

RECORDING REQUESTED BY:

202962

WHEN RECORDED MAIL TO:

City Clerk
City of Riverside
City Hall, 3900 Main Street
Riverside, California 92522

Project: Zoning Case MP-4-778 (Revised)

RECEIVED FOR RECORD
AT 1:00 O'CLOCK

JUN - 3 1992

Recorded in Official Records
of Riverside County, California

Miss [Signature] Recorder
Fees \$ 2.00

[Handwritten signature]

COVENANT AND AGREEMENT
AND DECLARATION OF RESTRICTIONS

THIS COVENANT AND AGREEMENT AND DECLARATION OF RESTRICTIONS is made and entered into this 13th day of January, 1992 by CONNECTICUT GENERAL LIFE INSURANCE COMPANY, on behalf of its Closed End Real Estate Fund II ("Declarant") with reference to the following facts:

A. Declarant is the owner of the fee interest in the real property (the "Property") located in the City of Riverside, County of Riverside, State of California, described in Exhibit A, attached hereto and incorporated herein by this reference. The Property consists of an existing industrial park of approximately 23.5 acres situated at the southeast corner of Chicago and Marlborough Avenues in the Manufacturing Park ("MP") Zone and the Business Park ("BP") Combining Zone. Adequate parking is provided within the existing parking area to serve the entire site; however, with the adoption of the Business Park ("BP") Combining Zone, more intensive commercial and office uses have been permitted and most are located in that portion of the complex facing Chicago Avenue.

B. Declarant has filed a revised plot plan with the City of Riverside (the "City") as required by Section 19.46.130 of the Riverside Municipal Code in Zoning Case MP-4-778 (Revised) to revise the approved plot plan to expand the parking area within the existing site to provide 156 additional compact and standard size parking spaces within a portion of the street side landscaped setback along Chicago Avenue. The staff of the Planning Department submitted a conceptual alternate design to the Planning Commission which provided for 102 additional spaces rather than the 156 proposed by Declarant. The Planning Commission of the City of Riverside approved the revised plot plan in Zoning Case MP-4-778 (Revised) based upon the 102 additional compact and standard size parking space in accordance with the conceptual staff alternate design.

C. As a condition to the approval of a revised plot plan in Zoning Case MP-4-778 (Revised) and the granting of a

EXHIBIT "A"

PARCEL 1:

That portion of Block 6 of the Wilbur Tract as shown by map on file in Book 4 at Page 36 of Maps, records of San Bernardino County, California, and that portion of Suman (Suman) Avenue as vacated by resolution recorded December 29, 1975, as Instrument No. 161249 of Official Records of Riverside County, California, described as follows:

BEGINNING at the Northeast corner of said Block 6;

THENCE North 89° 49' 38" West, along the North line of said Block 6, a distance of 363.00 feet;

THENCE South 00° 01' 40" East, parallel with the West line of said Block 6, a distance of 323.01 feet;

THENCE North 89° 49' 16" West, a distance of 225.14 feet to the East line of that certain parcel of land conveyed to the City of Riverside by deed filed for record January 19, 1962, as Instrument No. 6055 of Official Records, of Riverside County, California;

THENCE South 00° 01' 40" East, along said East line and its southerly prolongation, a distance of 338.96 feet to the centerline of said Suman (Suman) Avenue;

THENCE North 89° 48' 35" East, along the centerline of said Suman (Suman) Avenue, a distance of 588.37 feet to a point on the southerly prolongation of the easterly line of said Block 6;

THENCE North 00° 02' 30" West, along the easterly line of Block 6 and its southerly prolongation, a distance of 662.16 feet to the point of beginning.

Except that portion conveyed to the City of Riverside by Grant Deed recorded April 17, 1978 as Instrument No. 72724.

PARCEL 2:

The North 1/2 of Lot 9 of Wilbur Tract as shown by map on file in Book 4 Page 36 of Maps, San Bernardino County Records.

Said Parcel is also shown as all of Parcel 3 on Record of Survey on file in Book 34 Page 99 of Records of Survey, Riverside County Records, together with the South 1/2 of Suman (Suman) Avenue, lying westerly of the northerly prolongation of the easterly line of Lot 9 of Wilbur Tract in Map Book 4 Page 36 as vacated by Resolution recorded December 29, 1965 as Instrument No. 161249 of Official Records of Riverside County, California.

Except that portion conveyed to the City of Riverside by Grant Deed recorded April 17, 1978 as Instrument No. 72724.

PARCEL 3:

That portion of the North one-half of Block 6 of the Wilbur Tract as shown by map on file in Book 4 at Page 36 of Maps, records of San Bernardino County, California described as follows:

BEGINNING at a point on the North line of said Block 6 which bears North 89° 49' 58" West, a distance of 363.00 feet from the northeast corner of said Block 6;

THENCE South 00° 01' 40" East, parallel with the West line of said Block 6, a distance of 323.01 feet;

THENCE North 89° 49' 16" West, a distance of 225.14 feet to the East line of that certain parcel of land conveyed to the City of Riverside by deed filed for record January 19, 1962 as Instrument No. 6055 of Official Records, records of Riverside County, California;

THENCE North 00° 01' 40" West, along the East line of said parcel conveyed to the City of Riverside, a distance of 322.96 feet to the North line of said Block 6;

THENCE South 89° 49' 58" East, along the North line of said Block 6, a distance of 225.14 feet to the point of beginning.

PARCEL 4:

The South one-half of Lot 9 of the Wilbur Tract as shown by Map on file in Book 4, Page 36 of Maps, records of Riverside County, California.

Except that portion conveyed to the City of Riverside by Grant Deed recorded April 17, 1978 as Instrument No. 72724.

PARCEL 5:

Lots 1 thru 7 inclusive, of PARADISE SUBDIVISION, as shown by Map on file in Book 15, page 7 of Maps, Records of Riverside County, California.

Except that portion conveyed to the City of Riverside by Grant Deed recorded June 6, 1980 as Instrument No. 105156 and recorded September 5, 1980 as Instrument No. 162124.

PARCEL 6:

That portion of Lot 2 of Wilbur Tract, as shown by map on file in Book 4 of Maps at Page 36 thereof records of San Bernardino County, California, more particularly described as follows:

BEGINNING at a point in the West line of said Lot 2, which is 344.00 feet South at the northwest corner of said Lot, said point also being a point in the westerly extension of the North line of Parcel 2 of that certain parcel of land conveyed to Marlborough Square North, a California limited partnership by deed recorded May 12, 1980 as Instrument No. 88955 of Official Records of Riverside County, California;

THENCE continuing South along the West line of said Lot 2, a distance of 317.62 feet, to a point in the westerly extension of the South line of Parcel 1 of said parcel conveyed to Marlborough Square North, said point also being the southwest corner of said Lot 2;

THENCE East along the South line of said Lot 2, a distance of 643 feet more or less to the southeast corner of said Parcel 1, said corner also being the southeast corner of said Lot 2;

THENCE North along the east line of said Lot 2, a distance of 317.62 feet to a point in the East line of said Lot, said point also being the northeast corner of Parcel 2 of said parcel conveyed to Marlborough Square North;

THENCE West along the North line of said Parcel 2 a distance of 643 feet to the point of Beginning;

EXCEPTING therefrom the West 33.00 feet thereof included in Chicago Avenue.

ALSO EXCEPTING THEREFROM that portion of Lot 2 as conveyed to the City of Riverside by deed recorded December 15, 1978 as Instrument No. 264963 of Official Records of Riverside County, California.

Except that portion conveyed to the City of Riverside by Grant Deed recorded June 6, 1980 as Instrument No. 105156 and recorded September 5, 1980 as Instrument No. 162124.

PARCEL 7:

Lots 8 thru 13 inclusive of Paradise Subdivision, as shown by Map on file in Book 15, page 7 of Maps, Records of Riverside County, California.

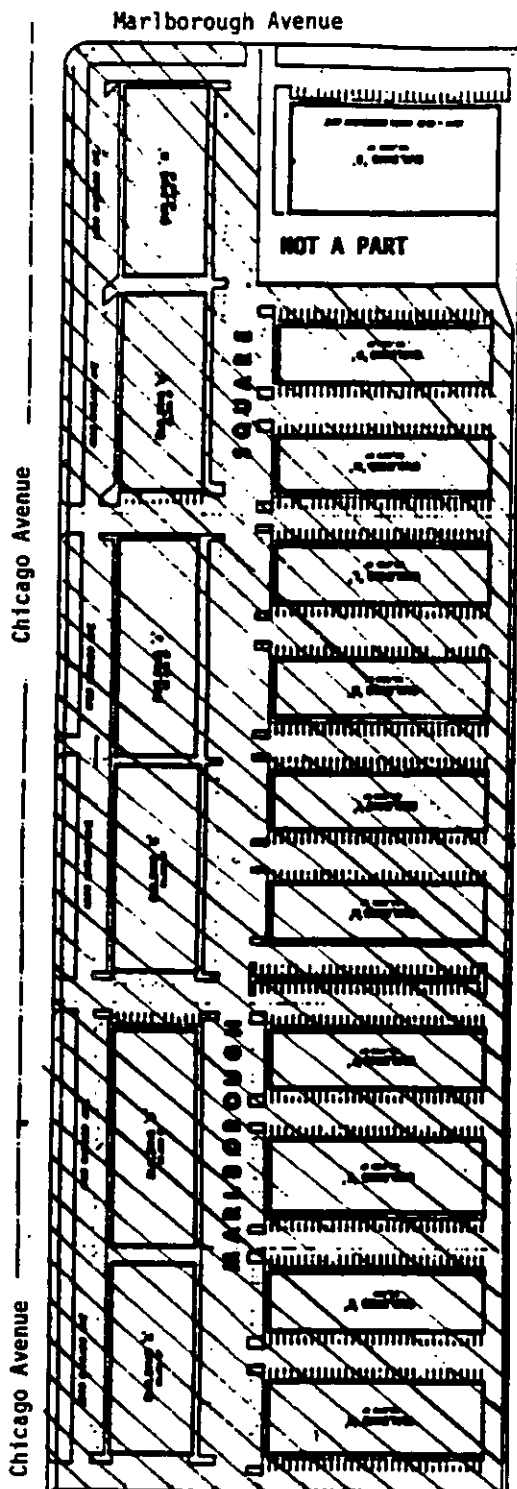
TOGETHER with an easement for drainage purposes over the southerly three feet of Lots 5, 6 and 7 of Paradise Subdivision, as shown by Map on file in Book 15, page 7 of Maps, Records of Riverside County, California.

Said land is located in the City of Riverside.

DESCRIPTION APPROVAL:

5, 21, 92
George P. Hutchinson
 SURVEYOR, CITY OF RIVERSIDE

SITE PLAN



variance to allow additional parking spaces to encroach up to 15 feet into the required 20-foot landscape setback based upon the conceptual staff alternate design, Declarant is required to execute and record a covenant and agreement that specifies that additional parking which is allowed by the variance shall not be used for determining building square footage/parking space use ratios associated with the leasing of the buildings on the Property.

X

NOW, THEREFORE, incorporating the above recitals and for the purpose of complying with a condition imposed by the City for the approval of the revised plot plan in Zoning Case MP-4-778 (Revised) and the granting of a variance to allow 102 additional parking spaces to encroach into the required 20-foot landscaped setback on Chicago Avenue, the Declarant does, for itself and its successors and assigns, hereby agree and acknowledge that additional parking spaces encroaching into the required 20-foot setback will not be used for the purpose of determining the number of parking spaces available in the calculation of the building square footage/parking space use ratios set forth in Section 19.74.010 of the Riverside Municipal Code, or as said section may hereafter be amended, for any future changed use of the buildings on the Property or for new buildings on the Property.

The terms of this Covenant and Agreement and Declaration of Restrictions may be enforced by the City and its successors and assigns. Should the City bring an action to enforce any of the terms, the prevailing party shall be entitled to court costs, including reasonable attorneys' fees.

The terms of this Covenant and Agreement and Declaration of Restrictions shall run with the land and each and every term thereof shall be binding upon Declarant and its successors and assigns and shall continue in effect until such time as released by the City Council of the City.

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

CONNECTICUT GENERAL LIFE
INSURANCE COMPANY, on behalf of its
Closed End Real Estate Fund II
CIGNA Investments, Inc.

APPROVED AS TO CONTENT

J. O. Belin
Planning Department

By Jean M. Anderson
Jean M. Anderson
Title VICE PRESIDENT

By _____
Title _____

APPROVED AS TO FORM:

[Signature]
Chief Assistant City Attorney

BP/3174A/jm
12/27/91