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Mail to
The California State Colleges
5670 Wilshire Blvd.

Los Angeles, Calif 90054

DECLARATION OF RESTRICTIONS

Recorded By RAY A. VERGAMINI, Kern Co. Recorder

Attn: Norman L. Epstein, Esq.

NO FEE

KNOW ALL MEN BY THESE PRESENTS: That KERN COUNTY LAND COMPANY, a California corporation, hereinafter referred to as "KCL", and STOCKDALE DEVELOPMENT CORPORATION, a California corporation and wholly-owned subsidiary of KCL, hereinafter referred to as "Stockdale", being the owners of that certain real property in the County of Kern, State of California, described in Exhibits A-1 and A-2 attached hereto and made a part hereof, hereinafter termed the "KCL Land", and THE TRUSTEES OF THE CALIFORNIA STATE COLLEGES, on behalf of the State of California, hereinafter referred to as "Trustees", being the owner of that certain real property in the County of Kern, State of California, described in Exhibit A-3 attached hereto and made a part hereof, hereinafter termed the "Trustees Land", the Trustees Land and the KCL Land being hereinafter collectively termed the "Subject Land", hereby certify, declare and establish the following limitations, covenants, conditions and restrictions and each of them upon all of the Subject Land. All and any portion of the Subject Land shall be improved, sold or conveyed only subject to said limitations, covenants, conditions and restrictions and each of them. All of said limitations, covenants, conditions and restrictions shall run with the land and are for the benefit of each owner of any part of the Subject Land, including the successors and assigns of such owners, and shall inure to and bind the respective successors in interest of the present owners thereof. Each said limitation, covenant, condition or restriction is imposed upon each and every part and parcel of the Subject Land as a servitude in favor of each and every other part and parcel of the Subject Land, all of which is declared to be and to constitute the dominant tenement. In the event that any of such limitations, covenants, conditions and restrictions should be held invalid, the remainder of the said limitations, covenants, conditions and restrictions shall not be affected thereby, and shall remain and continue in full force and effect. Any failure by any owner of all or any part of the Subject Land to insist upon the strict enforcement of any of the said limitations, covenants, conditions and restrictions shall not constitute or be construed as a waiver or relinquishment by such owner or any other owner of its right to enforce such limitation, covenant, condition or restriction, or of any other limitation, covenant, condition or restriction, but the same shall continue in full force and effect.

The said limitations, covenants, conditions and restrictions are as follows:

- A. Neither all nor any part of the Subject Land may be devoted to any of the following uses, nor may any of such uses be carried on thereon:
 1. Airports and airfields (but not including heliports)
 2. Rail yards and rail switching yards

1.

3. Wrecking yards, including auto wrecking yards
4. Drop forging
5. Truck repair shops
6. Trailer repair shops
7. Blacksmith shops
8. Other noise-producing or vibration-producing operations similar to those listed in items 1 - 7 inclusive.
9. Dumps, including burning dumps
10. Petroleum refineries
11. Petrochemical plants
12. Heavy chemical manufacturing
13. Animal feed yards
14. Fertilizer plants
15. Packing plants
16. Slaughter houses
17. Breweries, wineries and distilleries
18. Feed mills
19. Flour mills
20. Cement manufacturing
21. Cement mixing plants
22. Foundries
23. Steel mills
24. Gravel pits
25. Sand processing
26. Quarries
27. Rock crushing
28. Stone cutting
29. Cotton gins
30. Other operations, similar to those listed in items 9 - 29 inclusive, producing noxious effluents, provided that this provision shall not preclude farming, animal grazing, or any operations needed to maintain channels in the Kern River
31. Truck terminals
32. Drive-in theatres
33. Race tracks
34. Welding, unscreened
35. Furnaces, unscreened
36. Shooting galleries, unscreened
37. Other operations, similar to items 31 - 36 inclusive, that are not screened to eliminate public nuisance due to intense glare, light, heat or noise
38. Junk yards
39. Storage of coal, manure, salvage, heavy equipment or building materials for commercial use
40. Billboards, except for on-site identification purposes
41. Oil derricks other than temporary drilling or service rigs
42. Cemeteries
43. Crematories
44. Columbariums
45. Sanitariums
46. Prisons
47. Card rooms
48. Gambling establishments
49. Other visual or psychologic uses, similar to items 38 - 48 inclusive, incompatible with college and residential development

None of the limitations, covenants, conditions and restrictions set out in this Part "A" shall apply to any act upon or use of Trustees Land engaged in or performed by the Trustees of the California State Colleges, their agents or employees or by any state college auxiliary organization in good standing under Section 42406 of Title 5 of the California Administrative Code or any statute or regulation which supplants or replaces that section, related to the operation or maintenance of an institution of higher education.

B. Neither all nor any part of the Subject Land may be devoted to any of the following uses, nor may any such uses be carried on thereon, without the approval of the Trustees of the California State Colleges:

1. Major auto repair and body shops
2. Automobile trailer parks

C. No alcoholic beverage, as that term is defined in the California Alcoholic Beverage Control Act, may be sold, exposed for sale or offered for sale to the public by an on-sale licensee under said Act on the Subject Land, except within premises licensed as a bona fide public eating place as provided in the California Constitution and as defined in said Act, or within premises licensed as a club as provided in said Constitution and as defined in Articles 4 and 5 of Chapter 3 of said Act, or except by the holder of a caterer's permit in connection with the serving of bona fide meals as defined in said Act.

D. The sale, lease or other disposition of all or any part of the Subject Land, including any improvements thereon now existing or subsequently attached, shall be made without discrimination based upon race, color, religion, ancestry or national origin.

E. KCL and Stockdale each agrees that it will not at any time object to or seek to prevent the pumping of water from wells on the Trustees Land in quantities sufficient for all reasonable and beneficial uses of water on the Trustees Land. Trustees agree that no water pumped from wells on the Trustees Land shall be used off the Trustees Land. The covenants in this Part "E" shall run with the land and inure to and bind the respective successors in interest of the present owners of the KCL Land and the Trustees Land. In addition, the covenants of KCL in this Part "E" shall be binding personally upon KCL and each of its subsidiaries with respect to all lands from time to time owned by any of them, but shall not be binding upon any successor in interest as owner of any such lands except the KCL Land. As used herein, the term "subsidiary" means any corporation, partnership or joint venture in which, at the time in question, KCL owns more than a 50% interest.

- F. Prior to the development of any KCL Land, KCL and Trustees shall establish a Planning Board, which shall have the composition and duties as herein provided:
- a. The Planning Board shall be an advisory body, charged with reviewing master plans pertaining to property within the KCL Land and making recommendations thereon, all as hereinafter provided.
 - b. KCL, working closely with Trustees, shall prepare a single master plan for the development of all property lying within the KCL Land, and KCL, working closely with Trustees, may prepare amendments thereof from time to time. Such master plan, and amendments thereof, shall be effective following submission to and review by the Planning Board, as provided hereinafter. The Statement of Principles attached hereto as Exhibit B shall be a guide (but shall not be controlling) in the formulation of the master plan, and amendments thereof. The master plan, and amendments thereof, shall include, but need not be limited to, all of the elements listed in Section 65302 of the Government Code of the State of California and such of the elements listed in any of the subdivisions of Section 65303 of said Code as may be applicable to the development (as those sections provided on November 1, 1966). The master plan, and amendments thereof, shall also include an architectural vocabulary for structures to be erected upon such land, including the forms, materials, colors, shapes, masses, and textures of such structures, as well as such other matters as are commonly included in an architectural vocabulary. No property lying within the KCL Land shall be developed until such master plan has been prepared by KCL and becomes effective, nor may any such land be developed except in conformity with such effective master plan, or effective amendments thereof.
 - c. The Planning Board shall consist of two persons to be appointed from time to time by KCL and two persons to be appointed from time to time by Trustees. KCL shall pay the compensation, if any, of the members appointed by KCL, and Trustees shall pay the compensation, if any, of the members appointed by Trustees. The planning directors, respectively, of the County of Kern and the City of Bakersfield shall be invited to participate in meetings of the Planning Board, but shall not be members thereof.
 - d. The Planning Board shall determine its own procedures; provided that each member shall be entitled to vote, and provided that each member shall be entitled to reasonable notice of meetings of said Board.
 - e. Following submission of the single master plan as hereinbefore provided to the Planning Board, the Board shall:

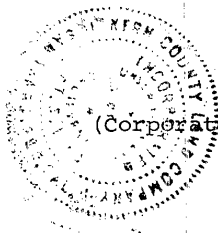
- (1) Hold an initial meeting within thirty days of the submission thereof, for the purpose of review of such master plan.
 - (2) Hold a subsequent meeting within forty days of the initial meeting, for the purpose of making recommendations on such master plan.
- f. Amendments, including any changes in scope, detail or content, of the master plan hereinbefore provided shall become operative only after such amendment has been submitted to the Planning Board for forty days. Upon submission of such amendment, the Planning Board shall:
- (1) Hold an initial meeting within ten days of said submission.
 - (2) Hold a subsequent meeting within thirty days of the initial meeting for the purpose of taking action on such amendment, provided that the Planning Board may, by unanimous vote, dispense with such subsequent meeting by action taken at such initial meeting.
- g. The Planning Board shall also review and make recommendations on all other master plans and amendments thereof submitted to it by either KCL or Trustees, or by the County of Kern or by the City of Bakersfield, pertaining to land within the KCL Land, including master plans prepared by said County, said City, or by any other person, firm, corporation or entity, public or private. As used herein, the term "master plan" means any plan for the use of land within the KCL Land which includes some or all of the elements hereinbefore specified.
- h. The Planning Board shall immediately notify KCL and Trustees of any recommendations made.
- i. A master plan, and amendments thereof, shall each be deemed to have been submitted to the Planning Board upon the mailing thereof, postage prepaid, to each of the members of the Board at their last known business address, and to KCL and Trustees at their last known business address.
- G. Prior to the development of KCL Land, KCL shall establish an Architectural Board, which shall have the composition and duties as herein provided:
- a. The Architectural Board shall consist of at least three members, one of which shall be appointed from time to time by Trustees, and all other members of which shall be appointed from time to time by KCL; provided, that should KCL (and its subsidiaries, as "subsidiary" is defined in Part "E" hereof) at any time own an amount of land,

zoned for multi-family residential, commercial, and manufacturing uses. within the KCL Land, which amounts to less than twenty-five per cent (25%) of land so zoned within the KCL Land, then Trustees shall appoint all members of the Board. The majority of the members of the Board shall be architects licensed as such in the State of California. The one member appointed by Trustees shall be so licensed. Either party may appoint a corporation or association to represent it as its appointee to said Board; provided, however, that the corporation or association shall in turn require the member of its association who serves upon the Board to be an architect licensed as such in the State of California. KCL shall pay the compensation, if any, of the members appointed by KCL, and Trustees shall pay the compensation, if any, of the member (or members) appointed by Trustees.

- b. The Architectural Board shall determine its own procedures; provided that each member shall be entitled to a vote, and provided that each member shall be entitled to reasonable notice of meetings of said Board.
- c. The purpose and function of the Architectural Board shall be to evaluate all plans for the construction of structures on property within the KCL Land, excluding only single family dwellings, for conformity to the master plan, including amendments thereto, established for property lying within the KCL Land, pursuant to the covenants, conditions and restrictions hereinbefore designated "F".
- d. No structure other than single family dwellings shall be constructed within KCL Land unless the plans for the same have been first submitted to the Architectural Board at least sixty days prior to the commencement of such construction and approved by a majority of the Architectural Board within the sixty-day period; provided, that the Architectural Board may, by a majority vote of its members, waive such prior submission; provided further, that the member of the Board appointed from time to time by Trustees votes in favor of such waiver. If plans are not specifically disapproved within the sixty-day period, lack of such action by the Architectural Board shall constitute approval.
- e. A plan shall be deemed to have been submitted to the Architectural Board upon the mailing thereof, postage prepaid, to each of the members of said Board at their last known business address, and to KCL and to Trustees at their last known business address.

- H. Trustees plan to use the Trustees Land as a site for a state college, and accordingly the covenants, conditions and restrictions hereinabove designated "F" and "G" do not apply to the Trustees Land. Trustees shall not dispose of any of the Trustees Land without subjecting it to "F" and "G".
- I. Any right, discretion, act or determination in, or arising from, this Declaration of Restrictions to be exercised by any party hereto may be exercised by such agent, officer or employee, or combination thereof, as such party may designate.
- J. As used herein the term "KCL" means Kern County Land Company, a California corporation, and any successor corporation by way of merger, consolidation or sale or exchange of substantially all assets.

DATED: June 22, 1967.

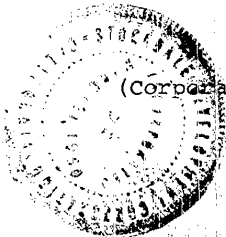


(Corporate Seal)

KERN COUNTY LAND COMPANY,
a California corporation

By John Hartmann
Vice President

and by Dean J. Jansky
Assistant Secretary



(Corporate Seal)

STOCKDALE DEVELOPMENT CORPORATION,
a California corporation

By Malvin Jans
Vice President

and by Dean J. Jansky
Assistant Secretary



THE TRUSTEES OF THE CALIFORNIA
STATE COLLEGES, on Behalf of
the State of California

By Phyllis L. Brunk
Chancellor

STATE OF CALIFORNIA)
COUNTY OF SAN DIEGO) ss.

On this 22 day of June, 1967, before me, Marjory Dukes Notary Public in and for the State of California, residing therein, duly commissioned and sworn, personally appeared JOHN J. HARTMANN, known to me to be the Vice President, and LEON J. McDONOUGH, known to me to be the Assistant Secretary, of KERN COUNTY LAND COMPANY, the corporation that executed the within instrument and known to me to be the persons who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in said State the day and year in this certificate first above written.



(Notary Seal)

Marjory Dukes
NOTARY PUBLIC

in and for the State of California

My commission expires:

MARJORY DUKES
My Commission Expires Nov. 25, 1969

STATE OF CALIFORNIA)
COUNTY OF SAN DIEGO) ss.

On this 22 day of June, 1967, before me, Marjory Dukes Notary Public in and for the State of California, residing therein, duly commissioned and sworn, personally appeared MELVIN JANS, known to me to be the Vice President, and LEON J. McDONOUGH, known to me to be the Assistant Secretary, of STOCKDALE DEVELOPMENT CORPORATION, the corporation that executed the within instrument and known to me to be the persons who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in said State the day and year in this certificate first above written.



(Notary Seal)

Marjory Dukes
NOTARY PUBLIC

in and for the State of California

My commission expires:

MARJORY DUKES
My Commission Expires Nov. 25, 1969

STATE OF CALIFORNIA)
COUNTY OF SAN DIEGO) ss.

On this 22 day of June, 1967, before me,
Marjory Dukes Notary Public in and for the
State of California, residing therein, duly commissioned
and sworn, personally appeared GLENN S. DUMKE, known to
me to be the Chancellor of THE TRUSTEES OF THE CALIFORNIA
STATE COLLEGES, the board that executed the within instru-
ment and known to me to be the person who executed the
within instrument on behalf of the board therein named,
and acknowledged to me that such board executed the within
instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal at my office in said State the
day and year in this certificate first above written.



(Notarial Seal)

Marjory Dukes

NOTARY PUBLIC
in and for the State of California

My commission expires:

MARJORY DUKES
My Commission Expires Nov. 25, 1969

EXHIBIT A-1 KCL LAND
(Owned by Kern County Land Company)

Those certain parcels of land in Sections Thirty-One (31), Thirty-Two (32) and Thirty-Three (33), Township Twenty-Nine (29) South, Range Twenty-Seven (27) East, and in Sections Four (4), Five (5), Six (6), Seven (7), Eight (8) and Nine (9), Township Thirty (30) South, Range Twenty-Seven (27) East, Mount Diablo Meridian, Kern County, California, more particularly described as follows:

PARCEL I

All of said Section 31, Excepting Therefrom Lots 1, 2, 3 and 3 as said Lots are shown on that certain Sales Map of Lands of Kern County Land Company in said Section 31, filed April 20, 1891 in the Office of the County Recorder of said Kern County.

PARCEL II

The South Half (S/2) of said Section 32, Excepting Therefrom the right of way of the Arvin-Edison Water Storage District Intake Canal, as described in the Final Order of Condemnation recorded May 14, 1965 in the Office of the County Recorder of said Kern County in Book 3840 of Official Records at page 291.

PARCEL III

All of said Section 33, Excepting Therefrom the following parcels of land:

- (a) That certain parcel of land in the Northwest Quarter of said Section 33, described in the Decree on Declaration of Taking recorded June 14, 1950 in Book 1710 of said Official Records at page 8.
- (b) The right of way of the Arvin-Edison Water Storage District Intake Canal, as described in the Final Order of Condemnation recorded May 14, 1965 in Book 3840 of Official Records at page 291.
- (c) That portion of said Section 33 lying southerly and easterly of a line described as follows:

Beginning at a point on the east line of said Section 33, distant thereon North 0° 03' 23" West, 2140.53 feet from the south-east corner thereof; thence South 83° 40' 37" West, 135.92 feet; thence South 47° 58' 34" West, 251.82 feet; thence South 39° 42' 03" West, 612.20 feet; thence South 34° 26' 27" West, 133.84 feet; thence South 22° 56' 33" West, 121.36 feet; thence South 11° 03' 06" West, 409.93 feet; thence South 15° 00' 12" West, 180.87 feet; thence

South 46° 29' 12" West, 33.07 feet to the northwesterly corner of the parcel conveyed by Deed recorded March 8, 1951 in Book 1782 of said Official Records at page 219; thence along the west line of last said parcel South 26° 42' West, 61.19 feet to the northeast corner of the parcel of land described in the Grant Deed recorded April 11, 1963 in Book 3595 of said Official Records at page 496; thence North 89° 43' 00" West, 1059.77 feet to the northwest corner of last said parcel; thence South 00° 17' 00" West, 603.41 feet to the southwest corner of said parcel and a point on the south line of said Section 33, distant thereon North 89° 43' West, 2077.51 feet from the southeast corner of said Section 33.

- (d) That portion of the Northeast Quarter of said Section 33, under option to purchase by Signal Oil and Gas Company, lying northerly of a line described as follows:

Beginning at a point in the east line of said Section 33, distant thereon 1400 feet south of the northeast corner thereof; thence South 87° 30' West, 600 feet; thence South 65° 30' West, 520 feet; thence South 80° 30' West, 480 feet; thence North 71° 30' West, 150 feet; thence North 30° 00" West, 240 feet; thence North 61° 00' West, 560 feet; thence South 83° 00' West, 250 feet; thence North 49° 00' West, 150 feet more or less to a point on the west line of said Northeast Quarter, distant thereon 1150 feet southerly of the northwest corner thereof.

PARCEL IV

That portion of said Section 4 lying westerly of a line described as follows:

Beginning at a point on the north line of said Section 4, distant thereon South 89° 43' East, 1461.76 feet from the northwest corner thereof; thence South 0° 10' 39" East, 2370.60 feet; thence South 89° 49' 21" West, 63.60 feet to an angle point in that certain parcel of land described as Parcel IV in the Grant Deed recorded September 27, 1962 in Book 3532 of said Official Records at page 285; thence continuing South 89° 49' 21" West, 1290.83 feet; thence South 0° 10' 39" East, 2223.04 feet; thence North 89° 49' 21" East, 2062.33 feet; thence South 0° 10' 39" East, 708.41 feet to a point on the south line of said Section 4, distant thereon South 89° 49' 34" East, 2169.66 feet from the southwest corner thereof.

PARCEL V

All of said Section 5, Excepting Therefrom the following parcels of land:

- (a) The right of way of the Arvin-Edison Water Storage District Intake Canal, as described in the Final Order of Condemnation recorded May 14, 1965 in Book 3840 of Official Records at page 291.
- (b) The portion thereof described in Exhibit A-3 hereto.

PARCEL VI

All of said Section 6.

PARCEL VII

All of said Section 7.

PARCEL VIII

All of said Section 8, Excepting Therefrom the following parcel of land:

- (a) The right of way of the Arvin-Edison Water Storage District Intake Canal, as described in the Final Order of Condemnation recorded May 14, 1965 in Book 3480 of Official Records at page 291.

PARCEL IX

All of said Section 9.

EXHIBIT A-2 KCL LAND
(Owned by Stockdale Development Corporation)

Those certain parcels of land in Section Thirty-Three (33), Township Twenty-Nine (29) South, Range Twenty-Seven (27) East, and in Section Four (4), Township Thirty (30) South, Range Twenty-Seven (27) East, Mount Diablo Meridian, Kern County, California, more particularly described as follows:

PARCEL I

Beginning at a point on the east line of said Section 33, distant thereon North 0° 03' 23" West, 2140.53 feet from the southeast corner thereof; thence South 83° 40' 37" West, 135.92 feet; thence South 47° 58' 34" West, 251.82 feet; thence South 39° 42' 03" West, 612.20 feet; thence South 34° 26' 27" West, 133.84 feet; thence South 22° 56' 33" West, 121.36 feet; thence South 11° 03' 06" West, 409.93 feet; thence South 15° 00' 12" West, 180.87 feet; thence South 46° 29' 12" West, 33.07 feet to the northwesterly corner of the parcel conveyed by Deed recorded March 8, 1951 in the Office of the County Recorder of said Kern County in Book 1782 of Official Records at page 219; thence South 89° 50' 00" East, 958.67 feet, more or less, to the northeast corner of the parcel of land conveyed by Deed recorded November 18, 1953 in Book 2151 of said Official Records at page 549; thence continuing South 89° 50' 00" East, 30 feet more or less, to a point on said east line; thence, along said east line North 0° 03' 23" West, 1480.30 feet to the point of beginning.

PARCEL II

All of said Section 4, Excepting Therefrom the following parcels of land:

- (a) Commencing at a point on the east line of said Section 4, distant thereon North 0° 02' 29" West, 1734.48 feet from the southeast corner thereof; thence, along the south lines of Tract Nos. 1447, 2080 and 1816 as shown on the Maps thereof filed in the Office of said County Recorder in Book 6 of Maps at page 152, in Book 10 of Maps at page 6 and in Book 9 of Maps at page 9, respectively, South 26° 45' 00" West, 228.71 feet; thence South 40° 53' 51" West, 77.98 feet; thence South 56° 57' 18" West, 57.98 feet; thence South 84° 36' 50" West, 521.27 feet; thence South 76° 17' 31" West, 228.02 feet; thence South 74° 15' West, 521.51 feet; thence South 86° 59' West, 287.90 feet; thence South 65° 37' West, 547.20 feet; thence South 72° 00' West, 595.10 feet (which last said courses are coincidental with the north line of the property conveyed by Deed recorded May 26, 1949 in Book 1611 of said Official Records at page 320); thence South 09° 57' West, 2.00 feet to corner No. 17 as

shown on the Record of Survey Map of Stockdale Golf and County Club filed August 20, 1940 in the Office of said County Recorder in Book 4 of Records of Survey at page 135; thence South 72° 45' West, 5.60 feet to corner No. 18 of said survey; thence North 0° 38' West, along the westerly boundary of said Stockdale Golf and Country Club, 1514.50 feet to corner No. 19 of said survey; thence North 26° 42' East, 3378.04 feet to corner No. 20 of said survey, a point on the north line of said Section 4; thence Easterly, along said north line to the northeast corner of said Section 4; thence Southerly, along the east line thereof to the point of beginning.

- (b) That certain parcel of land conveyed by Deed recorded June 12, 1928 in Book 246 of said Official Records at page 383, comprising 27 acres, more or less, and comprising a part of Stockdale Country Club properties.
- (c) Tract No. 2548, according to the Map thereof filed August 17, 1961 in the Office of said County Recorder in Book 12 of Maps at page 56.
- (d) That portion of said Section 4, lying westerly of a line described as follows:

Beginning at a point on the north line of said Section 4, distant thereon South 89° 43' East, 1461.76 feet from the northwest corner thereof; thence South 0° 10' 39" East, 2370.60 feet; thence South 89° 49' 21" West, 63.60 feet to an angle point in that certain parcel of land described as Parcel IV in the Grant Deed recorded September 27, 1962 in Book 3532 of said Official Records at page 285; thence continuing South 89° 49' 21" West, 1290.93 feet; thence South 0° 10' 39" East, 2223.04 feet; thence North 89° 49' 21" East, 2062.33 feet; thence South 0° 10' 39" East, 708.41 feet to a point on the south line of said Section 4, distant thereon South 89° 49' 34" East, 2169.66 feet from the southwest corner thereof.

EXHIBIT A-3 TRUSTEES LAND

That certain parcel of land in Section Five (5), Township Thirty (30) South, Range Twenty-Seven (27) East, Mount Diablo Meridian, Kern County, California, more particularly described as follows:

Beginning at a point on the north line of said Section 5, distant thereon North 89° 44' 18" West, 1291.56 feet from the northeast corner thereof, which point is also the intersection of said north line with the west boundary line of the Arvin-Edison Water Storage District Intake Canal right of way (the description of which right of way appears in the Final Order of Condemnation recorded in the Office of the County Recorder of said Kern County in Book 3840 of Official Records at page 291; thence, along said west boundary line, (which lies 50 feet westerly of, as measured at right angles to, the line described in said Final Order of Condemnation) through the following numbered courses: (1) South 2° 10' 12" West, 30.02 feet to a point in the south line of the right of way of Stockdale Highway; thence, (2) South 2° 10' 12" West, 2393.34 feet; thence, (3) southerly along a tangent circular curve concave to the east, of radius of 1050 feet, through a central angle of 2° 15' 00", an arc distance of 41.23 feet; thence, (4) South 0° 04' 48" East, 1699.70 feet; thence, leaving said west boundary line, North 89° 49' 18" West, 3892.60 feet to a point on the west line of said Section 5, distant thereon North 0° 16' 03" West 1140.44 feet from the southwest corner of said Section 5; thence, along said west line, North 0° 16' 03" West, 1507.87 feet to the west one-quarter corner of said Section 5; thence, continuing along said west line, North 0° 17' 18" West, 2630.50 feet to a point in the south line of the right of way of said Stockdale Highway; thence, continuing along said west line, North 0° 17' 18" West, 30.40 feet to the northwest corner of said Section 5, thence, along the north line thereof, South 89° 44' 18" East, 2647.92 feet to the north one-quarter corner of said Section 5; thence, continuing along said north line, South 89° 44' 18" East, 1355.27 feet to the point of beginning; all as shown on the Record of Survey Map recorded June 20, 1967, in the office of the County Recorder of said county in Book 9 at page 110 of Record of Survey Maps. Containing 375.63 acres, more or less.

EXHIBIT BSTATEMENT OF PRINCIPLESA. General Development Concept

The site selected for the State College in Kern County is located from 5 to 6 miles from the center of metropolitan Bakersfield in an area that is primarily open agricultural land with slow suburbanization spreading into it. The surrounding lands that have been developed so far are for the most part estate-type and single-family residential in character. Into this setting the college campus and ancillary development in the area will create a new image and structural form.

This form could be constructed as one of three possible alternatives: a new independent college town; a semi-dependent college community related to and an integral part of the total metropolitan area yet still functioning with the college core as its primary focus; or a community totally dependent on the metropolitan area. Of these alternatives, the first and third seem quite unlikely.

A completely independent town would not appear warranted where the distance to the existing town development is so slight; and a totally dependent town is equally unreasonable since the college will be a basic generating focus for much of the activity in this area and therefore not completely tied to the metropolitan center. However, the second alternative of semi-dependent status seems most likely. In some aspects, where functions are of a general nature and not peculiar to the college, the area will be dependent on the metropolitan center; other functions that are specialized will be provided, and in these aspects the area will tend to be independent in its structure. The college area will in effect be a specialized development serving a specialized function and yet remain a contiguous part of the total Bakersfield metropolitan structure.

B. General Goals for Development

1. To create a college-oriented complex of outstanding beauty, efficiency and amenity which will provide an extension of the theme of college campus environment.
2. To provide a strong complex which will accommodate maximum internal variety and flexibility yet furnish sufficient strength to guide and direct town growth.
3. To design an open space system relating neighborhoods to each other, to the River, to the college campus, and to major public elements. System should include pathways, recreation facilities, vistas, and water features.

4. To provide space and locations for public facilities which can serve both the college and the complex.
5. To provide location and space for a separate secondary non-automotive circulation system capable of accommodating all age groups.

C. Zone of Influence

The zone of influence is that area of land which surrounds the college campus and relates to it in functional and esthetic terms. It is in effect a transition zone within the total community which provides the joint function of campus-to-community and community-to-campus relationships. In this area will be found most of the student-oriented off-campus services and activities, such as housing, recreational, cultural, etc. Within the area the atmosphere of "college" will tend to prevail and therefore it should lean in its design and character toward an expression of its special role within the total community framework. By careful design control this quality can be enhanced and foster both protective measures and creative opportunities.

D. Zone of Influence Organization

General

Campus Zone - Campus proper, 370 acres.

Intensive Zone - Area immediately surrounding campus and visually tied to the campus.

Extensive Zone - The remainder of the zone of influence. In the case of the college in Kern County, this will most likely extend over time to at least a mile in each direction from the campus zone.

Campus: Separate functional plan - hub.

Intensive: Campus and town oriented - Special district for apartments - Public facilities - Commercial - Higher density public and private uses - Carries campus design theme - High degree of development control aimed at a homogenous feeling with adjacent campus. Differences in scale but with continuity of detail and architectural theme.

Extensive: Those areas on the outer fringe of the zone of influence least influenced by the campus - Less rigid development controls - Greater variety - But still within a controlled structural organization.

Functional

1. The smallest element should be the neighborhood with public facilities to serve this unit.

2. Several neighborhoods should combine to form a village with common recreation, commercial and secondary educational and public facilities.
3. Two villages should form a community with larger public facilities, commercial, and high school.
4. Several villages should form a town with a core combined or partially separated from the campus.

The entire Z.I. should be master planned on such a principle and development stages should conform to this long-range concept.

Circulation

Goals:

1. To provide optimum linkage of the college and college town with the surrounding region.
2. To provide optimum linkage between the college and college town.
3. To provide for different modes and speeds of circulation geared to the nature of the facility served, with suitable design criteria for the different types of circulation and with separation and clear definition between types.
4. To help express and clarify, by layout of the systems, the physical structure of the town.
5. To enhance the environmental character by detailed design treatment and landscaping methods.

Principles:

1. The circulation system should be coordinated with long-range plans of adjacent areas, City, County and State.
2. Major arterials should generally be spaced about one mile apart in both directions to facilitate cross circulation and to minimize internal neighborhood traffic.
3. The college will constitute a major generator of peak hour traffic and should have direct access to arterials, regional highways and freeways. This access should not divert traffic through the town yet provide adequate circulation between the college campus and the town.
4. Major arterials should have controlled access.
5. Collector streets should feed to the arterials and be designed with an alignment to discourage through traffic.

6. Local streets should feed to the collectors.
7. Maximum possible provision should be made for pedestrian, bicycle, cart or other accessory circulation separated from automotive traffic.
8. Consideration should be given to provision for the space or means for future public transportation.

Neighborhoods

Goals:

1. To provide a neighborhood of sufficient size to support an elementary school.
2. To provide a variety of choice in housing types and price ranges.
3. To provide a recognizable neighborhood pattern linked to but separated from the surrounding community.
4. To provide close and convenient relationship with special neighborhood public amenities.
5. To provide for pedestrian, cart, bicycle or other accessory circulation.
6. To provide harmonious relationship with other neighborhoods and convenient access to the town center and the college campus.

Principles:

1. Neighborhoods should contain 500 to 700 dwelling units.
2. Housing unit types should, where possible, include a mixture of single-family detached dwellings, court houses, town houses and apartments with varying densities. The different types should be designated in appropriate groups and clusters.
3. Elementary schools should be centrally located within the neighborhood, touching a pedestrian pathway, and be safely accessible from all parts of the neighborhood and from neighborhood collector streets.
4. Neighborhoods should contact the pathway circulation system, connecting all parts of the college community.
5. Street systems within neighborhoods should be limited to discontinuous collectors and minor streets.

6. Entrances to neighborhoods from arterials should be limited to two or three in number.
7. Because of climatic conditions, north-south orientation should be given consideration.

The Village

The village is defined as an organization of four neighborhoods generally bounded by a major arterial road. The village would contain from 2,000 to 2,800 dwelling units to accommodate a population from 7,000 to 9,800.

Goals:

1. To provide an organization of neighborhoods which can be efficiently served with public facilities.
2. To provide a focal point for social, cultural and leisure activity.
3. To provide an internal circulation system furnishing ease of communication between neighborhoods while keeping major arterials outside the village.

Principles:

1. Neighborhoods should be strongly tied together by a special circulation pathway and open space system.
2. Elementary schools should be located to provide optimum flexibility for future changes in school organization, teaching methods and pupil loads.
3. Access to villages from major arterials should be limited to two or three per side.
4. One or two small village convenience-type commercial facilities should be provided in each village.
5. Recreational facilities should be centrally located to eight neighborhoods.
6. Broad use facilities, general service and traffic generators (church sites and gasoline stations) should be provided on the edges of the villages in proximity to major arterials at access roads to the villages.
7. Villages should be planned for a variety of types (lakes, open space, golf courses, equestrian, etc.).

The Community

The community is an organizational element consisting of two villages of six to eight neighborhoods.

Goal:

To create an organization of neighborhoods and villages large enough to be served efficiently with commercial, educational and cultural facilities of a higher level than the neighborhoods and villages.

Principles:

1. To provide a community shopping and activity center and also a high school facility.
2. Community activity center and high school to be located on major arterial.
3. Community center to constitute cultural, recreational, shopping and continuing educational facility.
4. Center should be accessible by neighborhood collector streets, major arterials and the pathway system.
5. Commercial center should provide the variety of shoppers' goods to serve the community needs except for specialized items, which will be located in the Intensive Zone near the college campus.
6. To provide the necessary public facilities to serve this population range.
7. Contain space for non-retail services in the nature of automotive services, personal services, office and business services.

The Intensive Zone

This zone would be adjacent to or in close proximity to the college campus. It would be comparable to the central core of a normal city and, as such, should tend toward cluster form development. In this case it would be a dual central element together with the college. Its facilities would serve both the college and the community.

Goals:

1. To provide a central element in which to accommodate a wide range of private and public facilities and amenities not feasible in the smaller subdivisions of the new town. Uses are to include commercial, civic, cultural, institutional, recreational and residential.
2. To create a system of vistas, open spaces, pathways, and landscaped areas which will esthetically and functionally link the area to the communities and to the college and result in a strong design

expression identifying this part of the town as a unifying central element.

3. To design a circulation system providing adequate and convenient access to the intensive area, the college and all parts of the town.
4. To extend the campus architectural and landscape design theme into the intensive area as a unifying element.

Principles:

1. The intensive area should penetrate a maximum number of communities and not constitute a strip development around the campus.
2. Access to the intensive area should be possible from major arterials without overloading college access.
3. Space should be provided for public facilities to serve both the town and the college.
4. More intensive residential development should be provided in the nature of town houses and apartments to supplement college housing.
5. A pedestrian spine should extend through the intensive area contacting all uses, treated with different types of more intense landscaping and suitable also for a controlled type of public transportation.
6. Strict architectural design control should be exercised in the Intensive Zone in public and private buildings as an extension of the design theme of the college both for esthetic purposes and maintenance of high-quality development of lasting value.

Areas for Special Uses

There are many uses requiring special locations in a town not related to the villages within the arterial network nor the college function. Most are traffic generators with high parking requirements and are highway oriented. These uses include:

Industrial Research
Motels
Commercial Recreation

Other uses are of such a character from esthetic, health, noise, and nuisance factors they depress property values and they should be prohibited from the town.