Recording Requested by:

Redevelopment Agency of the City of Stockton

When Recorded Return to:

Goldfarb & Lipman 1300 Clay Street, 9th Floor City Center Plaza Oakland, CA 94612 Attn: Lynn Hutchins

NO RECORDING FEE PURSUANT TO GOVERNMENT CODE SECTION 27383

ORDINANCE NO. 035-02

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF STOCKTON ADOPTING THE REDEVELOPMENT PLAN FOR THE SOUTH STOCKTON REDEVELOPMENT PROJECT PURSUANT TO THE COMMUNITY REDEVELOPMENT LAW OF THE STATE OF CALIFORNIA

THE CITY COUNCIL OF THE CITY OF STOCKTON DOES ORDAIN AS FOLLOWS:

Recitals and Background Information. Pursuant to the California Section 1. Community Redevelopment Law (Health & Safety Code Section 33000 et seq.) (the "Redevelopment Law"), the Redevelopment Agency of the City of Stockton (the "Agency") has prepared and submitted to the City Council for review and adoption the Redevelopment Plan for the South Stockton Redevelopment Project (the "Plan"). The Plan consists of twenty-seven (27) pages and four (4) exhibits. A copy of the Plan is on file with the City Clerk of the City of Stockton (the "City Clerk") and is incorporated in this Ordinance by this reference. The Plan proposes a program of actions and accompanying legal authority to enable the Agency to eliminate existing blighting conditions by providing financial assistance to property owners and developers, including removal of hazardous materials and assembly of land into parcels more suitable for modern, integrated development with improved pedestrian, bicycle, and vehicular circulation; by providing installation of needed public improvements; by strengthening the economic base of the area covered by the Plan (the "Project Area"); by expanding employment opportunities; by expanding opportunities for improved visual quality of commercial and industrial areas; and, by expanding and improving housing for low- and moderate-income persons.

The Project Area is situated in the City of Stockton, County of San Joaquin, State of California, and is shown on Exhibit A and more particularly described in Exhibit B, both attached hereto and by this reference incorporated herein.

The Agency has made studies of the impact of the Plan on the physical condition of structures, environmental influences, land use, and social, economic, and cultural conditions in the Project Area, and has determined that the program of redevelopment to be undertaken pursuant to the Plan will promote the proper redevelopment of the Project Area in accordance with the goals, objectives and policies of the City of Stockton General Plan (the "General Plan"), any applicable area plans, the Plan, and the Redevelopment Law.

The Planning Commission of the City of Stockton, which is the duly designated and acting official planning body of the City of Stockton, has submitted to the City Council its report and recommendation for approval and adoption of the Plan and has certified that the Plan conforms to the General Plan.

The duly elected Project Area Committee recommended approval and adoption of the Plan at its meeting held on May 23, 2002 and made certain recommendations as set forth in the accompanying staff report (the "PAC Recommendations").

The Plan incorporates the land uses for the Project Area which are determined by the City's General Plan. Implementation of the Plan may require, among other things, the vacating and removal of streets of record and other public rights of way, and the establishment of new street patterns, the location of sewers, water mains, lighting and utility lines and other public facilities.

The Agency has prepared and submitted and the City Council has reviewed and considered the Report to the City Council on the Plan (the "Report to Council") pursuant to Health and Safety Code Section 33352, a copy of which is on file with the City Clerk. The Report to Council is hereby incorporated in this Ordinance by this reference.

As a part of the Report to Council, the Agency has prepared and submitted to the City Council a program for the relocation of individuals and families that may be displaced as a result of implementing the Plan.

As a part of the Report to Council, the Agency has prepared and submitted to the City Council a program for implementation of the projects contemplated to be undertaken pursuant to the Plan.

The City Council is cognizant of the conditions that are imposed in the undertaking and implementation of redevelopment projects under State law, including those prohibiting discrimination because of race, color, creed, religion, sex, sexual orientation, marital status, national origin, or ancestry.

On June 18, 2002, the City Council and the Agency conducted a joint public hearing which was duly noticed in accordance with the requirements of the Redevelopment Law.

The City and Agency staff have prepared and submitted to the City Council for review an Initial Study, dated November 29, 2001 (the "Initial Study"), on the Plan and the Environmental Impact Report (the "EIR"), which was prepared pursuant to the

California Environmental Quality Act of 1970, as amended ("CEQA"), the Official State Guidelines as amended for the implementation of CEQA (the "State EIR Guidelines"), and the City of Stockton and Agency local guidelines for administering CEQA (the "Local Guidelines"). The EIR consists of the Draft EIR dated February 2002, and the Final Environmental Impact Report dated May 2002. The EIR was certified by the City Council on July 2, 2002. Copies of the EIR and the Initial Study are on file with the City Clerk.

By resolution adopted on July 2, 2002, and prior to introduction of this Ordinance, the City Council and the Agency have adopted mitigation measures and related monitoring programs, and made certain findings and statements in compliance with Sections 15091 and 15168 of the State EIR Guidelines.

At or prior to the joint public hearing on the Plan, the City Council and Agency received certain written comments on the Plan. Prior to the introduction of this Ordinance, by City Council resolution dated July 2, 2002, and pursuant to Health & Safety Code Section 33363, the City Council prepared and adopted its responses and findings (the "Findings") in writing to all written comments it received in connection with consideration of adoption of the Plan.

- Section 1. <u>Findings and Determinations</u>. In accordance with California Health and Safety Code Section 33367, and based upon the evidence contained in the Report to Council, the EIR, the Initial Study, the Findings and other documents prepared in the Plan adoption process and on evidence presented at the public hearing, it is hereby found and determined that:
- a. The above recitals and background information are true and correct.
- b. The Project Area is a blighted area, the redevelopment of which is necessary to effectuate the public purposes declared in, and it qualifies as an eligible area under, the Redevelopment Law (see particularly Sections A, B, D, and E and Appendices 1 and 2 of the Report to Council regarding evidence with respect to this finding).
- c. The time limitations that are contained in the Plan are reasonably related to the proposed projects to be implemented in the Project Area and to the ability of the Agency to eliminate blight within the Project Area (see particularly Sections A, B, D, and E and Appendices 1 and 2 of the Report to Council regarding evidence with respect to this finding). As indicated in Sections A and E of the Report to Council and accompanying tax increment projections, it will require a lengthy period to generate sufficient funds to pay for the identified programs and activities to alleviate blight in the Project Area, so that it will be necessary for the Agency to have twenty years from the date of Plan adoption to incur debt to pay for the necessary programs and activities, thirty years for the Plan to be effective, and forty-five years to receive tax increment revenue in order to repay the debt incurred for the necessary programs and activities.

- d. The Plan would redevelop the Project Area in conformity with the Redevelopment Law and would be in the interest of the public peace, health, safety, and welfare; and the implementation of the Plan would promote the public peace, health, safety and welfare of the City of Stockton and would effectuate the purposes and policy of the Redevelopment Law (see particularly Sections A, B, and D and Appendices 1 and 2 of the Report to Council regarding evidence with respect to this finding).
- e. The Plan conforms to the City of Stockton General Plan including, but not limited to, the Housing Element of the General Plan, which Housing Element substantially complies with the requirements of Article 10.6 (commencing with Section 65580 of Chapter 3 of Division 1 of Title 7 of the Government Code) (see particularly Part V of the Plan and Sections H and J of the Report to Council regarding evidence with respect to this finding).
- f. The adoption and implementation of the Plan is economically sound and feasible (see particularly Sections A and E of the Report to Council regarding evidence with respect to this finding).
- g. The Plan will afford maximum opportunity, consistent with the sound needs of the City of Stockton, as a whole, for the redevelopment of the Project Area by private enterprise (see particularly Part VI.C. of the Plan and the Agency's adopted Rules for Owner Participation and Business Tenant Preference regarding evidence with respect to this finding).
- h. The Agency has a feasible method or plan for the relocation of families and persons which may be displaced from the Project Area if the Plan may result in the temporary or permanent displacement of any occupants of housing facilities in the Project Area (see particularly Section F the Report to Council and the Agency's adopted Relocation Guidelines regarding evidence with respect to this finding).
- i. There are, or shall be provided, in the Project Area or in other areas not generally less desirable in regard to public utilities and public and commercial facilities and at rents or prices within the financial means of the families and persons who may be displaced from the Project Area, decent, safe and sanitary dwellings equal in number to the number of, and available to, such displaced families and persons and reasonably accessible to their places of employment. Families and persons shall not be displaced prior to the adoption of a relocation plan pursuant to Sections 33411 and 33411.1 of the Community Redevelopment Law. Dwelling units housing persons and families of low or moderate income shall not be removed or destroyed prior to the adoption of a replacement housing plan pursuant to Sections 33334.5, 33413, and 33413.5 of the Community Redevelopment Law (see particularly Section F of the Report to Council regarding evidence with respect to this finding).
- j. Pursuant to Health and Safety Code Section 33367(e), the City Council is satisfied that permanent housing facilities will be available within three (3) years from the time occupants of the Project Area, if any, are displaced and that

pending the development of such facilities, there will be available to such displaced occupants adequate temporary housing facilities at rents comparable to those in the community at the time of their displacement (see particularly Sections A, C, and F of the Report to Council regarding evidence with respect to this finding).

- k. The Project Area contains approximately 3,762 acres. All noncontiguous areas of the Project Area are blighted or necessary for effective redevelopment, and are not included in the Project Area for the purpose of obtaining tax increment revenues from the area pursuant to Health and Safety Section 33670 without substantial justification for their inclusion (see particularly Sections A, B, D, and E and Appendices 1 and 2 of the Report to Council regarding evidence with respect to this finding).
- I. The inclusion of any lands, buildings, or improvements which are not detrimental to the public health, safety, or welfare is necessary for the effective redevelopment of the Project Area of which they are a part; and these lands, buildings or improvements are not included for the purpose of obtaining the allocation of tax increment revenues from such area pursuant to Health and Safety Code Section 33670 without other substantial justification for their inclusion (see particularly Sections A, B, D, and E and Appendices 1 and 2 of the Report to Council regarding evidence with respect to this finding).
- m. In order to implement and facilitate the effectuation of the Plan hereby approved and adopted, certain official action must be taken by this City Council with reference to, among other things, the establishment of new street patterns, the location of sewer and water mains, lighting and utility lines and other public facilities and other public action, and accordingly, this Council hereby (i) pledges its cooperation in helping to implement the Plan; (ii) requests the various officials, departments, boards, and agencies of the City having administrative responsibilities in the Project Area likewise to cooperate to such end and to exercise their respective functions and powers in a manner consistent with the Plan; (iii) stands ready to consider and take appropriate action upon proposals and measures designed to effectuate the Plan; and (iv) intends to undertake and complete any proceedings necessary to be implemented by the community under the provisions of the Plan.
- n. The elimination of blight and the redevelopment of the Project Area could not reasonably be expected to be accomplished by private enterprise acting alone without the aid and assistance of the Agency (see particularly Sections A and D of the Report to Council regarding evidence with the respect to this finding).
- o. The condemnation of real property, if any, is necessary to the execution of the Plan and adequate provisions have been made for payment of property to be acquired as provided by law (see particularly Sections A, B, D, E, and F of the Report to Council regarding evidence with respect to this finding). As indicated in Sections A and B of the Report to City Council, the Project Area is characterized by parcels for which the Agency's land assembly authority is needed to facilitate such reuse. As indicated in Sections E and F of the Report to Council and Part VI.B of the

Plan, the Agency will have and can commit the resources necessary to provide full compensation for any land acquisition in accordance with the requirements of law.

- p. The development of the public improvements set forth in the Plan are of benefit to the Project Area and to the immediate neighborhood in which the Project is located; no other reasonable means of financing such improvements are available to the community; and the payment of funds for the acquisition of land for and the cost of such improvements will assist in eliminating one or more blighting conditions in the Project Area or provide housing for low- or moderate-income persons. Based on these findings, the Agency is authorized to pay all or a part of the value of the land for and the cost of the installation and construction of the public improvements set forth in the Plan, as permitted by Health and Safety Code Section 33445 (see particularly Sections A, B, C, D, and E and Appendices 1 and 2 of the Report to Council regarding evidence with respect to this finding).
- q. The Project Area is predominantly urbanized as defined by subdivision (b) of Section 33320.1 of the in the Redevelopment Law (see particularly Section A of the Report to Council regarding evidence with respect to this finding).
- r. The Project Area does not include agricultural land or open space land that is enforceably restricted as defined in Health & Safety Code Section 33321.5(a). (See Chapter 4.2 of the Draft EIR and Sections A and B of the Report to Council regarding evidence with respect to this finding.)
- Section 2. Overruling of Objections. All written and oral objections to the Plan are hereby overruled. In accordance with Health and Safety Code Section 33363, the reasons for overruling all written and oral objections are more fully set forth in the Findings.
- Section 3. Approval of Redevelopment Plan. The Plan for the Project Area, having been duly received and considered, is approved and adopted with the PAC Recommendations, which are to be incorporated into the Plan (the "Approved Plan"). The City Clerk is hereby directed to file a copy of the Approved Plan with the minutes of this meeting. The Approved Plan, which contains, among other elements, the statement of the purpose and intent of the City Council with respect to the Project Area, is incorporated in this Ordinance by reference. The Approved Plan is hereby designated as the official Redevelopment Plan for the Project Area. It is the purpose and intent of this City Council that the Approved Plan be implemented in the Project Area. A copy of this Ordinance shall be transmitted to the Agency and the Agency is vested with the responsibility of implementing the Approved Plan.
- Section 4. Specific Purposes of City Council. It is the specific purpose and intent of the City Council that the Approved Plan be implemented in order to:
 - a. Eliminate the conditions of blight in the Project Area;
- b. Ensure, as far as possible, that the causes of the blighting conditions will be either eliminated or protected against;

- c. Encourage and ensure the appropriate development of the Project Area; and
- d. Encourage and foster the economic revitalization of the Project Area.

Neither the list of purposes set forth above nor the lists of goals and objectives set forth in the Approved Plan and the Report to Council are intended to reflect a particular priority order. Rather, it is the intention of the City Council that the Approved Plan be implemented in a manner that will achieve an appropriate balance of the listed purposes, goals, and objectives taking into account redevelopment needs and opportunities that arise from time to time.

Section 5. Severability. If any provision, section, subsection, subdivision, sentence, clause or phrase of this Ordinance or the Approved Plan is for any reason held to be invalid or unconstitutional, such decision shall not affect the validity of the remaining portion or portions of the Ordinance or the Approved Plan. In the event that any portion of the Project Area shall be determined to have been invalidly or incorrectly included in the Project Area, such invalidly or incorrectly included portion of the Project Area shall be deemed severable from the remainder of the Project Area, and the remainder of the Project Area shall remain fully subject to the provisions of the Approved Plan.

Section 6. Recordation. The Executive Director of the Agency is hereby directed to record the Approved Plan in compliance with the provisions of Health & Safety Code Section 33373 and Government Code Section 27295.

Section 7. <u>Publication; Effectiveness</u>. This Ordinance shall be published once in <u>The Record</u>, a newspaper of general circulation printed and published in San Joaquin County and circulated in the City of Stockton, within fifteen (15) days from and after its adoption, and shall take effect and be enforced thirty (30) days after its adoption.

The foregoing Ordinance was duly introduced and finally adopted before the City Council of the City of Stockton, County of San Joaquin, at a regular meeting of the City Council held on the 2nd day of July 2002.

PASSED APPROVED and ADOPTED

JUL - 2 200

GARY PODESTO, Mayor

the City of Stockton

AJTEST:

KATHERINE GONG MEISSNER

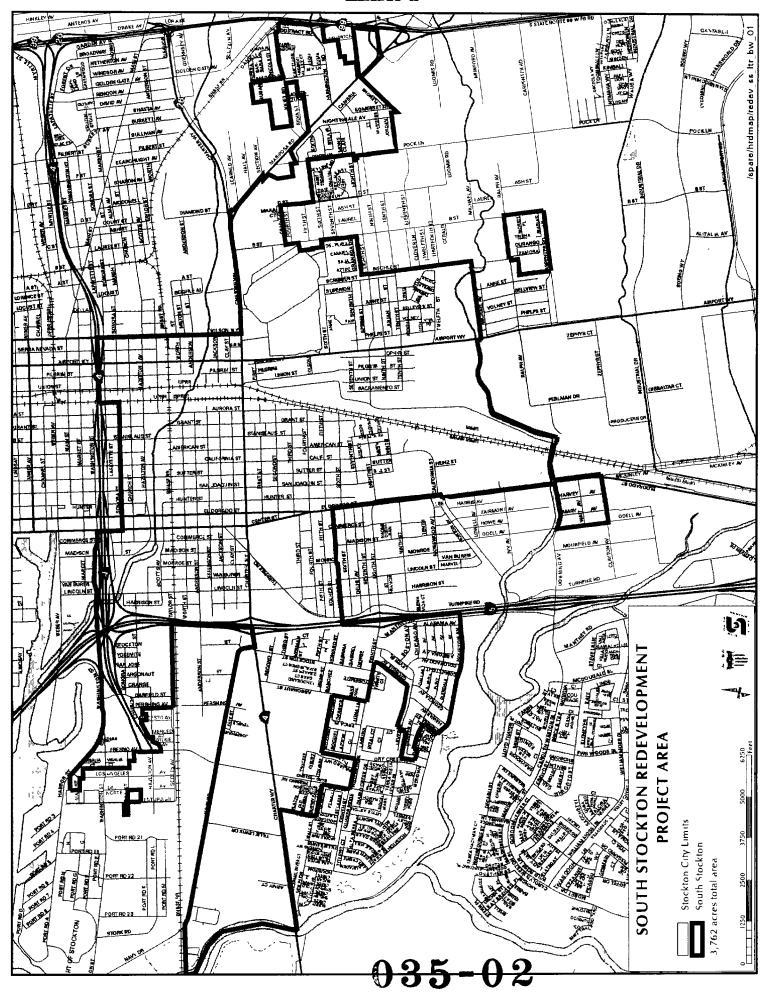


EXHIBIT B

DESCRIPTION

CITY OF STOCKTON SOUTH STOCKTON REDEVELOPMENT AREA

All that certain area for redevelopment purposes lying within the City of Stockton, County of San Joaquin, State of California, being more particularly described as follows:

Beginning at a point marking the intersection of the centerline of Navy Drive with the southerly line of the Burlington Northern and Santa Fe Railroad right-of-way said point being a point on the Port Industrial Redevelopment Area boundary, said point having the coordinates of 2,164,937.3 North and 6,322,563.5 East; thence along the centerline of Navy Drive and said Port Industrial Redevelopment Area boundary the following five (5) courses:

- Southeasterly along a non-tangent curve, concave to the northeast, said curve 1) having a radius of 1,000.00 feet, a central angle of 19° 37' 25", an arc length of 342.50 feet and a chord bearing South 77° 58' 12" East 340.83 feet;
- South 89° 46' 48" East 5,423.95 feet; 2)
- South 89° 13' 26" East 2,438.97 feet; 3)
- Southeasterly along a tangent curve, concave to the southwest, said curve having 4) a radius of 238.00 feet, a central angle of 71° 02' 29", an arc length of 295.10 feet and a chord bearing South 53° 42' 12" East 276.55 feet and
- South 18° 10' 57" East 309.37 feet; 5)

thence leaving said centerline of Navy Drive continuing along the boundary of the Port Industrial Redevelopment Area the following six (6) courses:

- North 72° 00' 44" East 321.92 feet; 1)
- North 71° 43' 36" East 253.15 feet; 2)
- North 07° 21' 46" West 1,061.25 feet; 3)
- North 07° 01' 44" West 1,090.95 feet; 4)
- North 04° 58' 11" West 206.45 feet and 5)
- South 78° 49' 25" West 2,496.21 feet to intersection with the city limits line of the 6) City of Stockton and the west line of Pershing Avenue;

thence leaving said Port Industrial Redevelopment Area boundary, along the city limits line of the City of Stockton the following twenty-six (26) courses:

- North 11° 51' 57" West 905.78 feet along last said west line; 1)
- South 78° 23' 58" West 174.06 feet; 2)
- South 11° 41' 22" East 103.65 feet; 3)
- South 78° 07' 56" West 176.27 feet to the east line Modesto Avenue; 4)
- North 11° 57' 54" West 154.35 feet along last said east line to the south line of 5) Church Street;

- 6) continuing along the south line of Church Street for courses 6 to 17 South 60° 35' 53" West 57.04 feet;
- Northwesterly along a curve, concave to the southwest, said curve having a radius of 21.99 feet, a central angle of 98° 48' 45", an arc length of 37.92 feet and a chord bearing North 19° 12' 40" West 33.40 feet;
- 8) South 51° 29' 11" West 352.09 feet;
- 9) South 52° 19' 47" West 128.86 feet;
- 10) South 39° 48' 20" West 31.24 feet;
- 11) South 13° 09' 27" East 19.77 feet;
- 12) South 75° 57' 50" East 23.71 feet;
- 13) South 11° 10' 48" East 58.78 feet;
- 14) South 78° 16' 28" West 129.60 feet;
- 15) South 11° 54' 13" West 93.42 feet;
- Southwesterly along a curve, concave to the northwest, said curve having a radius of 225.00 feet, a central angle of 62° 36' 50", an arc length of 245.88 feet and a chord bearing South 43° 12' 38" West 233.83 feet;
- South 74° 31' 03" West 63.27 feet to the west line of Fresno Avenue;
- 18) North 11° 25' 06" West 783.74 feet along last west line;
- 19) South 78° 02' 36" West 260.65 feet;
- 20) North 11° 24' 09" West 151.75 feet to the south line of Sonora Street;
- 21) South 78° 48' 38" West 209.99 feet along last said south line;
- 22) North 10° 38' 23" West 1,362.17 feet;
- 23) South 78° 18' 48" West 288.31 feet to the west line of Los Angeles Avenue;
- North 10° 52' 00" West 96.38 feet along last said west line to the south line of Main Street:
- 25) South 79° 03' 49" West 361.06 feet along last said south line and
- North 09° 56' 06" West 284.01 feet to a point in the boundary of the Port Industrial Redevelopment Area;

thence leaving said city limits line along the boundary of the Port Industrial Redevelopment Area the following eight (8) courses:

- 1) North 78° 59' 28" East 429.40 feet;
- 2) South 58° 54' 58" East 957.34 feet;
- Southeasterly along a curve, concave to the north, said curve having a radius of 1,524.95 feet, a central angle of 42° 21' 30", an arc length of 1,127.38 feet and a chord bearing South 81° 28' 19" East 101.89 feet;
- 4) North 81° 44' 00" East 67.80 feet;
- Northeasterly along a curve, concave to the northwest, said curve having a radius of 305.99 feet, a central angle of 20° 41′ 20″, an arc length of 110.49 feet and a chord bearing North 68° 09′ 11″ East 109.89 feet to point of compound curve;

- thence along said compound curve, being concave to the southeast, said curve 6) having a radius of 245.99 feet, a central angle of 20° 42' 06", an arc length of 88.88 feet and a chord bearing North 68° 09' 34" East 88.40 feet;
- North 78° 30' 37" East 746.21 feet and 7)
- North 75° 41' 28" East 2,303.50 feet to a point in the boundary of the West End 8) Redevelopment Area;

thence along the West End Redevelopment Area boundary the following eleven (11) courses:

- North 84° 22' 27" East 404.93 feet; 1)
- North 67° 22' 55" East 180.30 feet; 2)
- Northeasterly along a curve, concave to the southeast, said curve having a radius 3) of 392.00 feet, a central angle of 28° 26' 13", an arc length of 194.56 feet and a chord bearing North 67° 23' 54" East 192.57 feet;
- North 81° 37' 00" East 886.93 feet; 4)
- Southeasterly along a curve, concave to the south, said curve having a radius of 5) 292.00 feet, a central angle of 19° 38' 32", an arc length of 100.10 feet and a chord bearing South 88° 33' 44" East 99.61 feet;
- South 78° 44' 28" East 100.81 feet; 6)
- Northeasterly along curve, concave to the north, said curve having a radius of 7) 308.00 feet, a central angle of 22° 52' 32", an arc length of 122.97 feet and a chord bearing North 89° 44' 16" East 122.16 feet;
- North 78° 23' 00" East 262.19 feet; 8)
- South 11° 46' 28" East 735.16 feet; 9)
- North 78° 21' 55" East 3,854.44 feet and 10)
- North 12° 32' 02" West 573.45 feet to a point in the centerline of State Highway 11) Route 4 (Crosstown Freeway);

thence leaving said boundary of the West End Redevelopment Area, along the centerline of State Highway Route 4, North 77° 54' 57" East 1,955.02 feet to intersection with the centerline of Wilson Way said point having the coordinates of 2,170,528.1 North and 6,339,399.1 East; thence along said centerline South 11° 41' 07" East 4.225.93 feet to intersection with the centerline of Charter Way; thence along said centerline the following four (4) courses:

- North 78° 37' 41" East 719.69 feet; 1)
- North 74° 24' 06" East 662.33 feet; 2)
- North 72° 43' 39" East 1.028.90 feet and 3)
- North 71° 27' 26" East 672.93 feet;

thence North 78° 09' 47" East 667.63 feet to intersection with the south line of Charter Way; thence southwesterly along a curve, concave to the east, said curve having a radius of 56.32 feet, a central angle of 127° 50' 52", an arc length of 125.67 feet and a chord bearing South 11° 21' 47" West 101.18 feet to intersection with the northeasterly line of Mariposa Road and the City

limits line of the City of Stockton; thence along said city limits line the following thirty-eight (38) courses:

- 1) South 56° 53' 19" East 178.48 feet along last said northeasterly line;
- 2) South 60° 40′ 32″ East 1,170.49 feet continuing along last said northeasterly line;
- 3) South 72° 43' 23" West 133.00 feet to the southwesterly line of Mariposa Road;
- 4) South 57° 45' 15" East 214.60 feet along last said southwesterly line;
- 5) South 15° 26' 05" West 300.59 feet;
- 6) South 18° 02' 03" East 463.52 feet;
- 7) North 71° 41' 51" East 376.55 feet to the west line of Pock Lane;
- 8) South 17° 24' 00" East 148.81 feet along last said west line;
- 9) North 54° 09' 33" East 412.02 feet to the southwesterly line of Mariposa Road;
- 10) South 56° 13' 07" East 779.81 feet along said southwesterly line;
- 11) North 72° 00' 10" East 1,084.58 feet to the east line of Montezuma Street;
- 12) North 18° 12' 25" West 157.37 feet along last said east line;
- 13) North 71° 54' 11" East 419.72 feet;
- North 18° 09' 58" West 302.97 feet to the south line of Juliet Street;
- 15) South 72° 23' 36" West 1,275.59 feet along last said south line;
- 16) North 18° 05' 43" West 552.67 feet;
- 17) North 72° 07' 24" East 827.45 feet;
- 18) North 17° 36' 16" West 474.47 feet;
- 19) North 72° 18' 46" East 610.65 feet to the east line of Madrid Street;
- South 17° 49' 20" East 974.73 feet along last said east line to the north line of Juliet Street;
- 21) North 63° 58' 52" East 447.76 feet along last north line;
- North 72° 43' 11" East 949.35 feet continuing along last said north line to the east line of Ladd Tract Road;
- 23) South 08° 34' 02" East 97.34 feet along last said east line;
- North 76° 35' 35" East 231.82 feet to the southwest line of the B.N.&S.F. Railroad:
- South 53° 12' 21" East 75.55 feet along last said southwest line to the west line of State Highway Route 99;
- South 04° 46' 12" East 1,304.77 feet along last said west line to the south line of Farmington Road;
- North 47° 45' 20" West 33.10 feet along last said south line;
- 28) North 81° 28' 09" West 25.28 feet;
- 29) South 77° 55' 29" West 102.77 feet along last said south line;
- 30) South 71° 25' 54" West 305.40 feet along last said south line to the east line of Netherton Avenue;
- 31) South 17° 57' 35" East 393.40 feet along last east line;
- 32) South 72° 00' 59" East 511.81 feet;
- 33) South 17° 34' 55" East 127.45 feet;
- 34) South 73° 12' 33" West 209.43 feet;

- 35) South 16° 26' 41" East 307.32 feet;
- 36) South 72° 38' 00" West 402.87 feet;
- 37) South 55° 42' 47" East 46.60 feet and
- North 72° 46' 31" East 1,399.78 feet to a point in the westerly line of State Highway Route 99;

thence leaving said city limits line, along said westerly line, South 04° 16' 56" East 701.50 feet to a point in the city limits line of the City of Stockton said point having the coordinates of 2,164,059.0 North and 6,349,829.4 East; thence along said city limits line the following eight (8) courses:

- 1) South 72° 37' 19" West 563.39 feet;
- 2) South 60° 15' 18" West 226.91 feet to the southwest line of Mariposa Road;
- 3) North 55° 41' 40" West 878.52 feet along last said southwest line;
- 4) South 33° 57' 48" West 1,483.01 feet;
- 5) North 16° 04' 59" West 171.46 feet;
- South 72° 48' 16" West 1,125.61 feet to the west line of Pock Lane;
- 7) North 17° 16' 03" West 1,151.15 feet along last said west line and
- 8) South 72° 50' 40" West 128.74 feet to intersection with the All Nations Redevelopment Area boundary;

thence leaving the city limits line, along the boundary of said All Nations Redevelopment Area, the following four (4) courses:

- 1) North 17° 07' 31" West 93.36 feet;
- 2) North 72° 20' 25" East 183.66 feet;
- 3) North 17° 18' 41" West 1,342.39 feet and
- South 72° 31' 22" West 1,261.42 feet to intersection with the city limits of the City of Stockton;

thence along said limits line the following twenty (20) courses:

- 1) North 17° 20' 55" West 344.99 feet;
- 2) North 14° 33' 47" West 250.55 feet;
- 3) North 17° 35' 48" West 387.61 feet;
- 4) South 72° 05' 33" West 1,162.61 feet to the west line of B Street;
- 5) South 17° 13' 06" East 388.40 feet along last said west line;
- 6) South 72° 32' 34" West 231.67 feet;
- 7) South 17° 08' 10" East 380.12 feet;
- 8) North 77° 23' 29" East 19.47 feet;
- 9) South 17° 22' 20" East 281.33 feet;
- North 72° 59' 29" East 212.81 feet to the west line B Street;
- 11) South 17° 13' 39" East 472.71 feet along last said west line;

- 12) South 72° 07' 17" West 16.29 feet continuing along last said west line;
- South 17° 18' 42" East 564.58 feet continuing along last said west line;
- 14) South 71° 58' 30" West 1,148.88 feet;
- 15) South 17° 34' 54" East 153.94 feet;
- South 07° 19' 08" East 82.42 feet to the west line of Bieghle Street;
- 17) South 17° 09' 03" East 698.56 feet along last said west line;
- South 23° 40′ 56" East 62.24 feet continuing along last said west line;
- 19) South 17° 30' 27" East 2,242.11 feet continuing along last said west line and
- South 73° 11' 57" West 216.23 feet to intersection with the northerly boundary of the Sharpes Lane Villa Redevelopment Area;

thence along said northerly boundary the following three (3) courses:

- 1) North 30° 57' 50" West 17.49 feet;
- 2) South 62° 48' 19" West 101.75 feet and
- South 72° 41' 23" West 2,059.43 feet to a point in the westerly line of Airport Way;

thence along said westerly line North 17° 55' 36" West 123.72 feet; thence leaving said westerly line along the southerly line of Duck Creek the following fourteen (14) courses:

- 1) South 68° 09' 28" West 499.10 feet;
- 2) South 83° 34' 02" West 205.29 feet;
- 3) North 82° 26' 33" West 230.00 feet;
- 4) South 75° 44' 35" West 157.35 feet;
- 5) South 62° 18' 33" West 147.94 feet;
- 6) South 44° 06' 35" West 420.96 feet;
- 7) South 69° 35' 32" West 429.45 feet;
- 8) South 59° 28' 30" West 207.22 feet;
- 9) South 14° 28' 33" West 1,304.15 feet;
- 10) South 05° 03' 00" West 727.07 feet;
- 11) South 84° 34' 59" West 145.65 feet: North 42° 47' 07" West 64.04 feet;
- 12) North 42° 47' 07" West 64.04 feet; 13) North 86° 47' 50" West 621.97 feet and
- North 86° 47′ 50″ West 621.97 feet and
 South 69° 06′ 34″ West 525.73 feet to intersection with the centerline of El Dorado Street;

thence along said centerline South 17° 35' 04" East 1,407.65 feet to intersection with the centerline of Clayton Avenue; thence along said centerline South 72° 37' 15" West 1,116.38 feet; thence South 18° 10' 38" East 35.84 feet to a point in the south line of Clayton Avenue and the city limits line of the City of Stockton; thence along said city limits line the following eight (8) courses:

- 1) South 72° 03' 42" West 347.77 feet along last south line:
- 2) North 17° 23' 42" West 16.72 feet along last said south line;
- South 71° 44' 22" West 13.50 feet along last said south line to the west line of Odell Avenue;
- 4) North 16° 59' 49" West 1,505.11 feet along last said west line to the south line of Walker Slough;
- 5) South 85° 06' 08" East 385.20 feet along last said south line;
- 6) North 84° 37' 44" East 58.76 feet along last said south line;
- 7) North 69° 13' 33" East 937.45 feet along last said south line to the west line of El Dorado Street and
- 8) North 17° 06′ 23″ West 3,340.41 feet along last said west line and the city limits line to intersection with the southeasterly line of the McKinley Redevelopment Area;

thence along the perimeter of said McKinley Redevelopment Area the following six (6) courses:

- 1) North 45° 51' 44" East 110.87 feet to the east line of El Dorado Street
- 2) north 17° 21' 33" West 3179.61 feet along last said east line to the easterly projection of the northerly line of Howard Street;
- 3) South 75° 22' 54" West 1,653.46 feet along said northerly line to the west line of Monroe Street;
- 4) South 13° 37' 37" East 25.13 feet along last said east line to the north line of Howard Street;
- 5) South 75° 41' 58" West 1,814.09 feet along last said north line to intersection with the centerline of State Highway Route 5;
- South 15° 24' 37" East 3,308.87 feet along said centerline to intersection with the easterly projection of the southerly line of Houston Avenue said point having the coordinates of 2,158,597.7 North and 6,333,147.1 East;

thence along said southerly line and its easterly projection the following twelve (12) courses:

- 1) South 77° 46' 28" West 563.85 feet;
- 2) South 69° 57' 30" West 208.63 feet;
- 3) South 75° 21' 51" West 243.40 feet;
- 4) South 82° 24' 02" West 389.42 feet;
- 5) South 89° 36' 39" West 294.51 feet;
- 6) North 81° 57' 32" West 341.36 feet;
- 7) North 89° 36' 02" West 1,255.03 feet;
- 8) North 81° 11' 54" West 78.42 feet;
- 9) North 60° 15′ 18" West 116.90 feet;
- 10) North 48° 24' 28" West 86.24 feet;
- 11) North 51° 36' 45" West 126.25 feet and
- 12) North 59° 37' 18" West 112.30 feet;

thence leaving said southerly line along the following sixteen (16) courses:

- 1) North 27° 10' 56" East 514.08 feet;
- 2) North 67° 08' 49" West 179.60 feet;
- 3) North 73° 20' 48" West 119.51 feet;
- 4) North 80° 15' 07" West 197.86 feet;
- 5) North 84° 48' 35" West 306.76 feet;
- 6) South 05° 19' 29" West 124.51 feet;
- 7) North 83° 47' 42" West 325.85 feet;
- 8) North 00° 02' 29" East 411.76 feet;
- 9) South 89° 17' 45" East 793.76 feet;
- North 01° 07' 35" West 180.69 feet to the north line of Lever Boulevard;
- South 89° 54' 17" East 94.05 feet along last said north line;
- 12) North 00° 31' 28" East 109.25 feet;
- 13) South 81° 16' 15" East 628.21 feet;
- 14) EAST 639.04 feet;
- 15) North 28° 55' 37" East 1,067.10 feet and
- NORTH 140.25 feet to the south line of Eighth Street;

thence along said south line North 89° 21' 13" West 1,188.92 feet to the west line of Argonaut Street; thence along said west line North 00° 49' 31" East 937.53 feet; thence leaving said west line North 89° 30' 20" West 1,796.37 feet; thence South 00°25' 46" West 1,012.90 feet to the south line of Eighth Street; thence North 89° 34' 59" West 921.20 feet along said south line to the west line of Fresno Avenue; thence North 00° 26' 44" East 820.36 feet along said east line; thence North 89° 24' 53" West 979.58 feet; thence North 00° 53' 23" East 1.094.88 feet to a point in the southerly line of Charter Way; thence along said southerly line South 71° 47' 10" West 3,658.71 feet to the centerline of the San Joaquin River; thence along said centerline the following five (5) courses:

- 1) North 02° 06' 56" East 1,054.99 feet;
- 2) North 21° 31' 47" West 1,228.05 feet;
- 3) North 55° 54' 40" West 575.82 feet;
- 4) North 75° 38' 22" West 888.48 feet and
- North 24° 29' 43" West 278.76 feet to intersection with the southerly line of the Burlington Northern and Santa Fe Railroad right-of-way;

thence along said southerly line North 78° 20' 28" East 1,500.25 to the POINT OF BEGINNING.

Containing 3,714 acres, more or less.

TOGETHER WITH a parcel of land lying within the City of Stockton, County of San Joaquin, State of California, being more particularly described as follows:

Beginning at a point in the city limits line of the City of Stockton, said point being the point of intersection of the northerly line of Ralph Avenue with the easterly line of B Street, said point having the coordinates of 2,159,418.8 North and 6,345,087.0 East; thence along the city limits line of the City of Stockton South 17° 19' 52" East 1,190.03 feet and South 72° 54' 54" West 1,811.64 to a point in the easterly line of the Sharpes Lane Villa Redevelopment Area; thence along said easterly line the following five (5) courses:

- 1) North 17° 21' 18" West 936.37 feet;
- 2) North 73° 10' 33" East 467.93 feet;
- 3) North 17° 22' 52" West 184.68 feet;
- 4) North 72° 59' 15" East 36.00 feet and
- North 17° 15' 27" West 66.27 feet to a point in the north line of Ralph Avenue and the city limits line of the City of Stockton;

thence along said north line North 72° 42' 03" East 1,308.18 feet to the point of beginning.

Containing 47 acres, more or less.

ALSO TOGETHER WITH a parcel of land lying within the City of Stockton, County of San Joaquin, State of California, being more particularly described as follows:

Beginning at the point of intersection of the north line of Sonora Street with the east line of Ventura Avenue, said point having the coordinates of 2,167,209.6 North and 6,325,886.0 East, said point also being a point in the city limits line of the City of Stockton; thence along said city limits line the following three (3) courses:

- 1) North 78° 35' 08" East 366.41 feet;
- 2) South 11° 03' 59" East 384.74 feet and
- South 79° 30' 36" West 366.63 feet to a point in the east line of Ventura Avenue;

thence leaving the said city limits line, along the east line of Ventura Avenue, North 11° 02′ 08″ West 378.83 feet; thence leaving said east line along the north line of Sonora Street South 78° 56′ 21″ West 376.99 feet; thence leaving said north line North 11° 05′ 06 ″ West 111.10 feet; thence North 78° 56′ 21″ East 377.10 feet to a point in the east line of Ventura Avenue; thence along said east line South 11° 01′ 39″ East 111.10 feet to the point of beginning.

Containing 4 acres, more or less.

The basis of this description and accompanying map is the "City of Stockton G.I.S. System Base Map" which is based upon the California Coordinate System 83, Zone 3.

Containing a total area of 3,765 acres, more or less.

00392-0001 03\28\01 11/14/01 Reviseded Stephen R. Thumlert, P.L.S. #4334 Date signed: Nov. 14, 2001