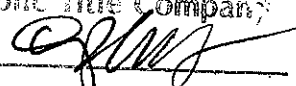


RECORDING REQUESTED BY  
AND WHEN RECORDED MAIL TO:

O'Farrell Senior Housing, Inc.  
26 O'Farrell Street, Suite 600  
San Francisco, CA 94108  
Attention: President

This is to certify that this is a  
true and correct copy of the  
original document recorded  
on 4.21.05 at 8 AM  
ss No. H 941459 in the  
County of SAN FRANCISCO  
Old Republic Title Company  
By 

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(SPACE ABOVE THIS LINE FOR RECORDER'S USE)

**MEMORANDUM OF  
ASSIGNMENT OF GROUND LEASE**

This Memorandum of Assignment of Ground Lease (the "Memorandum") is made as of the 19<sup>th</sup> day of April, 2005, by and among Citizens Housing Corporation, a California nonprofit public benefit corporation ("Assignor") and O'Farrell Senior Housing, Inc. , a California nonprofit public benefit corporation ("Assignee") with respect to that certain Assignment and Assumption of Ground Lease dated as of the 19<sup>th</sup> day of April, 2005, (the "Assignment") between Assignor and Assignee.


Pursuant to the Assignment, Assignor has assigned to Assignee its rights, title, interest and obligations, as lessee, in that certain Ground Lease dated as of August 4, 2000, entered into with the Redevelopment Agency of the City and County of San Francisco, a public body, corporate and politic, as lessor, for the purpose of leasing that certain real property, more particularly described in Exhibit A attached hereto and incorporated herein, as evidenced by that certain Memorandum of Ground Lease dated as of August 4, 2000, recorded in the Official Records of the City And County of San Francisco on August 4, 2000 as Serial No. 2000-G809887-00.

This Memorandum shall incorporate herein all of the terms and provisions of the Assignment as though fully set forth herein.

IN WITNESS WHEREOF, each of the parties hereto has executed this Agreement as of the date first written above.

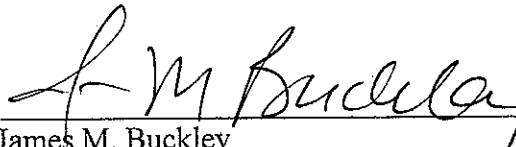
ASSIGNOR:

Citizens Housing Corporation, a California  
nonprofit public benefit corporation

By:   
James M. Buckley  
President

ASSIGNEE:

O'Farrell Senior Housing, Inc., a California  
nonprofit public benefit corporation

By:   
James M. Buckley  
Vice President

## EXHIBIT A

The land referred to is situated in the City and County of San Francisco, State of California and described as follows:

BEGINNING at a point on the southerly line of O'Farrell Street, distant thereon 60 feet easterly from the easterly line of Jones Street; running thence easterly along said line of O'Farrell Street 99 feet and 6 inches; thence at a right angle southerly 137.50 feet; thence at a right angle westerly 22 feet to the easterly line of Steveloe Place; thence at a right angle northerly along said line of Steveloe Place 15 feet to the northerly line of Steveloe Place; thence at a right angle westerly along said line of Steveloe Place 77.50 feet; thence at a right angle northerly 122.50 feet to the point of beginning.


BEING part of 50 Vara Block No. 225.

EXCEPTING THEREFROM all buildings and improvements situated thereon, which buildings and improvements are and shall remain real property.

STATE OF CALIFORNIA            )  
  )ss  
COUNTY OF SAN FRANCISCO    )

On April 19, 2005, before me, S. C. Whitney, personally appeared James M. Buckley, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose names(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

  
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