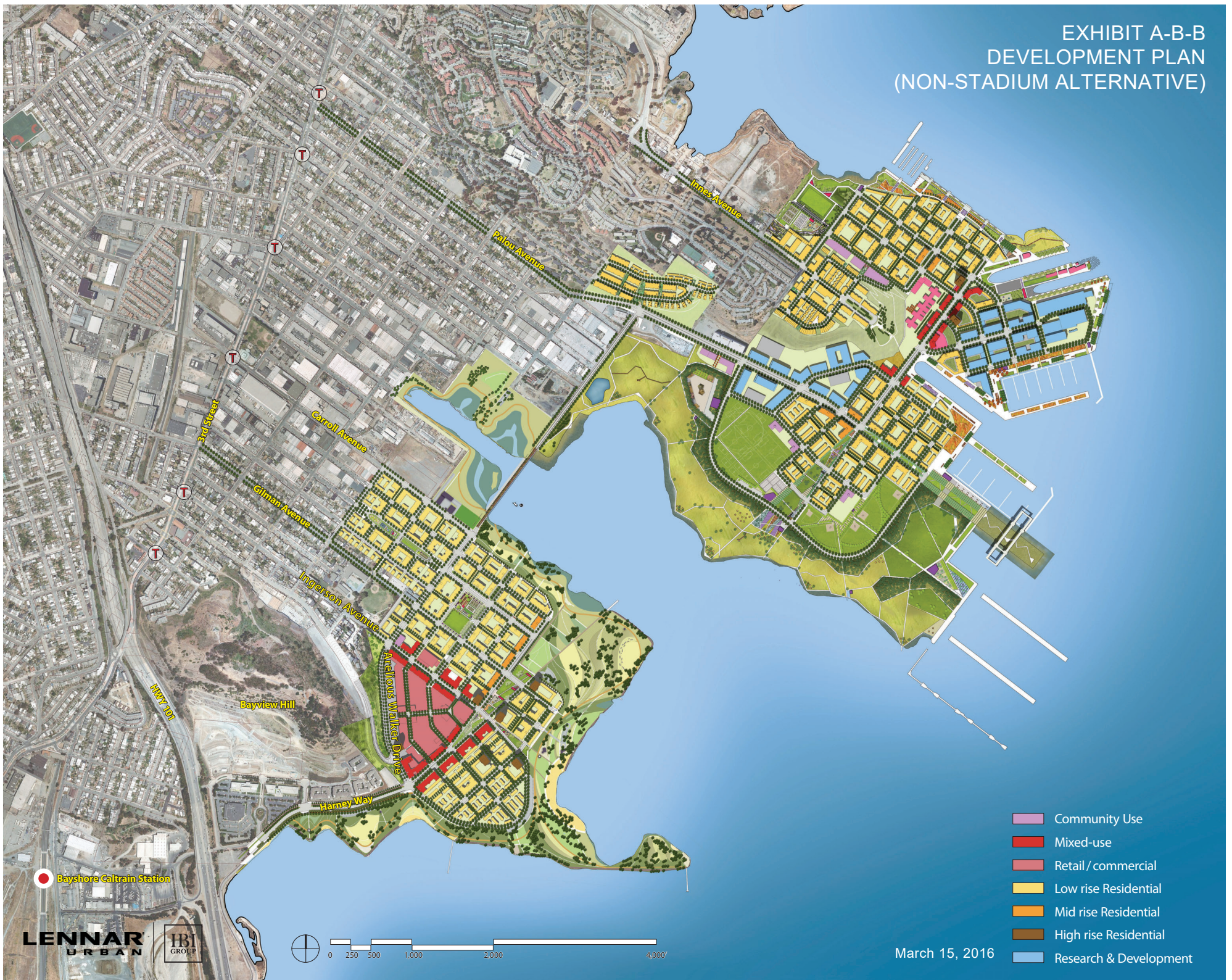


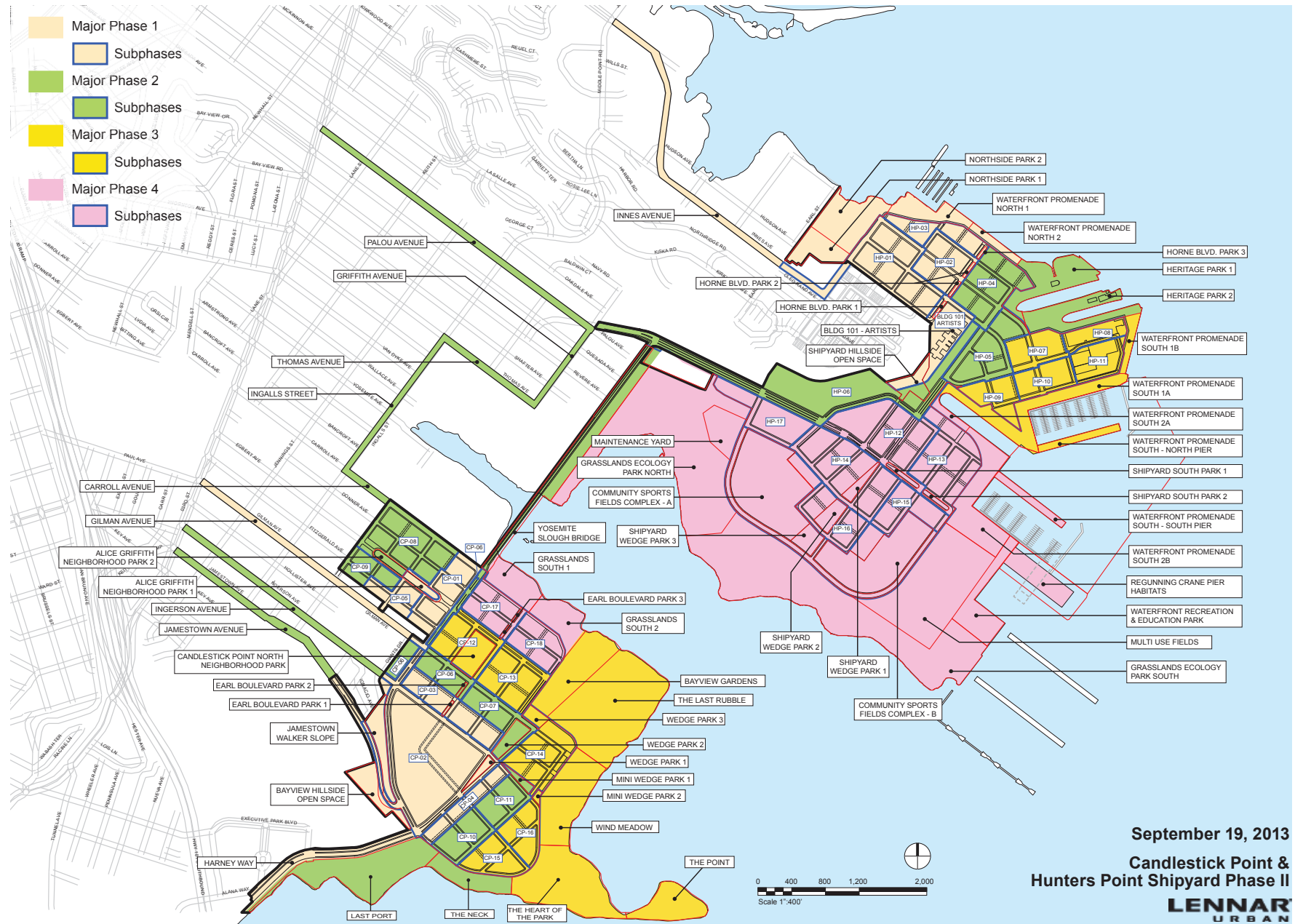


EXHIBIT A-B-B DEVELOPMENT PLAN (NON-STADIUM ALTERNATIVE)



2014 REFINED NON-STADIUM ALTERNATIVE

PHASING PLAN - EXHIBIT C-B



September 19, 2013

Candlestick Point & Hunters Point Shipyard Phase II

LENNAR
URBAN

PHASING PLAN - EXHIBIT C-B

2016 REFINED NON-STADIUM ALTERNATIVE

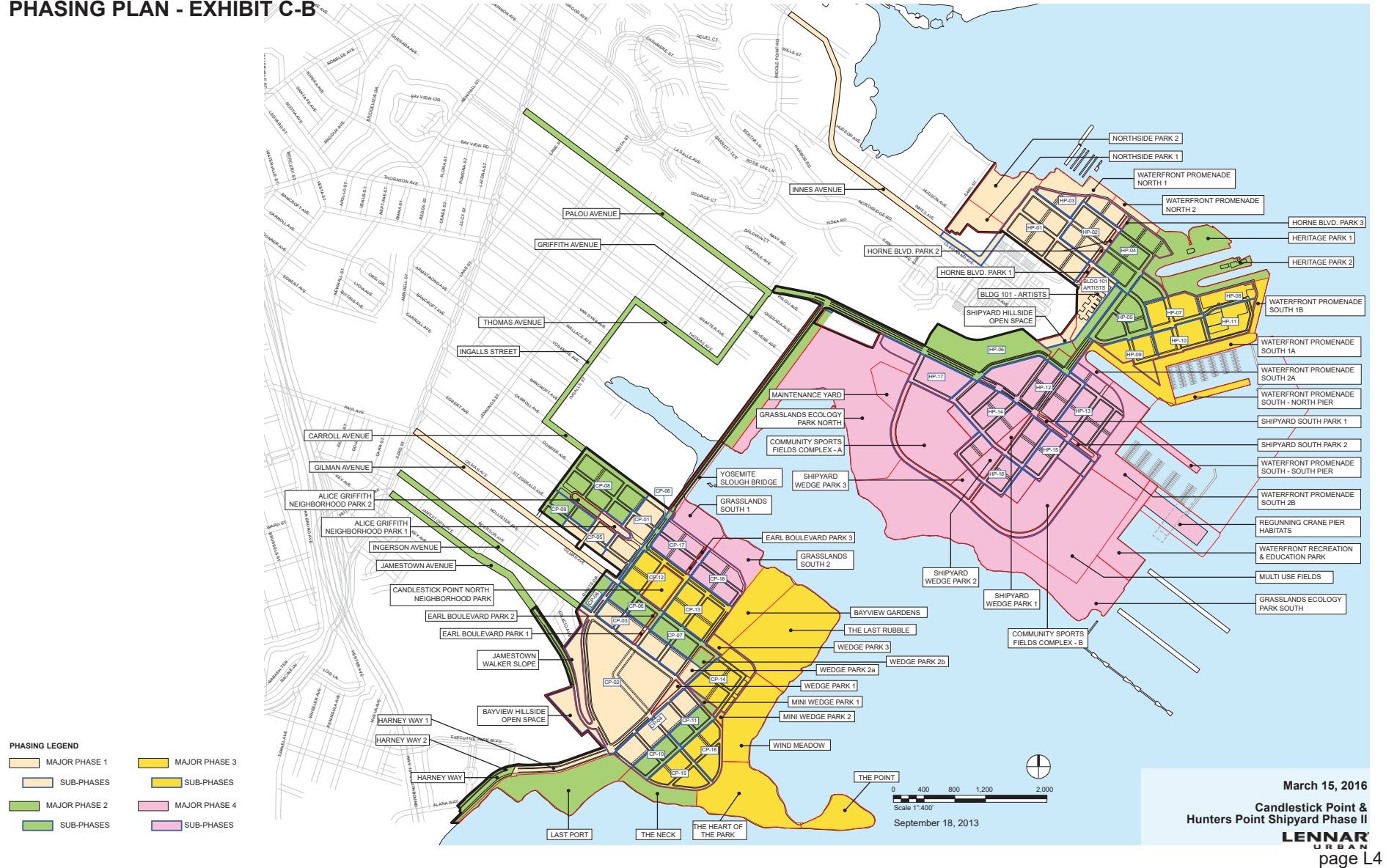


EXHIBIT D-B**Schedule of Performance (Non-Stadium Alternative) - Approved 2014**

Sub-Phase	Associated Public Benefit	Application Outside Date	Commencement Outside Date	Completion Outside Date
Major Phase 1				
Major Phase 1 HP		6/30/15		6/29/22
HP-01	Building 101 Infrastructure	6/30/15	6/29/17	6/29/20
	Artist Replacement Space		6/29/17	6/29/18
	Innes Avenue		6/29/17	6/29/19
	Horne Blvd Park 1		6/29/19	6/29/20
HP-02	Northside Park 1	6/29/16	6/30/18	6/29/21
	Northside Park 2		6/29/20	6/29/21
	Horne Blvd Park 2		6/29/20	6/29/21
			6/29/20	6/29/21
HP-03	Waterfront Promenade North 1	6/29/17	6/30/19	6/29/22
	Waterfront Promenade North 2		6/29/21	6/29/22
	Horne Blvd Park 3		6/29/21	6/29/22
			6/29/21	6/29/22
Major Phase 1 CP		10/1/13		12/29/21
CP-01		10/1/13	10/1/15	9/30/17
CP-02	Bayview Hillside Open Space	12/31/14	12/30/16	12/30/19
	Jamestown Walker Slope		12/30/18	12/30/19
	Harney Way		12/30/18	12/30/19
	Wedge Park 1		12/30/18	12/30/19
			12/30/18	12/30/19
CP-03	Gilman Ave	12/31/15	12/31/17	12/30/20
			12/31/19	12/30/20
CP-04		12/31/15	12/30/17	12/30/19
CP-05		12/30/16	12/30/18	12/29/21
	Alice Griffith Neighborhood Park 1		12/29/20	12/29/21

Schedule of Performance (Non-Stadium Alternative) - Approved 2014

	Sub-Phase	Associated Public Benefit	Application Outside Date	Commencement Outside Date	Completion Outside Date
Major Phase 2					
Major Phase 2 HP					
	HP-04	Heritage Park 1	6/29/18	6/28/20 6/28/22	6/27/25 6/28/23 6/28/23
	HP-05	Heritage Park 2	6/29/19	6/28/21 6/28/23	6/28/24 6/28/24
	HP-06	Shipyard Hillside Open Space Palou Ave Ingalls/Thomas/Carroll/Griffith Yosemite Slough Bridge	6/28/20	6/28/22 6/27/24 6/27/24 6/27/24 6/27/24	6/27/25 6/27/25 6/27/25 6/27/25 6/27/25
Major Phase 2 CP					
	CP-06	Earl Boulevard Park 1 and 2	12/30/17	12/30/19 12/29/21	12/28/2027 12/29/22 12/29/22
	CP-07	Wedge Park 2	12/30/18	12/29/20 12/29/22	12/29/23 12/29/23
	CP-08	Alice Griffith Neighborhood Park 2	12/30/19	12/29/21 12/29/23	12/28/24 12/28/24
	CP-09	Ingerson Ave Jamestown Ave	12/29/20	12/29/22 12/28/24 12/28/24	12/28/25 12/28/25 12/28/25
	CP-10	Last Port The Neck	12/29/21	12/29/23 12/28/25 12/28/25	12/29/26 12/29/26 12/29/26
	CP-11	Mini-Wedge Park 1	12/29/22	12/28/24 12/28/26	12/28/27 12/28/27

Schedule of Performance (Non-Stadium Alternative) - Approved 2014

	Sub-Phase	Associated Public Benefit	Application Outside Date	Commencement Outside Date	Completion Outside Date
Major Phase 3					
Major Phase 3 HP			6/28/21		6/26/30
	HP-07	Waterfront Promenade South 1b	6/28/21	6/28/23	6/27/25
	HP-08		6/28/22	6/27/24	6/27/27
				6/27/26	6/27/27
	HP-09		6/28/23	6/27/25	6/27/27
	HP-10		6/27/24	6/27/26	6/26/28
	HP-11	Waterfront Promenade South 1a Waterfront Promenade North Pier	6/27/25	6/27/27	6/26/30
				6/26/29	6/26/30
				6/26/29	6/26/30
Major Phase 3 CP			12/29/23		
	CP-12	Boulevard Park North CP Neighborhood Park	12/29/23	12/28/25	12/27/28
				12/28/27	12/27/28
				12/28/27	12/27/28
	CP-13	Boulevard Park South Wedge Park 3 Bayview Gardens	12/28/24	12/28/26	12/27/29
				12/27/28	12/27/29
				12/27/28	12/27/29
				12/27/28	12/27/29
	CP-14	The Last Rubble	12/28/25	12/28/27	12/27/30
				12/27/29	12/27/30
	CP-15	The Heart of the Park The Point	12/28/26	12/27/28	12/27/31
				12/27/30	12/27/31
				12/27/30	12/27/31
	CP-16	Wind Meadow Mini-Wedge 2	12/28/27	12/27/29	12/26/32
				12/27/31	12/26/32
Major Phase 4					
Major Phase 4 HP			6/27/26		6/24/36
	HP-12		6/27/26	6/26/28	6/26/31

Schedule of Performance (Non-Stadium Alternative) - Approved 2014

Sub-Phase	Associated Public Benefit	Application Outside Date	Commencement Outside Date	Completion Outside Date
	Shipyard South Park 1		6/26/30	6/26/31
HP-13	Waterfront Promenade South 2a	6/27/27	6/26/29	6/25/32
	Waterfront Promenade South 2b		6/26/31	6/25/32
	Waterfront Promenade South Pier		6/26/31	6/25/32
	Shipyard South Park 2		6/26/31	6/25/32
HP-14	Shipyard South Boulevard Park	6/26/28	6/26/30	6/25/33
	Shipyard Wedge Park 1		6/25/32	6/25/33
HP-15	Grassland Ecology Park South	6/26/29	6/26/31	6/25/34
	Community Sports Fields Complex B		6/25/33	6/25/34
	Multi-Use Fields		6/25/33	6/25/34
	Waterfront Recreation and Education Park		6/25/33	6/25/34
	Regunning Crane Pier		6/25/33	6/25/34
HP-16	Shipyard Wedge Park 2 & 3	6/26/30	6/25/32	6/25/35
	Community Sports Fields Complex A		6/25/34	6/25/35
HP-17	Maintenace Yard	6/26/31	6/25/33	6/24/36
	Grassland Ecology Park North		6/25/35	6/24/36
Major Phase 4 CP		12/27/28		12/26/34
CP-17	Earl Boulevard Park 3	12/27/28	12/27/30	12/26/33
	Grasslands South 1		12/26/32	12/26/33
			12/26/32	12/26/33
CP-18	Grasslands South 2	12/27/29	12/27/31	12/26/34
			12/26/33	12/26/34

Attachment L - DDA Exhibits

EXHIBIT D-B Schedule of Performance (Non-Stadium Alternative) 2016

Sub-Phase	Associated Public Benefit	Application Outside Date	Commencement Outside Date	Completion Outside Date
Major Phase 1				
Major Phase 1 HP				
HP-01	Building 101 Infrastructure Artist Replacement Space Innes Avenue Home Blvd Park 1	6/30/15 6/30/15	6/29/17 6/29/17 6/29/17 6/29/19	6/29/22 6/29/20 6/29/18 6/29/19
HP-02	Northside Park 1 Northside Park 2 Home Blvd Park 2	6/29/16	6/30/18 6/29/20 6/29/20 6/29/20	6/29/21 6/29/21 6/29/21 6/29/21
HP-03	Waterfront Promenade North 1 Waterfront Promenade North 2 Home Blvd Park 3	6/29/17	6/30/19 6/29/21 6/29/21 6/29/21	6/29/22 6/29/22 6/29/22 6/29/22
Major Phase 1 CP				
CP-01		10/1/13 10/1/13	10/1/15	12/29/21 9/30/17
CP-02	Bayview Hillside Open Space Jamestown Walker Slope Harney Way 1 Wedge Park 1 Gillman Ave	12/31/15	12/30/17 12/30/19 12/30/19 12/30/19 12/30/19	12/29/20 12/29/20 12/29/20 12/29/20 12/29/20
CP-03	Wedge Park 2a	12/31/15	12/31/17 12/31/19	12/30/20 12/30/20
CP-04		12/31/15	12/30/17	12/30/19
CP-05	Alice Griffith Neighborhood Park 1	12/30/16	12/30/18 12/29/20	12/29/21 12/29/21
Major Phase 2				
Major Phase 2 HP				
HP-04	Heritage Park 1	6/29/2018 6/29/18	6/28/20 6/28/22	6/27/25 6/28/23
HP-05	Heritage Park 2	6/29/19	6/28/21 6/28/23	6/28/24 6/28/24
HP-06	Shipyard Hillside Open Space Patou Ave Ingalls/Thomas/Carroll/Griffith Yosemite Slough Bridge	6/28/20	6/27/22 6/27/24 6/27/24 6/27/24 6/27/24	6/27/25 6/27/25 6/27/25 6/27/25 6/27/25
Major Phase 2 CP				
CP-06	Earl Boulevard Park 1 and 2 Harney Way 2	12/30/2017 12/30/17	12/30/19 12/29/21 12/29/21	12/29/22 12/29/22 12/29/22
CP-07	Wedge Park 2b	12/30/18	12/29/20 12/29/22	12/29/23 12/29/23
CP-08	Alice Griffith Neighborhood Park 2	12/30/19	12/29/21 12/29/23	12/28/24 12/28/24
CP-09	Ingerson Ave Jamestown Ave	12/29/20	12/29/22 12/28/24 12/28/24	12/28/25 12/28/25 12/28/25
CP-10	Last Port The Neck	12/29/21	12/29/23 12/28/25 12/28/25	12/29/26 12/29/26 12/29/26
CP-11	Mini-Wedge Park 1	12/29/22	12/28/24 12/28/26	12/28/27 12/28/27

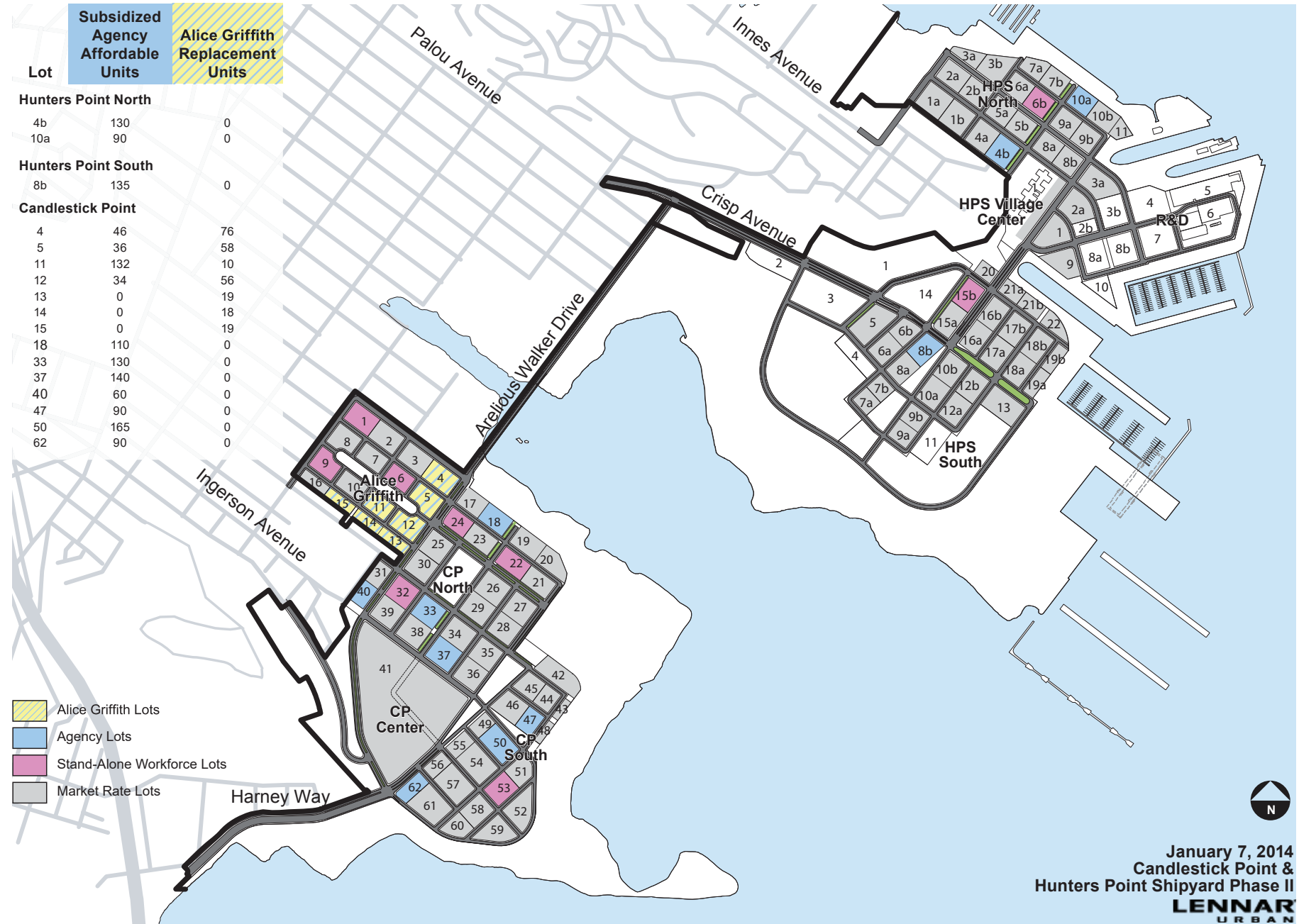
Attachment L - DDA Exhibits

Schedule of Performance (Non-Stadium Alternative) 2016

Major Phase	Sub-Phase	Associated Public Benefit	Application Outside Date	Commencement Outside Date	Completion Outside Date
Major Phase 3					
Major Phase 3 HP	HP-07		6/28/21	6/28/23	6/26/30
	HP-08		6/28/21	6/28/23	6/27/25
	HP-08	Waterfront Promenade South 1b	6/28/22	6/27/24	6/27/27
	HP-09		6/28/23	6/27/26	6/27/27
	HP-10		6/27/24	6/27/25	6/27/27
Major Phase 3 CP	HP-11	Waterfront Promenade South 1a Waterfront Promenade North Pier	6/27/25	6/27/26	6/26/28
	CP-12		12/29/23	12/27/27	6/26/30
	CP-12	Boulevard Park North CP Neighborhood Park	12/29/23	6/26/29	6/26/30
	CP-13		12/28/24	6/26/29	6/26/30
	CP-13	Boulevard Park South Wedge Park 3 Bayview Gardens	12/28/24	6/26/29	6/26/30
Major Phase 4	CP-14		12/28/25	12/27/29	12/27/30
	CP-14	The Last Rubble	12/28/25	12/27/29	12/27/30
	CP-15		12/28/26	12/27/28	12/27/31
	CP-15	The Heart of the Park The Point	12/28/26	12/27/30	12/27/31
	CP-16		12/28/27	12/27/30	12/27/31
Major Phase 4 HP	HP-12		6/27/26	6/26/28	6/24/36
	HP-12	Shipyard South Park 1	6/27/26	6/26/30	6/26/31
	HP-13		6/27/27	6/26/29	6/25/32
	HP-13	Waterfront Promenade South 2a Waterfront Promenade South 2b Waterfront Promenade South Pier Shipyard South Park 2	6/27/27	6/26/31	6/25/32
	HP-14		6/26/28	6/26/30	6/25/32
Major Phase 4 CP	HP-15		6/26/29	6/25/33	6/25/33
	HP-15	Shipyard South Boulevard Park Shipyard Wedge Park 1	6/26/29	6/25/32	6/25/33
	HP-16		6/26/30	6/25/33	6/25/33
	HP-16	Grassland Ecology Park South Community Sports Fields Complex B Multi-Use Fields Waterfront Recreation and Education Park Regunning Crane Pier	6/26/30	6/25/32	6/25/33
	HP-17		6/26/31	6/25/34	6/25/35
Major Phase 4 CP	CP-17		12/27/28	12/27/30	12/26/33
	CP-17	Earl Boulevard Park 3 Grasslands South 1	12/27/28	12/26/32	12/26/33
	CP-18		12/27/29	12/27/31	12/26/34
	CP-18	Grasslands South 2	12/27/29	12/26/33	12/26/34
	CP-18		12/27/29	12/26/33	12/26/34

HOUSING MAP - EXHIBIT F-B

2014 REFINED NON-STADIUM ALTERNATIVE



January 7, 2014
Candlestick Point &
Hunters Point Shipyard Phase II

LENNAR
URBAN

HOUSING MAP - EXHIBIT F-B

2016 REFINED NON-STADIUM ALTERNATIVE

