

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-00000-00003

THIS LAND CONSERVATION CONTRACT, by and between Machado Ranch, LLC, a California limited liability company 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 Machado Ranch LLC Agricultural Preserve, 07AGP-00000-00003, Assessor Parcel Numbers 099-100-008, -021 (portion of), 099-610-012, -013, 1,101 acres; replacing a portion of 69-AP-044 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

OWNER:

Joanne Garrick
Joanne Garrick, Managing Member Date

Barbara Satterfield
Barbara Satterfield, Managing Member Date

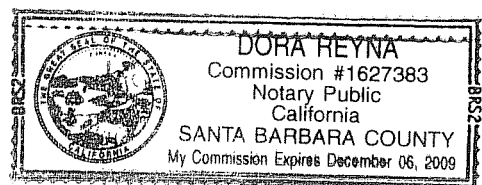
APPROVED AS TO FORM:

DENNIS MARSHALL
COUNTY COUNSEL

By: *[Signature]*
Deputy County Counsel

STATE OF CA
COUNTY OF Santa Barbara

SUBSCRIBED AND SWORN TO BEFORE ME
THIS 7th DAY OF July 2008
BY Dora Reyna
[Signature]
NOTARY PUBLIC



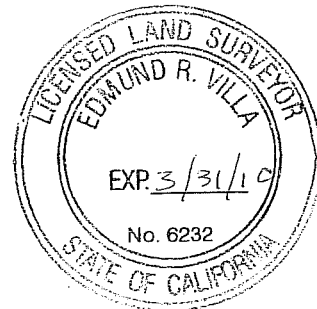
AGRICULTURAL PRESERVE

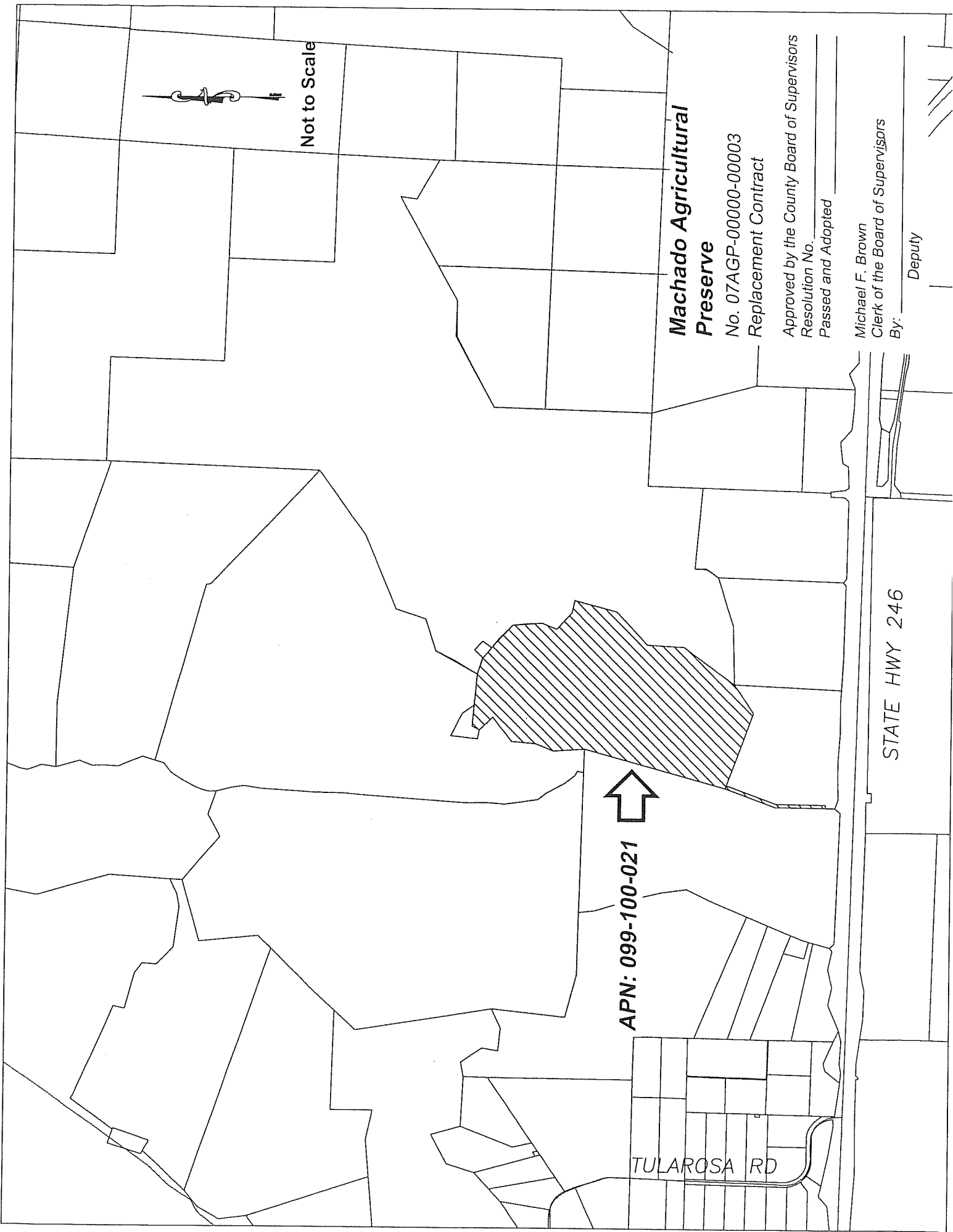
07AGP-00000-00003

Parcel 2, a portion of Rancho Santa Rita, in the County of Santa Barbara, State of California, as shown in LOT LINE ADJUSTMENT NUMBER 02-LLA-00000-00021, recorded May 23, 2008 as Instrument Number 2008-0030832 of Official Record, in the office of the County Recorder of said County.

APPROVED AS TO FORM
AND SURVEY CONTENT

Edmund R. Villa Deputy County Surveyor
For: MICHAEL B. EMMONS, PLS 5899
COUNTY SURVEYOR
LICENSE EXP. 12/31/08 2/29/08





Not to Scale



Machado Agricultural Preserve

No. 07AGP-00000-00003
Replacement Contract

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

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

APN: 099-100-021



TULAROSA RD

STATE HWY 246