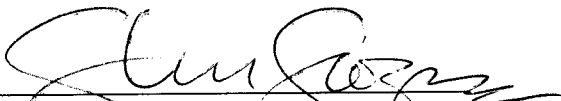


THE ATTACHED AGREEMENT HAS BEEN REVIEWED  
AND APPROVED AS TO FORM BY THE CITY  
ATTORNEY'S OFFICE AND WILL BE  
FORMALLY SIGNED UPON APPROVAL BY  
THE CITY COUNCIL

  
Glen R. Googins  
City Attorney

Dated: 6/11/15

SECOND AMENDMENT TO SITE LEASE 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 )  
Attention: Robert J. Whalen, Esq. )  
 )

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[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.

**SECOND AMENDMENT TO SITE LEASE**

between

CITY OF CHULA VISTA

and

CHULA VISTA PUBLIC FINANCING AUTHORITY

Dated as of July 1, 2015

Relating to the

\$ \_\_\_\_\_  
City of Chula Vista  
2006 Certificates of Participation  
(Civic Center Project—Phase 2)

and

\$ \_\_\_\_\_  
City of Chula Vista  
2015 Refunding Certificates of Participation  
(Civic Center Project)

## SECOND AMENDMENT TO SITE LEASE

This Second Amendment to Site Lease (the "Second Amendment to Site Lease") is made and entered into as of July 1, 2015, by and between the CITY OF CHULA VISTA, a municipal corporation and a charter city duly organized and existing under and by virtue of the laws of the State, as lessor (the "City"), and the CHULA VISTA PUBLIC FINANCING AUTHORITY, a joint powers authority duly organized and existing under the laws of the State, as lessee (the "Authority"), and amends, in part, that certain Site Lease between the City, as lessor, and the Authority, as lessee, 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. 2004-0877211, and that certain First Amendment to Site Lease between the City and the Authority, dated as of March 1, 2006 and recorded in the official records of the County on March 15, 2006 as Document No. 2006-0177506 (collectively, the "Original Site Lease" and together with this Second Amendment to Site Lease, the "Site Lease").

### W I T N E S S E T H :

WHEREAS, the City has entered into the Original Site Lease with the Authority for the purpose of leasing to the Authority, as lessee thereunder, the real property (including all existing improvements thereon) described in Exhibit A thereto; and

WHEREAS, the City and the Authority desire to enter into this Second Amendment to Site Lease in order to facilitate the execution and delivery of those certain \$\_\_\_\_\_ City of Chula Vista 2015 Certificates of Participation (Civic Center Project) (the "2015 Certificates"); and

WHEREAS, the 2006 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 First Supplement to Amended and Restated Trust Agreement, dated as of July 1, 2015 (collectively, the "Trust Agreement"), 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 18 of the Site Lease the City and the Authority reserved the right to amend the Site Lease; and

WHEREAS, pursuant to Section 18 of the Site Lease and Section 8.3 of that certain Lease/Purchase Agreement, dated as of September 1, 2004 by and between the City, as lessee, and the Authority, as lessor, and recorded in the official records of the County on September 15, 2004 as Document No. 2004-0877212, as 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 and by the Second Amendment to Lease being recorded concurrently herewith (collectively, the "Lease"), the City and the Authority reserved the right to amend the Site Lease and the Lease in connection with the execution and delivery of Additional Certificates; and

WHEREAS, to facilitate the execution and delivery of the 2015 Certificates, the City and the Authority have determined to enter into this Second Amendment to Site Lease to reflect that certain real property and improvements consisting of Salt Creek Park have been removed from the

property being leased to the Authority under the Site Lease in accordance with Section 2 of the First Amendment to Lease; and

WHEREAS, the parties hereto have agreed to amend the Site Lease as described herein, which amendments do not adversely affect the interests of the Owners of the 2004 Certificates, the 2006 Certificates, the 2015 Certificates or any Additional Certificates;

NOW, THEREFORE, in consideration of the mutual covenants contained herein, and for other valuable consideration, it is hereby mutually agreed as follows:

**SECTION 1. Definitions.** Unless the context otherwise requires, the capitalized terms herein which are not defined herein shall have the meanings referenced in the Site Lease.

**SECTION 2. Removal of Certain Property from Leased Premises.** Salt Creek Park, which is the property described as Parcel H in Exhibit A to the Original Site Lease is hereby removed from and shall no longer be a part of the Property or the Leased Premises. From and after the date hereof, the Property consists of the real property described in Exhibit A hereto and the Leased Premises consists of the Property together with all existing and future improvements thereon.

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

**SECTION 4. Counterparts.** This Second Amendment to Site Lease 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.

IN WITNESS WHEREOF, the parties have caused this Second Amendment to Site Lease to be executed by their duly authorized officers on the date and year first above written.

CITY OF CHULA VISTA, as Lessor

By: \_\_\_\_\_  
City Manager

ATTEST:

\_\_\_\_\_  
City Clerk

CHULA VISTA PUBLIC FINANCING AUTHORITY,  
as Lessee

By: \_\_\_\_\_  
Chief Financial Officer

ATTEST:

\_\_\_\_\_  
Secretary

CONSENTED TO BY:

U.S.BANK NATIONAL ASSOCIATION.,  
as successor-in-interest to The Bank of New York Mellon Trust Company, N.A. and BNY Western  
Trust Company,  
as Trustee and Assignee

By: \_\_\_\_\_  
Authorized Officer

**CERTIFICATE OF ACCEPTANCE**

This is to certify that the interest in real property conveyed under the foregoing to the Chula Vista Public Financing Authority (the "Authority"), a body corporate and politic, is hereby accepted by the undersigned officer or agent on behalf of the Board of the Authority (the "Board"), pursuant to authority conferred by resolution of the said Board adopted on June 16, 2015, and the grantee consents to recordation thereof by its duly authorized officer.

Dated: \_\_\_\_\_, 2015

CHULA VISTA PUBLIC FINANCING  
AUTHORITY

By: \_\_\_\_\_  
Its: Chief Financial Officer

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

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

On \_\_\_\_\_ before me, \_\_\_\_\_, Notary Public,

personally appeared \_\_\_\_\_, who proved to me on the basis of satisfactory evidence to be the person(s) whose names(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.

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

\_\_\_\_\_  
SIGNATURE OF NOTARY PUBLIC



A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

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

On \_\_\_\_\_ before me, \_\_\_\_\_, Notary Public,

personally appeared \_\_\_\_\_, who proved to me on the basis of satisfactory evidence to be the person(s) whose names(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.

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

\_\_\_\_\_  
SIGNATURE OF NOTARY PUBLIC

**EXHIBIT A**

**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.

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: 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 595-736-06-00)