

San Francisco, Co Recorder's Office
Bruce Jamison, County Recorder

DOC - 94-F694796-00

Acct 35-S.F. Real Estate

Monday, OCT 03, 1994 14:20:23

FRE \$0.0011

Ttl Pd \$0.00

Nbr-000024634

REEL G229 IMAGE 0461

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RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:

Real Estate Department
City and County of San Francisco
25 Van Ness Street, Suite 400
San Francisco, CA 94102
Attn: Director of Property

Documentary Transfer Tax is \$0. This instrument is exempt from
Documentary Transfer Tax.

(Space above reserved for Recorder's use)

GRANT OF WATER MAIN EASEMENT

CATELLUS DEVELOPMENT CORPORATION, a Delaware corporation
("Grantor") is the owner in fee of certain real property
described in Exhibit A attached hereto ("Grantor's Land").

For good and valuable consideration, receipt of which is
hereby acknowledged, Grantor does hereby grant to the CITY AND
COUNTY OF SAN FRANCISCO, a municipal corporation, and its
successors and assigns ("City"), forever, a continuous and
perpetual exclusive easement (the "Easement") for a water main
pipeline and related purposes, in, under and along the real
property situated in the City and County of San Francisco, State
of California more particularly described in Exhibit B attached
hereto (the "Easement Area").

The grant of the Easement is made subject to the following
terms and conditions:

1. Easement Purpose. The purpose of the Easement
hereby granted shall be for City to use, construct, reconstruct,
maintain, operate, replace, remove, repair, renew and enlarge
(provided, however, that such enlargement rights shall be limited
to an area ten (10) feet in width, which area shall be five (5)
feet on either side of the center line described in Exhibit B)
lines of pipe, hydrants, manholes, above ground markers, and
other convenient structures, equipment and fixtures (the
"Facilities") for the operation of a public water main pipeline,
including access, the right to trim and cut trees and brush that
may be a hazard to the Facilities and to prevent any building or
structure to be placed on the Easement Area. Notwithstanding the
foregoing,

2. Relocation of Easement Area. Grantor shall have
the right, at its sole expense, to relocate the Easement Area and
reconstruct the Facilities to a functionally equivalent alternate

location approved by City (the "Relocated Easement Area") if such relocation is made necessary by development of the Project, as such term is defined in that certain Development Agreement by and between the City and County of San Francisco and Catellus Development Corporation Relative to the Development of Property in the Mission Bay Planning Area, which agreement was recorded on April 1, 1991 as Document No. E8837983 at Reel F334, Image 0695, Official Records of the City and County of San Francisco, State of California ("Development Agreement"). Grantor shall construct the relocated Facilities in a good and professional manner, as required by and in accordance with the Development Agreement.

3. Reservation of Use of Surface of Easement Area for Parking and Other Uses. Grantor reserves the right to make non-exclusive use of the surface of the Easement Area for surface vehicle parking and other uses so long as such uses do not adversely affect the water main pipeline or otherwise interfere with City's use of or access to the Easement or the Easement Area. Grantor shall not construct or permit any structures to be placed on the Easement Area and shall not permit any trees or other vegetation to be planted on or about the Easement Area without City's written consent, which consent may be withheld if City reasonably believes that the roots of such trees or vegetation may interfere with the water main pipeline.

4. Maintenance of the Easement. Except for the construction of the relocated Facilities as provided above, Grantor shall have no duty to maintain or improve the Facilities in the Easement Area. City shall have the right to use, construct, reconstruct, maintain, operate, replace, remove, repair, renew and enlarge the Facilities at its expense upon prior notice to Grantor except in the event of an emergency as determined by City.

5. Ownership of Easement Area. City and Grantor acknowledge and agree that portions of the Easement Area are currently owned in fee by City and not Grantor. The Easement granted herein shall only affect the portions of the Easement Area owned by Grantor. City and Grantor anticipate, however, that some or all of such portions of the Easement Area may be conveyed in the future to Grantor, and agree that City shall reserve easement rights in any such conveyance to Grantor equivalent to City's rights set forth in this Easement.

6. Successors and Assigns. All provisions of this instrument shall be binding upon Grantor, its successors and assigns, and inure to the benefit of City, its successors and assigns.

7. Abandonment of Easement. City may, at its sole option, abandon the Easement by recording a quitclaim deed.

Except as otherwise provided here in, upon recording such release or quitclaim, this Easement, the terms of this instrument and all rights, duties and liabilities hereunder shall be terminated and of no further force or effect. No temporary non-use of the Easement or other conduct except for recordation of the quitclaim deed as provided above shall be deemed abandonment of the Easement.

8. Authority. Each of the persons executing this instrument on behalf of Grantor does hereby covenant and warrant that Grantor is a duly authorized and existing entity, that Grantor has and is qualified to do business in the State of California, that Grantor has full right and authority to grant and convey the Easement to City hereunder, and that each and all of the persons signing on behalf of Grantor are authorized to do so.

9. Interpretation. The captions preceding the sections of this instrument have been inserted for convenience of reference and such captions in no way define or limit the scope or intent of any provision hereof.

10. Entire Agreement. This instrument (including the exhibits attached hereto and made a part hereof) contains the entire agreement between the parties relating to the Easement. This instrument may be amended or modified only by and upon due recordation of a writing which references this instrument which is executed by the owner of Grantor's Land and City.

Grantor has duly executed this as of this 9/23/94 day of 27, 1994.

CATELLUS DEVELOPMENT CORPORATION,
a Delaware corporation

By

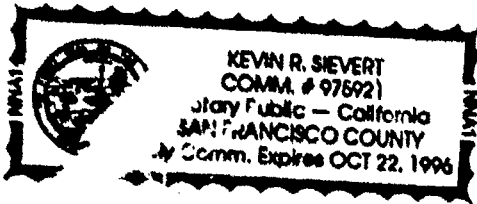

James W. Augustino
Vice President

STATE OF CALIFORNIA)
)
) ss.
COUNTY OF SAN FRANCISCO;

On Sept. 23, 1994, 1994, before me, KEVIN R. SIEVERT,
personally appeared JAMES W. AUGUSTINE and _____
personally known to me or proved to me on the basis of
satisfactory evidence to be the persons whose names ~~are~~ is
subscribed to the within instrument and acknowledged to me that
~~they~~ executed the same in ~~their~~ authorized capacities and that
by ~~their~~ signatures on the instrument the persons acted, executed
the instrument.

WITNESS my hand and official seal.

Signature *Kevin R. Sievert*

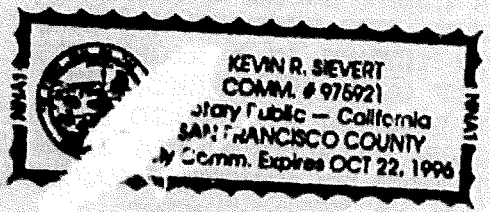


STATE OF CALIFORNIA)
) SS.
COUNTY OF SAN FRANCISCO;

On Sept. 28, 1994, 1994, before me, KEVIN R. SIEVERT,
personally appeared JAMES W. AUGUSTINE and _____
personally known to me or proved to me on the basis of
satisfactory evidence to be the persons whose names ~~are~~ is
subscribed to the within instrument and acknowledged to me that
~~they~~ executed the same in ~~their~~ authorized capacities, and that
by ~~their~~ signatures on the instrument the persons acted, executed
the instrument.

WITNESS my hand and official seal.

Signature *Kevin R. Sievert*



F694796

EXHIBIT A

REAL PROPERTY DESCRIPTION

All that certain real property located in the City and County of San Francisco, State of California, described as follows:

Parcel 1 (913917-2)

COMMENCING AT A POINT FORMED BY THE INTERSECTION OF THE NORTHERLY LINE OF EL DORADO STREET WITH THE EASTERLY LINE OF MICHIGAN STREET; AND RUNNING THENCE NORTHERLY ALONG SAID EASTERLY LINE OF MICHIGAN STREET, FOUR HUNDRED (400) FEET TO THE SOUTHERLY LINE OF ALAMEDA STREET; THENCE AT A RIGHT ANGLE EASTERLY ALONG SAID SOUTHERLY LINE OF ALAMEDA STREET, TWO HUNDRED (200) FEET TO THE WESTERLY LINE OF GEORGIA STREET; THENCE AT A RIGHT ANGLE SOUTHERLY ALONG SAID WESTERLY LINE OF GEORGIA STREET, FOUR HUNDRED (400) FEET TO THE NORTHERLY LINE OF EL DORADO STREET; AND THENCE AT A RIGHT ANGLE WESTERLY ALONG SAID NORTHERLY LINE OF EL DORADO STREET, TWO HUNDRED (200) FEET TO THE SAID EASTERLY LINE OF MICHIGAN STREET AND THE POINT OF COMMENCEMENT.

BEING LOTS NUMBERED ONE (1), TWO (2), THREE (3), FOUR (4), FIVE (5), SIX (6), SEVEN (7), EIGHT (8), NINE (9), TEN (10), ELEVEN (11), TWELVE (12), THIRTEEN (13), FOURTEEN (14), FIFTEEN (15), SIXTEEN (16), IN TIDE LAND SURVEY BLOCK NUMBERED FOUR HUNDRED AND FIFTY-THREE (453), AND CONSTITUTING THE ENTIRE BLOCK BOUNDED BY EL DORADO, ALAMEDA, MICHIGAN AND GEORGIA STREETS.

THE REFERENCE IN THE ABOVE DESCRIPTION TO EL DORADO, ALAMEDA, AND GEORGIA STREETS IS AS SAID STREETS EXISTED PRIOR TO THE VACATION THEREOF BY RESOLUTION NO. 11750, ADOPTED ON NOVEMBER 19, 1951 BY THE BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

THE REFERENCE IN THE ABOVE DESCRIPTION TO MICHIGAN STREET IS AS SAID STREET EXISTED PRIOR TO THE VACATION THEREOF BY ORDINANCE NO. 61-70 PASSED ON MARCH 2, 1970, BY THE BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

PARCEL 2 (913917-5-1)

COMMENCING AT A POINT FORMED BY THE INTERSECTION OF THE SOUTHERLY LINE OF MERRIMAC STREET WITH THE EASTERLY LINE OF MICHIGAN STREET; RUNNING THENCE SOUTHERLY AND ALONG SAID EASTERLY LINE OF MICHIGAN STREET TWO HUNDRED AND TEN (210) FEET; THENCE AT A RIGHT ANGLE EASTERLY TWO HUNDRED (200) FEET TO THE WESTERLY LINE OF GEORGIA STREET; THENCE AT A RIGHT ANGLE NORTHERLY AND ALONG SAID WESTERLY LINE OF GEORGIA STREET SIXTY-THREE (63) FEET AND SIX AND ONE-HALF (6-1/2) INCHES; THENCE NORTHWESTERLY ONE HUNDRED AND NINETY-TWO (192) FEET AND SIX AND ONE-HALF (6-1/2) INCHES TO A POINT IN THE SOUTHERLY LINE OF MERRIMAC STREET,

DISTANT THEREON SEVENTY-FOUR (74) FEET AND ELEVEN (11) INCHES EASTERLY FROM THE EASTERLY LINE OF MICHIGAN STREET; THENCE WESTERLY AND ALONG SAID SOUTHERLY LINE OF MERRIMAC STREET SEVENTY-FOUR (74) FEET AND ELEVEN (11) INCHES TO THE EASTERLY LINE OF MICHIGAN STREET AND THE POINT OF COMMENCEMENT.

BEING A PORTION OF BLOCK NUMBER FOUR HUNDRED AND FIFTY-FOUR (454).

THE REFERENCE IN THE ABOVE DESCRIPTION TO MERRIMAC AND GEORGIA STREETS IS AS SAID STREETS EXISTED PRIOR TO THE VACATION THEREOF BY RESOLUTION NO. 11750, ADOPTED ON NOVEMBER 19, 1951 BY THE BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

THE REFERENCE IN THE ABOVE DESCRIPTION TO MICHIGAN STREET IS AS SAID STREET EXISTED PRIOR TO THE VACATION THEREOF BY ORDINANCE NO. 61-70 PASSED ON MARCH 2, 1970, BY THE BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

PARCEL 3 (913917-5-2)

COMMENCING AT A POINT FORMED BY THE INTERSECTION OF THE NORTHERLY LINE OF ALAMEDA STREET WITH THE WESTERLY LINE OF GEORGIA STREET; AND RUNNING THENCE NORTHERLY ALONG SAID WESTERLY LINE OF GEORGIA STREET ONE HUNDRED AND FIFTY (150) FEET; THENCE AT A RIGHT ANGLE WESTERLY TWO HUNDRED (200) FEET TO THE EASTERLY LINE OF MICHIGAN STREET; THENCE AT A RIGHT ANGLE SOUTHERLY ALONG SAID EASTERLY LINE OF MICHIGAN STREET, ONE HUNDRED FIFTY (150) FEET TO THE INTERSECTION OF THE NORTHERLY LINE OF ALAMEDA STREET WITH THE SAID EASTERLY LINE OF MICHIGAN STREET; AND THENCE AT A RIGHT ANGLE EASTERLY ALONG SAID NORTHERLY LINE OF ALAMEDA STREET, TWO HUNDRED (200) FEET TO THE SAID WESTERLY LINE OF GEORGIA STREET AND THE POINT OF COMMENCEMENT.

BEING A PORTION OF BLOCK NUMBERED FOUR HUNDRED AND FIFTY-FOUR (454).

THE REFERENCE IN THE ABOVE DESCRIPTION TO GEORGIA AND ALAMEDA STREETS IS AS SAID STREETS EXISTED PRIOR TO THE VACATION THEREOF BY RESOLUTION NO. 11750, ADOPTED ON NOVEMBER 19, 1951 BY THE BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

THE REFERENCE IN THE ABOVE DESCRIPTION TO MICHIGAN STREET IS AS SAID STREET EXISTED PRIOR TO THE VACATION THEREOF BY ORDINANCE NO. 61-70 PASSED ON MARCH 2, 1970, BY THE BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

EXHIBIT B

EASEMENT DESCRIPTION

An easement 15 feet in width, lying 5 feet westerly and 10 feet easterly of the center line of the existing 12" water main, more particularly described as follows:

Beginning at a point on the southeasterly terminus of 4th Street, and running thence southeasterly along the extension of former 4th Street, as it existed prior to the vacation of portions thereof by Ordinance No. 61-70, adopted by the Board of Supervisors of the City and County of San Francisco on March 5, 1970, and as shown in attached Diagram SUR-1369, a distance of 350 feet, more or less; thence running southeasterly and southerly along the arc of a curve to the right to a point perpendicularly distant 120 feet, more or less, northerly of the former northerly line of Alameda Street, as it existed prior to the vacation thereof by Resolution No. 11750, adopted by the Board of Supervisors of the City and County of San Francisco on November 19, 1957, said point being also perpendicularly distant 400 feet, more or less, easterly of the easterly line of Illinois Street; thence running southerly and along a line parallel with said easterly line of Illinois Street and perpendicularly distant 400 feet, more or less, easterly thereof, a distance of 700 feet, more or less, to a point in the easterly extension of El Dorado Street, as it formerly existed prior to the vacation of portions thereof by Resolution No. 11750, referred to hereinabove; thence at a right angle westerly and running in said easterly extension, a distance of 120 feet, more or less, to the easterly terminus of El Dorado Street, as shown in attached Diagram SUR-1369.

Said easement being located in portions of vacated 4th Street, Alameda Street, and El Dorado Street, and in portions of Assessor's Block 3839 and 3851 as generally depicted on the attached Diagram SUR-1369.

Description Checked & Approved:



REFERENCES

F694796

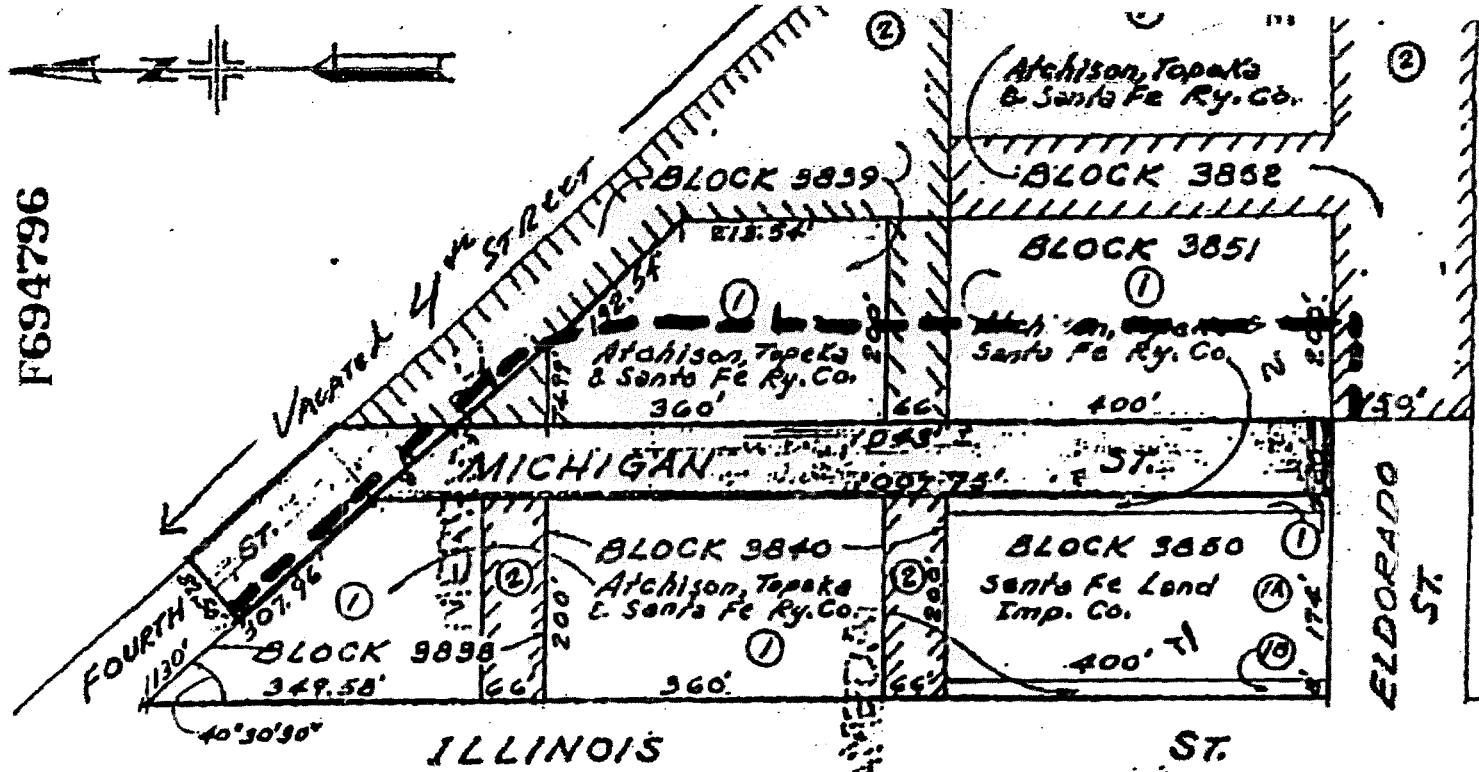


TABLE OF CHANGES
CAUTION: CHECK WITH TRACING

NO.	DATE	DESCRIPTION

LEGEND



Street Area Proposed to be vacated



S.F. Port Commission Property Leased to Atchison, Topeka and Santa Fe Railway, Co.



Assessor's Lot Number

BY			DATE			CITY AND COUNTY OF SAN FRANCISCO DEPARTMENT OF PUBLIC WORKS - BUREAU OF ENGINEERING		
DR.	S.J.	4-25-69	TR.					
CK.	P.W.	4-25-69	APPROVED: <i>[Signature]</i> DATE 4/20/69			SCALE 1" = 200' SHEET 1 OF 1 SHEETS		
APP.	G.Q.W.	4-25-69						
APP.	S.C.G.	4-27-69						