

**Attachment 16: Capacity – Housing Implementation Documentation**

McCormack Baron Salazar

Att16\_Capacity\_Housing.pdf



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October 20, 2010

Ms. Linda Heiney  
McCormack Baron Salazar  
720 Olive Street, Suite 2500  
St. Louis, Missouri 63101

Dear Linda:

RubinBrown LLP has audited and issued an unqualified opinion on the balance sheet as of December 31, 2009 and related statements of income, partners' equity and cash flows for the year ended December 31, 2009, the last year for which audited statements are available, for the following projects:

1. Blumeyer Associates, LP
2. Blumeyer II Associates, LP
3. Blumeyer III Associates, LP
4. Blumeyer IV Associates, LP
5. Blumeyer Elderly, LP
6. University Place Southeast, L.P.
7. University Place II, LP
8. University Place III, LP
9. Aliso I, LP
10. Aliso II, LP

As of December 31, 2009, each project has not required ongoing cash infusions by the owner.

Please give me a call if you need additional information.

Sincerely,

RubinBrown LLP

A handwritten signature in black ink, appearing to read "B. Keller", written over a white background.

Bryan C. Keller, CPA  
Partner-in-Charge, Real Estate Services Group  
Phone Number: 314.290.3341  
E-mail: bryan.keller@rubinbrown.com

BCK/lg

cc: Ms. Cady Scott

	Renaissance Place I / Blumeyer Associates LP	Renaissance Place II / Blumeyer II Associates LP	Renaissance Place III / Blumeyer III Associates LP	Renaissance Place IV / Blumeyer IV Associates LP	Renaissance Senior / Blumeyer Elderly LP
Rental Income	1,054,789.00	197,270.00	659,041.00	899,900.00	687789
Operating Expenses	1,512,139.00	292,074.00	973,989.00	1,366,188.00	932340
Net operating Income (Loss)	(457,350.00)	(94,804.00)	(314,948.00)	(466,288.00)	(244,551.00)
Other Income (Expense)	7,900.00	4,083.00	92,758.00	19,921.00	14655
Net Income (Loss)	<u>(465,250.00)</u>	<u>(98,887.00)</u>	<u>(407,706.00)</u>	<u>(486,209.00)</u>	<u>(259,206.00)</u>
Adjustments to reconcile Net Income to Net Cash provided by other activities:					
Operating Activities:					
Depreciation and Amortization	694,241.00	117,164.00	433,460.00	661,051.00	373203
Change in accounts receivable, prepaid, etc	4,790.00	1,044.00	10,892.00	(7,277.00)	16011
Funding of restricted cash accounts	3,368.00	(288.00)	3,627.00	317.00	1220
Change in payable, accruals, etc	(78,647.00)	(12,006.00)	(9,425.00)	1,901.00	-12212
Other adjustments	53,492.00	(3,856.00)	(39,866.00)	(50,873.00)	-19639
Change in liability accounts	(7,900.00)	(1,000.00)	-	6,390.00	127
Investing Activities:					
Replacement reserve funding	(56,001.00)	(7,905.00)	(46,470.00)	(63,301.00)	-29971
Mortgage escrow accounts	17,255.00	(5,509.00)	10,292.00	(36,493.00)	-17594
Other reserves	(31,186.00)	(131.00)	(3,285.00)	6,777.00	-368
Accrual / (payment) of development fees	-	-	-	-	-
Financing Activities:					
First Mortgage	(74,852.00)	(17,661.00)	(33,618.00)	(15,407.00)	-47218
Second Mortgage	(35,402.00)	(4,945.00)	(3,434.00)	-	-31479
Third Mortgage	(7,080.00)	(1,084.00)	49,657.00	-	-
Fourth Mortgage	-	-	(3,122.00)	-	-
Fifth Mortgage	-	-	(937.00)	-	-
Capital Distributions / Operational Advance payback	-	(1,485.00)	(6,141.00)	222,984.00	-8979
Other	-	-	-	-	-
Net increase (decrease) in cash	<u>16,828.00</u>	<u>(36,549.00)</u>	<u>(46,076.00)</u>	<u>239,860.00</u>	<u>(36,105.00)</u>

Note: The amounts shown above have been extracted from the audited financial statements as of December 31, 2009.  
The independent auditor's report for each of the legal entities shown above have been provided on the preceding page.

	University Place Southeast	University Place II, LP	University Place III, LP
Rental Income	638,601.00	1,042,057.00	259,392.00
Operating Expenses	1,063,000.00	1,579,277.00	644,738.00
Net operating Income (Loss)	(424,399.00)	(537,220.00)	(385,346.00)
Other Income (Expense)	21,355.00	290,641.00	404,108.00
Net Income (Loss)	<u>(445,754.00)</u>	<u>(827,861.00)</u>	<u>(789,454.00)</u>
Adjustments to reconcile Net Income to Net Cash provided by other activities:			
Operating Activities:			
Depreciation and Amortization	463,900.00	674,942.00	111,637.00
Change in accounts receivable, prepaid, etc	(3,503.00)	(20,900.00)	(33,794.00)
Funding of restricted cash accounts	-	-	-
Change in payable, accruals, etc	(7,595.00)	133,971.00	310,755.00
Other adjustments	-	447,709.00	674,428.00
Change in liability accounts	10,550.00	10,300.00	1,666.00
Investing Activities:			
Replacement reserve funding	(35,421.00)	(45,001.00)	-
Mortgage escrow accounts	-	(28,522.00)	-
Other reserves	46,335.00	-	-
Purchase fixed assets	-	(19,672.00)	-
Financing Activities:			
First Mortgage	(4,991.00)	(4,494.00)	-
Second Mortgage	-	-	-
Third Mortgage	-	-	-
Fourth Mortgage	-	-	-
Fifth Mortgage	-	-	-
Capital Distributions / Operational Advance payback	(19,296.00)	4,703.00	77,830.00
Net increase (decrease) in cash	<u>4,225.00</u>	<u>325,175.00</u>	<u>353,068.00</u>

Note: The amounts shown above have been extracted from the audited financial statements as of December 31, 2009.  
The independent auditor's report for each of the legal entities shown above have been provided on the preceding page.

	Aliso I, LP	Aliso II, LP
Rental Income	1,483,201.00	1,355,139.00
Operating Expenses	1,015,546.00	906,665.00
Net operating Income (Loss)	467,655.00	448,474.00
Other Income (Expense)	1,383,220.00	1,268,359.00
Net Income (Loss)	<u>(915,565.00)</u>	<u>(819,885.00)</u>
Adjustments to reconcile Net Income to Net Cash provided by other activities:		
Operating Activities:		
Depreciation and Amortization	889,227.00	870,341.00
Change in accounts receivable, prepaid, etc	(10,973.00)	(114,734.00)
Funding of restricted cash accounts	-	-
Change in payable, accruals, etc	334,774.00	-
Other adjustments	-	-
Change in liability accounts	1,146.00	177,631.00
Investing Activities:		
Replacement reserve funding	(75,596.00)	(66,202.00)
Mortgage escrow accounts	(150,603.00)	-
Other reserves	24,660.00	(116,974.00)
Purchase fixed assets	(3,591.00)	(556,521.00)
Insurance/Investment	(33,561.00)	(67,238.00)
Financing Activities:		
First Mortgage	(201,513.00)	(149,429.00)
Second Mortgage	(107,705.00)	-
Third Mortgage	-	-
Fourth Mortgage	-	-
Fifth Mortgage	-	-
Capital Distributions / Operational Advance payback	(27,449.00)	(23,826.00)
Net increase (decrease) in cash	<u>(276,749.00)</u>	<u>(866,837.00)</u>

Note: The amounts shown above have been extracted from the audited financial statements as of December 31, 2009. The independent auditor's report for each of the legal entities shown above have been provided on the preceding page.

EXHIBIT F-1  
SUMMARY BUDGET

10/21/2010 15:27

	Aliso	Blumeyer	University Place
<b>A. Proposal: Development Sources</b>			
HUD/FED	\$ 14,587,415	\$ 28,725,155	\$ 20,319,772
Tax Credit Equity	\$ 52,194,107	\$ 31,710,255	\$ 21,042,862
Local/City/State	\$ -	\$ 1,200,000	\$ 5,498,864
Philanthropic/Other	\$ 5,600,000	\$ 6,136,508	\$ 500,000
First Mortgage	\$ -	\$ 6,848,420	\$ 8,882,000
<b>Subtotal Development Sources</b>	<b>\$ 72,381,522</b>	<b>\$ 74,620,338</b>	<b>\$ 56,243,498</b>
<b>B. Additional Grant Agreement Sources</b>			
HUD/FED	\$ 13,404,233	\$ 22,648,975	\$ 8,876,520
Local/City/State	\$ -	\$ -	\$ 8,775,041
Other			
<b>TOTAL SOURCES (A &amp; B)</b>	<b>\$ 85,785,755</b>	<b>\$ 97,269,313</b>	<b>\$ 73,895,059</b>
<b>A. Uses of Funds for Development</b>			
Construction	\$ 59,305,526	\$ 53,943,796	\$ 41,038,936
Architecture and Engineering	\$ 3,835,000	\$ 2,607,505	\$ 2,642,377
Professional Fees & Reports	\$ 1,368,000	\$ 1,409,303	\$ 1,179,055
Fees/Insurance/Taxes	\$ 6,435,996	\$ 15,307,534	\$ 9,815,186
Marketing/FFE	\$ 1,437,000	\$ 1,530,890	\$ 1,568,046
<b>Subtotal Project Development Costs</b>	<b>\$ 72,381,522</b>	<b>\$ 74,799,028</b>	<b>\$ 56,243,600</b>
<b>B. Additional Grant Agreement Uses</b>			
CSS	\$ 4,265,420	\$ 4,932,500	\$ 100,785
Site Prep/Demolition/Public Improvements	\$ 3,288,384	\$ 15,067,044	\$ 17,305,676
Relocation	\$ 4,297,134	\$ 275,250	\$ -
Program Management	\$ 1,553,295	\$ 2,195,491	\$ 244,998
<b>Subtotal Part B Uses</b>	<b>\$ 13,404,233</b>	<b>\$ 22,470,285</b>	<b>\$ 17,651,459</b>
<b>TOTAL PROJECT USES (A &amp; B)</b>	<b>\$ 85,785,755</b>	<b>\$ 97,269,313</b>	<b>\$ 73,895,059</b>

Attachment 17: Capacity – People Implementation Documentation

McCormack Baron Salazar

Att17\_Capacity\_People.pdf

**This Attachment is Not Being Used**

Attachment 18: Capacity – Education Implementation Documentation

McCormack Baron Salazar

Att18\_Capacity\_Education.pdf

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Attachment 19: Capacity – Neighborhood Implementation Documentation

McCormack Baron Salazar

Att19\_Capacity\_Neighborhood.pdf

ATTACHMENT 19: DOCUMENTATION REGARDING EVIDENCE BASE SUPPORTING NEIGHBORHOOD TRANSFORMATION STRATEGIES.

In its experience leading neighborhood transformation efforts, and in its role as the Neighborhood Implementation Entity, the Redevelopment Agency has relied on empirical evidence to support its revitalization strategies.

See below for strategies, underlying assumptions, and references to empirical data supporting the strategies.

Goal	Strategy	Thesis	Empirical Reference
Improve household incomes	Provide job readiness training, job training; and job placement services	Job training and placement services can help individuals find jobs, which increases household income and decreases unemployment	1) "Sectoral Strategies for Low-Income Workers: Lessons From the Field," Maureen Conway, Amy Blair, Steven L. Dawson, Linda Dworak-Munoz, Summer 2007, Aspen Institute
Improve access to jobs, environmental quality, resident health , and household income through improved transportation.	Improve public transportation systems, through collaboration with local transportation agencies.	Auto use harms the environment. Public transportation to Bay Area job centers expands job opportunities and reduces household costs.	1) "Factors for Success in California's Transit-Oriented Development," Arrington, G.B. and Parker, Terry. Department of Transportation, Statewide Transit-Oriented Development Study. Sacramento: California. (2001).
Improve educational opportunities	Assist education providers with after-school programs.	Educational achievement enhances life-long achievement in areas of income, health, and social mobility	1) Chicago Turnaround, Bryk et. al. 2010. 2) "The Big Payoff: Educational Attainment and Synthetic Estimates of Work-Life Earnings," Jennifer Cheeseman Day and Eric C. Newburger, US Census Bureau, July 2002
Improve public safety and commercial assets	Provide façade and tenant improvement loans to businesses and residential owners, for renovations and repairs	Upgraded, well-cared for spaces communicates an alert and active presence that help to empower communities.	1) See: Crime Prevention Through Environmental Design theories, e.g., Sorensen, Severin; Hayes, John G; Walsh Ellen W, and Marina Myhre, (1995, 1997, 1998, 2000 editions). 2) "Defensible Space: A New Physical Planning Tool for Urban Revitalization," Newman, Oscar, Journal of the American Planning Association, 61: 2, 149 — 155 (1995)
Enhance Arts & Cultural Assets	Invest in local arts organizations.	Arts/culture provide recreational and expressive outlets that unify communities.	1) "The Arts and Civic Engagement: Involved in Arts, Involved in Life," National Endowment for the Arts, 2007.

# WHAT'S HAPPENING AT MISSION BAY

### LEGEND

AREAS MAPPED IN DARKER COLOR ARE EITHER COMPLETED OR UNDER CONSTRUCTION

- PUBLIC FACILITY
- PARKS & PUBLIC OPEN SPACE
- GROUND FLOOR RETAIL
- MARKET RATE RESIDENTIAL
- AFFORDABLE RESIDENTIAL
- HOTEL
- UCSF CAMPUS
- UCSF MEDICAL CENTER - HOSPITAL
- BIOTECH/CLEANTECH/MEDICAL OFFICE
- MUNI LIGHT RAIL
- SAN FRANCISCO BAY TRAIL
- CALTRAIN

### PARKS & OPEN SPACE

Over 41 acres of new park lands and publicly accessible open space.

### INFRASTRUCTURE

Projected \$700 million in new streets, streetscape, utilities and traffic improvements

### HOUSING

Entitled for 6000 residential units - including 4200 market rate and 1800 affordable units.

### RETAIL

280,000 square feet of new neighborhood-serving retail and commercial space.

### BIOTECH/OFFICE

4.4 million square feet of commercial office, research and biotechnology lab space.

### UCSF

57 acres with 2.7 million square feet of new development, including a new 550-bed hospital.

**ARTERRA** Intracorp  
268 Condominium Units  
800 square feet retail space  
Completed June 2008

**PARK TERRACE** Opus  
110 Condominium Units  
500 square feet retail space  
Completed August 2007

**MISSION WALK** Bridge Housing  
131 Affordable Units  
Completed June 2009

**BLOCK N4P3** Available Site - FOCIL-MB, LLC  
129 Residential Units  
180 Affordable For Sale, 49 Market Rate  
500 square feet retail space

**EDGEWATER** Urban Housing Group  
193 Rental Units  
Completed September 2007

**BLOCK 5** Available Site - FOCIL-MB, LLC  
198 Residential Units  
18,000 square feet retail space

**BLOCKS 11/12E** Available Site - FOCIL-MB, LLC  
Block 11: 171 Residential Units  
Block 12: 273 Residential Units  
Combined site total: 444 Residential Units

**CRESCENT COVE** The Related Companies  
236 Affordable Rental Units  
Completed June 2007

**BLOCK 12W** SF Redevelopment Agency  
125 Affordable Units, For-Sale

**CVRB - CARDIOVASCULAR RESEARCH BUILDING** - UCSF  
200,000 square feet of office and educational space  
Estimated Completion January 2010

**HELEN DILLER CANCER RESEARCH CENTER** - UCSF  
168,000 square feet of lab and educational space  
Completed June 2009

**1500 OWENS** - Alexandria  
165,000 square feet Life Sciences Building  
Estimated Completion: June 2009

**1600 OWENS** - Alexandria  
245,000 square feet Life Sciences Building

**ROCK HALL** - UCSF  
170,000 square feet of research space  
Completed August 2003

**UCSF COMMUNITY CENTER**  
155,000 square feet cultural, educational, social & recreational space  
Completed October 2005

**1670 OWENS GARAGE** - Alexandria  
Parking Garage - Estimated Completion: August 2009

**GLADSTONE INSTITUTE**  
180,000 square feet lab research facility  
Completed November 2004

**ALEXANDRIA LIFE SCIENCE & TECHNOLOGY CAMPUS**  
153,000 sq ft life science office and lab space  
10,000 square feet ground floor retail  
Completed December 2008

**GENENTECH HALL** - UCSF  
385,000 square feet research building  
Completed October 2002

**QB3 California Institute for Quantitative Biomedical Research** - UCSF  
152,000 square feet research building  
Completed November 2004

**THE BEACON** Centurian  
595 condominium units including 27 affordable units with 45,000 square feet of office and 83,000 square feet of retail  
Completed March 2004

**AVALON BAY II**  
313 rental units including 19 affordable units  
8600 square feet of retail space  
Completed October 2006

**235 BERRY** Signature  
99 condominium units  
Completed November 2006

**255 BERRY** Signature  
100 condominium units  
Completed May 2004

**AVALON BAY III**  
260 rental units  
11,200 square feet of retail space  
Completed June 2009

**THE GLASSWORKS** Santa Fe Partners - 39 Condominiums  
18000 square feet of office space  
10,000 square feet of retail space  
Completed June 2003

**RICH SORRO COMMONS** SFRA - 100 Rental Apartments  
Very Low Income Family Units including Child Care Center  
9850 square feet of retail space  
Completed June 2002

**AVALON BAY I**  
250 Rental Units including 21 Affordable Units  
7800 square feet of retail space  
Completed March 2003

**MISSION CREEK COMMUNITY** SFRA - 139 Rental Units  
Very Low Income Senior Housing, with Health Care Center  
7800 square feet of retail space and Public Library  
Completed July 2006

**MISSION CREEK PARKS** SFRA - 18 Acre Waterfront Park (P 13, P8, NPM-NP5)  
10 Acres completed as of September 2008, including kayak launch and storage, fenced dog play area, basketball, volleyball, tennis courts, waterfront esplanade.

**BLOCK 1 - Available Site** FOCIL-MB, LLC - 500 Room Hotel  
50,000 square feet retail / misc.

**BLOCK 2 - Available Site** FOCIL-MB, LLC - 315 Residential Units  
9,000 square feet of retail space

**1000 4TH STREET** Mercy Housing - 134 Affordable Rental Units for Families

**BLOCK 13 WEST** Bosa - 285 Condominium Units

**BLOCK 3E** SFRA - 97 Supportive Rental Units for the formerly homeless

**BLOCK 3 WEST - Available Site** FOCIL-MB, LLC - 130 Residential Units  
12,000 square feet of retail space

**STRATA** Urban Housing Group - 192 Rental Units  
9,500 square feet of retail space  
Completed March 2009

**BLOCK 4 EAST** SFRA - 100 Affordable Rental Units for Seniors

**BLOCKS 9/9A** SFRA - 150 Affordable Units, For-Sale

**RADIANCE** Bosa - 4 18 Condominium Units  
10,000 square feet of retail space  
Phase 1 (99 Units) Completed June 2008

**PARKS P17/P18** SFRA - 1.3 Acre Public Open Space  
Completed March 2009

**PARK P16** SFRA - 1.27 Acre Public Open Space  
Estimated Completion 2011

**BLOCKS 7E/7W** SFRA - 237 Affordable Rental Units, targeted for UCSF Staff

**BLOCKS 6E/6W** SFRA - 233 Affordable Rental Units for Families

**455 MISSION BAY BLVD** Alexandria - 225,000 square feet office  
4,600 square feet retail  
Estimated Completion: 2010

**500 TERRY FRANCOIS** CB Richard Ellis - 300,000 square feet office  
Completed May 2008

**GAP | OLD NAVY** Tishman-Speyer - 285,000 square feet office  
Completed November 2002

**450 SOUTH ST. GARAGE** Alexandria - 1423 spaces  
Estimated Completion: 2009

**CAMPUS HOUSING** UCSF - 430 units for over 750 students  
Completed September 2005

**THIRD STREET GARAGE** UCSF - 822 spaces (Phase 1)  
Completed 2006

**BLOCKS 29-32** Alexandria - approximately 935,000 square feet biotech/cleantech/commercial office

**FIBROGEN LIFE SCIENCE** Shorenstein - 450,000 square feet commercial office  
Completed 2008

**UCSF MEDICAL CENTER** Cancer, Women's and Children's Hospitals  
550 Bed Facility. Construction begins late 2009

**BLOCK 40 - Available Site** FOCIL-MB, LLC - approx. 800,000 square feet biotech/cleantech/medical office

Channel Street  
Mission Rock Street  
Chris Egan Street  
Third Street  
Gene Friend Way  
Genius Lane  
16th Street  
Mariposa Street

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# MAJOR NEIGHBORHOOD DEVELOPMENTS - RECENT & PLANNED SOUTH OF MARKET



- RESIDENTIAL
- COMMERCIAL
- MAJOR PARK

1. RINCON CENTER
2. RINCON TOWER APTS.
3. BAYSIDE PLAZA
4. BAYSIDE VILLAGE
5. DELANCEY STREET FOUNDATION
6. SOUTH BEACH MARINA APTS.
7. STEAMBOAT POINT
8. ORIENTAL WAREHOUSE
9. CAPE HORN WAREHOUSE
10. 301 BRYANT STREET



11. GAP, INC.
12. THE TOWERS AT EMBARCADERO SOUTH
13. AT&T PARK
14. 200 BRANNAN/1 FEDERAL
15. KELLY/SOUTH END WAREHOUSES
16. THE BRANNAN

**RINCON POINT-SOUTH BEACH**

SAN FRANCISCO REDEVELOPMENT AGENCY | FEBRUARY 2006

Attachment 20: Capacity – Overall Community Involvement Documentation

McCormack Baron Salazar

Att20\_Capacity\_Community\_Involv.pdf

**This Attachment is Not Being Used**

Attachment 21: Capacity – References

McCormack Baron Salazar

Att21\_References.pdf

**Lead Applicant References:**

**Near Northside:** Community Partner: Cheryl Baughn, Board President of COVAM | Executive Director, Downtown YMCA | 1528 Locust Street, St. Louis, MO 63103 | (314) 436-4100 | cbaughn@ymcastlouis.org

**Central City:** Local Agency Official: Judith Jones Moran, Chief Operating Officer, Real Estate Planning and Development | Housing Authority of New Orleans | 4100 Touro Street New Orleans, LA 70122 | (504) 670-3426 | jmoran@hano.org

**Housing Capacity References:**

**University Place:** Community / Philanthropic Partner: Ruby Bright, Executive Director | Women's Foundation for a Greater Memphis | 8 South Third Street, Suite 110 | Memphis, Tennessee 38103 | (901) 578-9346 | rubybright@wfgm.org

**Renaissance Place:** Local Agency Official: Cheryl Lovell, Executive Director | Housing Authority of the City of Saint Louis | 3520 Page Boulevard | Saint Louis, Missouri 63106 | (314) 531-4770 | clovell@slha.org

**Pueblo del Sol:** Financial Funder: Michael Fowler, President | AIG SunAmerica Affordable Housing | One SunAmerica Center, 37th Floor | Los Angeles, CA 90067-6022 | (310) 772-6553 | mfowler@sunamerica.com

**People Capacity References:**

**Harmony Oaks:** Resident Partner: Jocquelyn Marshall, President | Harmony Oaks Neighborhood Association | 3101 Freret Street | New Orleans, LA 70115 | (504) 894-6626 | Jocquelyn.Marshall@urbanstrategiesinc.org

**Renaissance Place:** Local Agency Official: Cheryl Lovell (see contact information above)

**University Place:** Community / Philanthropic Partner: Ruby Bright (see contact information above)

**Education Capacity References:**

**Malcolm X Academy Elementary School:** Local Agency Official: Kimberly Wicoff, Director, Interagency Planning, Office of the Mayor | One South Van Ness, 5th Floor | San Francisco, CA 94103 | kimberly.wicoff@sfgov.org | (415) 701-5618

**Neighborhood Capacity References:**

**Mission Bay:** Financial Partner: Timothy Beedle, Vice President of Development Services | Mission Bay Development Group, LLC (representative of FOCIL-MB, LLC, the Mission Bay Master Developer) | 255 Channel Street, San Francisco, CA 94158 | (415) 355-6635 | tbeedle@mbaydevelopment.com

**Rincon Point-South Beach:** Community Member: Richard Dickerson, President | Maynard Rich Management Company | 2 Townsend Street, Mgmt Office | San Francisco, CA 94107 | (415) 541-9911 | rickdmr@aol.com

**South of Market:** Community Member: Charles Range, Vice-Chair of South of Market Project Area Committee | Executive Director, South of Market Health Center | 1091 Mission Street | San Francisco, CA 94103 | (415) 436-0111 | cerange@pacbell.net