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City of Roseville 316 Vernon Street Roseville, California 95678 96-002016

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Recorded Official Records County of Placer Jim McCauley Recorder 9:49am 12-Jan-96 |

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THIRD AMENDMENT TO THE DEVELOPMENT AGREEMENT BY AND BETWEEN THE CITY OF ROSEVILLE AND ROSEVILLE PROPERTIES INVESTMENT PARTNERS LTD., RELATIVE TO THE DEVELOPMENT KNOWN AS REGIONAL 65 CENTRE

> November 1995 (Parcel 93)

THIS THIRD AMENDMENT to the Development Agreement relative to the development known as Regional 65 Centre is entered into on the date set forth below, by and between the City of Roseville, a municipal corporation ("City") and Roseville Properties Investment Partners Ltd., a Texas limited partnership ("RPIP"), pursuant to the authority of Sections 65864 through 65869.5 of the Government Code of California.

<u>RECITALS</u>

- RPIP and City entered into a Development Agreement regarding certain property known as Regional 65 Centre (the "Development Agreement"), which was approved by the City Council of City on September 5, 1990 and which was recorded on October 16, 1990, in the Official Records of Placer County as Instrument No. 90-67309.
- On September 20, 1995, City and RPIP, by Ordinance No. 2917, entered into the First Amendment of the Development Agreement (the "First Amendment"). The First Amendment was recorded on November _7, 1995, in the Official Records of Placer County as Instrument No. 95-059717.

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CITY OF ROSEVILLE

- C. On October 4, 1995, City and RPIP, by Ordinance No. 2921, entered into the Second Amendment of the Development Agreement (the "Second Amendment"). The Second Amendment was recorded on November __7___, 1995, in the official records of Placer County as Instrument No. 95 059585______.
- D. The Development Agreement grants RPIP a five year period within which to amend the 404 Permit applicable to the property encumbered by the Development Agreement to delete the wetland mitigation preserve requirements with respect to Parcel 93.
- E. City and RPIP wish to further amend the Development Agreement to extend the period within which to amend the 404 permit to eight years.
- F. This Amendment is authorized by Section 1.E of the Development Agreement and Section 65868 of the Government Code of the State of California.
- G. The property subject to this Amendment, NCRSP Parcel 93, is described in Exhibit A-1 and shown on Exhibit A-2, attached hereto and incorporated herein by reference. NCRSP Parcel 93 is owned by RPIP.

AGREEMENT

NOW, THEREFORE, City and RPIP agree as follows:

- 1. The prior Section 2.E.1.b of the Development Agreement, pages 13-14 of 53, is superseded and is amended by substitution herewith and Section 2.E.1.b (Amended 11/95), attached hereto as Exhibit B and incorporated herein by reference, is substituted therefore.
- 2. The property subject to this Amendment is and shall be Parcel 93 of the North Central Roseville Specific Plan (as described on Exhibit A-1 and shown on Exhibit A-2) and no other property. With respect to land subject to the Development Agreement which is not part of the property subject to this Amendment, the Development Agreement shall continue to apply (except to the extent that portions of such land have been terminated as provided in Section 1.B of such Agreement).
- 5. All provisions of the Development Agreement not otherwise inconsistent with this Amendment, are and shall remain in full force and effect. Such provisions are herewith reenacted, adopted, and approved and ratified herewith as if fully set forth herein. Adoption of

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this Amendment and the readoption and ratification are consistent with the Roseville General Plan, and North Central Roseville Specific Plan as amended and the EIR certified by the City of Roseville on May 31, 1990.

Approved and adopted pursuant to Ordinance No. 2937, this 8th day of January 1996.

CITY:

CITY OF ROSEVILLE, a municipal corporation

City Manager

APPROVED AS TO FORM:

Mark J. Doane City Attorney

ATTEST:

Carolyn Parkinson City Clerk RPIP:

ROSEVILLE PROPERTIES INVESTMENT PARTNERS LTD., a Texas limited partnership

By: RPIP OF ILLINOIS, an Illinois corporation, its General Partner

By: Hillean

Its:

By: MARK A WILLIAM

Tto: VP

Λ	OF PLACER
On this day of in the year of 1976, before me the undersigned, a personally known to me (or proved on the basis of satisfactory evidence) to be the person(s) whose names 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 be his/her/their signature(s) on the instrument the person(s).	(s) whose names is/are su e/she/they executed the s

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.

STATE OF CALIFORNIA

Notary Public in and for said State

Commission #1051031 Notary Public — California Placer County My Comm. Expires Oct 8, 1999

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AS FOLLOWS:

Title or Type of Document

Date of Document ____

Alifornia all-purpose ackn		No. 5193
	ME TITLE OF OFFICER - E.G., "JAME DOE, NOTARY PUBLICE DE MCN. Senior I cettes identification of 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. Ballow G. Mellow Signature of NOTARY	CAPACITY CLAIMED BY SIGNER Though statute does not require the Notary to till in the data below, doing so may prove invaluable to persons relying on the document. INDIVIDUAL CORPORATE OFFICER(S) TITLE(S) PARTNER(S) LIMITED GENERAL ATTORNEY-IN-FACT TRUSTEE(S) GUARDIAN/CONSERVATOR OTHER: SIGNER IS REPRESENTING: NAME OF PERSON(S) OR ENTITY(IES)
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alifornia all-purpose ackn		No. 519
County of Cook On 10-10-95 before me, Bar personally appeared Mark Willia Opersonally known to me - OR - I prove OFFICIAL SEAL BARBARA G GREEN NOTARY PUBLIC STATE OF ILLINOIS MY COMMISSION EXP. FEB. 15,1999	bara G. Green	CAPACITY CLAIMED BY SIGNER Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document. INDIVIDUAL CORPORATE OFFICER(S) TITLE(S) LIMITED GENERAL ATTORNEY-IN-FACT TRUSTEE(S) GUARDIAN/CONSERVATOR OTHER: SIGNER IS REPRESENTING: NAME OF PERSON(S) OR ENTITY(IES)
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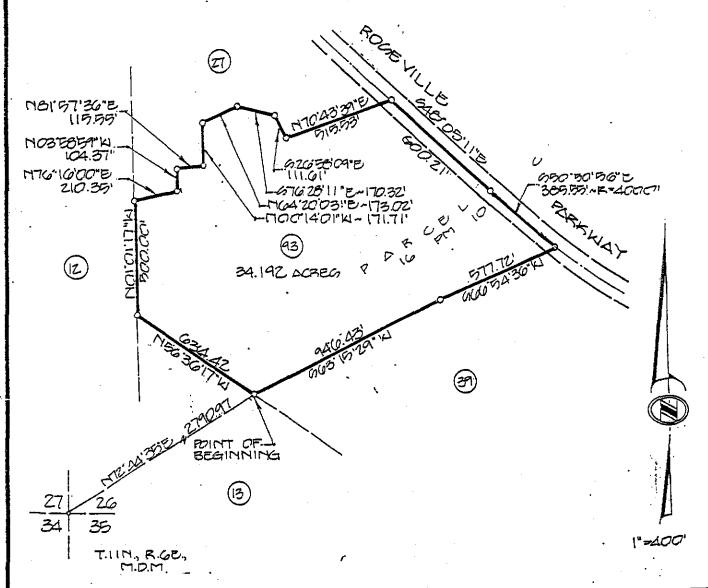
EXHIBIT A - 1 LEGAL DESCRIPTION Parcel 93

All that certain real property situate, lying and being within the City of Roseville, County of Placer, State of Califorina, described as follows:

Lot 93 as said lot is shown on map entitled "Regional 65 Centre", filed for record on September 25, 1990 in Book "R" of Maps, at page 24, Placer County Official Records.

EXHIBIT A-1 Page 1 of 1

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EXHIBIT B

Amendment To The Development Agreement By And Between
The City of Roseville and Roseville Properties Investment Partners Ltd.,
Relative To The Development Known as Regional 65 Centre
(RPIP Development Agreement)

The prior Section 2.E.1.b of the RPIP Development Agreement, pages 13-14 of 53, is superceded and amended by substitution of the following new Section 2.E.1.b:

2.E.1.B. Landowner shall retain Parcel 93, which parcel is also subject to the 404 Permit described in Section 2.E.1.a above. If, on the eighth anniversary date of the adoption of this Agreement, the 404 Permit has not been amended to delete the mitigation preserve requirements with respect to Parcel 93, then Landowner shall grant and convey such parcel to City. Prior to conveyance to City, Landowner shall be solely responsible for the obligations set forth in the 404 Permit insofar as they pertain to Parcel 93, including, without limitation, the cost of compliance. Prior to the conveyance of Parcel 93, Landowner shall provide evidence, satisfactory to City, that all requirements have been met with respect to monitoring and preservation during the initial 5 year monitoring period as delineated in the 404 Permit. Nothing in this Section 2.E.1.b shall be construed to grant land use or an entitlement to development with respect to Parcel 93. Landowner agrees that any such grant of land use or entitlement shall require an amendment to the North Central Roseville Specific Plan, approval of which shall be at the sole discretion of City, and appropriate environmental analysis consistent with the requirements of CEQA. (Amended 11/95)

EXHIBIT B Page 1 of 1

BLC95109

ORDINANCE NO. 2937

AN ORDINANCE OF THE COUNCIL OF THE CITY OF ROSEVILLE ADOPTING A THIRD AMENDMENT TO THE DEVELOPMENT AGREEMENT FOR THE NORTHCENTRAL ROSEVILLE SPECIFIC PLAN WITH ROSEVILLE PROPERTIES INVESTMENT PARTNERS LTD., AND AUTHORIZING THE CITY MANAGER TO EXECUTE IT ON BEHALF OF THE CITY OF ROSEVILLE

THE CITY COUNCIL OF THE CITY OF ROSEVILLE DOES ORDAIN AS FOLLOWS:

SECTION 1. FINDINGS. The City Council of the City of Roseville has reviewed the findings of the Planning Commission regarding the Third Amendment to the Development Agreement for the Northcentral Roseville Specific Plan ("Development Agreement") with Roseville Properties Investment Partners Ltd., a Texas limited partnership ("RPIP"), on file in the City Clerks Office in conjunction with amending Section 2.E.i.b on pages 13-14 of the Development Agreement concerning the time within certain actions must be taken with regards to mitigation measures and Parcel 93, and makes the following findings:

- 1. The Third Amendment to the Development Agreement is consistent with the objectives, policies, general land uses and programs specified in the City of Roseville General Plan and any applicable Specific Plan;
- 2. The Third Amendment to the Development Agreement is compatible with the uses authorized in and the regulations prescribed for the land use district in which the real property is located as amended this date;
- 3. The Third Amendment to the Development Agreement is in conformity with public convenience, general welfare and good land use practice;
- 4. The Third Amendment to the Development Agreement will not be detrimental to the health, safety and general welfare of residents in the City of Roseville;
- 5. The Third Amendment to the Development Agreement will not adversely affect the orderly development of property or the preservation of property values; and
- 6. The development permitted by the Third Amendment to the Development Agreement will provide sufficient benefit to the City of Roseville to justify entering into the Third Amendment to the Development Agreement.

SECTION 2. The Third Amendment to the Development Agreement for the Northcentral Roseville Specific Plan, by and between RPIP, a Texas limited partnership, and the

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City of Roseville, on file in the City Clerk's Office, is hereby approved and the City Manager is authorized to execute it on behalf of the City of Roseville.

SECTION 3. The City Clerk is directed to record the executed Third Amendment to Development Agreement within ten (10) days of the execution thereof by the City Manager with the County Recorder's office of the County of Placer.

SECTION 4. This ordinance shall be effective at the expiration of 30 days from the date of its adoption.

SECTION 5. The City Clerk is hereby directed to cause this ordinance to be published in full at least once within fourteen (14) days after it is adopted in a newspaper of general circulation in the City, or shall within fourteen (14) days after its adoption cause this ordinance to be posted in full in at least three public places in the City and enter in the Ordinance Book a certificate stating the time and place of said publication by posting.

PASSED AND ADOPTED by the Council of the City of Roseville this 6th December , 19 95, by the following vote on roll call:

AYES

COUNCILMEMBERS: Mel Hamel, Claudia Gamar, Randolph Graham, Pauline

Roccucci, Harry Crabb

NOES

COUNCILMEMBERS:

None

ABSENT

COUNCILMEMBERS: None

ATTEST:

The foregoing instrument is a correct copy of original on file in the vice.