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RECORDED IN OFFICIAL RECORDS
MAY 31 1990 AT 8:00 AM
SAN BERNARDINO COUNTY, CALIF.

~~COMMONWEALTH~~ LAND TITLE CO.

When recorded mail to:

City Clerk's Office
City of Riverside
City Hall, 3900 Main Street
Riverside, CA 92522

**SECOND AMENDMENT TO LEASE AGREEMENT
(SUNSET BROKERS)**

12723

This Second Amendment to Lease Agreement (Sunset Brokers) is entered into on this 16th day of ~~December, 1989~~ ^{January, 1990}, by and between the City of Riverside, a municipal corporation, hereinafter referred to as "City", and Simchowitz-W No. 1, a California limited partnership, hereinafter referred to as "Lessee".

RECITALS

A. On or about April 21, 1988, City and Caroline Plaza, Ltd., a California limited partnership, entered into a Lease Agreement of that certain premises ("Leased Premises") in the City of San Bernardino, San Bernardino County, California more fully described in the legal description attached hereto as Exhibit "A" and incorporated herein by this reference. That Lease Agreement was amended pursuant to a First Amendment to Lease Agreement dated March 10, 1989, and on that date was assigned by Caroline Plaza, Ltd., with City's consent, to Lessee. The Lease Agreement as amended by the First Amendment shall be referred to herein as the "Lease".

B. City and Lessee desire to amend the Lease Agreement as specified herein in order to facilitate the vacation of Waterman Avenue Frontage Road proposed by the City of San Bernardino under terms and conditions which assure alternate public access to the Leased Premises without any diminution of the fair market value thereof.

OPERATIVE PROVISIONS

1. Amendment of Section 4.

Section 4 of the Lease is amended by adding thereto the following new provision which shall be designated section 4E:

"E. Contemporaneously with execution of the Second Amendment to this Lease, Lessee or an affiliate thereof shall dedicate to the City of San Bernardino a public street right-of-way of sufficient width to accommodate a 36-foot curb to curb street improvement (herein "Dedicated Street") to be located as specified on Exhibit "B" attached hereto and incorporated herein by reference. Upon termination of the term of this Lease for any reason, and no later than 90 days thereafter, Lessee shall complete the construction of 36-foot wide street improvements within the Dedicated Street at no cost to City."

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LEGAL DESCRIPTION

(LEASE AREA)

PARCEL 4 OF PARCEL MAP NO. 11148, AS SHOWN BY MAP ON FILE IN BOOK 135, PAGES 30 AND 31 OF PARCEL MAPS, RECORDS OF SAN BERNARDINO COUNTY, STATE OF CALIFORNIA.

THE HEREINABOVE DESCRIBED PARCEL OF LAND IS ALSO DESCRIBED AS BEING A PORTION OF THE SOUTH HALF OF LOT 4, OF BLOCK 65, RANCHO SAN BERNARDINO, RECORDED IN BOOK 7 OF MAPS, PAGE 2, RECORDS OF SAN BERNARDINO COUNTY, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF PARCEL 8 OF PARCEL MAP NO. 8401, RECORDED IN BOOK 88 OF PARCEL MAPS, PAGES 32 AND 33, RECORDS OF SAID COUNTY; SAID CORNER ALSO BEING ON THE NORTH LINE OF SAID SOUTH HALF OF LOT 4;

THENCE NORTH 89°47'54" EAST, ALONG THE NORTH LINE OF THE SOUTH HALF OF LOT 4, A DISTANCE OF 106.00 FEET;

THENCE SOUTH 0°12'06" EAST, A DISTANCE OF 20.00 FEET;

THENCE NORTH 89°47'54" EAST, A DISTANCE OF 985.48 FEET TO THE WEST LINE OF WATERMAN AVENUE;

THENCE SOUTH 0°01'25" EAST, ALONG SAID WEST LINE OF WATERMAN AVENUE, A DISTANCE OF 90.00 FEET;

THENCE NORTH 89°47'54" EAST, A DISTANCE OF 70.00 FEET;

THENCE SOUTH 0°01'25" EAST, ALONG THE WEST LINE OF WATERMAN AVENUE, A DISTANCE OF 220.97 FEET TO THE NORTHERLY LINE OF THE SOUTHERN PACIFIC TRANSPORTATION COMPANY;

THENCE NORTH 80°12'36" WEST, A DISTANCE OF 1186.92 FEET;

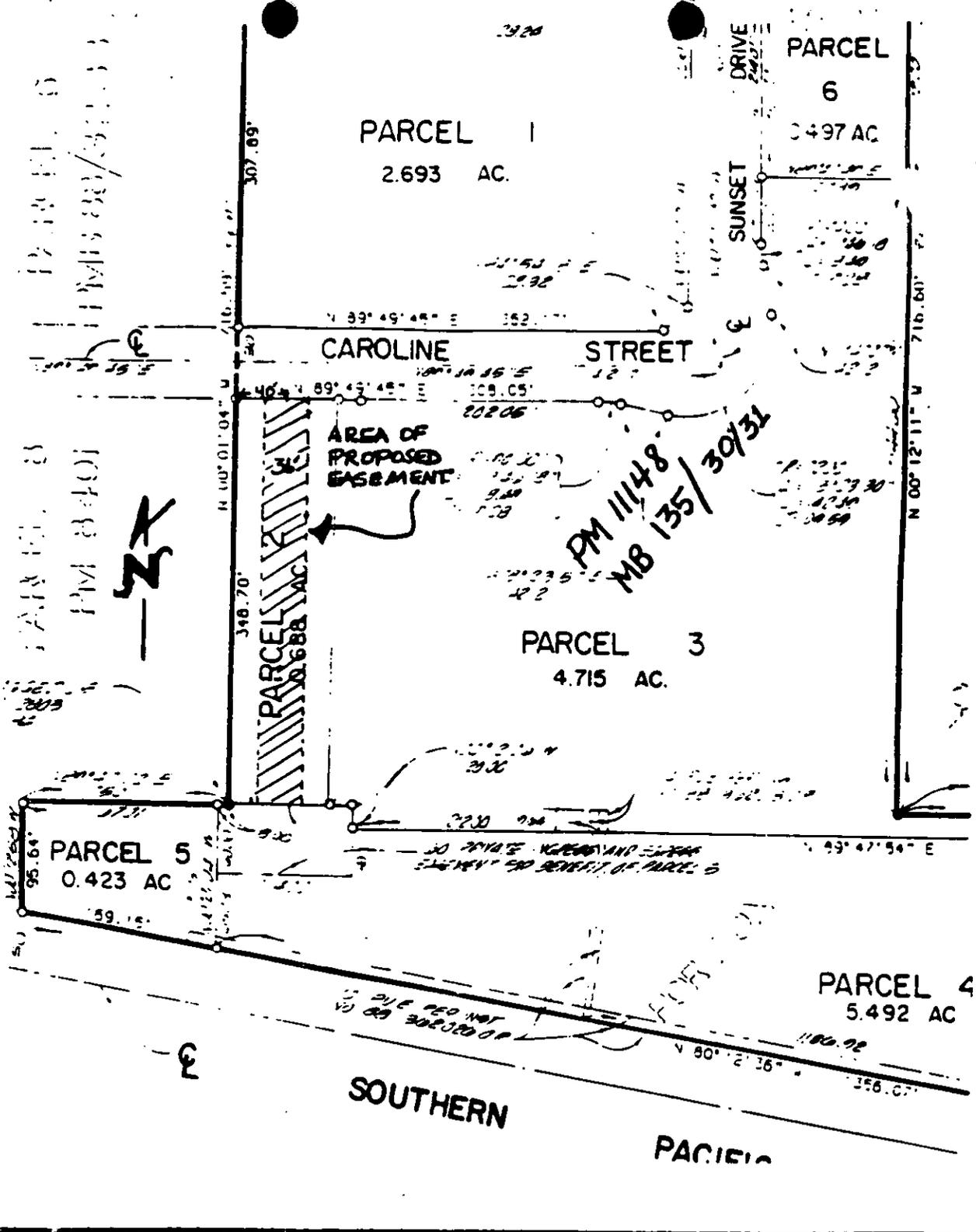
THENCE NORTH 0°01'04" WEST, A DISTANCE OF 125.03 FEET;

THENCE NORTH 89°47'02" EAST, A DISTANCE OF 8.00 FEET TO THE POINT OF BEGINNING.

THE AREA OF THE DESCRIBED PROPERTY IS 5.49 ACRES, MORE OR LESS.

DESCRIPTION APPROVAL 1/1/93 EXHIBIT "A"
George P. Hutchinson
SURVEYOR, CITY OF RIVERSIDE by Kap





30-212035

CITY OF SAN BERNARDINO

FILE NO.: 15.02-1083

EASEMENT FOR: STREET AND HIGHWAY PURPOSES

LOCATION: SOUTH OF CAROLINE STREET,
WEST OF WATERMAN AVENUE

EXHIBIT "B"

2. *Amendment of Section 8.*

Section 8 of the Lease is amended by adding thereto the following new provision which shall be designated section 8(C)(4):

"(4) City and Lessee acknowledge that contemporaneously with execution of the Second Amendment to this Lease, City has agreed to withdraw its objections to the proposed vacation of the Waterman Avenue frontage road (herein "Frontage Road") which is adjacent to the Leased Premises. In partial consideration for such withdrawal of objections, Lessee has agreed that the vacation of the Frontage Road shall not affect the fair market value appraisal of the Leased Premises that occurs every ten years in accordance with section 8 of the Lease Agreement. Accordingly, in appraising the Leased Premises in accordance with this section 8, the appraiser(s) are instructed to ignore the change of access and assume for purposes of the appraisal that the improved public frontage road access existing at the time of commencement of the Lease remains during the term of the Lease."

3. *Effect of Amendment.*

Except as expressly amended above, the terms and provisions of the Lease shall remain in full force and effect.

"CITY"

CITY OF RIVERSIDE,
a municipal corporation

APPROVED AS TO FORM:

Robert A. Larue 12/13
Assistant City Attorney

By: Al Brown
Mayor

Attest: ALICE A. HARE

BY Karen E. Lindquist
ASSISTANT CITY CLERK

