

**ANNUAL REPORT
FOR
FISCAL YEAR ENDED JUNE 30, 2008**



CITY AND COUNTY OF SAN FRANCISCO

**PARKING AUTHORITY OF THE
CITY AND COUNTY OF SAN FRANCISCO**

**CITY AND COUNTY OF SAN FRANCISCO FINANCE
CORPORATION**

**REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF
SAN FRANCISCO (LEASE REVENUE BONDS)**

Issued: March 27, 2009

Due: March 27, 2009

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I. Introduction

The City and County of San Francisco (“City”), the Parking Authority of the City and County of San Francisco (“Parking Authority”), the City and County of San Francisco Finance Corporation (“Finance Corporation”), and the Redevelopment Agency of the City and County of San Francisco (the “Redevelopment Agency”) hereby each provide the following information required for each of their respective annual reports (collectively, the “Annual Report”) for the fiscal year ended June 30, 2008 pursuant to their respective undertakings under the Continuing Disclosure Certificates as hereinafter provided in sections II through VII below.

The Report is dated as of March 27, 2009 (the "Dated Date") and speaks only as of its Dated Date. Except as provided under the Continuing Disclosure Certificates (as hereinafter defined below) the City expressly disclaims any duty to provide an update of the Report or a further update of any document, or matter therein specifically referenced.

The filing of this Report does not constitute or imply any representation (1) that any or all of the information is material to investors, (2) regarding any other financial, operating or other information relating to the security for the referenced securities, (3) that no other changes, circumstances or events have occurred which may have a bearing on the security for the referenced securities or an investor's decision to buy, sell, or hold the referenced securities.

Any statement regarding the referenced securities, other than a statement made by the City in an official release or subsequent official notice or other annual report and published in a financial newspaper of general circulation and/or filed with the Municipal Securities Rulemaking Board or the NIMSIRs, are not authorized by the City. The City shall not be responsible for the accuracy, completeness or fairness of any such statement.

II. General Obligation Bonds

A. General Obligation Bonds Continuing Disclosure Certificates.

Pursuant to the following Continuing Disclosure Certificates executed and delivered in connection with the issuance of the following City and County of San Francisco General Obligation Bonds (collectively, the “GO Bonds”), the City hereby provides its annual disclosure report for the fiscal year ended June 30, 2008 (the “GO Bonds Annual Disclosure Report”).

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
1. February 21, 2001	Series 2001AB GO Bonds (Golden Gate Park Improvements, 1992) Series 2001A (Neighborhood Recreation and Park Facilities Improvement Bonds, 2000) Series 2001B	<u>\$31,120,000</u> \$17,060,000 \$14,060,000
2. June 12, 2001	Series 2001C GO Bonds (Affordable Housing, 1996) Series 2001C	<u>\$17,000,000</u>
3. June 12, 2001	Taxable Series 2001D GO Bonds Taxable General Obligation Bonds, (Affordable Housing, 1996) Series 2001D	<u>\$23,000,000</u>

II. General Obligation Bonds

A. General Obligation Bonds Continuing Disclosure Certificates (continued)

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
4. July 12, 2001	Series 2001E GO Bonds (Branch Library Facilities Improvement Bonds, 2000) Series 2001E	<u>\$17,665,000</u>
5. April 23, 2002	Series 2002-R1 GO Bonds General Obligation Refunding Bonds, Series 2002-R1	<u>\$118,945,000</u>
6. October 1, 2002	Series 2002AB GO Bonds (Zoo Facilities Bonds, 1997) Series 2002A (Branch Library Facilities Improvement Bonds, 2000) Series 2002B	<u>\$29,345,000</u> \$6,210,000 <u>\$23,135,000</u>
7. July 9, 2003	Series 2003AB GO Bonds (Neighborhood Recreation and Park Facilities Improvement Bonds, 2000) Series 2003A (Educational Facilities Bonds, San Francisco Unified School District, 1997) Series 2003B	<u>\$50,440,000</u> \$20,960,000 <u>\$29,480,000</u>
8. June 16, 2004	Series 2004-R1 GO Bonds General Obligation Refunding Bonds, Series 2004-R1	<u>\$21,930,000</u>
9. October 28, 2004	Series 2004AB GO Bonds (Neighborhood Recreation and Park Facilities Improvement Bonds, 2000) Series 2004A (California Academy of Sciences Improvement Bonds, 2000) Series 2004B	<u>\$76,875,000</u> \$68,800,000 <u>\$8,075,000</u>
10. May 26, 2005	Series 2005A GO Bonds (Laguna Honda Hospital, 1999) Series 2005A	<u>\$110,000,000</u>
11. May 26, 2005	Series 2005BCD GO Bonds (Laguna Honda Hospital, 1999) Series 2005B (Laguna Honda Hospital, 1999) Series 2005C (Laguna Honda Hospital, 1999) Series 2005D	<u>\$120,000,000</u> \$40,000,000 \$40,000,000 \$40,000,000
12. July 13, 2005	Series 2005EFGH GO Bonds (California Academy of Sciences Improvement Bonds, 2000) Series 2005E (Steinhart Aquarium Improvement Bonds, 1995) Series 2005F (Branch Library Facilities Improvement Bonds, 2000) Series 2005G (Zoo Facilities Bonds, 1997) Series 2005H	<u>\$150,120,000</u> \$79,370,000 \$29,245,000 \$34,000,000 <u>\$7,505,000</u>

II. General Obligation Bonds

A. General Obligation Bonds Continuing Disclosure Certificates (continued)

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
13. September 8, 2005	Series 2005I GO Bonds (Laguna Honda Hospital, 1999) Series 2005I	<u>\$69,000,000</u>
14. October 31, 2006	Series 2006-R1 GO Bonds General Obligation Refunding Bonds, Series 2006-R1	<u>\$90,690,000</u>
15. December 18, 2006	Series 2006-R2 GO Bonds General Obligation Refunding Bonds, Series 2006-R2	<u>\$66,565,000</u>
16. N/A	Taxable Series 2007A GO Bonds ¹ (Seismic Safety Loan Program, 1992), Series 2007A	<u>\$9,695,228</u>
17. April 29, 2008	Series 2008A GO Bonds (Branch Library Facilities Improvement Bonds, 2000) Series 2008A	<u>\$31,065,000</u>
18. May 29, 2008	Series 2008-R1 and Taxable Series 2008-R2 GO Bonds General Obligation Refunding Bonds, Series 2008-R1 Taxable General Obligation Refunding Bonds, Series 2008-R2	<u>\$271,395,000</u> <u>\$232,075,000</u> <u>\$39,320,000</u>
20. July 30, 2008	Series 2008-R3 GO Bonds ² General Obligation Refunding Bonds, Series 2008-R3 (Laguna Honda Hospital)	<u>\$118,130,000</u>
19. August 28, 2008	Series 2008B GO Bonds ² (Clean and Safe Neighborhood Parks Bonds, 2008) Series 2008B	<u>\$42,520,000</u>
21. March 18, 2009	Series 2009A GO Bonds ² (San Francisco General Hospital, 2008), Series 2009A	<u>\$131,650,000</u>

¹ The Board of Supervisors authorized the issuance of the Taxable Series 2007A GO Bonds (Seismic Safety Loan Program, 1992) in an amount up to \$35,000,000 in February 2007. \$9,695,228 has been drawn upon as of June 30, 2008. The first draw in March 2007 was in the amount of \$2,000,000, the second draw dated October 2007 was in the amount of \$3,802,000, the third draw dated January 2008 was in the amount of \$3,893,228. The fourth draw which was issued after June 30, 2008 was in the amount of \$1,300,000 dated November 25, 2008; information on these bonds is provided as a courtesy.

² The Series 2008-R3 General Obligation Refunding Bonds (Laguna Honda Hospital); Series 2008B General Obligation Bonds (Clean and Safe Neighborhood Parks Bonds, 2008); Series 2009A General Obligation Bonds (San Francisco General Hospital, 2008), and Series 2008-1 and 2008-2 Lease Revenue Refunding bonds, (Moscone Center Expansion Project) were issued after June 30, 2008; information on these bonds is provided as a courtesy.

II. General Obligation Bonds

B. General Obligation Bonds CUSIP Numbers

Note regarding all CUSIP numbers contained herein: The CUSIP numbers provided herein are for the convenience of bondholders and certificate holders. The City is not responsible for the accuracy or completeness of such CUSIP numbers. Furthermore, issuer and paying agent/trustee contact information is also provided for convenience and no assurances can be made that such information will not change.

Maturity Date	Series 2001A GO Bonds	Series 2001B GO Bonds	Taxable Series 2001C GO Bonds	Series 2001D GO Bonds	Series 2001E GO Bonds
6/15/2009	797645E46	797645G85	797645L22	797645N61	797645R26
6/15/2010	797645E53	797645G93	797645L30	797645N79	797645R34
6/15/2011	797645E61	797645H27		797645N87	
6/15/2012				-	
6/15/2013				-	
6/15/2014				797645P36	

Maturity Date	Series 2002-R1 GO Bonds	Series 2002A GO Bonds	Series 2002B GO Bonds	Series 2003A GO Bonds	Series 2003B GO Bonds
6/15/2009	797645U71	797645W46	797645Y44	7976452K3	7976453F3
6/15/2010	797645U89	797645W53	797645Y51	7976452L1	7976453G1
6/15/2011	797645U97	797645W61	797645Y69	7976452M9	7976453H9
6/15/2012	797645V21	797645W79	797645Y77	7976452N7	7976453J5
6/15/2013	797645V39	797645W87	797645Y85	7976452P2	7976453K2
6/15/2014		797645W95	797645Y93	7976452Q0	7976453L0
6/15/2015		797645X29	797645Z27	7976452R8	7976453M8
6/15/2016		797645X37	797645Z35	7976452S6	7976453N6
6/15/2017		797645X45	797645Z43	7976452T4	7976453P1
6/15/2018		797645X52	797645Z50	7976452U1	7976453Q9
6/15/2019		797645X60	797645Z68	7976452V9	7976453R7
6/15/2020		797645X78	797645Z76	7976452W7	7976453S5
6/15/2021		797645X86	797645Z84	7976452X5	7976453T3
6/15/2022		797645X94	797645Z92	7976452Y3	7976453U0
6/15/2023				7976452Z0	7976453V8

II. General Obligation Bonds

B. General Obligation Bonds CUSIP Numbers (continued)

Maturity Date	Series 2004A GO Bonds	Series 2004B GO Bonds	Series 2004-R1 GO Bonds	Series 2005A GO Bonds
6/15/2009	7976454N5	7976455J3	-	7976456G8
6/15/2010	7976454P0	7976455K0	-	7976456H6
6/15/2011	7976454Q8	7976455L8	-	7976456J2
6/15/2012	7976454R6	7976455M6	-	7976456K9
6/15/2013	7976454S4	7976455N4	-	7976456L7
6/15/2014	7976454T2	7976455P9	7976454H8	7976456M5
6/15/2015	7976454U9	7976455Q7		7976456N3
6/15/2016	7976454V7	7976455R5		7976456P8
6/15/2017	7976454W5	7976455S3		7976456Q6
6/15/2018	7976454X3	7976455T1		7976456R4
6/15/2019	7976454Y1	7976455U8		7976456S2
6/15/2020	7976454Z8	7976455V6		7976456T0
6/15/2021	7976455A2	7976455W4		7976456U7
6/15/2022	7976455B0	7976455XZ		
6/15/2023	7976455C8	7976455Y0		
6/15/2024	7976455D6	7976455Z7		

Maturity Date	Series 2005B GO Bonds	Series 2005C GO Bonds	Series 2005D GO Bonds
6/15/2030	7976456V5	7976456W3	7976456X1

Maturity Date	Series 2005E GO Bonds	Series 2005F GO Bonds	Series 2005G GO Bonds	Series 2005H GO Bonds	Series 2005I GO Bonds
6/15/2009	797646AD8	797646AZ9	797646BV7	797646CR5	7976456EC6
6/15/2010	797646AE6	797646BA3	797646BW5	797646CS3	7976456ED4
6/15/2011	797646AF3	797646BB1	797646BX3	797646CT1	7976456EE2
6/15/2012	797646AG1	797646BC9	797646BY1	797646CU8	7976456EF9
6/15/2013	797646AH9	797646BD7	797646BZ8	797646CV6	7976456EG7
6/15/2014	797646AJ5	797646BE5	797646CA2	797646CW4	7976456EH5
6/15/2015	797646AK2	797646BF2	797646CB0	797646CX2	7976456EJ1
6/15/2016	797646AL0	797646BG0	797646CC8	797646CY0	7976456EK8
6/15/2017	797646AM8	797646BH8	797646CD6	797646CZ7	7976456EL6
6/15/2018	797646AN6	797646BJ4	797646CE4	797646DA1	7976456EM4
6/15/2019	797646AP1	797646BK1	797646CF1	797646DB9	7976456EN2
6/15/2020	797646AQ9	797646BL9	797646CG9	797646DC7	7976456EP7
6/15/2021	797646AR7	797646BM7	797646CH7	797646DD5	7976456EQ5
6/15/2022	797646AS5	797646BN5	797646CJ3	797646DE3	7976456ER3
6/15/2023	797646AT3	797646BP0	797646CK0	797646DF0	7976456ES1
6/15/2024	797646AU0	797646BQ8	797646CL8	797646DG8	7976456ET9
6/15/2025	797646AV8	797646BR6	797646CM6	797646DH6	7976456EU6
6/15/2026					7976456EV4
6/15/2027					-
6/15/2028					-
6/15/2029					-
6/15/2030					7976456EW2

II. General Obligation Bonds

B. General Obligation Bonds CUSIP Numbers (continued)

Maturity Date	Series 2006-R1 GO Bonds	Series 2006-R2 GO Bonds
6/15/2009	797646FZ4	797646GP5
6/15/2010	797646GA8	797646GQ3
6/15/2011	797646GB6	797646GR1
6/15/2012	797646GC4	797646GS9
6/15/2013	797646GD2	797646GT7
6/15/2014	797646GE0	797646GU4
6/15/2015	797646GF7	797646GV2
6/15/2016	797646GG5	797646GW0
6/15/2017	797646GH3	797646GX8
6/15/2018	797646GJ9	797646GY6
6/15/2019	797646GK6	797646GZ3
6/15/2020	797646GL4	

Maturity Date	Taxable Series 2007A GO Bonds ¹
6/15/2027	797646HA7

¹ The Board of Supervisors authorized the issuance of the Taxable Series 2007A GO Bonds (Seismic Safety Loan Program, 1992) in an amount up to \$35,000,000 in February 2007. \$9,695,228 has been drawn upon as of June 30, 2008. The first draw in March 2007 was in the amount of \$2,000,000, the second draw dated October 2007 was in the amount of \$3,802,000, the third draw dated January 2008 was in the amount of \$3,893,228. The fourth draw which was issued after June 30, 2008 was in the amount of \$1,300,000 dated November 25, 2008; information on these bonds is provided as a courtesy.

II. General Obligation Bonds

B. General Obligation Bonds CUSIP Numbers (continued)

Maturity Date	Series 2008A GO Bonds	Series 2008-R1 GO Bonds	Series 2008-R2 Taxable GO Bonds	Series 2008B ² GO Bonds	Series 2008-R3 ² GO Bonds	Series 2009A ² GO Bonds
12/15/2009	-	-	-	-	-	797646LF1
6/15/2009	797646HF6	797646JB3	797646JQ0	797646KK1	-	-
6/15/2010	797646HG4	797646JC1	797646JR8	797646KL9	-	797646LG9
6/15/2011	797646HH2	797646JD9	797646JS6	797646KM7	-	797646LH7
6/15/2012	797646HJ8	797646JE7	797646JT4	797646KN5	-	797646LJ3
6/15/2013	797646HK5	797646JF4	797646JU1	797646KP0	-	797646LK0
6/15/2014	797646HL3	797646JG2	797646JV9	797646KQ8	-	797646LL8
6/15/2015	797646HM1	797646JH0	797646JW7	797646KR6	-	797646LM6
6/15/2016	797646HN9	797646JJ6	797646JX5	797646KS4	-	797646LN4
6/15/2017	797646HP4	797646JK3	797646JT3	797646KT2	-	797646LP9
6/15/2018	797646HQ2	797646JL1	797646JZ0	797646KU9	-	797646LQ7
6/15/2019	797646HR0	797646JM9		797646KV7	-	797646LR5
6/15/2020	797646HS8	797646JN7		797646KW5	-	797646LS3
6/15/2021	797646HT6	797646JP2		797646KX3	-	797646LT1
6/15/2022	797646HU3			797646KY1	797646KA3	797646LU8
6/15/2023	797646HV1			797646KZ8	797646KB1	797646LV6
6/15/2024	797646HW9			797646LA2	797646KC9	797646LW4
6/15/2025	797646HX7			797646LB0	797646KD7	797646LX2
6/15/2026	797646HY5			797646LC8	797646KE5	797646LY0
6/15/2027	797646HZ2			797646LD6	797646KF2	797646LZ7
6/15/2028	797646JA5			797646LE4	797646KG0	-
6/15/2029					797646KH8	797646MA1
6/15/2030					797646KJ4	

² The Series 2008-R3 General Obligation Refunding Bonds (Laguna Honda Hospital); Series 2008B General Obligation Bonds (Clean and Safe Neighborhood Parks Bonds, 2008); Series 2009A General Obligation Bonds (San Francisco General Hospital, 2008), and Series 2008-1 and 2008-2 Lease Revenue Refunding bonds, (Moscone Center Expansion Project) were issued after June 30, 2008; information on these bonds is provided as a courtesy.

II. General Obligation Bonds

C. General Obligation Bonds Annual Disclosure Report Information.

Pursuant to the Continuing Disclosure Certificates executed in connection with the City's GO Bonds (see also Section II.A. above), the City hereby provides the following information as of **June 30, 2008**:

Information	Location
The audited general purpose financial statements of the City contained in the City's Comprehensive Annual Financial Report for the year ended June 30, 2008 (the "CAFR")	Appendix A – CAFR - Pages 1 through 190 The CAFR may also be viewed in its entirety online or downloaded from the Controller's website at: http://www.sfgov.org/site/controller_index.asp?id=98971
Summary of budgeted general fund revenue and appropriations	Appendix A – CAFR – Pages 16-17, 31-33
Summary of assessed valuation of taxable property in the City	Appendix A – CAFR – Page 200
Summary of the ad valorem property tax levy and delinquency rate	Appendix A – CAFR – Page 203
Schedule of aggregate annual debt service on tax-supported indebtedness of the City	Appendix B
Summary of the outstanding and authorized but unissued tax-supported indebtedness of the City	Appendix A – CAFR – Pages 83, 93
Par Amount of General Obligation Bonds Outstanding	Appendix C

II. General Obligation Bonds

D. General Obligation Bonds Contact Information.

Issuer Contact: Nadia Sesay
Office of Public Finance
City Hall, Room 336
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102
Telephone: (415) 554-5956
Fax: (415) 554-4864
Email: Nadia.Sesay@sfgov.org

Paying Agent Contact: Treasurer of the City and County of San Francisco
City Hall, Room 140
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102
Telephone: (415) 554-4489
Fax: (415) 554-4660
Email: Tom.Carrick@sfgov.org

III. Settlement Obligation Bonds

A. Settlement Obligation Bonds Continuing Disclosure Certificates.

Pursuant to the following Continuing Disclosure Certificates executed and delivered in connection with the issuance of the following City and County of San Francisco Settlement Obligation Bonds, the City hereby provides its annual disclosure report for the fiscal year ended June 30, 2008 (the "Settlement Obligation Bonds Annual Disclosure Report").

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
1. December 3, 2003	Series 2003-R1 Settlement Obligation Bonds Refunding Settlement Obligation Bonds, Series 2003-R1	<u>\$44,275,000</u>

III. Settlement Obligation Bonds

B. Settlement Obligation Bonds CUSIP Numbers.

Note regarding all CUSIP numbers contained herein: The CUSIP numbers provided herein are for the convenience of bondholders and certificate holders. The City is not responsible for the accuracy or completeness of such CUSIP numbers. Furthermore, issuer and paying agent/trustee contact information is also provided for convenience and no assurances can be made that such information will not change.

Maturity Date	2003-R1 Settlement Obligation Bonds
3/15/2009	7976454B1
3/15/2010	7976454C9
3/15/2011	7976454D7

III. Settlement Obligation Bonds

C. Settlement Obligation Bonds Annual Disclosure Report Information.

The City provides the following information with respect to the City's Settlement Obligation Bonds (see also Section III.A. above) as of **June 30, 2008**:

Information	Location
The audited general purpose financial statements of the City contained in the City's Comprehensive Annual Financial Report for the year ended June 30, 2008 (the "CAFR")	Appendix A – CAFR - Pages 1 through 190 The CAFR may also be viewed in its entirety online or downloaded from the Controller's website at: http://www.sfgov.org/site/controller_index.asp?id=98971
Amount of Series 2003-R1 Refunding Settlement Obligation Bonds Outstanding	\$20,585,000
Summary of budgeted general fund revenue and appropriations	Appendix A – CAFR – Pages 16-17, 31-33
Schedule of aggregate annual general fund debt service	Appendix A – CAFR – Pages 83, 86, 90

III. Settlement Obligation Bonds

D. Settlement Obligation Bonds Contact Information.

Issuer Contact: Nadia Sesay
Office of Public Finance
City Hall, Room 336
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102
Telephone: (415) 554-5956
Fax: (415) 554-4864
Email: Nadia.Sesay@sfgov.org

Paying Agent Contact: Treasurer of the City and County of San Francisco
City Hall, Room 140
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102
Telephone: (415) 554-4489
Fax: (415) 554-4660
Email: Tom.Carrick@sfgov.org

IV. Certificates of Participation

A. Certificates of Participation Continuing Disclosure Certificates.

Pursuant to the following Continuing Disclosure Certificates executed and delivered in connection with the execution and delivery of the following City and County of San Francisco Certificates of Participation (collectively, the “COPs”), the City hereby provides its annual disclosure report for the fiscal year ended June 30, 2008 (the “COP Annual Disclosure Report”).

	<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
1.	October 1, 1997	Series 1997 COPs (2789 25th Street Property) Series 1997	<u>\$10,615,000</u>
2.	August 19, 1999	Series 1999 COPs (555 7 th Street Property) Series 1999	<u>\$8,390,000</u>
3.	August 31, 2000	Series 2000 COPs (San Bruno Jail No. 3 Replacement Project) Series 2000	<u>\$137,235,000</u>
4.	July 25, 2001	Series 2001-1 COPs Refunding Certificates of Participation (San Francisco Courthouse and 25 Van Ness Avenue Project) Series 2001-1	<u>\$15,460,000</u>
5.	October 4, 2001	Series 2001A COPs (30 Van Ness Avenue Property) Series 2001A	<u>\$35,320,000</u>
6.	May 13, 2003	Series 2003 COPs (Juvenile Hall Replacement Project) Series 2003	<u>\$41,965,000</u>
7.	July 28, 2004	Series 2004-R1 Refunding COPs (San Francisco Courthouse Project) Series 2004-R1	<u>\$39,350,000</u>
8.	May 17, 2007	Series 2007AB COPs (City Office Buildings) Series 2007A (City Office Buildings) Taxable Series 2007B	<u>\$153,700,000</u> <u>\$152,120,000</u> <u>\$1,580,000</u>

IV. Certificates of Participation

B. Certificates of Participation CUSIP Numbers.

Note regarding all CUSIP numbers contained herein: The CUSIP numbers provided herein are for the convenience of bondholders and certificate holders. The City is not responsible for the accuracy or completeness of such CUSIP numbers. Furthermore, issuer and paying agent/trustee contact information is also provided for convenience and no assurances can be made that such information will not change.

Maturity Date	Series 1997 COPs	Series 1999 COPs
9/1/2008	79765DMB3	79765DMV9
9/1/2009	79765DMC1	79765DMW7
9/1/2010	79765DMD9	79765DMX5
9/1/2011	79765DME7	79765DMY3
9/1/2012	79765DMF4	79765DMZ0
9/1/2013	79765DMG2	79765DNA4
9/1/2014	79765DMH0	79765DNB2
9/1/2015	79765DMJ6	79765DNC0
9/1/2016	79765DMK3	79765DND8
9/1/2017	79765DML1	79765DNE6
9/1/2018		79765DNF3
9/1/2019		79765DNG1
9/1/2020		79765DNH9
9/1/2021		79765DNJ5
9/1/2022		79765DNK2
9/1/2023		79765DNL0
9/1/2024		79765DNM8

IV. Certificates of Participation**B. Certificates of Participation CUSIP Numbers (continued)**

Maturity Date	Series 2000 COPs
10/1/2008	79765DNW6
10/1/2009	79765DNX4
10/1/2010	79765DNY2
10/1/2011	79765DNZ9
10/1/2012	79765DPA2
10/1/2013	79765DPB0
10/1/2014	79765DPC8
10/1/2015	79765DPD6
10/1/2016	79765DPE4
10/1/2017	79765DPF1
10/1/2018	79765DPG9
10/1/2019	79765DPH7
10/1/2020	79765DPJ3
10/1/2021	79765DPK0
10/1/2022	-
10/1/2023	-
10/1/2024	-
10/1/2025	-
10/1/2026	79765DPL8
10/1/2027	-
10/1/2028	-
10/1/2029	-
10/1/2030	-
10/1/2031	-
10/1/2032	-
10/1/2033	79765DPM6

Maturity Date	Series 2001-1 COPs
4/1/2009	79765DPU8
4/1/2010	79765DPV6
4/1/2011	79765DPW4
4/1/2012	79765DPX2
4/1/2013	79765DPY0
4/1/2014	79765DPZ7
4/1/2015	79765DQA1
4/1/2016	79765DQB9
4/1/2017	79765DQC7

IV. Certificates of Participation

B. Certificates of Participation CUSIP Numbers (continued)

Maturity Date	Series 2001A COPs
9/1/2008	79765DQP8
9/1/2009	79765DQQ6
9/1/2010	79765DQR4
9/1/2011	79765DQS2
9/1/2012	79765DQT0
9/1/2013	79765DQU7
9/1/2014	79765DQV5
9/1/2015	79765DQW3
9/1/2016	79765DQX1
9/1/2017	79765DQY9
9/1/2018	79765DQZ6
9/1/2019	79765DRA0
9/1/2020	79765DRB8
9/1/2021	79765DRC6
9/1/2022	79765DRD4
9/1/2023	-
9/1/2024	-
9/1/2025	-
9/1/2026	79765DRH5
9/1/2027	-
9/1/2028	-
9/1/2029	-
9/1/2030	-
9/1/2031	79765DRN2

Maturity Date	Series 2003 COPs
3/1/2009	79765DRX0
3/1/2010	79765DRY8
3/1/2011	79765DRZ5
3/1/2012	79765DSA9
3/1/2013	79765DSB7
3/1/2014	79765DSC5
3/1/2015	79765DSD3
3/1/2016	79765DSE1
3/1/2017	79765DSF8
3/1/2018	79765DSG6
3/1/2019	79765DSH4
3/1/2020	79765DSJ0
3/1/2021	79765DSK7
3/1/2022	79765DSL5
3/1/2023	79765DSM3
3/1/2024	79765DSN1
3/1/2025	-
3/1/2026	-
3/1/2027	-
3/1/2028	797645DSP6
3/1/2029	-
3/1/2030	-
3/1/2031	79765DSQ4
3/1/2032	-
3/1/2033	-
3/1/2034	79765DSR2

IV. Certificates of Participation

B. Certificates of Participation CUSIP Numbers (continued)

Maturity Date	Series 2004-R1	Maturity Date	Series 2007A COPs	Taxable Series 2007B COPs
4/1/2009	79765DSU5	9/1/2008		79765DUK4
4/1/2010	79765DSV3	9/1/2009	79765DTH3	
4/1/2011	79765DSW1	9/1/2010	79765DTJ9	
4/1/2012	79765DSX9	9/1/2011	79765DTK6	
4/1/2013	79765DSY7	9/1/2012	79765DTL4	
4/1/2014	79765DSZ4	9/1/2013	79765DTM2	
4/1/2015	79765DTA8	9/1/2014	79765DTN0	
4/1/2016	79765DTB6	9/1/2015	79765DTP5	
4/1/2017	79765DTC4	9/1/2016	79765DTQ3	
4/1/2018	79765DTD2	9/1/2017	79765DTR1	
4/1/2019	79765DTE0	9/1/2018	79765DTS9	
4/1/2020	79765DTF7	9/1/2019	79765DTT7	
4/1/2021	79765DTG5	9/1/2020	79765DTU4	
		9/1/2021	79765DTV2	
		9/1/2022	79765DTW0	
		9/1/2023	79765DTX8	
		9/1/2024	79765DTY6	
		9/1/2025	79765DTZ3	
		9/1/2026	79765DUA6	
		9/1/2027	79765DUB4	
		9/1/2028	79765DUC2	
		9/1/2029	79765DUD0	
		9/1/2030	79765DUE8	
		9/1/2031	79765DUF5	
		9/1/2032	-	
		9/1/2033	79765DUG3	
		9/1/2034	-	
		9/1/2035	-	
		9/1/2036	-	
		9/1/2037	79765DUH1	
		9/1/2038	-	
		9/1/2039	-	
		9/1/2040	79765DUJ7	

IV. Certificates of Participation
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C. Certificates of Participation Annual Disclosure Report Information.

Pursuant to the Continuing Disclosure Certificates executed in connection with the City's COPs (see also Section IV.A. above), the City hereby provides the following information as of **June 30, 2008**:

Information	Location
The audited general purpose financial statements of the City contained in the City's Comprehensive Annual Financial Report for the year ended June 30, 2008 (the "CAFR")	Appendix A – CAFR - Pages 1 through 190 The CAFR may also be viewed in its entirety online or downloaded from the Controller's website at: http://www.sfgov.org/site/controller_index.asp?id=98971
Summary of budgeted general fund revenue and appropriations	Appendix A – CAFR – Pages 16-17, 31-33
Summary of assessed valuation of taxable property in the City	Appendix A – CAFR – Page 200
Summary of the ad valorem property tax levy and delinquency rate	Appendix A – CAFR – Page 203
Schedule of aggregate annual debt service on tax-supported indebtedness of the City	Appendix B
Summary of authorized, but unissued, tax-supported indebtedness including lease revenue bonds	Appendix A – CAFR – Page 93, 96
Summary of aggregate annual lease payment obligations supported by the City's General Fund with respect to outstanding lease revenue bonds and certificates of participation	Appendix A – CAFR – Pages 83, 86, 90

COP Issue	Par Amount Outstanding	Reserve Fund Balance	Status of Completion of Construction/Acquisition
Series 1997 COPs	\$6,460,000	\$823,025	Completed
Series 1999 COPs	\$6,740,000	\$600,503	Completed
Series 2000 COPs	\$128,350,000	Surety Bond (\$10,096,000)	Completed
Series 2001-1 COPs	\$10,290,000	\$1,497,603	N/A (Refunding)
Series 2001A COPs	\$33,210,000	\$2,429,227	Completed
Series 2003 COPs	\$39,540,000	Surety Bond (\$2,627,798)	Completed
Series 2004-R1 COPs	\$33,910,000	Surety Bond (\$3,935,000)	N/A (Refunding)
Series 2007A COPs	\$152,120,000	\$9,390,313	Approximately 83.97% Completed
Series 2007B COPs	\$1,580,000	\$160,656	Approximately 83.97% Completed
Total:	\$412,200,000		

IV. Certificates of Participation

D. Certificates of Participation Contact Information

Issuer Contact (all): Nadia Sesay
Office of Public Finance
City Hall, Room 336
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102
Telephone: (415) 554-5956
Fax: (415) 554-4864
Email: Nadia.Sesay@sfgov.org

Trustee Contact:

Series 1997 COPs: Hank Helley
(2789 25th Street
Property) Corporate Trust Department
Union Bank of California
350 California Street, 11th Floor
San Francisco, CA 94104
Telephone: (415) 273-2514
Fax: (415) 273-2492
Email: Hank.Helley@uboc.com

Series 1999 COPs: Kerri Jones
(555 7th Street Property) Wells Fargo Bank
333 Market Street, 18th Floor
San Francisco, CA 94105
Telephone: (415) 371-3365
Fax: (415) 371-3400
Email: Kerri.Jones@WellsFargo.com

Series 2000 COPs: Kerri Jones
(San Bruno Jail
Replacement Project) Wells Fargo Bank
333 Market Street, 18th Floor
San Francisco, CA 94105
Telephone: (415) 371-3365
Fax: (415) 371-3400
Email: Kerri.Jones@WellsFargo.com

IV. Certificates of Participation

D. Certificates of Participation Contact Information (continued)

Trustee Contact:

Series 2001-1 COPs: Andrew Fung
(25 Van Ness Refunding) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2001A COPs: Andrew Fung
(30 Van Ness Property) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2003A COPs: Andrew Fung
(Juvenile Hall U.S. Bank Trust, N.A.
Replacement Project) One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2004-R1 COPs: Andrew Fung
(Courthouse Refunding) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2007AB COPs: Sonia N. Flores
(City Office Buildings) Deutsche Bank National Trust Company Americas
101 California St., MS-SFR03-4601
San Francisco, CA 94111
Telephone (415) 617-3203
Fax: (415) 617-4280
Email: Sonia.Flores@db.com

V. Parking Authority of the City and County of San Francisco Revenue Bonds

A. Parking Authority Bonds Continuing Disclosure Certificates.

Pursuant to the following Continuing Disclosure Certificates executed and delivered in connection with the issuance of the following Parking Authority Revenue Bonds (collectively, the "Parking Authority Bonds"), the City hereby provides its annual disclosure report for the fiscal year ended June 30, 2008, (the "Parking Authority Bonds Annual Disclosure Report").

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
1. November 19, 1998	Series 1998-1 Bonds Lease Revenue Refunding Bonds, Series 1998-1 (Moscone Center Garage Project)	<u>\$6,895,000</u>
2. May 20, 1999	Series 1999-1 Bonds Parking Meter Revenue Refunding Bonds, Series 1999-1	<u>\$22,390,000</u>
3. July 12, 2000	Series 2000A Bonds Lease Revenue Bonds, Series 2000A (North Beach Parking Garage Project)	<u>\$8,185,000</u>

V. Parking Authority of the City and County of San Francisco Revenue Bonds

B. Parking Authority Bonds CUSIP Numbers.

Note regarding all CUSIP numbers contained herein: The CUSIP numbers provided herein are for the convenience of bondholders and certificate holders. The Parking Authority of the City and County of San Francisco is not responsible for the accuracy or completeness of such CUSIP numbers. Furthermore, issuer and paying agent/trustee contact information is also provided for convenience and no assurances can be made that such information will not change.

Maturity Date	Series 1998-1 Bonds
12/1/2008	797700DF5

Maturity Date	Series 1999-1 Bonds
6/1/2009	797700DR9W
6/1/2010	797700DS7W
6/1/2011	797700DT5W
6/1/2012	797700DU2W
6/1/2013	797700DV0W
6/1/2014	797700DW8W
6/1/2015	797700DX6W
6/1/2016	797700DY4W
6/1/2017	797700DZ1W
6/1/2018	797700EA5W
6/1/2019	797700EB3W
6/1/2020	797700EC1W

Maturity Date	Series 2000A Bonds
6/15/2009	797700EK3
6/15/2010	797700EL1
6/15/2011	797700EM9
6/15/2012	797700EN7
6/15/2013	797700EP2
6/15/2014	797700EQ0
6/15/2015	797700ER8
6/15/2016	797700ES6
6/15/2017	797700ET4
6/15/2018	797700EU1
6/15/2019	797700EV9
6/15/2020	797700EW7
6/15/2021	797700EX5
6/15/2022	797700EY3

V. Parking Authority of the City and County of San Francisco Revenue Bonds

C. Parking Authority Bonds Annual Disclosure Report Information.

Pursuant to the Continuing Disclosure Certificates executed in connection with the issuance of the Parking Authority’s Revenue Bonds (see also Section V.A. above), the City hereby provides the following information as of **June 30, 2008**:

Information	Location
The audited general purpose financial statements of the City contained in the City’s Comprehensive Annual Financial Report for the year ended June 30, 2008 (the “ CAFR ”)	Appendix A – CAFR - Pages 1 through 190 The CAFR may also be viewed in its entirety online or downloaded from the Controller’s website at: http://www.sfgov.org/site/controller_index.asp?id=98971
Summary of budgeted general fund revenues and appropriations	Appendix A – CAFR – Pages 16-17, 31-33
Summary of assessed valuation of taxable property in the City	Appendix A – CAFR – Page 200
Summary of the ad valorem property tax levy and delinquency rate	Appendix A – CAFR – Page 203
Schedule of aggregate annual debt service on tax-supported indebtedness of the City	Appendix B
Summary of lease payment obligations supported by the City’s General Fund with respect to outstanding lease revenue bonds and COPs	Appendix A – CAFR – Pages 83, 86, 90
With respect to the Series 1999-1 Bonds, Meter revenues (including number of meters), supplemental reimbursements, if any, and debt service coverage	Appendix D
Summary of authorized but unissued, tax supported indebtedness of the City	Appendix A – CAFR – Page 93

Parking Authority Bond Issue	Par Amount Outstanding	Reserve Fund Balance
Series 1998-1 Bonds	\$815,000	Surety Bond (\$831,300)
Series 1999-1 Bonds	\$15,880,000	Surety Bond (\$2,031,750)
Series 2000A Bonds	\$6,495,000	\$687,140
Total	\$23,190,000	

V. Parking Authority of the City and County of San Francisco Revenue Bonds

D. Parking Authority Bonds Contact Information.

Issuer Contact (all): Sonali Bose
Parking Authority of the City and County of San Francisco
1 South Van Ness 7th Floor
San Francisco, CA 94103
Telephone: (415) 701-4617
Fax: (415) 701-4725
Email: Sonali.Bose@sfmta.com

Trustee Contact (all): Hank Helley
Corporate Trust Department
Union Bank of California
350 California Street, 11th Floor
San Francisco, CA 94104
Telephone: (415) 273-2514
Fax: (415) 273-2492
Email: Hank.Helley@uboc.com

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

A. Finance Corporation Lease Revenue Bonds Continuing Disclosure Certificates.

Pursuant to the following Continuing Disclosure Certificates executed and delivered in connection with the issuance of the following City and County of San Francisco Finance Corporation Lease Revenue Bonds (collectively, the “Finance Corporation Bonds”), the City hereby provides its annual disclosure report for the fiscal year ended June 30, 2008 (the “Finance Corporation Annual Disclosure Report”).

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
1. June 17, 1997	Series 1997 LRBs Lease Revenue Bonds (Combined Emergency Communications Center) Series 1997	<u>\$22,635,000</u>
2. January 22, 1998	Series 1998-I LRBs Lease Revenue Bonds (Citywide Emergency Radio System) Series 1998-I	<u>\$31,250,000</u>
3. July 2, 1998	Series 1998 LRBs Lease Revenue Bonds (Combined Emergency Communications System Equipment) Series 1998	<u>\$23,295,000</u>
4. February 4, 1999	Series 1999-I LRBs Lease Revenue Bonds (Citywide Emergency Radio System) Series 1999-I	<u>\$18,665,000</u>
5. N/A	Series 2000-1, 2000-2, 2000-3 LRBs ³ Lease Revenue Bonds (Moscone Center Expansion Project) Series 2000-1 Lease Revenue Bonds (Moscone Center Expansion Project) Series 2000-2 Lease Revenue Bonds (Moscone Center Expansion Project) Series 2000-3	<u>\$157,500,000</u> \$52,500,000 \$52,500,000 \$52,500,000

³ This information is provided as a courtesy. The Series 2000-1, 2000-2 and 2000-3 LRBs are variable rate bonds and therefore, the City has no continuing obligation to provide information on this bond issue as part of its Annual Report in this or any subsequent filing.

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

**A. Finance Corporation Lease Revenue Bonds Continuing Disclosure Certificates
(continued)**

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
6. April 1, 2003	Series 2003A LRBs Lease Revenue Bonds, Series 2003A (Equipment Lease Program)	<u>\$10,975,000</u>
7. June 23, 2004	Series 2004A LRBs Lease Revenue Bonds, Series 2004A (Equipment Lease Program)	<u>\$9,530,000</u>
8. October 26, 2005	Series 2005A LRBs Lease Revenue Bonds, Series 2005A (Equipment Lease Program)	<u>\$9,420,000</u>
9. April 5, 2006	Series 2006A LRBs Lease Revenue Bonds, Series 2006A (Equipment Lease Program)	<u>\$10,135,000</u>
10. November 2, 2006	Series 2006 LRBs Lease Revenue Bonds, Series 2006 (Open Space Fund – Various Park Projects)	<u>\$27,005,000</u>
11. June 6, 2007	Series 2007A LRBs Lease Revenue Bonds, Series 2007A (Equipment Lease Program)	<u>\$11,830,000</u>
12. October 4, 2007	Series 2007 LRBs Lease Revenue Bonds, Series 2007 (Open Space Fund – Various Park Projects)	<u>\$42,435,000</u>

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

A. Finance Corporation Lease Revenue Bonds Continuing Disclosure Certificates (continued)

13. April 14, 2008	Series 2008A LRBs Lease Revenue Bonds, Series 2008A (Equipment Lease Program)	<u>\$11,885,000</u>
14. September 11, 2008	Series 2008-1 and 2008-2 Refunding LRBs ² Lease Revenue Refunding Bonds (Moscone Center Expansion Project) Series 2008-1	<u>\$145,340,000</u> \$72,670,000
	Lease Revenue Refunding Bonds (Moscone Center Expansion Project) Series 2008-2	\$72,670,000

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

B. Finance Corporation Lease Revenue Bonds CUSIP Numbers.

Note regarding all CUSIP numbers contained herein: The CUSIP numbers provided herein are for the convenience of bondholders and certificate holders. The City and County of San Francisco Finance Corporation is not responsible for the accuracy or completeness of such CUSIP numbers. Furthermore, issuer and paying agent/trustee contact information is also provided for convenience and no assurances can be made that such information will not change.

Maturity Date	Series 1997 LRBs	Series 1998-I LRBs	Series 1998 LRBs	Series 1999-I LRBs
4/1/2009	79765XDQ6	79765XFH4	79765XGC4	79765XHM1
4/1/2010	79765XDR4	79765XFJ0	79765XGD2	79765XHN9
4/1/2011	79765XDS2	79765XFK7	79765XGE0	79765XHP4
4/1/2012	79765XDT0	79765XFL5	79765XGF7	79765XHQ2
4/1/2013	79765XDU7	79765XFM3	79765XGG5	79765XHR0
4/1/2014	79765XDV5	79765XFN1	79765XGH3	
4/1/2015	79765XDW3	79765XFP6	79765XGJ9	
4/1/2016	79765XDX1	79765XFQ4	79765XGK6	
4/1/2017	79765XDY9	79765XFR2	79765XGL4	
4/1/2018	-	79765XFS0	79765XGM2	
4/1/2019	-		79765XGN0	
4/1/2020	79765XEB8			
4/1/2021	-			
4/1/2022	-			
4/1/2023	-			
4/1/2024	79765XEF9			

² The Series 2008-R3 General Obligation Refunding Bonds (Laguna Honda Hospital); Series 2008B General Obligation Bonds (Clean and Safe Neighborhood Parks Bonds, 2008); Series 2009A General Obligation Bonds (San Francisco General Hospital, 2008), and Series 2008-1 and 2008-2 Lease Revenue Refunding bonds, (Moscone Center Expansion Project) were issued after June 30, 2008; information on these bonds is provided as a courtesy.

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

B. Finance Corporation Lease Revenue Bonds CUSIP Numbers (continued)

Maturity Date	Series 2003A LRBs	Series 2004A LRBs	Series 2005A LRBs	Series 2006A LRBs	Series 2007A LRBs	Series 2008A LRBs
10/1/2008	79765XKA3	79765XKJ4	79765XKU9	79765XLB0	79765XMF0	
4/1/2009		79765XKK1	79765XKQ8	79765XLC8	79765XMG8	79765XNP7
10/1/2009		79765XKL9	79765XKV7	79765XLD6	79765XMH6	79765XNQ5
4/1/2010			79765XKR6	79765XLE4	79765XMJ2	79765XNR3
10/1/2010			79765XKW5	79765XLF1	79765XMK9	79765XNS1
4/1/2011				79765XLG9	79765XML7	79765XNT9
10/1/2011				79765XLH7	79765XMM5	79765XNU6
4/1/2012					79765XMN3	79765XNV4
10/1/2012					79765XMP8	79765XNW2
4/1/2013					79765XMQ6	79765XNX0
10/1/2013						79765XNY8
4/1/2014						79765XNZ5
10/1/2014						79765XPA8

Maturity Date	Series 2000-1 LRBs ⁴	Series 2000-2 LRBs ⁴	Series 2000-3 LRBs ³
4/1/2030	79765XJC1	79765XJD9	79765XJE7

Maturity Date	Series 2008-1 LRBs ⁵	Series 2008-2 LRBs ²
4/1/2030	79765XPD2	79765XPC4

³This information is provided as a courtesy. The Series 2000-1, 2000-2 and 2000-3 LRBs are variable rate bonds and therefore, the City has no continuing obligation to provide information on this bond issue as part of its Annual Report in this or any subsequent filing.

² The Series 2008-R3 General Obligation Refunding Bonds (Laguna Honda Hospital); Series 2008B General Obligation Bonds (Clean and Safe Neighborhood Parks Bonds, 2008); Series 2009A General Obligation Bonds (San Francisco General Hospital, 2008), and Series 2008-1 and 2008-2 Lease Revenue Refunding bonds, (Moscone Center Expansion Project) were issued after June 30, 2008; information on these bonds is provided as a courtesy.

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

B. Finance Corporation Lease Revenue Bonds CUSIP Numbers (continued)

Maturity Date	Series 2006 LRBs	Series 2007 LRBs
7/1/2008	79765XLK0	79765XMR4
7/1/2009	79765XLL8	79765XMS2
7/1/2010	79765XLM6	79765XMT0
7/1/2011	79765XLN4	79765XMU7
7/1/2012	79765XLP9	79765XMV5
7/1/2013	79765XLQ7	79765XMW3
7/1/2014	79765XLR5	79765XMX1
7/1/2015	79765XLS3	79765XMY9
7/1/2016	79765XLT1	79765XMZ6
7/1/2017	79765XLU8	79765XNA0
7/1/2018	79765XLV6	79765XNB8
7/1/2019	79765XLW4	79765XNC6
7/1/2020	79765XLX2	79765XND4
7/1/2021	79765XLY0	79765XNE2
7/1/2022	79765XLZ7	79765XNF9
7/1/2023	79765XMA1	79765XNG7
7/1/2024	79765XMB9	79765XNH5
7/1/2025	79765XMC7	79765XNJ1
7/1/2026	-	79765XNK8
7/1/2027	79765XMD5	79765XNL6
7/1/2028		79765XNM4
7/1/2029		79765XNN2

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

C. Finance Corporation Lease Revenue Bonds Annual Disclosure Report Information.

Pursuant to the Continuing Disclosure Certificates executed in connection with the Finance Corporation Bonds (see also Section VI.A. above), the City hereby provides the following information as of **June 30, 2008**:

Information	Location
The audited general purpose financial statements of the City contained in the City's Comprehensive Annual Financial Report for the year ended June 30, 2008 (the "CAFR")	Appendix A – CAFR - Pages 1 through 190 The CAFR may also be viewed in its entirety online or downloaded from the Controller's website at: http://www.sfgov.org/site/controller_index.asp?id=98971
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Summary of authorized but unissued, tax-supported indebtedness of the City	Appendix A – CAFR – Page 93
Summary of lease payment obligations supported by the City's General Fund with respect to outstanding lease revenue bonds and COPs	Appendix A – CAFR – Pages 83, 86, 90

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

**C. Finance Corporation Lease Revenue Bonds Annual Disclosure Report Information
(continued)**

Finance Corporation Bond Issue	Par Amount Outstanding	Reserve Fund Balance	Project Description	Status of Acquisition of Equipment and/or Project
Series 1997 LRBs	\$17,260,000	\$1,734,644	Combined Emergency Communications Center	Completed
Series 1998-I LRBs	\$7,060,000	\$2,072,935	Emergency Radio System	Completed
Series 1998 LRBs	\$4,980,000	\$2,329,500	Combined Emergency Center Equipment	Completed
Series 1999-I LRBs	\$7,840,000	\$1,756,082	Emergency Radio System	Completed
Series 2000-1,-2,-3 LRBs ³	\$144,300,000	N/A	Moscone West Convention Center	Completed
Series 2003A LRBs	\$510,000	\$109,111	Equipment	Completed
Series 2004A LRBs	\$1,130,000	\$150,342	Equipment	Approximately 99% Complete
Series 2005A LRBs	\$3,480,000	\$482,143	Equipment	Approximately 98% Complete
Series 2006A LRBs	\$4,900,000	\$638,621	Equipment	Approximately 94% Complete
Series 2006 LRBs	\$26,360,000	\$2,084,777	Open Space Fund Recreation and Park Facilities	Approximately 59.20% Complete
Series 2007A LRBs	\$10,350,000	\$1,202,089	Equipment	Approximately 92% Complete
Series 2007 LRBs	\$42,435,000	\$3,140,355	Open Space Fund Recreation and Park Facilities	Approximately 46.01% Complete
Series 2008A LRBs	\$11,885,000	\$1,190,813	Equipment	Approximately 30% Complete
Series 2008-1,-2 LRBs ²	\$145,340,000	N/A	Moscone West Convention Center	Completed
Totals:	\$282,490,000			

³This information is provided as a courtesy. The Series 2000-1, 2000-2 and 2000-3 LRBs are variable rate bonds and therefore, the City has no continuing obligation to provide information on this bond issue as part of its Annual Report in this or any subsequent filing.

² The Series 2008-R3 General Obligation Refunding Bonds (Laguna Honda Hospital); Series 2008B General Obligation Bonds (Clean and Safe Neighborhood Parks Bonds, 2008); Series 2009A General Obligation Bonds (San Francisco General Hospital, 2008), and Series 2008-1 and 2008-2 Lease Revenue Refunding bonds, (Moscone Center Expansion Project) were issued after June 30, 2008; information on these bonds is provided as a courtesy.

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

D. Finance Corporation Bonds Contact Information

Issuer Contact (all): Nadia Sesay
City and County of San Francisco Finance Corporation
City Hall, Room 336
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102
Telephone: (415) 554-5956
Fax: (415) 554-4864
Email: Nadia.Sesay@sfgov.org

Trustee Contact: Andrew Fung
Series 1997 LRBs: U.S. Bank Trust, N.A.
(911 Project) One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 1998-I LRBs: Hank Helley
(Emergency Radio) Corporate Trust Department
Union Bank of California
350 California Street, 11th Floor
San Francisco, CA 94104
Telephone: (415) 273-2514
Fax: (415) 273-2492
Email: Hank.Helley@uboc.com

Series 1998 LRBs: Hank Helley
(911 Equipment) Corporate Trust Department
Union Bank of California
350 California Street, 11th Floor
San Francisco, CA 94104
Telephone: (415) 273-2514
Fax: (415) 273-2492
Email: Hank.Helley@uboc.com

Series 1999-I LRBs: Hank Helley
(Emergency Radio) Corporate Trust Department
Union Bank of California
350 California Street, 11th Floor
San Francisco, CA 94104
Telephone: (415) 273-2514
Fax: (415) 273-2492
Email: Hank.Helley@uboc.com

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

D. Finance Corporation Bonds Contact Information (continued)

Trustee Contact:

Series 2000-1,-2,-3 LRBs: Kerri Jones
(Moscone Expansion Project) Wells Fargo Bank
333 Market Street, 18th Floor
San Francisco, CA 94105
Telephone: (415) 371-3365
Fax: (415) 371-3400
Email: Kerri.Jones@WellsFargo.com

Series 2003A LRBs: Andrew Fung
(Equipment Lease Program) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2004A LRBs: Andrew Fung
(Equipment Lease Program) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2005A LRBs: Andrew Fung
(Equipment Lease Program) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2006A LRBs: Andrew Fung
(Equipment Lease Program) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

VI. City and County of San Francisco Finance Corporation Lease Revenue Bonds

D. Finance Corporation Bonds Contact Information (continued)

Trustee Contact:

Series 2006 LRBs: Andrew Fung
(Open Space Fund) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2007A LRBs: Andrew Fung
(Equipment Lease Program) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2007 LRBs: Andrew Fung
(Open Space Fund) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2008A LRBs: Andrew Fung
(Equipment Lease Program) U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Series 2008-1,-2 Refunding LRBs²: Kerri Jones
(Moscone Expansion Project) Wells Fargo Bank
333 Market Street, 18th Floor
San Francisco, CA 94105
Telephone: (415) 371-3365
Fax: (415) 371-3400
Email: Kerri.Jones@WellsFargo.com

² The Series 2008-R3 General Obligation Refunding Bonds (Laguna Honda Hospital); Series 2008B General Obligation Bonds (Clean and Safe Neighborhood Parks Bonds, 2008); Series 2009A General Obligation Bonds (San Francisco General Hospital, 2008), and Series 2008-1 and 2008-2 Lease Revenue Refunding bonds, (Moscone Center Expansion Project) were issued after June 30, 2008; information on these bonds is provided as a courtesy.

VII. Redevelopment Agency of the City and County of San Francisco Lease Revenue Bonds

A. Redevelopment Agency Lease Revenue Bonds Continuing Disclosure Certificates.

Pursuant to the following Continuing Disclosure Certificate executed and delivered in connection with the issuance of the following Redevelopment Agency of the City and County of San Francisco Bonds (the “Redevelopment Agency Bonds”), the City hereby provides its annual disclosure report for the fiscal year ended June 30, 2008 (the “Redevelopment Agency Annual Disclosure Report”). Please note that the City is the obligor for the Redevelopment Agency’s Series 2002 and 2004 Bonds and therefore has included the Redevelopment Agency Annual Disclosure Report in this Annual Report. Information on other Redevelopment Agency bond issues can be found by contacting the Redevelopment Agency directly as noted below.

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
1. January 9, 2003	Series 2002 LRBs Lease Revenue Refunding Bonds, Series 2002 (George R. Moscone Convention Center)	<u>\$67,670,000</u>
2. June 10, 2004	Series 2004 LRBs Lease Revenue Refunding Bonds, Series 2004 (George R. Moscone Convention Center)	<u>\$33,565,000</u>

VII. Redevelopment Agency of the City and County of San Francisco Lease Revenue Bonds

B. Redevelopment Agency Lease Revenue Bonds CUSIP Numbers.

Note regarding all CUSIP numbers contained herein: The CUSIP numbers provided herein are for the convenience of bondholders and certificate holders. The City is not responsible for the accuracy or completeness of such CUSIP numbers. Furthermore, issuer and paying agent/trustee contact information is also provided for convenience and no assurances can be made that such information will not change.

Maturity Date	Series 2002 Bonds LRBs	Series 2004 Bonds LRBs
7/1/2008	79765VCP3	79765VDG2
7/1/2009	79765VCQ1	79765VDH0
7/1/2010	79765VCR9	79765VDJ6
7/1/2011	79765VCS7	79765VDK3
7/1/2012	79765VCT5	79765VDL1
7/1/2013	79765VCU2	79765VDM9
7/1/2014	79765VCV0	79765VDN7
7/1/2015	79765VCW8	79765VDP2
7/1/2016	79765VCX6	79765VDQ0
7/1/2017	79765VCY4	79765VDR8
7/1/2018	79765VCZ1	79765VDS6
7/1/2019		79765VDT4
7/1/2020		79765VDU1
7/1/2021		79765VDV9
7/1/2022		79765VDW7
7/1/2023		79765VDX5
7/1/2024		79765VDY3

VII. Redevelopment Agency of the City and County of San Francisco Lease Revenue Bonds

C. Redevelopment Agency Lease Revenue Bonds Annual Disclosure Report Information.

The City provides the following information with respect to the Redevelopment Agency of the City and County of San Francisco Lease Revenue Bonds. (see also Section VII.A. above) as of **June 30, 2008**:

Information	Location
The audited general purpose financial statements of the City contained in the City's Comprehensive Annual Financial Report for the year ended June 30, 2008 (the "CAFR")	Appendix A – CAFR - Pages 1 through 190 The CAFR may also be viewed in its entirety online or downloaded from the Controller's website at: http://www.sfgov.org/site/controller_page.asp?id=98971
Summary of budgeted general fund revenue and appropriations	Appendix A – CAFR – Pages 16-17, 31-33
Summary of assessed valuation of taxable property in the City	Appendix A – CAFR – Page 200
Summary of the ad valorem property tax levy and delinquency rate	Appendix A – CAFR – Page 203
Schedule of aggregate annual tax-supported indebtedness	Appendix B
Summary of authorized but unissued, tax-supported indebtedness of the City	Appendix A – CAFR – Page 93

Redevelopment Agency Bond Issue	Par Amount Outstanding	Reserve Fund Balance
Series 2002 LRBs	\$66,555,000	Surety Bond (\$13,763,113)
Series 2004 LRBs	\$32,855,000	\$3,443,721
Total	\$99,410,000	

VII. Redevelopment Agency of the City and County of San Francisco Lease Revenue Bonds

D. Redevelopment Agency Bonds Contact Information.

Issuer Contact: Amy Lee
Redevelopment Agency of the City and County of San Francisco
Deputy Executive Director, Finance and Administration
One South Van Ness Avenue, 4th Floor
San Francisco, CA 94103
Telephone: (415) 749-2465
Fax: (415) 749-2565
Email: Amy.Lee@sfgov.org

Trustee Contact: Andrew Fung
U.S. Bank Trust, N.A.
One California St., Ste 2100
San Francisco, CA 94111
Telephone: (415) 273-4547
Fax: (415) 273-4591
Email: Andrew.Fung@usbank.com

Dated: March 27, 2009

CITY AND COUNTY OF SAN FRANCISCO

Ben Rosenfield
Controller

By: _____

APPENDIX A

COMPREHENSIVE ANNUAL FINANCIAL REPORT OF THE CITY AND COUNTY OF SAN FRANCISCO FOR THE FISCAL YEAR ENDED JUNE 30, 2008

(Please go to the following URL for the City's Comprehensive Annual Financial Report for the fiscal year ended June 30, 2008)

http://www.sfgov.org/site/controller_index.asp?id=98971

APPENDIX B

**SCHEDULE OF AGGREGATE ANNUAL DEBT SERVICE ON
TAX-SUPPORTED INDEBTEDNESS**

CITY AND COUNTY OF SAN FRANCISCO			
Direct Tax Supported Debt Service			
As of June 30, 2008^{[1][2]}			
<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Annual Debt Service</u>
2009	\$106,161,743	\$52,573,117	\$158,734,860
2010	101,358,048	47,543,692	148,901,740
2011	92,295,253	42,663,717	134,958,970
2012	80,773,407	38,471,495	119,244,902
2013	71,242,562	35,298,448	106,541,010
2014	65,822,775	31,927,102	97,749,877
2015	58,784,104	28,930,575	87,714,679
2016	61,411,611	26,256,598	87,668,209
2017	51,215,360	23,501,705	74,717,065
2018	49,690,422	21,170,153	70,860,575
2019	45,911,868	18,973,707	64,885,575
2020	40,869,775	16,943,681	57,813,456
2021	37,059,225	15,131,122	52,190,347
2022	36,890,303	13,406,700	50,297,003
2023	36,233,100	11,498,898	47,731,998
2024	34,352,710	9,564,188	43,916,898
2025	29,839,234	7,716,285	37,555,519
2026	19,567,779	6,056,300	25,624,079
2027	20,313,451	4,901,231	25,214,682
2028	20,620,000	3,668,977	24,288,977
2029	18,840,000	2,414,407	21,254,407
2030	<u>19,660,001</u>	<u>1,232,750</u>	<u>20,892,751</u>
TOTAL^[3]	\$1,098,912,731	\$459,844,848	\$1,558,757,579

^[1] The City's only outstanding direct tax supported debt is general obligation bonded indebtedness. This table does not reflect any debt other than City direct tax supported debt, such as any assessment district indebtedness or any redevelopment agency indebtedness.

^[2] Totals reflect rounding to nearest dollar.

^[3] For purposes of this table, the interest payment on the general obligation bonds, Series 2005 B, C, D (Laguna Honda Hospital) are assumed to be 6.41%. These bonds are in variable rate mode.

Source: Office of Public Finance, City and County of San Francisco.

APPENDIX C

CITY AND COUNTY OF SAN FRANCISCO General Obligation Bonds Outstanding (as of June 30, 2008)

<u>General Obligation Bond Issue</u>	<u>Series</u>	<u>Par Amount Outstanding</u>
Golden Gate Park Improvements	2001A	\$2,310,000
Neighborhood Recreation and Park	2001B	1,905,000
Affordable Housing Bonds	2001C	1,510,000
Taxable Affordable Housing Bonds	2001D	6,420,000
Branch Library Facilities Improvement	2001E	1,575,000
Zoo Facilities Bonds	2002A	4,775,000
Branch Library Facilities Improvement	2002B	17,790,000
General Obligation Refunding Bonds Series 2002-R1	2002-R1	70,640,000
Neighborhood Recreation and Park	2003A	16,895,000
Educational Facilities - Unified School District	2003B	23,760,000
Neighborhood Recreation and Park	2004A	59,175,000
California Academy of Sciences Improvement	2004B	6,945,000
General Obligation Refunding Bonds Series 2004-R1	2004-R1	3,795,000
Laguna Honda Hospital	2005A	103,785,000
Laguna Honda Hospital	2005B	40,000,000
Laguna Honda Hospital	2005C	40,000,000
Laguna Honda Hospital	2005D	40,000,000
California Academy of Sciences Improvement	2005E	70,950,000
Steinhart Aquarium Improvement	2005F	26,140,000
Branch Library Facilities Improvement	2005G	30,400,000
Zoo Facilities Bonds	2005H	6,705,000
Laguna Honda Hospital	2005I	67,220,000
General Obligation Refunding Bonds Series 2006-R1	2006-R1	86,440,000
General Obligation Refunding Bonds Series 2006-R2	2006-R2	57,960,000
Seismic Safety Loan Program	2007A	9,357,731
Branch Library Facilities Improvement Bonds	2008A	31,065,000
General Obligation Refunding Bonds Series 2008-R1	2008-R1	232,075,000
General Obligation Refunding Bonds Series 2008-R2	2008-R2	<u>\$39,320,000</u>
 TOTALS		 \$1,098,912,731

Source: Office of Public Finance, City and County of San Francisco.

APPENDIX D

**CITY AND COUNTY OF SAN FRANCISCO FINANCE CORPORATION
LEASE REVENUE BONDS, SERIES 2006 & 2007
(OPEN SPACE FUND – VARIOUS PARK PROJECTS)**

The application of revenues held in the Open Space Fund is governed by provisions of the Charter.

The Open Space Fund Property Tax Revenues derived from the set aside from the annual tax levy in an amount equal to two and one-half cents (\$0.025) for each \$100 assessed value within the City are deposited in the Open Space Fund held by the City Treasury.

Following the allocations as set forth in the Charter, the amounts remaining in the Open Space Fund, the “Net Open Space Fund Property Tax Revenues” are available to pay principal and premium, if any, and interest on the Series 2006 Bonds and Series 2007 Bonds.

The table below sets forth the property taxes collected and deposited into the Open Space Fund since its inception in Fiscal Year 2000-01.

OPEN SPACE FUND PROPERTY TAX REVENUES (\$ in thousands)		
<u>Fiscal Year</u>	<u>Gross Property Tax Revenues</u>	<u>Net Property Tax Revenues</u>
2000-01	19,796	14,428
2001-02	22,027	16,481
2002-03	21,768	16,243
2003-04	23,516	17,851
2004-05	25,837	19,986
2005-06	28,101	22,069
2006-07	30,579	24,345
2007-08	34,257	27,801
2008-09	36,810 *	30,015 *
<i>* Estimates</i>		
Sources: Department of Recreation and Parks, the Controller's Office and the Office of Public Finance		

APPENDIX E

PARKING AUTHORITY OF THE CITY AND COUNTY OF SAN FRANCISCO PARKING METER REVENUE REFUNDING BONDS, SERIES 1999-1

METER REVENUES, SUPPLEMENTAL REIMBURSEMENTS, IF ANY, AND DEBT SERVICE COVERAGE

HISTORICAL METER REVENUES

<u>Fiscal Year</u>	<u>On-Street Meter Revenues</u>	<u>Number of Meters</u>
1991/92	\$10,249,617	19,978
1992/93	\$ 8,603,292	20,078
1993/94	\$12,742,590	20,356
1994/95	\$12,936,446	20,456
1995/96	\$13,076,291	21,195
1996/97	\$13,181,615	21,677
1997/98	\$12,550,727	21,900
1998/99	\$12,672,870	21,979
1999/00	\$12,092,289	21,979
2000/01	\$11,888,762	21,095
2001/02	\$11,840,862	22,544
2002/03	\$13,218,618	22,531
2003/04	\$23,173,682	22,963
2004/05	\$24,148,426	23,041
2005/06	\$28,520,170	23,713
2006/07	\$29,279,244	24,461
2007/08	\$30,168,779	24,423

CURRENT PARKING METER RATES AND INVENTORY AS OF JUNE 30, 2008

<u>Category</u>	<u>Hourly Rate</u>	<u>On Street Meters</u>	<u>Off Street Meters</u>	<u>Total Meters</u>
Zone 1	\$3.00	4,654		4,654
Zone 2	\$2.50	4,213	35	4,248
Zone 3	\$1.50	14,520	617	15,137
Zone 4	\$2.50	496		496
Motorcycle 1	\$0.25	199		199
Motorcycle 2	\$0.15	80		80
Motorcycle 3	\$0.10	258		258
Motorcycle 4	\$0.15	3		3
Totals		24,423	652	25,075

SUPPLEMENTAL REIMBURSEMENTS

The Parking Authority did not receive any supplemental reimbursements in the fiscal year ending June 30, 2008.

DEBT SERVICE COVERAGE

Fiscal Year ending June 30, 2008

On-Street Meter Revenues ¹	\$30,168,779
Maximum Annual Debt Service Coverage	\$2,009,007
	15.01

¹ The Parking Meter Revenue Refunding Bonds, Series 1999-1, pledges against meter revenues from on-street parking meters only. Meter revenues displayed in this report excludes revenues from meters at the City-owned off-street parking lots.

Source: Municipal Transportation Agency – Department of Parking and Traffic; CCSF Pledged Revenue Coverage.

APPENDIX F

FY 2008-09 SIX-MONTH BUDGET STATUS REPORT

(Please go to the following URL for the City's FY 2008-09 Six-Month Budget Status Report)

http://www.sfgov.org/site/uploadedfiles/controller/reports/FY_2008-09_6-Month_Report-FINAL.pdf

APPENDIX G

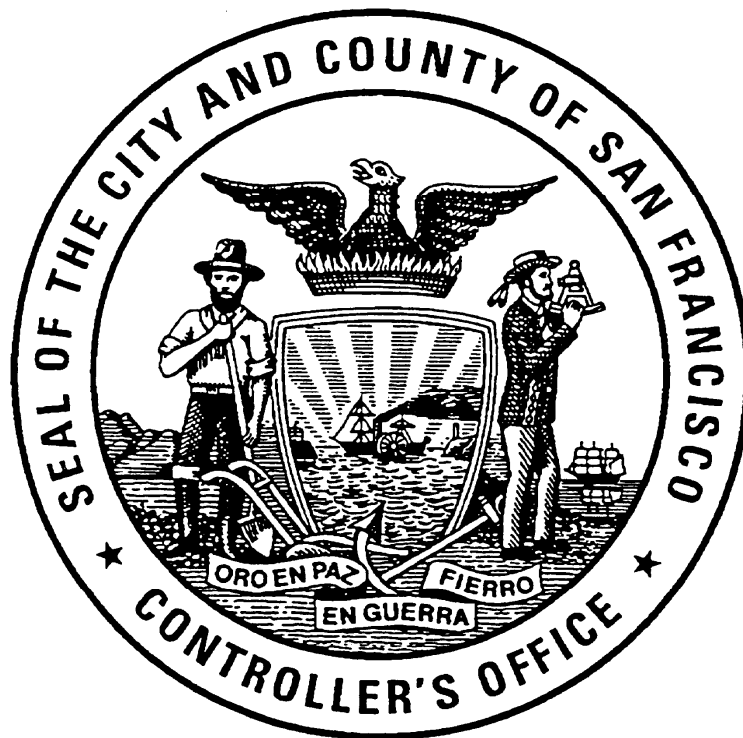
**ANNUAL REPORT FOR THE CITY AND COUNTY OF SAN FRANCISCO LIMITED
OBLIGATION IMPROVEMENT BONDS BAYSHORE HESTER ASSESSMENT
DISTRICT NO. 95-1 PREPARED BY MUNIFINANCIAL**

**CITY AND COUNTY OF SAN FRANCISCO
\$1,030,000 LIMITED OBLIGATION IMPROVEMENT BONDS
BAYSHORE HESTER ASSESSMENT DISTRICT NO. 95-1**

San Francisco, California

Dated: June 19, 1996

CUSIP: 79765E



**2007/2008 ANNUAL CONTINUING DISCLOSURE
INFORMATION STATEMENT
February 20, 2009**

Also available at:
 **WILLDAN**
Financial Services
www.willdan.com

LIST OF PARTICIPANTS

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www.sfgov.org

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angela.whittaker@sfgov.org

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(415) 263-2418

*In its role as Disclosure Consultant and Dissemination Agent, MuniFinancial has not passed upon the accuracy, completeness or fairness of the statements contained herein

I. INTRODUCTION

This annual report is being provided by the City and County of San Francisco (the "City") pursuant to a covenant made by the City for the benefit of the holders of Limited Obligation Improvement Bonds, City and County of San Francisco, Bayshore Hester Assessment District No. 95-1 (the "Bonds") and includes the information specified in a Continuing Disclosure Agreement dated as of June 1, 1996 (the "Continuing Disclosure Agreement"). All capitalized terms not defined herein shall have the meanings assigned to such terms in the final Official Statement, dated June 7, 1996, relating to the Bonds.

The CUSIP numbers provided herein are for the convenience of the bondholders. The City is not responsible for the accuracy or completeness of such CUSIP numbers.

**Limited Obligation Improvement Bonds
Bayshore Hester Assessment District No. 95-1**

Maturity Date	CUSIP	Maturity Date	CUSIP
9/2/2008	79765E AL2	9/2/2010	79765E AN8
9/2/2009	79765E AM0	9/2/2011	79765E AP3

A. AUDITED FINANCIAL STATEMENTS

The audited financial statements for the City for Fiscal Year 2007/08 are contained in the City's Comprehensive Annual Financial Report for the year ended June 30, 2008, and are hereby incorporated by reference into this report from the Annual Report, to be filed with the Nationally Recognized Municipal Information Repositories.

B. FINANCIAL AND OPERATING DATA

1. Status of Construction of Improvements and Improvement Fund Balance

As of June 1, 2008, the balance in the Improvement Fund was \$0.00. All draws have been made on the Improvement Fund as of such date. On March 2, 1999 a bond call was processed in the amount of \$30,000, which used the amount in the Improvement Fund, which was declared as surplus by resolution.

As of the date of this report, the status of the construction of the Improvements is complete and all vouchers have been submitted for reimbursement from the City and paid in full.

2. Building Permits and Certificates of Occupancy

As of June 1, 2008, the following number of building permits and certificates of occupancy had been issued for parcels in the District.

Type	Number
Building Permits	47
Certificates of Occupancy	47

Source: Bayshore BH Development Inc.

3. Value-To-Lien

Assessment liens, in the aggregate amount of \$842,083.21 have been recorded against the parcels as shown in the following table. Using the assessed values as indicated on the fiscal year 2008/09 Secured Roll, the overall value-to-lien ratio for all the parcels is approximately 29.44 to 1.

Assessor's Parcel Number	2008/09 Total Assessed Value	Current Assessment Lien	Value To Lien Ratio
5054A038	372,536.00	17,916.67	20.79
5054A039	735,845.00	17,916.67	41.07
5054A040	663,255.00	17,916.67	37.02
5054A041	344,312.00	17,916.67	19.22
5054A044	566,586.00	17,916.67	31.62
5054A047	609,982.00	17,916.67	34.05
5054A048	639,694.00	17,916.67	35.70
5054A050	416,688.00	17,916.67	23.26
5054A051	416,699.00	17,916.67	23.26
5054A052	607,248.00	17,916.67	33.89
5054A053	653,281.00	17,916.67	36.46
5054A054	549,712.00	17,916.67	30.68
5054A055	749,086.00	17,916.67	41.81
5054A056	555,343.00	17,916.67	31.00
5054A057	660,648.00	17,916.67	36.87
5054A058	549,954.00	17,916.67	30.70
5054A059	590,455.00	17,916.67	32.96
5054A060	455,195.00	17,916.67	25.41
5054A061	498,478.00	17,916.67	27.82
5054A062	572,969.00	17,916.67	31.98
5054A063	614,892.00	17,916.67	34.32
5054A064	576,884.00	17,916.67	32.20
5054A065	431,794.00	17,916.67	24.10
5054A066	455,197.00	17,916.67	25.41
5054A067	507,882.00	17,916.67	28.35
5054A068	427,092.00	17,916.67	23.84
5054A069	588,866.00	17,916.67	32.87
5054A070	618,211.00	17,916.67	34.50
5054A071	435,631.00	17,916.67	24.31
5054A072	611,576.00	17,916.67	34.13
5054A073	434,037.00	17,916.67	24.23
5054A074	757,066.00	17,916.67	42.25
5054A075	416,697.00	17,916.67	23.26
5054A076	416,696.00	17,916.67	23.26
5054A077	795,600.00	17,916.67	44.41
5054A078	388,995.00	17,916.67	21.71
5054A079	409,591.00	17,916.67	22.86
5054A080	381,998.00	17,916.67	21.32
5054A081	375,798.00	17,916.67	20.97
5054A082	743,580.00	17,916.67	41.50
5054A083	365,902.00	17,916.67	20.42
5054A084	385,352.00	17,916.67	21.51
5054A085	459,788.00	17,916.67	25.66
5054A086	421,310.00	17,916.39	23.52
5054A087	399,827.00	17,916.67	22.32
5054A088	778,500.00	17,916.67	43.45
5054A089	386,859.00	17,916.67	21.59
TOTAL	\$ 24,793,587.00	\$ 842,083.21	29.44

Source: San Francisco County Assessor's Office, as compiled by the City and County of San Francisco.

4. Principal Amount Of Bonds Outstanding

As of June 1, 2008, the principal amount of Bonds was \$835,000 and as of September 3, 2008, the principal amount of Bonds outstanding was \$815,000.

5. Debt Service Reserve Fund Balance

Balance as of	Balance
June 1, 2008	\$91,909.61
September 30, 2008	\$91,417.75

Source: The Bank of New York Trust Company, N.A.

6. Assessment Delinquencies

Fiscal Year	Parcels Delinquent	Total Annual Assessment	Amount Delinquent ⁽¹⁾	Percent Delinquent
1997/98	0.0	\$ 88,991.02	\$ 0.00	0.00%
1998/99	0.0	84,231.34	0.00	0.00%
1999/00	0.0	78,924.46	0.00	0.00%
2000/01	0.0	86,524.78	0.00	0.00%
2001/02	0.0	86,200.30	0.00	0.00%
2002/03	0.0	89,865.80	0.00	0.00%
2003/04	0.0	88,874.16	0.00	0.00%
2004/05	0.0	91,995.88	978.68	1.06%
2005/06	0.0	90,833.10	1,932.62	2.13%
2006/07	1.0	89,697.58	1,908.46	2.13%
2007/08	4.0	88,576.44	4,720.45	5.33%

A.P.N.	Name	Amount Delinquent ⁽¹⁾	Date of Delinquency	Percentage of Total Delinquent
5054A040	Crystal Thomas	6,713.94	12/10/2006	70.38%
5054A055	Kam Shui Wong	1,884.18	12/10/2007	19.75%
5054A077	Robert Perez	942.09	4/10/2008	9.87%

Source: San Francisco County Tax Collector's Office

(1) Amount delinquent as of January 27, 2009

7. Foreclosure Proceedings

As of June 1, 2008, there were no foreclosure proceedings pending against any parcel in the District.

8. Zoning, Land Use Designations and Subdivisions

To the City's knowledge, to date there have been no significant changes in zoning or other land use designations in the District and

no subdivision of land in the District, other than as described in the Official Statement.

9. Prepaid Assessments

There has been one prepaid assessment within the District. The parcel prepaid their assessment in November 2002 in the amount of \$18,257.39. The City processed a bond call on September 2, 2003 using the prepaid principal from this assessment.

C. Other Matters:

This Annual Report is provided solely for purposes of the Continuing Disclosure Agreement and the information contained herein speaks only as of the dates referenced. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial or operating information about the City, the District or any of the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the fiscal year to which this Annual Report relates (other than as contained in this Annual Report), or that no other information exists, which may have a bearing on the City's financial condition, the security for the Bonds, or an investor's decision to buy, sell, or hold any of the Bonds. The information contained in this Annual Report has been obtained from sources that are believed to be reliable, but such information is not guaranteed as to accuracy or completeness. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the City or other parties described herein. The City has no obligation to update the information provided hereby except as provided in the Continuing Disclosure Agreement.

APPENDIX H

CITY AND COUNTY OF SAN FRANCISCO GENERAL OBLIGATION BONDS SUMMARY OF MUNICIPAL BOND INSURED TRANSACTIONS ⁴

⁴ This information is provided as a courtesy. The City has no continuing obligation to provide information on Municipal Bond Insured Transactions as part of its Annual Report in this or any subsequent filing

General Obligation Bonds - Summary of Municipal Bond Insurance Exposure										
Issue Name	Final CUSIP	Final Maturity	Original Par	Outstanding Principal as of June 30, 2008	Bond Insurer	Mode	Reset	Liquidity Provider/LOC	Liquidity Provider	Tender Agent
Series 2001A, Golden Gate Park	797645E61	2011	3,020,000	2,310,000	N/A	Fixed	N/A	N/A	N/A	N/A
Series 2001B, Neighborhood Parks	797645H27	2011	2,490,000	1,905,000	N/A	Fixed	N/A	N/A	N/A	N/A
Series 2001C, Affordable Housing	797645L30	2010	2,225,000	1,510,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Taxable Series 2001D, Affordable Housing	797645P36	2014	7,275,000	6,420,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Series 2001E, Branch Libraries	797645R34	2010	2,315,000	1,575,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Series 2002A, Zoo Facilities	797645X94	2022	6,210,000	4,775,000	FGIC	Fixed	N/A	N/A	N/A	N/A
Series 2002B, Branch Libraries	797645Z92	2022	23,135,000	17,790,000	FGIC	Fixed	N/A	N/A	N/A	N/A
Series 2002-R1, Refunding	797645V39	2013	118,945,000	70,640,000	FSA	Fixed	N/A	N/A	N/A	N/A
Series 2003A, Neighborhood Parks	797645Z20	2023	20,960,000	16,895,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Series 2003B, Unified School District	7976453V8	2023	29,480,000	23,760,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Series 2004A, Neighborhood Parks	7976455D6	2024	68,800,000	59,175,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Series 2004B, Academy of Sciences	7976455Z7	2024	8,075,000	6,945,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Series 2004-R1, Refunding	7976454H8	2014	21,930,000	3,795,000	N/A	Fixed	N/A	N/A	N/A	N/A
Series 2005A, Laguna Honda Hospital	7976456U7	2021	110,000,000	103,785,000	AMBAC	Fixed	N/A	N/A	N/A	N/A
Series 2005B, Laguna Honda Hospital	7976456V5	2030	40,000,000	40,000,000	MBIA	VRDB	7-Day Weekly	JP Morgan	Deutsche Bank	
Series 2005C, Laguna Honda Hospital	7976456W3	2030	40,000,000	40,000,000	MBIA	VRDB	7-Day Weekly	JP Morgan	Deutsche Bank	
Series 2005D, Laguna Honda Hospital	7976456X1	2030	40,000,000	40,000,000	MBIA	VRDB	7-Day Weekly	JP Morgan	Deutsche Bank	
Series 2005E, California Academy of Science	797646AV8	2025	79,370,000	70,950,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Series 2005F, Steinhart Aquarium Improvement	797646BR6	2025	29,245,000	26,140,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Series 2005G, Branch Library	797646CM6	2025	34,000,000	30,400,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Series 2005H, Zoo Facilities	797646DH6	2025	7,505,000	6,705,000	MBIA	Fixed	N/A	N/A	N/A	N/A
Series 2005I, Laguna Honda Hospital	7976456EW2	2030	69,000,000	67,220,000	FSA	Fixed	N/A	N/A	N/A	N/A
Series 2006-R1, Refunding	797646GL4	2020	90,690,000	86,440,000	FGIC	Fixed	N/A	N/A	N/A	N/A
Series 2006-R2, Refunding	797646GZ3	2019	66,565,000	57,960,000	AMBAC	Fixed	N/A	N/A	N/A	N/A
Series 2007, Seismic Safety Loan Program ¹	797646HA7	2027	9,695,228	9,357,731 ¹	N/A	Fixed	N/A	N/A	N/A	N/A
Series 2008A, Branch Library	797646JA5	2028	31,065,000	31,065,000	N/A	Fixed	N/A	N/A	N/A	N/A
Series 2008-R1, Refunding	797646JP2	2021	232,075,000	232,075,000	N/A	Fixed	N/A	N/A	N/A	N/A
Series 2008-R2, Refunding	797646JZ0	2018	39,320,000	39,320,000	N/A	Fixed	N/A	N/A	N/A	N/A
Series 2008-R3, Refunding ²	797646KJ4	2030	118,130,000	N/A ³	N/A	Fixed	N/A	N/A	N/A	N/A
Series 2008B, Clean & Safe Neighborhood Parks Bonds ²	797646LE4	2028	42,520,000	N/A ²	N/A	Fixed	N/A	N/A	N/A	N/A
Series 2009A, San Francisco General Hospital ²	797646MA1	2029	131,650,000	N/A	N/A	Fixed	N/A	N/A	N/A	N/A
Total General Obligation Bonds			1,525,690,228	1,098,912,731						

¹ The Board of Supervisors authorized the issuance of the Taxable Series 2007A GO Bonds (Seismic Safety Loan Program, 1992) in an amount up to \$35,000,000 in February 2007. \$9,695,228 has been drawn upon as of June 30, 2008. The first draw in March 2007 in the amount of \$2,000,000, the second draw dated October 2007 was in the amount of \$3,802,000, the third draw dated January 2008 was in the amount of \$3,893,228, and the fourth draw which was issued after June 30, 2008 was in the amount of \$1,300,000 dated November 25, 2008; information on these bonds is provided as a courtesy.

² The Series 2008-R3 General Obligation Refunding Bonds (Laguna Honda Hospital); Series 2008B General Obligation Bonds (Clean and Safe Neighborhood Parks Bonds, 2008); Series 2009A General Obligation Bonds (San Francisco General Hospital, 2008); and Series 2008-1 and 2008-2 Lease Revenue Refunding Bonds, Moscone Center Expansion Project) were issued after June 30, 2008; information on these bonds is provided as a courtesy.

³ N/A

APPENDIX I

**CITY AND COUNTY OF SAN FRANCISCO
GENERAL FUND DEBT AND OTHER LONG TERM OBLIGATIONS
SUMMARY OF MUNICIPAL BOND INSURED TRANSACTIONS ⁴**

⁴ This information is provided as a courtesy. The City has no continuing obligation to provide information on Municipal Bond Insured Transactions as part of its Annual Report in this or any subsequent filing

GENERAL FUND DEBT AND OTHER LONG TERM OBLIGATIONS - SUMMARY OF MUNICIPAL BOND INSURANCE EXPOSURE											
Settlement Obligation Bonds											
					Outstanding						
Issue Name	Final CUSIP	Final Maturity	Original Par	Principal as of June 30, 2008	Bond Insurer	Mode	Reset	Guaranteed Investment Contract / Surety Policy Provider	Liquidity Provider / LOC	Liquidity Provider	Tender Agent
Settlement Obligation Bonds, Series 2003-R1	7976454D7	2011	44,275,000	20,585,000	FSA	Fixed	N/A	N/A	N/A	N/A	N/A
Total Settlement Obligation Bonds			44,275,000	20,585,000							
CCSF Certificates of Participation (COPs)											
					Outstanding						
Issue Name	Final CUSIP	Final Maturity	Original Par	Principal as of June 30, 2008	Bond Insurer	Mode	Reset	Guaranteed Investment Contract / Surety Policy Provider	Liquidity Provider / LOC	Liquidity Provider	Tender Agent
Series 1997 (2789 25 th Street Property)	79765DML1	2017	10,615,000	6,460,000	AMBAC	Fixed	N/A	N/A	N/A	N/A	N/A
Series 1999 (555 7 th Street Property)	79765DNM8	2024	8,390,000	6,740,000	FSA	Fixed	N/A	N/A	N/A	N/A	N/A
Series 2000 (San Bruno Jail No. 3 Replacement Project)	79765DPM6	2033	137,235,000	128,350,000	AMBAC	Fixed	N/A	Ambac Surety Bond	N/A	N/A	N/A
Refunding Series 2001-1 (San Francisco Courthouse and 25 Van Ness Avenue Project)	79765DQC7	2017	15,460,000	10,290,000	AMBAC	Fixed	N/A	N/A	N/A	N/A	N/A
Series 2001A and Taxable Series 2001B (30 Van Ness Avenue Property)	79765DRN2	2031	35,320,000	33,210,000	MBIA	Fixed	N/A	N/A	N/A	N/A	N/A
Series 2003 (Juvenile Hall Replacement Project)	79765DSR2	2034	41,965,000	39,540,000	MBIA	Fixed	N/A	MBIA Surety Bond	N/A	N/A	N/A
Refunding Series 2004-R1 (Courthouse Project)	79765DTG5	2021	39,350,000	33,910,000	MBIA	Fixed	N/A	MBIA Surety Bond	N/A	N/A	N/A
Series 2007A (City Office Buildings)	79765DUJ7	2040	152,120,000	152,120,000	FGIC	Fixed	N/A	N/A	N/A	N/A	N/A
Taxable Series 2007B (City Office Buildings)	79765DUK4	2008	1,580,000	1,580,000	FGIC	Fixed	N/A	N/A	N/A	N/A	N/A
Total Certificates of Participation (COPs)			442,035,000	412,200,000							
Redevelopment Agency											
					Outstanding						
Issue Name	Final CUSIP	Final Maturity	Original Par	Principal as of June 30, 2008	Bond Insurer	Mode	Reset	Guaranteed Investment Contract / Surety Policy Provider	Liquidity Provider / LOC	Liquidity Provider	Tender Agent
Series 2002 (Lease Revenue Refunding Bonds - George R. Moscone Convention Center)	79765VCZ1	2018	67,670,000	66,555,000	MBIA	Fixed	N/A	Financial Security Assurance	N/A	N/A	N/A
Series 2004 (Lease Revenue Refunding Bonds - George R. Moscone Convention Center)	79765VDY3	2024	33,565,000	32,855,000	AMBAC	Fixed	N/A	N/A	N/A	N/A	N/A
Total Redevelopment Agency			101,235,000	99,410,000							
CCSF Finance Corporation											
					Outstanding						
Issue Name	Final CUSIP	Final Maturity	Original Par	Principal as of June 30, 2008	Bond Insurer	Mode	Reset	Guaranteed Investment Contract / Surety Policy Provider	Liquidity Provider / LOC	Liquidity Provider	Tender Agent
Series 1997 (Combined Emergency Communications Center)	76765XEF9	2024	22,635,000	17,260,000	MBIA	Fixed	N/A	Bank of America (GIC)	N/A	N/A	N/A
Series 1998-1 (Citywide Emergency Radio System)	79765XFS0	2018	31,250,000	7,060,000	FSA	Fixed	N/A	N/A	N/A	N/A	N/A
Series 1998 (Combined Emergency Communications System Equipment)	79765XGN0	2019	23,295,000	4,980,000	MBIA	Fixed	N/A	N/A	N/A	N/A	N/A
Series 1999-1 (Citywide Emergency Radio System)	79765XHR0	2013	18,665,000	7,840,000	FSA	Fixed	N/A	N/A	N/A	N/A	N/A

