

AMENDMENT TO UNDERTAKING AGREEMENT

(SUBDIVISION IMPROVEMENTS)

TRACT NO. 060943

THIS AMENDMENT made this _____ day of _____, 20__ by and between the City of Lancaster, (the "City") and Plum Canyon Investments, LLC, (the Subdivider").

RECITALS

- A. The City approved Tentative Map No. 060943 on April 18, 2005 (the "Tentative Map"), subject to certain conditions of approval set forth in Resolution No. 05-17, which conditions include construction of certain public improvements as set forth hereinbelow.
- B. The City and Subdivider entered into that certain Undertaking Agreement dated January 27, 2009 ("Agreement").
- C. The Agreement requires Subdivider to complete all Work required thereunder on or before January 27, 2011 ("Completion Date").
- D. Subdivider desires to extend the Completion Date.
- E. This Agreement is executed pursuant to the provisions of the Subdivision Map Act of the State of California and applicable City ordinances.

NOW, THEREFORE, in consideration of the mutual covenants herein contained and of the approval of the Map and of the acceptance of the dedications therein offered, and in order to insure satisfactory performance by the Subdivider of Subdivider's obligations under said Subdivision Map Act and said ordinance, the parties agree as follows:

1. Performance of Work.

Section 1 of the Agreement is amended and restated to read as follows:

"Subdivider, at its sole cost and expense, will improve Tract No. 060943 by the grading and paving of streets, construction of curbs and gutters, crossgutters and sidewalks, installation of drainage and sanitary sewerage facilities, provision of an underground utility and street lighting system, installation of street signs, parkway trees, a water system and all related facilities, and such other improvements required by the ordinances of the City and/or the City Council in the approval of said Tract/Parcel Map, together with appurtenances, contingencies and engineering costs and as more particularly shown in the improvement plans for contingencies and engineering costs and as more particularly shown in the improvement plans for said Tract/Parcel Map as well as all improvements identified in the "Attachment to PC Resolution No. 05-17, Tentative Tract Map No. 060943 Conditions List (Revised)" dated April 18, 2005 and attached hereto as Exhibit "A" (the "Improvements"). Subdivider will do all work and furnish all materials necessary, in the opinion of the City Engineer, to complete said Improvements in accordance with the plans and specifications on file in the office of the City Engineer or with any changes or modifications required or ordered

by the City Engineer which, in his opinion, are necessary or required to complete the Improvements (the "Work"). Subdivider shall maintain the Improvements and adjacent public facilities clear of all debris, weeds, and other materials which inhibit the performance of the Improvements or become a public nuisance. Should the Subdivider fail to act promptly in accordance with this requirement the City may, at its option, perform the necessary work and the Subdivider shall pay to the City the actual cost of such maintenance plus fifteen (15) percent.

2. Extension of Term.

Section 18 of the Agreement is amended and restated to provide as follows:

"Subdivider shall complete all of said Work on or before _____, or within such further time as may be granted by the City Council."

3. Agreement Remains in Effect.

Except as expressly revised herein, the terms, conditions and requirements set forth in the Agreement shall remain in full force and effect. Any terms not defined in this Amendment shall have the meaning set forth in the Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the day and year first above written.

APPROVED:

CITY OF LANCASTER

By: City Engineer

SUBDIVIDER

[Handwritten Signature]

(Signature)

President, KW Property Fund III, L.P.

(Office Held)

as manager of
Plum Canyon Investments, LLC.

Partnership or Corporation represented, if applicable

APPROVED AS TO FORM:

By: City Attorney

ALL SIGNATURES MUST BE ACKNOWLEDGED BY NOTARY

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

State of California)
)
County of Los Angeles)

On February 3rd 2011, before me Clara Lobendahn, Notary Public, personally appeared Freeman Lyle, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacities, and that by his signatures on the instrument the person, or the entities upon behalf of which the person 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 Clara Lobendahn

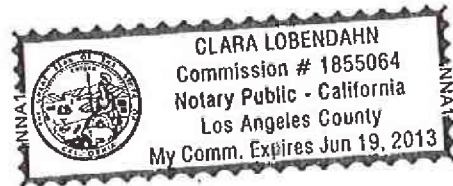


EXHIBIT "A"

ATTACHMENT TO PC RESOLUTION NO. 05-17

TENTATIVE TRACT MAP NO. 060943

GENERAL/ADVISORY

1. All standard conditions as set forth in Planning Commission Resolution No. 91-08 shall apply except Condition Nos. 46 (modified below) and 47.

STREETS

2. Per direction of the Director of Public Works, improve and offer for dedication:
 - Avenue K-8, at 62 feet of an ultimate 84-foot right-of-way
 - Carol Drive ("A" Street) north of "C" Street at 44 feet of an ultimate 64-foot right-of-way
 - Carol Drive ("A" Street) south of "C" Street at 42 feet of an ultimate 60-foot right-of-way
 - "C" Street at a 60 foot right-of-way
 - "B" Street, east of "F" Street at 42 feet of an ultimate 60-foot right-of-way
 - "B" Street, west of "F" Street at 40 feet of an ultimate 58-foot right-of-way
 - "D" Street and "E" Street at a 58-foot right-of-way

Note: Improvements include pavement, curb, gutter, sidewalk, street lights, undergrounding of utilities, etc. Please note that the applicant is responsible to reconstruct the street to centerline if the existing pavement section does not meet the Department of Public Works' street standards.

3. Dedicate the right to restrict direct vehicular access to Avenue K-8 and Lot No. 40 (adjacent to Carol Drive).
4. Per the direction of the Director of Public Works, provide a 30-foot-wide paved access and transitions on Avenue K-8 from the west to the existing pavements on Avenue K-8.
5. Per the Direction of the Director of Public Works construct ADA "walk arounds" at all driveways to the specifications of the Director of Public Works and install ADA curb ramps at all intersections.
6. Per the direction of the Director of Public Works, the Developer shall install a conduit pull rope, and pull boxes along major and secondary arterials to the nearest traffic signal to be used for future Traffic Signal Communication Interconnect. The interconnect system shall be installed in accordance with the specifications approved by the Traffic Division.
7. Per the direction of the Director of Public Works, provide a secondary access prior to development proceeding beyond 700 feet.

DRAINAGE

8. Per the direction of the Director of Public Works, construct Master Planned Drainage facility in the easement along westerly tract boundary, size according to Tract 53244's hydrology study.
9. Mitigate onsite nuisance water and developmental storm water runoff to the satisfaction of the Director of Public Works (modification of Standard Condition No. 37).
10. Per the direction of the Director of Public Works, prior to developing any lots, construct a box culvert across Avenue K-8 at the drainage easement.
11. The project shall comply with the Best management Practices (BMP) of the National Pollutant Discharge Elimination System (NPDES) and all NPDES permit requirements.
12. Per the direction of the Director of Public Works, annexation to the Lancaster Drainage Maintenance District is required.

WATER AND SEWER

13. Per the direction of the Director of Public Works, the project shall contact the City Building Official regarding the requirements for the purchase of water credits from the City of Lancaster (for all projects within L.A. County Waterworks District No. 40).

LANDSCAPING

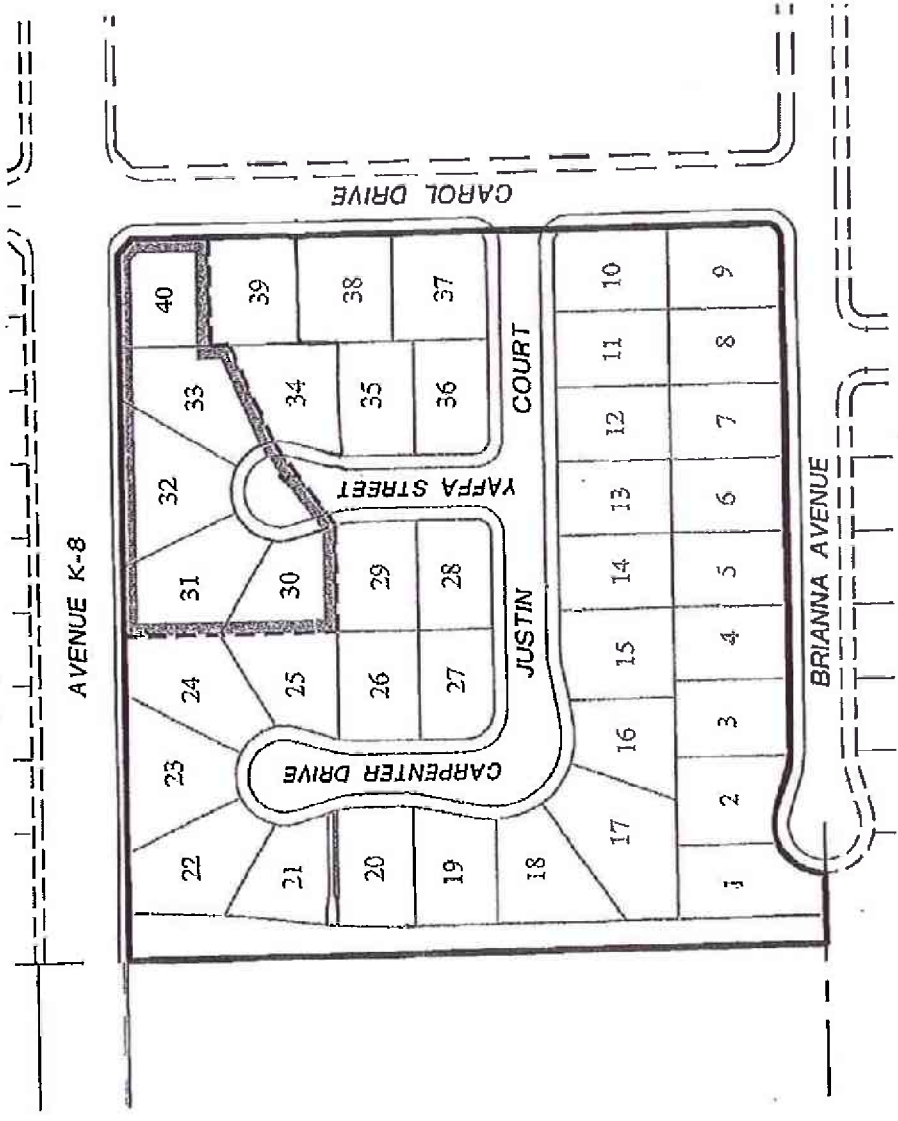
14. Prior to occupancy, provide a landscape easement and maintenance district along Avenue K-8, in accordance with City policy. The irrigation system, landscape plan, and plant materials are subject to approval of the Department of Public Works. The construction materials, color, and design of the *decorative (i.e. slump stone, split faced with brick pilasters, and decorative brick cap)* masonry wall abutting the landscape maintenance district shall match as close as possible the height, color, and texture of the abutting wall to the adjacent subdivision and subject to approval of the Director of Community Development. The irrigation and plant materials shall be installed and completed to the satisfaction of the Director of Public Works Department prior to occupancy of any residence within the development. In addition, add a one- to two-course high matching block wall along the back of the sidewalk to protect the landscaping and irrigation, and to prevent irrigation/dirt runoff.
15. Annexation into the Landscape Maintenance District is required.
16. Where landscaping is required or is to be installed by the developer within the front and/or street side yard setback areas, a landscape and irrigation plan shall be submitted for review and approval by City staff. Said landscaping and irrigation system shall conform to the requirements of Ordinance No. 629.

17. The project shall abide by Ordinance No. 821, requirements for residential landscape installation and maintenance.
18. Per the direction of the Director of Public Works, the Developer shall install a "purple pipe" irrigation system in all landscape maintenance districts to provide for future connection to a recycled water system.

OTHER CONDITIONS

19. The applicant shall comply with all requirements of the Urban Structure Program as outlined in the General Plan and adopted by the City Council.
20. Prior to recordation of the final map, the property shall be annexed into the Lancaster Lighting Maintenance District.
21. Per the direction of the Cultural Resource Study prepared for this tentative subdivision, the applicant shall have an archaeological/paleontological consultant on-call and prepared to respond to any materials unearthed during ground-altering activities such as grading or any excavation.
22. Per the direction of the Director of Community Development and the Director of Public Works, garages shall be placed a minimum of 20 feet behind the property line to ensure a 20-foot driveway length behind the sidewalk for ADA walk around at driveways (PW 14).
23. Install ADA curb ramps at all intersections.
24. Final map design shall be coordinated with the Antelope Valley Transportation Authority (AVTA) for bus benches and shelters.
25. Prior to recordation of the final map, the property shall be annexed into the Lancaster Lighting Maintenance District.
26. Per the direction of the Director of Community Development, a Phase I Cultural Resource Study is required for any off-site area which is disturbed by the development, such as staging areas and turn-arounds not covered by the Cultural Resource Study prepared for this subdivision, or all work shall be conducted on the site by the installation of a fence to determine the limits of development.

TRACT NO. 060943
 CITY OF LANCASTER
 PLUM CANYON INVESTMENTS, LLC
 LOTS 30-33, 40
 PHASE II



NO SCALE