RECORDED AT THE REQUEST OF AND WHEN RECORDED RETURN TO:

COUNTY OF ORANGE 10 Civic Center Plaza P.O. Box 1379 Santa Ana, CA 92702

Attn: County Executive Officer

Recorded in Official Records, Orange County Hugh Nguyen, Clerk-Recorder

NO FEE

2017000204212 2:47 pm 05/18/17 90 SC5 Q01 14

(Space Above Line for Recorder's Use)

Free recording Requested per Government Code Section 6103 6 27383

In accordance with Section 11922 of the California Revenue and Taxation Code, transfer of the property to the County of Orange is exempt from the payment of a documentary transfer tax.



QUITCLAIM DEED

(Marine Way Remnant Parcels Within LIFOC Parcel III-B-1)

FOR VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, CITY OF IRVINE, a California charter city ("Grantor"), hereby grants to the COUNTY OF ORANGE, a political subdivision of the State of California ("Grantee"), that certain real property (the "Property") located in the City of Irvine, County of Orange, State of California, described in the legal description attached hereto as Exhibit "B", each incorporated herein by this reference.

TOGETHER WITH Grantor's title to the following to the extent transferred to Grantor pursuant to the HF Grant Deed referred to below: all buildings, facilities, roadways, rail lines, and other infrastructure, including those MCAS El Toro storm drainage systems, sewer systems, and the electrical, natural gas, telephone, and water utility distribution systems located thereon, and any other improvements on the Property; all hereditaments and tenements therein and reversions, remainders, issues, profits, privileges and other rights belonging or related thereto; and all rights to minerals, gas, oil, and water.

GRANTEE HEREBY COVENANTS AND AGREES, for itself and on behalf of its successors and assigns as to all or any portion of the Property, that, with respect to the Property:

(i) Grantee shall be bound by the terms, reservations, easements, covenants, conditions, restrictions and agreements set forth in that certain Quitclaim Deed and Environmental Restriction Pursuant to Civil Code Section 1471 For Parcels CO I-D, CO II-B, CO II-K, CO II-N, CO II-O, CO III-B-1 and CO III-B-2, dated April 7, 2011, from the United States of America, acting by and through the Department of the Navy ("United States"), to Heritage Fields El Toro, LLC, a Delaware limited liability company ("HF"), recorded on June 3,

2011 as <u>Instrument No. 2011-276334</u> in the Official Records ("Official Records") of Orange County, California, and re-recorded on June 16, 2011 as <u>Instrument No. 2011-293986</u> in the Official Records (the "Government Quitclaim");

- (ii) any obligations imposed on HF pursuant to the Government Quitclaim and subsequently imposed on Grantor pursuant to that certain Grant Deed dated March 10, 2017, from HF to Grantor, recorded concurrently herewith in the Official Records (the "HF Grant Deed"), shall be the sole obligation of Grantee; and
- (iii) Grantee shall be bound by the terms, conditions, obligations, and agreements set forth in that certain Covenant to Restrict Use of Property Environmental Restriction between the United States and the California Environmental Protection Agency, Department of Toxic Substances Control, recorded on May 27, 2011 as Instrument No. 2011000265425 in the Official Records (the "CRUP"), including compliance with the following as they relate to the Property: (a) the Final ROD, Operable Unit 1, Site 18-Regional Volatile Organic Compound Groundwater Plume, Operable Unit 2A, Site 24-VOC Source Area issued by the United States in June 2002, as amended in February 2006 by the Final Explanation of Significant Differences (ESD), Site 18 Regional Volatile Organic Compound Plume (Operable Unit 1), Site 24 VOC Source Area (Operable Unit 2A); (b) the Final 100 Percent Design Submittal, Shallow Groundwater Unit Remedial Action, IRP Site 24, Volatile Organic Compounds Source Area, dated March 2005; and (c) the Final Performance Monitoring and Sampling and Analysis Plan, OU 1 and OU2A Groundwater Remedy, dated August 2007 issued as part of a comprehensive Operation and Maintenance Plan for the Site 18 (OU-1) and Site 24 (OU-2A) remedy.

GRANTOR HEREBY ASSIGNS TO GRANTEE, all rights, title and interests in and to all covenants, representations and warranties made by the United States in favor of HF in the Government Quitelaim and assigned to Grantor pursuant to the HF Grant Deed to the fullest extent such covenants, representations and warranties (i) are assignable, (ii) were assigned to Grantor pursuant to the Grant Deed, and (iii) apply to the Property.

GRANTEE ACKNOWLEDGES AND AGREES THAT, Grantee's use of the Property shall be subject to the terms and conditions of that certain Property Tax Transfer and Pre-Annexation Agreement Regarding the Annexation and Re-Use of Former MCAS El Toro, entered into on or about March 4, 2003, by and among Grantor, the Irvine Redevelopment Agency (the "Agency"), and Grantee, and that none of Grantor, the Orange County Great Park Corporation, or the Agency, or any of their respective officers, officials, employees, agents, representatives, contractors, successors or assigns, has made any representation or warranty to Grantee as to the usability generally of the Property, or as to its fitness for any particular use or activity by, of, or for Grantee. By this Quitclaim Deed, the Property is or will be delivered to Grantee "AS IS, WHERE IS AND WITH ALL FAULTS."

GRANTOR'S CONVEYANCE HEREUNDER IS SUBJECT TO (i) all exceptions and reservations of HF in the HF Grant Deed with respect to the Property, (ii) all matters of record, and (iii) all matters that would be disclosed by an inspection and survey of the Property.

[signatures begin on next page]

Dated: Mach 24, 2017.

ATTEST:

"Grantor"

CITY OF IRVINE, a California charter city

By: Sean Joyce

Print Name: Sean Joyce

Print Title: CTY MANAGER

"Grantee"

COUNTY OF ORANGE, a political subdivision of the State of California

By: Not / 101

Print Name: SCOTT D. MAYER

Print Title: CHIEF REAL ESTATE DEPICER

APPROVED AS TO FORM

OFFICE OF THE COUNTY COUNSEL

By Museup

Date: 5-1-17

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

On Movich 14, 2017, 2017, before me, Con Petersen, a Notary Public, personally appeared Scan Joylo , 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. CARL PETERSEN Commission # 2035997 Notary Public - California Orange County My Comm. Expires Sep 4, 2017	STATE OF CALIFORNIA)	
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. CARL PETERSEN Commission # 2035997 Notary Public - California Orange County My Comm. Expires Sep 4, 2017	COUNTY OF ORANGE)	
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Commission # 2035997 Notary Public - California Orange County My Comm. Expires Sep 4, 2017	•	he State of California that the foregoing paragraph
Orange County My Comm. Expires Sep 4, 2017	WITNESS my hand and official seal.	Commission # 2035997
Notany Public	Callet	Orange County
(SEAL)	Notary Public	(SEAL)

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STATE OF CALIFORNIA)		
COUNTY OF ORANGE)		
evidence to be the person(s) we that he/she/they executed the	/hose name(s) is/are ne same in his/her	, who proved to me or subscribed to the within instrument their authorized capacity(ies), a ne entity upon behalf of which the	and acknowledged to me nd that by his/her/their
I certify under PENALTY OF is true and correct.	PERJURY under th	ne laws of the State of California tha	t the foregoing paragraph
WITNESS my hand and offic	ial seal.		
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The state of the s		(SEAL)	

ANN NGUYEN
Commission # 2120426
Notary Public - California
Orange County
My Comm. Expires Aug 15, 2019

CERTIFICATE OF ACCEPTANCE

This is to certify that the interest in real pro-	perty conveyed by the Quitclaim Deed dated ty of Irvine, a California charter city, to the	
County of Orange, a political subdivision of the undersigned on behalf of the pursuant to authority conferred by	e State of California, is hereby accepted by the le Board of Supervisors of the County of Orange of such Board of Supervisors adopted on	
the day of, and the County consents to re	ecordation thereof by its duly authorized officer.	
Signature CHIEFREAL STATE OF Grange	Date APPROVED AS TO SOME	
Title	OFFICE OF THE COUNTY COUNSEL OFFICE OF THE COUNTY COUNTY COUNTY COUNTY COUNSEL OFFICE OF THE COUNTY C	
	Date: 5-1-17	
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.		
STATE OF CALIFORNIA)		
COUNTY OF ORANGE)	a.	
On May 10, 2017, before me, Ann Meyur, a Notary Public, personally appeared Scott Mayer, 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 law is true and correct.	s of the State of California that the foregoing paragraph	
WITNESS my hand and official seal.		
Au Wuyuu Jur Notary Public		
179	(SEAL)	

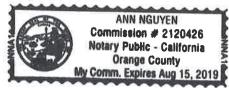


EXHIBIT "A"

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LEGAL DESCRIPTION

MARINE WAY REALIGNMENT

Heritage Fields El Toro, LLC

Those certain parcels of land situated in the City of Irvine, County of Orange, State of California, being those portions of Lot 286 of Block 140 of Irvine's Subdivision as shown on a map thereof filed in Book 1, Page 88 of Miscellaneous (Record) Maps, lying within Parcel CO III-B-1 of that certain Quitclaim Deed and Environmental Restriction Pursuant to Civil Code Section 1471 recorded June 16, 2011 as Instrument No. 2011000293986 of Official Records in said Office of the County Recorder of Orange County, described as follows:

PROPOSED CENTERLINE OF MARINE WAY (For Reference Purposes)

COMMENCING at the 2 ½" brass cap stamped "USN, 122, R.E. 1018, S785, 1946, 250, 286, 140" monumenting the intersection of the northeasterly line of Parcel 25 of that certain 100.00 feet wide right-of-way of the Orange County Transportation Authority (OCTA), as described in Correction Grant Deed recorded September 16, 1993 as Instrument No. 93-0624721 of Official Records in said Office of the County Recorder of Orange County, with the northwesterly line of said Lot 286 as shown on Record of Survey No. 2011-1042 filed in Book 254, Pages 21 through 36 inclusive, of Records of Surveys in said Office of the County Recorder of Orange County; thence along said northwesterly line of Lot 286 North 40°39'31" East 885.83 feet to a point hereinafter referred to as Point "A", said point being the TRUE POINT OF BEGINNING; thence leaving said northwesterly line South 49°20'10" East 40.50 feet to a point hereinafter referred to as Point "B"; thence continuing South 49°20'10" East 109.36 feet to the beginning of a tangent curve concave northeasterly and having a radius of 1880.00 feet; thence along said curve southeasterly 280.96 feet through a central angle of 08°33'46"; thence tangent from said curve South 57°53'56" East 332.59 feet to a point hereinafter referred to as Point "C"; thence continuing South 57°53'56" East 690.19 feet to the beginning of a tangent curve concave southwesterly and having a radius of 1880.00 feet; thence along said curve southeasterly 252.80 feet through a central angle of 07°42'16"; thence tangent from said curve South 50°11'40" East 150.00 feet to the beginning of a tangent curve concave southwesterly and having a radius of 1880.00 feet; thence along said curve southeasterly 386.23 feet through a central angle of 11°46'15"; thence tangent from said curve South 38°25'25" East 20.86 feet to a point hereinafter referred to as Point "D"; thence continuing South 38°25'25" East 454.22 feet to a point hereinafter referred to as Point "E"; thence continuing South 38°25'25" East 229.21 feet to the beginning of a tangent curve concave northeasterly and having a radius of 1880.00 feet; thence along said curve southeasterly 214.06 feet through a central angle of 06°31'26" to a point hereinafter referred to as Point "F", a radial line of said curve from said point bears North 45°03'09" East; thence continuing along said curve southeasterly 161.05 feet through a central angle of 04°54'29"; thence tangent from said curve South 49°51'20" East 241.03 feet to a point hereinafter referred to as Point "G".

Exhibit "A" Legal Description

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PARCEL 1 CP49A-110

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COMMENCING at Point "B" described hereinbefore in the proposed centerline of Marine Way; thence along said proposed centerline South 49°20'10" East 109.36 feet to the beginning of a tangent curve concave northeasterly and having a radius of 1880.00 feet; thence along said curve southeasterly 280.96 feet through a central angle of 08°33'46"; thence tangent from said curve South 57°53'56" East 332.59 feet to Point "C" described hereinbefore; thence leaving said proposed centerline at a right angle South 32°06'04" West 58.00 feet to an intersection with a line parallel with and 58.00 feet southwesterly from said proposed centerline of Marine Way, said point of intersection also being in the northeasterly line of the 35.023 Acre Parcel described in that certain Quitclaim Deed to the County of Orange recorded June 18, 2013 as Instrument No. 2013000367242 of Official Records in said Office of the County Recorder of Orange County, said point being the TRUE POINT OF BEGINNING; thence along said northeasterly line through the following courses: North 67°57'09" West 103.82 feet to the beginning of a tangent curve concave northeasterly and having a radius of 1448.00 feet; thence along said curve northwesterly 458,92 feet through a central angle of 18°09'32"; thence tangent from said curve North 49°47'37" West 177.72 feet to a line which bears North 40°39'31" East and passes through Point "B" described hereinbefore, said course being the northeasterly prolongation of the northwesterly line of said 35.023 Acre Parcel; thence along said northeasterly prolongation North 40°39'31" East 39.16 feet to a line parallel and concentric with, and 58.00 feet southwesterly from said proposed centerline of Marine Way between Points "B" and "C"; thence along said parallel and concentric line through the following courses: South 49°20'10" East 109.35 feet to the beginning of a tangent curve concave northeasterly and having a radius of 1938.00 feet; thence along said curve southeasterly 289.63 feet through a central angle of 08°33'46"; thence tangent from said curve South 57°53'56" East 332.59 feet to the TRUE POINT OF BEGINNING.

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CONTAINING: 24,266 Square Feet.

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SUBJECT TO covenants, conditions, reservations, restrictions, right-of-way and easements of record, if any.

78 79 All as shown on EXHIBIT "B", attached hereto and by this reference made a part.

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PARCEL 2 CP49A-111

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COMMENCING at Point "D" described hereinbefore in the proposed centerline of Marine Way; thence leaving said proposed centerline at a right angle South 51°34'35" West 62.33 feet to the northeasterly line of the 35.023 Acre Parcel described in that certain Quitclaim Deed to the County of Orange recorded June 18, 2013 as Instrument No. 2013000367242 of Official Records in said Office of the County Recorder of Orange County, said point being on a non-tangent curve concave southwesterly and having a radius of 1352.00 feet, a radial line of said curve from said point bears North 55°40'56" East, said point being the TRUE POINT OF BEGINNING; thence along said northeasterly line through the following courses: along said curve southeasterly 44.39 feet through a central angle of 01°52'53"; thence tangent from said curve South 32°26'11" East 268.86 feet to

MARINE WAY REALIGNMENT Heritage Fields El Toro, LLC

Exhibit "A" **Legal Description**

the beginning of a tangent curve concave northeasterly and having a radius of 1448.00 feet; thence 92 along said curve southeasterly 162.77 feet through a central angle of 06°26'26" to the southeasterly 93 line of said Parcel CO III-B-1; thence non-tangent from said curve North 40°33'29" East 34.77 94 feet to a line parallel with and 68.00 feet southwesterly from said proposed centerline of Marine 95 Way between Points "D" and "E" described hereinbefore; thence along said parallel line 96 North 38°25'25" West 183.89 feet; thence North 37°16'41" West 283.63 feet to the TRUE POINT 97 98 OF BEGINNNING.

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CONTAINING: 8954 Square Feet.

William G. Cox, L.S. 6673

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SUBJECT TO covenants, conditions, reservations, restrictions, right-of-way and easements of record, if any.

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All as shown on **EXHIBIT "B"**, attached hereto and by this reference made a part.

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Michael Baker International 113 14725 Alton Parkway

Irvine, California 92618

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115 116 JN 130459.8 Date

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