RESOLUTION NO. 48-2000
Adopted March 28, 2000

DECLARING RESULTS OF THE SPECIAL ELECTION IN
COMMUNITY FACILITIES DISTRICT NO. 6 (MISSION BAY SOUTH
PUBLIC IMPROVEMENTS) AND DIRECTING RECORDING OF A
NOTICE OF SPECIAL TAX LIEN; MISSION BAY SOUTH
REDEVELOPMENT PROJECT AREA

BASIS FOR RESOLUTION

1. On March 28, 2000, concurrent with this Resolution, the Commission of the
Redevelopment Agency of the City and County of San Francisco (the “Commission”) adopted Resolution No. 47-2000, Calling A Special Election in the Community Facilities District No. 6 (Mission Bay South Public Improvements) (the “Resolution Calling a Special Election”), calling for a special election of the qualified electors within the Redevelopment Agency of the City and County of San Francisco Community Facilities District No. 6 (Mission Bay South Public Improvements) (the “District”) pursuant to the Mello-Roos Community Facilities Act of 1982, as amended, constituting Chapter 2.5 of Part 1 of Division 2 of Title 5, commencing with Section 53311, of the California Government Code (the “Act”).

2. The issues presented at the special election were (a) the incurring of a bonded indebtedness in the maximum aggregate principal amount of $200,000,000, (b) the levy of a special tax within the District in accordance with the rate and method of apportionment approved by the Commission by Resolution No. 45-2000, Forming Community Facilities District No. 6 (Mission Bay South Public Improvements), Authorizing Levy of a Special Tax Within the District and Preliminarily Establishing an Appropriations Limit for the District, and (c) the approval of an annual appropriations limit of not to exceed $50,000,000 pursuant to the Resolution Calling a Special Election (the “Issues”).

3. The special election was held on March 28, 2000 pursuant to the Resolution Calling a Special Election, and the Secretary of the Agency has on file a Canvass and Statement of Results of Election, a copy of which is attached as Exhibit A.

4. This Commission has reviewed the Canvass and Statement of Results of Election.

FINDINGS

1. The Commission finds that Canvass and Statement of Results of Election on file with the Secretary declares that the Issues presented at the special election were approved by the qualified electors of the District by more than two-thirds of the votes cast at the special election.

2. The Commission finds that all prior proceedings and actions taken by the Commission with respect to the District were valid and in conformity with the Act.
RESOLUTION

ACCORDINGLY, IT IS RESOLVED by the Commission of the Redevelopment Agency of the City and County of San Francisco, that:

1. Pursuant to the voter approval, the Redevelopment Agency of the City and County of San Francisco Community Facilities District No. 6 (Mission Bay South Public Improvements) is hereby declared to be fully formed with the authority to incur bonded indebtedness and to levy special taxes as provided in these proceedings and in the Mello-Roos Community Facilities Act of 1982.

2. The Agency Secretary is hereby directed to execute and cause to be recorded in the office of the County Recorder of the City and County of San Francisco a notice of special tax lien in the form required by the Act, which recording shall occur no later than fifteen days following adoption of this Resolution.

APPROVED AS TO FORM

Bertha A. Ontiveros
Agency General Counsel
EXHIBIT A

CANVASS AND STATEMENT OF RESULT OF ELECTION

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
Community Facilities District No. 6
(Mission Bay South Public Improvements)

I hereby certify that on March 28, 2000, I canvassed the returns of the election held on March 28, 2000, in the Redevelopment Agency of the City and County of San Francisco Community Facilities District No. 6 (Mission Bay South Public Improvements) and the total number of ballots cast in said District and the total number of votes cast for and against the measure are as follows and the totals as shown for and against the measure are full, true and correct:

<table>
<thead>
<tr>
<th>Qualified Landowner Votes Cast</th>
<th>YES</th>
<th>NO</th>
</tr>
</thead>
<tbody>
<tr>
<td>Redevelopment Agency of the City and County of San Francisco Community Facilities District No. 6 (Mission Bay South Public Improvements) Special Tax and Bond Election, March 28, 2000.</td>
<td>101</td>
<td>101</td>
</tr>
</tbody>
</table>

BALLOT MEASURE: Shall the Redevelopment Agency of the City and County of San Francisco (the "Agency") incur an indebtedness and issue bonds in one or more series in the maximum aggregate principal amount of $200,000,000, with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of the respective series of such bonds on behalf of the Redevelopment Agency of the City and County of San Francisco Community Facilties District No. 6 (Mission Bay South Public Improvements) (the "District"), the proceeds of which will be used to finance certain public improvements; shall a special tax payable solely from lands within the District be levied annually upon lands within the District to pay for the principal and interest upon such bonds, the costs of facilities and the costs of the Agency in administering the District, and shall the annual appropriations limit of the District be established in the amount of $50,000,000?

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND this 28th day of March, 2000.

By: Erwin Tanjuaqui
Secretary,
Redevelopment Agency of the City and County of San Francisco