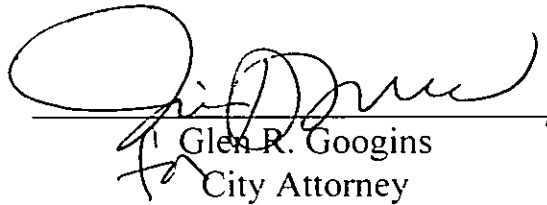


THE ATTACHED AGREEMENT HAS BEEN REVIEWED
AND APPROVED AS TO FORM BY THE CITY
ATTORNEY'S OFFICE AND WILL BE
FORMALLY SIGNED UPON APPROVAL BY
THE CITY COUNCIL

 / Bob Whalen
Glen R. Googins
City Attorney
Stradling, Yocca

Dated: 5/16/16

THIRD AMENDMENT TO
LEASE/PURCHASE AGREEMENT
BETWEEN
THE CITY OF CHULA VISTA AND
CHULA VISTA PUBLIC FINANCING AUTHORITY

RECORDING REQUESTED BY)
AND WHEN RECORDED MAIL TO:

)
STRADLING, YOCCA, CARLSON & RAUTH)
660 Newport Center Drive, Suite 1600)
Newport Beach, California 92660)
Attn: Robert J. Whalen, Esq.)

[Space above for Recorder.]

THIS DOCUMENT IS RECORDED FOR THE BENEFIT OF THE CITY OF CHULA VISTA AND THE RECORDING IS FEE-EXEMPT UNDER SECTION 27383 OF THE GOVERNMENT CODE. THE GRANTOR AND THE GRANTEE ARE GOVERNMENTAL AGENCIES. LEASE TERM LESS THAN 35 YEARS.

**THIRD AMENDMENT TO
LEASE/PURCHASE AGREEMENT**

by and between

**CITY OF CHULA VISTA,
as Lessee**

and

**CHULA VISTA PUBLIC FINANCING AUTHORITY,
as Lessor**

Dated as of June 1, 2016

Relating to:

**S _____
CITY OF CHULA VISTA
2015 REFUNDING CERTIFICATES OF PARTICIPATION
(CIVIC CENTER PROJECT)**

AND

**S _____
CITY OF CHULA VISTA
2016 REFUNDING CERTIFICATES OF PARTICIPATION
(CIVIC CENTER PROJECT)**

THIRD AMENDMENT TO LEASE/PURCHASE AGREEMENT

THIS THIRD AMENDMENT TO LEASE/PURCHASE AGREEMENT, dated as of June 1, 2016 ("Third Amendment to Lease"), is entered into by and between the CITY OF CHULA VISTA PUBLIC FINANCING AUTHORITY, a joint powers authority duly organized and existing under the laws of the State of California, as lessor (the "Authority"), and the CITY OF CHULA VISTA, a municipal corporation and a charter city duly organized and existing under and by virtue of the Constitution and laws of the State of California, as lessee (the "City"), and amends, in part, that certain Lease/Purchase Agreement between the City, as lessee, and the Authority, as lessor, dated as of September 1, 2004, and recorded in the official records of the County of San Diego (the "County") on September 15, 2004 as Document No. 2004-0877212 (the "Original Lease"), as previously amended by that certain First Amendment to Lease/Purchase Agreement dated as of March 1, 2006, and recorded in the official records of the County on March 15, 2006 as Document No. 2006-0177507 (the "First Amendment to Lease"), and that certain Second Amendment to Lease/Purchase Agreement dated as of September 1, 2015, and recorded in the official records of the County on September 2, 2015 as Document No. 2015-0464411 (the "Second Amendment to Lease" and, together with the Original Lease, the First Amendment to Lease and this Third Amendment to Lease, the "Lease");

WITNESSETH :

WHEREAS, pursuant to the Government Code of the State of California, the City may enter into leases and agreements relating to real property to be used by the City; and

WHEREAS, the Authority is authorized pursuant to the laws of the State of California to provide financial assistance to the City by acquiring, constructing and financing various public facilities, land and equipment and the leasing of facilities, land and equipment for the use, benefit and enjoyment of the public; and

WHEREAS, the Authority entered into the Original Lease with the City for the purpose of leasing the real property (including all existing and future improvements thereon) described in Exhibit A thereto to the City, as lessee thereunder, and added certain Additional Property to the Original Lease as described in the First Amendment to Lease; and

WHEREAS, the Authority and the City entered into the Second Amendment to Lease to facilitate the execution and delivery of those certain \$34,330,000 City of Chula Vista 2015 Refunding Certificates of Participation (Civic Center Project) (the "2015 Certificates") and pursuant thereto released certain property from the terms of the Original Lease and the real property currently being leased pursuant to the Lease is set forth in Exhibit 1 hereto; and

WHEREAS, the City and the Authority desire to enter into this Third Amendment to Lease/Purchase Agreement in order to facilitate the execution and delivery of those certain \$_____ City of Chula Vista 2016 Refunding Certificates of Participation (Civic Center Project) (the "2016 Certificates") to reduce the amount of Lease Payments owed by the City under the Original Lease as previously amended, through the refunding of the remaining outstanding portion of the \$20,325,000 City of Chula Vista 2006 Certificates of Participation (Civic Center Project—Phase 2) (the "Prior Certificates"); and

WHEREAS, the 2016 Certificates are being executed and delivered as Additional Certificates under that certain Amended and Restated Trust Agreement, dated as of March 1, 2006, as amended by that certain First Supplement to Amended and Restated Trust Agreement, dated as of September 1, 2015, and by that certain Second Supplement to Amended and Restated Trust Agreement, dated as of June 1, 2016 (collectively, the "Trust Agreement"), each by and among U.S. Bank National Association, as successor to The Bank of New York Mellon Trust Company, N.A., which was the successor to BNY Western Trust Company, as Trustee, the Authority and the City; and

WHEREAS, pursuant to Section 8.3 of the Original Lease, the City and the Authority reserved the right to amend the Original Lease from time to time, including in connection with the execution and delivery of Additional Certificates; and

WHEREAS, to facilitate the execution and delivery of the 2016 Certificates, the City and the Authority desire to amend the Original Lease as described herein; and

WHEREAS, the parties have determined that the amendments contained herein do not adversely affect the interests of the Owners of the Prior Certificates, the 2015 Certificates or any Additional Certificates and that this Third Amendment to Lease may be entered into pursuant to Section 8.3 of the Original Lease without the consent of the insurer of the Prior Certificates; and

WHEREAS, pursuant to Section 8.3 of the Lease, the Trustee is required to consent to any amendment to the Original Lease; and

WHEREAS, the Trustee has consented to this Third Amendment to Lease;

NOW, THEREFORE, in consideration of the above premises and of the mutual covenants hereinafter contained and for other good and valuable consideration, the parties hereto agree as follows:

SECTION 1. Definitions. Unless the context otherwise requires, the capitalized terms used herein shall have the meanings specified in the Original Lease, the First Amendment to Lease and the Trust Agreement.

SECTION 2. Schedule of Lease Payments. Upon the execution and delivery of the 2016 Certificates, Exhibit A to the Lease shall be deleted in its entirety and replaced by Exhibit 2 hereto.

SECTION 3. No Other Amendments. Except as expressly set forth in Section 2 above, all other provisions of the Lease remain in full force and effect.

SECTION 4. Counterparts. This Third Amendment to Lease/Purchase Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.]

IN WITNESS WHEREOF, the Authority has caused this Third Amendment to Lease/Purchase Agreement to be executed in its name by its duly authorized officers, and the City has caused this Third Amendment to Lease/Purchase Agreement to be executed in its name by its duly authorized officers, as of the date first above written.

CHULA VISTA PUBLIC FINANCING
AUTHORITY, as Lessor

By: _____
David Bilby
Chief Financial Officer

ATTEST:

Donna Norris, CMC
Secretary

CITY OF CHULA VISTA, as Lessee

By: _____
Gary Halbert
City Manager

ATTEST:

Donna Norris, CMC
City Clerk

CONSENTED TO BY:

U.S. BANK NATIONAL ASSOCIATION, as
successor trustee to THE BANK OF NEW
YORK MELLON TRUST COMPANY, N.A.,
as successor-in-interest to BNY WESTERN
TRUST COMPANY, as Trustee

By: _____
Alicia Estrada
Authorized Officer

CERTIFICATE OF ACCEPTANCE

This is to certify that the interest in real property conveyed under the foregoing to the City of Chula Vista, a municipal corporation and a charter city, is hereby accepted by the undersigned officer or agent on behalf of the City Council of the City of Chula Vista (the "City Council"), pursuant to authority conferred by resolution of said City Council adopted on _____, 2016, and the grantee consents to recordation thereof by its duly authorized officer.

Dated: _____, 2016

CITY OF CHULA VISTA

By: _____
Gary Halbert
City Manager

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN DIEGO)

personally appeared _____, 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/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

SIGNATURE OF NOTARY PUBLIC

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

personally appeared _____, 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/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

SIGNATURE OF NOTARY PUBLIC

EXHIBIT 1

DESCRIPTION OF THE LEASED PREMISES

THAT REAL PROPERTY IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

CIVIC CENTER

PARCEL A:

ALL THAT PORTION OF THE WESTERLY HALF OF LOT 13, IN QUARTER SECTION 149, CHULA VISTA, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 505, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, MARCH 13, 1888, DESCRIBED AS FOLLOWS:

COMMENCING AT A POINT IN THE SOUTHERLY LINE OF SAID LOT WHICH IS NORTH 71 DEGREES EAST 467 ½ FEET FROM THE SOUTHWESTERLY CORNER OF SAID LOT; THENCE NORTH 71 DEGREES EAST ALONG THE SOUTHERLY LINE OF SAID LOT 78 ½ FEET; THENCE NORTH 19 DEGREES WEST 290 FEET TO THE NORTHERLY LINE OF SAID LOT 13; THENCE SOUTH 71 DEGREES WEST ALONG SAID NORTHERLY LINE OF SAID LOT, 78 ½ FEET; THENCE SOUTH 19 DEGREES EAST, 290 FEET, TO POINT OF COMMENCEMENT.

(APN: 568-110-17-00)

PARCEL B:

ALL THAT PORTION OF THE WESTERLY HALF OF LOT 13, IN QUARTER SECTION 149, CHULA VISTA, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 505, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, MARCH 13, 1888, DESCRIBED AS FOLLOWS:

COMMENCING AT A POINT IN THE SOUTHERLY LINE OF SAID LOT WHICH IS NORTH 71 DEGREES 00'00" EAST, 546.00 FEET FROM THE SOUTHWESTERLY CORNER OF SAID LOT, SAID POINT BEING ALSO THE SOUTHEASTERLY CORNER OF THE LANDS CONVEYED BY ELLA J. WHARTON AND REVERDY J. WHARTON TO ROBERT H. KING, BY DEED DATED MARCH 2, 1914 AND RECORDER IN BOOK 643, PAGE 325 OF DEEDS, RECORDS OF SAN DIEGO COUNTY; THENCE NORTH 71 DEGREES 00'00" EAST ALONG SAID SOUTHERLY LINE OF SAID LOT 74.00 FEET TO THE SOUTHEASTERLY CORNER OF THE WESTERLY HALF OF SAID LOT; THENCE NORTH 19 DEGREES 00'00" WEST ALONG THE EASTERLY LINE OF SAID WESTERLY HALF OF SAID LOT, 290.00 FEET TO THE NORTHERLY LINE THEREOF; THENCE SOUTH 71 DEGREES 00'00" WEST ALONG THE NORTHERLY LINE THEREOF 74.00 FEET, MORE OR LESS, TO THE NORTHEASTERLY CORNER OF THE LAND SO CONVEYED TO KING; THENCE SOUTH 19

DEGREES 00'00" EAST ALONG THE EASTERLY LINE OF SAID KING'S LAND, 290.00 FEET TO THE POINT OF COMMENCEMENT.

(APN: 568-110-16-00)

PARCEL C:

THE EAST HALF OF TEN-ACRE LOT FOURTEEN AND THE EAST HALF OF TEN-ACRE LOT THIRTEEN IN QUARTER SECTION ONE HUNDRED FORTY-NINE OF CHULA VISTA, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, BEING IN RANCHO DE LA NACION, ACCORDING TO MAP THEREOF NO. 505, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY MARCH 13, 1888.

EXCEPTING THOSE PORTIONS LYING WITHIN PARCELS 1 AND 2.

PARCEL 1:

ALL THAT PORTION OF LOT 14 OF THE NORTHEAST QUARTER OF QUARTER SECTION 149 OF RANCHO DE LA NACION, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 505, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, MARCH 13, 1888, DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE CENTERLINE OF FIG AVENUE WITH THE CENTERLINE OF DAVIDSON STREET, ACCORDING TO MAP NO. 2109, FILED IN THE OFFICE OF THE COUNTY RECORDER OF THE COUNTY OF SAN DIEGO, CALIFORNIA, BEING THE NORTHWEST CORNER OF THE EAST-HALF OF SAID LOT 14; THENCE NORTH 71 DEGREES 00'15" EAST, 135.39 FEET; THENCE SOUTH 18 DEGREES 40'22" EAST, 30.00 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING SOUTH 18 DEGREES 40'22" EAST 100.00 FEET; THENCE NORTH 71 DEGREES 00'15" EAST, 135.00 FEET; THENCE NORTH 18 DEGREES 40'22" WEST, 77.13 FEET TO THE BEGINNING OF A TANGENT CURVE TO THE LEFT HALF HAVING A RADIUS OF 23.00 FEET AND A CENTRAL ANGLE OF 89 DEGREES 40'37"; THENCE ALONG SAID CURVE A DISTANCE OF 36.00 FEET; THENCE SOUTH 71 DEGREES 00'15" WEST, A DISTANCE OF 112.13 FEET TO THE TRUE POINT OF BEGINNING.

PARCEL 2:

ALL THAT PORTION OF LOT 14 OF THE NORTHEAST QUARTER OF QUARTER SECTION 149 OF RANCHO DE LA NACION, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 505, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, MARCH 13, 1888, DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE CENTERLINE OF FIG AVENUE WITH THE CENTERLINE OF DAVIDSON STREET, ACCORDING TO MAP NO. 2109, FILED IN THE OFFICE OF THE COUNTY RECORDER OF THE COUNTY OF SAN DIEGO, CALIFORNIA,

BEING THE NORTHWEST CORNER OF THE EAST-HALF OF SAID LOT 14; THENCE NORTH 71 DEGREES 00'15" EAST, 135.39 FEET; THENCE SOUTH 18 DEGREES 40'22" EAST, 30 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING SOUTH 18 DEGREES 40'22" EAST 100 FEET; THENCE NORTH 71 DEGREES 00'15" EAST, 135.00 FEET; THENCE SOUTH 18 DEGREES 40'22" EAST, 40 FEET; THENCE SOUTH 71 DEGREES 00'15" WEST TO AN INTERSECTION WITH THE EASTERLY LINE OF THE WESTERLY 60 FEET OF THE EAST HALF OF SAID LOT 14; THENCE NORTHERLY ALONG SAID EASTERLY LINE TO AN INTERSECTION WITH A LINE WHICH BEARS SOUTH 71 DEGREES 00'15" WEST FROM THE TRUE POINT OF BEGINNING; THENCE ALONG SAID LINE NORTH 71 DEGREES 00'15" EAST TO THE TRUE POINT OF BEGINNING.

(APN: 568-110-33-00)

PARCEL D:

ALL THAT PORTION OF LOT 14 OF THE NORTHEAST QUARTER OF QUARTER SECTION 149 OF RANCHO DE LA NACION, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 505, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, MARCH 13, 1888, DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE CENTERLINE OF FIG AVENUE WITH THE CENTERLINE OF DAVIDSON STREET, ACCORDING TO MAP NO. 2109, FILED IN THE OFFICE OF THE COUNTY RECORDER OF THE COUNTY OF SAN DIEGO, CALIFORNIA, BEING THE NORTHWEST CORNER OF THE EAST-HALF OF SAID LOT 14; THENCE NORTH 71 DEGREES 00'15" EAST, 135.39 FEET; THENCE SOUTH 18 DEGREES 40'22" EAST, 30.00 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING SOUTH 18 DEGREES 40'22" EAST 100.00 FEET; THENCE NORTH 71 DEGREES 00'15" EAST, 135.00 FEET; THENCE NORTH 18 DEGREES 40'22" WEST, 77.13 FEET TO THE BEGINNING OF A TANGENT CURVE TO THE LEFT HALF HAVING A RADIUS OF 23.00 FEET AND A CENTRAL ANGLE OF 89 DEGREES 40'37"; THENCE ALONG SAID CURVE A DISTANCE OF 36.00 FEET; THENCE SOUTH 71 DEGREES 00'15" WEST, A DISTANCE OF 112.13 FEET TO THE TRUE POINT OF BEGINNING.

(APN: PORTION OF 568-110-32-00)

PARCEL E:

ALL THAT PORTION OF LOT 14 OF THE NORTHEAST QUARTER OF QUARTER SECTION 149 OF RANCHO DE LA NACION, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 505, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, MARCH 13, 1888, DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE CENTERLINE OF FIG AVENUE WITH THE CENTERLINE OF DAVIDSON STREET, ACCORDING TO MAP NO. 2109, FILED IN THE OFFICE OF THE COUNTY RECORDER OF THE COUNTY OF SAN DIEGO, CALIFORNIA,

BEING THE NORTHWEST CORNER OF THE EAST-HALF OF SAID LOT 14; THENCE NORTH 71 DEGREES 00'15" EAST, 135.39 FEET; THENCE SOUTH 18 DEGREES 40'22" EAST, 30 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING SOUTH 18 DEGREES 40'22" EAST 100 FEET; THENCE NORTH 71 DEGREES 00'15" EAST, 135 FEET; THENCE SOUTH 18 DEGREES 40'22" EAST, 40 FEET; THENCE SOUTH 71 DEGREES 00'15" WEST TO AN INTERSECTION WITH THE EASTERLY LINE OF THE WESTERLY 60 FEET OF THE EAST HALF OF SAID LOT 14; THENCE NORTHERLY ALONG SAID EASTERLY LINE TO AN INTERSECTION WITH A LINE WHICH BEARS SOUTH 71 DEGREES 00'15" WEST FROM THE TRUE POINT OF BEGINNING; THENCE ALONG SAID LINE NORTH 71 DEGREES 00'15" EAST TO THE TRUE POINT OF BEGINNING.

(APN: PORTION OF 568-110-32-00)

FIRE STATION NO. 7

PARCEL F:

THAT PORTION OF PARCEL 4 OF PARCEL MAP NO. 18789, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY ON SEPTEMBER 7, 2001, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT AN ANGLE POINT ON THE EASTERLY BOUNDARY OF SAID PARCEL 4 BEING THE WESTERLY TERMINUS OF THAT COURSE ON THE BOUNDARY OF PARCEL 1 OF SAID PARCEL MAP NO. 18789 DEPICTED ON SHEET 3 OF SAID PARCEL MAP NO. 18789 AS NORTH 71 DEGREES 57'24" EAST, 1091.24', SAID POINT BEING THE NORTHERLY TERMINUS OF THE WESTERLY RIGHT OF WAY OF LA MEDIA ROAD AS DEDICATED ON CHULA VISTA TRACT NO. 02-055 OTAY RANCH VILLAGE 6 UNIT 2 "A" MAP NO. 1 ACCORDING TO MAP THEREOF NO. 14447 FILED IN THE SAID OFFICE OF THE COUNTY RECORDER ON SEPTEMBER 18, 2002, SAID POINT ALSO BEING A POINT ON A 4336.00 FOOT RADIUS CURVE, CONCAVE WESTERLY, A RADIAL LINE OF SAID CURVE BEARS NORTH 77 DEGREES 19'04" EAST (RECORD NORTH 77 DEGREES 18'51" EAST PER SAID PARCEL MAP NO. 18789) TO SAID POINT; THENCE ALONG SAID WESTERLY RIGHT OF WAY SOUTHERLY ALONG THE ARC OF SAID 4336.00 FOOT RADIUS CURVE THROUGH A CENTRAL ANGLE OF 00 DEGREES 39'06", 49.32 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING ALONG SAID WESTERLY RIGHT OF WAY SOUTHERLY ALONG THE ARC OF SAID 4336.00 FOOT RADIUS CURVE THROUGH A CENTRAL ANGLE OF 03 DEGREES 24'43", 258.21 FEET; THENCE LEAVING SAID WESTERLY RIGHT OF WAY NON-TANGENT TO SAID CURVE SOUTH 76 DEGREES 40'26" WEST, 266.27 FEET; THENCE NORTH 12 DEGREES 45'05" WEST, 271.84 FEET TO A POINT ON THE PROPOSED SOUTHERLY RIGHT OF WAY ("STREET A" WITHIN OTAY RANCH VILLAGE 2; THENCE ALONG SAID PROPOSED SOUTHERLY RIGHT OF WAY NORTH 77 DEGREES 14'55" EAST, 259.19 FEET; THENCE CONTINUING ALONG SAID PROPOSED SOUTHERLY RIGHT OF WAY SOUTH 70 DEGREES 47'53" EAST, 20.21 FEET TO THE TRUE POINT OF BEGINNING.

(APN: 644-030-22-00)

MONTEVALLE PARK

PARCEL G

PARCEL 3 OF PARCEL MAP NO. 19487, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, MAY 14, 2004 AS INSTRUMENT NO. 2004-0442240 OF OFFICIAL RECORDS.

(APN 565-736-03-00)

EXHIBIT 2

SCHEDULE OF LEASE PAYMENTS

<i>Date</i>	<i>2015 Principal Component</i>	<i>2015 Interest Component</i>	<i>2016 Principal Component</i>	<i>2016 Interest Component</i>	<i>Total Lease Payments</i>
2/15/16					
8/15/16					
2/15/17					
8/15/17					
2/15/18					
8/15/18					
2/15/19					
8/15/19					
2/15/20					
8/15/20					
2/15/21					
8/15/21					
2/15/22					
8/15/22					
2/15/23					
8/15/23					
2/15/24					
8/15/24					
2/15/25					
8/15/25					
2/15/26					
8/15/26					
2/15/27					
8/15/27					
2/15/28					
8/15/28					
2/15/29					
8/15/29					
2/15/30					
8/15/30					
2/15/31					
8/15/31					
2/15/32					
8/15/32					
2/15/33					
8/15/33					
2/15/34					
8/15/34					
2/15/35					
8/15/35					
2/15/36					
Total					