

**EXHIBIT DD**

**Form of Engineer's Certificate**

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

TO: Treasure Island Development Authority  
c/o Office of Economic and Workforce Development  
City Hall, Room 234  
1 Dr. Carlton B. Goodlett Place  
San Francisco, California 94102  
Attention: \_\_\_\_\_

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

RE: [Description of Infrastructure] (the "**Infrastructure**")

This Engineer's Certificate is being provided pursuant to Section 9.2 of that certain Disposition and Development Agreement (Treasure Island/Yerba Buena Island), by and among Treasure Island Community Development, LLC, a California limited liability company ("**Developer**"), and the Treasure Island Development Authority, a California nonprofit public benefit corporation (the "**Authority**"), dated for reference purposes as of \_\_\_\_\_, 2011, 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 \_\_\_\_\_ ("**Transferee**")]. Capitalized terms used but not otherwise defined in this Engineer's Certificate have the meanings given to them in the DDA.

As the Engineer of Record for the design and construction of the Infrastructure, I visited the Infrastructure site at intervals appropriate to the state of construction, or as otherwise agreed by me and [Developer/Transferee], 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 Authority and the City under the TI/YBI Subdivision Code. I observed the Infrastructure construction 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 Infrastructure.

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 Infrastructure.

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 Engineer of Record for the construction of the Infrastructure 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 Infrastructure on the dates set forth above.
2. The Construction Documents provide for the construction of the Infrastructure in accordance with all applicable laws, including the TI/YBI Subdivision Code.
3. Construction of the Infrastructure 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 DD-1 attached hereto.
4. All work performed and material and fixtures used in connection with the construction of the Infrastructure are in accordance with the Construction Documents, except as may be noted on Exhibit DD-1 attached hereto.
5. Construction of the Infrastructure 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 Infrastructure 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 DD-1 attached hereto.

[Engineer of Record]

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

**EXHIBIT DD-1**

**Exceptions to Engineer's Certificate**

The statements made on the Engineer's Certificate to which this Exhibit DD-1 is attached are subject to the following exceptions: