

DOCKET

08-AFC-2

DATE _____

RECD AUG 12 2009

John Musick, Esq.
Attorney and Counselor at Law

California Energy Commission
c/o Eric Solorio [ESolorio@energy.state.ca.us]

Re: Beacon Solar Energy Project Docket #08-AFC-02/Beacon Solar, LLC. ("Beacon")

Mr. Solorio:

You requested information regarding the reservation of mineral and water rights from the Beacon site by the Arciero and Rudnick families. In response to your request, please accept this cover letter and the attached eight separate electronic files.

The attached documents clearly demonstrate that the deed to the Beacon site, by which it acquired the surface of the land, specifically exempts from the surface real estate title the mineral rights reserved by prior landowners. The documents also clearly demonstrate that those mineral rights were reserved by members of the Arciero and Rudnick families. Finally, the reserved right to develop the minerals carries with it the right to all water encountered in the development of those mineral rights.

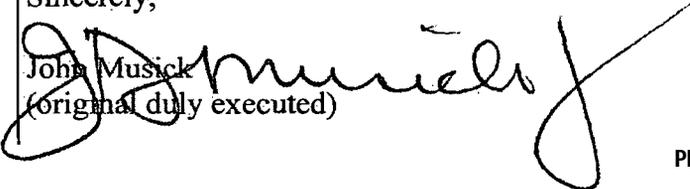
California law clearly makes the reserved mineral and water estate the dominant estate owned by the Arciero and Rudnick families. The surface estate is the sub-servant estate owned by Beacon. The owners of the Beacon clearly recognize those facts as they bought a \$1.0 billion title insurance policy to protect their project from the full exercise of the dominant mineral and water estate to thereby cause total disruption and loss of the use of the sub-servant surface estate for solar electricity. Thus, Beacon recognizes that without the full cooperation of the Arciero and Rudnick families no solar project is possible.

The Arciero and Rudnick families intend to fully exercise and protect the exclusive rights to the dominant mineral and water estate. The Arciero family is under enforceable contract in escrow to sell to Envirowater, LLC. all 4814.88 acres of lands, minerals and water they own around the Beacon site, including the mineral and water rights under the 2012.44 acres owned by Beacon. I am Vice President and General Counsel to Envirowater, LLC. I am also authorized by the Arciero and Rudnick families to make the statements contained herein.

I have a Juris Doctor degree. I am licensed by the California Bar Association, and I am in good standing in California. My legal training and specific work in the field of mineral and water rights law supporting my legal opinion are fully documented on my web site: www.johnmusick.com.

Thank you for considering my letter and attachments.

Sincerely,


John Musick
(original duly executed)

PROOF OF SERVICE (REVISED 4/28/09) FILED WITH
ORIGINAL MAILED FROM SACRAMENTO ON 8/13/09

TKG

Mailing address only:
149 S. Barrington Ave. No. 326
Los Angeles, Ca 90049
c: 310.721.1499
f: 734.661.0668
e: john@johnmusick.com
w: www.johnmusick.com
SBN: 157605


johnmusick.com

Affix I. R. S. 4-25

BOOK 1965 PAGE 345

33622 Grant Deed

In Consideration of \$10,000....., receipt of which is acknowledged,

CLYDE HOUSSELS, an unmarried man, RAY HOUSSELS, a married man, and KYLE HOUSSELS, a married man, dealing with their separate property,

do.....hereby GRANT to

ELYKOP WIDHICK

the real property in the.....County of.....Kern.....
State of California, described as:

The West one-half of Section 3, Township 31, Range 37,
in the County of Kern.

EXCEPTING THEREFROM one-half of all mineral rights including
oil and its by-products.

SUBJECT TO:

1. General and special taxes for the fiscal year 1952-53.
2. Conditions, restrictions, covenants, rights of way and easements of record, if any.



Dated this.....23rd.....day of.....April.....19.....58

Clyde Houssels (By Ray Houssels)
Ray Houssels
Kyle Houssels

BOOK 1965 PAGE 346

NEVADA
STATE OF CALIFORNIA
COUNTY OF LOS ANGELES
CLARK

On this 17 day of July, 1952, before me,
the undersigned
County, personally appeared

WILL HUNSELS

known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged that he executed the same.

WITNESS my hand and official seal.

Hilda R. Roy
Notary Public in and for said County and State.

My commission expires

STATE OF CALIFORNIA
COUNTY OF

Los Angeles

On July 3, 1952
before me, the undersigned, a Notary Public in
and for said County and State, personally appeared

WILL HUNSELS

known to me to be the person whose name is
subscribed to the within instrument and acknowledged that
he executed the same.

WITNESS my hand and official seal.

(Seal)

W. H. Smith
Notary Public in and for said County and State.

STATE OF CALIFORNIA
COUNTY OF

Los Angeles

On July 3, 1952
before me, the undersigned, a Notary Public in
and for said County and State, personally appeared

WILL HUNSELS

known to me to be the person whose name is
subscribed to the within instrument, as the Attorney,
in fact of CLYDE W. HUNSELS

to me that he subscribed the name
WILL HUNSELS

thereto as principal and WILL own name
as Attorney, in fact.

WITNESS my hand and official seal.

(Seal)

W. H. Smith
Notary Public in and for said County and State.

33622

RECORDED AT REQUEST OF
TITLE INSURANCE AND TRUST CO.

JUL 31 1952

At Los Angeles, California
in Book 1965 of Official Records
Page 346 - Kern County Records

Charles H. Honan
Pauline O. Honan
Recorder
Deputy Recorder
4/5/190

Escondido, California

P. O. Box 186, Station 128

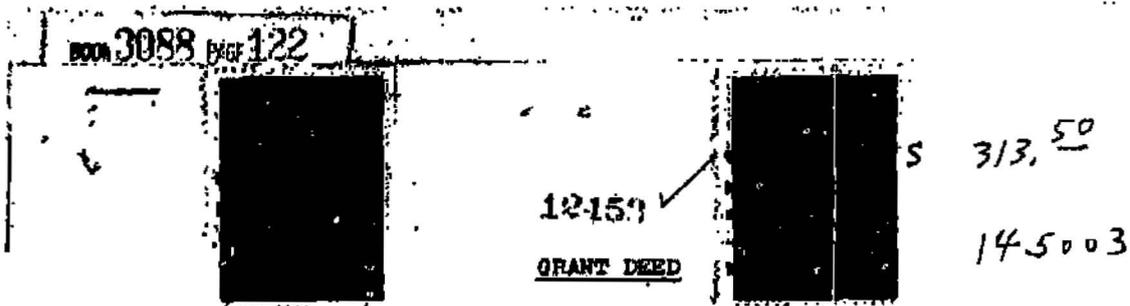
RECORDS DEPARTMENT

When recorded send to

Order No.

Escondido No.

116708
52037



FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, ELYNOR RUDNICK, a single woman, hereby grants to LEO G. SMITH, a married man, as his separate property, an undivided 1/2 interest; and WENDELL D. STEVENS, a married man, as his separate property, an undivided ^{one-half} interest, in and to the following described real property in the county of Kern, state of California, to wit:

PARCEL 1: The west half of Section 3, Township 31 South, Range 37 East, Mount Diablo Meridian, according to the official plat of the survey of said land approved by the Surveyor General on January 9, 1856.

EXCEPTING THEREFROM an undivided 1/2 interest of all mineral rights, including oil and its by-products, as reserved in the deed from Clyde Houssels, et al, recorded July 21, 1952 in Book 1965, page 345 Official Records.

ALSO EXCEPTING THEREFROM and reserving to the Grantor herein, the entire remaining undivided 1/2 interest in and to all oil, gas, hydrocarbon substances and minerals within and underlying said lands, but the Grantor herein shall not conduct drilling or other operations on the surface of said lands or within the first 500 feet of the subsurface without the prior written consent of the surface owner, but nothing herein contained shall be deemed to prevent the Grantor, her successors and assigns, from extracting or capturing said minerals by drilling or conducting subsurface drilling operations at depths below 500 feet from the surface of the ground from surface locations on adjacent or neighboring lands.

PARCEL 2: Section 8, Township 31 South, Range 37 East, Mount Diablo Meridian, according to the official plat of the survey of said land approved by the Surveyor General on January 9, 1856.

EXCEPT THEREFROM a 200 foot right of way located and selected by the Nevada and California Railway Company and The Central Pacific Railway Company (the constructed line of railroad being operated by the Southern Pacific Company, as its Oweyno Branch), under the provisions of the Act of Congress approved March 3, 1875, for a railroad from Mojave to Oweyno, in Kern County.

ALSO EXCEPTING THEREFROM and reserving to the Grantor herein, all oil, gas, hydrocarbon substances and other minerals within and underlying said lands, but the Grantor herein shall not conduct

BOOK 3088 PAGE 123

drilling or other operations on the surface of said lands or within the first 500 feet of the subsurface without the prior written consent of the surface owner, but nothing herein contained shall be deemed to prevent the Grantor, her successors and assigns, from extracting or capturing said minerals by drilling or conducting subsurface drilling operations at depths below 500 feet from the surface of the ground from surface locations on adjacent or neighboring lands.

PARCEL 3: An undivided three-fourths interest in Section 9, Township 31 South, Range 37 East, Mount Diablo Meridian, according to the official plat of the survey of said land approved by the Surveyor General on January 9, 1856.

EXCEPTING THEREFROM and reserving to the Grantor herein, all oil, gas, hydrocarbon substances and other minerals within and underlying said lands, but the Grantor herein shall not conduct drilling or other operations on the surface of said lands or within the first 500 feet of the subsurface without the prior written consent of the surface owner, but nothing herein contained shall be deemed to prevent the Grantor, her successors and assigns, from extracting or capturing said minerals by drilling or conducting subsurface drilling operations at depths below 500 feet from the surface of the ground from surface locations on adjacent or neighboring lands.

Dated: January 23, 1959.

Elynor Rudnick
Elynor Rudnick

State of California }
County of Kern } ss

On this 23rd day of January, 1959, before me, the undersigned, a Notary Public in and for said county and state, personally appeared Elynor Rudnick, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

WITNESS my hand and official seal.

12153

RECORDED AT REQUEST OF
TITLE INSURANCE AND TRUST CO.
FEB 25 1959

Josephine Tull
Notary Public in and for said county
and state



At _____
in Book _____ of Official Records
Page _____ Kern County Records
Ray A. ...
...

112.30



RECORDING REQUESTED BY

KING, EYHERABIDE, ANSPACH & NEWELL

BOOK 4763 PAGE 856

WHEN RECORDED MAIL TO

JAN-2-73 00314 4532 • A 16 Pk \$ 11.00

KING, EYHERABIDE, ANSPACH & NEWELL
1400 Chester Avenue
Bakersfield, CA 93301

Recorded by: P. A. VENCINI

SPACE ABOVE THIS LINE FOR RECORDER'S USE

Grand Lien Documentary Transfer Tax \$ NONE
No Consideration

Signature of Declarant or Agent
determining tax Affix
IRS

By this instrument dated November 28, 1972, for a valuable consideration,

MARCUS RUDNICK and MARCELINA GURUTCHET as Successor Trustees of the M & R SHEEP COMPANY TRUST, Successor to M & R Sheep Company, a co-partnership, hereby GRANTS to

MARCELINA GURUTCHET and EULALIA MENDIBURU as Executrices of the Estate of Gregorio Mendiburu, Deceased,

The following described Real Property in the State of California, County of KERN

SEE ATTACHED EXHIBIT A-1 thru A-7

Marcus Rudnick
MARCUS RUDNICK

Marcelina Guruchet
MARCELINA GURUTCHET

STATE OF CALIFORNIA
COUNTY OF Kern

On November 28, 1972, before me the undersigned, a Notary Public in and for said County and State,

personally appeared Marcelina Guruchet

known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she

is the person whose name is subscribed to the within instrument, and acknowledged to me that she

WITNESS my hand and official seal
VIVIANNE D. FRIESE
NOTARY PUBLIC - CALIFORNIA
My Commission Expires March 4, 1973

OFFICIAL SEAL
VIVIANNE D. FRIESE
NOTARY PUBLIC - CALIFORNIA
PRINCIPAL OFFICE IN
KERN COUNTY
My Commission Expires March 4, 1973



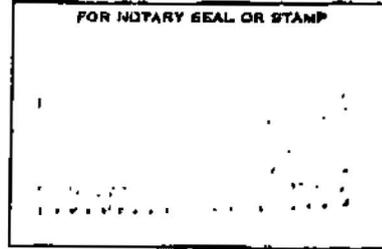
STATE OF CALIFORNIA
COUNTY OF Kern
On December 15, 1972 before me
the undersigned, a Notary Public in and for said County and State,
personally appeared Marcus Rudrick

BOOK 4763 PAGE 857

... known to me
to be the person whose name is subscribed to the within
instrument and acknowledged that he executed the same

Signature: *Rebecca F. Whitehead*

Rebecca F. Whitehead
Name (Typed or Printed)
Notary Public in and for said County and State



BOOK 4763 PAGE 858

PARCEL NO. 1:

That portion of the South 1/2 of Section 26, lying easterly of the McFarland-Woody Road, located in Township 26 South, Range 27 East, M.D.B. & M., County of Kern, State of California, consisting of 164.35 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 2 :

The Southwest 1/4 of Section 28, Township 26 South, Range 27 East, M.D.B. & M., County of Kern, State of California, consisting of 160.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 3:

The South 1/2 of Section 34, Township 26 South, Range 27 East, M.D.B. & M., County of Kern, State of California, consisting of 315.16 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 4:

The Southwest 1/4 of Section 10, Township 27 South, Range 27 East, M.D.B. & M., County of Kern, State of California, consisting of 160.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

EXHIBIT A-1

BOOK 4763 PAGE 859

PARCEL NO. 5:

Southwest 1/4 of the Southwest 1/4 of Section 24, Township 27 South, Range 27 East, N.D.B.& M., County of Kern, State of California, consisting of 40.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 6:

North 1/2 and the Southeast 1/4 of Section 26, Township 27 South, Range 27 East, N.D.B.& M., County of Kern, State of California, consisting of 480.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 7:

North 1/2 of the North 1/2 of the Northwest 1/4 of Section 35, Township 27 South, Range 27 East, N.D.B.& M., County of Kern, State of California, consisting of 40.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 8:

North 1/2 and the Southeast 1/4 and the North 1/2 of the Southwest 1/4 of Section 34, Township 27 South, Range 27 East, N.D.B.& M., County of Kern, State of California, consisting of 560.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

EXHIBIT A-2

BOOK 4763 PAGE 860

PARCEL NO. 9:

West 1/2 of the West 1/2 of Section
10, Township 27 South, Range 28 East,
M.D.B. & M., County of Kern, State of
California, consisting of 157.80 acres,
more or less.

Excluding and excepting therefrom all oil,
gas, minerals and other hydrocarbons in
which the Grantors have an interest.

PARCEL NO. 10:

Northeast 1/4 and the North 1/2 of the
Northwest 1/4 and the East 1/2 of the
Southeast 1/4 of Section 18, Township
29 South, Range 30 East, M.D.B. & M.,
County of Kern, State of California,
consisting of 318.68 acres, more or less.

Excluding and excepting therefrom all oil,
gas, minerals and other hydrocarbons in
which the Grantors have an interest.

PARCEL NO. 11:

The West 495 feet of the East 660 feet
of the South 1/2 of the Southwest 1/4
of the Northwest 1/4 of Section 30,
Township 30 South, Range 30 East, M.D.B. & M.,
County of Kern, State of California,
consisting 7.50 acres, more or less.

PARCEL NO. 12:

The North 29.25 acres of the South 1/2
of the Southeast 1/4 of Section 23,
Township 30 South, Range 37 East, M.D.B. & M.,
County of Kern, State of California,
lying easterly of the S.P.R.R. right-
of-way, consisting of 29.25 acres, more
or less.

Excluding and excepting therefrom all oil,
gas, minerals and other hydrocarbons in
which the Grantors have an interest.

EXHIBIT A-3

BOOK 4763 PAGE 861

PARCEL NO. 13:

The South 1/2 of the Northwest 1/4 of Section 4, Township 31 South, Range 37 East, M.D.B. & M., County of Kern, State of California, consisting of 85.90 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 14:

That portion lying easterly of S.P.R.R. of Section 17, Township 31 South, Range 37 East, M.D.B. & M., County of Kern, State of California, consisting of 345.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 15:

The East 1/2 of the West 1/2 of the Northeast 1/4 of Section 33, Township 31 South, Range 37 East, M.D.B. & M., County of Kern, State of California, consisting of 39.55 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 16:

The East 1/2 and the Southwest 1/4 of Section 15, Township 31 South, Range 38 East, M.D.B. & M., County of Kern, State of California, consisting of 480.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

EXHIBIT A-4

BOOK 4763 PAGE 862

PARCEL NO. 17:

The East 1/2 of the Southwest 1/4; the Southeast 1/4 of the Southwest 1/4 and the South 1/2 of the Northeast 1/4 of the Southeast 1/4 of Section 16, Township 31 South, Range 38 East, M.D.B. & M., County of Kern, State of California, consisting of 140.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 18:

The North 1/2 of Section 17, Township 31 South, Range 38 East, M.D.B. & M., County of Kern, State of California, consisting of 320.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 19:

The North 30 acres of the South 50 acres of the West 1/2 of the Southeast 1/4; the Northwest 1/4 of the Southwest 1/4; the Southwest 1/4 of the Northwest 1/4 and the West 1/2 of the Northeast 1/4 of the Northwest 1/4 of Section 16, Township 32 South, Range 36 East, M.D.B. & M., County of Kern, State of California, consisting of 130 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 20:

The Northeast 1/4 of Section 4, Township 32 South, Range 37 East, M.D.B. & M., County of Kern, State of California, consisting of 162.32 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

EXHIBIT A-5

BOOK 4763 PAGE 863

PARCEL NO. 21:

The East 1/2 of the Southeast 1/4 of Section 30, Township 32 South, Range 39 East, M.D.B. & M., County of Kern, State of California, consisting of 80.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 22:

East 1/2 of a fraction of Section 33, Township 12 North, Range 9 West, S.B.B. & M., County of Kern, State of California, consisting of 206.65 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 23:

North 1/2 of a fraction of Section 7, Township 11 North, Range 8 West, S.B.B. & M., County of Kern, State of California, consisting of 317.40 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 24:

All of a fraction part of Section 7, Township 11 North, Range 9 West, S.B.B. & M., County of Kern, State of California, consisting of 643.99 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

EXHIBIT A-6

BOOK 4763 PAGE 864

PARCEL NO. 25:

The Southeast 1/4 of the Northwest 1/4
of the Southwest 1/4 of Section 20,
Township 11 North, Range 13 West, S.B.E. & M.,
County of Kern, State of California,
consisting of 10.00 acres, more or less.

Excluding and excepting therefrom all oil,
gas, minerals and other hydrocarbons in
which the Grantors have an interest.

EXHIBIT A-7

END OF DOCUMENT



RECORDING REQUESTED BY
KING, EYHERASIDE, ANSPACH & NEWELL
 WHEN RECORDED MAIL TO
KING, EYHERASIDE, ANSPACH & NEWELL
1400 Chester Avenue
Bakersfield, CA 93301

BOOK 4763 PAGE 801

JAN-273 00311 4357 • A 18 FEB 8 11.00

Recorded by: M. A. VENDOR

SPACE ABOVE THIS LINE FOR RECORDER'S USE
Grant Fee Documentary Transfer Tax \$ NONE
 No Consideration

Signature of Declarant or Agent determining tax. *Marcus Rudnick* ATRX IRS

By this instrument dated November 28, 1972 for a valuable consideration,
 MARCUS RUDNICK and MARCELINA CURUTCHET as Successor Trustees of
 the M & R SHEEP COMPANY TRUST, Successor to M & R Sheep Company,
 a co-partnership,
 hereby GRANTS to
 SOPHIE RUDNICK, JOE PHILLIPS and MARCUS RUDNICK, as Co-Executors of
 the Estate of Oscar Rudnick, Deceased,
 The following described Real Property in the State of California, County of KERN

SEE ATTACHED EXHIBIT A-1 thru A-7

Marcus Rudnick
 MARCUS RUDNICK
Marcelina Curutchet
 MARCELINA CURUTCHET

STATE OF CALIFORNIA
 COUNTY OF Kern

On November 28, 1972 before me the undersigned, a Notary Public in and for said County and State,
 personally appeared Marcelina Curutchet
 who is to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he
 executed the same.

Witness my hand and Official Seal
 VIVIANNE D. FREESE
 NOTARY PUBLIC CALIFORNIA
 My Commission Expires March 4, 1973

Vivianne D. Freese
 VIVIANNE D. FREESE
 NOTARY PUBLIC CALIFORNIA
 My Commission Expires March 4, 1973



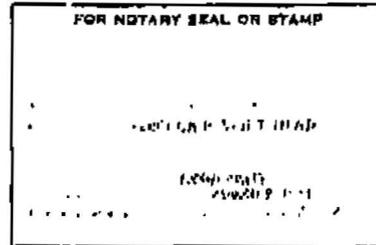
STATE OF CALIFORNIA
COUNTY OF Kern
On Dec. 19, 1972 before me,
the undersigned a Notary Public in and for said County and State
personally appeared Marcus Rudnick

DGR 4763 PAR 802

to be the person whose name is subscribed to the within
instrument and acknowledged that he executed the same

Signature *Rebecca E. Whitehead*

Rebecca E. Whitehead
Name (Typed or Printed)
Notary Public in and for said County and State



BOOK 4763 PAGE 803

PARCEL NO. 1:

The Southwest 1/4 of Section 24,
Township 26 South, Range 27 East,
M.D.B. & M., County of Kern, State
of California, consisting of 160.00
acres, more or less.

Excluding and excepting therefrom all
oil, gas, minerals and other hydrocarbons
in which the Grantors have an interest.

PARCEL NO. 2:

That portion of the South 1/2 lying
westerly of the McFarland-Woody Road
located in Section 26, Township 26
South, Range 27 East, M.D.B. & M.,
County of Kern, State of California,
consisting of 150.00 acres, more or
less.

Excluding and excepting therefrom all
oil, gas, minerals and other hydrocarbons
in which the Grantors have an interest.

PARCEL NO. 3:

The North 1/2 of Section 34, Township
26 South, Range 27 East, M.D.B. & M.,
County of Kern, State of California,
consisting of 320.00 acres, more or
less.

Excluding and excepting therefrom all
oil, gas, minerals and other hydrocarbons
in which the Grantors have an interest.

PARCEL NO. 4:

The Southwest 1/4 of Section 32, Township
26 South, Range 28 East, M.D.B. & M.,
County of Kern, State of California,
consisting of 156.28 acres, more or
less.

Excluding and excepting therefrom all
oil, gas, minerals and other hydrocarbons
in which the Grantors have an interest.

EXHIBIT A-1

BOOK 4763 PAGE 804

PARCEL NO. 5:

The Southeast 1/4 and the South 1/2 of the Northeast 1/4 and the Northeast 1/4 of the Northeast 1/4 of Section 10, Township 27 South, Range 27 East, M.D.B. & M., County of Kern, State of California, consisting of 230.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 6:

The North 1/2 and the North 1/2 of the Southeast 1/4 and the Southeast 1/4 of the Southeast 1/4 of Section 14, Township 27 South, Range 27 East, M.D.B. & M., County of Kern, State of California, consisting of 440.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 7:

The Southeast 1/4 of Section 20, Township 27 South, Range 27 East, M.D.B. & M., County of Kern, State of California, consisting of 149.70 acres, more or less, excluding all roads.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 8:

The West 1/2 of the Northwest 1/4, and the Northeast 1/4 of the Northwest 1/4 and the Northwest 1/4 of the Southwest 1/4 of Section 24, Township 27 South, Range 27 East, M.D.B. & M., County of Kern, State of California, consisting of 160.00 acres, more or less.

EXHIBIT A-2



BOOK 4763 PAGE 805

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 9:

The Southwest 1/4 and the South 1/2 of the Northwest 1/4 and the West 1/2 of the Southeast 1/4 of Section 18, Township 29 South, Range 30 East, M.D.B. & M., County of Kern, State of California, consisting of 319.07 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 10:

The North 1/2 of the North 1/2 of Section 20, Township 29 South, Range 30 East, M.D.B. & M., County of Kern, State of California, consisting of 160.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 11:

The South 55.75 acres of the South 1/2 of the South 1/2 of Section 23 lying easterly of the S.F.R.R. right-of-way in Township 30 South, Range 37 East, M.D.B. & M., County of Kern, State of California consisting of 55.75 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

EXHIBIT A-3

BOOK 4763 PAGE 806

PARCEL NO. 12:

The North 1/2 of the Northwest 1/4 of Section 4, Township 31 South, Range 37 East, M.D.B. & M., County of Kern, State of California, consisting of 85.90 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 13:

That portion of Section 17 lying westerly of the S.F.R.R. right-of-way, Township 31 South, Range 37 East, M.D.B. & M., County of Kern, State of California, consisting of 267.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 14:

The West 1/2 of the West 1/2 of the Northeast 1/4 of Section 33, Township 31 South, Range 37 East, M.D.B. & M., County of Kern, State of California, consisting of 39.54 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 15:

The South 1/2 of Section 17 of Township 31 South, Range 38 East, M.D.B. & M., County of Kern, State of California, consisting of 320.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

EXHIBIT A-4

BOOK 4763 PAGE 807

PARCEL NO. 16:

The Southwest 1/4 of a fractional Section 18, Township 31 South, Range 38 East, M.D.B. & M., excluding the South 467 feet of the West 467 feet, County of Kern, State of California, consisting of 148.49 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 17:

The North 1/2 and the Southeast 1/4 of Section 23, Township 31 South, Range 38 East, M.D.B. & M., County of Kern, State of California, consisting of 480.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 18:

The North 30 acres of the West 1/2 of the Southeast 1/4 and the North 1/2 of the Northeast 1/4 of the Southwest 1/4 and the Southwest 1/4 of the Southwest 1/4 and the Northwest 1/4 of the Northwest 1/4 of Section 16, Township 32 South, Range 36 East, M.D.B. & M., County of Kern, State of California, consisting of 130.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 19:

The Southeast 1/4 of Section 4, Township 32 South, Range 37 East, M.D.B. & M., County of Kern, State of California, consisting of 162.82 acres, more or less.

EXHIBIT A-5

BOOK 4763 PAGE 808

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 20:

The West 1/2 of the Southeast 1/4 of Section 30, Township 32 South, Range 39 East, M.D.B. & M., County of Kern, State of California, consisting of 60.00 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 21:

The West 1/2 of a fractional Section 33, Township 12 North, Range 9 West, S.B.B. & M., County of Kern, State of California, consisting of 206.66 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 22:

The South 1/2 of a fractional Section 7, Township 11 North, Range 8 West, S.B.B. & M., County of Kern, State of California, consisting of 317.40 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

PARCEL NO. 23:

Section 1, Township 11 North, Range 10 West, S.B.B. & M., County of Kern, State of California, consisting of 641.89 acres, more or less.

Excluding and excepting therefrom all oil, gas, minerals and other hydrocarbons in which the Grantors have an interest.

EXHIBIT A-6



BOOK 4763 PAGE 809

PARCEL NO. 24:

The Northwest 1/4 of the Northwest 1/4
of the Southwest 1/4 of Section 20, Town-
ship 11 North, Range 13 West, S.B.R. & M.,
County of Kern, State of California, con-
sisting of 10.00 acres, more or less.

EXHIBIT A-7
END

END OF DOCUMENT

ADDRESS REQUESTED BY
First American Title Company

Order No.
Escrow No. 994979-Y
Loan No.

988306

BOOK 5389 PAGE 733

004522

1981 JUL 15 AM 8:00

WHEN RECORDED MAIL TO:

BUTTES FARMS
P.O. BOX 1206
Delano Calif.

93216

RECORDED
RAY A. VERCAMMEN
KERN COUNTY RECORDER

9.00 ORS
1.00 DEEP
R5423 A 07/15/81

10:00 PM

SPACE ABOVE THIS LINE FOR RECORDER'S USE

MAIL TAX STATEMENTS TO:

DOCUMENTARY TRANSFER TAX \$ 3920.40

Computed on the consideration or value of property conveyed; OR
Computed on the consideration or value less liens or encumbrances
remaining at time of sale.

Frank Arciero First American Title Company
Signature of Declarant or Agent determining tax - Firm Name

9-
1-
IN

SAME

K 2

GRANT DEED

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,

ROBERT O. REYNOLDS and FRANK ARCIERO, married men as their separate property, doing
business as FREMONT VALLEY RANCH, a joint venture

hereby GRANT(S) to
BUTTES FARMS, a California corporation

the real property in the ~~XXXXXX~~ unincorporated area
County of Kern

State of California, described as

FOR LEGAL DESCRIPTION SEE ATTACHED ADDENDUM MARKED EXHIBIT "A", PAGES 1 THROUGH 6,
INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART HEREIN.

STATE OF CALIFORNIA
COUNTY OF Los Angeles
On July 14, 1981 before me, the undersigned, a Notary Public in and for
said State, personally appeared Frank Arciero and Robert O. Reynolds

known to me to be the person FR whose name FR ARC

subscribed to the within instrument and acknowledged to me
that they executed the same.

WITNESS my hand and official seal.

Signature Florence A. Quinn
Name (Typed or Printed) Florence A. Quinn



Dated July 13, 1981

Robert O. Reynolds
ROBERT O. REYNOLDS

STATE OF CALIFORNIA
COUNTY OF _____

Frank Arciero
FRANK ARCIERO

On _____
before me, the undersigned, a Notary Public in and for said
State, personally appeared _____

known to me to be the person _____ whose name _____

subscribed to the within instrument and acknowledged that
_____ executed the same.

WITNESS my hand and official seal.

DESCRIPTION:

PARCEL 1:

The $\frac{N}{2}$ of the $\frac{N}{2}$ of the $\frac{SW}{4}$ of the $\frac{NE}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

EXCEPTING THEREFROM that portion thereof lying within a strip of land 250 feet in width, the sidelines of said strip of land being parallel with and distant southeasterly 75 feet and northwesterly 175 feet, measured at right angles, from that certain line described in Lis Pendens of Superior Court Case No. 52961, recorded in Book 1598, Page 429 of Official Records, a portion of that said certain line being more particularly described as follows:

Beginning at a point on the south line of said Section 7, distant thereon North $89^{\circ}36'51''$ east, 1388.86 feet from a brass cap set to mark the southwest corner of said Section 7; thence from said point of beginning North $23^{\circ}57'13''$ east, 11,717.64 feet; thence North $41^{\circ}34'13''$ east, 282.32 feet to a point on the north line of Section 5, Township 31 South, Range 37 East, M.D.B.M., distant thereon South $89^{\circ}58'02''$ east, 819.50 feet from a brass cap set to mark the northwest corner of said Section 5, as conveyed to the City of Los Angeles, in deed recorded December 17, 1969 in Book 4347, Page 438 of Official Records.

PARCEL 2:

The $\frac{S}{2}$ of the $\frac{N}{2}$ of the $\frac{SW}{4}$ of the $\frac{NE}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

EXCEPTING THEREFROM that portion thereof lying within a strip of land 250 feet in width, the sidelines of said strip of land being parallel with and distant southeasterly 75 feet and northwesterly 175 feet, measured at right angles, from that certain line described in Lis Pendens of Superior Court Case No. 52961, recorded in Book 1598, Page 429 of Official Records, a portion of that said certain line being more particularly described as follows:

Beginning at a point on the south line of said Section 7, distant thereon North $89^{\circ}36'51''$ east, 1388.86 feet from a brass cap set to mark the southwest corner of said Section 7; thence from said point of beginning North $23^{\circ}57'13''$ east, 11,717.64 feet; thence North $41^{\circ}34'13''$ east, 282.32 feet to a point on the north line of Section 5, Township 31 South, Range 37 East, M.D.B.M., distant thereon South $89^{\circ}58'02''$ east, 819.50 feet from a brass cap set to mark the northwest corner of said Section 5, as conveyed to the City of Los Angeles, in deed recorded December 17, 1969 in Book 4347, Page 438 of Official Records.

PARCEL 3:

The NE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

PARCEL 4:

The SE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

PARCEL 5:

The NW $\frac{1}{4}$ of the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

EXCEPTING THEREFROM that portion thereof lying within a strip of land 250 feet in width, the sidelines of said strip of land being parallel with and distant southeasterly 75 feet and northwesterly 175 feet, measured at right angles, from that certain line described in Lis Pendens of Superior Court Case No. 52961, recorded in Book 1598, Page 429 of Official Records, a portion of that said certain line being more particularly described as follows:

Beginning at a point on the south line of said Section 7, distant thereon North 89°36'51" east, 1388.86 feet from a brass cap set to mark the southwest corner of said Section 7; thence from said point of beginning North 23°57'13" east, 11,717.64 feet; thence North 41°34'13" east, 282.32 feet to a point on the north line of Section 5, Township 31 South, Range 37 East, M.D.B.M., distant thereon South 89°58'02" east, 819.50 feet from a brass cap set to mark the northwest corner of said Section 5, as conveyed to the City of Los Angeles, in deed recorded December 17, 1969 in Book 4347, Page 438 of Official Records.

PARCEL 6:

The NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

EXCEPTING THEREFROM that portion thereof lying within a strip of land 250 feet in width, the sidelines of said strip of land being parallel with and distant southeasterly 75 feet and northwesterly 175 feet, measured at right angles, from that certain line described in Lis Pendens of Superior Court Case No. 52961, recorded in Book 1598, Page 429 of Official Records, a portion of that said certain line being more particularly described as follows:

Beginning at a point on the south line of said Section 7, distant thereon North 89°36'51" east, 1388.86 feet from a brass cap set to mark the southwest corner of said Section 7; thence from said point of beginning North 23°57'13" east, 11,717.64 feet; thence North 41°34'13" east, 282.32 feet to a point on the north line of Section 5, Township 31 South, Range 37 East, M.D.B.M., distant thereon South 89°58'02" east, 819.50 feet from a brass cap set to mark the northwest corner of said Section 5, as conveyed to the City of Los Angeles, in deed recorded December 17, 1969 in Book 4347, Page 438 of Official Records.

PARCEL 7:

The SW $\frac{1}{4}$ of the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

EXCEPTING THEREFROM that portion thereof lying within a strip of land 250 feet in width, the sidelines of said strip of land being parallel with and distant southeasterly 75 feet and northwesterly 175 feet, measured at right angles, from that certain line described in Lis Pendens of Superior Court Case No. 52961, recorded in Book 1598, Page 429 of Official Records, a portion of that said certain line being more particularly described as follows:

Beginning at a point on the south line of said Section 7, distant thereon North 89°36'51" east, 1388.86 feet from a brass cap set to mark the southwest corner of said Section 7; thence from said point of beginning North 23°57'13" east, 11,717.64 feet; thence North 41°34'13" east, 282.32 feet to a point on the north line of Section 5, Township 31 South, Range 37 East, M.D.B.M., distant thereon South 89°58'02" east, 819.50 feet from a brass cap set to mark the northwest corner of said Section 5, as conveyed to the City of Los Angeles, in deed recorded December 17, 1969 in Book 4347, Page 438 of Official Records.

PARCEL 8:

The SE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

PARCEL 9:

The S $\frac{1}{2}$ of the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

PARCEL 10:

The S $\frac{1}{2}$ of the SW $\frac{1}{4}$ of the SE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

PARCEL 11:

An undivided $\frac{1}{4}$ th interest in and to all of Section 9, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

PARCEL 12:

The $\frac{1}{2}$ of Section 3, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

EXCEPTING THEREFROM an undivided $\frac{1}{2}$ interest of all mineral rights, including oil and its by-products, as reserved in the deed from Clyde Mousels, et al, recorded July 21, 1952 in Book 1965, Page 345 of Official Records.

PARCEL 13:

Section 8, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

EXCEPTING THEREFROM the $\frac{1}{2}$ of the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of the NW $\frac{1}{4}$ of said Section 8.

ALSO EXCEPTING THEREFROM a 200 foot right of way located and selected by the Nevada and California Railway Company and the Central Pacific Railway Company (the constructed line of railroad being operated by the Southern Pacific Company, as its Owayno Branch), under the provisions of the Act of Congress approved March 3, 1875, for a railroad from Mojave to Owayno, in Kern County.

ALSO EXCEPTING THEREFROM all oil, gas, hydrocarbon substances and other minerals within and underlying said lands, but the grantor herein shall not conduct drilling or other operations on the surface of said lands or within the first 500 feet of the subsurface without the prior written consent of the surface owner, but nothing herein contained shall be deemed to prevent the grantor, her successors and assigns, from extracting or capturing said minerals by drilling or conducting sub-surface drilling operations at depths below 500 feet from the surface of the ground from surface locations on adjacent or neighboring lands, as reserved by Elynor Rudnick, by deed dated January 23, 1959, recorded February 25, 1959 in Book 3086, Page 122 of Official Records.

PARCEL 14:

An undivided $\frac{3}{4}$ interest in and to all of Section 9, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

EXCEPTING THEREFROM an undivided $\frac{1}{4}$ th interest in all oil, gas and other hydrocarbon substances and minerals, as excepted in deed dated February 24, 1953, recorded March 3, 1953 in Book 2047, Page 343 of Official Records.

PARCEL 15:

The S $\frac{1}{2}$ of Fractional Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

PARCEL 16:

The W $\frac{1}{2}$ of Lots 1 and 2 of the NE $\frac{1}{4}$ of Fractional Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

PARCEL 17:

That portion of the S $\frac{1}{2}$ of the NE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General, lying easterly of the east line of State Highway Route 23.

PARCEL 18:

All of that portion of the S $\frac{1}{2}$ of the SE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General, lying easterly of State Highway Route 6.

PARCEL 19:

The E $\frac{1}{2}$ of the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of the NW $\frac{1}{4}$ of Section 8, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

EXCEPTING THEREFROM a 200 foot right of way located and selected by the Nevada and California Railway Company and the Central Pacific Railway Company (the constructed line of railroad being operated by the Southern Pacific Company, as its Oweyno Branch), under the provisions of the Act of Congress approved March 3, 1875, for a railroad from Mojave to Oweayo, in Kern County.

ALSO EXCEPTING THEREFROM all oil, gas, hydrocarbon substances and other minerals within and underlying said lands, but the grantor herein shall not conduct drilling or other operations on the surface of said lands or within the first 500 feet of the subsurface without the prior written consent of the surface owner, but nothing herein contained shall be deemed to prevent the grantor, her successors and assigns, from extracting or capturing said minerals by drilling or conducting sub-surface drilling operations at depths below 500 feet from the surface of the ground from surface locations on adjacent or neighboring lands, as reserved by Elynor Kudnick, by deed dated January 23, 1959, recorded February 25, 1959 in Book 3088, Page 122 of Official Records.

PARCEL 20:

The $\frac{1}{4}$ of the $\frac{1}{4}$ of Fractional Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

Said $\frac{1}{4}$ being that portion of said $\frac{1}{4}$ lying southerly of a line running east and west through said $\frac{1}{4}$ and dividing equally the acreage in the $\frac{1}{4}$ so that one half of the acreage in said $\frac{1}{4}$ lies north of said line and one half of the acreage in said $\frac{1}{4}$ lies south of said line.

EXCEPTING THEREFROM all oil, gas, minerals and other hydrocarbons.

PARCEL 21:

An undivided $\frac{1}{2}$ interest in and to all oil, gas, minerals and other hydrocarbon substances lying in and under the $\frac{1}{4}$ of Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

PARCEL 22:

The $\frac{1}{4}$ of the $\frac{1}{4}$ of Fractional Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General, said $\frac{1}{4}$ being that portion of said $\frac{1}{4}$ lying northerly of a line running east and west through said $\frac{1}{4}$ and dividing equally the acreage in said $\frac{1}{4}$ so that one-half of the acreage in said $\frac{1}{4}$ lies north of said line and one-half of the acreage in said $\frac{1}{4}$ lies south of said line.

EXCEPTING THEREFROM $\frac{1}{2}$ of all oil, gas, minerals and other hydrocarbons.

PARCEL 23:

One-half of all oil, gas, minerals and other hydrocarbon substances within and underlying the following described property:

The $\frac{1}{4}$ of the $\frac{1}{4}$ of Fractional Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General, said $\frac{1}{4}$ being that portion of said $\frac{1}{4}$ lying southerly of a line running east and west through said $\frac{1}{4}$ and dividing equally the acreage in said $\frac{1}{4}$ so that one-half of the acreage in said $\frac{1}{4}$ lies north of said line and one-half of the acreage in said $\frac{1}{4}$ lies south of said line.

RESERVING UNTO THE GRANTOR from the hereinabove described Parcels 1 through 23, an undivided 50% of all remaining minerals, oil, gas, petroleum and other hydrocarbon substances within or underlying said land.

James W. Fitch, Assessor - Recorder
Kern County Official Records

SABRINA
1/15/2008
10:26 AM

RECORDING REQUESTED BY:
North American Title Company

Recorded at the request of
Title Court Service

AND WHEN RECORDED MAIL TO:

DOC#: 0208006777

Stat Types: 1 Pages: 13

Beacon Solar LLC
Att: Michael O' Sullivan
700 Universe Blvd
Juno Beach, Florida 33408



Fees	44.00
Taxes	** Conf **
Others	0.00
PAID	\$44.00

THIS SPACE FOR RECORDER'S USE ONLY:

Title Order No.: 0018872-62

Escrow No.: 07-52404-RZ

GRANT DEED

THE UNDERSIGNED GRANTOR(S) DECLARE(S)

DOCUMENTARY TRANSFER TAX is \$ NOT OF PUBLIC RECORD.

computed on full value of property conveyed, or

computed on full value less value of liens or encumbrances remaining at time of sale.

Unincorporated area City of AND

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,

Amona Investments, Inc, a California corporation

hereby GRANT(s) to:

Beacon Solar, LLC, a Delaware limited liability company

the following described real property in the County of Kern, State of California, described as:

LEGAL DESCRIPTION ATTACHED HERETO AS EXHIBIT "A" AND MADE A PART HEREOF

APN#: 469-082-16-00, 469-091-28-00, 469-092-13-00, 469-092-27-00, 469-022-09-00, 469-050-01-00,
469-050-02-00, 469-050-05-00, 469-050-06-00, 469-050-09-00, 469-050-17-00, 469-050-18-00,
469-060-01-00, 469-060-02-00, 469-060-12-00, 469-060-13-00, 469-060-16-00, 469-060-17-00
469-022-02-00, 469-022-03-00, 469-022-06-00, 469-021-10-00, 469-021-02-00, 469-082-14-00,
469-082-26-00, 469-022-01-00, 469-021-05-00, 469-021-01-00

SUBJECT TO:

1. Taxes and assessments.
2. All matters shown on Exhibit "B" attached hereto and incorporated herein by this reference.

DATE: January 2, 2008

PLEASE SEE PAGE TWO FOR GRANTOR'S SIGNATURE.

MAIL TAX STATEMENTS TO PARTY SHOWN BELOW; IF NO PARTY SHOWN, MAIL AS DIRECTED ABOVE:

GRANT DEED - PAGE TWO

GRANTOR'S SIGNATURE:

Amora Investments, Inc. a California Corporation

By:

Solomon Rastegar, President

1-09-08

STATE OF CALIFORNIA

)SS

COUNTY OF _____

On _____ Before me, _____ A
Notary Public in and for said State, personally appeared _____

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles

} SS.

On 1-09-08 before me, Frida Lohse, Notary Public
DATE Name, Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Soloman Rastegar
NAME(S) OF SIGNER(S)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/hers/their authorized capacity(ies), and that by his/hers/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

[Handwritten Signature]
Signature Of Notary Public



Place Notary Seal Above

OPTIONAL

Though the data is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

DESCRIPTION OF ATTACHED DOCUMENT

Title or Type of Document: Grant Deed

Document Date: 1-02-08 / 1-09-08 Number of Pages: 2

Signer(s) Other Than Named Above: none

CAPACITY(IES) CLAIMED BY SIGNER

Signer's Name: Soloman Rastegar

- Individual
- Corporate Officer - Title(s): _____
- Partnership - Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: President

Signer Is Representing: _____



EXHIBIT "A"
TO
GRANT DEED

LEGAL DESCRIPTION

PARCEL 1: (PORTION OF APN 469-082-16)

THE NORTH HALF OF THE NORTH HALF OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPT THAT PORTION THEREOF LYING WITHIN A STRIP OF LAND 250 FEET IN WIDTH, THE SIDELINES OF SAID STRIP OF LAND BEING PARALLEL WITH AND DISTANT SOUTHEASTERLY 75 FEET AND NORTHWESTERLY 175 FEET, MEASURED AT RIGHT ANGLES, FROM THAT CERTAIN LINE DESCRIBED IN LIS PENDENS OF SUPERIOR COURT CASE NO. 52961, RECORDED IN BOOK 1598, PAGE 429 OF SAID OFFICIAL RECORDS, A PORTION OF THAT SAID CERTAIN LINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID SECTION 7 DISTANT THEREON NORTH 89° 36' 51" EAST, 1,388.86 FEET FROM A BRASS CAP SET TO MARK THE SOUTHWEST CORNER OF SAID SECTION 7; THENCE FROM SAID POINT OF BEGINNING NORTH 23° 57' 13" EAST, 11,717.64 FEET; THENCE NORTH 41° 34' 13" EAST, 282.32 FEET TO A POINT ON THE NORTH LINE OF SECTION 5, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, DISTANT THEREON SOUTH 89° 58' 02" EAST, 819.50 FEET FROM A BRASS CAP SET TO MARK THE NORTHWEST CORNER OF SAID SECTION 5, AS CONVEYED TO THE CITY OF LOS ANGELES IN DEED RECORDED DECEMBER 17, 1969 IN BOOK 4347, PAGE 438, OF OFFICIAL RECORDS.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 2: (PORTION OF APN 469-082-16)

THE SOUTH HALF OF THE NORTH HALF OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPT THAT PORTION THEREOF LYING WITHIN A STRIP OF LAND 250 FEET IN WIDTH, THE SIDELINES OF SAID STRIP OF LAND BEING PARALLEL WITH AND DISTANT SOUTHEASTERLY 75 FEET AND NORTHWESTERLY 175 FEET, MEASURED AT RIGHT ANGLES, FROM THAT CERTAIN LINE DESCRIBED IN LIS PENDENS OF SUPERIOR COURT CASE NO. 52961, RECORDED IN BOOK 1598, PAGE 429 OF SAID OFFICIAL RECORDS, A PORTION OF THAT SAID CERTAIN LINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID SECTION 7 DISTANT THEREON NORTH 89° 36' 51" EAST, 1,388.86 FEET FROM A BRASS CAP SET TO MARK THE SOUTHWEST CORNER OF SAID SECTION 7; THENCE FROM SAID POINT OF BEGINNING NORTH 23° 57' 13" EAST, 11,717.64 FEET; THENCE NORTH 41° 34' 13" EAST, 282.32 FEET TO A POINT ON THE NORTH LINE OF SECTION 5, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, DISTANT THEREON SOUTH 89° 58' 02" EAST, 819.50 FEET FROM A BRASS CAP SET TO MARK THE NORTHWEST CORNER OF SAID SECTION 5, AS CONVEYED TO THE CITY OF LOS ANGELES IN DEED RECORDED DECEMBER 17, 1969 IN BOOK 4347, PAGE 438, OF OFFICIAL RECORDS.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 3: (PORTION OF APN 469-082-16)

THE NORTH HALF OF THE NORTH HALF OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF THE SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE PLAT THEREOF.

EXCEPT THAT PORTION CONVEYED TO THE STATE OF CALIFORNIA BY DEED RECORDED APRIL 1, 1992 IN BOOK 6654, PAGE 439, OF OFFICIAL RECORDS.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 4: (PORTION OF APN 469-082-16)

THE SOUTH HALF OF THE NORTH HALF OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPT THAT PORTION CONVEYED TO THE STATE OF CALIFORNIA BY DEED RECORDED APRIL 1, 1992 IN BOOK 6654, PAGE 439, OF OFFICIAL RECORDS.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 5: (PORTION OF APN 469-091-28)

THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 7, TOWNSHIP 37 SOUTH, RANCH 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPT THAT PORTION THEREOF LYING WITHIN A STRIP OF LAND 250 FEET IN WIDTH, THE SIDELINES OF SAID STRIP OF LAND BEING PARALLEL WITH AND DISTANT SOUTHEASTERLY 75 FEET AND NORTHWESTERLY 175 FEET, MEASURED AT RIGHT ANGLES, FROM THAT CERTAIN LINE DESCRIBED IN LES PENDENS OF SUPERIOR COURT CASE NO. 52961, RECORDED IN BOOK 1598, PAGE 429 OF SAID OFFICIAL RECORDS, A PORTION OF THAT SAID CERTAIN LINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID SECTION 7 DISTANT THEREON NORTH 89° 36' 51" EAST, 1388.86 FEET FROM A BRASS CAP SET TO MARK THE SOUTHWEST CORNER OF SAID SECTION 7; THENCE FROM SAID POINT OF BEGINNING NORTH 23° 57' 13" EAST, 11,717.64 FEET, THENCE NORTH 41° 34' 13" EAST, 282.32 FEET TO A POINT ON THE NORTH LINE OF SECTION 5, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, DISTANT THEREON SOUTH 89° 58' 02" EAST, 819.50 FEET FROM A BRASS CAP SET TO MARK THE NORTHWEST CORNER OF SAID SECTION 5, AS CONVEYED TO THE CITY OF LOS ANGELES IN DEED RECORDED DECEMBER 17, 1969 IN BOOK 4347, PAGE 438, OF OFFICIAL RECORDS.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 6: (PORTION OF APN 469-091-28)

THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPT THAT PORTION THEREOF LYING WITHIN A STRIP OF LAND 250 FEET IN WIDTH, THE SIDELINES OF SAID STRIP OF LAND BEING PARALLEL WITH AND DISTANT SOUTHEASTERLY 75 FEET AND NORTHWESTERLY 175 FEET, MEASURED AT RIGHT ANGLES, FROM THAT CERTAIN LINE DESCRIBED IN LIS PENDENS OF SUPERIOR COURT CASE NO. 52961, RECORDED IN BOOK 1598, PAGE 429 OF SAID OFFICIAL RECORDS, A PORTION OF THAT SAID CERTAIN LINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID SECTION 7 DISTANT THEREON NORTH 89° 36' 51" EAST, 1388.86 FEET FROM A BRASS CAP SET TO MARK THE SOUTHWEST CORNER OF SAID SECTION 7; THENCE FROM SAID POINT OF BEGINNING NORTH 23° 57' 13" EAST, 11,717.64 FEET; THENCE NORTH 41° 34' 13" EAST, 282.32 FEET TO A POINT ON THE NORTH LINE OF SECTION 5, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, DISTANT THEREON SOUTH 89° 58' 02" EAST, 819.50 FEET FROM A BRASS CAP SET TO MARK THE NORTHWEST CORNER OF SAID SECTION 5, AS

CONVEYED TO THE CITY OF LOS ANGELES IN DEED RECORDED DECEMBER 17, 1969 IN BOOK 4347, PAGE 438, OF OFFICIAL RECORDS.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 7: (PORTION OF APN 469-091-28)

THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPT THAT PORTION THEREOF LYING WITHIN A STRIP OF LAND 250 FEET IN WIDTH, THE SIDELINES OF SAID STRIP OF LAND BEING PARALLEL WITH AND DISTANT SOUTHEASTERLY 75 FEET AND NORTHWESTERLY 175 FEET, MEASURED AT RIGHT ANGLES, FROM THAT CERTAIN LINE DESCRIBED IN LIS PENDENS OF SUPERIOR COURT CASE NO. 52961, RECORDED IN BOOK 1598, PAGE 429 OF SAID OFFICIAL RECORDS, A PORTION OF THAT SAID CERTAIN LINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID SECTION 7 DISTANT THEREON NORTH 89° 36' 51" EAST, 1388.86 FEET FROM A BRASS CAP SET TO MARK THE SOUTHWEST CORNER OF SAID SECTION 7; THENCE FROM SAID POINT OF BEGINNING NORTH 23° 57' 13" EAST, 11,717.64 FEET; THENCE NORTH 41° 34' 13" EAST, 282.32 FEET TO A POINT ON THE NORTH LINE OF SECTION 5, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, DISTANT THEREON SOUTH 89° 58' 02" EAST, 819.50 FEET FROM A BRASS CAP SET TO MARK THE NORTHWEST CORNER OF SAID SECTION 5, AS CONVEYED TO THE CITY OF LOS ANGELES IN DEED RECORDED DECEMBER 17, 1969 IN BOOK 4347, PAGE 438, OF OFFICIAL RECORDS.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 8: (PORTION OF APN 469-091-28)

THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 9: (PORTION OF APN 469-092-13)

THE SOUTH HALF OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPT THAT PORTION CONVEYED TO THE STATE OF CALIFORNIA BY DEED RECORDED APRIL 1, 1992 IN BOOK 6654, PAGE 439, OF OFFICIAL RECORDS.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 10: (PORTION OF APN 469-092-27)

THE SOUTH HALF OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPT THAT PORTION CONVEYED TO THE STATE OF CALIFORNIA BY DEED RECORDED JUNE 8, 1992 IN BOOK 6684, PAGE 1483 OF OFFICIAL RECORDS.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 11: (APN 469-022-09)

AN UNDIVIDED 1/4TH INTEREST IN AND TO ALL OF SECTION 9, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPTING THEREFROM AN UNDIVIDED 1/4 INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED MARCH 3, 1953 AS INSTRUMENT NO. 9987 IN BOOK 2047, PAGE 343, OF OFFICIAL RECORDS.

ALSO EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 12: (APN 469-050-01-02-05-06-09-17-18 AND 469-060-01-02-12-13-16 AND 17)

THE WEST HALF OF SECTION 3, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPTING THEREFROM AN UNDIVIDED 1/2 INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN THE DEED RECORDED JULY 21, 1952 AS INSTRUMENT NO. 33622 IN BOOK 1965, PAGE 345, OF OFFICIAL RECORDS.

ALSO EXCEPTING THEREFROM AN UNDIVIDED 1/2 INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN THE DEED RECORDED FEBRUARY 25, 1959 AS INSTRUMENT NO. 12453 IN BOOK 3088, PAGE 122, OF OFFICIAL RECORDS.

PARCEL 13: (APN 469-022-02-03-AND 06)

SECTION 8, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPT THE EAST HALF OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 8.

ALSO EXCEPT A 200 FOOT RIGHT OF WAY LOCATED AND SELECTED BY THE NEVADA AND CALIFORNIA RAILWAY AND THE CENTRAL PACIFIC RAILWAY COMPANY (THE CONSTRUCTED LINE OF RAILROAD BEING OPERATED BY THE SOUTHERN PACIFIC COMPANY, AS ITS OWEYNO BRANCH), UNDER THE PROVISIONS OF THE ACT OF CONGRESS APPROVED MARCH 3, 1875, FOR A RAILROAD FROM MOJAVE TO OWEYNO, IN KERN COUNTY.

ALSO EXCEPT THAT PORTION CONVEYED TO THE STATE OF CALIFORNIA BY DEED RECORDED APRIL 1, 1992 IN BOOK 6654, PAGE 439, OF OFFICIAL RECORDS.

EXCEPTING THEREFROM ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN THE DEED RECORDED FEBRUARY 25, 1959 AS INSTRUMENT NO. 12453 IN BOOK 3088, PAGE 122, OF OFFICIAL RECORDS.

PARCEL 14: (APN 469-022-09)

AN UNDIVIDED 3/4TH INTEREST IN AND TO ALL OF SECTION 9, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPTING THEREFROM AN UNDIVIDED 1/4TH INTEREST IN ALL MINERALS, OIL, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED MARCH 3, 1953 IN BOOK 2047, PAGE 343, OF OFFICIAL RECORDS.

ALSO EXCEPTING THE REMAINING ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN THE DEED RECORDED FEBRUARY 25, 1959 AS INSTRUMENT NO. 12453 IN BOOK 3088, PAGE 122, OF OFFICIAL RECORDS.

PARCEL 15: (APN 469-021-10)

THE SOUTH HALF OF FRACTIONAL SECTION 4, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 16: (APN 469-021-02)

THE WEST HALF OF LOTS 1 AND 2 OF THE NORTHEAST QUARTER OF FRACTIONAL SECTION 4, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 17: (APN 469-082-14)

THAT PORTION OF THE SOUTH HALF OF THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF, LYING EASTERLY OF STATE HIGHWAY ROUTE 23.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 18: (APN 469-082-26)

ALL THAT PORTION OF THE SOUTH HALF OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF, LYING EASTERLY OF STATE HIGHWAY ROUTE 6.

EXCEPTING THEREFROM AN UNDIVIDED 50% INTEREST IN ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN DEED RECORDED JULY 15, 1981 AS INSTRUMENT NO. 004522 IN BOOK 5389, PAGE 733, OF OFFICIAL RECORDS.

PARCEL 19: (APN 469-022-01)

THE EAST HALF OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 8, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT

DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

EXCEPT A 200 FOOT RIGHT OF WAY LOCATED AND SELECTED BY THE NEVADA AND CALIFORNIA RAILWAY AND THE CENTRAL PACIFIC RAILWAY COMPANY (THE CONSTRUCTED LINE OF RAILROAD BEING OPERATED BY THE SOUTHERN PACIFIC COMPANY, AS ITS OWEYNO BRANCH), UNDER THE PROVISIONS OF THE ACT OF CONGRESS APPROVED MARCH 3, 1875, FOR A RAILROAD FROM MOJAVE TO OWEYNO, IN KERN COUNTY.

EXCEPTING THEREFROM ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN THE DEED RECORDED FEBRUARY 25, 1959 AS INSTRUMENT NO. 12453 IN BOOK 3088, PAGE 122, OF OFFICIAL RECORDS.

PARCEL 20: (APN 469-021-05)

THE SOUTH HALF OF THE NORTHWEST QUARTER OF FRACTIONAL SECTION 4, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF.

SAID SOUTH HALF BEING THAT PORTION OF SAID NORTHWEST QUARTER LYING SOUTHERLY OF A LINE RUNNING EAST AND WEST THROUGH SAID NORTHWEST QUARTER AND DIVIDING EQUALLY THE ACREAGE IN THE NORTHWEST QUARTER SO THAT 1/2 OF THE ACREAGE IN SAID NORTHWEST QUARTER LIES NORTH OF SAID LINE AND 1/2 OF THE ACREAGE IN SAID NORTHWEST QUARTER LIES SOUTH OF SAID LINE.

EXCEPTING THEREFROM ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN A DEED RECORDED JANUARY 2, 1973 AS INSTRUMENT NO. 100314 IN BOOK 4763, PAGES 856 THROUGH 864, OF OFFICIAL RECORDS.

PARCEL 21: (APN 469-021-01)

THE NORTH HALF OF THE NORTHWEST QUARTER OF FRACTIONAL SECTION 4, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO MERIDIAN, IN THE COUNTY OF KERN, STATE OF CALIFORNIA, ACCORDING TO THE OFFICIAL PLAT THEREOF, SAID NORTH HALF BEING THAT PORTION OF SAID NORTHWEST QUARTER LYING NORTHERLY OF A LINE RUNNING EAST AND WEST THROUGH SAID NORTHWEST QUARTER AND DIVIDING EQUALLY THE ACREAGE IN THE NORTHWEST QUARTER SO THAT 1/2 OF THE ACREAGE IN SAID NORTHWEST QUARTER LIES NORTH OF SAID LINE AND 1/2 OF THE ACREAGE IN SAID NORTHWEST QUARTER LIES SOUTH OF SAID LINE.

EXCEPTING THEREFROM ALL MINERALS, OILS, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES AS RESERVED IN A DEED RECORDED JANUARY 2, 1973 AS INSTRUMENT NO. 100311 IN BOOK 4763, PAGES 801 THROUGH 809, OF OFFICIAL RECORDS.

EXHIBIT "B"
TO
GRANT DEED

PERMITTED EXCEPTIONS

AN EASEMENT AFFECTING PARCEL 16 IN FAVOR OF ANNIE L. SEALY, A WIDOW RECORDED JULY 23, 1938 IN BOOK 802, PAGE 484, OF OFFICIAL RECORDS.

AN EASEMENT AFFECTING PARCELS 13 AND 19 IN FAVOR OF INTERSTATE TELEGRAPH COMPANY AND THE CALIFORNIA ELECTRIC POWER COMPANY NOW SOUTHERN CALIFORNIA EDISON COMPANY RECORDED MARCH 16, 1953 IN BOOK 2054, PAGE 4, OF OFFICIAL RECORDS.

AN EASEMENT AFFECTING PARCEL 12 IN FAVOR OF INTERSTATE TELEGRAPH COMPANY AND THE CALIFORNIA ELECTRIC POWER COMPANY NOW SOUTHERN CALIFORNIA EDISON COMPANY RECORDED MARCH 16, 1953 IN BOOK 2054, PAGE 6, OF OFFICIAL RECORDS AS AFFECTED BY THAT PARTIAL QUITCLAIM OF EASEMENT RECORDED JUNE 19, 1973 AS INSTRUMENT NO. 44723 IN BOOK 4790 PAGE 1798 OF OFFICIAL RECORDS.

AN EASEMENT AFFECTING PARCEL 15 IN FAVOR OF: INTERSTATE TELEGRAPH COMPANY AND THE CALIFORNIA ELECTRIC POWER COMPANY NOW SOUTHERN CALIFORNIA EDISON COMPANY RECORDED MARCH 16, 1953 IN BOOK 2054, PAGE 18, OF OFFICIAL RECORDS AS AFFECTED BY A PARTIAL QUITCLAIM OF EASEMENT RECORDED DECEMBER 6, 1972 AS INSTRUMENT NO. 39460 IN BOOK 4753 PAGE 678 OF OFFICIAL RECORDS.

AN IRREVOCABLE OFFER OF DEDICATION FOR ROAD AND INCIDENTAL PURPOSES AFFECTING PARCEL 12, RECORDED FEBRUARY 5, 1971 AS BOOK 4483, PAGE 741 OF OFFICIAL RECORDS TO THE PUBLIC IN GENERAL. SAID IRREVOCABLE OFFER WAS ACCEPTED BY THE BOARD OF SUPERVISORS BY RESOLUTION NO. 71-70.

AN EASEMENT AFFECTING PARCEL 13 IN FAVOR OF SOUTHERN CALIFORNIA EDISON COMPANY, A CORPORATION SYSTEMS RECORDED NOVEMBER 1, 1973 IN BOOK 4811, PAGE 40, OF OFFICIAL RECORDS.

AN EASEMENT AFFECTING PARCELS 11, 13 14 16 AND 19 IN FAVOR OF SOUTHERN CALIFORNIA EDISON COMPANY, A CORPORATION RECORDED JANUARY 23, 1974 IN BOOK 4822, PAGE 1328, OF OFFICIAL RECORDS

AN EASEMENT AFFECTING PARCELS 12 AND 15 IN FAVOR OF CONTINENTAL TELEPHONE COMPANY OF CALIFORNIA-NOW VERIZON CALIFORNIA, INC. RECORDED AUGUST 16, 1974 IN BOOK 4855, PAGE 2256, OF OFFICIAL RECORDS.

AN EASEMENT AFFECTING PARCELS 9 AND 13 IN FAVOR OF SOUTHERN CALIFORNIA EDISON COMPANY, A CORPORATION RECORDED SEPTEMBER 9, 1974 IN BOOK 4859, PAGE 484, OF OFFICIAL RECORDS.

AN EASEMENT AFFECTING PARCEL 12 IN FAVOR OF SOUTHERN CALIFORNIA EDISON COMPANY, A CORPORATION RECORDED SEPTEMBER 19, 1974 IN BOOK 4859, PAGE

485, OF OFFICIAL RECORDS THE INTENT OF THE EASEMENT IS TO BE IN THE LOCATION IN WHICH THE ELECTRICAL SYSTEM WAS CONSTRUCTED.

AN EASEMENT AFFECTING PARCEL 20 IN FAVOR OF SOUTHERN CALIFORNIA EDISON COMPANY, A CORPORATION RECORDED MARCH 8, 1976 IN BOOK 4943, PAGE 579, OF OFFICIAL RECORDS.

THAT CERTAIN SETTling FIRST AND FINAL ACCOUNT OF EXECUTRIX AND FOR FINAL DISTRIBUTION AFFECTING PARCEL 21 IN WHICH THE ESTATE OF MABEL J. HOLUM, ALSO KNOWN AS MABEL HOLUM PURPORTS TO DISTRIBUTE 100 PERCENT OF ALL MINERALS UNDERLYING THE NORTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 4, TOWNSHIP 31 SOUTH, RANGE 37 WEST, MOUNT DIABLO BASE AND MERIDIAN, RECORDED OCTOBER 9, 1979 IN BOOK 5235, PAGE 25 OF OFFICIAL RECORDS.

AN EASEMENT AFFECTING PARCELS 11 AND 14 IN FAVOR OF SOUTHERN CALIFORNIA EDISON COMPANY, A CORPORATION RECORDED APRIL 20, 1982 IN BOOK 5453, PAGE 775, OF OFFICIAL RECORDS.

AN EASEMENT AFFECTING PARCELS 12, 13 AND 15 IN FAVOR OF SOUTHERN CALIFORNIA EDISON COMPANY, A CORPORATION RECORDED MAY 13, 1982 IN BOOK 5458, PAGE 2255, OF OFFICIAL RECORDS.

ABUTTER'S RIGHTS OF INGRESS AND EGRESS TO OR FROM HIGHWAY HAVE BEEN RELINQUISHED TO THE STATE OF CALIFORNIA AND THE RIGHT TO ACCESS TO THE FRONTAGE ROAD HAS BEEN RESERVED FOR THE SUBJECT PARCEL IN THE DOCUMENT RECORDED APRIL 1, 1992 AS BOOK 6654, PAGE 439 OF OFFICIAL RECORDS.

A WAIVER OF ANY CLAIMS FOR DAMAGES BY REASON OF THE LOCATION, CONSTRUCTION, LANDSCAPING OR MAINTENANCE OF A CONTIGUOUS FREEWAY, HIGHWAY OR ROADWAY, AS CONTAINED IN THE DOCUMENT RECORDED APRIL 1, 1992 AS BOOK 6654, PAGE 439 OF OFFICIAL RECORDS.

ABUTTER'S RIGHTS OF INGRESS AND EGRESS TO OR FROM HIGHWAY HAVE BEEN RELINQUISHED TO THE STATE OF CALIFORNIA AND THE RIGHT FOR ACCESS TO THE FRONTAGE ROAD HAS BEEN RESERVED FOR THE SUBJECT PARCEL IN THE DOCUMENT RECORDED JUNE 8, 1992 AS BOOK 6684, PAGE 1483 OF OFFICIAL RECORDS.

A WAIVER OF ANY CLAIMS FOR DAMAGES BY REASON OF THE LOCATION, CONSTRUCTION, LANDSCAPING OR MAINTENANCE OF A CONTIGUOUS FREEWAY, HIGHWAY OR ROADWAY, AS CONTAINED IN THE DOCUMENT RECORDED JUNE 8, 1992 AS BOOK 6684, PAGE 1483 OF OFFICIAL RECORDS.

TO:

ARCIERO RANCHES
950 North Tustin
Anaheim, CA 92807 Attn: Gary Chandler



FIRST AMERICAN TITLE INSURANCE CO.

FROM

- 1675 CHESTER AVE. • P.O. BOX 2103
BAKERSFIELD, CA 93303 (805) 327-5311
- 4570 CALIFORNIA AVE., SUITE 100 • P.O. BOX 2103
BAKERSFIELD, CA 93303 (805) 327-5311
- 247 BALSAM STREET
RIDGECREST, CA 93555 (619) 375-4790

SUBJECT Our No: Unit 5/KER-1033318
MESSAGE

Attached is an amended prelim face page for the preliminary title report referred to above.

Please substitute this page for the one you now have.

If this Company can be of further service, please do not hesitate to contact me.

Thank you.

SIGNED	<i>Boyd Boggs / gn</i>	DATE	<i>7/12/86</i>
REPLY			

FOLLOW-UP DATE	REMOVE PART 2 AND FORWARD PARTS 1 AND 3. PART 3 WILL BE RETURNED WITH REPLY.	SIGNED	DATE
-------------------	---	--------	------



First American Title Insurance Company

MAILING ADDRESS: POST OFFICE BOX 2103 • BAKERSFIELD, CA 93303 • (805) 327-5311
 MAIN OFFICE: 1675 CHESTER AVENUE • BAKERSFIELD, CA 93303 • (805) 327-5311
 BRANCH OFFICES: 4570 CALIFORNIA AVE., STE 100 • BAKERSFIELD, CA 93303 • (805) 327-5311
 253 BALSAM STREET • RIDGECREST, CA 93555 • (619) 375-4790

Arciero Ranches
950 North Tustin
Anaheim, CA 92807
Attn: Gary Chandler

Your No.

Our Order No. Unit 5/KER-1033318

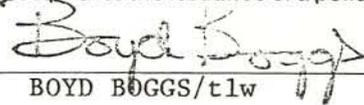
In response to the above referenced application for a policy of title insurance, this Company hereby reports that it is prepared to issue, or cause to be issued, as of the date hereof, a Policy or Policies of Title Insurance describing the land and the estate or interest therein hereinafter set forth, insuring against loss which may be sustained by reason of any defect, lien or encumbrance not shown or referred to as an Exception below or not excluded from coverage pursuant to the printed Schedules, Conditions and Stipulations of said Policy forms.

The printed Exceptions and Exclusions from the coverage of said Policy or Policies are set forth in Exhibit A attached. Copies of the Policy forms should be read. They are available from the office which issued this report.

This report (and any supplements or amendments hereto) is issued solely for the purpose of facilitating the issuance of a policy of title insurance and no liability is assumed hereby. If it is desired that liability be assumed prior to the issuance of a policy of title insurance, a Binder or Commitment should be requested.

Dated as of June 18, 19 86, at 7:30 a.m.

Title Officer


BOYD BOGGS/tlw

The form of policy of title insurance contemplated by this report is:

Title to said estate or interest at the date hereof is vested in:

ROBERT O. REYNOLDS and FRANK ARCIERO,
married men as their separate property,
doing business as FREMONT VALLEY RANCH,
a joint venture

The estate or interest in the land hereinafter described or referred to covered by this Report is:

a fee

At the date hereof exceptions to coverage in addition to the printed Exceptions and Exclusions in said policy form would be as follows:

SEE THE FOLLOWING PAGES

GUARANTEE CONDITIONS AND STIPULATIONS

1. Definition of Terms

The following terms when used in this Guarantee mean:

- (a) "land": The land described, specifically or by reference, in this Guarantee and improvements affixed thereto which by law constitute real property;
- (b) "public records": those records which impart constructive notice of matters relating to said land;
- (c) "date": the effective date;
- (d) "the Assured": the party or parties named as the Assured in this Guarantee, or in a supplemental writing executed by the Company;
- (e) "mortgage": mortgage, deed of trust, trust deed, or other security instrument.

2. Exclusions from Coverage of This Guarantee

The Company assumes no liability for loss or damage by reason of the following:

- (a) Taxes or assessments which are not shown as existing liens by the records of any taxing authority that levies taxes or assessments on real property or by the public records.
- (b) Unpatented mining claims; reservations or exceptions in patents or in Acts authorizing the issuance thereof; water rights, claims or title to water.
- (c) Title to any property beyond the lines of the land expressly described in the description set forth in this Guarantee, or title to streets, roads, avenues, lanes, ways or waterways on which such land abuts, or the right to maintain therein vaults, tunnels, ramps or any other structure or improvement; or any rights or easements therein unless such property, rights or easements are expressly and specifically set forth in said description.
- (d) Defects, liens, encumbrances, adverse claims against the title as guaranteed or other matters (1) created, suffered, assumed or agreed to by one or more of the Assured; or (2) resulting in no loss to the Assured.

3. Prosecution of Actions

- (a) The Company shall have the right at its own cost to institute and prosecute any action or proceeding or do any other act which in its opinion may be necessary or desirable to establish or confirm the matters herein guaranteed; and the Company may take any appropriate action under the terms of this Guarantee whether or not it shall be liable thereunder and shall not thereby concede liability or waive any provision hereof.
- (b) In all cases where the Company does so institute and prosecute any action or proceeding, the Assured shall permit the Company to use, at its option, the name of the Assured for such purpose. Whenever requested by the Company, the Assured shall give the Company all reasonable aid in prosecuting such action or proceeding, and the Company shall reimburse the Assured for any expense so incurred.

4. Notice of Loss — Limitation of Action

A statement in writing of any loss or damage for which it is claimed the Company is liable under this Guarantee shall be furnished to the Company within sixty days after such loss or damage shall have been determined, and no right of action shall accrue to the Assured under this Guarantee until thirty days after such statement shall have been furnished, and no recovery shall be had by the Assured under this Guarantee unless action shall be commenced thereon within two years after expiration of said thirty day period. Failure to furnish such statement of loss or damage or to commence such action within the time hereinbefore specified, shall be a conclusive bar against maintenance by the Assured of any action under this Guarantee.

5. Option to Pay, Settle or Compromise Claims

The Company shall have the option to pay or settle or compromise for or in the name of the Assured any claim which could result

in loss to the Assured within the coverage of this Guarantee, or to pay the full amount of this Guarantee or, if this Guarantee is issued for the benefit of a holder of a mortgage, the Company shall have the option to purchase the indebtedness secured by said mortgage. Such purchase, payment or tender of payment of the full amount of the Guarantee shall terminate all liability of the Company hereunder. In the event after notice of claim has been given to the Company by the Assured the Company offers to purchase said indebtedness, the owner of such indebtedness shall transfer and assign said indebtedness and the mortgage securing the same to the Company upon payment of the purchase price.

6. Limitation of Liability — Payment of Loss

- (a) The liability of the Company under this Guarantee shall be limited to the amount of actual loss sustained by the Assured because of reliance upon the assurances herein set forth, but in no event shall such liability exceed the amount of the liability stated on the face page hereof.
- (b) The Company will pay all costs imposed upon the Assured in litigation carried on by the Company for the Assured, and all costs and attorney's fees in litigation carried on by the Assured with the written authorization of the Company.
- (c) No claim for damages shall arise or be maintainable under this Guarantee (1) if the Company after having received notice of an alleged defect, lien or encumbrance not shown as an Exception or excluded herein removes such defect, lien or encumbrance within a reasonable time after receipt of such notice, or (2) for liability voluntarily assumed by the Assured in settling any claim or suit without written consent of the Company.
- (d) All payments under this Guarantee, except for attorney's fees as provided for in paragraph 6(b) hereof, shall reduce the amount of the liability hereunder pro tanto, and no payment shall be made without producing this Guarantee for indorsement of such payment unless the Guarantee be lost or destroyed, in which case proof of such loss or destruction shall be furnished to the satisfaction of the Company.
- (e) When liability has been definitely fixed in accordance with the conditions of this Guarantee, the loss or damage shall be payable within thirty days thereafter.

7. Subrogation Upon Payment or Settlement

Whenever the Company shall have settled a claim under this Guarantee, all right of subrogation shall vest in the Company unaffected by any act of the Assured, and it shall be subrogated to and be entitled to all rights and remedies which the Assured would have had against any person or property in respect to such claim had this Guarantee not been issued. If the payment does not cover the loss of the Assured, the Company shall be subrogated to such rights and remedies in the proportion which said payment bears to the amount of said loss. The Assured if requested by the Company, shall transfer to the Company all rights and remedies against any person or property necessary in order to perfect such right of subrogation, and shall permit the Company to use the name of the Assured in any transaction or litigation involving such rights or remedies.

8. Guarantee Entire Contract

Any action or actions or rights of action that the Assured may have or may bring against the Company arising out of the subject matter hereof must be based on the provisions of this Guarantee. No provision or condition of this Guarantee can be waived or changed except by a writing endorsed or attached hereto signed by the President, a Vice President, the Secretary, an Assistant Secretary or other validating officer of the Company.

9. Notices, Where Sent

All notices required to be given the Company and any statement in writing required to be furnished the Company shall be addressed to it at 421 North Main Street, Santa Ana, California 92701, or to the office which issued this Guarantee.

10. Fee

The fee specified on the face of this Guarantee is the total fee for title search and examination and for this Guarantee.

INFORMATION FOR TRUSTEE

1. City in which said land is located: **unincorporated area**
If not in a city, judicial district in which said land is located:

2. ~~East-Kern Municipal Court District~~
Legal publications:

The Bakersfield Californian
1707 Eye Street
P. O. Bin 440

Bakersfield, California 93302
Publication: Daily except Saturdays
and Sundays (deadline 3 days prior

The Daily Report
1706 Chester Avenue, Room 312
P. O. Box 637
Bakersfield, California

Published daily except Sundays and Holidays

3. ~~to publication)~~
The names and addresses of persons who have recorded requests, as provided by Section 2924b (1) and (4) of the Civil Code, for a copy of notice of default and for a copy of notice of sale are:

Buttes Farms
P.O. Box 1206
Delano, Calif. 93216

The omission of a Request for Notice of Default for said Trustor on the Deed of Trust necessitates the publication of the Notice of Default in the legal newspaper herein before set forth or personal service upon Trustor as specified in Section 2924B (4) of the Civil Code.

4. The names and addresses of additional persons who, as provided by Section 2924b (3) of the Civil Code, are entitled to receive a copy of notice of default and a copy of notice of sale are:

Hilltop Developers, Inc.
1830 Brundage Lane
Bakersfield, Ca. 93304

Robert O. Reynolds
c/o Bob Reynolds
11661 San Vicente Blvd.
L.A., Calif. 90049

Frank Arciero
c/o Bob Reynolds
11661 San Vicente Blvd.
L.A., Calif. 90049

Southern California Edison Company
Right of Way and Land Dept.
P.O. Box 788
Rialto, CA 92376

State Federal Savings & Loan Assoc.
1980 N. W. Ninth Street
Corvallis, Oregon 97339
Attn: Brian Olsveck

State Federal Savings and Loan Association
c/o Mr. Ron Koos
P. O. Box 40
Albany, OR 97321 (continued - Exhibit "B")

5. Attention is called to Soldiers' and Sailors' Civil Relief Act of 1940 and amendments thereto which contain inhibitions against the sale of land under a deed of trust if the owner is entitled to the benefits of said Act.
6. Attention is called to the Federal Tax Lien Act of 1966 which, among other things, provides for the giving of written notice of sale in a specified manner to the Secretary of Treasury or his delegate as a requirement for the discharge or divestment of a Federal Tax Lien in a non-judicial sale, and establishes with respect to such lien a right in the United States to redeem the property within a period of 120 days from the date of any such sale.

EXHIBIT "B"

Dev Fund Corporation
c/o Mr. Oberg
1221 Broadway
Oakland, Ca. 94612

Devfund Corporation
c/o Southern Valley Title Co.
P. O. Box 1845
Bakersfield, Ca. 93303
Attn: Chris Conner

C

O

P

Y

EXHIBIT "A"

FREE MOUNT
VALLEY

RACCA

PARCEL 1:

The N $\frac{1}{2}$ of the N $\frac{1}{2}$ of the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

EXCEPTING THEREFROM that portion thereof lying within a strip of land 250 feet in width, the sidelines of said strip of land being parallel with and distant southeasterly 75 feet and northwesterly 175 feet, measured at right angles, from that certain line described in Lis Pendens of Superior Court Case No. 52961, recorded in Book 1598, Page 429 of Official Records, a portion of that said certain line being more particularly described as follows:

Beginning at a point on the south line of said Section 7, distant thereon North 89°36'51" east, 1388.86 feet from a brass cap set to mark the southwest corner of said Section 7; thence from said point of beginning North 23°57'13" east, 11,717.64 feet; thence North 41°34'13" east, 282.32 feet to a point on the north line of Section 5, Township 31 South, Range 37 East, M.D.B.M., distant thereon South 89°58'02" east, 819.50 feet from a brass cap set to mark the northwest corner of said Section 5, as conveyed to the City of Los Angeles, in deed recorded December 17, 1969 in Book 4347, Page 438 of Official Records.

PARCEL 2:

The S $\frac{1}{2}$ of the N $\frac{1}{2}$ of the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

EXCEPTING THEREFROM that portion thereof lying within a strip of land 250 feet in width, the sidelines of said strip of land being parallel with and distant southeasterly 75 feet and northwesterly 175 feet, measured at right angles, from that certain line described in Lis Pendens of Superior Court Case No. 52961, recorded in Book 1598, Page 429 of Official Records, a portion of that said certain line being more particularly described as follows:

Beginning at a point on the south line of said Section 7, distant thereon North 89°36'51" east, 1388.86 feet from a brass cap set to mark the southwest corner of said Section 7; thence from said point of beginning North 23°57'13" east, 11,717.64 feet; thence North 41°34'13" east, 282.32 feet to a point on the north line of Section 5, Township 31 South, Range 37 East, M.D.B.M., distant thereon South 89°58'02" east, 819.50 feet from a brass cap set to mark the northwest corner of said Section 5, as conveyed to the City of Los Angeles, in deed recorded December 17, 1969 in Book 4347, Page 438 of Official Records.

PARCEL 3:

The N $\frac{1}{2}$ of the N $\frac{1}{2}$ of the SE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

PARCEL 4:

The S $\frac{1}{2}$ of the N $\frac{1}{2}$ of the SE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

PARCEL 5:

The NW $\frac{1}{4}$ of the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

EXCEPTING THEREFROM that portion thereof lying within a strip of land 250 feet in width, the sidelines of said strip of land being parallel with and distant southeasterly 75 feet and northwesterly 175 feet, measured at right angles, from that certain line described in Lis Pendens of Superior Court Case No. 52961, recorded in Book 1598, Page 429 of Official Records, a portion of that said certain line being more particularly described as follows:

Beginning at a point on the south line of said Section 7, distant thereon North 89°36'51" east, 1388.86 feet from a brass cap set to mark the southwest corner of said Section 7; thence from said point of beginning North 23°57'13" east, 11,717.64 feet; thence North 41°34'13" east, 282.32 feet to a point on the north line of Section 5, Township 31 South, Range 37 East, M.D.B.M., distant thereon South 89°58'02" east, 819.50 feet from a brass cap set to mark the northwest corner of said Section 5, as conveyed to the City of Los Angeles, in deed recorded December 17, 1969 in Book 4347, Page 438 of Official Records.

PARCEL 6:

The NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

EXCEPTING THEREFROM that portion thereof lying within a strip of land 250 feet in width, the sidelines of said strip of land being parallel with and distant southeasterly 75 feet and northwesterly 175 feet, measured at right angles, from that certain line described in Lis Pendens of Superior Court Case No. 52961, recorded in Book 1598, Page 429 of Official Records, a portion of that said certain line being more particularly described as follows:

Beginning at a point on the south line of said Section 7, distant thereon North 89°36'51" east, 1388.86 feet from a brass cap set to mark the southwest corner of said Section 7; thence from said point of beginning North 23°57'13" east, 11,717.64 feet; thence North 41°34'13" east, 282.32 feet to a point on the north line of Section 5, Township 31 South, Range 37 East, M.D.B.M., distant thereon South 89°58'02" east, 819.50 feet from a brass cap set to mark the northwest corner of said Section 5, as conveyed to the City of Los Angeles, in deed recorded December 17, 1969 in Book 4347, Page 438 of Official Records.

PARCEL 7:

The SW $\frac{1}{4}$ of the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

EXCEPTING THEREFROM that portion thereof lying within a strip of land 250 feet in width, the sidelines of said strip of land being parallel with and distant southeasterly 75 feet and northwesterly 175 feet, measured at right angles, from that certain line described in Lis Pendens of Superior Court Case No. 52961, recorded in Book 1598, Page 429 of Official Records, a portion of that said certain line being more particularly described as follows:

Beginning at a point on the south line of said Section 7, distant thereon North 89°36'51" east, 1388.86 feet from a brass cap set to mark the southwest corner of said Section 7; thence from said point of beginning North 23°57'13" east, 11,717.64 feet; thence North 41°34'13" east, 282.32 feet to a point on the north line of Section 5, Township 31 South, Range 37 East, M.D.B.M., distant thereon South 89°58'02" east, 819.50 feet from a brass cap set to mark the northwest corner of said Section 5, as conveyed to the City of Los Angeles, in deed recorded December 17, 1969 in Book 4347, Page 438 of Official Records.

PARCEL 8:

The SE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

PARCEL 9:

The S $\frac{1}{2}$ of the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

PARCEL 10:

The S $\frac{1}{2}$ of the SW $\frac{1}{4}$ of the SE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the County Recorder of said County.

PARCEL 11:

An undivided $\frac{1}{4}$ th interest in and to all of Section 9, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

PARCEL 12:

The $\frac{1}{2}$ of Section 3, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

EXCEPTING THEREFROM an undivided $\frac{1}{2}$ interest of all mineral rights, including oil and its by-products, as reserved in the deed from Clyde Houssels, et al, recorded July 21, 1952 in Book 1965, Page 345 of Official Records.

PARCEL 13:

Section 8, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

EXCEPTING THEREFROM the $\frac{1}{2}$ of the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of the NW $\frac{1}{4}$ of said Section 8.

ALSO EXCEPTING THEREFROM a 200 foot right of way located and selected by the Nevada and California Railway Company and the Central Pacific Railway Company (the constructed line of railroad being operated by the Southern Pacific Company, as its Oweyno Branch), under the provisions of the Act of Congress approved March 3, 1875, for a railroad from Mojave to Oweyno, in Kern County.

ALSO EXCEPTING THEREFROM all oil, gas, hydrocarbon substances and other minerals within and underlying said lands, but the grantor herein shall not conduct drilling or other operations on the surface of said lands or within the first 500 feet of the subsurface without the prior written consent of the surface owner, but nothing herein contained shall be deemed to prevent the grantor, her successors and assigns, from extracting or capturing said minerals by drilling or conducting subsurface drilling operations at depths below 500 feet from the surface of the ground from surface locations on adjacent or neighboring lands, as reserved by Elynor Rudnick, by deed dated January 23, 1959, recorded February 25, 1959 in Book 3088, Page 122 of Official Records.

PARCEL 14:

An undivided $\frac{3}{4}$ interest in and to all of Section 9, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

EXCEPTING THEREFROM an undivided $\frac{1}{4}$ th interest in all oil, gas and other hydrocarbon substances and minerals, as excepted in deed dated February 24, 1953, recorded March 3, 1953 in Book 2047, Page 343 of Official Records.

PARCEL 15:

The S $\frac{1}{2}$ of Fractional Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

PARCEL 16:

The W $\frac{1}{2}$ of Lots 1 and 2 of the NE $\frac{1}{4}$ of Fractional Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

PARCEL 17:

That portion of the S $\frac{1}{2}$ of the NE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General, lying easterly of the east line of State Highway Route 23.

PARCEL 18:

C
All of that portion of the S $\frac{1}{2}$ of the SE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General, lying easterly of State Highway Route 6.

PARCEL 19:

P
The E $\frac{1}{2}$ of the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of the NW $\frac{1}{4}$ of Section 8, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

Y
EXCEPTING THEREFROM a 200 foot right of way located and selected by the Nevada and California Railway Company and the Central Pacific Railway Company (the constructed line of railroad being operated by the Southern Pacific Company, as its Oweyno Branch), under the provisions of the Act of Congress approved March 3, 1875, for a railroad from Mojave to Owenyo, in Kern County.

ALSO EXCEPTING THEREFROM all oil, gas, hydrocarbon substances and other minerals within and underlying said lands, but the grantor herein shall not conduct drilling or other operations on the surface of said lands or within the first 500 feet of the subsurface without the prior written consent of the surface owner, but nothing herein contained shall be deemed to prevent the grantor, her successors and assigns, from extracting or capturing said minerals by drilling or conducting subsurface drilling operations at depths below 500 feet from the surface of the ground from surface locations on adjacent or neighboring lands, as reserved by Elynor Rudnick, by deed dated January 23, 1959, recorded February 25, 1959 in Book 3088, Page 122 of Official Records.

PARCEL 20:

The $S\frac{1}{2}$ of the $NW\frac{1}{4}$ of Fractional Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

Said $S\frac{1}{2}$ being that portion of said $NW\frac{1}{4}$ lying southerly of a line running east and west through said $NW\frac{1}{4}$ and dividing equally the acreage in the $NW\frac{1}{4}$ so that one half of the acreage in said $NW\frac{1}{4}$ lies north of said line and one half of the acreage in said $NW\frac{1}{4}$ lies south of said line.

EXCEPTING THEREFROM all oil, gas, minerals and other hydrocarbons.

PARCEL 21:

An undivided $\frac{1}{2}$ interest in and to all oil, gas, minerals and other hydrocarbon substances lying in and under the $NW\frac{1}{4}$ of Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General.

PARCEL 22:

The $N\frac{1}{2}$ of the $NW\frac{1}{4}$ of Fractional Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General, said $N\frac{1}{2}$ being that portion of said $NW\frac{1}{4}$ lying northerly of a line running east and west through said $NW\frac{1}{4}$ and dividing equally the acreage in said $NW\frac{1}{4}$ so that one-half of the acreage in said $NW\frac{1}{4}$ lies north of said line and one-half of the acreage in said $NW\frac{1}{4}$ lies south of said line.

EXCEPTING THEREFROM $\frac{1}{2}$ of all oil, gas, minerals and other hydrocarbons.

PARCEL 23:

One-half of all oil, gas, minerals and other hydrocarbon substances within an underlying the following described property:

The $S\frac{1}{2}$ of the $NW\frac{1}{4}$ of Fractional Section 4, Township 31 South, Range 37 East, M.D.B.M., in the unincorporated area of the County of Kern, State of California, as per the Official Plat thereof on file in the Office of the Surveyor General, said $S\frac{1}{2}$ being that portion of said $NW\frac{1}{4}$ lying southerly of a line running east and west through said $NW\frac{1}{4}$ and dividing equally the acreage in said $NW\frac{1}{4}$ so that one-half of the acreage in said $NW\frac{1}{4}$ lies north of said line and one-half of the acreage in said $NW\frac{1}{4}$ lies south of said line.

RESERVING UNTO THE GRANTOR from the hereinabove described Parcels 1 through 23, an undivided 50% of all remaining minerals, oil, gas, petroleum and other hydrocarbon substances within or underlying said land.

10. An easement for the hereinafter specific purpose and incidental purposes, in favor of Interstate Telegraph Company, in instrument recorded March 16, 1953 in Book 2054, Page 18 of Official Records.

Said easement is for poles, guys, anchors, crossarms, and incidental fixtures, and is described as follows:

Beginning on the east line of the S $\frac{1}{2}$ of Section 4, Township 31 South, Range 37 East, M.D.B.M., at a point 31 feet south of the northeast corner thereof and running thence west, parallel to and 31 feet south of the north line of said S $\frac{1}{2}$ of Section 4, a distance of 5280 feet, more or less, to a point on the west line of said Section 4.

Also beginning on the north line of said S $\frac{1}{2}$ of Section 4, at a point 31 feet east of the northwest corner thereof and running thence south, parallel to and 31 feet east of the west line of said S $\frac{1}{2}$ of Section 4, a distance of 2640 feet, more or less, to a point on the south line of said Section 4.

Also beginning on the west line of said S $\frac{1}{2}$ of Section 4, at a point 300 feet north of the southwest corner thereof and running thence east, parallel to and 300 feet north of the south line of said Section 4, a distance of 500 feet to a point in said Section 4.
(Affects Parcel 15)

11. An irrevocable offer of dedication of an easement for the hereinafter specific purpose and incidental purposes, in favor of the public in general, in instrument recorded February 5, 1971 in Book 4483, Page 741 of Official Records.

Said easement is for road and incidental purposes, and is described as follows:

Parcel "A": The northerly 55.00 feet of the W $\frac{1}{2}$ of Section 3, Township 31 South, Range 37 East, M.D.B.M.

Excepting therefrom a strip of land one foot wide over the northerly one foot of the said Parcel "A", said strip of land being hereinafter referred to as Parcel B.
(Affects Parcel 12)

12. An easement for the hereinafter specific purpose and incidental purposes, in favor of the State of California, in instrument recorded February 9, 1972 in Book 4631, Page 139 of Official Records.

Said easement is for a public highway, and is described as follows:

All that certain strip of land in the N $\frac{1}{2}$ of the S $\frac{1}{2}$ of the NE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M., being a strip 150 feet wide, lying 50 feet southeasterly of and 100 feet northwesterly of the base line of the Department of Public Works' survey for State Highway, road 9-Ker-23-B (now 9-Ker-14) between Mojave and Cinco, described as follows:

Beginning at a point on the east line of said Section 7 at approximate Engineer's Station 852+94.7 on said survey base line, distant along said east line South 1°10' west, 657.0 feet from an iron pipe monument set to mark the northeast corner of said Section 7; thence along said survey base line South 16°40' west, 749.7 feet to a point on or near the north line of said N $\frac{1}{2}$ of the S $\frac{1}{2}$ of the NE $\frac{1}{4}$; thence continuing South 16°40' west, 705.0 feet to a point on or near the south line of said N $\frac{1}{2}$ of the S $\frac{1}{2}$ of the NE $\frac{1}{4}$; thence continuing South 16°40' west, 100.00 feet.
(Affects Parcels 3 and 4)

13. An easement for the hereinafter specific purpose and incidental purposes, in favor of Southern California Edison Company, a corporation, in instrument recorded November 1, 1973 in Book 4811, Page 40 of Official Records.

Said easement is for poles, guys, anchors, crossarms and incidental fixtures, and is described as follows:

The south 10 feet of the north 213 feet of the NW $\frac{1}{4}$ of the NW $\frac{1}{4}$ of Section 8, Township 31 South, Range 37 East, M.D.B.M.
(Affects Parcel 13)

14. An easement for the hereinafter specific purpose and incidental purposes, in favor of Southern California Edison Company, a corporation, in instrument recorded January 23, 1974 in Book 4822, Page 1328 of Official Records.

Said easement is for poles, guys, anchors, crossarms and incidental fixtures, and is described as follows:

Various strips of land 10 feet in width lying within Sections 4, 8 and 9 of Township 31 South, Range 37 East, M.D.B.M. Said 10 foot strips being described as follows:

The west 10 feet of the east 285 feet of the north 560 feet of the SE $\frac{1}{4}$; the east 10 feet of the west 25 feet of the SW $\frac{1}{4}$ and the north 10 feet of the south 245 feet of the west 330 feet of the SW $\frac{1}{4}$ of Section 4.

The east 10 feet of the west 25 feet of the NW $\frac{1}{4}$ and the north 10 feet of the south 1305 feet of the NW $\frac{1}{4}$ of said Section 9.

The north 10 feet of the south 1305 feet of the N $\frac{1}{2}$ and the west 10 feet of the east 2085 feet of the south 1305 feet of the N $\frac{1}{2}$ of said Section 8.

It is understood and agreed that the above strip description is approximate only, it being the intention of the Grantor, by this conveyance, to grant an easement for said electric system in the location in which said electric system shall be constructed on and over the Grantor's property.
(Affects Parcels 11, 13, 14, 16 and 19)

15. An easement for the hereinafter specific purpose and incidental purposes, in favor of Continental Telephone Company of California, a California corporation, in instrument recorded August 16, 1974 in Book 4855, Page 2256 of Official Records.

Said easement is for poles, guys, anchors, crossarms and incidental fixtures, and is described as follows:

The north 10 feet of the following described property:

The S $\frac{1}{2}$ of Section 4, Township 31 South, Range 37 East, M.D.B.M., and the N $\frac{1}{2}$ of the NE $\frac{1}{4}$ of the SW $\frac{1}{4}$ and the N $\frac{1}{2}$ of the NW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 3, Township 31 South, Range 37 East, M.D.B.M.
(Affects Parcels 12 and 15)

16. An easement for the hereinafter specific purpose and incidental purposes, in favor of Southern California Edison Company, a corporation, in instrument recorded September 9, 1974 in Book 4859, Page 484 of Official Records.

Said easement is for poles, guys, anchors, crossarms and incidental fixtures, and is described as follows:

The north 10 feet of the south 15 feet of the S $\frac{1}{2}$ of the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of Section 7, Township 31 South, Range 37 East, M.D.B.M.

Also, the north 10 feet of the south 15 feet of the N $\frac{1}{2}$ of the SW $\frac{1}{4}$ of Section 8, Township 31 South, Range 37 East, M.D.B.M.
(Affects Parcels 9 and 13)

17. An easement for the hereinafter specific purpose and incidental purposes, in favor of Southern California Edison Company, a corporation, in instrument recorded September 9, 1974 in Book 4859, Page 485 of Official Records.

Said easement is for poles, guys, anchors, crossarms and incidental fixtures, and is described as follows:

Two strips of land east 10 feet in width lying within the W $\frac{1}{2}$ of Section 3, Township 31 South, Range 37 East, M.D.B.M. The centerline of said 10 foot strips being described as follows:

Strip No. 1

Beginning on the south line of the NW $\frac{1}{4}$ of said Section 3, at a point 1300 feet west of the southeast corner thereof, thence North 10°45' west, 700 feet.

Strip No. 2

Beginning on the north line of the SW $\frac{1}{4}$ of said Section 3, at a point 1300 feet west of the northeast corner thereof, thence South 10°45' east, 100 feet.

It is understood and agreed that the above strip descriptions are approximate only, it being the intention of the Grantor, by this conveyance, to grant an easement for said electric system in the location in which said electric system shall be constructed on and over the Grantor's property.
(Affects Parcel 12)

18. An easement for the hereinafter specific purpose and incidental purposes, in favor of Southern California Edison Company, a corporation, in instrument recorded March 8, 1976 in Book 4943, Page 579 of Official Records.

Said easement is for poles, guys, anchors, crossarms and incidental fixtures, and is described as follows:

The east 10 feet of the west 25 feet AND the north 10 feet, both being located in the S $\frac{1}{2}$ of the NW $\frac{1}{4}$ of Section 4, Township 31 South, Range 37 East, M.D.B.M. (Affects Parcel 20)

19. The effect of that certain Settling First and Final Account of Executrix and for Final Distribution in which the estate of Mabel J. Holum, also known as Mabel Holum purports to distribut 100% of all minerals underlying the NW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of the NW $\frac{1}{4}$ of Section 4, Township 31 South, Range 37 East, M.D.B.M., recorded October 9, 1979 in Book 5235, Page 25 of Official Records. (Affects Parcels 22 and 23)
20. An Oil and Gas Lease dated March 10, 1981, executed by Robert O. Reynolds and Frank Arciero, married men as their separate property, doing business as Fremont Valley Ranch, a Joint Venture, as Lessor, and Amoco Production Company, as Lessee, subject to the terms, covenants, conditions and stipulations contained therein, recorded May 28, 1981 in Book 5377, Page 2289 of Official Records. Reference is hereby made to the original document for any matters concerning said lease. (Affects Parcels 11, 12, 13, 14, 15, 16, 19, 20, 21, 22 and 23)

A portion of the interest in said lease was assigned by document recorded January 25, 1982 in Book 5433, Page 1191 of Official Records.

21. A Deed of Trust to secure an indebtedness in the original principal sum of \$2,696,397.50 and any other amounts and/or obligations secured thereby recorded July 15, 1981 in Book 5389, Page 740 of Official Records.
Dated: July 8, 1981
Trustor: Buttes Farms, a California corporation
Trustee: First American Title Insurance Company, a California corporation
Beneficiary: Robert O. Reynolds and Frank Arciero, married men as their separate property, doing business as Fremont Valley Ranch, a joint venture

Said Deed of Trust contains all-inclusive language.

A document recorded April 22, 1985 in Book 5753, Page 1257 of Official Records, substitutes First American Title Company of Los Angeles as Trustee in said Deed of Trust.

Notice of Default under the terms of the above Deed of Trust, by Robert O. Reynolds and Frank Arciero doing business as Fremont Valley Ranch, a joint venture, the alleged owner and holder of the note secured thereby, was recorded April 22, 1985 in Book 5753, Page 1259 of Official Records.

22. A Financing Statement dated July 2, 1981, executed by Buttes Farms, Inc. to Robert O. Reynolds and Frank Arciero, covering certain personal property therein described, for the payment of an undisclosed amount, recorded July 15, 1981 in Book 5389, Page 751 of Official Records.
23. A Financing Statement dated July 2, 1981, executed by Buttes Farms, Inc. to Robert O. Reynolds and Frank Arciero, covering certain personal property therein described, for the payment of an undisclosed amount, recorded July 15, 1981 in Book 5389, Page 752 of Official Records.
24. An easement for the hereinafter specific purpose and incidental purposes, in favor of Southern California Edison Company, a corporation, in instrument recorded April 20, 1982 in Book 5453, Page 775 of Official Records.

Said easement is for overhead and underground electrical supply systems and communication systems, and is located within the east 10 feet of the west 25 feet of Section 9, Township 31 South, Range 37 East, M.D.B.M; and the north 10 feet of the south 2667.14 feet of said Section 9.
(Affects Parcels 11 and 14)

25. An easement for the hereinafter specific purpose and incidental purposes, in favor of Southern California Edison Company, a corporation, in instrument recorded May 13, 1982 in Book 5458, Page 2255 of Official Records.

Said easement is for overhead and underground electrical supply systems and communication systems, and is described as follows:

The south 10 feet of the W $\frac{1}{2}$ of Section 3, Township 31 South, Range 37 East, M.D.B.M.

Also, the south 10 feet of Section 4, Township 31 South, Range 37 East, M.D.B.M.

Also, the west 10 feet of the east 948 feet of the north 260 feet of Section 8, Township 31 South, Range 37 East, M.D.B.M.
(Affects Parcels 12, 13 and 15)

26. A Deed of Trust to secure an indebtedness in the original principal sum of \$3,550,000.00 and any other amounts and/or obligations secured thereby recorded April 13, 1984 in Book 5649, Page 946 of Official Records.

Dated: April 9, 1984

Trustor: Hill Top Developers, Inc., a California corporation

Trustee: Title Insurance and Trust Company, a California corporation

Beneficiary: State Federal Savings and Loan Association, a United States corporation

(Affects the herein described and other property)

27. A Financing Statement executed by Hill Top Developers, Inc., to State Federal Savings and Loan Association, covering certain personal property and/or crops therein described, for the payment of an undisclosed amount, recorded April 13, 1984 in Book 5649, Page 960 of Official Records.

28. A Deed of Trust to secure an indebtedness in the original principal sum of \$3,881,676.00 and any other amounts and/or obligations secured thereby recorded April 16, 1984 in Book 5649, Page 1750 of Official Records.

Dated: April 9, 1984

Trustor: Hilltop Developers, Inc., a California corporation

Trustee: Safeco Title Insurance Company, a California corporation

Beneficiary: Dev Fund Corporation, a California corporation

(Affects the herein described and other property)

29. A Deed of Trust to secure an indebtedness in the original principal sum of \$1,432,227.00 and any other amounts and/or obligations secured thereby recorded March 25, 1985 in Book 5745, Page 138 of Official Records.

Dated: February (no day shown) 1984

Trustor: Hilltop Developers, Inc., a California corporation

Trustee: Safeco Title Insurance Company, a California corporation

Beneficiary: Devfund Corporation, a California corporation

(Affects the herein described and other property)

30. Any bankruptcy proceeding that is not disclosed by the acts that would afford notice as to said land, pursuant to Title 11 U.S.C. 549 (c) of the Bankruptcy Reform Act of 1978.

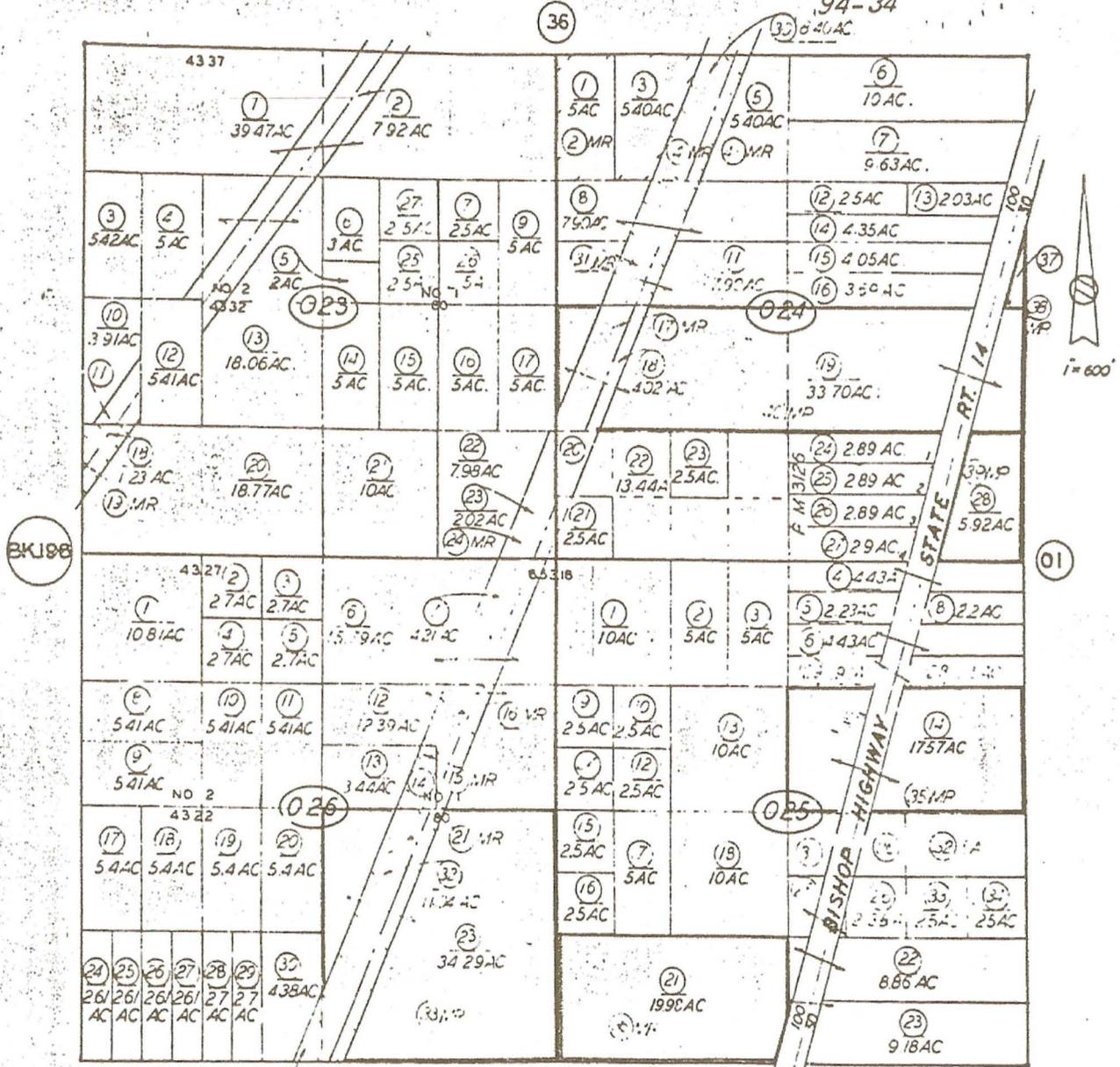
O

P

Y

94-34

640 AC



BK188

01

This plat is not a survey of the land but is inserted for information purposes only.
 FIRST AMERICAN TITLE CO.

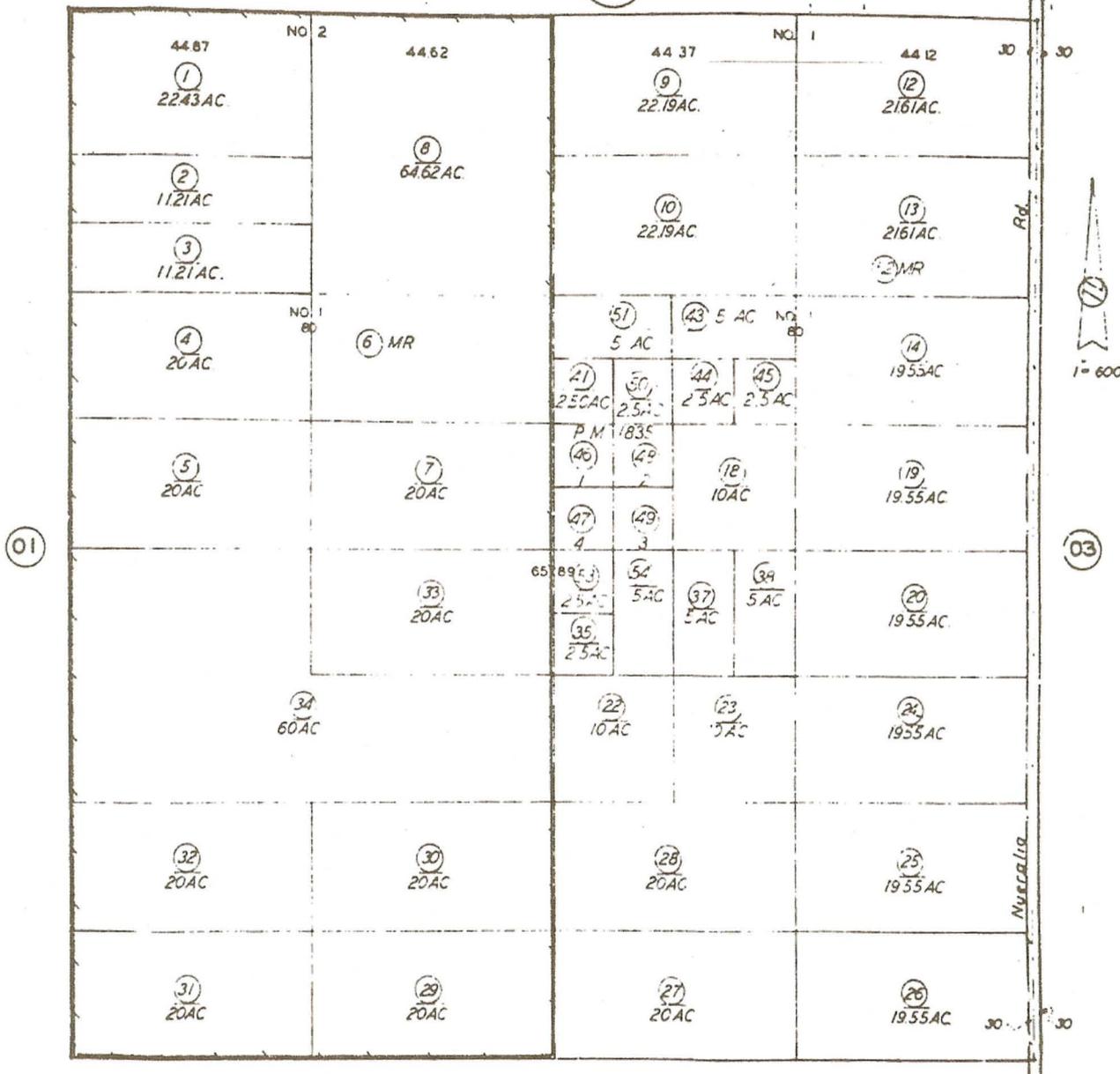
ASSESSORS MAP NO. 333-02
 COUNTY OF KERN

SEC. 3 T.31 S.R.37 E.

BK181

SCHOOL DIST. 94-34

333-04



This plat is not a survey of the land, but is inserted for information purposes only.
FIRST AMERICAN TITLE CO.

03

ASSESSORS MAP NO. 333-04
COUNTY OF KERN

333-01

T. 31 S. R. 37 E.

SCHOOL DIST. 94-6
94-34

333-01

(BK181)

(36)

(53)

(51)

48.03

NO 2

45.75

45.45

NO 2

45.18

21,225.74
42
27.5 AC

(49)
85,894 AC

(39) MR

(2)
85,454 AC

43
42,144.20 AC

(5)
85,894 AC

(3) (51) (5)
5,205.40 AC



(04)

752.26 AC

665.70

662.40

(51) MR

(54)

(52)

(2)
320 AC

(03)

43.37

NO 1
80

5 AC

20 AC

282.6 AC

(1) MR

(1) MR

(1) MR
64.5 AC

43.32

43.27

653.18

(02)

307.49 AC

(1) MR

(02)

(05)

43.22

NO 1
80

Bishop

Highway State Pl 14

Southern Pacific Railroad

(40)

This plat is not a survey of the land, but is inserted for information purposes only.
FIRST AMERICAN TITLE CO.

ASSESSORS MAP NO 333-01
(39) COUNTY OF KERN

RECORDING REQUESTED BY:
CENTURY TITLE & GUARANTY CO.

RECORDED BY
GALE S. ENSTAD
KERN COUNTY, RECORDER

When Recorded Mail to: **003702**
ALVIN D. ROSENBLUM, ESQ.
MAIDEN, ROSENBLUM, WINTROUB & FRIDKIS
1925 Century Park East, Suite 950
Los Angeles, CA 90067

1991 JAN -9 AM 8:01

ORS 13.00
HNEP 1.00
REC.FE 11.00
GE CHRG 25.00

HT96110 C001 R01 T09:13

There is no change in the assessed owner, and no change in the mailing address for tax statements.

S.01

13	OR
1	MD
	LN
11	RF
	NA

Space Above This Line
For Recorder's Use

QUITCLAIM DEED

THE UNDERSIGNED GRANTORS DECLARE that the Documentary Transfer Tax due hereon is None for the reasons stated below.

The Tax Assessor's parcels are listed below; however, there is no "change in ownership" under the California Revenue & Taxation Code for the reason hereinafter stated.

All property is in the unincorporated area of the County.

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, FRANK ARCIERO, also known as Frank Arciero, Sr., and ANGIE ARCIERO, Husband and Wife, hereby

REMISE, RELEASE AND FOREVER QUITCLAIM to the following persons, to the extent of and in confirmation of the interests which each of said Grantees now have in said property, the real property hereinafter described in Exhibit "A" hereto:

Fremont 2270, a General Partnership, as owner of the fee title to said property.

Christopher O. Reynolds, Daniel O. Reynolds and Kirkwood Reynolds, Trustees of the Robert O. Reynolds Trust, as Beneficiaries under that certain Deed of Trust dated January 3, 1990, and recorded January 16, 1990 as Instrument No. 005729, in Book 6335, Page 1258, Official Records of Kern County, California.

PCL'S
1-21

PUR 2
L...
...
...
...
...

Banner Land Development West, Inc., as Beneficiary under that certain Deed of Trust dated February 4, 1990, recorded February 20, 1990 as Instrument No. 022354, in Book 6348, Page 901, Official Records of Kern County, California.

Namco Capital Group, Inc., a California corporation, as Assignee of said last mentioned Deed of Trust pursuant to an assignment recorded August 23, 1990 as Instrument No. 027138, in Book 6422, Page 2307, Official Records of Kern County, California.

This Quitclaim Deed is given to evidence the Grantors' ratification and confirmation of their relinquishment of any and all interest in the real property hereinafter described, and their release of any claims thereto; provided, however, that by this Quitclaim Deed, and in particular by the inclusion of the Trustees of the Robert O. Reynolds Trust, Grantors do not intend to, and do not waive any rights or claims they may have against Robert O. Reynolds individually and personally, and his successors in interest, not related to or affecting the subject real property, but growing out of or in any way related to the former joint venture between said Robert O. Reynolds and the undersigned Frank Arciero (reflected by that certain Joint Venture Agreement dated May 6, 1974) and its dissolution.

The real property herein mentioned as to which this Quitclaim Deed is to be effective is described in Exhibit A, attached hereto and made a part hereof.

The Assessor's parcel numbers for the real property so described in Exhibit A are set forth on Exhibit B, attached hereto and made a part hereof.

No reassessment of said real property is required because this transfer is exempt under Revenue & Taxation Code Section 62(b), as a transfer only for the purpose of perfecting title to property already in the Grantee(s).

No documentary transfer tax is payable by reason of this Quitclaim Deed because this deed confirms title already vested in the Grantees by reason of deeds heretofore recorded in Book 6220, Page 0678, Official Records, Book 4851, Page 670, Official

Records, Book 4855, Page 338, Official Records, Book 4864, Page 519, Official Records, Book 4900, Page 643, Official Records, and Book 4983, Page 795, Official Records, all of Kern County, California.

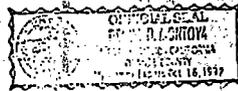
Dated: October 1, 1990

Frank Arciero
Frank Arciero, also known as
Frank Arciero, Sr.

Angie Arciero
Angie Arciero

STATE OF CALIFORNIA)
) SS.
COUNTY OF ORANGE)

On this 1st day of October, 1990, before me, the undersigned, a Notary Public in and for said County and State, personally appeared FRANK ARCIERO, also known as Frank Arciero, Sr., and ANGIE ARCIERO, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed the same.



Denise D. Montoya
Notary Public
Denise D. Montoya
Notary Name Typed or Printed

PARCEL 1:

THE NORTH HALF OF THE NORTH HALF OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPTING THEREFROM THAT PORTION THEREOF LYING WITHIN A STRIP OF LAND 250 FEET IN WIDTH, THE SIDELINES OF SAID STRIP OF LAND BEING PARALLEL WITH AND DISTANT SOUTHEASTERLY 75 FEET AND NORTHWESTERLY 175 FEET, MEASURED AT RIGHT ANGLES, FROM THAT CERTAIN LINE DESCRIBED IN LIS PENDENS OF SUPERIOR COURT CASE NO. 52961, RECORDED IN BOOK 1598 PAGE 429 OF OFFICIAL RECORDS, A PORTION OF THAT SAID CERTAIN LINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID SECTION 7, DISTANT THEREON NORTH 89°36'51" EAST, 1388.86 FEET FROM A BRASS CAP SET TO MARK THE SOUTHWEST CORNER OF SAID SECTION 7; THENCE FROM SAID POINT OF BEGINNING NORTH 23°57'13" EAST, 11,717.64 FEET; THENCE NORTH 41°34'13" EAST, 282.32 FEET TO A POINT ON THE NORTH LINE OF SECTION 5, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, DISTANT THEREON SOUTH 89°58'02" EAST, 819.50 FEET FROM A BRASS CAP SET TO MARK THE NORTHWEST CORNER OF SAID SECTION 5, AS CONVEYED TO THE CITY OF LOS ANGELES, IN DEED RECORDED DECEMBER 17, 1969 IN BOOK 4347, PAGE 438 OF OFFICIAL RECORDS.

PARCEL 2:

THE SOUTH HALF OF THE NORTH HALF OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPTING THEREFROM THAT PORTION THEREOF LYING WITHIN A STRIP OF LAND 250 FEET IN WIDTH, THE SIDELINES OF SAID STRIP OF LAND BEING PARALLEL WITH AND DISTANT SOUTHEASTERLY 75 FEET AND NORTHWESTERLY 175 FEET, MEASURED AT RIGHT ANGLES, FROM THAT CERTAIN LINE DESCRIBED IN LIS PENDENS OF SUPERIOR COURT CASE NO. 52961, RECORDED IN BOOK 1598, PAGE 429 OF OFFICIAL RECORDS, A PORTION OF THAT SAID CERTAIN LINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID SECTION 7, DISTANT THEREON NORTH 89°36'51" EAST, 1388.86 FEET FROM A BRASS CAP SET TO MARK THE SOUTHWEST CORNER OF SAID SECTION 7; THENCE FROM SAID POINT OF BEGINNING NORTH 23°57'13" EAST, 11,717.64 FEET; THENCE NORTH 41°34'13" EAST, 282.32 FEET TO A POINT ON THE NORTH LINE OF SECTION 5, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, DISTANT THEREON SOUTH 89°58'02" EAST, 819.50 FEET FROM A BRASS CAP SET TO MARK THE NORTHWEST CORNER OF SAID SECTION 5, AS CONVEYED TO THE CITY OF LOS ANGELES, IN DEED RECORDED DECEMBER 17, 1969 IN BOOK 4347, PAGE 438 OF OFFICIAL RECORDS.

PARCEL 3:

THE NORTH HALF OF THE NORTH HALF OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

PARCEL 4:

THE SOUTH HALF OF THE NORTH HALF OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

PARCEL 5:

THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPTING THEREFROM THAT PORTION THEREOF LYING WITHIN A STRIP OF LAND 250 FEET IN WIDTH, THE SIDELINES OF SAID STRIP OF LAND BEING PARALLEL WITH AND DISTANT SOUTHEASTERLY 75 FEET AND NORTHWESTERLY 175 FEET, MEASURED AT RIGHT ANGLES, FROM THAT CERTAIN LINE DESCRIBED IN LIS PENDENS OF SUPERIOR COURT CASE NO 52961, RECORDED IN BOOK 1598 PAGE 429 OF OFFICIAL RECORDS, A PORTION OF THAT SAID CERTAIN LINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID SECTION 7, DISTANT THEREON NORTH 89°36'51" EAST, 1388.86 FEET FROM A BRASS CAP SET TO MARK THE SOUTHWEST CORNER OF SAID SECTION 7; THENCE FROM SAID POINT OF BEGINNING NORTH 23°57'13" EAST, 11,717.64 FEET; THENCE NORTH 41°34'13" EAST, 282.32 FEET TO A POINT ON THE NORTH LINE OF SECTION 5, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, DISTANT THEREON SOUTH 89°58'02" EAST, 819.50 FEET FROM A BRASS CAP SET TO MARK THE NORTHWEST CORNER OF SAID SECTION 5, AS CONVEYED TO THE CITY OF LOS ANGELES, IN DEED RECORDED DECEMBER 17, 1969 IN BOOK 4347, PAGE 438 OF OFFICIAL RECORDS.

PARCEL 6:

THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPTING THEREFROM THAT PORTION THEREOF LYING WITHIN A STRIP OF LAND 250 FEET IN WIDTH, THE SIDELINES OF SAID STRIP OF LAND BEING PARALLEL WITH AND DISTANT SOUTHEASTERLY 75 FEET AND NORTHWESTERLY 175 FEET,

MEASURED AT RIGHT ANGLES, FROM THAT CERTAIN LINE DESCRIBED IN LIS PENDENS OF SUPERIOR COURT CASE NO 52961, RECORDED IN BOOK 1598 PAGE 429 OF OFFICIAL RECORDS, A PORTION OF THAT SAID CERTAIN LINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID SECTION 7, DISTANT THEREON NORTH 89°36'51" EAST, 1388.86 FEET FROM A BRASS CAP SET TO MARK THE SOUTHWEST CORNER OF SAID SECTION 7; THENCE FROM SAID POINT OF BEGINNING NORTH 23°57'13" EAST, 11,717.64 FEET; THENCE NORTH 41°34'13" EAST, 282.32 FEET TO A POINT ON THE NORTH LINE OF SECTION 5, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, DISTANT THEREON SOUTH 89°58'02" EAST, 819.50 FEET FROM A BRASS CAP SET TO MARK THE NORTHWEST CORNER OF SAID SECTION 5, AS CONVEYED TO THE CITY OF LOS ANGELES, IN DEED RECORDED DECEMBER 17, 1969 IN BOOK 4347, PAGE 438 OF OFFICIAL RECORDS.

PARCEL 7:

THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPTING THEREFROM THAT PORTION THEREOF LYING WITHIN A STRIP OF LAND 250 FEET IN WIDTH, THE SIDELINES OF SAID STRIP OF LAND BEING PARALLEL WITH AND DISTANT SOUTHEASTERLY 75 FEET AND NORTHWESTERLY 175 FEET, MEASURED AT RIGHT ANGLES, FROM THAT CERTAIN LINE DESCRIBED IN LIS PENDENS OF SUPERIOR COURT CASE NO 52961, RECORDED IN BOOK 1598 PAGE 429 OF OFFICIAL RECORDS, A PORTION OF THAT SAID CERTAIN LINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID SECTION 7, DISTANT THEREON NORTH 89°36'51" EAST, 1388.86 FEET FROM A BRASS CAP SET TO MARK THE SOUTHWEST CORNER OF SAID SECTION 7; THENCE FROM SAID POINT OF BEGINNING NORTH 23°57'13" EAST, 11,717.64 FEET; THENCE NORTH 41°34'13" EAST, 282.32 FEET TO A POINT ON THE NORTH LINE OF SECTION 5, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, DISTANT THEREON SOUTH 89°58'02" EAST, 819.50 FEET FROM A BRASS CAP SET TO MARK THE NORTHWEST CORNER OF SAID SECTION 5, AS CONVEYED TO THE CITY OF LOS ANGELES, IN DEED RECORDED DECEMBER 17, 1969 IN BOOK 4347, PAGE 438 OF OFFICIAL RECORDS.

PARCEL 8:

THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

PARCEL 9:

THE SOUTH HALF OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

PARCEL 10:

THE SOUTH HALF OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

PARCEL 11:

AN UNDIVIDED 1/4TH INTEREST IN AND TO ALL OF SECTION 9, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL.

PARCEL 12:

THE WEST HALF OF SECTION 3, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL.

EXCEPTING THEREFROM AN UNDIVIDED 1/2 INTEREST OF ALL MINERAL RIGHTS, INCLUDING OIL, AND ITS BY-PRODUCTS, AS RESERVED IN THE DEED FROM CLYDE HOUSSELS, ET AL, RECORDED JULY 21, 1952 IN BOOK 1965 PAGE 345 OF OFFICIAL RECORDS.

PARCEL 13:

SECTION 8, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL.

EXCEPTING THEREFROM THE EAST HALF OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 8.

ALSO EXCEPTING THEREFROM A 200 FOOT RIGHT OF WAY LOCATED AND SELECTED BY THE NEVADA AND CALIFORNIA RAILWAY COMPANY AND THE CENTRAL PACIFIC RAILWAY COMPANY (THE CONSTRUCTED LINE OF RAILROAD BEING OPERATED BY THE SOUTHERN PACIFIC COMPANY, AS ITS OWEYNO BRANCH), UNDER THE PROVISIONS OF THE ACT OF CONGRESS APPROVED MARCH 3, 1875, FOR A RAILROAD FROM MOJAVE TO OWEYNO, IN KERN COUNTY.

ALSO EXCEPTING THEREFROM ALL OIL, GAS, HYDROCARBON SUBSTANCES AND OTHER MINERALS WITHIN AND UNDERLYING SAID LANDS, BUT THE GRANTOR HEREIN SHALL

NOT CONDUCT DRILLING OR OTHER OPERATIONS ON THE SURFACE OF SAID LANDS OR WITHIN THE FIRST 500 FEET OF THE SUBSURFACE WITHOUT THE PRIOR WRITTEN CONSENT OF THE SURFACE OWNER, BUT NOTHING HEREIN CONTAINED SHALL BE DEEMED TO PREVENT THE GRANTOR, HER SUCCESSORS AND ASSIGNS, FROM EXTRACTING OR CAPTURING SAID MINERALS BY DRILLING OR CONDUCTING SUBSURFACE DRILLING OPERATIONS AT DEPTHS BELOW 500 FEET FROM THE SURFACE OF THE GROUND FROM SURFACE LOCATIONS ON ADJACENT OR NEIGHBORING LANDS, AS RESERVED BY ELYNOR RUENICK, BY DEED DATED JANUARY 23, 1959, RECORDED FEBRUARY 25, 1959 IN BOOK 3088 PAGE 122 OF OFFICIAL RECORDS.

PARCEL 14:

AN UNDIVIDED 3/4 INTEREST IN AND TO ALL OF SECTION 9, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL.

EXCEPTING THEREFROM AN UNDIVIDED 1/4TH INTEREST IN ALL OIL, GAS AND OTHER HYDROCARBON SUBSTANCES AND MINERALS, AS EXCEPTED IN DEED DATED FEBRUARY 24, 1953, RECORDED MARCH 3, 1953 IN BOOK 2047 PAGE 343 OF OFFICIAL RECORDS.

PARCEL 15:

THE SOUTH HALF OF FRACTIONAL SECTION 4, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL.

PARCEL 16:

THE WEST HALF OF LOTS 1 AND 2 OF THE NORTHEAST QUARTER OF FRACTIONAL SECTION 4, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL.

PARCEL 17:

THAT PORTION OF THE SOUTH HALF OF THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL, LYING EASTERLY OF THE EAST LINE OF STATE HIGHWAY ROUTE 23.

PARCEL 18:

ALL OF THAT PORTION OF THE SOUTH HALF OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL, LYING EASTERLY OF STATE HIGHWAY ROUTE 6.

PARCEL 19:

THE EAST HALF OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 8, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL.

EXCEPTING THEREFROM A 200 FOOT RIGHT OF WAY LOCATED AND SELECTED BY THE NEVADA AND CALIFORNIA RAILWAY COMPANY AND THE CENTRAL PACIFIC RAILWAY COMPANY (THE CONSTRUCTED LINE OF RAILROAD BEING OPERATED BY THE SOUTHERN PACIFIC COMPANY, AS ITS OWENYO BRANCH), UNDER THE PROVISIONS OF THE ACT OF CONGRESS APPROVED MARCH 3, 1875, FOR A RAILROAD FROM MOJAVE TO OWENYO, IN KERN COUNTY.

ALSO EXCEPTING THEREFROM ALL OIL, GAS, HYDROCARBON SUBSTANCES AND OTHER MINERALS WITHIN AND UNDERLYING SAID LANDS, BUT THE GRANTOR HEREIN SHALL NOT CONDUCT DRILLING OR OTHER OPERATIONS ON THE SURFACE OF SAID LANDS, WITHIN THE FIRST 500 FEET OF THE SUBSURFACE WITHOUT THE PRIOR WRITTEN CONSENT OF THE SURFACE OWNER, BUT NOTHING HEREIN CONTAINED SHALL BE DEEMED TO PREVENT THE GRANTOR, HER SUCCESSORS AND ASSIGNS, FROM EXTRACTING OR CAPTURING SAID MINERALS BY DRILLING OR CONDUCTING SUBSURFACE DRILLING OPERATIONS AT DEPTHS BELOW 500 FEET FROM THE SURFACE OF THE GROUND FROM SURFACE LOCATIONS ON ADJACENT OR NEIGHBORING LANDS, AS RESERVED BY ELYNOR RUDNICK BY DEED DATED JANUARY 23, 1959, RECORDED FEBRUARY 25, 1959 IN BOOK 3088, PAGE 122 OF OFFICIAL RECORDS.

PARCEL 20:

THE SOUTH HALF OF THE NORTHWEST QUARTER OF FRACTIONAL SECTION 4, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL.

SAID SOUTH HALF BEING THAT PORTION OF SAID NORTHWEST QUARTER LYING SOUTHERLY OF A LINE RUNNING EAST AND WEST THROUGH SAID NORTHWEST QUARTER AND DIVIDING EQUALLY THE ACREAGE IN THE NORTHWEST QUARTER SO THAT ONE HALF OF THE ACREAGE IN SAID NORTHWEST QUARTER LIES NORTH OF SAID LINE AND ONE HALF OF THE ACREAGE IN SAID NORTHWEST QUARTER LIES SOUTH OF SAID LINE.

EXCEPTING THEREFROM 1/2 OF ALL OIL, GAS, MINERALS AND OTHER HYDROCARBONS.

PARCEL 21:

THE NORTH HALF OF THE NORTHWEST QUARTER OF FRACTIONAL SECTION 4, TOWNSHIP 31 SOUTH, RANGE 37 EAST, MOUNT DIABLO BASE AND MERIDIAN, IN THE UNINCORPORATED AREA OF THE COUNTY OF KERN, STATE OF CALIFORNIA, AS PER THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE SURVEYOR GENERAL, SAID NORTH HALF BEING THAT PORTION OF SAID NORTHWEST QUARTER LYING NORTHERLY OF A LINE RUNNING EAST AND WEST THROUGH SAID NORTHWEST QUARTER AND DIVIDING EQUALLY THE ACREAGE IN SAID NORTHWEST QUARTER SO THAT

ONE-HALF OF THE ACREAGE IN SAID NORTHWEST QUARTER LIES NORTH OF SAID
LINE AND ONE-HALF OF THE ACREAGE IN SAID NORTHWEST QUARTER LIES SOUTH OF
SAID LINE.

EXCEPTING THEREFROM 1/2 OF ALL OIL, GAS, MINERALS AND OTHER HYDROCARBONS.

EXHIBIT "B"
ASSESSOR'S PARCEL NUMBERS

333-024-19-00-7C
333-025-14-00-9C
333-012-10-00-3C
333-040-02-00-5C
333-040-04-00-1C
333-040-07-00-0C
333-040-29-00-4C
333-040-31-00-9C
333-040-33-00-5C
333-012-02-00-0C
333-012-06-00-2C
333-011-40-00-3C
333-024-28-00-3C
333-011-50-00-2C

333-026-23-00-2C
333-025-21-00-9C
333-040-01-00-2C
333-040-03-00-8C
333-040-05-00-4C
333-040-08-00-3C
333-040-30-00-6C
333-040-32-00-2C
333-040-34-00-8C
333-012-03-00-3C
333-011-46-00-1C
333-024-37-00-9C
333-012-01-00-7C
333-011-49-00-0C

30 S 36.5 E

31

32

30 S 37 E

33

34

6

5

4

3

31 S 37 E

7

8

9

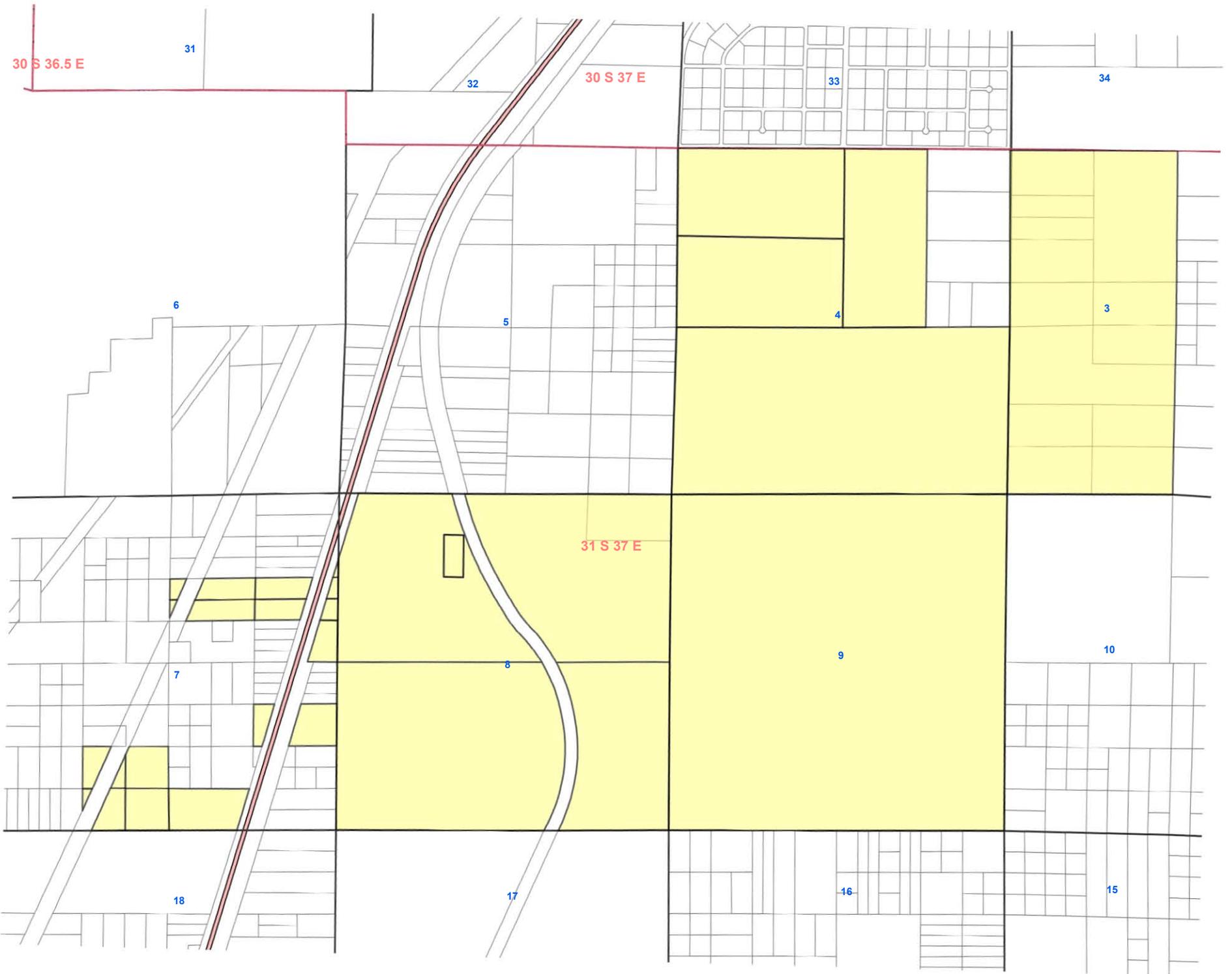
10

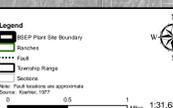
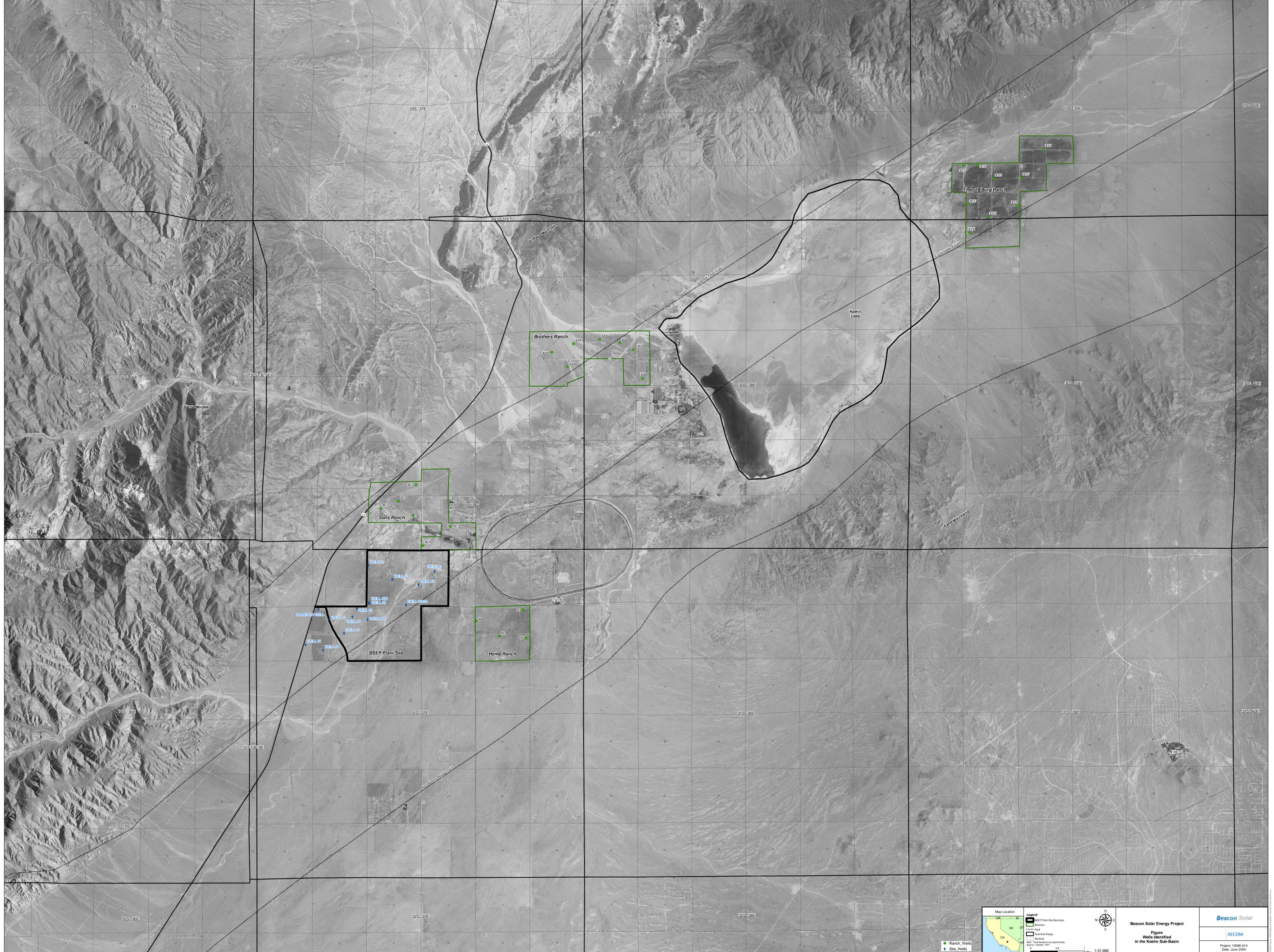
18

17

16

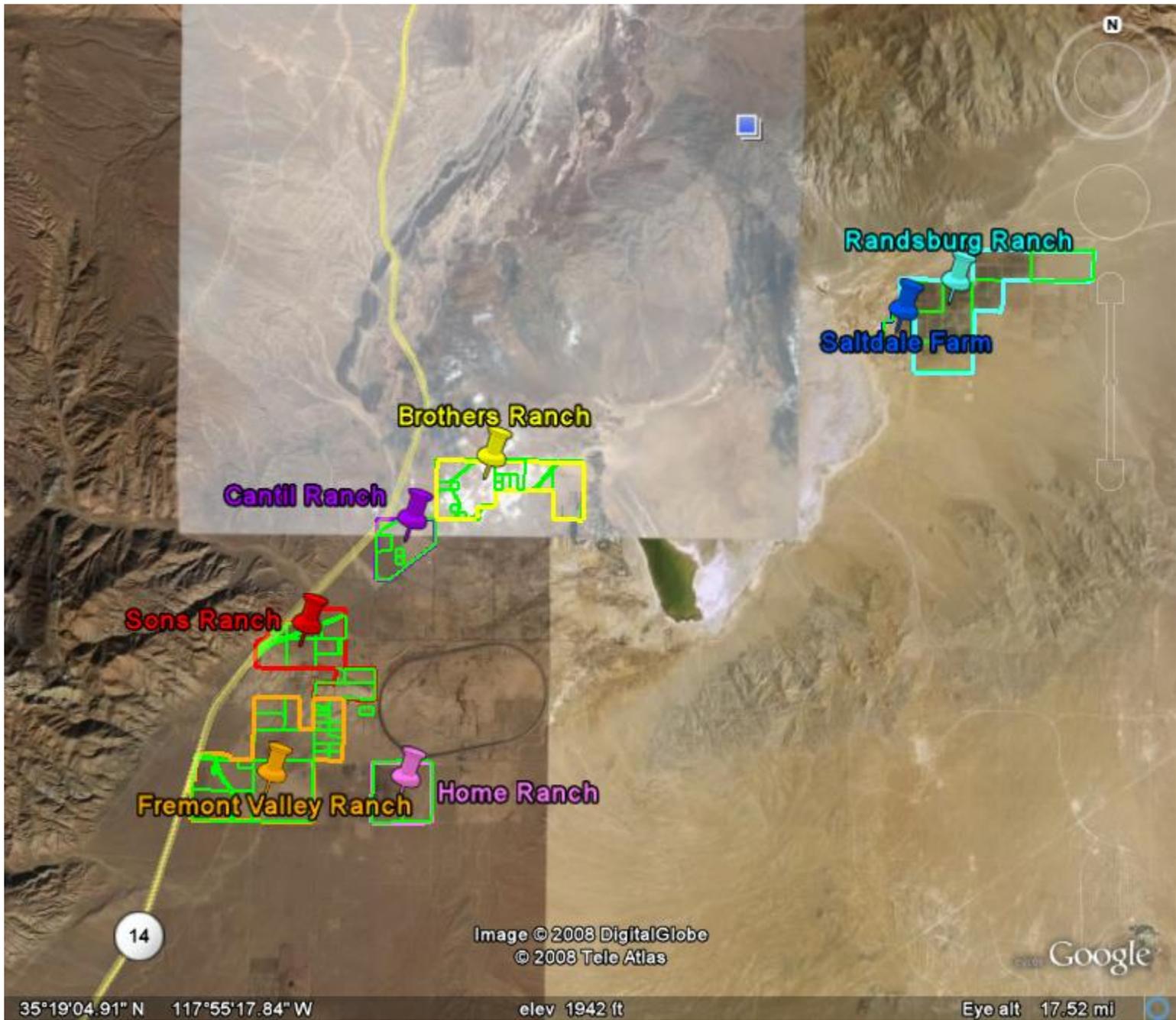
15





Beacon Solar Energy Project
 Figure
 Wells Identified
 in the Koehn Sub-Basin

Scale: 1:31,680



Randsburg Ranch
Saltdale Farm

Brothers Ranch

Cantil Ranch

Sons Ranch

Fremont Valley Ranch

Home Ranch

14

Image © 2008 DigitalGlobe
© 2008 Tele Atlas

Google

35°19'04.91" N 117°55'17.84" W

elev 1942 ft

Eye alt 17.52 mi



**BEFORE THE ENERGY RESOURCES CONSERVATION AND DEVELOPMENT
COMMISSION OF THE STATE OF CALIFORNIA
1516 NINTH STREET, SACRAMENTO, CA 95814
1-800-822-6228 – WWW.ENERGY.CA.GOV**

APPLICATION FOR CERTIFICATION
For the *BEACON SOLAR ENERGY
PROJECT*

Docket No. 08-AFC-2

PROOF OF SERVICE

(Revised 4/28/09)

APPLICANT

Scott Busa
Kenneth Stein, J.D.,
Meg Russell
Duane McCloud
Guillermo Narvaez, P.E.
Nextera Energy Resources, LLC
700 Universe Blvd.
Juno Beach, FL 33408
Scott.Busa@Nexteraenergy.com
Kenneth.Stein@Nexteraenergy.com
Meg.Russell@Nexteraenergy.com
Duane.McCloud@Nexteraenergy.com
Guillermo.Narvaez@Nexteraenergy.com

*Diane Fellman
Director West Region
NextEra Energy Resources
234 Van Ness Avenue
San Francisco, CA 94102
Diane.fellman@nexteraenergy.com

APPLICANT'S CONSULTANTS

Sara Head, Vice President
AECOM Environment
1220 Avenida Acaso
Camarillo, CA 93012
sara.head@aecom.com

Bill Pietrucha, Project Manager
Jared Foster, P.E.,
Mechanical Engineer
Worley Parsons
2330 E. Bidwell Street, Suite 150
Folsom, CA 95630
Bill.Pietrucha@worleyparsons.com
Jared.Foster@worleyparsons.com

COUNSEL FOR APPLICANT

Jane Luckhardt, Attorney at Law
Downey Brand Attorneys LLP
621 Capital Mall, 18th Floor
Sacramento, CA 95814
jluckhardt@downeybrand.com

INTERESTED AGENCIES

California ISO
e-recipient@caiso.com

INTERVENORS

Tanya A. Gulesserian
Marc D. Joseph
Adams Broadwell
Joseph & Cardozo
601 Gateway Boulevard,
Suite 1000
South San Francisco, CA 94080
E-mail Preferred
tgulesserian@adamsbroadwell.com

ENERGY COMMISSION

KAREN DOUGLAS
Chairman and Presiding Member
KLdougl@energy.state.ca.us

JEFFREY D. BYRON
Commissioner and Associate
Member
Jbyron@energy.state.ca.us

Kenneth Celli
Hearing Officer
kcelli@energy.state.ca.us

Eric K. Solorio
Project Manager
esolorio@energy.state.ca.us

Jared Babula
Staff Counsel
jbabula@energy.state.ca.us

Public Adviser's Office
publicadviser@energy.state.ca.us

DECLARATION OF SERVICE

I, Teraja` Golston, declare that on August 13, 2009, I served and filed copies of the attached Mineral and Water Rights Reservation Arciero and Rudnick. The original document, filed with the Docket Unit, is accompanied by a copy of the most recent Proof of Service list, located on the web page for this project at:

[www.energy.ca.gov/sitingcases/beacon]. The document has been sent to both the other parties in this proceeding (as shown on the Proof of Service list) and to the Commission's Docket Unit, in the following manner:

(Check all that Apply)

FOR SERVICE TO ALL OTHER PARTIES:

 x sent electronically to all email addresses on the Proof of Service list;

 x by personal delivery or by depositing in the United States mail at _____ with first-class postage thereon fully prepaid and addressed as provided on the Proof of Service list above to those addresses **NOT** marked "email preferred."

AND

FOR FILING WITH THE ENERGY COMMISSION:

 x sending an original paper copy and one electronic copy, mailed and emailed respectively, to the address below (***preferred method***);

OR

_____ depositing in the mail an original and 12 paper copies, as follows:

CALIFORNIA ENERGY COMMISSION

Attn: Docket No. _____

1516 Ninth Street, MS-4

Sacramento, CA 95814-5512

docket@energy.state.ca.us

I declare under penalty of perjury that the foregoing is true and correct.

Original Signature in Dockets

Teraja` Golston