



**First American Title Company**

6683 Owens Drive • Pleasanton, CA 94588

**Estimated Settlement Statement**  
**Amended: Tuesday Aug 18, 2009 10:1 AM**

**Property:** Alameda Point, Alameda, CA

**File No:** 0131-616492ala

**Officer:** /js

**New Loan No:**

**Settlement Date:**

**Disbursement Date:**

**Print Date:** 4/12/2010, 5:22 PM

**Buyer:** SCC Alameda Point LLC

**Address:** c/o Sun Cal Companies, 300 Frank H. Ogawa Plaza #342, Oakland, CA 94612

**Seller:** City of Alameda

**Address:** Alameda Point, Alameda, CA

Buyer Charge	Buyer Credit	Charge Description	Seller Charge	Seller Credit
		<b>Deposits in Escrow:</b>		
	350,000.00	Receipt No. 2474102528 on 07/17/2009 by SCC Alameda Point LLC		
	350,000.00	Receipt No. 2474102803 on 10/19/2009 by Cal Land Venture fbo SCC Alameda Point LLC		
	350,000.00	Receipt No. 2474103133 on 01/20/2010 by Cal Land Venture fbo SCC Alameda Point LLC		
	350,000.00	Receipt No. 2474101305 on 07/17/2008 by SCC Alameda Point LLC		
	350,000.00	Receipt No. 2474101971 on 01/16/2009 by SCC Alameda Point LLC		
	350,000.00	Receipt No. 2474101661 on 10/17/2008 by SCC Alameda Point LLC		
	350,000.00	Receipt No. 2474102191 on 04/01/2009 by SCC Alameda Point LLC		
	350,000.00	Receipt No. 2474101006 on 04/23/2008 by SCC Alameda Point LLC		
		<b>Adjustments:</b>		
92,238.65		Balance Remaining in Holdback Acct. 4/9/2010		
		<b>Disbursements Paid:</b>		
22,215.79		Pay Invoice #50148 dated 8/15/08 to Carlson, Barbee and Gibson, Inc		
19,996.53		Pay Invoice #213778 dated 8/20/2008 to Carlson, Barbee & Gibon, Inc.		
25,000.00		Pay Invoice #07-16-8 dated 7/14/08 to Calthorpe Associates		
8,750.00		Pay Invoice #SC00006 dated 7/17/08 to CCG		
17,500.00		Pay Invoice #SC00007 dated 7/17/08 to CCG		
17,500.00		Pay Invoice #SC00007 dated 8/5/08 to CCG		
371.25		Pay Invoice #3108 dated 7/14/2008 to Wiredhat Interactive		
830.00		Pay Event Order #USSH1667 dated 7/10/2008 to USS Hornet Museum		
1,200.00		Pay Invoice #0306-23792 dated 7/31/2008 to Alameda Sun/Stellar Media Group, Inc.		
4,186.88		Catering- Alameda Community Meeting to Herbs & Spices		
7,500.00		Retainer Due to Udinsky Architecture		
20,000.00		Pay Invoice #910087-1a dated 5/1/2008 to WSP Environment & Energy		
15,000.00		Pay Invoice #910087-1B dated 6/1/08 to WSP Environment & Energy		
12,000.00		Pay Invoice #0025198 dated 8/20/2008 to Moore Iacofano Goltsman, Inc.		
20,504.00		Pay Invoice #50659 dated 10/15/08 to Carlson, Barbee and Gibson, Inc		
20,537.18		Pay Invoice No. 50394 dated 9/15/2008 to Carlson, Barbee and Gibson, Inc		
19,974.89		Pay Invoice #50902 dated 11/15/08 to Carlson, Barbee and Gibson, Inc		
15,000.00		Pay Invoice #6812-3250 dated 8/20/08 to ICES		
5,000.00		Pay Invoice #6812-3256 dated 9/12/08 to ICES		
5,000.00		Pay Invoice #6812-3266 dated 10/30/08 to ICES		
5,000.00		Pay Invoice #214282 dated 11/30/08 to Carlson, Barbee & Gibon, Inc.		
4,992.25		Pay Invoice No. 213907 dated 8/30/2008 to Carlson, Barbee & Gibon, Inc.		

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Buyer Charge	Buyer Credit	Charge Description	Seller Charge	Seller Credit
4,988.31		Pay Invoice #214027 dated 9/30/08 to Carlson, Barbee & Gibon, Inc.		
4,999.68		Pay Invoice #214102 dated 10/30/08 to Carlson, Barbee & Gibon, Inc.		
65,554.44		Pay Invoice #07-17-9 dated 8/15/2008 to Calthorpe Associates		
95,321.00		Pay Invoice No. 07-17-10 dated 9/15/2008 to Calthorpe Associates		
30,069.78		Pay Invoice #07-17-12 dated 12/15/08 to Calthorpe Associates		
24,211.71		Pay Invoice #07-17-11 dated 10/22/08 to Calthorpe Associates		
17,500.00		Pay Invoice #SC000014 dated 11/29/08 to CCG		
17,500.00		Pay Invoice No. SC00011 dated 9/5/2008 to CCG		
17,500.00		Pay Invoice #SC000012 dated 10/29/08 to CCG		
10,500.00		Pay Invoice #09302008 dated 9/30/2008 to Udinsky Architecture		
15,000.00		Pay Invoice #910087-1c dated 7/1/08 to WSP Environment & Energy		
15,000.00		Pay Invoice #910087-1d dated 8/1/08 to WSP Environment & Energy		
15,000.00		Pay Invoice #910087-1e dated 9/1/08 to WSP Environment & Energy		
15,000.00		Pay Invoice #910087-1f dated 10/1/08 to WSP Environment & Energy		
12,000.00		Pay Invoice #0025750 dated 11/25/2008 to Moore Iacofano Goltsman, Inc.		
12,000.00		Pay Invoice #0025490 dated 10/18/08 to Moore Iacofano Goltsman, Inc.		
12,000.00		Pay Invoice No. 0025378 dated 9/23/2008 to Moore Iacofano Goltsman, Inc.		
917.85		Pay Invoice #710529 dated 9/29/08 to East Bay Blue Print and Supply Co.		
185.00		Pay Invoice dated 9/1/2008 to Kiwanis Club of Alameda		
10,000.00		Pay Invoice #ASK-1018 dated 11/18/2008 to Seifel Consulting Inc.		
1,500.00		Pay towards acct. 79055 dated 9/16/2008 to West Alameda Business Association		
36,008.50		Pay Invoice #00097158 dated 12/09/08 to Tramutola		
33,330.00		Pay Invoice #00097159 dated 12/09/08 to Tramutola		
19,655.99		Pay Invoice #51320 dated 1/15/09 to Carlson, Barbee and Gibson, Inc		
30,098.29		Pay Invoice #07-17-13 dated 1/15/09 to Calthorpe Associates		
17,500.00		Pay Invoice #SC000016 dated 2/13/09 to CCG		
17,500.00		Pay Invoice #SC000017 dated 2/13/09 to CCG		
12,046.63		Pay Invoice #9110239 dated 2/15/09 to Tramutola		
24,203.81		Printing Material (3/12/09) to Tramutola		
12,093.00		Pay Invoice No. 9110241 dated 4/1/09 to Tramutola		
12,029.34		Pay Invoice #00097163 dated 1/15/09 to Tramutola		
10,000.00		Pay Invoice #214406 dated 1/30/09 to Berlogar Geotechnical Consultants		
5,000.00		Pay Invoice #214367 to Berlogar Geotechnical Consultants		
12,165.00		Pay Invoice #0025843 to Moore Iacofano Goltsman, Inc.		
14,995.00		Pay Invoice #0026090 dated 1/23/09 to Moore Iacofano Goltsman, Inc.		
17,500.00		Pay Invoice #SC000015 to California Capital Group		
20,286.96		Pay Invoice #51143 to Carlson, Barbee & Gibson, Inc.		
15,700.00		Pay Invoice #7588 to Laer Pearce & Associates		
180.00		Pay Invoice BRM Permit #579000 to U.S. Postal Service Alameda		
321.75		Pay Invoice # 3960 to Wiredhat Interactive		
15,000.00		Pay Invoice #1-09 to Kadesh & Associates, LLC		
15,000.00		Pay Invoice #2-09 dated 2/2/09 to Kadesh & Associates, LLC		
384.00		Payment for rental box #194 to The UPS Store #0578		
5,891.55		Pay Invoice #3728449 dated 12/30/08 to Kimley-Horn and Associates, Inc.		
2,365.30		Pay Invoice #3758167 dated 1/31/09 to Kimley-Horn and Associates, Inc.		
5,115.00		Pay Invoice #1646 dated 12/20/08 to The Maxima Group LLC		
11,688.50		Pay Invoice #1647 dated 1/15/09 to The Maxima Group LLC		
1,250.00		Annual Auction - Table Reservation to Boys and Girls Club of Alameda		
7,875.00		Pay Invoice #124610 dated 2/19/09 to Singer Associates, Inc.		
29,365.00		Pay Invoice dated 2/17/09 to Revitalize Alameda Point		
8,000.00		Pay Invoice dated 3/31/09 to Revitalize Alameda Point		
24,500.00		Pay Invoice dated 5/13/09 to Revitalize Alameda Point		
82,165.00		Pay Invoice dated 4/15/09 to Revitalize Alameda Point		
27,814.50		Pay Invoice #02-05-09 dated 2/5/09 to N. Teresa Rea Real Estate Planning Strategies		

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Buyer Charge	Buyer Credit	Charge Description	Seller Charge	Seller Credit
8,065.27		Pay Invoice #5213 dated 12/12/08 to Historic Resources Group		
10,000.00		Pay Invoice #SUNC8-1 dated 1/22/09 to The Next Generation		
9,975.00		Pay Invoice No. SUNC9-1 dated 4/9/09 to The Next Generation		
2,000.00		Donation - Sgt. Romans to OPEN		
10,760.00		Pay invoice 3-09-403 dated March 13, 2009 to Natural Resource Consultants, Inc.		
15,859.47		Pay invoice no. 5735 dated 12/09/2008 to Seifel Consulting Inc.		
5,000.00		Pay invoice no. 214588 dated Feb. 28, 2009 to Berlogar Geotechnical Consultants		
9,350.00		Pay invoice no. 5252 dated 1/16/2009 to Historic Resources Group		
125.00		Pay towards Dues09a dated 3/07/2009 to Kiwanis Club of Alameda		
100.00		Pay invoice no. 110853 dated 3/18/2009 to West Alameda Business Association		
315.00		Pay Invoice no. 8418 dated 4/08/09 to Alameda Chamber of Commerce		
300.00		Business Expo 2009 5/6/09 Booth Reservation to Alameda Chamber of Commerce		
18,146.78		Pay Invoice dated 3/09/09 to Real Estate Planning Strategies		
3,702.56		Pay Invoice no. 3787450 dated 2/28/2009 to Kimley-Horn and Associates, Inc.		
12,000.00		Pay Invoice no. 9110240 dated 3/01/2009 to Tramutola		
19,899.46		Pay Invoice no. 51538 dated 2/15/2009 to Carlson, Barbee & Gibson, Inc.		
1,500.00		Pay Invoice no. 032509 dated 3/31/2009 to Udinsky Architecture		
10,000.00		Pay Invoice dated 5/14/09 to Architecture Design Illustration LLC Dennis Allain		
2,500.00		Pay Contribution dated 5/02/09 to Alameda Point Collaborative		
2,500.00		Pay Contribution dated 5/19/09 to Mayor's Fourth of July Parade Committee		
5,000.00		Pay Invoice# 110851 dated 3/17/09 to West Alameda Business Association		
1,000.00		Pay Invoice# 050409-1BTL dated 5/04/09 to Building Futures With Woman and Children		
12,166.39		Pay Invoice# 2033 dated 5/19/09 to Print Pro c/o Tramutola Company		
1,500.00		Pay Invoice# 05102009 dated 5/08/09 to Udinsky Architecture		
8,460.00		Pay Invoice# 4033 dated 4/24/09 to Wired Hat Interactive		
300.00		Pay Invoice# 4041 dated 4/29/09 to WiredHat Interactive		
5,000.00		Pay Invoice# 210 dated 6/2/09 to Alameda Meals on Wheels		
13,791.30		Pay Invoice# 9110243 dated 6/01/09 to Tramutola		
3,982.50		Pay Invoice# 6-09-456 dated 6/01/09 to Natural Resource Consultants		
9,820.36		Pay Invoice# 52078 dated 5/15/09 to Carlson, Barbee & Gibson, Inc.		
355.22		Pay Invoice# SUNC9-3 dated 6/10/09 to The Next Generation		
6,895.20		Pay Invoice #215135 dated 8/30/09 to Carlson, Barbee & Gibon, Inc.		
8,806.48		Pay Invoice #215026 dated 7/30/09 to Carlson, Barbee & Gibon, Inc.		
5,000.00		Payment for invoice #214702 dated 4/30/09 to Carlson, Barbee & Gibon, Inc.		
5,000.00		Payment to invoice #214884 dated 5/30/09 to Carlson, Barbee & Gibon, Inc.		
5,000.00		Payment to invoice #214613 dated 3/30/09 to Carlson, Barbee & Gibon, Inc.		
7,849.92		Payment to invoice #214968 dated 6/30/09 to Carlson, Barbee & Gibon, Inc.		
7,531.68		Pay Invoice#215399 dated 9/30/09 to Carlson, Barbee & Gibon, Inc.		
5,091.84		Pay Invoice# 215505 dated 10/30/09 to Carlson, Barbee & Gibon, Inc.		
45,000.00		Pay Invoice 07-17-15 Revised dated 7/24/09 to Calthorpe Associates		
32,500.00		Pay Invoice# 07-17-17 dated 3/15/2010 to Calthorpe Associates		
4,415.85		Pay Invoice# 07-17-16 dated to Calthorpe Associates		
22,375.00		Pay Inv. dated 12/15/09 Retainer-Initiation to CCG		
712.50		Pay Invoice #4228 dated 1/21/2010 to Wiredhat Interactive		
2,660.00		Pay Invoice #4229 dated 1/21/2010 to Wiredhat Interactive		
10,000.00		Pay Invoice #11443 dated 4/05/09 to WSP Environment & Energy		
125.00		Pay towards Dues09b dated 8/17/09 to Kiwanis Club of Alameda		

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Buyer Charge	Buyer Credit	Charge Description	Seller Charge	Seller Credit
5,250.96		Pay Invoice #215558 dated 11/30/09 to Berlogar Geotechnical Consultants		
2,435.00		Pay Invoice # 53340 dated 12/15/09 to Carlson, Barbee & Gibson, Inc.		
2,895.55		Pay Invoice #53158 dated 11/15/09 to Carlson, Barbee & Gibson, Inc.		
9,240.36		Pay Invoice #52619 dated 8/15/09 to Carlson, Barbee & Gibson, Inc.		
2,997.63		Pay Invoice# 52974 dated 10/15/09 to Carlson, Barbee & Gibson, Inc.		
4,089.90		Pay Invoice #52788 dated 9/15/09 to Carlson, Barbee & Gibson, Inc.		
10,669.70		Payment to invoice #52431 dated 7/15/09 to Carlson, Barbee & Gibson, Inc.		
5,729.86		Payment to invoice #52257 dated 6/15/09 to Carlson, Barbee & Gibson, Inc.		
789.31		Pay Invoice# 53637 dated 2/15/2010 to Carlson, Barbee & Gibson, Inc.		
1,991.65		Pay Invoice# 53487 dated 1/15/2010 to Carlson, Barbee & Gibson, Inc.		
3,040.59		Pay Invoice #3921260 dated 3/31/09 to Kimley-Horn and Associates, Inc.		
4,991.00		Pay Invoice #3921261 dated 4/30/09 to Kimley-Horn and Associates, Inc.		
5,001.85		Pay Invoice #3921263 dated 5/31/09 to Kimley-Horn and Associates, Inc.		
5,072.38		Pay Invoice #3945567 dated 6/30/09 to Kimley-Horn and Associates, Inc.		
7,116.49		Pay Invoice #3945569 dated 7/31/09 to Kimley-Horn and Associates, Inc.		
9,138.41		Pay Invoice#3969422 dated 8/31/09 to Kimley-Horn and Associates, Inc.		
2,227.50		Pay Invoice# 1711 dated 21/17/2009 to The Maxima Group LLC		
7,842.50		Pay Invoice# 1717 dated 1/14/2010 to The Maxima Group LLC		
50,000.00		Pay Invoice dated 10/27/09 to Revitalize Alameda Point		
29,836.07		Pay Invoice dated 3/16/2010 to Revitalize Alameda Point		
42,000.00		Pay invoice dated 9/29/09 to Revitalize Alameda Point		
32,000.00		Pay Invoice dated 6/15/09 to Revitalize Alameda Point		
29,000.00		Pay Invoice dated 9/10/09 to Revitalize Alameda Point		
38,500.00		Pay Invoice dated 7/21/09 to Revitalize Alameda Point		
17,538.72		Pay Invoice#06-10-09REV dated 9/23/09 to N. Teresa Rea Real Estate Planning Strategies		
15,110.00		Pay Invoice# SUNC9-5 dated 10/20/09 to The Next Generation		
80.97		Pay Invoice# SUNC9-6 dated 10/21/09 to The Next Generation		
4,000.00		Pay Invoice #SUNC9-8 dated 12/01/09 to The Next Generation		
6,647.00		Pay Invoice #SUNC9-7 dated 12/01/09 to The Next Generation		
11,382.50		Pay Invoice# SUNC9-4 dated 6/10/09 to The Next Generation		
152.89		Pay invoice #SUNC9-9 dated 12/2/09 to The Next Generation		
30,000.00		Pay Invoice #SUNC9-10 dated 3/11/2010 to The Next Generation		
1,110.00		Payment to invoice #7-09-476 dated 7/1/09 to Natural Resource Consultants, Inc.		
675.00		Pay Invoice#5614 dated 2/5/2010 to Historic Resources Group		
4,196.25		Pay Invoice# 5558 dated 12/3/2009 to Historic Resources Group		
2,520.00		Pay Invoice# 5495 dated 9/17/2009 to Historic Resources Group		
8,837.50		Pay Invoice# 5344 dated 4/14/2009 to Historic Resources Group		
100.00		Pay Invoice#110924 dated 1/1/2010 to West Alameda Business Association		
125.00		Pay Invoice# 2887 dated 10/22/09 to Alameda Chamber of Commerce		
3,387.91		Pay Invoice# 4020681 dated 10/31/09 to Kimley-Horn and Associates, Inc.		
10,000.00		Pay Invoice # 110856 dated 3/24/09 to West Alameda Business Association		
12,377.03		Pay Invoice #9110244 dated 7/1/09 to Tramutola		
12,071.15		Pay Invoice #9110246 dated 9/01/09 to Tramutola		
12,167.50		Payment to invoice #9110245 dated 8/01/09 to Tramutola		
20.35		Pay Invoice# 9110278 dated 3/24/09 to Tramutola		
12,101.50		Pay Invoice#9110247 dated 10/01/09 to Tramutola		
1,460.00		Pay Invoice for Base Rent 7/01/09 to ARRA		
1,460.00		Pay Invoice for Base Rent 8/01/09 to ARRA		

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Buyer Charge	Buyer Credit	Charge Description	Seller Charge	Seller Credit
500.00		Payment to Heores Breakfst Spr. dated 7/6/09 to American Red Cross Heroes Breakfast Sponsorship		
2,500.00		Pay Sponsorship Agreement dated 7/16/09 to Park Street Business Association		
5,000.00		Pay Invoice dated 7/15/09 to Housing Opportunities Make Economic Sense		
400.00		Pay Invoice#7216 dated 6/23/09 to Encinal Athletics		
11,110.00		Pay invoice dated 9/18/09 to EMC Research		
8,000.00		Pay Invoice #7374 dated 11/19/09 to EMC Research		
9,000.00		Pay Invoice #7361 dated 11/06/09 to EMC Research		
22,220.00		Pay Invoice #7263 dated 8/21/09 to EMC Research		
25,000.00		Pay Contribution for 12/10/09 event to Center for Creative Land Recycling		
13,606.16		Pay Invoice #3674 dated 11/30/09 to Momentum Southwest, LLC		
13,000.00		Pay Invoice #667 dated 12/18/09 to Magellan Data and Mapping Strategies		
12,500.00		Pay Invoice #0006 dated 12/15/09 to Barbarosa Social Club, Inc.		
22,977.50		Pay Invoice #2425503 dated 8/25/09 to Law Offices of Holland & Knight LLP		
252.50		Pay Invoice #2428334 dated 9/09/09 to Law Offices of Holland & Knight LLP		
2,969.50		Pay Invoice #2438788 dated 10/06/09 to Law Offices of Holland & Knight LLP		
15,000.00		Pay Invoice #100109-28120 dated 10/01/09 to Scott Baugh & Associates		
15,000.00		Pay Invoice # 100109-28120 dated 11/01/09 to Scott Baugh & Associates		
1,072.00		Pay Invoice dated 1/11/10 acct.#45090 to City of Alameda		
5,985.00		Pay Invoice dated 1/11/10 acct.#45090 to City of Alameda		
3,573.92		Pay Invoice #215697 dated 12/30/2009 to Berlogar Geotechnical Consultants		
12,109.00		Pay Invoice #9110248 dated 11/01/2009 to Tramutola		
12,241.21		Pay Invoice #955982 dated 12/01/2009 to Tramutola		
12,256.24		Pay Invoice #955983 dated 1/01/2010 to Tramutola		
13,500.00		Pay Invoice # AC10 dated 11/01/2009 to Statewide Information Systems		
1,500.00		Pay Invoice #010007 dated 1/19/2010 to Ziegler Design		
13,515.17		Pay Invoice #3717 dated 12/31/2009 to Momentum Southwest LLC		
15,518.75		Pay Invoice #3715 dated 12/31/2009 to Momentum Southwest LLC		
18,546.65		Pay Invoice #3714 dated 12/31/2009 to Momentum Southwest LLC		
13,809.75		Pay Invoice # 3694 dated 11/30/2009 to Momentum Southwest LLC		
1,950.00		Pay Invoice #3784 dated 1/28/2010 to Momentum Southwest LLC		
1,262.50		Pay Invoice #3785 dated 1/28/2010 to Momentum Southwest LLC		
1,912.50		Pay Invoice #3786 dated 1/28/2010 to Momentum Southwest LLC		
2,937.50		Pay Invoice #3787 dated 1/28/2010 to Momentum Southwest LLC		
17,197.99		Pay Invoice #3791 dated 2/01/2010 to Momentum Southwest LLC		
14,996.65		Pay Invoice #3831 dated 2/15/2010 to Momentum Southwest LLC		
3,500.00		Pay Invoice dated 3/3/2010 to Boys & Girls Club		
11,113.00		Pay Invoice# 10-001 dated 3/9/2010 to Fukuji Planning & Design		
5,000.00		Pay invoice dated 4/07/2010 V# 124354 to Century Housing c/o ONE Event Management		
19,900.60		Pay Invoice #49430a 5/31/08 to Carlson, Barbee and Gibson, Inc		
15,015.50		Pay Invoice #6812-3231 5/30/08 to ICES		
19,994.15		Pay Invoice #213416 5/28/2008 to Carlson, Barbee & Gibon, Inc.		
25,000.00		Pay Invoice #07-17-6 6/4/08 to Calthorpe Associates		
19,929.35		Pay Invoice #49649 dated 6/15/08 to Carlson, Barbee and Gibson, Inc		
6,590.00		Pay Invoice #49805 dated 6/30/08 to Carlson, Barbee and Gibson, Inc		
20,165.89		Pay Invoice #49840 dated 7/18/2008 to Carlson, Barbee and Gibson, Inc		
14,957.50		Pay Invoice #ES12-3243 dated 7/14/2008 to ICES		

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Officer: /js

Buyer Charge	Buyer Credit	Charge Description	Seller Charge	Seller Credit
15,027.00		Pay Invoice #6812-3236 dated 6/23/08 to ICES		
19,998.16		Pay Invoice #213650 dated 7/10/2008 to Carlson, Barbee & Gibon, Inc.		
19,999.29		Pay Invoice #213543 dated 6/19/2008 to Carlson, Barbee & Gibon, Inc.		
25,000.00		Pay Invoice #07-16-7 dated 6/23/2008 to Calthorpe Associates		
60,000.00		FTA Grant - Alameda Point to City of Alameda		
		<b>Cash ( From) ( To) Borrower</b>		
		<b>Cash ( To) ( From) Seller</b>		
2,800,000.00	2,800,000.00	<b>Totals</b>		