

2010-22860-18

Recorded — Official Records
Humboldt County, California

Carolyn Crnich, Recorder

Recorded by HUMBOLDT CNTY

Exempt from payment of fees

Clerk: MM Total: 0.00

Oct 19, 2010 at 14:28

Recording Requested by:

(this space for Recorder's Use

HUMBOLDT COUNTY
COMMUNITY DEVELOPMENT
SERVICES, Planning Division
3015 H Street | Eureka, California

Exempt Pursuant to GC 27363

Return To:

Planning Department
Attn.: Steve Werner
3015 H Street
Eureka, CA 95501

**COVENANT AND AGREEMENT TO HOLD PROPERTY AS ONE PARCEL
TOWN OF SCOTIA, LLC AND COUNTY OF HUMBOLDT**

RECITIALS

This Covenant and Agreement to Hold Property as One Parcel is made this 7th
day of October, 2010, between Town of Scotia, LLC (herein described as
"owner") and the County of Humboldt (herein described as "County").

Owner owns certain real properties in the County of Humboldt, State of California,
described in that certain Lot Line Adjustment Map for the Town of Scotia, LLC as Parcels A
through N, inclusive, Case No. LLA-09-27, and described in the attached Exhibit "A" (herein
referred to as "subject property"), known as Assessor's Parcel Numbers 205-351-02, 205-351-18,
205-351-19 and 205-351-21.

Owner hereby agrees and covenants with the County that the real property described in
Exhibit "A" shall be held as one parcel and no portion shall be sold separately. This covenant and
agreement is executed in lieu of completion of all parcel specific conditions and terms of
subdivision approval for the Town of Scotia, LLC (TOS) Final Map Subdivision (Case No. FMS-05-
01) for the parcels reconfigured by the Town of Scotia, LLC lot line adjustment and merger (Case
No. LLA-09-27).

Owner and County agree that the Town of Scotia, LLC lot line adjustment and merger could
not have been processed or approval granted without being found fully consistent with the

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conditions and terms of subdivision approval for the Town of Scotia, LLC (TOS) Final Map Subdivision (Case No. FMS-05-01) and the mitigation measures set forth in the Environmental Impact Report (EIR) adopted for that project. These conditions and mitigation measures require certain improvements be completed, including utility relocation and upgrades, and that all necessary dedications and/or easements for this work be provided. Additionally, a community services district or other public entity must be formed to assume provision of water and wastewater and other services currently provided by the Town of Scotia, LLC. The subject property is currently held under common ownership and managed as one parcel of land.

This Covenant and Agreement to Hold Property as One Parcel will ensure compliance with these requirements, and no conveyance of any lot or parcel, or portion thereof, which is a part of the real property described in Exhibit "A" shall occur while this covenant and agreement is in force, except as specifically provided herein.

TERMS AND ENFORCEMENT OF THE COVENANT AND AGREEMENT

This Covenant and Agreement to Hold Property as One Parcel shall run with the land and be binding on all heirs, successors and assigns of the signatories and shall continue in effect until released by the County upon either: 1) recordation of the Final Map for the Town of Scotia Subdivision by the County of Humboldt for project (Case No. FMS-05-01), as approved and conditioned by the Humboldt County Board of Supervisors at their meeting on November 10, 2009; or 2) a finding is made by the Director of Community Development Services, upon submittal of a request, applicable fees and evidence by the Owner, that the conditions set forth in Exhibit B hereto have been satisfied for the subject property or a certain parcel reconfigured by Town of Scotia, LLC Lot Line Adjustment (Case No. LLA-09-27), and release or partial release from the Covenant and Agreement to Hold Property as One Parcel may be granted; or 3) a finding is made by the Humboldt County Board of Supervisors, upon submittal of a request, applicable fees and evidence by the Owner, that the Covenant and Agreement to Hold Property as One Parcel is no longer required by law.

IN WITNESS WHEREOF, the parties hereto have caused this Covenant and Agreement to be executed by their duly authorized officers on the date set forth above.

COUNTY OF HUMBOLDT

BY Kirk Girard
Kirk Girard, Director of Community Development Services
County of Humboldt, State of California

OWNER(s)* Town of Scotia LLC
BY Pierce Baymiller
Sign Above. Print name here: Pierce Baymiller, President

BY Frank Shaw Bacik
Sign Above. Print name here: Frank Shaw Bacik, Vice President
Director of Legal Affairs

BY _____
Sign Above. Print name here: _____

* Owners attach separately full page Notary Acknowledgment

ACKNOWLEDGMENT

State of California
County of Humboldt

On 9/16/10 before me, Susan Pryor, Notary Public
personally appeared Pierce Baymiller who proved to me on the basis of satisfactory evidence to be the person(A) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Susan Pryor (seal)

SUSAN PRYOR
Commission # 1791981
Notary Public - California
Humboldt County
My Comm. Expires Mar 22, 2012

*Attach separately full page Notary Acknowledgment

ACKNOWLEDGMENT

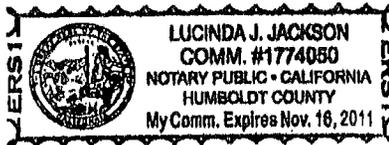
State of California
County of Humboldt

On 10/7/10, before me, Lucinda J. Jackson, Public Notary, personally appeared Kirk Girard, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/~~she~~/they executed the same in his/~~her~~/their authorized capacity(ies), and that by his/~~her~~/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal

Signature _____ (Seal)



RE: _____
File No. APN: _____

NOTARY ACKNOWLEDGMENT

State of California
County of Humboldt)

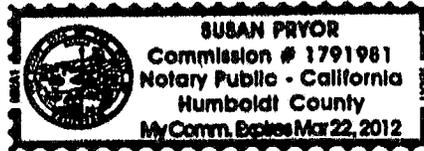
On 9/16/10 before me, Susan Pryor, Notary Public

Public Notary, personally appeared Frank Shaw Beck
Who proved to me on the basis of satisfactory evidence to be the person~~(s)~~ whose name~~(s)~~ is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity~~(ies)~~, and that by his/~~her/their~~ signature~~(s)~~ on the instrument the person~~(s)~~, or the entity upon behalf of which the person~~(s)~~ acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature [Handwritten Signature] (seal)



OPTIONAL DATA
(not required by law)

CAPACITY CLAIMED BY SIGNER

- INDIVIDUAL
- CORPORATE OFFICER
Vice-President
TITLE(S)
- PARTNER(S)
 - LIMITED
 - GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER _____

DESCRIPTION OF ATTACHED DOCUMENT
Covenant & Agreement To Hold Property As One Parcel
TITLE OR TYPE OF DOCUMENT

1 4
NUMBER OF PAGES

9/16/10
DATE OF DOCUMENT

Pierce Baumiller / Kirk Girard
SIGNER(S) OTHER THAN NAMED ABOVE

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)
Town of Scotia Company, LLC

RE: TOWN OF SCOTIA COMPANY, LLC
H.C.P.D File No. APN: 205-351-021

EXHIBIT A

PROPERTY DESCRIPTION FOR RESULTANT PARCEL 1

All that real property in Sections 5, 7, 8, 17, 18 and 20, Township 1 North, Range 1 East, Humboldt Meridian, in the unincorporated area of Humboldt County, California, described as follows:

TRACT A

The Southwest Quarter of the Southeast Quarter of Section 5.
The West Half of Section 8.
The West Half of Section 17.
Lot 5 of Section 5.
Lot 4 of Section 17.

EXCEPTING therefrom that portion thereof conveyed to The Bayside Lumber Company by deed recorded September 18, 1912 in Book 119 Deeds, Page 325.

ALSO EXCEPTING therefrom those portions thereof lying Westerly of the Easterly lines of those parcels of land conveyed to the State of California by deeds recorded July 5, 1951 in Book 175 Official Records, Page 322, June 5, 1972 in Book 1140 Official Records, Page 228 and March 12, 1982 in Book 1666 Official Records, Page 887.

ALSO EXCEPTING therefrom those portions thereof conveyed to the San Francisco and Northwestern Railway and Northwestern Pacific Railroad Company by deeds dated May 15, 1903 in Book 82 Deeds, Page 410 and June 22, 1906 in Book 96 Deeds, Page 181.

TRACT B

COMMENCING at a point that bears South 50 degrees 09 minutes 23 seconds West, 728.82 feet from the Northeast Corner of the Southeast Quarter of said Section 7, as said corner is shown on the Record of Survey filed in Book 63 Surveys, Page 71, Humboldt County Records;

thence South 10 degrees 44 minutes 49 seconds East, 113.87 feet;
thence South 03 degrees 30 minutes 00 seconds East, 175.70 feet;
thence North 85 degrees 26 minutes 04 seconds East, 81.58 feet;
thence North 16 degrees 53 minutes 22 seconds East, 24.71 feet;
thence South 78 degrees 45 minutes 20 seconds East, 15.93 feet;
thence South 89 degrees 14 minutes 42 seconds East, 77.94 feet;
thence North 85 degrees 34 minutes 45 seconds East, 25.00 feet to the beginning of a non-tangent curve, concave to the East, having a radius of 1300.12 feet, to which point a radial line bears South 85 degrees 34 minutes 45 seconds West said point being on the existing centerline of Main Street;

thence Southerly along said curve and along the centerline of Main Street,
 through an angle of 0 degrees 32 minutes 33 seconds, 12.31 feet;
 thence leaving Main Street, North 89 degrees 14 minutes 42 seconds West,
 104.01 feet;
 thence South 00 degrees 43 minutes 20 seconds West, 184.02 feet;
 thence South 12 degrees 35 minutes 43 seconds East, 81.01 feet to the beginning
 of a curve concave to the West, having a radius of 500.05 feet;
 thence Southerly along said curve, through an angle of 7 degrees 43 minutes 54
 seconds, 67.48 feet;
 thence South 04 degrees 51 minutes 49 seconds East, 241.02 feet;
 thence South 09 degrees 32 minutes 12 seconds East, 110.01 feet;
 thence South 11 degrees 14 minutes 37 seconds East, 74.01 feet;
 thence North 87 degrees 58 minutes 35 seconds East, 84.01 feet to the existing
 centerline of Main Street;
 thence along the centerline of Main Street, South 05 degrees 58 minutes 03
 seconds East, 93.01 feet to the beginning of a curve, concave to the East, having a radius
 of 950.09 feet;
 thence Southerly along said curve and along the centerline of Main Street,
 through an angle of 29 degrees 51 minutes 35 seconds, 495.14 feet to the TRUE POINT
 OF BEGINNING;
 thence continuing along said curve and along the centerline of Main Street,
 through an angle of 2 degrees 01 minutes 29 seconds, 33.58 feet;
 thence continuing along said centerline of Main Street, South 37 degrees 51
 minutes 08 seconds East, 496.05 feet to the beginning of a curve, concave to the West,
 having a radius of 675.06 feet;
 thence Southerly along said curve and along the centerline of Main Street,
 through an angle of 6 degrees 56 minutes 41 seconds, 81.82 feet;
 thence leaving said centerline of Main Street, North 59 degrees 05 minutes 33
 seconds East, 58.26 feet, more or less, to the West line of that parcel of land conveyed to
 the State of California by deed recorded July 5, 1951 in Book 175 Official Records, Page
 322 (parcel 1 therein);
 thence along said West line the following courses:
 South 13 degrees 27 minutes 34 seconds East, 243.31 feet (record South
 12 degrees 08 minutes 19 seconds East, 243.29 feet);
 South 07 degrees 13 minutes 30 seconds East, 347.04 feet (record South
 05 degrees 54 minutes 15 seconds East, 347.01 feet) to the North line of that parcel of
 land conveyed to the County of Humboldt by deed recorded August 15, 1979 in Book
 1586 Official Records, Page 69;
 thence along said North line, South 84 degrees 48 minutes 05 seconds West,
 74.00 feet (record South 86 degrees 07 minutes 20 seconds West, 73.99 feet);
 thence continuing along said North line, South 62 degrees 03 minutes 35 seconds
 West, 70.32 feet (record South 63 degrees 22 minutes 50 seconds West, 70.32 feet) to the
 West line of said Book 1586 Official Records, Page 69;
 thence along said West line the following courses:
 South 21 degrees 14 minutes 39 seconds East, 221.08 feet (record South
 19 degrees 55 minutes 24 seconds East, 221.06 feet);

South 08 degrees 39 minutes 01 seconds East, 268.74 feet (record South 07 degrees 19 minutes 46 seconds East, 268.71 feet);

South 38 degrees 05 minutes 29 seconds East, 147.51 feet (record South 36 degrees 46 minutes 14 seconds East, 147.50 feet);

South 27 degrees 18 minutes 13 seconds East, 461.38 feet (record South 25 degrees 58 minutes 58 seconds East, 461.34 feet);

South 26 degrees 42 minutes 18 seconds East, 503.82 feet (record South 25 degrees 23 minutes 03 seconds East, 503.77 feet);

South 25 degrees 23 minutes 17 seconds East, 310.28 feet (record South 24 degrees 04 minutes 02 seconds East, 310.25 feet);

South 34 degrees 20 minutes 43 seconds East, 951.06 feet (record South 33 degrees 01 minutes 28 seconds East, 950.97 feet) to the South line of said Book 1586 Official Records, page 69;

thence along said South line, North 54 degrees 35 minutes 43 seconds East, 97.71 feet (record North 55 degrees 54 minutes 58 seconds East, 97.70 feet) to the East line of that parcel of land conveyed to The Pacific Lumber Company by deed recorded February 21, 1980 in Book 1604 Official Records, Page 513 (parcel three therein);

thence along said East line along the following courses:

South 38 degrees 24 minutes 31 seconds East, 919.32 feet (record South 37 degrees 05 minutes 16 seconds East, 919.23 feet);

South 33 degrees 38 minutes 38 seconds East, 500.05 feet (record South 32 degrees 19 minutes 23 seconds East, 500.00 feet);

South 29 degrees 29 minutes 43 seconds East, 344.70 feet (record South 28 degrees 10 minutes 28 seconds East, 344.67 feet) to the beginning of a non-tangent curve, concave to the East, having a radius of 1125.10 feet, to which point a radial line bears South 58 degrees 23 minutes 45 seconds West;

Southerly along said curve, through an angle of 22 degrees 27 minutes 16 seconds, 440.93 feet;

South 54 degrees 03 minutes 31 seconds East, 401.14 feet (record South 52 degrees 44 minutes 16 seconds East, 401.10 feet) to the beginning of a curve, concave to the Northeast, having a radius of 1115.38 feet;

Southerly along said curve, through an angle of 23 degrees 24 minutes 15 seconds, 455.61 feet to a point that bears South 25 degrees 53 minutes 22 seconds East, 8612.01 feet from said Northeast Corner of the Southeast Quarter of Section 7;

South 77 degrees 27 minutes 46 seconds East (record South 76 degrees 08 minutes 31 seconds East), 194 feet, more or less to the East line of Lot 4 of Section 17;

thence Southerly along said East line of Lot 4 and the East line of Lot 3 of Section 20 to the low-water mark of the Eel River;

thence Northwesterly along said low-water mark, 8100 feet, more or less, to a point that bears South 70 degrees 00 minutes 00 seconds West from a point that bears South 23 degrees 39 minutes 05 seconds West, 3724.92 feet from said Northeast Corner of the Southeast Quarter of Section 7;

thence North 70 degrees 00 minutes 00 seconds East, 400.00 feet, more or less, to said point;

thence North 20 degrees 00 minutes 00 seconds West, 500.00 feet;

thence North 64 degrees 59 minutes 09 seconds East, 99.91 feet;
 thence South 52 degrees 55 minutes 32 seconds East, 263.84 feet;
 thence North 67 degrees 02 minutes 52 seconds East, 113.00 feet;
 thence North 53 degrees 00 minutes 00 seconds East, 155.83 feet, more or less, to
 the East line of that parcel of land conveyed to the Northwestern Pacific Railroad
 Company by deed recorded January 22, 1920 in Book 140 Deeds, Page 224;
 thence along said East line, North 26 degrees 00 minutes 27 seconds West, 385.73
 feet, more or less, to a point that bears South 63 degrees 59 minutes 33 seconds West
 from a point that bears South 25 degrees 40 minutes 10 seconds West, 2808.57 feet from
 said Northeast Corner of the Southeast Quarter of Section 7;
 thence North 63 degrees 59 minutes 33 seconds East, 98.27 feet, more or less, to
 said point;
 thence North 53 degrees 30 minutes 26 seconds East, 241.97 feet;
 thence North 68 degrees 22 minutes 51 seconds East, 351.10 feet;
 thence North 76 degrees 38 minutes 54 seconds East, 477.57 feet;
 thence North 53 degrees 26 minutes 29 seconds East, 92.17 feet;
 thence North 54 degrees 10 minutes 22 seconds East, 99.01 feet, more or less, to
 the TRUE POINT OF BEGINNING.

EXCEPTING therefrom those portions thereof conveyed to the San Francisco and
 Northwestern Railway and Northwestern Pacific Railroad Company by deeds dated May
 15, 1903 in Book 82 Deeds, Page 410, June 22, 1906 in Book 96 Deeds, Page 108 and
 March 28, 1919 in Book 140 Deeds, Page 224, but INCLUDING herein that portion of
 said lands reconveyed to The Pacific Lumber Company by deed recorded April 1, 1921
 in Book 152 Deeds, Page 490 lying within TRACT B herein.

TRACT C

Those portions of the West Half and Lot 4 of Section 17 conveyed to The Pacific Lumber
 Company by deed recorded May 6, 1980 in Book 1611 Official Records, Page 446.

This description is based on a Record of Survey for Town of Scotia Company, LLC in
 Sections 5, 7, 8, 17, 18 and 20, Township 1 North, Range 1 East, Humboldt Meridian,
 dated April, 2010 by Kelly-O'Hern Associates to be filed with the Humboldt County
 Recorder concurrently with this document.

END OF DESCRIPTION

Prepared by:

Michael J. O'Hern

Michael J. O'Hern

LS 4829

Dated: Sept. 16, 2010



EXHIBIT A (CONTINUED)

PROPERTY DESCRIPTION FOR RESULTANT PARCEL 3

All that real property in the Northwest Quarter of Section 8, Township 1 North, Range 1 East, Humboldt Meridian, in the unincorporated area of Humboldt County, California, described as follows:

BEGINNING at a point that bears North 39 degrees 12 minutes 19 seconds East, 457.09 feet from the Northwest Corner of the Southwest Quarter of said Section 8, as said corner is shown on the Record of Survey filed in Book 63 Surveys, Page 71, Humboldt County Records;

thence North 29 degrees 48 minutes 50 seconds West, 168.08 feet;

thence North 13 degrees 40 minutes 00 seconds East, 20.85 feet;

thence North 30 degrees 17 minutes 18 seconds East, 78.36 feet;

thence North 60 degrees 03 minutes 00 seconds East, 228.04 feet, more or less, to the West line of that parcel of land conveyed to the State of California by deed recorded July 5, 1951 in Book 175 Official Records, Page 322 (parcel 1 therein);

thence along said West line the following courses:

South 30 degrees 33 minutes 07 seconds East (record bearing South 29 degrees 14 minutes 30 seconds East), 3.28 feet;

North 59 degrees 26 minutes 53 seconds East, 33.00 feet (record North 60 degrees 45 minutes 30 seconds East, 33.00 feet);

South 48 degrees 58 minutes 28 seconds East, 15.81 feet (record South 47 degrees 39 minutes 51 seconds East, 15.81 feet);

North 59 degrees 26 minutes 53 seconds East, 20.00 feet (record North 60 degrees 45 minutes 30 seconds East, 20.00 feet);

North 03 degrees 08 minutes 46 seconds East, 18.03 feet (record North 04 degrees 27 minutes 23 seconds East, 18.03 feet);

North 60 degrees 47 minutes 30 seconds East, 68.67 feet (record North 62 degrees 06 minutes 07 seconds East, 68.67 feet), more or less, to the East line of that parcel of land conveyed to The Pacific Lumber Company by deed recorded February 21, 1980 in Book 1604 Official Records, Page 513 (parcel six therein);

thence along said East line the following courses:

South 00 degrees 53 minutes 05 seconds West, 51.72 feet (record South 02 degrees 11 minutes 42 seconds West, 51.67 feet);

South 01 degree 48 minutes 54 seconds East, 141.88 feet (record South 00 degrees 30 minutes 17 seconds East, 141.87 feet);

South 02 degrees 26 minutes 09 seconds East, 119.13 feet (South 01 degrees 07 minutes 32 seconds East, 119.12 feet);

South 07 degrees 36 minutes 32 seconds East (record bearing South 06 degrees 14 minutes 07 seconds East), 10.55 feet;

thence leaving said East line, South 60 degrees 18 minutes 54 seconds West, 74.52 feet;

thence South 32 degrees 35 minutes 05 seconds East, 1.94 feet;
thence South 60 degrees 51 minutes 36 seconds West, 12.26 feet;
thence North 29 degrees 28 minutes 28 seconds West, 28.34 feet;
thence North 60 degrees 08 minutes 13 seconds East, 32.00 feet;
thence South 29 degrees 51 minutes 47 seconds East, 20.00 feet;
thence North 60 degrees 08 minutes 13 seconds East, 20.00 feet;
thence North 29 degrees 51 minutes 47 seconds West, 20.00 feet;
thence North 60 degrees 08 minutes 13 seconds East, 27.97 feet;
thence North 30 degrees 02 minutes 40 seconds West, 59.25 feet;
thence South 60 degrees 08 minutes 52 seconds West, 85.28 feet;
thence South 30 degrees 06 minutes 44 seconds East, 34.27 feet;
thence South 43 degrees 36 minutes 56 seconds West, 16.12 feet;
thence South 60 degrees 09 minutes 24 seconds West, 160.67 feet to a point that
bears South 85 degrees 31 minutes 57 seconds East from the point of beginning;
thence North 85 degrees 31 minutes 57 seconds West, 32.98 feet to the point of
beginning.

This description is based on a Record of Survey for Town of Scotia Company, LLC in Sections 5, 7, 8, 17, 18 and 20, Township 1 North, Range 1 East, Humboldt Meridian, dated April, 2010 by Kelly-O'Hern Associates to be filed with the Humboldt County Recorder concurrently with this document.

END OF DESCRIPTION

Prepared by:

Michael J. O'Hern

Michael J. O'Hern

LS 4829

Dated: Sept. 16, 2010



EXHIBIT A (CONTINUED)

PROPERTY DESCRIPTION FOR RESULTANT PARCEL 4

All that real property in Sections 5, 7, 8, and 18, Township 1 North, Range 1 East, Humboldt Meridian, in the unincorporated area of Humboldt County, California, described as follows:

BEGINNING at a point that bears South 50 degrees 09 minutes 23 seconds West, 728.82 feet from the Northeast Corner of the Southeast Quarter of said Section 7, as said corner is shown on the Record of Survey filed in Book 63 Surveys, Page 71, Humboldt County Records;

thence South 10 degrees 44 minutes 49 seconds East, 113.87 feet;
thence South 03 degrees 30 minutes 00 seconds East, 175.70 feet;
thence North 85 degrees 26 minutes 04 seconds East, 81.58 feet;
thence North 16 degrees 53 minutes 22 seconds East, 24.71 feet;
thence South 78 degrees 45 minutes 20 seconds East, 15.93 feet;
thence South 89 degrees 14 minutes 42 seconds East, 77.94 feet;
thence North 85 degrees 34 minutes 45 seconds East, 25.00 feet to the beginning of a non-tangent curve, concave to the East, having a radius of 1300.12 feet, to which point a radial line bears South 85 degrees 34 minutes 45 seconds West said point being on the existing centerline of Main Street;

thence Southerly along said curve and along the centerline of Main Street, through an angle of 0 degrees 32 minutes 33 seconds, 12.31 feet;

thence leaving Main Street, North 89 degrees 14 minutes 42 seconds West, 104.01 feet;

thence South 00 degrees 43 minutes 20 seconds West, 184.02 feet;

thence South 12 degrees 35 minutes 43 seconds East, 81.01 feet to the beginning of a curve concave to the West, having a radius of 500.05 feet;

thence Southerly along said curve, through an angle of 7 degrees 43 minutes 54 seconds, 67.48 feet;

thence South 04 degrees 51 minutes 49 seconds East, 241.02 feet;

thence South 09 degrees 32 minutes 12 seconds East, 110.01 feet;

thence South 11 degrees 14 minutes 37 seconds East, 74.01 feet;

thence North 87 degrees 58 minutes 35 seconds East, 84.01 feet to the centerline of Main Street;

thence along the centerline of Main Street, South 05 degrees 58 minutes 03 seconds East, 93.01 feet to the beginning of a curve, concave to the East, having a radius of 950.09 feet;

thence Southerly along said curve and along the centerline of Main Street, through an angle of 31 degrees 53 minutes 04 seconds, 528.72 feet;

thence continuing along said centerline of Main Street, South 37 degrees 51

minutes 08 seconds East, 496.05 feet to the beginning of a curve, concave to the West, having a radius of 675.06 feet;

thence Southerly along said curve and along the centerline of Main Street, through an angle of 6 degrees 56 minutes 41 seconds, 81.82 feet;
thence leaving said centerline of Main Street, North 59 degrees 05 minutes 33 seconds East, 58.26 feet, more or less, to the East line of that parcel of land conveyed to The Pacific Lumber Company by deed recorded February 21, 1980 in Book 1604 Official Records, Page 513 (parcel five therein);

thence along said East line the following courses:

North 13 degrees 15 minutes 19 seconds East, 198.95 feet (record North 14 degrees 34 minutes 34 seconds East, 198.93 feet);

North 06 degrees 40 minutes 22 seconds West, 472.01 feet (record North 05 degrees 21 minutes 07 seconds West, 471.97 feet);

North 00 degrees 58 minutes 59 seconds West, 443.30 feet (record North 00 degrees 20 minutes 16 seconds East, 443.26 feet) to a point on the East line of parcel six therein of said Book 1604 Official Records, Page 513;

thence along said East line North 14 degrees 07 minutes 55 seconds East, 144.39 feet (record North 15 degrees 27 minutes 10 seconds East, 144.38 feet) to a point on the East line of that parcel of land conveyed to The Pacific Lumber Company by deed recorded September 18, 1972 in Book 1157 Official Records, Page 30 said point being the beginning of a non-tangent curve, concave to the East, having a radius of 2077.19 feet, to which point a radial line bears North 76 degrees 58 minutes 55 seconds West;

thence along said East line, Northerly along said curve, through an angle of 4 degrees 16 minutes 44 seconds, 155.12 feet;

thence continuing along said East line and along the West line of that parcel of land conveyed to the State of California by deed recorded June 5, 1972 in Book 1140 Official Records, Page 228 (parcel 4 therein), North 17 degrees 17 minutes 49 seconds East, 471.51 feet (record North 18 degrees 37 minutes 04 seconds East, 471.47 feet) to the East line of said Book 1604 Official Records, Page 513 (parcel seven therein);

thence along said East line of said Book 1604 Official Records, Page 513 (parcels seven, eight, nine and ten therein) the following courses:

North 33 degrees 06 minutes 47 seconds East, 27.15 feet (record North 34 degrees 26 minutes 02 seconds West, 27.15 feet);

North 23 degrees 05 minutes 24 seconds East, 121.21 feet (record North 24 degrees 24 minutes 39 seconds East, 121.20 feet);

North 00 degrees 17 minutes 51 seconds East, 194.11 feet (record North 01 degrees 37 minutes 06 seconds East, 194.09 feet);

North 13 degrees 15 minutes 36 seconds East, 217.65 feet (record North 14 degrees 34 minutes 51 seconds East, 217.63 feet);

North 10 degrees 52 minutes 03 seconds West, 131.16 feet (record North 09 degrees 32 minutes 48 seconds West, 131.15 feet);

North 07 degrees 13 minutes 34 seconds West, 326.15 feet (record North 05 degrees 54 minutes 19 seconds West, 326.12 feet);

North 07 degrees 36 minutes 32 seconds West, 108.41 feet (record North 06 degrees 14 minutes 07 seconds West, 108.48 feet);

North 02 degrees 26 minutes 09 seconds West, 119.13 feet (record North 01 degrees 07 minutes 32 seconds West, 119.12 feet);

North 01 degrees 48 minutes 54 seconds West, 141.88 feet (record North 00 degrees 30 minutes 17 seconds West, 141.87 feet);

North 00 degrees 53 minutes 05 seconds East, 51.72 feet (record North 02 degrees 11 minutes 42 seconds East, 51.67 feet) to the West line of that parcel of land conveyed to the State of California by deed recorded July 5, 1951 in Book 175 Official Records, Page 322 (parcel 1 therein);

thence along said West line the following courses:

South 60 degrees 47 minutes 30 seconds West, 68.67 feet (record South 62 degrees 06 minutes 07 seconds West, 68.67 feet);

South 03 degrees 08 minutes 46 seconds West, 18.03 feet (record South 04 degrees 27 minutes 23 seconds West, 18.03 feet);

South 59 degrees 26 minutes 53 seconds West, 20.00 feet (record South 60 degrees 45 minutes 30 seconds West, 20.00 feet);

North 48 degrees 58 minutes 28 seconds West, 15.81 feet (record North 47 degrees 39 minutes 51 seconds West, 15.81 feet);

South 59 degrees 26 minutes 53 seconds West, 33.00 feet (record South 60 degrees 45 minutes 30 seconds West, 33.00 feet);

North 30 degrees 33 minutes 07 seconds West, 64.00 feet (record North 29 degrees 14 minutes 30 seconds West, 63.99 feet);

North 44 degrees 24 minutes 30 seconds East, 138.78 feet (record North 45 degrees 43 minutes 07 seconds East, 138.77 feet);

North 35 degrees 04 minutes 40 seconds East, 106.98 feet (record North 36 degrees 23 minutes 17 seconds East, 106.97 feet) to the beginning of a curve, concave to the West, having a radius of 296.57 feet;

Northerly along said curve, through an angle of 32 degrees 37 minutes 47 seconds, 168.90 feet;

North 02 degrees 26 minutes 53 seconds East, 235.92 feet (record North 03 degrees 45 minutes 30 seconds East, 235.90 feet);

North 00 degrees 44 minutes 10 seconds East, 200.26 feet (record North 02 degrees 02 minutes 47 seconds East, 200.24 feet) to the West line of that parcel of land conveyed to the State of California by deed recorded June 5, 1972 in Book 1140 Official Records, Page 228 (parcel 6 therein);

thence along said West line the following courses:

North 08 degrees 37 minutes 08 seconds East, 370.71 feet (record North 09 degrees 55 minutes 45 seconds East, 370.68 feet);

North 03 degrees 31 minutes 36 seconds East, 60.00 feet (record North 04 degrees 50 minutes 13 seconds East, 60.00 feet);

North 13 degrees 47 minutes 48 seconds East, 179.13 feet (record North 15 degrees 06 minutes 25 seconds East, 179.11 feet) to the West line of that parcel of land conveyed to the State of California by deed recorded December 13, 1940 in Book 248 Deeds, Page 86;

thence along said West line the following courses:

North 21 degrees 32 minutes 22 seconds West, 140.34 feet (record North 21 degrees 32 minutes 15 seconds West, 140.34 feet) to the beginning of a non-tangent curve, concave to the West, having a radius of 900.00 feet, to which a point a radial line bears North 76 degrees 28 minutes 25 seconds East;

Northerly along said curve, through an angle of 7 degrees 49 minutes 17 seconds, 122.86 feet;

North 47 degrees 10 minutes 53 seconds East, 53.51 feet (record North 47 degrees 11 minutes East, 53.51 feet) to the beginning of a curve, concave to the West, having a radius of 950.00 feet, to which point a radial line bears North 67 degrees 28 minutes 15 seconds East;

Northerly along said curve, through an angle of 3 degrees 42 minutes 22 seconds, 61.45 feet to a point that bears North 15 degrees 07 minutes 29 seconds East, 2563.68 feet from said Northeast Corner of the Southeast Quarter of Section 7;

North 26 degrees 14 minutes 07 seconds West (record North 26 degrees 14 minutes West), 600 feet, more or less to the low-water mark of the Eel River;

thence Southerly along said low-water mark, 7600 feet, more or less, to a point that bears South 70 degrees 00 minutes 00 seconds West from a point that bears South 23 degrees 39 minutes 05 seconds West, 3724.92 feet from said Northeast Corner of the Southeast Quarter of Section 7;

thence North 70 degrees 00 minutes 00 seconds East, 400.00 feet, more or less, to said point;

thence North 20 degrees 00 minutes 00 seconds West, 500.00 feet;

thence North 64 degrees 59 minutes 09 seconds East, 99.91 feet;

thence South 52 degrees 55 minutes 32 seconds East, 263.84 feet;

thence North 67 degrees 02 minutes 52 seconds East, 113.00 feet;

thence North 53 degrees 00 minutes 00 seconds East, 155.83 feet, more or less, to the East line of that parcel of land conveyed to the Northwestern Pacific Railroad Company by deed recorded January 22, 1920 in Book 140 Deeds, Page 224;

thence Northerly along said East line, 882.21 feet, more or less, to a point that bears South 65 degrees 21 minutes 50 seconds West from a point that bears South 34 degrees 12 minutes 49 seconds West, 2512.75 feet from said Northeast Corner of the Southeast Quarter of Section 7;

thence North 65 degrees 21 minutes 50 seconds East, 118.80 feet, more or less, to said point;

thence North 23 degrees 57 minutes 12 seconds East, 37.84 feet;

thence North 17 degrees 00 minutes 24 seconds West, 196.67 feet;

thence North 03 degrees 33 minutes 52 seconds West, 171.32 feet;

thence North 16 degrees 09 minutes 07 seconds East, 93.22 feet;

thence North 82 degrees 14 minutes 44 seconds East, 246.83 feet;

thence South 27 degrees 13 minutes 47 seconds East, 214.43 feet;

thence South 37 degrees 24 minutes 53 seconds East, 122.34 feet;

thence North 60 degrees 41 minutes 50 seconds East, 267.74 feet;

thence North 00 degrees 14 minutes 18 seconds West, 130.92 feet;

thence North 25 degrees 39 minutes 13 seconds West, 140.10 feet;

thence North 15 degrees 36 minutes 16 seconds East, 168.52 feet;

thence North 07 degrees 08 minutes 21 seconds West, 146.85 feet;

thence North 25 degrees 42 minutes 40 seconds West, 121.23 feet;

thence North 04 degrees 46 minutes 05 seconds West, 291.73 feet;

thence North 23 degrees 45 minutes 59 seconds East, 262.94 feet;

thence North 79 degrees 02 minutes 18 seconds East, 239.02 feet, more or less, to the point of beginning.

EXCEPTING therefrom that portion thereof lying within the land described in Deed from The Pacific Lumber Company, a Delaware corporation to The Scotia Union School District, a political subdivision of the State of California recorded June 13, 2008 as Instrument No. 2008-14561-4, Humboldt County Records.

ALSO EXCEPTING therefrom that portion thereof lying within the following described parcel of land:

BEGINNING at a point that bears North 39 degrees 12 minutes 19 seconds East, 457.09 feet from the Northwest Corner of the Southwest Quarter of said Section 8, as said corner is shown on the Record of Survey filed in Book 63 Surveys, Page 71, Humboldt County Records;

thence North 29 degrees 48 minutes 50 seconds West, 168.07 feet;
thence North 13 degrees 40 minutes 00 seconds East, 20.85 feet;
thence North 30 degrees 17 minutes 18 seconds East, 78.36 feet;
thence North 60 degrees 03 minutes 00 seconds East, 228.04 feet, more or less, to the West line of that parcel of land conveyed to the State of California by deed recorded July 5, 1951 in Book 175 Official Records, Page 322 (parcel 1 therein);

thence along said West line the following courses:

South 30 degrees 33 minutes 07 seconds East (record bearing South 29 degrees 14 minutes 30 seconds East), 3.28 feet;

North 59 degrees 26 minutes 53 seconds East, 33.00 feet (record North 60 degrees 45 minutes 30 seconds East, 33.00 feet);

South 48 degrees 58 minutes 28 seconds East, 15.51 feet (record South 47 degrees 39 minutes 51 seconds East, 15.51 feet);

North 59 degrees 26 minutes 53 seconds East, 20.00 feet (record North 60 degrees 45 minutes 30 seconds East, 20.00 feet);

North 03 degrees 08 minutes 46 seconds East, 18.03 feet (record North 04 degrees 27 minutes 23 seconds East, 18.03 feet);

North 60 degrees 47 minutes 30 seconds East, 68.67 feet (record North 62 degrees 06 minutes 07 seconds East, 68.67 feet), more or less, to the East line of that parcel of land conveyed to The Pacific Lumber Company by deed recorded February 21, 1980 in Book 1604 Official Records, Page 513 (parcel six therein);

thence along said East line the following courses:

South 00 degrees 53 minutes 05 seconds West, 51.72 feet (record South 02 degrees 11 minutes 42 seconds West, 51.67 feet);

South 01 degree 48 minutes 54 seconds East, 141.88 feet (record South 00 degrees 30 minutes 17 seconds East, 141.87 feet);

South 02 degrees 26 minutes 09 seconds East, 119.13 feet (South 01 degrees 07 minutes 32 seconds East, 119.12 feet);

South 07 degrees 36 minutes 32 seconds East (record bearing South 06 degrees 14 minutes 07 seconds East), 10.55 feet;

thence leaving said East line, South 60 degrees 18 minutes 54 seconds West, 74.52 feet;

thence South 32 degrees 35 minutes 05 seconds East, 1.94 feet;

thence South 60 degrees 51 minutes 36 seconds West, 12.26 feet;

thence North 29 degrees 28 minutes 28 seconds West, 28.34 feet;
thence North 60 degrees 08 minutes 13 seconds East, 32.00 feet;
thence South 29 degrees 51 minutes 47 seconds East, 20.00 feet;
thence North 60 degrees 08 minutes 13 seconds East, 20.00 feet;
thence North 29 degrees 51 minutes 47 seconds West, 20.00 feet;
thence North 60 degrees 08 minutes 13 seconds East, 27.97 feet;
thence North 30 degrees 02 minutes 40 seconds West, 59.25 feet;
thence South 60 degrees 08 minutes 52 seconds West, 85.28 feet;
thence South 30 degrees 06 minutes 44 seconds East, 34.27 feet;
thence South 43 degrees 36 minutes 56 seconds West, 16.12 feet;
thence South 60 degrees 09 minutes 24 seconds West, 160.67 feet to a point that
bears South 85 degrees 31 minutes 57 seconds East from the point of beginning;
thence North 85 degrees 31 minutes 57 seconds West, 32.98 feet to the point of
beginning.

ALSO EXCEPTING therefrom those portions thereof conveyed to the San Francisco and
Northwestern Railway and Northwestern Pacific Railroad Company by deeds dated May
15, 1903 in Book 82 Deeds, Page 410, June 22, 1906 in Book 96 Deeds, Page 108 and
March 28, 1919 in Book 140 Deeds, Page 224, but INCLUDING herein those portions
thereof reconveyed to The Pacific Lumber Company by deed recorded April 1, 1921 in
Book 152 Deeds, Page 490.

This description is based on a Record of Survey for Town of Scotia Company, LLC in
Sections 5, 7, 8, 17, 18 and 20, Township 1 North, Range 1 East, Humboldt Meridian,
dated April, 2010 by Kelly-O'Hern Associates to be filed with the Humboldt County
Recorder concurrently with this document.

END OF DESCRIPTION

Prepared by:

Michael J. O'Hern

Michael J. O'Hern

LS 4829

Dated: Sept. 16, 2010



Re: Town of Scotia LLC

H.C.C.D.S. File No. APN 205-351-21

EXHIBIT B

Terms of Release or Partial Release

The terms of release or partial release from this Covenant and Agreement shall be evidence that parcel-specific conditions of the approval of the tentative map for the Town of Scotia, LLC (TOS) Subdivision (Case No. FMS-05-01) have been satisfied or secured, to wit:

1. A binding agreement exists between the Owner and the party seeking to acquire the subject property or parcel(s) reconfigured by the Town of Scotia lot line adjustment (Case No. LLA-09-27) providing for the completion of all parcel-specific conditions and terms of subdivision approval, including utility relocation and improvement, as applicable to the reconfigured parcel(s) by Town of Scotia, LLC in accordance with the subdivision approval and associated EIR mitigation measures;
2. A binding agreement exists between the Owner and the party seeking to acquire the subject property or parcel(s) reconfigured by the Town of Scotia lot line adjustment (Case No. LLA-09-27) providing that new owner(s) will agree to grant all necessary parcel-specific dedications and/or easements to complete the terms and conditions of the TOS tentative map;
3. A binding agreement exists between the Owner and the party seeking to acquire the subject property or parcel(s) reconfigured by the Town of Scotia lot line adjustment (Case No. LLA-09-27) providing for the continued provision of water, sewer and other services to the parcel(s) until such time as a public agency becomes responsible for supplying such services; and
4. A bond or other suitable financial performance security by Owner in an amount and form acceptable to the Director of the Department of Public Works for completion of all parcel-specific conditions and terms of subdivision approval exists for the subject property or parcel(s) reconfigured by the Town of Scotia lot line adjustment (Case No. LLA-09-27) for which release from this Covenant and Agreement is being requested.