

WHEN RECORDED MAIL TO:

City Clerk
City of Riverside
City Hall, 3900 Main Street
Riverside, California 92522

Project: Waterman Industrial Center
City of San Bernardino

FOR RECORDER'S OFFICE USE ONLY

COVENANT AND AGREEMENT FOR ACCEPTANCE OF
DRAINAGE WATERS

THIS COVENANT AND AGREEMENT FOR ACCEPTANCE OF DRAINAGE WATERS ("Agreement") is made and entered into this _____ day of _____, 2017, by and between the CITY OF RIVERSIDE, a California charter city and municipal corporation (City), IPT WATERMAN DC LP, A Delaware limited partnership ("Declarant"), and GWS#4 DEVELOPMENT, LLC, a California limited liability company ("Lessee") (collectively, the "Parties"), with reference to the following facts:

A. Declarant is the owner of the real property located at the southwest intersection of Waterman Avenue and Dumas Street and identified as Assessor's Parcel Numbers 0141-431-16 and 0141-431-17, in the City of San Bernardino, County of San Bernardino, State of California, as described in Exhibit "A" ("Declarant Property"), attached hereto and incorporated herein by reference.

B. The Declarant is developing a light industrial project on the Declarant Property to include an industrial building with mezzanine space, loading docks, and parking and drive isles for auto and truck use.

C. City is the owner of the real property located 1494 S. Waterman Avenue, identified as Assessor's Parcel Numbers 0141-431-17 and 0141-431-18, 0141-421-18, 0141-421-19 and 0141-421-20 in the City of San Bernardino, County of San Bernardino, State of California, as described in Exhibit "B" ("City Property"), attached hereto and incorporated herein by reference.

D. Lessee and City entered into a Ground Lease Agreement dated March 16, 2017 where the City leased the City Property to Lessee for a period of fifty-five (55) years commencing on March 16, 2017 and terminating on March 16, 2072.

NOW, THEREFORE, for the purposes of complying with the conditions imposed by the City of San Bernardino for the development of the project referenced in Recital B herein, the Parties agree to the following:

1. Recitals. The foregoing recitals are true and correct and are hereby incorporated into this Agreement by reference.

2. Final Drainage Report On-Site Facilities. Declarant shall hereby install on the Declarant Property one gate inlet, one curb inlet, cleanouts, varying sizes of storm drain pipe (12" and 24") five vegetative infiltration basins, and two onsite underground infiltration basins pursuant to the Final Drainage Report dated February 2017 prepared by Kimley-Horn and Associates of San Diego, California, attached hereto as Exhibit "C" and incorporated herein by reference.

3. Final Drainage Report Facilities Maintenance. Declarant shall hereby conduct routine maintenance of the on-site facilities on the Declarant Property including inspection prior to the rainy season (fall) and after each runoff producing rain event. Sediment and debris shall be removed from the pre-treatment system and the retentions basin shall be routinely inspected and sediment and debris build-up removed.

4. Acceptance of Drainage. Subject to Declarant's compliance with Sections 2 and 3 of this Agreement, City and Lessee agree to accept drainage from the Declarant Property onto the City Property.

5. Enforcement. The provisions of this Agreement shall be enforceable at law or in equity by the City, Lessee, and/or their respective successors or assigns. Should the City bring an action to enforce the terms of the Agreement, each party shall bear their own attorneys' fees, expert witness fees, and reasonable costs of suit. The failure of City to enforce any provision of this Agreement shall in no event be deemed to be a waiver of the right to do so thereafter nor the right to enforce any other provision hereof.

6. Run with the Land. The terms and conditions of this Agreement shall constitute a covenant running with and binding the land. Accordingly, the Declarant Property and the City Property shall hereafter be held, sold conveyed mortgaged, encumbered, leased, rented, used, occupied and improved subject to the aforementioned conditions, all of which shall run with each property and shall be binding on all parties having any right, title or interest in the respective property or any part thereof, their heirs, successors and assigns.

7. Non merger. This Agreement shall not be subject to the doctrine of merger, even though the underlying fee ownership of portion of each property described herein, is vested in one party or entity.

8. Amendment/Termination. This Agreement shall not be amended in any matter or terminated without the prior written approval of all Parties, which writing must be duly recorded. The Parties agree to give ten (10) days written notice to the City of San Bernardino of any amendment or termination of this Agreement. Notice to the City of San Bernardino may be given by personal delivery or U.S. Mail at the Office of the City Clerk, 300 North "D" Street, San Bernardino, California 92418. If personally delivered the notice shall be deemed delivered at the

time of personal delivery. If sent by U.S. Mail the notice shall be deemed delivered forty-eight (48) hours after deposit in the U.S. Mail as reflected by the official U.S. postmark.

9. Indemnification. Declarant expressly agrees to indemnify, defend, and hold the City and its respective officials, officers, employees, agents, successor, and assigns, harmless from and against any claim, action, liability, loss, damage, entry, judgment, order, lien encumbrance, and cost and expenses that, foreseeable or unforeseeable, directly or indirectly, arises from, or is any way related to, said drainage.

10. Declarant hereby represents and warrants that it has the legal power, right and actual authority to subject its property to the restrictions, terms and conditions stated herein.

IN WITNESS WHEREOF, the Parties have caused this Covenant and Agreement for Acceptance of Drainage Waters to be executed as of the day and year first written above.

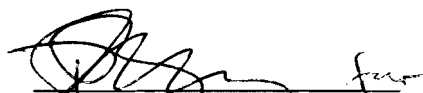
CITY OF RIVERSIDE

By: _____
Name: _____
Title: _____

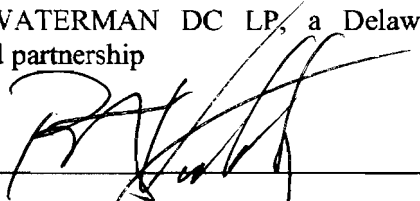
ATTESTED:

By: _____
City Clerk

APPROVED AS TO FORM:

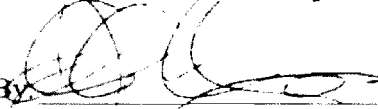

Susan D. Wilson
Assistant City Attorney

IPT WATERMAN DC LP, a Delaware limited partnership

By: 
Name: **Peter Vanderburg**
SVP of Development
Title: _____

By: _____
Name: _____
Title: _____

GWS#4 DEVELOPMENT, LLC.,
a California limited liability company

By: 
Name: John M. Magness
Title: Senior Vice President

INCUMBENCY CERTIFICATE

I, Jonathan Linker, the duly authorized Vice President and Assistant Secretary of Industrial Property Trust Inc., a Maryland corporation, general partner of Industrial Property Operating Partnership LP, a Delaware limited partnership, sole member of IPT Real Estate Holdco LLC, a Delaware limited liability company, sole member of IPT BTC I GP LLC, a Delaware limited liability company, general partner of Build-To-Core Industrial Partnership I LP, a Delaware limited partnership, manager of BTC Holdco I LLC, a Delaware limited liability company, sole member of IPT Waterman DC GP LLC, a Delaware limited liability company, general partner of IPT Waterman DC LP, a Delaware limited partnership (collectively, the "Company"), HEREBY CERTIFIES that the person whose name, title and signature appears below is a duly qualified and acting representative of Company on the date hereof. The representative holds the office set forth beside his name, and the signature appearing opposite the name is the genuine signature of such representative. The representative is authorized to act on behalf of Company with respect to IPT Waterman DC GP LLC and IPT Waterman DC LP, both of whose permanent address is 518 17th Street, Suite 1700, Denver, Colorado 80202.

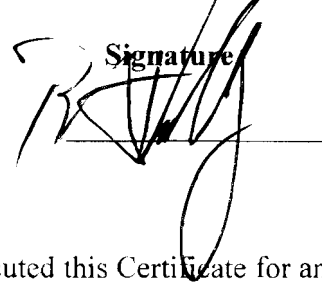
Name

Title

Signature

Peter Vanderburg

Senior Vice President, Development



IN WITNESS WHEREOF, the undersigned has executed this Certificate for and on behalf of the Company on this 12th day of April, 2017.

INDUSTRIAL PROPERTY TRUST INC.

By:

Name: Jonathan Linker

Title: Vice President & Assistant Secretary

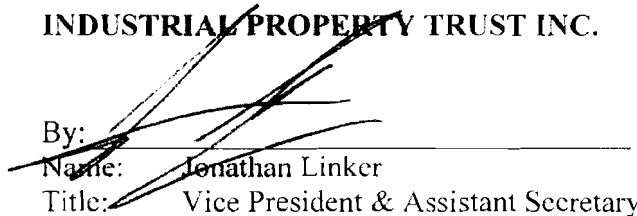


EXHIBIT “A”

EXHIBIT A

LEGAL DESCRIPTION

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AND IS DESCRIBED AS FOLLOWS:

PARCEL 1:

PARCEL 1A:

THE SOUTH 113 FEET OF THE NORTH 251 FEET OF THE WEST 100 FEET OF LOT 25, BLOCK 54, OF RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 7, PAGE 2, OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

APN: 0141-431-01-0-000

PARCEL 1B:

THE WEST 227.57 FEET OF THE NORTH 495 FEET OF LOT 25, BLOCK 54, OF THE RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7, PAGE 2, OF MAPS, RECORDS OF SAID COUNTY.

EXCEPTING THEREFROM THE SOUTH 113 FEET OF THE NORTH 251 FEET OF THE WEST 100 FEET OF SAID LOT 25, AS CONVEYED IN GRANT DEED RECORDED MAY 2, 1961, IN BOOK 5419, PAGE 333, OF OFFICIAL RECORDS.

APN: 0141-431-02-0-000

PARCEL 2:

LOT 25, BLOCK 54, RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 7, PAGES 2 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, DESCRIBED AS FOLLOWS:

COMMENCING 198 FEET WEST OF NORTHEAST CORNER OF SAID LOT 25; THENCE WEST 120 FEET; THENCE SOUTH 153 FEET; THENCE EAST 120 FEET; THENCE NORTH 153 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE NORTH 20 FEET THEREOF, CONDEMNED BY THE CITY OF SAN BERNARDINO, A MUNICIPAL CORPORATION, IN THAT CERTAIN FINAL ORDER OF CONDEMNATION NO. 104581, RECORDED SEPTEMBER 25, 1964 IN BOOK 6239, PAGE 671, OF OFFICIAL RECORDS.

APN: 0141-431-10-0-000

PARCEL 3:

THAT PORTION OF LOT 25, BLOCK 54, OF THE RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, AS PER MAP RECORDED IN BOOK 7 OF MAPS, PAGE 2, OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF THE COUNTY RECORDER OF SAN BERNARDINO COUNTY, CALIFORNIA, DESCRIBED AS FOLLOWS:

EXHIBIT A
LEGAL DESCRIPTION

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AND IS DESCRIBED AS FOLLOWS:

PARCEL 1:

PARCEL 1A:

THE SOUTH 113 FEET OF THE NORTH 251 FEET OF THE WEST 100 FEET OF LOT 25, BLOCK 54, OF RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 7, PAGE 2, OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

APN: 0141-431-01-0-000

PARCEL 1B:

THE WEST 227.57 FEET OF THE NORTH 495 FEET OF LOT 25, BLOCK 54, OF THE RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7, PAGE 2, OF MAPS, RECORDS OF SAID COUNTY.

EXCEPTING THEREFROM THE SOUTH 113 FEET OF THE NORTH 251 FEET OF THE WEST 100 FEET OF SAID LOT 25, AS CONVEYED IN GRANT DEED RECORDED MAY 2, 1961, IN BOOK 5419, PAGE 333, OF OFFICIAL RECORDS.

APN: 0141-431-02-0-000

PARCEL 2:

LOT 25, BLOCK 54, RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 7, PAGES 2 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, DESCRIBED AS FOLLOWS:

COMMENCING 198 FEET WEST OF NORTHEAST CORNER OF SAID LOT 25; THENCE WEST 120 FEET; THENCE SOUTH 153 FEET; THENCE EAST 120 FEET; THENCE NORTH 153 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE NORTH 20 FEET THEREOF, CONDEMNED BY THE CITY OF SAN BERNARDINO, A MUNICIPAL CORPORATION, IN THAT CERTAIN FINAL ORDER OF CONDEMNATION NO. 104581, RECORDED SEPTEMBER 25, 1964 IN BOOK 6239, PAGE 671, OF OFFICIAL RECORDS.

APN: 0141-431-10-0-000

PARCEL 3:

THAT PORTION OF LOT 25, BLOCK 54, OF THE RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, AS PER MAP RECORDED IN BOOK 7 OF MAPS, PAGE 2, OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF THE COUNTY RECORDER OF SAN BERNARDINO COUNTY, CALIFORNIA, DESCRIBED AS FOLLOWS:

EXHIBIT A

(Continued)

BEGINNING AT A POINT ON THE NORTH LINE OF SAID LOT 25, THAT IS SOUTH 89° 47' WEST 610.59 FEET FROM THE NORTHEAST CORNER OF SAID LOT 25; THENCE SOUTH 0° 16' EAST 495 FEET; THENCE SOUTH 89° 47' WEST 227.57 FEET; THENCE NORTH 0° 16' WEST 495 FEET TO A POINT ON THE NORTH LINE OF SAID LOT; THENCE NORTH 89° 47' EAST 227.57 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE NORTH 20 FEET THEREOF, CONDEMNED BY THE CITY OF SAN BERNARDINO, A MUNICIPAL CORPORATION, IN THAT CERTAIN FINAL ORDER OF CONDEMNATION NO. 104581, RECORDED SEPTEMBER 25, 1964 IN BOOK 6239, PAGE 671, OF OFFICIAL RECORDS.

APN: 0141-431-04-0-000

PARCEL 4:

THAT PORTION OF LOT 25, BLOCK 54, RANCHO SAN BERNARDINO, AS PER PLAT RECORDED IN BOOK 7, PAGE 2, OF MAPS, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE NORTH LINE OF SAID LOT 25 THAT IS SOUTH 89° 47' 00" WEST, 383.00 FEET WEST OF THE NORTHEAST CORNER OF SAID LOT 25; THENCE, SOUTH 00° 16' 00" EAST, 495 FEET; THENCE, SOUTH 89° 47' 00" WEST, 226.15 FEET; THENCE, NORTH 00° 16' 00" WEST, 495 FEET TO A POINT ON THE NORTH LINE OF SAID LOT; THENCE, NORTH 89° 47' 00" EAST, 227.59 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE WEST 110 FEET, MEASURED ALONG THE NORTH AND SOUTH LINES THEREOF.

ALSO EXCEPTING THEREFROM THE NORTH 20 FEET THEREOF, CONDEMNED BY THE CITY OF SAN BERNARDINO, A MUNICIPAL CORPORATION, IN THAT CERTAIN FINAL ORDER OF CONDEMNATION NO. 104581, RECORDED SEPTEMBER 25, 1964 IN BOOK 6239, PAGE 671, OF OFFICIAL RECORDS.

APN: 0141-431-08-0-000

PARCEL 5:

PARCEL 5A:

ALL THAT PORTION OF LOT 25, BLOCK 54, RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7, PAGE 2 OF MAPS, RECORDS OF SAID COUNTY, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF LOT 25; THENCE SOUTH 153 FEET; THENCE WEST 198 FEET; THENCE NORTH 153 FEET; THENCE EAST 198 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE WEST 70.00 FEET THEREOF.

ALSO EXCEPTING THEREFROM THE NORTH 30 FEET THEREOF AND THAT PORTION INCLUDED WITHIN THE EAST 55 FEET MEASURED FROM THE CENTERLINE OF WATERMAN AVENUE, CONVEYED TO THE COUNTY OF SAN BERNARDINO BY DEED RECORDED APRIL 13, 1960 IN BOOK 5110, PAGE 53 OF OFFICIAL RECORDS.

PARCEL 5B:

EXHIBIT A

(Continued)

THE WEST 70.00 FEET OF THAT PORTION OF LOT 25, BLOCK 54, RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7, PAGE 2 OF MAPS, RECORDS OF SAID COUNTY, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF LOT 25; THENCE SOUTH 153 FEET; THENCE WEST 198 FEET; THENCE NORTH 153 FEET; THENCE EAST 198 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE NORTH 30 FEET THEREOF, CONVEYED TO THE COUNTY OF SAN BERNARDINO BY DEED RECORDED APRIL 13, 1960 IN BOOK 5110, PAGE 53 OF OFFICIAL RECORDS.

PARCEL 5C:

THE SOUTH 205 FEET OF THE NORTH 358 FEET OF THE EAST 198 FEET OF LOT 25, BLOCK 54, RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7, PAGE 2 OF MAPS, RECORDS OF SAID COUNTY.

EXCEPT THEREFROM THAT PORTION INCLUDED WITHIN THE EAST 55 FEET MEASURED FROM THE CENTERLINE OF WATERMAN AVENUE, CONVEYED TO THE COUNTY OF SAN BERNARDINO, BY GRANT DEED RECORDED JULY 22, 1960 IN BOOK 5192, PAGE 525 OF OFFICIAL RECORDS.

PARCEL 5D:

THE SOUTH 62 FEET OF THE NORTH 495 FEET OF THE EAST 198 FEET OF LOT 25, BLOCK 54, RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7, PAGE 2 OF MAPS, RECORDS OF SAID COUNTY.

EXCEPT THEREFROM THAT PORTION INCLUDED WITHIN THE EAST 55 FEET MEASURED FROM THE CENTERLINE OF WATERMAN AVENUE, CONVEYED TO THE COUNTY OF SAN BERNARDINO, BY GRANT DEED RECORDED JULY 22, 1960 IN BOOK 5192, PAGE 525 OF OFFICIAL RECORDS.

PARCEL 5E:

THE SOUTH 75 FEET OF THE NORTH 433 FEET OF THE EAST 198 FEET OF LOT 25, BLOCK 54, RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7, PAGE 2 OF MAPS, RECORDS OF SAID COUNTY.

EXCEPT THEREFROM THAT PORTION INCLUDED WITHIN THE EAST 55 FEET MEASURED FROM THE CENTERLINE OF WATERMAN AVENUE, CONVEYED TO THE COUNTY OF SAN BERNARDINO, BY GRANT DEED RECORDED JULY 22, 1960 IN BOOK 5192, PAGE 525 OF OFFICIAL RECORDS.

APN(S): 0141-431-11-0-000; 0141-431-12-0-000; 0141-431-20-0-000

PARCEL 6:

THAT PORTION OF LOT 25, BLOCK 54, OF THE MISCELLANEOUS SURVEY OF THE RANCHO SAN BERNARDINO, IN THE UNINCORPORATED AREA OF THE COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7 OF MAPS, PAGE 2, RECORDS OF SAID COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT 30 RODS SOUTH OF THE NORTHEAST CORNER OF SAID LOT 25; THENCE RUNNING SOUTH 24 RODS ALONG THE EAST LINE OF SAID LOT; THENCE RUNNING WEST 80 RODS TO

EXHIBIT A
(Continued)

THE WEST LINE OF SAID LOT; THENCE RUNNING NORTH 24 RODS; THENCE EAST ALONG THE SOUTH LINE OF WHAT IS KNOWN AS THE BUTTON PROPERTY TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THAT PORTION INCLUDED WITHIN THE EAST 55 FEET MEASURED FROM THE CENTERLINE OF WATERMAN AVENUE, CONVEYED TO THE COUNTY OF SAN BERNARDINO, BY DEED RECORDED APRIL 5, 1960, IN BOOK 5102, PAGE 203, OFFICIAL RECORDS.

APN: 0141-431-16-0-000

PARCEL 7:

THAT PORTION OF LOT 25, BLOCK 54, RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY SAN BERNARDINO, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 7 OF MAPS, PAGE 2, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, DESCRIBED AS FOLLOWS:

COMMENCING 318 FEET WEST OF THE NORTHEAST CORNER OF SAID LOT 25; THENCE WEST 65 FEET ALONG DUMAS STREET; THENCE SOUTH 495 FEET; THENCE EAST 185 FEET; THENCE NORTH 342 FEET; THENCE WEST 120 FEET; THENCE NORTH 153 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE NORTH 20 FEET THEREOF, CONDEMNED BY THE CITY OF SAN BERNARDINO, A MUNICIPAL CORPORATION, IN THAT CERTAIN FINAL ORDER OF CONDEMNATION NO. 104581, RECORDED SEPTEMBER 25, 1964 IN BOOK 6239, PAGE 671, OF OFFICIAL RECORDS.

APN: 141-431-09-0-000

PARCEL 8:

BEING A PORTION OF THE NORTH 495.00 FEET OF LOT 25, BLOCK 54, RANCHO SAN BERNARDINO, IN THE COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7, PAGE 2, RECORDS OF SAID COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE NORTH LINE OF SAID LOT 25 THAT IS SOUTH 89° 47' 00" WEST 500.53 FEET FROM THE NORTHEAST CORNER OF SAID LOT 25; THENCE SOUTH 0° 16' 00" EAST 495.00 FEET; THENCE SOUTH 89° 47' 00" WEST 110.00 FEET ;THENCE NORTH 0° 16' 00" WEST 495.00 FEET; THENCE NORTH 89° 47' EAST 110.00 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE NORTH 20 FEET THEREOF, CONDEMNED BY THE CITY OF SAN BERNARDINO, A MUNICIPAL CORPORATION, IN THAT CERTAIN FINAL ORDER OF CONDEMNATION NO. 104581, RECORDED SEPTEMBER 25, 1964 IN BOOK 6239, PAGE 671, OF OFFICIAL RECORDS.

PURSUANT TO THAT CERTAIN CERTIFICATE OF COMPLIANCE NO. 91-18 RECORDED AUGUST 12, 1991, AS INSTRUMENT NO. 91-305963, OFFICIAL RECORDS

APN: 0141-431-21-0-000

PARCEL 9:

THAT PORTION OF LOT 25, BLOCK 54 OF THE RANCHO SAN BERNARDINO, IN THE COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7 OF MAPS, PAGE(S) 2, RECORDS OF SAID COUNTY, DESCRIBED AS FOLLOWS:

EXHIBIT A
(Continued)

BEGINNING AT A POINT ON THE NORTH LINE OF SAID LOT 25 THAT IS SOUTH 89° 47' WEST, 838.16 FEET FROM THE NORTHEAST CORNER OF SAID LOT, SAID POINT BEING THE NORTHWEST CORNER OF THE PROPERTY CONVEYED TO J.C. GARRET AND BESSIE R. GARRETT RECORDED AUGUST 15, 1955, IN BOOK 3715, PAGE 452 OFFICIAL RECORDS; THENCE SOUTH 0° 16' EAST ALONG THE WEST LINE OF SAID GARRETT PROPERTY, 495 FEET TO THE SOUTHWEST CORNER THEREOF; THENCE SOUTH 89° 47' WEST, 227.57 FEET, MORE OR LESS, TO A POINT THAT IS 227.57 FEET EAST AND 495 FEET SOUTH OF THE NORTHWEST CORNER OF SAID LOT 25, SAID POINT ALSO BEING THE SOUTHEAST CORNER OF THE PARCEL OF LAND CONVEYED TO LONNIE S. BARRIER AND LILLIE A. BARRIER, HUSBAND AND WIFE AS JOINT TENANTS, RECORDED APRIL 5, 1957 IN BOOK 4198, PAGE 53 OFFICIAL RECORDS; THENCE NORTH ALONG THE EAST LINE OF SAID BARRIER PROPERTY, 495 FEET TO THE NORTH LINE OF SAID LOT 25; THENCE EAST ALONG SAID NORTH LINE, 227.57 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

APN: 0141-431-03-0-000

March 2005

EXHIBIT “B”

Exhibit B

"Ground Lease Area"

LEGAL DESCRIPTION

THAT PORTION OF PARCELS 1 AND 2, AS DESCRIBED BELOW, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, LYING SOUTHERLY OF THE SOUTHERLY LINE OF THE LAND DESCRIBED IN THE EASEMENT DEEDS GRANTED TO CALIFORNIA ELECTRIC POWER COMPANY, RECORDED FEBRUARY 13, 1957 AS INSTRUMENT NO. 1019, IN BOOK 4155, PAGE 501, AND MAY 10, 1957 AS INSTRUMENT NO. 334, IN BOOK 4226, PAGE 588, BOTH OF OFFICIAL RECORDS OF SAID COUNTY.

PARCEL 1:

THE EAST 2/3RDS OF LOTS 13 AND 24 IN BLOCK 54 AS SHOWN ON MAP OF RANCHO SAN BERNARDINO, IN THE CITY OF SAN BERNARDINO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 7 OF MAPS, PAGE 2, RECORDS OF SAID COUNTY.

EXCEPTING THEREFROM THE FOLLOWING DESCRIBED PARCELS:

A. BEGINNING AT THE NORTHEAST CORNER OF SAID LOT 24; THENCE RUNNING SOUTH AND ALONG THE EAST LINE OF SAID LOT, A DISTANCE OF 594 FEET; THENCE WEST 440; THENCE NORTH 594 FEET TO THE NORTH BOUNDARY LINE OF SAID LOT 24; THENCE EAST ON AND ALONG SAID BOUNDARY LINE 440 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

B. COMMENCING AT THE NORTHWEST CORNER OF THE EAST 1/3 OF SAID LOT 24; THENCE WESTERLY ALONG THE NORTHERLY LINE OF SAID LOT 24, A DISTANCE OF 80 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING WESTERLY ON THE NORTHERLY LINE OF SAID LOT 24, A DISTANCE OF 117.74 FEET; THENCE SOUTHERLY AND PARALLEL WITH THE WESTERLY LINE OF THE EAST 1/3 OF SAID LOT, A DISTANCE OF 450 FEET; THENCE EASTERLY AND PARALLEL TO THE NORTHERLY LINE OF SAID LOT, A DISTANCE OF 117.74 FEET; THENCE NORTHERLY AND PARALLEL WITH THE WESTERLY LINE OF THE EAST 1/3 OF SAID LOT, A DISTANCE OF 450 FEET TO THE POINT OF BEGINNING.

C. ALL OF THE EAST 1/2 OF THE WEST 2/3RDS OF SAID LOT 24, AND THE NORTH 1/2 OF THE EAST 1/2 OF THE WEST 2/3RDS OF SAID LOT 13 LYING WITHIN A STRIP OF LAND 400 FEET WIDE BEING 200 FEET ON EACH SIDE OF, MEASURED AT RIGHT ANGLES TO, THE FOLLOWING DESCRIBED CENTER LINE:

BEGINNING AT A POINT IN THE NORTH LINE OF SAID LOT 24, DISTANT THEREON NORTH 89° 36' 13.5" WEST 200 FEET FROM THE SOUTHEAST CORNER OF LOT 45 OF SAID BLOCK 54, SAID SOUTHEAST CORNER OF LOT 45 BEING A POINT IN THE NORTH LINE OF SAID LOT 24; THENCE SOUTH 0° 20' 14" WEST 1163.86 FEET; THENCE SOUTHWESTERLY 1039.88 FEET ALONG A TANGENT CURVE CONCAVE TO THE NORTHWEST, HAVING A RADIUS OF 1200 FEET AND A CENTRAL ANGLE OF 49° 39' 03"; THENCE SOUTH 49° 59' 17" WEST 807.37 FEET TO POINT OF ENDING OF THE CENTER LINE HEREIN DESCRIBED. SAID POINT BEING NORTH 49° 59' 17" EAST 75.85 FEET FROM A POINT IN THE SOUTH LINE OF LOT 14 OF SAID BLOCK 54, DISTANCE THEREON 619.16 FEET FROM THE SOUTHEAST CORNER OF SAID LOT 14.

Exhibit B

"Ground Lease Area"

D. ALL THAT PORTION OF THE SOUTH 1/2 OF THE EAST 2/3RDS OF SAID LOT 13 DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF SAID LOT 13; THENCE NORTHERLY 498.04 FEET ALONG THE EAST LINE OF SAID LOT 13; THENCE SOUTH 84° 04' 36" WEST 886.36 FEET TO A POINT ON THE WEST LINE OF SAID EAST 2/3 OF LOT 13, DISTANT THEREON NORTHERLY 397.85 FEET FROM THE SOUTHWEST CORNER OF SAID EAST 2/3RDS OF LOT 13; THENCE SOUTHERLY 397.85 FEET ALONG SAID WEST LINE TO THE SOUTHWEST CORNER, THENCE EASTERLY ALONG THE SOUTH LINE OF SAID LOT 13 TO THE POINT OF BEGINNING.

PARCEL 2:

ALL OF LOT 12, BLOCK 54, OF THE FORTY ACRE SURVEY OF THE RANCHO SAN BERNARDINO, AS PER PLAT RECORDED IN BOOK 7 OF MAPS, PAGE 2, OFFICIAL RECORDS OF SAID COUNTY; AND ALSO THAT PORTION OF LOT 25, IN SAID BLOCK 54, OF SAID FORTY ACRE SURVEY OF THE SAID RANCHO SAN BERNARDINO. DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF SAID LOT 25; THENCE NORTH ALONG THE EAST LINE OF SAID LOT 25, 26 RODS, MORE OR LESS, TO THE SOUTHEAST CORNER OF THE LAND DEEDED TO ERASMUS C. BIGGS BY DEED DATED JUNE 21, 1865, AND RECORDED IN BOOK "F" OF DEEDS, PAGE 612, RECORDS OF SAID COUNTY; THENCE WEST ALONG THE SOUTH LINE OF THE LAND SO DEEDED, 80 RODS, MORE OR LESS, TO THE WEST LINE OF SAID LOT 25; THENCE SOUTH ALONG THE WEST LINE OF SAID LOT 25, 26 RODS, MORE OR LESS, TO THE SOUTHWEST CORNER OF SAID LOT 25, THENCE EAST ALONG THE SOUTH LINE OF SAID LOT 25, 80 RODS, MORE OR LESS TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THAT PORTION WITHIN THE SOUTH ONE-HALF OF SAID LOT 12.

ALSO EXCEPTING THEREFROM THE FOLLOWING DESCRIBED PARCELS:

PARCEL AA:

BEGINNING ON THE WESTERLY LINE OF WATERMAN AVENUE, 82.5 FEET WIDE, DISTANT ALONG SAID WESTERLY LINE AND ITS SOUTHERLY PROLONGATION, NORTH 2,954 FEET FROM ITS INTERSECTION WITH THE CENTER LINE OF COLTON AVENUE, 82.5 FEET WIDE; THENCE WEST AT RIGHT ANGLES TO SAID WESTERLY LINE OF WATERMAN AVENUE, A DISTANCE OF 570 FEET; THENCE IN A NORTHWESTERLY DIRECTION TO A POINT ON THE WESTERLY LINE OF SAID LOT 12; DISTANT ALONG SAID WESTERLY LINE, NORTH 500 FEET FROM THE SOUTHWEST CORNER OF SAID LOT 12; THENCE ALONG SAID WESTERLY LINE OF LOT 12, SOUTH 500 FEET TO SAID SOUTHWEST CORNER; THENCE ALONG THE SOUTHERLY LINE OF SAID LOT 12 EAST TO THE SOUTHEAST CORNER OF SAID LOT 12, SAID SOUTHEAST CORNER BEING ON THE WESTERLY LINE OF SAID WATERMAN AVENUE; THENCE ALONG THE EASTERLY LINE OF SAID LOT 12; SAID EASTERLY LINE BEING ALSO SAID WESTERLY LINE OF WATERMAN AVENUE, NORTH TO THE POINT OF BEGINNING.

Exhibit B

"Ground Lease Area"

PARCEL BB:

BEGINNING AT A POINT IN THE CENTERLINE OF WATERMAN AVENUE, AN 82.5 FOOT STREET, DISTANT THEREON 646.58 FEET NORTHERLY OF THE INTERSECTION OF SAID CENTERLINE WITH THE EASTERLY PROLONGATION OF THE SOUTH LINE OF SAID LOT 12; THENCE SOUTH 84° 04' 36" WEST, 1326.92 FEET TO A POINT IN THE NORTH LINE OF THAT PROPERTY CONVEYED TO THE STATE OF CALIFORNIA BY DEED RECORDED OCTOBER 17, 1956, IN BOOK 4065, PAGE 513, OFFICIAL RECORDS OF SAN BERNARDINO COUNTY, SAID POINT BEING NORTH 84° 04' 36" EAST, 4.90 FEET FROM A POINT IN THE WEST LINE OF SAID LOT 12 WHICH IS 498.04 FEET NORTHERLY FROM THE SOUTHWEST CORNER OF SAID LOT 12; THENCE SOUTHEASTERLY AND EASTERLY ALONG THE SAID NORTH LINE OF THE STATE OF CALIFORNIA PROPERTY AND ITS EASTERLY PROLONGATION TO THE INTERSECTION THEREOF WITH THE CENTER LINE OF SAID WATERMAN AVENUE; THENCE NORTHERLY ALONG SAID CENTER LINE OF WATERMAN AVENUE, 352.16 FEET TO THE POINT OF BEGINNING.

PARCEL CC:


BEGINNING AT A POINT ON THE CENTERLINE OF WATERMAN AVENUE, DISTANT THEREON 646.58 FEET NORTH FROM THE INTERSECTION OF THE EASTERLY PROLONGATION OF THE SOUTH LINE OF SAID LOT 12 WITH THE SAID CENTERLINE OF WATERMAN AVENUE; THENCE SOUTH 83° 01" WEST, 150.65 FEET; THENCE NORTH 59° 13' 48" EAST, 61.72 FEET; THENCE NORTH 0° 50' 42" EAST, 636.60 FEET; THENCE NORTH 89° 33' 06" EAST, 13 FEET; THENCE NORTH 0° 26' 54" WEST, 38.18 FEET; THENCE SOUTH 89° 33' 06" WEST, 13 FEET; THENCE NORTH 3° 33' or EAST, 430.05 FEET, MORE OR LESS TO A POINT ON THE SOUTH PROPERTY LINE OF PARCEL OF LAND CONVEYED TO JOSEPH G. LAZAR, ET AL, BY DEED RECORDED SEPTEMBER 08, 1959 IN BOOK 4923, PAGE 75, OFFICIAL RECORDS OF SAN BERNARDINO COUNTY; THENCE EAST ALONG SAID PROPERTY LINE TO A POINT ON THE CENTER LINE OF SAID WATERMAN AVENUE; THENCE SOUTH 0° 26' 54" EAST, ALONG SAID CENTERLINE OF WATERMAN AVENUE TO THE POINT OF BEGINNING.

CONTAINING: 2,164,531 SQUARE FEET OR 49.691 ACRES MORE OR LESS.

EXHIBIT "B" ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF.

SUBJECT TO: COVENANTS, CONDITIONS, RESTRICTIONS, RESERVATIONS, EASEMENTS AND RIGHTS-OF-WAY, IF ANY.

PREPARED UNDER THE DIRECTION OF:

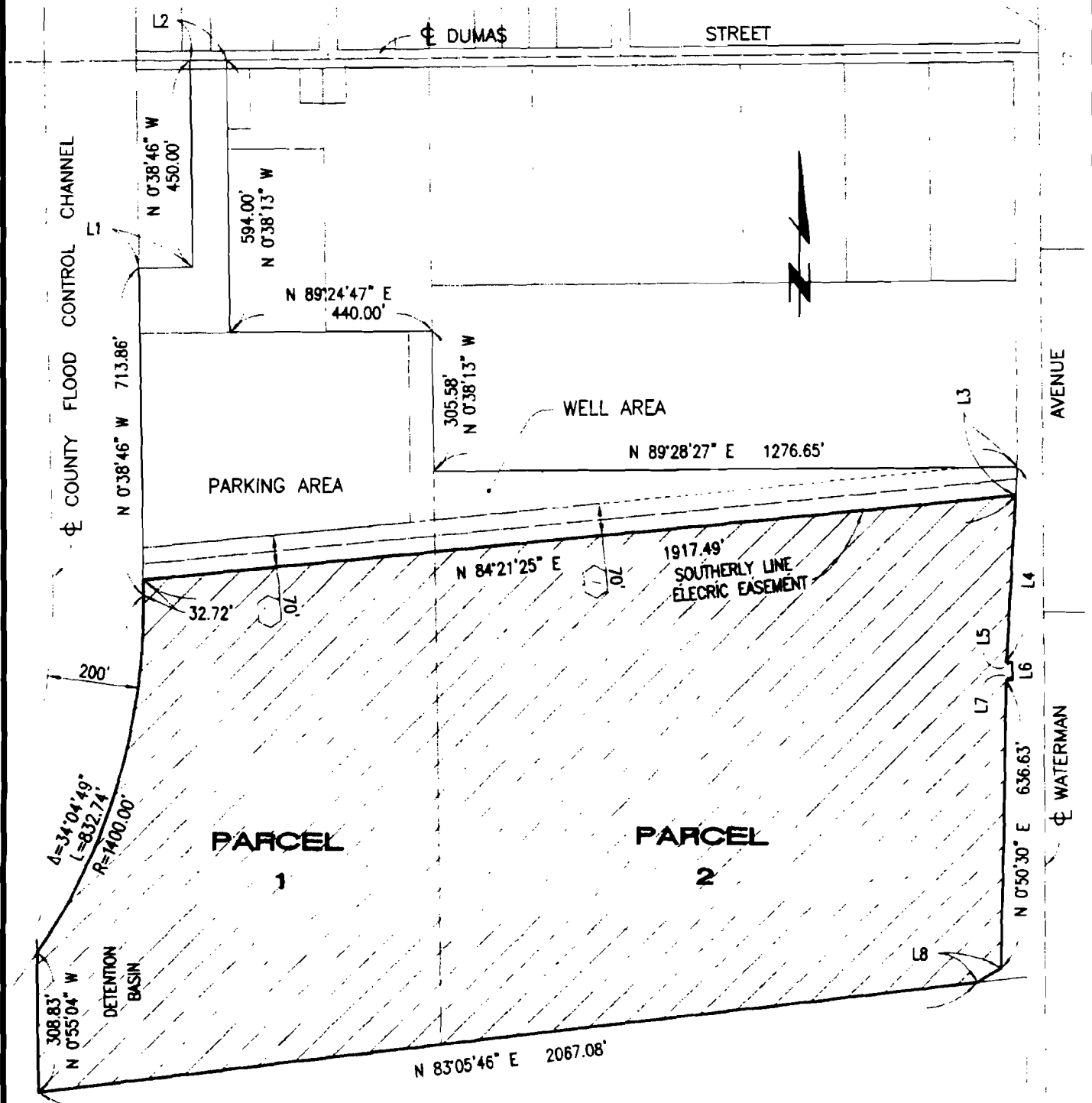

BRIAN L. THIENES
P.L.S. No. 5750
REG. EXP. 12/31/17

12/27/16
DATE



SCALE: 1" = 300'

Exhibit B "Ground Lease Area"



SEE SHEET 2 FOR
LINE TABLE, EASEMENT NOTES, AND LEGEND

PREPARED BY:

Thienes Engineering, Inc.
CIVIL ENGINEERING • LAND SURVEYING
14349 FIRESTONE BOULEVARD
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SURVEYOR:

PREPARED UNDER THE DIRECTION OF:

[Signature]
BRIAN L. THIENES
P.L.S. NO. 5750
REG. EXP. DEC. 31, 2017
DATE 12/27/16

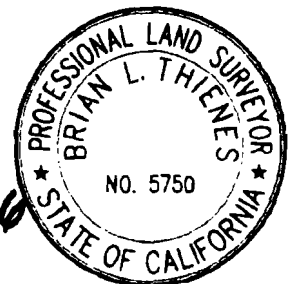


Exhibit B

"Ground Lease Area"

LINE TABLE		
LINE #	LENGTH	BEARING
L1	117.74'	N 25°23'40" E
L2	80.07'	N 89°24'47" E
L3	61.35'	N 03°11'49" E
L4	424.40'	N 03°11'49" E
L5	13.00'	N 89°32'54" E
L6	38.18'	N 00°27'06" W
L7	13.00'	N 89°32'54" E
L8	61.72'	N 59°18'06" E

1 GRANT OF EASEMENT RECORDED FEBRUARY 13, 1957
AS INSTR. NO. 1019 IN BOOK 4155, PAGE 501, O.R.

2 GRANT OF EASEMENT RECORDED MAY 10, 1957
AS INSTR. NO. 334 IN BOOK 4226, PAGE 588, O.R.

LEGEND:



INDICATES GROUND LEASE AREA
CONTAINS: 2,164,531 SQ. FT.
49.691 AC. ±