

DOC # 2010-0421267



AUG 16, 2010 10:12 AM

Recording Requested by
and Please Return to:

OFFICIAL RECORDS
SAN DIEGO COUNTY RECORDER'S OFFICE
DAVID L. BUTLER, COUNTY RECORDER
FEES 0.00

6656

PAGES: 10



City Clerk
City of Chula Vista
P.O. Box 1087
Chula Vista, California 91912

Handwritten initials/signature

*This Instrument Benefits City Only
No Fee Required*

This Space for Recorder's Use Only

APN(s) 643-070-1000, 644-080-1500
644-080-1000

C.V. File No. _____

IRREVOCABLE OFFER
OF DEDICATION OF FEE INTEREST

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, OV THREE TWO, LLC; JJJ&K INVESTMENTS TWO, LLC; RR QUARRY, LLC represent that, as the owner of the herein-described real property, hereby makes an Irrevocable Offer of Dedication of fee interest to THE CITY OF CHULA VISTA, A MUNICIPAL CORPORATION ("City"), the hereinafter described real property for the following public purpose:

FOR HIGHER EDUCATION AND RELATED COMPATIBLE USES, ACTIVE PUBLIC RECREATION, QUASI PUBLIC AND ALL OTHER USES INCLUDING RESIDENTIAL USES, INDUSTRIAL AND COMMERCIAL.

The property referred to above is situated in the City of Chula Vista, County of San Diego, State of California and is more particularly described on Exhibit "A" attached hereto and incorporated herein by this reference the ("Property").

This Offer of Dedication is made pursuant to Section 7050 of the Government Code of the State of California and the terms and conditions of that certain Land Offer Agreement by and between Owner and City dated April 7, 2008, which Land Offer Agreement is incorporated herein by reference.

This Offer of Dedication may be accepted by the City Clerk of the City of Chula Vista only in accordance with the Land Offer Agreement.

This Offer of Dedication of fee interest shall be irrevocable and shall be binding on the Owner, its heirs, executors, administrators, successors and assigns.

Pursuant to Article 2 of the Land Offer Agreement, following the City's acceptance of this Offer of Dedication, Owner shall retain certain rights to repurchase all or a portion of the Property ("Repurchase Rights") for the term specified in Section 2.1 of the Land Offer Agreement. It is the intention of the parties that the Repurchase Rights shall be covenants running with the land pursuant to applicable law, including, but not limited to Section 1468 of the Civil Code of the State of California. The City and Owner agree that each of the limitations, covenants, conditions, and restrictions contained herein, and as incorporated by reference from the Land Offer Agreement (i) is for the benefit of certain real property described on Exhibit "B" attached hereto and incorporated herein (the "Benefited Property") and is a burden upon the Property, (ii) attaches to and runs with the Property and the Benefited Property, (iii) benefits each successor owner during its ownership of the Benefited Property or any portion thereof, and (iv) is binding upon each successor owner during its ownership of the Property or any portion thereof, and each owner having any interest therein derived in any manner through any owner of the Property or any portion thereof, whether by operation of law or any manner whatsoever. Notwithstanding the foregoing, Owner may elect from time to time, in accordance with the terms of the Land Offer Agreement, by a duly recorded document to remove any portion of the Benefited Property from the benefit of the covenants set forth herein.

[SIGNATURES ON FOLLOWING PAGE]

6658

This is to certify that the interest in real property offered herein to the City of Chula Vista, a governmental agency, is hereby acknowledged by the undersigned, City Clerk,, on behalf of the Chula Vista City Council pursuant to authority conferred by Resolution No. 208-131 of the Chula Vista City Council adopted on May 20, 2008, and the grantees consent to the recordation thereof by its duly authorized officer.

DONNA NORRIS
CITY CLERK

By: Donna Norris

Date: 8/13/10

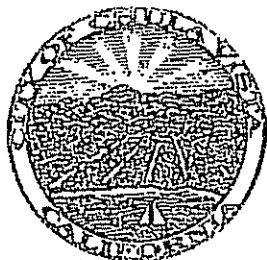
ACKNOWLEDGEMENT

State of California
County of San Diego


On the 13th day of August, 2010, before me, Sheree Kansas, Deputy City Clerk, personally appeared Donna R. Norris who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument, the person, or the entity upon behalf of which the person 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.



(SEAL)



Sheree Kansas, Deputy City Clerk
City of Chula Vista

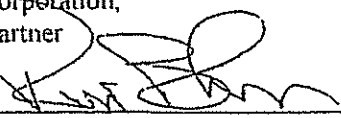
OV THREE TWO, LLC
a Delaware limited liability company,

By: **OV THREE ONE, LLC,**
a Delaware limited liability company,
Its Managing Member

6660

By: **Otay Village Three Investments, LP,**
a Delaware limited partnership,
Its Managing Member

By: **PC Management III, Inc.,**
a Delaware corporation,
Its General Partner


By: 
Robert B. Cameron
Its Vice President

JJJ&K INVESTMENTS TWO, LLC,
a Delaware limited liability company

By: **JJJ&K INVESTMENTS ONE, LLC,**
a Delaware limited liability company
Its Managing Member


By: **JJJ&K INVESTMENTS, LP,**
a Delaware limited partnership
Its Managing Member

By: **JJJ&K Management, Inc.,**
a Delaware corporation,
Its General Partner

By: 
Robert B. Cameron
Its Vice President

By: **RR Quarry, LLC,**
a Delaware limited liability company

By: **JJJ&K Management, Inc.,**
a Delaware Corporation
Its Managing Member

By: 
Robert B. Cameron
Its Vice President



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CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

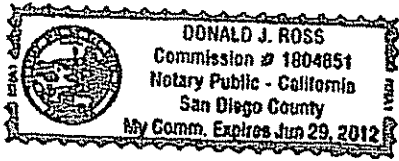
6661

State of California

County of San Diego

On August 13, 2010 before me, Donald J. Ross, Notary Public

personally appeared Robert B. Cameron



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.

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 [Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below 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: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

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

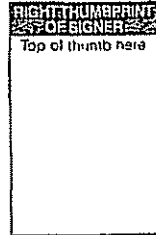


Signer Is Representing: _____

OV Three, Two, LLC

Signer's Name: _____

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



Signer Is Representing: _____

1880

RONALD J. ROSS
Commissioner # 1804821
Police Public - California
San Diego County
My Comm. Expires Jan 26, 2015



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

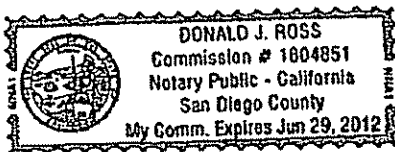
6662

State of California

County of San Diego }

On August 13, 2010 before me, Donald J. Ross, Notary Public
Date Here Insert Name and Title of the Officer

personally appeared Robert B Cameron
Name(s) of Signor(s)



who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) (s) 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.

Signature [Signature]
Signature of Notary Public

Please Notary Seal Above

OPTIONAL

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Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

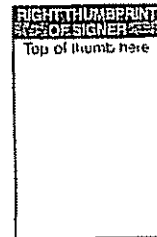
- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: WJO + K Investments, LLC

Signer's Name: _____

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



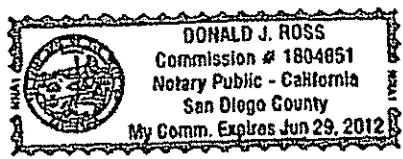
Signer Is Representing: _____

DONALD L. RUSS
Commissioner
Nativity Public - California
San Diego County
My Comm. Expires Jan 20, 2013



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California
County of San Diego }
On August 13, 2010 before me, Donald J. Ross, Notary Public
Date Here Insert Name and Title of the Officer
personally appeared Robert B. Cameron
Name(s) of Signer(s)



who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) (s) 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 [Handwritten Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below 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.

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Document Date: _____ Number of Pages: _____
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____
 Individual
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Attorney in Fact
 Trustee
 Guardian or Conservator
 Other: _____
Signer Is Representing: RR Quarry, LLC



Signer's Name: _____
 Individual
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Attorney in Fact
 Trustee
 Guardian or Conservator
 Other: _____
Signer Is Representing: _____



DOMINGUEZ ROSS
Commissioner of Public Safety
San Diego County
My Comm. Expires Jan 23, 2015



Exhibit AOTAY RANCH VILLAGES 9 AND 10

PORTIONS OF PARCELS E AND F:

LOTS 13 AND 14 OF OTAY RANCHO, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 862, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, FEBRUARY 7, 1900.

EXCEPTING THEREFROM THAT PORTION OF LOT 14 OF OTAY RANCHO, CONVEYED BY SAN DIEGO LAND COMPANY TO THE SOUTHERN CALIFORNIA MOUNTAIN WATER COMPANY, BY DEED DATED APRIL 11, 1912 AND RECORDED JUNE 24, 1912 IN BOOK 570, PAGE 113 OF DEEDS.

PORTIONS OF PARCELS E AND F:

LOT 15 OF OTAY RANCHO, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 862, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, FEBRUARY 7, 1900.

END OF LEGAL DESCRIPTION

Exhibit B

LOTS 23 AND 24 OF OTAY RANCHO, IN THE CITY OF CHULA VISTA, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 862, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, FEBRUARY 7, 1900.

EXCEPTING THEREFROM THAT PORTION OF SAID LOT 24 CONVEYED BY SAN DIEGO LAND COMPANY TO THE SOUTHERN CALIFORNIA MOUNTAIN WATER COMPANY, BY DEED DATED APRIL 11, 1912 RECORDED JUNE 24, 1912 IN BOOK 570, PAGE 113 OF DEEDS, RECORDS OF SAN DIEGO COUNTY: THE PARCELS OF LAND SO CONVEYED TO SAID WATER COMPANY BEING THE SOUTH 492.5 FEET OF THE EAST 506 FEET OF LOT 4 OF SAID OTAY RANCHO AND STRIPS OF LAND VARYING IN WIDTH FROM 100 FEET TO 50 FEET FOLLOWING THE LINE OF THE RIGHT OF WAY OF THE OTAY-SAN DIEGO PIPE LINE AND THE LINE OF THE RIGHT OF WAY OF THE OTAY-CORONADO PIPE LINE, AS DESCRIBED IN SAID DEED AND SHOWN ON THE MAPS WHICH ARE ATTACHED TO AND MADE A PART OF SAID INSTRUMENT, REFERENCE BEING HEREBY MADE TO THE RECORD OF SAID INSTRUMENT FOR A MORE PARTICULAR DESCRIPTION OF SAID PARCELS.

ALSO EXCEPTING THEREFROM THAT PORTION OF SAID LOT 23 LYING WITHIN CHULA VISTA TRACT NO. 05-07 MC MILLIN OTAY RANCH VILLAGE 7 "A" MAP, ACCORDING TO MAP THEREOF NO. 15014, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, MAY 6, 2005.

FURTHER EXCEPTING THEREFROM THAT PORTION OF SAID LOTS 23 AND 24 CONVEYED TO THE STATE OF CALIFORNIA BY DEED RECORDED JUNE 21, 2006 AS DOCUMENT NO. 2006-0437364.

END OF LEGAL DESCRIPTION