

**EXHIBIT S**

**Form of Architect's Certificate**

DATE: \_\_\_\_\_

TO: San Francisco Redevelopment Agency  
One South Van Ness Avenue, 5th Floor  
San Francisco, California 94103

FROM: \_\_\_\_\_

RE: [Description of Vertical Improvement] (the "**Vertical Improvements**")

This Architect's Certificate is being provided pursuant to section 9.2 of that certain Disposition and Development Agreement (Candlestick Point and Phase 2 of the Hunters Point Shipyard), by and among CP Development Co., LP, a Delaware limited partnership ("**Developer**"), and the Redevelopment Agency of the City and County of San Francisco, a public body, corporate and politic, of the State of California (the "**Agency**"), dated for reference purposes as of June 3, 2010, and recorded in the Official Records of the City and County of San Francisco on \_\_\_\_\_, as Document No. \_\_\_\_\_ at Reel \_\_\_\_\_, Image \_\_\_\_\_ (as amended, the "**DDA**"), and that certain Assignment and Assumption Agreement related thereto dated as of \_\_\_\_\_, 20\_\_ by and between Developer and \_\_\_\_\_, a \_\_\_\_\_ ("**Vertical Developer**"). Capitalized terms used but not otherwise defined in this Architect's Certificate have the meanings given to them in the DDA.

As Architect of Record for the design and construction of the Vertical Improvements, I visited the Vertical Improvements at intervals appropriate to the state of construction, or as otherwise agreed by me and Vertical Developer, to become generally familiar with the progress and quality of the construction completed and to determine in general if the construction was being performed in a manner indicating that the construction when completed would be in accordance with the Construction Documents approved by the Agency. I observed the Vertical Improvements from \_\_\_\_\_, 20\_\_ to \_\_\_\_\_, 20\_\_, and all the statements made below are made as of the date(s) of my observation(s). My opinions and statements provided in this certificate are limited to my on-site inspections. I am not required to make nor have I made exhaustive or continuous on-site inspections of the Vertical Improvements.

I neither retained nor exercised control over or charge of, nor am I responsible for construction means, methods, techniques, sequences or procedures, or for safety precautions and programs in connection with the construction of the Vertical Improvements.

I shall not be responsible for the contractor's schedules or failure to carry out the work in accordance with the Construction Documents. I neither have nor have had control over or charge of acts or omissions of any contractor, subcontractor or their agents or employees, or of any other person performing portions of the construction.

As Architect of Record for the construction of the Vertical Improvements and subject to the limitations set forth above, I hereby certify to the best of my knowledge, information and belief, in my professional opinion, as follows:

1. I have observed the construction of the Vertical Improvements on the dates set forth above.
2. The Construction Documents provide for the construction of the Vertical Improvements in accordance with all applicable laws, including laws relating to accessibility.
3. Construction of the Vertical Improvements has been performed in a good and work person-like manner and in accordance with the Construction Documents, except as may be noted on Exhibit S-A attached hereto.
4. All work performed and material and fixtures used in connection with the construction of the Vertical Improvements are in accordance with the Construction Documents, except as may be noted on Exhibit S-A attached hereto.
5. Construction of the Vertical Improvements has been completed in accordance with all applicable building laws, regulations and ordinances.
6. The required certificates, approvals and permits of all governmental authorities having jurisdiction covering the work to date on the Vertical Improvements have been issued and are in force, and there is not an undischarged violation of applicable laws, regulations, or orders of any governmental authority having jurisdiction of which I have notice as of the date hereof, except as may be noted on Exhibit S-A attached hereto.

[Architect of Record]

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**EXHIBIT S-A**

**Exceptions to Architect's Certificate**

The statements made on the Architect's Certificate to which this Exhibit S-A is attached are subject to the following exceptions: