006.45</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	201,319.54
Bond Insurance Premium (0.55% of Total D/S)	803.39
Surety Bond Premium	202.50
Underwriter's Spread	522.45
All Other Costs of Issuance	346.57
Contingency (Rounding)	2,812.00
Total Uses of Funds	<u>206,006.45</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L22-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - India Basin Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	35,000	4.000	0.210	102.292		35,802.20
8/1/2016	35,000	4.000	0.520	105.556		36,944.60
8/1/2017	35,000	4.000	0.870	108.045		37,815.75
8/1/2018	30,000	4.000	1.210	109.813		32,943.90
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>135,000</u>					<u>143,506.45</u>

Par Amount	135,000.00	
Plus: Net Original Issue Premium	8,506.45	
Gross Production	143,506.45	106.301074%
Bond Insurance	803.39	
Less: Underwriters Discount	522.45	
Bid Amount	142,180.62	105.318974%
Accrued	0.00	
Net to Issuer	142,180.62	
Gross Interest Cost	11,070.00	
Less: Net Premium	7,180.61	
Net Interest Cost	3,889.39	
NIC % (1)	1.405379%	
TIC % (1)	1.138323%	
Arbitrage Yield	2.495215%	
Bond Years	276,750	
Average Coupon	4.000000	
Average Life	2.050000	
Weighted Average Life (Form 8038)	2.078714	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - India Basin Loan									
Debt Service Schedule and Savings Report									
Date	Refunding Bonds				Period Total	Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Interest					
2/1/2015			570.00	570.00					
8/1/2015	35,000.00	4.000	2,700.00	37,700.00	38,270.00	58,350.00	20,080.00	20,080.00	
2/1/2016			2,000.00	2,000.00					
8/1/2016	35,000.00	4.000	2,000.00	37,000.00	39,000.00	50,850.00	11,850.00	31,930.00	
2/1/2017			1,300.00	1,300.00					
8/1/2017	35,000.00	4.000	1,300.00	36,300.00	37,600.00	48,600.00	11,000.00	42,930.00	
2/1/2018			600.00	600.00					
8/1/2018	30,000.00	4.000	600.00	30,600.00	31,200.00	46,800.00	15,600.00	58,530.00	
2/1/2019			0.00	0.00					
8/1/2019	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2020			0.00	0.00					
8/1/2020	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2021			0.00	0.00					
8/1/2021	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2022			0.00	0.00					
8/1/2022	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2023			0.00	0.00					
8/1/2023	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2024			0.00	0.00					
8/1/2024	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2025			0.00	0.00					
8/1/2025	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2026			0.00	0.00					
8/1/2026	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2027			0.00	0.00					
8/1/2027	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2028			0.00	0.00					
8/1/2028	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2029			0.00	0.00					
8/1/2029	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2030			0.00	0.00					
8/1/2030	0.00	0.000	0.00	0.00	0.00		0.00	58,530.00	
2/1/2031			0.00	0.00					
8/1/2031	0.00	0.000	0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032	0.00	0.000	0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033	0.00	0.000	0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034	0.00	0.000	0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035	0.00	0.000	0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036	0.00	0.000	0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037	0.00	0.000	0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038	0.00	0.000	0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039	0.00	0.000	0.00	0.00	0.00				
2/1/2040			0.00	0.00					
8/1/2040	0.00	0.000	0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041	0.00	0.000	0.00	0.00	0.00				
	135,000.00		11,070.00	146,070.00	146,070.00	204,600.00	58,530.00		

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	194,819.64
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>139,009.29</u>
Gross Present Value Savings	55,810.35
Less: Transfer of amount in the existing debt service reserve fund	62,500.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>2,812.00</u>
Net Present Value Savings	<u><u>-3,877.65</u></u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	-2.8723%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	-2.0960%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2007 Series B - India Basin Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			4,175.00	4,175.00				4,175.00	4,175.00
8/1/2015	50,000.00	5.000	4,175.00	54,175.00	58,350.00	50,000.00		4,175.00	54,175.00
2/1/2016			2,925.00	2,925.00				2,925.00	2,925.00
8/1/2016	45,000.00	5.000	2,925.00	47,925.00	50,850.00	45,000.00		2,925.00	47,925.00
2/1/2017			1,800.00	1,800.00				1,800.00	1,800.00
8/1/2017	45,000.00	4.000	1,800.00	46,800.00	48,600.00	45,000.00		1,800.00	46,800.00
2/1/2018			900.00	900.00		45,000.00	0.00	900.00	45,900.00
8/1/2018	45,000.00	4.000	900.00	45,900.00	46,800.00				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
	<u>185,000.00</u>		<u>19,600.00</u>	<u>204,600.00</u>	<u>204,600.00</u>	<u>185,000.00</u>	<u>0.00</u>	<u>18,700.00</u>	<u>203,700.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2018	8/1/2018	8/1/2018	45,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2007 Series B - Rincon Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	8,700,000.00
Plus: Original Issue Premium (1)	889,653.45
Transfer of Amount in the Existing Debt Service Reserve Fund	1,795,293.76
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>11,384,947.21</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	11,258,452.74
Bond Insurance Premium (0.55% of Total D/S)	56,029.18
Surety Bond Premium	13,050.00
Underwriter's Spread	33,669.00
All Other Costs of Issuance	19,145.75
Contingency (Rounding)	4,600.54
Total Uses of Funds	<u>11,384,947.21</u>

(1) See Table B.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - Rincon Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	1,330,000	4.000	0.210	102.292		1,360,483.60
8/1/2016	1,235,000	4.000	0.520	105.556		1,303,616.60
8/1/2017	1,285,000	4.000	0.870	108.045		1,388,378.25
8/1/2018	1,315,000	4.000	1.210	109.813		1,444,040.95
8/1/2019	820,000	4.000	1.620	110.519		906,255.80
8/1/2020	865,000	5.000	1.890	116.465		1,007,422.25
8/1/2021	900,000	5.000	2.160	117.393		1,056,537.00
8/1/2022	950,000	5.000	2.370	118.202		1,122,919.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>8,700,000</u>					<u>9,589,653.45</u>

Par Amount	8,700,000.00	
Plus: Net Original Issue Premium	889,653.45	
Gross Production	9,589,653.45	110.225902%
Bond Insurance	56,029.18	
Less: Underwriters Discount	33,669.00	
Bid Amount	9,499,955.27	109.194888%
Accrued	0.00	
Net to Issuer	9,499,955.27	
Gross Interest Cost	1,487,124.17	
Less: Net Premium	799,955.27	
Net Interest Cost	687,168.90	
NIC % (1)	2.103149%	
TIC % (1)	1.997654%	
Arbitrage Yield	2.495215%	
Bond Years	32,673,333	
Average Coupon	4.551492	
Average Life	3.755556	
Weighted Average Life (Form 8038)	3.866808	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - Rincon Point Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			39,599.17	39,599.17				
8/1/2015	1,330,000.00	4.000	187,575.00	1,517,575.00	1,557,174.17	1,793,593.75	236,419.58	236,419.58
2/1/2016			160,975.00	160,975.00				
8/1/2016	1,235,000.00	4.000	160,975.00	1,395,975.00	1,556,950.00	1,791,093.75	234,143.75	470,563.33
2/1/2017			136,275.00	136,275.00				
8/1/2017	1,285,000.00	4.000	136,275.00	1,421,275.00	1,557,550.00	1,790,343.75	232,793.75	703,357.08
2/1/2018			110,575.00	110,575.00				
8/1/2018	1,315,000.00	4.000	110,575.00	1,425,575.00	1,536,150.00	1,770,943.75	234,793.75	938,150.83
2/1/2019			84,275.00	84,275.00				
8/1/2019	820,000.00	4.000	84,275.00	904,275.00	988,550.00	1,224,943.75	236,393.75	1,174,544.58
2/1/2020			67,875.00	67,875.00				
8/1/2020	865,000.00	5.000	67,875.00	932,875.00	1,000,750.00	1,238,343.75	237,593.75	1,412,138.33
2/1/2021			46,250.00	46,250.00				
8/1/2021	900,000.00	5.000	46,250.00	946,250.00	992,500.00	1,228,175.00	235,675.00	1,647,813.33
2/1/2022			23,750.00	23,750.00				
8/1/2022	950,000.00	5.000	23,750.00	973,750.00	997,500.00	1,230,150.00	232,650.00	1,880,463.33
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00		0.00	1,880,463.33
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00		0.00	1,880,463.33
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00		0.00	1,880,463.33
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00		0.00	1,880,463.33
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00		0.00	1,880,463.33
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00		0.00	1,880,463.33
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00		0.00	1,880,463.33
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00		0.00	1,880,463.33
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>8,700,000.00</u>		<u>1,487,124.17</u>	<u>10,187,124.17</u>	<u>10,187,124.17</u>	<u>12,067,587.50</u>	<u>1,880,463.33</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	11,028,292.33
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>9,324,010.33</u>
Gross Present Value Savings	1,704,282.00
Less: Transfer of amount in the existing debt service reserve fund	1,795,293.76
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>4,600.54</u>
Net Present Value Savings	<u>-86,411.22</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	-0.9932%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	-0.8455%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2007 Series B - Rincon Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			221,796.88	221,796.88				221,796.88	221,796.88
8/1/2015	1,350,000.00	5.000	221,796.88	1,571,796.88	1,793,593.75	1,350,000.00		221,796.88	1,571,796.88
2/1/2016			188,046.88	188,046.88				188,046.88	188,046.88
8/1/2016	1,415,000.00	5.000	188,046.88	1,603,046.88	1,791,093.75	1,415,000.00		188,046.88	1,603,046.88
2/1/2017			152,671.88	152,671.88				152,671.88	152,671.88
8/1/2017	1,485,000.00	4.000	152,671.88	1,637,671.88	1,790,343.75	1,485,000.00		152,671.88	1,637,671.88
2/1/2018			122,971.88	122,971.88		5,970,000.00	0.00	122,971.88	6,092,971.88
8/1/2018	1,525,000.00	4.000	122,971.88	1,647,971.88	1,770,943.75				
2/1/2019			92,471.88	92,471.88					
8/1/2019	1,040,000.00	4.000	92,471.88	1,132,471.88	1,224,943.75				
2/1/2020			71,671.88	71,671.88					
8/1/2020	1,095,000.00	4.125	71,671.88	1,166,671.88	1,238,343.75				
2/1/2021			49,087.50	49,087.50					
8/1/2021	1,130,000.00	4.250	49,087.50	1,179,087.50	1,228,175.00				
2/1/2022			25,075.00	25,075.00					
8/1/2022	1,180,000.00	4.250	25,075.00	1,205,075.00	1,230,150.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
	<u>10,220,000.00</u>		<u>1,847,587.50</u>	<u>12,067,587.50</u>	<u>12,067,587.50</u>	<u>10,220,000.00</u>	<u>0.00</u>	<u>1,248,003.13</u>	<u>11,468,003.13</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2018	8/1/2018	8/1/2022	5,970,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2007 Series B - Western Addition Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	1,990,000.00
Plus: Original Issue Premium (1)	129,528.25
Transfer of Amount in the Existing Debt Service Reserve Fund	493,500.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>2,613,028.25</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	2,584,525.85
Bond Insurance Premium (0.55% of Total D/S)	11,882.21
Surety Bond Premium	2,985.00
Underwriter's Spread	7,701.30
All Other Costs of Issuance	4,439.87
Contingency (Rounding)	1,494.02
Total Uses of Funds	<u><u>2,613,028.25</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L24-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - Western Addition Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	485,000	4.000	0.210	102.292		496,116.20
8/1/2016	480,000	4.000	0.520	105.556		506,668.80
8/1/2017	500,000	4.000	0.870	108.045		540,225.00
8/1/2018	525,000	4.000	1.210	109.813		576,518.25
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>1,990,000</u>					<u>2,119,528.25</u>

Par Amount	1,990,000.00	
Plus: Net Original Issue Premium	129,528.25	
Gross Production	2,119,528.25	106.508957%
Bond Insurance	11,882.21	
Less: Underwriters Discount	7,701.30	
Bid Amount	2,099,944.74	105.524861%
Accrued	0.00	
Net to Issuer	2,099,944.74	
Gross Interest Cost	170,402.22	
Less: Net Premium	109,944.74	
Net Interest Cost	60,457.48	
NIC % (1)	1.419171%	
TIC % (1)	1.431510%	
Arbitrage Yield	2.495215%	
Bond Years	4,260,056	
Average Coupon	4.000000	
Average Life	2.140731	
Weighted Average Life (Form 8038)	2.170372	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - Western Addition Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			8,402.22	8,402.22				
8/1/2015	485,000.00	4.000	39,800.00	524,800.00	533,202.22	651,050.00	117,847.78	117,847.78
2/1/2016			30,100.00	30,100.00				
8/1/2016	480,000.00	4.000	30,100.00	510,100.00	540,200.00	658,800.00	118,800.00	236,447.78
2/1/2017			20,500.00	20,500.00				
8/1/2017	500,000.00	4.000	20,500.00	520,500.00	541,000.00	659,800.00	118,800.00	355,247.78
2/1/2018			10,500.00	10,500.00				
8/1/2018	525,000.00	4.000	10,500.00	535,500.00	546,000.00	660,400.00	114,400.00	469,647.78
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00		0.00	469,647.78
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>1,990,000.00</u>		<u>170,402.22</u>	<u>2,160,402.22</u>	<u>2,160,402.22</u>	<u>2,630,050.00</u>	<u>469,647.78</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	2,498,425.97
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>2,051,645.08</u>
Gross Present Value Savings	446,780.89
Less: Transfer of amount in the existing debt service reserve fund	493,500.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,494.02</u>
Net Present Value Savings	<u>-45,225.08</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	-2.2726%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	-1.9082%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2007 Series B - Western Addition Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			53,025.00	53,025.00				53,025.00	53,025.00
8/1/2015	545,000.00	5.000	53,025.00	598,025.00	651,050.00	545,000.00		53,025.00	598,025.00
2/1/2016			39,400.00	39,400.00				39,400.00	39,400.00
8/1/2016	580,000.00	5.000	39,400.00	619,400.00	658,800.00	580,000.00		39,400.00	619,400.00
2/1/2017			24,900.00	24,900.00				24,900.00	24,900.00
8/1/2017	610,000.00	4.000	24,900.00	634,900.00	659,800.00	610,000.00		24,900.00	634,900.00
2/1/2018			12,700.00	12,700.00		635,000.00	0.00	12,700.00	647,700.00
8/1/2018	635,000.00	4.000	12,700.00	647,700.00	660,400.00				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
	<u>2,370,000.00</u>		<u>260,050.00</u>	<u>2,630,050.00</u>	<u>2,630,050.00</u>	<u>2,370,000.00</u>	<u>0.00</u>	<u>247,350.00</u>	<u>2,617,350.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2018	8/1/2018	8/1/2018	635,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L24-D

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2007 Series B - Yerba Buena Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	3,355,000.00
Plus: Original Issue Premium (1)	217,933.40
Transfer of Amount in the Existing Debt Service Reserve Fund	978,500.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>4,551,433.40</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	4,503,601.78
Bond Insurance Premium (0.55% of Total D/S)	20,029.16
Surety Bond Premium	5,032.50
Underwriter's Spread	12,983.85
All Other Costs of Issuance	7,736.98
Contingency (Rounding)	2,049.13
Total Uses of Funds	<u>4,551,433.40</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L25-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - Yerba Buena Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	825,000	4.000	0.210	102.292		843,909.00
8/1/2016	810,000	4.000	0.520	105.556		855,003.60
8/1/2017	835,000	4.000	0.870	108.045		902,175.75
8/1/2018	885,000	4.000	1.210	109.813		971,845.05
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>3,355,000</u>					<u>3,572,933.40</u>

Par Amount	3,355,000.00	
Plus: Net Original Issue Premium	217,933.40	
Gross Production	3,572,933.40	106.495779%
Bond Insurance	20,029.16	
Less: Underwriters Discount	12,983.85	
Bid Amount	3,539,920.39	105.511785%
Accrued	0.00	
Net to Issuer	3,539,920.39	
Gross Interest Cost	286,665.56	
Less: Net Premium	184,920.39	
Net Interest Cost	101,745.17	
NIC % (1)	1.419705%	
TIC % (1)	1.432207%	
Arbitrage Yield	2.495215%	
Bond Years	7,166,639	
Average Coupon	4.000000	
Average Life	2.136107	
Weighted Average Life (Form 8038)	2.165867	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2007 Series B - Yerba Buena Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			14,165.56	14,165.56				
8/1/2015	825,000.00	4.000	67,100.00	892,100.00	906,265.56	1,139,850.00	233,584.44	233,584.44
2/1/2016			50,600.00	50,600.00				
8/1/2016	810,000.00	4.000	50,600.00	860,600.00	911,200.00	1,147,100.00	235,900.00	469,484.44
2/1/2017			34,400.00	34,400.00				
8/1/2017	835,000.00	4.000	34,400.00	869,400.00	903,800.00	1,141,600.00	237,800.00	707,284.44
2/1/2018			17,700.00	17,700.00				
8/1/2018	885,000.00	4.000	17,700.00	902,700.00	920,400.00	1,154,400.00	234,000.00	941,284.44
2/1/2019			0.00	0.00				
8/1/2019	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00		0.00	941,284.44
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>3,355,000.00</u>		<u>286,665.56</u>	<u>3,641,665.56</u>	<u>3,641,665.56</u>	<u>4,582,950.00</u>	<u>941,284.44</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	4,353,741.59
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>3,458,706.47</u>
Gross Present Value Savings	895,035.11
Less: Transfer of amount in the existing debt service reserve fund	978,500.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>2,049.13</u>
Net Present Value Savings	<u>-81,415.76</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	-2.4267%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	-1.9713%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2007 Series B - Yerba Buena Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			92,425.00	92,425.00				92,425.00	92,425.00
8/1/2015	955,000.00	5.000	92,425.00	1,047,425.00	1,139,850.00	955,000.00		92,425.00	1,047,425.00
2/1/2016			68,550.00	68,550.00				68,550.00	68,550.00
8/1/2016	1,010,000.00	5.000	68,550.00	1,078,550.00	1,147,100.00	1,010,000.00		68,550.00	1,078,550.00
2/1/2017			43,300.00	43,300.00				43,300.00	43,300.00
8/1/2017	1,055,000.00	4.000	43,300.00	1,098,300.00	1,141,600.00	1,055,000.00		43,300.00	1,098,300.00
2/1/2018			22,200.00	22,200.00		1,110,000.00	0.00	22,200.00	1,132,200.00
8/1/2018	1,110,000.00	4.000	22,200.00	1,132,200.00	1,154,400.00				
2/1/2019			0.00	0.00					
8/1/2019			0.00	0.00	0.00				
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
	<u>4,130,000.00</u>		<u>452,950.00</u>	<u>4,582,950.00</u>	<u>4,582,950.00</u>	<u>4,130,000.00</u>	<u>0.00</u>	<u>430,750.00</u>	<u>4,560,750.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2018	8/1/2018	8/1/2018	1,110,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 25, 2014

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2009 Series B - Bayview Hunters Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	2,970,000.00
Plus: Original Issue Premium (1)	315,999.40
Transfer of Amount in the Existing Debt Service Reserve Fund	280,000.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>3,565,999.40</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	3,513,099.66
Bond Insurance Premium (0.55% of Total D/S)	31,793.41
Surety Bond Premium	4,455.00
Underwriter's Spread	11,493.90
All Other Costs of Issuance	5,145.41
Contingency (Rounding)	12.02
Total Uses of Funds	<u>3,565,999.40</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L26-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series B - Bayview Hunters Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	65,000	4.000	0.210	102.292		66,489.80
8/1/2016	5,000	4.000	0.520	105.556		5,277.80
8/1/2017	10,000	4.000	0.870	108.045		10,804.50
8/1/2018	10,000	4.000	1.210	109.813		10,981.30
8/1/2019	10,000	4.000	1.620	110.519		11,051.90
8/1/2020	10,000	5.000	1.890	116.465		11,646.50
8/1/2021	10,000	5.000	2.160	117.393		11,739.30
8/1/2022	10,000	5.000	2.370	118.202		11,820.20
8/1/2023	10,000	5.000	2.590	118.481		11,848.10
8/1/2024	10,000	5.000	2.790	118.506		11,850.60
8/1/2025	105,000	5.000	2.910	117.401	8/1/24 @ 100%	123,271.05
8/1/2026	105,000	5.000	3.020	116.399	8/1/24 @ 100%	122,218.95
8/1/2027	110,000	5.000	3.300	113.893	8/1/24 @ 100%	125,282.30
8/1/2028	115,000	5.000	3.380	113.189	8/1/24 @ 100%	130,167.35
8/1/2029	130,000	5.000	3.460	112.491	8/1/24 @ 100%	146,238.30
8/1/2030	125,000	5.000	3.480	112.317	8/1/24 @ 100%	140,396.25
8/1/2031	135,000	5.000	3.540	111.797	8/1/24 @ 100%	150,925.95
8/1/2032	145,000	5.000	3.600	111.280	8/1/24 @ 100%	161,356.00
8/1/2033	145,000	5.000	3.650	110.851	8/1/24 @ 100%	160,733.95
8/1/2034	160,000	5.000	3.700	110.425	8/1/24 @ 100%	176,680.00
8/1/2035	170,000	5.000	3.750	110.000	8/1/24 @ 100%	187,000.00
8/1/2036	175,000	5.000	3.800	109.578	8/1/24 @ 100%	191,761.50
8/1/2037	185,000	5.000	3.850	109.157	8/1/24 @ 100%	201,940.45
8/1/2038	495,000	5.000	3.880	108.905	8/1/24 @ 100%	539,079.75
8/1/2039	520,000	5.000	3.900	108.738	8/1/24 @ 100%	565,437.60
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>2,970,000</u>					<u>3,285,999.40</u>

Par Amount	2,970,000.00	
Plus: Net Original Issue Premium	315,999.40	
Gross Production	3,285,999.40	110.639710%
Bond Insurance	31,793.41	
Less: Underwriters Discount	11,493.90	
Bid Amount	3,242,712.09	109.182225%
Accrued	0.00	
Net to Issuer	3,242,712.09	
Gross Interest Cost	2,810,619.44	
Less: Net Premium	272,712.09	
Net Interest Cost	2,537,907.35	
NIC % (1)	4.512357%	
TIC % (1)	4.277197%	
Arbitrage Yield	2.495215%	
Bond Years	56,243,500	
Average Coupon	4.997234	
Average Life	18.937205	
Weighted Average Life (Form 8038)	18.873930	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series B - Bayview Hunters Point Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			15,569.44	15,569.44				
8/1/2015	65,000.00	4.000	73,750.00	138,750.00	154,319.44	182,887.50	28,568.06	28,568.06
2/1/2016			72,450.00	72,450.00				
8/1/2016	5,000.00	4.000	72,450.00	77,450.00	149,900.00	182,887.50	32,987.50	61,555.56
2/1/2017			72,350.00	72,350.00				
8/1/2017	10,000.00	4.000	72,350.00	82,350.00	154,700.00	182,887.50	28,187.50	89,743.06
2/1/2018			72,150.00	72,150.00				
8/1/2018	10,000.00	4.000	72,150.00	82,150.00	154,300.00	182,887.50	28,587.50	118,330.56
2/1/2019			71,950.00	71,950.00				
8/1/2019	10,000.00	4.000	71,950.00	81,950.00	153,900.00	182,887.50	28,987.50	147,318.06
2/1/2020			71,750.00	71,750.00				
8/1/2020	10,000.00	5.000	71,750.00	81,750.00	153,500.00	182,887.50	29,387.50	176,705.56
2/1/2021			71,500.00	71,500.00				
8/1/2021	10,000.00	5.000	71,500.00	81,500.00	153,000.00	182,887.50	29,887.50	206,593.06
2/1/2022			71,250.00	71,250.00				
8/1/2022	10,000.00	5.000	71,250.00	81,250.00	152,500.00	182,887.50	30,387.50	236,980.56
2/1/2023			71,000.00	71,000.00				
8/1/2023	10,000.00	5.000	71,000.00	81,000.00	152,000.00	182,887.50	30,887.50	267,868.06
2/1/2024			70,750.00	70,750.00				
8/1/2024	10,000.00	5.000	70,750.00	80,750.00	151,500.00	182,887.50	31,387.50	299,255.56
2/1/2025			70,500.00	70,500.00				
8/1/2025	105,000.00	5.000	70,500.00	175,500.00	246,000.00	277,887.50	31,887.50	331,143.06
2/1/2026			67,875.00	67,875.00				
8/1/2026	105,000.00	5.000	67,875.00	172,875.00	240,750.00	272,068.75	31,318.75	362,461.81
2/1/2027			65,250.00	65,250.00				
8/1/2027	110,000.00	5.000	65,250.00	175,250.00	240,500.00	271,250.00	30,750.00	393,211.81
2/1/2028			62,500.00	62,500.00				
8/1/2028	115,000.00	5.000	62,500.00	177,500.00	240,000.00	270,125.00	30,125.00	423,336.81
2/1/2029			59,625.00	59,625.00				
8/1/2029	130,000.00	5.000	59,625.00	189,625.00	249,250.00	278,693.75	29,443.75	452,780.56
2/1/2030			56,375.00	56,375.00				
8/1/2030	125,000.00	5.000	56,375.00	181,375.00	237,750.00	270,893.75	33,143.75	485,924.31
2/1/2031			53,250.00	53,250.00				
8/1/2031	135,000.00	5.000	53,250.00	188,250.00	241,500.00	273,093.75	31,593.75	517,518.06
2/1/2032			49,875.00	49,875.00				
8/1/2032	145,000.00	5.000	49,875.00	194,875.00	244,750.00	274,643.75	29,893.75	547,411.81
2/1/2033			46,250.00	46,250.00				
8/1/2033	145,000.00	5.000	46,250.00	191,250.00	237,500.00	270,543.75	33,043.75	580,455.56
2/1/2034			42,625.00	42,625.00				
8/1/2034	160,000.00	5.000	42,625.00	202,625.00	245,250.00	275,937.50	30,687.50	611,143.06
2/1/2035			38,625.00	38,625.00				
8/1/2035	170,000.00	5.000	38,625.00	208,625.00	247,250.00	275,337.50	28,087.50	639,230.56
2/1/2036			34,375.00	34,375.00				
8/1/2036	175,000.00	5.000	34,375.00	209,375.00	243,750.00	274,075.00	30,325.00	669,555.56
2/1/2037			30,000.00	30,000.00				
8/1/2037	185,000.00	5.000	30,000.00	215,000.00	245,000.00	277,150.00	32,150.00	701,705.56
2/1/2038			25,375.00	25,375.00				
8/1/2038	495,000.00	5.000	25,375.00	520,375.00	545,750.00	574,231.25	28,481.25	730,186.81
2/1/2039			13,000.00	13,000.00				
8/1/2039	520,000.00	5.000	13,000.00	533,000.00	546,000.00	575,775.00	29,775.00	759,961.81
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>2,970,000.00</u>		<u>2,810,619.44</u>	<u>5,780,619.44</u>	<u>5,780,619.44</u>	<u>6,540,581.25</u>	<u>759,961.81</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	4,635,436.37
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>4,066,565.45</u>
Gross Present Value Savings	568,870.92
Less: Transfer of amount in the existing debt service reserve fund	280,000.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	12.02
Net Present Value Savings	<u>288,882.94</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	9.7267%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	10.3172%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2009 Series B - Bayview Hunters Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			91,443.75	91,443.75				91,443.75	91,443.75
8/1/2015			91,443.75	91,443.75	182,887.50			91,443.75	91,443.75
2/1/2016			91,443.75	91,443.75				91,443.75	91,443.75
8/1/2016			91,443.75	91,443.75	182,887.50			91,443.75	91,443.75
2/1/2017			91,443.75	91,443.75				91,443.75	91,443.75
8/1/2017			91,443.75	91,443.75	182,887.50			91,443.75	91,443.75
2/1/2018			91,443.75	91,443.75				91,443.75	91,443.75
8/1/2018			91,443.75	91,443.75	182,887.50			91,443.75	91,443.75
2/1/2019			91,443.75	91,443.75				91,443.75	91,443.75
8/1/2019			91,443.75	91,443.75	182,887.50	2,800,000.00	0.00	91,443.75	2,891,443.75
2/1/2020			91,443.75	91,443.75					
8/1/2020			91,443.75	91,443.75	182,887.50				
2/1/2021			91,443.75	91,443.75					
8/1/2021			91,443.75	91,443.75	182,887.50				
2/1/2022			91,443.75	91,443.75					
8/1/2022			91,443.75	91,443.75	182,887.50				
2/1/2023			91,443.75	91,443.75					
8/1/2023			91,443.75	91,443.75	182,887.50				
2/1/2024			91,443.75	91,443.75					
8/1/2024			91,443.75	91,443.75	182,887.50				
2/1/2025			91,443.75	91,443.75					
8/1/2025	95,000.00	6.125	91,443.75	186,443.75	277,887.50				
2/1/2026			88,534.38	88,534.38					
8/1/2026	95,000.00	6.125	88,534.38	183,534.38	272,068.75				
2/1/2027			85,625.00	85,625.00					
8/1/2027	100,000.00	6.125	85,625.00	185,625.00	271,250.00				
2/1/2028			82,562.50	82,562.50					
8/1/2028	105,000.00	6.125	82,562.50	187,562.50	270,125.00				
2/1/2029			79,346.88	79,346.88					
8/1/2029	120,000.00	6.500	79,346.88	199,346.88	278,693.75				
2/1/2030			75,446.88	75,446.88					
8/1/2030	120,000.00	6.500	75,446.88	195,446.88	270,893.75				
2/1/2031			71,546.88	71,546.88					
8/1/2031	130,000.00	6.500	71,546.88	201,546.88	273,093.75				
2/1/2032			67,321.88	67,321.88					
8/1/2032	140,000.00	6.500	67,321.88	207,321.88	274,643.75				
2/1/2033			62,771.88	62,771.88					
8/1/2033	145,000.00	6.625	62,771.88	207,771.88	270,543.75				
2/1/2034			57,968.75	57,968.75					
8/1/2034	160,000.00	6.625	57,968.75	217,968.75	275,937.50				
2/1/2035			52,668.75	52,668.75					
8/1/2035	170,000.00	6.625	52,668.75	222,668.75	275,337.50				
2/1/2036			47,037.50	47,037.50					
8/1/2036	180,000.00	6.625	47,037.50	227,037.50	274,075.00				
2/1/2037			41,075.00	41,075.00					
8/1/2037	195,000.00	6.625	41,075.00	236,075.00	277,150.00				
2/1/2038			34,615.63	34,615.63					
8/1/2038	505,000.00	6.625	34,615.63	539,615.63	574,231.25				
2/1/2039			17,887.50	17,887.50					
8/1/2039	540,000.00	6.625	17,887.50	557,887.50	575,775.00				
2/1/2040			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>2,800,000.00</u>		<u>3,740,581.25</u>	<u>6,540,581.25</u>	<u>6,540,581.25</u>	<u>2,800,000.00</u>	<u>0.00</u>	<u>914,437.50</u>	<u>3,714,437.50</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
8/1/2019	8/1/2025	8/1/2039	2,800,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2009 Series B - South of Market Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	2,945,000.00
Plus: Original Issue Premium (1)	386,447.40
Transfer of Amount in the Existing Debt Service Reserve Fund	290,500.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>3,621,947.40</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	3,571,022.84
Bond Insurance Premium (0.55% of Total D/S)	25,165.09
Surety Bond Premium	4,417.50
Underwriter's Spread	11,397.15
All Other Costs of Issuance	5,351.88
Contingency (Rounding)	4,592.94
Total Uses of Funds	<u><u>3,621,947.40</u></u>

(1) See Table B.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series B - South of Market Loan

Bond Production Report

Dated Date: December 23, 2014
Delivery Date: December 23, 2014
First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	120,000	4.000	0.210	102.292		122,750.40
8/1/2016	65,000	4.000	0.520	105.556		68,611.40
8/1/2017	70,000	4.000	0.870	108.045		75,631.50
8/1/2018	120,000	4.000	1.210	109.813		131,775.60
8/1/2019	120,000	4.000	1.620	110.519		132,622.80
8/1/2020	105,000	5.000	1.890	116.465		122,288.25
8/1/2021	115,000	5.000	2.160	117.393		135,001.95
8/1/2022	115,000	5.000	2.370	118.202		135,932.30
8/1/2023	120,000	5.000	2.590	118.481		142,177.20
8/1/2024	125,000	5.000	2.790	118.506		148,132.50
8/1/2025	130,000	5.000	2.910	117.401	8/1/24 @ 100%	152,621.30
8/1/2026	140,000	5.000	3.020	116.399	8/1/24 @ 100%	162,958.60
8/1/2027	145,000	5.000	3.300	113.893	8/1/24 @ 100%	165,144.85
8/1/2028	150,000	5.000	3.380	113.189	8/1/24 @ 100%	169,783.50
8/1/2029	160,000	5.000	3.460	112.491	8/1/24 @ 100%	179,985.60
8/1/2030	1,145,000	5.000	3.480	112.317	8/1/24 @ 100%	1,286,029.65
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>2,945,000</u>					<u>3,331,447.40</u>

Par Amount	2,945,000.00	
Plus: Net Original Issue Premium	386,447.40	
Gross Production	3,331,447.40	113.122153%
Bond Insurance	25,165.09	
Less: Underwriters Discount	11,397.15	
Bid Amount	3,294,885.16	111.880651%
Accrued	0.00	
Net to Issuer	3,294,885.16	
Gross Interest Cost	1,630,470.56	
Less: Net Premium	349,885.16	
Net Interest Cost	1,280,585.39	
NIC % (1)	3.894919%	
TIC % (1)	3.621804%	
Arbitrage Yield	2.478381%	
Bond Years	32,878,361	
Average Coupon	4.959099	
Average Life	11.164129	
Weighted Average Life (Form 8038)	11.203714	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series B - South of Market Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			15,020.56	15,020.56				
8/1/2015	120,000.00	4.000	71,150.00	191,150.00	206,170.56	238,412.50	32,241.94	32,241.94
2/1/2016			68,750.00	68,750.00				
8/1/2016	65,000.00	4.000	68,750.00	133,750.00	202,500.00	235,412.50	32,912.50	65,154.44
2/1/2017			67,450.00	67,450.00				
8/1/2017	70,000.00	4.000	67,450.00	137,450.00	204,900.00	237,412.50	32,512.50	97,666.94
2/1/2018			66,050.00	66,050.00				
8/1/2018	120,000.00	4.000	66,050.00	186,050.00	252,100.00	279,162.50	27,062.50	124,729.44
2/1/2019			63,650.00	63,650.00				
8/1/2019	120,000.00	4.000	63,650.00	183,650.00	247,300.00	278,662.50	31,362.50	156,091.94
2/1/2020			61,250.00	61,250.00				
8/1/2020	105,000.00	5.000	61,250.00	166,250.00	227,500.00	262,768.75	35,268.75	191,360.69
2/1/2021			58,625.00	58,625.00				
8/1/2021	115,000.00	5.000	58,625.00	173,625.00	232,250.00	266,337.50	34,087.50	225,448.19
2/1/2022			55,750.00	55,750.00				
8/1/2022	115,000.00	5.000	55,750.00	170,750.00	226,500.00	264,293.75	37,793.75	263,241.94
2/1/2023			52,875.00	52,875.00				
8/1/2023	120,000.00	5.000	52,875.00	172,875.00	225,750.00	256,943.75	31,193.75	294,435.69
2/1/2024			49,875.00	49,875.00				
8/1/2024	125,000.00	5.000	49,875.00	174,875.00	224,750.00	259,593.75	34,843.75	329,279.44
2/1/2025			46,750.00	46,750.00				
8/1/2025	130,000.00	5.000	46,750.00	176,750.00	223,500.00	256,631.25	33,131.25	362,410.69
2/1/2026			43,500.00	43,500.00				
8/1/2026	140,000.00	5.000	43,500.00	183,500.00	227,000.00	253,362.50	26,362.50	388,773.19
2/1/2027			40,000.00	40,000.00				
8/1/2027	145,000.00	5.000	40,000.00	185,000.00	225,000.00	254,787.50	29,787.50	418,560.69
2/1/2028			36,375.00	36,375.00				
8/1/2028	150,000.00	5.000	36,375.00	186,375.00	222,750.00	255,600.00	32,850.00	451,410.69
2/1/2029			32,625.00	32,625.00				
8/1/2029	160,000.00	5.000	32,625.00	192,625.00	225,250.00	250,800.00	25,550.00	476,960.69
2/1/2030			28,625.00	28,625.00				
8/1/2030	1,145,000.00	5.000	28,625.00	1,173,625.00	1,202,250.00	1,230,075.00	27,825.00	504,785.69
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>2,945,000.00</u>		<u>1,630,470.56</u>	<u>4,575,470.56</u>	<u>4,575,470.56</u>	<u>5,080,256.25</u>	<u>504,785.69</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	4,056,712.49
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>3,635,627.60</u>
Gross Present Value Savings	421,084.89
Less: Transfer of amount in the existing debt service reserve fund	290,500.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>4,592.94</u>
Net Present Value Savings	<u>135,177.83</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	4.5901%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	4.6533%

(1) See Table D.

(2) Arbitrage Yield = 2.478381%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2009 Series B - South of Market Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			89,206.25	89,206.25				89,206.25	89,206.25
8/1/2015	60,000.00	5.000	89,206.25	149,206.25	238,412.50	60,000.00		89,206.25	149,206.25
2/1/2016			87,706.25	87,706.25				87,706.25	87,706.25
8/1/2016	60,000.00	5.000	87,706.25	147,706.25	235,412.50	60,000.00		87,706.25	147,706.25
2/1/2017			86,206.25	86,206.25				86,206.25	86,206.25
8/1/2017	65,000.00	5.000	86,206.25	151,206.25	237,412.50	65,000.00		86,206.25	151,206.25
2/1/2018			84,581.25	84,581.25				84,581.25	84,581.25
8/1/2018	110,000.00	5.000	84,581.25	194,581.25	279,162.50	110,000.00		84,581.25	194,581.25
2/1/2019			81,831.25	81,831.25				81,831.25	81,831.25
8/1/2019	115,000.00	5.125	81,831.25	196,831.25	278,662.50	2,610,000.00	0.00	81,831.25	2,691,831.25
2/1/2020			78,884.38	78,884.38					
8/1/2020	105,000.00	6.125	78,884.38	183,884.38	262,768.75				
2/1/2021			75,668.75	75,668.75					
8/1/2021	115,000.00	6.125	75,668.75	190,668.75	266,337.50				
2/1/2022			72,146.88	72,146.88					
8/1/2022	120,000.00	6.125	72,146.88	192,146.88	264,293.75				
2/1/2023			68,471.88	68,471.88					
8/1/2023	120,000.00	6.125	68,471.88	188,471.88	256,943.75				
2/1/2024			64,796.88	64,796.88					
8/1/2024	130,000.00	6.125	64,796.88	194,796.88	259,593.75				
2/1/2025			60,815.63	60,815.63					
8/1/2025	135,000.00	6.125	60,815.63	195,815.63	256,631.25				
2/1/2026			56,681.25	56,681.25					
8/1/2026	140,000.00	6.125	56,681.25	196,681.25	253,362.50				
2/1/2027			52,393.75	52,393.75					
8/1/2027	150,000.00	6.125	52,393.75	202,393.75	254,787.50				
2/1/2028			47,800.00	47,800.00					
8/1/2028	160,000.00	6.125	47,800.00	207,800.00	255,600.00				
2/1/2029			42,900.00	42,900.00					
8/1/2029	165,000.00	6.500	42,900.00	207,900.00	250,800.00				
2/1/2030			37,537.50	37,537.50					
8/1/2030	1,155,000.00	6.500	37,537.50	1,192,537.50	1,230,075.00				
2/1/2031			0.00	0.00					
8/1/2031		6.500	0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032		6.500	0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033		6.625	0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034		6.625	0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035		6.625	0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036		6.625	0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037		6.625	0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038		6.625	0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039		6.625	0.00	0.00	0.00				
2/1/2040			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>2,905,000.00</u>		<u>2,175,256.25</u>	<u>5,080,256.25</u>	<u>5,080,256.25</u>	<u>2,905,000.00</u>	<u>0.00</u>	<u>859,062.50</u>	<u>3,764,062.50</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
8/1/2019	8/1/2020	8/1/2039	2,495,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2009 Series B - Transbay Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	2,465,000.00
Plus: Original Issue Premium (1)	267,671.40
Transfer of Amount in the Existing Debt Service Reserve Fund	233,000.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>2,965,671.40</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	2,921,500.56
Bond Insurance Premium (0.55% of Total D/S)	26,336.37
Surety Bond Premium	3,697.50
Underwriter's Spread	9,539.55
All Other Costs of Issuance	4,464.93
Contingency (Rounding)	132.49
Total Uses of Funds	<u>2,965,671.40</u>

(1) See Table B.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series B - Transbay Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	55,000	4.000	0.210	102.292		56,260.60
8/1/2016	5,000	4.000	0.520	105.556		5,277.80
8/1/2017	5,000	4.000	0.870	108.045		5,402.25
8/1/2018	5,000	4.000	1.210	109.813		5,490.65
8/1/2019	5,000	4.000	1.620	110.519		5,525.95
8/1/2020	45,000	5.000	1.890	116.465		52,409.25
8/1/2021	50,000	5.000	2.160	117.393		58,696.50
8/1/2022	55,000	5.000	2.370	118.202		65,011.10
8/1/2023	55,000	5.000	2.590	118.481		65,164.55
8/1/2024	55,000	5.000	2.790	118.506		65,178.30
8/1/2025	55,000	5.000	2.910	117.401	8/1/24 @ 100%	64,570.55
8/1/2026	60,000	5.000	3.020	116.399	8/1/24 @ 100%	69,839.40
8/1/2027	65,000	5.000	3.300	113.893	8/1/24 @ 100%	74,030.45
8/1/2028	65,000	5.000	3.380	113.189	8/1/24 @ 100%	73,572.85
8/1/2029	70,000	5.000	3.460	112.491	8/1/24 @ 100%	78,743.70
8/1/2030	75,000	5.000	3.480	112.317	8/1/24 @ 100%	84,237.75
8/1/2031	80,000	5.000	3.540	111.797	8/1/24 @ 100%	89,437.60
8/1/2032	85,000	5.000	3.600	111.280	8/1/24 @ 100%	94,588.00
8/1/2033	85,000	5.000	3.650	110.851	8/1/24 @ 100%	94,223.35
8/1/2034	85,000	5.000	3.700	110.425	8/1/24 @ 100%	93,861.25
8/1/2035	95,000	5.000	3.750	110.000	8/1/24 @ 100%	104,500.00
8/1/2036	100,000	5.000	3.800	109.578	8/1/24 @ 100%	109,578.00
8/1/2037	105,000	5.000	3.850	109.157	8/1/24 @ 100%	114,614.85
8/1/2038	540,000	5.000	3.880	108.905	8/1/24 @ 100%	588,087.00
8/1/2039	565,000	5.000	3.900	108.738	8/1/24 @ 100%	614,369.70
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>2,465,000</u>					<u>2,732,671.40</u>

Par Amount	2,465,000.00	
Plus: Net Original Issue Premium	267,671.40	
Gross Production	2,732,671.40	110.858880%
Bond Insurance	26,336.37	
Less: Underwriters Discount	9,539.55	
Bid Amount	2,696,795.48	109.403468%
Accrued	0.00	
Net to Issuer	2,696,795.48	
Gross Interest Cost	2,323,430.56	
Less: Net Premium	231,795.48	
Net Interest Cost	2,091,635.07	
NIC % (1)	4.499331%	
TIC % (1)	4.253503%	
Arbitrage Yield	2.495215%	
Bond Years	46,487,694	
Average Coupon	4.997947	
Average Life	18.859105	
Weighted Average Life (Form 8038)	18.741118	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series B - Transbay Loan								
Debt Service Schedule and Savings Report								
Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			12,930.56	12,930.56				
8/1/2015	55,000.00	4.000	61,250.00	116,250.00	129,180.56	151,800.00	22,619.44	22,619.44
2/1/2016			60,150.00	60,150.00				
8/1/2016	5,000.00	4.000	60,150.00	65,150.00	125,300.00	151,800.00	26,500.00	49,119.44
2/1/2017			60,050.00	60,050.00				
8/1/2017	5,000.00	4.000	60,050.00	65,050.00	125,100.00	151,800.00	26,700.00	75,819.44
2/1/2018			59,950.00	59,950.00				
8/1/2018	5,000.00	4.000	59,950.00	64,950.00	124,900.00	151,800.00	26,900.00	102,719.44
2/1/2019			59,850.00	59,850.00				
8/1/2019	5,000.00	4.000	59,850.00	64,850.00	124,700.00	151,800.00	27,100.00	129,819.44
2/1/2020			59,750.00	59,750.00				
8/1/2020	45,000.00	5.000	59,750.00	104,750.00	164,500.00	186,800.00	22,300.00	152,119.44
2/1/2021			58,625.00	58,625.00				
8/1/2021	50,000.00	5.000	58,625.00	108,625.00	167,250.00	189,656.25	22,406.25	174,525.69
2/1/2022			57,375.00	57,375.00				
8/1/2022	55,000.00	5.000	57,375.00	112,375.00	169,750.00	192,206.25	22,456.25	196,981.94
2/1/2023			56,000.00	56,000.00				
8/1/2023	55,000.00	5.000	56,000.00	111,000.00	167,000.00	189,450.00	22,450.00	219,431.94
2/1/2024			54,625.00	54,625.00				
8/1/2024	55,000.00	5.000	54,625.00	109,625.00	164,250.00	191,693.75	27,443.75	246,875.69
2/1/2025			53,250.00	53,250.00				
8/1/2025	55,000.00	5.000	53,250.00	108,250.00	161,500.00	188,631.25	27,131.25	274,006.94
2/1/2026			51,875.00	51,875.00				
8/1/2026	60,000.00	5.000	51,875.00	111,875.00	163,750.00	190,568.75	26,818.75	300,825.69
2/1/2027			50,375.00	50,375.00				
8/1/2027	65,000.00	5.000	50,375.00	115,375.00	165,750.00	192,200.00	26,450.00	327,275.69
2/1/2028			48,750.00	48,750.00				
8/1/2028	65,000.00	5.000	48,750.00	113,750.00	162,500.00	188,525.00	26,025.00	353,300.69
2/1/2029			47,125.00	47,125.00				
8/1/2029	70,000.00	5.000	47,125.00	117,125.00	164,250.00	189,850.00	25,600.00	378,900.69
2/1/2030			45,375.00	45,375.00				
8/1/2030	75,000.00	5.000	45,375.00	120,375.00	165,750.00	190,625.00	24,875.00	403,775.69
2/1/2031			43,500.00	43,500.00				
8/1/2031	80,000.00	5.000	43,500.00	123,500.00	167,000.00	191,075.00	24,075.00	427,850.69
2/1/2032			41,500.00	41,500.00				
8/1/2032	85,000.00	5.000	41,500.00	126,500.00	168,000.00	191,200.00	23,200.00	451,050.69
2/1/2033			39,375.00	39,375.00				
8/1/2033	85,000.00	5.000	39,375.00	124,375.00	163,750.00	191,000.00	27,250.00	478,300.69
2/1/2034			37,250.00	37,250.00				
8/1/2034	85,000.00	5.000	37,250.00	122,250.00	159,500.00	185,368.75	25,868.75	504,169.44
2/1/2035			35,125.00	35,125.00				
8/1/2035	95,000.00	5.000	35,125.00	130,125.00	165,250.00	189,737.50	24,487.50	528,656.94
2/1/2036			32,750.00	32,750.00				
8/1/2036	100,000.00	5.000	32,750.00	132,750.00	165,500.00	188,443.75	22,943.75	551,600.69
2/1/2037			30,250.00	30,250.00				
8/1/2037	105,000.00	5.000	30,250.00	135,250.00	165,500.00	191,818.75	26,318.75	577,919.44
2/1/2038			27,625.00	27,625.00				
8/1/2038	540,000.00	5.000	27,625.00	567,625.00	595,250.00	619,531.25	24,281.25	602,200.69
2/1/2039			14,125.00	14,125.00				
8/1/2039	565,000.00	5.000	14,125.00	579,125.00	593,250.00	618,425.00	25,175.00	627,375.69
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>2,465,000.00</u>		<u>2,323,430.56</u>	<u>4,788,430.56</u>	<u>4,788,430.56</u>	<u>5,415,806.25</u>	<u>627,375.69</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	3,837,469.92
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>3,367,173.18</u>
Gross Present Value Savings	470,296.74
Less: Transfer of amount in the existing debt service reserve fund	233,000.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	132.49
Net Present Value Savings	<u>237,429.23</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	9.6320%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	10.1901%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2009 Series B - Transbay Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			75,900.00	75,900.00				75,900.00	75,900.00
8/1/2015			75,900.00	75,900.00	151,800.00			75,900.00	75,900.00
2/1/2016			75,900.00	75,900.00				75,900.00	75,900.00
8/1/2016			75,900.00	75,900.00	151,800.00			75,900.00	75,900.00
2/1/2017			75,900.00	75,900.00				75,900.00	75,900.00
8/1/2017			75,900.00	75,900.00	151,800.00			75,900.00	75,900.00
2/1/2018			75,900.00	75,900.00				75,900.00	75,900.00
8/1/2018			75,900.00	75,900.00	151,800.00			75,900.00	75,900.00
2/1/2019			75,900.00	75,900.00				75,900.00	75,900.00
8/1/2019			75,900.00	75,900.00	151,800.00	2,330,000.00	0.00	75,900.00	2,405,900.00
2/1/2020			75,900.00	75,900.00					
8/1/2020	35,000.00	6.125	75,900.00	110,900.00	186,800.00				
2/1/2021			74,828.13	74,828.13					
8/1/2021	40,000.00	6.125	74,828.13	114,828.13	189,656.25				
2/1/2022			73,603.13	73,603.13					
8/1/2022	45,000.00	6.125	73,603.13	118,603.13	192,206.25				
2/1/2023			72,225.00	72,225.00					
8/1/2023	45,000.00	6.125	72,225.00	117,225.00	189,450.00				
2/1/2024			70,846.88	70,846.88					
8/1/2024	50,000.00	6.125	70,846.88	120,846.88	191,693.75				
2/1/2025			69,315.63	69,315.63					
8/1/2025	50,000.00	6.125	69,315.63	119,315.63	188,631.25				
2/1/2026			67,784.38	67,784.38					
8/1/2026	55,000.00	6.125	67,784.38	122,784.38	190,568.75				
2/1/2027			66,100.00	66,100.00					
8/1/2027	60,000.00	6.125	66,100.00	126,100.00	192,200.00				
2/1/2028			64,262.50	64,262.50					
8/1/2028	60,000.00	6.125	64,262.50	124,262.50	188,525.00				
2/1/2029			62,425.00	62,425.00					
8/1/2029	65,000.00	6.500	62,425.00	127,425.00	189,850.00				
2/1/2030			60,312.50	60,312.50					
8/1/2030	70,000.00	6.500	60,312.50	130,312.50	190,625.00				
2/1/2031			58,037.50	58,037.50					
8/1/2031	75,000.00	6.500	58,037.50	133,037.50	191,075.00				
2/1/2032			55,600.00	55,600.00					
8/1/2032	80,000.00	6.500	55,600.00	135,600.00	191,200.00				
2/1/2033			53,000.00	53,000.00					
8/1/2033	85,000.00	6.625	53,000.00	138,000.00	191,000.00				
2/1/2034			50,184.38	50,184.38					
8/1/2034	85,000.00	6.625	50,184.38	135,184.38	185,368.75				
2/1/2035			47,368.75	47,368.75					
8/1/2035	95,000.00	6.625	47,368.75	142,368.75	189,737.50				
2/1/2036			44,221.88	44,221.88					
8/1/2036	100,000.00	6.625	44,221.88	144,221.88	188,443.75				
2/1/2037			40,909.38	40,909.38					
8/1/2037	110,000.00	6.625	40,909.38	150,909.38	191,818.75				
2/1/2038			37,265.63	37,265.63					
8/1/2038	545,000.00	6.625	37,265.63	582,265.63	619,531.25				
2/1/2039			19,212.50	19,212.50					
8/1/2039	580,000.00	6.625	19,212.50	599,212.50	618,425.00				
2/1/2040			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>2,330,000.00</u>		<u>3,085,806.25</u>	<u>5,415,806.25</u>	<u>5,415,806.25</u>	<u>2,330,000.00</u>	<u>0.00</u>	<u>759,000.00</u>	<u>3,089,000.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
8/1/2019	8/1/2020	8/1/2039	2,330,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2009 Series B - Yerba Buena Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	4,900,000.00
Plus: Original Issue Premium (1)	359,163.30
Transfer of Amount in the Existing Debt Service Reserve Fund	959,000.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>6,218,163.30</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	6,149,939.11
Bond Insurance Premium (0.55% of Total D/S)	29,809.39
Surety Bond Premium	7,350.00
Underwriter's Spread	18,963.00
All Other Costs of Issuance	10,219.18
Contingency (Rounding)	1,882.62
Total Uses of Funds	<u>6,218,163.30</u>

(1) See Table B.

Table L29-B

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series B - Yerba Buena Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	965,000	4.000	0.210	102.292		987,117.80
8/1/2015	0	0.000	0.000	0.000		0.00
8/1/2015	0	0.000	0.000	0.000		0.00
8/1/2016	925,000	4.000	0.520	105.596		976,393.00
8/1/2016	0	0.000	0.000	0.000		0.00
8/1/2016	0	0.000	0.000	0.000		0.00
8/1/2017	965,000	4.000	0.870	108.045		1,042,634.25
8/1/2017	0	0.000	0.000	0.000		0.00
8/1/2017	0	0.000	0.000	0.000		0.00
8/1/2018	1,005,000	4.000	1.210	109.813		1,103,620.65
8/1/2018	0	0.000	0.000	0.000		0.00
8/1/2018	0	0.000	0.000	0.000		0.00
8/1/2019	1,040,000	4.000	1.620	110.519		1,149,397.60
8/1/2019	0	0.000	0.000	0.000		0.00
8/1/2019	0	0.000	0.000	0.000		0.00
8/1/2020	0	5.000	1.890	118.485		0.00
8/1/2021	0	5.000	2.160	117.393		0.00
8/1/2021	0	0.000	0.000	0.000		0.00
8/1/2021	0	0.000	0.000	0.000		0.00
8/1/2022	0	5.000	2.370	118.202		0.00
8/1/2022	0	0.000	0.000	0.000		0.00
8/1/2022	0	0.000	0.000	0.000		0.00
8/1/2023	0	5.000	2.590	118.481		0.00
8/1/2023	0	0.000	0.000	0.000		0.00
8/1/2023	0	0.000	0.000	0.000		0.00
8/1/2024	0	5.000	2.790	118.506		0.00
8/1/2024	0	0.000	0.000	0.000		0.00
8/1/2024	0	0.000	0.000	0.000		0.00
8/1/2025	0	5.000	2.910	117.401	8/1/24 @ 100%	0.00
8/1/2025	0	0.000	0.000	0.000	0.000	0.00
8/1/2025	0	0.000	0.000	0.000	0.000	0.00
8/1/2026	0	5.000	3.020	116.399	8/1/24 @ 100%	0.00
8/1/2026	0	0.000	0.000	0.000	0.000	0.00
8/1/2026	0	0.000	0.000	0.000	0.000	0.00
8/1/2027	0	5.000	3.300	113.893	8/1/24 @ 100%	0.00
8/1/2027	0	0.000	0.000	0.000	0.000	0.00
8/1/2027	0	0.000	0.000	0.000	0.000	0.00
8/1/2028	0	5.000	3.380	113.189	8/1/24 @ 100%	0.00
8/1/2028	0	0.000	0.000	0.000	0.000	0.00
8/1/2028	0	0.000	0.000	0.000	0.000	0.00
8/1/2029	0	5.000	3.460	112.491	8/1/24 @ 100%	0.00
8/1/2029	0	0.000	0.000	0.000	0.000	0.00
8/1/2029	0	0.000	0.000	0.000	0.000	0.00
8/1/2030	0	5.000	3.480	112.317	8/1/24 @ 100%	0.00
8/1/2030	0	0.000	0.000	0.000	0.000	0.00
8/1/2030	0	0.000	0.000	0.000	0.000	0.00
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2031	0	0.000	0.000	0.000	0.000	0.00
8/1/2031	0	0.000	0.000	0.000	0.000	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2032	0	0.000	0.000	0.000	0.000	0.00
8/1/2032	0	0.000	0.000	0.000	0.000	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2033	0	0.000	0.000	0.000	0.000	0.00
8/1/2033	0	0.000	0.000	0.000	0.000	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2034	0	0.000	0.000	0.000	0.000	0.00
8/1/2034	0	0.000	0.000	0.000	0.000	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2035	0	0.000	0.000	0.000	0.000	0.00
8/1/2035	0	0.000	0.000	0.000	0.000	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2036	0	0.000	0.000	0.000	0.000	0.00
8/1/2036	0	0.000	0.000	0.000	0.000	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2037	0	0.000	0.000	0.000	0.000	0.00
8/1/2037	0	0.000	0.000	0.000	0.000	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2038	0	0.000	0.000	0.000	0.000	0.00
8/1/2038	0	0.000	0.000	0.000	0.000	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2039	0	0.000	0.000	0.000	0.000	0.00
8/1/2039	0	0.000	0.000	0.000	0.000	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2040	0	0.000	0.000	0.000	0.000	0.00
8/1/2040	0	0.000	0.000	0.000	0.000	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
8/1/2041	0	0.000	0.000	0.000	0.000	0.00
8/1/2041	0	0.000	0.000	0.000	0.000	0.00
	4,900,000					5,259,163.30

Par Amount	4,900,000.00	
Plus: Net Original Issue Premium	359,163.30	
Gross Production	5,259,163.30	107.329863%
Bond Insurance	29,809.39	
Less: Underwriters Discount	18,863.00	
Bid Amount	5,210,390.91	106.334508%
Accrued	0.00	
Net to Issuer	5,210,390.91	
Gross Interest Cost	519,888.89	
Less: Net Premium	310,390.91	
Net Interest Cost	209,497.98	
NIC % (1)	1.611867%	
TIC % (1)	1.595640%	
Arbitrage Yield	2.495215%	
Bond Years	12.907222	
Average Coupon	4.000000	
Average Life	2.652494	
Weighted Average Life (Form 8038)	2.691460	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series B - Yerba Buena Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			20,688.89	20,688.89				
8/1/2015	965,000.00	4.000	98,000.00	1,063,000.00	1,083,688.89	1,259,250.00	175,561.11	175,561.11
2/1/2016			78,700.00	78,700.00				
8/1/2016	925,000.00	4.000	78,700.00	1,003,700.00	1,082,400.00	1,260,000.00	177,600.00	353,161.11
2/1/2017			60,200.00	60,200.00				
8/1/2017	965,000.00	4.000	60,200.00	1,025,200.00	1,085,400.00	1,263,250.00	177,850.00	531,011.11
2/1/2018			40,900.00	40,900.00				
8/1/2018	1,005,000.00	4.000	40,900.00	1,045,900.00	1,086,800.00	1,263,750.00	176,950.00	707,961.11
2/1/2019			20,800.00	20,800.00				
8/1/2019	1,040,000.00	4.000	20,800.00	1,060,800.00	1,081,600.00	1,261,500.00	179,900.00	887,861.11
2/1/2020			0.00	0.00				
8/1/2020	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2021			0.00	0.00				
8/1/2021	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2022			0.00	0.00				
8/1/2022	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2023			0.00	0.00				
8/1/2023	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2024			0.00	0.00				
8/1/2024	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2025			0.00	0.00				
8/1/2025	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2026			0.00	0.00				
8/1/2026	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2027			0.00	0.00				
8/1/2027	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2028			0.00	0.00				
8/1/2028	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2029			0.00	0.00				
8/1/2029	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2030			0.00	0.00				
8/1/2030	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00	0.00	0.00	887,861.11
	<u>4,900,000.00</u>		<u>519,888.89</u>	<u>5,419,888.89</u>	<u>5,419,888.89</u>	<u>6,307,750.00</u>	<u>887,861.11</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	5,921,590.33
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>5,086,489.48</u>
Gross Present Value Savings	835,100.85
Less: Transfer of amount in the existing debt service reserve fund	959,000.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,882.62</u>
Net Present Value Savings	<u>-122,016.54</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	-2.4901%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	-2.2368%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2009 Series B - Yerba Buena Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			137,125.00	137,125.00				137,125.00	137,125.00
8/1/2015	985,000.00	5.000	137,125.00	1,122,125.00	1,259,250.00	985,000.00		137,125.00	1,122,125.00
2/1/2016			112,500.00	112,500.00				112,500.00	112,500.00
8/1/2016	1,035,000.00	5.000	112,500.00	1,147,500.00	1,260,000.00	1,035,000.00		112,500.00	1,147,500.00
2/1/2017			86,625.00	86,625.00				86,625.00	86,625.00
8/1/2017	1,090,000.00	5.000	86,625.00	1,176,625.00	1,263,250.00	1,090,000.00		86,625.00	1,176,625.00
2/1/2018			59,375.00	59,375.00				59,375.00	59,375.00
8/1/2018	1,145,000.00	5.000	59,375.00	1,204,375.00	1,263,750.00	1,145,000.00		59,375.00	1,204,375.00
2/1/2019			30,750.00	30,750.00				30,750.00	30,750.00
8/1/2019	1,200,000.00	5.125	30,750.00	1,230,750.00	1,261,500.00	1,200,000.00	0.00	30,750.00	1,230,750.00
2/1/2020			0.00	0.00					
8/1/2020			0.00	0.00	0.00				
2/1/2021			0.00	0.00					
8/1/2021			0.00	0.00	0.00				
2/1/2022			0.00	0.00					
8/1/2022			0.00	0.00	0.00				
2/1/2023			0.00	0.00					
8/1/2023			0.00	0.00	0.00				
2/1/2024			0.00	0.00					
8/1/2024			0.00	0.00	0.00				
2/1/2025			0.00	0.00					
8/1/2025			0.00	0.00	0.00				
2/1/2026			0.00	0.00					
8/1/2026			0.00	0.00	0.00				
2/1/2027			0.00	0.00					
8/1/2027			0.00	0.00	0.00				
2/1/2028			0.00	0.00					
8/1/2028			0.00	0.00	0.00				
2/1/2029			0.00	0.00					
8/1/2029			0.00	0.00	0.00				
2/1/2030			0.00	0.00					
8/1/2030			0.00	0.00	0.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2040			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>5,455,000.00</u>		<u>852,750.00</u>	<u>6,307,750.00</u>	<u>6,307,750.00</u>	<u>5,455,000.00</u>	<u>0.00</u>	<u>852,750.00</u>	<u>6,307,750.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
8/1/2019	N/A	N/A	0.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2009 Series F - Bayview Hunters Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	1,305,000.00
Plus: Original Issue Premium (1)	147,541.35
Transfer of Amount in the Existing Debt Service Reserve Fund	125,379.98
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>1,577,921.33</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	1,550,170.63
Bond Insurance Premium (0.55% of Total D/S)	13,581.49
Surety Bond Premium	1,957.50
Underwriter's Spread	5,050.35
All Other Costs of Issuance	2,397.90
Contingency (Rounding)	4,763.46
Total Uses of Funds	<u><u>1,577,921.33</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L30-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series F - Bayview Hunters Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	25,000	4.000	0.210	102.292		25,573.00
8/1/2016	0	4.000	0.520	105.556		0.00
8/1/2017	0	4.000	0.870	108.045		0.00
8/1/2018	0	4.000	1.210	109.813		0.00
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	5,000	5.000	1.890	116.465		5,823.25
8/1/2021	10,000	5.000	2.160	117.393		11,739.30
8/1/2022	5,000	5.000	2.370	118.202		5,910.10
8/1/2023	10,000	5.000	2.590	118.481		11,848.10
8/1/2024	10,000	5.000	2.790	118.506		11,850.60
8/1/2025	60,000	5.000	2.910	117.401	8/1/24 @ 100%	70,440.60
8/1/2026	60,000	5.000	3.020	116.399	8/1/24 @ 100%	69,839.40
8/1/2027	65,000	5.000	3.300	113.893	8/1/24 @ 100%	74,030.45
8/1/2028	65,000	5.000	3.380	113.189	8/1/24 @ 100%	73,572.85
8/1/2029	65,000	5.000	3.460	112.491	8/1/24 @ 100%	73,119.15
8/1/2030	75,000	5.000	3.480	112.317	8/1/24 @ 100%	84,237.75
8/1/2031	75,000	5.000	3.540	111.797	8/1/24 @ 100%	83,847.75
8/1/2032	80,000	5.000	3.600	111.280	8/1/24 @ 100%	89,024.00
8/1/2033	85,000	5.000	3.650	110.851	8/1/24 @ 100%	94,223.35
8/1/2034	90,000	5.000	3.700	110.425	8/1/24 @ 100%	99,382.50
8/1/2035	95,000	5.000	3.750	110.000	8/1/24 @ 100%	104,500.00
8/1/2036	100,000	5.000	3.800	109.578	8/1/24 @ 100%	109,578.00
8/1/2037	100,000	5.000	3.850	109.157	8/1/24 @ 100%	109,157.00
8/1/2038	110,000	5.000	3.880	108.905	8/1/24 @ 100%	119,795.50
8/1/2039	115,000	5.000	3.900	108.738	8/1/24 @ 100%	125,048.70
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>1,305,000</u>					<u>1,452,541.35</u>

Par Amount	1,305,000.00	
Plus: Net Original Issue Premium	147,541.35	
Gross Production	1,452,541.35	111.305851%
Bond Insurance	13,581.49	
Less: Underwriters Discount	5,050.35	
Bid Amount	1,433,909.51	109.878124%
Accrued	0.00	
Net to Issuer	1,433,909.51	
Gross Interest Cost	1,164,361.11	
Less: Net Premium	128,909.51	
Net Interest Cost	1,035,451.60	
NIC % (1)	4.445859%	
TIC % (1)	4.201272%	
Arbitrage Yield	2.495215%	
Bond Years	23,290,250	
Average Coupon	4.999350	
Average Life	17.846935	
Weighted Average Life (Form 8038)	17.772273	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series F - Bayview Hunters Point Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			6,861.11	6,861.11				
8/1/2015	25,000.00	4.000	32,500.00	57,500.00	64,361.11	72,193.75	7,832.64	7,832.64
2/1/2016			32,000.00	32,000.00				
8/1/2016	0.00	0.000	32,000.00	32,000.00	64,000.00	72,193.75	8,193.75	16,026.39
2/1/2017			32,000.00	32,000.00				
8/1/2017	0.00	0.000	32,000.00	32,000.00	64,000.00	72,193.75	8,193.75	24,220.14
2/1/2018			32,000.00	32,000.00				
8/1/2018	0.00	0.000	32,000.00	32,000.00	64,000.00	72,193.75	8,193.75	32,413.89
2/1/2019			32,000.00	32,000.00				
8/1/2019	0.00	0.000	32,000.00	32,000.00	64,000.00	72,193.75	8,193.75	40,607.64
2/1/2020			32,000.00	32,000.00				
8/1/2020	5,000.00	5.000	32,000.00	37,000.00	69,000.00	77,193.75	8,193.75	48,801.39
2/1/2021			31,875.00	31,875.00				
8/1/2021	10,000.00	5.000	31,875.00	41,875.00	73,750.00	81,943.75	8,193.75	56,995.14
2/1/2022			31,625.00	31,625.00				
8/1/2022	5,000.00	5.000	31,625.00	36,625.00	68,250.00	76,443.75	8,193.75	65,188.89
2/1/2023			31,500.00	31,500.00				
8/1/2023	10,000.00	5.000	31,500.00	41,500.00	73,000.00	81,193.75	8,193.75	73,382.64
2/1/2024			31,250.00	31,250.00				
8/1/2024	10,000.00	5.000	31,250.00	41,250.00	72,500.00	75,693.75	3,193.75	76,576.39
2/1/2025			31,000.00	31,000.00				
8/1/2025	60,000.00	5.000	31,000.00	91,000.00	122,000.00	125,443.75	3,443.75	80,020.14
2/1/2026			29,500.00	29,500.00				
8/1/2026	60,000.00	5.000	29,500.00	89,500.00	119,000.00	122,487.50	3,487.50	83,507.64
2/1/2027			28,000.00	28,000.00				
8/1/2027	65,000.00	5.000	28,000.00	93,000.00	121,000.00	129,531.25	8,531.25	92,038.89
2/1/2028			26,375.00	26,375.00				
8/1/2028	65,000.00	5.000	26,375.00	91,375.00	117,750.00	126,037.50	8,287.50	100,326.39
2/1/2029			24,750.00	24,750.00				
8/1/2029	65,000.00	5.000	24,750.00	89,750.00	114,500.00	122,543.75	8,043.75	108,370.14
2/1/2030			23,125.00	23,125.00				
8/1/2030	75,000.00	5.000	23,125.00	98,125.00	121,250.00	129,050.00	7,800.00	116,170.14
2/1/2031			21,250.00	21,250.00				
8/1/2031	75,000.00	5.000	21,250.00	96,250.00	117,500.00	124,737.50	7,237.50	123,407.64
2/1/2032			19,375.00	19,375.00				
8/1/2032	80,000.00	5.000	19,375.00	99,375.00	118,750.00	125,425.00	6,675.00	130,082.64
2/1/2033			17,375.00	17,375.00				
8/1/2033	85,000.00	5.000	17,375.00	102,375.00	119,750.00	125,825.00	6,075.00	136,157.64
2/1/2034			15,250.00	15,250.00				
8/1/2034	90,000.00	5.000	15,250.00	105,250.00	120,500.00	125,937.50	5,437.50	141,595.14
2/1/2035			13,000.00	13,000.00				
8/1/2035	95,000.00	5.000	13,000.00	108,000.00	121,000.00	125,762.50	4,762.50	146,357.64
2/1/2036			10,625.00	10,625.00				
8/1/2036	100,000.00	5.000	10,625.00	110,625.00	121,250.00	125,300.00	4,050.00	150,407.64
2/1/2037			8,125.00	8,125.00				
8/1/2037	100,000.00	5.000	8,125.00	108,125.00	116,250.00	124,550.00	8,300.00	158,707.64
2/1/2038			5,625.00	5,625.00				
8/1/2038	110,000.00	5.000	5,625.00	115,625.00	121,250.00	128,512.50	7,262.50	165,970.14
2/1/2039			2,875.00	2,875.00				
8/1/2039	115,000.00	5.000	2,875.00	117,875.00	120,750.00	126,900.00	6,150.00	172,120.14
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>1,305,000.00</u>		<u>1,164,361.11</u>	<u>2,469,361.11</u>	<u>2,469,361.11</u>	<u>2,641,481.25</u>	<u>172,120.14</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	1,897,356.74
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>1,766,186.02</u>
Gross Present Value Savings	131,170.72
Less: Transfer of amount in the existing debt service reserve fund	125,379.98
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>4,763.46</u>
Net Present Value Savings	<u>10,554.20</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	0.8088%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	0.8245%

(1) See Table D.

(2) Arbitrage Yield = 2.495215%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2009 Series F - Bayview Hunters Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			36,096.88	36,096.88				36,096.88	36,096.88
8/1/2015			36,096.88	36,096.88	72,193.75			36,096.88	36,096.88
2/1/2016			36,096.88	36,096.88				36,096.88	36,096.88
8/1/2016			36,096.88	36,096.88	72,193.75			36,096.88	36,096.88
2/1/2017			36,096.88	36,096.88				36,096.88	36,096.88
8/1/2017			36,096.88	36,096.88	72,193.75			36,096.88	36,096.88
2/1/2018			36,096.88	36,096.88				36,096.88	36,096.88
8/1/2018			36,096.88	36,096.88	72,193.75			36,096.88	36,096.88
2/1/2019			36,096.88	36,096.88				36,096.88	36,096.88
8/1/2019			36,096.88	36,096.88	72,193.75	1,280,000.00	0.00	36,096.88	1,316,096.88
2/1/2020			36,096.88	36,096.88					
8/1/2020	5,000.00	5.000	36,096.88	41,096.88	77,193.75				
2/1/2021			35,971.88	35,971.88					
8/1/2021	10,000.00	5.000	35,971.88	45,971.88	81,943.75				
2/1/2022			35,721.88	35,721.88					
8/1/2022	5,000.00	5.000	35,721.88	40,721.88	76,443.75				
2/1/2023			35,596.88	35,596.88					
8/1/2023	10,000.00	5.000	35,596.88	45,596.88	81,193.75				
2/1/2024			35,346.88	35,346.88					
8/1/2024	5,000.00	5.000	35,346.88	40,346.88	75,693.75				
2/1/2025			35,221.88	35,221.88					
8/1/2025	55,000.00	5.375	35,221.88	90,221.88	125,443.75				
2/1/2026			33,743.75	33,743.75					
8/1/2026	55,000.00	5.375	33,743.75	88,743.75	122,487.50				
2/1/2027			32,265.63	32,265.63					
8/1/2027	65,000.00	5.375	32,265.63	97,265.63	129,531.25				
2/1/2028			30,518.75	30,518.75					
8/1/2028	65,000.00	5.375	30,518.75	95,518.75	126,037.50				
2/1/2029			28,771.88	28,771.88					
8/1/2029	65,000.00	5.375	28,771.88	93,771.88	122,543.75				
2/1/2030			27,025.00	27,025.00					
8/1/2030	75,000.00	5.750	27,025.00	102,025.00	129,050.00				
2/1/2031			24,868.75	24,868.75					
8/1/2031	75,000.00	5.750	24,868.75	99,868.75	124,737.50				
2/1/2032			22,712.50	22,712.50					
8/1/2032	80,000.00	5.750	22,712.50	102,712.50	125,425.00				
2/1/2033			20,412.50	20,412.50					
8/1/2033	85,000.00	5.750	20,412.50	105,412.50	125,825.00				
2/1/2034			17,968.75	17,968.75					
8/1/2034	90,000.00	5.750	17,968.75	107,968.75	125,937.50				
2/1/2035			15,381.25	15,381.25					
8/1/2035	95,000.00	5.750	15,381.25	110,381.25	125,762.50				
2/1/2036			12,650.00	12,650.00					
8/1/2036	100,000.00	5.750	12,650.00	112,650.00	125,300.00				
2/1/2037			9,775.00	9,775.00					
8/1/2037	105,000.00	5.750	9,775.00	114,775.00	124,550.00				
2/1/2038			6,756.25	6,756.25					
8/1/2038	115,000.00	5.750	6,756.25	121,756.25	128,512.50				
2/1/2039			3,450.00	3,450.00					
8/1/2039	120,000.00	5.750	3,450.00	123,450.00	126,900.00				
2/1/2040			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>1,280,000.00</u>		<u>1,361,481.25</u>	<u>2,641,481.25</u>	<u>2,641,481.25</u>	<u>1,280,000.00</u>	<u>0.00</u>	<u>360,968.75</u>	<u>1,640,968.75</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
8/1/2019	8/1/2020	8/1/2039	1,280,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2009 Series F - South of Market Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	1,335,000.00
Plus: Original Issue Premium (1)	187,218.85
Transfer of Amount in the Existing Debt Service Reserve Fund	138,500.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>1,660,718.85</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	1,637,318.69
Bond Insurance Premium (0.55% of Total D/S)	11,064.79
Surety Bond Premium	2,002.50
Underwriter's Spread	5,166.45
All Other Costs of Issuance	2,551.58
Contingency (Rounding)	2,614.84
Total Uses of Funds	<u>1,660,718.85</u>

(1) See Table B.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series F - South of Market Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	45,000	4.000	0.210	102.292		46,031.40
8/1/2016	35,000	4.000	0.520	105.556		36,944.60
8/1/2017	40,000	4.000	0.870	108.045		43,218.00
8/1/2018	40,000	4.000	1.210	109.813		43,925.20
8/1/2019	45,000	4.000	1.620	110.519		49,733.55
8/1/2020	55,000	5.000	1.890	116.465		64,055.75
8/1/2021	65,000	5.000	2.160	117.393		76,305.45
8/1/2022	70,000	5.000	2.370	118.202		82,741.40
8/1/2023	80,000	5.000	2.590	118.481		94,784.80
8/1/2024	90,000	5.000	2.790	118.506		106,655.40
8/1/2025	100,000	5.000	2.910	117.401	8/1/24 @ 100%	117,401.00
8/1/2026	110,000	5.000	3.020	116.399	8/1/24 @ 100%	128,038.90
8/1/2027	125,000	5.000	3.300	113.893	8/1/24 @ 100%	142,366.25
8/1/2028	135,000	5.000	3.380	113.189	8/1/24 @ 100%	152,805.15
8/1/2029	150,000	5.000	3.460	112.491	8/1/24 @ 100%	168,736.50
8/1/2030	150,000	5.000	3.480	112.317	8/1/24 @ 100%	168,475.50
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>1,335,000</u>					<u>1,522,218.85</u>

Par Amount	1,335,000.00	
Plus: Net Original Issue Premium	187,218.85	
Gross Production	1,522,218.85	114.023884%
Bond Insurance	11,064.79	
Less: Underwriters Discount	5,166.45	
Bid Amount	1,505,987.61	112.808061%
Accrued	0.00	
Net to Issuer	1,505,987.61	
Gross Interest Cost	676,779.44	
Less: Net Premium	170,987.61	
Net Interest Cost	505,791.83	
NIC % (1)	3.707223%	
TIC % (1)	3.435281%	
Arbitrage Yield	2.478381%	
Bond Years	13,643,417	
Average Coupon	4.960484	
Average Life	10.219788	
Weighted Average Life (Form 8038)	10.260088	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series F - South of Market Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			6,829.44	6,829.44				
8/1/2015	45,000.00	4.000	32,350.00	77,350.00	84,179.44	95,918.75	11,739.31	11,739.31
2/1/2016			31,450.00	31,450.00				
8/1/2016	35,000.00	4.000	31,450.00	66,450.00	97,900.00	105,106.25	7,206.25	18,945.56
2/1/2017			30,750.00	30,750.00				
8/1/2017	40,000.00	4.000	30,750.00	70,750.00	101,500.00	108,881.25	7,381.25	26,326.81
2/1/2018			29,950.00	29,950.00				
8/1/2018	40,000.00	4.000	29,950.00	69,950.00	99,900.00	112,281.25	12,381.25	38,708.06
2/1/2019			29,150.00	29,150.00				
8/1/2019	45,000.00	4.000	29,150.00	74,150.00	103,300.00	115,368.75	12,068.75	50,776.81
2/1/2020			28,250.00	28,250.00				
8/1/2020	55,000.00	5.000	28,250.00	83,250.00	111,500.00	123,118.75	11,618.75	62,395.56
2/1/2021			26,875.00	26,875.00				
8/1/2021	65,000.00	5.000	26,875.00	91,875.00	118,750.00	130,118.75	11,368.75	73,764.31
2/1/2022			25,250.00	25,250.00				
8/1/2022	70,000.00	5.000	25,250.00	95,250.00	120,500.00	131,618.75	11,118.75	84,883.06
2/1/2023			23,500.00	23,500.00				
8/1/2023	80,000.00	5.000	23,500.00	103,500.00	127,000.00	137,868.75	10,868.75	95,751.81
2/1/2024			21,500.00	21,500.00				
8/1/2024	90,000.00	5.000	21,500.00	111,500.00	133,000.00	143,618.75	10,618.75	106,370.56
2/1/2025			19,250.00	19,250.00				
8/1/2025	100,000.00	5.000	19,250.00	119,250.00	138,500.00	148,868.75	10,368.75	116,739.31
2/1/2026			16,750.00	16,750.00				
8/1/2026	110,000.00	5.000	16,750.00	126,750.00	143,500.00	153,225.00	9,725.00	126,464.31
2/1/2027			14,000.00	14,000.00				
8/1/2027	125,000.00	5.000	14,000.00	139,000.00	153,000.00	162,043.75	9,043.75	135,508.06
2/1/2028			10,875.00	10,875.00				
8/1/2028	135,000.00	5.000	10,875.00	145,875.00	156,750.00	165,056.25	8,306.25	143,814.31
2/1/2029			7,500.00	7,500.00				
8/1/2029	150,000.00	5.000	7,500.00	157,500.00	165,000.00	172,531.25	7,531.25	151,345.56
2/1/2030			3,750.00	3,750.00				
8/1/2030	150,000.00	5.000	3,750.00	153,750.00	157,500.00	169,200.00	11,700.00	163,045.56
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>1,335,000.00</u>		<u>676,779.44</u>	<u>2,011,779.44</u>	<u>2,011,779.44</u>	<u>2,174,825.00</u>	<u>163,045.56</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	1,761,652.98
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>1,626,101.95</u>
Gross Present Value Savings	135,551.03
Less: Transfer of amount in the existing debt service reserve fund	138,500.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>2,614.84</u>
Net Present Value Savings	<u>-334.13</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	-0.0250%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	-0.0241%

(1) See Table D.

(2) Arbitrage Yield = 2.478381%

(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2009 Series F - South of Market Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			35,459.38	35,459.38				35,459.38	35,459.38
8/1/2015	25,000.00	3.250	35,459.38	60,459.38	95,918.75	25,000.00		35,459.38	60,459.38
2/1/2016			35,053.13	35,053.13				35,053.13	35,053.13
8/1/2016	35,000.00	3.500	35,053.13	70,053.13	105,106.25	35,000.00		35,053.13	70,053.13
2/1/2017			34,440.63	34,440.63				34,440.63	34,440.63
8/1/2017	40,000.00	4.000	34,440.63	74,440.63	108,881.25	40,000.00		34,440.63	74,440.63
2/1/2018			33,640.63	33,640.63				33,640.63	33,640.63
8/1/2018	45,000.00	4.250	33,640.63	78,640.63	112,281.25	45,000.00		33,640.63	78,640.63
2/1/2019			32,684.38	32,684.38				32,684.38	32,684.38
8/1/2019	50,000.00	4.500	32,684.38	82,684.38	115,368.75	1,240,000.00	0.00	32,684.38	1,272,684.38
2/1/2020			31,559.38	31,559.38					
8/1/2020	60,000.00	5.000	31,559.38	91,559.38	123,118.75				
2/1/2021			30,059.38	30,059.38					
8/1/2021	70,000.00	5.000	30,059.38	100,059.38	130,118.75				
2/1/2022			28,309.38	28,309.38					
8/1/2022	75,000.00	5.000	28,309.38	103,309.38	131,618.75				
2/1/2023			26,434.38	26,434.38					
8/1/2023	85,000.00	5.000	26,434.38	111,434.38	137,868.75				
2/1/2024			24,309.38	24,309.38					
8/1/2024	95,000.00	5.000	24,309.38	119,309.38	143,618.75				
2/1/2025			21,934.38	21,934.38					
8/1/2025	105,000.00	5.375	21,934.38	126,934.38	148,868.75				
2/1/2026			19,112.50	19,112.50					
8/1/2026	115,000.00	5.375	19,112.50	134,112.50	153,225.00				
2/1/2027			16,021.88	16,021.88					
8/1/2027	130,000.00	5.375	16,021.88	146,021.88	162,043.75				
2/1/2028			12,528.13	12,528.13					
8/1/2028	140,000.00	5.375	12,528.13	152,528.13	165,056.25				
2/1/2029			8,765.63	8,765.63					
8/1/2029	155,000.00	5.375	8,765.63	163,765.63	172,531.25				
2/1/2030			4,600.00	4,600.00					
8/1/2030	160,000.00	5.750	4,600.00	164,600.00	169,200.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2040			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>1,385,000.00</u>		<u>789,825.00</u>	<u>2,174,825.00</u>	<u>2,174,825.00</u>	<u>1,385,000.00</u>	<u>0.00</u>	<u>342,556.25</u>	<u>1,727,556.25</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
8/1/2019	8/1/2020	8/1/2039	1,190,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2009 Series F - Transbay Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	3,875,000.00
Plus: Original Issue Premium (1)	458,624.20
Transfer of Amount in the Existing Debt Service Reserve Fund	299,037.50
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>4,632,661.70</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	4,566,929.86
Bond Insurance Premium (0.55% of Total D/S)	37,478.95
Surety Bond Premium	5,812.50
Underwriter's Spread	14,996.25
All Other Costs of Issuance	7,137.50
Contingency (Rounding)	306.64
Total Uses of Funds	<u>4,632,661.70</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L32-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series F - Transbay Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	115,000	4.000	0.210	102.292		117,635.80
8/1/2016	50,000	4.000	0.520	105.556		52,778.00
8/1/2017	65,000	4.000	0.870	108.045		70,229.25
8/1/2018	80,000	4.000	1.210	109.813		87,850.40
8/1/2019	90,000	4.000	1.620	110.519		99,467.10
8/1/2020	100,000	5.000	1.890	116.465		116,465.00
8/1/2021	110,000	5.000	2.160	117.393		129,132.30
8/1/2022	120,000	5.000	2.370	118.202		141,842.40
8/1/2023	125,000	5.000	2.590	118.481		148,101.25
8/1/2024	130,000	5.000	2.790	118.506		154,057.80
8/1/2025	135,000	5.000	2.910	117.401	8/1/24 @ 100%	158,491.35
8/1/2026	145,000	5.000	3.020	116.399	8/1/24 @ 100%	168,778.55
8/1/2027	150,000	5.000	3.300	113.893	8/1/24 @ 100%	170,839.50
8/1/2028	155,000	5.000	3.380	113.189	8/1/24 @ 100%	175,442.95
8/1/2029	160,000	5.000	3.460	112.491	8/1/24 @ 100%	179,985.60
8/1/2030	170,000	5.000	3.480	112.317	8/1/24 @ 100%	190,938.90
8/1/2031	180,000	5.000	3.540	111.797	8/1/24 @ 100%	201,234.60
8/1/2032	190,000	5.000	3.600	111.280	8/1/24 @ 100%	211,432.00
8/1/2033	195,000	5.000	3.650	110.851	8/1/24 @ 100%	216,159.45
8/1/2034	205,000	5.000	3.700	110.425	8/1/24 @ 100%	226,371.25
8/1/2035	220,000	5.000	3.750	110.000	8/1/24 @ 100%	242,000.00
8/1/2036	225,000	5.000	3.800	109.578	8/1/24 @ 100%	246,550.50
8/1/2037	240,000	5.000	3.850	109.157	8/1/24 @ 100%	261,976.80
8/1/2038	255,000	5.000	3.880	108.905	8/1/24 @ 100%	277,707.75
8/1/2039	265,000	5.000	3.900	108.738	8/1/24 @ 100%	288,155.70
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>3,875,000</u>					<u>4,333,624.20</u>

Par Amount	3,875,000.00	
Plus: Net Original Issue Premium	458,624.20	
Gross Production	4,333,624.20	111.835463%
Bond Insurance	37,478.95	
Less: Underwriters Discount	14,996.25	
Bid Amount	4,281,149.00	110.481265%
Accrued	0.00	
Net to Issuer	4,281,149.00	
Gross Interest Cost	2,939,354.17	
Less: Net Premium	406,149.00	
Net Interest Cost	2,533,205.16	
NIC % (1)	4.294185%	
TIC % (1)	4.018507%	
Arbitrage Yield	2.495215%	
Bond Years	58,991,528	
Average Coupon	4.982672	
Average Life	15.223620	
Weighted Average Life (Form 8038)	15.148183	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2009 Series F - Transbay Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds			Period Total	Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest					
2/1/2015			20,029.17	20,029.17				
8/1/2015	115,000.00	4.000	94,875.00	209,875.00	229,904.17	246,737.50	16,833.33	16,833.33
2/1/2016			92,575.00	92,575.00				
8/1/2016	50,000.00	4.000	92,575.00	142,575.00	235,150.00	255,437.50	20,287.50	37,120.83
2/1/2017			91,575.00	91,575.00				
8/1/2017	65,000.00	4.000	91,575.00	156,575.00	248,150.00	263,687.50	15,537.50	52,658.33
2/1/2018			90,275.00	90,275.00				
8/1/2018	80,000.00	4.000	90,275.00	170,275.00	260,550.00	276,287.50	15,737.50	68,395.83
2/1/2019			88,675.00	88,675.00				
8/1/2019	90,000.00	4.000	88,675.00	178,675.00	267,350.00	283,100.00	15,750.00	84,145.83
2/1/2020			86,875.00	86,875.00				
8/1/2020	100,000.00	5.000	86,875.00	186,875.00	273,750.00	294,275.00	20,525.00	104,670.83
2/1/2021			84,375.00	84,375.00				
8/1/2021	110,000.00	5.000	84,375.00	194,375.00	278,750.00	294,275.00	15,525.00	120,195.83
2/1/2022			81,625.00	81,625.00				
8/1/2022	120,000.00	5.000	81,625.00	201,625.00	283,250.00	299,025.00	15,775.00	135,970.83
2/1/2023			78,625.00	78,625.00				
8/1/2023	125,000.00	5.000	78,625.00	203,625.00	282,250.00	298,275.00	16,025.00	151,995.83
2/1/2024			75,500.00	75,500.00				
8/1/2024	130,000.00	5.000	75,500.00	205,500.00	281,000.00	297,275.00	16,275.00	168,270.83
2/1/2025			72,250.00	72,250.00				
8/1/2025	135,000.00	5.000	72,250.00	207,250.00	279,500.00	296,025.00	16,525.00	184,795.83
2/1/2026			68,875.00	68,875.00				
8/1/2026	145,000.00	5.000	68,875.00	213,875.00	282,750.00	299,037.50	16,287.50	201,083.33
2/1/2027			65,250.00	65,250.00				
8/1/2027	150,000.00	5.000	65,250.00	215,250.00	280,500.00	296,512.50	16,012.50	217,095.83
2/1/2028			61,500.00	61,500.00				
8/1/2028	155,000.00	5.000	61,500.00	216,500.00	278,000.00	298,718.75	20,718.75	237,814.58
2/1/2029			57,625.00	57,625.00				
8/1/2029	160,000.00	5.000	57,625.00	217,625.00	275,250.00	295,387.50	20,137.50	257,952.08
2/1/2030			53,625.00	53,625.00				
8/1/2030	170,000.00	5.000	53,625.00	223,625.00	277,250.00	296,787.50	19,537.50	277,489.58
2/1/2031			49,375.00	49,375.00				
8/1/2031	180,000.00	5.000	49,375.00	229,375.00	278,750.00	297,012.50	18,262.50	295,752.08
2/1/2032			44,875.00	44,875.00				
8/1/2032	190,000.00	5.000	44,875.00	234,875.00	279,750.00	296,662.50	16,912.50	312,664.58
2/1/2033			40,125.00	40,125.00				
8/1/2033	195,000.00	5.000	40,125.00	235,125.00	275,250.00	295,737.50	20,487.50	333,152.08
2/1/2034			35,250.00	35,250.00				
8/1/2034	205,000.00	5.000	35,250.00	240,250.00	275,500.00	294,237.50	18,737.50	351,889.58
2/1/2035			30,125.00	30,125.00				
8/1/2035	220,000.00	5.000	30,125.00	250,125.00	280,250.00	297,162.50	16,912.50	368,802.08
2/1/2036			24,625.00	24,625.00				
8/1/2036	225,000.00	5.000	24,625.00	249,625.00	274,250.00	294,225.00	19,975.00	388,777.08
2/1/2037			19,000.00	19,000.00				
8/1/2037	240,000.00	5.000	19,000.00	259,000.00	278,000.00	295,712.50	17,712.50	406,489.58
2/1/2038			13,000.00	13,000.00				
8/1/2038	255,000.00	5.000	13,000.00	268,000.00	281,000.00	296,337.50	15,337.50	421,827.08
2/1/2039			6,625.00	6,625.00				
8/1/2039	265,000.00	5.000	6,625.00	271,625.00	278,250.00	296,100.00	17,850.00	439,677.08
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>3,875,000.00</u>		<u>2,939,354.17</u>	<u>6,814,354.17</u>	<u>6,814,354.17</u>	<u>7,254,031.25</u>	<u>439,677.08</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	5,376,911.03
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>5,048,601.01</u>
Gross Present Value Savings	328,310.02
Less: Transfer of amount in the existing debt service reserve fund	299,037.50
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>306.64</u>
Net Present Value Savings	<u>29,579.16</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds 0.7633%
 Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded: 0.7764%

(1) See Table D.
 (2) Arbitrage Yield = 2.495215%
 (3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2009 Series F - Transbay Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			103,368.75	103,368.75				103,368.75	103,368.75
8/1/2015	40,000.00	3.250	103,368.75	143,368.75	246,737.50	40,000.00		103,368.75	143,368.75
2/1/2016			102,718.75	102,718.75				102,718.75	102,718.75
8/1/2016	50,000.00	3.500	102,718.75	152,718.75	255,437.50	50,000.00		102,718.75	152,718.75
2/1/2017			101,843.75	101,843.75				101,843.75	101,843.75
8/1/2017	60,000.00	4.000	101,843.75	161,843.75	263,687.50	60,000.00		101,843.75	161,843.75
2/1/2018			100,643.75	100,643.75				100,643.75	100,643.75
8/1/2018	75,000.00	4.250	100,643.75	175,643.75	276,287.50	75,000.00		100,643.75	175,643.75
2/1/2019			99,050.00	99,050.00				99,050.00	99,050.00
8/1/2019	85,000.00	4.500	99,050.00	184,050.00	283,100.00	3,585,000.00	0.00	99,050.00	3,684,050.00
2/1/2020			97,137.50	97,137.50					
8/1/2020	100,000.00	5.000	97,137.50	197,137.50	294,275.00				
2/1/2021			94,637.50	94,637.50					
8/1/2021	105,000.00	5.000	94,637.50	199,637.50	294,275.00				
2/1/2022			92,012.50	92,012.50					
8/1/2022	115,000.00	5.000	92,012.50	207,012.50	299,025.00				
2/1/2023			89,137.50	89,137.50					
8/1/2023	120,000.00	5.000	89,137.50	209,137.50	298,275.00				
2/1/2024			86,137.50	86,137.50					
8/1/2024	125,000.00	5.000	86,137.50	211,137.50	297,275.00				
2/1/2025			83,012.50	83,012.50					
8/1/2025	130,000.00	5.375	83,012.50	213,012.50	296,025.00				
2/1/2026			79,518.75	79,518.75					
8/1/2026	140,000.00	5.375	79,518.75	219,518.75	299,037.50				
2/1/2027			75,756.25	75,756.25					
8/1/2027	145,000.00	5.375	75,756.25	220,756.25	296,512.50				
2/1/2028			71,859.38	71,859.38					
8/1/2028	155,000.00	5.375	71,859.38	226,859.38	298,718.75				
2/1/2029			67,693.75	67,693.75					
8/1/2029	160,000.00	5.375	67,693.75	227,693.75	295,387.50				
2/1/2030			63,393.75	63,393.75					
8/1/2030	170,000.00	5.750	63,393.75	233,393.75	296,787.50				
2/1/2031			58,506.25	58,506.25					
8/1/2031	180,000.00	5.750	58,506.25	238,506.25	297,012.50				
2/1/2032			53,331.25	53,331.25					
8/1/2032	190,000.00	5.750	53,331.25	243,331.25	296,662.50				
2/1/2033			47,868.75	47,868.75					
8/1/2033	200,000.00	5.750	47,868.75	247,868.75	295,737.50				
2/1/2034			42,118.75	42,118.75					
8/1/2034	210,000.00	5.750	42,118.75	252,118.75	294,237.50				
2/1/2035			36,081.25	36,081.25					
8/1/2035	225,000.00	5.750	36,081.25	261,081.25	297,162.50				
2/1/2036			29,612.50	29,612.50					
8/1/2036	235,000.00	5.750	29,612.50	264,612.50	294,225.00				
2/1/2037			22,856.25	22,856.25					
8/1/2037	250,000.00	5.750	22,856.25	272,856.25	295,712.50				
2/1/2038			15,668.75	15,668.75					
8/1/2038	265,000.00	5.750	15,668.75	280,668.75	296,337.50				
2/1/2039			8,050.00	8,050.00					
8/1/2039	280,000.00	5.750	8,050.00	288,050.00	296,100.00				
2/1/2040			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>3,810,000.00</u>		<u>3,444,031.25</u>	<u>7,254,031.25</u>	<u>7,254,031.25</u>	<u>3,810,000.00</u>	<u>0.00</u>	<u>1,015,250.00</u>	<u>4,825,250.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
8/1/2019	8/1/2020	8/1/2039	3,500,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2011 Series B - Bayview Hunters Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	1,065,000.00
Plus: Original Issue Premium (1)	93,548.70
Transfer of Amount in the Existing Debt Service Reserve Fund	94,000.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>1,252,548.70</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	1,227,367.97
Bond Insurance Premium (0.55% of Total D/S)	13,217.19
Surety Bond Premium	1,597.50
Underwriter's Spread	4,121.55
All Other Costs of Issuance	1,760.96
Contingency (Rounding)	4,483.53
Total Uses of Funds	<u>1,252,548.70</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L33-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2011 Series B - Bayview Hunters Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	20,000	4.000	0.210	102.292		20,458.40
8/1/2016	0	4.000	0.520	105.556		0.00
8/1/2017	0	4.000	0.870	108.045		0.00
8/1/2018	0	4.000	1.210	109.813		0.00
8/1/2019	0	4.000	1.620	110.519		0.00
8/1/2020	0	5.000	1.890	116.465		0.00
8/1/2021	5,000	5.000	2.160	117.393		5,869.65
8/1/2022	5,000	5.000	2.370	118.202		5,910.10
8/1/2023	5,000	5.000	2.590	118.481		5,924.05
8/1/2024	5,000	5.000	2.790	118.506		5,925.30
8/1/2025	5,000	5.000	2.910	117.401	8/1/24 @ 100%	5,870.05
8/1/2026	5,000	5.000	3.020	116.399	8/1/24 @ 100%	5,819.95
8/1/2027	5,000	5.000	3.300	113.893	8/1/24 @ 100%	5,694.65
8/1/2028	5,000	5.000	3.380	113.189	8/1/24 @ 100%	5,659.45
8/1/2029	5,000	5.000	3.460	112.491	8/1/24 @ 100%	5,624.55
8/1/2030	5,000	5.000	3.480	112.317	8/1/24 @ 100%	5,615.85
8/1/2031	5,000	5.000	3.540	111.797	8/1/24 @ 100%	5,589.85
8/1/2032	5,000	5.000	3.600	111.280	8/1/24 @ 100%	5,564.00
8/1/2033	5,000	5.000	3.650	110.851	8/1/24 @ 100%	5,542.55
8/1/2034	5,000	5.000	3.700	110.425	8/1/24 @ 100%	5,521.25
8/1/2035	5,000	5.000	3.750	110.000	8/1/24 @ 100%	5,500.00
8/1/2036	5,000	5.000	3.800	109.578	8/1/24 @ 100%	5,478.90
8/1/2037	5,000	5.000	3.850	109.157	8/1/24 @ 100%	5,457.85
8/1/2038	5,000	5.000	3.880	108.905	8/1/24 @ 100%	5,445.25
8/1/2039	5,000	5.000	3.900	108.738	8/1/24 @ 100%	5,436.90
8/1/2040	5,000	5.000	3.920	108.571	8/1/24 @ 100%	5,428.55
8/1/2041	945,000	5.000	3.930	108.488	8/1/24 @ 100%	1,025,211.60
	<u>1,065,000</u>					<u>1,158,548.70</u>

Par Amount	1,065,000.00	
Plus: Net Original Issue Premium	93,548.70	
Gross Production	1,158,548.70	108.783915%
Bond Insurance	13,217.19	
Less: Underwriters Discount	4,121.55	
Bid Amount	1,141,209.96	107.155865%
Accrued	0.00	
Net to Issuer	1,141,209.96	
Gross Interest Cost	1,338,124.72	
Less: Net Premium	76,209.96	
Net Interest Cost	1,261,914.76	
NIC % (1)	4.714809%	
TIC % (1)	4.522742%	
Arbitrage Yield	2.495215%	
Bond Years	26,764.917	
Average Coupon	4.999548	
Average Life	25.131377	
Weighted Average Life (Form 8038)	25.106628	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2011 Series B - Bayview Hunters Point Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds			Period Total	Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest					
2/1/2015			5,599.72	5,599.72				
8/1/2015	20,000.00	4.000	26,525.00	46,525.00	52,124.72	62,275.00	10,150.28	10,150.28
2/1/2016			26,125.00	26,125.00				
8/1/2016	0.00	0.000	26,125.00	26,125.00	52,250.00	62,275.00	10,025.00	20,175.28
2/1/2017			26,125.00	26,125.00				
8/1/2017	0.00	0.000	26,125.00	26,125.00	52,250.00	62,275.00	10,025.00	30,200.28
2/1/2018			26,125.00	26,125.00				
8/1/2018	0.00	0.000	26,125.00	26,125.00	52,250.00	62,275.00	10,025.00	40,225.28
2/1/2019			26,125.00	26,125.00				
8/1/2019	0.00	0.000	26,125.00	26,125.00	52,250.00	62,275.00	10,025.00	50,250.28
2/1/2020			26,125.00	26,125.00				
8/1/2020	0.00	0.000	26,125.00	26,125.00	52,250.00	62,275.00	10,025.00	60,275.28
2/1/2021			26,125.00	26,125.00				
8/1/2021	5,000.00	5.000	26,125.00	31,125.00	57,250.00	62,275.00	5,025.00	65,300.28
2/1/2022			26,000.00	26,000.00				
8/1/2022	5,000.00	5.000	26,000.00	31,000.00	57,000.00	62,275.00	5,275.00	70,575.28
2/1/2023			25,875.00	25,875.00				
8/1/2023	5,000.00	5.000	25,875.00	30,875.00	56,750.00	62,275.00	5,525.00	76,100.28
2/1/2024			25,750.00	25,750.00				
8/1/2024	5,000.00	5.000	25,750.00	30,750.00	56,500.00	62,275.00	5,775.00	81,875.28
2/1/2025			25,625.00	25,625.00				
8/1/2025	5,000.00	5.000	25,625.00	30,625.00	56,250.00	62,275.00	6,025.00	87,900.28
2/1/2026			25,500.00	25,500.00				
8/1/2026	5,000.00	5.000	25,500.00	30,500.00	56,000.00	62,275.00	6,275.00	94,175.28
2/1/2027			25,375.00	25,375.00				
8/1/2027	5,000.00	5.000	25,375.00	30,375.00	55,750.00	62,275.00	6,525.00	100,700.28
2/1/2028			25,250.00	25,250.00				
8/1/2028	5,000.00	5.000	25,250.00	30,250.00	55,500.00	62,275.00	6,775.00	107,475.28
2/1/2029			25,125.00	25,125.00				
8/1/2029	5,000.00	5.000	25,125.00	30,125.00	55,250.00	62,275.00	7,025.00	114,500.28
2/1/2030			25,000.00	25,000.00				
8/1/2030	5,000.00	5.000	25,000.00	30,000.00	55,000.00	62,275.00	7,275.00	121,775.28
2/1/2031			24,875.00	24,875.00				
8/1/2031	5,000.00	5.000	24,875.00	29,875.00	54,750.00	62,275.00	7,525.00	129,300.28
2/1/2032			24,750.00	24,750.00				
8/1/2032	5,000.00	5.000	24,750.00	29,750.00	54,500.00	62,275.00	7,775.00	137,075.28
2/1/2033			24,625.00	24,625.00				
8/1/2033	5,000.00	5.000	24,625.00	29,625.00	54,250.00	62,275.00	8,025.00	145,100.28
2/1/2034			24,500.00	24,500.00				
8/1/2034	5,000.00	5.000	24,500.00	29,500.00	54,000.00	62,275.00	8,275.00	153,375.28
2/1/2035			24,375.00	24,375.00				
8/1/2035	5,000.00	5.000	24,375.00	29,375.00	53,750.00	62,275.00	8,525.00	161,900.28
2/1/2036			24,250.00	24,250.00				
8/1/2036	5,000.00	5.000	24,250.00	29,250.00	53,500.00	62,275.00	8,775.00	170,675.28
2/1/2037			24,125.00	24,125.00				
8/1/2037	5,000.00	5.000	24,125.00	29,125.00	53,250.00	62,275.00	9,025.00	179,700.28
2/1/2038			24,000.00	24,000.00				
8/1/2038	5,000.00	5.000	24,000.00	29,000.00	53,000.00	62,275.00	9,275.00	188,975.28
2/1/2039			23,875.00	23,875.00				
8/1/2039	5,000.00	5.000	23,875.00	28,875.00	52,750.00	62,275.00	9,525.00	198,500.28
2/1/2040			23,750.00	23,750.00				
8/1/2040	5,000.00	5.000	23,750.00	28,750.00	52,500.00	62,275.00	9,775.00	208,275.28
2/1/2041			23,625.00	23,625.00				
8/1/2041	945,000.00	5.000	23,625.00	968,625.00	992,250.00	1,002,275.00	10,025.00	218,300.28
	<u>1,065,000.00</u>		<u>1,338,124.72</u>	<u>2,403,124.72</u>	<u>2,403,124.72</u>	<u>2,621,425.00</u>	<u>218,300.28</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	1,716,009.23
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>1,555,777.64</u>
Gross Present Value Savings	160,231.59
Less: Transfer of amount in the existing debt service reserve fund	94,000.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>4,483.53</u>
Net Present Value Savings	<u>70,715.12</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds 6.6399%
 Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded: 7.5229%

(1) See Table D.
 (2) Arbitrage Yield = 2.495215%
 (3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2011 Series B - Bayview Hunters Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			31,137.50	31,137.50				31,137.50	31,137.50
8/1/2015			31,137.50	31,137.50	62,275.00			31,137.50	31,137.50
2/1/2016			31,137.50	31,137.50				31,137.50	31,137.50
8/1/2016			31,137.50	31,137.50	62,275.00			31,137.50	31,137.50
2/1/2017			31,137.50	31,137.50				31,137.50	31,137.50
8/1/2017			31,137.50	31,137.50	62,275.00			31,137.50	31,137.50
2/1/2018			31,137.50	31,137.50				31,137.50	31,137.50
8/1/2018			31,137.50	31,137.50	62,275.00			31,137.50	31,137.50
2/1/2019			31,137.50	31,137.50				31,137.50	31,137.50
8/1/2019			31,137.50	31,137.50	62,275.00			31,137.50	31,137.50
2/1/2020			31,137.50	31,137.50				31,137.50	31,137.50
8/1/2020			31,137.50	31,137.50	62,275.00			31,137.50	31,137.50
2/1/2021			31,137.50	31,137.50		940,000.00	0.00	31,137.50	971,137.50
8/1/2021			31,137.50	31,137.50	62,275.00				
2/1/2022			31,137.50	31,137.50					
8/1/2022			31,137.50	31,137.50	62,275.00				
2/1/2023			31,137.50	31,137.50					
8/1/2023			31,137.50	31,137.50	62,275.00				
2/1/2024			31,137.50	31,137.50					
8/1/2024			31,137.50	31,137.50	62,275.00				
2/1/2025			31,137.50	31,137.50					
8/1/2025			31,137.50	31,137.50	62,275.00				
2/1/2026			31,137.50	31,137.50					
8/1/2026			31,137.50	31,137.50	62,275.00				
2/1/2027			31,137.50	31,137.50					
8/1/2027			31,137.50	31,137.50	62,275.00				
2/1/2028			31,137.50	31,137.50					
8/1/2028			31,137.50	31,137.50	62,275.00				
2/1/2029			31,137.50	31,137.50					
8/1/2029			31,137.50	31,137.50	62,275.00				
2/1/2030			31,137.50	31,137.50					
8/1/2030			31,137.50	31,137.50	62,275.00				
2/1/2031			31,137.50	31,137.50					
8/1/2031			31,137.50	31,137.50	62,275.00				
2/1/2032			31,137.50	31,137.50					
8/1/2032			31,137.50	31,137.50	62,275.00				
2/1/2033			31,137.50	31,137.50					
8/1/2033			31,137.50	31,137.50	62,275.00				
2/1/2034			31,137.50	31,137.50					
8/1/2034			31,137.50	31,137.50	62,275.00				
2/1/2035			31,137.50	31,137.50					
8/1/2035			31,137.50	31,137.50	62,275.00				
2/1/2036			31,137.50	31,137.50					
8/1/2036			31,137.50	31,137.50	62,275.00				
2/1/2037			31,137.50	31,137.50					
8/1/2037			31,137.50	31,137.50	62,275.00				
2/1/2038			31,137.50	31,137.50					
8/1/2038			31,137.50	31,137.50	62,275.00				
2/1/2039			31,137.50	31,137.50					
8/1/2039			31,137.50	31,137.50	62,275.00				
2/1/2040			31,137.50	31,137.50					
8/1/2040			31,137.50	31,137.50	62,275.00				
2/1/2041			31,137.50	31,137.50					
8/1/2041	<u>940,000.00</u>	6.625	<u>31,137.50</u>	<u>971,137.50</u>	<u>1,002,275.00</u>				
	<u>940,000.00</u>		<u>1,681,425.00</u>	<u>2,621,425.00</u>	<u>2,621,425.00</u>	<u>940,000.00</u>	<u>0.00</u>	<u>404,787.50</u>	<u>1,344,787.50</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2021	8/1/2041	8/1/2041	940,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2011 Series B - South of Market Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	1,225,000.00
Plus: Original Issue Premium (1)	171,008.75
Transfer of Amount in the Existing Debt Service Reserve Fund	116,500.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>1,512,508.75</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	1,491,071.19
Bond Insurance Premium (0.55% of Total D/S)	11,015.94
Surety Bond Premium	1,837.50
Underwriter's Spread	4,740.75
All Other Costs of Issuance	2,182.47
Contingency (Rounding)	1,660.91
Total Uses of Funds	<u>1,512,508.75</u>

(1) See Table B.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2011 Series B - South of Market Loan

Bond Production Report

Dated Date: December 23, 2014
Delivery Date: December 23, 2014
First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	25,000	4.000	0.210	102.292		25,573.00
8/1/2016	0	4.000	0.520	105.556		0.00
8/1/2017	5,000	4.000	0.870	108.045		5,402.25
8/1/2018	5,000	4.000	1.210	109.813		5,490.65
8/1/2019	5,000	4.000	1.620	110.519		5,525.95
8/1/2020	5,000	5.000	1.890	116.465		5,823.25
8/1/2021	5,000	5.000	2.160	117.393		5,869.65
8/1/2022	5,000	5.000	2.370	118.202		5,910.10
8/1/2023	5,000	5.000	2.590	118.481		5,924.05
8/1/2024	20,000	5.000	2.790	118.506		23,701.20
8/1/2025	170,000	5.000	2.910	117.401	8/1/24 @ 100%	199,581.70
8/1/2026	175,000	5.000	3.020	116.399	8/1/24 @ 100%	203,698.25
8/1/2027	185,000	5.000	3.300	113.893	8/1/24 @ 100%	210,702.05
8/1/2028	195,000	5.000	3.380	113.189	8/1/24 @ 100%	220,718.55
8/1/2029	205,000	5.000	3.460	112.491	8/1/24 @ 100%	230,606.55
8/1/2030	215,000	5.000	3.480	112.317	8/1/24 @ 100%	241,481.55
8/1/2031	0	5.000	3.540	111.797	8/1/24 @ 100%	0.00
8/1/2032	0	5.000	3.600	111.280	8/1/24 @ 100%	0.00
8/1/2033	0	5.000	3.650	110.851	8/1/24 @ 100%	0.00
8/1/2034	0	5.000	3.700	110.425	8/1/24 @ 100%	0.00
8/1/2035	0	5.000	3.750	110.000	8/1/24 @ 100%	0.00
8/1/2036	0	5.000	3.800	109.578	8/1/24 @ 100%	0.00
8/1/2037	0	5.000	3.850	109.157	8/1/24 @ 100%	0.00
8/1/2038	0	5.000	3.880	108.905	8/1/24 @ 100%	0.00
8/1/2039	0	5.000	3.900	108.738	8/1/24 @ 100%	0.00
8/1/2040	0	5.000	3.920	108.571	8/1/24 @ 100%	0.00
8/1/2041	0	5.000	3.930	108.488	8/1/24 @ 100%	0.00
	<u>1,225,000</u>					<u>1,396,008.75</u>

Par Amount	1,225,000.00	
Plus: Net Original Issue Premium	171,008.75	
Gross Production	1,396,008.75	113.959898%
Bond Insurance	11,015.94	
Less: Underwriters Discount	4,740.75	
Bid Amount	1,380,252.06	112.673638%
Accrued	0.00	
Net to Issuer	1,380,252.06	
Gross Interest Cost	777,898.06	
Less: Net Premium	155,252.06	
Net Interest Cost	622,645.99	
NIC % (1)	3.998547%	
TIC % (1)	3.736479%	
Arbitrage Yield	2.495215%	
Bond Years	15,571,806	
Average Coupon	4.995555	
Average Life	12.711678	
Weighted Average Life (Form 8038)	12.712046	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2011 Series B - South of Market Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds			Period Total	Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest					
2/1/2015			6,423.06	6,423.06				
8/1/2015	25,000.00	4.000	30,425.00	55,425.00	61,848.06	72,368.75	10,520.69	10,520.69
2/1/2016			29,925.00	29,925.00				
8/1/2016	0.00	0.000	29,925.00	29,925.00	59,850.00	72,368.75	12,518.75	23,039.44
2/1/2017			29,925.00	29,925.00				
8/1/2017	5,000.00	4.000	29,925.00	34,925.00	64,850.00	72,368.75	7,518.75	30,558.19
2/1/2018			29,825.00	29,825.00				
8/1/2018	5,000.00	4.000	29,825.00	34,825.00	64,650.00	72,368.75	7,718.75	38,276.94
2/1/2019			29,725.00	29,725.00				
8/1/2019	5,000.00	4.000	29,725.00	34,725.00	64,450.00	72,368.75	7,918.75	46,195.69
2/1/2020			29,625.00	29,625.00				
8/1/2020	5,000.00	5.000	29,625.00	34,625.00	64,250.00	72,368.75	8,118.75	54,314.44
2/1/2021			29,500.00	29,500.00				
8/1/2021	5,000.00	5.000	29,500.00	34,500.00	64,000.00	72,368.75	8,368.75	62,683.19
2/1/2022			29,375.00	29,375.00				
8/1/2022	5,000.00	5.000	29,375.00	34,375.00	63,750.00	72,368.75	8,618.75	71,301.94
2/1/2023			29,250.00	29,250.00				
8/1/2023	5,000.00	5.000	29,250.00	34,250.00	63,500.00	72,368.75	8,868.75	80,170.69
2/1/2024			29,125.00	29,125.00				
8/1/2024	20,000.00	5.000	29,125.00	49,125.00	78,250.00	87,368.75	9,118.75	89,289.44
2/1/2025			28,625.00	28,625.00				
8/1/2025	170,000.00	5.000	28,625.00	198,625.00	227,250.00	236,450.00	9,200.00	98,489.44
2/1/2026			24,375.00	24,375.00				
8/1/2026	175,000.00	5.000	24,375.00	199,375.00	223,750.00	236,343.75	12,593.75	111,083.19
2/1/2027			20,000.00	20,000.00				
8/1/2027	185,000.00	5.000	20,000.00	205,000.00	225,000.00	235,625.00	10,625.00	121,708.19
2/1/2028			15,375.00	15,375.00				
8/1/2028	195,000.00	5.000	15,375.00	210,375.00	225,750.00	234,062.50	8,312.50	130,020.69
2/1/2029			10,500.00	10,500.00				
8/1/2029	205,000.00	5.000	10,500.00	215,500.00	226,000.00	236,875.00	10,875.00	140,895.69
2/1/2030			5,375.00	5,375.00				
8/1/2030	215,000.00	5.000	5,375.00	220,375.00	225,750.00	233,750.00	8,000.00	148,895.69
2/1/2031			0.00	0.00				
8/1/2031	0.00	0.000	0.00	0.00	0.00			
2/1/2032			0.00	0.00				
8/1/2032	0.00	0.000	0.00	0.00	0.00			
2/1/2033			0.00	0.00				
8/1/2033	0.00	0.000	0.00	0.00	0.00			
2/1/2034			0.00	0.00				
8/1/2034	0.00	0.000	0.00	0.00	0.00			
2/1/2035			0.00	0.00				
8/1/2035	0.00	0.000	0.00	0.00	0.00			
2/1/2036			0.00	0.00				
8/1/2036	0.00	0.000	0.00	0.00	0.00			
2/1/2037			0.00	0.00				
8/1/2037	0.00	0.000	0.00	0.00	0.00			
2/1/2038			0.00	0.00				
8/1/2038	0.00	0.000	0.00	0.00	0.00			
2/1/2039			0.00	0.00				
8/1/2039	0.00	0.000	0.00	0.00	0.00			
2/1/2040			0.00	0.00				
8/1/2040	0.00	0.000	0.00	0.00	0.00			
2/1/2041			0.00	0.00				
8/1/2041	0.00	0.000	0.00	0.00	0.00			
	<u>1,225,000.00</u>		<u>777,898.06</u>	<u>2,002,898.06</u>	<u>2,002,898.06</u>	<u>2,151,793.75</u>	<u>148,895.69</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	1,678,319.14
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>1,554,611.04</u>
Gross Present Value Savings	123,708.10
Less: Transfer of amount in the existing debt service reserve fund	116,500.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>1,660.91</u>
Net Present Value Savings	<u>8,869.01</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds 0.7240%
 Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded: 0.7613%

(1) See Table D.
 (2) Arbitrage Yield = 2.495215%
 (3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2011 Series B - South of Market Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			36,184.38	36,184.38				36,184.38	36,184.38
8/1/2015			36,184.38	36,184.38	72,368.75			36,184.38	36,184.38
2/1/2016			36,184.38	36,184.38				36,184.38	36,184.38
8/1/2016			36,184.38	36,184.38	72,368.75			36,184.38	36,184.38
2/1/2017			36,184.38	36,184.38				36,184.38	36,184.38
8/1/2017			36,184.38	36,184.38	72,368.75			36,184.38	36,184.38
2/1/2018			36,184.38	36,184.38				36,184.38	36,184.38
8/1/2018			36,184.38	36,184.38	72,368.75			36,184.38	36,184.38
2/1/2019			36,184.38	36,184.38				36,184.38	36,184.38
8/1/2019			36,184.38	36,184.38	72,368.75			36,184.38	36,184.38
2/1/2020			36,184.38	36,184.38				36,184.38	36,184.38
8/1/2020			36,184.38	36,184.38	72,368.75			36,184.38	36,184.38
2/1/2021			36,184.38	36,184.38		1,165,000.00	0.00	36,184.38	1,201,184.38
8/1/2021			36,184.38	36,184.38	72,368.75				
2/1/2022			36,184.38	36,184.38					
8/1/2022			36,184.38	36,184.38	72,368.75				
2/1/2023			36,184.38	36,184.38					
8/1/2023			36,184.38	36,184.38	72,368.75				
2/1/2024			36,184.38	36,184.38					
8/1/2024	15,000.00	6.125	36,184.38	51,184.38	87,368.75				
2/1/2025			35,725.00	35,725.00					
8/1/2025	165,000.00	6.125	35,725.00	200,725.00	236,450.00				
2/1/2026			30,671.88	30,671.88					
8/1/2026	175,000.00	6.125	30,671.88	205,671.88	236,343.75				
2/1/2027			25,312.50	25,312.50					
8/1/2027	185,000.00	6.250	25,312.50	210,312.50	235,625.00				
2/1/2028			19,531.25	19,531.25					
8/1/2028	195,000.00	6.250	19,531.25	214,531.25	234,062.50				
2/1/2029			13,437.50	13,437.50					
8/1/2029	210,000.00	6.250	13,437.50	223,437.50	236,875.00				
2/1/2030			6,875.00	6,875.00					
8/1/2030	220,000.00	6.250	6,875.00	226,875.00	233,750.00				
2/1/2031			0.00	0.00					
8/1/2031			0.00	0.00	0.00				
2/1/2032			0.00	0.00					
8/1/2032			0.00	0.00	0.00				
2/1/2033			0.00	0.00					
8/1/2033			0.00	0.00	0.00				
2/1/2034			0.00	0.00					
8/1/2034			0.00	0.00	0.00				
2/1/2035			0.00	0.00					
8/1/2035			0.00	0.00	0.00				
2/1/2036			0.00	0.00					
8/1/2036			0.00	0.00	0.00				
2/1/2037			0.00	0.00					
8/1/2037			0.00	0.00	0.00				
2/1/2038			0.00	0.00					
8/1/2038			0.00	0.00	0.00				
2/1/2039			0.00	0.00					
8/1/2039			0.00	0.00	0.00				
2/1/2040			0.00	0.00					
8/1/2040			0.00	0.00	0.00				
2/1/2041			0.00	0.00					
8/1/2041			0.00	0.00	0.00				
	<u>1,165,000.00</u>		<u>986,793.75</u>	<u>2,151,793.75</u>	<u>2,151,793.75</u>	<u>1,165,000.00</u>	<u>0.00</u>	<u>470,396.88</u>	<u>1,635,396.88</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2021	8/1/2024	8/1/2030	1,165,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 2011 Series B - Transbay Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	15,225,000.00
Plus: Original Issue Premium (1)	1,701,276.30
Transfer of Amount in the Existing Debt Service Reserve Fund	1,391,500.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>18,317,776.30</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	18,046,487.62
Bond Insurance Premium (0.55% of Total D/S)	160,367.23
Surety Bond Premium	22,837.50
Underwriter's Spread	58,920.75
All Other Costs of Issuance	26,067.82
Contingency (Rounding)	3,095.39
Total Uses of Funds	<u>18,317,776.30</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 25, 2014

L35-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 2011 Series B - Transbay Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	340,000	4.000	0.210	102.292		347,792.80
8/1/2016	55,000	4.000	0.520	105.556		58,055.80
8/1/2017	55,000	4.000	0.870	108.045		59,424.75
8/1/2018	60,000	4.000	1.210	109.813		65,887.80
8/1/2019	60,000	4.000	1.620	110.519		66,311.40
8/1/2020	65,000	5.000	1.890	116.465		75,702.25
8/1/2021	65,000	5.000	2.160	117.393		76,305.45
8/1/2022	280,000	5.000	2.370	118.202		330,965.60
8/1/2023	450,000	5.000	2.590	118.481		533,164.50
8/1/2024	475,000	5.000	2.790	118.506		562,903.50
8/1/2025	495,000	5.000	2.910	117.401	8/1/24 @ 100%	581,134.95
8/1/2026	525,000	5.000	3.020	116.399	8/1/24 @ 100%	611,094.75
8/1/2027	545,000	5.000	3.300	113.893	8/1/24 @ 100%	620,716.85
8/1/2028	575,000	5.000	3.380	113.189	8/1/24 @ 100%	650,836.75
8/1/2029	605,000	5.000	3.460	112.491	8/1/24 @ 100%	680,570.55
8/1/2030	630,000	5.000	3.480	112.317	8/1/24 @ 100%	707,597.10
8/1/2031	670,000	5.000	3.540	111.797	8/1/24 @ 100%	749,039.90
8/1/2032	700,000	5.000	3.600	111.280	8/1/24 @ 100%	778,960.00
8/1/2033	735,000	5.000	3.650	110.851	8/1/24 @ 100%	814,754.85
8/1/2034	770,000	5.000	3.700	110.425	8/1/24 @ 100%	850,272.50
8/1/2035	810,000	5.000	3.750	110.000	8/1/24 @ 100%	891,000.00
8/1/2036	850,000	5.000	3.800	109.578	8/1/24 @ 100%	931,413.00
8/1/2037	890,000	5.000	3.850	109.157	8/1/24 @ 100%	971,497.30
8/1/2038	935,000	5.000	3.880	108.905	8/1/24 @ 100%	1,018,261.75
8/1/2039	985,000	5.000	3.900	108.738	8/1/24 @ 100%	1,071,069.30
8/1/2040	1,030,000	5.000	3.920	108.571	8/1/24 @ 100%	1,118,281.30
8/1/2041	1,570,000	5.000	3.930	108.488	8/1/24 @ 100%	1,703,261.60
	<u>15,225,000</u>					<u>16,926,276.30</u>

Par Amount	15,225,000.00	
Plus: Net Original Issue Premium	1,701,276.30	
Gross Production	16,926,276.30	111.174229%
Bond Insurance	160,367.23	
Less: Underwriters Discount	58,920.75	
Bid Amount	16,706,988.32	109.733913%

Accrued 0.00
 Net to Issuer 16,706,988.32

Gross Interest Cost 13,932,677.50
 Less: Net Premium 1,481,988.32
 Net Interest Cost 12,450,689.18

NIC % (1) 4.465180%
 TIC % (1) 4.212341%
 Arbitrage Yield 2.495215%

Bond Years 278,839,583
 Average Coupon 4.996664
 Average Life 18.314587
 Weighted Average Life (Form 8038) 18.204053

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds

Refunding of 2011 Series B - Transbay Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds			Period Total	Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest					
2/1/2015			79,752.50	79,752.50				
8/1/2015	340,000.00	4.000	377,775.00	717,775.00	797,527.50	902,275.00	104,747.50	104,747.50
2/1/2016			370,975.00	370,975.00				
8/1/2016	55,000.00	4.000	370,975.00	425,975.00	796,950.00	902,275.00	105,325.00	210,072.50
2/1/2017			369,875.00	369,875.00				
8/1/2017	55,000.00	4.000	369,875.00	424,875.00	794,750.00	902,275.00	107,525.00	317,597.50
2/1/2018			368,775.00	368,775.00				
8/1/2018	60,000.00	4.000	368,775.00	428,775.00	797,550.00	902,275.00	104,725.00	422,322.50
2/1/2019			367,575.00	367,575.00				
8/1/2019	60,000.00	4.000	367,575.00	427,575.00	795,150.00	902,275.00	107,125.00	529,447.50
2/1/2020			366,375.00	366,375.00				
8/1/2020	65,000.00	5.000	366,375.00	431,375.00	797,750.00	902,275.00	104,525.00	633,972.50
2/1/2021			364,750.00	364,750.00				
8/1/2021	65,000.00	5.000	364,750.00	429,750.00	794,500.00	902,275.00	107,775.00	741,747.50
2/1/2022			363,125.00	363,125.00				
8/1/2022	280,000.00	5.000	363,125.00	643,125.00	1,006,250.00	1,112,275.00	106,025.00	847,772.50
2/1/2023			356,125.00	356,125.00				
8/1/2023	450,000.00	5.000	356,125.00	806,125.00	1,162,250.00	1,269,412.50	107,162.50	954,935.00
2/1/2024			344,875.00	344,875.00				
8/1/2024	475,000.00	5.000	344,875.00	819,875.00	1,164,750.00	1,271,137.50	106,387.50	1,061,322.50
2/1/2025			333,000.00	333,000.00				
8/1/2025	495,000.00	5.000	333,000.00	828,000.00	1,161,000.00	1,266,331.25	105,331.25	1,166,653.75
2/1/2026			320,625.00	320,625.00				
8/1/2026	525,000.00	5.000	320,625.00	845,625.00	1,166,250.00	1,270,300.00	104,050.00	1,270,703.75
2/1/2027			307,500.00	307,500.00				
8/1/2027	545,000.00	5.000	307,500.00	852,500.00	1,160,000.00	1,267,431.25	107,431.25	1,378,135.00
2/1/2028			293,875.00	293,875.00				
8/1/2028	575,000.00	5.000	293,875.00	868,875.00	1,162,750.00	1,267,431.25	104,681.25	1,482,816.25
2/1/2029			279,500.00	279,500.00				
8/1/2029	605,000.00	5.000	279,500.00	884,500.00	1,164,000.00	1,270,556.25	106,556.25	1,589,372.50
2/1/2030			264,375.00	264,375.00				
8/1/2030	630,000.00	5.000	264,375.00	894,375.00	1,158,750.00	1,266,493.75	107,743.75	1,697,116.25
2/1/2031			248,625.00	248,625.00				
8/1/2031	670,000.00	5.000	248,625.00	918,625.00	1,167,250.00	1,270,556.25	103,306.25	1,800,422.50
2/1/2032			231,875.00	231,875.00				
8/1/2032	700,000.00	5.000	231,875.00	931,875.00	1,163,750.00	1,267,118.75	103,368.75	1,903,791.25
2/1/2033			214,375.00	214,375.00				
8/1/2033	735,000.00	5.000	214,375.00	949,375.00	1,163,750.00	1,269,056.25	105,306.25	2,009,097.50
2/1/2034			196,000.00	196,000.00				
8/1/2034	770,000.00	5.000	196,000.00	966,000.00	1,162,000.00	1,268,012.50	106,012.50	2,115,110.00
2/1/2035			176,750.00	176,750.00				
8/1/2035	810,000.00	5.000	176,750.00	986,750.00	1,163,500.00	1,268,987.50	105,487.50	2,220,597.50
2/1/2036			156,500.00	156,500.00				
8/1/2036	850,000.00	5.000	156,500.00	1,006,500.00	1,163,000.00	1,266,650.00	103,650.00	2,324,247.50
2/1/2037			135,250.00	135,250.00				
8/1/2037	890,000.00	5.000	135,250.00	1,025,250.00	1,160,500.00	1,266,000.00	105,500.00	2,429,747.50
2/1/2038			113,000.00	113,000.00				
8/1/2038	935,000.00	5.000	113,000.00	1,048,000.00	1,161,000.00	1,266,706.25	105,706.25	2,535,453.75
2/1/2039			89,625.00	89,625.00				
8/1/2039	985,000.00	5.000	89,625.00	1,074,625.00	1,164,250.00	1,268,437.50	104,187.50	2,639,641.25
2/1/2040			65,000.00	65,000.00				
8/1/2040	1,030,000.00	5.000	65,000.00	1,095,000.00	1,160,000.00	1,265,862.50	105,862.50	2,745,503.75
2/1/2041			39,250.00	39,250.00				
8/1/2041	1,570,000.00	5.000	39,250.00	1,609,250.00	1,648,500.00	1,753,981.25	105,481.25	2,850,985.00
	<u>15,225,000.00</u>		<u>13,932,677.50</u>	<u>29,157,677.50</u>	<u>29,157,677.50</u>	<u>32,008,662.50</u>	<u>2,850,985.00</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	22,758,702.92
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>20,662,908.80</u>
Gross Present Value Savings	2,095,794.12
Less: Transfer of amount in the existing debt service reserve fund	1,391,500.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>3,095.39</u>
Net Present Value Savings	<u>707,389.51</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	4.6462%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	5.0836%

- (1) See Table D.
(2) Arbitrage Yield = 2.495215%
(3) See Table A.

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 2011 Series B - Transbay Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
12/23/2014									
2/1/2015			451,137.50	451,137.50				451,137.50	451,137.50
8/1/2015			451,137.50	451,137.50	902,275.00			451,137.50	451,137.50
2/1/2016			451,137.50	451,137.50				451,137.50	451,137.50
8/1/2016			451,137.50	451,137.50	902,275.00			451,137.50	451,137.50
2/1/2017			451,137.50	451,137.50				451,137.50	451,137.50
8/1/2017			451,137.50	451,137.50	902,275.00			451,137.50	451,137.50
2/1/2018			451,137.50	451,137.50				451,137.50	451,137.50
8/1/2018			451,137.50	451,137.50	902,275.00			451,137.50	451,137.50
2/1/2019			451,137.50	451,137.50				451,137.50	451,137.50
8/1/2019			451,137.50	451,137.50	902,275.00			451,137.50	451,137.50
2/1/2020			451,137.50	451,137.50				451,137.50	451,137.50
8/1/2020			451,137.50	451,137.50	902,275.00			451,137.50	451,137.50
2/1/2021			451,137.50	451,137.50		13,915,000.00	0.00	451,137.50	14,366,137.50
8/1/2021			451,137.50	451,137.50	902,275.00				
2/1/2022			451,137.50	451,137.50					
8/1/2022	210,000.00	6.125	451,137.50	661,137.50	1,112,275.00				
2/1/2023			444,706.25	444,706.25					
8/1/2023	380,000.00	6.125	444,706.25	824,706.25	1,269,412.50				
2/1/2024			433,068.75	433,068.75					
8/1/2024	405,000.00	6.125	433,068.75	838,068.75	1,271,137.50				
2/1/2025			420,665.63	420,665.63					
8/1/2025	425,000.00	6.125	420,665.63	845,665.63	1,266,331.25				
2/1/2026			407,650.00	407,650.00					
8/1/2026	455,000.00	6.125	407,650.00	862,650.00	1,270,300.00				
2/1/2027			393,715.63	393,715.63					
8/1/2027	480,000.00	6.250	393,715.63	873,715.63	1,267,431.25				
2/1/2028			378,715.63	378,715.63					
8/1/2028	510,000.00	6.250	378,715.63	888,715.63	1,267,431.25				
2/1/2029			362,778.13	362,778.13					
8/1/2029	545,000.00	6.250	362,778.13	907,778.13	1,270,556.25				
2/1/2030			345,746.88	345,746.88					
8/1/2030	575,000.00	6.250	345,746.88	920,746.88	1,266,493.75				
2/1/2031			327,778.13	327,778.13					
8/1/2031	615,000.00	6.250	327,778.13	942,778.13	1,270,556.25				
2/1/2032			308,559.38	308,559.38					
8/1/2032	650,000.00	6.625	308,559.38	958,559.38	1,267,118.75				
2/1/2033			287,028.13	287,028.13					
8/1/2033	695,000.00	6.625	287,028.13	982,028.13	1,269,056.25				
2/1/2034			264,006.25	264,006.25					
8/1/2034	740,000.00	6.625	264,006.25	1,004,006.25	1,268,012.50				
2/1/2035			239,493.75	239,493.75					
8/1/2035	790,000.00	6.625	239,493.75	1,029,493.75	1,268,987.50				
2/1/2036			213,325.00	213,325.00					
8/1/2036	840,000.00	6.625	213,325.00	1,053,325.00	1,266,650.00				
2/1/2037			185,500.00	185,500.00					
8/1/2037	895,000.00	6.625	185,500.00	1,080,500.00	1,266,000.00				
2/1/2038			155,853.13	155,853.13					
8/1/2038	955,000.00	6.625	155,853.13	1,110,853.13	1,266,706.25				
2/1/2039			124,218.75	124,218.75					
8/1/2039	1,020,000.00	6.625	124,218.75	1,144,218.75	1,268,437.50				
2/1/2040			90,431.25	90,431.25					
8/1/2040	1,085,000.00	6.625	90,431.25	1,175,431.25	1,265,862.50				
2/1/2041			54,490.63	54,490.63					
8/1/2041	1,645,000.00	6.625	54,490.63	1,699,490.63	1,753,981.25				
	<u>13,915,000.00</u>		<u>18,093,662.50</u>	<u>32,008,662.50</u>	<u>32,008,662.50</u>	<u>13,915,000.00</u>	<u>0.00</u>	<u>5,864,787.50</u>	<u>19,779,787.50</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2021	8/1/2022	8/1/2040	13,915,000.00	100.00	0.00

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 1998 Series D - Golden Gateway Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	250,000.00
Plus: Original Issue Premium (1)	18,112.50
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>268,112.50</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	261,277.14
Bond Insurance Premium (0.55% of Total D/S)	1,518.31
Surety Bond Premium	375.00
Underwriter's Spread	967.50
All Other Costs of Issuance	469.79
Contingency (Rounding)	3,504.77
Total Uses of Funds	<u>268,112.50</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 28, 2014

L36-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 1998 Series D - Golden Gateway Loan

Bond Production Report

Dated Date: December 23, 2014
Delivery Date: December 23, 2014
First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	50,000	4.000	0.210	102.292		51,146.00
8/1/2016	50,000	4.000	0.520	105.556		52,778.00
8/1/2017	50,000	4.000	0.870	108.045		54,022.50
8/1/2018	50,000	4.000	1.210	109.813		54,906.50
8/1/2019	50,000	4.000	1.620	110.519		55,259.50
	250,000					268,112.50

Par Amount	250,000.00	
Plus: Net Original Issue Premium	18,112.50	
Gross Production	268,112.50	107.245000%
Bond Insurance	1,518.31	
Less: Underwriters Discount	967.50	
Bid Amount	265,626.69	106.250678%
Accrued	0.00	
Net to Issuer	265,626.69	
Gross Interest Cost	26,055.56	
Less: Net Premium	15,626.69	
Net Interest Cost	10,428.86	
NIC % (1)	1.601019%	
TIC % (1)	1.586756%	
Arbitrage Yield	2.483529%	
Bond Years	651,389	
Average Coupon	4.000000	
Average Life	2.605556	
Weighted Average Life (Form 8038)	2.644179	

(1) Includes bond insurance premium.

Backstrom McCarley Berry & Co., LLC
 August 28, 2014

L36-B

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 1998 Series D - Golden Gateway Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			1,055.56	1,055.56				
8/1/2015	50,000.00	4.000	5,000.00	55,000.00	56,055.56	57,560.00	1,504.44	1,504.44
2/1/2016			4,000.00	4,000.00				
8/1/2016	50,000.00	4.000	4,000.00	54,000.00	58,000.00	60,400.00	2,400.00	3,904.44
2/1/2017			3,000.00	3,000.00				
8/1/2017	50,000.00	4.000	3,000.00	53,000.00	56,000.00	57,950.00	1,950.00	5,854.44
2/1/2018			2,000.00	2,000.00				
8/1/2018	50,000.00	4.000	2,000.00	52,000.00	54,000.00	60,500.00	6,500.00	12,354.44
2/1/2019			1,000.00	1,000.00				
8/1/2019	50,000.00	4.000	1,000.00	51,000.00	52,000.00	57,750.00	5,750.00	18,104.44
	<u>250,000.00</u>		<u>26,055.56</u>	<u>276,055.56</u>	<u>276,055.56</u>	<u>294,160.00</u>	<u>18,104.44</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	276,224.53
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>259,426.17</u>
Gross Present Value Savings	16,798.36
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>3,504.77</u>
Net Present Value Savings	<u>20,303.13</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds

8.1213%

Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:

7.9620%

(1) See Table D.

(2) Arbitrage Yield = 2.483529%

(3) See Table A.

Backstrom McCarley Berry & Co., LLC
 August 28, 2014

L36-C

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds

Refunding of 1998 Series D - Golden Gateway Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
1/1/2003			0.00	0.00				0.00	0.00
12/23/2014						255,000.00	0.00	6,280.00	261,280.00
2/1/2015			6,280.00	6,280.00					
8/1/2015	45,000.00	4.800	6,280.00	51,280.00	57,560.00				
2/1/2016			5,200.00	5,200.00					
8/1/2016	50,000.00	4.900	5,200.00	55,200.00	60,400.00				
2/1/2017			3,975.00	3,975.00					
8/1/2017	50,000.00	4.900	3,975.00	53,975.00	57,950.00				
2/1/2018			2,750.00	2,750.00					
8/1/2018	55,000.00	5.000	2,750.00	57,750.00	60,500.00				
2/1/2019			1,375.00	1,375.00					
8/1/2019	55,000.00	5.000	1,375.00	56,375.00	57,750.00				
	<u>255,000.00</u>		<u>39,160.00</u>	<u>294,160.00</u>	<u>294,160.00</u>	<u>255,000.00</u>	<u>0.00</u>	<u>6,280.00</u>	<u>261,280.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2021	255,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 28, 2014

L36-D

**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 1998 Series D - Hunters Point Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	125,000.00
Plus: Original Issue Premium (1)	9,467.60
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u>134,467.60</u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	128,078.60
Bond Insurance Premium (0.55% of Total D/S)	763.55
Surety Bond Premium	187.50
Underwriter's Spread	483.75
All Other Costs of Issuance	230.29
Contingency (Rounding)	4,723.91
Total Uses of Funds	<u>134,467.60</u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 28, 2014

L36-A

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 1998 Series D - Hunters Point Loan

Bond Production Report

Dated Date: December 23, 2014
 Delivery Date: December 23, 2014
 First Coupon Date: February 1, 2015

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	20,000	4.000	0.210	102.292		20,458.40
8/1/2016	25,000	4.000	0.520	105.556		26,389.00
8/1/2017	25,000	4.000	0.870	108.045		27,011.25
8/1/2018	25,000	4.000	1.210	109.813		27,453.25
8/1/2019	30,000	4.000	1.620	110.519		33,155.70
	<u>125,000</u>					<u>134,467.60</u>

Par Amount	125,000.00	
Plus: Net Original Issue Premium	9,467.60	
Gross Production	134,467.60	107.574080%
Bond Insurance	763.55	
Less: Underwriters Discount	483.75	
Bid Amount	133,220.30	106.576238%
Accrued	0.00	
Net to Issuer	133,220.30	
Gross Interest Cost	13,827.78	
Less: Net Premium	8,220.30	
Net Interest Cost	5,607.48	
NIC % (1)	1.622092%	
TIC % (1)	1.602291%	
Arbitrage Yield	2.483529%	
Bond Years	345,694	
Average Coupon	4.000000	
Average Life	2.765556	
Weighted Average Life (Form 8038)	2.802323	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 1998 Series D - Hunters Point Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			527.78	527.78				
8/1/2015	20,000.00	4.000	2,500.00	22,500.00	23,027.78	26,160.00	3,132.22	3,132.22
2/1/2016			2,100.00	2,100.00				
8/1/2016	25,000.00	4.000	2,100.00	27,100.00	29,200.00	30,200.00	1,000.00	4,132.22
2/1/2017			1,600.00	1,600.00				
8/1/2017	25,000.00	4.000	1,600.00	26,600.00	28,200.00	28,975.00	775.00	4,907.22
2/1/2018			1,100.00	1,100.00				
8/1/2018	25,000.00	4.000	1,100.00	26,100.00	27,200.00	27,750.00	550.00	5,457.22
2/1/2019			600.00	600.00				
8/1/2019	30,000.00	4.000	600.00	30,600.00	31,200.00	31,500.00	300.00	5,757.22
	<u>125,000.00</u>		<u>13,827.78</u>	<u>138,827.78</u>	<u>138,827.78</u>	<u>144,585.00</u>	<u>5,757.22</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	135,586.90
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>129,995.85</u>
Gross Present Value Savings	5,591.05
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>4,723.91</u>
Net Present Value Savings	<u><u>10,314.96</u></u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds

8.2520%

Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:

8.2520%

(1) See Table D.

(2) Arbitrage Yield = 2.483529%

(3) See Table A.

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds**

Refunding of 1998 Series D - Hunters Point Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
1/1/2003			0.00	0.00				0.00	0.00
12/23/2014									
2/1/2015			3,080.00	3,080.00		125,000.00	0.00	3,080.00	128,080.00
8/1/2015	20,000.00	4.800	3,080.00	23,080.00	26,160.00				
2/1/2016			2,600.00	2,600.00					
8/1/2016	25,000.00	4.900	2,600.00	27,600.00	30,200.00				
2/1/2017			1,987.50	1,987.50					
8/1/2017	25,000.00	4.900	1,987.50	26,987.50	28,975.00				
2/1/2018			1,375.00	1,375.00					
8/1/2018	25,000.00	5.000	1,375.00	26,375.00	27,750.00				
2/1/2019			750.00	750.00					
8/1/2019	30,000.00	5.000	750.00	30,750.00	31,500.00				
	<u>125,000.00</u>		<u>19,585.00</u>	<u>144,585.00</u>	<u>144,585.00</u>	<u>125,000.00</u>	<u>0.00</u>	<u>3,080.00</u>	<u>128,080.00</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2021	125,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 1998 Series D - Yerba Buena Loan

Sources and Uses of Funds

Delivery Date: December 23, 2014

Sources of Funds

Par Amount of Bonds	2,675,000.00
Plus: Original Issue Premium (1)	202,056.95
Transfer of Amount in the Existing Debt Service Reserve Fund	0.00
Transfer of Amounts in the Existing Debt Service Fund	0.00
Total Sources of Funds	<u><u>2,877,056.95</u></u>

Uses of Funds

Cost of Escrow to Refund the Outstanding Loan	2,838,251.40
Bond Insurance Premium (0.55% of Total D/S)	16,354.77
Surety Bond Premium	4,012.50
Underwriter's Spread	10,352.25
All Other Costs of Issuance	5,103.17
Contingency (Rounding)	2,982.86
Total Uses of Funds	<u><u>2,877,056.95</u></u>

(1) See Table B.

Backstrom McCarley Berry & Co., LLC
August 28, 2014

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**OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
2014 Refunding Tax Allocation Bonds**

Refunding of 1998 Series D - Yerba Buena Loan

Bond Production Report

**Dated Date: December 23, 2014
Delivery Date: December 23, 2014
First Coupon Date: February 1, 2015**

Maturity Date	Principal	Coupon Rate (%)	Yield (%)	Dollar Price	Priced to Call	Gross Production
8/1/2015	490,000	4.000	0.210	102.292		501,230.80
8/1/2016	470,000	4.000	0.520	105.556		496,113.20
8/1/2017	490,000	4.000	0.870	108.045		529,420.50
8/1/2018	505,000	4.000	1.210	109.813		554,555.65
8/1/2019	720,000	4.000	1.620	110.519		795,736.80
	<u>2,675,000</u>					<u>2,877,056.95</u>

Par Amount	2,675,000.00	
Plus: Net Original Issue Premium	202,056.95	
Gross Production	2,877,056.95	107.553531%
Bond Insurance	16,354.77	
Less: Underwriters Discount	10,352.25	
Bid Amount	2,850,349.93	106.555138%
Accrued	0.00	
Net to Issuer	2,850,349.93	
Gross Interest Cost	298,594.44	
Less: Net Premium	175,349.93	
Net Interest Cost	123,244.51	
NIC % (1)	1.650995%	
TIC % (1)	1.628914%	
Arbitrage Yield	2.483529%	
Bond Years	7,464,861	
Average Coupon	4.000000	
Average Life	2.790602	
Weighted Average Life (Form 8038)	2.830596	

(1) Includes bond insurance premium.

OFFICE OF COMMUNITY INVESTMENT & INFRASTRUCTURE
 SUCCESSOR AGENCY TO THE
 REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
 2014 Refunding Tax Allocation Bonds

Refunding of 1998 Series D - Yerba Buena Loan

Debt Service Schedule and Savings Report

Date	Refunding Bonds				Bond Year Total	Refunded Debt Service ⁽¹⁾	Savings	Cumulative Savings
	Principal	Coupon Rate (%)	Interest	Period Total				
2/1/2015			11,294.44	11,294.44				
8/1/2015	490,000.00	4.000	53,500.00	543,500.00	554,794.44	601,565.00	46,770.56	46,770.56
2/1/2016			43,700.00	43,700.00				
8/1/2016	470,000.00	4.000	43,700.00	513,700.00	557,400.00	604,245.00	46,845.00	93,615.56
2/1/2017			34,300.00	34,300.00				
8/1/2017	490,000.00	4.000	34,300.00	524,300.00	558,600.00	605,235.00	46,635.00	140,250.56
2/1/2018			24,500.00	24,500.00				
8/1/2018	505,000.00	4.000	24,500.00	529,500.00	554,000.00	605,000.00	51,000.00	191,250.56
2/1/2019			14,400.00	14,400.00				
8/1/2019	720,000.00	4.000	14,400.00	734,400.00	748,800.00	798,000.00	49,200.00	240,450.56
	<u>2,675,000.00</u>		<u>298,594.44</u>	<u>2,973,594.44</u>	<u>2,973,594.44</u>	<u>3,214,045.00</u>	<u>240,450.56</u>	

Present Value Savings Calculations:

Present value of the existing Loan debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	3,009,304.96
Less: Present value of the refunding debt service, discounted at the arbitrage yield on the 2014 Bonds ⁽²⁾	<u>2,782,777.20</u>
Gross Present Value Savings	226,527.76
Less: Transfer of amount in the existing debt service reserve fund	0.00
Less: Transfer of amount in the existing debt service fund	0.00
Plus: Contingency (Rounding Amount) ⁽³⁾	<u>2,982.86</u>
Net Present Value Savings	<u>229,510.62</u>

Net Present Value Savings as a Percentage of the Par Amount of the Refunding Bonds	8.5798%
Net Present Value Savings as a Percentage of the Par Amount of the Loan Being Refunded:	8.2856%

(1) See Table D.

(2) Arbitrage Yield: 2.483529%

(3) See Table A.

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Tax Allocation Revenue Bonds**

Refunding of 1998 Series D - Yerba Buena Loan

Debt Service and Call Report for the Loan Being Refunded

Date	Original Principal	Coupon	Original Interest	Semiannual Debt Service	Bond Year Debt Service	Principal To Escrow	Call Premium	Interest To Escrow	Debt Service To Escrow
1/1/2003			0.00	0.00				0.00	0.00
12/23/2014									
2/1/2015			68,282.50	68,282.50		2,770,000.00	0.00	68,282.50	2,838,282.50
8/1/2015	465,000.00	4.800	68,282.50	533,282.50	601,565.00				
2/1/2016			57,122.50	57,122.50					
8/1/2016	490,000.00	4.900	57,122.50	547,122.50	604,245.00				
2/1/2017			45,117.50	45,117.50					
8/1/2017	515,000.00	4.900	45,117.50	560,117.50	605,235.00				
2/1/2018			32,500.00	32,500.00					
8/1/2018	540,000.00	5.000	32,500.00	572,500.00	605,000.00				
2/1/2019			19,000.00	19,000.00					
8/1/2019	760,000.00	5.000	19,000.00	779,000.00	798,000.00				
	<u>2,770,000.00</u>		<u>444,045.00</u>	<u>3,214,045.00</u>	<u>3,214,045.00</u>	<u>2,770,000.00</u>	<u>0.00</u>	<u>68,282.50</u>	<u>2,838,282.50</u>

Int. Start Date 8/1/2014

Calls Performed

Call Date	First Maturity Called	Last Maturity Called	Principal Called	Call Price	Call Premium
2/1/2015	8/1/2015	8/1/2021	2,770,000.00	100.00	0.00

Backstrom McCarley Berry & Co., LLC
August 28, 2014

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