



STATE OF HAWAII  
DEPARTMENT OF TRANSPORTATION  
869 PUNCHBOWL STREET  
HONOLULU, HAWAII 96813-5097

IN REPLY REFER TO:

Board of Land and Natural Resources  
State of Hawaii  
Honolulu, Hawaii

OAHU

Amendment to Prior Land Board Action Dated November 30, 2012, Agenda Item M-3, Regarding Acquisition of Private Lands and Set Aside to Department of Transportation, Harbors Division, for Maritime Purposes, Kapolei, Oahu, Hawaii, Tax Map Key: (1) 9-1-14:026 (Portion)

BACKGROUND:

At its meeting of November 30, 2012, under agenda Item M-3, the Land Board authorized the acquisition and set aside of the subject private land by the Department of Transportation from Campbell Hawaii Investor LLC, as shown on the attached Exhibit "A."

The State of Hawaii exercised its power of eminent domain and condemned a portion of Lot 9541 (Map711) of Land Court Application 1069, identified as "Lot A", consisting of 53.948 acres at Kalaeloa Barbers Point Harbor, as set forth in the Final Order of Condemnation, dated December 31, 2012 (attached Exhibit "B") and released any interest in Lot "B", consisting of 9.621 acres. As the fee owner of Lot 9541, Campbell Hawaii Investor LLC thereafter subdivided Lot 9541 into "Lot A" and "Lot B".

As a result of discussions with the Attorney General's Office, staff is seeking authority to enter into an Amended and Restate Petition for Subdivision and Registration of Land Taken by the State of Hawaii Under the Power of Eminent Domain which is needed so that legal title to Lot "A" can be conveyed to the State of Hawaii and a Joinder and Quitclaim deed to Campbell Hawaii Investor LLC releasing any interest the State may have in Lot "B"

RECOMMENDATION:

That the Board amends its prior action to authorize:

1. Execution of a Amended and Restate Petition for Subdivision and Registration of Land Taken by the State of Hawaii Under the Power of Eminent Domain for Lot "A" and a Joinder and Quitclaim Deed to Campbell Hawaii Investor LLC for Lot "B" of Land Court Application 1069, subject to
  - a. Review and approval by the Department of the Attorney General; and

Respectfully Submitted,



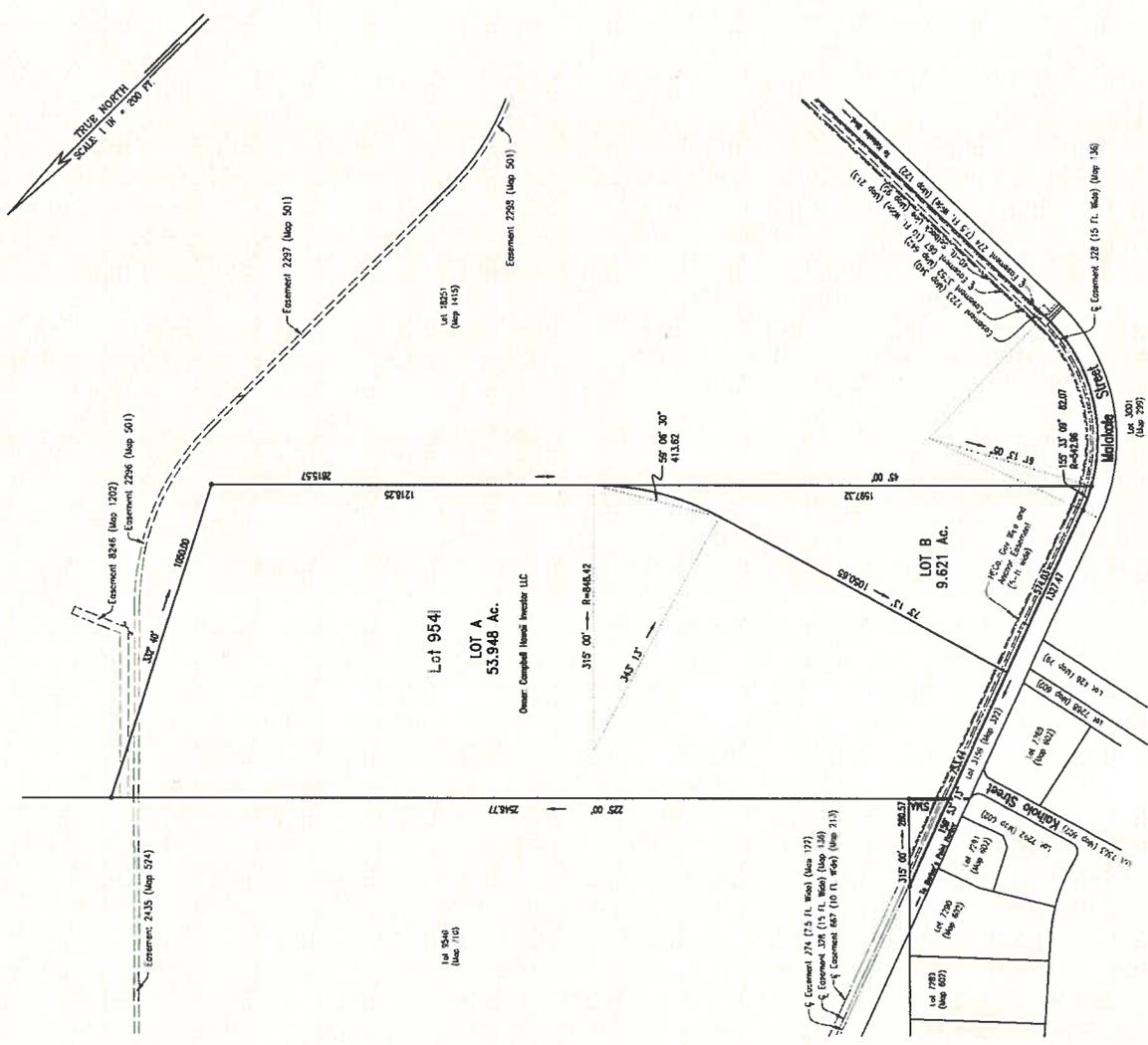
FORD N. FUCHIGAMI  
Director of Transportation

APPROVED FOR SUBMITTAL:



SUZANNE CASE, Chairperson

205446-09  
 AUG 23 2013  
 C. Robert Chalmers  
 1000



LAND COURT  
 STATE OF HAWAII

LAND COURT APPLICATION 1069  
 SUBDIVISION OF LOT 9541  
 AS SHOWN ON MAP 711  
 INTO LOTS A AND B  
 AT HONOLULULI, EWA, OAHU, HAWAII

1290 S. GARDEN ST.  
 SUITE 1200  
 HONOLULULI, HAWAII 96813  
 May 9, 2013

CONTRIBUTOR: SURVLYNG, INC.

By: *Chad J. Hahn*  
 Chad J. Hahn  
 Licensed Professional Surveyor  
 Certificate Number 11219  
 License Expires 9/14



OWNER: CAMPBELL HAWAII INVESTOR LLC  
 TRANSFER CERTIFICATE OF TITLE:

AUTHORIZED AND APPROVED BY ORDER OF THE JUDGE  
 OF THE LAND COURT DATED \_\_\_\_\_  
 BY ORDER OF THE COURT.

REGISTRAR OF THE LAND COURT

EXHIBIT "A"

NE/ORD

# EXHIBIT "B"



STATE OF HAWAII  
OFFICE OF ASSISTANT REGISTRAR  
RECORDED

January 7, 2013 12:00 PM

Doc No(s) T-8407302  
on Cert(s) 600219  
Issuance of Cert(s)

13 MAR 19 AIO:46

HARBORS DIVISION



1 1/1 VKK  
B-32192015

/s/ NICKI ANN THOMPSON  
ASSISTANT REGISTRAR

LAND COURT

REGULAR SYSTEM

Return By Mail  Pick-Up  To:

CARLSMITH BALL LLP  
ASB Tower, Suite 2200  
1001 Bishop Street  
Honolulu, Hawaii 96813

Attention: Mark K. Murakami  
Telephone: 808.523.2561

**TITLE OF DOCUMENT:**

**FINAL ORDER OF CONDEMNATION**

**PARTIES TO DOCUMENT:**

**Plaintiff:** STATE OF HAWAII, by its Attorney General,

**Defendants:** CAMPBELL HAWAII INVESTOR LLC, a Hawaii limited liability company; et al.,

**TAX MAP KEY(S):** (Oahu) 9-1-014-026  
Certificate of Title No. 600,219

(This document consists of 12 pages.)

The law firm of Carlsmith Ball LLP requests the recordation of this Final Order of Condemnation entered in favor of the State of Hawaii, against Campbell Hawaii Investor LLC, a Hawaii limited liability company; et al. filed in *State of Hawaii v. Campbell Hawaii Investor LLC et al.*; Circuit Court of the First Circuit, State of Hawaii; Civil No. 12-1-3161-12 on January 4, 2013.

1ST CIRCUIT COURT  
STATE OF HAWAII  
FILED

2013 JAN -4 AM 9:40

N. ANAYA  
CLERK

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Attorneys for Plaintiff  
STATE OF HAWAII

IN THE CIRCUIT COURT OF THE FIRST CIRCUIT  
STATE OF HAWAII

STATE OF HAWAII, by its  
Attorney General,

Plaintiff,

vs.

CAMPBELL HAWAII INVESTOR LLC, a  
Hawaii limited liability company; JOHN  
DOES 1-100; MARY ROES 1-100; DOE  
PARTNERSHIPS 1-100; DOE TRUSTS 1-  
100; DOE ENTITIES 1-100; DOE ESTATES  
1-100; and DOE CORPORATIONS 1-100,

Defendants.

) CIVIL NO. 12-1-3161-12 PWB  
) (Condemnation)

) FINAL ORDER OF CONDEMNATION;  
) EXHIBIT "A"

**FINAL ORDER OF CONDEMNATION**

Pursuant to the Stipulation for Entry of Judgment and Final Order of  
Condemnation and for Withdrawal of Condemnation Proceeds; Order filed December 24,  
2012,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED:

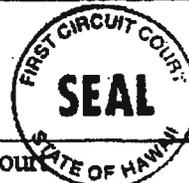
I do hereby certify that this is a full, true, and  
correct copy of the original on file in this office.

1. That Lot A, together with any and all improvements situated thereon and appurtenances thereunto belonging, in fee simple absolute, is hereby condemned for the construction, management, control, and maintenance of a public harbor, located at Kalaeloa Barbers Point in Ewa, on the island of Oahu, in the state of Hawaii, and title to Lot A, together with all improvements thereon and appurtenances thereunto belonging, in fee simple absolute, is hereby vested in the State of Hawaii, free and clear of all liens and encumbrances, subject to those interests held in favor of Chevron U.S.A. Inc., a Pennsylvania corporation; Tesoro Hawaii corporation, a Hawaii corporation, now known as Tesoro Hawaii, LLC, a Hawaii limited liability company; Hawaiian Electric Company, Inc., a Hawaii corporation; AES Hawaii, Inc., a Delaware corporation; Hawaii MMD, LLC, a Maryland limited liability company; Aloha Petroleum, Ltd., a Hawaii corporation; Grace Pacific Corporation, a Hawaii corporation; and those conditions imposed by the state land use commission and the City and County of Honolulu.

2. That the aforesaid Lot A, together with any and all improvements situated thereon and appurtenances thereunto belonging, and those interests described hereinabove that are not being acquired in this condemnation action, are described in Exhibit "A", which is attached hereto and made a part hereof.

DATED: Honolulu, Hawaii, DEC 31 2012

*Patrick W. Border*  
Judge of the above-entitled Court



-----  
STATE OF HAWAII vs. CAMPBELL HAWAII INVESTOR LLC, a Hawaii limited liability company; et al., Civil No. 12-1-3161-12 PWB; **Final Order of Condemnation.**



**SUBJECT HOWEVER TO THE FOLLOWING:**

1. Real Property Taxes, if any, that may be due and owing.

Tax Key: (1) 9-1-014-026 Area Assessed: 2,769,066 sq ft

2. Any and all matters not shown in the Indices described in Schedule A.

3. SETBACK (40 feet wide)

PURPOSE : building  
SHOWN : on Map 95, as set forth by Land Court Order No. 17311, filed July 14, 1959

4. DESIGNATION OF EASEMENT "274"

SHOWN : on Map 122, as set forth by Land Court Order No. 18747, filed February 20, 1961

5. DESIGNATION OF EASEMENT "328"

SHOWN : on Map 136, as set forth by Land Court Order No. 20480, filed September 21, 1962

6. GRANT

TO : STANDARD OIL COMPANY OF CALIFORNIA, a Delaware corporation

DATED : July 19, 1963

FILED : Land Court Document No. 319901

GRANTING : a nonexclusive, perpetual easement for underground pipeline purposes over said Easement "328"

The interest of STANDARD OIL COMPANY OF CALIFORNIA, a Delaware corporation, was assigned to CHEVRON U.S.A. INC., a California corporation, by instrument dated July 10, 1978, filed as Land Court Document No. 891877.

-Note:- Land Court Order No. 101921, filed April 27, 1991, sets forth that CHEVRON U.S.A. INC., a California corporation, was merged into and became part of GULF OIL CORPORATION, a Pennsylvania corporation, with GULF OIL CORPORATION, a Pennsylvania corporation, being the surviving corporation to the merger. GULF OIL CORPORATION, a Pennsylvania corporation, changed its name to CHEVRON U.S.A. INC., a Pennsylvania corporation.

7. DESIGNATION OF EASEMENT "667"

PURPOSE : fuel line  
SHOWN : on Map 213, as set forth by Land Court Order No. 14823, filed March 24, 1972

8. -AS TO EASEMENT "667":-

LEASE

TO : HAWAIIAN INDEPENDENT REFINERY, INC., a Delaware corporation  
DATED : June 27, 1972  
FILED : Land Court Document No. 589016  
LEASING : an easement for underground pipelines, etc. over said Easement "667", for a term commencing January 1, 1972 and ending April 30, 2019

ABOVE LEASE AMENDED BY INSTRUMENT

DATED : December 20, 1972  
FILED : Land Court Document No. 617459

ABOVE LEASE FURTHER AMENDED BY INSTRUMENT

DATED : November 23, 2004  
FILED : Land Court Document No. 3224609

- Notes:- (a) The above Lease has been amended by other recorded amendments which are not noted on Transfer Certificate of Title referred to herein.
- (b) Land Court Order No. 161667, filed June 8, 2005, sets forth the change of name of HAWAIIAN INDEPENDENT REFINERY, INC. to BHP PETROLEUM AMERICAS REFINING, INC. and the change of name of BHP PETROLEUM AMERICAS REFINING, INC. to TESORO HAWAII CORPORATION.

THE LESSOR'S INTEREST ASSIGNED

ASSIGNOR : C.R. CHURCHILL, D.A HEENAN, RICHARD W. GUSHMAN, II, AND RONALD J. ZLATOPER, THE DULY APPOINTED, QUALIFIED AND ACTING TRUSTEES UNDER THE WILL AND OF THE ESTATE OF JAMES CAMPBELL, DECEASED, acting in their fiduciary and not in their individual capacity

ASSIGNEE : HAWAII MMGD, LLC, a Maryland limited liability company

DATED : June 15, 2005  
FILED : Land Court Document No. 3282581

Said Lease is subject to any matters arising from or affecting the same.

9. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANTS

DATED : March 17, 1983  
FILED : Land Court Document No. 1157370

10. DESIGNATION OF EASEMENT "2296" (15 feet wide)

PURPOSE : conveyor  
SHOWN : on Map 501, as set forth by Land Court Order No. 16769, filed February 2, 1990

11. The terms and provisions contained in the following:

INSTRUMENT : DOCUMENT LISTING CONDITIONS TO RECLASSIFICATION

DATED : July 2, 1990  
FILED : Land Court Document No. 1758295

12. -AS TO EASEMENT "2296":-

UNRECORDED EASEMENT AGREEMENT

LESSOR : THE TRUSTEES UNDER THE WILL AND OF THE ESTATE OF JAMES CAMPBELL, DECEASED, acting in their fiduciary and not in their individual corporate capacities

LESSEE : AES BARBERS POINT, INC., a Delaware corporation

DATED : August 23, 1990, but effective as of August 20, 1990

LEASING : an irrevocable, non-exclusive easement for bulk material conveying system from Barbers Point Harbor across said Easement "2296", appurtenant to the property described in Exhibit "B" attached thereto, for a term expiring not later than March 31, 2040

MEMORANDUM OF EASEMENT AGREEMENT dated August 23, 1990, but effective as of August 20, 1990, filed as Land Court Document No. 1763501.

-Note:- Land Court Order No. 130157, filed January 15, 1998, sets forth the name change of AES BARBERS POINT, INC., a Delaware corporation to AES HAWAII, INC., a Delaware corporation, on September 11, 1997.

**THE LESSOR'S INTEREST ASSIGNED**

**ASSIGNOR** : C.R. CHURCHILL, D. A. HEENAN, RICHARD W. GUSHMAN, II, and RONALD J. ZLATOPER, the duly appointed, qualified and acting Trustees under the Will and of the Estate of James Campbell, Deceased, acting in their fiduciary and not in their individual capacities

**ASSIGNEE** : HAWAII MMGD, LLC, a Maryland limited liability company

**DATED** : June 15, 2005  
**FILED** : Land Court Document No. 3282581

Said Lease is subject to any matters arising from or affecting the same.

**13. The terms and provisions contained in the following:**

**INSTRUMENT** : UNILATERAL AGREEMENT AND DECLARATION FOR CONDITIONAL ZONING

**DATED** : August 21, 1992  
**FILED** : Land Court Document No. 1947346  
**PARTIES** : THE TRUSTEES UNDER THE WILL AND OF THE ESTATE OF JAMES CAMPBELL, DECEASED

**14. DESIGNATION OF EASEMENT "J752"**

**PURPOSE** : pipeline  
**SHOWN** : on Map 642, as set forth by Land Court Order No. 111916. Filed May 26, 1993

15. -AS TO EASEMENT "3752":-

**UNRECORDED LEASE**

LESSOR : THE TRUSTEES UNDER THE WILL AND OF THE ESTATE OF JAMES CAMPBELL, DECEASED, and ROADS, LLC, a Hawaii limited liability company

LESSEE : TESORO HAWAII CORPORATION, a Hawaii corporation

DATED : June 20, 2001

TERM : commencing as of November 1, 1990 and ending on April 30, 2019

A SHORT FORM LEASE is dated June 20, 2001, filed as Land Court Document No. 3716848.

**ABOVE LEASE AMENDED BY INSTRUMENT**

DATED : January 17, 2005

FILED : Land Court Document No. 3224610

RE : Exhibit "A" of the Lease is further amended by adding, at the end of Exhibit "A", the property descriptions for the Additional Easements described in Exhibit "A" attached thereto, etc.

**THE LESSOR'S INTEREST ASSIGNED**

ASSIGNOR : C.R. CHURCHILL, D.A HEENAN, RICHARD W. GUSHMAN, II, AND RONALD J. ZLATOPER, THE DULY APPOINTED, QUALIFIED AND ACTING TRUSTEES UNDER THE WILL AND OF THE ESTATE OF JAMES CAMPBELL, DECEASED, acting in their fiduciary and not in their individual capacity

ASSIGNEE : HAWAII MNGD. LLC, a Maryland limited liability company

DATED : June 15, 2005

FILED : Land Court Document No. 3282581

Said Lease is subject to any matters arising from or affecting the same.

16. DESIGNATION OF EASEMENT "8246"

PURPOSE : electrical  
SHOWN : on Map 1202, as set forth by Land Court Order No.  
155915, filed April 19, 2004

17. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESERVATION OF EASEMENT RIGHTS

DATED : May 13, 2005  
FILED : Land Court Document No. 1270285

ASSIGNMENT OF INTEREST IN EASEMENT RIGHTS WITH LIMITED WARRANTIES

ASSIGNOR : CAMPBELL HAWAII INVESTOR LLC, a Hawaii limited  
liability company

ASSIGNEE : HAWAII MMGD, LLC, a Maryland limited liability  
company

DATED : June 15, 2005  
FILED : Land Court Document No. 1282575

18. -AS TO EASEMENT "274":-

UNRECORDED LEASE

LESSOR : HAWAII MMGD LLC, a Maryland limited liability  
company

LESSEE : ALOHA PETROLEUM, LTD. a Hawaii corporation

DATED : December 22, 2009 but commencing October 31, 2009  
TERM : commencing October 1, 2009 and expiring September  
30, 2029

MEMORANDUM OF LEASE dated April 28, 2010, filed as Land Court Document No. 1969642.

Said Lease is subject to any matters arising from or affecting the same.

19. GRANT

TO : HAWAIIAN ELECTRIC COMPANY, INC.  
DATED : October 2, 2012  
FILED : Land Court Document No. 8123047  
GRANTING : a perpetual right and easement for utility purposes over easement "8246", more particularly described therein

20. That certain unrecorded License Agreement dated July 25, 2008, in favor of Grace Pacific Corporation, a Hawaii corporation (License No. M02095200) encumbering a portion of Lot A, as amended by unrecorded instruments dated December 19, 2008 and September 1, 2012, the term of which expires on July 31, 2018, unless sooner terminated pursuant to the terms thereof (collectively the "Grace License Agreement"); and

21. That certain unrecorded Right of Entry Agreement dated July 25, 2008, in favor of Grace Pacific Corporation, a Hawaii corporation (Right of Entry No. U02095100) encumbering a portion of Lot A, the term of which expires automatically upon the expiration or sooner termination of the Grace License Agreement.

**END OF EXHIBIT "A"**