

NOT FOR RECORDING
Director of Property
Real Estate Department
City and County of San Francisco
25 Van Ness Avenue, Suite 401
San Francisco, CA 94102



OFFER OF IMPROVEMENTS

(5M Project – Phase 1)

FC 5M H1 EXCHANGE, LLC, a Delaware limited liability company ("FC 5M H1") does hereby irrevocably offer to the CITY AND COUNTY OF SAN FRANCISCO, a municipal corporation ("City") all of the public street and roadway improvements, public utility facilities and other ancillary improvements constructed or installed by or on behalf of FC 5M H1 pursuant to the Improvement Plans and Specifications prepared by BKF Engineers entitled "5M-Phase 1-415 Natoma Street (H1 Building-Office) and 110 5th Street (Mary Court East Open Space)", dated May 10, 2019, on file with Public Works, for Phase One of the 5M Project.

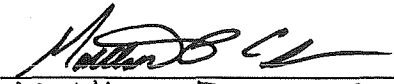
The property where the improvements are located is shown on the site plan attached as Exhibit A hereto, constituting property owned by the City, located in the City and County of San Francisco, and includes the area identified as a public sidewalk easement.

With respect to this offer of improvements, it is understood and agreed that: (i) upon acceptance of this offer of public improvements, the City shall own and be responsible for public facilities and improvements, subject to the maintenance obligation of fronting property owners or other permittees pursuant to the Public Works Code, including, but not limited to, Public Works Code Sections 706 and 786, and (ii) the City and its successors and assigns shall incur no liability or obligation whatsoever hereunder with respect to such offer of public improvements, and shall not assume any responsibility for the offered improvements, unless and until such offer has been formally accepted by the Director of Public Works or the Board of Supervisors and subject to any exception that may be provided in a separate instrument, such as a permit under Public Works Code Section 786, or other local law.

The provisions hereof shall inure to the benefit of and be binding upon the heirs, successors, assigns and personal representatives of the respective parties hereto.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 6th day of May, 2019.

FC 5M H1 EXCHANGE, LLC,
a Delaware limited liability Company

By: 
Name: Matthew ELSEESSER
Its: EXECUTIVE VICE PRESIDENT

**CERTIFICATE OF ACKNOWLEDGMENT
OF NOTARY PUBLIC**

STATE OF CALIFORNIA)
) ss.
CITY AND COUNTY OF SAN FRANCISCO)

On May 6, 2019, before me, Julie Garduno,
personally appeared Matthew Elseser,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the
foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Julie Garduno

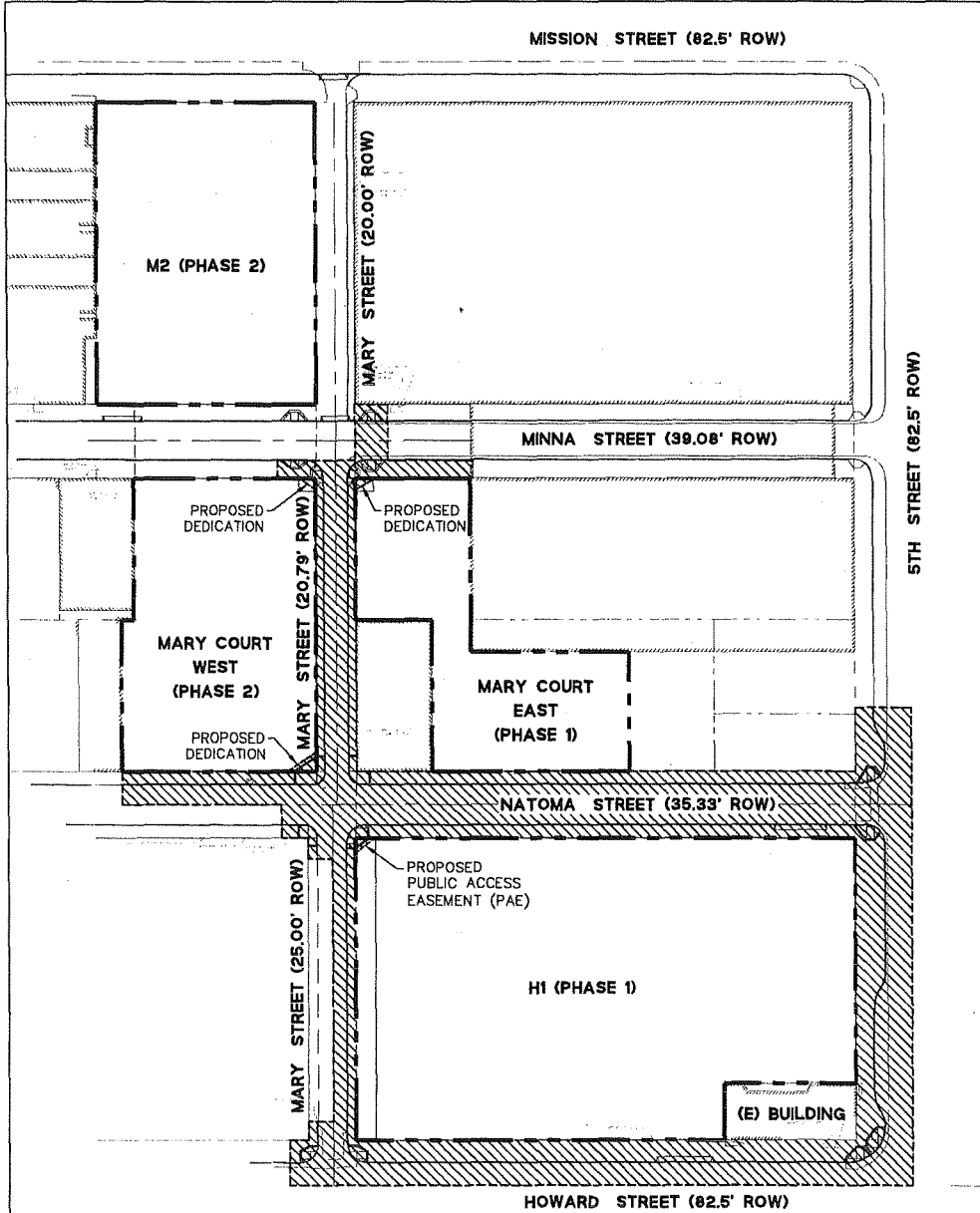
Signature of Notary Public (Seal)



EXHIBIT A

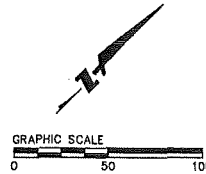
SITE PLAN

DRAWING NAME: \\net-m\data\2016\20441_BA_A_Plan\DWG\20441_01_Site_Plan_01.dwg
 PLOT DATE: 04-29-19 PLOTTED BY: sdd



LEGEND

 PHASE 1 (H1 & MCE)



Date	By	Revisions
1/14/2019		

5M PROJECT - SITE PLAN EXHIBIT
PHASE 1 (H1 & MCE)
 SAN FRANCISCO SAN FRANCISCO COUNTY STATE OF CALIFORNIA

BKF100 YEARS
 ENGINEERS · SURVEYORS · PLANNERS
 255 WASHINGTON DR., SUITE 200, RICHMOND CITY, CA 94603
 (510) 442-8300
 www.bkf.com

CBRT Engineers