

CITY OF OAKLAND
AGENDA REPORT

OFFICE OF THE CITY CLERK
2006 FEB 16 PM 9:03

TO: Office of City /Agency Administrator
ATTN: Deborah Edgerly
FROM: Community and Economic Development Agency
DATE: February 28, 2006

RE: **Joint City and Agency Public Hearing and action on parcels at and adjacent to the former Oakland Army Base, including adopting**

- (1) A City Ordinance altering the Port Area Boundary to include certain parcels and exclude certain parcels at and adjacent to the former Oakland Army Base**
- (2) A City Resolution amending the General Plan Land Use Designation of the area East of Maritime Street at the former Oakland Army Base from Business Mix to General Industrial/Transportation**
- (3) A City Ordinance adopting the Third Amendment to the Oakland Army Base Redevelopment Plan to change the Land Use Designation for the East Maritime portion of the former Oakland Army Base Property from Business Mix to General Industrial/Transportation**
- (4) An Agency Resolution approving and recommending adoption of the Third Amendment to the Oakland Army Base Redevelopment Plan to change the Land Use Designation for the East Maritime Portion of the former Oakland Army Base Property from Business Mix To General Industrial/Transportation**

SUMMARY

As the former Oakland Army Base (OARB) property transitions from the Oakland Base Reuse Authority (OBRA) to the Oakland Redevelopment Agency (Agency) and Port of Oakland (Port), a variety of Base-related actions will be brought for City and Agency consideration over the next few months. This report highlights three inter-related actions:

- 1) An alteration to the Port Area Boundary Line to include future Port-owned Army Base property within the Port Area, and to remove future Agency-owned Army Base property from the Port Area.
- 2) A General Plan amendment for the portions of the former OARB anticipated to be conveyed to the Port from OBRA, from the "Business Mix" to the "General

Item : **6**

Industrial and Transportation” General Plan designation to support land uses consistent with Port operations.

- 3) An amendment to the OARB Redevelopment Plan (Redevelopment Plan Land Use Map) to reflect the proposed General Plan amendment.

These actions are required to implement the Army Base Final Reuse Plan and meet Base-related agreements amongst the Port, Agency and OBRA. All actions are to further facilitate development of the former base.

In July 2002, the Planning Commission certified the OARB Area Redevelopment Plan Environmental Impact Report (EIR). The EIR contemplated the need to pursue these and other efforts associated with implementation of the OARB Final Reuse Plan. There is no new information, change in circumstances or changes in the project necessitating the need for further environmental review for the proposed amendments and therefore the OARB EIR is being relied upon for the requested actions and no further review under the California Environmental Quality Act (CEQA) is required.

FISCAL IMPACT

The proposed amendments are all map changes and will not result in any direct fiscal impacts for the City of Oakland. They will, however, facilitate development of the former Oakland Army Base, an action that over the long term will have a significant financial impact on the City.

BACKGROUND

In August 2003, pursuant to Council and Agency approval, the Oakland Base Reuse Authority acquired 364 acres of the former Oakland Army Base property from the U.S. Army by Economic Development Conveyance ("EDC"). Pursuant to Council and Agency authorization, OBRA, the City, Agency and the Port entered into the Memorandum of Agreement for Oakland Army Base on July 8, 2003 ("City-Port MOA"). The City-Port MOA provides for the Agency, OBRA and the Port to convey certain parcels of Army Base property and adjacent property owned by the Port to each other. In addition, the MOA required that the parties cooperate to complete a General Plan amendment and Port Area Boundary alteration following the successful completion of the property transfers described in the City-Port MOA and the proposed Oakland Army Base Exchange Agreement.

A companion staff report is being presented to the Community and Economic Development Committee on this February 28, 2006 committee agenda. The companion staff report requests approval to complete the property transfers described in the City-Port MOA and the proposed Oakland Army Base Exchange Agreement.

DISCUSSION

1. Port Boundary Line Alteration

The Port Area Boundary line defines the Port of Oakland's jurisdiction and control of property within the City of Oakland. The Port of Oakland is responsible for providing municipal services (fire, police, etc.) to property within the Port Area.

The proposed Oakland Army Base Exchange Agreement and Army Base MOA provide for approximately 390 acres (50 submerged acres) of Army Base property to be transferred from the Oakland Base Reuse Authority to the Oakland Redevelopment Agency and the Port of Oakland. The Oakland Redevelopment Agency will receive approximately 170 acres of property and the Port of Oakland will receive approximately 170 dry acres of property and 50 acres of submerged/wet acreage.

The proposed Oakland Army Base Exchange Agreement and contemplated property transfers between the Oakland Redevelopment Agency, the Port of Oakland and the Oakland Base Reuse Authority will result in the Port of Oakland acquiring and owning property that is currently not within the Port Area and the Redevelopment Agency acquiring and owning property that is within the Port Area. The requested alteration to the Port Area Boundary Line will alter the boundary line to include future Port-owned Army Base property within the Port Area and to remove future Agency-owned Army Base property from the Port Area. The alteration is conditioned on the completion of the property transfers in the City-Port MOA and the Oakland Army Base Exchange Agreement.

Staff is requesting City Council authorization to alter the Port Area Boundary line to include *certain parcels of land and exclude certain parcels of land at and adjacent to the former Oakland Army Base* consistent with the proposed Oakland Army Base Exchange Agreement and the Army Base Memorandum of Agreement ("City-Port MOA") between the OBRA, Agency, City and the Port of Oakland.

Attachment A illustrates the Army Base property that will be included in the Port Area and property that will be excluded and/or removed from the Port Area after the completion of the Oakland Army Exchange Agreement and Army Base MOA transfers.

2. General Plan Amendment

The proposed project is a request for a General Plan amendment for the portions of the former base anticipated to be conveyed to the Port from the OBRA, to implement the adopted OARB Final Reuse Plan and meet Base-related agreements amongst the Port, Agency and OBRA. The approximately 160 acres property is located on the southeastern portion of the former base, and includes property known as the East Maritime Property, the Knight Yard, the East Maritime Army Reserve property and a portion of the Maritime Subdistrict (see Attachment B). The subject property is bordered by the I-880 freeway to the east, 7th Street to the south, portions of Maritime Street to the west along with the City Gateway Development Area, and the East Bay Municipal Utility District facility to the north. This area is currently designated by the Oakland General Plan as “Business Mix” based upon a prior OARB development approach that was depicted during the late 1990s when the Agency was expected to develop this area. The Port will now develop this portion of the Base; accordingly, the proposed project would entail designating the subject area from the “Business Mix” to the “General Industrial and Transportation” General Plan designation to support land uses consistent with Port operations.

According to the *Land Use and Transportation Element (LUTE)* of the General Plan, the “Business Mix” classification is “intended to guide a transition from heavy industry to low impact light industrial and other businesses that can co-exist compatibly with residential development.” The subject area however is intended to be used for development of the Port’s Joint Intermodal Terminal (JIT) and would specifically contain improved rail yard facilities to facilitate Port operations. The desired land use of the area, as identified in the OARB Final Reuse Plan and examined in the OARB EIR, is maritime-related transportation activities that support the larger surrounding Port area. For this reason, staff is recommending the site be designated “General Industrial and Transportation,” a classification whose list of compatible uses include transportation, rail yards, marine terminals, distribution and warehousing, and similar activities contemplated by the Port for the subject area and surrounding Port properties. The surrounding Port areas are already designated “General Industrial and Transportation” thus the proposed amendment would “complete” the land use framework in support of Port operations.

The “General Industrial and Transportation” classification is intended to recognize, preserve, and utilize areas of the City for a variety of business and related establishments that may have the potential to create off-site impacts such as noise, light, glare, truck traffic, and odor. Because the anticipated uses of the Port Development Area are for rail yard and maritime-related activities, the “General Industrial and Transportation” classification is an appropriate designation and is specifically discussed in more detail within the OARB EIR.

The *Land Use and Transportation Element (LUTE)* of the General Plan supports the success of the seaport, envisions its current and future expansion, and seeks to minimize negative externalities of such expansion on the nearby West Oakland neighborhood. The proposed amendment would allow for the efficient operation of Port activities in the subject area, thus the

proposed amendment allows the LUTE's objectives to be met. In this manner, the proposed amendment additionally advances General Plan implementation and is consistent with its policies. Also the proposed amendment will not cause the General Plan to become internally inconsistent as the amendment is consistent with various General Plan policies. For example, Policy W1.2 (*Planning with the Port*) specifies that plans for maritime and aviation operations as well as activities on all lands in Port jurisdiction should be coordinated with, and generally consistent with, the Oakland General Plan. The proposed amendment, through facilitating operation of the Port's Joint Intermodal Terminal, ensures coordination and consistency with Port operations. Additionally, Policy W1.3 (*Reducing Land Use Conflicts*) specifies that land uses and impacts generated from Port or neighborhood activities should be buffered, protecting adjacent residential areas from the impacts of seaport, airport, or other industrial uses. The proposed amendment will reduce land use conflicts between the subject site and the immediately adjacent Gateway Development Area. Further, the General Plan recognizes several important transportation projects being planned and implemented by the Port of Oakland that would greatly enhance the Port's capacity to expand operations, and the JIT is one of the listed projects. The proposed "General Industrial and Transportation" designation would clearly distinguish the subject area as a location where the JIT could be built, in contrast with the existing "Business Mix" designation which would not allow facilities and activities as intensive as the JIT.

3. Proposed Redevelopment Plan Amendment

The OARB Redevelopment Plan was adopted by the Agency in July 2000 and depicts the development approach desired at that time. It includes three Land Use maps (titled Attachments 3A, 3B, 3C) that illustrate the preferred land uses for various subdistricts within the Redevelopment Area boundaries. The Redevelopment Plan does not specify preferred development projects in detail; it instead defers to the range of land use activities that are allowed by the General Plan. Further, it depicts the Port and Agency developing areas west and east of Maritime Street, respectively--a development approach that is no longer in effect as both entities have now "swapped" areas. As the Agency/Port ownership and development of the former base comes to fruition, amending the Redevelopment Plan (in conjunction with the General Plan amendment) to reflect the ultimate development approach will ensure internal consistency between these two Plans and bring the Plans into conformity with the OARB Final Reuse Plan.

The proposed action would constitute the third amendment to the OARB Redevelopment Plan and would affect Redevelopment Plan Land Use Maps 3A (which currently illustrates the prior intended uses for areas east and west of Maritime Street) and 3B (which shows the former JIT configuration). Map 3C, which illustrates the General Plan designation for the Wood Street subdistrict of the OARB Redevelopment Area, and was the focus of the second Redevelopment Plan amendment approved in June 2005. The first amendment occurred in December 2004 and consisted of extending the time limit for Redevelopment Plan effectiveness and receipt of tax increment revenue by one year. The proposed Map revisions are included as Attachments C(1) and C(2).

In order to recommend approval of the Redevelopment Plan amendment to the Agency, a finding must be made that the proposed amendment is necessary and desirable. Staff believes that the proposed amendment is necessary and desirable, in that it will allow the Redevelopment Plan to be consistent with the General Plan and OARB Reuse Plan.

Environmental Review

The proposed actions were anticipated and fully and completely analyzed in the OARB EIR in 2002. There is no new information, change in circumstances or changes in the project necessitating the need for further environmental review for the proposed actions, pursuant to CEQA Guidelines section 15162, because there are no new significant impacts nor an increase in the severity of previously identified impacts. Therefore, the OARB EIR is being relied upon for the requested actions.

The proposed General Plan and Redevelopment Plan amendments, and Port Boundary Line Alteration, would not, in and of themselves, result in the development of the Port's Joint Intermodal Terminal (JIT) and the resulting removal of historic resources in the area east of Maritime Street. Rather, the Port must specifically approve any future development and in so doing it must assess the consistency of the proposed JIT project with various policies in the Historic Preservation Element of the General Plan.

Future development of the JIT will result in the removal of four or five of the "800 Series" warehouses. These buildings are part of the OARB Historic District. Removal of these structures will result in a significant and unavoidable loss of historic resources and was fully analyzed and addressed in the OARB Redevelopment EIR. The City previously commissioned an analysis of preserving the affected structures. That analysis determined that preservation was not feasible and that demolition would materially impair the integrity of the Historic District, resulting in a loss of eligibility for the federal National Register of Historic Places and local Area of Primary importance. A comprehensive set of mitigation measures were adopted by the City, the Agency, OBRA and the Port (see Attachment D), but the impacts were still considered to be significant and unavoidable. Therefore, a Statement of Overriding Considerations was adopted by these agencies for this significant and unavoidable impact on historic resources.

SUSTAINABLE OPPORTUNITIES

The proposed actions do not involve approval of any specific projects or programs. Sustainable Development opportunities would be addressed when specific development plans are submitted to the City by the project sponsor for review and approval.

DISABILITY AND SENIOR CITIZEN ACCESS

The proposed actions do not involve approval of any specific projects or programs. Disability and senior access issues would be addressed when specific development plans are submitted to the City by the project sponsor for review and approval.

ACTIONS REQUESTED BY THE CITY COUNCIL/REDEVELOPMENT AGENCY

In order to implement the OARB Final Reuse Plan and meet prior Base-related agreements, staff is requesting that the Agency and City Council take the following actions:

- (1) Conduct a joint public hearing; Agency and Council ;
- (2) Adopt a City Ordinance approving the altering of the Port Area Boundary to include certain parcels and exclude certain parcels at and adjacent to the former Oakland Army Base;
- (3) Adopt a City Resolution approving an amendment to the General Plan to designate the above-described Port Development Area of the former Oakland Army Base from "Business Mix" to "General Industrial and Transportation;" and
- (4) Adopt an Agency Resolution approving and recommending adoption of the third amendment to the Oakland Army Base Redevelopment Plan to change the land use designation for the East Maritime portion of the former Oakland Army Base property from Business Mix to General Industrial/Transportation
- (5) Adopt a City Ordinance adopting the third amendment to the Oakland Army Base Redevelopment Plan to change the land use designation for the East Maritime portion of the former Oakland Army Base property from Business Mix to General Industrial/Transportation

The General Plan and Oakland Army Base Redevelopment Plan amendments are expected to be considered by the City Planning Commission on February 15, 2006 (the Port Area Boundary Line adjustment does not require Commission consideration.). Staff will report the results of the

Deborah Edgerly

CEDA: Port Area Boundary Line Alteration, Oakland Army Base General Plan Amendment,
and Oakland Army Base Redevelopment Plan Amendment

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Commission meeting at the February 28 Community and Economic Development Committee meeting.

Respectfully submitted,



CLAUDIA CAPPIO

Community and Economic Development
Director of Development, Building Services,
and the Oakland Base Reuse Authority

Prepared by:

Elois A. Thornton,

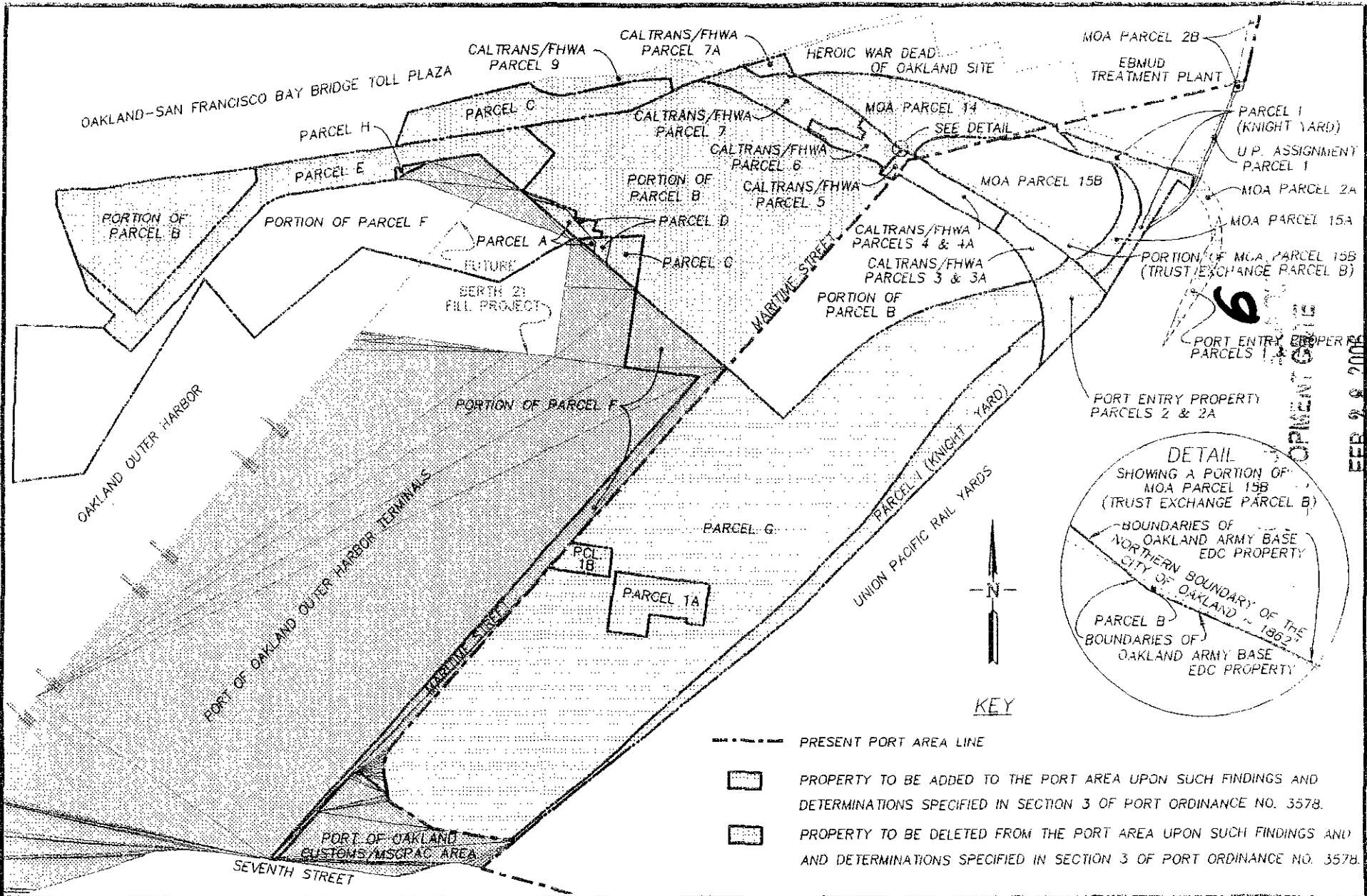
Planner IV, Oakland Base Reuse Authority

APPROVED AND FORWARDED TO THE
COMMUNITY AND ECONOMIC DEVELOPMENT COMMITTEE:


OFFICE OF THE CITY ADMINISTRATOR

ATTACHMENTS:

- A. Map of Trust Exchange Parcels and Pending Alterations to Port Area Boundary
- B. General Plan Amendment Subject Property Map
- C. (1) Oakland Army Base Redevelopment—Oakland Army Base Sub-District
(Amended Redevelopment Map 3A)
(2) Oakland Army Base Redevelopment--Maritime Sub-district General Plan
Map (Amended Redevelopment Plan Map 3B)
- D. OARB Area Redevelopment Plan EIR Mitigations
- E. February 15, 2006 City Planning Commission Report (without attachments)

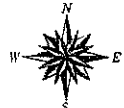


PORT OF OAKLAND

LAND SURVEYS AND MAPPING



530 Water Street
Oakland, California



FORMER OAKLAND ARMY BASE TRUST EXCHANGE PARCELS AND PENDING ALTERATIONS TO THE PORT AREA

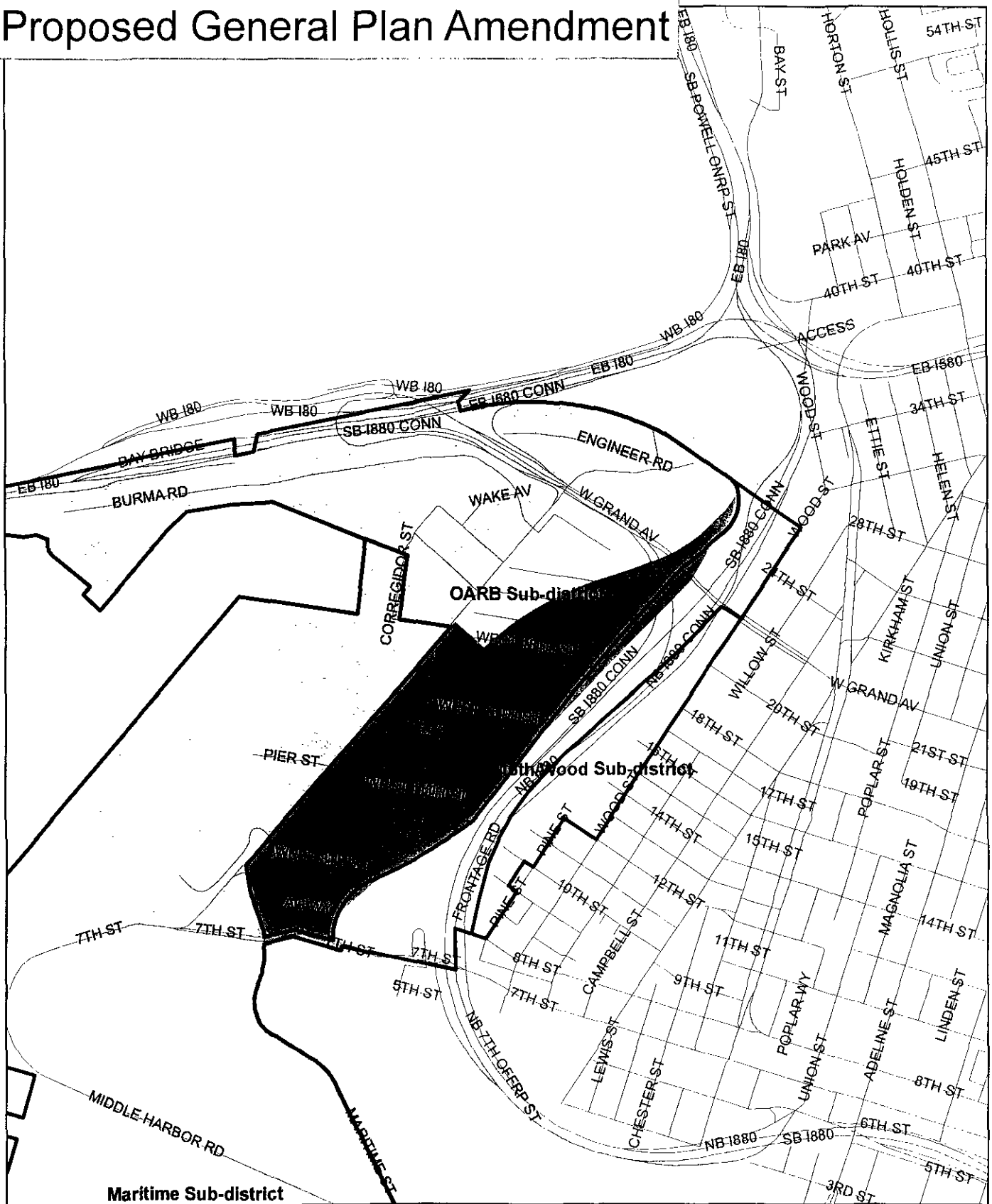
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Attachment A

COMMENTS

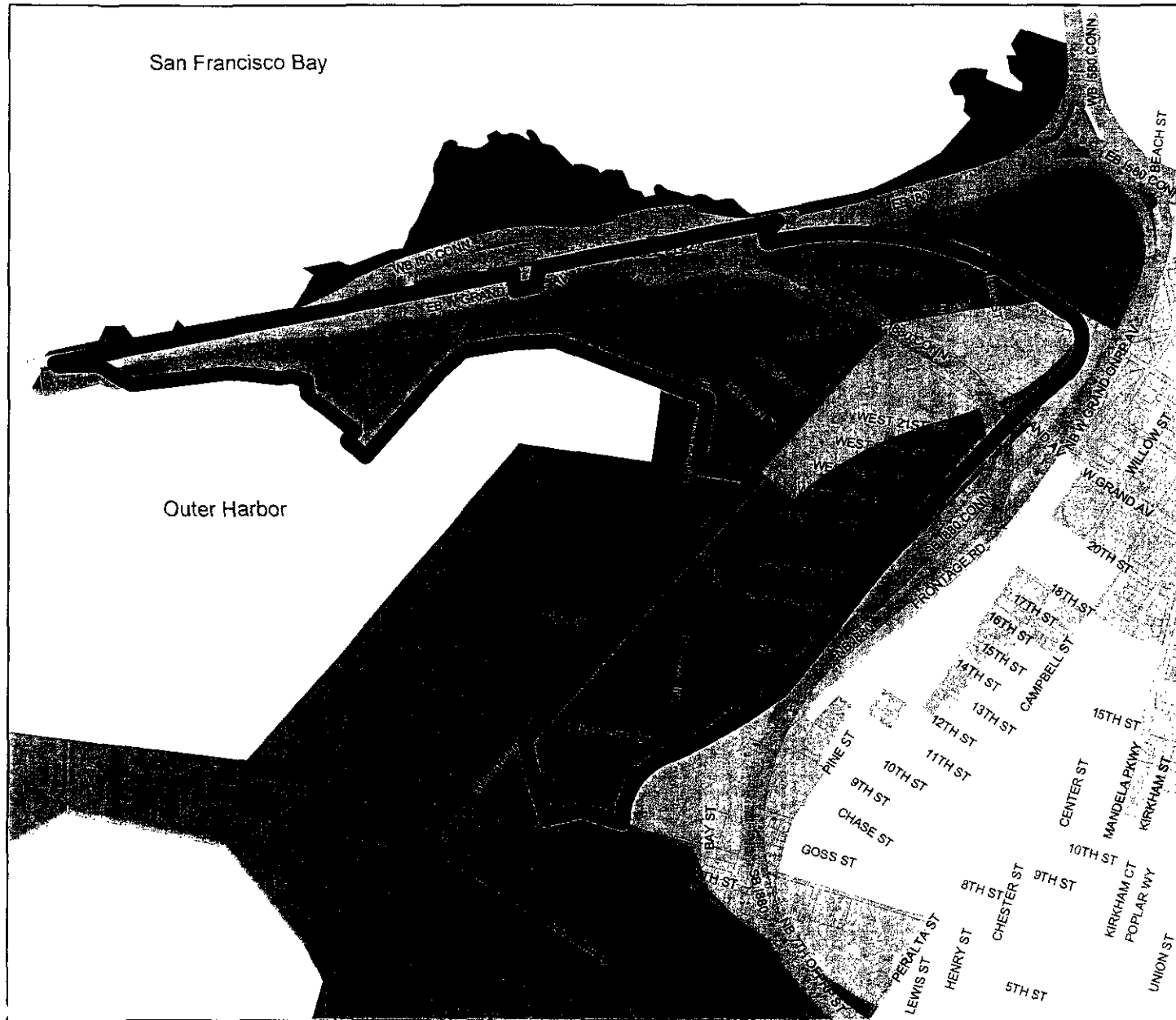
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Proposed General Plan Amendment











OBRA Sub-districts	
Proposed GPA from Business Mix to General Industrial/Transportation	
Existing General Industrial/Transportation Land Use Designation	

Oakland Army Base Redevelopment, OARB Sub-district



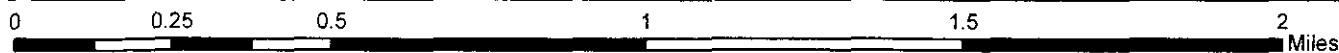
Land Use Map

Legend

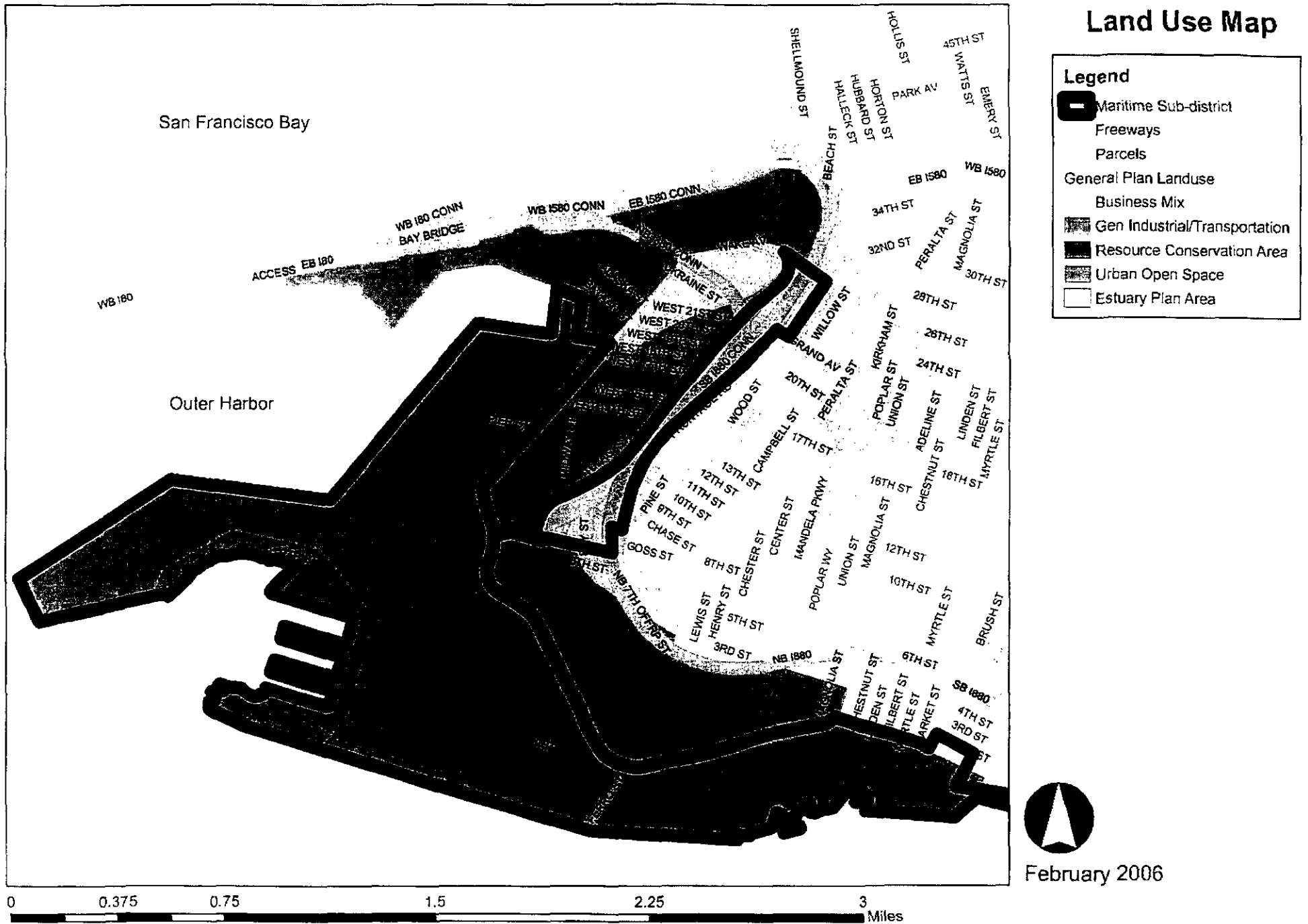
-  OARB Sub-district
-  Freeways
-  Parcels
- General Plan Landuse
 -  Business Mix
 -  Gen Industrial/Transportation
 -  Resource Conservation Area
 -  Urban Open Space
 -  Estuary Plan Area



February 2006



Oakland Army Base Redevelopment, Maritime Sub-district



APPENDIX A

MITIGATION MEASURES FROM THE PREVIOUS EIR

OARB AREA REDEVELOPMENT PLAN EIR MITIGATION MEASURE CHECKLIST

and

SUMMARY OF SIGNIFICANT IMPACTS AND MITIGATION

(FROM THE OARB AREA REDEVELOPMENT PLAN FINAL EIR)

OARB AREA REDEVELOPMENT PLAN EIR - MITIGATION MEASURE CHECKLIST

The chart on the following pages identifies the party responsible for implementation of each OARB Redevelopment Plan EIR mitigation measure. The legend to this chart is as follows:

- An “X” under the column header of “City” indicates that the City of Oakland as lead agency is responsible for carrying out that specific mitigation requirement.
- An “X” under the column headers of “City Gateway” and/or “Port” indicates that each redevelopment project within the City’s OARB Gateway Development Area and/or the Port’s OARB Development Area/Maritime subarea is responsible for implementation of the mitigation measure.
- An “X” under the column headed “Auto Mall Project” indicates which of the OARB EIR mitigation measures would be applicable to the Project and to Option B.
- The words “Option B” under the column headed “Auto Mall Project” indicate the mitigation measures would be applicable to the expanded Option B only.
- The word “EIR” under the column headed “Auto Mall Project” indicates the mitigation measures will be reassessed as part of the subsequent or supplemental EIR for the project.
- If a cell is blank, that indicates that measure would not apply to that particular subarea or project site. Blank cells under the column header “City”, followed by an “X” under the columns headed “City Gateway” and/or “Auto Mall Project” indicate that the City would assign the responsibility for implementation of that measure to individual development projects within those areas.
- Note that this checklist lists those mitigation measures only applicable to the 16th/Wood sub-district but does not include a column for that sub-district.

Table A-2: OARB Mitigation Measure Implementation Responsibility Checklist

Mitigation Measures	City	City Gateway Area	Auto Mall Project	Port
Mitigation 4.1.1: Bay/Seaport Plan Amend.	X			
Mitigation 4.2-1: Land Use Compatibility/Gateway		X	X	
Mitigation 4.2-2: Land Use Compatibility/Port				X
Mitigation 4.2-3: Land Use Coordination	X			X
Mitigation 4.3-1: West Grand Avenue / Maritime Street.		X	EIR	X
Mitigation 4.3-2: West Grand Avenue / I-880 Frontage Road		X	EIR	X
Mitigation 4.3-3: 7 th /Maritime Street		X	EIR	X
Mitigation 4.3-4: Transit Access Plan		X	EIR	X
Mitigation 4.3-5: Standard Design Practices		X	EIR	X
Mitigation 4.3-6: Truck Signage Plan				X
Mitigation 4.3-7: Truck Management Plan	X			X
Mitigation 4.3-8: Emergency Evacuation Plan	X			X
Mitigation 4.3-9: Alternative Transportation Facilities		X	EIR	X
Mitigation 4.3-10: Parking		X	EIR	X
Mitigation 4.3-11: Port Truck Parking				X
Mitigation 4.3-12: BART Capacity Assessment	X			X
Mitigation 4.3-13: Construction Period Traffic		X	EIR	X
Mitigation 5.3-1: 7 th /Maritime Street		X	EIR	X
Mitigation 5.3-2: 7 th Street/I-880 Northbound Ramps		X	EIR	X
Mitigation 5.3-3: 3 rd /Adeline Street		X	EIR	X
Mitigation 5.3-4: 3 rd /Market Street		X	EIR	X
Mitigation 5.3-5: 12 th /Brush Street		X	EIR	X
Mitigation 5.3-6: Powell Street/I-80 Northbound Ramps		X	EIR	X
Mitigation 5.3-7: Truck Impact Reduction Program.	X			X
Mitigation 5.3-8: BART Capacity Improvements	X	X		X
Mitigation 4.4-1: Dust Control		X	X	X

Table A-2: OARB Mitigation Measure Implementation Responsibility Checklist

Mitigation Measures	City	City Gateway Area	Auto Mall Project	Port
Mitigation 4.4-2: Construction-period Exhaust Controls		X	X	X
Mitigation 4.4-3: Criteria Pollutant Reduction Plan				X
Mitigation 4.4-4: Diesel Emission Reduction Program	X	X	X	X
Mitigation 4.4-5: Vehicle Emission Reduction		X	X	X
Mitigation 4.4-6: Sustainable Development Design and Construction	X	X	X	X
Mitigation 5.4-1: Emission Reduction Projects	X			X
Mitigation 4.5-1: Noise Reduction Plan		X	X	X
Mitigation 4.6-1: Discovery of Cultural Resources		X	X	X
Mitigation 4.6-2: Historic Commemoration Site		X	X	X
Mitigation 4.6-3: Public Trail Access		X	X	
Mitigation 4.6-4: Oral Histories		X	X	X
Mitigation 4.6-5: Historic Military Website		X	X	X
Mitigation 4.6-6: HABS/HAER Distribution		X	X	X
Mitigation 4.6-7: Video Distribution		X	X	X
Mitigation 4.6-8: Mural Preservation		X	X	X
Mitigation 4.6-9: Historic Warehouse Salvage Program		X	Option B	X
Mitigation 4.6-10: Historic Brochure		X	X	X
Mitigation 4.6-11: Historic Archive		X	X	X
Mitigation 4.6-12: Historic Architecture			Option B	
Mitigation 4.6-13: Central Station Retention and Protection				
Mitigation 4.6-14: Historic Structure Demolition, Timing		X	Option B	X
Mitigation 4.6-15: Historic Building, Deconstruction and Salvaging		X	Option B	X
Mitigation 4.6-16: Historic Resource Documentation Program		X	X	X
Mitigation 4.7-1: Haz. Mat. Business Plan		X	X	X
Mitigation 4.7-2: Risk Management and Prevention Plan		X	X	X
Mitigation 4.7-3: RAP/RMP Implementation		X	X	X

Table A-2: OARB Mitigation Measure Implementation Responsibility Checklist

Mitigation Measures	City	City Gateway Area	Auto Mall Project	Port
Mitigation 4.7-4: Hazmat Investigation and Remediation		X	X	X
Mitigation 4.7-5: Soil and Groundwater Remediation		X	X	X
Mitigation 4.7-6: Building Survey, Lead-Based Paint		X	Option B	X
Mitigation 4.7-7: Asbestos Safety Requirements		X	Option B	X
Mitigation 4.7-8: Building Survey, PCBs		X	Option B	X
Mitigation 4.7-9: RAP/RMP for Underground Storage Tanks		X	X	X
Mitigation 4.7-10: Underground Storage Tank Closure/Removal		X	X	X
Mitigation 4.7-11: Lead-Based Paint Safety Requirements		X	X	X
Mitigation 4.7-12: Asbestos-Containing Building Reuse		X	Option B	X
Mitigation 4.7-13: RAP/RMP Update		X	X	X
Mitigation 4.7-14: Building Survey, Asbestos-Containing Materials		X		X
Mitigation 4.7-15: Removal of PCB Transformers		X	X	X
Mitigation 4.7-16: PCB Investigation		X	X	X
Mitigation 4.7-17: PCB Safety Requirements		X	X	X
Mitigation 4.9-1: Fire and Emergency Response	X	X	X	X
Mitigation 4.9-2: OES Coordination	X			X
Mitigation 4.9-3: OES Notification	X		X	X
Mitigation 4.9-4: Reclaimed Water Pipelines		X	X	X
Mitigation 4.9-5: Dual-Plumbing		X	X	X
Mitigation 4.9-6: Compliance with Title 22 Requirements		X	X	X
Mitigation: 4.9-7: Deconstruction and Recycling		X		X
Mitigation 4.9-8: Concrete and Asphalt Recycling		X	X	X
Mitigation 4.9-9: Solid Waste Diversion		X	X	X
Mitigation 4.9-10: Roadway Repair		X	X	X
Mitigation 4.11-1: Lighting Standards		X	X	X
Mitigation 4.11-2: Lighting Near Gateway Park		X		
Mitigation 4.11-3: Solar Energy Setbacks		X	X	X

Table A-2: OARB Mitigation Measure Implementation Responsibility Checklist

Mitigation Measures	City	City Gateway Area	Auto Mall Project	Port
Mitigation 4.11-4: Solar Energy Operation		X	X	
Mitigation 4.11-5: Solar Access		X		X
Mitigation 4.11-6: Public Open Space Access		X		X
Mitigation 4.12-3: Raptor Deterrents		X		
Mitigation 4.12-4: Permit Requirements for Fill		X		X
Mitigation 4.12-5: In Water Construction				X
Mitigation 4.12-6: Spawning Habitat Protection				X
Mitigation 4.12-7: Tree Protection/Replacement		X		X
Mitigation 4.12-8: Tree Removal Schedule		X		X
Mitigation 4.12-9: Construction Near Active Bird Nest		X		
Mitigation 4.12-10: Ballast Water				X
Mitigation 4.12-11: Ballast Water Education				X
Mitigation 4.12-12: Exotic Species				X
Mitigation 4.12-13: Wetlands Mitigation		X	X	X
Mitigation 4.13-1: Construction Standards		X	X	X
Mitigation 4.13-2: Geotechnical Report		X	X	X
Mitigation 4.13-3: Stormwater Pollution Prevention/Erosion Control		X	X	X
Mitigation 4.13-4: Environmental Records Review		X	X	X
Mitigation 4.13-5: Due Diligence		X	X	X
Mitigation 4.14-1: Groundwater Extraction		X	X	X
Mitigation 4.14-2: Groundwater De-watering		X	X	X
Mitigation 4.15-1: In Water Construction				X
Mitigation 4.15-2: Subsequent Permit Conditions		X	X	X
Mitigation 4.15-3: Stormwater Pollution Prevention/Erosion Control		X	X	X
Mitigation 4.15-4: Stormwater Pollution Prevention/Erosion Control		X	X	X

Table A-2: OARB Mitigation Measure Implementation Responsibility Checklist

Mitigation Measures	City	City Gateway Area	Auto Mall Project	Port
Mitigation 4.15-5: Post-construction Stormwater Controls		X	X	X
Mitigation 4.15-6: Recycled Water Runoff		X	X	X
Mitigation 4.15-7: Flood Protection		X	X	X
Mitigation 4.15-8: Flood Hazard Mapping	X			X

Table 1-1 Revised Summary of Significant Impacts and Mitigation

Significant Impact	Proposed Mitigation	Residual Significance
Consistency of Plans and Policies		
Impact 4.1-2: Proposed land uses in a portion of the 16 th /Wood sub-district would be fundamentally inconsistent with Seaport and Bay plan Port Priority Use designations.	Mitigation 4.1-1: Amend the Bay and Seaport plans to eliminate, where necessary, Port Priority Use designations within the 16th/Wood sub-district.	L
Land Use		
Impact 4.2-1: Under proposed redevelopment, dissimilar land uses may be located proximate to one another.	Mitigation 4.2-1: The City shall ensure that Gateway development area redevelopment activities adjacent to Port of Oakland industrial maritime facilities are designed to minimize any land use incompatibilities to the extent feasible.	L
	Mitigation 4.2-2: If any land use incompatibility is subsequently identified, the Port of Oakland shall use its best efforts, consistent with meeting cargo throughput demand, to locate maritime activities that could result in land use incompatibilities as far away from the property boundary as feasible.	
	Mitigation 4.2-3: The City and Port shall coordinate to implement Mitigation Measures 4.2-1 and 4.2-2. The City and Port shall cooperatively coordinate regarding the types of land uses to be developed at the coterminous boundary of their respective jurisdictions.	

Legend: S = Significant and unavoidable; L = Less than significant; A = Impact avoided

Table 1-1 Revised Summary of Significant Impacts and Mitigation

Significant Impact	Proposed Mitigation	Residual Significance
Impact 4.9-8: Redevelopment would increase potable water demand.	Mitigation 4.9-4: Individual actions with landscaping requirements of one or more acres shall plumb landscape areas for irrigation with reclaimed water.	L
	Mitigation 4.9-5: Individual buildings with gross floor area exceeding 10,000 square feet shall install dual plumbing for both potable and reclaimed water, unless determined to be infeasible by the approving agency (City or Port).	
	Mitigation 4.9-6: Site design shall facilitate use of reclaimed water, and shall comply with requirements of CCR Title 22 regarding prohibitions of site run-off to surface waters.	
Impact 4.9-10: Redevelopment would increase the quantity of solid waste, and demand for solid waste services.	Mitigation: 4.9-7: To the maximum extent feasible, the City and Port shall jointly participate in a deconstruction program to capture materials and recycle them into the construction market.	L
	Mitigation 4.9-8: Concrete and asphalt removed during demolition/construction shall be crushed on-site or at a near-site location, and reused in redevelopment or recycled to the construction market.	
	Mitigation 4.9-9: The City and Port shall require developers to submit a plan that demonstrates a good faith effort to divert at least 50 percent of operations phase solid waste from landfill disposal.	
Impact 4.9-12: Both construction/remediation vehicles and increased operations vehicle activity would accelerate or advance deterioration of local roadways and the timing and extent of roadway maintenance/repair.	Mitigation 4.9-10: The Port and City of Oakland shall work cooperatively to develop an ongoing joint program to identify and evaluate impacted local roadways and identify required maintenance/repair activities. The agencies will fund needed repairs and maintenance on a fair-share basis.	L

Legend: S = Significant and unavoidable; L = Less than significant; A = Impact avoided

Table 1-1 Revised Summary of Significant Impacts and Mitigation

Significant Impact	Proposed Mitigation	Residual Significance
Impact 5.9-1: Increased demand for fire-related services.	See Mitigation Measure 4.9-1, above.	L
Impact 5.9-2: Increased demand for police protection services.	Existing funding mechanism	L
Impact 5.9-3: Increased demand for library services.	Existing funding mechanism	L
Impact 5.9-5: Increased demand for water.	See Mitigation Measures 4.9-4 and 4.9-5, above.	L
Impact 5.9-7: Increased demand for solid waste services.	See Mitigation Measures 4.9-7, 4.9-8, and 4.9-9, above.	L
Recreation and Public Access		
Impact 4.10-2: Construction and/or operation of the Gateway Park could have an adverse physical effect on the environment.	See Mitigation Measures 4.12-1, 4.12-2, 4.12-3, 4.15-1, and 4.15-2, below	L
Aesthetics		
Impact 4.11-2: Redevelopment would remove buildings contributing to a historic district, including visually striking warehouse structures visible from I-80, a locally designated scenic route, and a portion of the state scenic highway system.		S
Impact 4.11-3: New security lighting and/or lighting for night time operations would alter current patterns of light or glare, and could alter nighttime views in the area.	Mitigation 4.11-1: New lighting shall be designed to minimize off-site light spillage; "stadium" style lighting shall be prohibited. Mitigation 4.11-2: At or near the boundary of the proposed Gateway Park, new lighting shall be shielded to prevent light spillage into natural areas.	L

Legend: S = Significant and unavoidable; L = Less than significant; A = Impact avoided

Table 1-1 Revised Summary of Significant Impacts and Mitigation

Significant Impact	Proposed Mitigation	Residual Significance
Impact 4.11-4: New construction could introduce building or landscaping elements that would now or in the future cast shadow on existing collectors or photovoltaic cells, or a building using passive solar heat collection.	Mitigation 4.11-3: New active or passive solar systems within or adjacent to the project area shall be set back from the property line a minimum of 25 feet.	L
	Mitigation 4.11-4: New construction within the Gateway development area adjacent to a parcel containing permitted or existing active or passive solar systems shall demonstrate through design review that the proposed structures shall not substantially impair operation of existing solar systems.	
	Mitigation 4.11-5: The City and Port shall coordinate with respect to the design of new, permanent buildings constructed along the Port/Gateway boundary to minimize conflicts over solar access.	
Impact 4.11-5: New construction could introduce building or landscaping elements that would now or in the future cast shadow that substantially impairs the beneficial use of a public park or open space.	Mitigation 4.11-6: New construction adjacent to a public park or open space shall demonstrate through design review that development shall not substantially impair enjoyment of the public using the space.	L
Biological Resources		
	Mitigation 4.12-3: Raptor deterrents shall be placed on light standards and other tall elements installed within the Gateway Park.	
	See Mitigation Measure 4.11-2, above.	

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Table 1-1 Revised Summary of Significant Impacts and Mitigation

Significant Impact	Proposed Mitigation	Residual Significance
Impact 4.12-3: Redevelopment would result in net loss of approximately 27 acres of open and covered water at New Berth 21.	Mitigation 4.12-4: Contractors, developers, the Port, and EBRPD shall comply with all permit conditions from the Corps, RWQCB, USFWS/NMFS, BCDC, and CDFG for fill.	L
Impact 4.12-4: Redevelopment could result in both temporary impacts to herring spawning habitat during construction, and a permanent net loss of Pacific herring spawning habitat associated with the wharf pilings at existing Berths 9, 10, 20 and 21 due to construction of New Berth 21.	Mitigation 4.12-5: A qualified observer shall be present on site during all in-water construction activities near potential herring spawning areas between December 1 and March 1.	L
	Mitigation 4.12-6: If spawning is observed, in-water construction activities shall be redirected for 200 meters around the spawning area for two weeks.	
Impact 4.12-6: Redevelopment may result in loss of protected trees measuring 4 inches dbh (or larger) or trees with a dbh of greater than 9 inches.	Mitigation 4.12-7: Application for a tree preservation/tree removal permit from the City of Oakland for all protected trees shall comply with the Tree Ordinance, which includes replacement of native trees at a minimum of a 1:1 ratio.	L
Impact 4.12-7: Redevelopment may affect nesting migratory birds.	Mitigation 4.12-8: Trees shall be removed between September 1 and January 31 to avoid the nesting season (February 1 to August 31). Alternatively, field surveys shall be conducted no earlier than 45 days and no later than 20 days prior to the removal of any trees during the nesting/breeding season of bird species potentially nesting on the site to determine whether birds are present.	L
	Mitigation 4.12-9: Construction shall not occur within 150 feet of an active nest until the nest is vacated or the juveniles have fledged.	

Legend: S = Significant and unavoidable; L = Less than significant; A = Impact avoided

Table 1-1 Revised Summary of Significant Impacts and Mitigation

Significant Impact	Proposed Mitigation	Residual Significance
Impact 4.12-8: Redevelopment could result in a substantial increase in the risk of establishment of invasive species in the San Francisco Bay.	Mitigation 4.12-10: The Port shall continue to enforce its tariff requirements regarding ballast water and if the State law sunsets, shall implement the remainder of its ballast water ordinance, as it may be amended from time to time.	S
	Mitigation 4.12-11: The Port shall continue to develop and implement a carrier ballast water education program.	
	Mitigation 4.12-12: The Port shall support international and United States efforts to adopt uniform international or national standards to avoid introduction of exotic species through shipping activities.	
Impact 4.12-9: Loss of up to approximately 0.5 acre of isolated, urban wetlands	Mitigation 4.12-13: Contractors and developers shall comply with all conditions imposed by the RWQCB for fill of wetlands.	L
Impact 5.12-1: Effects to sensitive species.	See Mitigation Measures 4.12-1, 4.12-2, and 4.12-3, above.	L
Impact 5.12-2: Loss of protected wetlands and waters of the U.S.	See Mitigation Measures 4.12-4 and 4.12-13, above.	L
Impact 5.12-3: Redevelopment could increase potential risk of invasive species being established in San Francisco Bay.	See Mitigation Measures 4.12-10, 4.12-11, and 4.12-12, above.	S
Geology, Seismicity, and Soils		
Impact 4.13-1: Redevelopment could expose increased numbers of people and structures to strong seismic ground shaking.	Mitigation 4.13-1: Redevelopment elements shall be designed in accordance with criteria established by the UBC, soil investigation and construction requirements established in the Oakland General Plan, the Bay Conservation and Development Commission Safety of Fill Policy, and wharf design criteria established by the Port or City of Oakland (depending on the location of the wharf).	L

Legend: S = Significant and unavoidable; L = Less than significant; A = Impact avoided

Table 1-1 Revised Summary of Significant Impacts and Mitigation

Significant Impact	Proposed Mitigation	Residual Significance
	Mitigation 4.13-2: Redevelopment elements shall be designed and constructed in accordance with requirements of a site-specific geotechnical evaluation.	
Impact 4.13-2: Redevelopment could expose increased numbers of people or structures to seismic related ground failure, including liquefaction, lateral spreading, subsidence, or collapse.	See Mitigation Measures 4.13-1 and 4.13-2, above.	L
Impact 4.13-3: Localized landsliding may occur in sloped shoreline areas.	See Mitigation Measures 4.13-1 and 4.13-2, above.	L
Impact 4.13-4: Under certain conditions, disturbance of soils during construction or remediation could result in erosion.	Mitigation 4.13-3: Prior to ground-disturbing activities, the contractor shall develop and implement a Regional Water Quality Control Board (RWQCB)-acceptable Stormwater Pollution Prevention Plan (SWPPP) that includes erosion control measures.	L
Impact 4.13-5: Redevelopment could occur on expansive soils.	See Mitigation Measures 4.13-1 and 4.13-2, above.	L
Impact 4.13-6: Redevelopment elements may be located above a well, pit, sump, mound, tank vault, unmarked sewer line, landfill, or unknown fill soils.	See Mitigation Measure 4.13-2, above	L
	Mitigation 4.13-4: The project applicant shall thoroughly review available building and environmental records.	
	Mitigation 4-13.5: The developer shall perform due diligence, including without limitation, retaining the services of subsurface utility locators and other technical experts prior to any ground-disturbing activities.	

Legend: S = Significant and unavoidable; L = Less than significant; A = Impact avoided

Table 1-1 Revised Summary of Significant Impacts and Mitigation

Significant Impact	Proposed Mitigation	Residual Significance
Impact 5.13-1: Exposure of persons or property to seismic risk.	See Mitigation Measures 4.13-1 and 4.13-2, above.	L
Groundwater		
Impact 4.14-1: Operation of wells could cause saltwater to intrude into shallow groundwater.	Mitigation 4.14-1: Installation of groundwater extraction wells into the shallow water-bearing zone or Merritt Sand aquifer for any purpose other than construction de-watering and remediation, including monitoring, shall be prohibited.	L
Impact 4.14-2: Operation of wells could cause contaminants to migrate to uncontaminated groundwater.	Mitigation 4.14-2: Extraction of groundwater for construction de-watering or remediation, including monitoring, shall be minimized where practicable; if extraction will penetrate into the deeper aquifers, than a study shall be conducted to determine whether contaminants of concern could migrate into the aquifer; if so, extraction shall be prohibited in that location.	L
Impact 5.14-1: Concurrent operation of multiple remediation wells or construction dewatering activities could further impair groundwater quality.	See Mitigation Measures 4.14-1 and 4.14-2, above.	L
Surface Water		
Impact 4.15-1: In-water construction or remediation would increase turbidity, and could release contaminants, affecting water quality.	Mitigation 4.15-1: Prior to in-water construction, the contractor shall prepare a water quality protection plan acceptable to the RWQCB, including site-specific best management practices for protection of Bay waters, and shall implement this plan during construction.	L
	Mitigation 4.15-2: Contractors and developers shall comply with all permit conditions from the Corps, RWQCB, and BCDC.	

Legend: S = Significant and unavoidable; L = Less than significant; A = Impact avoided

Table 1-1 Revised Summary of Significant Impacts and Mitigation

Significant Impact	Proposed Mitigation	Residual Significance
Impact 4.15-2: Under certain circumstances, disturbance of soils during construction and remediation could result in erosion, which in turn could increase sediment loads to receiving waters.	Mitigation 4.15-3: Prior to ground-disturbing activities, the contractor shall develop and implement a Stormwater Pollution Prevention Plan to be reviewed by the City or the Port, including erosion and sediment control measures.	L
Impact 4.15-3: During construction or remediation, shallow groundwater may be encountered that could be contaminated with sediment or chemicals, and could enter nearby receiving waters as could contaminated stormwater.	Mitigation 4.15-4: Prior to construction or remediation, the contractor shall develop and implement a Stormwater Pollution Prevention Plan, including protocols for determining the quality and disposition of construction water which includes shallow groundwater encountered during construction/remediation; <u>depending on the results of the testing, contaminated water shall be disposed of via standards of the applicable regulatory agency (RWQCB, DTSC, or EBMUD), as appropriate. In addition, the contractor shall comply with the requirements of NPDES Permit Nos. CAG912002 and CAG912003 if appropriate.</u>	L
Impact 4.15-4: Net changes in impervious surface could result in higher pollutant loads to receiving waters.	Mitigation 4.15-5: Post-construction controls of stormwater shall be incorporated into the design of new redevelopment elements to reduce pollutant loads.	L
Impact 4.15-5: Use of recycled water for non-potable purposes could lead to degradation of surface water quality.	Mitigation 4.15-6: Site-specific design and best management practices shall be implemented to prevent runoff of recycled water to receiving waters.	L
Impact 4.15-6: New construction could result in changes in localized flooding.	Mitigation 4.15-7: New development shall conform with the policies of the City of Oakland's Comprehensive Plan Environmental Health Hazards Element regarding flood protection.	A

Legend: S = Significant and unavoidable; L = Less than significant; A = Impact avoided

Table 1-1 Revised Summary of Significant Impacts and Mitigation

Significant Impact	Proposed Mitigation	Residual Significance
Impact 5.15-1: Construction-related increases in erosion and sedimentation/turbidity.	Mitigation 4.15-8: The City and the Port shall complete flood hazard mapping in the project area, where necessary and applicable to delineate 100- and 500-year flood hazard zones. See Mitigation Measures 4.15-1, 4.15-2, and 4.15-3, above	L
Impact 5.15-2: Increases in 303(d) pollutants and toxics.	See Mitigation Measures 4.15-4 and 4.15-5, above	L

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Legend: S = Significant and unavoidable; L = Less than significant; A = Impact avoided

#3.	Location: East Maritime Portion of the Former Oakland Army Base Property
	Proposal: Recommendation to the City Council of a General Plan Amendment changing the Land Use Designation of the East Maritime Portion of the Former Oakland Army Base Property from Business Mix to General Industrial/Transportation; and Adoption of a Report to the Redevelopment Agency and the City Council recommending the Third Amendment to the Oakland Army Base Redevelopment Plan conforming the land use designation to the General Plan
	Applicant: Oakland Community and Economic Development Agency (CEDA)
Contact Person/Phone Number:	Elois A. Thornton (510) 238-6284
	Owner: Oakland Base Reuse Authority
	Case File Number: ER 01-035; GP 06-047
Planning Permits Required:	General Plan Amendment, Redevelopment Plan Amendment
	General Plan: Currently Business Mix; proposed amendment to Industrial/Transportation
	Zoning: M-40 Heavy Industrial
Environmental Determination:	Reliance on previously certified EIR for the OARB Redevelopment Plan (July 2002)
	Historic Status: Redevelopment Project Area includes a National Register Eligible Historic District at the Oakland Army Base.
Service Delivery District:	1 – West Oakland
City Council District:	3
Actions to be Taken:	(1) Recommendation to the City Council for approval of a General Plan Amendment (2) Adoption of a Report to the Redevelopment Agency and the City Council recommending adoption of the Third Amendment to the Oakland Army Base Redevelopment Plan
For Further Information:	Contact case planner Elois A. Thornton at (510) 238-6284 or by email at cathornton@oaklandnet.com

SUMMARY

The proposed project is a request for a General Plan amendment for the portions of the former Oakland Army Base (OARB) anticipated to be conveyed to the Port of Oakland (Port) from the Oakland Base Reuse Authority (OBRA), to implement the adopted OARB Final Reuse Plan and meet Base-related agreements amongst the Port, Agency and OBRA. The property is generally located within the southeastern portion of the Base, in the areas east of Maritime Street. This area is currently designated by the Oakland General Plan as "Business Mix" based upon a prior OARB development approach that was depicted during the late 1990s when the Agency was expected to develop this area. The Port will now develop this portion of the Base; accordingly, the proposed project would entail designating the subject area from the "Business Mix" to the "General Industrial and Transportation" General Plan designation to support land uses consistent with Port operations.

The proposal additionally includes adoption of a recommendation to the City Council and Agency to amend the OARB Redevelopment Plan (Redevelopment Plan Land Use Map) to reflect the proposed General Plan amendment. This action would be the third amendment to the Redevelopment Plan since its adoption in June 2000.

In July 2002, the Planning Commission certified the OARB Area Redevelopment Plan Environmental Impact Report (EIR). The EIR contemplated the need to amend the General Plan as proposed. There is no new information, change in circumstances or changes in the project necessitating the need for further environmental review for the proposed General Plan and Redevelopment Plan amendments and therefore the OARB EIR is being relied upon for the requested actions.

PROJECT DESCRIPTION AND BACKGROUND

PROJECT SITE

The property consists of approximately 160 acres located on the southeastern portion of the former base, and includes property known as the East Maritime Property, the Knight Yard, the East Maritime Army Reserve property and a portion of the Maritime Subdistrict (see Attachment A). The subject property is bordered by the I-880 freeway to the east, 7th Street to the south, portions of Maritime Street to the west along with the City Gateway Development Area, and the East Bay Municipal Utility District facility to the north. The property is currently designated as "Business Mix" in the Oakland General Plan, with a zoning designation of M-40 Heavy Industrial.

BACKGROUND

Proposed General Plan Amendment

In July 2002 the City of Oakland certified the Oakland Army Base Area Redevelopment Plan EIR. At that same meeting, the OBRA subsequently adopted the OARB Final Reuse Plan that indicated that the Port would develop OARB areas generally east of Maritime Street (the "Port Development Area") and the Agency would develop areas generally west of Maritime Street and above West Grand Avenue ("the Gateway Development Area"). In July 2003, OBRA, the Agency and the Port executed a Memorandum of Agreement (MOA) detailing the terms and conditions upon which portions of the former base would be conveyed from OBRA to the Agency and Port. Section 7.2 of the MOA requires that the City adopt a General Plan amendment covering the Port's prospective East Maritime Property, East Maritime Army Reserve Property, and other properties to be conveyed to the Port in conformance with the certified EIR, by August 2004, but effective upon expiration of the "Trust Period" as defined in the MOA as 3 years from August 2003 (August 2006). Through discussions following adoption of the MOA, the deadline for adopting the General Plan amendment was shifted to occur prior to the August 2006 transfer of OARB property to the Port.

According to the Land Use and Transportation element of the General Plan, the “Business Mix” classification is “intended to guide a transition from heavy industry to low impact light industrial and other businesses that can co-exist compatibly with residential development.” However, the subject area is intended to be used for development of the Port’s Joint Intermodal Terminal (JIT) and would specifically contain improved rail yard facilities to facilitate Port operations. The desired land use of the area, as identified in the OARB Final Reuse Plan and examined in the OARB EIR, is maritime-related transportation activities that support the larger surrounding Port area. For this reason, staff is recommending the site be designated “General Industrial and Transportation,” a classification whose list of compatible uses include transportation, rail yards, marine terminals, distribution and warehousing, and similar activities contemplated by the Port for the subject area and surrounding Port properties. The surrounding Port areas are already designated “General Industrial and Transportation” thus the proposed amendment would “complete” the land use framework in support of Port operations.

The “General Industrial and Transportation” classification is intended to recognize, preserve, and utilize areas of the City for a variety of business and related establishments that may have the potential to create off-site impacts such as noise, light, glare, truck traffic, and odor. Because the anticipated uses of the Port Development Area are for rail yard and maritime-related activities, the “General Industrial and Transportation” classification is an appropriate designation and is specifically discussed in more detail within the OARB EIR.

The Land Use and Transportation Element (LUTE) of the General Plan supports the success of the seaport, envisions its current and future expansion, and seeks to minimize negative externalities of such expansion on the nearby West Oakland neighborhood. The proposed amendment would allow for the efficient operation of Port activities in the subject area, thus the proposed amendment allows the LUTE’s objectives to be met. In this manner, the proposed amendment additionally advances General Plan implementation and is consistent with its policies. Also the proposed amendment will not cause the General Plan to become internally inconsistent as the amendment is consistent with various General Plan policies. For example, Policy W1.2 (*Planning with the Port*) specifies that plans for maritime and aviation operations as well as activities on all lands in Port jurisdiction should be coordinated with, and generally consistent with the Oakland General Plan. The proposed amendment through facilitating operation of the Port’s Joint Intermodal Terminal, ensures coordination and consistency with Port operations. Additionally, Policy W1.3 (*Reducing Land Use Conflicts*) specifies that land uses and impacts generated from Port or neighborhood activities should be buffered, protecting adjacent residential areas from the impacts of seaport, airport, or other industrial uses. The proposed amendment will reduce land use conflicts between the subject site and the immediately adjacent Gateway Development Area. Further, the General Plan recognizes several important transportation projects being planned and implemented by the Port of Oakland that would greatly enhance the Port’s capacity to expand operations, and the JIT is one of the listed projects. The proposed “General Industrial and Transportation” designation would clearly distinguish the subject area as a location where the JIT could be built, in contrast with the existing “Business Mix” designation which would not allow facilities and activities as intensive as the JIT.

Proposed Redevelopment Plan Amendment

The OARB Redevelopment Plan was adopted by the Agency in June 2000 and depicts the development approach desired at that time. It includes three Land Use maps (titled Attachments 3A, 3B, 3C) that illustrate the preferred land uses for various subdistricts within the Redevelopment Area boundaries. The Redevelopment Plan does not specify preferred development projects in detail; it instead defers to the range of land use activities that are allowed by the General Plan. Further, it depicts the Port and Agency developing areas west and east of Maritime Street, respectively--a development approach that is no longer in effect as both entities have now "swapped" areas. As the Agency/Port ownership and development of the former base comes to fruition, amending the Redevelopment Plan (in conjunction with the General Plan amendment) to reflect the ultimate development approach will ensure internal consistency between these two Plans and additionally will bring the Plans into conformity with the OARB Final Reuse Plan.

The proposed action would constitute the third amendment to the OARB Redevelopment Plan and would affect Redevelopment Plan Land Use Maps 3A (which currently illustrates the prior intended uses for areas east and west of Maritime Street) and 3B (which shows the former JIT configuration). Map 3C which illustrates the General Plan designation for the Wood Street subdistrict of the OARB Redevelopment Area was the focus of the second Redevelopment Plan amendment approved in June 2005 to facilitate a new development direction for that area. The first amendment occurred in December 2004 and consisted of extending the time limit for Redevelopment Plan effectiveness and receipt of tax increment revenue by one year. The proposed revised Maps are included as Attachments C(1) and C(2)

In order to recommend approval of the Redevelopment Plan amendment to the Agency, a finding must be made that the proposed amendment is necessary and desirable. Staff believes that the proposed amendment is necessary and desirable, in that it will allow the Redevelopment Plan to be consistent with the General Plan and OARB Reuse Plan.

Additional Related Actions: State Tidelands Trust and Port Boundary Line

The proposed General Plan and Redevelopment Plan amendments are part of a series of OARB-related actions that will be considered by formal bodies over the next few weeks. Two additional actions are the State Tidelands Trust Exchange and Port Boundary Line Adjustment.

Tidelands Trust Exchange

The Tidelands Trust Exchange is an effort of the City, and Port working collaboratively with the State Lands Commission (SLC) to remove property to be developed by the Agency from the Tidelands Trust and include properties to be developed by the Port within Tidelands Trust boundaries. Toward that end, staff will be taking various proposed ordinances and resolutions necessary to complete the Trust Exchange and the property conveyances to the City Council for its consideration in the next couple of weeks. Staff would like to bring forward the required General Plan amendment and supportive Redevelopment Plan

amendment along with these other base-related actions for City Council consideration at the same time. This coordination of the various City Council actions will facilitate the property transfer process once the SLC exchange is completed.

Port Area Boundary Line Adjustment

The Port Area Boundary Line defines the Port of Oakland's jurisdiction and control of property within the City of Oakland. The Port is responsible for providing municipal services (fire, police, etc.) to property within the Port Area. The proposed alteration to the Port Area Boundary Line will alter the Line to include future Port-owned Army Base property within the Port Area and to remove future Agency-owned Army Base property from the Port Area.

No action is required by the Commission for the State Tidelands Trust or boundary line adjustment. It is presented in this report for information only, to provide further information on the series of actions required to implement the OARB Final Reuse Plan.

ENVIRONMENTAL REVIEW

The proposed designation of the subject property from "Business Mix" to "General Industrial and Transportation" in the General Plan was anticipated and fully and completely analyzed in the OARB EIR in 2002. Specifically, section 3.6.1 of the OARB Draft EIR discusses the various General Plan Land Use Classifications that currently exist on the OARB site, and describes the intended designation of the prospective Port's areas in Figure 3-6b of the EIR (see Attachment B). There is no new information, change in circumstances or changes in the project necessitating the need for further environmental review for the proposed General Plan and Redevelopment Plan amendments, pursuant to CEQA Guidelines section 15162, because there are no new significant impacts nor in an increase in the severity of previously identified impacts. Therefore, the OARB EIR is being relied upon for the requested actions.

The proposed General Plan and Redevelopment Plan amendments would not, in and of themselves, result in the development of the Port's Joint Intermodal Terminal (JIT) and the resulting removal of historic resources in the east of Maritime area. Rather, the Port must specifically approve any future development and in so doing it must assess the consistency of the proposed JIT project with various policies in the Historic Preservation Element of the General Plan. The future development of the JIT would result in the removal of four or five of the "800 Series" warehouses. These buildings are part of the OARB Historic District. The removal of these structures, resulting in the significant and unavoidable loss of these historic resources, was fully analyzed and addressed in the OARB Redevelopment EIR. The City previously commissioned an analysis of preserving the affected structures. That analysis determined that preservation was infeasible; that demolition would materially impair the integrity of the Historic District, resulting in a loss of eligibility for the federal National Register of Historic Places and local Area of Primary importance. A comprehensive set of mitigation measures were adopted by the City, the Agency, OBRA and the Port (see Attachment D), but the impacts were still considered to be significant and unavoidable. Therefore, a Statement of Overriding

Considerations was adopted by the City for this significant and unavoidable impact on historic resources.

RECOMMENDATIONS

In light of the above, staff recommends that the Planning Commission:

- (1) Determine that the OARB Area Redevelopment Plan EIR can be relied upon for the proposed project and no further environmental review is required, pursuant to CEQA Guidelines section 15162, because there is no new information, change in circumstances or changes in the project that would result in new significant impacts nor in an increase in the severity of previously identified impacts;
- (2) Recommend to the City Council approval of an amendment to the General Plan to designate the above-described Port Development Area of the former Oakland Army Base from "Business Mix" to "General Industrial and Transportation;" and
- (3) Adopt a Report to the Redevelopment Agency and the City Council recommending adoption of the Third Amendment to the Oakland Army Base Redevelopment Plan

Prepared by:



ELOIS A. THORNTON
Planner IV, Oakland Base Reuse Authority



CLAUDIA CAPPIC
Director of Development

ATTACHMENTS:

- A. Map of Subject Property
- B. Map 3.6b of the OARB Area
- C. (1) Oakland Army Base Redevelopment—Conceptual Redevelopment Strategy Map
(Amended Redevelopment Map 3A)
(2) Oakland Army Base Redevelopment--Maritime Sub-district General Plan
Map (Amended Redevelopment Plan Map 3B)
- D. OARB Area Redevelopment Plan EIR Mitigations

NOTE:

THE OAKLAND ARMY BASE AREA REDEVELOPMENT PLAN ENVIRONMENTAL IMPACT REPORT WAS PREVIOUSLY PROVIDED TO THE PLANNING COMMISSION AND CAN BE OBTAINED AT CITY OF OAKLAND, COMMUNITY AND ECONOMIC DEVELOPMENT AGENCY, PLANNING DIVISION, 250 FRANK H. OGAWA PLAZA, SUITE 3315, OAKLAND, CA 94612 AND ON THE WEB AT:

http://

www.oaklandnet.com/government/ceda/revised/planning/zoning/MajorProjectsSection/environmentaldocuments.html

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OAKLAND CITY PLANNING COMMISSION
COMMUNITY AND ECONOMIC DEVELOPMENT OFFICE

FEB 28 2006

OAKLAND CITY COUNCIL

ORDINANCE No. _____ C.M.S.

AN ORDINANCE ALTERING THE PORT AREA BOUNDARY TO INCLUDE CERTAIN PARCELS AND EXCLUDE CERTAIN PARCELS AT AND ADJACENT TO THE FORMER OAKLAND ARMY BASE

WHEREAS, Sections 706(4), 706(15) and 725 of the Charter of the City of Oakland authorize the Port of Oakland ("Port") to own and have control and jurisdiction of real property in the Port Area; and

WHEREAS, Sections 706(4), 706(15) and 725 of the Charter authorize the Port to relinquish and transfer control and jurisdiction over any such property to the City of Oakland, acting by and through its City Council, upon the request and recommendation of the Board of Port Commissioners (the "Port Board") and the approval of the City Council; and

WHEREAS, Sections 706(4) and 725 of the Charter also authorize the City Council to enlarge the Port Area upon request of the Port Board; and

WHEREAS, the City Council approved and authorized the negotiation and entrance into the July 8, 2003 Oakland Army Base Memorandum of Agreement with the Port, the Oakland Redevelopment Agency and the Oakland Base Reuse Authority regarding the conveyance and development of the former Oakland Army Base ("MOA") pursuant to certain specified terms and conditions; and

WHEREAS, the MOA sets forth the following specified parcels of land at and adjacent to the former Army Base that are currently within the Port Area that will be owned and developed by the Redevelopment Agency ("City Parcels") and that the Port Area Boundary will be altered to exclude the City Parcels:

- 1) An approximate one hundred forty (140) acre parcel of land generally west of Maritime Street and generally east of I-80 as more particularly described on Exhibit A, attached hereto and commonly referred to as the "West Maritime Property";
- 2) An approximate one (1) acre parcel of land generally north of West Grand Avenue as more particularly described on Exhibit A,

attached hereto and commonly referred to as the "West Maritime Army Reserve Property";

- 3) Two (2) parcels of land of approximately fourteen (14) acres adjacent to the former Army Base particularly described on Exhibit A, attached hereto and commonly referred to as the "Port Sliver Properties";
- 4) Four (4) parcels of land of approximately eight (8) acres adjacent to the former Army Base particularly described on Exhibit A, attached hereto and commonly referred to as "Caltrans Parcels Nos. 3, 3A, 7 and 7A"; and

WHEREAS, the MOA further sets forth the following specified parcels of land at and adjacent to the former Army Base that are currently not within the Port Area that will be owned and developed by the Port ("Port Parcels") and that the Port Area Boundary will be altered to include the Port Parcels:

- 1) An approximate one hundred seventy-one (171) acre parcel of land east of Maritime Street at the former Army Base as more particularly described on Exhibit B, attached hereto and commonly referred to as the "East Maritime Property";
- 2) Three (3) parcels of land of approximately nine (9) acres adjacent to the former Army Base as more particularly described on Exhibit B, attached hereto and commonly referred to as the "East Maritime Army Reserve Property";
- 3) Four (4) parcels of land of approximately six (6) acres adjacent to the former Army Base as more particularly described on Exhibit B, attached hereto and commonly referred to as "Caltrans Parcels Nos. 1, 1A, 2 and 2A"; and

WHEREAS, it is the intention of the parties that the alteration of the Port Area Boundary shall be effective after the execution and implementation of the Oakland Army Base Public Trust Exchange Agreement; and

WHEREAS, the Port Board has passed a Port Ordinance finding that, subject to certain specified terms and conditions, the City Parcels are no longer necessary for port purposes and approving the alteration of the Port Area to exclude the City Parcels (the "Port Ordinance"); and

WHEREAS, the Port Board, by passage of the Port Ordinance, has also approved a request of the City Council to alter the Port Area to include the Port Parcels within the Port Area; and

WHEREAS, on July 31, 2002, the City Planning Commission, on behalf of the City of Oakland as the Lead Agency, certified the Oakland Army Base Area Redevelopment Plan Environmental Impact Report ("EIR") and subsequently filed a Notice of Determination; and

WHEREAS, the Redevelopment Agency, as a Responsible Agency, approved the EIR on October 29, 2002, and subsequently filed a Notice of Determination; and

WHEREAS, the requirements of the California Environmental Quality Act of 1970 ("CEQA") have been satisfied with the completion and certification of the EIR;

NOW, THEREFORE, THE COUNCIL OF THE CITY OF OAKLAND DOES ORDAIN AS FOLLOWS:

Section 1. Pursuant to Sections 706(4), 706(15) and 725 of the Charter, the City Council, subject to the terms and conditions set forth herein, hereby alters the Port Area to exclude the City Parcels, as depicted on Exhibit A.

Section 2. Pursuant to Sections 706(4) and 725 of the Charter, the City Council, subject to the terms and conditions set forth herein, hereby alters the Port Area to include the Port Parcels, as depicted on Exhibit B.

Section 3. The actions set forth in Sections 1 and 2 above are expressly conditioned upon, and will not take effect until and unless (i) the execution and implementation of the Oakland Army Base Public Trust Exchange Agreement, (ii) the conveyance of the former Army Base property to the Port and the Oakland Redevelopment Agency as more particularly described in the Oakland Army Base Public Trust Exchange Agreement, and (iii) the completion, execution and continued existence of (non-default by the parties to) the MOA.

Section 4. The City Administrator or her designee is hereby authorized to negotiate and execute documents and take whatever other action is necessary in order to implement the purpose of this Ordinance.

Section 5. The City of Oakland, as the Lead Agency, finds and determines, prior to taking action approving this Ordinance, that (a) this Ordinance complies with CEQA; (b) the City Council relies upon the previously certified EIR for this action; and (c) none of the requirements in CEQA Guidelines sections 15162 requiring further environmental review have occurred and thus no Subsequent or Supplemental EIR is required for this action.

Section 6. Staff is directed to cause to be filed a Notice of Determination with the appropriate agencies.

Section 7. The record before the City Council relating to this matter includes, without limitation, the following:

1. The Final Reuse Plan and Redevelopment Plan, including all accompanying maps and papers;
2. All final staff reports, final decision letters and other final documentation and information produced by or on behalf of the City, Agency and OBRA, including without limitation the Draft and Final EIR and supporting final technical studies and appendices, and all related/supporting final materials, and all final notices relating to the OARB Redevelopment EIR, Final Reuse Plan, Redevelopment Plan (and amendments), this action and attendant hearings;
3. All oral and written evidence received by the City Council, City Planning Commission and OBRA during the public hearings on the OARB Redevelopment Plan EIR, Final Reuse Plan and Redevelopment Plan (and amendments), and this action, and all written evidence received by relevant City and OBRA Staff before and during said public hearings; and
4. All matters of common knowledge and all official enactments and acts of the City and OBRA, such as (a) the General Plan; (b) Oakland Municipal Code, including, without limitation, the Oakland real estate regulations and Oakland Fire Code; (c) Oakland Planning Code; (d) other applicable City and OBRA policies and regulations, and (e) all applicable state and federal laws, rules and regulation, including those of the Bay Conservation and Development Commission.

Section 8. The custodians and locations of the documents or other materials which constitute the record of proceedings upon which the City's decision is based are respectively: (a) Community & Economic Development Agency, Planning & Zoning Division, 250 Frank H. Ogawa Plaza, 3rd floor, Oakland California.; (b) Community & Economic Development Agency, Base Reuse Unit, 250 Frank H. Ogawa Plaza, 3rd floor, Oakland California; and (c) Office of the City Clerk, 1 Frank H. Ogawa Plaza, 1st floor, Oakland, California.

Section 9. The recitals contained in this Ordinance are true and correct and are an integral part of the City Council decision.

Section 10. If any part of this Ordinance is held to be invalid for any reason, such decision shall not affect the validity of the remaining portion of this Ordinance, and this Council hereby declares that it would have passed the remainder of this Ordinance if such invalid portion thereof had been deleted.

Section 11. Subject to the provisions of Section 3, this Ordinance shall be in full force and effect immediately upon its passage as provided by Section 216 of the City Charter, if adopted by at least six members of Council, or upon the seventh day after final adoption if adopted by fewer votes.

IN COUNCIL, OAKLAND, CALIFORNIA, ON MARCH 7, 2006

PASSED BY THE FOLLOWING VOTE:

AYES- BRUNNER, KERNIGHAN, NADEL, QUAN, BROOKS, REID, CHANG AND
PRESIDENT DE LA FUENTE

NOES-

ABSENT-

ABSTENTION-

ATTEST: _____
LATONDA SIMMONS
City Clerk and Clerk of the Council of
the City of Oakland

Exhibit A: Legal Description of parcels currently within the Port Area that will be owned and developed by the Redevelopment Agency ("City Parcels")

Exhibit B: Legal Description of parcels not within the Port Area that will be owned and developed by the Port ("Port Parcels")

EXHIBIT A

Schedule 1.1 (94)
Legal Description
West Maritime Property
Oakland Army Base

All that certain real property, in the City of Oakland, County of Alameda, State of California, described as follows:

Parcel 13

A portion of those Parcels of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded April 23, 1941, in Book 4017 of Official Records, Page 485 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4017 O.R. 485); A portion of the lands described in that certain Final Judgment as to Tract 5, United States of America vs. City of Oakland, State of California et al., Case No. 21930-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded February 16, 1951 in Book 6361 of Official Records, Page 334 in the Office of the Recorder of said Alameda County (hereinafter referred to as 6361 O.R. 334); A portion of the lands described in that certain Final Judgment as to Tract 23, United States of America vs. City of Oakland, State of California et al., Case No. 21930-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded January 11, 1950 in Book 5987 of Official Records, Page 319 in the Office of the Recorder of said Alameda County (hereinafter referred to as 5987 O.R. 319); And a portion of the lands described in that certain Final Judgment as to Interests of Defendant City of Oakland, A Municipal Corporation, United States of America vs. City of Oakland et al., Case No. 21758-L, Case No. 21930-L, Case No. 22084-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded February 24, 1960, Reel 032, Image 660 of Official Records in the Office of the Recorder of said Alameda County (hereinafter referred to as Reel: 32, Image:660), all of which are more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Records of Surveys, at Pages 50-60, Alameda County Official Records;

Thence South 38°00'05" West, 989.35 feet to the eastern most corner of Parcel Seven as described in that certain Quitclaim Deed, recorded June 15, 1999 as Doc. No. 99-222447 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 99-222447), being a point on the agreed upon location of the "Low Tide line of 1852" as described in City of Oakland Ordinance No. 3099 a certified copy of which was recorded on October 10, 1910 in Book 1837 of Deeds, Page 84, in the Office of the Recorder of Alameda

County (hereinafter referred to as 1837 Deeds 84), said point being marked by a pin set in concrete in a monument well, as shown on said Army Map;

Thence along said agreed upon location of the "Low Tide line of 1852" (1837 Deeds 84) North 41°00'50" East, 3829.19 feet to the **POINT OF BEGINNING** of Parcel 13 as herein described;

Thence departing from said agreed upon location of the "Low Tide line of 1852", North 48°48'07" West, 839.34 feet to a point on the generally southern line of Parcel 1, Tract 14 as described in said Final Judgment as to Interests of Defendant City of Oakland, A Municipal Corporation, United States of America vs. City of Oakland et al., Case No. 21758-L, Case No. 21930-L, Case No. 22084-L (Reel: 32, Image:660), being a point on the course described as "North 6°52'23" East, 936.49 feet" in the description of said Parcel 1;

Thence along the generally southern line of said Parcel 1 (Reel: 32, Image:660) the following two courses:

- 1) North 08°03'07" East, 385.68 feet to an angle point in said line;
- 2) South 86°48'30" West, 297.19 feet to a point on the back of concrete apron of the wharf structures at that portion of the Oakland Army Base commonly referred to as Pier 8;

Thence departing from said generally southern line of said Parcel 1 (Reel: 32, Image:660) along said back of concrete apron the following six courses:

- 1) North 08°04'29" East, 43.36 feet;
- 2) North 81°39'04" West, 63.48 feet;
- 3) North 21°23'43" East, 72.93 feet;
- 4) North 81°33'20" West, 154.14 feet;
- 5) North 07°35'55" East, 47.96 feet;
- 6) North 68°58'20" West, 412.08 feet to a point on a line that bears North 48°48'07" West from the **POINT OF BEGINNING**;

Thence North 48°48'07" West, 389.20 feet to a point that bears North 48°48'07" West, 2296.50 feet from the **POINT OF BEGINNING**;

Thence South 81°26'43" West, 354.67 feet;

Thence South 80°58'50" West, 241.56 feet;

Thence South 08°24'05" East, 40.51 feet;

Thence South 07°08'26" East, 42.27 feet to an angle point in the existing face of wharf located at the portion of the Oakland Army Base formerly known as Pier 8;

Thence along the existing face of wharf of said Pier 8 and Pier 7 the following eight courses:

- 1) South 81°35'04" West, 751.30 feet to an angle point in said face of wharf;
- 2) South 74°45'15" West, 80.05 feet to an angle point in said face of wharf;
- 3) South 61°28'19" West, 85.21 feet to an angle point in said face of wharf;
- 4) South 48°06'56" West, 79.89 feet to an angle point in said face of wharf;
- 5) South 41°20'07" West, 1332.88 feet to an angle point in said face of wharf;
- 6) North 48°42'09" West, 259.68 feet to an angle point in said face of wharf;
- 7) North 41°16'18" East, 124.89 feet to an angle point in said face of wharf;
- 8) North 48°38'16" West, 249.42 feet to a point in the existing westerly perimeter fence line of said Pier 7;

Thence northerly along the said westerly perimeter fence line of Pier 7, the following two courses:

- 1) North 20°41'10" West, 640.82 feet to an angle point in said fence line;
- 2) North 01°48'40" West, 114.71 feet to a point on the southerly line of Parcel "S" as described in that certain Indenture and Conveyance by and between the State of California acting by and through it's Department of Public Works and the California Toll Bridge Authority, and City of Oakland, acting by and through it's Board of Port Commissioners, recorded on February 17, 1942 in Book 4186 of Official Records, at Page 156 in the Office of the Recorder of Alameda County (hereinafter referred to as 4186 O.R. 156);

Thence along the southerly line of said Parcel "S" (4186 O.R. 156), the following two courses:

- 1) North 88°08'30" East, 291.86 feet;
- 2) North 81°36'26" East, 3747.00 feet to the western most corner of said lands described in Final Judgment as to Tract 5, United States of America vs. City of Oakland, State of California et al., Case No. 21930-L, (6361 O.R. 334);

Thence along the northerly line of said Tract 5, North 64°17'11" East 397.63 feet to the western most corner of said lands described in Final Judgment as to Tract 23, United States of America vs. City of Oakland, State of California et al., Case No. 21930-L (5987 O.R. 319) said corner being marked by a 1 ½" brass disc with punch in the top of a concrete culvert as shown on said

Army Map;

Thence along the northern line of said Tract 23, North $71^{\circ}46'34''$ East, 111.41 feet to the western most corner of Parcel 56444 as described in that certain Quitclaim Deed (I-880 Connector Corridor) recorded on February 13, 2002 as Document No. 2002072863 of Official Records in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002072863), being marked by a 1" iron pipe and CalTrans cap as shown on Record of Survey No. 1687, filed in Book 25 of Records of Surveys, Pages 58-69, Alameda County Official Records, being the beginning of a non-tangent curve concave southwesterly, having a radius of 1457.00 feet and a central angle of $9^{\circ}28'45''$, from which beginning the radius point bears South $08^{\circ}37'39''$ West;

Thence, along the generally southwestern line of said Parcel 56444, the following fifteen courses:

- 1) along said curve to the right, an arc distance of 241.05 feet to an angle point from which the radius point bears South $18^{\circ}06'24''$ West;
- 2) South $63^{\circ}07'59''$ East, 314.87 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 3) South $59^{\circ}26'20''$ East, 388.09 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 4) South $54^{\circ}38'31''$ East, 108.88 feet;
- 5) South $71^{\circ}14'04''$ East, 214.96 feet;
- 6) South $68^{\circ}12'53''$ East, 121.49 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 7) South $52^{\circ}34'03''$ East, 57.26 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 8) South $26^{\circ}23'46''$ West, 50.81 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 9) South $67^{\circ}50'56''$ East, 108.73 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 10) North $40^{\circ}50'20''$ East, 50.00 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 11) South $59^{\circ}26'20''$ East, 469.79 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;

12) South 64°31'30" East, 100.40 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;

13) South 59°20'55" East, 161.93 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687, marking the beginning of a non-tangent curve concave southwesterly, having a radius of 926.00 feet and a central angle of 13°07'36", from which beginning the radius point bears South 31°52'38" West;

14) along said curve to the right, an arc distance of 212.15 feet to a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687 marking the beginning of a non-tangent curve concave southwesterly, having a radius of 926.00 feet and a central angle of 18°51'52", from which beginning the radius point bears South 47°51'29" West;

15) along said curve to the right' an arc distance of 304.88 feet to the beginning of a non-tangent curve concave northwesterly, having a radius of 599.96 feet and a central angle of 3°36'49", from which the radius point bears North 17°29'03" West;

Thence along said curve to the right, an arc distance of 37.84 feet;

Thence South 76°07'45" West, 555.85 feet to the beginning of a curve concave southeasterly, having a radius of 1739.00 feet and a central angle of 30°14'40";

Thence along said curve to the left, an arc distance of 917.96 feet;

Thence South 45°53'06" West, 550.21 feet to a point on a line that bears South 48°48'07" East from the **POINT OF BEGINNING**;

Thence North 48°48'07" West, 534.07 feet to the **POINT OF BEGINNING**, containing 5,660,129 square feet (129.939 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this legal description.

Parcel 14

A portion of the Parcels of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded April 23, 1941, in Book 4017 of Official Records, Page 485 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4017 O.R. 485); A portion of the lands described in that certain Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company et al., Case No. 23099-S, District Court of the United States in and for the Northern District of California, Southern Division, recorded October 22, 1951, in Book 6566 of Official Records, Page 301 in the Office of the Recorder of said Alameda County (hereinafter referred to as 6566 O.R. 301); A portion of the lands described in that certain Final Judgment as to Interests of Defendant City of Oakland, A Municipal Corporation, United States of America vs. City of Oakland et al., Case No. 21758-L, Case No. 21930-L, Case No. 22084-L, District Court of the

United States in and for the Northern District of California, Southern Division, recorded February 24, 1960, Reel 032, Image 660 of Official Records in the Office of the Recorder of said Alameda County (hereinafter referred to as Reel:032, Image:660); A portion of the lands described in that certain Final Judgment as to Tract 5, United States of America vs. City of Oakland, State of California et al., Case No. 21930-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded February 16, 1951 in Book 6361 of Official Records, Page 334 in the Office of the Recorder of said Alameda County hereinafter referred to as 6361 O.R. 334); A portion of the lands described in that certain Final Judgment as to Parcel No. 6, United States of America vs. City of Oakland, State of California et al., Case No. 21930-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded May 23, 1960, Reel 092, Image 111 of Official Records, in the Office of the Recorder of said Alameda County (hereinafter referred to as Reel:092, Image:111), all of which are more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North 48°22'05" East, 5692.24 feet to the northern most corner of Parcel 1, Tract 1 as described in said Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company et al., Case No. 23099-S (6566 O.R. 301), said corner being the northwestern terminus of the course described as "North 71°40'17" West 585.40 feet" in the description of said Parcel 1, Tract 1 (6566 O.R. 301), and being marked by a 2 ½" brass disk with punch mark stamped "City of Oakland Survey Station 8NW9" as shown on Record of Survey No. 1705, filed in Book 26 of Record of Surveys, at Page 1, Alameda County Official Records;

Thence along the northwest line of said Parcel 1, Tract 1 (6566 O.R. 301) South 79°57'58" West, 9.41 feet to the beginning of a curve concave southwesterly, having a radius of 599.96 feet and a central angle of 20°37'16", from which the radius point bears South 36°18'10" West, being the **POINT OF BEGINNING** of Parcel 14 as herein described;

Thence along said curve to the right, an arc distance of 215.93 feet to a point on the generally northern line of Parcel A as described in an unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd R.S.C., dated December 17, 1998, said Parcel A being commonly referred to as the "Subaru Lot" (said Parcel A being hereinafter referred to as the Subaru Lot);

Thence along said generally northern line of said Parcel A (the Subaru Lot) the following thirteen courses:

- 1) North $70^{\circ}14'16''$ West, 59.22 feet to an angle point in said line, said point being marked by a $1\frac{1}{2}$ " brass disk with bolt stamped "LS 6379";
- 2) North $69^{\circ}21'45''$ West, 49.64 feet to an angle point in said line, said point being marked by a $1\frac{1}{2}$ " brass disk with bolt stamped "LS 6379";
- 3) North $63^{\circ}28'21''$ West, 40.88 feet to an angle point in said line, said point being marked by a $\frac{3}{4}$ " brass tag in concrete stamped "LS 6379";
- 4) North $66^{\circ}07'36''$ West, 44.94 feet to an angle point in said line, said point being marked by a $1\frac{1}{2}$ " brass disk with bolt stamped "LS 6379";
- 5) North $69^{\circ}32'54''$ West, 44.74 feet to an angle point in said line, said point being marked by a $1\frac{1}{2}$ " brass disk with bolt stamped "LS 6379";
- 6) North $72^{\circ}38'25''$ West, 67.85 feet to an angle point in said line, said point being marked by a $1\frac{1}{2}$ " brass disk with bolt stamped "LS 6379";
- 7) North $70^{\circ}15'39''$ West, 49.25 feet to an angle point in said line, said point being marked by a 1" iron pipe with plug stamped "LS 6379";
- 8) South $80^{\circ}41'00''$ West, 170.83 feet to an angle point in said line, said point being marked by a 1" iron pipe with plug stamped "LS 6379";
- 9) North $87^{\circ}09'05''$ West, 415.50 feet to beginning of a curve concave southerly, having a radius of 299.98 feet and a central angle of $25^{\circ}11'31''$, said beginning of curve being marked by a 1" iron pipe with plug stamped "LS 6379";
- 10) along said curve to the left, an arc distance of 131.90 feet;
- 11) South $67^{\circ}39'24''$ West, 25.68 feet to the beginning of a curve concave southeasterly, having a radius of 199.99 feet and a central angle of $39^{\circ}56'30''$, said beginning of curve being marked by a 1" iron pipe with plug and tack stamped "LS 6379";
- 12) along said curve to the left, an arc distance of 139.42 feet to the beginning of a compound curve concave easterly, having a radius of 20.00 feet and a central angle of $29^{\circ}55'43''$, said beginning of curve being marked by a $1\frac{1}{2}$ " brass disk and spike stamped "LS 6379";
- 13) along said curve to the left, an arc distance of 10.45 feet to the intersection of said curve with the generally northeaster line of said Parcel 56444 (Doc. 2002072863), being a point on the course described as "South $65^{\circ}41'47''$ East 135.08 feet" in the description of said Parcel 56444 (Doc. 2002072863);

Thence along said generally northeastern line of said Parcel 56444 (Doc. 2002072863) the following seven courses:

- 1) North $65^{\circ}41'40''$ West, 109.04 feet to an angle point in said line;
- 2) North $49^{\circ}47'18''$ West, 162.81 feet to an angle point in said line;
- 3) North $54^{\circ}46'46''$ West, 103.19 feet to an angle point in said line, said angle point being marked by a 1" iron pipe and CalTrans cap as shown on Record of Survey No. 1687 filed in Book 25 of Records of Surveys, at Pages 58-69, Alameda County Official Records;
- 4) North $47^{\circ}07'33''$ West, 55.66 feet to the beginning of a curve concave southwesterly, having a radius of 1160.00 feet and a central angle of $12^{\circ}07'10''$, said beginning of curve being marked by a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 5) along said curve to the left, an arc distance of 245.37 feet to an angle point in said line from which the radius point bears South $30^{\circ}45'17''$ West, said angle point being marked by a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 6) North $59^{\circ}14'43''$ West, 262.30 feet to an angle point in said line, said angle point being marked by a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 7) North $57^{\circ}29'34''$ West, 66.49 feet to a point on the generally northern line of "Parcel 3, Baldwin Yard" as shown on Record of Survey No. 1704, filed in Book 26 of Record of Surveys, at Page 65, Alameda County Official Records (hereinafter referred to as the Baldwin Yard), being the beginning of a non-tangent curve concave southerly, having a radius of 1252.80 feet and a central angle of $8^{\circ}05'48''$, from which beginning the radius point bears South $08^{\circ}32'47''$ East;

Thence departing from said generally northeastern line of said Parcel 56444 (Doc. 2002072863), along the said generally northern line of said Baldwin Yard, the following three courses:

- 1) along said curve to the right, an arc distance of 177.04 feet to the beginning of a non-tangent curve concave southerly having a radius of 3336.10 feet and a central angle of $19^{\circ}16'27''$, from which the radius point bears South $00^{\circ}34'42''$ East;
- 2) along said curve to the right, an arc distance of 1122.26 feet to an angle point in said line from which the radius point bears South $18^{\circ}41'45''$ West;
- 3) South $71^{\circ}17'43''$ East, 326.69 feet to an angle point in said line;

Thence departing from said generally northern line, South $70^{\circ}28'52''$ East, 223.98 feet to a point on the northwest line of Parcel 2, Tract 14 as described in said Final Judgment as to Interests of Defendant City of Oakland, A Municipal Corporation, United States of America vs. City of Oakland et al., Case No. 21758-L, Case No. 21930-L, Case No. 22084-L (Reel: 32, Image:660) also being the northwest line of former 34th Street (now Wake Avenue);

Thence along said northwest line of said Parcel 2, Tract 14 (Reel: 32, Image:660), North 79°57'58" East, 36.10 feet to the eastern most corner of said lands described in said Final Judgment as to Parcel No. 6, United States of America vs. City of Oakland, State of California, et al., Case No. 21930-L (Reel: 92, Image: 111);


Thence departing from said northwest line of said Parcel 2, Tract 14 (Reel: 32, Image:660), South 13°11'35" East, 60.09 feet to a point on the southeast line of said Parcel 2, Tract 14, also being the southwest line of former 34th Street (now Wake Avenue);

Thence along said southeast line of said Parcel 2, Tract 14 (Reel: 32, Image:660), North 79°57'58" East, 2.13 feet to the **POINT OF BEGINNING**, containing 503,500 square feet (11.559 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this legal description.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Alameda County Records unless otherwise indicated. To obtain ground level distances, multiply distances called for herein by 1.0000705.

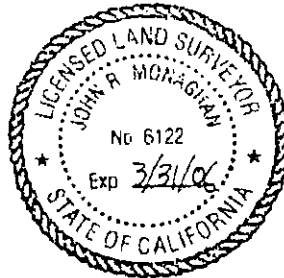
End of Description

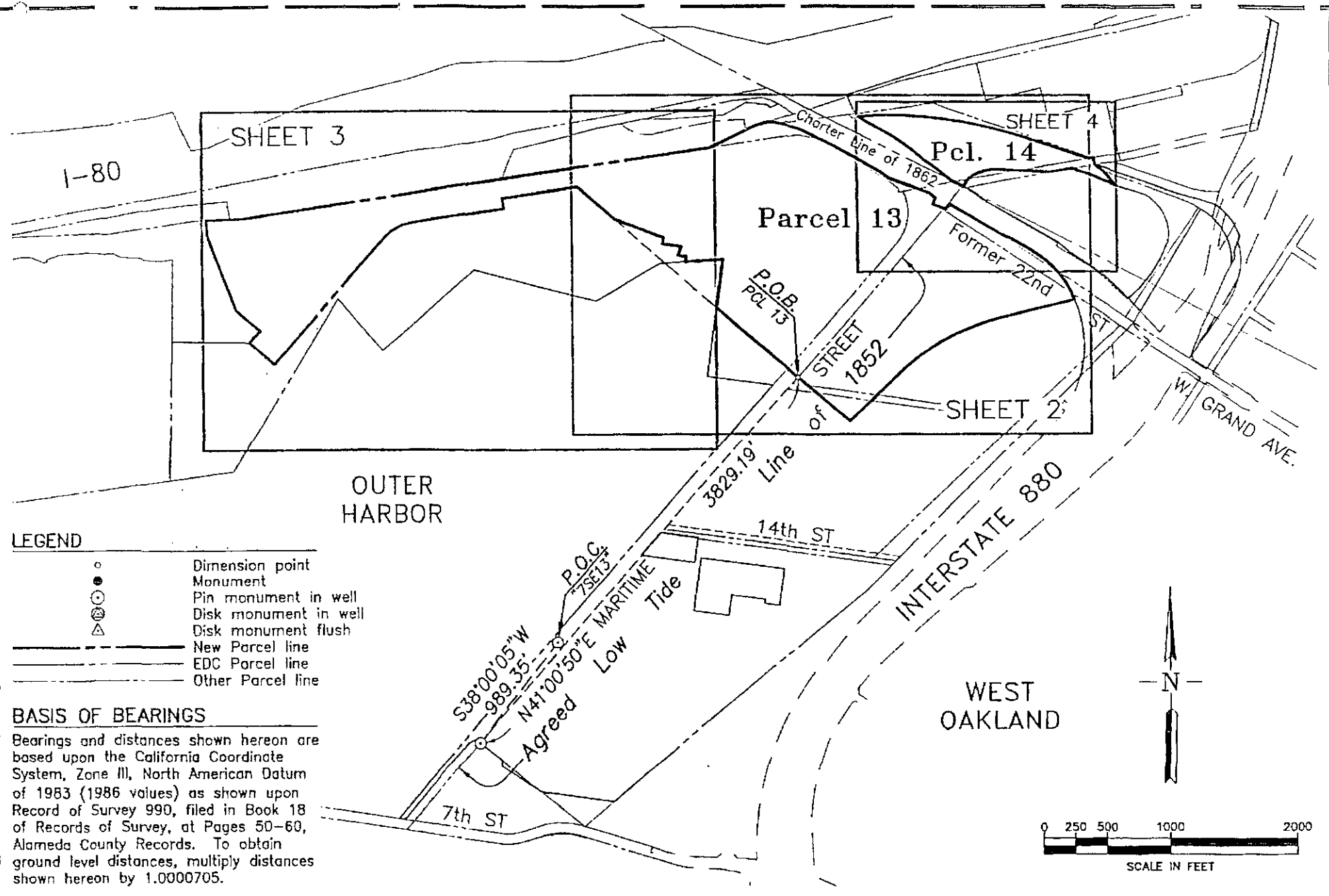
I hereby state that this description and its accompanying plat were prepared by me, or under my direction, in July 2003.



John R. Monaghan, LS 6122
License Expires: 03/31/06

7/15/03
Date





LEGEND

○	Dimension point
●	Monument
⊙	Pin monument in well
⊗	Disk monument in well
⊕	Disk monument flush
△	
—	New Parcel line
- - -	EDC Parcel line
· · ·	Other Parcel line

BASIS OF BEARINGS
 Bearings and distances shown hereon are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon Record of Survey 990, filed in Book 18 of Records of Survey, at Pages 50-60, Alameda County Records. To obtain ground level distances, multiply distances shown hereon by 1.0000705.

PORT OF OAKLAND
 LAND SURVEYS AND MAPPING
 530 Water Street
 Oakland, California

SCHEDULE 1.1 (94)
PLAT TO ACCOMPANY LEGAL DESCRIPTION
 WEST MARITIME PROPERTY
 OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = 1000'	Data File:
DATE: 7/15/2003	Revision:
SHEET 1 OF 4	Rev. date:
ATTACHMENTS:	
FILE LOC.> WEST-MARITIME.DWG (1)	

INTERSTATE 80

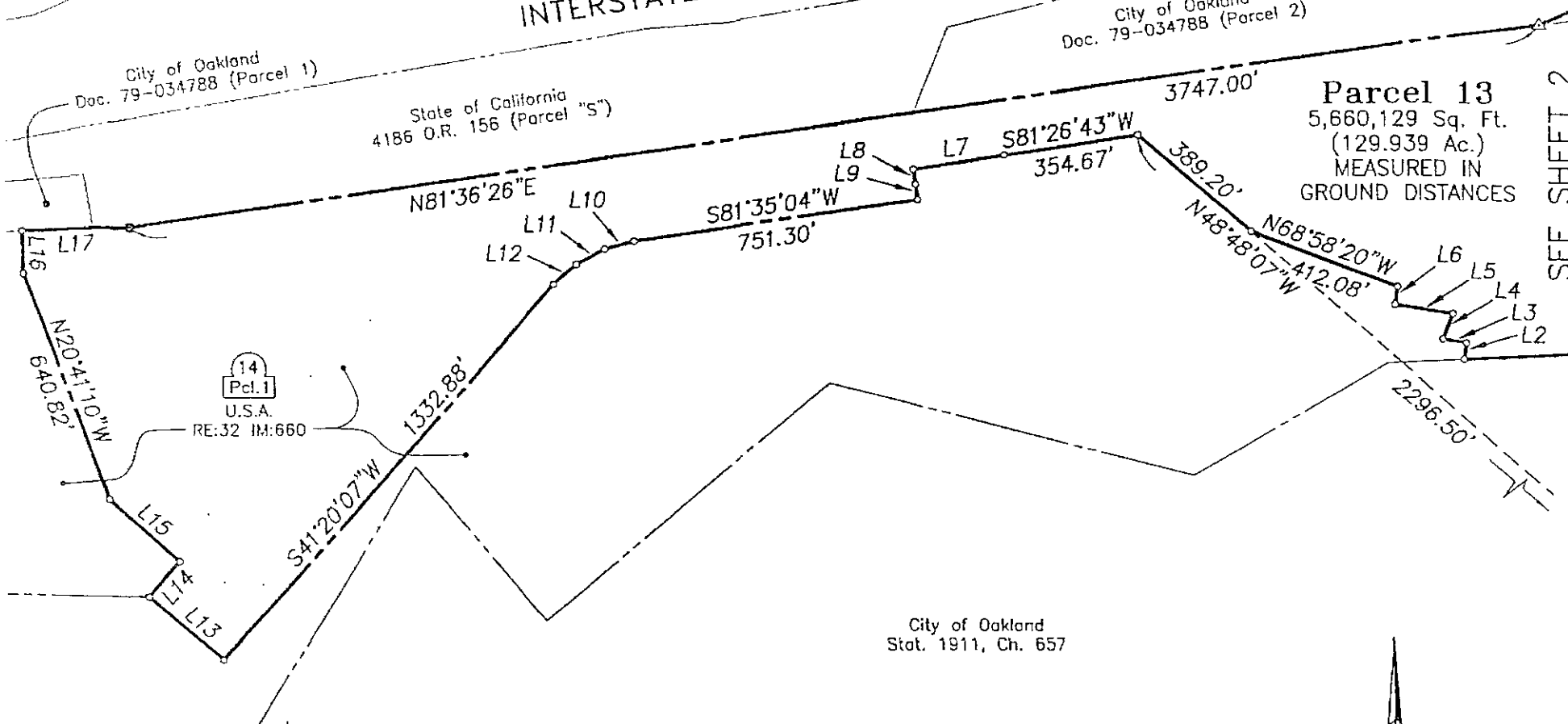
City of Oakland
Doc. 79-034788 (Parcel 2)

City of Oakland
Doc. 79-034788 (Parcel 1)

State of California
4186 O.R. 156 (Parcel "S")

Parcel 13
5,660,129 Sq. Ft.
(129.939 Ac.)
MEASURED IN
GROUND DISTANCES

SEE SHEET 2

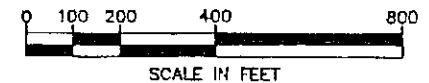
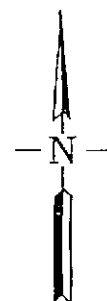


14
Pcl.1
U.S.A.
RE:32 IM:660

City of Oakland
Stat. 1911, Ch. 657

LINE	BEARING	DISTANCE
L2	N08°04'29"E	43.36'
L3	N81°39'04"W	63.48'
L4	N21°23'43"E	72.93'
L5	N81°33'20"W	154.14'
L6	N07°35'55"E	47.96'
L7	S80°58'50"W	241.56'
L8	S08°24'05"E	40.51'
L9	S07°08'26"E	42.27'

LINE	BEARING	DISTANCE
L10	S74°45'15"W	80.05'
L11	S61°28'19"W	85.21'
L12	S48°06'56"W	79.89'
L13	N48°42'09"W	259.68'
L14	N41°16'18"E	124.89'
L15	N48°38'16"W	249.42'
L16	N01°48'40"W	114.71'
L17	N88°08'30"E	291.86'

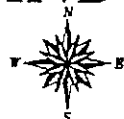


PORT OF OAKLAND

LAND SURVEYS AND MAPPING



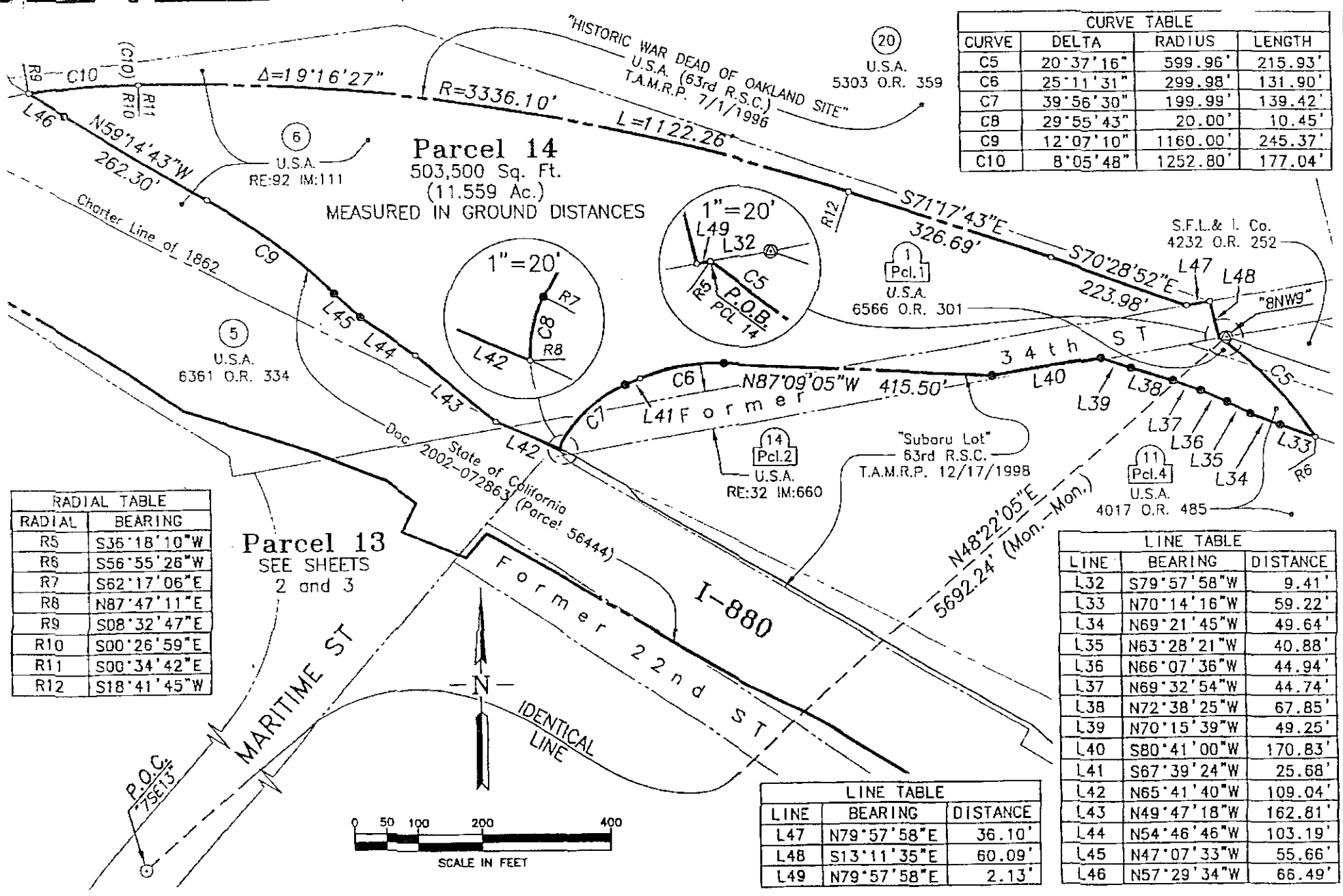
530 Water Street
Oakland, California



SCHEDULE 1.1 (94)
PLAT TO ACCOMPANY LEGAL DESCRIPTION
WEST MARITIME PROPERTY
OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = 400'	Data File:
DATE: 7/15/2003	Revision:
SHEET 3 OF 4	Rev. date:
ATTACHMENTS:	
FILE LOC.> WEST-MARITIME.DWG (3)	

CURVE TABLE			
CURVE	DELTA	RADIUS	LENGTH
C5	20°37'16"	599.96'	215.93'
C6	25°11'31"	299.98'	131.90'
C7	39°56'30"	199.99'	139.42'
C8	29°55'43"	20.00'	10.45'
C9	12°07'10"	1160.00'	245.37'
C10	8°05'48"	1252.80'	177.04'



RADIAL TABLE	
RADIAL	BEARING
R5	S36°18'10"W
R6	S56°55'26"W
R7	S62°17'06"E
R8	N87°47'11"E
R9	S08°32'47"E
R10	S00°26'59"E
R11	S00°34'42"E
R12	S18°41'45"W

LINE TABLE		
LINE	BEARING	DISTANCE
L32	S79°57'58"W	9.41'
L33	N70°14'16"W	59.22'
L34	N69°21'45"W	49.64'
L35	N63°28'21"W	40.88'
L36	N66°07'36"W	44.94'
L37	N69°32'54"W	44.74'
L38	N72°38'25"W	67.85'
L39	N70°15'39"W	49.25'
L40	S80°41'00"W	170.83'
L41	S67°39'24"W	25.68'
L42	N65°41'40"W	109.04'
L43	N49°47'18"W	162.81'
L44	N54°46'46"W	103.19'
L45	N47°07'33"W	55.66'
L46	N57°29'34"W	66.49'

LINE TABLE		
LINE	BEARING	DISTANCE
L47	N79°57'58"E	36.10'
L48	S13°11'35"E	60.09'
L49	N79°57'58"E	2.13'

PORT OF OAKLAND
LAND SURVEYS AND MAPPING
530 Water Street
Oakland, California

SCHEDULE 1.1 (94)
PLAT TO ACCOMPANY LEGAL DESCRIPTION
WEST MARITIME PROPERTY
OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = 200'	Data File:
DATE: 7/15/2003	Revision:
SHEET 4 OF 4	Rev. date:
ATTACHMENTS:	
FILE LOC: > WEST-MARITIME.DWG (4)	

Schedule 1.1 (92)
Legal Description
West Maritime Army Reserve Property
Oakland Army Base

All that certain real property, in the City of Oakland, County of Alameda, State of California, described as follows:

Parcel 15B

A portion of the Parcels of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded April 23, 1941, in Book 4017 of Official Records, Page 485 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4017 O.R. 485); A portion of the lands described in that certain Final Judgment as to Interests of Defendant City of Oakland, A Municipal Corporation, United States of America vs. City of Oakland, et al., Case No. 21758-L, Case No. 21930-L, Case No. 22084-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded February 24, 1960, Reel 032, Image 660 of Official Records in the Office of the Recorder of said Alameda County (hereinafter referred to as Reel: 32, Image:660); A portion of the lands described in that certain Final Judgment as to Parcel No. 6, United States of America vs. City of Oakland, State of California, et al., Case No. 21930-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded May 23, 1960, Reel 092, Image 111 of Official Records, in the Office of the Recorder of said Alameda County (hereinafter referred to as Reel:092, Image:111), all of which are more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument also being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Records of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North 48°22'05" East, 5692.24 feet to the northern most corner of Parcel 1, Tract 1 as described in said Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company, et al., Case No. 23099-S, District Court of the United States in and for the Northern District of California, Southern Division, recorded October 22, 1951 in Book 6566 of Official Records, Page 301 in the Office of the Recorder of said Alameda County (hereinafter referred to as 6566 O.R. 301), said corner being the northwest terminus of the course described as "North 71°40'17" West 585.40 feet" in the description of said Parcel 1, Tract 1 (6566 O.R. 301), said corner being marked by a 2 ½" brass disk with punch mark stamped "City of Oakland Survey Station 8NW9" as shown on Record of Survey No. 1705, filed in Book 26 of Records of Surveys, at Page 1, Alameda County Official Records;

Thence South $57^{\circ}59'13''$ East, 432.18 feet to a point on the generally northeastern line of Parcel A as described in an unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd R.S.C., dated December 17, 1998, said Parcel A being commonly referred to as the "Subaru Lot" (said Parcel A will hereinafter be referred to as the Subaru Lot), being a point on the course described as "South $71^{\circ}25'25''$ East, 87.02 feet" in the description of said Parcel A (the Subaru Lot), said point being the beginning of a non-tangent curve concave southwesterly, having a radius of 444.22 feet and a central angle of $25^{\circ}38'05''$, from which the radius point bears South $57^{\circ}14'39''$ West, and being the **POINT OF BEGINNING** of Parcel 15B as herein described;

Thence departing from said northeastern line of said Parcel A (the Subaru Lot) along said curve to the right, an arc distance of 198.75 feet to the beginning of a compound curve concave westerly, having a radius of 426.09 feet and a central angle of $41^{\circ}30'48''$;

Thence along said curve to the right, an arc distance of 308.72 feet to the beginning of a compound curve concave northwesterly, having a radius of 906.45 feet and a central angle of $4^{\circ}28'14''$;

Thence along said curve to the right, an arc distance of 70.73 feet to the beginning of a compound curve concave northwesterly, having a radius of 302.83 feet and a central angle of $16^{\circ}33'59''$;

Thence along said curve to the right, an arc distance of 87.56 feet to an angle point from which the radius point bears North $34^{\circ}34'15''$ West, being the beginning of a non-tangent curve concave northwesterly having a radius of 1542.01 feet and a central angle of $6^{\circ}28'40''$, from which beginning the radius point bears North $37^{\circ}30'42''$ West;

Thence along said curve to the right, an arc distance of 174.33 feet to a point on the generally northeastern line of Parcel 56444 as described in that certain Quitclaim Deed, recorded on February 13, 2002 as Document No. 2002-072863 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002-072863), said point being an angle point from which the radius point bears North $31^{\circ}02'02''$ West, and also being the beginning of a non-tangent curve concave southwesterly, having a radius of 1647.00 feet and a central angle of $2^{\circ}40'12''$, from which beginning the radius point bears South $40^{\circ}40'27''$ West;

Thence along the generally northeastern line of said Parcel 56444 (Doc. 2002-072863) the following eight courses:

- 1) along said curve to the left, an arc distance of 76.75 feet to an angle point from which the radius point bears South $38^{\circ}00'16''$ West, being the beginning of a non-tangent curve concave southwesterly, having a radius of 1647.00 feet and a central angle of $7^{\circ}24'24''$, from which beginning the radius point bears South $39^{\circ}39'54''$ West;

- 2) along said curve to the left, an arc distance of 212.91 feet to a point of tangency;

- 3) North 57°44'30" West, 113.40 feet to an angle point;
- 4) North 49°58'48" West, 124.70 feet to an angle point;
- 5) North 59°26'20" West, 696.99 feet to an angle point;
- 6) North 38°53'13" West, 28.48 feet to an angle point;
- 7) North 59°26'21" West, 95.01 feet to an angle point;
- 8) North 65°41'40" West, 26.04 feet to a point on the generally northwestern line of said Parcel A (the Subaru Lot), said point being the beginning of a non-tangent curve concave easterly, having a radius of 20.00 feet and a central angle of 29°55'43", from which beginning the radius point bears North 87°47'11" East;

Thence along the northwestern, northern and northeastern lines of said Parcel A (the Subaru Lot) the following sixteen courses:

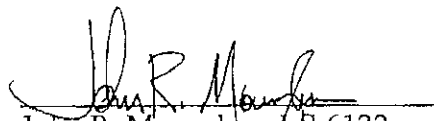
- 1) along said curve to the right, an arc distance of 10.45 feet to the beginning of a compound curve concave southeasterly, having a radius of 199.99 feet and a central angle of 39°56'30", said point of compound curvature being marked by a 1 ½" brass disk and spike stamped "LS 6379";
- 2) along said curve to the right, an arc distance of 139.42 feet to a point of tangency marked by a 1" iron pipe with plug and tack stamped "LS 6379";
- 3) North 67°39'24" East, 25.68 feet to the beginning of a curve concave southerly, having a radius of 299.98 feet and a central angle of 25°11'31";
- 4) along said curve to the right, an arc distance of 131.90 feet to a point of tangency marked by a 1" iron pipe with plug stamped "LS 6379";
- 5) South 87°09'05" East, 415.50 feet to an angle point in said line, said point being marked by a 1" iron pipe with plug stamped "LS 6379";
- 6) North 80°41'00" East, 170.83 feet to an angle point in said line, said point being marked by a 1" iron pipe with plug stamped "LS 6379";
- 7) South 70°15'39" East, 49.25 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped "LS 6379";
- 8) South 72°38'25" East, 67.85 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped "LS 6379";
- 9) South 69°32'54" East, 44.74 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped "LS 6379";

- 10) South 66°07'36" East, 44.94 feet to an angle point in said line, said point being marked by a ¼" brass tag in concrete stamped "LS 6379";
- 11) South 63°28'21" East, 40.88 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped "LS 6379";
- 12) South 69°21'45" East, 49.64 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped "LS 6379";
- 13) South 70°14'16" East, 101.26 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped "LS 6379";
- 14) South 71°46'24" East, 32.44 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped "LS 6379";
- 15) South 74°35'56" East, 103.17 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped "LS 6379";
- 16) South 71°25'40" East, 61.59 feet to the **POINT OF BEGINNING**, containing 719,497 square feet (16.517 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this Legal Description.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Alameda County Records unless otherwise indicated. To obtain ground level distances, multiply distances called for herein by 1.0000705.

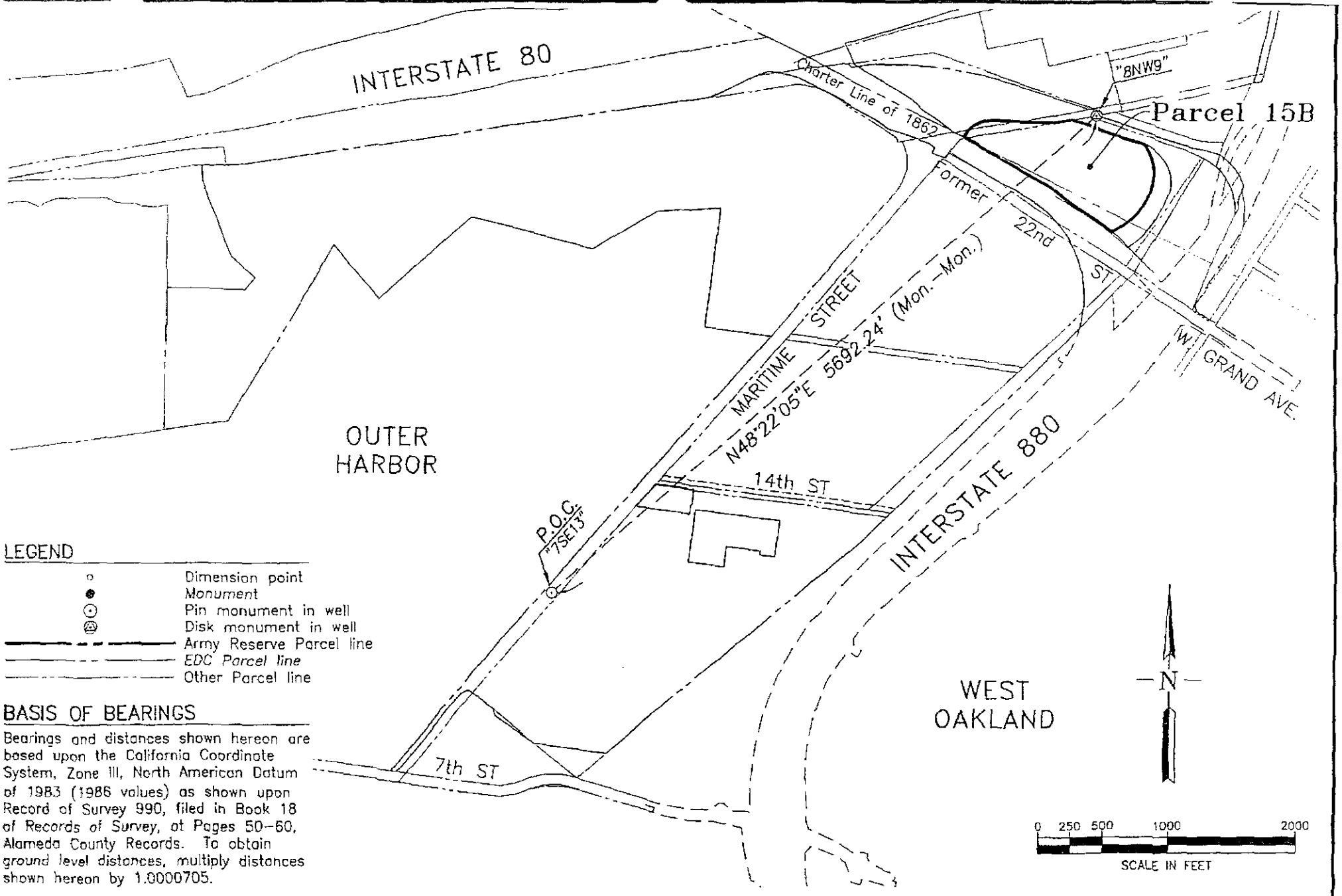
End of Description

I hereby state that this description and its accompanying plat were prepared by me, or under my direction, in October 2003.


 John R. Monaghan, LS 6122
 License Expires: 03/31/06

10/15/03
 Date

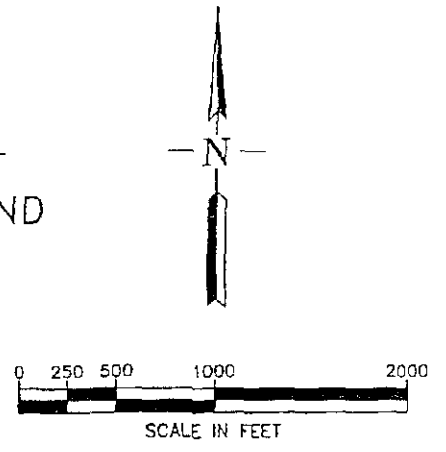




LEGEND

○	Dimension point
●	Monument
⊙	Pin monument in well
⊚	Disk monument in well
---	Army Reserve Parcel line
---	EDC Parcel line
---	Other Parcel line

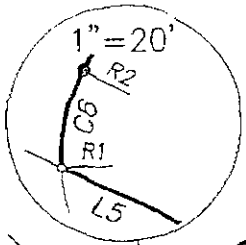
BASIS OF BEARINGS
 Bearings and distances shown hereon are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon Record of Survey 990, filed in Book 18 of Records of Survey, at Pages 50-60, Alameda County Records. To obtain ground level distances, multiply distances shown hereon by 1.0000705.



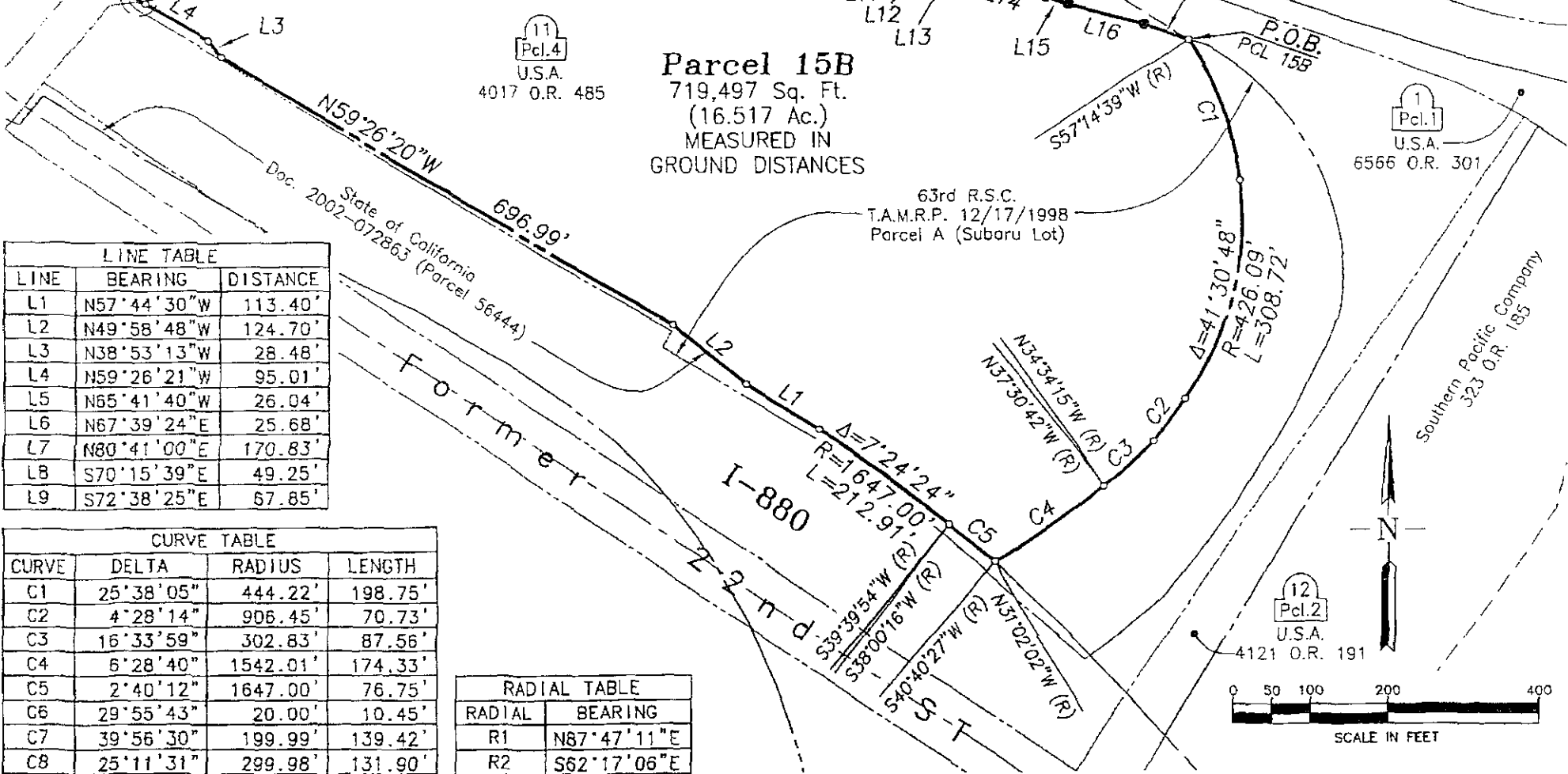
PORT OF OAKLAND
 LAND SURVEYS AND MAPPING
 530 Water Street
 Oakland California

SCHEDULE 1.1 (92)
 PLAT TO ACCOMPANY LEGAL DESCRIPTION
 WEST MARITIME ARMY RESERVE PROPERTY
 OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1"= 1000'	Data File:
DATE: 7/15/2003	Revision: 1
SHEET 1 OF 2	Rev. date: 10/9/03
ATTACHMENTS:	
FILE LOC.> WEST-MARITIME-AR_R1.DWG (1)	



LINE TAB.		
LINE	BEARING	DISTANCE
L10	S69°32'54"E	44.74'
L11	S66°07'36"E	44.94'
L12	S63°28'21"E	40.88'
L13	S69°21'45"E	49.64'
L14	S70°14'16"E	101.26'
L15	S71°46'24"E	32.44'
L16	S74°35'56"E	103.17'
L17	S71°25'40"E	61.59'



LINE TABLE		
LINE	BEARING	DISTANCE
L1	N57°44'30"W	113.40'
L2	N49°58'48"W	124.70'
L3	N38°53'13"W	28.48'
L4	N59°26'21"W	95.01'
L5	N65°41'40"W	26.04'
L6	N67°39'24"E	25.68'
L7	N80°41'00"E	170.83'
L8	S70°15'39"E	49.25'
L9	S72°38'25"E	67.85'

CURVE TABLE			
CURVE	DELTA	RADIUS	LENGTH
C1	25°38'05"	444.22'	198.75'
C2	4°28'14"	906.45'	70.73'
C3	16°33'59"	302.83'	87.56'
C4	6°28'40"	1542.01'	174.33'
C5	2°40'12"	1647.00'	76.75'
C6	29°55'43"	20.00'	10.45'
C7	39°56'30"	199.99'	139.42'
C8	25°11'31"	299.98'	131.90'

RADIAL TABLE	
RADIAL	BEARING
R1	N87°47'11"E
R2	S62°17'06"E

PORT OF OAKLAND
 LAND SURVEYS AND MAPPING
 530 Water Street
 Oakland, California

SCHEDULE 1.1 (92)
 PLAT TO ACCOMPANY LEGAL DESCRIPTION
 WEST MARITIME ARMY RESERVE PROPERTY
 OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = 200'	Data File:
DATE: 7/15/2003	Revision: 1
SHEET 2 OF 2	Rev. date: 10/9/03
ATTACHMENTS:	
FILE LOC.> WEST-MARITIME-AR_R1.DWG (2)	

Exhibit "A"
Legal Description

All that certain real property situated in the City of Oakland, County of Alameda, State of California, described as follows:

CalTrans Parcel 3

A portion of those Parcels of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded April 23, 1941, in Book 4017 of Official Records, Page 485 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4017 O.R. 485), more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North 51°20'10" East, 5031.97 feet to an angle point in the generally southwestern line of Parcel A described in an unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd R.S.C., dated December 17, 1998, said Parcel A being commonly referred to as the "Subaru Lot" (hereinafter referred to as the Subaru Lot), being the southwest terminus of the course described as "North 31°27'40" East, 25.13 feet" in the description of said Parcel A, said angle point being marked by a 1" iron pipe with plug stamped "LS 6379", and being the POINT OF BEGINNING of CalTrans Parcel 3 as herein described;

Thence along the generally southwestern line of said Parcel A (the Subaru Lot) the following two courses:

- 1) South 58°32'40" East, 210.48 feet to the beginning of a curve concave southwesterly, having a radius of 1569.89 feet and a central angle of 9°36'01", said beginning being marked by a 1" iron pipe with plug stamped "LS 6379";
- 2) along said curve to the right, an arc distance of 263.04 feet to the point of a cusp, from which the radius point bears South 41°03'21" West, said point being the beginning of a non-tangent curve concave northwesterly, having a radius of 599.96 feet and a central angle of 28°21'33", from which beginning the radius point bears North 45°50'36" West;

Thence along said curve to the right, an arc distance of 296.96 feet to a point on the generally southwestern line of Parcel 56444 described in that certain Quitclaim Deed, recorded on February 13, 2002 as Document No. 2002-072863 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002-072863), from which the

radius point bears North 17°29'03" West, said point being the beginning of a non-tangent curve concave southwesterly, having a radius of 926.00 feet and a central angle of 18°51'50", from which beginning the radius point bears South 66°43'19" West;

Thence along said generally southwestern line of said Parcel 56444 the following two courses:

1) along said curve to the left, an arc distance of 304.88 feet to a point from which the radius point bears South 47°51'29" West, being the beginning of a non-tangent curve concave southwesterly, having a radius of 926.00 feet and a central angle of 8°51'56", from which beginning the radius point bears South 45°00'14" West, being marked by a P-K nail and CalTrans washer as shown on Record of Survey 1687, filed on August 7, 2000 in Book 25 of Records of Surveys at Pages 58-69, Alameda County Official Records (hereinafter referred to as 25 R/S 58);

2) along said curve to the left, an arc distance of 143.28 feet;

Thence departing from said generally southwestern line of said Parcel 56444, North 30°38'42" East, 153.37 feet to a point on the generally southwestern line of said Parcel A (the Subaru Lot);

Thence along said southwestern line of said Parcel A the following two courses:

1) South 59°17'00" East, 77.28 feet to an angle point marked by a cotton spike and washer stamped "LS 6371";

2) South 31°27'25" West, 25.13 feet to the POINT OF BEGINNING, containing 100,678 square feet (2.311 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this legal description.

CalTrans Parcel 3A

A portion of Parcel No. 4 described in that certain indenture between the Southern Pacific Company and the United States of America, recorded April 23, 1941, in Book 4017 of Official Records at Page 485 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4017 O.R. 485), being a portion of the lands commonly referred to as the "Subaru Lot" and described as Parcel A in an unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Command of the Oakland Army Base to the 63rd R.S.C., dated December 17, 1998, and being more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North $51^{\circ}20'10''$ East, 5031.97 feet to an angle point in the generally southwestern line of said Parcel A described in said unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd R.S.C., dated December 17, 1998, said Parcel A being commonly referred to as the "Subaru Lot" (hereinafter referred to as the Subaru Lot), being the southwest terminus of the course described as "North $31^{\circ}27'40''$ East, 25.13 feet" in the description of said Parcel A (the Subaru Lot), said angle point being marked by a 1" iron pipe with plug stamped "LS 6379", and being the **POINT OF BEGINNING** of CalTrans Parcel 3A as herein described;

Thence along the generally southwestern line of said Parcel A (the Subaru Lot) the following two courses:

- 1) North $31^{\circ}27'25''$ East, 25.13 feet to an angle point marked by a 1" iron pipe with plug stamped "LS 6379";
- 2) North $59^{\circ}17'00''$ West, 77.28 feet;

Thence departing from said generally southwestern line of said Parcel A (the Subaru Lot), North $30^{\circ}38'42''$ East, 8.12 feet to the generally northeastern line of Parcel 56444 described in that certain Quitclaim Deed, recorded on February 13, 2002 as Document No. 2002-072863 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002-072863);

Thence along said generally northeastern line of said Parcel 56444 (Doc. 2002-072863) the following five courses:

- 1) South $59^{\circ}26'20''$ East, 74.36 feet to an angle point;
- 2) South $49^{\circ}58'48''$ East, 124.70 feet to an angle point;
- 3) South $57^{\circ}44'30''$ East, 113.40 feet to the beginning of a curve concave northwesterly, having a radius of 1647.00 feet and a central angle of $7^{\circ}24'24''$;
- 4) along said curve to the right, an arc distance of 212.91 feet to a point from which the radius point bears South $39^{\circ}39'54''$ West, being the beginning of a non-tangent curve concave southwesterly, having a radius of 1647.00 feet and a central angle of $1^{\circ}02'25''$, from which beginning the radius point bears South $38^{\circ}00'16''$ West;
- 5) along said curve to the right, an arc distance of 29.91 feet to a point from which the radius point bears South $39^{\circ}02'41''$ West, being the beginning of a non-tangent curve concave northwesterly, having a radius of 599.96 feet and a central angle of $1^{\circ}26'59''$, from which beginning the radius point bears North $47^{\circ}17'35''$ West;

Thence departing from said generally northeastern line of said Parcel 56444 (Doc. 2002-072863), along said curve to the right, an arc distance of 15.18 feet to the generally southwestern line of said Parcel A (the Subaru Lot), being the beginning of a non-tangent curve concave

southwesterly, having a radius of 1569.89 feet and a central angle of $9^{\circ}36'01''$, from which beginning the radius point bears South $41^{\circ}05'21''$ West;

Thence along said generally southwestern line of said Parcel A (the Subaru Lot) the following two courses:

- 1) along said curve to the left, an arc distance of 263.04 feet to a point of tangency;
- 2) North $58^{\circ}32'40''$ West, 210.48 feet to the POINT OF BEGINNING, containing 8,436 square feet (0.194 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this legal description.

CalTrans Parcel 7

A portion of the lands described in that certain Final Judgment as to Tract 23, United States of America vs. City of Oakland, State of California, et al., Case No. 21930-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded January 11, 1950 in Book 5987 of Official Records at Page 319 in the Office of the Recorder of said Alameda County (hereinafter referred to as 5987 O.R. 319); A portion of the lands described in that certain Final Judgment as to Tract 5, United States of America vs. City of Oakland, State of California, et al., Case No. 21930-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded February 16, 1951 in Book 6361 of Official Records at Page 334 in the Office of the Recorder of said Alameda County (hereinafter referred to as 6361 O.R. 334); A portion of the lands described in that certain Final Judgment as to Interests of Defendant City of Oakland, A Municipal Corporation, United States of America vs. City of Oakland, et al., Case No. 21758-L, Case No. 21930-L, Case No. 22084-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded February 24, 1960, Reel 032, Image 660 of Official Records in the Office of the Recorder of said Alameda County (hereinafter referred to as Reel: 32, Image:660); And a portion of the lands described in that certain Final Judgment as to Parcel No. 6, United States of America vs. City of Oakland, State of California, et al., Case No. 21930-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded May 23, 1960, Reel 092, Image 111 of Official Records, in the Office of the Recorder of said Alameda County (hereinafter referred to as Reel: 92, Image:111), all of which are more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North $25^{\circ}21'41''$ East, 4686.12 feet to an angle point in the generally northwestern line of Parcel 56444 as described in that certain Quitclaim Deed, recorded on February 13, 2002 as

Document No. 2002-072863 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002-072863), said angle point being the northwest terminus of the course described as "North 71°47'59" East, 328.18 feet" in the description of said Parcel 56444, being the northern most corner of said Tract 23 (5987 O.R. 322) and being the POINT OF BEGINNING of CalTrans Parcel 7 as herein described;

Thence along the northeastern line of said Tract 23, South 62°34'34" East, 143.62 feet to the western most corner of said Tract 6 (Reel: 92, Image:111);

Thence along the northwestern line of said Tract 6, North 82°33'18" East, 180.47 feet to a point on the generally northern line of "Parcel 3, Baldwin Yard" as shown on Record of Survey No. 1704, filed in Book 26 of Records of Surveys, at Page 65, Alameda County Official Records, being the beginning of a non-tangent curve concave northeasterly, having a radius of 254.00 feet and a central angle of 8°57'38", from which beginning the radius point bears North 47°42'26" East;

Thence along said generally northern line of "Parcel 3, Baldwin Yard" the following two courses:

1) along said curve to the left, an arc distance of 39.72 feet to a point from which the radius point bears North 38°44'48" East, being the beginning of a non-tangent curve concave southeasterly, having a radius of 1252.80 feet and a central angle of 2°23'18", from which beginning the radius point bears South 10°56'05" East;

2) along said curve to the right, an arc distance of 52.22 feet to a point on the generally northeastern line of said Parcel 56444 (Doc. 2002-072863), from which point the radius point bears South 08°32'47" East;

Thence along said generally northeastern line of said Parcel 56444 the following three courses:

1) South 57°29'34" East, 66.49 feet to an angle point marked by a 1" iron pipe and CalTrans cap as shown on Record of Survey No. 1687, filed on August 7, 2000 in Book 25 of Records of Surveys at Pages 58-69, Alameda County Official Records (hereinafter referred to as 25 R/S 58);

2) South 59°14'43" East, 262.30 feet to the beginning of a curve concave southwesterly, having a radius of 1160.00 feet and a central angle of 11°26'25";

3) along said curve to the right, an arc distance of 231.62 feet to an existing fence line;

Thence departing from said generally northeastern line of said Parcel 56444, along said existing fence line the following fourteen courses:

1) South 36°37'46" West, 70.09 feet;

2) South 51°19'40" East, 66.99 feet;

3) South 32°28'20" West, 27.14 feet;

- 4) South 31°56'59" West, 28.07 feet;
- 5) North 67°56'50" West, 61.75 feet;
- 6) North 67°23'33" West, 63.74 feet;
- 7) North 63°48'02" West, 57.80 feet;
- 8) South 88°45'28" West, 55.77 feet;
- 9) North 60°16'02" West, 72.57 feet;
- 10) North 59°57'33" West, 65.51 feet;
- 11) South 30°39'04" West, 68.04 feet;
- 12) South 59°48'18" East, 53.67 feet;
- 13) South 59°18'19" East, 86.15 feet;
- 14) South 34°21'44" East, 57.77 feet to the generally southwestern line of said Parcel 56444;

Thence along said generally southwestern line of said Parcel 56444 the following four courses:

- 1) North 54°38'31" West, 89.31 feet to an angle point marked by a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 2) North 59°26'20" West, 388.09 feet to an angle point marked by a 1" iron pipe and CalTrans cap as shown on said Record of Survey No. 1687;
- 3) North 63°07'59" West, 314.87 feet to the beginning of a non-tangent curve concave southwesterly, having a radius of 1457.00 feet and a central angle of 9°28'45", from which beginning the radius point bears South 18°06'24" West;
- 4) along said curve to the left, an arc distance of 241.05 feet to the western most corner of said Parcel 56444, being a point on the northwestern line of said Tract 23 (5987 O.R. 322);

Thence along the northwestern line of said Parcel 56444, being the northwestern line of said Tract 23, North 71°46'34" East, 328.36 feet to the **POINT OF BEGINNING**, containing 236,570 square feet (5.431 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this legal description.

CalTrans Parcel 7A

A portion of Tract No. 20 described in that certain Judgment, United States of America vs. City of Oakland, State of California, et al., Case No. 21930-L, District Court of the United States in

and for the Northern District of California, Southern Division, recorded November 4, 1947 in Book 5303 of Official Records at Page 359 in the Office of the Recorder of said Alameda County (hereinafter referred to as 5303 O.R. 359); And a portion of the lands described in that certain Final Judgment as to Parcel No. 6, United States of America vs. City of Oakland, State of California, et al., Case No. 21930-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded May 23, 1960, Reel 092, Image 111 of Official Records, in the Office of the Recorder of said Alameda County (hereinafter referred to as Reel: 92, Image:111), all of which being a portion of the lands commonly referred to as the "Heroic War Dead of Oakland Site" and quantified in an unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Command of the Oakland Army Base to the 63rd R.S.C., dated July 1, 1996, and being more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North 25°21'41" East, 4686.12 feet to an angle point in the generally northwestern line of Parcel 56444 as described in that certain Quitclaim Deed, recorded on February 13, 2002 as Document No. 2002-072863 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002-072863), said angle point being the northwest terminus of the course described as "North 71°47'59" East, 328.18 feet" in the description of said Parcel 56444 (Doc. 2002-072863), being the western most corner of said Tract 20 (5303 O.R. 359) and being the POINT OF BEGINNING of CalTrans Parcel 7A as herein described;

Thence along the northwestern line of said Parcel 56444 (Doc. 2002-072863), being the northwestern line of said Tract 20 (5303 O.R. 359), North 72°19'59" East, 313.59 feet to the northern most corner of said Parcel 56444 (Doc. 2002-072863);

Thence along the generally northeastern line of said Parcel 56444 (Doc. 2002-072863) the following two courses:

- 1) South 23°49'55" East, 152.45 feet to an angle point;
- 2) South 57°29'34" East, 31.31 feet to a point on the generally northern line of "Parcel 3, Baldwin Yard" as shown on Record of Survey No. 1704, filed in Book 26 of Records of Surveys, at Page 65, Alameda County Official Records, being the beginning of a non-tangent curve concave southeasterly, having a radius of 1252.80 feet and a central angle of 2°23'18", from which beginning the radius point bears South 08°32'47" East;

Thence along said generally northern line of "Parcel 3, Baldwin Yard" the following two courses:

1) along said curve to the left, an arc distance of 52.22 feet to a point from which the radius point bears South $10^{\circ}56'05''$ East, being the beginning of a non-tangent curve concave northeasterly, having a radius of 254.00 feet and a central angle of $8^{\circ}57'38''$, from which beginning the radius point bears North $38^{\circ}44'48''$ East;

2) along said curve to the right, an arc distance of 39.72 feet to a point on the southern line of said Tract 20 (5303 O.R. 359), from which the radius point bears North $47^{\circ}42'26''$ East;

Thence along the southern line of said Tract 20 (5303 O.R. 359) South $82^{\circ}33'18''$ West, 180.47 feet to the southwestern corner of said Tract 20 (5303 O.R. 359), being the eastern most corner of the lands described in that certain Final Judgment as to Tract 23, United States of America vs. City of Oakland, State of California, et al., Case No. 21930-L, District Court of the United States in and for the Northern District of California, Southern Division, recorded January 11, 1950 in Book 5987 of Official Records at Page 319 in the Office of the Recorder of said Alameda County (hereinafter referred to as 5987 O.R. 319);

Thence along the southwestern line of said Tract 20 (5303 O.R. 359), being the northeastern line of said Tract 23 (5987 O.R. 319), North $62^{\circ}34'34''$ West, 143.62 feet to the POINT OF BEGINNING, containing 33,373 square feet (0.766 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this legal description.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Alameda County Records unless otherwise indicated. To obtain ground level distances, multiply distances called for herein by 1.0000705.

EXHIBIT B

Schedule 1.1 (24)
Legal Description
East Maritime Property
Oakland Army Base

All that certain real property, in the City of Oakland, County of Alameda, State of California, described as follows:

Parcel 5

A portion of the lands described in that certain Judgment, United States of America vs. Southern Pacific Railroad Company et al., Case No. 22212-R, District Court of the United States in and for the Northern District of California, Southern Division, recorded October 23, 1943, in Book 4453 of Official Records, Page 70 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4453 O.R. 70) being that portion of said lands described as "Parcel 3" in an unrecorded "Transfer and Acceptance of Military Real Property", from the Naval Facilities Engineering Command to the Department of the Army, Sacramento District Engineers, dated October 22, 1970; A portion of the Parcel of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded March 2, 1942, in Book 4189 of Official Records, Page 197 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4189 O.R. 197); A portion of that parcel of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded February 15, 1979 as Document 79-030025, in the Office of the Recorder of said Alameda County (hereinafter referred to as Doc. 79-030025); A portion of those Parcels of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded April 23, 1941, in Book 4017 of Official Records, Page 485 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4017 O.R. 485); And a portion of those Parcels of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded October 6, 1941, in Book 4121 of Official Records, Page 191 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4121 O.R. 191), all of which are more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 25 of Records of Survey, at Pages 50-60, Alameda County Official Records;

Thence South 38°00'05" West, 989.35 feet to the northern most corner of Parcel Six as described in that certain Quitclaim Deed, recorded on June 15, 1999 as Doc. No. 99-222447 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 99-222447), being a point on the agreed upon location of the "Low Tide Line of 1852" as described in City of Oakland Ordinance No. 3099, a certified copy of which was recorded on October 10,

1910 in Book 1837 of Deeds, Page 84, in the Office of the Recorder of Alameda County (hereinafter referred to as 1837 Deeds 84), said point being marked by a pin set in concrete in a monument well, as shown on said Army Map;

Thence along the northern line of said Parcel Six (Doc. 99-222447) South $51^{\circ}26'30''$ East, 210.65 feet to the eastern line of the roadway easement connecting Seventh Street with Maritime Street described in the document recorded on July 5, 1979 as Doc. No. 79-130905 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 79-130905), being the **POINT OF BEGINNING** of Parcel 5 as herein described;

Thence northerly along said eastern line of said roadway easement (Doc. 79-130905) the following three courses:

- 1) North $00^{\circ}04'41''$ East, 13.30 feet;
- 2) North $14^{\circ}23'58''$ West, 88.56 feet to the beginning of a curve concave easterly, having a radius of 297.98 feet and a central angle of $55^{\circ}24'48''$;
- 3) along said curve to the right, an arc distance of 288.19 feet to a point of tangency on said agreed upon location of the "Low Tide Line of 1852" (1837 Deeds 84);

Thence northerly along said agreed upon location of the "Low Tide Line of 1852" North $41^{\circ}00'50''$ East, 1633.72 feet to the southern line of the "Parcel Encompassing Building 762" as described in that certain unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd RSC, dated September 3, 1997 (herein after referred to as the Building 762 Parcel);

Thence along the southern, eastern and northern lines of said Building 762 Parcel the following three courses:

- 1) South $81^{\circ}54'53''$ East, 424.30 feet to an angle point marked by a rebar and cap stamped "LS 5671";
- 2) North $07^{\circ}51'10''$ East, 200.86 feet to an angle point marked by a rebar and cap stamped "LS 5671";
- 3) North $82^{\circ}00'39''$ West, 293.72 feet to a point on said agreed upon location of the "Low Tide Line of 1852";

Thence northerly along said agreed upon location of the "Low Tide Line of 1852" North $41^{\circ}00'50''$ East, 1642.10 feet to a point hereinafter referred to as Point "A", said Point "A" bearing North $41^{\circ}00'50''$ East, 3829.19 feet from the **POINT OF BEGINNING**;

Thence departing from said agreed upon location of the "Low Tide Line of 1852" South $48^{\circ}48'07''$ East, 534.07 feet;

Thence North 45°53'06" East, 550.21 feet to the beginning of a curve concave southeasterly, having a radius of 1739.00 feet and a central angle of 30°14'40";

Thence along said curve to the right, an arc distance of 917.96 feet;

Thence North 76°07'45" East, 555.85 feet to the beginning of a curve concave northerly having a radius of 599.96 feet and a central angle of 3°36'49";

Thence along said curve to the left, an arc distance of 37.84 feet to the point of a cusp lying on the generally southwestern line of Parcel 56444 as described in that certain Quitclaim Deed (I-880 Connector Corridor) recorded on February 13, 2002 as Document No. 2002072863 of Official Records in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002072863), being the beginning of a non-tangent curve concave westerly, having a radius of 926.00 feet and a central angle of 38°44'06", from which beginning the radius point bears South 66°43'21" West;

Thence along said curve to the right, an arc distance of 626.03 feet to the intersection of said curve with the southeastern line of Parcel No. 1 as described in said Indenture between the Southern Pacific Company and the United States of America (4121 O.R. 191), from which intersection the radius point bears North 74°32'33" West;

Thence along the southeastern line of said lands of said Parcel 1 (4121 O.R. 191), the southeastern line of said parcel of land described in the Indenture between the Southern Pacific Company and the United States of America (Doc. 79-030025) and the southeastern line of said parcel of land described in the Indenture between the Southern Pacific Company and the United States of America (4189 O.R. 197), South 44°38'39" West, 2418.42 feet to an angle point in the southeastern line of said parcel (4189 O.R. 197);

Thence continuing along said southeastern line (4189 O.R. 197), South 50°22'32" West, 2558.74 feet to the eastern most corner of said Parcel Six described in said Quitclaim Deed (Doc. 99-222447);

Thence, along the northern line of said Parcel Six (Doc. 99-222447), the following five courses:

1) North 81°56'42" West, 579.78 feet;

2) North 56°26'26" West, 360.91 feet;

3) North 20°08'21" West, 15.45 feet;

4) North 14°24'00" West, 25.00 feet;

5) North 00°04'48" East, 10.68 feet to the **POINT OF BEGINNING**, containing 6,556,944 square feet (150.527 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this legal description.

EXCEPTING THEREFROM that portion of Parcel 5 as hereinabove described commonly referred to as the **"Building 780 Parcel"** being more particularly described as follows:

Parcel 1A

A portion of that certain Parcel of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded March 2, 1942, in Book 4189 of Official Records, Page 197 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4189 O.R. 197), being Parcel B as described in that unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd RSC, dated December 17, 1998 and being more particularly described as follows (hereinafter referred to as the Building 780 Parcel):

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 25 of Records of Survey, at Pages 50-60, Alameda County Official Records;

Thence North 77°06'11" East 1106.11 feet to the western most corner of said Building 780 Parcel, said corner being marked by a bolt and washer stamped "LS 6379", being the **POINT OF BEGINNING** of Parcel 1A as herein described;

Thence along the northwest, northeast, southeast and generally southwestern lines of said Building 780 Parcel, the following eight courses:

- 1) North 08°06'06" East, 425.20 feet to the northern most corner of said parcel, said corner being marked by a concrete nail and shiner stamped "LS 6379";
- 2) South 81°58'14" East, 655.73 feet to the eastern most corner of said parcel;
- 3) South 08°01'46" West, 294.89 feet to the southeast corner of said parcel, said corner being marked by a pipe and plug stamped "LS 6379";
- 4) North 82°02'59" West, 117.67 feet to an angle point in said generally southwestern line, said angle point being marked by a pipe and plug stamped "LS 6379";
- 5) North 07°49'06" East, 31.76 feet to an angle point in said generally southwestern line, said angle point being marked by a pipe and plug stamped "LS 6379";
- 6) North 82°00'47" West, 261.81 feet to an angle point in said generally southwestern line;

7) South 07°59'16" West, 161.25 feet to an angle point in said generally southwestern line, said angle point being marked by a 2.5" brass disk and bolt stamped "LS 6379";

8) North 82°03'57" West, 276.78 feet to the **POINT OF BEGINNING**, containing 221,199 square feet (5.078 acres) more or less, measured in ground distances.

The net area for Parcel 5 as hereinabove described (Parcel 5 area minus the area for the Building 780 Parcel) contains 6,335,745 square feet (145.449 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this Legal Description.

Parcel 6

A portion of Parcel No. 4 described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded April 23, 1941, in Book 4017 of Official Records, Page 485 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4017 O.R. 485); A portion of Parcel No. 2 described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded October 6, 1941, in Book 4121 of Official Records, Page 191 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4121 O.R. 191); And a portion of the Parcel 1, Tract 1 described in that certain Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company et al., Case No. 23099-S, District Court of the United States in and for the Northern District of California, Southern Division, recorded October 22, 1951, in Book 6566 of Official Records, Page 301 in the Office of the Recorder of said Alameda County (hereinafter referred to as 6566 O.R. 301), all of which are more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Records of Survey, at Pages 50-60, Alameda County Official Records;

Thence North 48°22'05" East, 5692.24 feet to the northern most corner of Parcel 1, Tract 1 as described in said Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company et al., Case No. 23099-S (6566 O.R. Page 301), said corner being the northwesterly terminus of the course "North 71°40'17" West 585.40 feet" in the description for said Parcel 1, Tract 1 (6566 O.R. Page 301), said corner being marked by a 2 ½" brass disk with punch mark stamped "City of Oakland Survey Station 8NW9" as shown on Record of Survey No. 1705, filed in Book 26 of Records of Survey, at Page 1,

Alameda County Official Records, said corner being the **POINT OF BEGINNING** of Parcel 6 as herein described;

Thence, along the northeast, southeast and southwest lines of said Parcel 1, Tract 1 (6566 O.R. Page 301) the following six courses:

- 1) South 70°28'41" East, 585.40 feet to an angle point in said line;
- 2) South 72°37'22" East, 182.32 feet to an angle point in said line;
- 3) South 76°59'49" East, 90.66 feet to an angle point in said line;
- 4) South 73°41'18" East, 136.19 feet to the eastern most corner of said Parcel 1, Tract 1 (6566 O.R. Page 301);
- 5) South 17°25'06" West, 105.53 feet to the southern most corner of said Parcel 1, Tract 1 (6566 O.R. Page 301), said corner being the beginning of a non-tangent curve concave southwesterly, having a radius of 682.89 feet and a central angle of 9°29'05", from which beginning the radius point bears South 41°48'27" West;
- 6) along said curve to the left, an arc distance of 113.04 feet to the eastern most corner of Parcel No. 2 described in said Indenture between the Southern Pacific Company and the United States of America (4121 O.R. 191);

Thence along the southeast line of said Parcel No. 2 (4121 O.R. 191), South 30°58'28" West 943.37 feet to the eastern most corner of Parcel 56444 as described in that certain Quitclaim Deed, recorded on February 13, 2002 as Document No. 2002072863 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002072863);

Thence, along the generally northeastern line of said Parcel 56444 (Doc. 2002072863) the following two courses:

- 1) North 42°37'24" West, 128.15 feet to the beginning of a curve concave southwesterly, having a radius of 1647.00 feet and a central angle of 0°35'58";
- 2) along said curve to the left, an arc distance of 17.23 feet to a point on the generally southeastern line of Parcel A on the course described as "South 56°00'54" West, 39.01 feet" in an unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd RSC, dated December 17, 1998, said Parcel A being commonly referred to as the "Subaru Lot" (said Parcel A will hereinafter be referred to as the Subaru Lot);

Thence departing from said generally northeastern line of Parcel 56444 (Doc. 2002072863), along the southeast, east and northeast lines of said Parcel A (the Subaru Lot) the following twelve courses:

- 1) North 56°00'39" East, 30.42 feet to an angle point in said line;
- 2) North 49°48'18" East, 93.04 feet to an angle point in said line, said point being marked by a nail and washer with tag stamped LS 6379;
- 3) North 40°33'22" East, 49.03 feet to an angle point in said line, said point being marked by a nail and washer with tag stamped LS 6379;
- 4) North 37°08'59" East, 99.92 feet to an angle point in said line, said point being marked by a nail and washer with tag stamped LS 6379;
- 5) North 30°42'24" East, 148.96 feet to an angle point in said line, said point being marked by a nail and washer with tag stamped LS 6379;
- 6) North 25°50'39" East, 100.04 feet to the beginning of a curve concave westerly having a radius of 199.99 feet and a central angle of 25°52'29", said beginning of curve being marked by a nail and washer with tag stamped LS 6379;
- 7) along said curve to the left, an arc distance of 90.32 feet to the beginning of a curve concave southwesterly, having a radius of 354.97 feet and a central angle of 59°49'02", said beginning of curve being marked by a nail and washer with tag stamped LS 6379;
- 8) along said curve to the left, an arc distance of 370.59 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped LS 6379;
- 9) North 71°25'40" West, 87.02 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped LS 6379;
- 10) North 74°35'56" West, 103.17 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped LS 6379;
- 11) North 71°46'24" West, 32.44 feet to an angle point in said line, said point being marked by a 1 ½" brass disk with bolt stamped LS 6379;
- 12) North 70°14'16" West, 42.04 feet to the beginning of a non-tangent curve concave southwesterly, having a radius of 599.96 feet and a central angle of 20°37'16", from which beginning the radius point bears South 56°55'26" West;

Thence along said curve to the left, an arc distance of 215.93 feet to a point on the generally southeastern line of Parcel 2, Tract 14 as described in said Final Judgment as to Interests of Defendant City of Oakland, A Municipal Corporation, United States of America vs. City of Oakland et al., Case No. 21758-L, Case No. 21930-L, Case No. 22084-L (Reel: 32, Image:660) also being the southeastern line of former 34th Street (now Wake Avenue);

Thence along said generally southeastern line of Parcel 2, Tract 14 (Reel: 32, Image:660) also being the southeastern line of former 34th Street (now Wake Avenue), North 79°57'58" East, 9.41

feet to the **POINT OF BEGINNING**, containing 197,424 square feet (4.532 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this legal description.

TOGETHER WITH:

Parcel 2A

All right, title and interest in and to Tract 1, Parcel 2 described in that certain Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company et. al., Case No. 23099-S, District Court of the United States in and for the Northern District of California, Southern Division, recorded October 22, 1951, in Book 6566 of Official Records, Page 301 in the Office of the Recorder of said Alameda County (hereinafter referred to as 6566 O.R. 301), being (1) all right title and interest in and to the existing over-head vehicular and/or railroad trestle located on said land (to the extent that the trestle still exists), and (2) A Perpetual Easement to use, patrol, maintain, operate, repair and/or reconstruct said existing over-head vehicular and/or railroad trestle in, over and across the property, including (but not by way of limitation) all such rights as were created by deed from Southern Pacific Railroad Company, a corporation, et al., to State of California, dated January 26, 1940 and recorded December 18, 1940 in Volume 4015 at page 159, Official Records of Alameda County (herein after referred to as 4015 O.R. 159), and being more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence, North 48°22'05" East 5692.24 feet to the most northerly corner of Parcel 1, Tract 1 as described in said Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company et. al., Case No. 23099-S (6566 O.R. 301), said corner being the northwesterly terminus of the course "North 71°40'17" West 585.40 feet" in the description for said Parcel 1, Tract 1 (6566 O.R. 301), said corner being marked by a 2 ½" brass disk with punch mark stamped "City of Oakland Survey Station 8NW9" as shown on Record of Survey No. 1705, filed in Book 26 of Record of Surveys, at Page 1, Alameda County Official Records;

Thence, along the northeasterly lines of said Parcel 1, Tract 1 (6566 O.R. 301) the following four courses:

- 1) South 70°28'41" East, 585.40 feet to an angle point in said line;
- 2) South 72°37'22" East, 182.32 feet to an angle point in said line;
- 3) South 76°59'49" East, 90.66 feet to an angle point in said line;
- 4) South 73°41'18" East, 136.19 feet to the most easterly corner of said Parcel 1 , Tract 1(6566 O.R. 301), said corner being the **POINT OF BEGINNING**;

Thence South 73°42'10" East, 3.70 feet to the beginning of a non-tangent curve concave southwesterly, having a radius of 534.64 feet and a central angle of 33°28'21", from which the radius point bears South 36°56'18" West;

Thence along said curve to the right, an arc distance of 312.34 feet to the beginning of a non-tangent curve concave westerly, having a radius of 3984.81 feet and a central angle of 01°34'21", from which the radius point bears North 70°35'22" West;

Thence along said curve to the right, an arc distance of 109.36 feet to the beginning of a non-tangent curve concave westerly, having a radius of 4595.37 feet and a central angle of 0°17'23", from which the radius point bears North 69°01'01" West;

Thence along said curve to the right, an arc distance of 23.24 feet;

Thence South 05°47'40" East, 45.22 feet;

Thence South 25°13'46" West, 15.00 feet to the beginning of a non-tangent curve concave southeasterly, having a radius of 655.70 feet and a central angle of 03°38'17", from which the radius point bears South 54°58'48" East;

Thence along said curve to the left, an arc distance of 41.63 feet to the beginning of a non-tangent curve concave southwesterly, having a radius of 434.65 feet and a central angle of 52°03'51", from which the radius point bears North 84°55'35" West;

Thence along said curve to the left, an arc distance of 394.96 feet to the beginning of a non-tangent curve concave southwesterly, having a radius of 682.84 feet and a central angle of 01°11'51", from which the radius point bears South 44°12'24" West;

Thence along said curve to the left, an arc distance of 14.27 feet;

Thence North 17°25'06" East, 105.53 feet to the **POINT OF BEGINNING**, containing 34,969 square feet (0.803 acres) more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this Legal Description.

ALSO TOGETHER WITH:

Parcel 2B

That portion of the lands described in that certain Indenture between the United States of America and the East Bay Municipal Utility District, recorded August 22, 1973 at Reel 3494, Image 953 in the office of the Recorder of said Alameda County (Reel:3494, Image:953), being an Easement for Army Drill Track Purposes over and across said portion of lands (Reel:3494, Image:953) being more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence, North 48°22'05" East 5692.24 feet to the most northerly corner of Parcel 1, Tract 1 as described in said Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company et. al., Case No. 23099-S (6566 O.R. 301), said corner being the northwesterly terminus of the course "North 71°40'17" West 585.40 feet" in the description for said Parcel 1, Tract 1 (6566 O.R. 301), said corner being marked by a 2 ½" brass disk with punch mark stamped "City of Oakland Survey Station 8NW9" as shown on Record of Survey No. 1705, filed in Book 26 of Record of Surveys, at Page 1, Alameda County Official Records;

Thence along the southerly line of former 34th Street (now Wake Avenue), also being the southerly line of Parcel 2, Tract 14 as described in said Final Judgment as to Interests of Defendant City of Oakland, A Municipal Corporation, United States of America vs. City of Oakland et. al., Case No. 21758-L, Case No. 21930-L, Case No. 22084-L (Reel: 32, Image:660) the following two courses:

- 1) North 79°57'58" East, 295.64 feet;
- 2) North 76°48'55" East, 942.61 feet to a point on a curve that is concentric with and 60.00 feet westerly of the western line of the Southern Pacific Company Right of Way, as said right of way is shown upon said unrecorded map (Army Map), said western line also being the eastern line of the said easement for drill track purposes (Reel:3494, Image:953), said concentric curve being a non-tangent curve concave westerly, having a radius of 7529.50 feet and a central angle of 04°36'37", from which the radius point bears North 75°31'12" West, said point on said concentric curve being the **POINT OF BEGINNING** of the Parcel 2B as herein described;

Thence along said concentric curve to the left, an arc distance of 605.85 feet to the beginning of a compound curve concave westerly, having a radius of 10632.98 feet and a central angle of 01°47'52", from which the radius point bears North 80°07'49" West, said compound curve also

being concentric with and 60.00 feet westerly of the western line of the said Southern Pacific Company Right of Way, as said right of way is shown upon said unrecorded map (Army Map);

Thence along said concentric curve to the left, an arc distance of 333.62 feet to the northeasterly line of the said lands described in that certain Indenture between the United States of America and the East Bay Municipal Utility District (Reel:3494, Image:953);

Thence along said northeasterly line South $58^{\circ}07'37''$ East, 65.54 feet to a point on said western line of the said Southern Pacific Company Right of Way, as said right of way is shown upon said unrecorded map (Army Map), said point being the beginning of a non-tangent curve concave westerly, having a radius of 10692.98 feet and a central angle of $01^{\circ}39'22''$, from which the radius point bears North $81^{\circ}47'10''$ West;

Thence along said western line of the said Southern Pacific Company right of way, as said right of way is shown upon said unrecorded map (Army Map) the following two courses:

- 1) along said curve to the right, an arc distance of 309.06 feet to the beginning of a compound curve, concave westerly having a radius of 7589.49 feet and a central angle of $04^{\circ}22'23''$;
- 2) along said curve to the right, an arc distance of 579.26 feet to the said southerly line of former 34th Street;

Thence along said southerly line of former 34th Street South $76^{\circ}48'55''$ West, 67.67 feet to the **POINT OF BEGINNING**, containing 54,841 square feet (1.259 acres) more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this Legal Description.

Bearings and distances called for herein for Parcels 5, 6, 2A and 2B are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Alameda County Records unless otherwise indicated. To obtain ground level distances, multiply distances called for herein by 1.0000705.

ALSO TOGETHER WITH:

U.P. Assignment Parcel 1

That certain easement for railroad and transportation purposes over, across, and upon that certain real property described in that certain Indenture between Oakland Terminal Company and the Southern Pacific Company, recorded December 4, 1922 in Book 323 of Official Records, at page 185, in the Office of the Recorder of said Alameda County, as said easement for railroad and transportation purposes is described in that certain unrecorded Grant of Easement executed November 22, 1965 and commonly referred to as Oakland Army Base, Tract 236E, which is more particularly described therein as follows:

All that certain piece or parcel of land, 20 feet in width, situated, lying and being in the City of Oakland, County of Alameda, State of California, and more particularly described as follows:

BEGINNING at a point on the southerly line of 34th Street (60 feet wide) distant thereon South 75°37' West, 42.84 feet from a Corps of Engineers standard disc in concrete, said disc being the point of intersection of said southern line of 34th Street with the westerly line of land (100 feet wide) of Southern Pacific Company as described in deed dated January 23, 1879, from Charles Crocker to Northern Railway Company, recorded January 27, 1879, in Deed Book 175 at page 115, Records of Alameda County; thence South 22°26'32" West leaving said southerly line, 522.96 feet to a point; thence southwesterly on a curve to the left having a radius of 372.24 feet (tangent to said curve at last mentioned point is last described course and chord of said curve bears South 20°08'59" West, 29.78 feet) an arc distance of 29.79 feet to a point; thence South 17°51'26" West tangent to said curve at last mentioned point, 104.70 feet to a point; thence southwesterly on a curve to the right having a radius of 392.24 feet (tangent to said curve at last mentioned point is last described course and chord of said curve bears South 24°21'26" West, 88.81 feet) an arc distance of 89.00 feet to a point of compound curve; thence continuing southwesterly on a curve to the right having a radius of 613.29 feet (tangent to said curve at last mentioned point bears South 30°51'26" West and chord of said curve bears South 43°33'26" West, 269.66 feet) an arc distance of 271.88 feet to a point; thence South 56°15'26" West tangent to said curve at last mentioned point, 73.90 feet to a point; thence southwesterly on a curve to the left having a radius of 499.50 feet (tangent to said curve at last mentioned point is last described course and chord of said curve bears South 49°21'12" West, 120.09 feet) an arc distance of 120.38 feet to a point in the easterly line of land described as Parcel No. 2 in deed dated July 7, 1941, from Southern Pacific Company to United States of America, recorded October 6, 1941, in Volume 4121 of Official Records at page 191, Records of Alameda County; thence North 29°48'45" East along said easterly line, 70.51 feet to a point; thence northeasterly on a curve to the right having a radius of 519.50 feet (tangent to said curve at last mentioned point bears North 50°03'33" East and chord of said curve bears North 53°09'30" East, 56.17 feet) an arc distance of 56.20 feet to a point; thence North 56°15'26" East tangent to said curve at last mentioned point, 73.90 feet to a point; thence northeasterly on a curve to the left having a radius of 593.29 feet (tangent to said curve at last mentioned point is last described course and chord of said curve bears North 43°33'26" East, 260.87 feet) an arc distance of 263.01 feet to a point of compound curve; thence continuing northeasterly on a curve to the left having a radius of 372.24 feet (tangent to said curve at last mentioned point bears North 30°51'26" East and chord of said curve bears North 24°21'26" East, 84.28 feet) an arc distance of 84.46 feet to a point; thence North 17°51'26" East tangent to said curve at last mentioned point, 104.70 feet to a point; thence northeasterly on a curve to the right having a radius of 392.24 feet (tangent to said curve at last mentioned point is last described course and chord of said curve bears North 20°08'59" East, 31.38 feet) an arc distance of 31.39 feet to a point; thence North 22°26'32" East tangent to said curve at last mentioned point, 507.99 feet to a point in said southerly line of 34th Street; thence North 75°37' East along said southerly line, 24.99 feet to the **POINT OF BEGINNING**, containing an area of 0.535 of an acre, more or less.

AND ALSO TOGETHER WITH:

That certain license to construct, maintain, renew and remove railroad tracks and signals over, across, and upon that certain real property described in that certain Indenture between Oakland Terminal Company and the Southern Pacific Company, recorded December 4, 1922 in Book 323 of Official Records, at page 185, in the Office of the Recorder of Alameda County, and over, across and upon the lands described in that certain act of the legislature of the State of California entitled "An act granting certain tide lands and submerged lands of the State of California to the city of Oakland and regulating the management, use and control thereof," approved May 1, 1911 as Chapter 657 of Statutes of 1911, as said license for railroad purposes is described in that certain unrecorded License for Installations Upon Right of Way executed September 1, 1944 and commonly referred to as Oakland Army Base, Tract A-134L and Tract B-232-L, which are more particularly described therein as follows:

Those certain parcels of land in the City of Oakland, County of Alameda, State of California, the center lines of which are more particularly as follows:

U.P. Assignment Parcel 2A

No. 1: Beginning at a point in the center line of the Central Pacific Railway Company's Main Track No. 1 lying south of Seventh Street extension in the City of Oakland, that is 510 feet, more or less, westerly, along said center line of Main Track No. 1, from the southwesterly extension of the northwesterly line of Maritime Street; thence easterly through a No. 10 turnout and in a direct line therefrom 316 feet, more or less, to a point in the northerly line of the property of the Central Pacific Railway Company that is 210 feet, more or less, westerly along said northerly line, from the said southwesterly extension of the northwesterly line of Maritime Street.

U.P. Assignment Parcel 2B

No. 2: Beginning at a point in the southeasterly line of the parcel of land described in the deed from the Southern Pacific Company to The United States of America dated March 2, 1942, recorded March 2, 1942 in Liber 4189 of Official Records, page 197, Records of Alameda County, that is 1010 feet, more or less, northeasterly, along said southeasterly line, from the northeasterly line of Seventh Street in said City of Oakland; thence easterly on a curve to the left having a radius of 477.63 feet an arc distance of 380 feet, more or less, to a point in the northerly line of the parcel of land described as Parcel No. 1 in that certain Lease from the Southern Pacific Company to The United States of America dated August 1, 1942, that is 1085 feet northeasterly, along said northwesterly line of the parcel of land described in said Lease dated August 1, 1942, from the said southeasterly line of the parcel of land described in said deed dated March 2, 1942.

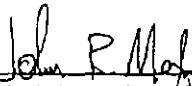
U.P. Assignment Parcel 2C

No. 3: Beginning at a point in the southeasterly line of the parcel of land described in deed dated March 2, 1942 from Southern Pacific Company to United States of America, recorded March 2, 1942 in Liber 4189, page 197 Official Records of Alameda County, that is 1150 feet, more or less northeasterly from the northeasterly line of Seventh Street in said City of Oakland; thence northeasterly, along a curve to the left of a radius of 573.14 feet from a tangent deflected 47°15'

to the right from said first described southeasterly line, an arc distance of 323 feet, more or less, to a point in the northwesterly line of the parcel of land described as Parcel No. 1 in that certain lease dated August 1, 1942, from Southern Pacific Company to The United States of America, that is 1290 feet, more or less northeasterly, measured along said northwesterly line of the parcel of land described in said lease dated August 1, 1942 from said southeasterly line of the parcel of land described in said deed dated March 2, 1942.

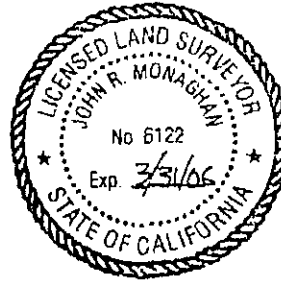
End of Description

I hereby state that this description and its accompanying plat were prepared by me, or under my direction, in July 2003.



John R. Monaghan, LS 6122
License Expires: 03/31/06

7/15/03
Date

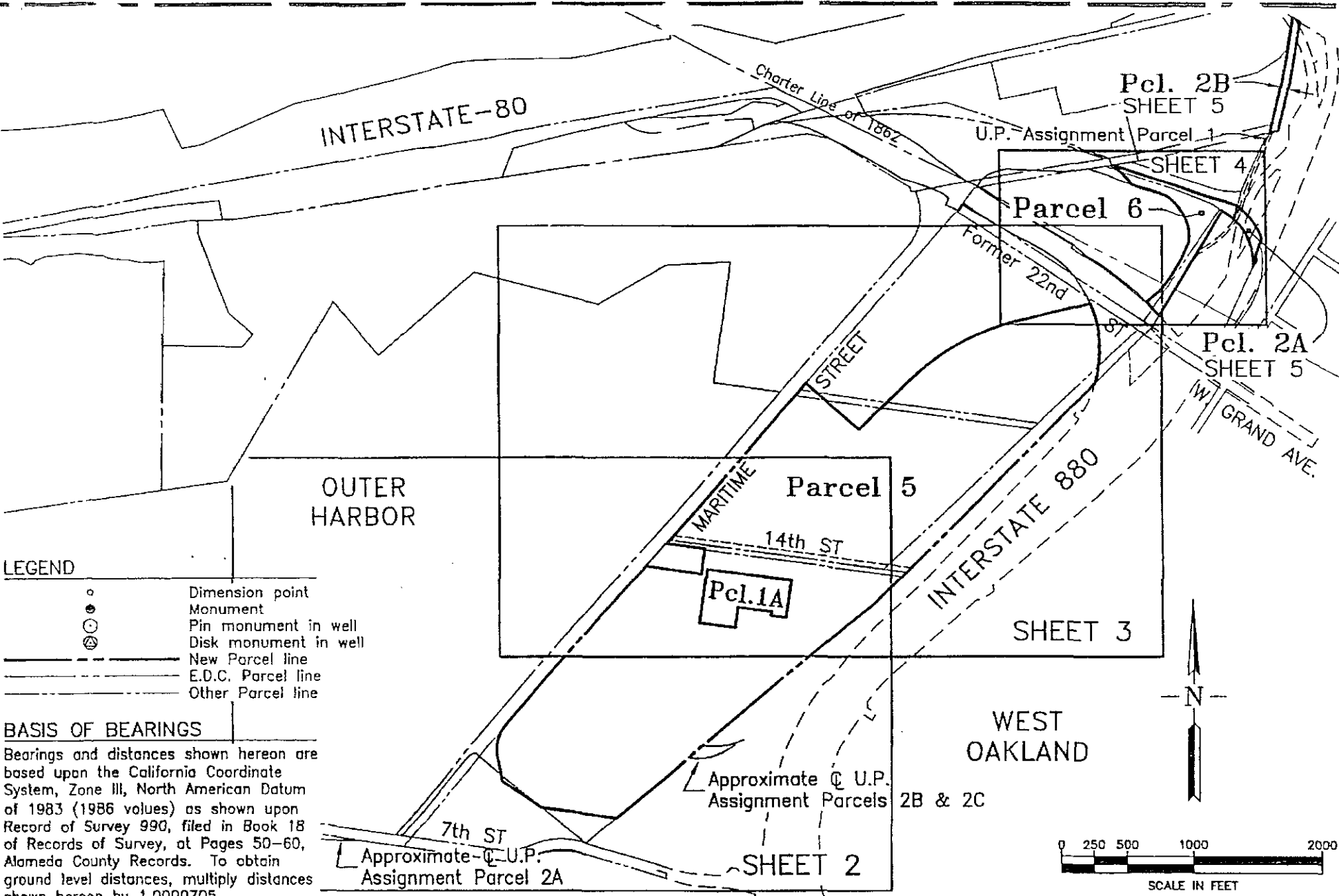


LEGEND

- o Dimension point
- Monument
- ⊙ Pin monument in well
- ⊗ Disk monument in well
- New Parcel line
- - - E.D.C. Parcel line
- · · Other Parcel line

BASIS OF BEARINGS

Bearings and distances shown hereon are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon Record of Survey 990, filed in Book 18 of Records of Survey, at Pages 50-60, Alameda County Records. To obtain ground level distances, multiply distances shown hereon by 1.0000705.

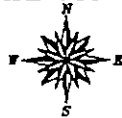


PORT OF OAKLAND

LAND SURVEYS AND MAPPING



530 Water Street
Oakland, California



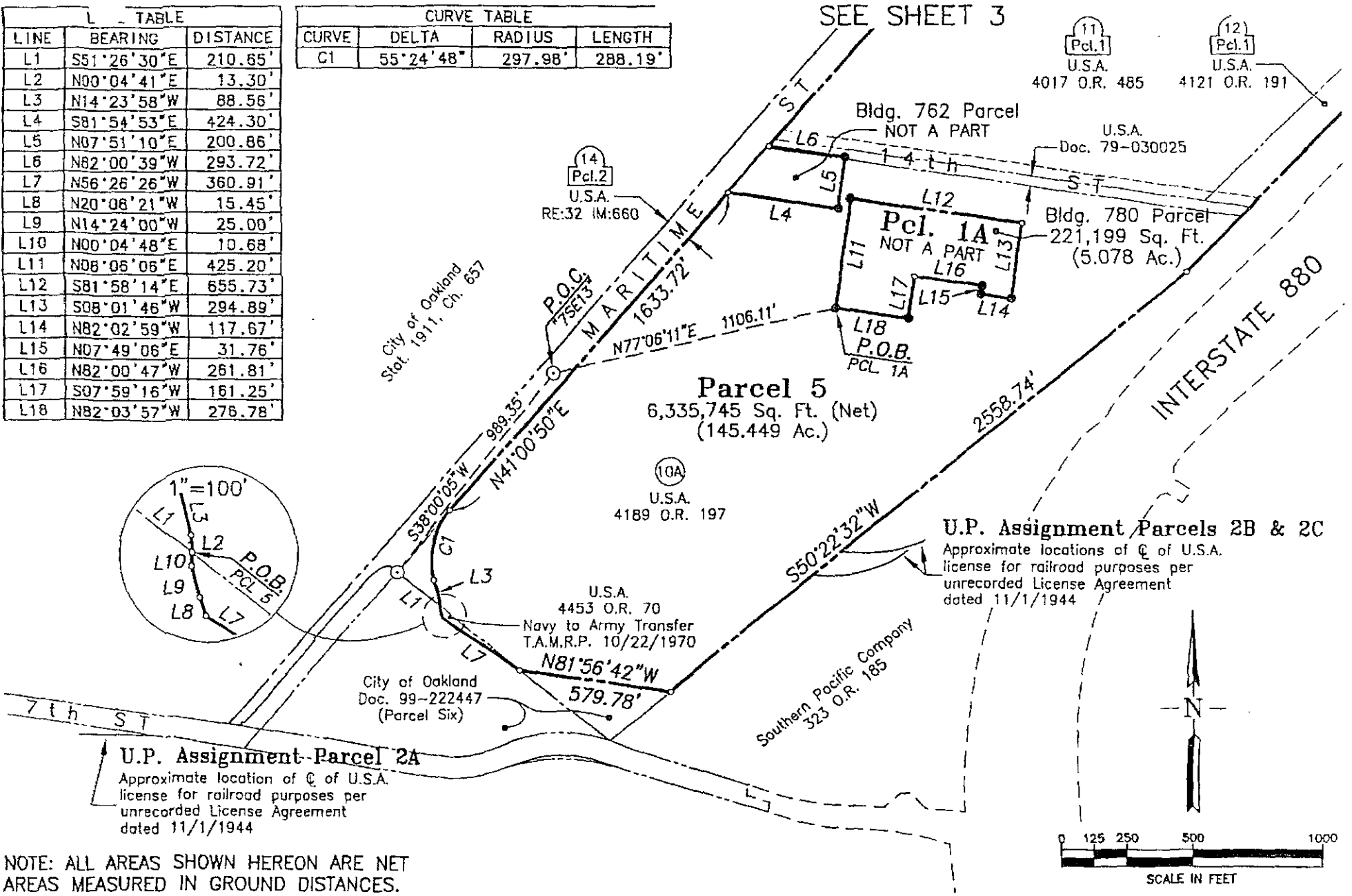
SCHEDULE 1.1 (24)
PLAT TO ACCOMPANY LEGAL DESCRIPTION
EAST MARITIME PROPERTY
OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = 1000'	Data File:
DATE: 7/15/2003	Revision:
SHEET 1 OF 5	Rev. date:
ATTACHMENTS:	
FILE LOC.: EAST-MARITIME.dwg (1)	

LINE	BEARING	DISTANCE
L1	S51°26'30"E	210.65'
L2	N00°04'41"E	13.30'
L3	N14°23'58"W	88.56'
L4	S81°54'53"E	424.30'
L5	N07°51'10"E	200.86'
L6	N82°00'39"W	293.72'
L7	N56°26'26"W	360.91'
L8	N20°08'21"W	15.45'
L9	N14°24'00"W	25.00'
L10	N00°04'48"E	10.68'
L11	N08°06'06"E	425.20'
L12	S81°58'14"E	655.73'
L13	S08°01'46"W	294.89'
L14	N82°02'59"W	117.67'
L15	N07°49'06"E	31.76'
L16	N82°00'47"W	261.81'
L17	S07°59'16"W	161.25'
L18	N82°03'57"W	276.78'

CURVE TABLE			
CURVE	DELTA	RADIUS	LENGTH
C1	55°24'48"	297.98'	288.19'

SEE SHEET 3



NOTE: ALL AREAS SHOWN HEREON ARE NET AREAS MEASURED IN GROUND DISTANCES.

PORT OF OAKLAND
 LAND SURVEYS AND MAPPING
 530 Water Street
 Oakland, California

SCHEDULE 1.1 (24)
 PLAT TO ACCOMPANY LEGAL DESCRIPTION
 EAST MARITIME PROPERTY
 OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = 500'	Data File:
DATE: 7/15/2003	Revision:
SHEET 2 OF 5	Rev. date:
ATTACHMENTS:	
FILE LOC.> EAST-MARITIME.dwg (2)	

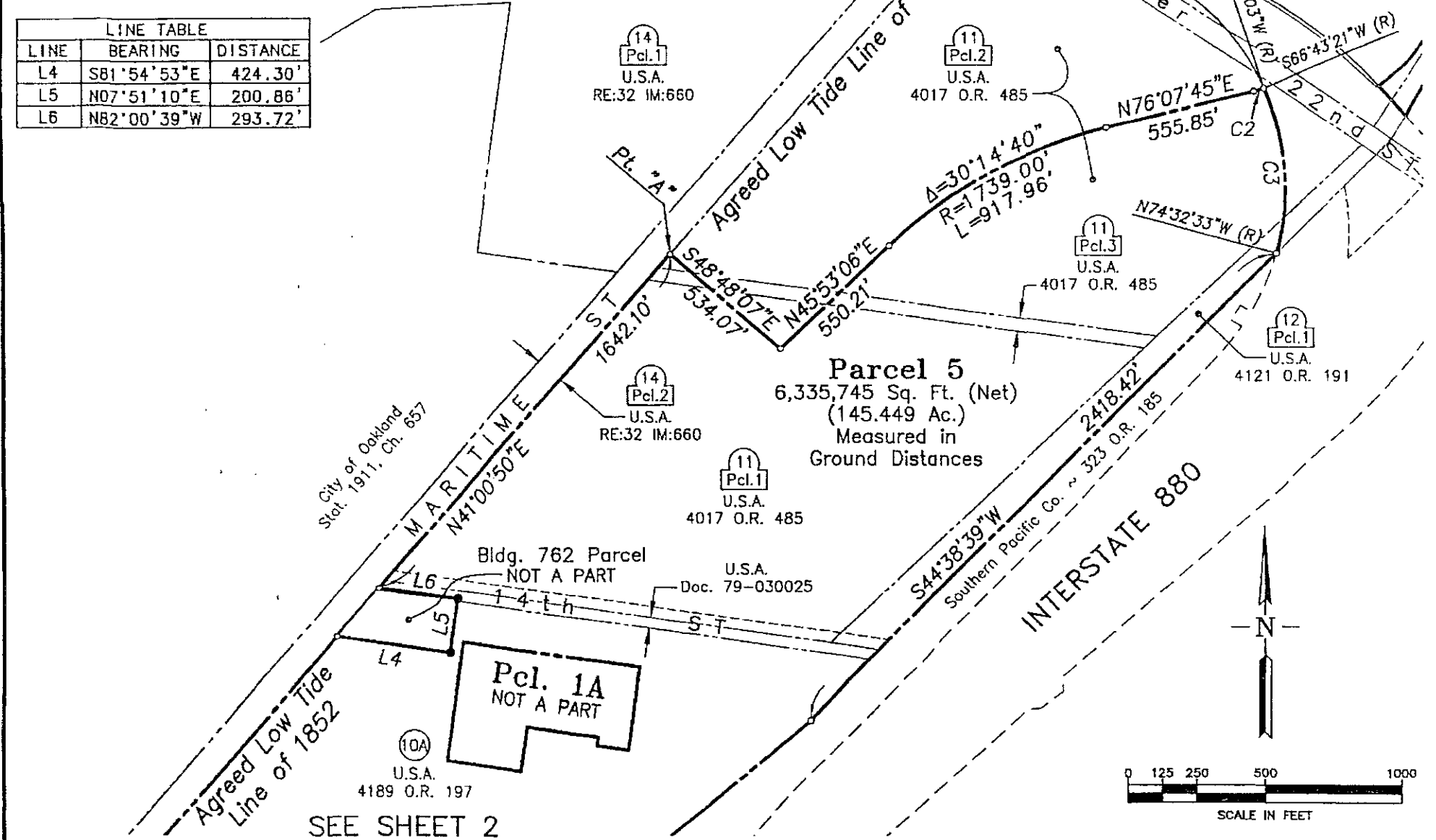
CURVE TABLE

CURVE	DELTA	RADIUS	LENGTH
C2	3°36'49"	599.96'	37.84'
C3	38°44'08"	926.00'	626.03'

LINE TABLE

LINE	BEARING	DISTANCE
L4	S81°54'53"E	424.30'
L5	N07°51'10"E	200.86'
L6	N82°00'39"W	293.72'

SEE SHEET 4



PORT OF OAKLAND

LAND SURVEYS AND MAPPING
 530 Water Street
 Oakland, California

SCHEDULE 1.1 (24)
 PLAT TO ACCOMPANY LEGAL DESCRIPTION
 EAST MARITIME PROPERTY
 OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = 500'	Data File:
DATE: 7/15/2003	Revision:
SHEET 3 OF 5	Rev. date:
ATTACHMENTS:	
FILE LOC.> EAST MARITIME.dwg (3)	

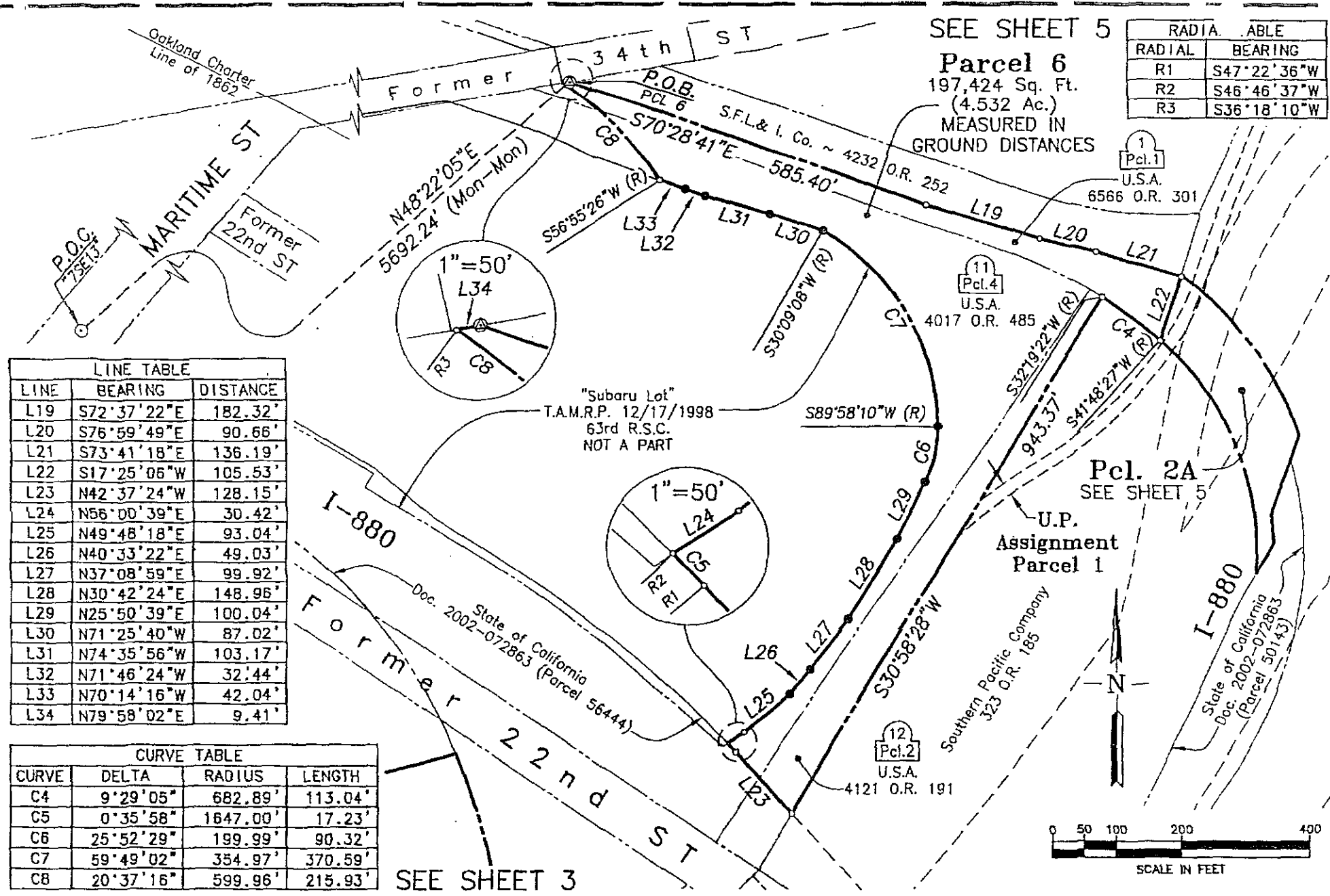
Oakland Charter
Line of 1862

SEE SHEET 5

RADIAL BEARING	
RADIAL	BEARING
R1	S47°22'36"W
R2	S46°46'37"W
R3	S36°18'10"W

Parcel 6
197,424 Sq. Ft.
(4.532 Ac.)

MEASURED IN
GROUND DISTANCES



LINE TABLE		
LINE	BEARING	DISTANCE
L19	S72°37'22"E	182.32'
L20	S76°59'49"E	90.66'
L21	S73°41'18"E	136.19'
L22	S17°25'06"W	105.53'
L23	N42°37'24"W	128.15'
L24	N56°00'39"E	30.42'
L25	N49°48'18"E	93.04'
L26	N40°33'22"E	49.03'
L27	N37°08'59"E	99.92'
L28	N30°42'24"E	148.96'
L29	N25°50'39"E	100.04'
L30	N71°25'40"W	87.02'
L31	N74°35'56"W	103.17'
L32	N71°46'24"W	32.44'
L33	N70°14'16"W	42.04'
L34	N79°58'02"E	9.41'

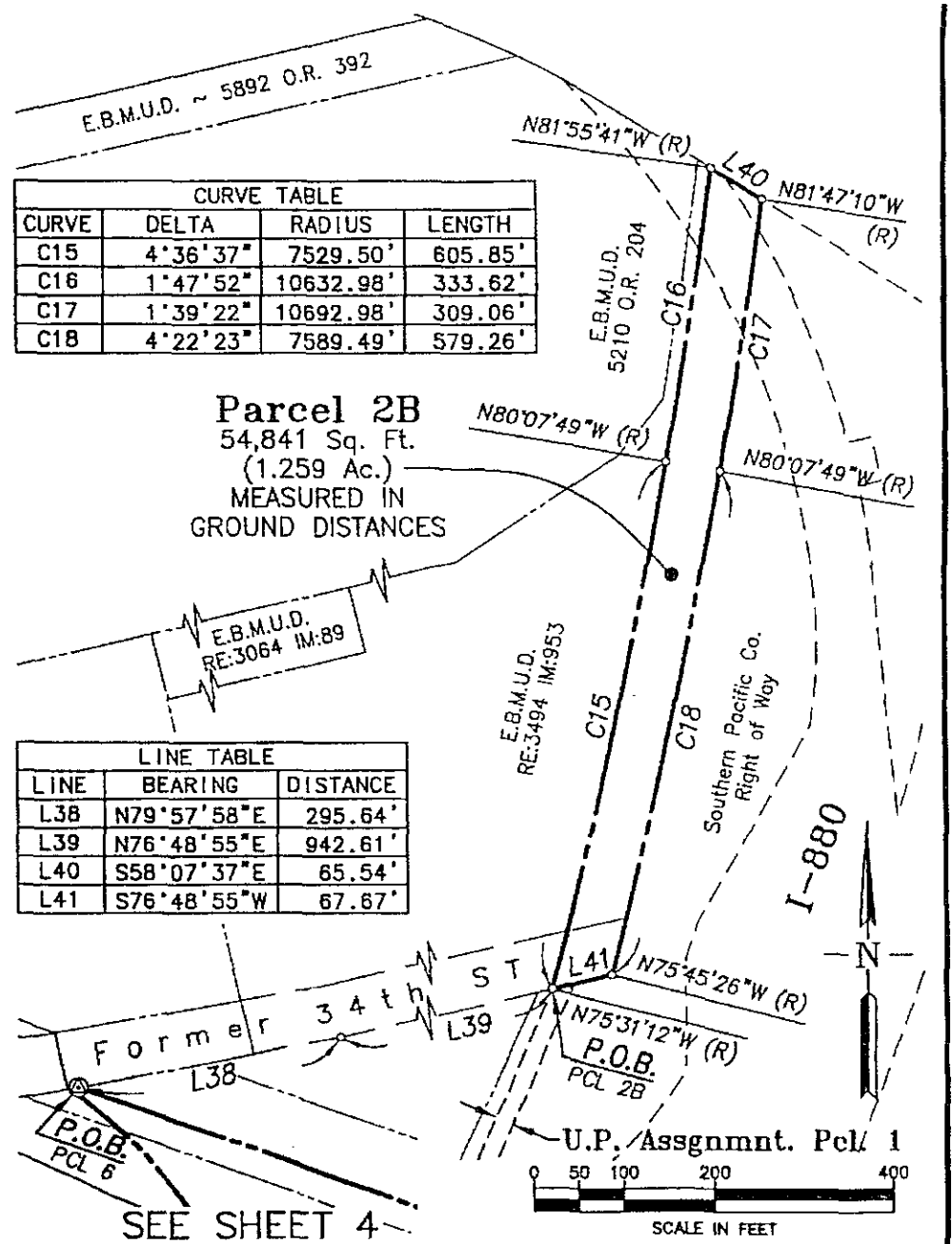
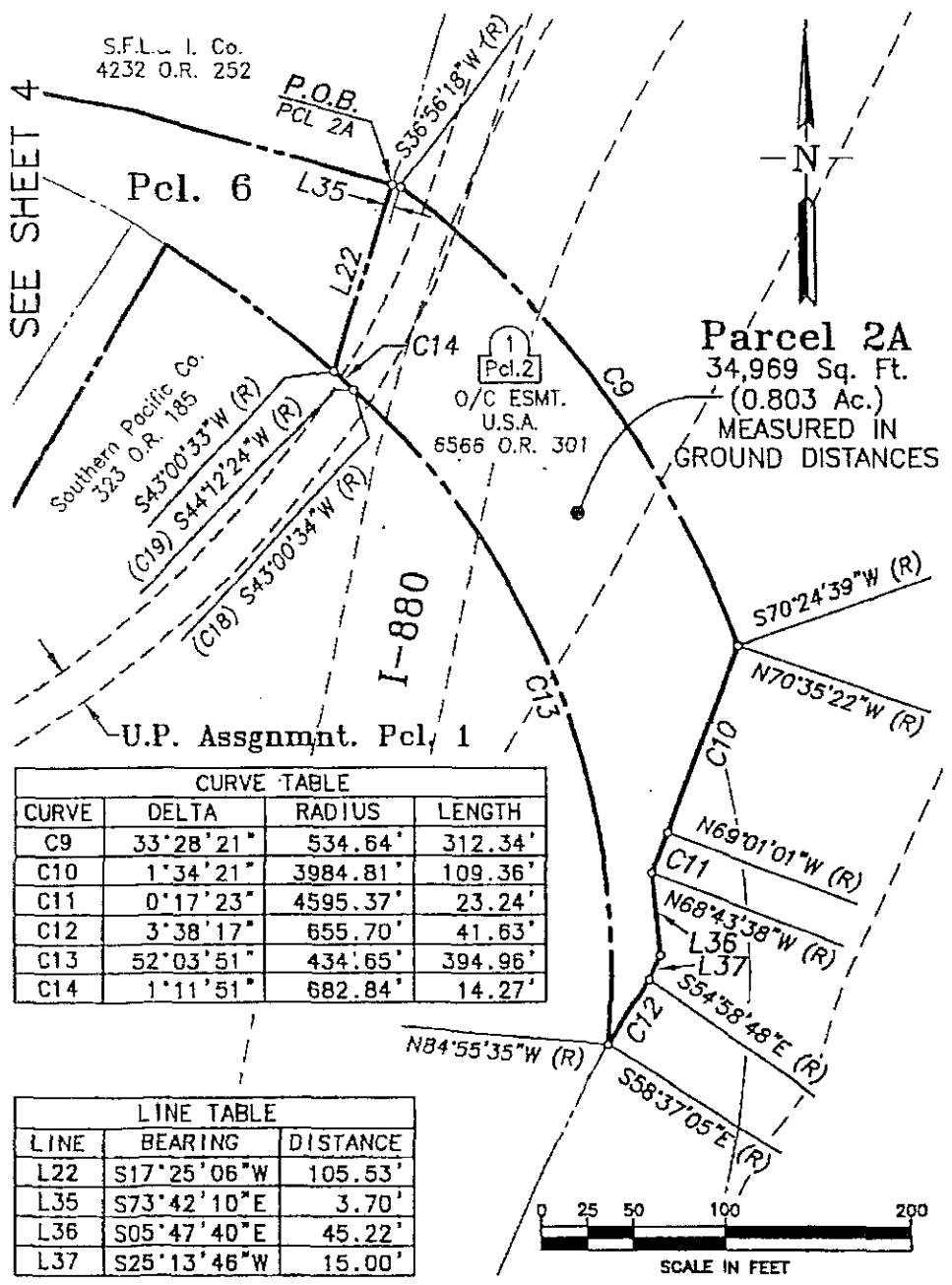
CURVE TABLE			
CURVE	DELTA	RADIUS	LENGTH
C4	9°29'05"	682.89'	113.04'
C5	0°35'58"	1647.00'	17.23'
C6	25°52'29"	199.99'	90.32'
C7	59°49'02"	354.97'	370.59'
C8	20°37'16"	599.96'	215.93'

PORT OF OAKLAND
LAND SURVEYS AND MAPPING

530 Water Street
Oakland, California

SCHEDULE 1.1 (24)
PLAT TO ACCOMPANY LEGAL DESCRIPTION
EAST MARITIME PROPERTY
OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = 200'	Data File:
DATE: 7/15/2003	Revision:
SHEET 4 OF 5	Rev. date:
ATTACHMENTS:	
FILE LOC.> EAST-MARITIME.dwg (4)	



PORT OF OAKLAND

LAND SURVEYS AND MAPPING



530 Water Street
Oakland, California



SCHEDULE 1.1 (24)
PLAT TO ACCOMPANY LEGAL DESCRIPTION
EAST MARITIME PROPERTY
OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = AS NOTED	Data File:
DATE: 7/15/2003	Revision:
SHEET 5 OF 5	Rev. date:
ATTACHMENTS:	
FILE LOC. > EAST-MARITIME.DWG (5)	

Schedule 1.1 (23)
Legal Description
East Maritime Army Reserve Property
Oakland Army Base

All that certain real property, in the City of Oakland, County of Alameda, State of California, described as follows:

Parcel 1A

A portion of that certain Parcel of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded March 2, 1942, in Book 4189 of Official Records, Page 197 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4189 O.R. 197), being Parcel B as described in that unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd RSC, dated December 17, 1998 (hereinafter referred to as the Building 780 Parcel), and being more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-1-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North 77°06'11" East 1106.11 feet to the most western corner of said Building 780 Parcel, said corner being marked by a bolt and washer stamped "LS 6379", being the **POINT OF BEGINNING** of Parcel 1A;

Thence along the northwest, northeast, southeast and southwest lines of said Building 780 Parcel the following eight courses:

- 1) North 8°06'06" East, 425.20 feet to the most northern corner of said parcel, said corner being marked by a concrete nail and shiner stamped "LS 6379";
- 2) South 81°58'14" East, 655.73 feet to the most eastern corner of said parcel;
- 3) South 8°01'46" West, 294.89 feet to the southeast corner of said parcel, said corner being marked by a pipe and plug stamped "LS 6379";
- 4) North 82°02'59" West, 117.67 feet to an angle point in said southwest line, said angle point being marked by a pipe and plug stamped "LS 6379";
- 5) North 7°49'06" East, 31.76 feet to an angle point in said southwest line, said angle point

being marked by a pipe and plug stamped "LS 6379";

6) North 82°00'47" West, 261.81 feet to an angle point in said southwest line;

7) South 7°59'16" West, 161.25 feet to an angle point in said southwest line, said angle point being marked by a 2.5" brass disk and bolt stamped "LS 6379";

8) North 82°03'57" West, 276.78 feet to the **POINT OF BEGINNING**, containing 221,199 square feet (5.078 acres) more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this Legal Description.

Parcel 1B

A portion of that Parcel of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded February 15, 1979 as Document 79-030025, in the Office of the Recorder of said Alameda County (hereinafter referred to as Doc. 79-030025); A portion of the Parcel of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded March 2, 1942, in Book 4189 of Official Records, Page 197 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4189 O.R. 197); A portion of the lands described in that certain Final Judgment as to Interests of Defendant City of Oakland, A Municipal Corporation, United States of America vs. City of Oakland et al., Case No. 21758-L, Case No. 21930-L, Case No. 22084-L. District Court of the United States in and for the Northern District of California, Southern Division, recorded February 24, 1960, Reel 032, Image 660 of Official Records in the Office of the Recorder of said Alameda County herein after referred to as Reel:032, Image:660) all of which being the "Parcel Encompassing Building 762" as described in that certain unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd RSC, dated September 3, 1997 (herein after referred to as the Building 762 Parcel), and being more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-J-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence, North 43°48'16" East 958.07 feet to the most western corner of said Building 762 Parcel, said corner being marked by a 5/8" rebar with plastic cap stamped "LS 5671", being the **POINT OF BEGINNING**;

Thence, along the northwest, northeast, southeast and southwest lines of said Building 762 Parcel the following four courses:

- 1) North 41°02'39" East, 238.78 feet to the most northern corner of said parcel;
- 2) South 82°00'39" East, 299.96 feet to the most eastern corner of said parcel, said corner being marked by a 5/8" rebar with plastic cap stamped "LS 5671";
- 3) South 07°51'10" West, 200.86 feet to the most southern corner of said parcel, said corner being marked by a 5/8" rebar with plastic cap stamped "LS 5671";
- 4) North 81°54'53" West, 430.68 feet to the **POINT OF BEGINNING**, containing 73,278 square feet (1.682 acres) more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this Legal Description.

Parcel 15A

A portion of the Parcels of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded April 23, 1941, in Book 4017 of Official Records, Page 485 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4017 O.R. 485), more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument also being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Records of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North 48°22'05" East, 5692.24 feet to the northern most corner of Parcel 1, Tract 1 as described in said Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company, et al., Case No. 23099-S, District Court of the United States in and for the Northern District of California, Southern Division, recorded October 22, 1951 in Book 6566 of Official Records, Page 301 in the Office of the Recorder of said Alameda County (hereinafter referred to as 6566 O.R. 301), said corner being the northwest terminus of the course described as "North 71°40'17" West 585.40 feet" in the description of said Parcel 1, Tract 1 (6566 O.R. 301), said corner being marked by a 2 ½" brass disk with punch mark stamped "City of Oakland Survey Station 8NW9" as shown on Record of Survey No. 1705, filed in Book 26 of Records of Surveys, at Page 1, Alameda County Official Records;

Thence South 57°59'13" East, 432.18 feet to a point on the generally northeastern line of Parcel A as described in an unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd R.S.C., dated December 17, 1998, said Parcel A being commonly referred to as the "Subaru Lot" (said Parcel A will hereinafter be referred to as the Subaru Lot), being a point on the course described as "South 71°25'25" East, 87.02 feet" in the description of said Parcel A (the Subaru Lot), and being the **POINT OF BEGINNING** of Parcel 15A as herein described;

Thence along the northeastern, eastern and southeastern lines of said Parcel A (the Subaru Lot) the following nine courses:

- 1) South 71°25'40" East, 25.43 feet to the beginning of a non-tangent curve concave southwesterly, having a radius of 354.97 feet and a central angle of 59°49'02", from which the radius point bears South 30°09'08" West, said beginning of curve being marked by a 1 ½" brass disk with bolt stamped "LS 6379";
- 2) along said curve to the right, an arc distance of 370.59 feet to the beginning of a compound curve concave westerly, having a radius of 199.99 feet and a central angle of 25°52'29", said point of compound curvature being marked by a nail and washer with tag stamped "LS 6379";
- 3) along said curve to the right, an arc distance of 90.32 feet to a point of tangency being marked by a nail and washer with tag stamped "LS 6379";
- 4) South 25°50'39" West, 100.04 feet to an angle point in said line, said point being marked by a nail and washer with tag stamped "LS 6379";
- 5) South 30°42'24" West, 148.96 feet to an angle point in said line, said point being marked by a nail and washer with tag stamped "LS 6379";
- 6) South 37°08'59" West, 99.92 feet to an angle point in said line, said point being marked by a nail and washer with tag stamped "LS 6379";
- 7) South 40°33'22" West, 49.03 feet to an angle point in said line, said point being marked by a nail and washer with tag stamped "LS 6379";
- 8) South 49°48'18" West, 93.04 feet to an angle point in said line;
- 9) South 56°00'39" West, 30.42 feet to the a point on the generally northeastern line of Parcel 56444 as described in that certain Quitclaim Deed, recorded on February 13, 2002 as Document No. 2002072863 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002072863), said point being the beginning of a non-tangent curve concave southwesterly, having a radius of 1647.00 feet and a central angle of 6°06'10", from which beginning the radius point bears South 46°46'37" West;

Thence along the generally northeastern line of said Parcel 56444 (Doc. 2002072863) along said curve to the left, an arc distance of 175.43 feet to the point of a cusp from which the radius point bears South 40°40'27" West, being the beginning of a non-tangent curve concave westerly, having a radius of 1542.01 feet and a central angle of 6°28'40", from which beginning the radius point bears North 31°02'02" West;

Thence along said curve to the left, an arc distance of 174.33 feet to an angle point from which the radius point bears North 37°30'42" West, being the beginning of a non-tangent curve

concave northwesterly, having a radius of 302.83 feet and a central angle of 16°33'59", from which the radius point bears North 34°34'15" West;

Thence along said curve to the left, an arc distance of 87.56 feet to the beginning of a compound curve concave northwesterly, having a radius of 906.45 feet and a central angle of 4°28'14";

Thence along said curve to the left, an arc distance of 70.73 feet to the beginning of a compound curve concave westerly, having a radius of 426.09 feet and a central angle of 41°30'48";

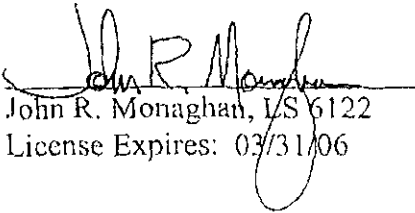
Thence along said curve to the left, an arc distance of 308.72 feet to the beginning of a compound curve concave southwesterly, having a radius of 444.22 feet and a central angle of 25°38'05";

Thence along said curve to the left, an arc distance of 198.75 feet to the **POINT OF BEGINNING**, containing 109,537 square feet (2.514 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this Legal Description.

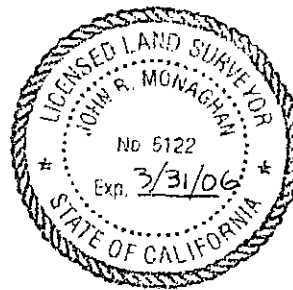
Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Records of Surveys, Pages 50-60, Alameda County Records unless otherwise indicated. To obtain ground level distances, multiply distances called for herein by 1.0000705.

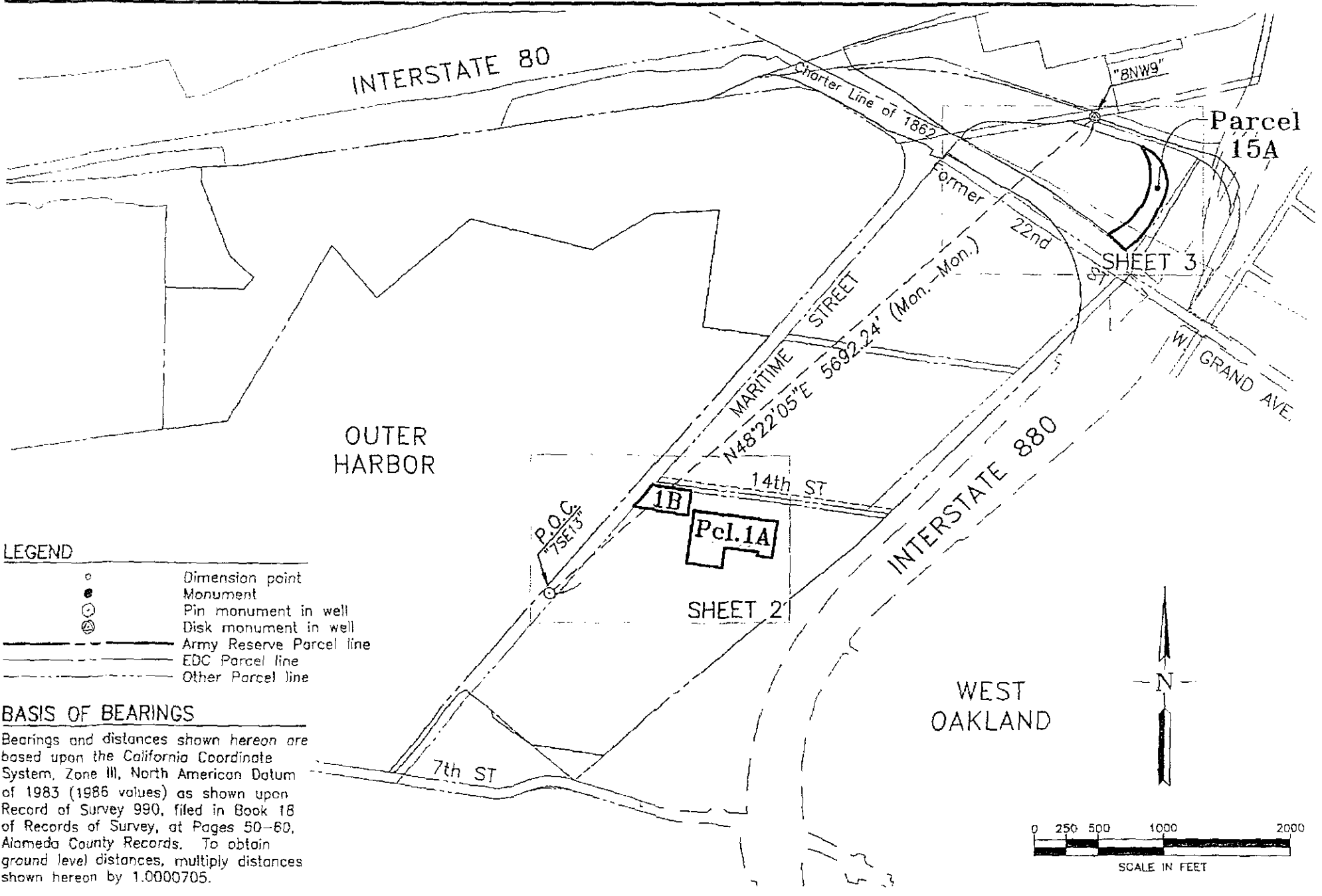
End of Description

I hereby state that this description and its accompanying plat were prepared by me, or under my direction, in October 2003.


John R. Monaghan, L/S 6122
License Expires: 03/31/06

10/15/03
Date

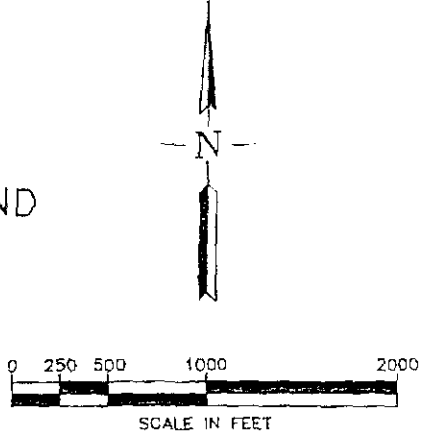




LEGEND

○	Dimension point
●	Monument
⊙	Pin monument in well
⊗	Disk monument in well
—	Army Reserve Parcel line
- - -	EDC Parcel line
· · ·	Other Parcel line

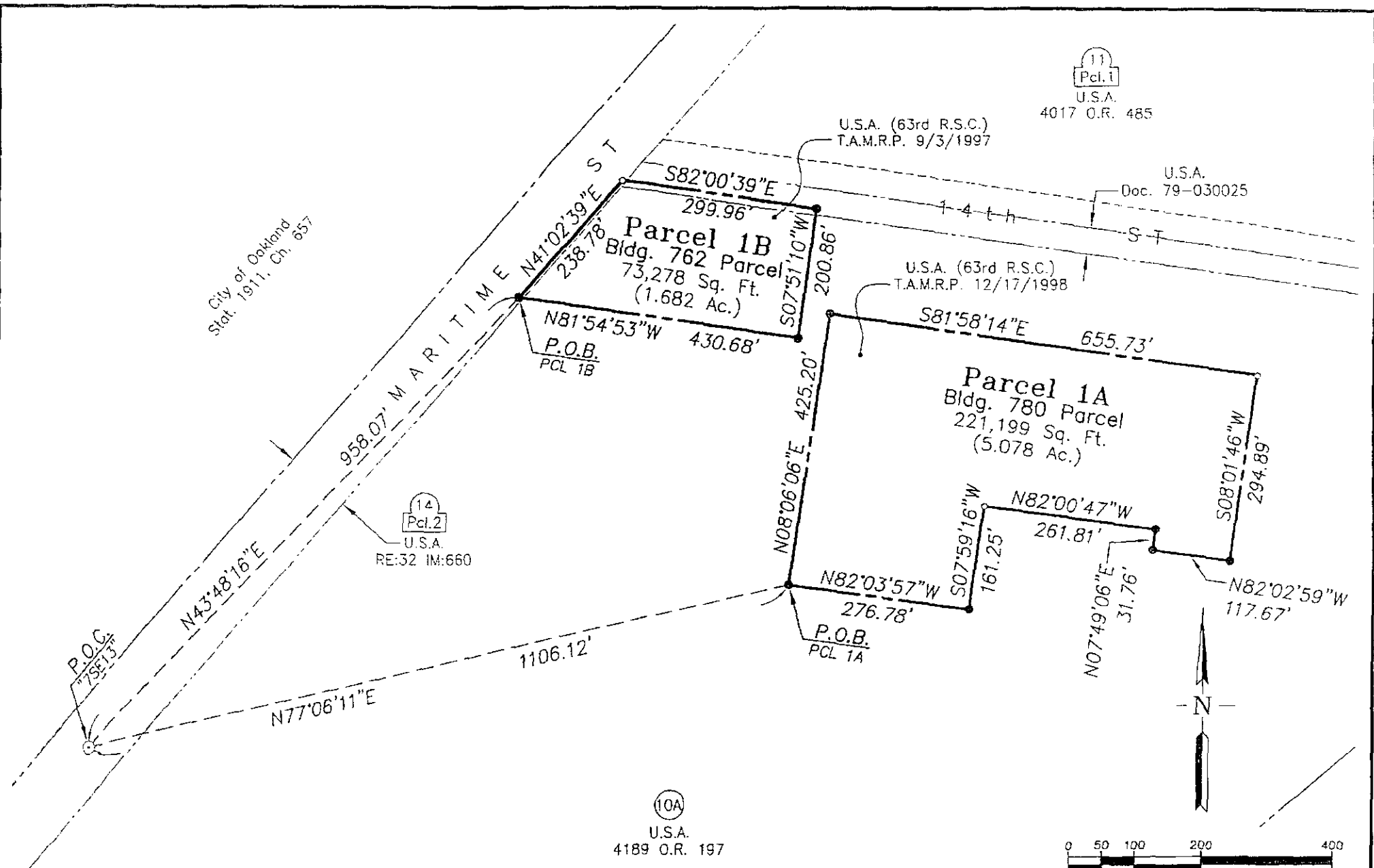
BASIS OF BEARINGS
 Bearings and distances shown hereon are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon Record of Survey 990, filed in Book 18 of Records of Survey, at Pages 50-60, Alameda County Records. To obtain ground level distances, multiply distances shown hereon by 1.0000705.



PORT OF OAKLAND
 LAND SURVEYS AND MAPPING
 530 Water Street
 Oakland, California

SCHEDULE 1.1 (23)
 PLAT TO ACCOMPANY LEGAL DESCRIPTION
 EAST MARITIME ARMY RESERVE PROPERTY
 OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = 1000'	Data File:
DATE: 7/15/2003	Revision: 1
SHEET 1 OF 3	Rev. date: 10/9/03
ATTACHMENTS:	
FILE LOC.: EAST-MARITIME-AR_R1.DWG (1)	



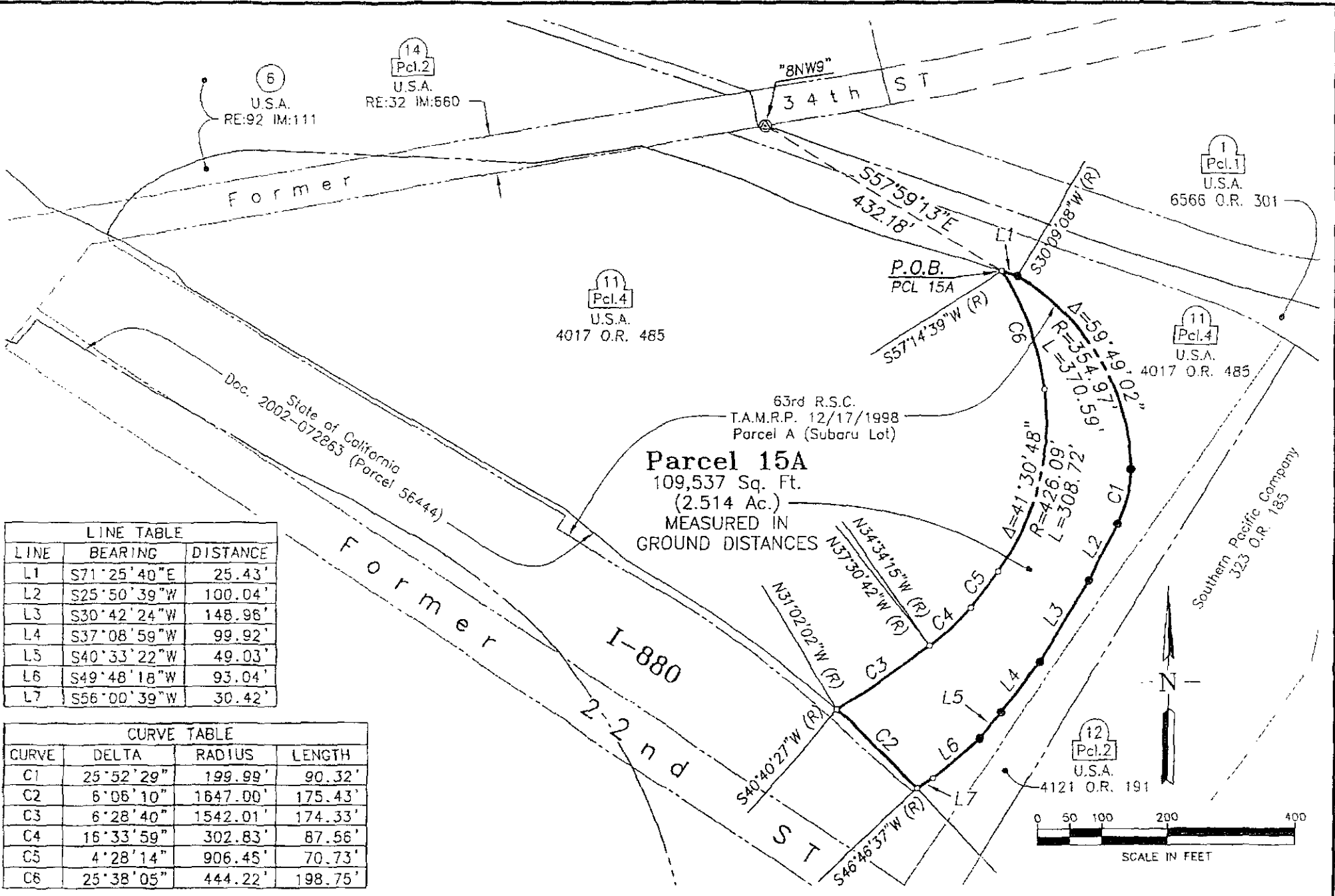
NOTE: ALL AREAS SHOWN HEREON ARE MEASURED IN GROUND DISTANCES.

PORT OF OAKLAND
LAND SURVEYS AND MAPPING

530 Water Street
Oakland, California

SCHEDULE 1.1 (23)
PLAT TO ACCOMPANY LEGAL DESCRIPTION
EAST MARITIME ARMY RESERVE PROPERTY
OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
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SCALE: 1" = 200'	Data File:
DATE: 7/15/2003	Revision: 1
SHEET 2 OF 3	Rev. date: 10/9/03
ATTACHMENTS:	
FILE LOC. > EAST-MARITIME-AR_R1.DWG (2)	



LINE TABLE		
LINE	BEARING	DISTANCE
L1	S71°25'40"E	25.43'
L2	S25°50'39"W	100.04'
L3	S30°42'24"W	148.96'
L4	S37°08'59"W	99.92'
L5	S40°33'22"W	49.03'
L6	S49°48'18"W	93.04'
L7	S56°00'39"W	30.42'

CURVE TABLE			
CURVE	DELTA	RADIUS	LENGTH
C1	25°52'29"	199.99'	90.32'
C2	6°06'10"	1647.00'	175.43'
C3	6°28'40"	1542.01'	174.33'
C4	16°33'59"	302.83'	87.56'
C5	4°28'14"	906.45'	70.73'
C6	25°38'05"	444.22'	198.75'

PORT OF OAKLAND
 LAND SURVEYS AND MAPPING
 530 Water Street
 Oakland, California

SCHEDULE 1.1 (23)
 PLAT TO ACCOMPANY LEGAL DESCRIPTION
 EAST MARITIME ARMY RESERVE PROPERTY
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FILE LOC. > EAST-MARITIME-AR_R1.DWG (3)	

DRAFT

Exhibit "A"
Legal Description
Army I-880 Corridor Property
Oakland Army Base

All that certain real property situated in the City of Oakland, County of Alameda, State of California, described as follows:

Parcel 1

A portion of the property described in that certain Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company et al., Case No. 23099-S, District Court of the United States in and for the Northern District of California, Southern Division, recorded October 22, 1951, in Book 6566 of Official Records, Page 301 in the Office of the Recorder of said Alameda County (hereinafter referred to as 6566 O.R. 301) more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North 65°24'13" East, 5498.39 feet to a point at the intersection of the southeastern line of Tract 3 described in said Final Judgment (6566 O.R. 301) and the generally eastern right of way line of State Highway 880 as shown on Sheet 8 of Record of Survey 1687, filed on August 7, 2000 in Book 25 of Records of Surveys at Pages 58-69, Alameda County Official Records (hereinafter referred to as 25 R/S 58), said point being on the course described on said Record of Survey 1687 as "L3, North 07°21'56" West, 45.78 feet", and being the **POINT OF BEGINNING** of Parcel 1 as herein described;

Thence along said generally eastern line of said State Highway 880 the following three courses:

- 1) North 07°21'50" West, 9.41 feet to an angle point;
- 2) North 32°49'03" East, 407.37 feet to the beginning of a curve concave northwesterly, having a radius of 3579.00 feet and a central angle of 4°51'10", said beginning being marked by a 1" iron pipe and CalTrans cap as shown on said Record of Survey 1687;
- 3) *along said curve to the left, an arc distance of 303.14 feet to the point of a cusp, being a point on the generally eastern line of Tract 1, Parcel 4, as described in said judgment (6566 O.R. 301), being the beginning of a non-tangent curve concave northwesterly, having a radius of 685.05 feet*

and a central angle of $13^{\circ}21'38''$, from which beginning the radius point bears North $76^{\circ}03'14''$ West;

Thence along said generally eastern line of said Tract 1, Parcel 4, along said curve to the right, an arc distance of 159.74 feet to a point on the northeastern line of 24th Street, now abandoned, being the eastern most corner of Tract 1, Parcel 5, as described in said judgment (6566 O.R. 301), said point being the beginning of a continuation of the last described curve, concave westerly, having a radius of 685.05 feet and a central angle of $5^{\circ}01'47''$;

Thence along the eastern line of said Tract 1, Parcel 5, along said curve to the right, an arc distance of 60.14 feet to eastern most corner of Tract 1, Parcel 6, described in said judgment (6566 O.R. 301), said point being the beginning of a continuation of the last described curve, concave northwesterly, having a radius of 685.05 feet and a central angle of $2^{\circ}34'45''$;

Thence along the generally eastern line of said Tract 1, Parcel 6, the following two courses:

- 1) along said curve to the right, an arc distance of 30.84 feet to a point of tangency;
- 2) South $34^{\circ}56'32''$ West, 315.31 feet to the eastern most corner of said Tract 3;

Thence along the eastern line of said Tract 3, South $34^{\circ}56'32''$ West, 155.69 feet to the **POINT OF BEGINNING**, containing 11,466 square feet (0.263 acres), more or less, measured in ground distances.

Parcel 1A

A portion of the property described in that certain Final Judgment as to Tract 1 and as to Lack of Interests of Certain Persons as to Property Subject to the Above Action, United States of America vs. Santa Fe Land and Improvement Co., Southern Pacific Railroad Company et al., Case No. 23099-S, District Court of the United States in and for the Northern District of California, Southern Division, recorded October 22, 1951, in Book 6566 of Official Records, Page 301 in the Office of the Recorder of said Alameda County (hereinafter referred to as 6566 O.R. 301) more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North $65^{\circ}24'13''$ East, 5498.39 feet to a point at the intersection of the southeastern line of Tract 3 described in said Final Judgment (6566 O.R. 301) and the generally eastern right of way line of State Highway 880 as shown on Sheet 8 of Record of Survey 1687, filed on August

7, 2000 in Book 25 of Records of Surveys at Pages 58-69, Alameda County Official Records (hereinafter referred to as 25 R/S 58), said point being on the course described on said Record of Survey 1687 as "L3, North 07°21'56" West, 45.78 feet", and being the **POINT OF BEGINNING** of Parcel 1A as herein described;

Thence along said southeastern line of said Tract 3 (6566 O.R. 301) South 34°56'32" West, 39.95 feet to the southern most corner of said Tract 3;

Thence North 22°26'09" East, 199.28 feet to the northern most corner of said Tract 3 (6566 O.R. 301), being a point on the southwestern line of Tract 1, Parcel 6, described in said judgment (6566 O.R. 301);

Thence along said southwestern line North 56°29'36" West, 0.80 feet to the western most corner of said Tract 1, Parcel 6 (6566 O.R. 301);

Thence along the northwestern line of said Tract 1, Parcel 6, North 18°55'47" East, 47.61 feet to a point on the southwestern line of 23rd Street, now abandoned, said point also being the southwest corner of Tract 1, Parcel 7, as described in said judgment (6566 O.R. 301);

Thence along the northwestern line of said Tract 1, Parcel 7 (6566 O.R. 301) the following two courses:

- 1) North 18°55'47" East, 10.83 feet to an angle point;
- 2) North 25°26'32" East, 50.01 feet to a point on the northeast line of said 23rd Street, said point being the northern most corner of said Tract 1, Parcel 7, and being an angle point in the generally western line of said Tract 1, Parcel 6;

Thence along said generally western line of said Tract 1, Parcel 6, North 25°26'32" East, 242.37 feet to a point on the southwest line of 24th Street, now abandoned, said point being the western most corner of Tract 1, Parcel 5 described in said judgment (6566 O.R. 301);

Thence along the northwest line of said Tract 1, Parcel 5 the following two courses:

- 1) North 25°26'32" East, 33.89 feet to the beginning of a curve concave northwesterly, having a radius of 4600.37 feet and a central angle of 0°19'58";
- 2) along said curve to the left, an arc distance of 26.72 feet to a point on the northeast line of said 24th Street, said point being the western most corner of Tract 1, Parcel 4, described in said judgment (6566 O.R. 301), said point being the beginning of a continuation of the last described curve, concave northwesterly, having a radius of 4600.37 feet and a central angle of 1°32'08";

Thence along the generally western line of said Tract 1, Parcel 4, the following six courses:

- 1) along said curve to the left, an arc distance of 123.29 feet to the beginning of a reverse curve concave southeasterly, having a radius of 655.70 feet and a central angle of 11°26'46";

2) along said reverse curve to the right, an arc distance of 130.99 feet to an angle point from which the radius point bears South 54°58'48" East;

3) North 25°13'46" East, 15.00 feet to an angle point;

4) North 05°47'40" West, 45.22 feet to the beginning of a non-tangent curve concave northwesterly, having a radius of 4595.37 feet and a central angle of 0°17'23", from which beginning the radius point bears North 68°43'38" West;

5) along said curve to the left, an arc distance of 23.24 feet to the beginning of a compound curve concave northwesterly, having a radius of 3984.81 feet and a central angle of 0°58'37";

6) along said curve to the left, an arc distance of 67.94 feet to the point of a cusp, from which the radius point bears North 69°59'38" East, being the northern most corner of said Tract 1, Parcel 4, and being the beginning of a non-tangent curve concave southwesterly, having a radius of 509.64 feet and a central angle of 14°00'06", from which beginning the radius point bears South 73°59'07" West;

Thence along the generally eastern line of said Tract 1, Parcel 4, along said curve to the right, an arc distance of 124.55 feet to the northern most corner of Tract 1, Parcel 3, as described in said judgment (6566 O.R. 301), being the beginning of a continuation of the last described curve, concave westerly, having a radius of 509.64 feet and a central angle of 7°08'12";

Thence along the eastern line of said Tract 1, Parcel 3, along said curve to the right, an arc distance of 63.48 feet to an angle point in the generally eastern line of said Tract 1, Parcel 4, being the beginning of a continuation of the last described curve, concave westerly, having a radius of 509.64 feet and a central angle of 2°15'50";

Thence along the generally eastern line of said Tract 1, Parcel 4 the following two courses:

1) along said curve to the right, an arc distance of 20.14 feet to the beginning of a compound curve concave northwesterly, having a radius of 685.05 feet and a central angle of 6°33'16";

2) along said curve to the right, an arc distance of 78.37 feet to a point on the generally eastern line of said State Highway 880 as shown on Sheet 8 of said Record of Survey 1687 (25 R/S 58), being the beginning of a non-tangent curve concave northwesterly, having a radius of 3579.00 feet and a central angle of 4°51'10", from which beginning the radius point bears North 62°02'08" West;

Thence along said generally eastern line of said State Highway 880 the following three courses:

1) along said curve to the right, an arc distance of 303.14 feet to a point of tangency marked by a 1" iron pipe and CalTrans cap as shown on said Record of Survey 1687;

2) South 32°49'03" West, 407.37 feet to an angle point;

3) South $07^{\circ}21'50''$ East, 9.41 feet to the **POINT OF BEGINNING**, containing 58,014 square feet (1.332 acres), more or less, measured in ground distances.

Parcel 2

A portion of those Parcels of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded April 23, 1941, in Book 4017 of Official Records, Page 485 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4017 O.R. 485); And a portion of those Parcels of land described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded October 6, 1941, in Book 4121 of Official Records, Page 191 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4121 O.R. 191), more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Record of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North $58^{\circ}38'49''$ East, 5253.63 feet to the southern most corner of Parcel A described in an unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd R.S.C., dated December 17, 1998, said Parcel A being commonly referred to as the "Subaru Lot" (hereinafter referred to as the Subaru Lot), said corner being the southwest terminus of the course described as "South $56^{\circ}00'54''$ West, 39.01 feet" in the description of said Parcel A, being marked by a 1" iron pipe with plug stamped "LS 6379", being the **POINT OF BEGINNING** of Parcel 2 as herein described;

Thence along the southeastern line of said Parcel A, North $56^{\circ}00'39''$ East, 8.59 feet to a point on the generally northeastern line of Parcel 56444 described in that certain Quitclaim Deed, recorded on February 13, 2002 as Document No. 2002-072863 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002-072863), being the beginning of a non-tangent curve concave southwesterly, having a radius of 1647.00 feet and a central angle of $0^{\circ}35'58''$, from which beginning the radius point bears South $46^{\circ}46'37''$ West;

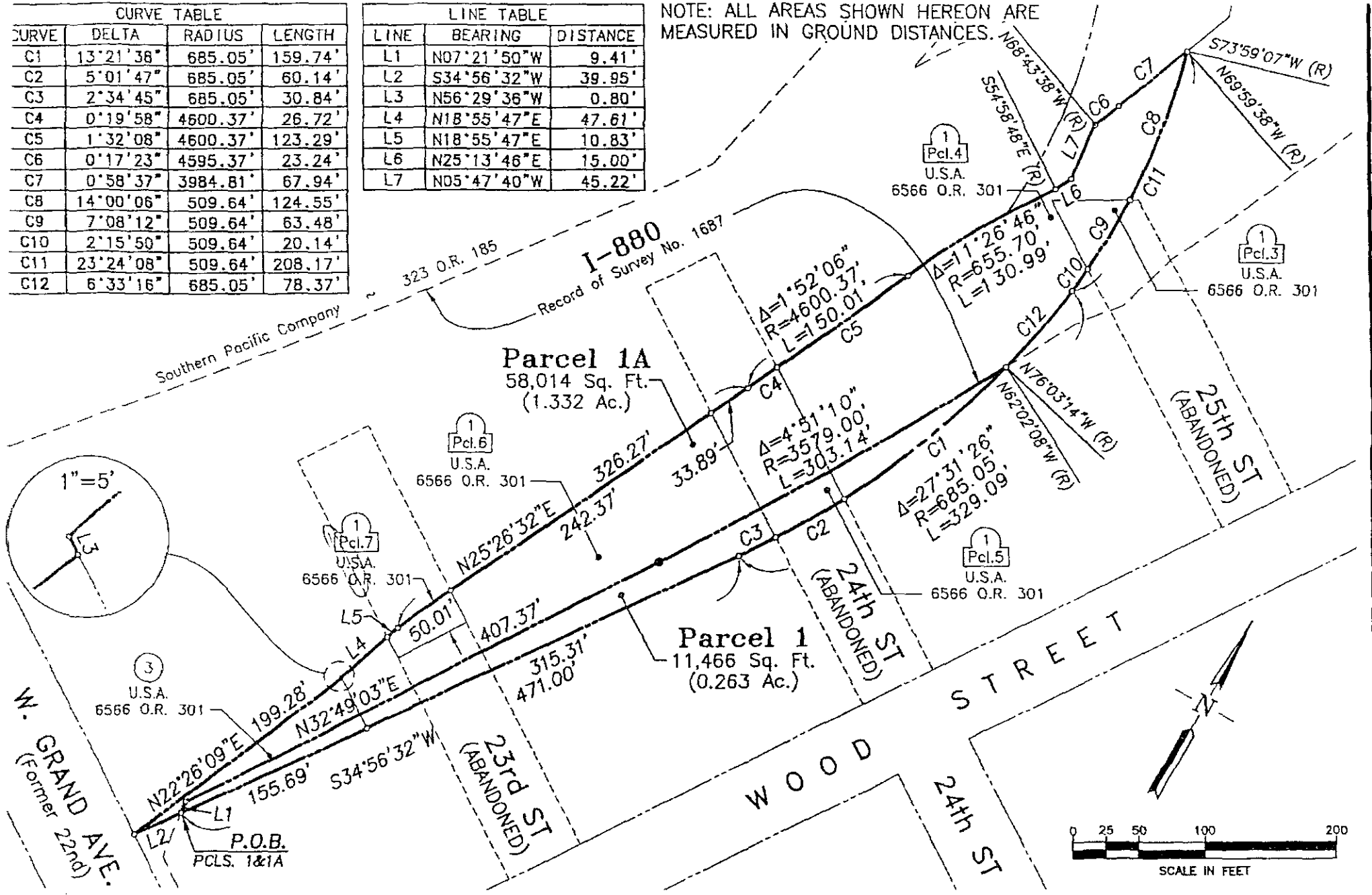
Thence along said generally northeastern line of said Parcel 56444 the following two courses:

1) along said curve to the right, an arc distance of 17.23 feet to a point of tangency;

CURVE TABLE			
CURVE	DELTA	RADIUS	LENGTH
C1	13°21'38"	685.05'	159.74'
C2	5°01'47"	685.05'	60.14'
C3	2°34'45"	685.05'	30.84'
C4	0°19'58"	4600.37'	26.72'
C5	1°32'08"	4600.37'	123.29'
C6	0°17'23"	4595.37'	23.24'
C7	0°58'37"	3984.81'	67.94'
C8	14°00'06"	509.64'	124.55'
C9	7°08'12"	509.64'	63.48'
C10	2°15'50"	509.64'	20.14'
C11	23°24'08"	509.64'	208.17'
C12	6°33'16"	685.05'	78.37'

LINE TABLE		
LINE	BEARING	DISTANCE
L1	N07°21'50"W	9.41'
L2	S34°56'32"W	39.95'
L3	N56°29'36"W	0.80'
L4	N18°55'47"E	47.61'
L5	N18°55'47"E	10.83'
L6	N25°13'46"E	15.00'
L7	N05°47'40"W	45.22'

NOTE: ALL AREAS SHOWN HEREON ARE MEASURED IN GROUND DISTANCES.

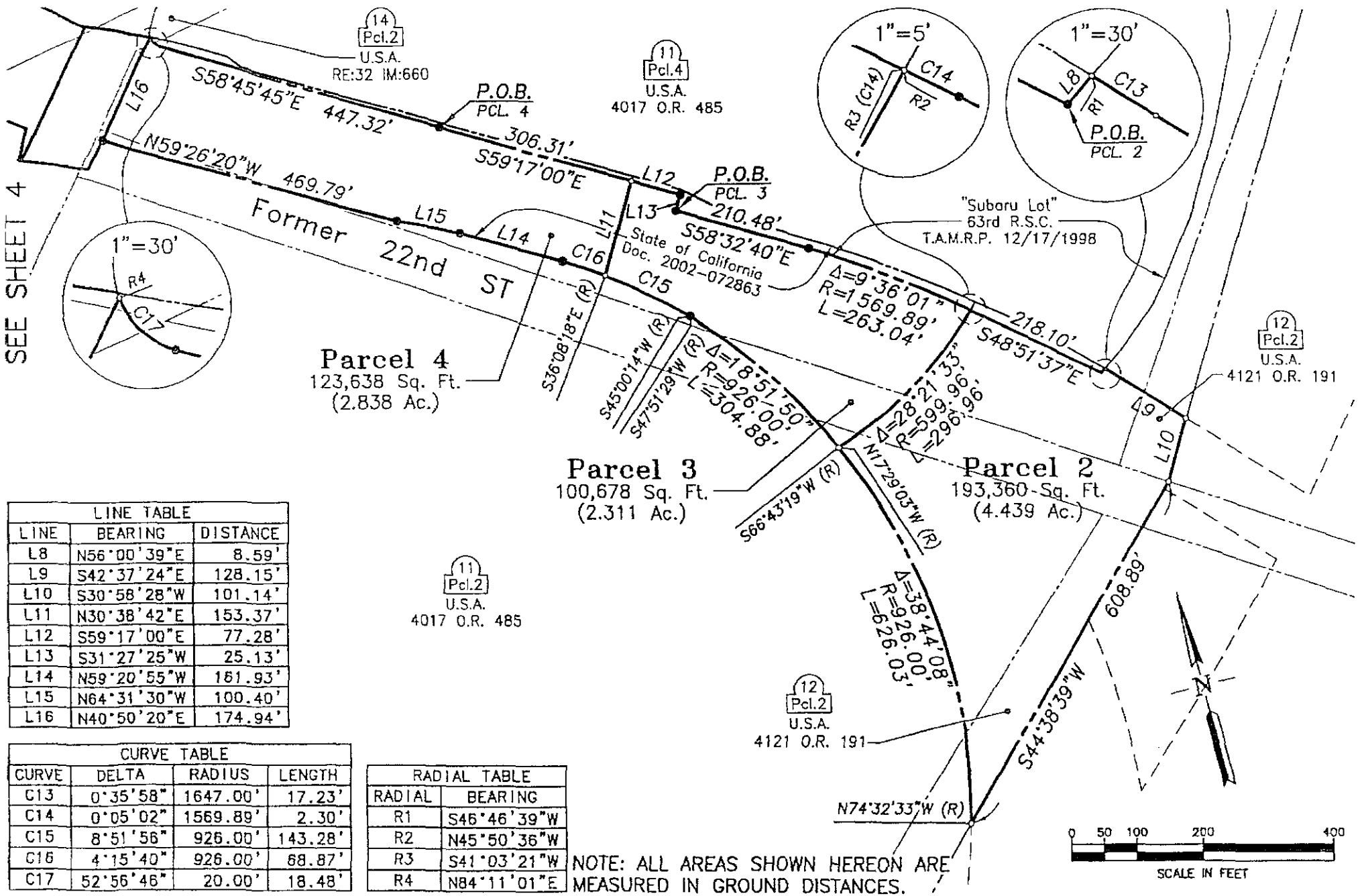


PORT OF OAKLAND
 LAND SURVEYS AND MAPPING
 530 Water Street
 Oakland, California

EXHIBIT 'A'
 PLAT TO ACCOMPANY LEGAL DESCRIPTION
 ARMY I-880 CORRIDOR PROPERTY
 OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1" = 100'	Data File:
DATE: 7/15/2003	Revision:
SHEET 2 OF 4	Rev. date:
ATTACHMENTS:	
FILE LOC.> Army-1880_plat.dwg (2)	

SEE SHEET 4



Parcel 4
123,638 Sq. Ft.
(2.838 Ac.)

Parcel 3
100,678 Sq. Ft.
(2.311 Ac.)

Parcel 2
193,360-Sq. Ft.
(4.439 Ac.)

LINE TABLE		
LINE	BEARING	DISTANCE
L8	N56°00'39"E	8.59'
L9	S42°37'24"E	128.15'
L10	S30°58'28"W	101.14'
L11	N30°38'42"E	153.37'
L12	S59°17'00"E	77.28'
L13	S31°27'25"W	25.13'
L14	N59°20'55"W	161.93'
L15	N64°31'30"W	100.40'
L16	N40°50'20"E	174.94'

CURVE TABLE			
CURVE	DELTA	RADIUS	LENGTH
C13	0°35'58"	1647.00'	17.23'
C14	0°05'02"	1569.89'	2.30'
C15	8°51'56"	926.00'	143.28'
C16	4°15'40"	926.00'	68.87'
C17	52°56'46"	20.00'	18.48'

RADIAL TABLE	
RADIAL	BEARING
R1	S46°46'39"W
R2	N45°50'36"W
R3	S41°03'21"W
R4	N84°11'01"E

NOTE: ALL AREAS SHOWN HEREON ARE MEASURED IN GROUND DISTANCES.

PORT OF OAKLAND
LAND SURVEYS AND MAPPING
530 Water Street
Oakland, California

EXHIBIT 'A'
PLAT TO ACCOMPANY LEGAL DESCRIPTION
ARMY I-880 CORRIDOR PROPERTY
OAKLAND ARMY BASE

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: 104471
SCALE: 1"= 200'	Data File:
DATE: 7/15/2003	Revision:
SHEET 3 OF 5	Rev. date:
ATTACHMENTS:	
FILE LOC.> Army-1880_plat.dwg (3)	

EXHIBIT A
Legal Description
A Portion of Army Reserve I-880 Corridor Property

All that certain real property situated in the City of Oakland, County of Alameda, State of California, described as follows:

Caltrans Parcel 2A

A portion of Parcel No. 4 described in that certain Indenture between the Southern Pacific Company and the United States of America, recorded April 23, 1941, in Book 4017 of Official Records at Page 485 in the Office of the Recorder of said Alameda County (hereinafter referred to as 4017 O.R. 485), being a portion of the lands commonly referred to as the "Subaru Lot" and described as Parcel A in an unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Command of the Oakland Army Base to the 63rd R.S.C., dated December 17, 1998, and being more particularly described as follows:

COMMENCING at City of Oakland monument No. 7SE13, said monument being a pin set in concrete, in a monument well marking the intersection of the centerlines of Maritime Street and 10th Street, as said streets are shown on that unrecorded map entitled "Oakland Army Terminal Boundary Map" prepared by Wilsey & Ham Engineers in 1958 for the U.S. Army Corps of Engineers, File No. 45-I-286 (hereinafter referred to as the Army Map), said monument is further described as being Port of Oakland Monument ID H006 as shown upon Record of Survey 990, filed for record in Book 18 of Records of Surveys, at Pages 50-60, Alameda County Official Records;

Thence North 58°38'49" East, 5253.63 feet to the southern most corner of said Parcel A described in said unrecorded "Transfer and Acceptance of Military Real Property" from the Military Traffic Management Command of the Oakland Army Base to the 63rd R.S.C., dated December 17, 1998 (hereinafter referred to as the Subaru Lot), being the southwest terminus of the course described as "South 56°00'54" West, 39.01 feet" in the description of said Parcel A, being marked by a 1" iron pipe with plug stamped "LS 6379", and being the **POINT OF BEGINNING** of Caltrans Parcel 2A as herein described;

Thence along the generally southwestern line of said Parcel A (the Subaru Lot) the following two courses:

- 1) North 48°51'37" West, 218.10 feet to the beginning of a curve concave southwesterly, having a radius of 1569.89 feet and a central angle of 0°05'02", said beginning being marked by a 1" iron pipe and plug stamped "LS 6379";
- 2) along said curve to the left, an arc distance of 2.30 feet to the point of a cusp from which the radius point bears South 41°03'21" West, being the beginning of a non-tangent curve concave

northwesterly, having a radius of 599.96 feet and a central angle of 1°26'59", from which beginning the radius point bears North 45°50'36" West;

Thence departing from said southwestern line of said Parcel A (the Subaru Lot), along said curve to the left, an arc distance of 15.18 feet to a point on the generally northeastern line of Parcel 56444 described in that certain Quitclaim Deed, recorded on February 13, 2002 as Document No. 2002-072863 of Official Records, in the Office of the Recorder of Alameda County (hereinafter referred to as Doc. 2002-072863), being the beginning of a non-tangent curve concave southwesterly, having a radius of 1647.00 feet and a central angle of 7°43'56", from which beginning the radius point bears South 39°02'41" West;

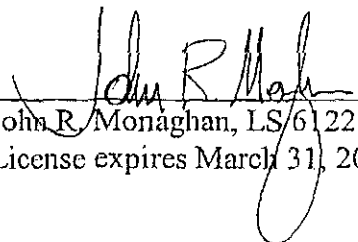
Thence along said generally northeastern line of said Parcel 56444 (Doc. 2002-072863), along said curve to the right, an arc distance of 222.27 feet to the generally southeastern line of said Parcel A (the Subaru Lot);

Thence along said generally southeastern line of said Parcel A (the Subaru Lot), South 56°00'39" West, 8.59 feet to the **POINT OF BEGINNING**, containing 3,155 square feet (0.072 acres), more or less, measured in ground distances, as depicted on the Plat to Accompany Legal Description, attached and hereby made a part of this legal description.

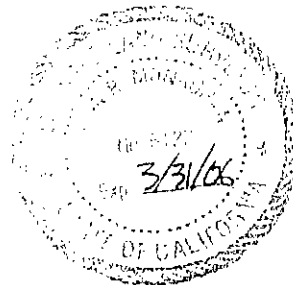
Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Alameda County Records unless otherwise indicated. To obtain ground level distances, multiply distances called for herein by 1.0000705.

End of Description

I hereby state that this description and its accompanying plat were prepared by me, or under my direction, in July of 2004.


John R. Monaghan, LS 6122
License expires March 31, 2006

7/20/04
Date



INTERSTATE 80

Oakland Charter
Line of 1862

OUTER
HARBOR

Caltrans Pcl 2A

LEGEND

- Dimension point
- Monument
- ⊙ Pin monument in well
- A.R. I-880 Corridor parcel line
- - - Doc. 2002-072863 parcel line
- E.D.C. parcel line
- - - Other parcel line

BASIS OF BEARINGS

Bearings and distances shown hereon are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon Record of Survey 990, filed in Book 18 of Records of Survey, at Pages 50-60, Alameda County Records. To obtain ground level distances, multiply distances shown hereon by 1.0000705.

P.O.C.
"7SE13"

14th ST

MARITIME ST

Former 22nd ST

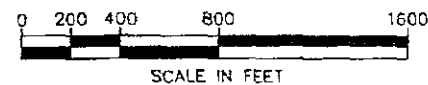
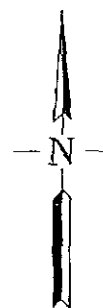
5253.63'

N58°38'49"E

INTERSTATE 880

W GRAND AVE.

WEST
OAKLAND



PORT OF OAKLAND
LAND SURVEYS AND MAPPING
530 Water Street
Oakland, California

EXHIBIT A
PLAT TO ACCOMPANY LEGAL DESCRIPTION
CALTRANS PARCEL 2A

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: BTO#601132
SCALE: 1" = 800'	Data File:
DATE: 7/20/2004	Revision:
SHEET 1 OF 2	Rev. date:
ATTACHMENTS:	
FILE LOC.> AR-1880-2A.dwg	

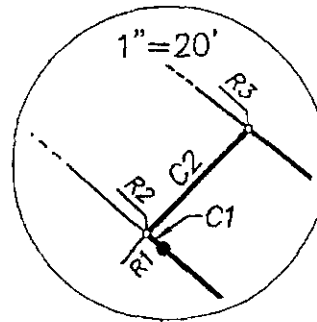
NOTE: ALL AREAS SHOWN HEREON ARE MEASURED IN GROUND DISTANCES.

LINE TABLE		
LINE	BEARING	DISTANCE
L1	S56°00'39"W	8.59'

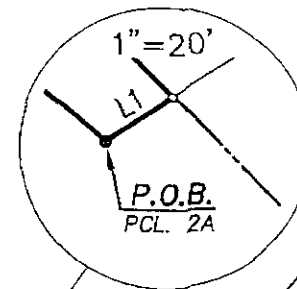
CURVE TABLE			
CURVE	DELTA	RADIUS	LENGTH
C1	0°05'02"	1569.89'	2.30'
C2	1°26'59"	599.96'	15.18'

RADIAL TABLE	
RADIAL	BEARING
R1	S41°03'21"W
R2	N45°50'36"W
R3	N47°17'35"W

11
Pcl. 4
U.S.A.
4017 O.R. 485



"Subaru Lot"
63rd R.S.C.
T.A.M.R.P. 12/17/1998



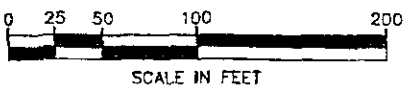
Caltrans
Parcel 2A
3,155 Sq. Ft.
(0.072 Ac.)

State of California
Doc. 2002-072863

S39°02'41"W (R)
N48°51'57"W
218.10'
S46°46'37"W (R)
Δ=7°43'56"
R=1647.00'
L=222.27'

12
Pcl. 2
U.S.A.
4121 O.R. 191

6-1
FEB 28 2006
COMPUTER DATE



PORT OF OAKLAND
LAND SURVEYS AND MAPPING
530 Water Street
Oakland, California

EXHIBIT A
PLAT TO ACCOMPANY LEGAL DESCRIPTION
CALTRANS PARCEL 2A

DRAWN BY: DAM	Field Bk:
CHECKED BY: JRM	Wrk. Ord: BTO#601132
SCALE: 1" = 100'	Data File:
DATE: 7/20/2004	Revision:
SHEET 2 OF 2	Rev. date:
ATTACHMENTS:	
FILE LOC.> AR-1880-2A.dwg	

OFFICE OF THE CITY CLERK
2006 FEB 16 PM 9:04

APPROVED AS TO FORM AND LEGALITY
Mark P. Walsh
DEPUTY CITY ATTORNEY

OAKLAND CITY COUNCIL

RESOLUTION NO. _____ C.M.S.

RESOLUTION AMENDING THE GENERAL PLAN LAND USE DESIGNATION FOR THE AREA EAST OF MARITIME STREET AT THE FORMER OAKLAND ARMY BASE FROM BUSINESS MIX TO GENERAL INDUSTRIAL/TRANSPORTATION

WHEREAS, the Land Use Diagram of the Land Use and Transportation Element of the Oakland General Plan (“LUTE”) designates most of the land west of Maritime Street as Industrial/Transportation (for future Port development) and most of the land east of Maritime Street as Business Mix (for future City or Agency development); and

WHEREAS, the Final Reuse Plan for the Oakland Army Base (the “Reuse Plan”) provides that most of the land west of Maritime Street and a portion of the land east of Maritime Street will be developed by the Redevelopment Agency with a variety of uses to stimulate job creation and economic development, while most of the land east of Maritime Street and a portion of the land west of Maritime Street will be developed by the Port of Oakland to expand its maritime terminals and reconfigure and expand the Port’s rail facility through its New Intermodal Facility project; and

WHEREAS, the City desires that Land Use Diagram in the LUTE be consistent with the Reuse Plan for the reasons set forth in the staff report accompanying this Resolution; and

WHEREAS, on February 15, 2006, the Planning Commission found and determined that that the previously certified Oakland Army Base Area Redevelopment Plan EIR (EIR) was adequate for this action and recommended approval of a General Plan amendment to the City Council (from Business Mix to General Industrial/Transportation for the area East of Maritime Street) and recommended approval of a Redevelopment Plan amendment to the City Council (to conform the Redevelopment Plan Land Use Map to the Reuse Plan and amended general plan Land Use Diagram); and

6-2
CITY CLERK
FEB 28 2006

WHEREAS, the Planning Commission found, in part, that the proposed General Plan amendment will not cause the General Plan to become internally inconsistent; and

WHEREAS, the Planning Commission also found, in part, that the proposed General Plan amendment is consistent with the overall goals, objectives, and policies of the General Plan in that the proposed General Plan amendment will meet the LUTE's desire to support the success of the seaport and its current and future expansion, to minimize negative externalities of such expansion on the nearby West Oakland neighborhood, and to facilitate development of important transportation projects being planned and implemented by the Port of Oakland; and

WHEREAS, the City Council held a duly noticed joint public hearing on March 7, 2006; and

WHEREAS, all interested parties were given the opportunity to participate in the public hearing by submittal of oral and written comments; and

WHEREAS, the public hearing was closed by the City Council on March 7, 2006;

WHEREAS, on July 31, 2002, the City Planning Commission, on behalf of the City of Oakland as the Lead Agency, certified the EIR and subsequently filed a Notice of Determination; and

WHEREAS, the City of Oakland Redevelopment Agency, as a Responsible Agency, approved the EIR on October 29, 2002 and subsequently filed a Notice of Determination; and

WHEREAS, the requirements of the California Environmental Quality Act of 1970 ("CEQA") have been satisfied with the completion and certification of the EIR; **now**, therefore be it,

RESOLVED: That the City Council amends the General Plan land use designation of the area east of Maritime Street from Business Mix to Industrial/Transportation as shown on the map attached to this resolution as Exhibit A and adopts the findings of the City Planning Commission, as summarized in the above recitals, as well as findings in the March 7, 2006 City Council Agenda Report; and be it

FURTHER RESOLVED: That the City of Oakland, as the Lead Agency, finds and determines, prior to taking action approving the general plan amendment, that (a) this Resolution complies with CEQA; (b) the City Council relies upon the previously certified EIR for this action; and (c) none of the requirements in CEQA Guidelines sections 15162, requiring further environmental review, have occurred and thus no Subsequent or Supplemental EIR is required for this action; and be it

FURTHER RESOLVED: Staff is directed to cause to be filed a Notice of Determination with the appropriate agencies; and be it

FURTHER RESOLVED: That the record before the City Council relating to this matter includes, without limitation, the following:

1. The Final Reuse Plan and Redevelopment Plan, including all accompanying maps and papers;
2. All final staff reports, final decision letters and other final documentation and information produced by or on behalf of the City, Agency and OBRA, including without limitation the Draft and Final EIR and supporting final technical studies and appendices, and all related/supporting final materials, and all final notices relating to the OARB Redevelopment EIR, Final Reuse Plan, Redevelopment Plan and this general plan amendment and attendant hearings;
3. All oral and written evidence received by the City Council, City Planning Commission and OBRA during the public hearings on the EIR, Final Reuse Plan, Redevelopment Plan, and general plan amendment, and all written evidence received by relevant City and OBRA Staff before and during said public hearings; and
- 4 All matters of common knowledge and all official enactments and acts of the City and OBRA, such as (a) the General Plan; (b) Oakland Municipal Code, including, without limitation, the Oakland real estate regulations and Oakland Fire Code; (c) Oakland Planning Code; (d) other applicable City and OBRA policies and regulations, and (e) all applicable state and federal laws, rules and regulation, including those of the Bay Conservation and Development Commission; and be it

FURTHER RESOLVED: That the custodians and locations of the documents or other materials which constitute the record of proceedings upon which the City's decision is based are respectively: (a) Community & Economic Development Agency, Planning & Zoning Division, 250 Frank H. Ogawa Plaza, 3rd floor, Oakland California.; (b) Community & Economic Development Agency, Base Reuse Unit, 250 Frank H. Ogawa Plaza, 3rd floor, Oakland California; and (c) Office of the City Clerk, 1 Frank H. Ogawa Plaza, 1st floor, Oakland, California; and be it

FURTHER RESOLVED: That the recitals contained in this resolution are true and correct and are an integral part of the City Council's decision.

IN COUNCIL, OAKLAND, CALIFORNIA, _____, 2006

PASSED BY THE FOLLOWING VOTE:

AYES- BROOKS, BRUNNER, CHANG, KERNIGHAN, NADEL, QUAN, REID,
AND CHAIRPERSON DE LA FUENTE

NOES-

ABSENT-

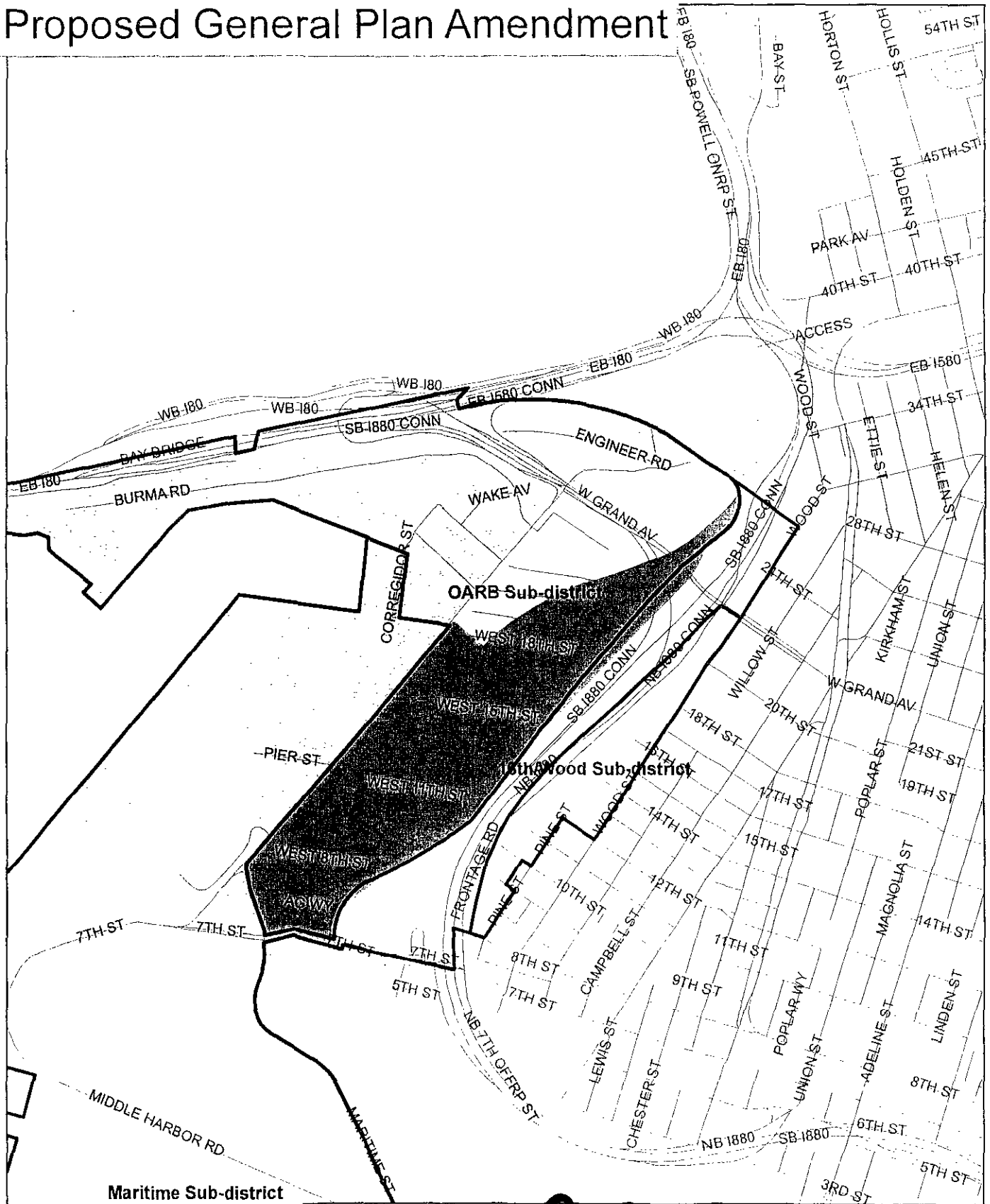
ABSTENTION-

ATTEST: _____
LATONDA SIMMONS
City Clerk and Clerk of the Council
of the City of Oakland, California

6-2
CITY OF OAKLAND
COUNCIL CLERK

FEB 28 2006

Proposed General Plan Amendment



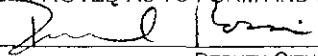
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OBRA Sub-districts	
Proposed GPA from Business Mix to General Industrial/Transportation	
Existing General Industrial/Transportation Land Use Designation	

OFFICE OF THE CITY CLERK

2006 FEB 16 PM 9:04

APPROVED AS TO FORM AND LEGALITY


DEPUTY CITY ATTORNEY

OAKLAND CITY COUNCIL

ORDINANCE NO. _____ C.M.S.

AN ORDINANCE ADOPTING THE THIRD AMENDMENT TO THE OAKLAND ARMY BASE REDEVELOPMENT PLAN TO CHANGE THE LAND USE DESIGNATION FOR THE EAST MARITIME AREA FROM BUSINESS MIX TO GENERAL INDUSTRIAL / TRANSPORTATION

WHEREAS, the City Council adopted the Redevelopment Plan for the Oakland Army Base Redevelopment Project (the "Redevelopment Plan") on July 11, 2000, as a redevelopment plan for the Oakland Army Base Project Area (the "Project Area") pursuant to the California Community Redevelopment Law (Health and Safety Code Sections 33000, et seq.); and

WHEREAS, the City Council adopted the First Amendment to the Redevelopment Plan on December 21, 2004; and

WHEREAS, the City Council adopted the Second Amendment to the Redevelopment Plan in July 2005; and

WHEREAS, the Redevelopment Plan includes Redevelopment Land Use Maps attached to the Plan as Attachment No. 3A and Attachment 3B which set forth land use designations for the former Oakland Army Base ("OARB") and Port sub-districts of the Project Area; and

WHEREAS, the Redevelopment Land Use Maps designate most of the land west of Maritime Street as Industrial/Transportation (for future Port development) and most of the land east of Maritime Street as Business Mix (for future City or Agency development), in accordance with the Land Use and Transportation Element of the General Plan, which was adopted in March 1998; and

WHEREAS, it is necessary and desirable that these Land Use Maps be revised for the reasons set forth in the staff report accompanying this Ordinance; and

WHEREAS, the Final Reuse Plan for the Oakland Army Base (the "Reuse Plan") provides that most of the land west of Maritime Street and a portion of the land east of Maritime Street will be developed by the Redevelopment Agency with a variety of uses to

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stimulate job creation and economic development, while most of the land east of Maritime Street and a portion of the land west of Maritime Street will be developed by the Port of Oakland to expand its maritime terminals and reconfigure and expand the Port's rail facility through its new Intermodal Facility project; and

WHEREAS, the City desires that Redevelopment Land Use Maps in the Redevelopment Plan be consistent with the Reuse Plan; and

WHEREAS, the land use designations for the OARB subarea in the Oakland General Plan have been or will be revised, and the City desires that the Redevelopment Land Use Maps in the Redevelopment Plan also be consistent with the Oakland General Plan; and

WHEREAS, Health and Safety Code Section 33450, et seq., authorizes a legislative body to amend a redevelopment plan after holding a public hearing; and

WHEREAS, the proposed Third Amendment does not propose any additional property for inclusion in the Project Area, nor does it increase or reduce the Project Area or affect the Redevelopment Agency's authority to claim tax increment revenues; and

WHEREAS, on February 15, 2006, the Planning Commission submitted to the Council its report and recommendations for approval of this proposed Amendment; and

WHEREAS, the City has provided the published and mailed notice of the hearing and this Amendment as required by Health and Safety Code Section 33452; and

WHEREAS, after consideration of the proposed Amendment by the Community and Economic Development Committee of the City Council on February 28, 2006, the Redevelopment Agency and the City Council held a joint public hearing on the proposed Amendment, as permitted under Health and Safety Code Section 33458, on March 7, 2006; and

WHEREAS, on July 31, 2002, the City Planning Commission, on behalf of the City of Oakland as the Lead Agency, certified the Oakland Army Base Area Redevelopment Plan Environmental Impact Report ("EIR") and subsequently filed a Notice of Determination; and

WHEREAS, the Redevelopment Agency, as a Responsible Agency, approved the EIR on October 29, 2002, and subsequently filed a Notice of Determination; and

WHEREAS, the requirements of the California Environmental Quality Act of 1970 ("CEQA") have been satisfied with the completion and certification of the EIR; now, therefore,

The Council of the City of Oakland does ordain as follows:

SECTION 1. The Third Amendment to the Redevelopment Plan for the Oakland Army Base Project attached to this Ordinance as Attachment A is hereby approved and adopted as an amendment to the Redevelopment Plan for the Oakland Army Base Project.

SECTION 2. The City Council finds that it is necessary and desirable to amend the Redevelopment Plan for the reasons set forth herein and in the staff report accompanying this Ordinance.

SECTION 3. The City Administrator or her designee shall cause to be filed with the County of Alameda a Notice of Determination for this action.

SECTION 4. The City of Oakland, as the Lead Agency, finds and determines, prior to taking action approving this amendment, that (a) this Ordinance complies with CEQA; (b) the City Council relies upon the previously certified EIR for this action; and (c) none of the requirements in CEQA Guidelines sections 15162 requiring further environmental review have occurred and thus no Subsequent or Supplemental EIR is required for this action.

SECTION 5. Staff is directed to cause to be filed a Notice of Determination with the appropriate agencies.

SECTION 6. The record before the City Council relating to this matter includes, without limitation, the following:

1. The Final Reuse Plan and Redevelopment Plan, including all accompanying maps and papers;
2. All final staff reports, final decision letters and other final documentation and information produced by or on behalf of the City, Agency and OBRA, including without limitation the Draft and Final EIR and supporting final technical studies and appendices, and all related/supporting final materials, and all final notices relating to the OARB Redevelopment EIR, Final Reuse Plan, Redevelopment Plan, and Redevelopment Plan amendment and attendant hearings;
3. All oral and written evidence received by the City Council, City Planning Commission and OBRA during the public hearings on the OARB Redevelopment Plan EIR, Final Reuse Plan and Redevelopment Plan (and amendment), and all written evidence received by relevant City and OBRA Staff before and during said public hearings; and
4. All matters of common knowledge and all official enactments and acts of the City and OBRA, such as (a) the General Plan; (b) Oakland Municipal Code, including, without limitation, the Oakland real estate regulations and Oakland Fire Code; (c) Oakland Planning Code; (d) other applicable City and OBRA policies and regulations, and (e) all applicable state and federal laws, rules and regulation, including those of the Bay Conservation and Development Commission.

SECTION 7. The custodians and locations of the documents or other materials which constitute the record of proceedings upon which the City's decision is based are respectively: (a) Community & Economic Development Agency, Planning & Zoning Division, 250 Frank H. Ogawa Plaza, 3rd floor, Oakland California.; (b) Community & Economic Development Agency, Base Reuse Unit, 250 Frank H. Ogawa Plaza, 3rd floor, Oakland California; and (c) Office of the City Clerk, 1 Frank H. Ogawa Plaza, 1st floor, Oakland, California.

SECTION 8. The recitals contained in this Ordinance are true and correct and are an integral part of the City Council decision.

SECTION 9. If any part of this Ordinance is held to be invalid for any reason, such decision shall not affect the validity of the remaining portion of this Ordinance, and this Council hereby declares that it would have passed the remainder of this Ordinance if such invalid portion thereof had been deleted.

SECTION 10. This Ordinance shall be in full force and effect immediately upon its passage as provided by Section 216 of the City Charter, if adopted by at least six members of Council, or upon the seventh day after final adoption if adopted by fewer votes.

IN COUNCIL, OAKLAND, CALIFORNIA, _____, 2006

PASSED BY THE FOLLOWING VOTE:

AYES- BROOKS, BRUNNER, CHANG, KERNIGHAN, NADEL, QUAN, REID, AND
 PRESIDENT DE LA FUENTE
NOES- _____
ABSENT- _____
ABSTENTION- _____

ATTEST: _____
 LATONDA SIMMONS
 City Clerk and Clerk of the Council
 of the City of Oakland, California

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OFFICE OF THE CITY CLERK
CITY OF OAKLAND

FEB 28 2006

**ORDINANCE ADOPTING THIRD AMENDMENT TO
THE OAKLAND ARMY BASE REDEVELOPMENT PLAN**

Attachment A

Third Amendment to the Oakland Army Base Redevelopment Plan

The map attached to the original Redevelopment Plan as Attachment No. 3A and designated as "OARB Land Use Plan" is replaced with the map attached to this Ordinance as Attachment No. 3A, "OARB Sub-district," and the map attached to the original Redevelopment Plan as Attachment No. 3B and designated as "Port of Oakland Vision 2000 Program" is replaced with the map attached to this Ordinance as Attachment 3B, "Maritime Sub-District."










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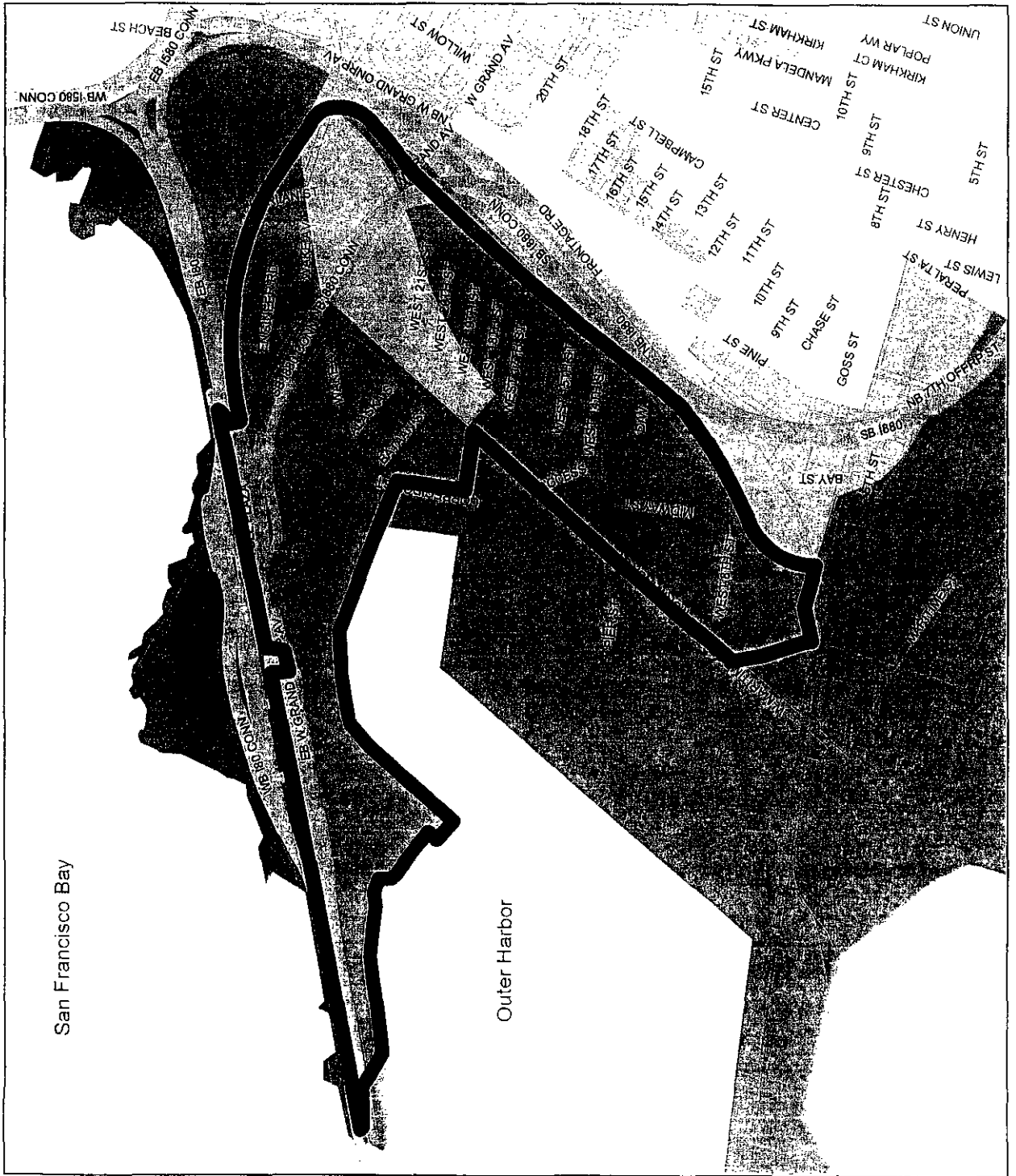
PLANNING
DEPARTMENT

FEB 28 2006

Oakland Army Base Redevelopment, OARB Sub-district

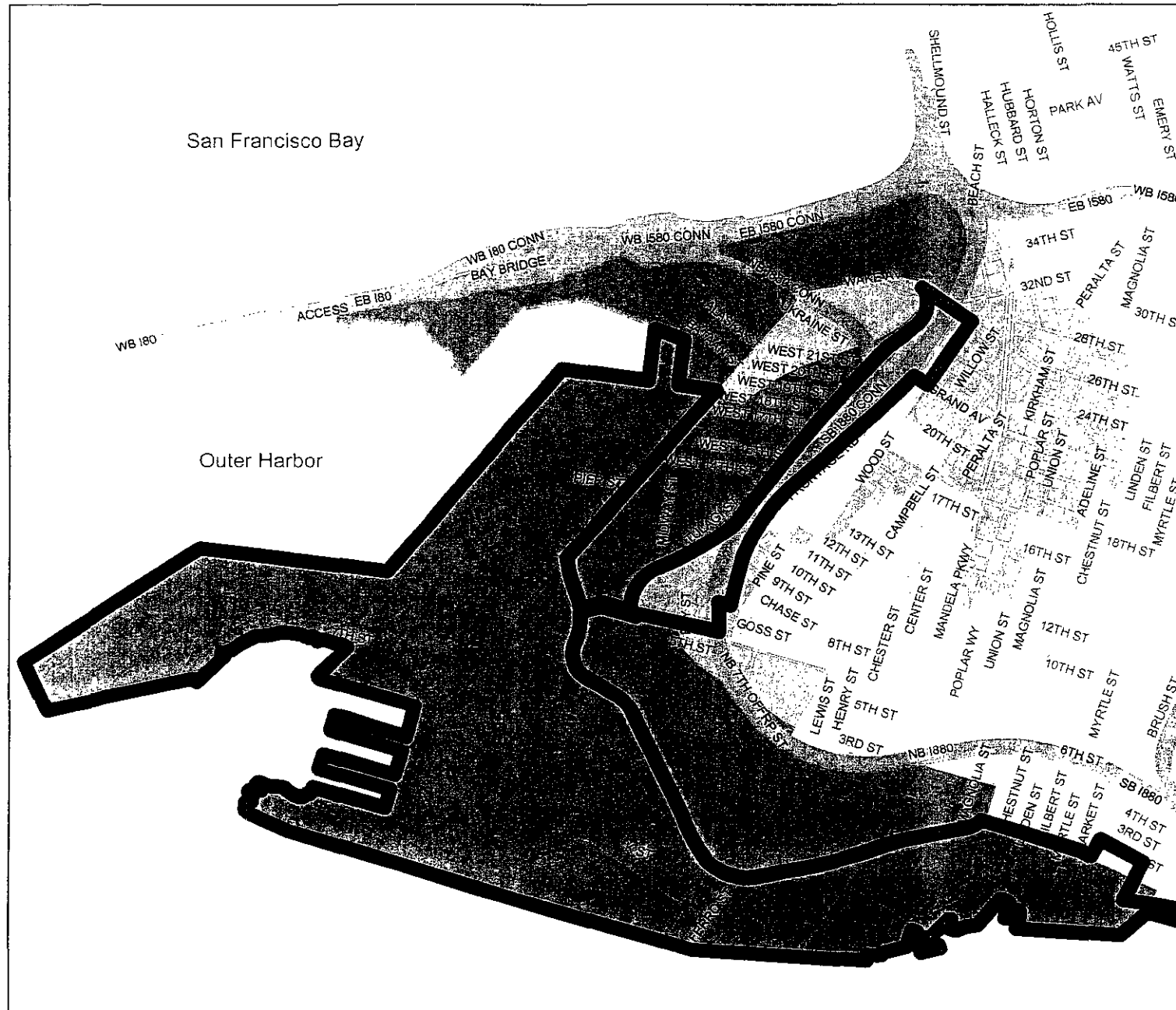
Land Use Map

	OARB Sub-district
	Freeways
	Parcels
	General Plan Landuse
	Business Mix
	Gen Industrial/Transportation
	Resource Conservation Area
	Urban Open Space
	Estuary Plan Area










February 2006

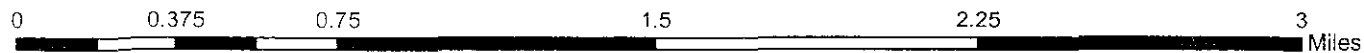
Oakland Army Base Redevelopment, Maritime Sub-district



Land Use Map

Legend

-  Maritime Sub-district
-  Freeways
-  Parcels
- General Plan Landuse
- Business Mix
-  Gen Industrial/Transportation
-  Resource Conservation Area
-  Urban Open Space
-  Estuary Plan Area



February 2006

**AN ORDINANCE ADOPTING THE THIRD AMENDMENT TO THE
OAKLAND ARMY BASE REDEVELOPMENT PLAN TO CHANGE
THE LAND USE DESIGNATION FOR THE EAST MARITIME AREA
FROM BUSINESS MIX TO GENERAL INDUSTRIAL/
TRANSPORTATION**

NOTICE AND DIGEST

This ordinance amends the Oakland Army Base Redevelopment Plan to revise the Redevelopment Land Use Map for the former Oakland Army Base subarea.

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PLANNING COMMISSION

FEB 28 2006

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[Signature]
AGENCY COUNSEL

REDEVELOPMENT AGENCY OF THE CITY OF OAKLAND

RESOLUTION NO. _____ C.M.S.

A RESOLUTION APPROVING AND RECOMMENDING ADOPTION OF THE THIRD AMENDMENT TO THE OAKLAND ARMY BASE REDEVELOPMENT PLAN TO CHANGE THE LAND USE DESIGNATION FOR THE EAST MARITIME AREA FROM BUSINESS MIX TO GENERAL INDUSTRIAL/ TRANSPORTATION

WHEREAS, the City Council of the City of Oakland (the "City Council") adopted the Redevelopment Plan for the Oakland Army Base Redevelopment Project (the "Redevelopment Plan") on July 11, 2000, as a redevelopment plan for the Oakland Army Base Project Area (the "Project Area") pursuant to the California Community Redevelopment Law (Health and Safety Code Sections 33000, et seq.); and

WHEREAS, the City Council adopted the First Amendment to the Redevelopment Plan on December 21, 2004; and

WHEREAS, the City Council adopted the Second Amendment to the Redevelopment Plan in July 2005; and

WHEREAS, the Redevelopment Plan includes Redevelopment Land Use Maps attached to the Plan as Attachment No. 3A and Attachment 3B which set forth land use designations for the former Oakland Army Base ("OARB") and Port sub-districts of the Project Area; and

WHEREAS, the Redevelopment Land Use Maps designate most of the land west of Maritime Street as Industrial/Transportation (for future Port development) and most of the land east of Maritime Street as Business Mix (for future City or Agency development), in accordance with the Land Use and Transportation Element of the General Plan, which was adopted in March 1998; and

WHEREAS, it is necessary and desirable that these Land Use Maps be revised for the reasons set forth in the staff report accompanying this Resolution; and

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WHEREAS, the Final Reuse Plan for the Oakland Army Base (the "Reuse Plan") provides that most of the land west of Maritime Street and a portion of the land east of Maritime Street will be developed by the Redevelopment Agency with a variety of uses to stimulate job creation and economic development, while most of the land east of Maritime Street and a portion of the land west of Maritime Street will be developed by the Port of Oakland to expand its maritime terminals and reconfigure and expand the Port's rail facility through its new Intermodal Facility project; and

WHEREAS, the Agency desires that Redevelopment Land Use Maps in the Redevelopment Plan be consistent with the Reuse Plan; and

WHEREAS, the land use designations for the OARB subarea in the Oakland General Plan have been or will be revised, and the Agency desires that the Redevelopment Land Use Maps in the Redevelopment Plan also be consistent with the Oakland General Plan; and

WHEREAS, the Agency has submitted to the Council a proposed Third Amendment to the Oakland Army Base Redevelopment Plan (the "Third Amendment" or the "Amendment"); and

WHEREAS, Health and Safety Code Section 33450, et seq., authorizes a legislative body to amend a redevelopment plan after holding a public hearing; and

WHEREAS, the proposed Third Amendment does not propose any additional property for inclusion in the Project Area, nor does it increase or reduce the Project Area or affect the Redevelopment Agency's authority to claim tax increment revenues; and

WHEREAS, on February 15, 2006, the Planning Commission submitted to the Council its report and recommendations for approval of this proposed Amendment; and

WHEREAS, the City has provided the published and mailed notice of the hearing and this Amendment as required by Health and Safety Code Section 33452; and

WHEREAS, after consideration of the proposed Amendment by the Community and Economic Development Committee of the City Council on February 28, 2006 the Redevelopment Agency and the City Council held a joint public hearing on the proposed Amendment, as permitted under Health and Safety Code Section 33458, on March 7, 2000, and

WHEREAS, on July 31, 2002, the City Planning Commission, on behalf of the City of Oakland as the Lead Agency, certified the OARB Area Redevelopment Plan Environmental Impact Report ("EIR") and subsequently filed a Notice of Determination; and

WHEREAS, the Redevelopment Agency, as a Responsible Agency, approved the EIR on October 29, 2002, and subsequently filed a Notice of Determination; and

WHEREAS, the requirements of the California Environmental Quality Act of 1970 ("CEQA") have been satisfied with the completion and certification of the EIR; now, therefore, be it

RESOLVED: That the Agency hereby approves and recommends adoption of the Third Amendment to the Oakland Army Base Redevelopment Plan; and be it further

RESOLVED: That the Agency Secretary is directed to transmit a copy of this Resolution to the City Council for its consideration in adoption of the Third Amendment; and be it further

RESOLVED: That the Agency, as a Responsible Agency, finds and determines, that prior to taking action approving the amendment, that (a) this Resolution complies with CEQA; (b) the Agency relies upon the previously certified EIR for this action; and (c) none of the requirements in CEQA Guidelines sections 15162, requiring further environmental review, have occurred and thus no Subsequent or Supplemental EIR is required for this action; and be it further

RESOLVED: That staff is directed to cause to be filed a Notice of Determination with the appropriate agencies; and be it further

RESOLVED: That the record before the Agency relating to this matter includes, without limitation, the following:

1. The Final Reuse Plan and Redevelopment Plan (and amendments), including all accompanying maps and papers;
2. All final staff reports, final decision letters and other final documentation and information produced by or on behalf of the City, Agency and OBRA, including without limitation the Draft and Final EIR and supporting final technical studies and appendices, and all related/supporting final materials, and all final notices relating to the OARB Redevelopment EIR, Final Reuse Plan and Redevelopment Plan (and amendments) and attendant hearings;
3. All oral and written evidence received by the Agency, City Council, City Planning Commission and OBRA during the public hearings on the OARB Redevelopment Plan EIR, Final Reuse Plan and Redevelopment Plan (and amendments) and all written evidence received by relevant City, Agency and OBRA Staff before and during said public hearings; and
4. All matters of common knowledge and all official enactments and acts of the City, Agency and OBRA, such as (a) the General Plan; (b) Oakland Municipal Code, including, without limitation, the Oakland real estate regulations and Oakland Fire Code; (c) Oakland Planning Code; (d) other applicable City and OBRA policies and regulations, and (e) all applicable state and federal laws, rules and regulation, including those of the Bay Conservation and Development Commission; and be it further

RESOLVED: That the custodians and locations of the documents or other materials which constitute the record of proceedings upon which the Agency's decision is based are respectively: (a) Community & Economic Development Agency, Planning & Zoning Division, 250 Frank H. Ogawa Plaza, 3rd floor, Oakland California.; (b) Community & Economic Development Agency, Base Reuse Unit, 250 Frank H. Ogawa Plaza, 3rd floor, Oakland California; and (c) Office of the City Clerk, 1 Frank H. Ogawa Plaza, 1st floor, Oakland, California; and be it further

RESOLVED: That the recitals contained in this Resolution are true and correct and are an integral part of the Agency decision.

IN AGENCY, OAKLAND, CALIFORNIA, _____, 2006

PASSED BY THE FOLLOWING VOTE:

AYES- BROOKS, BRUNNER, CHANG, KERNIGHAN, NADEL, QUAN, REID, AND CHAIRPERSON
 DE LA FUENTE

NOES-

ABSENT-

ABSTENTION-

ATTEST: _____
 LATONDA SIMMONS
 Secretary of the Redevelopment Agency
 of the City of Oakland

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FEB 28 2006