

# Redevelopment Master Plan

Modesto Redevelopment Agency

March 1994

## Introduction

The central part of Modesto is evolving just as Modesto as a community is evolving. In its early decades Modesto was an agricultural community and service center for the County. After World War II we emerged as the County's governmental center, a multi-county medical center, and a regional commercial center for Stanislaus County and surrounding communities.

During the 1970's and 80's Modesto saw an influx of commuters from the Bay Area and began to take on characteristics of a bedroom community. Housing and retail development flourished during this period.

We now appear to be moving toward what some call an "Edge City," characterized by employment diversification, movement toward a jobs housing balance and increasing support for cultural activities. The next stage in our evolution could be as a regional center, an importer of employees, the cultural and social hub for a broad region.

As a community evolves, the evolution is most manifest at its fringes with new development. This is the path of least resistance. The older or central part of a community is usually behind the curve, slowed down by obsolete buildings, small or inefficient land parcels, inability to assemble land for new development, undersized utility systems, poor circulation, and inadequate parking. For the central area to evolve with the community requires the concerted efforts of government and private enterprise working together.

The purpose of adopting a master plan for the redevelopment area is to provide the framework upon which government and private enterprise can invest their resources. With this investment the central area can evolve with and hopefully lead the growth and development of the city.

## The Vision

As a basis upon which to prepare this Master Plan, the Redevelopment Agency adopted the following vision for the project area in 1993.

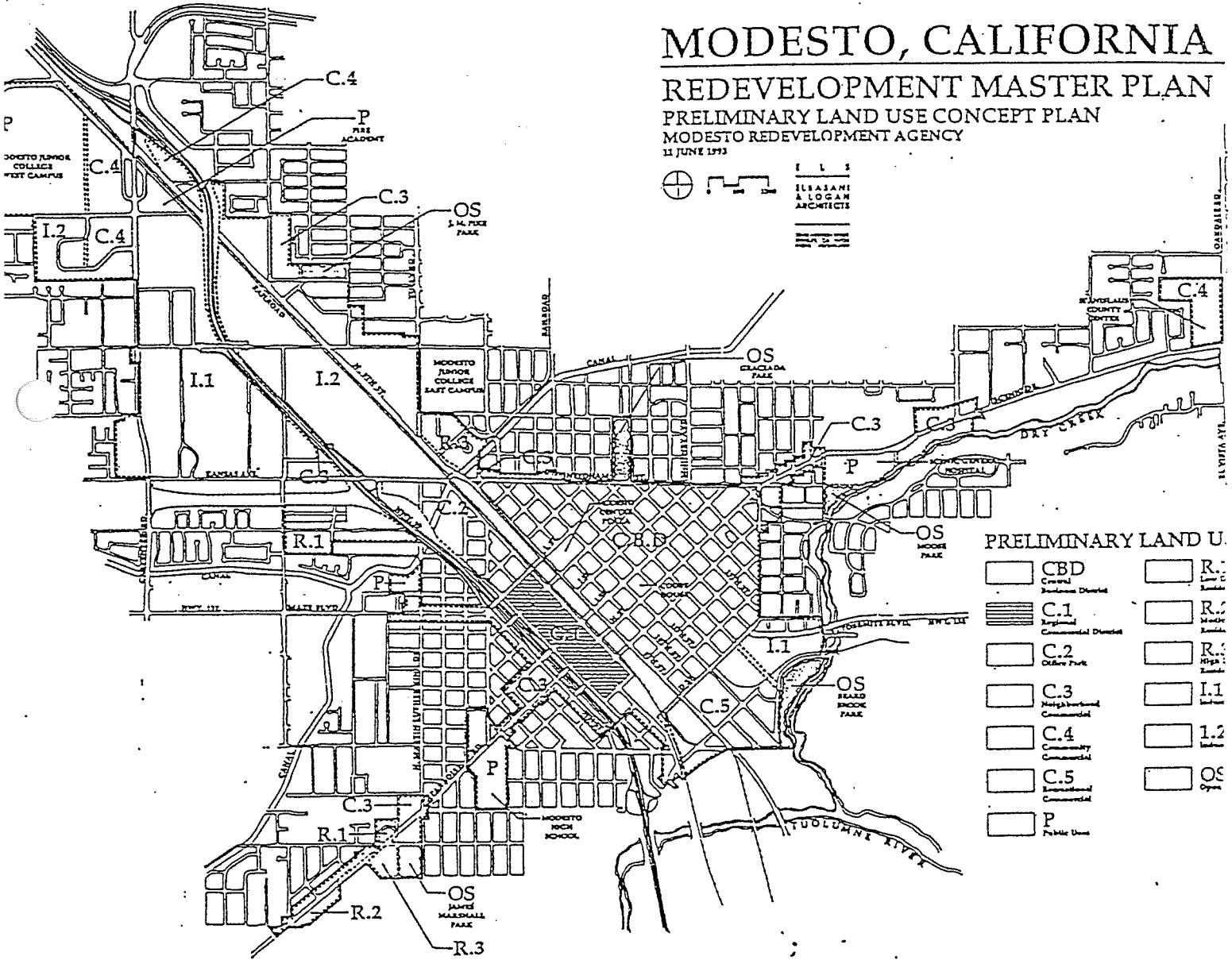
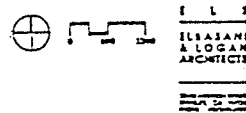
"Redevelopment is an economic development and community development program of prime importance to the Modesto community, one that capitalizes upon all of the area's assets and natural resources.

# MODESTO, CALIFORNIA

## REDEVELOPMENT MASTER PLAN

PRELIMINARY LAND USE CONCEPT PLAN  
 MODESTO REDEVELOPMENT AGENCY

11 JUNE 1973



### PRELIMINARY LAND USE

	CBD Central Business District		R.1 Low Density Residential
	C.1 Regional Commercial District		R.2 Medium Density Residential
	C.2 Office Park		R.3 High Density Residential
	C.3 Neighborhood Commercial		I.1 Industrial
	C.4 Community Commercial		I.2 Industrial
	C.5 Environmental Commercial		OS Open Space
	P Public Use		

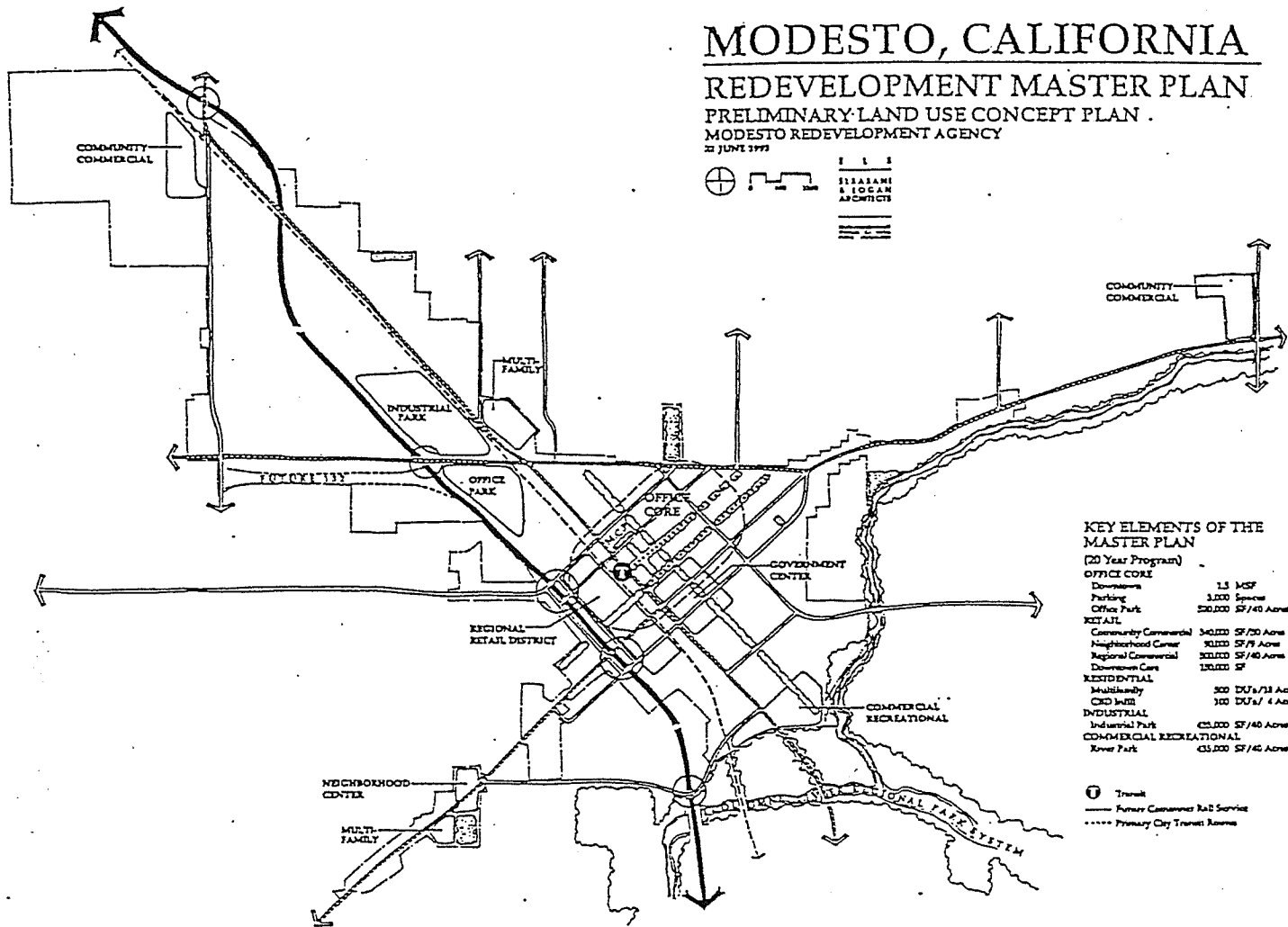
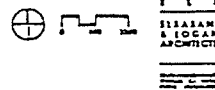
# MODESTO, CALIFORNIA

## REDEVELOPMENT MASTER PLAN

### PRELIMINARY LAND USE CONCEPT PLAN

MODESTO REDEVELOPMENT AGENCY

22 JUNE 1977



#### KEY ELEMENTS OF THE MASTER PLAN

(20 Year Program)

##### OFFICE CORE

Downtown	1.5 MSF
Parking	1,000 Spaces
Office Park	250,000 SF / 40 Acres

##### RETAIL

Community Commercial	34,000 SF / 20 Acres
Neighborhood Corner	3,000 SF / 5 Acres
Regional Commercial	30,000 SF / 40 Acres
Downtown Core	100,000 SF

##### RESIDENTIAL

Multifamily	500 DU's / 18 Acres
City Center	100 DU's / 4 Acres

##### INDUSTRIAL

Industrial Park	65,000 SF / 40 Acres
COMMERCIAL RECREATIONAL	65,000 SF / 40 Acres
Travel Park	65,000 SF / 40 Acres



Transit

Future Commuter Rail Service

Primary City Transit Routes

Strategy No.3: Office and Specialty Retail Core. The J Street corridor is envisioned as the spine of a specialty retail area surrounded by concentrated office development.

It is intended that all future major office developments in the Modesto Urban Area be located in this downtown area.

Strategy No.4: Governmental Center. City, County, State and Federal offices are to be concentrated in the 9th to 12th Street area, south of the office and specialty retail core.

Strategy No.5: Cultural and Community Activities, Arts. The citizens of Modesto have indicated their strong preference that downtown be the center of the community for cultural activities, community events and the arts. These activities should be focused in and around the Office Specialty Retail Core. Special emphasis is also given to I Street as a ceremonial street flanked by significant public buildings.

Strategy No.6: Regional Recreation. The project area borders the Tuolumne River. This natural asset provides an opportunity to develop regional recreational uses in conjunction with the Tuolumne River Regional Park system.

Strategy No.7: Paradise Road Redevelopment. A major upgrading of the commercial and residential uses along Paradise Road is envisioned to strengthen this neighborhood.

Strategy No.8: Community Commercial Development. Two areas are proposed for new community scale commercial development. These are the current County Center No.3 at Scenic and Oakdale Roads, and the eastern portion of the Modesto Junior College West campus along Carpenter and Brink Roads.

Strategy No.9: Housing. New housing is a key component in the long range redevelopment of the project area, particularly in and around the office retail specialty core and the governmental center. In addition, renovation of existing housing, and general improvement of existing residential areas both within and surrounding the project area is contemplated.

The Modesto Redevelopment Area will be the focal point of community life and the social, cultural, business, governmental and entertainment center of the northern San Joaquin Valley.

Housing will be an integral part of the project area, complemented by and stimulated by creation of a safe and attractive, tree-lined environment. Modern transportation systems shall provide convenient transportation to and within the Project Area.

This vision will be achieved through partnerships between private enterprise and government agencies. The Redevelopment Agency shall take the lead through strategic investments in public infrastructure and by recruiting and assisting with new private investment."

The goal of the Master Plan is to identify strategies for achieving this vision of the redevelopment area.

### The Plan

Exhibit A shows the overall general land use plan for the project area. Exhibit B shows the key development strategies for achieving the vision. Nine key strategies are contemplated.

Strategy No.1: Regional Retail District. The area along the east side of Highway 99 currently contains a mixture of land uses, some permanent in nature, others transitional. The area has good regional access via State Highways 99, 108 and 132. This district concept envisions interspersing new regional commercial uses with existing uses to form a mixed-use district.

It is intended that the Modesto Urban Area General Plan create the land use and timing controls necessary to focus all new regional retail development in this district over the next 10-20 years.

Strategy No.2: Industrial Park. The largest amount of vacant land within the project area is found between Kansas and Woodland Avenues, west of 9th Street. This area provides the greatest opportunity for creation of a small, but modern industrial park subdivision.

AMENDED REDEVELOPMENT PLAN  
FOR THE  
MODESTO REDEVELOPMENT PROJECT

Prepared by the  
REDEVELOPMENT AGENCY OF THE CITY OF MODESTO

1994

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AMENDED REDEVELOPMENT PLAN  
FOR THE  
MODESTO REDEVELOPMENT PROJECT

I. [§100] INTRODUCTION

The Redevelopment Plan (the "Original Plan") for the Modesto Redevelopment Project (the "Original Project") was adopted by the City Council of the City of Modesto by Ordinance No. 2203-C.S. on July 12, 1983, as amended.

This is the Amended Redevelopment Plan (the "Plan") for the Modesto Redevelopment Project (the "Project") in the City of Modesto (the "City") and the County of Stanislaus (the "County"), State of California. The primary purposes for amending the Original Plan are: (a) to add certain area to the Original Project (the "Added Area"); (b) to increase or extend certain limitations in order to enable redevelopment of the Added Area; and (c) to redesignate certain land uses to provide certain flexibility consistent with the General Plan of the City and, where applicable, with the General Plan of the County. This Plan consists of the Text, the Legal Description of the Project Area Boundaries (Attachment No. 1), the Project Area Boundary and Land Use Map (Attachment No. 2), and the Proposed Public Improvement Projects (Attachment No. 3). This Plan was prepared by the Redevelopment Agency of the City of Modesto (the "Agency") pursuant to the Community Redevelopment Law of the State of California (Health and Safety Code Section 33000 *et seq.* the California Constitution and all applicable local laws and ordinances. The Project Area of this Plan includes areas located in the County. The Board of Supervisors of the County of Stanislaus adopted Ordinance No. C.S. 423 on December 4, 1990, authorizing the Agency to redevelop certain portions of the County.

The proposed redevelopment of the areas of the Project Area located within the City of Modesto conforms to the General Plan for the City of Modesto adopted by the City Council as follows: Land Use and Circulation Element, adopted August 5, 1974, and as amended thereafter; Safety, Scenic Highways and Seismic Safety Elements, adopted May 5, 1975; Conservation Element, adopted August 14, 1978; Noise Element, adopted August 14, 1978; Housing Element, adopted January 27, 1981, and as amended thereafter; and Open Space and Recreation Element, adopted January 18, 1983 (the "City General Plan"). The proposed redevelopment of the areas of the Project Area located within the County of Stanislaus conforms to the General Plan for the County of Stanislaus adopted by the Stanislaus County Board of Supervisors on June 23, 1987, as amended to date (the "County General Plan").

This Plan is based upon an Amended Preliminary Plan formulated and adopted by the Planning Commission of the City of Modesto (the "Planning Commission") by Resolution No. 91-3, adopted on January 7, 1991.

This Plan provides the Agency with powers, duties and obligations to implement and further the program generally formulated in this Plan for the redevelopment, rehabilitation and revitalization of the area within the boundaries of the Project (the "Project Area"). This Plan does not present a specific plan or establish specific projects for the redevelopment, rehabilitation and revitalization of any area within the Project Area, nor does this Plan present specific proposals in an attempt to solve or alleviate the concerns and problems of the community relating to the Project Area. Instead, this Plan presents a process and a basic framework within which specific plans will be presented, specific projects will be established and specific solutions will be proposed, and by which tools are provided to the Agency to fashion, develop and proceed with such specific plans, projects and solutions. The Agency and the City will be considering plans and proposals which will allow and encourage the expansion of residential, commercial, industrial and institutional activities. The accomplishment of these project activities may depend upon and include the provision of proposed public improvements specified in this Plan. However, this Plan is not dependent or conditioned upon any specific project or activity; instead, it provides a means to implement specific project activities.

The purposes of the Community Redevelopment Law will be attained through, and the major goals of this plan are:

- A. The elimination of environmental deficiencies in the Project Area, including, among others, small and irregular lots, incompatible and uneconomic land uses, obsolete and aged building types, substandard alleys and inadequate or deteriorated public improvements and facilities.
- B. The assembly of land into parcels suitable for modern, integrated development with improved pedestrian and vehicular circulation.
- C. The replanning, redesign and development of undeveloped areas which are stagnant or improperly utilized.
- D. The strengthening of retail and other commercial functions in the Project Area.
- E. The strengthening of the economic base of the Project Area and the community by the installation of needed site improvements to stimulate new commercial expansion, employment and economic growth.
- F. The provision of a community center.
- G. The provision of adequate land for parking and open spaces.

- H. The establishment and implementation of performance criteria to assure high site design standards and environmental quality and other design elements which provide unity and integrity to the entire Project.
- I. The expansion of the supply of housing for low- and moderate-income persons.

II. [§200] DESCRIPTION OF PROJECT AREA

The boundaries of the Project Area are described in the "Legal Description of the Project Area Boundaries," attached hereto as Attachment No. 1 and incorporated herein by reference, and are shown on the "Project Area Boundary and Land Use Map," attached hereto as Attachment No. 2 and incorporated herein by reference.

III. [§300] PROPOSED REDEVELOPMENT ACTIONS

A. [§301] General

The Agency proposes to eliminate and prevent the spread of blight and deterioration in the Project Area by:

1. The acquisition of certain real property;
2. The demolition or removal of certain buildings and improvements;
3. Providing for participation by owners and tenants presently located in the Project Area and the extension of preferences to business occupants desiring to remain or relocate within the redeveloped Project Area;
4. The management of any property acquired by and under the ownership and control of the Agency;
5. Providing relocation assistance to displaced residential and nonresidential tenants;
6. The installation, construction or reconstruction of streets, utilities and other public Improvements;
7. The disposition of property for uses in accordance with this Plan;
8. The redevelopment of land by private enterprise or public agencies for uses in accordance with this Plan;

9. The rehabilitation of structures and improvements by present owners, their successors and the Agency; and
10. The assembly of adequate sites for the development and construction of residential, commercial, industrial and institutional facilities.

In the accomplishment of these purposes and activities and in the implementation and furtherance of this Plan, the Agency is authorized to use all the powers provided in this Plan and all the powers now or hereafter permitted by law.

B. [§302] Participation Opportunities; Extension of Preferences for Reentry Within Redeveloped Project Area

1. [§303] Opportunities for Owners and Tenants

In accordance with this Plan and the rules for owner and tenant participation adopted by the Agency pursuant to this Plan and the Community Redevelopment Law, persons who are owners of real property in the Project Area shall be given a reasonable opportunity to participate in redevelopment by: (1) retaining all or a portion of their properties; (2) acquiring adjacent or other properties in the Project Area; (3) rehabilitation of existing buildings or improvements; (4) new development; or (5) selling their properties to the Agency and purchasing other properties in the Project Area.

The Agency shall extend reasonable preferences to persons who are engaged in business in the Project Area to participate in the redevelopment of the Project Area, or to reenter into business within the redeveloped Project Area, if they otherwise meet the requirements prescribed in this Plan. The Agency shall also extend reasonable preferences to tenants other than business tenants in the Project Area to reenter within the redeveloped Project Area, if they otherwise meet the requirements prescribed by this Plan. Such business, residential, institutional and semi-public tenants shall be given a reasonable opportunity, if they so desire, to purchase and develop real property in the Project Area in accordance with this Plan.

2. [§304] Rules for Participation Opportunities, Priorities and Preferences

In order to provide opportunities to owners and tenants to participate in the redevelopment of the Project Area, the Agency shall promulgate rules for owner and tenant participation and the extension of preferences for reentry within the redeveloped Project Area. If conflicts develop between the desires of participants for particular sites or land uses, the Agency is authorized to establish reasonable priorities and preferences among the owners and tenants. Some of the factors to be considered in establishing these priorities and preferences

may include a participant's length of occupancy in the area, accommodation of as many participants as possible, similarity of land use, the necessity to assemble sites for integrated, modern development and conformity of a participant's proposal with the intent and objectives of this Plan.

In addition to opportunities for participation by individual persons and firms, participation shall be available for two or more persons, firms or institutions to join together in partnerships, corporations or other joint entities.

Participation opportunities shall necessarily be subject to and limited by such factors as: (1) the elimination and changing of some land uses; (2) the construction, widening or realignment of some streets; (3) the ability of participants to finance acquisition and development or rehabilitation in accordance with this Plan; (4) the reduction in the total number of individual parcels in the Project Area; and (5) the construction or expansion of public facilities.

### 3. [§305] Participation Agreements

The Agency may require that, as a condition to participation in redevelopment, each participant shall enter into a binding agreement with the Agency by which the participant agrees to rehabilitate, develop and use and maintain the property in conformance with this Plan and to be subject to the provisions hereof. In such agreements, participants who retain real property shall be required to join in the recordation of such documents as may be necessary to make the provisions of this Plan applicable to their properties. Whether or not a participant enters into a participation agreement with the Agency, the provisions of this Plan are applicable to all public and private property in the Project Area.

In the event an owner or tenant participant fails or refuses to rehabilitate, develop and use and maintain its real property pursuant to this Plan and a participation agreement, the real property or any interest therein may be acquired by the Agency and sold or leased for rehabilitation or development in accordance with this Plan.

### 4. [§306] Conforming Owners

The Agency may, at its sole and absolute discretion, determine that certain real property within the Project Area presently meets the requirements of this Plan, and the owner of such property will be permitted to remain as a conforming owner without a participation agreement with the Agency, provided such owner continues to operate, use and maintain the real property within the requirements of this Plan. However, a conforming owner shall be required by the Agency to enter into a participation agreement with the Agency in the event that such owner desires to: (a) construct any additional improvements or substantially alter or modify

existing structures on any of the real property described above as conforming; or (b) acquire additional property within the Project Area.

C. [§307] Cooperation with Public Bodies

Certain public bodies are authorized by state law to aid and cooperate, with or without consideration, in the planning, undertaking, construction or operation of this Project. The Agency shall seek the aid and cooperation of such public bodies and shall attempt to coordinate this Plan with the activities of such public bodies in order to accomplish the purposes of redevelopment and the highest public good.

The Agency, by law, is not authorized to acquire real property owned by public bodies without the consent of such public bodies. The Agency, however, will seek the cooperation of all public bodies which own or intend to acquire property in the Project Area. Any public body which owns or leases property in the Project Area will be afforded all the privileges of owner and tenant participation if such public body is willing to enter into a participation agreement with the Agency. All plans for development of property in the Project Area by a public body shall be subject to Agency approval.

The Agency may impose on all public bodies the planning and design controls contained in this Plan to insure that present uses and any future development by public bodies will conform to the requirements of this Plan. The Agency is authorized to financially (and otherwise) assist any public entity in the cost of public land, buildings, facilities, structures or other improvements (within or without the Project Area) which land, buildings, facilities, structures or other improvements are or would be of benefit to the Project.

D. [§308] Property Acquisition

1. [§309] Real Property

Except as specifically exempted herein, the Agency may acquire, but is not required to acquire, any real property located in the Project Area by any means authorized by law.

It is in the public interest and is necessary in order to eliminate the conditions requiring redevelopment and in order to execute this Plan for the power of eminent domain to be employed by the Agency to acquire real property in the Project Area which cannot be acquired by gift, devise, exchange, purchase or any other lawful method. Eminent domain proceedings, if used, must be commenced within twelve (12) years from the date the ordinance adopting this Plan becomes effective.

The Agency shall not acquire real property to be retained by an owner pursuant to a participation agreement if the owner fully performs under the agreement. The Agency is authorized to acquire structures without acquiring the land upon which those structures are located. The Agency is authorized to acquire either the entire fee or any other interest in real property less than a fee.

The Agency shall not acquire real property on which an existing building is to be continued on its present site and in its present form and use without the consent of the owner unless: (a) such building requires structural alteration, improvement, modernization or rehabilitation; (b) the site, or lot on which the building is situated, requires modification in size, shape or use; or (c) it is necessary to impose upon such property any of the controls, limitations, restrictions and requirements of this Plan, and the owner fails or refuses to execute a participation agreement in accordance with the provisions of this Plan.

The Agency is not authorized to acquire real property owned by public bodies which do not consent to such acquisition. The Agency is authorized, however, to acquire public property transferred to private ownership before redevelopment of the Project Area is completed, unless the Agency and the private owner enter into a participation agreement and the owner completes his responsibilities under the participation agreement.

2. [§310] Personal Property

Generally, personal property shall not be acquired. However, where necessary in the execution of this Plan, the Agency is authorized to acquire personal property in the Project Area by any lawful means, including eminent domain.

E. [§311] Property Management

During such time as property, if any, in the Project Area is owned by the Agency, such property shall be under the management and control of the Agency. Such property may be rented or leased by the Agency pending its disposition for redevelopment, and such rental or lease shall be pursuant to such policies as the Agency may adopt.

F. [§311] Payments to Taxing Agencies to Alleviate Financial Burden

In any year during which it owns property in the Project Area, the Agency is authorized, but not required, to pay directly to any city, county,

city and county, district, including, but not limited to, a school district, or other public corporation for whose benefit a tax would have been levied upon such property had it not been exempt, an amount of money in lieu of taxes.

A proportionate share of any amount of money paid by the Agency to any city and county pursuant to the preceding paragraph shall be disbursed by the city and county to any school district with territory located within the Project Area in the city and county. "Proportionate share," as used in this Section 312, means the ratio of the school district tax rate, which is included in the total tax rate of the city and county, to the total tax rate of the city and county.

The Agency may also pay to any taxing agency with territory located within the Project Area (other than the City) any amounts of money which, in the Agency's determination, are appropriate to alleviate any financial burden or detriment caused to such taxing agency by the Project.

G. [§313] Relocation of Persons (Including Individuals and Families), Business Concerns and Others Displaced by the Project

1. [§314] Assistance in Finding Other Locations

The Agency shall assist all persons (including individuals and families), business concerns and others displaced by the Project in finding other locations and facilities. In order to carry out the Project with a minimum of hardship to persons (including individuals and families), business concerns and others, if any, displaced from their respective places of residence or business by the Project, the Agency shall assist such persons (including individuals and families), business concerns and others in finding new locations that are decent, safe, sanitary, within their respective financial means, in reasonably convenient locations and otherwise suitable to their respective needs. The Agency may also provide housing inside or outside the Project Area for displaced persons.

2. [§315] Relocation Payments

The Agency shall make relocation payments to persons (including individuals and families), business concerns and others displaced by the Project for moving expenses and direct losses of personal property and additional relocation payments as may be required by law. Such relocation payments shall be made pursuant to the California Relocation Assistance Law (Government Code Section 7260 *et seq.*) and Agency rules and regulations adopted pursuant thereto. The Agency may make such other payments as may be appropriate and for which funds are available.

H. [§316] Demolition, Clearance, and Building and Site Preparation

1. [§317] Demolition and Clearance

The Agency is authorized to demolish and clear buildings, structures and other improvements from any real property in the Project Area as necessary to carry out the purposes of this Plan.

2. [§318] Preparation of Building Sites

The Agency is authorized to prepare, or cause to be prepared, as building sites any real property in the Project Area owned by the Agency. In connection therewith, the Agency may cause, provide for or undertake the installation or construction of streets, utilities, parks, playgrounds and other public improvements necessary to carry out this Plan. The Agency is also authorized to construct foundations, platforms and other structural forms necessary for the provision or utilization of air rights sites for buildings to be used for residential, commercial, public and other uses provided in this Plan.

Prior consent of the City Council is required for the Agency to develop sites for commercial or industrial use by providing streets, sidewalks, utilities or other improvements which an owner or operator of the site would otherwise be obliged to provide.

I. [§319] Property Disposition and Development

1. [§320] Real Property Disposition and Development

a. [§321] General

For the purposes of this Plan, the Agency is authorized to sell, lease, exchange, subdivide, transfer, assign, pledge, encumber by mortgage or deed of trust or otherwise dispose of any interest in real property. To the extent permitted by law, the Agency is authorized to dispose of real property by negotiated lease, sale or transfer without public bidding. Property containing buildings or structures rehabilitated by the Agency shall be offered for resale within one (1) year after completion of rehabilitation or an annual report concerning such property shall be published by the Agency as required by law.

Real property acquired by the Agency may be conveyed by the Agency without charge to the City and, where beneficial to the Project Area, without charge to any public body. All real property acquired

by the Agency in the Project Area shall be sold or leased to public or private persons or entities for development for the uses permitted in this Plan.

All purchasers or lessees of property acquired from the Agency shall be made obligated to use the property for the purposes designated in this Plan, to begin and complete development of the property within a period of time which the Agency fixes as reasonable and to comply with other conditions which the Agency deems necessary to carry out the purposes of this Plan.

b. [§322] Disposition and Development Documents

To provide adequate safeguards to ensure that the provisions of this Plan will be carried out and to prevent the recurrence of blight, all real property sold, leased or conveyed by the Agency, as well as all property subject to participation agreements, is subject to the provisions of this Plan.

The Agency shall reserve such powers and controls in the disposition and development documents as may be necessary to prevent transfer, retention or use of property for speculative purposes and to ensure that development is carried out pursuant to this Plan.

Leases, deeds, contracts, agreements and declarations of restrictions of the Agency may contain restrictions, covenants, covenants running with the land, rights of reverter, conditions subsequent, equitable servitudes or any other provisions necessary to carry out this Plan. Where appropriate, as determined by the Agency, such documents, or portions thereof, shall be recorded in the office of the Recorder of the County.

All property in the Project Area is hereby subject to the restriction that there shall be no discrimination or segregation based upon race, color, creed, religion, sex, marital status, national origin or ancestry in the sale, lease, sublease, transfer, use, occupancy, tenure or enjoyment of property in the Project Area. All property sold, leased, conveyed or subject to a participation agreement shall be expressly subject by appropriate documents to the restriction that all deeds, leases or contracts for the sale, lease, sublease or other transfer of land in the Project Area shall contain such nondiscrimination and nonsegregation clauses as required by law.

c. [§323] Development by the Agency

To the extent now or hereafter permitted by law, the Agency is authorized to pay for, develop or construct any publicly-owned building, facility, structure or other improvement, either within or without the Project Area, for itself or for any public body or entity, which ~~buildings~~.

facilities, structures or other improvements are or would be of benefit to the Project Area. Specifically, the Agency may pay for, install or construct the facilities, buildings, structures and other improvements identified in Attachment No. 3, "Proposed Public Improvement Projects," attached hereto and incorporated herein by reference, and may acquire or pay for the land required therefor.

In addition to the public improvements authorized under Section 318 and the specific publicly-owned improvements identified in Attachment No. 3 of this Plan, the Agency is authorized to install and construct, or to cause to be installed and constructed, within or without the Project Area, for itself or for any public body or entity, for the benefit of the Project Area, public improvements and public utilities, including, but not limited to, the following: (1) over and underpasses; (2) sewers; (3) natural gas distribution systems; (4) water distribution systems; (5) parks, plazas and pedestrian paths; (6) playgrounds; (7) parking facilities; (8) landscaped areas; and (9) street improvements.

The Agency may enter into contracts, leases and agreements with the City or other public body or entity pursuant to this Section 323, and the obligation of the Agency under such contract, lease or agreement shall constitute an indebtedness of the Agency which may be made payable out of the taxes levied in the Project Area and allocated to the Agency under subdivision (b) of Section 33670 of the Community Redevelopment Law and Section 502 of this Plan or out of any other available funds.

d. [§324] Development Plans

All development plans (whether public or private) shall be submitted to the Agency for approval and architectural review. All development in the Project Area must conform to City design review standards.

2. [§325] Personal Property Disposition

For the purposes of this Plan, the Agency is authorized to lease, sell, exchange, transfer, assign, pledge, encumber or otherwise dispose of personal property which is acquired by the Agency.

J. [§326] Rehabilitation, Conservation and Moving of Structures

1. [§327] Rehabilitation and Conservation

The Agency is authorized to rehabilitate and conserve, or to cause to be rehabilitated and conserved, any building or structure in the Project Area owned by the Agency. The Agency is also authorized and

directed to advise, encourage and assist in the rehabilitation and conservation of property in the Project Area not owned by the Agency. The Agency is also authorized to acquire, restore, rehabilitate, move and conserve buildings of historic or architectural significance.

2. [§328] Moving of Structures

As necessary in carrying out this Plan, the Agency is authorized to move, or to cause to be moved, any standard structure or building or any structure or building which can be rehabilitated to a location within or outside the Project Area.

K. [§329] Low- and Moderate-Income Housing

1. [§330] Replacement Housing

In accordance with Section 33334. 5 of the Community Redevelopment Law, whenever dwelling units housing persons and families of low or moderate income are destroyed or removed from the low- and moderate-income housing market as part of the Project, the Agency shall, within four (4) years of such destruction or removal, rehabilitate, develop or construct, or cause to be rehabilitated, developed or constructed, for rental or sale to persons and families of low or moderate income an equal number of replacement dwelling units at affordable rents within the Project Area or within the territorial jurisdiction of the Agency in accordance with all of the provisions of Sections 33413 and 33413. 5 of said Community Redevelopment Law.

2. [§331] Increased and Improved Housing Supply

Pursuant to Section 33334. 2 of the Community Redevelopment Law, not less than twenty percent (20%) of all taxes which are allocated to the Agency pursuant to subdivision (b) of Section 33670 of the Community Redevelopment Law and Section 502 of this Plan shall be used by the Agency for the purposes of increasing and improving the City's supply of housing for persons and families of very low, low or moderate income unless certain findings are made as required by that section to lessen or exempt such requirement. In carrying out this purpose, the Agency may exercise any or all of its powers, including the following:

- a. Acquire land or building sites;
- b. Improve land or building sites with on-site or off-site improvements;
- c. Donate land to private or public persons or entities;

- d. Construct buildings or structures;
- e. Acquire buildings or structures;
- f. Rehabilitate buildings or structures;
- g. Provide subsidies to or for the benefit of persons or families of very low, low or moderate income; and
- h. Develop plans, pay principal and interest on bonds, loans, advances or other indebtedness or pay financing or carrying charges.

The Agency may use these funds to meet, in whole or in part, the replacement housing provisions in Section 330 above. These funds may be used inside or outside the Project Area; provided, however, that funds may be used outside the Project Area only if findings of benefit to the Project are made as required by said Section 33334.2 of the Community Redevelopment Law.

The funds for this purpose shall be held in a separate Low and Moderate Income Housing Fund until used. Any interest earned by such Low and Moderate Income Housing Fund shall accrue to the Fund.

#### IV. [§400] USES PERMITTED IN THE PROJECT AREA

##### A. [§401] Project Area Boundary and Land Use Map

The "Project Area Boundary and Land Use Map," attached hereto as Attachment No. 2 and incorporated herein by reference, illustrates the location of the Project Area boundaries, major streets within the Project Area and the proposed land uses to be permitted in the Project for all land--public, semi-public and private.

##### B. [§402] Designated Land Uses

##### 1. [§403] Residential/Commercial/Public Uses

The areas shown on the Project Area Boundary and Land Use Map (Attachment No. 2) for residential/commercial/public uses shall be used for the residential, commercial or public uses as set forth, described and permitted in the City's General Plan and, where applicable, in the County's General Plan.

2. [§404] Residential/Public Uses

The areas shown on the Project Area Boundary and Land Use Map (Attachment No. 2) for residential/public uses shall be used for the residential or public uses as set forth, described and permitted in the City's General Plan and, where applicable, in the County's General Plan.

3. [§405] Industrial/Commercial/Public Uses

The areas shown on the Project Area Boundary and Land Use Map (Attachment No. 2) for industrial, commercial or public uses shall be used for the industrial, commercial or public uses as set forth, described and permitted in the City's General Plan and, where applicable, in the County's General Plan.

C. [§406] Other Land Uses

1. [§407] Public Rights-of-Way

As illustrated on the Project Area Boundary and Land Use Map (Attachment No. 2), the major public streets within the Project Area include B through P Streets, 1st through 19th Streets, Scenic Drive, Oakdale Road, Coffee Road, Downey Street, Needham Avenue, State Highway 99, Maze Boulevard, State Highway 132, Kansas Avenue, Woodland Avenue, Carpenter Road, Blue Gum Avenue, Brink Avenue, Shoemake Avenue, Poust Road, Burney Street, Morton Boulevard, Paradise Road, Sutter Avenue, North Martin Luther King Drive and La Loma Avenue.

Additional public streets, alleys and easements may be created in the Project Area as needed for proper development. Existing streets, alleys and easements may be abandoned, closed or modified as necessary for proper development of the Project.

Any changes in the existing interior or exterior street layout shall be in accordance with the General Plan, the objectives of this Plan and the City's design standards, shall be effectuated in the manner prescribed by state and local law and shall be guided by the following criteria:

- a. A balancing of the needs of proposed and potential new developments for adequate pedestrian and vehicular access, vehicular parking and delivery loading docks with the similar needs of any existing developments permitted to remain. Such balancing shall take into consideration the rights of existing owners and tenants under the rules for owner and tenant participation adopted by the Agency for the Project and any participation agreements executed thereunder;

- b. The requirements imposed by such factors as topography, traffic safety and aesthetics; and
- c. A consideration of the need to serve not only the Project Area and new or existing developments, but to also serve areas outside the Project.

The public rights-of-way may be used for vehicular and/or pedestrian traffic, as well as for public improvements, public and private utilities and activities typically found in public rights-of-way.

2. §408 Other Public, Semi-Public, Institutional and Nonprofit Uses

In any area shown on the Project Area Boundary and Land Use Map (Attachment No. 2), the Agency is authorized to permit the maintenance, establishment or enlargement of public, semi-public, institutional or nonprofit uses, including park and recreational facilities, libraries, educational, fraternal, employee, philanthropic, religious and charitable institutions, utilities, railroad rights-of-way and facilities of other similar associations or organizations. All such uses shall, to the extent possible, conform to the provisions of this Plan applicable to the uses in the specific area involved. The Agency may impose such other reasonable requirements and/or restrictions as may be necessary to protect the development and use of the Project Area.

3. §409 Interim Uses

Pending the ultimate development of land by developers and participants, the Agency is authorized to use or permit the use of any land in the Project Area for interim uses that are not in conformity with the uses permitted in this Plan.

4. §410 Nonconforming Uses

The Agency may permit an existing use to remain in an existing building in good condition which use does not conform to the provisions of this Plan, provided that such use is generally compatible with existing and proposed developments and uses in the Project Area. The owner of such a property must be willing to enter into a participation agreement and agree to the imposition of such reasonable restrictions as may be necessary to protect the development and use of the Project Area.

The Agency may authorize additions, alterations, repairs or other improvements in the Project Area for uses which do not conform to the provisions of this Plan where such improvements are within a portion of

the Project where, in the determination of the Agency, such improvements would be compatible with surrounding Project uses and development.

D. [§411] General Controls and Limitations

All real property in the Project Area is made subject to the controls and requirements of this Plan. No real property shall be developed, rehabilitated or otherwise changed after the date of the adoption of this Plan, except in conformance with the provisions of this Plan.

1. [§412] Construction

All construction in the Project Area shall comply with all applicable state and local laws and codes in effect from time to time. In addition to applicable codes, ordinances or other requirements governing development in the Project Area, additional specific performance and development standards may be adopted by the Agency to control and direct redevelopment activities in the Project Area.

2. [§413] Rehabilitation and Retention of Properties

Any existing structure within the Project Area approved by the Agency for retention and rehabilitation shall be repaired, altered, reconstructed or rehabilitated in such a manner that it will be safe and sound in all physical respects and be attractive in appearance and not detrimental to the surrounding uses.

3. [§414] Limitation on the Number of Buildings

The number of buildings in the Project Area shall not exceed the number of buildings permitted under the Zoning Ordinance of the City of Modesto.

4. [§415] Number of Dwelling Units

The number of dwelling units in the Project Area shall not exceed the number of dwelling units permitted under the Zoning Ordinance of the City of Modesto.

5. [§416] Limitation on Type, Size and Height of Buildings

Except as set forth in other sections of this Plan, the type, size and height of buildings shall be as limited by applicable federal, state and local statutes, ordinances and regulations.

6. [§417] Open Spaces, Landscaping, Light, Air and Privacy

The approximate amount of open space to be provided in the Project Area is the total of all areas which will be in the public rights-of-way, the public ground, the space around buildings and all other outdoor areas not permitted to be covered by buildings. Landscaping shall be developed in the Project Area to ensure optimum use of living plant material.

Sufficient space shall be maintained between buildings in all areas to provide adequate light, air and privacy.

7. [§418] Signs

All signs shall conform to City sign ordinances as they now exist or are hereafter amended. Design of all proposed new signs shall be submitted to the Agency and/or City prior to installation for review and approval pursuant to the procedures of this Plan.

8. [§419] Utilities

The Agency shall require that all utilities be placed underground whenever physically and economically feasible.

9. [§420] Incompatible Uses

No use or structure which by reason of appearance, traffic, smoke, glare, noise, odor or similar factors would be incompatible with the surrounding areas or structures shall be permitted in any part of the Project Area.

10. [§421] Nondiscrimination and Nonsegregation

There shall be no discrimination or segregation based upon race, color, creed, religion, sex, marital status, national origin or ancestry permitted in the sale, lease, sublease, transfer, use, occupancy, tenure or enjoyment of property in the Project Area.

11. [§422] Subdivision of Parcels

No parcel in the Project Area, including any parcel retained by a participant, shall be subdivided without the approval of the Agency.

12.     [§423] Minor Variations

Under exceptional circumstances, the Agency is authorized to permit a variation from the limits, restrictions and controls established by this Plan. In order to permit such variation, the Agency must determine that:

- a.     The application of certain provisions of this Plan would result in practical difficulties or unnecessary hardships inconsistent with the general purpose and intent of this Plan;
- b.     There are exceptional circumstances or conditions applicable to the property or to the intended development of the property which do not apply generally to other properties having the same standards, restrictions and controls;
- c.     Permitting a variation will not be materially detrimental to the public welfare or injurious to property or improvements in the area; and
- d.     Permitting a variation will not be contrary to the objectives of this Plan or of the General Plan of the City.

No variation shall be granted which changes a basic land use or which permits other than a minor departure from the provisions of this Plan. In permitting any such variation, the Agency shall impose such conditions as are necessary to protect the public peace, health, safety or welfare and to assure compliance with the purposes of this Plan. Any variation permitted by the Agency hereunder shall not supersede any other approval required under City codes and ordinances.

E.     [§424] Design for Development

Within the limits, restrictions and controls established in this Plan, the Agency is authorized to establish heights of buildings, land coverage, setback requirements, design criteria, traffic circulation, traffic access and other development and design controls necessary for proper development of both private and public areas within the Project Area.

No new improvement shall be constructed, and no existing improvement shall be substantially modified, altered, repaired or rehabilitated except in accordance with this Plan and any such controls and, in the case of property which is the subject of a disposition and development or

participation agreement with the Agency and any other property, in the discretion of the Agency, in accordance with architectural, landscape and site plans submitted to and approved in writing by the Agency. One of the objectives of this Plan is to create an attractive and pleasant environment in the Project Area. Therefore, such plans shall give consideration to good design, open space and other amenities to enhance the aesthetic quality of the Project Area. The Agency shall not approve any plans that do not comply with this Plan.

F. [§425] Building Permits

No permit shall be issued for the construction of any new building or for any construction on an existing building in the Project Area from the date of adoption of this Plan until the application for such permit has been made and processed in a manner consistent with all City requirements.

The Agency is authorized to establish permit procedures and approvals in addition to those set forth above where required for the purposes of this Plan. Where such additional procedures and approvals are established, a building permit shall be issued only after the applicant for same has been granted all approvals required by the City and the Agency at the time of application.

V. [§500] METHODS OF FINANCING THE PROJECT

A. [§501] General Description of the Proposed Financing Method

The Agency is authorized to finance this Project with financial assistance from the City, State of California, federal government, tax increment funds, interest income, Agency bonds, donations, loans from private financial institutions, the lease or sale of Agency-owned property or any other available source, public or private.

The Agency is also authorized to obtain advances, borrow funds and create indebtedness in carrying out this Plan. The principal and interest on such advances, funds and indebtedness may be paid from tax increments or any other funds available to the Agency. Advances and loans for survey and planning and for the operating capital for nominal administration of this Project may be provided by the City until adequate tax increment or other funds are available, or sufficiently assured, to repay the advances and loans and to permit borrowing adequate working capital from sources other than the City. The City, as it is able, may also supply additional assistance through City loans and grants for various public facilities.

The City or any other public agency may expend money to assist the Agency in carrying out this Project. As available, gas tax funds from the state and county may be used for street improvements and public transit facilities.

B. [§502] Tax Increment Funds

All taxes levied upon taxable property within the Project Area each year, by or for the benefit of the State of California, the County of Stanislaus, the City of Modesto, any district or any other public corporation (hereinafter sometimes called "taxing agencies") after the effective date of the ordinance approving this Plan, shall be divided as follows:

1. That portion of the taxes which would be produced by the rate upon which the tax is levied each year by or for each of said taxing agencies upon the total sum of the assessed value of the taxable property in the Project as shown upon the 1983-84 base year assessment roll for the area within the Original Project (the "Original Area") and upon the assessment roll used in connection with the taxation of such property by such taxing agency, last equalized prior to the effective date of the ordinance adopting this Plan for the area added to the Original Area as part of this Plan (the "Added Area"), shall be allocated to and when collected shall be paid into the funds of the respective taxing agencies as taxes by or for said taxing agencies on all other property are paid (for the purpose of allocating taxes levied by or for any taxing agency or agencies which did not include the territory of the Project on the effective date of the ordinance but to which such territory is annexed or otherwise included after the effective date, the 1983-84 assessment roll for the Original Area and the assessment roll of the County of Stanislaus last equalized on the effective date of the ordinance adopting this Plan for the Added Area shall be used in determining the assessed valuation of the taxable property in the Project on said effective date).
2. That portion of said levied taxes each year in excess of such amount shall be allocated to and when collected shall be paid into a special fund of the Agency to pay the principal of and interest on loans, monies advanced to or indebtedness (whether funded, refunded, assumed or otherwise) incurred by the Agency to finance or refinance, in whole or

in part, this Project. Unless and until the total assessed valuation of the taxable property in the Project exceeds the total assessed value of the taxable property in the Project as shown by the 1983-84 assessment roll for the Original Area and as shown by the last equalized assessment roll referred to in subsection 1 hereof for the Added Area, all of the taxes levied and collected upon the taxable property in the Project shall be paid into the funds of the respective taxing agencies. When said loans, advances and indebtedness, if any, and interest thereon, have been paid, all monies thereafter received from taxes upon the taxable property in the Project shall be paid into the funds of the respective taxing agencies as taxes on all other property are paid.

The portion of taxes mentioned in subdivision 2 above are hereby irrevocably pledged for the payment of the principal of and interest on the advance of monies, or making of loans or the incurring of any indebtedness (whether funded, refunded, assumed or otherwise) by the Agency to finance or refinance the Project, in whole or in part. The Agency is authorized to make such pledges as to specific advances, loans and indebtedness as appropriate in carrying out the Project.

As of the effective date of the ordinance approving this Plan, the portion of taxes divided and allocated to the Agency pursuant to subdivision 2 of this Section 502 shall not exceed a cumulative total of \$856,000,000.

The Agency is authorized to issue bonds from time to time, if it deems appropriate to do so, in order to finance all or any part of the Project. Neither the members of the Agency nor any persons executing the bonds are liable personally on the bonds by reason of their issuance.

The bonds and other obligations of the Agency are not a debt of the City or the state, nor are any of its political subdivisions liable for them, nor in any event shall the bonds or obligations be payable out of any funds or properties other than those of the Agency, and such bonds and other obligations shall so state on their face. The bonds do not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction.

The amount of bonded indebtedness to be repaid in whole or in part from the allocation of taxes described in subdivision 2 above which can be outstanding at any one time shall not exceed \$324,420,000.

The Agency shall not establish or incur loans, advances or indebtedness to finance in whole or in part the Project beyond thirty (30) years from the date of adoption of this Plan. Loans, advances or indebtedness may be repaid over a period of time beyond said time limit.

C. [§503] Other Loans and Grants

Any other loans, grants, guarantees or financial assistance from the United States, the State of California or any other public or private source will be utilized if available.

VI. [§600] ACTIONS BY THE CITY

The City shall aid and cooperate with the Agency in carrying out this Plan and shall take all actions necessary to ensure the continued fulfillment of the purposes of this Plan and to prevent the recurrence or spread in the area of conditions causing blight. Actions by the City shall include, but not be limited to, the following:

- A. Institution and completion of proceedings for opening, closing, vacating, widening or changing the grades of streets, alleys and other public rights-of-way and for other necessary modifications of the streets, the street layout and other public rights-of-way in the Project Area. Such action by the City shall include the requirement of abandonment, removal and relocation by the public utility companies of their operations of public rights-of-way as appropriate to carry out this Plan, provided that nothing in this Plan shall be construed to require the cost of such abandonment, removal and relocation to be borne by others than those legally required to bear such cost.
- B. Institution and completion of proceedings necessary for changes and improvements in private and publicly-owned public utilities within or affecting the Project Area.
- C. Revision of zoning (if necessary) within the Project Area to permit the land uses and development authorized by this Plan.
- D. Imposition wherever necessary (by conditional use permits or other means) of appropriate controls within the limits of this Plan upon parcels in the Project Area to ensure their proper development and use.
- E. Provision for administrative enforcement of this Plan by the City after development. The City and the Agency shall develop and provide for enforcement of a program for continued maintenance

by owners of all real property, both public and private, within the Project Area throughout the duration of this Plan.

- F. Performance of the above actions and of all other functions and services relating to public peace, health, safety and physical development normally rendered in accordance with a schedule which will permit the redevelopment of the Project Area to be commenced and carried to completion without unnecessary delays.
- G. The undertaking and completing of any other proceedings necessary to carry out the Project.

The foregoing actions to be taken by the City do not involve or constitute any commitment for financial outlays by the City.

#### VII. [§700] ENFORCEMENT

The administration and enforcement of this Plan, including the preparation and execution of any documents implementing this Plan, shall be performed by the Agency and/or the City.

The provisions of this Plan or other documents entered into pursuant to this Plan may also be enforced by court litigation instituted by either the Agency or the City. Such remedies may include, but are not limited to, specific performance, damages, reentry, injunctions or any other remedies appropriate to the purposes of this Plan. In addition, any recorded provisions which are expressly for the benefit of owners of property in the Project Area may be enforced by such owners.

#### VIII. [§800] DURATION OF THIS PLAN

Except for the nondiscrimination and nonsegregation which shall run in perpetuity, the provisions of this Plan shall be effective, and the provisions of other documents formulated pursuant to this Plan may be made effective, for forty (40) years from the date of adoption of this Plan by the City Council.

#### IX. [§900] PROCEDURE FOR AMENDMENT

This Plan may be amended by means of the procedure established in Sections 33450-33458 of the Community Redevelopment Law or by any other procedure hereafter established by law.

ATTACHMENT NO. 1

LEGAL DESCRIPTION OF THE PROJECT AREA BOUNDARIES

(Paradise Road Area)

All that real property in the State of California, County of Stanislaus, being a portion of the Southeast quarter of Section 31, Township 3 South, Range 9 East, and the North half of Section 6, Township 4 South, Range 9 East, Mount Diablo Base and Meridian, described as follows:

Beginning at the Southeastern corner of Assessor's Parcel 30-22-01, said point being on the South line of said Section 31, said point also being on the Western line of 60.00 foot Sutter Avenue;

1. thence Westerly along the Southern boundary of said Parcel 30-22-01, 466.46 feet, to the Southeastern corner of former Lot 17 of the WALNUT GROVE Subdivision, as per map filed November 14, 1958 in Volume 19 of Maps, Page 9, Stanislaus County Records;
2. thence along the Southern line of said former Lot 17, South 89 degrees 05' West, 427.45 feet;
3. thence along the Southwestern line of said former Lot 17, North 40 degrees 43' West, 387.61 feet, to the Southeastern line of Paradise Road;
4. thence along said Southeastern line of Paradise Road and the Northwestern boundary of said Walnut Grove Subdivision, South 49 degrees 17' West, 593.13 feet, to the Eastern line of Assessor's Parcel 37-09-01;
5. thence along said Eastern line of Parcel 37-09-01, South 1 degree 00' East, 282.11 feet, to a point on a line which is parallel with and 250.00 feet, measured at right angles, Southeasterly from the centerline of former 50.00 foot Paradise Road;
6. thence along said parallel line, South 49 degrees 17' West, 255 feet, more or less to the Western line of Parcel 37-09-01, said point lying Northerly 40 feet, more or less from the Southwestern corner of Parcel 37-09-01, said point also being on the Eastern line of Assessor's Parcel 37-09-02;
7. thence continuing along said parallel line, South 49 degrees 17' West, 260 feet, more or less, to the Western line of said Parcel 37-09-02, said point lying Northerly 30 feet, more or less, from the Southwestern corner of Parcel 37-09-02, said point also being on the Eastern line of Assessor's Parcel 37-08-16;
8. thence continuing along said parallel line, South 49 degrees 17' West, 295 feet, more or less, to the Western line of said Parcel 37-08-16;
9. thence along said Western line of Parcel 37-08-16, South 1 degree 27' 34" East, 20 feet, more or less, to the Southwestern corner of Parcel 37-08-16 and the Southeastern corner of Assessor's Parcel 37-08-11;
10. thence along the Southern line of said Parcel 37-08-11, South 86 degrees 55' 55" West, 102.05 feet, to a Northeastern corner of Assessor's Parcel 37-08-02;

11. thence along an Eastern line of said Parcel 37-08- , South 00 degrees 47' 09" East, 40.84 feet, to the most Southeastern corner of Parcel 37-08-02;
12. thence along the Southern line of Parcel 37-08-02, Westerly, 258.53 feet, to a point on the Eastern line of Wade Avenue;
13. thence along said Eastern line of Wade Avenue, Northerly, 45 feet, more or less, to the Southeastern line of said Paradise Road;
14. thence along said Southeastern line of said Paradise Road, South 50 degrees 03' 22" West, 350 feet, more or less, to its intersection with the Southerly extension of the Southwestern line of Assessor's Parcel 37-07-18;
15. thence along said Southerly extension of and the Southwestern line of Parcel 37-07-18, North 39 degrees 56' 48" West, 283.43 feet, to a point on the Southern line of Beverly Drive;
16. thence along said Southern line of Beverly Drive, North 89 degrees 36' 18" East, 250 feet, more or less, to its intersection with the Southerly extension of the Western line of Assessor's Parcel 37-04-39;
17. thence along said Southerly extension of and the Western line of Parcel 37-04-39, Northerly, 185.74 feet, to the Northwestern corner of Parcel 37-04-39;
18. thence along the Northern line of Parcel 37-04-39 and its Easterly extension, Easterly, 188.14 feet, to the Eastern line of Harris Avenue;
19. thence along said Eastern line of Harris Avenue, North 00 degrees 05' 00" East, 156 feet, more or less, to the Southeastern line of the 20.00 foot alley between Turner Street and Paradise Road;
20. thence along said Southeastern line of the alley, North 50 degrees 04' East, 1367.84 feet, to the Northeastern line of Florette Avenue, said point being the most Westerly corner of Assessor's Parcel 30-23-12;
21. thence along the Northwesterly line of said Parcel 30-23-12, North 50 degrees 04' East, 250 feet, to the most Northerly corner of Parcel 30-23-12 and the Western line of Assessor's Parcel 30-23-16;
22. thence along said Western line of Parcel 30-23-16, Northerly, 70.81 feet, to the Northwestern corner of Parcel 30-23-16;
23. thence along the Northern line of Parcel 30-23-16, Easterly, 84.20 feet, to a point on the Northwestern line of Assessor's Parcel 30-23-14;
24. thence along said Northwestern line of said Parcel 30-23-14, Northeasterly, 46.60 feet, to a point on the Western line of Assessor's Parcel 30-23-02;
25. thence along said Western line of Parcel 30-23-02, North 00 degrees 05' 00" East, 90.51 feet, to the Southern line of Chicago Avenue;

26. thence along said Southern line of Chicago Avenue, North 89 degrees 53' 30" East, 276 feet, more or less, to the Southerly extension of the Western line of the ELLEN TRACT, as per map filed May 25, 1939 in Volume 11 of Maps, Page 60, Stanislaus County Records;
27. thence along said Southerly extension of and the Western line of said Ellen Tract, said line also being the Western line of Assessor's Parcels 30-21-14, 30-21-13, 30-21-03 and 30-21-04, North 00 degrees 44' West, 526.24 feet, to the Northwestern corner of said Ellen Tract and the Northwestern corner of said Parcel 30-21-04;
28. thence along the Northern line of the Ellen Tract and its Easterly extension, said line being the Northern line of Assessor's Parcels 30-21-04, 30-21-05, 30-21-06, 30-21-07, 30-21-08 and 30-21-09, North 89 degrees 59' East, 466.85 feet, to the Western line of Assessor's Parcel 30-20-29;
29. thence along said Western line of Parcel 30-20-29, North 00 degrees 25' 35" West, 466.68 feet, to the Southern line of Briggs Avenue;
30. thence along said Southern line of Briggs Avenue and its Easterly extension, South 89 degrees 46' 55" East, 526.68 feet, to the Eastern line of North Martin Luther King Drive;
31. thence along said North Martin Luther King Drive, South 00 degrees 44' East, 50 feet, more or less, to the Northwestern corner of Assessor's Parcel 102-02-17;
32. thence along the Northwestern line of said Parcel 102-02-17, North 44 degrees 06' East, 58.09 feet, to the most Northerly corner of Parcel 102-02-17;
33. thence along the Northeastern line of Parcel 102-02-17, South 45 degrees 54' East, 125 feet, to the Northwestern line of Paradise Avenue;
34. thence along said Northwestern line of Paradise Avenue, South 44 degrees 06' West, 74 feet, more or less, to its intersection with the Northerly extension of the Eastern line of Assessor's Parcels 102-03-11 and 102-03-10;
35. thence along said Northerly extension of and the Eastern lines of said Parcels 102-03-11 and 102-03-10, South 00 degrees 22' 30" East, 320 feet, more or less, to the Southeastern corner of Parcel 102-03-10 and a point on the Northern line of a 20-foot East-West alley;
36. thence along said Northern line of said alley, the Southern line of Parcel 102-03-10 and the Westerly extensions, South 89 degrees 59' 30" West, 130.27 feet, to said Western line of Sutter Avenue;
37. thence along the Western line of Sutter Avenue, South 00 degrees 47' 30" East, 1150 feet, more or less, to the point of beginning, containing 54 acres, more or less.

38. Including those portions of Paradise Road, Wade Avenue, Beverly Drive, Harris Avenue, Mayette Avenue, Florette Avenue, Chicago Avenue, Ellen Avenue, Briggs Avenue, North Martin Luther King Drive, Paradise Avenue, Tuolumne Boulevard, and Sutter Avenue bordering the above-described property.

Major Area

All that real property in the State of California, County of Stanislaus, being a portion of Sections 24 and 25, Township 3 South, Range 8 East, and Sections 19, 27, 28, 29, 30, 31, 32 and 33, Township 3 South, Range 9 East, Mount Diablo Base and Meridian, described as follows:

Beginning at the intersection of the centerlines of Carpenter Road and Kansas Avenue;

1. thence along said centerline of Kansas Avenue the following bearings and distances: South  $89^{\circ}50'20''$  West, 176.90 feet, and South  $88^{\circ}50'00''$  West, 493.19 feet, to its intersection with the Southerly extension of a Western boundary of Assessor's Parcel 07-77-13;
2. thence along said Southerly extension of and the Western boundary of said Parcel 07-77-13, North  $01^{\circ}13'14''$  West, 1,145.81 feet to a Northwestern corner of Parcel 07-77-13;
3. thence along a Northern boundary of Parcel 07-77-13, the following bearings and distances: North  $75^{\circ}11'38''$  East, 157.52 feet, and South  $78^{\circ}44'40''$  East, 10.35 feet, to a Western boundary of Parcel 07-77-13;
4. thence along said last mentioned Western boundary, North  $01^{\circ}22'06''$  West, 106.21 feet, to the centerline of Torrid Avenue;
5. thence along said centerline of Torrid Avenue, North  $88^{\circ}44'54''$  East, 341.72 feet, to the centerline of Carpenter Road;
6. thence along said centerline of Carpenter Road, Northerly, 990 feet, more or less, to its intersection with the Easterly extension of the Southern boundary of Assessor's Parcel 07-32-06;
7. thence along said Easterly extension of and the Southern boundary of said Parcel 07-32-06, South  $89^{\circ}06'$  West, 165 feet, to the Southwestern corner of Parcel 07-32-06;
8. thence along the Western boundary of Parcel 07-32-06, North  $01^{\circ}01'$  West, 350 feet, to the centerline of Woodland Avenue;
9. thence along said centerline of Woodland Avenue, North  $89^{\circ}06'$  East, 165 feet, to the centerline of Carpenter Road;
10. thence along said centerline of Carpenter Road, North  $00^{\circ}28'$  West, 1,328.84 feet, to its intersection with the Easterly extension of the Southern boundary of Assessor's Parcel 07-18-30;
11. thence along said Easterly extension of and the Southern boundary of said Parcel 07-18-30, the Southern line of an East-West 20-foot alley, and the Southern boundary of Assessor's Parcels 07-18-15, 07-18-14, 07-18-13 and 07-18-33, South  $89^{\circ}13'47''$  West, 1,992.07 feet, to the Southwestern corner of said Parcel 07-18-33;

12. thence along the Western boundary of said Parcel 07-18-33, North  $00^{\circ}25'21''$  West, 340.67 feet, to a point on the centerline of Prichard Avenue;
13. thence along said centerline of Prichard Avenue, North  $00^{\circ}25'21''$  West, 986 feet, to the East-West quarter section line of said Section 24;
14. thence along said East-West quarter section line, Westerly, 1990 feet, to the Southwest corner of the Southeast quarter of the Northwest quarter of said Section 24;
15. thence along the North-South quarter section line of Section 24, Northerly, 2,649 feet, to the North line of Section 24;
16. thence along said North line of Section 24, Easterly, 2,567 feet, more or less, to the Northeastern line of Brink Avenue, said line also being the Southwestern line of the 100-foot Southern Pacific Railroad right-of-way;
17. thence along said Northeastern line of Brink Avenue, South  $43^{\circ}08'56''$  East, 2,071.92 feet, to its intersection with the centerline of Carpenter Road;
18. thence along said centerline of Carpenter Road, Northerly, 550 feet, more or less, to the Southwestern line of Freeway 99;
19. thence along said Southwestern line of Freeway 99, Southeasterly, 1,854 feet, more or less, to the Southeastern corner of Assessor's Parcel 29-05-39;
20. thence Northeasterly, 320 feet, more or less, to the Northwestern corner of Assessor's Parcel 29-05-13;
21. thence along the Northern boundary of said Parcel 29-05-13, North  $89^{\circ}20'$  East, 102 feet, more or less, to the Western line of Martin Avenue;
22. thence along said Western line of Martin Avenue, South  $00^{\circ}43'$  East, 45 feet, to the Southern line of Clayton Avenue;
23. thence along said Southern line of Clayton Avenue, said line also being a Northern boundary of Parcel 29-05-13, and the Northern boundary of Assessor's Parcel 29-05-14, North  $89^{\circ}20'$  East, 200 feet, more or less, to the Northeastern corner of said Parcel 29-05-14;
24. thence along the Eastern boundary of Parcel 29-05-14, South  $00^{\circ}05'$  East, 685.48 feet, to a Northwestern corner of Assessor's Parcel 29-09-22, said point being North  $00^{\circ}05'$  West, 2 feet, from the Southeastern corner of Parcel 29-05-14;
25. thence along a Northern boundary of said Parcel 29-09-22, North  $89^{\circ}55'$  East, 384.87 feet, to a Northeastern corner of Parcel 29-09-22;

26. thence along an Eastern boundary of Parcel 29-09-22, South 1°41' East, 2 feet, to a Northern line of Parcel 29-09-22;
27. thence along a Northern boundary of Parcel 29-09-22 and the Northern boundary of Assessor's Parcel 29-09-08, North 89°55' East, 488.89 feet, to the centerline of Carver Road;
28. thence along said centerline of Carver Road, North 00°02' East, 67.08 feet, to the centerline of West Roseburg Avenue;
29. thence along said centerline of West Roseburg Avenue, South 88°46'29" East, 411.17 feet, to its intersection with the Northerly extension of the most Eastern boundary of Assessor's Parcel 115-32-18;
30. thence along said Northerly extension of and said Eastern boundary of said Parcel 115-32-18, the Eastern boundary of and the Southerly extension of Assessor's Parcel 115-32-19, South 00°02'48" West, 995.86 feet, to a point on the Northern boundary of Assessor's Parcel 115-32-20;
31. thence along said Northern boundary of said Parcel 115-32-20, said line also being the Southern line of an East-West alley, South 89°04'15" East, 195 feet, to the Northeastern corner of Parcel 115-32-20;
32. thence along the Eastern boundary of Parcel 115-32-20, South 00°02' West, 1.15 feet, to the Northwestern corner of Assessor's Parcel 115-31-01;
33. thence along the Northern boundary of said Parcel 115-31-01, said line also being the Southern line of a 20.00 foot East-West alley, South 89°00' East, 927.96 feet, to the centerline of Kearney Avenue;
34. thence along said centerline of Kearney Avenue, South 00°01' West, 822.97 feet, to its intersection with the Westerly extension of the Northern boundary of Assessor's Parcel 115-30-14;
35. thence along said Westerly extension of and the Northern boundary of said Parcel 115-30-14, and the Northern boundary of Assessor's Parcel 115-30-13, South 89°06'15" East, 264.19 feet, to the Northeastern corner of said Parcel 115-30-13;
36. thence along the Eastern boundary of Parcel 115-30-13 and its Southerly extension, and the Eastern boundary of Assessor's Parcels 115-01-29, 115-01-36 and 115-01-35, South 00°24' East, 549.78 feet, to the Northwestern corner of Assessor's Parcel 115-01-41;
37. thence along the Northern boundary of said Parcel 115-01-41, and Assessor's Parcels 115-01-31, 115-01-17 and 115-01-28, South 89°41' East, 775.67 feet, to the Northeastern corner of said Parcel 115-01-28 and a point on the Western boundary of Assessor's Parcel 115-01-13;

38. thence along said Western boundary of Assessor's Parcel 115-01-13, South  $00^{\circ}24'$  East, 58.93 feet, to the Southwestern corner of said Parcel 115-01-13;
39. thence along the Southern boundary of Parcel 115-01-13 and its Easterly extension, South  $89^{\circ}41'$  East, 280.90 feet, to the centerline of Tully Road;
40. thence along said centerline of Tully Road, Southerly, 1,540.57 feet, to the centerline of Stoddard Avenue;
41. thence along said centerline of Stoddard Avenue, South  $87^{\circ}52'43''$  East, 615.69 feet, to its intersection with the Northwesterly extension of the Southwestern boundary of Assessor's Parcel 109-14-06;
42. thence along said Northwesterly extension of and said Southwestern boundary of Parcel 109-14-06 and the Southwestern line of the 20-foot alley, South  $42^{\circ}20'51''$  East, 558.35 feet, to the beginning of a tangent curve concave to the Northeast;
43. thence continuing along said Southwestern line of the 20-foot alley on said tangent curve concave to the Northeast, having a Radius of 346.77 feet, a Central Angle of  $65^{\circ}39'$  and on Arc Length of 399.35 feet;
44. thence continuing along the Southeastern line of the 20-foot alley and its Easterly extension on a non-tangent line, North  $44^{\circ}57'$  East, 94.72 feet, to the centerline of College Avenue;
45. thence along said centerline of College Avenue, South  $45^{\circ}03'$  East, 60.00 feet, to its intersection with the Northwestern boundary of the 120-foot Modesto Irrigation District Lateral No. 4;
46. thence along said Northwestern boundary of said Lateral No. 4, Southwesterly, 440 feet, more or less, to its intersection with the Northerly extension of the centerline of Nellie Avenue;
47. thence along said Northerly extension of and said center line of Nellie Avenue, South  $00^{\circ}40'30''$  East, 292.58 feet, to its intersection with the Westerly extension of the Northern boundary of Assessor's Parcel 109-08-04;
48. thence along said Westerly extension of and said Northern boundary of said Parcel 109-08-04 and its Easterly extension, South  $88^{\circ}48'30''$  East, 204 feet, to a point on an 18-foot North-South alley;
49. thence along said centerline of the 18-foot alley, South  $00^{\circ}40'30''$  East, 30 feet, to its intersection with the Westerly extension of the Northern boundary of Assessor's Parcel 109-08-19;
50. thence along said Westerly extension of and said Northern boundary of said Parcel 109-08-19 and its Easterly extension, South  $88^{\circ}30'00''$  East, 186.5 feet, to the centerline of College Avenue;

51. thence along said centerline of College Avenue, South  $00^{\circ}40'30''$  East, 51 feet, to its intersection with the Westerly extension of the Northern boundary of Assessor's Parcel 109-07-08;
52. thence along said Westerly extension of and said Northern boundary of said Parcel 109-07-08 and the Westerly extensions of the Northern boundaries of Assessor's Parcels 109-07-09, 109-07-24 and 109-07-27, South  $88^{\circ}30'00''$  East, 746 feet, to the centerline of Orange Avenue;
53. thence along said centerline of Orange Avenue, North  $00^{\circ}41'30''$  West, 25 feet to its intersection with the Westerly extension of the Northern boundary of Assessor's Parcel 109-07-42;
54. thence along said Westerly extension of and said Northern boundary of said Parcel 109-07-42 and its Easterly extension, South  $88^{\circ}30'00''$  East, 186.5 feet, to the centerline of an 18-foot North-South alley;
55. thence along said centerline of the 18-foot alley, North  $00^{\circ}41'30''$  West, 50 feet, to its intersection with the Westerly extension of the Northern boundary of Assessor's Parcel 109-07-44;
56. thence along said Westerly extension of and said Northern boundary of said Parcel 109-07-44 and its Easterly extension, South  $88^{\circ}30'00''$  East, 186.5 feet, to the centerline of Virginia Avenue;
57. thence along said centerline of Virginia Avenue, South  $00^{\circ}41'30''$  East, 37.5 feet, to its intersection with the Westerly extension of the Northern boundary of Assessor's Parcel 110-09-02;
58. thence along said Westerly extension of and the Northern boundary of said Parcel 110-09-02 and its Easterly extension, South  $88^{\circ}30'00''$  East, 186.5 feet, to the centerline of the 18-foot North-South alley;
59. thence along said centerline of the 18-foot alley, South  $00^{\circ}40'00''$  East, 176.55 feet, to the centerline of Needham Street;
60. thence along said centerline of Needham Street, South  $88^{\circ}47'30''$  East, 932.5 feet, to the centerline of Park Avenue;
61. thence along said centerline of Park Avenue, North  $00^{\circ}40'00''$  West, 1,269 feet, to the centerline of Stoddard Avenue;
62. thence along said centerline of Stoddard Avenue, said line also being the East-West quarter quarter section line of the Northeast quarter of said Section 29, South  $88^{\circ}29'30''$  East, 375 feet, to the centerline of Sycamore Avenue;
63. thence along said centerline of Sycamore Avenue, South  $00^{\circ}40'30''$  East, 1,267 feet, to the centerline of said Needham Street;
64. thence along said centerline of Needham Street, South 1,126.5 feet, to the centerline of McHenry Avenue;

65. thence along said centerline of McHenry Avenue, South  $00^{\circ}40'$  East, 67.25 feet, to the centerline of Downey Avenue;
66. thence along said centerline of Downey Avenue, South  $89^{\circ}46'$  East, 998.15 feet, to the centerline of Semple Street;
67. thence along said centerline of Semple Street, North  $00^{\circ}41'$  West, 183.4 feet, to its intersection with the Westerly extension of the centerline of a 20-foot East-West alley;
68. thence along said Westerly extension of and said centerline of the 20-foot alley and its Easterly extension, South  $89^{\circ}47'$  East, 337.75 feet, to the centerline of Kimble Street;
69. thence along said centerline of Kimble Street, North  $1^{\circ}31'30''$  West, 39.85 feet, to its intersection with the Westerly extension of the centerline of a 20.00 foot East-West alley;
70. thence along said Westerly extension of and said centerline of the 20-foot alley, North  $88^{\circ}28'30''$  East, 180 feet, to the centerline of a 20-foot North-South alley;
71. thence along said centerline of the 20-foot alley, North  $1^{\circ}13'30''$  West, 75 feet, to the centerline of a 20-foot East-West alley;
72. thence along said centerline of the last mentioned 20-foot alley, North  $88^{\circ}28'30''$  East, 180 feet, to the centerline of High Street;
73. thence along said centerline of High Street, North  $1^{\circ}31'30''$  West, 100 feet, to its intersection with the Westerly extension of a 20-foot East-West alley;
74. thence along said Westerly extension of and said centerline of the 20-foot alley, North  $88^{\circ}28'30''$  East, 180 feet, to the centerline of a 20-foot North-South alley;
75. thence along said centerline of the 20-foot alley, North  $1^{\circ}31'30''$  West, 75 feet, to the centerline of a 20-foot East-West alley;
76. thence along said centerline of the last-mentioned 20-foot alley, North  $88^{\circ}28'30''$  East, 180 feet, to the centerline of Melrose Street;
77. thence along said centerline of Melrose Street, North  $1^{\circ}31'30''$  West, 77.6 feet, to its intersection with the Westerly extension of the centerline of a 20-foot East-West alley;
78. thence along said Westerly extension of and the centerline of said 20-foot alley, North  $88^{\circ}28'30''$  East, 180 feet, to its intersection with the centerline of a 20-foot North-South alley;
79. thence along said centerline of a 20-foot North-South alley, North  $1^{\circ}31'30''$  West, 285 feet, to its intersection with the Westerly extension of the Northern line of Assessor's Parcel 111-09-35;

80. thence along said Westerly extension of and said Northern line of said Parcel 111-09-35 and its Easterly extension, North  $88^{\circ}28'30''$  East, 180 feet, to the centerline of Bodem Street;
81. thence along said centerline of Bodem Street, South  $1^{\circ}31'30''$  East, 118.75 feet, to its intersection with the Westerly extension of the Northern line of Assessor's Parcel 111-09-02;
82. thence along said Westerly extension of and said Northern line of said Parcel 111-09-02, North  $88^{\circ}28'30''$  East, 226.90 feet, to the Northeastern corner of Parcel 111-09-02;
83. thence along the Eastern line of Parcel 111-09-02, said line being the North-South quarter section line of said Section 28, South  $1^{\circ}31'30''$  East, 100.21 feet, to the Northwestern line of Scenic Drive;
84. thence along said Northwestern line of Scenic Drive, North  $63^{\circ}13'30''$  East, 109 feet, more or less;
85. thence continuing along the Northern line of Scenic Drive, South  $89^{\circ}20'$  East, 961.9 feet;
86. thence continuing along a Northwestern line of Scenic Drive, North  $78^{\circ}05'$  East, 336.38 feet, to a point on a non-tangent curve from which point a radial line bears North  $18^{\circ}55'$  West;
87. thence continuing Northeasterly along a Northwestern line of Scenic Drive on said non-tangent curve concave to the Northwest, having a Radius of 565.00 feet, a Central Angle of  $21^{\circ}44'23''$  and an Arc Length of 214.38 feet, to a point of reverse curve, from which point a radial line bears South  $40^{\circ}30'23''$  East;
88. thence continuing Northeasterly along a Northwestern line of Scenic Drive on said reverse curve concave to the Southeast, having a Radius of 1,040.00 feet, a Central Angle of  $13^{\circ}51'48''$  and an Arc Length of 251.64 feet, to the Southwestern corner of Assessor's Parcel 34-05-14, from which point a radial line bears South  $26^{\circ}37'35''$  East;
89. thence along the Western boundary of said Parcel 34-05-14, North  $4^{\circ}03'$  West, 520.72 feet, to the Northwestern corner of Parcel 34-05-14;
90. thence along the Northern boundary of Parcel 34-05-14, and the Northern boundary of Assessor's Parcels 34-05-04 and 34-05-05, South  $89^{\circ}10'$  East, 516.02 feet;
91. thence along the Northwestern boundary of said Parcel 34-05-05 and the Northwestern boundary of Assessor's Parcels 34-05-06 and 34-05-12, North  $73^{\circ}56'$  East, 326.58 feet, more or less, to the Northeastern corner of said Parcel 34-05-12 and a point on the Western line of Coffee Road;
92. thence Northeasterly across said Coffee Road, 93.58 feet, more or less, to the Northwestern corner of Assessor's Parcel 34-06-15;

93. thence along the Northwestern boundary of said Parcel 34-06-15 and the Northwestern boundary of Assessor's Parcels 35-06-12 and 34-06-11, North 74°40'23" East, 362.89 feet, to the Northeastern corner of said Parcel 34-06-11;
94. thence along the Eastern boundary of Parcel 34-06-11, South 0°04'27" East, 259.10 feet, to the Southeastern corner of Parcel 34-06-11 and a point on the Northwestern line of 70.00 foot Scenic Drive;
95. thence along said Northwestern line of Scenic Drive, North 69°04' East, 90 feet, more or less, to its intersection with the Northwesterly extension of the Northeastern boundary of Assessor's Parcel 34-15-02;
96. thence along said Northwesterly extension of and said Northeastern boundary of said Parcel 34-15-02, South 16°07' East, 195.83 feet, to a point on the Northern boundary of Assessor's Parcel 34-18-03;
97. thence along said Northern boundary of Parcel 34-18-03, North 89°52' West, 235.59 feet, to the Northwestern corner of Parcel 34-18-03;
98. thence along the Western boundary of Parcel 34-18-03, South, 268.77 feet, to the centerline of Dry Creek;
99. thence meandering downstream along the thread of the stream in a Southwesterly direction, 3,600 feet, more or less, to its intersection with the centerline of La Loma;
100. thence along said centerline of La Loma, North 88°51'40" West, 40 feet, more or less, to a point on the North-South quarter section line of said Section 28;
101. thence along said North-South quarter section line, North 00°13'20" West, 735 feet, more or less, to the Southwestern corner of Assessor's Parcel 111-48-01;
102. thence along the Western boundary of said Parcel 111-48-01, said line being the Eastern line of a 20-foot North-South alley, North 1°31'30" West, 320 feet, to the Southeastern corner of Assessor's Parcel 111-10-18;
103. thence along the Southern boundary of said Parcel 111-10-18, and Assessor's Parcels 111-10-17, 111-10-16 and 111-10-15, said line also being the Northern line of a 20-foot East-West alley, and its Westerly extension, North 89°35'30" West, 165 feet, to the centerline of Bodem Street;
104. thence along said centerline of Bodem Street, South 1°31'30" East, 90 feet, to its intersection with the Easterly extension of the Southern boundary of Assessor's Parcel 111-10-25;
105. thence along said Easterly extension of and said Southern boundary of Parcel 111-20-25, and the Southern boundary of Assessor's Parcels 111-10-13 and 111-10-12, said line also being the Northern line of an East-West alley, North 89°35'30" West, 190 feet, to a point on an Eastern boundary of said Parcel 111-10-12;

106. thence along said Eastern boundary of Parcel 111-10-12, said line being a Western line of a 20-foot North-South alley, South  $1^{\circ}31'30''$  East, 70 feet, to a Southeastern corner of Parcel 111-10-12;
107. thence along a Southern boundary of Parcel 111-10-12 and the Southern boundary of Assessor's Parcels 111-10-11 and 111-10-10 and its Westerly extension, said line being the Northern line of a 20-foot East-West alley, North  $89^{\circ}35'30''$  West, 207 feet, to the centerline of Melrose Avenue;
108. thence along said centerline of Melrose Avenue, South  $1^{\circ}27'30''$  East, 190 feet, to the centerline of Downey Street;
109. thence along said centerline of Downey Street, North  $89^{\circ}35'30''$  West, 223 feet, more or less to the centerline of James Street;
110. thence along said centerline of James Street, South  $00^{\circ}30'$  East, 753 feet, more or less, to the centerline of "G" Street;
111. thence along said centerline of "G" Street, South  $89^{\circ}30'$  West, 275 feet, to its intersection with the Northerly extension of the Eastern boundary of Assessor's Parcel 107-06-22;
112. thence along said Northerly extension of and said Eastern boundary of Parcel 107-06-22, and the Eastern boundary of Assessor's Parcels 107-06-23 and 107-06-24, South  $00^{\circ}30'$  East, 190 feet, to the Southeastern corner of said Parcel 107-06-24;
113. thence along the Southern boundary of Parcel 107-06-24 and its Westerly extension, South  $89^{\circ}30'$  West, 166.5 feet to the centerline of former 33-foot wide Burney Street;
114. thence along said centerline of Burney Street, South  $00^{\circ}30'$  East, 1,693 feet, more or less, to the centerline of Jennie Street;
115. thence along said centerline of Jennie Street, North  $89^{\circ}30'$  East, 1,195 feet, more or less, to the centerline of North Morton Boulevard;
116. thence along said centerline of North Morton Boulevard, and its Southerly extension, South  $12^{\circ}09'$  East, 371.5 feet, more or less, to the former centerline of Grand Street;
117. thence along said former centerline of Grand Street, North  $89^{\circ}30'$  East, 30 feet, more or less, to the former centerline of South Morton Boulevard;
118. thence along said former centerline of South Morton Boulevard, South  $16^{\circ}27'$  West, 51.27 feet;
119. thence continuing along said former centerline on a tangent curve concave to the East, having a Radius of 804.76 feet, a Central Angle of  $14^{\circ}10'$  and an Arc Length of 198.98 Feet;

120. thence continuing along said former centerline on a tangent line, South  $2^{\circ}17'$  West, 69 feet, to its intersection with the Westerly extension of the Northern boundary of Assessor's Parcel 106-34-01;
121. thence along said Westerly extension of and said Northern boundary of Parcel 106-34-01, North  $89^{\circ}30'$  East, 88 feet, to the centerline of Dry Creek;
122. thence meandering downstream along the thread of the stream in a Southerly direction, and along the Eastern boundary of said Parcel 106-34-01, 2,270.08 feet, to the Southeastern corner of Parcel 106-34-01;
123. thence along the Southern boundary of Parcel 106-34-01, North  $89^{\circ}50'$  West, 388.54 feet, to a point on the Southern line of South Morton Boulevard;
124. thence along said Southern line of South Morton Boulevard, North  $89^{\circ}00'$  West, 800 feet, more or less, to the centerline of South Ninth Street, and a point on the Northwestern line of the Primary Floodway of the Tuolumne River, as designated by the State Reclamation Board;
125. thence Southwesterly along said Northwestern line of the Primary Floodway of the Tuolumne River, 1,300 feet, more or less, to the centerline of South Seventh Street;
126. thence along said centerline of South Seventh Street, North  $16^{\circ}29'38''$  West, 130 feet, more or less, to its intersection with the Northeasterly extension of a Southeastern boundary of Assessor's Parcel 102-16-01;
127. thence along said Northeasterly extension of and the Southeastern boundary of said Parcel 102-16-01, South  $52^{\circ}38'$  West, 190 feet, more or less;
128. thence along a Northeastern boundary of Parcel 102-16-01, South  $30^{\circ}13'19''$  East, 131.9 feet;
129. thence along a Southeastern boundary of Parcel 102-16-01, South  $47^{\circ}13'22''$  West, 42.8 feet, to the most Southwestern corner of Parcel 102-16-01;
130. thence along the Southwestern boundary of Parcel 102-16-01 and its Northwesterly extension, North  $42^{\circ}46'38''$  West, 179.82 feet, more or less, to the centerline of Tuolumne Boulevard;
131. thence along said centerline of Tuolumne Boulevard, South  $22^{\circ}46'45''$  West, 103 feet, more or less, to its intersection with the Southeasterly extension of the Southwestern boundary of Assessor's Parcel 102-15-30;
132. thence along said Southeasterly extension of and the Southwestern boundary of said Parcel 102-15-30, North  $42^{\circ}46'38''$  West, 258.84 feet, more or less, to the most Westerly corner of Parcel 102-15-30;

133. thence along a Northwestern boundary of Parcel 102-15-30, said line also being a Southeastern line of a 20-foot alley, North  $47^{\circ}13'22''$  East, 100 feet, more or less, to a point on the Eastern line of a 20-foot North-South alley;
134. thence along said Eastern line of the alley, said line also being the Western line of Parcel 102-15-30 and Assessor's Parcel 102-15-29 and its Northerly extension, North  $00^{\circ}21'24''$  West, 550.26 feet, more or less, to the centerline of "C" Street;
135. thence along said centerline of "C" Street, North  $46^{\circ}30'30''$  East, 43.64 feet, to its intersection with the Southeasterly extension of the centerline of a 20-foot alley between and parallel to Sixth Street and Seventh Street;
136. thence along said Southeasterly extension of and said centerline of the 20-foot alley and its Northwesterly extensions, North  $43^{\circ}29'30''$  West, 960 feet, to the centerline of "E" Street;
137. thence along said centerline of "E" Street and its Southwesterly extension, South  $46^{\circ}30'30''$  West, 760 feet, to its intersection with the Southeasterly extension of the centerline of a 20-foot alley between and parallel to Fourth Street and Fifth Street;
138. thence along said Southeasterly extension of and said centerline of the 20-foot alley and its Northwesterly extensions, North  $43^{\circ}29'30''$  West, 1,300 feet, to its intersection with the Northeasterly extension of the Southeastern boundary of Assessor's Parcel 103-14-14;
139. thence along said Northeasterly extension of and the Southeastern boundary of said Parcel 103-14-14 and its Southwesterly extension, South  $46^{\circ}30'30''$  West, 190 feet, to the centerline of Fourth Street;
140. thence along said centerline of Fourth Street, South  $43^{\circ}29'30''$  East, 25 feet, to its intersection with the Northeasterly extension of the Southeastern boundary of Assessor's Parcel 103-19-01;
141. thence along said Northeasterly extension of and the Southeastern boundary of said Parcel 103-19-01 and its Southwesterly extension, South  $46^{\circ}30'30''$  West, 190 feet, to the centerline of the 20-foot alley between and parallel to Third Street and Fourth Street;
142. thence along the centerline of the last mentioned 20-foot alley, North  $43^{\circ}29'30''$  West, 25 feet, to its intersection with the Northeasterly extension of the Southeastern boundary of Assessor's Parcel 103-19-13;
143. thence along said Northeasterly extension of and the Southeastern boundary of said Parcel 103-19-13 and its Southwesterly extension, and the Southern boundaries of and the Southwesterly extensions of Assessor's Parcels 103-20-01 and 103-20-14, South  $46^{\circ}30'30''$  West, 570 feet, to the centerline of Second Street;

144. thence along said centerline of Second Street, North  $43^{\circ}29'30''$  West, 50 feet, to its intersection with the Northeasterly extension of the Southeastern boundary of Assessor's Parcel 103-23-20;
145. thence along said Northeasterly extension of and the Southeastern boundary of said Parcel 103-23-20, and Assessor's Parcels 103-23-19 and 103-23-01 and the Southwesterly extension, South  $46^{\circ}30'30''$  West, 190 feet, to the centerline of the 20-foot alley between and parallel to First Street and Second Street;
146. thence along said centerline of the last mentioned alley, South  $43^{\circ}29'30''$  East, 100 feet, to its intersection with the Northeasterly extension of the Southeastern boundary of Assessor's Parcel 103-23-18;
147. thence along said Northeasterly extension of and the Southeastern boundary of said Parcel 103-23-18 and its Southwesterly extension, South  $46^{\circ}30'30''$  West, 190 feet, to the centerline of First Street;
148. thence along said centerline of First Street, South  $43^{\circ}29'30''$  East, 258.18 feet, to the centerline of Sierra Drive;
149. thence along said centerline of Sierra Drive, North  $88^{\circ}22'$  West, 185.1 feet, to the centerline of Rosedale Avenue;
150. thence along said centerline of Rosedale Avenue, South  $0^{\circ}19'30''$  East, 1,235 feet, more or less, to the centerline of Tuolumne Boulevard;
151. thence along said centerline of Tuolumne Boulevard, North  $89^{\circ}57'30''$  West, 660 feet, to the centerline of Yosemite Avenue;
152. thence along said centerline of Yosemite Avenue the following bearings and distances: North  $0^{\circ}19'30''$  West, 656.17 feet; and North  $45^{\circ}58'30''$  West, 254 feet, more or less, to the centerline of former 66.00-foot wide Paradise Avenue;
153. thence along said centerline of Paradise Avenue, North  $44^{\circ}01'30''$  East, 69.53 feet, to the centerline of South Jefferson Street;
154. thence along said centerline of South Jefferson Street, North  $0^{\circ}44'$  west, 1,177.78 feet, to the centerline of Vine Street;
155. thence along said centerline Vine Street, South  $88^{\circ}28'$  East, 430 feet, to the centerline of South Washington Street;
156. thence along said centerline of South Washington Street, South  $0^{\circ}30'$  West, 196.28 feet, to the centerline of First Street;
157. thence along said centerline of First Street, South  $43^{\circ}29'30''$  East, 239.4 feet, to its intersection with the Southwesterly extension of the Northwestern boundary of Assessor's Parcel 104-28-11;

158. thence along said Southwesterly extension of and the Northwestern boundary of said Parcel 104-28-11 and Assessor's Parcels 104-28-10 and 104-28-07 and its Northeasterly extension, North  $46^{\circ}30'30''$  East, 380 feet, to the centerline of Second Street;
159. thence along said centerline of Second Street, South  $43^{\circ}29'30''$  East, 25 feet, to its intersection with the Southwesterly extension of the Northwestern boundary of Assessor's Parcel 104-25-09;
160. thence along said Southwesterly extension of and the Northwestern boundary of said Parcel 104-25-09 and Assessor's Parcel 104-25-08 and its Northeasterly extension, North  $46^{\circ}30'30''$  East, 190 feet, to the centerline of the 20-foot alley between and parallel to Second Street and Third Street;
161. thence along the centerline of said last mentioned alley and its Northwesterly extension, North  $43^{\circ}29'30''$  West, 525 feet, to its intersection with the Southwesterly extension of the Northwestern boundary of Assessor's Parcel 104-26-08;
162. thence along said Southwesterly extension of and the Northwestern boundary of said Parcel 104-26-08 and its Northeasterly extension, North  $46^{\circ}30'30''$  East, 190 feet, to the centerline of Third Street;
163. thence along said centerline of Third Street, South  $43^{\circ}29'30''$  East, 12.5 feet, to its intersection with the Southwesterly extension of the Northwestern boundary of Assessor's Parcel 104-23-09;
164. thence along said Southwesterly extension of and the Northwestern boundary of said Parcel 104-23-09 and its Northeasterly extension, North  $46^{\circ}30'30''$  East, 190 feet, to the centerline of the 20-foot alley between and parallel to Third Street and Fourth Street;
165. thence along the centerline of said last mentioned alley, North  $43^{\circ}29'30''$  West, 2.5 feet, to its intersection with the Southwesterly extension of the Northwestern boundary of Assessor's Parcel 104-23-07;
166. thence along said Southwesterly extension of and the Northwestern boundary of said Parcel 104-23-07 and its Northeasterly extension, North  $46^{\circ}30'30''$  East, 190 feet, to the centerline of Fourth Street;
167. thence along said centerline of Fourth Street, North  $43^{\circ}29'30''$  West, 10 feet, to its intersection with the Southwesterly extension of the Northwestern boundary of Assessor's Parcel 104-19-09;
168. thence along said Southwesterly extension of and the Northwestern boundary of said Parcel 104-19-09 and its Northeasterly extension, North  $46^{\circ}30'30''$  East, 190 feet, to the centerline of the 20-foot alley between and parallel to Fourth Street and Fifth Street;
169. thence along the centerline of said last mentioned alley and its Northwesterly extension, North  $43^{\circ}29'30''$  West, 1,117.21 feet, to the centerline of South Washington Street;

170. thence along said centerline of South Washington Street, South  $0^{\circ}30'20''$  West, 8 feet, more or less, to its intersection with the Easterly extension of the 20-foot East-West alley between and parallel to Maple Street and Maze Boulevard;
171. thence along said Easterly extension of and said centerline of the last mentioned alley and its Westerly extension, North  $89^{\circ}03'$  West, 1,936 feet, more or less, to the Western line of a 10-foot North-South alley;
172. thence along said Western line of the last mentioned alley and its Northerly extension, North 183.45 feet, to the centerline of Maze Boulevard;
173. thence along said centerline of Maze Boulevard, said centerline also being the section line common to said Sections 30 and 31, above Township and Range, South  $89^{\circ}55'$  East, 261.18 feet, more or less, to its intersection with the Southerly extension of a Western boundary of Assessor's Parcel 29-25-15;
174. thence along said Southerly extension of and the Western boundary of said Parcel 29-25-15, North  $0^{\circ}43'$  West, 185.2 feet, to a Northern boundary of Parcel 29-25-15;
175. thence along said Northern boundary of Parcel 29-25-15, South  $89^{\circ}55'$  East, 23.4 feet;
176. thence along a Western boundary of Parcel 29-25-15 and its Northerly extension, North  $0^{\circ}43'$  West, 192.7 feet, to the centerline of Locust Street;
177. thence along said centerline of Locust Street, North  $89^{\circ}55'$  West, 303.32 feet, to its intersection with the Southerly extension of the Western boundary of Assessor's Parcel 29-27-01;
178. thence long said Southerly extension of and the Western boundary of said Parcel 29-27-01, North  $00^{\circ}21'30''$  East, 419.18 feet, to the Northwestern corner of Parcel 29-27-01;
179. thence along the Northern boundary of Parcel 29-27-01, said line being the Southerly boundary of the Modesto Irrigation District Lateral No. 4, the following bearings and distances: South  $79^{\circ}49'$  East, 393.9 feet, more or less; North  $62^{\circ}47'$  East, 165.25 feet; and North  $31^{\circ}19'30''$  East, 171.55 feet, to the Eastern line of Parcel 29-27-01;
180. thence along the Northeasterly extension of said Northern boundary of Parcel 29-27-01 and said Southerly boundary of Lateral No.4, North  $31^{\circ}19'30''$  East, 56.78 feet, to the centerline of North Martin Luther King Drive;
181. thence along said centerline of North Martin Luther King Drive, South  $0^{\circ}34'$  East, 872.5 feet, more or less, to its intersection with the Westerly extension of the centerline of a 20-foot East-West alley between and parallel to Locust Street and Maze Boulevard;

182. thence along said Westerly extension of and the centerline of said last mentioned alley, South  $89^{\circ}02'$  East, 1,162.32 feet, more or less, to the Southwestern line of State Highway 99;
183. thence along said Southwestern line of State Highway 99 the following bearings and distances: North  $29^{\circ}43'31''$  West, 364.88 feet; North  $39^{\circ}13'30''$  West, 132.68 feet; North  $0^{\circ}52'03''$  West, 24.17 feet; and North  $39^{\circ}13'30''$  West, 293.25 feet;
184. thence continuing along the Southwestern line of State Highway 99 on a non-tangent curve concave to the Southwest, having a Radius of 3,903 feet, a Central Angle of  $7^{\circ}13'41''$  and an Arc Length of 492.38 feet;
185. thence continuing along the Southwestern line of State Highway 99, North  $52^{\circ}22'45''$  West, 392.60 feet, to its intersection with the Easterly extension of the Northern boundary of Assessor's Parcel 29-21-14;
186. thence along said Easterly extension of and the Northern boundary of said Parcel 29-21-14, the Northern boundary of Assessor's Parcels 29-21-15 through 29-21-28, the Northern boundary of Assessor's Parcels 29-20-17 through 29-20-19 and the Northern boundary and its Westerly extension of Assessor's Parcel 29-20-21, North  $89^{\circ}27'$  West, 1,771.90 feet, more or less, to the centerline of Bennett Avenue;
187. thence along said centerline of Bennett Avenue, South  $0^{\circ}36'25''$  East, 248.91 feet, to the centerline of Laurel Street;
188. thence along said centerline of Laurel Street, North  $88^{\circ}57'$  West, 935.17 feet, to the centerline of North Emerald Avenue;
189. thence along said centerline of North Emerald Avenue, North  $0^{\circ}30'$  West, 971.59 feet, to its intersection with the Easterly extension of the Southern boundary of Future State Highway 132;
190. thence along said Easterly extension of and the Southern boundary of said Future State Highway 132, the following bearings and distances: North  $89^{\circ}30'$  West, 286.93 feet; North  $87^{\circ}01'$  West, 278.20 feet; North  $89^{\circ}28'$  West, 821.25 feet; South  $89^{\circ}48'$  West, 376.14 feet; South  $86^{\circ}53'$  West, 375.52 feet; South  $86^{\circ}53'$  West, 386.02 feet and South  $30^{\circ}24'37''$  West, 160.89 feet, to the Eastern line of Carpenter Road;
191. thence at right angles, South  $89^{\circ}28'26''$  West, 47.50 feet, to the centerline of Carpenter Road;
192. thence along said centerline of Carpenter Road, North  $0^{\circ}31'34''$  West, 756.52 feet, to the centerline of Kansas Avenue and the point of beginning, containing 1,911 acres, more or less.

193. Including those portions of Kansas Avenue, Torrid Avenue, Carpenter Road, Woodland Avenue, Prichard Avenue, Blue Gum Avenue, Poust Avenue, Shoemake Avenue, Brink Avenue, Clayton Avenue, Carver Road, West Roseburg Avenue, Kearney Avenue, Tully Road, Stoddard Avenue, Nellie Avenue, Needham Street, College Avenue, Olive Avenue, Orange Avenue, Virginia Avenue, Park Avenue, Sycamore Avenue, McHenry Avenue, Downey Street, Semple Street, Kimble Street, High Street, Melrose Street, Scenic Drive, La Loma Avenue, North Morton Boulevard, Bodem Street, Downey Avenue, James Street, "G" Street, Burney Street, Jennie Street, South Morton Boulevard, Grand Street, South Ninth Street, South Seventh Street, Tuolumne Boulevard, "C" Street, "E" Street, First Street, Second Street, Sierra Drive, Rosedale Avenue, Yosemite Avenue, "H" Street, South Jefferson Street, Vine Street, South Washington Street, Maze Boulevard, Locust Street, North Martin Luther King Drive, Bennett Avenue, Laurel Avenue and North Emerald Avenue bordering the above described property.

COUNTY CENTER NO. 3 AREA

All that real property in the State of California, County of Stanislaus, City of Modesto, being a portion of the Southeast quarter of Section 22, Township 3 South, Range 9 East, Mount Diablo Base and Meridian, described as follows:

Commencing at the East quarter section corner of said Section 22;

1. thence along the East line of Section 22, South  $00^{\circ} 45'$  East, 1143.85 feet;
2. thence West 48.50 feet, to a point on the Western line of Oakdale Road and the Northeastern corner of Stanislaus County Center No. 3 and the true point of beginning of this description;
3. thence continuing along said Western line of Oakdale Road, South  $00^{\circ} 45'$  East, 1210.52 feet;
4. thence Southwesterly along a tangent curve concave to the Northwest, having a Radius of 110.00 feet, a Central Angle of  $80^{\circ} 53'$  and an Arc Length of 93.76 feet, to its point of tangency on the Northwestern line of Scenic Drive;
5. thence along said Northwestern line of Scenic Drive, South  $80^{\circ} 08'$  West, 574.14 feet;
6. thence North  $00^{\circ} 42'$  West, 942.91 feet, to a point on a Northern line of a 20-foot East-West alley;
7. thence along said Northern line of said alley, West, 592.20 feet;
8. thence North  $45^{\circ} 20'$  West, 14.22 feet, to a point on the Eastern line of a 20-foot North-South alley;
9. thence along said Eastern line of the last-mentioned alley, North  $00^{\circ} 40'$  West, 286.72 feet, to a point on the Northern line of a 20-foot East-West alley;
10. thence along said Northern line of the last-mentioned alley, North  $89^{\circ} 56'$  West, 6.00 feet, to a point on a North-South quarter quarter section line;
11. thence along said quarter quarter section line, North  $00^{\circ} 40'$  West, 179.08 feet;
12. thence East, 1266.20 feet, to the point of beginning, containing 27 Acres, more or less.

Attachment No. 3

PROPOSED PUBLIC IMPROVEMENT PROJECTS

1. Public right-of-way (street and highway) improvements including, but not limited to, the reconstruction and/or widening of major thoroughfares such as 9th Street, Woodland Avenue, Kansas Avenue, Carpenter Road, Bluegum Avenue, Scenic Drive, B through P Streets and 6th through 19th Streets. Also included is the potential relocation of railroad tracks off of 9th Street, the installation of rubber mat railroad crossings, traffic signal preemption systems for emergency vehicles and alley reconstruction.
2. Parking, both at grade and in structures. Parking would be constructed to both meet existing parking deficiencies and provide parking for future residential, commercial, industrial and public uses.
3. Overhead pedestrian bridge on 9th Street between K and L Streets.
4. Beautification, recreational and landscaping projects, including but not limited to landscaped entries to the project area, a central park along 9th Street, an outdoor concourse in the Courthouse area, and utility undergrounding and public art.
5. Construction of Modesto Centre Plaza (conference center), including expansion of the Centre's multi-purpose exhibit and conference space.
6. Theaters and/or space for performance and graphic arts, including the second phase of Modesto Centre Plaza which calls for the construction of both a small and a large performing arts theater. The small theater would seat roughly 400-600 and the large theater from 1700-2500.
7. Water system improvements, based on review of the system by the City and Agency, including replacement, reconstruction and upgrading of lines and facilities.
8. Sewer system improvements, based on review of the system by the City and Agency, including replacement, reconstruction and upgrading of lines and facilities.
9. Storm drainage system improvements, including but not limited to expansion of the 9th Street storm sewer and the installation of positive or other means of drainage in areas not currently served.
10. Street lighting improvements, including but not limited to replacing high voltage circuits at 8th/K, 5th/Sierra, 4th/K, 7th/B, Washington/Oak, and Kearney Streets, and upgrading and replacing existing street lighting.

Attachment No. 3

PROPOSED PUBLIC IMPROVEMENT PROJECTS  
(continued)

11. Installation and modification of traffic control devices as determined to be necessary based on study of traffic circulation by the City and Agency, including but not limited to new traffic signals, new traffic controllers and a traffic signal preemption system for emergency vehicles.
12. Construction or modification of bridges, including but not limited to the widening and/or replacement of the 7th and 9th Street bridges.
13. Fire service facilities, including but not limited to a Fire Department administration building, expansion and renovation of Fire Station No. 1, and construction of a Fire Department headquarters.
14. Police facilities, including but not limited to construction of a new Police Department headquarters.
15. Other public facilities, including but not limited to expansion and renovation of City Hall and the Senior Citizens Center.
16. Amtrak facilities, including but not limited to construction of an Amtrak station adjacent to the current Southern Pacific tracks.
17. Construction of administrative office space for educational agencies.
18. Improvements to existing educational buildings, grounds, parking and other facilities.
19. Construction of public day care facilities within the project area.

## ORDINANCE NO. 2269 -C.S.

AN ORDINANCE AMENDING SECTION 2 OF ORDINANCE NO. 2203-C.S. ENTITLED "AN ORDINANCE OF THE CITY OF MODESTO, CALIFORNIA, APPROVING AND ADOPTING THE REDEVELOPMENT PLAN FOR THE MODESTO REDEVELOPMENT PROJECT."

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

SECTION 1. AMENDMENT OF ORDINANCE NO. 2203-C.S. Section 2 of Ordinance No. 2203-C.S. is hereby amended to add subparagraph "m." thereto to read as follows:

"m. All noncontiguous areas of the Project Area are either blighted or necessary for effective redevelopment and are not included for the purpose of obtaining the allocation of taxes from such area pursuant to Section 33670 of the Community Redevelopment Law without other substantial justification for their inclusion. This finding is based on the fact that blighting conditions exist in each of the noncontiguous areas of the project area which cannot be remedied by private enterprise acting alone or through other governmental or financing mechanisms without assistance from the agency."

SECTION 2. EMERGENCY PROVISIONS. DECLARATION OF URGENCY. The Council of the City of Modesto hereby finds and declares that the foregoing ordinance is necessary as an emergency measure for preserving the public peace, health and safety because inadvertently, due to a clerical error, the above finding was omitted from Ordinance No. 2203-C.S., adopted July 12, 1983, and amendment of that ordinance to include said finding is required in order that the purpose and intent of the ordinance can be implemented without undue delay and the Redevelopment Plan thereby approved effectuated and carried out in a timely manner.

SECTION 3. EFFECTIVE DATE. Pursuant to Section 722 of the Charter of the City of Modesto, this ordinance shall go into effect and be in full force and operation as of the date of its adoption.

SECTION 4. PUBLICATION. Copies of this ordinance shall be posted in at least three (3) prominent and distinct locations in the City; and a notice shall be published once in the Modesto Bee, the official newspaper of the City of Modesto, setting forth the title of this ordinance, the date of its adoption and the places where this ordinance is posted.

The foregoing ordinance was introduced at a regular meeting of the Council of the City of Modesto held on the 19th day of June, 1984, by Councilmember Bright, who moved its introduction and adoption which motion being duly seconded by Councilmember Lang, was upon roll call carried by the following vote:

AYES: Councilmembers: Bright, Lang, Muratore, Sutton, Whiteside,  
Acting Mayor Patterson

NOES: Councilmembers: None

ABSENT: Councilmembers: Mayor Mensinger

APPROVED: Richard Patterson  
RICHARD PATTERSON, Acting Mayor

ATTEST:

By Judy C. Hall  
JUDY C. HALL, Acting City Clerk

(SEAL)

APPROVED AS TO FORM:

By Elwyn L. Johnson  
ELWYN L. JOHNSON, City Attorney

ORDINANCE NO. 2931-C.S.

AN ORDINANCE OF THE CITY OF MODESTO, CALIFORNIA, ESTABLISHING  
AND AMENDING CERTAIN LIMITATIONS WITH RESPECT TO THE  
REDEVELOPMENT PLAN FOR THE MODESTO REDEVELOPMENT PROJECT

WHEREAS, the City Council of the City of Modesto adopted Ordinance No. 2203-C.S. on July 12, 1983, approving and adopting the Redevelopment Plan (the "Redevelopment Plan") for the Modesto Redevelopment Project pertaining to the original project area (the "Original Project Area"); Ordinance No. 2269-C.S. on June 19, 1984 amending the Redevelopment Plan; and Ordinance No. 2793-C.S. on November 5, 1991, approving and adopting an Amended Redevelopment Plan, and adding certain area (the "Added Area") to the Original Project Area; and

WHEREAS, because the Added Area includes certain areas located within the unincorporated area of the County, the Board of Supervisors of the County of Stanislaus adopted Ordinance No. C.S. 454 on November 19, 1991, approving and adopting the Amended Redevelopment Plan; and

WHEREAS, the Redevelopment Agency of the City of Modesto (the "Agency") has been designated by the City Council as the official redevelopment agency to carry out in the City of Modesto, and authorized by the Board of Supervisors to carry out within that area of the Added Area located within the County, the functions and requirements of the Community Redevelopment Law of the State of California (Health and Safety Code Section 33000 *et seq.*) and to implement the Redevelopment Plan, as amended; and

WHEREAS, Section 33333.6 of the Community Redevelopment Law established certain limitations on the incurring and repaying of indebtedness and the duration of redevelopment plans, which limitations apply to every redevelopment plan adopted on or before December 31, 1993; and

WHEREAS, Section 33333.6 further provides that unless a redevelopment plan adopted prior to January 1, 1994, already contains limitations which comply with that Section, the legislative body shall adopt an ordinance on or before December 31, 1994, to amend the redevelopment plan either (1) to amend an existing time limit that exceeds the applicable time limit established by that Section, or (2) to establish time limits that do not exceed the provisions of that Section; and

WHEREAS, Section 33333.6 further provides that if an amendment to a redevelopment plan added territory to the project area on or before December 31, 1993, the time limitations required by that Section shall commence, with respect to the redevelopment plan, from the date of the adoption of the redevelopment plan, and, with respect to the added territory, from the date of the adoption of the amendment;

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

Section 1. The time limits on the establishing of loans, advances and indebtedness, as set forth in the last paragraph of Section 502 of the Redevelopment Plan, is hereby amended to read: "The Agency shall not establish or incur loans, advances or indebtedness to finance in whole or in part the Project after: January 1, 2004, with respect to the Original Project Area; and after November 5, 2011, with respect to the Added Area. Loans, advances or indebtedness may be repaid over a period of time beyond said time limit."

Section 2. The time limit on the effectiveness of the Redevelopment Plan, as set forth in Section 800 of the Redevelopment Plan, shall be amended to read: "Except for the nondiscrimination and nonsegregation provisions which shall run in perpetuity, the provisions of this Plan shall be effective, and the provisions of other documents formulated pursuant to this Plan may be made effective, for forty (40) years from the date of adoption of this Plan, with respect to the Original Project Area, and forty (40) years from the adoption of the Amendment adding territory, with respect to the Added Area." Based upon the dates of adoption of the Redevelopment Plan and the Amendment adding territory, the effectiveness of the Redevelopment Plan shall terminate on: July 12, 2023, with respect to the Original Project Area; and November 5, 2031, with respect to the Added Area.

Section 3. Except for loans and indebtedness approved or incurred prior to December 31, 1993, the Agency shall not pay indebtedness or receive property taxes pursuant to Health and Safety Code Section 33670 after 10 years from the termination of the effectiveness of the Redevelopment Plan, as established in Section 2 of this Ordinance. Based upon the termination dates established in Section 2 of this Ordinance, the Agency shall not pay indebtedness or receive property taxes pursuant to Section 33670 after: July 12, 2033, with respect to the Original Project Area; and November 5, 2041, with respect to the Added Area; provided, however, that any loans and other indebtedness approved or incurred by the Agency prior to December 31, 1993, to finance the Project, including without limitation the Reimbursement Agreement between the Agency and the City of Modesto (the "City") relating to the payment of lease payments under a related Lease Agreement, dated as of May 1, 1993, between the City and the Modesto Public Financing Authority (the "Authority") and the repayment of those certain 1993 Community Center Refinancing Project Certificates of Participation, issued by the City and Authority in 1993, may be repaid in accordance with the Reimbursement Agreement and the related Lease Agreement and bond documents relating to such indebtedness, and the Agency may receive property tax increments after the dates set forth above as necessary to repay such debt accordingly.

Section 4. This Ordinance amending the Redevelopment Plan is adopted pursuant to Health and Safety Code Section 33333.6. In addition to the specific

limitations established and amended as provided in Sections 1 through 3 of this Ordinance, this Ordinance hereby incorporates by reference those provisions of subsections (g) and (h) of said Section 33333.6.

Section 5. The City Clerk is hereby directed to send a certified copy of this Ordinance to the Agency.

Section 6. Effective Date. This Ordinance shall be in full force and effect thirty (30) days after its passage.

Section 7. Publication. The City Clerk is hereby ordered and directed to certify to the passage of this Ordinance and to cause the same to be published once in the *Modesto Bee*, a newspaper of general circulation, published and circulated in the City of Modesto, California.

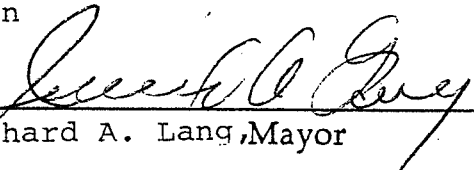
Section 8. Severability. If any part of this Ordinance is held to be invalid for any reason, such decision shall not affect the validity of the remaining portion of this Ordinance, and this City Council hereby declares that it would have passed the remainder of this Ordinance, if such invalid portion thereof had been deleted.

PASSED AND ADOPTED this 15th day of November, 1994, by the following vote:

AYES: Councilmembers: Cogdill, Dobbs, Friedman, McClanahan, Muratore, Mayor Lang

NOES: Councilmembers: None

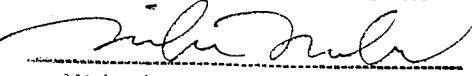
ABSENT: Councilmembers: Patterson

  
Richard A. Lang, Mayor

ATTEST:

  
Norrine Coyle, City Clerk

APPROVED AS TO FORM

  
Michael D. Milich, City Attorney

Ord. No. 2931-C.S.

FINAL ADOPTION CLAUSE

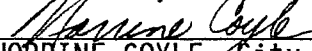
The foregoing ordinance, having been published as required by the Charter of the City of Modesto, and coming on for final consideration at the regular meeting of the Council of the City of Modesto held on the 22nd day of November, 1994, Councilmember Friedman moved its final adoption, which motion being duly seconded by Councilmember Muratore , was upon roll call carried and the ordinance adopted by the following vote:

AYES: Councilmembers: Cogdill, Dobbs, Friedman, McClanahan,  
Muratore, Mayor Lang

NOES: Councilmembers: None

ABSENT: Councilmembers: Patterson

APPROVED:   
MAYOR RICHARD A. LANG

ATTEST:   
NORRINE COYLE, City Clerk

EFFECTIVE DATE: December 22, 1994