

## RESOLUTION NO. \_\_\_\_\_

### **A RESOLUTION OF THE MILPITAS REDEVELOPMENT AGENCY ACCEPTING THE PRELIMINARY PLAN FOR THE AREA PROPOSED TO BE ADDED TO THE MILPITAS REDEVELOPMENT PROJECT AREA NO. 1 BY THE PROPOSED THIRTEENTH AMENDMENT TO THE REDEVELOPMENT PLAN FOR THE MILPITAS REDEVELOPMENT PROJECT AREA NO. 1, AND AUTHORIZING THE PREPARATION OF THE PRELIMINARY REPORT**

**WHEREAS**, by Resolution No. 230, adopted on June 3, 1958, the City Council of the City of Milpitas (“City Council”) formed the Milpitas Redevelopment Agency (“Agency”) to formulate a redevelopment project or projects within the City of Milpitas; and

**WHEREAS**, on September 21, 1976, by Ordinance No. 192, the City Council adopted the redevelopment plan (“Redevelopment Plan” or “Plan”) for the Milpitas Redevelopment Project Area No. 1 (“Original Project Area”); and

**WHEREAS**, the Redevelopment Plan has been amended a total of twelve (12) times (as amended, the “Existing Plan”) to, among other things, add area to the Original Project Area (as amended, the “Project Area”), merge the Project Area with the Great Mall Redevelopment Project, increase the tax increment and bonded indebtedness limits, and extend the dates to incur debt, repay debt and collect tax increment; and

**WHEREAS**, the Agency again desires to amend the Existing Plan (“Thirteenth Amendment” or “Amendment”) to: 1) extend by 10 years the Redevelopment Plan effectiveness time limit and time period to repay debt/collect tax increment for the Original Project Area and Amendment Area Nos. 1 and 2 (“Amendment Areas”); 2) add territory totaling approximately 600 acres (“Thirteenth Amendment Added Area” or “Added Area”); 3) add projects and facilities to the list of eligible projects and facilities the Agency may fund; and 4) make certain technical corrections and to revise and update the various text provisions within the Redevelopment Plan to conform to the requirements of the California Community Redevelopment Law (CRL); and

**WHEREAS**, on September 9, 2009, the Planning Commission of the City of Milpitas (“Planning Commission”), by Resolution No. 09-043, selected and designated the boundaries of the area proposed to be included within the Project Area (“Thirteenth Amendment Added Area”), approved a Preliminary Plan including a map and legal description of the Thirteenth Amendment Added Area as an exhibit thereto, and has submitted said Preliminary Plan to the Agency; and

**WHEREAS**, pursuant to Sections 33327 and 33328 of the California Community Redevelopment Law (Health and Safety Code Section 33000 *et seq.*; “CRL”), the Agency transmitted certain information to the County taxing officials, to the governing body of the entities that receive property taxes from the Thirteenth Amendment Added Area, and to the State Board of Equalization, including designating the 2009-10 last equalized assessment roll as the base year assessment roll to be used for the allocation of taxes from the proposed Thirteenth Amendment Added Area; and

**WHEREAS**, pursuant to Sections 33344.5, 33354.6(b) and 33451.5 of the CRL, the Agency is required to prepare a Preliminary Report to affected taxing entities that, among other things, assesses existing physical and economic blighting conditions within the Thirteenth Amendment Added Area and significant remaining blight within the Project Area.

**NOW, THEREFORE** the Board of the Redevelopment Agency of the City of Milpitas hereby finds, determines, and resolves as follows:

1. The Redevelopment Agency Board has considered the full record before it, which may include but is not limited to such things as the staff report, testimony by staff and the public, and other

materials and evidence submitted or provided to it. Furthermore, the recitals set forth above are found to be true and correct and are incorporated herein by reference.

2. The Preliminary Plan for the proposed Thirteenth Amendment Added Area, as formulated and approved by the Planning Commission and attached hereto as Exhibit A, is hereby approved and accepted by the Agency.
3. Agency staff is hereby authorized to prepare the Preliminary Report and to additionally perform any further procedural or ministerial acts required by Section 33327 *et seq.* of the CRL, such as consultations with relevant taxing officials and agencies.

PASSED, APPROVED AND ADOPTED this \_\_\_ day of \_\_\_\_\_, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

ATTEST:

APPROVED:

\_\_\_\_\_  
Mary Lavelle, Agency Secretary

\_\_\_\_\_  
Robert Livengood, Chair

APPROVED AS TO FORM:

\_\_\_\_\_  
Michael J. Ogaz, Agency Counsel

**EXHIBIT A**

**PRELIMINARY PLAN**

**FOR THE  
AREA PROPOSED TO BE ADDED TO THE  
MILPITAS REDEVELOPMENT PROJECT AREA NO. 1  
BY THE  
PROPOSED THIRTEENTH AMENDMENT TO THE  
REDEVELOPMENT PLAN FOR THE  
MILPITAS REDEVELOPMENT PROJECT AREA NO. 1  
(THE AREA PROPOSED TO BE ADDED IS REFERRED TO  
AS THE "THIRTEENTH AMENDMENT ADDED AREA")**

**August 2009**

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## I. BACKGROUND

The City Council of the City of Milpitas ("City Council") formed the Milpitas Redevelopment Agency ("Agency") to formulate a redevelopment project or projects within the City of Milpitas ("City"). On September 21, 1976, by Ordinance No. 192, the City Council adopted the redevelopment plan ("Redevelopment Plan") for the Milpitas Redevelopment Project Area No. 1 ("Original Project Area"). The Redevelopment Plan has been amended a total of twelve (12) times (as amended, the "Existing Plan") to, among other things, add area to the Original Project Area (as amended, the "Project Area"), merge the Project Area with the Great Mall Redevelopment Project, increase the tax increment and bonded indebtedness limits, and extend the dates to incur debt, repay debt and collect tax increment.

The Agency again desires to amend the Existing Plan to: 1) extend by 10 years the Redevelopment Plan effectiveness time limit and time period to repay debt/collect tax increment for the Original Project Area and Amendment Area Nos. 1 and 2 ("Amendment Areas"); 2) add territory totaling approximately 600 acres ("Thirteenth Amendment Added Area" or "Added Area"); 3) add projects and facilities to the list of eligible projects and facilities the Agency may fund; and 4) make certain technical corrections, revise and update the various text provisions within the Redevelopment Plan to conform to the requirements of the Community Redevelopment Law (CRL). Collectively, the amendments are referred to as the "Thirteenth Amendment" or "Amendment."

On August 4, 2009, the City Council, by Resolution No. 7909 designated as a redevelopment survey area ("Survey Area") certain territory to be studied for inclusion in the Project Area and directed the Planning Commission of the City of Milpitas ("Planning Commission") to select the boundaries of the area proposed to be added to the Project Area ("Thirteenth Amendment Added Area") and formulate a preliminary plan for redevelopment of the selected Thirteenth Amendment Added Area. Pursuant to Section 33323 of the Community Redevelopment Law ("CRL"), the Planning Commission shall cooperate with the Agency in selection of an area to be included within a redevelopment project area) and in the preparation of a preliminary plan.

The purpose of this Preliminary Plan is to designate the boundaries of the proposed Thirteenth Amendment Added Area and provide a general description of the contemplated activities that will serve as the basis for redevelopment of the Thirteenth Amendment Added Area upon adoption of the proposed Amendments to the Redevelopment Plan.

In accordance with CRL Section 33324, this Preliminary Plan need not be detailed and is sufficient if it:

- (a) Describes the boundaries of the Thirteenth Amendment Added Area.
- (b) Contains a general statement of the land uses, layout of principal streets, population

densities, and building intensities, and standards proposed as the basis for the redevelopment of the Thirteenth Amendment Added Area.

- (c) Indicates how the proposed redevelopment would attain the purposes of the CRL.
- (d) Shows that the proposed redevelopment is consistent with the City's General Plan.
- (e) Describes, generally, the impact of the redevelopment of the Thirteenth Amendment Added Area upon the area's residents and upon the surrounding neighborhood.

## **II. DESCRIPTION OF THE BOUNDARIES OF THE PROPOSED THIRTEENTH AMENDMENT ADDED AREA**

The boundaries of the proposed Thirteenth Amendment Added Area are illustrated on the map attached as Appendix "A" and incorporated herein by this reference, and are more particularly described in the legal description attached as Appendix "B" and incorporated herein by this reference.

## **III. GENERAL STATEMENT OF PROPOSED LAND USES**

As a basis for the redevelopment of the proposed Thirteenth Amendment Added Area, it is proposed that, in general, the land uses permitted in the proposed Thirteenth Amendment Added Area shall be those permitted by the City's General Plan, as it currently exists and as it may be hereafter amended. Currently, the General Plan permits the following land uses within the proposed Thirteenth Amendment Added Area:

- Single-Family Moderate Density
- Multi-Family High Density
- Retail Sub-Center
- Professional and Administrative Office
- Industrial Park
- Manufacturing
- Highway Service
- Waterways
- Multi-Family Very High Density
- Boulevard Mixed-Use
- Public/Open Space
- Public Rights-of-Way

## **IV. GENERAL STATEMENT OF PROPOSED LAYOUT OF PRINCIPAL STREETS**

As a basis for the redevelopment of the proposed Thirteenth Amendment Added Area, it is proposed that, in general, the layout of principal streets shall be as shown in the Circulation

Element of the City's General Plan, as it presently exists and as it may be hereafter amended.

In accordance with General Plan Policies and Zoning Regulations, existing streets within and/or directly adjacent to the proposed Thirteenth Amendment Added Area may be closed, widened or otherwise modified, and additional streets may be created as necessary for proper pedestrian and/or vehicular circulation.

#### **V. GENERAL STATEMENT OF PROPOSED POPULATION DENSITIES**

As a basis for redevelopment of the proposed Thirteenth Amendment Added Area, the population densities shall be in conformance with the City's General Plan, the related zoning ordinances, and all other applicable codes and ordinances, as they presently exist and as they may be amended from time to time. Within the confines of the Land Use Element of the City's General Plan, there will be a permitted range of development.

#### **VI. GENERAL STATEMENT OF THE PROPOSED BUILDING INTENSITIES**

As a basis for the redevelopment of the proposed Thirteenth Amendment Added Area, the building intensities shall be controlled by limits on: (1) the percentage of ground area covered by buildings (land coverage); (2) the building setbacks, parking, landscaping and open space requirements; (3) the location of the buildable area on building sites; and (4) the heights of buildings. Limits on building intensity shall be established in accordance with the City's General Plan and related zoning ordinances as they presently exist and as they may be amended from time to time.

#### **VII. GENERAL STATEMENT OF THE PROPOSED BUILDING STANDARDS**

As a basis for the redevelopment of the proposed Thirteenth Amendment Added Area, building standards shall conform to the building requirements of all applicable state statutes and all applicable City codes and ordinances.

#### **VIII. ATTAINMENT OF THE PURPOSES OF THE LAW**

As defined in the CRL, a "blighted area" is characterized by one or more of those conditions set forth in CRL Sections 33031(a) and (b), causing "a reduction of, or lack of, proper utilization of the area to such an extent that it constitutes a serious physical and economic burden on the community which cannot reasonably be expected to be reversed or alleviated by private enterprise or governmental action, or both, without redevelopment." The law establishes two broad categories for blight, one citing declining physical conditions as being conducive to health and safety problems, economic stagnation and land use incompatibility, and the second describing a declining economic condition resulting largely from impaired investments, lack of commercial facilities and pressing public safety and criminal activity issues. The legal definitions of blighting conditions, as described in the CRL, are as follows:

CRL Section 33031

- (a) This subdivision describes physical conditions that cause blight:
- (1) Buildings in which it is unsafe or unhealthy for persons to live or work. These conditions can be caused by serious building code violations, serious dilapidation or deterioration caused by long-term neglect, construction that is vulnerable to serious damage from seismic or geologic hazards, and faulty or inadequate water or sewer utilities.
  - (2) Conditions that prevent or substantially hinder the viable use or capacity of buildings or lots. These conditions may be caused by buildings of substandard, defective, or obsolete design or construction given present general plan, zoning, or other development standards.
  - (3) Adjacent or nearby incompatible land uses that prevent the development of those parcels or other portions of the project area.
  - (4) The existence of subdivided lots that are in multiple ownership and whose physical development has been impaired by their irregular shapes and inadequate sizes, given present general plan and zoning standards and present market conditions.
- (b) This subdivision describes economic conditions that cause blight:
- (1) Depreciated or stagnant property values.
  - (2) Impaired property values, due in significant part, to hazardous wastes on property where the agency may be eligible to use its authority as specified in Article 12.5 (commencing with Section 33459).
  - (3) Abnormally high business vacancies, abnormally low lease rates, or an abnormally high number of abandoned buildings.
  - (4) A serious lack of necessary commercial facilities that are normally found in neighborhoods, including grocery stores, drug stores, and banks and other lending institutions.
  - (5) Serious residential overcrowding that has resulted in significant public health or safety problems. As used in this paragraph, "overcrowding" means exceeding the standard referenced in Article 5 (commencing with Section 32) of Chapter 1

of Title 25 of the California Code of Regulations.

- (6) An excess of bars, liquor stores, or adult-oriented businesses that has resulted in significant public health, safety or welfare problems.
- (7) A high crime rate that constitutes a serious threat to the public safety and welfare.

Based upon initial analyses and discussions with City officials, the proposed Thirteenth Amendment Added Area exhibits, to some degree, many of the characteristics of blight as defined in CRL Section 33031 including, but not necessarily limited to, the following conditions:

1. Serious code violations;
2. Obsolescence;
3. Residential overcrowding;
4. Depreciated or stagnant property values;
5. Abnormally high business vacancies;
6. A high crime rate; and
7. Public improvements in need of repair.

The purposes of the CRL would be attained by redevelopment of the proposed Added Area through:

- 1) the elimination or alleviation of blighting influences and environmental deficiencies;
- 2) the replanning, redesign and/or redevelopment of areas which are stagnant or improperly utilized;
- 3) the installation of new or replacement of existing public improvements, facilities, and utilities in areas that are currently inadequately served with regard to such improvements, facilities and utilities;
- 4) the provision of opportunities for participation by owners and tenants in the revitalization of their properties;
- 5) the development and rehabilitation of housing in the proposed Thirteenth

Amendment Added Area for low and moderate income persons and families; and

- 6) the strengthening of the commercial base of the Thirteenth Amendment Added Area and the corresponding expansion of employment opportunities.

#### **IX. CONSISTENCY WITH THE GENERAL PLAN OF THE CITY**

Because land uses, transportation, and other development standards proposed for the Thirteenth Amendment Added Area incorporate existing General Plan policies, redevelopment will be consistent with the City's General Plan. This Preliminary Plan does not propose additional land use policies not otherwise permitted by the General Plan or other applicable codes and guidelines.

#### **X. GENERAL IMPACT OF THE PROPOSED REDEVELOPMENT OF THE THIRTEENTH AMENDMENT ADDED AREA UPON RESIDENTS OF THE AREA AND THE SURROUNDING NEIGHBORHOODS**

Impacts upon residents of the Thirteenth Amendment Added Area and surrounding neighborhoods will, in general, be minimal. There may be impacts upon residents using the circulation system within the Thirteenth Amendment Added Area due to the public works improvements which can reasonably be expected to occur in the future. The impacts upon residents living within the Thirteenth Amendment Added Area and the surrounding neighborhoods will, in general, be positive and revolve around improvements to public facilities and services, environmental quality, creation of new employment opportunities, and expansion of economic development and housing opportunities.

It is anticipated that direct Agency activity will occur only when sufficient financial resources are available and such action will produce effective and immediate redevelopment results. Thus, the proposed redevelopment is intended to be phased with a limited scope of direct activity at any given time. This subject will be discussed in depth in the Agency's Report to the City Council, which will accompany the official Thirteenth Amendment to the Redevelopment Plan for Milpitas Redevelopment Project Area No. 1.

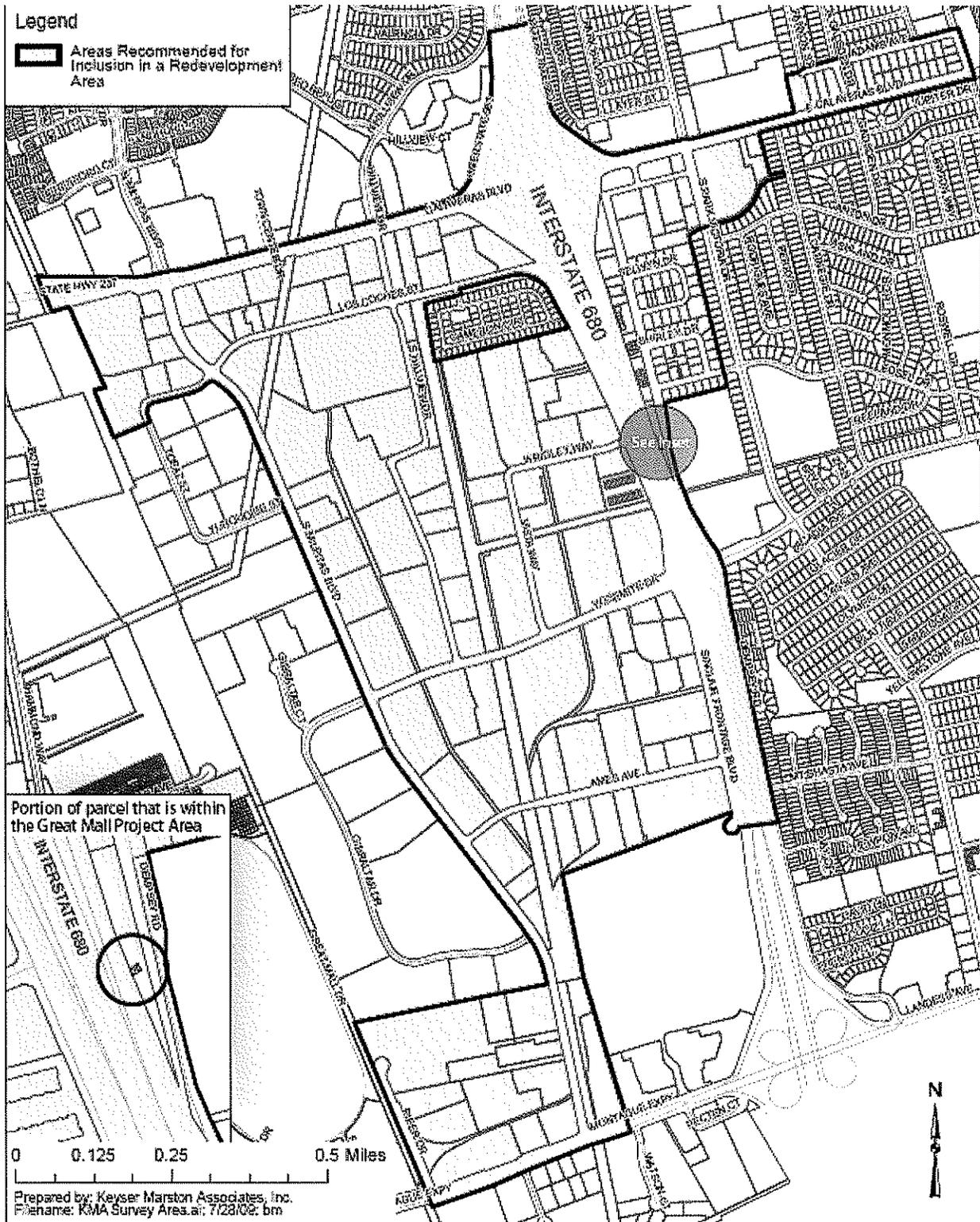
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**APPENDIX A**  
**THIRTEENTH AMENDMENT ADDED AREA MAP**

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Legend

▭ Areas Recommended for Inclusion in a Redevelopment Area



Portion of parcel that is within the Great Mall Project Area

Prepared by: Keyser Marston Associates, Inc.  
Filename: KMA Survey Area.ai; 7/28/02; bm

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**APPENDIX B**

**LEGAL DESCRIPTION OF THE  
THIRTEENTH AMENDMENT ADDED AREA**

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LEGAL DESCRIPTION FOR THE  
THIRTEENTH AMENDMENT ADDED AREA

REAL PROPERTY in the City of Milpitas, County of Santa Clara, State of California, being a portion of the Milpitas and Tularcitos Ranchos, described as follows:

BEGINNING at an angle point in the existing Redevelopment Project Area No. 1 boundary line, at the northwesterly corner of Parcel 2 as shown on that certain Record of Survey filed for record on October 28, 1975, in Book 363 of Maps, page 33, Santa Clara County Records, also being the intersection of the northerly line of Calaveras Boulevard and the northeasterly right-of-way line of W.P.R.R. as shown on said Record of Survey;

Thence along said Redevelopment boundary line and the northerly line of Calaveras Boulevard, the following eighteen courses:

1. Thence North  $87^{\circ}24'47''$  East, 304.88 feet;
2. Thence South  $73^{\circ}16'49''$  East, 53.49 feet;
3. Thence North  $89^{\circ}20'24''$  East, 401.80 feet;
4. Thence South  $85^{\circ}49'13''$  East, 112.22 feet;
5. Thence easterly, along a non-tangent curve to the left, having a radius of 390.00 feet, whose center bears North  $06^{\circ}05'13''$  West, through a central angle of  $12^{\circ}54'53''$  for an arc length of 87.91 feet;
6. Thence along a compound curve to the left, having a radius of 30.00 feet, through a central angle of  $74^{\circ}38'47''$  for an arc length of 39.08 feet;
7. Thence along a compound curve to the left, having a radius of 390.00 feet, through a central angle of  $10^{\circ}16'16''$  for an arc length of 69.91 feet;
8. Thence North  $13^{\circ}55'09''$  West, 11.00 feet;
9. Thence North  $75^{\circ}07'21''$  East, 119.08 feet;
10. Thence southerly, along a non-tangent curve to the left, having a radius of 390.00 feet, whose center bears North  $74^{\circ}49'18''$  East, through a central angle of  $13^{\circ}19'36''$  for an arc length of 90.71 feet;
11. Thence along a compound curve to the left, having a radius of 40.00 feet, through a central angle of  $58^{\circ}36'50''$  for an arc length of 40.92 feet;
12. Thence along a compound curve to the left, having a radius of 390.00 feet, through a central angle of  $13^{\circ}25'35''$  for an arc length of 91.39 feet;
13. Thence along a compound curve to the left, having a radius of 1,938.00 feet, through a central angle of  $03^{\circ}49'22''$  for an arc length of 129.30 feet;
14. Thence North  $75^{\circ}37'56''$  East, 781.33 feet;
15. Thence North  $75^{\circ}33'18''$  East, 679.35 feet;
16. Thence North  $74^{\circ}42'09''$  East, 136.33 feet;
17. Thence North  $74^{\circ}35'18''$  East, 571.36 feet;
18. Thence along a tangent curve to the left, having a radius of 350.00 feet, through a central angle of  $60^{\circ}00'51''$  for an arc length of 366.60 feet, to the general westerly line of Interstate 680;

Thence continuing along said Redevelopment boundary line and said general westerly line, the following four courses:

19. Thence North  $14^{\circ}34'27''$  East, 553.12 feet;

20. Thence along a tangent curve to the left, having a radius of 950.00 feet, through a central angle of 18°48'43" for an arc length of 311.91 feet;
21. Thence North 04°14'16" West, 248.53 feet;
22. Thence North 03°04'03" West, 93.98 feet;

23. Thence North 81°19'53" East, 363.48 feet, to the general easterly line of Interstate 680;

Thence along said general easterly line, the following four courses:

24. Thence South 13°43'59" East, 682.08 feet;
25. Thence along a tangent curve to the left, having a radius of 340.02 feet, through a central angle of 41°42'02" for an arc length of 247.47 feet;
26. Thence South 55°26'01" East, 310.98 feet;
27. Thence easterly, along a non-tangent curve to the left, having a radius of 300.00 feet, whose center bears North 34°44'10" East, through a central angle of 36°54'53" for an arc length of 193.29 feet, to the northerly line of Calaveras Boulevard;

Thence along said northerly line, the following three courses:

28. Thence North 76°20'19" East, 605.09 feet;
29. Thence southeasterly, along a non-tangent curve to the left, having a radius of 20.00 feet, whose center bears North 69°08'58" East, through a central angle of 83°40'28" for an arc length of 29.21 feet;
30. Thence North 75°28'30" East, 916.54 feet, to the southwesterly corner of Lot 15 as shown on Map of Tract 2784 filed for record on August 24, 1960, in Book 124 of Maps, pages 34 through 36, Santa Clara County Records;

Thence along the westerly and northerly lines of said Lot 15, the following two courses:

31. Thence North 13°38'09" West, 326.26 feet;
  32. Thence North 76°21'51" East, 104.19 feet;
33. Thence North 59°49'28" East, 94.14 feet, to the northerly line of Adams Avenue;
34. Thence along said northerly line, North 75°28'30" East, 1,325.87 feet, to the easterly line of N. Temple Drive;

Thence along said easterly line, the following two courses:

35. Thence South 18°46'37" East, 346.74 feet;
36. Thence South 16°45'57" East, 119.32 feet, to the southerly line of Calaveras Boulevard;

Thence along said southerly line, the following six courses:

37. Thence North 89°09'02" West, 83.00 feet;
38. Thence South 75°22'00" West, 959.69 feet;
39. Thence South 78°11'48" West, 101.62 feet;
40. Thence South 75°28'30" West, 550.06 feet;
41. Thence South 74°19'45" West, 100.01 feet;
42. Thence South 75°28'30" West, 99.99 feet, to the westerly line of Tract 935, which map was filed for record on September 30, 1954, in Book 51 of Maps, pages 50 and 51, Santa Clara County Records;

43. Thence along said westerly line, South  $14^{\circ}29'54''$  East, 371.72 feet, to the southerly line of Lot 7 as shown on said Map of Tract 935;
44. Thence along said southerly line, North  $75^{\circ}27'07''$  East, 119.90 feet, to the westerly line of Carnegie Drive;
45. Thence along said westerly line, South  $14^{\circ}29'01''$  East, 30.10 feet, to the northerly line of Lot 8 as shown on said Map of Tract 935;
46. Thence along said northerly line, South  $75^{\circ}29'59''$  West, 119.21 feet, to the northeasterly corner of Tract 3781, which map was filed for record on October 14, 1965, in Book 200 of Maps, pages 54 and 55, Santa Clara County Records;

Thence along the general northerly and westerly lines of said Tract 3781, the following five courses:

47. Thence along a tangent curve to the left, having a radius of 150.00 feet, through a central angle of  $59^{\circ}30'50''$  for an arc length of 155.81 feet;
48. Thence along a reverse curve to the right, having a radius of 370.00 feet, through a central angle of  $59^{\circ}20'21''$  for an arc length of 383.20 feet;
49. Thence South  $75^{\circ}19'29''$  West, 244.41 feet;
50. Thence South  $62^{\circ}01'27''$  West, 109.96 feet;
51. Thence South  $14^{\circ}24'11''$  East, 698.25 feet, to the northeasterly corner of Tract 2440, which map was filed for record on September 12, 1962, in Book 152 of Maps, page 1, Santa Clara County Records;

Thence along the easterly and southerly lines of said Tract 2440, the following two courses:

52. Thence South  $14^{\circ}24'11''$  East, 630.89 feet
53. Thence South  $75^{\circ}39'20''$  West, 561.71 feet, to the easterly line of Dempsey Road;

Thence along said easterly line, the following eleven courses:

54. Thence South  $14^{\circ}25'21''$  East, 114.23 feet;
55. Thence along a tangent curve to the right, having a radius of 600.00 feet, through a central angle of  $13^{\circ}28'05''$  for an arc length of 141.04 feet;
56. Thence along a reverse curve to the left, having a radius of 600.00 feet, through a central angle of  $13^{\circ}28'05''$  for an arc length of 141.04 feet;
57. Thence South  $14^{\circ}25'21''$  East, 269.40 feet;
58. Thence South  $22^{\circ}48'24''$  East, 119.90 feet;
59. Thence South  $21^{\circ}53'29''$  East, 188.71 feet;
60. Thence South  $28^{\circ}30'06''$  East, 74.24 feet;
61. Thence South  $33^{\circ}20'54''$  East, 294.67 feet;
62. Thence South  $23^{\circ}14'53''$  East, 176.25 feet;
63. Thence South  $09^{\circ}25'37''$  East, 337.05 feet;
64. Thence South  $12^{\circ}17'02''$  East, 1,804.92 feet;

65. Thence South  $77^{\circ}42'58''$  West, 321.52 feet, to the right-of-way line of Sinclair Frontage Road, also being the easterly line of the boundary shown on that certain Parcel Map filed for record on December 29, 1999, in Book 723 of Maps, pages 38 through 40, Santa Clara County Records;

Thence along said right-of-way line, the following two courses:

66. Thence northwesterly, along a non-tangent curve to the right, having a radius of 66.00 feet, whose center bears South 79°13'04" West, through a central angle of 251°26'26" for an arc length of 289.64 feet;
67. Thence along a reverse curve to the left, having a radius of 54.00 feet, through a central angle of 73°39'10" for an arc length of 69.42 feet, to the northerly line of said boundary;

Thence along the northerly and westerly lines of the boundary of said Parcel Map, the following three courses:

68. Thence South 69°46'24" West, 1,526.11 feet;
69. Thence South 11°53'21" East, 892.97 feet;
70. Thence South 16°56'32" East, 1,224.89 feet;
71. Thence South 14°16'13" East, 144.33 feet, to a point in the existing Redevelopment Project Area No. 1 boundary line;

Thence along said Redevelopment boundary line and the southerly line of Montague Expressway, the following ten courses:

72. Thence South 69°09'51" West, 148.57 feet;
73. Thence South 74°29'27" West, 245.09 feet;
74. Thence South 65°42'41" West, 200.92 feet;
75. Thence South 69°00'00" West, 300.32 feet;
76. Thence along a tangent curve to the left, having a radius of 40.00 feet, through a central angle of 90°00'00" for an arc length of 62.83 feet;
77. Thence South 69°00'00" West, 60.00 feet;
78. Thence northwesterly, along a non-tangent curve to the left, having a radius of 40.00 feet, whose center bears South 69°00'00" West, through a central angle of 90°00'00" for an arc length of 62.83 feet;
79. Thence South 69°00'00" West, 589.07 feet;
80. Thence along a tangent curve to the right, having a radius of 1,067.00 feet, through a central angle of 05°53'52" for an arc length of 109.83 feet;
81. Thence South 74°53'21" West, 145.85 feet,
82. Thence leaving said southerly line and continuing along said Redevelopment boundary line, North 20°07'04" West, 138.64 feet, to the existing Great Mall Redevelopment Project Area boundary line;
83. Thence along said Redevelopment boundary line and the southwestery line of VTA Parcel 14 as shown on that certain Record of Survey filed for record on December 7, 2007, in Book 821 of Maps, pages 1 through 51, Santa Clara County Records, North 23°00'30" West, 1,550.13 feet, to the northerly line of said VTA Parcel 14;
84. Thence along said northerly line and the northerly line of the 63.063 acre parcel of land as shown on that certain Record of Survey filed for record on September 4, 1953, in Book 45 of Maps, page 19, Santa Clara County Records, North 78°49'02" East, 1,745.99 feet, to the general westerly line of S. Milpitas Boulevard;

Thence along said general westerly line, the following twelve courses:

85. Thence North  $11^{\circ}36'46''$  West, 13.96 feet;
86. Thence along a tangent curve to the left, having a radius of 1,160.00 feet, through a central angle of  $26^{\circ}06'36''$  for an arc length of 528.62 feet;
87. Thence North  $37^{\circ}43'22''$  West, 1,724.33 feet;
88. Thence along a tangent curve to the right, having a radius of 1,040.00 feet, through a central angle of  $13^{\circ}42'13''$  for an arc length of 248.74 feet;
89. Thence North  $24^{\circ}01'10''$  West, 297.15 feet;
90. Thence North  $23^{\circ}02'04''$  West, 159.78 feet;
91. Thence North  $23^{\circ}01'41''$  West, 1,612.04 feet;
92. Thence North  $23^{\circ}24'42''$  West, 160.36 feet;
93. Thence North  $22^{\circ}53'48''$  West, 741.97 feet;
94. Thence along a tangent curve to the left, having a radius of 660.00 feet, through a central angle of  $31^{\circ}24'06''$  for an arc length of 361.72 feet;
95. Thence North  $54^{\circ}17'53''$  West, 40.78 feet;
96. Thence along a tangent curve to the left, having a radius of 50.00 feet, through a central angle of  $83^{\circ}32'52''$  for an arc length of 72.91 feet, to the general southerly line of Los Coches Street;

Thence along said general southerly line, the following three courses:

97. Thence along a reverse curve to the right, having a radius of 280.00 feet, through a central angle of  $33^{\circ}03'39''$  for an arc length of 161.57 feet;
98. Thence South  $75^{\circ}12'54''$  West, 335.68 feet;
99. Thence along a tangent curve to the left, having a radius of 70.00 feet, through a central angle of  $98^{\circ}14'44''$  for an arc length of 120.03 feet, to the northeasterly line of Topaz Street;
100. Thence along said northeasterly line, South  $23^{\circ}01'50''$  East, 69.57 feet, to the northeasterly prolongation of the southeasterly line of Parcel 3 as shown on that certain Parcel Map filed for record on April 3, 1980, in Book 461 of Maps, pages 36 and 37, Santa Clara County Records;

101. Thence along said southeasterly line and its northeasterly prolongation, South  $67^{\circ}11'09''$  West, 340.70 feet, to the existing Redevelopment Project Area No. 1 boundary line;

Thence along said Redevelopment boundary line and the general northeasterly line of VTA Parcel 9 as shown on said Record of Survey filed for record in Book 821 of Maps, pages 1 through 51, the following three courses:

102. Thence North  $23^{\circ}07'36''$  West, 433.00 feet;
103. Thence North  $76^{\circ}22'05''$  East, 99.44 feet;
104. Thence North  $23^{\circ}59'40''$  West, 746.20 feet, to the southerly line of Parcel 2 as shown on said Record of Survey filed for record in Book 363 of Maps, page 33;

Thence continuing along said Redevelopment boundary line and the southerly and southwesterly lines of said Parcel 2, the following two courses:

105. Thence South  $75^{\circ}28'42''$  West, 153.88 feet;
106. Thence North  $23^{\circ}01'01''$  West, 321.75 feet, to the POINT OF BEGINNING.

EXCEPTING THEREFROM (#1):

REAL PROPERTY in the City of Milpitas, County of Santa Clara, State of California, being all of Tract 9018, which map was filed for record on May 15, 1998, in Book 702 of Maps, pages 22 through 25, Santa Clara County Records, described as follows:

BEGINNING at the intersection of the centerlines of Los Coches Street and Horizon Drive;

107. Thence along the centerline of Horizon Drive, South 14°07'07" East, 78.72 feet, to the northerly line of said Tract 9018, being the TRUE POINT OF BEGINNING;

Thence along the northerly, northeasterly, southerly and westerly lines of said Tract 9018, the following nine courses:

- 108. Thence North 75°52'50" East, 659.19 feet;
- 109. Thence southeasterly, along a non-tangent curve to the right, having a radius of 268.00 feet, whose center bears South 20°59'18" West, through a central angle of 41°03'49" for an arc length of 192.07 feet;
- 110. Thence South 28°14'27" East, 240.04 feet;
- 111. Thence South 31°05'13" East, 44.53 feet;
- 112. Thence South 27°16'57" East, 70.29 feet;
- 113. Thence South 75°52'50" West, 1,176.52 feet;
- 114. Thence North 12°13'29" West, 52.16 feet;
- 115. Thence North 09°57'24" West, 448.06 feet;
- 116. Thence North 75°52'50" East, 289.42 feet, to the TRUE POINT OF BEGINNING.

ALSO, EXCEPTING THEREFROM (#2):

REAL PROPERTY in the City of Milpitas, County of Santa Clara, State of California, being a portion of that parcel of land described in the deed recorded September 22, 2000, in Document No. 15400324 of Official Records, Santa Clara County Records, described as follows:

BEGINNING at the intersection of the centerlines of Dempsey Road and Edsel Drive;

- 117. Thence along the centerline of Dempsey Road, South 14°25'21" East, 88.39 feet;
- 118. Thence South 74°15'51" West, 20.01 feet, to the northeasterly corner of said parcel of land;

Thence along the northerly and westerly lines of said parcel of land, the following three courses:

- 119. Thence South 74°15'51" West, 77.52 feet;
- 120. Thence South 17°32'25" East, 224.22 feet;
- 121. Thence South 22°08'43" East, 187.52 feet, to the existing Great Mall Redevelopment Project Area boundary line, being the TRUE POINT OF BEGINNING;

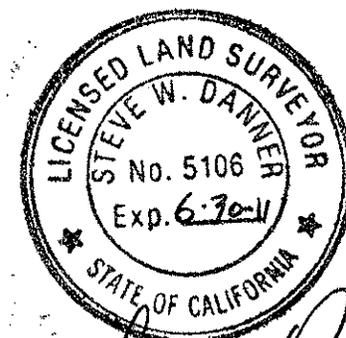
Thence along said Redevelopment boundary line, the following four courses:

- 122. Thence North 54°53'29" East, 26.64 feet;
- 123. Thence South 35°06'31" East, 15.47 feet;

- 124. Thence South  $14^{\circ}22'06''$  East, 6.21 feet;
- 125. Thence South  $54^{\circ}53'29''$  West, 29.34 feet, to the westerly line of said parcel of land;
- 126. Thence along said westerly line and continuing along said Redevelopment boundary line, North  $22^{\circ}08'32''$  West, 21.83 feet, to the TRUE POINT OF BEGINNING.

Containing 595.94 acres, more or less.

For assessment purposes only. This description of land is not a legal property description as defined in the Subdivision Map Act and may not be used as the basis for an offer for sale of the land described."



A handwritten signature in black ink, appearing to read "Steve Danner", written over the bottom portion of the professional seal.