

Recording Requested by)
County of Santa Barbara)
_____)
When Recorded Return to the)
Clerk of the Board of Supervisors)
County of Santa Barbara)
105 East Anapamu Street)
Santa Barbara, California 93101)
_____)

SHORT FORM LAND CONSERVATION CONTRACT
Incorporating Board of Supervisors Resolutions and
Long Form Contract by Reference
07AGP-00000-00035

THIS LAND CONSERVATION CONTRACT, by and between Daniel H. Gainey, Trustee of the Daniel H. Gainey Trust, Dated March 30, 1998, as to an undivided twenty-five percent interest, DMC Holdings, LLC a California limited liability company as to an undivided twenty-five percent interest and Gainey Management, LLC a Colorado Limited Liability Company, as to an undivided fifty percent interest hereinafter referred to as "OWNER" and the COUNTY OF SANTA BARBARA, a political subdivision of the State of California, hereinafter referred to as "COUNTY".

WITNESSETH:

WHEREAS, OWNER possesses certain real property situated in the County of Santa Barbara, State of California, hereinafter referred to as "THE SUBJECT PROPERTY," and more particularly described in Exhibit A attached hereto and by this reference incorporated herein; and

WHEREAS, THE SUBJECT PROPERTY is now devoted to agricultural uses and uses compatible thereto; and

WHEREAS, the parties hereto desire to create an "agricultural preserve," consisting of THE SUBJECT PROPERTY, to be established by COUNTY by resolution and by this contract, and to be designated as the **Gainey Agricultural Preserve Name, 07AGP-00000-00035, Assessor Parcel Numbers 141-440-015, -022, and -025, 138.36 acres; replacing a portion of 90-AP-016 and 99-AP-024 with zoning of AG-II-100, and AC Comprehensive Plan designation restrictions.**

NOW, THEREFORE, both OWNER and COUNTY, in consideration of the mutual promises, covenants and conditions to which reference is made herein and substantial public benefits to be derived therefrom, do hereby agree as follows:

FIRST: THE SUBJECT PROPERTY shall be subject to all restrictions and conditions adopted or to be adopted by resolutions and minute orders by the Board of Supervisors of the County of Santa Barbara, California, including without limitation those recorded on November 5, 1971, as Inst. No. 36187, Bk. 2371, pg. 404; January 3, 1972, as Inst. No. 57, Bk. 2381, page 794; October 30, 1974, as Instr. No. 38788, Bk. 2539, pg. 258; November 10, 1975, as Instr. Nos. 40442 and 40443, Bk. 2592, pgs. 1763 and 1767; December 11, 1975, as Instr. No. 44871, Bk. 2595, pg. 2134; May 20, 1977, as Reel No. 77-24881; July 11, 1977, Reel No. 77-34734; November 14, 1978, Reel No. 78-52990; October 15, 1980, Reel No. 80-41873, and November 2, 2007, Reel No. 2007-0077408 of the Official Records of the County of Santa Barbara, California, and IT IS MUTUALLY AGREED that the conditions and restrictions set forth in said resolutions and minute orders are adopted and incorporated herein and made a part hereof

as though fully set forth herein at length, and the OWNER will observe and perform said provisions.

SECOND: In consideration of the promises, OWNER shall indemnify and save harmless COUNTY from and against any and all claims, liability, suits, damages, costs including reasonable attorney's fees, losses and expenses in any manner resulting from, arising out of, or connected with the use of any Surveyor's Map depicting the preserve and the description of THE SUBJECT PROPERTY attached hereto.

THIRD: This Contract shall be effective as of the first day of January, 2009, and shall remain in effect for a period of ten (10) years from each succeeding January first.

IN WITNESS WHEREOF, the County of Santa Barbara has executed this Contract on _____.

ATTEST:

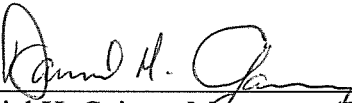
CLERK OF THE BOARD

By: _____
Deputy Clerk

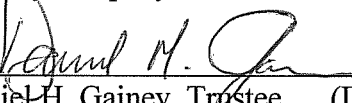
COUNTY OF SANTA BARBARA

By: _____
Chairman, Board of Supervisors
Salud Carbajal

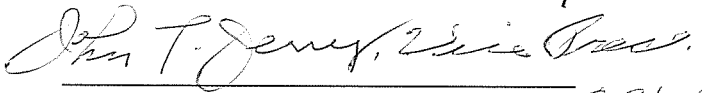
OWNERS:



Daniel H. Gainey, Manager (Date)
DMC Holdings, LLC, a California limited liability company



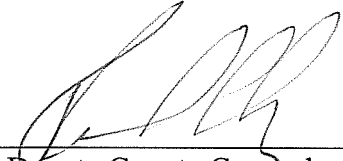
Daniel H. Gainey, Trustee (Date)
Daniel H. Gainey Trust, dated March 30, 1998

GAINNEY MANAGEMENT LLC by:


John L. Jerry, V.P. Manager (Date) 3-26-08
US Bank National Association, Successor
Trustee of the Daniel J. Gainey 1975 Trust
MANAGER

APPROVED AS TO FORM:

DANIEL J. WALLACE
COUNTY COUNSEL

By: 

Deputy County Counsel

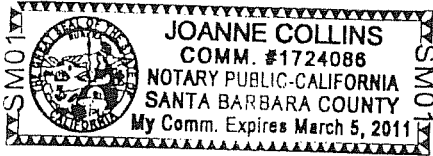
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CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California
 County of Santa Barbara } ss.

On 3-18-08 before me, Joanne Collins, personally appeared Daniel H Gainey, who

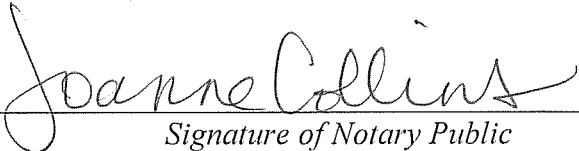
proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



(Seal)

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 of Notary Public

OPTIONAL

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

CAPACITY CLAIMED BY SIGNER (PRINCIPAL)

- Individual
- Corporate Officer

Title

- Partner(s) Limited
- General

- Attorney-in-Fact
- Trustee(s)
- Guardian/Conservator
- Other:

DESCRIPTION OF ATTACHED DOCUMENT

Short Form Land Conservation Contract

Title or Type of Document

4

Number of Pages

Date of Document

Absent Signer (Principal) is Representing:

Signer(s) Other Than Name(s) Above

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

State of Minnesota

County of Ramsey

} ss.

On 3-26-2008 before me, Elizabeth A. Parker, personally appeared John L. Jerry, 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 capacity and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



(Seal)

I certify under PENALTY OF PERJURY under the laws of the State of Minnesota that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


Signature of Notary Public

OPTIONAL

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

CAPACITY CLAIMED BY SIGNER (PRINCIPAL)

- Individual
 Corporate Officer

Title

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 Guardian/Conservator
 Other:

DESCRIPTION OF ATTACHED DOCUMENT

Short Form Land Conservation Contract

Title or Type of Document

4

Number of Pages

Date of Document

Absent Signer (Principal) is Representing:

Signer(s) Other Than Names (s) Above

Agricultural Preserve
No. 07AGP-00000-00035

Legal Description

APN: 141-440-15,27,28

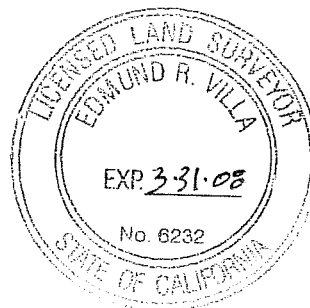
Parcel 3 of Lot Line Adjustment No. 99-LA-011 in the County of Santa Barbara, State of California, recorded October 26, 2000 in Book 170, Page 60 and 61 of Record of Surveys, in the Office of the County Recorder of said County, described as follows:

That portion of the Rancho Canada De Los Pinos, or College Rancho, as shown on the map of the subdivision thereof filed in the Office of the County Recorder of Santa Barbara County, State of California, August 8, 1888 and being Map No. 4, in Rack No. 3, in the office of the County Recorder of said County, described as follows:

Beginning at the Southwesterly corner of Lot "A" of Sanjo Cota Tract as shown on map recorded in Book 8, Page 60, of Maps and Surveys, in the Office of said County Recorder;

thence (1), South 69 ° 31' 00" East, along the Southerly line of said Lot "A", 1356.70 feet to and angle point in the Southerly line of said Lot "A";
thence (2), continuing along the Southerly line of said Lot "A", South 75 ° 45' 00" East 1195.40 feet to the Southeasterly corner of said Lot "A";
thence (3), North 00 ° 17' 00" East, along the Easterly line of said Lot "A", 827.40 feet;
thence (4), continuing along the Easterly line of said Lot "A", North 00 ° 26' 00" West 656.00 feet to the Northeast corner of said Lot "A";
thence (5), North 00 ° 37' 20" West 654.79 feet to a 2" survey pipe;
thence (6), North 00 ° 21' 30" West, along the Westerly boundary of The Con Murphy Tract as shown on said Book 6, Page 92 of Maps and Surveys, 691.83 feet;
thence (7), leaving said Westerly boundary of the Con Murphy Tract, South 89 ° 38' 30" West 475.06 feet;
thence (8), South 00 ° 21' 30" East 952.39 feet;
thence (9), South 14 ° 43' 58" West 879.73 feet;
thence (7), North 76 ° 06' 59" West 258.13 feet;
thence (8), South 69 ° 15' 57" West 304.52 feet;
thence (9), South 84 ° 42' 49" West 146.58 feet;
thence (10), North 39 ° 12' 42" West 223.21 feet;
thence (11), South 88 ° 46' 14" West 781.08 feet to a point on the Northwesterly line of said Lot "A";
thence (12), South 19 ° 00' 00" West, along said Northwesterly line of Lot "A", 371.85 feet to the common boundary line between Rancho Lomas De La Purificacion and Rancho Canada De Los Pinos or College Rancho and the point of beginning.

APPROVED AS TO FORM
AND SURVEY CONTENT
Deputy County Surveyor
Edmund R. Villa
FOR: MICHAEL B. EMMONS, PLS 5899
COUNTY SURVEYOR
LICENSE EXP. 12-31-08



Agricultural Preserve
No. 07AGP-00000-00035

APN# 141-440-25.

Lot 1 of Tract 14 of the Canada de los Pinos or College Rancho, in the County of Santa Barbara, State of California, according to the map thereof recorded in the office of the County Recorder of said County on August 8, 1888 on Map No. 4, Rack 3.

Except that portion conveyed to Pierre C. Merillon et ux., in the deed recorded December 21, 1950 in Book 959, Page 281 of Official Records.

Said land being the parcel of land described in the deed from Francis Mora, Roman Catholic Bishop of Monterey, a corporation sole to W. S. Burgin recorded in the Office of the County Recorder of Santa Barbara County on August 26, 1889 in Book 25, Page 293 of Deeds. Except that portion conveyed to Pierre C. Merillon in Book 959, Page 281, Official Records.

Said land is described in a County of Santa Barbara Certificate of Compliance recorded July 20, 1993 as Instrument No. 93-56353 of Official Records, records of said County.

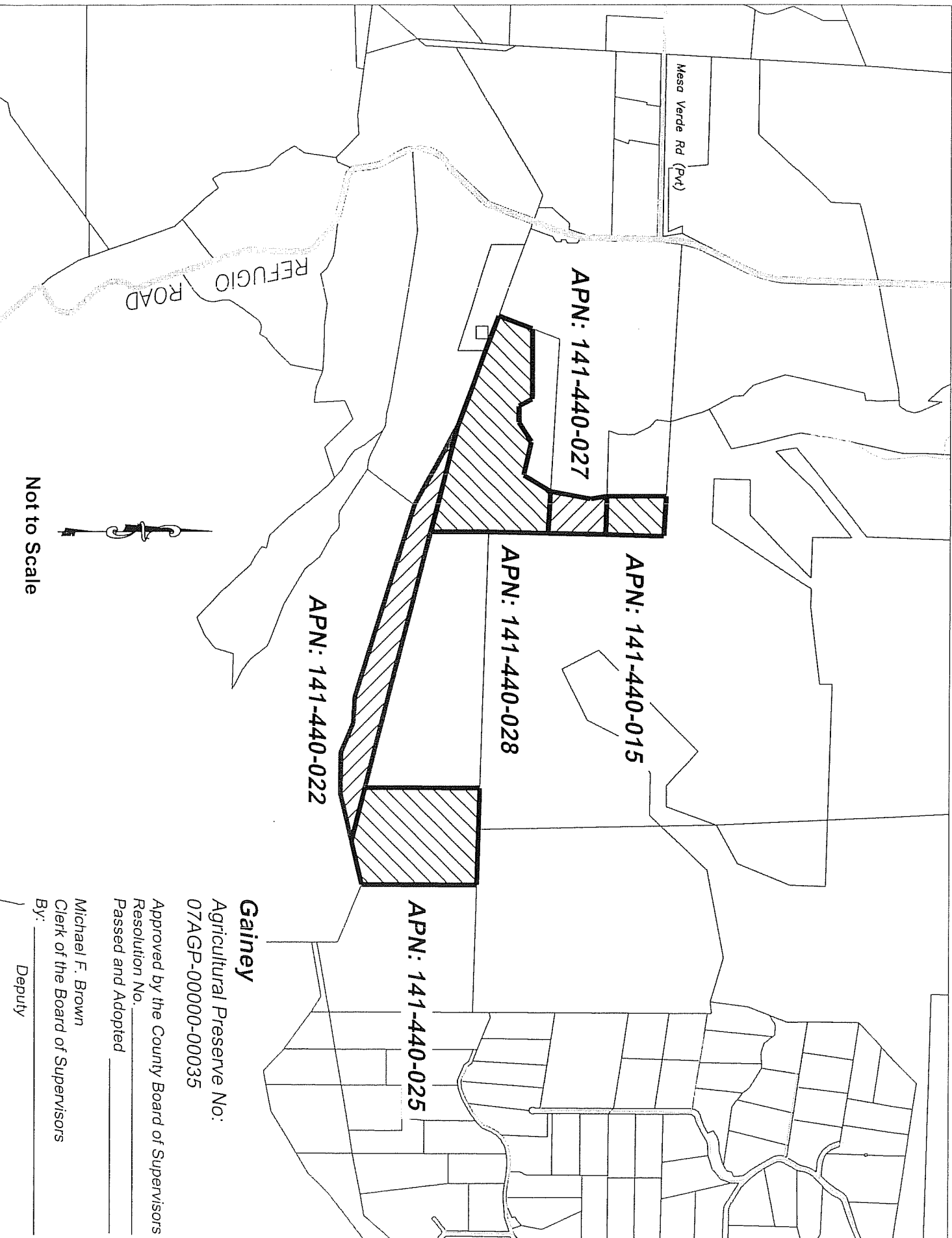
APN: 141-440-22

That portion of the Rancho Lomas de la Purificacion, in the County of Santa Barbara, State of California, according to the Map of Patent thereof recorded in the office of the County Recorder of said County on July 20, 1872 in Book A, Page 100 of Patents described as follows:

Beginning at the most Easterly corner of Parcel "A" of Parcel Map No. 13,099 as shown on the map thereof filed in Book 26, Pages 91, 92 and 93 of Parcel Maps in the office of the County Recorder of said County, thence North 60° 53' 30" West along the Northeasterly line of said Parcel "A" to the Northerly line of said Rancho Lomas de la Purificacion;
thence South 75° 45' East along the Northerly line of said Rancho to the point of intersection with the Northerly line of Parcel "A" of Parcel Map No. 12,526 as shown on the map thereof filed in Book 19, Pages 19, 20 and 21 of Parcel Maps in the office of the County Recorder of said County;
thence South 76° 37' West along said last mentioned Northerly line of Parcel "A" of Parcel Map 12,526 to an angle point therein;
thence continuing along said Northerly line the following courses and distances, North 89° 01' West 466.38 feet, North 66° 24' West 351.86 feet, North 72° 37' West 2249.12 feet to the point of beginning.

Being a portion of said Rancho conveyed to John J. Mitchell by deed recorded September 29, 1929 in Book 183, Page 540 lying Northerly of those portions conveyed by John J. Mitchell to Pierre C. Merillon et ux. by the deed recorded December 21, 1950 in Book 959, Page 281 of Official Records and by deed recorded November 14, 1949 in Book 883, Page 445 of Official Records.

Said land is described in a County of Santa Barbara Certificate of Compliance recorded October 13, 1993 as Instrument No. 93-80708 of Official Records, records of said County.



Gainey
Agricultural Preserve No:
07AGP-00000-00035

Approved by the County Board of Supervisors
Resolution No. _____
Passed and Adopted _____

Michael F. Brown
Clerk of the Board of Supervisors
By: _____
Deputy