

BILL OF SALE

FOR VALUE RECEIVED, as of January 3, 2017 (the "**Effective Date**") the undersigned, 101 ASH, LLC, a Delaware limited liability company (the "**Seller**"), does hereby sell, transfer and convey unto THE CITY OF SAN DIEGO, a California municipal corporation (with its legal representatives, successors and assigns, the "**Buyer**"), all right, title and interest of Seller in and to any, if any, goods, equipment, machinery, apparatus, fittings, furniture, furnishings and other personal property owned by Seller and located on certain real property located at 101 Ash Street, situated in San Diego County, California, and being more particularly described on **Exhibit "A"**, attached hereto and incorporated herein by reference (the "**Personal Property**").

The Personal Property is in used condition, and Seller is neither a manufacturer, nor distributor of, nor dealer nor merchant in, said Personal Property. Seller makes no representations, express or implied, as to the existence, condition or state of repair of the Personal Property, including warranties of fitness or merchantability, it being expressly understood that the Personal Property is being sold to Buyer in its present "AS IS, WHERE IS" condition and with all faults. By acceptance of delivery of the Personal Property, Buyer affirms that it has not relied on Seller's skill or judgment to select or furnish said Personal Property for any particular purpose, and that Seller makes no warranty that said Personal Property is fit for any particular purpose and that there are no representations or warranties, express, implied or statutory with respect to the Personal Property.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Seller has executed this Bill of Sale as of the Effective Date set forth above.

SELLER:

101 ASH, LLC, a Delaware limited liability company

By: _____



Name: Steven L. Black

Title: Manager

Dated: January 3, 2017

EXHIBIT A

Cubicles	717
Executive Cubicles	16
Offices	286
Conference Room Tables (standard)	17
Conference Room Tables (upgraded)	14
Cafe Tables	32
Cafe Chairs	130
Auditorium Tables	35
Auditorium Large Round Tables	15
Auditorium Chairs	350
Floor 2 Tables (Training Rooms)	17
Floor 2 Chairs (Training Rooms)	40

Floor	Cubicles	Exec Cubicles	Offices	Standard Conf Tables	Upgraded Conference Tables	Filing Cabinets greater than 30" tall (See Note 2)	Filing Cabinets less than 30" tall	Any/Day
A								Modular Guest Shack and Furniture in All areas
B								Freestanding Lockers
1	34	0	16	1	3			12 Tables and 130 Chairs in Cafeteria 35 Rectangular Tables, 15 Round Tables & 350 Chairs in Auditorium
2	62	0	8	4	0			17 Tables and 40 Chairs in Training Areas (Rooms 0202C and 0202D)
3	25	0	11	2	0			Also includes all Tables/Video Monitors/Rear Projection System in Crisis Management Center (CIAC)
4	51	0	14	3	0			
5	51	0	14	2	0			
6	53	0	14	2	0			
7	51	0	15	2	1			
8	51	0	15	1	0			
9	49	0	15	1	0			
10	33	0	21	0	2			
11	22	0	17	0	2			
12	24	0	24	0	2			
13	39	0	12	0	0			
14	41	0	16	0	1			
15	50	0	18	0	0			
16	36	0	24	0	2			
17	25	0	18	0	1			
18	0	0	11	0	0			
19	0	7	3	0	0			Board Room Table, 20 Leather Chairs, 10 Upholstered Chairs
20	4	0	0	0	0			"At-Risk Stock" of all supplies parts/furniture etc.
21	0	0	0	0	0			
	717	16	286	17	14	596 (2)	790 (2)	

Notes otherwise specified, all chairs and case goods (wood framed filing cabinets and credenzals) are specifically excluded.

Note 1: Actual numbers of items may vary slightly, but will not be more than 10% lower than the item counts in the table.

Note 2: The quantity of cabinets is to be determined, but in no event shall be less than 30% of the total number of filing cabinets (greater than 30" tall) located on the Premises as of the Effective Date.

Miscellaneous Items

Outdoor Planters	Patios facing 101 Ash Street	Planters will remain in place
Built-in Kitchen Equipment	First Floor	Built-in kitchen equipment will stay in place. Personal property will be removed -- equipment on wheels or on countertops, with and without electrical plugs
Data Center	Second Floor	Data Center will remain in place, including the equipment racks and built-in cabinets, fire suppression, floor mounted air conditioners, etc. The only items to be removed from the Data Center are the phone / computers / chair(s) and other small personal property
Built-in Racking Affixed to Floors	Basement & IDF rooms	Racking will remain intact
Modified Front Revolving Door	First Floor Entry	Revolving door will remain intact
Chairs in First Floor Conf Rooms	<ul style="list-style-type: none"> • HQ - Conf Room 1 • HQ - Conf Room 2 • HQ - Conf Room 3 	Chairs in designated first floor conference room chairs to transfer to lesser.

Equipment

Security Equipment	Qty	
Cameras	39	
Card Readers	99	
APC Panels	23	
Digital Video Recorders	10	

Computer Room Air Conditioning Units	2	In Data Center on Floor 2
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Break Room Refrigerators	18	Various sizes, freestanding, typically one on each floor
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Fixtures

AED Machines	22	1 per floor	
First Aid Kits	22	1 per floor	

TV Monitors	3	In Lobby	
	2	In Cafeteria	
	1	In A Level Garage	

Artwork	1	In Lobby	Jeffrey Laudenslager, "Onelromancy", 2007, Metal, 27 x 6E x 17"
	4	In Lobby	Nathan Stinson, "Quantum Circuits", "Photon Interaction", "Mass Energy Weave, "Plasma", Photos
		All "JoLo" art hanging on walls in Cafeteria	