

WHEN RECORDED MAIL TO:

BP West Coast Products LLC  
4 Centerpointe Drive, LPR 6-175  
La Palma, California 90623-1066  
Attn: Brantley C. Smith

DOC # 2002-153074  
04/18/2002

Conformed Copy  
Has not been compared with original

Gary L Orso  
County of Riverside  
Assessor, County Clerk & Recorder

Project: ARCO AM/PM  
2624 East Alessandro  
Riverside, California (At Interstate 215)

FOR RECORDER'S OFFICE USE ONLY

COVENANT AND AGREEMENT  
AND DECLARATION OF RESTRICTIONS

THIS COVENANT AND AGREEMENT is made and entered into this 2<sup>ND</sup> day of April, 2002, by BP West Coast Products LLC, a Delaware Limited Liability Company ("Declarant") with reference to the following facts:

A. Declarant is the owner of the real property commonly referred to as ARCO AM/PM Facility #6345 located at 2624 East Alessandro at the 215 Freeway ("Property") in the Restricted Commercial ("C-2") Zone, which legal description is attached as Exhibit "A" and incorporated by this reference as if fully set forth herein.

B. Declarant filed an application with the City of Riverside ("City") for administrative sign review to erect a pole sign on the Property in accordance with Riverside Municipal Code Section 19.76.020 B.1.ii. which allows an On-premises Pole Sign for service stations located contiguous to a freeway where a freeway exit serves the street from which the service station takes direct access.

C. The Property is located adjacent to a vacant parcel which is within the State of California Department of Transportation's ("CALTRANS") Right-Of-Way ("Right-Of-Way") which parcel is described in the legal description attached as Exhibit "B" and incorporated by this reference as if fully set forth herein. CALTRANS has determined that the parcel it owns adjacent to the ARCO Property is Right-of-Way to Interstate 215. The Property is contiguous to Interstate 215 consistent with the provisions of Riverside Municipal Code Section 19.76.020 B.1.ii. to permit an On-premises Pole Sign as set forth in that section.

D. To meet the requirements of the Riverside Municipal Code, as a condition of approval to erect an On-premises Pole Sign on the Property, the Property must remain contiguous to the Right-Of-Way. Should the Right-of-Way, or any portion thereof, be sold, developed or otherwise used as property separate from Interstate 215, the Declarant hereby agrees to remove the On-premises Pole Sign from the Property, at the City's direction and within the time period designated by the City, as the Property would no longer meet the provisions of Riverside Municipal Code Section 19.76.020.B.1.ii. to permit the On-premises Pole Sign.

NOW, THEREFORE, in consideration of the approval of the application for administrative sign review to erect an On-premises Pole Sign on the Property and to meet a condition of approval for an On-Premises Pole Sign, Declarant hereby acknowledges and agrees as follows:

1. That the On-premises Pole Sign shall be removed from the Property by Declarant at its sole cost immediately, at the City's direction, should the Right-Of-Way be sold, developed or otherwise developed or used as property separate from Interstate 215.
2. That any dispute regarding the On-Premises Pole Sign and/or the contiguous nature of the Property to Interstate 215 shall be submitted to and determined by the City's Planning Commission with review by the City Council.
3. The terms of this Covenant and Agreement and Declaration of Restrictions may be enforced by the City of Riverside, its successors or assigns. Should the City of Riverside bring an action to enforce the terms of the Covenant and Agreement and Declaration of Restrictions, the prevailing party shall be entitled to reasonable attorneys' fees, expert witness fees, and reasonable costs of suit.
4. This Covenant and Agreement and Declaration of Restrictions shall run with the land and each and all of its terms shall be binding upon Declarant, its heirs, successors and assigns, and shall continue in effect until such time as released by the Planning Director of the City of Riverside, California, by a writing duly recorded.

FURTHER, Declarant hereby represents and warrants that it has the legal power, right and actual authority to subject the Property to the restrictions, terms and conditions stated herein.

IN WITNESS WHEREOF Declarant has caused this Covenant and Agreement to be executed the day and year first above written.

BP West Coast Products LLC,  
A Delaware Limited Liability Company

BP West Coast Products LLC,  
A Delaware Limited Liability Company

*[Signature]*  
Assistant Vice President  
(Title)

*[Signature]*  
Assistant Secretary  
(Title)

APPROVED AS TO FORM:

APPROVED AS TO CONTENT:

*[Signature]*  
Assistant City Attorney

*[Signature]*  
Planning Department

[Cov\01190202.IT]

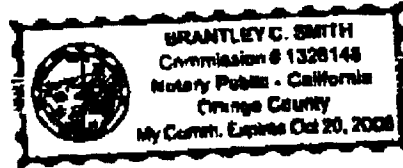
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California,
County of Orange

On April 2, 2002, before me, Brantley C Smith, Notary Public, personally appeared Daniel J. Rolf and Mai Ly Marsh, personally known to me 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, signed the instrument.

WITNESS my hand and official seal.

Signature of Notary Public (with handwritten signature)



OPTIONAL: Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document ARCO Facility Number: \_\_\_\_\_

Title or type of Document: \_\_\_\_\_

Document Date: \_\_\_\_\_ Number of Pages: \_\_\_\_\_

Signer(s) Other Than Named Above: \_\_\_\_\_

Capacity(ies) Claimed by Signer(s):

Signer's Name: \_\_\_\_\_

- Individual
Corporate Officer
Partner - Limited General
Attorney-in-Fact
Trustee
Guardian or Conservator
Other:

Signer is Representing:

\_\_\_\_\_

Signer's Name: \_\_\_\_\_

- Individual
Corporate Officer
Partner - Limited General
Attorney-in-Fact
Trustee
Guardian or Conservator
Other:

Signer is Representing:

\_\_\_\_\_

Order No. 3601823

322437

## EXHIBIT " A "

**PARCEL 1:**

THAT PORTION OF THE SOUTHEAST QUARTER OF SECTION 10, TOWNSHIP 3 SOUTH, RANGE 4 WEST, SAN BERNARDINO MERIDIAN, ACCORDING TO THE OFFICIAL PLAT THEREOF, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SOUTHEAST QUARTER;

THENCE NORTH 89° 34' 08" EAST ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER, 450.03 FEET TO AN INTERSECTION WITH THE SOUTHERLY PROLONGATION OF THE WEST LINE OF THAT CERTAIN PARCEL OF LAND CONVEYED TO EDMUND G. ACREY AND LILLIAN E. ACREY BY DEED RECORDED MAY 19, 1987 AS INSTRUMENT NO. 140306, OFFICIAL RECORDS;

THENCE NORTH 00° 00' 43" WEST ALONG SAID SOUTHERLY PROLONGATION, 50.00 FEET TO THE SOUTHWEST CORNER OF SAID PARCEL SO CONVEYED FOR THE TRUE POINT OF BEGINNING;

THENCE NORTH 00° 00' 43" WEST ALONG THE WEST LINE OF SAID PARCEL, 280.45 FEET TO THE NORTHWEST CORNER THEREOF;

THENCE NORTH 89° 43' 08" EAST ALONG THE NORTH LINE OF SAID PARCEL, 149.97 FEET TO THE NORTHEAST CORNER THEREOF, SAID CORNER BEING IN THE WEST LINE OF THAT CERTAIN PARCEL OF LAND CONVEYED TO EDMUND G. ACREY AND LILLIAN E. ACREY BY DEED RECORDED MAY 19, 1987 AS INSTRUMENT NO. 140303, OFFICIAL RECORDS;

THENCE NORTH 00° 00' 43" WEST ALONG SAID WEST LINE OF SAID PARCEL CONVEYED AS INSTRUMENT NO. 140303, OFFICIAL RECORDS, 29.55 FEET TO THE NORTHWEST CORNER THEREOF;

THENCE NORTH 89° 34' 08" EAST ALONG THE NORTH LINE OF SAID PARCEL CONVEYED AS INSTRUMENT NO. 140303, OFFICIAL RECORDS, 126.89 FEET TO A POINT THEREIN;

THENCE SOUTH 00° 35' 31" EAST, 309.39 FEET;

THENCE SOUTH 89° 24' 29" WEST, 213.49 FEET TO A POINT IN THE SOUTH LINE OF SAID PARCEL CONVEYED AS INSTRUMENT NO. 140306, OFFICIAL RECORDS;

THENCE SOUTH 89° 34' 08" WEST ALONG SAID SOUTH LINE, 66.51 FEET TO THE TRUE POINT OF BEGINNING.

A CERTIFICATE OF COMPLIANCE WAS RECORDED FEBRUARY 19, 1992 AS INSTRUMENT NO. 55546, OFFICIAL RECORDS.

322437

Order No. 3601823

**PARCEL 1A:**

**THAT PORTION OF THE SOUTHEAST QUARTER OF SECTION 10, TOWNSHIP 3 SOUTH, RANGE 4 WEST, SAN BERNARDINO MERIDIAN, ACCORDING TO THE OFFICIAL PLAT THEREOF, DESCRIBED AS FOLLOWS:**

**COMMENCING AT THE SOUTHWEST CORNER OF SAID SOUTHEAST QUARTER;**  
**THENCE NORTH 89° 34' 08" EAST, ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 450.03 FEET TO AN INTERSECTION WITH THE SOUTHERLY PROLONGATION OF THE WEST LINE OF THAT CERTAIN PARCEL OF LAND CONVEYED TO EDMUND G. ACREY AND LILLIAN E. ACREY BY DEED RECORDED MAY 19, 1987 AS INSTRUMENT NO. 140306, OFFICIAL RECORDS;**  
**THENCE NORTH 00° 00' 43" WEST, ALONG SAID SOUTHERLY PROLONGATION, 37.81 FEET FOR THE TRUE POINT OF BEGINNING;**  
**THENCE CONTINUING NORTH 00° 00' 43" WEST, ALONG SAID SOUTHERLY PROLONGATION, 12.19 FEET TO THE SOUTHWEST CORNER OF SAID PARCEL SO CONVEYED;**  
**THENCE NORTH 89° 34' 08" EAST, ALONG SAID SOUTH LINE, 66.51 FEET;**  
**THENCE NORTH 89° 24' 29" EAST, 213.49 FEET;**  
**THENCE SOUTH TO A POINT WHICH BEARS NORTH 89° 24' 29" EAST FROM THE POINT OF BEGINNING;**  
**THENCE SOUTH 89° 24' 29" WEST, TO SAID TRUE POINT OF BEGINNING.**

DESCRIPTION APPROVAL:

A handwritten signature in black ink is written over a rectangular official stamp. The stamp contains the text "COUNTY OF SAN BERNARDINO" at the bottom. The signature appears to be "Z. De..." with a date "3/26/02" written above it.

**EXHIBIT B**

All of that portion of the Southeast Quarter of Section 10, Township 3 South, Range 4 West, SAN BERNARDINO BASE AND MERIDIAN, as shown by United States Government Survey, particularly described as follows:

**BEGINNING** at a point on the South line of said Southeast Quarter of Section 10, which bears North 89° 24' East, 300.00 feet from the Southwest corner of said Southeast Quarter of Section 10, thence North 00° 10' West, 330.00 feet; thence North 89° 24' East, 150.00 feet; thence South 00° 10' East, 330.00 feet to a point on the South line of said Southeast Quarter of Section 10; thence South 89° 24' West, along said South line, 150.00 feet to the **POINT OF BEGINNING**,

**EXCEPTING THEREFROM** an easement in favor of the Public over any portion thereof included in Public Highway. Said property is also shown on Record Survey on file in Book 6, Page 23, of Records of Survey, records of Riverside County, California.

**ALSO EXCEPTING THEREFROM** the Southerly 50.00 feet thereof as deceded to the County of Riverside for road purposes.

08-Riv-215-34.0-7728 (7728-1)

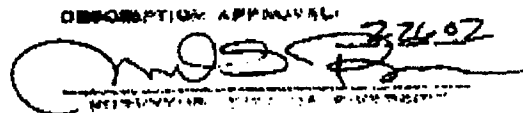
DESCRIPTION APPROVAL:  
  
\_\_\_\_\_  
REGISTERED PROFESSIONAL SURVEYOR

EXHIBIT B - 1 of 2

CIA 1047

**EXHIBIT B (continued)**

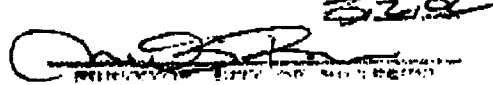
For freeway purposes, that portion of the Southeast Quarter of Section 10, Township 3 South, Range 4 West, SAN BERNARDINO MERIDIAN, as shown by United States Government Survey, described as follows:

**BEGINNING** at a point of the West line of the Southeast Quarter of said Section 10, distant North 00° 32' 52" East, 563.74 feet from the Southwest corner thereof; thence South 26° 51' 09" East, 196.83 feet; thence North 65° 10' 50" East, 100.30 feet; thence South 27° 30' 41" East, 144.73 feet; thence South 60° 11' 00" West, 102.04 feet; thence South 28° 37' 34" East, 184.19 feet; thence South 61° 43' 56" East, 55.46 feet to an East boundary line of that certain parcel of land conveyed to Lynda L. Ward, et al., by Deed recorded July 14, 1983, as Instrument No. 140672, Official Records of said County; thence along said Ward boundary lines the following (7) seven courses;

- (1) North 0° 32' 52" East, 265.89 feet;
- (2) South 89° 52' 19" East, 265.85 feet;
- (3) North 00° 32' 52" East, 262.75 feet;
- (4) South 89° 52' 19" East, 10.00 feet;
- (5) North 00° 32' 52" East, 375.25 feet;
- (6) North 89° 52' 03" West, 575.85 feet;
- (7) South 00° 32' 52" West, 404.30 feet to the POINT of BEGINNING.

The bearings and distances used in the above descriptions are on the California Coordinate System of 1927, Zone VI. Multiply distances shown by 1.0000702 to obtain ground level distances.

DESCRIPTION APPROVED

A handwritten signature in black ink is written over a rectangular stamp. The signature appears to be "C. J. [unclear]". The stamp contains the text "DESCRIPTION APPROVED" and "RECORDED" with some illegible text below it.**EXHIBIT B - 2 of 2**

CIA 1047

**CERTIFICATE**

I, Mai Ly Marsh, Assistant Secretary of BP WEST COAST PRODUCTS LLC, a Delaware limited liability company, do hereby certify that at a meeting of the Board of Directors of said company held at Chicago, Illinois on September 26, 2001 which meeting a quorum was present and voting throughout, the following resolution was duly adopted:

RESOLVED, That any Assistant Vice President of the Company is hereby authorized and empowered in the name and on behalf of the Company to make, execute, authenticate, acknowledge and deliver any contract, agreement, release, assignment, lease, conveyance, deed, transfer of real or personal property, grant of public utility easement, bond, proxy, or any other instruments similar or dissimilar to the preceding, other than borrowings, guaranties, and pledges, which that Assistant Vice President may deem necessary or proper in connection with the business of the division or the unit to which said Assistant Vice President is assigned, without further act or resolution of this Board, and the Corporate Secretary, the Associate Corporate Secretary and any Assistant Secretary are hereby severally authorized and empowered to affix the corporate seal to any such papers or documents and to attest the same in cases where such action is necessary or appropriate.

I further certify that the foregoing resolution is still in full force and effect and has not been amended or rescinded.

WITNESS my hand and the seal of this Company this 2<sup>nd</sup> day of April, 2002.



Mai Ly Marsh  
Assistant Secretary