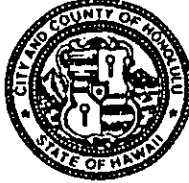


DEPARTMENT OF PLANNING AND PERMITTING
CITY AND COUNTY OF HONOLULU

650 SOUTH KING STREET, 7TH FLOOR • HONOLULU, HAWAII 96813
Telephone: (808) 523-4414 • Fax: (808) 527-6743 • INTERNET: www.co.honolulu.hi.us

JEREMY HARRIS
MAYOR



RECEIVED
ERIC G. CRISPIN, AIA
ACTING DIRECTOR
BARBARA KIM STANTON
DEPUTY DIRECTOR

'03 JAN 10 P3:05

2002/Z-2
OFFICE OF ENVIRONMENTAL
QUALITY CONTROL

January 10, 2003

Ms. Genevieve Salmonson, Director
Office of Environmental Quality Control
State of Hawaii
State Office Tower, Room 702
235 South Beretania Street
Honolulu, Hawaii 96813

Dear Ms. Salmonson:

CHAPTER 343, HRS
Environmental Assessment (EA)
Determination Finding of No Significant Impact

Applicant/Owner : Kaneohe Ranch Company, Limited
Agent : Kusao & Kurahashi, Inc.
Approving Agency : Department of Planning and Permitting
Location : Kailua Town Center
Tax Map Keys : 4-2-38: 1, 2, 4, 5, 8-10, 46-54, 56-60
Request : Rezoning of approximately five acres from I-2 Intensive Industrial District to B-2 Community Business District, an approximately six acres from I-2 Intensive Industrial District to IMX-1 Industrial-Commercial Mixed Use District
Determination : A Finding of No Significant Impact is Issued

Attached and incorporated by reference is the Final EA prepared by the applicant for the project. Based on the significance criteria outlined in Title 11, Chapter 200, Hawaii Administrative Rules, we have determined that preparation of an Environmental Impact Statement is not required. We have enclosed a completed OEQC Bulletin Publication Form and four copies of the Final EA.

Ms. Genevieve Salmonson, Director
Office of Environmental Quality Control
January 10, 2003
Page 2

If you have any questions, please contact Robert Reed of our staff at 523-4402.

Sincerely yours,



ERIC G. CRISPIN, AIA
Acting Director of Planning and Permitting

EGC:rr
197497

Attachments

c: Kusao & Kurahashi, Inc.
Kaneohe Ranch Company, Limited



APPENDIX IX
USE COMPARISON

**REZONING FROM I-2 INTENSIVE INDUSTRIAL DISTRICT TO
B-2 COMMUNITY BUSINESS DISTRICT**

USES GAINED

1. Cabarets
2. Dance or music schools
3. Medical clinics
4. Office buildings
5. Personal services
6. Photography studios
7. Retail establishments
8. Consulates
9. Recreation facilities, outdoor
10. Art galleries and museums
11. Theaters

USES LOST

1. Agricultural products processing, minor
2. Agricultural products processing, major
3. Animal products processing
4. Centralized bulk collection, storage and distribution of agricultural products to wholesale and retail markets
5. Composting major
6. Composting minor
7. Sale and service of machinery used in agricultural production
8. Sawmills
9. Storage and sale of seed, feed, fertilizer and other products essential to agricultural production
10. Data processing facilities
11. Plant nurseries
12. Base yards
13. Building or similar contracting and home improvement and furnishing services, and materials and equipment sales or distribution; provided incidental storage of materials or equipment is within fully enclosed buildings.
14. Centralized mail and package handling facilities

15. Explosive and toxic chemical manufacturing, storage and distribution
16. Freight movers
17. Heavy equipment sales and rentals
18. Linen suppliers
19. Manufacturing, processing and packaging, light
20. Manufacturing, processing and packaging, general
21. Maritime-related vocational training, sales, construction, maintenance and repairing
22. Petroleum processing
23. Repair establishments, major
24. Resource extraction
25. Salvage, scrap and junk storage and processing
26. Storage yards
27. Warehousing
28. Waste disposal and processing
29. Schools, vocational, technical, industrial and trade, which involve the operation of woodwork shops, machine shops or other similar features
30. Heliports
31. Truck terminals
32. Antennas, broadcasting

USES PERMITTED IN BOTH DISTRICTS

1. Kennels, commercial
2. Amusement and recreation facilities, indoor
3. Automobile sales and rentals, including sales and distribution of automobile parts and supplies
4. Bars, nightclubs, taverns
5. Business services
6. Catering establishments
7. Convenience stores
8. Drive-thru facilities
9. Eating establishments
10. Financial institutions
11. Home improvement centers
12. Laboratories, medical
13. Laboratories, research

14. Photographic processing
15. Self-storage facilities
16. Trade or convention center
17. Veterinary establishments
18. Dwellings, owner's or caretaker's, accessory
19. Food manufacturing and processing
20. Motion picture and television production studios
21. Publishing plants for newspapers, books and magazines
22. Repair establishments, minor
23. Wholesaling and distribution
24. Amusement facilities outdoor, not motorized
25. Amusement facilities outdoor, motorized
26. Marina accessories
27. Day-care facilities
28. Hospitals
29. Meeting facilities
30. Prisons
31. Public uses and structures
32. Universities, colleges
33. Airports
34. Car washing, mechanized
35. Commercial parking lots and garages
36. Helistops
37. Joint use of parking facilities
38. Off-site parking facilities
39. Antennas, receive only
40. Broadcasting stations
41. Utility installations, Type A
42. Utility installations, Type B
43. Historic structures, use of
44. Joint development

**REZONING FROM I-2 INTENSIVE INDUSTRIAL DISTRICT
TO IMX-1 INDUSTRIAL COMMERCIAL MIXED USE DISTRICT**

USES GAINED

- | | |
|---------------------------|------------------------------|
| 1. Cabarets | 6. Photography studios |
| 2. Dance or music schools | 7. Retail establishments |
| 3. Medical clinics | 8. Art galleries and museums |
| 4. Office buildings | 9. Theaters |
| 5. Personal services | |

USES LOST

1. Agricultural products processing, major
2. Animal products processing
45. Centralized bulk collection, storage and distribution of agricultural products to wholesale and retail markets
46. Composting major
47. Composting minor
48. Sawmills
49. Storage and sale of seed, feed, fertilizer and other products essential to agricultural production
50. Explosive and toxic chemical manufacturing, storage and distribution
51. Freight movers
52. Heavy equipment sales and rentals
53. Linen suppliers
54. Manufacturing, processing and packaging, general
55. Maritime-related vocational training, sales, construction, maintenance and repairing
56. Petroleum processing
57. Repair establishments, major
58. Resource extraction
59. Salvage, scrap and junk storage and processing
60. Storage yards
61. Waste disposal and processing
62. Heliports
63. Truck terminals

USES PERMITTED IN BOTH DISTRICTS

1. Agricultural products processing, minor
2. Sale and service of machinery used in agricultural production
3. Kennels, commercial (with conditions in IMX-1)
4. Self-storage facilities
5. Trade or convention centers (with Plan Review Use Permit - PRU)
6. Veterinary establishments (with conditions in IMX-1)
7. Dwellings, owner's or caretaker's, accessory (accessory)
8. Base yards (with conditions)
9. Building or similar contracting and home improvement and furnishing services, and materials and equipment sales or distribution: provided incidental storage of materials or equipment is within fully enclosed buildings
10. Centralized mail and package handling facilities (with conditions in IMX-1)
11. Food manufacturing and processing
12. Manufacturing, processing and packaging, light
13. Motion picture and television production studios
14. Publishing plants for newspapers, books and magazines
15. Repair establishments, minor
16. Warehousing
17. Wholesaling and distribution
18. Amusement facilities, outdoor, not motorized (Conditional Use Permit - CUP - major in I-2, minor in IMX-1)
19. Amusement facilities, outdoor, motorized (CUP - major in I-2, minor in IMX-1)
20. Marina accessories (with conditions in IMX-1)
21. Daycare facilities
64. Hospitals (with PRU)
65. Meeting facilities (with conditions in I-2)
66. Prisons (with PRU)
67. Public uses and structures
68. Schools, vocational, technical, industrial, trade
69. Universities, colleges (with PRU)
70. Airports (with PRU)
71. Automobile service stations
72. Car washing, mechanized (with conditions)

73. Commercial parking lots and garages
74. Helistop (Conditional use permit - major in IMX-1)
75. Joint use of parking facilities (CUP - minor)
76. Off-site parking facilities (CUP - minor)
77. Antennas, broadcasting (CUP- major)
78. Antennas, receive only (accessory)
79. Broadcasting stations
80. Utility installations, Type A (with conditions)
81. Utility installations, Type B (CUP - minor)
82. Wind machines (CUP - minor)
83. Use of historic structures (CUP - minor)
84. Joint development (CUP - minor)

APPENDIX X
TRAFFIC ASSESSMENT

Julian Ng, Incorporated

Transportation Engineering Consultant

P.O. Box 816 Kaneohe, Hawaii 96744-0816

phone: (808) 236-4325

fax: (808) 235-8869

email: jngpe@lava.net

November 13, 2002

Ms. Molly Mosher-Cates
Vice President and Commercial Real Estate Asset Manager
Kaneohe Ranch Company Limited
1199 Auloa Road
Kailua, Hawaii 96734-4606

Subject: Kailua Rezoning - Traffic impact of proposed changes
Kailua, Oahu, Hawaii

Dear Ms. Mosher-Cates:

The proposed change in zoning of a portion of the town area of Kailua, Oahu can be expected to increase traffic volumes as some of the uses of the affected properties change from industrial to commercial. The increase, however, will not be significant since many of the existing uses are already of a commercial nature. This letter is a brief traffic assessment of the proposed change in zoning. Significant impact to traffic is only expected if consolidation of properties and/or reconstruction of buildings occur. We understand that such activity would be subject to further scrutiny including environmental review, at which time a more detailed traffic impact report will be required.

For this traffic assessment, trip estimates for the affected properties were made for existing and future uses. Trip rates from the widely-used publication *Trip Generation, 6th Edition*, from the Institute of Transportation Engineers, were the basis for the estimates. Table 1 shows the trip rates that were used.

Table 1
Trip Generation Rates
(Vehicle trip ends per 1,000 square feet)

	General Light Industrial		Shopping Center	
	Rate	%In	Rate	%In
Average Weekday	6.97	50%	42.92	50%
AM Peak Hour	0.92	88%	1.03	61%
PM Peak Hour	0.98	12%	3.74	48%

Source: *Trip Generation, 6th Edition*

The change in zoning will affect nineteen lots on the block bounded by Hekili Street, Hahani Street, and Kawainui Stream, in the center of Kailua town on the windward side of Oahu. Five lots of the lots, with a total area of approximately 2.8 acres, are located on the mauka side of Hekili Street. The other lots, totaling about 4.5 acres, are located on both sides of Hamakua Drive.

Julian Ng, Incorporated

Ms. Molly Mosher-Cates
November 13, 2002
Page 2 of 4

The properties on Hekili Street were estimated to have a total floor area of 65,000 square feet (floor area to lot area ratio of 0.53). The affected properties on Hamakua Drive were estimated to have a total floor area of 160,000 square feet (floor area to lot area ratio of 0.82).

Although the existing zoning is I-2 (Intensive Industrial), many uses are better described as retail or office use. Estimates of the traffic generated by the existing uses using trip rates that are weighted 65% light industrial and 35% shopping center are shown in Table 2.

Table 2
Existing Trip Generation

	Trips/1,000 SF		Vehicle trip ends			
			Hekili Street		Hamakua Drive	
	Rate	%In	Entering	Exiting	Entering	Exiting
Average Weekday	19.55	50%	635	635	1,565	1,565
AM Peak Hour	0.96	79%	49	13	120	33
PM Peak Hour	1.95	25%	31	95	77	235

Hamakua Drive is a four-lane collector street that provides a connection between the residential areas of Kailua and Kailua Road, an arterial street that leads to State Route 61 (Kailua Road, Kalaniana'ole Highway, Pali Highway), which is a major link between Kailua and the rest of Oahu. Hekili Street generally runs parallel to Hamakua Drive, beginning at Hahani Street, and turning to the west at its north end to intersect with Hamakua Drive. The affected properties are served by Hamakua Drive and Hekili Street. Table 3 shows traffic count data at three locations that create a cordon around the project area (other properties are also included within the cordoned area).

Table 3
Existing Traffic in Area

	Hamakua Drive *		Hahani Street **		Hamakua Drive *	
	north of Hekili Street		west of Kailua Road		south of Hahani Road	
	southbound	northbound	westbound	eastbound	northbound	southbound
Average Weekday	7,822	9,989	6,567	6,188	9,872	9,871
AM Peak Hour	431	634	433	260	852	403
PM Peak Hour	715	724	560	543	670	905

Sources: * Julian Ng, Inc. counts for City and County of Honolulu, May, 2000
** City and County of Honolulu Department of Transportation Services, June 1995

Julian Ng, Incorporated

Ms. Molly Mosher-Cates
November 13, 2002
Page 3 of 4

The affected properties account for only a small portion of the traffic entering or leaving the area. The total of 4,400 trip ends on an average weekday compares with the total of 50,300 vehicular trips entering and leaving the area on a weekday (about 9%). In the AM Peak Hour, the affected properties generate 215 vehicle trips, or 11% of the 2,013 vehicles entering or leaving the area. In the PM Peak Hour, the affected properties generate 438 vehicle trips, or 11% of the 4,117 vehicles entering or leaving the area.

The change in zoning will be from I-2 (Intensive Industrial) to B-2 (Community Business) for the properties along Hekili Street. The maximum change in traffic that could occur would be if the floor area were to be converted entirely to retail uses. The trip generation rates for shopping center were used to estimate the traffic generated by the Hekili Street properties with the zone change. The zoning for the Hamakua Drive properties will be changed from I-2 to IMX-1 (Industrial-Commercial Mixed Use). Traffic generated by this use is estimated assuming 40% light industrial and 60% shopping center. Table 4 shows the trip estimates for the future condition with the zone changes.

Table 4
Future Trip Generation

	Trips/1,000 SF		Vehicle trip ends			
			Hekili Street		Hamakua Drive	
	Rate	%In	Entering	Exiting	Entering	Exiting
Hekili Street (65,000 square feet)						
Average Weekday	42.92	50%	1,395	1,395	n.a.	n.a.
AM Peak Hour	1.03	61%	41	26	n.a.	n.a.
PM Peak Hour	3.74	48%	117	126	n.a.	n.a.
Hamakua Drive (160,000 square feet)						
Average Weekday	28.54	50%	n.a.	n.a.	2,285	2,285
AM Peak Hour	0.99	72%	n.a.	n.a.	113	44
PM Peak Hour	2.64	34%	n.a.	n.a.	142	280
Net change from Existing (Table 2)						
Average Weekday	n.a.	n.a.	760	760	720	720
AM Peak Hour	n.a.	n.a.	(8)	13	(7)	11
PM Peak Hour	n.a.	n.a.	86	31	65	45

Traffic entering and exiting the area can use Hamakua Drive (north or south of the area) or Hahani Street. Table 5 shows the traffic entering and exiting the area distributed in proportion to the counted volumes.

Julian Ng, Incorporated

Ms. Molly Mosher-Cates
November 13, 2002
Page 4 of 4

Table 5
Traffic Impact of Proposed Zone Changes

	Hamakua Drive north of Hekili Street		Hahani Street west of Kailua Road		Hamakua Drive south of Hahani Road	
	southbound	northbound	westbound	eastbound	northbound	southbound
Average Weekday	480	570	400	350	600	560
AM Peak Hour	(4)	12	(4)	5	(8)	8
PM Peak Hour	55	25	43	19	52	32

The proposed rezoning is estimated to increase daily traffic volume by about 6% of existing volumes. In the AM Peak Hour, traffic leaving the area will increase by less than 2% of existing traffic volumes. The trip generation and trip distribution computations indicate that there will be a small decrease (about 1%) in traffic entering the area during the AM Peak Hour. In the PM Peak Hour, entering traffic will increase about 8% and exiting traffic will increase by less than 4%.

The maximum increase in peak hour traffic in one direction is 55 vehicles per hour. This peak volume is less than the guideline suggested by the Institute of Transportation Engineers that "a traffic access/impact study be conducted whenever a proposed development will generate 100 or more *added* (new) peak direction trips to or from the site during the adjacent roadways' peak hours or the development's peak hour." (*from Traffic Access and Impact Studies for Site Development, A Recommended Practice, 1991*).

The proposed zone change is not expected to have a significant impact to traffic conditions in Kailua. Other actions, such as consolidation or subdivision of lots, or reconstruction of existing buildings, could have a greater effect on traffic and should be considered separately when development parameters are clearer. Should you have any questions, please contact me at phone 236-4325 or via fax 235-8869.

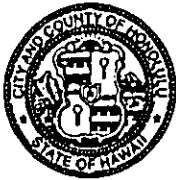
Sincerely,

JULIAN NG, INC.



Julian Ng, P. E., P.T.O.E.
President

APPENDIX XI
AGENCY AND PUBLIC COMMENTS



KAILUA NEIGHBORHOOD BOARD NO. 31

P.O BOX 487 • KAILUA, HAWAII 96734
PHONE: (808) 527-5749 • FAX: (808) 527-5760 • INTERNET: www.co.honolulu.hi.us
June 19, 2002

Kusao & Kurahashi, Inc.
2572 Woodlawn Drive, Suite 5-202
Honolulu, Hawaii 96822

Mr. Rob Reed
Department of Planning & Permitting
City & County of Honolulu
615 South Beretania St.
Honolulu, Hawaii 96813

Mrs. Molly Mosher Cates
Vice-President
Kaneohe Ranch Company, Ltd.
1199 Auloa Road
Kailua, Hawaii 96734

Dear Mrs. Kusao, Mr. Kurahashi, Mr. Reed and Mrs. Mosher Cates:

The Kailua Neighborhood Board, at its meeting of June 6, 2002, adopted comments on the Draft Environmental Assessment for the Kailua Town Center Rezoning. In accordance with HRS Chapter 343, the Board wishes to be consulted and to receive responses to the comments listed below:

1. Affected, neighboring owners and lessees registered concerns at a Neighborhood Board meeting, attended by the applicant, which was not mentioned in the EA. These concerns should be made explicit and addressed.
2. At least one spot zone may be created by the proposed rezoning because adjacent owners do not wish to participate in the rezoning. This should be discussed and the subject sites shown on a map.
3. No comparison is included of the specific land uses allowed between the existing B-2 and the proposed IMX-1. This should be included.
4. A list and map of specific non-conforming uses that would be created by the rezoning should be included.
5. As an economic impact, there should be a discussion of the appropriateness of deleting all I-2 zoning from a community.
6. There should be a discussion of how the proposed rezoning will reduce polluted runoff.

The Board will make its recommendation on the rezoning after reviewing the responses received to the above comments.



Oahu's Neighborhood Board System - Established 1973

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Page 2

CITY OF KAILUA

We are requesting that the applicant and the Department of Planning and Permitting inform us of the timetable and the procedures to submit our recommendations on the rezoning request.

Please send all correspondence on the matter to Charles Prentiss, CIP, Planning and Zoning Committee Chair, 519 Wanaao Road, Kailua, Hawaii 96734

Sincerely,

A handwritten signature in cursive script, appearing to read "Faith P. Evans". The signature is fluid and includes a large loop at the beginning and a long tail at the end.

Faith P. Evans
Chair



KAILUA NEIGHBORHOOD BOARD NO. 31

Kaneohe Ranch Company, Ltd.
1199 Auloa Road
Kailua, Hawaii 96734-4606

519 Wanaao Road
Kailua, Hawaii 96734

June 7, 2002

City and County of Honolulu
Department of Planning and Permitting
650 S. King Street
Honolulu, Hawaii 96823
ATTN.: Rob Reed

Kusao & Kurahashi, Inc.
2752 Woodlawn Drive, Suite 5-202
Honolulu, Hawaii 96822

State of Hawaii
OEQC

The Kailua Neighborhood Board, at its meeting of June 6, 2002, adopted comments on the Draft Environmental Assessment for the Kailua Town Center Rezoning. In accordance with HRS Chap. 343, the Board wishes to be consulted and to receive responses to the comments listed below.

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4. A list and map of specific non-conforming uses that would be created by the rezoning should be included.
5. As an economic impact, there should be a discussion of the appropriateness of deleting all I-2 zoning from a community.
6. There should be a discussion of how the proposed rezoning will reduce polluted runoff.

The Board will make its recommendation on the rezoning after reviewing the responses received to the above comments. Request the applicant and the Department of Planning and Permitting to inform us of the timetable and the procedure to submit our recommendation on the rezoning request. Please send all correspondence to Charles A. Prentiss, Chair, Kailua Neighborhood Board, Planning and Zoning Committee at the above address.

Charles A. Prentiss, Chair
Planning and Zoning Committee



Oahu's Neighborhood Board System-Established 1973

KUSAO & KURAHASHI, INC.

Planning and Zoning Consultants

MANDA MARKET PLACE
2752 WOODLAWN DRIVE, SUITE 5-202
HONOLULU, HAWAII 96822

BUS. (808) 988-2231
FAX. (808) 988-1140
E-Mail: kurahashi1@cs.com

December 3, 2002

Mr. Charles A. Prentiss, Chair
Planning and Zoning Committee
Kailua Neighborhood Board No. 31
519 Wanaao Road
Kailua, Hawaii 96734

**Subject: Draft Environmental Assessment (EA) for Zone
Change Application for Kailua Town Center
Tax Map Key 4-2-38: 1, 2, 4, 5, 8-10, 46-54, and 56-60**

Dear Mr. Prentiss:

Thank you for your response letter, dated June 7, 2002, and the Neighborhood Board response letter dated June 19, 2002, to our request for comments on the Draft EA for the zone change application for the Kailua Town Center.

In response to both sets of comments:

1. The following lists concerns presented at the September 6, 2001 Kailua Neighborhood Board meeting related to the proposed change in zoning and our response to those concerns:
 - a. "D. Wong stated that the rezoning would make the property in accordance with the Koolaupoko Sustainable Communities Plan, but many residents fought against the implementation of IMX-1 zoning for the discussed property."

We understand that there were residents opposed to the mixed use industrial-commercial areas approved in the Koolaupoko Sustainable Communities Plan. However, this document is the present long range planning document for the Koolaupoko area and zoning should implement this plan. The Koolaupoko Sustainable Communities Plan

specifically describes the introduction of IMX-1 Industrial-Commercial Mixed Use zoning for this portion of the Town Center on Hamakua Drive and recommends the rezoning of the Hekili Street frontage area in Kailua to commercial from industrial.

- b. "Lindgard stated he failed to see a reason for zone changes and questioned what would happen to businesses on month-to-month, in the future, and how long the leases are for the small businesses now. Kurahashi stated that he would look into the matter."

The reason for the zone changes is to implement the Koolaupoko Sustainable Communities Plan and to recognize the predominately commercial use of the businesses along Hekili Street and the mixed use (industrial/commercial) nature of the businesses on Hamakua Drive. We expect month-to-month leases to continue, Kaneohe Ranch has no plans to increase lease rates for tenants on month-to-month leases or for existing longer term land leases due to the proposed rezoning. Normal negotiated lease increases however, will continue to occur as would have been the case under industrial zoning. Most of the small businesses (23 in all) along Hekili Street are commercial in nature, including retail, eating establishments and offices with leases expiring between 2003 and 2009. There are seven industrial users located in the warehouse area in the rear portion of 131 Hekili Street with leases expiring between 2003 and 2006. There are two other industrial users along Hekili Street with lease terms to 2005 and 2009. Along Hamakua Drive and Hahani Street, Kaneohe Ranch Co., Ltd. and its affiliates own 10 parcels of land, eight of which have land lease terms expiring in 2026. One of the other parcels has a land lease term expiring in 2009 and the last parcel has a tenant with a lease term expiring in 2005.

- c. "Bartley suggested secured, long-term leases for the current businesses. Chair Evans stated that he should bring up the issue to business owners that testify."

Mr. Charles A. Prentiss

Page 3

- d. "Fletcher expressed concern regarding the possibility of Kailua business, in the discussed area, being displaced due the loss of certain types of businesses."

In the Hamakua Drive area proposed for rezoning to IMX-1 only two businesses (major auto repair) would become nonconforming, Wong's Auto Body and Hamakua Auto. Wong's Auto Body has a little over two years remaining on their lease term and Hamakua Auto has about five years remaining (three years fixed) on their lease term and is on land under a land lease with Trustees for Mason Trust until 2026. We expect that these businesses would continue in operation at their present locations indefinitely as nonconforming uses.

- e. "Bob Crivello stated that he purchased his property on Hamakua Drive 30 years ago zoned I-2. He opposes the rezoning of properties from I-2 to IMX for the following reasons: a) It would require set hours of operation; b) maintain the set office footage; c) raise taxes; d) raise rent. He stated that Kaneohe Ranch Company, Ltd. probably has future plans for the properties. He supports the I-2 to B-2 zone change."

In Mr. Crivello's case his property has not been included in the zone change application and is not being processed for rezoning. Therefore, Mr. Crivello's property would not be subject to the nonconforming criteria in items "a" and "b" in his comments. In addition, the limitation in "b" would be on the Major repair activity and not on office footage, since office would be a permitted use. Only two businesses which are also auto repair shops (Major repair) are affected by the nonconforming statutes, as all other uses in the area planned for IMX-1 zoning would be permitted uses. The tax rate for either I-2 or IMX-1 is the same (presently \$9.32/\$1,000). Taxes are based on land and improvement value (improvement values would not change with a zone change) and unless there are land sales in the area the land values are expected

to remain the same. The fee owners of all but two of the lots proposed for rezoning are trusts that seldom sell their property holdings and have no plans at this time to sell any of their property which are held for income production. The other two fee owners operate their businesses from the lots that they own and are not expected to sell and relocate from the area. At the time of the neighborhood board meeting and in fact until just a few months ago, Kaneohe Ranch did not have future redevelopment plans for the area. In the past few months, however, Kaneohe Ranch has been looking at possible long range plans for redevelopment of the property between Hekili Street and Hamakua Drive. These plans are looking at possible redevelopment scenarios in 2009 and possibly beyond to 2026 when land leases expire on some of the properties. When this master plan is better defined it will be presented to the neighborhood board and in 2009 to 2026 when Kaneohe Ranch may be ready to file applications for an Environmental Assessment and Special Management Area Use Permit, there will be an opportunity for review by the neighborhood board and city, state and federal agencies.

- f. "Pat Dilliner, of Windward Trophies, opposed to the proposed zone changes on Hamakua Drive. She stated that a small business industrial area is needed and should be retained in Kailua. Bryant-Hunter stated that the rezoning would make Dilliner's business conforming to the Koolaupoko Sustainable Communities Plan. Dilliner stated that she is renting on a month-to-month lease and she feels that small businesses are being forced out."

Ms. Dilliner's business Windward Trophies was instituted as a manufacturer with accessory retail sales, however, based on a site visit with a staff planner of the Department of Planning and Permitting (DPP), it was noted that DPP would consider the use a retail use (trophy sales). The IMX-1 zoning would continue to service the industrial needs of Kailua by permitting many light industrial uses. The industrial uses lost would be primarily the more

intensive and sometimes more noxious industrial uses that are in most cases not appropriate for a Town Center. We have attached and will include in the Final EA a comparison of the specific land uses gained and lost in the change in zoning from I-2 to IMX-1 and the uses that are permitted in both districts. Small businesses, such as Ms. Dilliner's and others who's businesses are presently not permitted in the I-2 zoning district will now become permitted uses. Along Hamakua Drive, we find that 7 uses that are presently not permitted would become permitted uses and just two permitted uses would become nonconforming (two auto body repair shops).

- g. "Fletcher suggested that Kaneohe Ranch Company, Ltd. submit two applications, one for the properties fronting Hekili Street and one for the properties on Hamakua Drive."

We are submitting one application to minimize cost, reduce paper waste (two reports and duplicative requests for comments) and eliminate the need for duplicative review by the community and city and state agencies. The Department of Planning and Permitting and the City Council will consider the issues for each of the zoning districts requested and may choose to support either, neither or both, or portions of the requested changes.

- h. "Elizabeth Cazares, representing Kanola, Inc., which is a property owner on Hamakua Drive, supported the rezoning application because it allows flexibility of the property for future use. Kanola, Inc.'s property will be conforming before and after the rezoning."
- i. "Joseph Correa, of Kailua Home Service, supported the zone change on Hekili and Hahaina Streets from I-2 to B-2. Small businesses in Kailua serve the residents of the area and not large developments. More retail businesses should be established on Hahaina Street due to the heavy traffic."

Mr. Charles A. Prentiss

Page 6

- j. "William Liggett, on behalf of Sentinel Real Estate Corporation, expressed support of the proposed rezoning. All of Sentinel's property is currently conforming and one parcel would be nonconforming with the rezoning. They can lease at a higher rent with retail tenants."
2. Along Hamakua Drive, one property (parcel) owner (out of the 22 parcels zoned I-2) has requested that he not be included in the rezoning and we have not included his parcel in our request. This property owner has a major repair (auto body and transmission shop) business that is permitted under I-2 zoning but would become nonconforming under IMX-1 zoning and plans to continue his major repair business. He continues to oppose the zone change for the remainder of the parcels fronting on Hamakua Drive, but has indicated his support of the rezoning for the parcels fronting on Hekili Street. This discussion will be provided in the Final EA and reviewers will be directed to note that the lot not being included is not shaded on Exhibit 5, the Existing Zoning Map.
3. We have attached and will include in the Final EA a comparison of the specific land uses gained and lost in the change in zoning from B-2 to IMX-1 and the uses that are permitted in both districts.
4. Appendix IV of the Draft EA provides a detailed list of the uses that are presently not permitted that would become conforming and uses that would become nonconforming with the proposed zone changes. We will also add a map to Appendix IV that shows where the nonconforming uses would occur, upon rezoning.
5. We will provide a discussion (under Economic Impact) on the appropriateness of eliminating certain uses in the Community that are permitted under I-2 zoning but not permitted under IMX-1 zoning.

Mr. Charles A. Prentiss
Page 7

6. The proposed rezoning is not expected to affect runoff since no changes or redevelopment is planned. However, the change in zoning will eliminate certain noxious and intensive industrial uses that have the potential of producing greater polluted runoff, such as agricultural products processing, major; composting major; sawmills; explosive and toxic chemical manufacturing, storage and distribution; petroleum processing; salvage, scrap and junk storage and processing; storage yards; and waste disposal and processing. These uses which will no longer be permitted would have greater potential for polluted runoff than the uses gained, which include cabarets; dance or music studios; medical clinics; office buildings; personal services; photography studios; retail establishments; art galleries and museums; and theaters.

We understand that DPP will be requesting your comment on the rezoning under a separate request, after a determination on the Final EA is made. At that time DPP will provide a deadline for your comments on the zone change.

Both of these letters and this response will be included in the Final EA.

Very truly yours,

Keith Kurahashi

Keith Kurahashi

encl.

cc: Kaneohe Ranch Company, Limited
Department of Planning and Permitting

**REZONING FROM I-2 INTENSIVE INDUSTRIAL DISTRICT TO
B-2 COMMUNITY BUSINESS DISTRICT**

USES GAINED

1. Cabarets
2. Dance or music schools
3. Medical clinics
4. Office buildings
5. Personal services
6. Photography studios
7. Retail establishments
8. Consulates
9. Recreation facilities, outdoor
10. Art galleries and museums
11. Theaters

USES LOST

1. Agricultural products processing, minor
2. Agricultural products processing, major
3. Animal products processing
4. Centralized bulk collection, storage and distribution of agricultural products to wholesale and retail markets
5. Composting major
6. Composting minor
7. Sale and service of machinery used in agricultural production
8. Sawmills
9. Storage and sale of seed, feed, fertilizer and other products essential to agricultural production
10. Data processing facilities
11. Plant nurseries
12. Base yards
13. Building or similar contracting and home improvement and furnishing services, and materials and equipment sales or distribution; provided incidental storage of materials or equipment is within fully enclosed buildings.
14. Centralized mail and package handling facilities

15. Explosive and toxic chemical manufacturing, storage and distribution
16. Freight movers
17. Heavy equipment sales and rentals
18. Linen suppliers
19. Manufacturing, processing and packaging, light
20. Manufacturing, processing and packaging, general
21. Maritime-related vocational training, sales, construction, maintenance and repairing
22. Petroleum processing
23. Repair establishments, major
24. Resource extraction
25. Salvage, scrap and junk storage and processing
26. Storage yards
27. Warehousing
28. Waste disposal and processing
29. Schools, vocational, technical, industrial and trade, which involve the operation of woodwork shops, machine shops or other similar features
30. Heliports
31. Truck terminals
32. Antennas, broadcasting

USES PERMITTED IN BOTH DISTRICTS

1. Kennels, commercial
2. Amusement and recreation facilities, indoor
3. Automobile sales and rentals, including sales and distribution of automobile parts and supplies
4. Bars, nightclubs, taverns
5. Business services
6. Catering establishments
7. Convenience stores
8. Drive-thru facilities
9. Eating establishments
10. Financial institutions
11. Home improvement centers
12. Laboratories, medical

13. Laboratories, research
14. Photographic processing
15. Self-storage facilities
16. Trade or convention center
17. Veterinary establishments
18. Dwellings, owner's or caretaker's, accessory
19. Food manufacturing and processing
20. Motion picture and television production studios
21. Publishing plants for newspapers, books and magazines
22. Repair establishments, minor
23. Wholesaling and distribution
24. Amusement facilities outdoor, not motorized
25. Amusement facilities outdoor, motorized
26. Marina accessories
27. Day-care facilities
28. Hospitals
29. Meeting facilities
30. Prisons
31. Public uses and structures
32. Universities, colleges
33. Airports
34. Car washing, mechanized
35. Commercial parking lots and garages
36. Helistops
37. Joint use of parking facilities
38. Off-site parking facilities
39. Antennas, receive only
40. Broadcasting stations
41. Utility installations, Type A
42. Utility installations, Type B
43. Historic structures, use of
44. Joint development

**REZONING FROM I-2 INTENSIVE INDUSTRIAL DISTRICT
TO IMX-1 INDUSTRIAL COMMERCIAL MIXED USE DISTRICT**

USES GAINED

Cabarets	6.	Photography studios
Dance or music schools	7.	Retail establishments
Medical clinics	8.	Art galleries and museums
Office buildings	9.	Theaters
Personal services		

USES LOST

Agricultural products processing, major
Animal products processing
Centralized bulk collection, storage and distribution of agricultural products to
wholesale and retail markets
Composting major
Composting minor
Sawmills
Storage and sale of seed, feed, fertilizer and other products essential to
agricultural production
Explosive and toxic chemical manufacturing, storage and distribution
Freight movers
Heavy equipment sales and rentals
Linen suppliers
Manufacturing, processing and packaging, general
Maritime-related vocational training, sales, construction, maintenance and
repairing
Petroleum processing
Repair establishments, major
Resource extraction
Salvage, scrap and junk storage and processing
Storage yards
Waste disposal and processing
Heliports
Truck terminals

USES PERMITTED IN BOTH DISTRICTS

Agricultural products processing, minor
Sale and service of machinery used in agricultural production
Kennels, commercial (with conditions in IMX-1)
Self-storage facilities
Trade or convention centers (with Plan Review Use Permit - PRU)
Veterinary establishments (with conditions in IMX-1).
Dwellings, owner's or caretaker's, accessory (accessory)
Base yards (with conditions)
Building or similar contracting and home improvement and furnishing services,
and materials and equipment sales or distribution: provided incidental storage of
materials or equipment is within fully enclosed buildings
Centralized mail and package handling facilities (with conditions in IMX-1)
Food manufacturing and processing
Manufacturing, processing and packaging, light
Motion picture and television production studios
Publishing plants for newspapers, books and magazines
Repair establishments, minor
Warehousing
Wholesaling and distribution
Amusement facilities, outdoor, not motorized (Conditional Use Permit - CUP -
major in I-2, minor in IMX-1)
Amusement facilities, outdoor, motorized (CUP - major in I-2, minor in IMX-1)
Marina accessories (with conditions in IMX-1)
Daycare facilities
Hospitals (with PRU)
Meeting facilities (with conditions in I-2)
Prisons (with PRU)
Public uses and structures
Schools, vocational, technical, industrial, trade
Universities, colleges (with PRU)
Airports (with PRU)
Automobile service stations
Car washing, mechanized (with conditions)
Commercial parking lots and garages

Helistop (Conditional use permit - major in IMX-1)
Joint use of parking facilities (CUP - minor)
Off-site parking facilities (CUP - minor)
Antennas, broadcasting (CUP- major)
Antennas, receive only (accessory)
Broadcasting stations
Utility installations, Type A (with conditions)
Utility installations, Type B (CUP - minor)
Wind machines (CUP - minor)
Use of historic structures (CUP - minor)
Joint development (CUP - minor)

BENJAMIN J. CAYETANO
GOVERNOR OF HAWAII



BRUCE S. ANDERSON, Ph.D., M.P.H.
DIRECTOR OF HEALTH

STATE OF HAWAII
DEPARTMENT OF HEALTH
P.O. BOX 3378
HONOLULU, HAWAII 96801

In reply, please refer to:
File: 02-114/epo

May 21, 2002

Mr. Keith Kurahashi
Kusao & Kurahashi, Inc.
Manoa Market Place
2752 Woodlawn Drive, Suite 5-202
Honolulu, Hawaii 96822

Dear Mr. Kurahashi:

Subject: Draft Environmental Assessment (DEA) and proposed Zone Change (ZC)
Kailua Town Center, Kailua, Oahu
Tax Map Key: 4-2-038: 001, 002, 004, 005, 008-010, 46-54, and 56-60.

Thank you for the opportunity to review and comment on the subject proposals. The DEA/ZC was routed to the various branches of the Environmental Health Administration. We have the following comments.

Clean Water Branch (CWB)

1. The applicant should contact the Army Corps of Engineers to identify whether a federal permit (including a Department of Army permit) is required for this project. A Section 401 Water Quality Certification is required for "Any applicant for Federal license or permit to conduct any activity including, but not limited to, the construction or operation of facilities, which may result in any discharge into the navigable waters...", pursuant to Section 401(a)(1) of the Federal Water Pollution Act (commonly known as the "Clean Water Act");
2. A National Pollutant Discharge Elimination System (NPDES) general permit coverage is required for the following discharges to waters of the State:
 - a. Discharge of storm water runoff associated with industrial activities, as define in Title 40, Code of Federal Regulations, Sections 122.26(b)(14)(i) through 122.26(b)(14)(ix) and 122.26(b)(14)(xi);

Mr. Keith Kurahashi
May 21, 2002
Page 2

- b. Discharge of storm water runoff associated with construction activities that involve the disturbance of five (5) acres or greater, including clearing, grading, and excavation;
- c. Discharge of treated effluent from leaking underground storage tank remedial activities;
- d. Discharge of once through cooling water less than one million gallons per day;
- e. Discharge of hydro-testing water;
- f. Discharge of construction dewatering effluent;
- g. Discharge of treated effluent from petroleum bulk stations and terminals; and
- h. Discharge of treated effluent from well drilling activities.

Any person requesting to be covered by a NPDES general permit for any of the above activities should file a Notice of Intent with the Department of Health, Clean Water Branch (CWB) at least thirty (30) days prior to commencement of any discharges to State waters;

- 3. If construction activities involve the disturbance of one acre or greater, including clearing, grading, and excavation, and will take place or extend after March 10, 2003, an NPDES general permit coverage is required for discharges of storm water runoff into State waters; and
- 4. The applicant may be required to apply for an individual NPDES permit if there is any type of activity in which wastewater is discharged from the project into State waters.

If you have any questions, please contact the Clean Water Branch at (808) 586-4309.

Noise, Radiation and Indoor Air Quality (NRFAQ) Branch

All project activities shall comply with the Administrative Rules of the Department of Health: Chapter 11-39, on "Air Conditioning and Ventilating"; and chapter 11-46, on "Community Noise Control".

If you have any questions, please contact the NRFAQ at (808) 586-4701.

Environmental Planning Office (EPO)

This project may involve urban drainage into portions of Kaelepulu and/or Kawainui streams. These water bodies are currently listed under section 303(d) of the Clean Water Act as being impaired by nutrients and turbidity. Kawainui stream is also listed for suspended solids and

Mr. Keith Kurahashi
May 21, 2002
Page 3

metals. The impaired status of these waters requires that the Department of Health establish Total Maximum Daily Loads (TMDLs) suggesting how much the existing pollutant loads should be reduced in order to attain water quality standards in the stream and coastal waters.

Page 23 of the rezoning application report states, "There will be no change to existing drainage patterns as no new development is planned for the site." Even if existing drainage patterns remain unchanged, the establishment and implementation of TMDLs for drainage receiving waters may suggest that the quality of these drainage flows should be improved and that the magnitude of pollutant loads carried by this drainage should be reduced. We therefore encourage Kaneohe Ranch Company, Ltd., to participate in the TMDL process and suggest that they consult with the Department of Health, Clean Water Branch (Engineering Section), to discuss how water pollution control permitting may be linked with TMDL implementation.

If you have any questions about the Total Maximum Daily Load program, please contact David Penn, Environmental Planning Office, at (808) 586-4337.

Sincerely,



GARY GILL
Deputy Director
Environmental Health Administration

c: CWB
NRFAQ
EPO

KUSAO & KURAHASHI, INC.

Planning and Zoning Consultants

MANOA MARKET PLACE
2752 WOODLAWN DRIVE, SUITE 5-202
HONOLULU, HAWAII 96822

BUS. (808) 988-2231
FAX. (808) 988-1140
E-Mail: kurahashi1@cs.com

December 3, 2002

Mr. Gary Gill, Deputy Director
State of Hawaii
Department of Health
P.O. Box 3378
Honolulu, Hawaii 96801

**Subject: Draft Environmental Assessment (EA) for Zone
Change Application for Kailua Town Center
Tax Map Key 4-2-38: 1, 2, 4, 5, 8-10, 46-54, and 56-60**

Dear Mr. Gill:

Thank you for your response letter, dated May 21, 2002, to our request for comments on the Draft EA for the zone change application for the Kailua Town Center.

In response to your comments:

1. Clean Water Branch (CWB)

Since no construction or change in existing activity is planned with this zone change, the project is not subject to Section 401 Water Quality Certification. However, should construction or changes be planned in the future, "which may result in any discharge into navigable waters...." the Army Corps of Engineers will be contacted to determine if a Section 401 Water Quality Certification is required.

2-4. Since no construction or change in existing activity is planned with this zone change, the project is not subject to a National Pollutant Discharge Elimination System (NPDES) permit. However, should construction or changes be planned in the future which would trigger a requirement for an

Mr. Gary Gill
Page 2

NPDES permit, the Department of Health, CWB will be contacted to determine permit requirements.

5. Noise, Radiation and Indoor Air Quality (NRIAQ) Branch

No construction or change in existing activities are planned with this zone change. However, we understand that any future project activities shall comply with the Administrative Rules of the Department of Health: Chapter 11-39, on "Air Conditioning and Ventilating"; and Chapter 11-46, on "Community Noise Control".

6. Environmental Planning Office (EPO)

Our office has contacted Mr. David Penn of the EPO to discuss Total Maximum Daily Loads (TMDL) and how water pollution control permitting may be linked with TMDL implementation. Mr. Penn indicated that a program is not in place for the Kawainui Stream area and that in such cases they ask that loads not be increased. Mr. Penn will contact our office when a program for Kawainui Stream is developed and we will notify the landowners and recommend their participation in the program to attempt to reduce TMDL. With no construction or change in operational activity planned at this time, the existing TMDL will not be increased.

At the time of the neighborhood board meeting and in fact until just a few months ago, Kaneohe Ranch did not have future redevelopment plans for the area. In the past few months, however, Kaneohe Ranch has been looking at possible long range plans for redevelopment of the property between Hekili Street and Hamakua Drive. These plans are looking at possible redevelopment scenarios in 2009 and possibly beyond to 2026 when land leases expire on some of the properties. When this master plan is better defined it will be presented to the neighborhood board and in 2009 to 2026 when Kaneohe Ranch may be ready to file applications for an Environmental Assessment and Special Management Area Use Permit, there will be an opportunity for review by the neighborhood board and city, state and federal agencies.

Mr. Gary Gill

Page 3

Your letter and this response will be included in the Final EA.

Very truly yours,

Keith Kurahashi

Keith Kurahashi

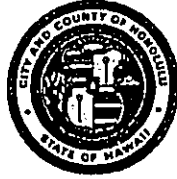
encl.

cc: Kaneohe Ranch Company, Limited
Department of Planning and Permitting

DEPARTMENT OF PARKS AND RECREATION
CITY AND COUNTY OF HONOLULU

1000 ULUOHIA STREET, SUITE 309 • KAPOLEI, HAWAII 96707
PHONE: (808) 692-5561 • FAX: 692-5131 • INTERNET: WWW.CO.HONOLUU.HI.US

JEREMY HARRIS
MAYOR



WILLIAM D. BALFOUR, JR.
DIRECTOR

EDWARD T. "SKIPPA" DIAZ
DEPUTY DIRECTOR

May 16, 2002

Mr. Keith H. Kurahashi
Kusao & Kurahashi, Inc.
2752 Woodlawn Drive, Suite 5-202
Honolulu, Hawaii 96822

Dear Mr. Kurahashi:

Subject: Request for Comments on the Draft Environmental
Assessment (EA) A Proposed Zone Change in Kailua
Town Center - TMK: 4-2-38:1,2,4,5,8-10,46-54 and 56-60

Thank you for the opportunity to review and comment on the draft
EA relating to the proposed zoning change in Kailua Town Center.

The Department of Parks and Recreation has no comment on the
proposed project.

Should you have any questions, please contact Mr. John Reid,
Planner, at 692-5454.

Sincerely,

A handwritten signature in black ink that reads "W.D. Balfour, Jr." with a stylized flourish at the end.

WILLIAM D. BALFOUR, JR.
Director

WDB:cu (10866)

cc: Mr. Rob Reed, Department of Planning and Permitting
Mr. Don Griffin, Department of Design and Construction

KUSAO & KURAHASHI, INC.

Planning and Zoning Consultants

MANOA MARKET PLACE
2752 WOODLAWN DRIVE, SUITE 5-202
HONOLULU, HAWAII 96822

BUS. (808) 988-2231
FAX. (808) 988-1140
E-Mail: kurahashi1@cs.com

December 3, 2002

Mr. William D. Balfour, Jr., Director
Department of Parks and Recreation
City and County of Honolulu
1000 Uluohia Street, Suite 309
Kapolei, Hawaii 96707

Attention: Mr. John Reid, Planner

**Subject: Draft Environmental Assessment (EA) for Zone
Change Application for Kailua Town Center
Tax Map Key 4-2-38: 1, 2, 4, 5, 8-10, 46-54, and 56-60**

Dear Mr. Balfour:

Thank you for your response letter, dated May 16, 2002, to our request for comments on the Draft EA for the zone change application for the Kailua Town Center.

Your letter and this response will be included in the Final EA.

Very truly yours,



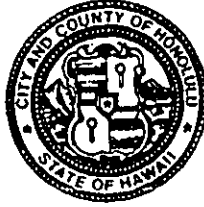
Keith Kurahashi

encl.

cc: Kaneohe Ranch Company, Limited
Department of Planning and Permitting

DEPARTMENT OF ENVIRONMENTAL SERVICES
CITY AND COUNTY OF HONOLULU

REFUSE DIVISION
1000 ULUOHIA STREET, SUITE 212, KAPOLEI, HAWAII 96707
Phone: (808) 692-5358 • Fax: (808) 692-5402



JEREMY HARRIS
MAYOR

TIMOTHY E. STEINBERGER, P.E.
DIRECTOR

JOHN C.T. LEE, P.E.
ACTING CHIEF

IN REPLY REFER TO:
RE 02-089

May 16, 2002

Mr. Keith H. Kurahashi
Kusao & Kurahashi, Inc.
Planning and Zoning Consultants
2752 Woodlawn Drive, Suite 5-202
Honolulu, Hawaii 96822

Dear Mr. Kurahashi:

Subject: Rezoning Application Report From I-2 Intensive Industrial District to B-2 Community Business District and IMX-1 Industrial-Commercial Mixed Use District, Project Master Plan, and Draft Environmental Assessment for Kailua Town Center
Tax Map Key: 4-2-38: 1, 2, 4, 5, 8-10, 45-54 and 56-60

We have no objection to the subject rezoning application Report, submitted with your cover letter dated April 22, 2002. The report states that refuse collection will continue to be provided by private waste disposal companies, which is acceptable to us.

If you have any questions, please call James Louis at 692-5832.

Sincerely,

A handwritten signature in cursive script that reads "John C.T. Lee".

JOHN C.T. LEE, P.E.

cc: Rob Reed, DPP (2002/Z-2)(RR)

KUSAO & KURAHASHI, INC.

Planning and Zoning Consultants

MANOA MARKET PLACE
2752 WOODLAWN DRIVE, SUITE 5-202
HONOLULU, HAWAII 96822

BUS. (808) 988-2231
FAX. (808) 988-1140
E-Mail: kurehashi1@cs.com

December 3, 2002

Mr. John C.T. Lee, P.E.
Department of Environmental Services
City and County of Honolulu
1000 Uluohia Street, Suite 212
Kapolei, Hawaii 96707

Attention: Mr. James Louis

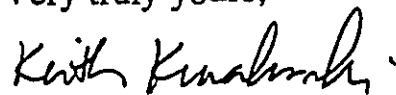
**Subject: Draft Environmental Assessment (EA) for Zone
Change Application for Kailua Town Center
Tax Map Key 4-2-38: 1, 2, 4, 5, 8-10, 46-54, and 56-60**

Dear Mr. Lee:

Thank you for your response letter, dated May 16, 2002, to our request for comments on the Draft EA for the zone change application for the Kailua Town Center.

Your letter and this response will be included in the Final EA.

Very truly yours,



Keith Kurahashi

encl.

cc: Kaneohe Ranch Company, Limited
Department of Planning and Permitting

BENJAMIN J. CAYETANO
GOVERNOR



GENEVIEVE SALMONSON
DIRECTOR

STATE OF HAWAII
OFFICE OF ENVIRONMENTAL QUALITY CONTROL
236 SOUTH BERETANIA STREET
SUITE 702
HONOLULU, HAWAII 96813
TELEPHONE (808) 586-4185
FACSIMILE (808) 586-4186

May 13, 2002

Robert Stanfield, Acting Chief
Planning Division
Department of Planning and Permitting
650 South King Street, 7th Floor
Honolulu, Hawaii 96813

Attn: Rob Reed

Dear Mr. Stanfield:

Subject: Draft Environmental Assessment (EA), Kailua Town Center Rezoning

Unbound copies of environmental assessments are *not* permitted. All copies of the final EA must be bound. In addition, we have the following comments to offer:

Two-sided pages: In order to reduce bulk and save on paper, please print on both sides of the pages in the final document.

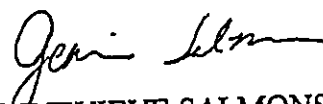
Contacts: If you received any correspondence from contacts made during the pre-consultation phase, but sure to include copies in the final EA.

Community presentation: In the final EA include a synopsis of the issues raised at the neighborhood board presentation, and responses to these issues.

Special management area: The town center lies within the SMA. If you have already filed your SMA application, list the date in the final EA. If not, indicate when you intend to file it.

If you have any questions call Nancy Heinrich at 586-4185.

Sincerely,


GENEVIEVE SALMONSON
Director

c: Keith Kurahashi

KUSAO & KURAHASHI, INC.

Planning and Zoning Consultants

MANOA MARKET PLACE
2752 WOODLAWN DRIVE, SUITE 5-202
HONOLULU, HAWAII 96822

BUS. (808) 988-2231
FAX. (808) 988-1140
E-Mail: kurahashi1@cs.com

December 3, 2002

Ms. Genevieve Salmonson, Director
State of Hawaii
Office of Environmental Quality Control
235 South Beretania Street, Suite 702
Honolulu, Hawaii 96813

Attention: Ms. Nancy Heinrich

**Subject: Draft Environmental Assessment (EA) for Zone
Change Application for Kailua Town Center
Tax Map Key 4-2-38: 1, 2, 4, 5, 8-10, 46-54, and 56-60**

Dear Ms. Salmonson:

Thank you for your response letter (to the Department of Planning and Permitting), dated May 13, 2002, to our request for comments on the Draft EA for the zone change application for the Kailua Town Center.

In response to your comments:

1. All copies of the Final EA will be bound.
2. In order to reduce bulk and save on paper, we will print on both sides of the Final EA.
3. Since the change in zoning is to recognize the existing use of the property and implement the land use designation described for the site in the Koolaupoko Sustainable Communities Plan the only correspondence received from contacts made during the pre-consultation phase are the Kailua Neighborhood Board minutes, which will be included in the Final EA. We did have a meeting with staff at the Department of Planning and Permitting prior to preparation of the Draft EA but no correspondence was generated.
4. The Final EA will include a synopsis of the issues raised at the Kailua Neighborhood Board presentation on September 6, 2001, and responses to these

Ms. Genevieve Salmonson

Page 2

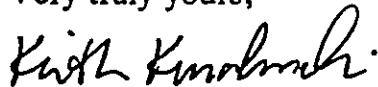
issues. The June 6, 2002 Kailua Neighborhood Board presentation resulted in a Draft EA comment letter from the Board that will be responded to in the Final EIS.

5. The Town Center lies within the Special Management Area (SMA), however, since no new development is being proposed a SMA use permit application is not being filed at this time. Should future development occur, it will be subject to SMA review and a SMA use permit application will be filed at that time.

At the time of the neighborhood board meeting and in fact until just a few months ago, Kaneohe Ranch did not have future redevelopment plans for the area. In the past few months, however, Kaneohe Ranch has been looking at possible long range plans for redevelopment of the property between Hekili Street and Hamakua Drive. These plans are looking at possible redevelopment scenarios in 2009 and possibly beyond to 2026 when land leases expire on some of the properties. When this master plan is better defined it will be presented to the neighborhood board and in 2009 to 2026 when Kaneohe Ranch may be ready to file applications for an Environmental Assessment and Special Management Area Use Permit, there will be an opportunity for review by the neighborhood board and city, state and federal agencies.

Your letter and this response will be included in the Final EA

Very truly yours,



Keith Kurahashi

encl.

cc: Kaneohe Ranch Company, Limited
Department of Planning and Permitting

BOARD OF WATER SUPPLY

CITY AND COUNTY OF HONOLULU
630 SOUTH BERETANIA STREET
HONOLULU, HI 96843



May 10, 2002

JEREMY HARRIS, Mayor

EDDIE FLORES, JR., Chairman
CHARLES A. STED, Vice-Chairman
JAN M.L.Y. AMII
HERBERT S.K. KAOPUA, Sr.

BRIAN K. MINAAI, Ex-Officio
ROSS S. SASAMURA, Ex-Officio

CLIFFORD S. JAMILE
Manager and Chief Engineer

Mr. Keith Kurahashi
Kusao & Kurahashi, Inc.
2752 Woodlawn Drive, Suite 5-202
Honolulu, Hawaii 96822

Dear Mr. Kurahashi:

Subject: YOUR MEMORANDUM OF APRIL 22, 2002 ON THE DRAFT ENVIRONMENTAL ASSESSMENT FOR A PROPOSED ZONE CHANGE IN KAILUA TOWN CENTER, TMK: 4-2-38: 1, 2, 4, 5, 8-10, 46-54 AND 56-60.

Thank you for the opportunity to review the subject document for the proposed zone change in Kailua.

The existing water system is presently adequate to accommodate the proposed zone change. The availability of water will be confirmed when the building permits are submitted for our review and approval. When water is made available, the applicant will be required to pay our Water System Facilities Charges for resource development, transmission and daily storage.

If you have any questions, please contact Joseph Kaakua at 527-6123.

Very truly yours,

for CLIFFORD S. JAMILE

cc: Rob Reed, Department of Planning and Permitting

RC:js

KUSAO & KURAHASHI, INC.

Planning and Zoning Consultants

MANOA MARKET PLACE
2752 WOODLAWN DRIVE, SUITE 5-202
HONOLULU, HAWAII 96822

BUS. (808) 988-2231
FAX. (808) 988-1140
E-Mail: kurahashi1@cs.com

December 3, 2002

Mr. Clifford S. Jamile
Board of Water Supply
City and County of Honolulu
630 South Beretania Street
Honolulu, Hawaii 96813

Attention: Mr. Joseph Kaakua

**Subject: Draft Environmental Assessment (EA) for Zone
Change Application for Kailua Town Center
Tax Map Key 4-2-38: 1, 2, 4, 5, 8-10, 46-54, and 56-60**

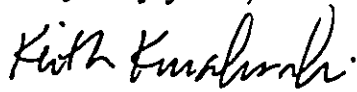
Dear Mr. Jamile:

Thank you for your response letter, dated May 10, 2002, to our request for comments on the Draft EA for the zone change application for the Kailua Town Center.

We appreciate your determination that the existing water is presently adequate to accommodate the proposed development and that the availability of water will be confirmed when building permits are submitted to your review and approval. The applicant understands that when water is made available for new development that the applicant will be required to pay your Water System Facilities Charges for resource development, transmission and daily storage.

Your letter and this response will be included in the Final EA.

Very truly yours,



Keith Kurahashi

encl.

cc: Kaneohe Ranch Company, Limited
Department of Planning and Permitting

BENJAMIN J. CAYETANO
GOVERNOR OF HAWAII



STATE OF HAWAII

DEPARTMENT OF LAND AND NATURAL RESOURCES

HISTORIC PRESERVATION DIVISION
KAKUHIHEWA BUILDING, ROOM 555
801 KAMOKILA BOULEVARD
KAPOLEI, HAWAII 96707

GILBERT S. COLOMA-AGARAN, CHAIRPERSON
BOARD OF LAND AND NATURAL RESOURCES
COMMISSION ON WATER RESOURCES MANAGEMENT

DEPUTIES
ERIC T. HIRANO
LINNEL NISHIOKA

AQUATIC RESOURCES
BOATING AND OCEAN RECREATION
COMMISSION ON WATER RESOURCE
MANAGEMENT
CONSERVATION AND RESOURCES
ENFORCEMENT
CONVEYANCES
FORESTRY AND WILDLIFE
HISTORIC PRESERVATION
LAND
STATE PARKS

May 2, 2002

Department of Planning and Permitting
City and County of Honolulu
650 S. King Street, 7th Floor
Honolulu, Hawaii 96813
Attn: Rob Reed, Staff Planner

LOG NO: 29774 ✓
DOC NO: 0204EJ21

Dear Mr. Reed:

**SUBJECT: Chapter 6E-42 Historic Preservation Review – Request for comments on the Draft Environmental Assessment (DEA) for a Proposed Zone Change for Kailua Town Center
Kailua, Ko`olaupoko, O`ahu
TMK: (1) 4-2-38:001, 002, 004-005, 008-010, 046-054, 056-060**

Thank you for the opportunity to comment on the proposed zone change for the Kailua Town Center. Our review is based on historic reports, maps, and aerial photographs maintained at the State Historic Preservation Division; no field inspection was made of the project areas. We received your request on April 25, 2002.

The re-zoning application includes approximately 5 acres fronting Hekili Street, from I-2 Intensive Industrial District to B-2 Community business District (Hekili zone change), and approximately 6 acres fronting Hamakua Drive between Hekili Street and Hahani Street and one lot fronting Hahani Street, from I-2 Intensive Industrial District to IMX-1 Industrial-commercial Mixed Use District (Hamakua zone change). The applicant's intent is to bring the zoning designation into compliance with the existing Ko`olaupoko Sustainable Communities Plan which designates this site as the Kailua Town Center planned for commercial and industrial-commercial mixed use.

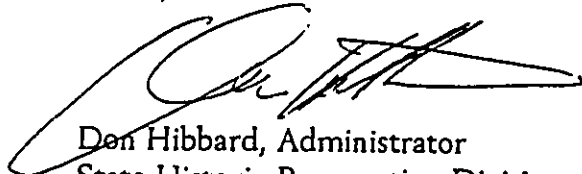
A review of our records shows that there are no known historic sites at this location. However, the underlying sediments are comprised of Jaucus sands which are known to contain significant buried historic deposits, including human burials. According to the application no change in existing uses or tenants is planned and no development is proposed as part of the application. Therefore, because the zone change is a paper action and no development is included as part of the application, we believe that this action will have "no effect" on significant historic sites.

Department of Planning and Permitting
Page Two

However in the future, should development be proposed for any of these parcel, we request that we be given the opportunity to review the plans before any construction takes place in order to determine if there will be an effect on historic sites.

Should you have any questions, please feel free to call Sara Collins at 692-8026 or Elaine Jourdane at 692-8027.

Aloha,



Don Hibbard, Administrator
State Historic Preservation Division

EJ:jk

c: ✓ Keith H. Kurahashi, Kusao & Kurahashi, inc. 2752 Woodlawn Drive, Suite 5-202, Honolulu, HI 96822

KUSAO & KURAHASHI, INC.

Planning and Zoning Consultants

MANOA MARKET PLACE
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FAX. (808) 988-1140
E-Mail: kurahashi1@cs.com

December 3, 2002

Mr. Don Hibbard, Administrator
State Historic Preservation Division
Department of Land and Natural Resources
State of Hawaii
Kakuhihewa Building, Room 555
601 Kamokila Boulevard
Kapolei, Hawaii 96707

Attention: Ms. Sara Collins and Ms. Elaine Jourdane

**Subject: Draft Environmental Assessment (EA) for Zone
Change Application for Kailua Town Center
Tax Map Key 4-2-38: 1, 2, 4, 5, 8-10, 46-54, and 56-60**

Dear Mr. Hibbard:

Thank you for your response letter, dated May 2, 2002, to our request for comments on the Draft EA for the zone change application for the Kailua Town Center.

We appreciate your understanding and determination that because the zone change is a paper action and no development is included as part of the application, "...that this action will have 'no effect' on significant historic sites."

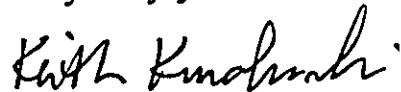
At the time of the neighborhood board meeting and in fact until just a few months ago, Kaneohe Ranch did not have future redevelopment plans for the area. In the past few months, however, Kaneohe Ranch has been looking at possible long range plans for redevelopment of the property between Hekili Street and Hamakua Drive. These plans are looking at possible redevelopment scenarios in 2009 and possibly beyond to 2026 when land leases expire on some of the properties. When this master plan is better defined it will be presented to the neighborhood board and in 2009 to 2026 when Kaneohe Ranch may be ready to

Mr. Don Hibbard
Page 2

file applications for an Environmental Assessment and Special Management Area Use Permit, there will be an opportunity for review by the neighborhood board and city, state and federal agencies.

Your letter and this response will be included in the Final EA.

Very truly yours,



Keith Kurahashi

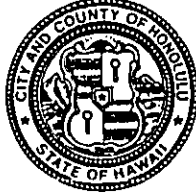
encl.

cc: Kaneohe Ranch Company, Limited
Department of Planning and Permitting

DEPARTMENT OF PLANNING AND PERMITTING
CITY AND COUNTY OF HONOLULU

650 SOUTH KING STREET • HONOLULU, HAWAII 96813
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JEREMY HARRIS
MAYOR



RANDALL K. FUJIKI, AIA
DIRECTOR

LORETTA K.C. CHEE
DEPUTY DIRECTOR

2002/Z-2

May 23, 2002

Mr. Keith Kurahashi
Kusao & Kurahashi, Inc.
Manoa Market Place
2752 Woodlawn Drive, Suite 5-202
Honolulu, Hawaii 96822

Dear Mr. Kurahashi:

ENVIRONMENTAL ASSESSMENT (EA) FOR
ZONE CHANGE APPLICATION
KAILUA TOWN CENTER
TMK: 4-2-38:1,2,4,5,8-10,46-54,56-60

The following are our comments on the above draft EA. When we receive and accept a final EA, we can accept a complete zone change application.

The draft assumes the rezoning will not change the current land uses affected by the rezoning. The draft EA does touch all the socio-economic and environmental issues that should be addressed by an EA, but finds no adverse impacts from the rezoning due to a finding that there will be no change in the land uses. This may be incorrect.

The EA should address the implications for small industrial land uses remaining in Kailua if the land is rezoned to allow commercial land uses, and whether the rezoning will result in higher land values, and therefore rents, driving out small businesses in favor of larger "box" retail establishments.

The EA should address the potential for parcel consolidation and resale to large-scale businesses, given the land now would be in one uniform zoning category.

The EA should also estimate the change in types of land uses possible under the proposed zone change from what exists now. This may be important in terms of traffic, jobs, and overall business opportunities related to the zone changes proposed.

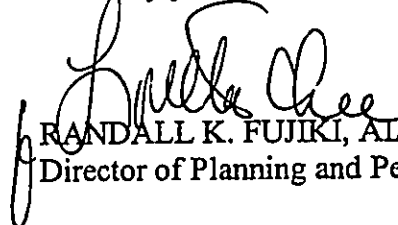
Mr. Keith Kurahashi
Kusao & Kurahashi, Inc.
May 23, 2002
Page 2

The EA should include a map of the existing drainage pattern in Subsection E (Drainage) of Section VI (Public Facilities and Services). Additionally, the EA should discuss the existing drainage flow and any estimated change in such flow downstream of the site.

Finally, the EA should discuss existing measures and proposed measures that limit or prevent against pollution of Ka Wai Nui Stream and the Hamakua Marsh Wildlife Sanctuary.

Please contact Rob Reed of our staff at 523-4402 if you have questions regarding the above comments.

Sincerely yours,


RANDALL K. FUJIKI, AIA
Director of Planning and Permitting

RFK:mo
155429

cc: Kaneohe Ranch Company, Limited

KUSAO & KURAHASHI, INC.
Planning and Zoning Consultants
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E-Mail: kurahashi1@cs.com

December 3, 2002

Mr. Eric G. Crispin, Director
Department of Planning and Permitting
City and County of Honolulu
650 South King Street, 7th Floor
Honolulu, Hawaii 96813

Attention: Mr. Rob Reed

**Subject: Draft Environmental Assessment (EA) for Zone
Change Application for Kailua Town Center
Tax Map Key 4-2-38: 1, 2, 4, 5, 8-10, 46-54, and 56-60**

Dear Mr. Fujiki:

Thank you for your response letter, dated May 23, 2002, to our request for comments on the Draft EA for the zone change application for the Kailua Town Center.

1. The Final EA will address the implications for small industrial land uses remaining in Kailua if the land is rezoned to allow commercial land uses. It will also discuss whether the rezoning will result in higher land values, and therefore rents, driving out small businesses in favor of larger "box" retail establishments.
2. The Final EA will address the potential for parcel consolidation and resale to large-scale businesses, given the land would now be in one uniform zoning category.
3. The Final EA will discuss the difference in types of land uses possible under the proposed zone change in comparison to the existing zoning.
4. The Final EA will include a map of the existing drainage pattern and any projected change in the drainage as a result of the proposed zone change.

Mr. Eric G. Crispin

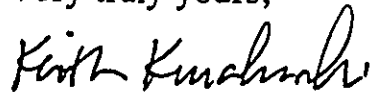
Page 2

5. The Final EA will note that the individual lessees and tenants that front on Ka Wai Nui Stream are responsible for controlling quality of runoff from their businesses to prevent against pollution of Ka Wai Nui Stream and Hamakua Marsh Wildlife Sanctuary. We are not aware of any extraordinary measures being taken to or proposed to be taken to reduce existing runoff to the stream and marsh. Based on discussions with DLNR staff responsible for managing the stream and marsh, they to believe that the zone change will eliminate potentially noxious users from locating on the property and may in time result in business uses that have less potential for polluted runoff than industrial users.

At the time of the neighborhood board meeting and in fact until just a few months ago, Kaneohe Ranch did not have future redevelopment plans for the area. In the past few months, however, Kaneohe Ranch has been looking at possible long range plans for redevelopment of the property between Hekili Street and Hamakua Drive. These plans are looking at possible redevelopment scenarios in 2009 and possibly beyond to 2026 when land leases expire on some of the properties. When this master plan is better defined it will be presented to the neighborhood board and in 2009 to 2026 when Kaneohe Ranch may be ready to file applications for an Environmental Assessment and Special Management Area Use Permit, there will be an opportunity for review by the neighborhood board and city, state and federal agencies.

Your letter and this response will be included in the Final EA.

Very truly yours,



Keith Kurahashi

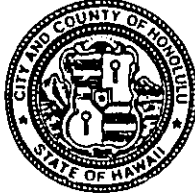
encl.

cc: Kaneohe Ranch Company, Limited
Department of Planning and Permitting

DEPARTMENT OF TRANSPORTATION SERVICES
CITY AND COUNTY OF HONOLULU

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JEREMY HARRIS
MAYOR



CHERYL D. SOON
DIRECTOR

GEORGE "KEOKI" MIYAMOTO
DEPUTY DIRECTOR

June 14, 2002

TP4/02-01576R

Mr. Keith Kurahashi
Kusao & Kurahashi, Inc.
Planning and Zoning Consultants
2752 Woodlawn Drive, Suite 5-202
Honolulu, Hawaii 96822

Dear Mr. Kurahashi:

Subject: Draft Environmental Assessment – Kailua Town Center (2002/Z-02)

This responds to your request for our review and comments on the draft environmental assessment (DEA) for a proposed change in zoning of land at Kailua Town Center, from I-2 Industrial to B-2 Business and IMX-1 Industrial-Commercial Mixed Use.

B-2 and IMX-1 zoning are potentially greater traffic generators than I-2 Industrial zoning. Thus, a traffic assessment should be conducted.

It would also be helpful in our review to know the status of the one parcel located midway of the Hamakua lots along the stream. It appears that this parcel should be included in the rezoning so as not to create a 'spot-zone' that may have future traffic impacts..

Should you have any questions, please contact Bruce Nagao of the Transportation Planning Division at Local 6899.

Sincerely,

A handwritten signature in black ink, appearing to read "Cheryl D. Soon", is written over the typed name and title.

CHERYL D. SOON
Director

cc: Department of Planning and Permitting
Mr. Robert Reed

KUSAO & KURAHASHI, INC.

Planning and Zoning Consultants

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December 3, 2002

Ms. Cheryl D. Soon, Director
Department of Transportation Services
City and County of Honolulu
650 South King Street, 3rd Floor
Honolulu, Hawaii 96813

Attention: Mr. Bruce Nagao

**Subject: Draft Environmental Assessment (EA) for Zone
Change Application for Kailua Town Center
Tax Map Key 4-2-38: 1, 2, 4, 5, 8-10, 46-54, and 56-60**

Dear Mr. Fujiki:

Thank you for your response letter, dated May 23, 2002, to our request for comments on the Draft EA for the zone change application for the Kailua Town Center.

1. The Final EA will include a traffic assessment on potential changes in use on the properties.
2. Along Hamakua Drive, one property (parcel) owner (out of the 22 parcels zoned I-2) has requested that he not be included in the rezoning and we have not included his parcel in our request. This property owner has a major repair (auto body and transmission shop) business that is permitted under I-2 zoning but would become nonconforming under IMX-1 zoning. He plans to continue his major repair business and will oppose the zone change for the remainder of the parcels fronting on Hamakua Drive. In upzoning situations, it is normally left up to property owners to come in for rezoning and in this situation given the strong concern presented by this one property owner we hope that he will be allowed to maintain his zoning until he is prepared to proceed with a rezoning. The property is in use as

major repair (auto body repair) and the vehicles that visit the shop are similar to vehicles that would visit neighboring properties.

At the time of the neighborhood board meeting and in fact until just a few months ago, Kaneohe Ranch did not have future redevelopment plans for the area. In the past few months, however, Kaneohe Ranch has been looking at possible long range plans for redevelopment of the property between Hekili Street and Hamakua Drive. These plans are looking at possible redevelopment scenarios in 2009 and possibly beyond to 2026 when land leases expire on some of the properties. When this master plan is better defined it will be presented to the neighborhood board and in 2009 to 2026 when Kaneohe Ranch may be ready to file applications for an Environmental Assessment and Special Management Area Use Permit, there will be an opportunity for review by the neighborhood board and city, state and federal agencies.

Your letter and this response will be included in the Final EA.

Very truly yours,



Keith Kurahashi

encl.

cc: Kaneohe Ranch Company, Limited
Department of Planning and Permitting

2003-01-23-0A-PEA

JAN 23 2003

FILE COPY

(KAILUA TOWN CENTER)

2002 DEC 11

PM 3 50

REZONING APPLICATION REPORT
FROM I-2 INTENSIVE INDUSTRIAL DISTRICT
TO B-2 COMMUNITY BUSINESS DISTRICT AND
IMX-1 INDUSTRIAL-COMMERCIAL MIXED USE DISTRICT,
PROJECT MASTER PLAN, AND FINAL ENVIRONMENTAL
ASSESSMENT FOR KAILUA TOWN CENTER

FINAL
E.A.

TAX MAP KEY 4-2-38: 1, 2, 4, 5, 8-10, 46-54 and 56-60

Kaneohe Ranch Company, Limited
Castle Junction
1199 Auloa Road
Kailua, Hawaii 96734-4606
Applicant

Kusao & Kurahashi, Inc.
Planning and Zoning Consultants
2752 Woodlawn Drive, Suite 5-202
Honolulu, Hawaii 96822
Agent

DECEMBER 2002

**REZONING APPLICATION REPORT
FROM I-2 INTENSIVE INDUSTRIAL DISTRICT
TO B-2 COMMUNITY BUSINESS DISTRICT AND
IMX-1 INDUSTRIAL-COMMERCIAL MIXED USE DISTRICT,
PROJECT MASTER PLAN, AND FINAL ENVIRONMENTAL
ASSESSMENT FOR KAILUA TOWN CENTER**

TAX MAP KEY 4-2-38: 1, 2, 4, 5, 8-10, 46-54 and 56-60

**Kaneohe Ranch Company, Limited
Castle Junction
1199 Auloa Road
Kailua, Hawaii 96734-4606
Applicant**

**Kusao & Kurahashi, Inc.
Planning and Zoning Consultants
2752 Woodlawn Drive, Suite 5-202
Honolulu, Hawaii 96822
Agent**

DECEMBER 2002

Rezoning Application and Final Environmental Assessment * Kailua Town Center

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Rezoning Application and Final Environmental Assessment * Kailua Town Center

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**REZONING APPLICATION REPORT
FROM I-2 INTENSIVE INDUSTRIAL DISTRICT
TO B-2 COMMUNITY BUSINESS DISTRICT AND
IMX-1 INDUSTRIAL-COMMERCIAL MIXED USE DISTRICT,
PROJECT MASTER PLAN, AND FINAL ENVIRONMENTAL
ASSESSMENT FOR KAILUA TOWN CENTER**

TAX MAP KEY 4-2-38: 1, 2, 4, 5, 8-10, 46-54 and 56-60

I. INTRODUCTION

This request is for rezoning of land in the Kailua Town Center, City and County of Honolulu, State of Hawaii. The rezoning would include approximately 5 acres fronting on Hekili Street from I-2 Intensive Industrial District to B-2 Community Business District (Hekili zone change) and approximately 6 acres fronting on Hamakua Drive between Hekili Street and Hahani Street and one lot fronting on Hahani Street from I-2 Intensive Industrial District to IMX-1 Industrial-Commercial Mixed Use District (Hamakua Zone Change). This report was prepared in accordance with the applicable requirements and procedures set forth in Section 21-2.40-2 of the Land Use Ordinance (LUO) and the Department of Planning and Permitting (DPP) Zone Change, Application Instructions (September 8, 2000).

This report also provides a Final Environmental Assessment to meet the requirements of Chapter 343 of the Hawaii Revised Statutes (HRS).

The proposed Hekili zone change site is designated on the Koolaupoko Sustainable Communities Plan Land Use Map (A-2, Section 3: Kailua) as a Regional Town Center. The Preface and Executive Summary of the Koolaupoko Sustainable Communities Plan cites a general policy to "Rezone the frontage of Hekili Street in Kailua to commercial to avoid its future use as

Rezoning Application and Final Environmental Assessment * Kailua Town Center

industrial.” This proposed rezoning from I-2 Intensive Industrial District to B-2 Community Business District will serve to implement this general policy.

The proposed Hamakua zone change site is designated on the Koolaupoko Sustainable Communities Plan Land Use Map (A-2, Section 3: Kailua) as a Regional Town Center. The Preface and Executive Summary of the Koolaupoko Sustainable Communities Plan cites a general policy to “...apply mixed-use industrial-commercial designations to existing industrial sites in Kailua and Kaneohe.” This proposed rezoning from I-2 Intensive Industrial District to IMX-1 Industrial-Commercial Mixed Use District will serve to implement this general policy.

Along Hamakua Drive, one property (parcel) owner (out of the 22 parcels zoned I-2) has requested that he not be included in the rezoning and we have not included his parcel in our request. This property owner has a major repair (auto body and transmission shop) business that is permitted under I-2 zoning but would become nonconforming under IMX-1 zoning and plans to continue his major repair business. It should be noted that the lot not being included in this zone change request is not shaded on Exhibit 1, the Location Map, Exhibit 5, the Existing Zoning Map, and Exhibit 6 Proposed Zoning Map.

II. REQUIRED DOCUMENTS

A. AFFIDAVIT

An affidavit confirming that adjoining property owners were sent written notification of the required presentation to the Kailua Neighborhood Board is included in Appendix I.

B. LEGAL DESCRIPTION

The legal descriptions for the parcels involved in this zone change request are attached to this report as Appendix II.

C. DEED

The properties are recorded in the Regular System at the State Bureau of Conveyances. A copy of the "Deeds" for the subject properties are included as Appendix III.

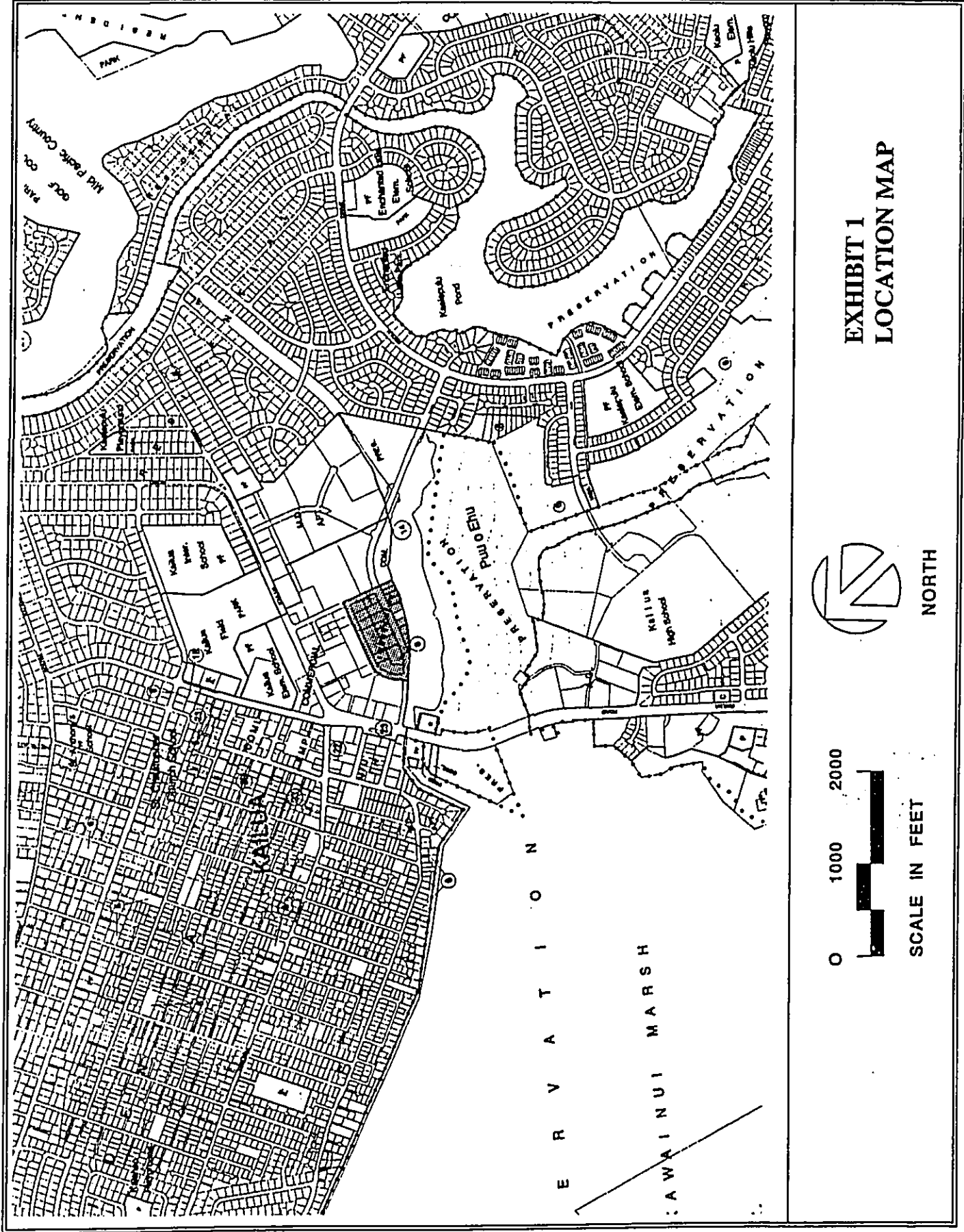
III. GENERAL INFORMATION

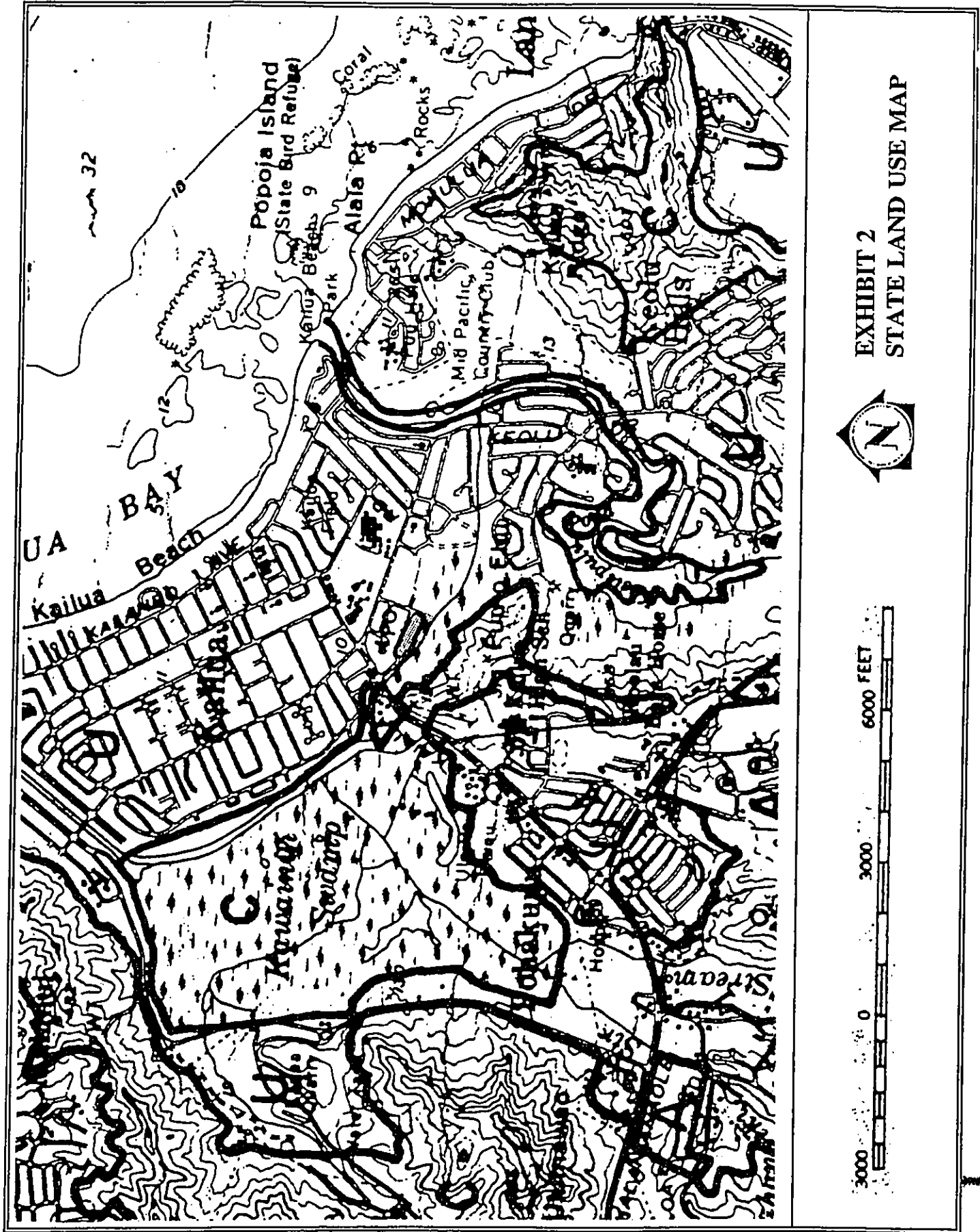
- A. PROJECT NAME : Kailua Town Center Zone Change
- B. AGENT : Kusao & Kurahashi, Inc.
Planning and Zoning Consultant
2752 Woodlawn Drive
Honolulu, Hawaii 96822
(808) 988-2231
- C. APPLICANT : Kaneohe Ranch Company, Limited
Castle Junction

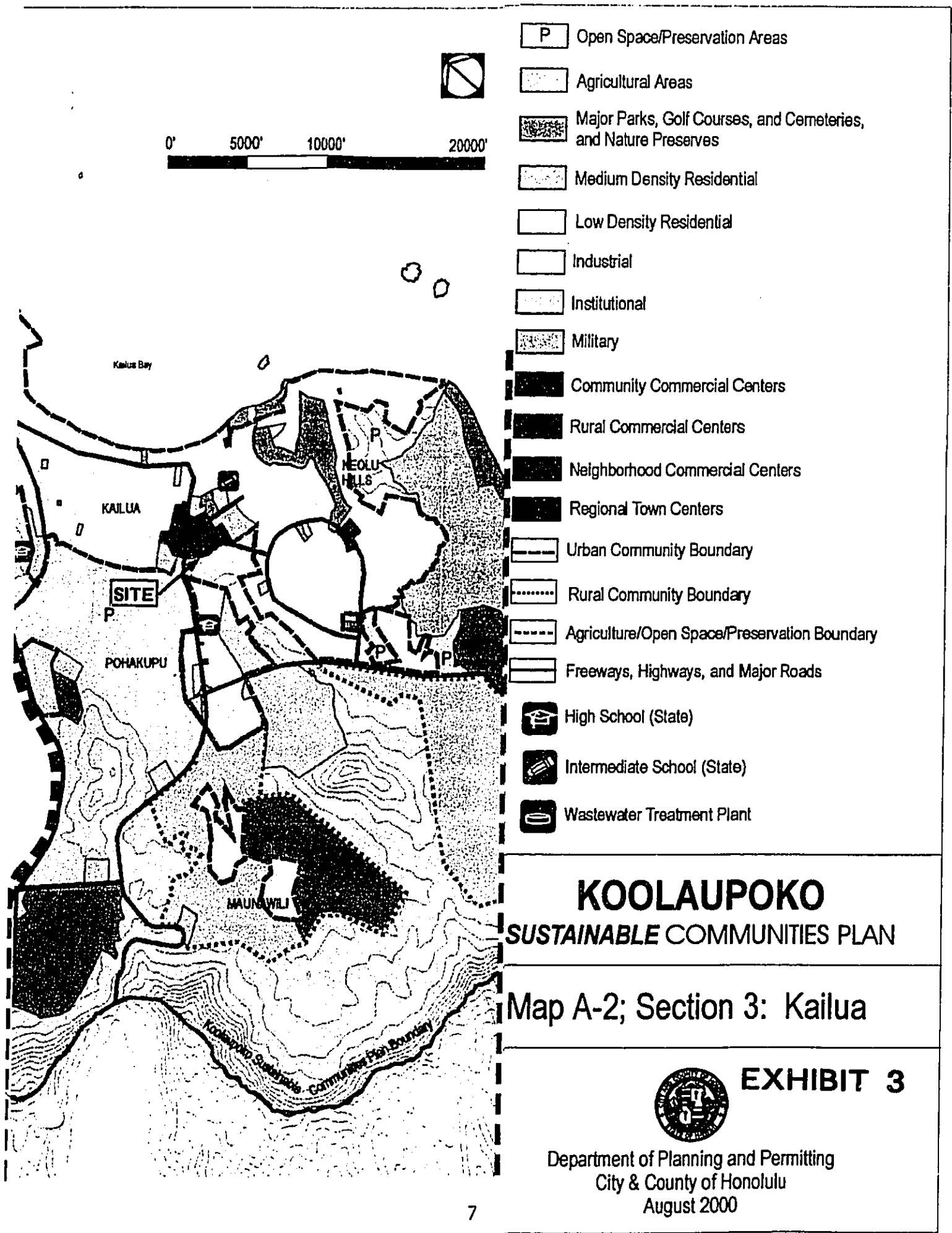
Rezoning Application and Final Environmental Assessment * Kailua Town Center

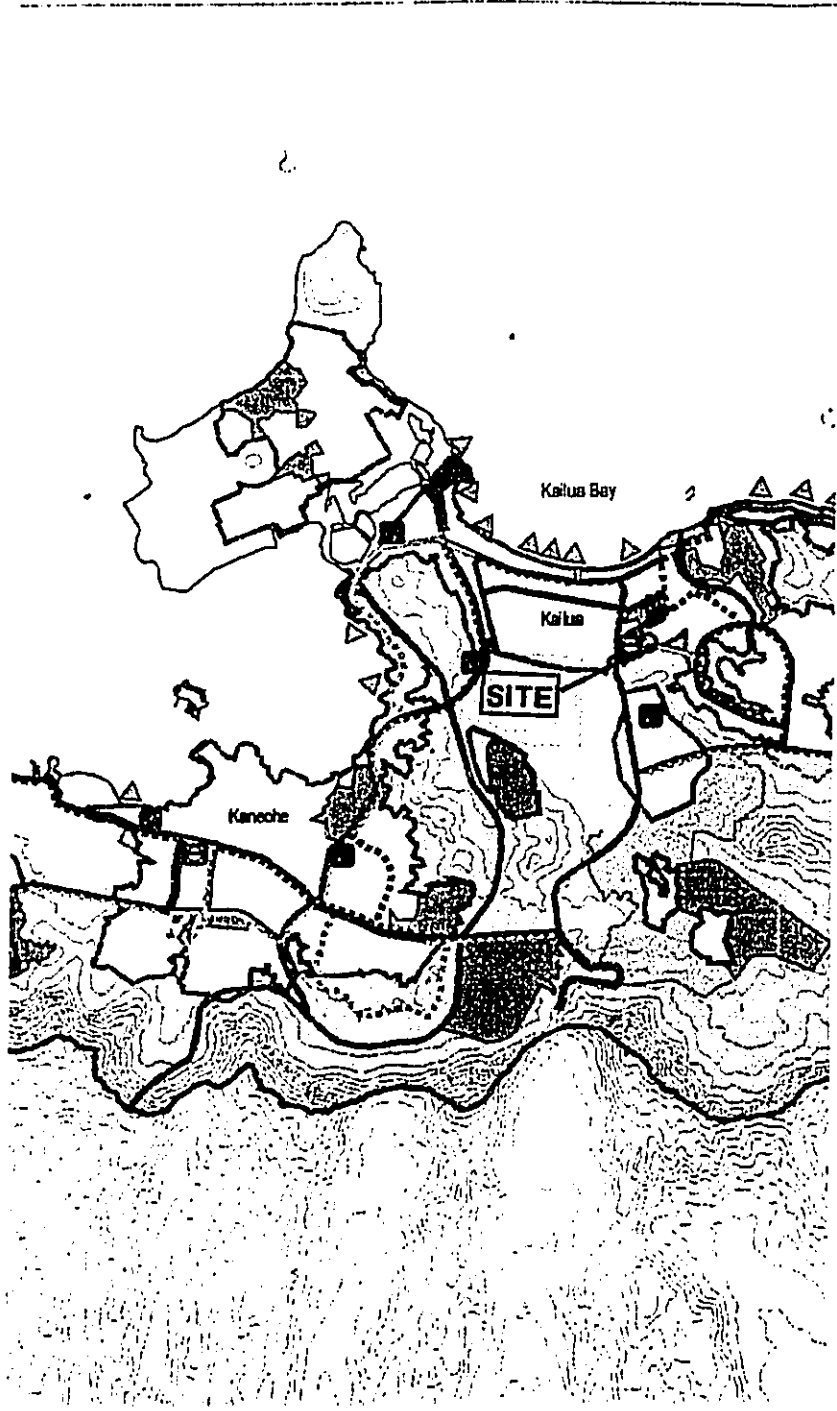
1199 Auloa Road
Kailua Hawaii 96734-4606

- D. LAND OWNERS : Table of Fee Owners in Appendix IV
- E. LOCATION : The subject parcels are located in the Kailua Town Center in the area bounded by Hekili Street, Hanani Street (extending down to Kawainui Stream) and Kawainui Stream, however, one parcel within this area is not included in the zone change application (Exhibit 1)
- F. ADDRESS : Fee Owners/Parcel Information List in Appendix IV
- G. TAX MAP KEY : 4-2-38: 1, 2, 4, 5, 8-10, 46-54 and 56-60
- H. AREA : 5 acres (Hekili zone change)
6 acres (Hamakua zone change)
- I. STATE LAND USE : Urban (Exhibit 2)
- J. KOOLAUPOKO
SUSTAINABLE
COMMUNITIES PLAN
- LAND USE MAP : Kailua Town Center (Exhibit 3)
- PUBLIC
FACILITIES MAP : No improvements affecting the project site (Exhibit 4)









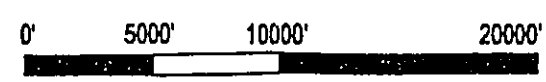
	Open Space/Preservation Areas
	Agricultural Areas
	Urban Areas
	Agriculture/Open Space/Preservation Boundary
	Urban Community Boundary
	Rural Community Boundary
	Major Parks, Golf Courses, and Cemeteries
	Shoreline Access
EXISTING	FUTURE
	Freeways, Highways, Major Roads
	Contraflow Lane
	Bike Path
	Bike Lane
	Bike Route
EXISTING	FUTURE
	High School (State)
	Intermediate School (State)
	Wastewater Treatment Plant
	Transit Center
	Sewer Service Area

KOOLAUPOKO
SUSTAINABLE COMMUNITIES PLAN

Map A-3: Public Facilities



Department of Planning and Permitting
City & County of Honolulu
August 2000



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- K. ZONING : I-2 Intensive Industrial District (Exhibit 5)
- L. PROPOSED ZONING : B-2 Community Business District and IMX-1 Industrial-Commercial Mixed Use District (Exhibit 6)

IV. BACKGROUND

A. ACREAGE

The applicant's request is for rezoning of approximately 5 acres fronting on Hekili Street from I-2 Intensive Industrial District to B-2 Community Business District (Hekili zone change) and approximately 6 acres fronting on Hamakua Drive between Hekili Street and Hahani Street and one lot fronting on Hahani Street from I-2 Intensive Industrial District to IMX-1 Industrial-Commercial Mixed Use District (Hamakua Zone Change).

B. TOPOGRAPHY

The project site is relatively level and is developed with various industrial and business uses, typical of an urban town center community.

C. SOILS

According to the United States Department of Agriculture, Soil Conservation Service's "Soil Survey of Islands of Kauai, Oahu, Maui, Molokai, and Lanai, State of Hawaii" the project site is classified as Jaucas sand (JaC).

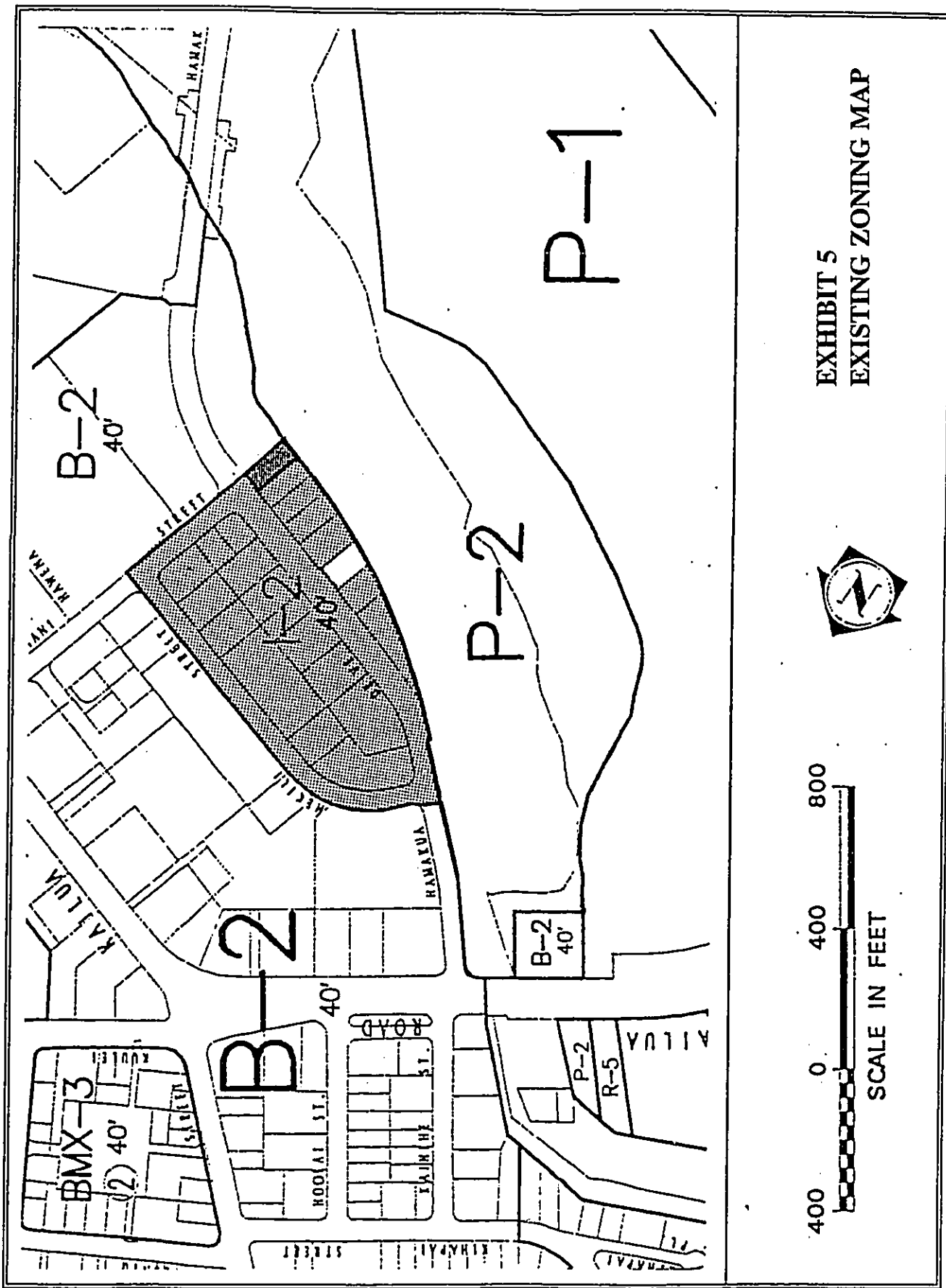


EXHIBIT 5
EXISTING ZONING MAP

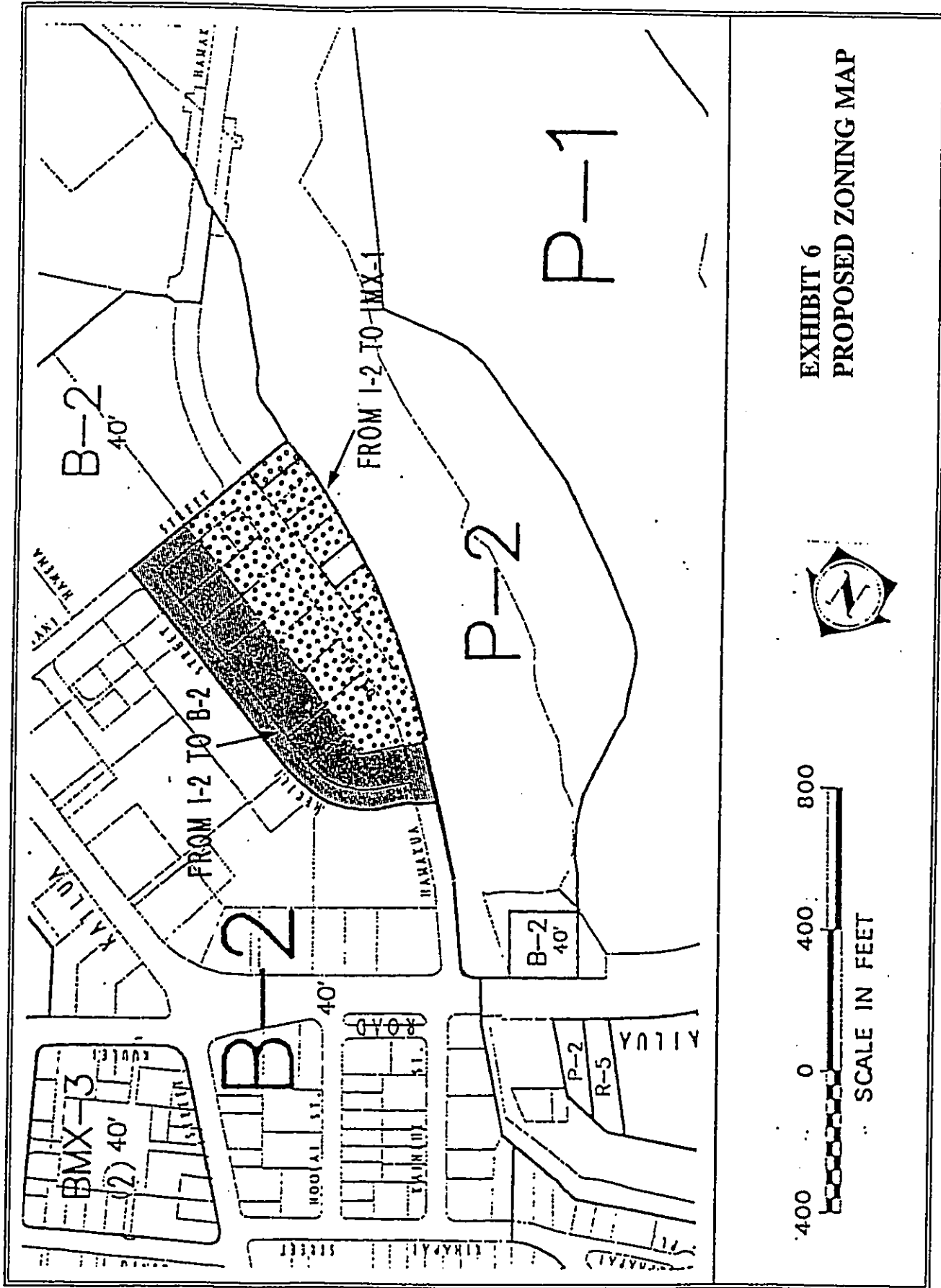


EXHIBIT 6
PROPOSED ZONING MAP

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The Jaucas series consists of excessively drained, calcareous soils that occur as narrow strips on coastal plains, adjacent to the ocean. Most of the central part of Kailua, from the project site to the ocean is made up of Jaucas sand. These soils are used for urban development, pasture, sugarcane, and truck crops.

Jaucas sand (JaC) has the following characteristics: permeability is rapid, runoff is very slow to slow, and hazard of water erosion is slight. In a representative profile, the soil is single grain, pale brown to very pale brown, sandy, more than 60 inches deep, and is neutral to moderately alkaline.

D. SURROUNDING USES

The area to the north of the project site includes commercial uses, including retail, offices and restaurants. The area to the east contains a bowling alley, and other office and retail commercial uses. The area to the south includes a department store, a theater and retail, restaurant and office uses. The area to the west of the project site includes Kawainui Stream and a wetland area.

In 1994, Kaneohe Ranch conveyed a 23-acre wetland area to Ducks Unlimited, a nonprofit corporation dedicated to the preservation of wetlands and the enhancement of wetland habitats. Ducks Unlimited, utilizing funds provided by a grant from the U.S. Fish & Wildlife Service, undertook improvement to the wetland by removing exotic vegetation and constructing a fence around the property to keep

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predators out of the wetland. Subsequently, Ducks Unlimited conveyed the property called the Hamakua Marsh Wildlife Sanctuary to the State Department of Land and Natural Resources (DLNR), which conducts an ongoing mongoose trapping and wetland maintenance program on the property. DLNR plans to drill a well to provide water to nourish the wetland and maintain the wildlife habitat provided by the wetland.

Beyond these surrounding uses, there are more commercial developments, residential development, Kailua Elementary School, the Police Station, Fire Station, Kailua Field and Recreation Center, Kailua Middle School, low-rise apartment developments, one high-rise apartment development, and Kailua High School beyond the ridgeline of Puu O Ehu located to the west of the site.

E. LAND USE HISTORY

1. Prior Use

The property has been in commercial/industrial use from approximately the early 1960's to the present time.

2. Existing Use

The Fee Owner/Parcel Information List included in Appendix IV provides a detailed listing of the uses on each of the parcels involved in the Hekili and Hamakua zone change.

As indicated in the list, the Hekili zone change area includes offices, retail uses, a veterinarian, eating and drinking establishments, an art gallery, personal services, warehouses,

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food and light manufacturing uses, a research laboratory, minor repair, a music school, and a minor repair establishment.

The Hamakua zone change area includes minor repair, parking, eating and drinking establishments, major repair, office, warehouse, self-storage facility, a base yard, upholstery shops, retail, personal services, a museum, a meeting facility, an indoor recreational facility, light manufacturing and an accessory caretaker's residence.

V. PROJECT MASTER PLAN

The applicant proposes to rezone approximately 5 acres fronting on Hekili Street from I-2 Intensive Industrial District to B-2 Community Business District (Hekili zone change) and approximately 6 acres fronting on Hamakua Drive between Hekili Street and Hahani Street and one lot fronting on Hahani Street from I-2 Intensive Industrial District to IMX-1 Industrial-Commercial Mixed Use District (Hamakua Zone Change).

The applicant's intent in submitting this zone change request is to bring the zoning designation of this property into compliance with the existing Koolaupoko Sustainable Communities Plan which designates the site as the Kailua Town Center planned for commercial and industrial-commercial mixed use.

The zone change will allow the owner to have greater flexibility in providing leasable area to a wider range of tenants, including future

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commercial users in the Hekili zone change area and industrial or commercial users in the Hamakua zone change area. The zone change will also help clear up the nonconforming status of some of the existing tenants (office and retail tenants).

No change in existing uses (in the near future) or tenants is planned for the subject parcels involved in this rezoning request. In the past few months, Kaneohe Ranch has been looking at possible long range plans for redevelopment of the property between Hekili Street and Hamakua Drive. These plans are looking at possible redevelopment scenarios in 2009 and possibly beyond to 2026 when land leases expire on some of the properties. When Kaneohe Ranch may be ready to file applications for an Environmental Assessment and Special Management Area Use Permit between 2009 and 2026, there will be an opportunity for review by the neighborhood board and city, state and federal agencies.

Since no change in use is proposed (in the near future) under this zone change, we are providing a list of existing tenants for the subject parcels (Appendix IV, Fee Owners/Parcel Information List) and site plans of the existing development (Appendix V) and/or photographs of the existing sites (Appendix VIII).

As described in Appendix IV, there are 6 parcels and 40 existing leasable tenant spaces at the Hekili zone change site. Under the existing I-2 Intensive Industrial District zoning, 13 of the existing leasable spaces are operated by uses not permitted in this zoning district. Many of these are

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nonconforming uses which were established when offices were permitted in the industrial district (prior to 1986). Some of these formerly permitted office spaces have since been converted to retail use or other use.

Under the proposed change in zoning from I-2 Intensive Industrial District to IMX-1 Industrial-Commercial Mixed Use District, there are 15 parcels being rezoned and upon rezoning only two of the existing leased spaces will be non-conforming, these are the two automobile repair shops that do auto body work (major repair). There will be 7 businesses that will become conforming as a result of this zone change.

VI. PUBLIC PLANS AND LAND USE POLICIES

A. STATE LAND USE DISTRICT BOUNDARY

The site is in the State Urban Land Use District and the proposed B-2 Community Business District and the IMX-1 Industrial-Commercial Mixed Use District is consistent with the purpose of the Urban District.

B. CITY GENERAL PLAN

The requested rezoning will meet the intent and objectives of the General Plan's Economic Activity, Objective G, Policy 3, stated as follows:

"Encourage the development of small businesses and larger industries which will contribute to the economic and social well-being of Oahu residents."

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Comment: The existing developments will continue to provide commercial and industrial space to allow for the development of new and possible expansion of existing businesses that will contribute to the economic and social well-being of Oahu residents.

The General Plan's Physical Development and Urban Design, Objective A, Policy 7 will also be implemented, as follows, through the rezoning of the project site:

"Locate new industries and new commercial areas so that they will be well related to their markets and suppliers, and to residential areas and transportation facilities."

Comment: The proposed rezoning will enable the applicant to continue to provide the existing commercial and industrial uses on a major thoroughfare, conveniently located in relation to the existing communities in Kailua.

C. KOOLAUPOKO SUSTAINABLE COMMUNITIES PLAN

1. Plan Vision

Section 2.2.6 "Define and Enhance Existing Commercial and Civic Districts and Institutional Campuses" recommends that land use policy and public infrastructure investments should enhance the roles and identities of the central business districts of Kailua and Kaneohe as the region's principal town centers. It further states that the town centers should be confined to areas presently zoned for commercial, light industrial and civic uses and be treated as mixed-use zones.

Response: The proposed zone change from I-2 Intensive Industrial District to B-2 Community Business District and IMX-1

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Industrial- Commercial Mixed Use District will provide the appropriate zoning districts for the Kailua Town Center to allow commercial and light industrial uses that will define the future of the town center and eliminate the potential for future intensive industrial uses to be introduced into the town center.

2. Land Use Policies, Principles, and Guidelines (Commercial and Industrial Uses)

a. Section 3.7.2 General Policies

“The industrial zoned (but not presently developed as industrial) area along the frontage of Hekili Street in Kailua should be rezoned to commercial.”

Response: The proposed zone change from I-2 Intensive Industrial District to B-2 Community Business District will implement this general land use policy of the Koolaupoko Sustainable Communities Plan.

b. Section 3.7.3 Planning Principles

“Light industrial zones should be converted to commercial-industrial mixed use to reflect actual use patterns and promote storefront uses along the sidewalks.”

Response: The proposed zone change from I-2 Intensive Industrial District to IMX-1 Industrial-Commercial District will implement this planning principle of the Koolaupoko Sustainable Communities Plan. It will also provide an

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opportunity to promote storefront uses along the sidewalks, where appropriate.

3. Land Use Map

“The Regional Town Center may contain a wide variety of uses, including commercial establishments, civic services, mixed use commercial-residential areas, and mixed use industrial-commercial areas.”

Response: The proposed zone change from I-2 Intensive Industrial District to B-2 Community Business District and IMX-1 Industrial-Commercial Mixed Use District will implement the land use map designation of the Koolaupoko Sustainable Communities Plan.

D. SIGNIFICANT ZONE CHANGES

The proposed zone change requires submission of an environmental assessment, since it involves more than 5 acres to a commercial and mixed use district. The Final Environmental Assessment has been incorporated into this zone change application.

E. PROJECT MASTER PLAN

No development or change in use, is planned for this project site in the near future. The proposed zone change to B-2 Community Business District would recognize the predominantly commercial use of the Hekili zone change area. The proposed zone change to IMX-1 Industrial-Commercial Mixed Use District would recognize the existing commercial/industrial mixed use nature of the Hamakua zone change

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area. With no new development or change in use planned in the near future, in lieu of the project master plan, we are providing photographs (Appendix VIII) and site plans for the existing development on the property (Appendix V).

In the past few months, Kaneohe Ranch has been looking at possible long range plans for redevelopment of the property between Hekili Street and Hamakua Drive. These plans are looking at possible redevelopment scenarios in 2009 and possibly beyond to 2026 when land leases expire on some of the properties. In 2009 to 2026 when Kaneohe Ranch may be ready to file applications for an Environmental Assessment and Special Management Area Use Permit, there will be an opportunity for review by the neighborhood board and city, state and federal agencies.

F. LAND USE ORDINANCE

1. Purpose and Intent

According to Article 3 of the Land Use Ordinance, the LUO establishes that the intent of the B-2 Community Business District is to provide areas for community wide business establishments, serving several neighborhoods and offering a wider range of uses than is permitted in the B-1 Neighborhood Business District. The district is intended for areas which are conveniently accessible by vehicular and pedestrian modes and served by adequate public facilities and would be applied to lots

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along major streets and in centrally located areas in urban and urban fringe areas.

The project site presently provides community wide business establishments which serve all of Kailua and is in an area conveniently accessible by vehicles and pedestrians. The area is adequately served by public facilities and is located in the central business area for Kailua, an urban fringe area.

According to Article 3 of the Land Use Ordinance, the LUO establishes that the intent of the IMX-1 Industrial-Commercial Mixed Use District is to allow mixing of some industrial uses with other uses and provide for areas of diversified businesses and employment opportunities by permitting a broad range of uses without exposing non-industrial uses to unsafe and unhealthy environments. This district is intended to promote and maintain a viable mix of light industrial and commercial uses.

No redevelopment is planned for this site, in the near future. The existing development will continue to provide space for existing commercial and industrial users, while accommodating new office, commercial and/or light industrial users as spaces are vacated in the future.

2. Permitted Uses

The proposed rezoning will allow the applicant to continue to offer diversified support to the Hawaii business community through the provision of commercial support services and

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industrial uses in the Kailua area, in accordance with the uses permitted within the B-2 Community Business District and the IMX-1 Industrial-Commercial Mixed Use District, as applicable. Appendix IX, Use Comparison, provides a comparison of uses between the I-2 Intensive Industrial District and the IMX-1 Industrial-Commercial Mixed Use District. Appendix IV of this Rezoning Application Report and Final Environmental Assessment provides a detailed listing of uses that presently do not conform to the uses permitted under existing zoning and the uses that would become nonconforming under the proposed change in zoning from I-2 Intensive Industrial District to B-2 Community Business District and IMX-1 Industrial-Commercial Mixed Use District. A map is also provided in Appendix IV indicating where the nonconforming uses would occur with the change in zoning.

3. Other Development Requirements

The existing development will continue to meet LUO design standards and requirements.

4. Other Land Use Permits Required

Since no new development is planned in the near future, no other land use permits are required.

VII. PUBLIC FACILITIES AND SERVICES

No development or change in use, is planned for this project site in the near future. The proposed zone change to B-2 Community Business District would recognize the predominantly commercial use of the Hekili zone change area. The proposed zone change to IMX-1 Industrial-Commercial Mixed Use District would recognize the existing commercial/industrial mixed use nature of the Hamakua zone change area. With no new development or change in use planned in the near future, the existing system of public facilities and services will continue to adequately service the project site.

A. STREETS AND TRANSPORTATION

The project site is accessed by driveways off of Hekili Street, Hahani Street and Hamakua Drive. Hekili Street is a two-lane roadway with parking permitted on both sides of the street. Hahani Street is a four-lane roadway with no parking between Hekili Street and Hamakua Drive. Hamakua Drive is a four-lane roadway with parking permitted on both sides of the street between Hahani Street and Hekili Street. Beyond Hekili Street to Kailua Road, Hamakua Drive is a three-lane road with parking on the Kawainui Stream side of the road. There are two travel lanes heading toward Kailua Road and one lane heading toward Hekili Street.

A traffic signal is provided at the Hamakua Drive/Hahani Street intersection. Hamakua Drive intersects with Kailua Road at a signalized intersection which provides access to the project site from the

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east and the west. Hamakua Drive also extends to Keolu Drive providing access to the residential communities serviced by Keolu Drive. Hahani Street extends to Kailua Road providing access to other areas of Kailua.

Julian Ng, Incorporated, a transportation engineering consultant, has prepared a traffic assessment of potential traffic impacts under a scenario that considered traffic generated by the existing development and comparing it to traffic generated under a change in uses assuming 40% light industrial use and 60% shopping center use. The traffic assessment determined that the maximum increase in peak hour traffic in one direction is 55 vehicles per hour, which would not be considered to have a significant impact to traffic conditions in Kailua. The traffic assessment is included in its entirety in Appendix X.

B. WASTEWATER

The municipal sewer system of the City and County of Honolulu currently services this area with sewer lines in Hekili Street, Hahani Street, and Hamakua Drive which provide adequate wastewater service for the existing development.

C. WATER

The Board of Water Supply, City and County of Honolulu is currently providing water to the project site with water lines in Hekili Street, Hahani Street, and Hamakua Drive.

D. SOLID WASTE

Refuse collection will continue to be provided by private waste disposal companies.

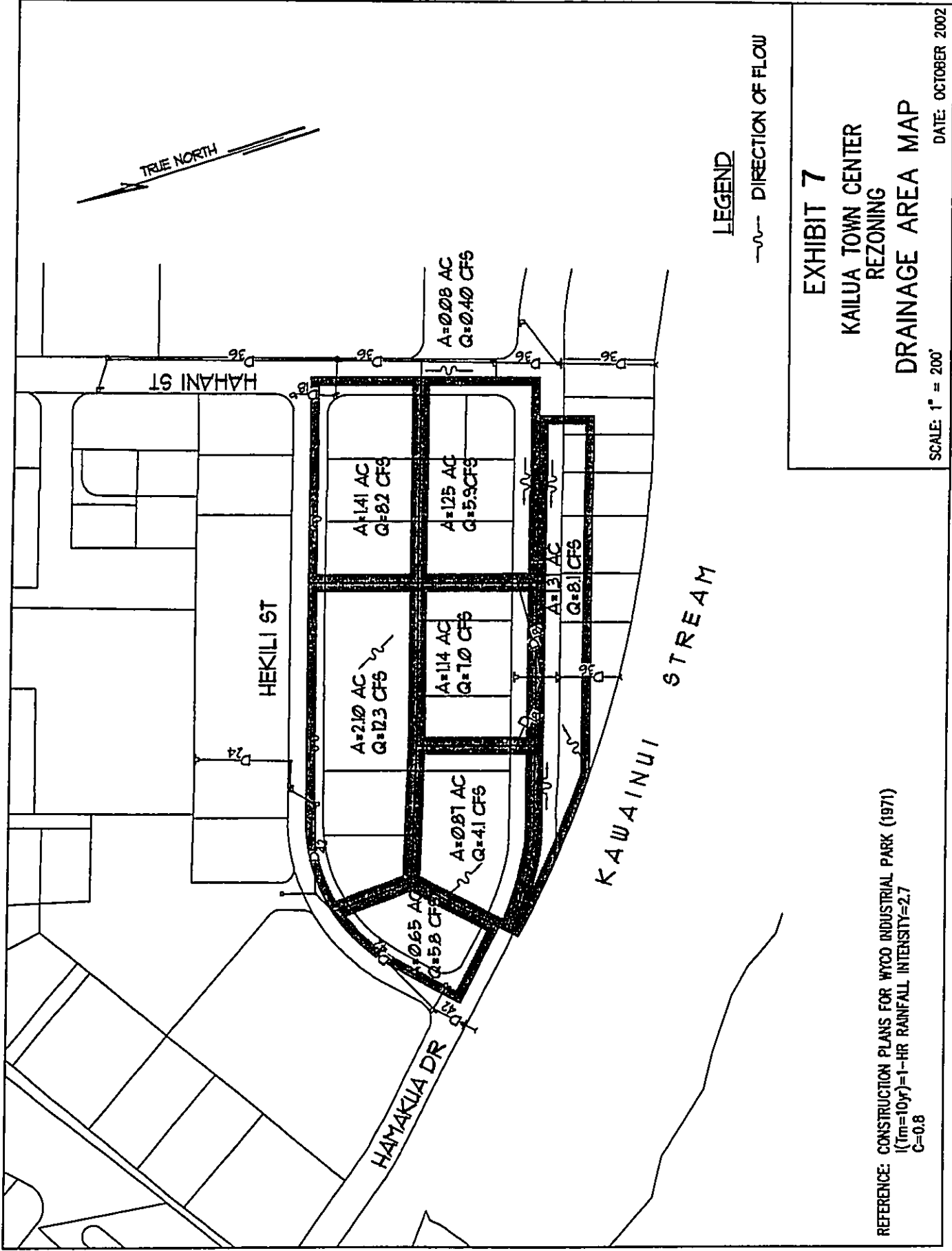
E. DRAINAGE

As shown on Exhibit 7, Drainage Area Map, the runoff from the lots within the project site generally sheet flow towards the streets, and into the City's storm drainage system which discharges into Kawainui Stream. There are three separate storm drainage systems serving the project site.

The Hekili Street System consists of 24-inch and 42-inch pipes and collects storm runoff from lots TMK 4-2-38: 2, 4, and 5 as well as areas to the west and north of the project site. The 42-inch drainage system is capable of handling 65.2 cubic feet per second (cfs).

The Hahani Street System consists of 18-inch and 36-inch pipes and collects storm runoff from lots TMK 4-2-38: 8, 9, and 10 and areas to the north and east of the project site. The 36-inch drainage system is capable of handling 55.8 cfs.

The Hamakua Drive system consists of 18-inch and 36-inch pipes and collects storm runoff from lots TMK 4-2-38: 1, and 46 thru 60. This 36-inch drainage system is able to handle 47.2 cfs. A 10-year storm event would generate 25.1 cfs from this area. Portions of the lots adjacent to Kawainui Stream have runoff sheet flowing directly into Kawainui Stream.



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The drainage systems are in compliance with the City and County Storm Drainage Standards except at Hahani Street, where a catch basin upstream of the intersection would normally be placed.

Since there is no new development planned on the site (in the near future) there will be no change in the existing drainage pattern. For any future development, best management practices and erosion control measures will be implemented. These measures may include providing a landscape buffer for runoff to flow to prior to the streets or drainage system.

Although the proposed rezoning is not expected to affect runoff, the change in zoning will eliminate certain noxious and intensive industrial uses that have the potential of producing greater polluted runoff, such as agricultural products processing, major; composting major; sawmills; explosive and toxic chemical manufacturing, storage and distribution; petroleum processing; salvage, scrap and junk storage and processing; storage yards; and waste disposal and processing. These uses which will no longer be permitted would have greater potential for polluted runoff than the uses gained, which include cabarets; dance or music studios; medical clinics; office buildings; personal services; photography studios; retail establishments; art galleries and museums; and theaters.

The individual lessees and tenants that front on Ka Wai Nui Stream are responsible for controlling quality of runoff from their businesses to prevent against pollution of Ka Wai Nui Stream and

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Hamakua Marsh Wildlife Sanctuary. We are not aware of any extraordinary measures being taken to or proposed to be taken to reduce existing runoff to the stream and marsh. Based on discussions with staff at the Department of Land and Natural Resources responsible for managing the stream and marsh, they agree that the zone change will eliminate potentially noxious users from locating on the property and may in time result in business uses that have less potential for polluted runoff than intensive industrial users.

VIII. ENVIRONMENTAL REQUIREMENTS

A. CHAPTER 343, HAWAII REVISED STATUTES, (HRS), STATE ENVIRONMENTAL IMPACT STATEMENT LAW

This proposed zone change is subject to environmental review and Chapter 343, Hawaii Revised Statutes. The Final Environmental Assessment has been incorporated into this zone change application.

B. CHAPTER 6E, HRS, STATE HISTORIC PRESERVATION LAW

None of the parcels or structures proposed for rezoning are on the State or National Historic Registers. Since the project site is fully developed with structures and open parking areas and no further development is planned in the near future, the proposed zone change is not expected to impact on historical, archaeological or cultural sites.

The State Historic Preservation Division (SHPD) of the Department of Land and Natural Resources indicated that a review of

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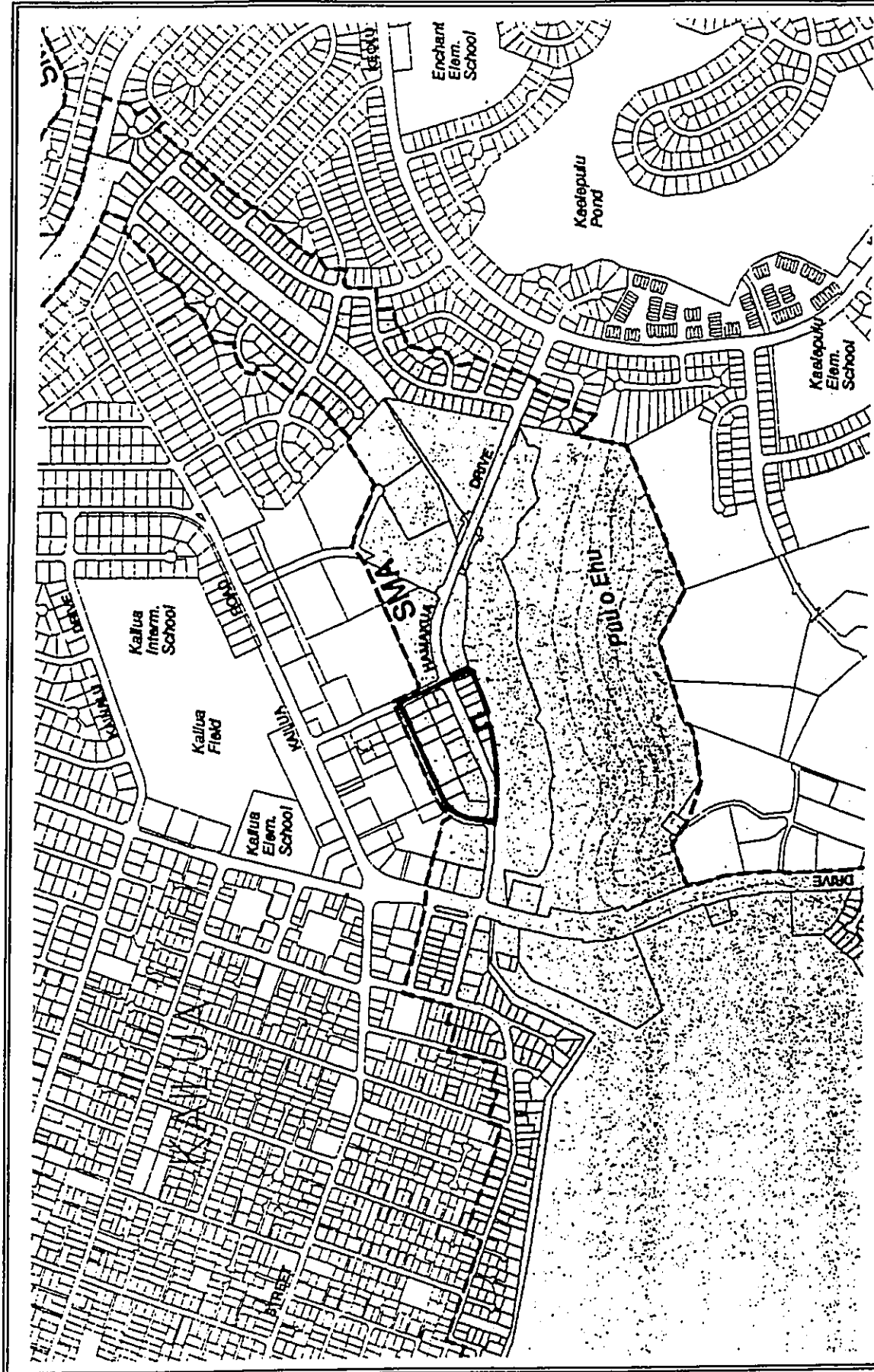
their records shows that there are no known historic sites at this location. However, since the underlying sediments are comprised of Jaucus sands which are known to contain significant buried historic deposits, including human burials, SHPD has requested the opportunity to review plans before any construction takes place in order to determine if there will be an effect on historic sites. The zone change site is located in the Special Management Area and future development will be subject to review under a Special Management Area Use Permit application. With any significant development, an environmental assessment will be required providing review by the neighborhood board and city, state and federal agencies.

C. CHAPTER 25, REVISED ORDINANCE OF HONOLULU, (ROH),
SHORELINE MANAGEMENT ORDINANCE

The project site is within the special (shoreline) management area for the Island of Oahu, however, since no new development is planned in the near future, the proposed rezoning will not create a requirement for review under the Shoreline Management Ordinance (Exhibit 8). Any future redevelopment that meets the definition of development, as defined in the Shoreline Management Ordinance, will be subject to said ordinance.

D. CHAPTER 23, ROH, SHORELINE SETBACK ORDINANCE

The project site does not involve land adjacent to the shoreline and is not subject to shoreline setback requirements.



**EXHIBIT 8
SPECIAL MANAGEMENT
AREA USE MAP**

E. FLOOD HAZARD DISTRICT REQUIREMENTS

According to the City and County of Honolulu, Flood Insurance Rate Map (FIRM), the subject parcels all fall within flood zone X, areas determined to be outside 500-year flood plain.

IX. ENVIRONMENTAL ASSESSMENT

A. INTRODUCTION

The applicant, Kaneohe Ranch Company, Limited, proposes a change in zoning for approximately 5 acres fronting on Hekili Street from I-2 Intensive Industrial District to B-2 Community Business District (Hekili zone change) and approximately 6 acres fronting on Hamakua Drive between Hekili Street and Hahani Street and one lot fronting on Hahani Street from I-2 Intensive Industrial District to IMX-1 Industrial-Commercial Mixed Use District (Hamakua Zone Change). This 11-acre zone change is considered a significant zone change in accordance with the Ordinance No. 00-47 which adopted the Koolaupoko Sustainable Communities Plan and triggers this environmental assessment. The information provided in this section (Section IX. Environmental Assessment) supplements the information provided in other sections of this zone change application to meet the requirements of a Final Environmental Assessment, in accordance with Chapter 343, HRS.

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B. APPROVING AGENCY

Department of Planning and Permitting
City and County of Honolulu
650 So. King Street, 7th Floor
Honolulu, Hawaii 96813

C. DESCRIPTION OF PROPOSED ACTION

No development or change in use, is planned for this project site in the near future. The proposed zone change to B-2 Community Business District would recognize the predominantly commercial use of the Hekili zone change area. The proposed zone change to IMX-1 Industrial-Commercial Mixed Use District would recognize the existing commercial/industrial mixed use nature of the Hamakua zone change area. With no new development or change in use planned in the near future, the proposed zone change will not affect the environment. Existing tenants and operations on the site are expected to continue.

D. IMPACTS

1. Demographic Impacts

a. Residential Population

Since no residential development is planned, there will be no impact to residential population.

b. Visitor Population

Continuation of the existing commercial and industrial activity will not affect visitor population.

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c. Character or Culture of the Neighborhood

No change is planned to the character or culture of the neighborhood.

d. Displacement

No businesses will be displaced by the proposed zone change.

2. Economic Impacts

a. Economic Growth

The continuation of the existing commercial and industrial uses on the project site will not affect economic growth in the area, but will maintain the status quo.

b. Employment

The existing employment will be continued with continuation of the existing businesses.

c. Government Revenues/Taxes

No increase in tax revenues is projected from the continuation of existing businesses on the site.

d. Loss of Certain I-2 Intensive Industrial Uses

The applicant does not expect the change in zoning to affect the mix of tenants in the development, however, certain uses will become nonconforming and should a nonconforming tenant decide to discontinue their use on the property, at that time a use that conforms to the zoning district would probably replace that tenant.

Rezoning Application and Final Environmental Assessment * Kailua Town Center

The I-2 Intensive Industrial District uses that would no longer be permitted in this Town Center area would include:

- 1) Agricultural products processing, major; Animal products processing; Centralized bulk collection, storage and distribution of agricultural products to wholesale and retail markets; Composting major; Composting minor; Sawmills; Storage and sale of seed, feed, fertilizer and other products essential to agricultural production; Explosive and toxic chemical manufacturing, storage and distribution; Freight movers; Heavy equipment sales and rentals; Linen suppliers; Petroleum processing; Resource extraction; Salvage, scrap and junk storage and processing; Storage yards; Waste disposal and processing; Heliports; and Truck terminals.

These are intensive industrial uses that are not found in this part of the Town Center at the present time and would not be considered appropriate uses for the Kailua Town Center, due in part to their more agricultural nature and/or their potential for significant impact on surrounding businesses.

- 2) Repair establishments, major; Manufacturing, processing and packaging; and general Maritime-

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related vocational training, sales, construction, maintenance and repairing.

These uses are found in the Kailua Town Center, with the first two occurring in the area planned for rezoning. These uses are expected to continue as nonconforming uses on the rezoned properties and will continue to service the residents of Kailua. The Koolauloa Sustainable Communities Plan, however, provides for intensive industrial uses, such as these, to eventually locate at the Kapaa industrial area.

The third use does not occur in the Town Center area as an industrial use, but does occur in a less intensive commercial/retail boat sales and accessory repair use on a nearby parcel. This use is permitted as a retail use on either the B-2 Community Business District or on the IMX-1 Industrial-Commercial Mixed Use District.

The elimination of the potential intensive agricultural and more noxious industrial uses on the property would not have a significant economic impact on the Kailua Town Center, since these uses did not occur in the recent past and many were not potentially feasible on the relatively small industrial lots provided in the project site. The former

Rezoning Application and Final Environmental Assessment * Kailua Town Center

Verizon Base Yard site is 30,660 square feet in size, but other lots along Hamakua Drive are under 19,000 square feet in size, with many in the 7,500 to 10,000 square foot range.

It's important to note that the more intensive industrial uses are not being eliminated from the Kailua community, since in many respects they never existed. The potential for these intensive industrial use locating in Kailua has also not been eliminated. The Koolauloa Sustainable Communities Plan, directs these uses to the Kapaa industrial area, where it will minimize adverse impacts to surrounding residents and businesses.

e. Other Economic Impacts

The small industrial land uses are expected to continue at their present locations. Particularly on 12 of the 17 parcels owned by Kaneohe Ranch which are based on land leases. Four of the other five Kaneohe Ranch parcels are located on Hekili Street and the businesses fronting on Hekili Street are all in commercial use. The rear portion of two lots are in light industrial use but being on the rear portion of the lot or building, reduces the potential for higher commercial rental income. The high ceiling and industrial nature of the building appearance further limits the potential for commercial type uses.

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The potential for a larger “box” retail establishment to come into this particular site prior to 2026 is limited by the number of land leases with terms to 2026 (Appendix IV, map showing lease terms). The configuration of the remaining parcels in a rather long rectangular shape and their relatively small size are not conducive to the needs of the larger “box” retail establishments. In the Iwilei area, two such relatively recent larger “box” retail stores are situated on 12-acres and 9-acres. Even with the parcels with lease terms ending in 2026, the total acreage of the lot bounded by Hekili Street, Hahani Street and Hamakua Drive is less than six acres. Rather than driving out small retailers and light industrial uses, the experience has been that where the larger “box” retail stores have been developed near other retail uses, they have served as a tremendous anchor tenant drawing enormous amounts of traffic to other stores in the same or nearby shopping complex. When Costco left the Bouganville Industrial Park area, surrounding businesses felt the impact immediately.

3. Housing Impacts

a. Increase Supply

No increase in the supply of housing is planned.

b. Affordable Units

No housing units, market or affordable, are planned.

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4. Public Services

a. Schools

The continuation of the existing businesses will not impact on the local school system and will not generate an increase in student population.

b. Parks

No increase in demand for park space will be created by the continuation of these existing businesses.

c. Police

The project site will continue to be served by the Kailua Substation located about a half mile away from the project site.

d. Fire

The project site will continue to be served by the Kailua Fire Station #18 located a little more than a half mile away from the project site.

e. Utilities

1) Electric

The Hawaiian Electric Company has existing power lines serving the existing businesses in this area.

2) Telephone

Verizon has existing utility lines serving the existing businesses in this area.

Rezoning Application and Final Environmental Assessment * Kailua Town Center

5. Environmental Impacts

a. Natural Resources

1) Water Resources

Kawainui Stream is located adjacent to businesses along the west side of Hamakua Drive. Continuation of the existing businesses will not have an adverse effect on the stream.

2) Unique Natural Features

The project site is a fully developed urban area with no unique natural features.

3) Flora and Fauna

This urbanized site does not contain any wildlife habitat or rare or endangered flora or fauna. The adjacent parcel to the west does contain the Hamakua Marsh Wildlife Sanctuary, however, continuation of the existing businesses will not have an adverse impact on the sanctuary.

4) Agricultural Lands

This urbanized site does not contain and will not affect agricultural lands.

5) Open Space

The project site is fully developed and will not affect open space. Continuation of the existing

Rezoning Application and Final Environmental Assessment * Kailua Town Center

businesses will not affect surrounding open space features.

6. Noise

There will be no effect on the existing noise levels in the area with the continuation of the existing businesses.

7. Air Quality

There will be no effect on the existing air quality in the area with the continuation of the existing businesses.

8. Visual Impact

The continuation of the existing businesses will have no visual impact on the surrounding public viewing points.

9. Hazards

The project site does not contain any nuisances, airport clear zones, or other hazardous features.

E. MAJOR IMPACTS AND ALTERNATIVES CONSIDERED

No development or change in use, is planned for this project site in the near future. As such, the continuation of the existing businesses will not have an impact on the environment or the surrounding area.

1. Retain Existing Zoning

This action was considered and rejected, in favor of a rezoning to bring the zoning into conformance with the Koolaupoko Sustainable Communities Plan. Retaining the existing zoning would provide for opportunities for future industrial type development along Hekili Street and would not

Rezoning Application and Final Environmental Assessment * Kailua Town Center

provide the opportunity for future commercial uses called for in the Koolaupoko Sustainable Communities Plan.

Retaining existing zoning would also not provide the opportunity to reduce some of the existing nonconforming uses on the property. The change in zoning would result in 20 uses becoming conforming and 12 uses becoming nonconforming.

2. Change to Other Zoning District

None of the other zoning districts made sense for these parcels (accommodating the existing uses with minimal nonconforming uses) and would not be in keeping with the Koolaupoko Sustainable Communities Plan.

F. MITIGATION MEASURES

No development or change in use, is planned for this project site in the near future. As such, the continuation of the existing businesses will not have an impact on the environment or the surrounding area. As such, no mitigation measures are needed.

G. GOVERNMENT PERMITS AND APPROVALS REQUIRED

With no development or change in use planned in the near future, no other government permits or approval are required.

H. SIGNIFICANCE CRITERIA

The following review of the significance criteria indicates that the proposed zone change will not have a significant impact on the environment.

Rezoning Application and Final Environmental Assessment * Kailua Town Center

- **No irrevocable commitment to loss or destruction of any natural or cultural resource would result.**

The project site is an urbanized area that is fully developed and continuing the existing businesses will result in the loss or destruction of any natural or cultural resource.

The property is not listed on either the Hawaii or National Registers of Historic Places.

- **The action would not curtail the range of beneficial uses of the environment.**

No development is planned in the near future and the zone change will recognize the existing commercial and commercial/industrial mixed use nature of the project site. It will not curtail the range of beneficial uses of the environment.

- **The proposed action does not conflict with the state's long-term environmental policies or goals and guidelines.**

The State's environmental policies and guidelines are set forth in Chapter 344, Hawaii Revised Statutes, "State Environmental Policy". The broad policies set forth include conservation of natural resources and enhancement of the quality of life. As discussed earlier, the proposed zone change does not adversely affect significant natural resources

- **The economic or social welfare of the community or state would not be substantially affected.**

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The proposed zone change will not effect the State's economy or the social welfare of the community, since no new development is planned in the near future.

- **The proposed action does not substantially affect public health.**

The proposed action will not affect public health. The existing land use is compatible with the surrounding commercial developments.

- **No substantial secondary impacts, such as population changes or effects on public facilities, are anticipated.**

With no development planned in the near future, the proposed zone change will not effect population or impact on existing public facilities.

- **No substantial degradation of environmental quality is anticipated.**

With no development planned in the near future, the proposed zone change will not result in any degradation of the environment.

- **The proposed action does not involve a commitment to larger actions, nor would cumulative impacts result in considerable effect on the environment.**

The proposed zone change does not involve a commitment to larger actions nor will it result in cumulative impacts to the environment.

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- **No rare, threatened or endangered species or their habitats would be affected.**

No rare, threatened, or endangered species or their habitats would be affected by the continuation of the existing businesses.

- **Air quality, water quality or ambient noise levels would not be detrimentally affected.**

No impacts on air quality, water quality or ambient noise levels will occur since no development is planned in the near future.

- **The project would not affect environmentally sensitive areas, such as flood plains, tsunami zones, erosion-prone areas, geologically hazardous lands, estuaries, fresh waters or coastal waters.**

The project site is in Zone X, an area determined to be outside the 500 year flood plain.

The zone change will not affect tsunami zones, erosion-prone areas, geologically hazardous land, estuaries, fresh water nor coastal waters.

- **Substantially affects scenic vistas and view planes identified in county or state plans or studies.**

No development is planned in the near future and the change in zoning will not affect scenic vistas or view planes.

- **Requires substantial energy consumption.**

The Hawaiian Electric Company has existing power lines serving the existing businesses no additional energy consumption is projected.

I. ANTICIPATED DETERMINATION

Based on this Final environmental assessment, and a review of the significant criteria set forth in Chapter 200, HAR, it is anticipated that the proposed zone change which does not involve any new development will not have an impact on the environment. As such, a Finding of No Significant Impact (FONSI) for this proposed zone change is anticipated.

X. COMMUNITY CONCERNS

The project site is located in the Kailua Neighborhood Board area and a presentation was made to the Board on September 6, 2001.

The Kailua Neighborhood Board, has not taken a position on the proposed zone change. A copy of the portion of the neighborhood board minutes that discusses this proposed zone change is included in Appendix VI.

The following lists concerns presented at the September 6, 2001 Kailua Neighborhood Board meeting related to the proposed change in zoning and our response to those concerns:

- i. "D. Wong stated that the rezoning would make the property in accordance with the Koolaupoko Sustainable Communities Plan,

Rezoning Application and Final Environmental Assessment * Kailua Town Center

but many residents fought against the implementation of IMX-1 zoning for the discussed property.”

We understand that there were residents opposed to the mixed use industrial-commercial areas approved in the Koolaupoko Sustainable Communities Plan. However, this document is the present long range planning document for the Koolaupoko area and zoning should implement this plan. The Koolaupoko Sustainable Communities Plan specifically describes the introduction of IMX-1 Industrial-Commercial Mixed Use zoning for this portion of the Town Center on Hamakua Drive and recommends the rezoning of the Hekili Street frontage area in Kailua to commercial from industrial.

- b. “Lindgard stated he failed to see a reason for zone changes and questioned what would happen to businesses on month-to-month, in the future, and how long the leases are for the small businesses now. Kurahashi stated that he would look into the matter.”

The reason for the zone changes is to implement the Koolaupoko Sustainable Communities Plan and to recognize the predominately commercial use of the businesses along Hekili Street and the mixed use (industrial/commercial) nature of the businesses on Hamakua Drive. We expect month-to-month leases to continue, Kaneohe Ranch has no plans to increase lease rates for tenants on month-to-month leases or for existing longer term land leases due to the proposed rezoning. Normal negotiated lease increases however, will continue to occur as would have been the case under industrial zoning. Most of the small businesses (23 in all) along Hekili Street are commercial in nature, including retail, eating establishments and offices with leases expiring between 2003 and 2009. There are seven industrial users located in the warehouse area in the rear portion of 131 Hekili Street with leases expiring between 2003 and 2006. There are two other industrial users along Hekili Street with lease terms to 2005 and 2009. Along Hamakua Drive and Hahani Street, Kaneohe Ranch

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Co., Ltd. and its affiliates own 10 parcels of land, eight of which have land lease terms expiring in 2026. One of the other parcels has a land lease term expiring in 2009 and the last parcel has a tenant with a lease term expiring in 2005.

- b. “Bartley suggested secured, long-term leases for the current businesses. Chair Evans stated that he should bring up the issue to business owners that testify.”
- d. “Fletcher expressed concern regarding the possibility of Kailua business, in the discussed area, being displaced due the loss of certain types of businesses.”

In the Hamakua Drive area proposed for rezoning to IMX-1 only two businesses (major auto repair) would become nonconforming, Wong's Auto Body and Hamakua Auto. Wong's Auto Body has a little over two years remaining on their lease term and Hamakua Auto has about five years remaining (three years fixed) on their lease term and is on land under a land lease with Trustees for Mason Trust until 2026. We expect that these businesses would continue in operation at their present locations indefinitely as nonconforming uses.

- e. “Bob Crivello stated that he purchased his property on Hamakua Drive 30 years ago zoned I-2. He opposes the rezoning of properties from I-2 to IMX for the following reasons: a) It would require set hours of operation; b) maintain the set office footage; c) raise taxes; d) raise rent. He stated that Kaneohe Ranch Company, Ltd. probably has future plans for the properties. He supports the I-2 to B-2 zone change.”

In Mr. Crivello's case his property has not been included in the zone change application and is not being processed for rezoning. Therefore, Mr. Crivello's property would not be subject to the nonconforming criteria in items “a” and “b” in his comments. In

addition, the limitation in "b" would be on the Major repair activity and not on office footage, since office would be a permitted use. Only two businesses which are also auto repair shops (Major repair) are affected by the nonconforming statutes, as all other uses in the area planned for IMX-1 zoning would be permitted uses.

The tax rate for either I-2 or IMX-1 is the same (presently \$9.32/\$1,000). Taxes are based on land and improvement value (improvement values would not change with a zone change) and unless there are land sales in the area the land values are expected to remain the same. The fee owners of all but two of the lots proposed for rezoning are trusts that seldom sell their property holdings and have no plans at this time to sell any of their property which are held for income production. The other two fee owners operate their businesses from the lots that they own and are not expected to sell and relocate from the area. At the time of the neighborhood board meeting and in fact until just a few months ago, Kaneohe Ranch did not have future redevelopment plans for the area. In the past few months, however, Kaneohe Ranch has been looking at possible long range plans for redevelopment of the property between Hekili Street and Hamakua Drive. These plans are looking at possible redevelopment scenarios in 2009 and possibly beyond to 2026 when land leases expire on some of the properties. When this master plan is better defined it will be presented to the neighborhood board and in 2009 to 2026 when Kaneohe Ranch may be ready to file applications for an Environmental Assessment and Special Management Area Use Permit, there will be an opportunity for review by the neighborhood board and city, state and federal agencies.

- f. "Pat Dilliner, of Windward Trophies, opposed to the proposed zone changes on Hamakua Drive. She stated that a small business industrial area is needed and should be retained in Kailua. Bryant-Hunter stated that the rezoning would make Dilliner's business

conforming to the Koolaupoko Sustainable Communities Plan. Dilliner stated that she is renting on a month-to-month lease and she feels that small businesses are being forced out.”

Ms. Dilliner's business Windward Trophies was instituted as a manufacturer with accessory retail sales, however, based on a site visit with a staff planner of the Department of Planning and Permitting (DPP), it was noted that DPP would consider the use a retail use (trophy sales). The IMX-1 zoning would continue to service the industrial needs of Kailua by permitting many light industrial uses. The industrial uses lost would be primarily the more intensive and sometimes more noxious industrial uses that are in most cases not appropriate for a Town Center. We have attached and will include in the Final EA a comparison of the specific land uses gained and lost in the change in zoning from I-2 to IMX-1 and the uses that are permitted in both districts. Small businesses, such as Ms. Dilliner's and others who's businessses are presently not permitted in the I-2 zoning district will now become permitted uses. Along Hamakua Drive, we find that 7 uses that are presently not permitted would become permitted uses and just two permitted uses would become nonconforming (two auto body repair shops).

- g. “Fletcher suggested that Kaneohe Ranch Company, Ltd. submit two applications, one for the properties fronting Hekili Street and one for the properties on Hamakua Drive.”

We are submitting one application to minimize cost, reduce paper waste (two reports and duplicative requests for comments) and eliminate the need for duplicative review by the community and city and state agencies. The Department of Planning and Permitting and the City Council will consider the issues for each of the zoning districts requested and may choose to support either, neither or both, or portions of the requested changes.

Rezoning Application and Final Environmental Assessment * Kailua Town Center

- h. "Elizabeth Cazares, representing Kanola, Inc., which is a property owner on Hamakua Drive, supported the rezoning application because it allows flexibility of the property for future use. Kanola, Inc.'s property will be conforming before and after the rezoning."
- i. "Joseph Correa, of Kailua Home Service, supported the zone change on Hekili and Hahaina Streets from I-2 to B-2. Small businesses in Kailua serve the residents of the area and not large developments. More retail businesses should be established on Hahaina Street due to the heavy traffic."
- j. "William Liggett, on behalf of Sentinel Real Estate Corporation, expressed support of the proposed rezoning. All of Sentinel's property is currently conforming and one parcel would be nonconforming with the rezoning. They can lease at a higher rent with retail tenants."

XI. PLANS

A location map has been provided in Exhibit 1 on page 4. Since no new development is planned for the site in the near future, we have provided a number of site plans and photographs of the existing developments on the lots.

XII. PHOTOGRAPHS

An aerial photograph of the project site, taken sometime during the year 2000 has been provided in Appendix VII. In addition, current photographs of existing developments on the site are included in Appendix VII.

XIII. LIST OF AGENCIES CONSULTED

The applicant has prepared responses to each of the comments received during the agency and public review period for the Draft Environmental Assessment. Copies of the agency and public comment letters and the applicant's response are included in Appendix XI.

DRAFT EA DISTRIBUTION LIST:

State:

- 1) Kailua Public Library
- 2) Department of Health
- 3) Office of Environmental Quality Control, Department of Health
- 4) Department of Land and Natural Resources
- 5) State Historic Preservation Division, Department of Land and Natural Resources

City:

- 6) Department of Environmental Services
- 7) Department of Parks and Recreation
- 8) Department of Transportation Services
- 9) Board of Water Supply
- 10) Department of Planning and Permitting
- 11) Department of Budget and Fiscal Services
- 12) Kailua-Enchanted Lake Satellite City Hall

Other

- 13) Kailua Neighborhood Board No. 31

XIV. CONCLUSION

Based on this Final Environmental Assessment, we respectfully request a Finding of No Significant Impact (FONSI) for the proposed Kailua Town Center zone change.

Based on the foregoing report, we further respectfully request your support of our rezoning request. Your support will allow the Hekili zone change area and Hamakua zone change areas to continue the existing mix of commercial and industrial uses on the project site while providing greater tenant flexibility, and at the same time allow them to bring the project site into conformance with the objectives and policies of the General Plan and the Koolaupoko Sustainable Communities Plan of the City and County of Honolulu. It will also provide an opportunity in the future for Hekili Street to become more commercial in nature and eliminate the potential for introduction of new intensive industrial uses along Hamakua Drive.

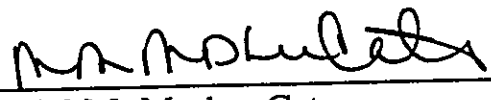
APPENDIX I

AFFIDAVIT OF NOTIFICATION

**CERTIFICATION OF COMPLIANCE
WITH NOTICE REQUIREMENTS**

Section 21-2.40-2 of the Land Use Ordinance states: Before submitting an application for a major permit, the applicant shall first present the project to the neighborhood board of the district where the project will be located, or, if no such neighborhood board exists, an appropriate community association. The applicant shall provide written notice of such presentation to owners of all properties adjoining the proposed project.

I hereby certify that I have complied with the notification requirements of Section 21-2.40-2 of the Land Use Ordinance.


By M.M. Mosher-Cates
Vice President

KUSAO & KURAHASHI, INC.

Planning and Zoning Consultants

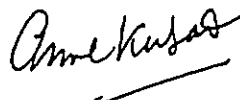
MANOA MARKET PLACE
752 WOODLAWN DRIVE, SUITE 5-202
HONOLULU, HAWAII 96822

BUS. (808) 988-2231
FAX. (808) 988-1140
E-Mail: kurahashi1@cs.com

August 30, 2001

MEMORANDUM

To: Abutting Property Owners'

From: Anne Kusao 

Subject: **Proposed Rezoning Application in Kailua Town from 1-2
Intensive Industrial District to B-2 Community Business District
and IMX-1 Industrial-Commercial Mixed Use District
TMK: 4-2-038: 1,2,4,5,8,9,10 and 46 thru 54 and 56 thru 59**

As an abutting neighbor to the above listed parcels of land, you were recently notified by letter of the upcoming Kailua Neighborhood Board presentation. In that letter, dated August 28, 2001, there was a typographical error, and through this memorandum we are correcting that error.

In the 'subject' section of the letter the property was described as "TMK: 4-2-038: 1,2,4,5,8,9,10 and 46 thru 54 and 56 thru". The corrected list of parcels included in the proposed zone change are:

"TMK: 4-2-038: 1,2,4,5,8,9,10 and 46 thru 54 and 56 thru 59"

I apologize for the error. Should you have questions regarding this memorandum please do not hesitate to call me at 988-2231.

cc: Kaneohe Ranch Company Limited
Kailua Neighborhood Board #31

KUSAO & KURAHASHI, INC.

Planning and Zoning Consultants

MANOA MARKET PLACE
2752 WOODLAWN DRIVE, SUITE 5-202
HONOLULU, HAWAII 96822

BUS. (808) 988-2231
FAX. (808) 988-1140
E-Mail: kurahashi1@cs.com

August 28, 2001

**Subject: Proposed Rezoning Application in Kailua Town from 1-2
Intensive Industrial District to B-2 Community Business District
and IMX-1 Industrial-Commercial Mixed Use District
TMK: 4-2-038: 1,2,4,5,8,9,10 and 46 -54 and 56 -59**

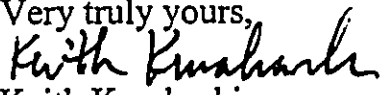
Dear Abutting Property Owner:

On behalf of the applicant, Kaneohe Ranch Company Limited, we are in the process of preparing a zone change request to the City and County of Honolulu for the above listed parcels of land. Prior to submittal of the application, to the City Administration, we have requested an opportunity to appear before the Kailua Neighborhood Board No. 31 on the evening of September 6, 2001.

As an adjoining property owner, and in accordance with the requirements of the City and County of Honolulu, we are notifying you of this upcoming presentation, so that we may respond to your questions and/or concerns regarding the proposed zone change.

Date: September 6, 2001
Time: 7:00 P.M.
Place: Kailua Recreation Center
21 S. Kainalu Drive, Kailua 96734

We have enclosed a summary of the proposed zone change for your review. In the meantime should you have questions, please do not hesitate to call me at 988-2231.

Very truly yours,

Keith Kurahashi

cc: Kaneohe Ranch Company Limited
Kailua Neighborhood Board #31

SUMMARY OF PROPOSED REZONING APPLICATION
FROM I-2 INTENSIVE INDUSTRIAL DISTRICT TO
IMX-1 INDUSTRIAL-COMMERCIAL MIXED USE DISTRICT
AND B-2 COMMUNITY BUSINESS DISTRICT

APPLICANT - KANEOHE RANCH COMPANY, LIMITED

TMK 4-2-38: 1,2,4,5,8,9,10 and 46 thru 54 and 56-59

This request is for rezoning of 20 parcels of land in Kailua town on the Island of Oahu from I-2 Intensive Industrial District to IMX-1 Industrial-Commercial Mixed Use District and B-2 Community Business District.

The applicant's, Kaneohe Ranch Company, Limited, intent in submitting this zone change request is to bring the zoning designation of these property into compliance with the existing Koolaupoko Sustainable Communities Plan that designates these properties as part of the "Regional Town Center". The Koolaupoko Sustainable Communities Plan was adopted by the Honolulu City Council and signed by Mayor Harris on August 25, 2000, and presents a vision for Koolaupoko's future development. The 6 parcels (3.15 acres) with frontage on Hekili Street are planned for rezoning from I-2 Intensive Industrial District to B-2 Community Business District zoning in accordance with the general policies of the Koolaupoko Sustainable Communities Plan. The remaining 14 parcels (4.31 acres) on both sides of Hamakua Drive would be rezoned from I-2 Intensive Industrial District to IMX-1 Industrial-Commercial Mixed Use District, also in accordance with the general policies of the Koolaupoko Sustainable Communities Plan. District.

The proposed rezoning will allow the applicant to continue offering diversified support to the Kailua business community and light industrial users, through the provision of commercial and light industrial space in the Kailua town center in accordance with the uses permitted within the IMX-1 Industrial-Commercial Mixed Use District and the B-2 Community Business District.

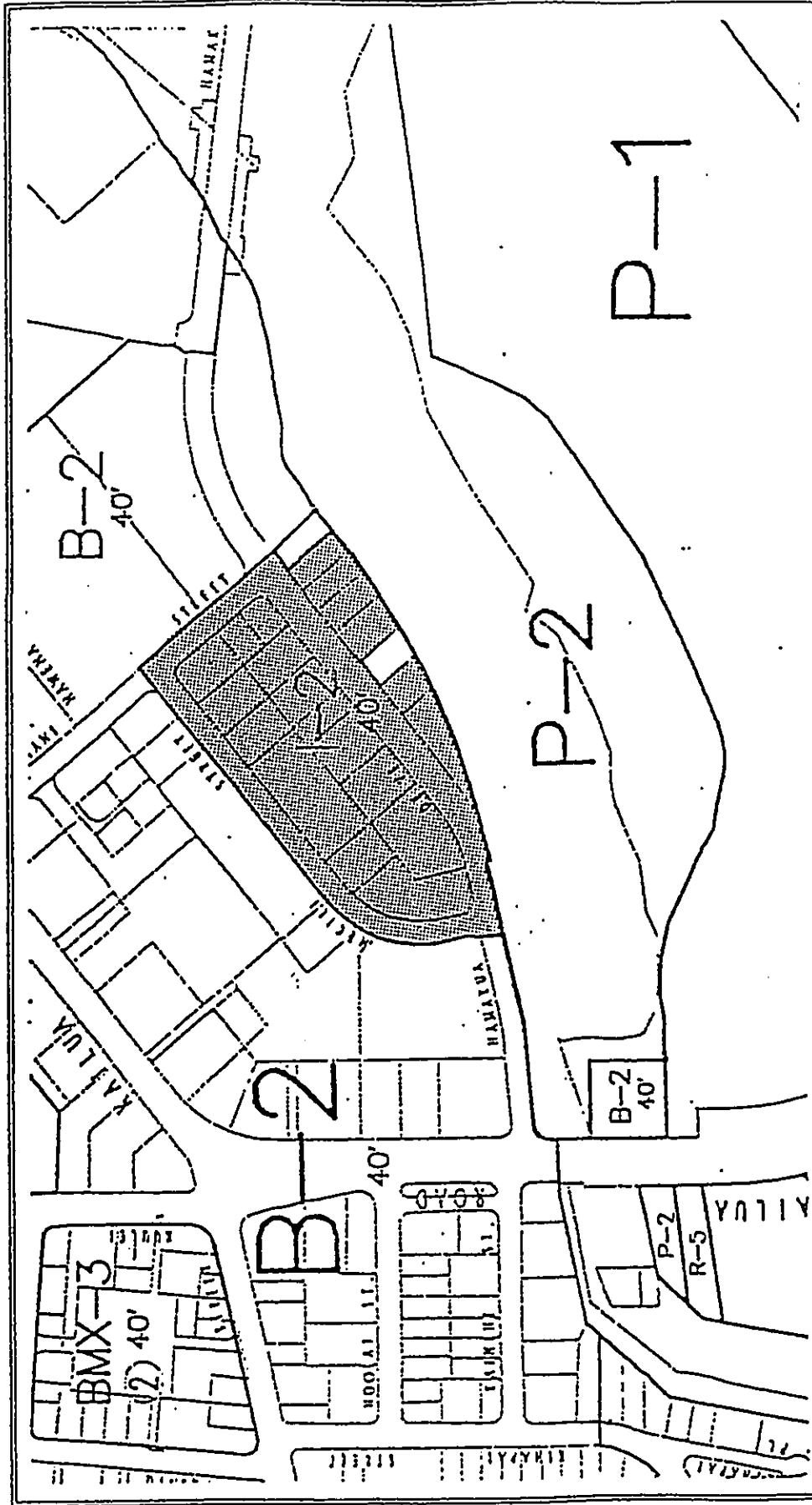
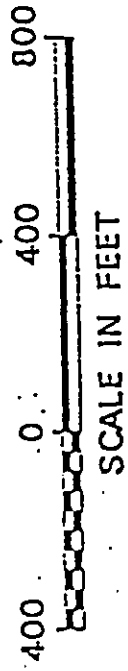


EXHIBIT 1

LOCATION MAP AND

EXISTING ZONING MAP



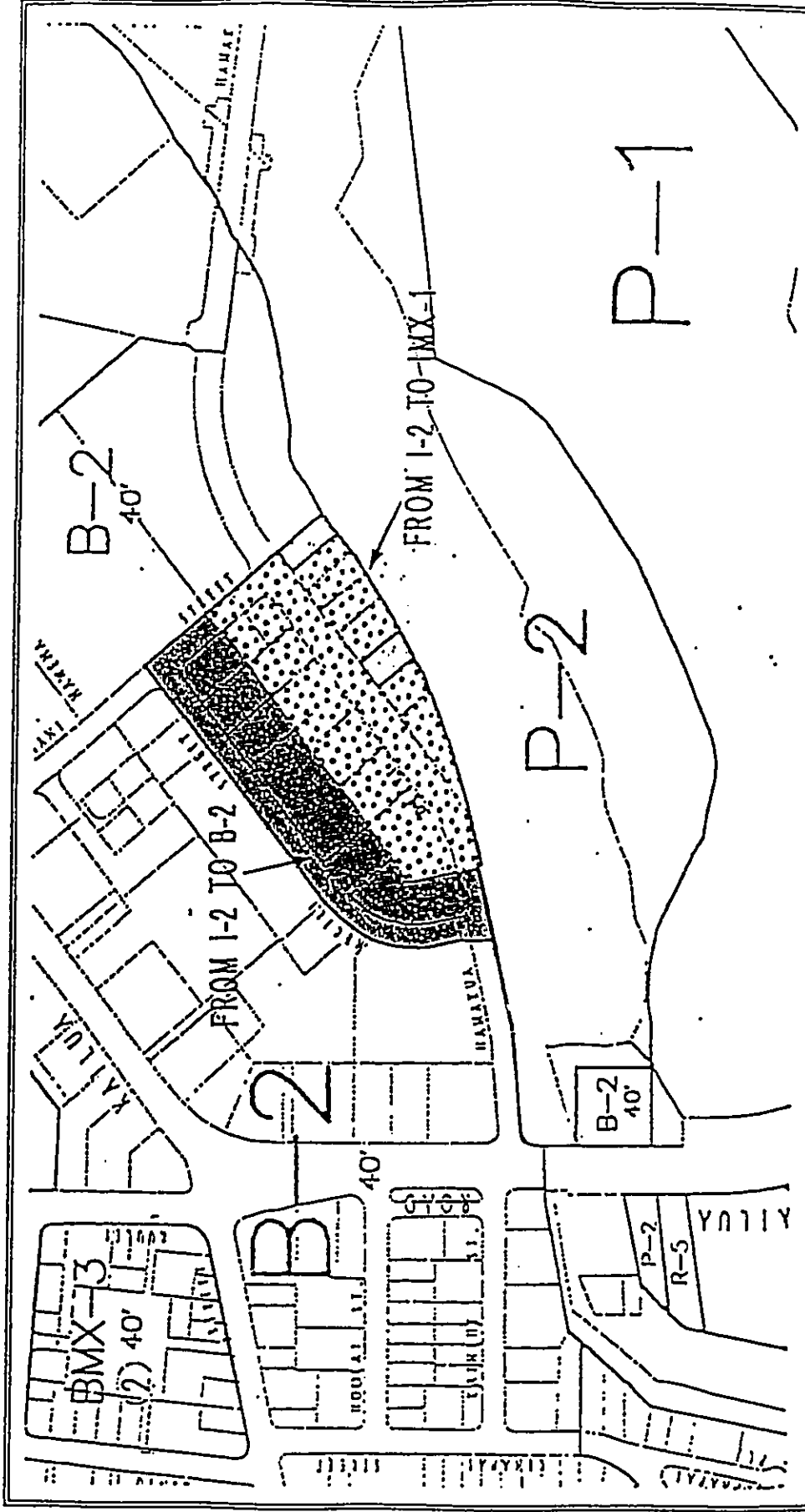
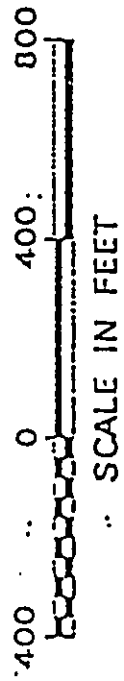


EXHIBIT 2

PROPOSED ZONING MAP



**Kailua Zone Change - Abutting
Neighbors**
TMK: 4-2-038: 1,2,4,5,8,9,10 and
46-54 and 56-59

Castle Family Limited Partnership
c/o Kaneohe Ranch Co. Ltd.
1199 Auloa Road
Kailua, Hawaii 96734

Mr. Robert W. Crivello
391/C Kaelepulu Drive #1403
Kailua, Hawaii 96734

H K L Castle Foundation
c/o Kaneohe Ranch Co. Ltd.
1199 Auloa Road
Kailua, Hawaii 96734

Mr. Samir Allwer
177 Hamakua Drive
Kailua, Hawaii 96734

Mr. Robert W. Crivello
161 Hamakua Drive
Kailua, Hawaii 96734

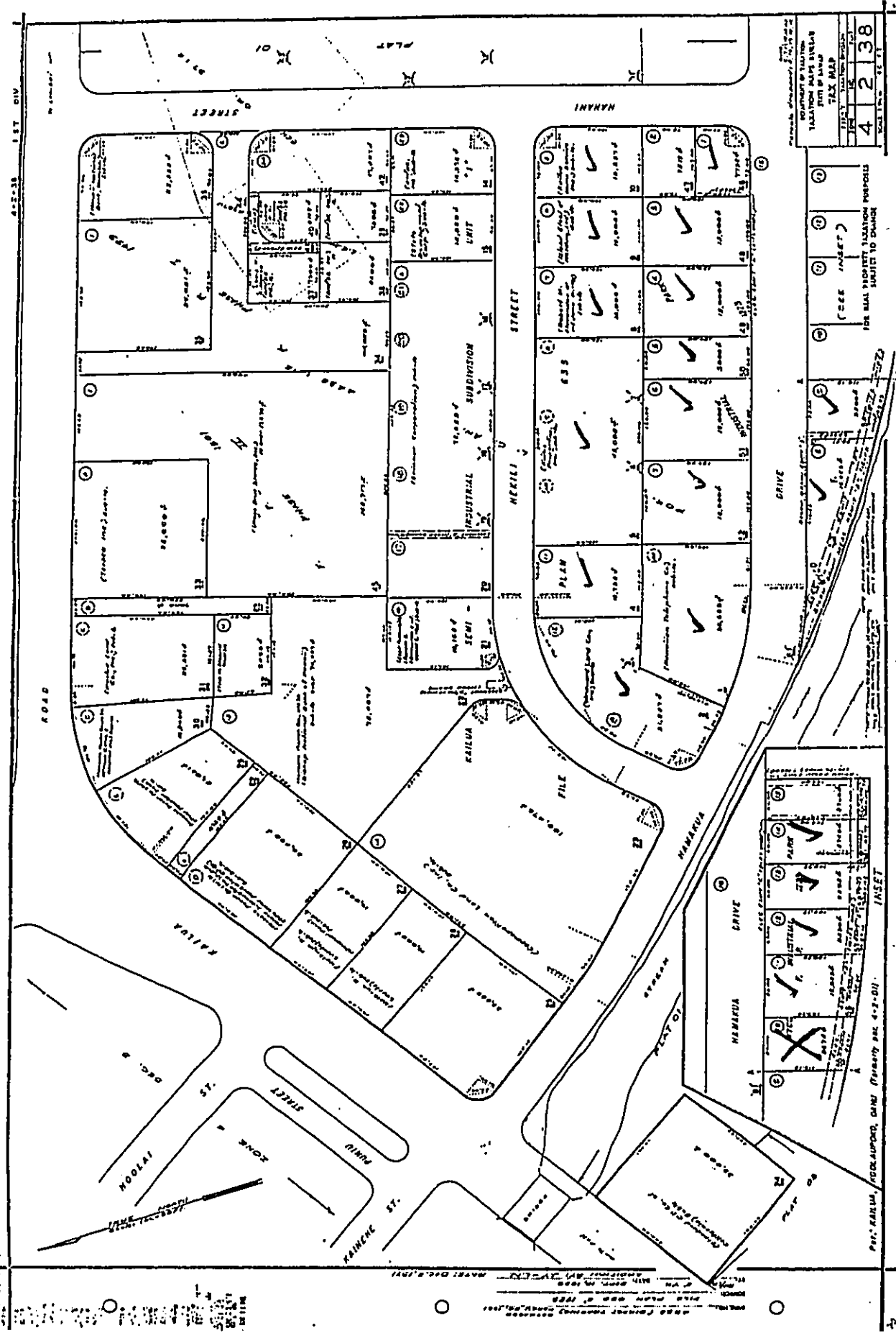
Mr. Randel W. Park Trust
175 Hamakua Drive
Kailua, Hawaii 96734

APPENDIX II

**LEGAL DESCRIPTION FOR
TMK: 4-2-38: 1,2,4,5,8,9,10, 46-54 and 56-59**

(Legal Description for TMK: 4-2-38: 60 will be forwarded at a later date)

LEGAL DESCRIPTIONS OF PARCELS OF LAND INCLUDED IN ZONE CHANGE FROM I-2 INTENSIVE INDUSTRIAL DISTRICT TO B-2 COMMUNITY BUSINESS DISTRICT



DOCUMENT CAPTURED AS RECEIVED

Hawaiian Telephone Co
4-2-38-01

"EXHIBIT A"

Handwritten initials: BMB, NP, M.K.G., H.F.

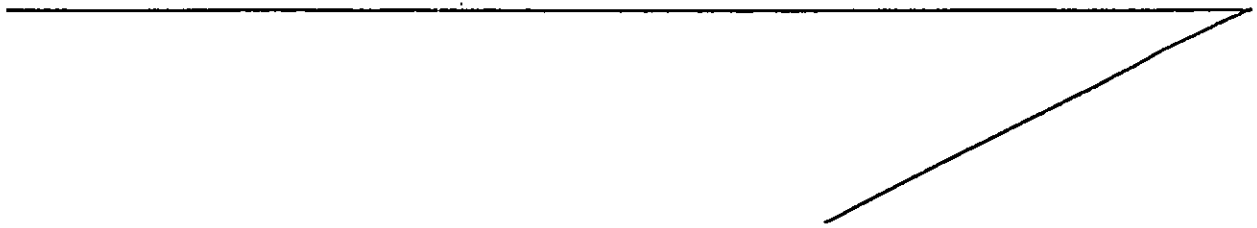
LOT NO. 25 of Kailua Semi-Industrial Subdivision, Unit #1, as shown on File Plan No. 635, filed in the Bureau of Conveyances of the State of Hawaii, containing an area of 32,880 square feet.

PROVIDED, HOWEVER, that in the event the following described parcel of land shall be conveyed to the State of Hawaii or to the City and County of Honolulu, all rights in and to such parcel so conveyed shall terminate.

Portion of Lot 25, Kailua Semi-Industrial Subdivision, File Plan No. 635, land situated at Kailua, Koolaupoko, Oahu, State of Hawaii, being a portion of Royal Patent 7985, Land Commission Award 4452, Apana 12 to H. Kalama.

Beginning at the West corner of this parcel of land, being the West corner of Lot 25, Kailua Semi-Industrial Subdivision, File Plan No. 635, on the boundary of Lot 26 (56-foot road), Kailua Semi-Industrial Subdivision, File Plan No. 635, and running by azimuths measured clockwise from true South:

- | | | |
|----|--------------|---|
| 1. | 220° 16' 20" | 29.48 feet along Lot 26 (56-foot road),
Kailua Semi-Industrial Sub-
division, File Plan 635; |
| | | thence along remainder of
Lot 25, Kailua Semi-Indus-
trial Subdivision, File Plan
635, on a curve to the left
with a radius of 472.00 feet,
the chord azimuth and dis-
tance being: |
| 2. | 299° 11' 10" | 181.52 feet; |
| 3. | 108° 06' | 174.07 feet along remainder of L. C. Aw.
4452, Apana 12 to H. Kalama; |
| 4. | 134° 41' | 16.99 feet along remainder of L. C. Aw.
4452, Apana 12 to H. Kalama
to the point of beginning and
containing an area of 2,220
square feet. |



4-2-38.2

EXHIBIT A

I.

Lot 292, as shown on Map 93 filed in the Office of the Assistant Registrar of the Land Court of Hawaii with Land Court Application No. 677 (amended), and Lot 352, as shown on Map 108 filed in said Office with Land Court Application No. 677 (amended), being all of the land described in Certificate of Title No. 477,953.

Subject to the encumbrances mentioned in said Certificate of Title, to which reference is hereby made.

Together with all of the right, title and interest of the Grantors under any and all leases covering said lots or any part thereof or any space thereon.

II.

Those parcels of real property located on the Island of Oahu, State of Hawaii, which are referred to on maps maintained by the Department of Finance of the City and County of Honolulu for real property tax purposes as Tax Key Nos. 4-2-1-5, 4-2-1-55 and 4-2-1-56 (as shown on Exhibit 1 annexed hereto), 4-2-3-17 and 4-2-3-29 (as shown on Exhibit 2 annexed hereto), 4-2-38-1, 4-2-38-2, 4-2-38-4, 4-2-38-21, 4-2-38-22, 4-2-38-23, 4-2-38-28, 4-2-38-29, 4-2-38-30, 4-2-38-31, 4-2-38-32 and 4-2-38-46 (as shown on Exhibit 3 annexed hereto), 4-2-82-1 (as shown on Exhibit 4 annexed hereto), 4-3-57-32 (as shown on Exhibit 5 annexed hereto) and 4-5-60-61 and 4-5-60-64 (as shown on Exhibit 6 annexed hereto), respectively.

*Schuman Carriage Co.
4-2-038-004*

TMK: 4-2-38-04
(Title Guaranty)

EXHIBIT A

That certain Unrecorded Lease No. 4108, dated September 30, 1960, by and between KANEOHE RANCH COMPANY, LIMITED, "Kaneohe", CLINTON WILLIAMS MURCHISON, JR., JOHN DABNEY MURCHISON and PAUL WHITNEY TROUSDALE, "Sublessors", as Lessor, and SCHUMAN CARRIAGE COMPANY, LTD., as Lessee, recorded in the Bureau of Conveyances of the State of Hawaii in Liber _____, at Page _____, for a term of 50 years commencing January 1, 1960; said Lease demising the following described premises:

All of that certain parcel of land situate at Kailua, District of Koolaupoko, City and County of Honolulu, State of Hawaii, being LOT NUMBER 11, of the "KAILUA SEMI-INDUSTRIAL SUBDIVISION, UNIT #1", as shown on File Plan Number 635, filed in the Bureau of Conveyances of the State of Hawaii, and containing an area of 15,732 square feet, more or less.

SUBJECT, HOWEVER, to the following:

1. Reservation in favor of the State of Hawaii of all mineral and metallic mines.
2. Terms, agreements, reservations, covenants, conditions and provisions contained in said Lease herein referred to.

(NOTE: The corporate name of SCHUMAN EQUIPMENT CO., LTD., a Hawaii corporation, was changed to SCHUMAN AUTOMOTIVE, INC., as set forth by instrument dated July 17, 1970, recorded as aforesaid in Liber 7099, at Page 242.)

EXHIBIT "A"

Murchison Row
4-2-38-05

That certain Lease dated February 14, 1961, executed by and between Kaneohe Ranch Company, Limited, a Hawaiian corporation, "Kaneohe", Clinton Williams Murchison, Jr., John Dabney Murchison, Paul Whitney Trousdale and Horace Winfred Beek White, as "Sublessors", and Kailua Properties, Inc., a Hawaiian corporation, as Lessee, for a term of 50 years commencing January 1, 1960, recorded April 6, 1961, in the Bureau of Conveyances, State of Hawaii, in Book 4033, Page 31. Said lease by mesne assignments of record was assigned to American River Investors, a Hawaii Limited Partnership, as Lessee, by assignment dated January 16, 1984, recorded January 26, 1984, in said Bureau, in Book 17615, Page 512. The real property in said Lease demised being described as follows:

Those certain parcels of land situate at Kailua, Koolaupoko, City and County of Honolulu, State of Hawaii, described as follows:

Lots 8, 9 and 10, containing an aggregate area of 45,000 square feet, more or less, of the "Kailua Semi Industrial Subdivision, Unit I", as shown on the map filed in the Bureau of Conveyances, State of Hawaii as File Plan No. 635.

CORRECTION

THE PRECEDING DOCUMENT(S) HAS
BEEN REPHOTOGRAPHED TO ASSURE
LEGIBILITY
SEE FRAME(S)
IMMEDIATELY FOLLOWING

DOCUMENT CAPTURED AS RECEIVED

EXHIBIT "A"

Murchison Row
4-2-38-05

That certain Lease dated February 14, 1961, executed by and between Kaneohe Ranch Company, Limited, a Hawaiian corporation, "Kaneohe", Clinton Williams Murchison, Jr., John Dabney Murchison, Paul Whitney Trousdale and Horace Winfred Beek White, as "Sublessors", and Kailua Properties, Inc., a Hawaiian corporation, as Lessee, for a term of 50 years commencing January 1, 1960, recorded April 6, 1961, in the Bureau of Conveyances, State of Hawaii, in Book 4033, Page 31. Said lease by mesne assignments of record was assigned to American River Investors, a Hawaii Limited Partnership, as Lessee, by assignment dated January 16, 1984, recorded January 26, 1984, in said Bureau, in Book 17615, Page 512. The real property in said Lease demised being described as follows:

Those certain parcels of land situate at Kailua, Koolaupoko, City and County of Honolulu, State of Hawaii, described as follows:

Lots 8, 9 and 10, containing an aggregate area of 45,000 square feet, more or less, of the "Kailua Semi Industrial Subdivision, Unit I", as shown on the map filed in the Bureau of Conveyances, State of Hawaii as File Plan No. 635.

Daniel J. McKenna
H-2-38-8

EXHIBIT A

All of the leasehold estate and interest created by that certain Indenture of Lease No. 4102 dated March 22, 1960, executed by and between Kaneohe Ranch Company, Limited, a Hawaii corporation, "Kaneohe", Clinton Williams Murchison, Jr., John Dabney Murchison, Paul Whitney Trousdale, and Horace Winfred Beek White "Sublessor", as Lessor, and Robert Martin Alexander and Jane Walz Alexander, as Lessee, recorded in the Bureau of Conveyances of the State of Hawaii in Liber 3835 Page 108. Said Lease was assigned to Jane Walz Alexander, as Lessee, by instrument dated August 29, 1972, recorded in said Bureau in Liber 8544 Page 323.. The real property demised in said Lease being more particularly described as follows:

All of that certain parcel of land situate at Kailua, Koolaupoko, Oahu, State of Hawaii, to-wit:

Lot 7, area 15,000 square feet, as delineated on the map entitled "Kailua Semi-Industrial Subdivision, Unit #1", which said map was filed in the Bureau of Conveyances of the State of Hawaii as File Plan No. 635.

SUBJECT, HOWEVER, to the following:

1. Assessment, Improvement District No. 194, Kailua Sewers, Section 5, Assessment Lot No. 170.
2. Reservation in favor of the State of Hawaii of all mineral and metallic mines as reserved in Royal Patent No. 7985.

- NOTES:
1. The marriage of Jane Walz Alexander and Jack A. Aue on January 6, 1978 in Honolulu, Hawaii.
 2. The death of Jack A. Aue on October 13, 1981 in Honolulu, Hawaii.

Timothy Williams
2-38-009

SCHEDULE C

LEASE NO. 4103

LESSOR : KANEOHE RANCH COMPANY, LIMITED, a Hawaii corporation, "Kaneohe", and CLINTON WILLIAMS MURCHISON, JR., JOHN DABNEY MURCHISON, PAUL WHITNEY TROUSDALE and HORACE WINFRED BEEK WHITE, "Sublessors"

LESSEE : THOMAS SOUZA, JR., dba ISLAND STEEL AND WELDING

DATED : March 22, 1960
RECORDED : Liber 3847 Page 22
TERM : 50 years commencing on January 1, 1960

THE LESSEE'S INTEREST BY MESNE ASSIGNMENTS ASSIGNED

ASSIGNOR : CONVENIENCE, INC., a Hawaii corporation

ASSIGNEE : DENNIS L. VENNEN, unmarried, as Tenant in Severalty

DATED : February 11, 1991
RECORDED : Document No. 91-018532
CONSENT : Given by HAROLD K. L. CASTLE FOUNDATION a Hawaii eleemosynary corporation, by instrument dated February 11, 1991, recorded as Document No. 91-018533

Said Lease demising the following described premises:

All of that certain parcel of land situate at Kailua, district of Koolaupoko, City and County of Honolulu, State of Hawaii, being LOT 6 of the "KAILUA SEMI-INDUSTRIAL SUBDIVISION, UNIT-1", as shown on File Plan Number 635, filed in the Bureau of Conveyances of the State of Hawaii, and containing an area of 15,000 square feet, more or less.

END OF SCHEDULE C

GENERAL NOTES

1. The fee simple title to the land covered hereby is presently vested in the Harold K. L. Castle Foundation.

By mesne assignments, the Lessor's interest in the hereafter lease is presently vested in the Harold K. L. Castle Foundation by Virtue of Assignment dated May 29, 1975, recorded in Liber 10696 at Page 174.

BUYER(S) LIEN INFORMATION

1. Title Guaranty of Hawaii, Incorporated, finds no liens docketed against HAROLD K. L. CASTLE FOUNDATION, the proposed purchaser(s).

Kaneohe Ranch Copy

Castle Translation
4-2-38-10

LEASE NO. 4109

THIS INDENTURE, made this 11th day of October, 1960, by and between KANEOHE RANCH COMPANY, LIMITED, a Hawaiian corporation, of Kaneohe, City and County of Honolulu, Hawaii, hereinafter called "Kaneohe", of the first part, CLINTON WILLIAMS MURCHISON, JR. and JOHN DABNEY MURCHISON of Dallas, Texas, PAUL WHITNEY TROUSDALE of Los Angeles, California, and HORACE WINFRED BEEK WHITE of said Honolulu, hereinafter called the "Sublessors", whose post office address is 212 Esplanade Building, International Market Place, Honolulu aforesaid, of the second part, and JOSEPH F. CORREA, JR. and HERBERT WEATHERWAX, dba KAILUA HOME SERVICE,

whose residence and post office address is Honolulu aforesaid, hereinafter called the "Lessee", of the third part,

WITNESSETH: WHEREAS, the Sublessors have leased from Kaneohe by lease dated July 1, 1959, a 25/100 undivided interest in the premises hereinafter described and in other lands of Kaneohe for a term commencing July 1, 1959; and

WHEREAS, Kaneohe and Sublessors are hereby joining in a lease to the Lessee of all the interests in the premises hereinafter described, including the reversionary interest of Kaneohe in the said 25/100 undivided interest of the Sublessors; and

WHEREAS, the Sublessors have appointed Kaneohe as their sole and exclusive agent with full powers to act for and on behalf of the Sublessors with respect to all matters concerning this indenture; and

WHEREAS, Kaneohe and Sublessors are hereinafter referred to collectively as "Lessor"; now, therefore,

The Lessor, in consideration of the rent to be paid and the covenants to be observed and performed by the said Lessee as hereinbelow set forth, does hereby demise, sublet and lease to the said Lessee and the Lessee does hereby lease and hire from the Lessor: ALL those certain premises situated in Kailua, Koolaupoko, Honolulu aforesaid,

more particularly identified as follows, that is to say:

LOT NO. 5 of Kailua Semi-Industrial Subdivision, Unit #1, as shown on File Plan 635, filed in the Bureau of Conveyances of the State of Hawaii, containing an area of 15,257 square feet.

SECOND MORTGAGE

KNOW ALL MEN BY THESE PRESENTS that KAILUA HOME SERVICE, INC., a Hawaiian corporation, hereinafter called the "Mortgagor", in consideration of the sum of Ten Thousand Five Hundred and No/100 Dollars (\$10,500.00) to it loaned and advanced by JOSEPH CORREA, SR., a widower, whose residence address is 569-C Kailua Road, Kailua, City and County of Honolulu, State of Hawaii and whose post office address is P. O. Box 112, hereinafter called the "Mortgagee", the receipt whereof is hereby acknowledged, and in order to secure the repayment thereof according to the promissory note hereinafter mentioned, does hereby assign, transfer and set over unto said mortgagee and his heirs:

That certain indenture of lease, dated October 11, 1960, executed by Kaneohe Ranch Company, Limited, Clinton Williams Murchison, Jr., John Dabney Murchison, Paul Whitney Trousdale and Horace Winfred Beek White, as Lessors, in favor of Joseph F. Correa, Jr. and Herbert Weatherwax, dba Kailua Home Service, as Lessees (being Kaneohe Ranch Company, Limited Lease No. 4109 for a term of 50 years commencing January 1, 1960), recorded in the Bureau of Conveyances of the State of Hawaii in Liber 3985 at Page 106; which lease has been assigned to and is now held and owned by the Mortgagor the real property by said lease demised being as follows:

All those certain premises situated in Kailua, Koolaupoko, Honolulu aforesaid, more particularly identified as follows, that is to say:

Lot No. 5 of Kailua Semi-Industrial Subdivision, Unit #1, as shown on File Plan 635, filed in the Bureau of Conveyances of the State of Hawaii, containing an area of 15,257 square feet.

And all of the estate, right, title and interest of the Mortgagor in and to the land thereby demised and all buildings, improvements, rights, easements, privileges and appurtenances on or built on or used, occupied and enjoyed in connection with said lease and the land thereby demised.

SUBJECT, HOWEVER, to that certain mortgage, hereinafter referred to as the "First Mortgage", made by the Mortgagor to First National Bank of Hawaii, hereinafter called the "First Mortgagee",

Rodrigues KH
2-038-046

EXHIBIT "A"

Being all of the following described property:

That certain Indenture of Lease dated May 22, 1972, being Lease No. 6915, by and between James C. Castle, Henry H. Wong and Hawaiian Trust Company, Limited, Executors under the Will and of the Estate of Harold Kainalu Long Castle, also known as Harold K. L. Castle, as "Executors," Lakeview Realty, Inc., general partner of Wyco Industrial Park, a Hawaii limited partnership, as "Sublessor," and Kaimuki Plumbing Company, Ltd., a Hawaii corporation, as "Lessee," recorded in the Bureau of Conveyances of the State of Hawaii in Liber 8322 at Page 266, and which Indenture of Lease demises for a term of 55 years beginning January 1, 1972, the following premises:

All of that certain parcel of land situate at Kailua, Koolaupoko, Oahu, Hawaii, being a portion of Royal Patent, 7985, Land Commission Award 4452, Apana 12 to H. Kalama, described as follows:

Lot 1, area 7,738 square feet, of the tract of land known as "Wyco Industrial Park" as shown on the map thereof filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1223.

Said Indenture of Lease dated May 22, 1972 was conveyed from Kaimuki Plumbing Company, Ltd., a Hawaii corporation, as Assignor; to George R. Rodrigues, Jr., and Mildred J. Rodrigues, as Assignee, by Assignment of Lease dated October 11, 1974. Said Assignment of Lease was recorded in the Bureau of Conveyances, State of Hawaii, on May 8, 1975, in Liber 10621 at Page 562.

SUBJECT, HOWEVER, to the reservation in favor of the State of Hawaii of all mineral and metallic mines as reserved in Royal Patent No. 7985.

AND SUBJECT, FURTHER, HOWEVER to Easement "A" (5.00 feet wide) for Electrical Purposes along the westerly boundary of said Lot 1 as shown on File Plan 1223.

RESERVING unto the Lessor and their respective successors and assigns the right and easement to build, construct, rebuild, reconstruct, repair, maintain and operate underground power lines under and across said Easement "A" within said Lot 1 together with the right of ingress to and egress from the easement area for the

DOCUMENT CAPTURED AS RECEIVED

purposes aforesaid which right and easement hereby reserved may be assigned, leased, and/or granted to Hawaiian Electric Company, Inc., upon and under such terms and conditions as shall be specified by that company in connection with its acceptance of such right and easement.

END OF EXHIBIT "A"

Joseph Carter
4-2-38-47

All of that certain parcel of land situate at Kailua, Koolaupoko, Oahu, Hawaii, being a portion of Royal Patent 7985, Land Commission Award 4452, Apana 12 to H. Kalama, described as follows:

Lot 2, area 7,519.0 square feet, of the tract of land known as "Wyco Industrial Park", as shown on the map thereof filed in the Bureau of Conveyances of the State of Hawaii as File Plan No. 1223.

SUBJECT, HOWEVER, to the reservation in favor of the State of Hawaii of all mineral and metallic mines as reserved in royal Patent No. 7985.

Kanoa Estate, Inc
4-2-38-48

EXHIBIT "A"

All that certain unrecorded Lease dated May 1, 1986 between KANOA ESTATE, INCORPORATED, a Hawaii corporation, as Landlord, and McWEN CORP., a Hawaii corporation, as Tenant, a short form of which was recorded on July 18, 1986 in Liber 19682 at Page 334, for a term commencing May 1, 1986 and ending on July 31, 2006, said Lease demising the following:

All of that certain parcel of land situate at Kailua, Koolaupoko, Oahu, State of Hawaii, being a portion of Royal Patent No. 7985, Land Commission Award 4452, Apana 12 to H. Kalama, described as follows:

LOT 3, area 15,000 square feet, of the tract of land known as "Wyco Industrial Park", as shown on the map thereof filed in the Bureau of Conveyances of the State of Hawaii as File Plan No. 1223.

SUBJECT, HOWEVER, to the following:

1. Reservation in favor of the State of Hawaii of all mineral and metallic mines as reserved in Royal Patent No. 7985.
2. LEASE (Lease No. 6913)

Sublessor : JAMES C. CASTLE, HENRY H. WONG and HAWAIIAN TRUST COMPANY, LIMITED, Executors under the Will and of the Estate of Harold Kainalu Long Castle, also known as Harold K. L. Castle, Executors, and LAKEVIEW REALTY, INC., a Hawaii corporation, general partner of "Wyco Industrial Park", a Hawaii limited partnership, Sublessor

Lessee : ISLAND STEEL & WELDING, LTD., a Hawaii corporation

Dated : May 22, 1972

Recorded : May 31, 1972 in Book 8337 Page 413

Term : 55 years commencing on January 1, 1972

ASSIGNMENT OF LEASE (through mesne assignments)

Assignee : KANOA ESTATE, INC., a Hawaii corporation
Dated : February 27, 1986
Recorded : February 28, 1986 in Book 19322 Page 252
Consent : Thereto by James C. Castle (also known as James Christian Castle), James Castle McIntosh and Hawaiian Trust Company, Limited, as Trustees of the Trust Estate created by that certain unrecorded Trust Agreement known as the Trust Agreement, dated December 29, 1976, for the Issue of Michael C. Baldwin, made by Alice H. Castle, as Settlor

McKenna
4-2-38-49

EXHIBIT "A"

That certain Indenture of Lease No. 6911, dated May 22, 1972, made by and between JAMES C. CASTLE, HENRY H. WONG and HAWAIIAN TRUST COMPANY, LIMITED, Executors under the Will and of the Estate of Harold Kainalu Long Castle, also known as Harold K. L. Castle, "Executors", LAKEVIEW REALTY, INC., a Hawaii corporation, general partner of "WYCO INDUSTRIAL PARK", a Hawaii limited partnership, "Sublessor", as "Lessor", and ROBERT MARTIN ALEXANDER and JANE WALZ ALEXANDER, husband and wife, as Tenants by the Entirety, as "Lessee", recorded in the Bureau of Conveyances, State of Hawaii, in Book 8322 at Page 325, for a term of fifty-five (55) years commencing with the first day of January, 1972, and which said Lease, through mesne assignment(s), was assigned to HARDWARE HAWAII, LTD., a Hawaii corporation, by Assignment of Lease dated December 7, 1994, recorded as Document No. 94-215287 with consents thereto recorded as Document Nos. 94-215289 and 94-215290, respectively. The real property in said Lease demised being described as follows:

ALL of that certain parcel of land situate at Kailua, District of Koolaupoko, City and County of Honolulu, State of Hawaii, described as follows:

LOT 4, area 15,000 square feet, as shown on the map entitled "WYCO INDUSTRIAL PARK", which said map was filed in the Bureau of Conveyances of the State of Hawaii as File Plan No. 1223.

SUBJECT, HOWEVER, to the following:

1. Reservation in favor of the State of Hawaii of all mineral and metallic mines.
2. The terms and provisions of that certain unrecorded Development Agreement dated January 2, 1957, made by and between KANEOHE RANCH COMPANY, LIMITED, and HAROLD KAINALU LONG CASTLE, as "Lessor", and CENTEX CORPORATION, a Delaware corporation, TROUSDALE CONSTRUCTION COMPANY, a California corporation, doing business as Centex-Trousdale Company, a joint venture, C. W. MURCHISON, JR., J. D. MURCHISON, PAUL W. TROUSDALE and H. W. B. WHITE. Through mesne assignment(s), the foregoing Lease Development Agreement was assigned to LAKEVIEW REALTY, INC., a Hawaii corporation, general partner of "WYCO INDUSTRIAL PARK", a Hawaii limited partnership, by Assignment dated February 23, 1972, recorded in Book 8322, Page 239.

3. Terms and provisions of that certain Lease, dated April 27, 1972, made by and between JAMES C. CASTLE, HENRY H. WONG and HAWAIIAN TRUST COMPANY, LIMITED, Executors under the Will and of the Estate of Harold Kainalu Long Castle, also known as Harold K. L. Castle, as "Lessor", and LAKEVIEW REALTY, INC., a Hawaii corporation, the general partner of "WYCO INDUSTRIAL PARK", a Hawaii limited partnership, as "Lessee", recorded in the Bureau of Conveyances, State of Hawaii, in Book 8322, Page 244, for a term of sixty-one (61) years commencing January 1, 1972, leasing and demising an undivided one-fourth (1/4) interest in and to the land herein described.
4. The terms and provisions of that certain Lease No. 6911 dated May 22, 1972.
5. AS TO THE FEE INTEREST: The fee title to the land herein described is now held by CASTLE FAMILY LIMITED PARTNERSHIP, a Hawaii limited partnership, by DEED dated December 12, 1995, filed in the Office of the Assistant Registrar of the Land Court of the State of Hawaii as Document No. 2282161, and also recorded in the Bureau of Conveyances, State of Hawaii, as Document No. 95-169632.

END OF EXHIBIT "A"

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Exhibit A
~~SCHEDULE C~~

Wangji Development
4-2-38-50

All of that certain parcel of land situate at Kailua, District of Koolaupoko, City and County of Honolulu, State of Hawaii, being LOT 5 of the "WYCO INDUSTRIAL PARK", as shown on File Plan Number 1223, filed in the Bureau of Conveyances of the State of Hawaii, and containing an area of 9,000 square feet, more or less.

Said above described parcel of land having been acquired by CASTLE FAMILY LIMITED PARTNERSHIP, a Hawaii limited partnership, by the following Deeds:

1. DEED dated December 10, 1996, filed as Land Court Document No. 2356293, recorded as Document No. 96-182130; and
2. DEED dated December 10, 1996, filed as Land Court Document No. 2356294, recorded as Document No. 96-182131; and
3. DEED dated December 10, 1996, filed as Land Court Document No. 2356295, recorded as Document No. 96-182132.

~~END OF SCHEDULE C~~

*Hawaiian 'Mastaka' Platoon
Trust Fund*

EXHIBIT "A"

4.2-38-51

All of that certain parcel of land situate at Kailua, District of Koolaupoko, City and County of Honolulu, State of Hawaii, to-wit:

LOT 6, area 18,000 square feet, as delineated on the map entitled "WYCO INDUSTRIAL PARK", which said map was filed in the Bureau of Conveyances of the State of Hawaii on November 16, 1971 as File Plan No. 1223.

SUBJECT TO:

Taxes for the Fiscal Year 1979-1980.
Reservation in favor of the State of Hawaii of all mineral and metallic mines as reserved in Royal Patent No. 7985.

Mortgage dated December 1, 1972, recorded on December 26, 1972 in the Bureau of Conveyances of the State of Hawaii in Book 8824 Page 361, made by HANSFORD TOM, unmarried, as Mortgagor(s), to HAWAII NATIONAL BANK, HONOLULU, a national banking association, as Mortgagee(s), to secure the repayment of the sum of \$94,000.00, any additional advances and other amounts secured thereby, all according to the terms of that certain promissory note of said mortgagor(s) therein referred to. Consent thereto recorded in Book 8824 Page 366. Said mortgage shall be paid in full at the closing of the assignment herein.

*Harmakua Partnership
150 Harmakua Dr.
4-2-38-52*

EXHIBIT "A"

That certain Indenture of Lease dated May 22, 1972, being Lease No. 6910, by and between James C. Castle, Henry H. Wong, and Hawaiian Trust Company, Limited, Executors under the Will and of the Estate of Harold Kainalu Long Castle, also known as Harold K. L. Castle, as "Executors," Lakeview Realty, Inc., general partner of Wyco Industrial Park, a Haai limited partnership, as "Sublessor," and Terence Greville and William B. C. Hee, as "Lessees," recorded in the Bureau of Conveyances of the State of Hawaii in Liber 8322 at Page 384, the interest of said Terence Greville under which Indenture of Lease was assigned to William B. C. Hee by that certain instrument dated May 14, 1974, recorded in said Bureau of Conveyances in Liber 10025 at Page 447, the consent thereto dated May 31, 1974, being recorded in said Bureau of Conveyances in Liber 10025 at Page 452, and which Indenture of Lease demises for a term of 55 years beginning January 1, 1972, the following premises:

All of that certain parcel of land situate at Kailua, District of Koolaupoko, City and County of Honolulu, State of Hawaii, being Lot 7 of "Wyco Industrial Park," as shown on File Plan No. 1223, recorded in said Bureau of Conveyances, and containing an area of 18,000 square feet.

TOGETHER WITH that certain unrecorded Sublease, dated April 27, 1972, by and between said Sublessor and said Lessees, which Sublease is referred to in said Lease, dated May 22, 1972.

TOGETHER WITH AND SUBJECT TO all unrecorded tenant leases and all rents reserved thereunder, and the benefit of all of the lessees' covenants and all rights and remedies of the Lessor contained therein.

SUBJECT, HOWEVER, to the following:

1. The reservation in favor of the State of Hawaii of all mineral and mettalic mines.

2. All reservations, covenants, and other provisions contained in said Lease, dated May 22, 1972, and said Sublease, dated April 27, 1972.

END OF EXHIBIT "A"

2RJF0375

EXHIBIT A

FIRST:

TMK: 4-2-38: 53, 54

All of that certain parcel of land situate at Kailua, Koolaupoko, Oahu, Hawaii, being Lot 8, area 16,465 square feet, of the WYCO INDUSTRIAL PARK, as shown on the map thereof filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1223.

SECOND:

All of that certain parcel of land situate at Kailua, Koolauloa, Oahu, Hawaii, being Lot 9, area 9,500 square feet, of the WYCO INDUSTRIAL PARK, as shown on the map thereof filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1223.

Per COMMITMENT FOR TITLE INSURANCE by Long & Melone, Ltd. dated October 2, 1995, Schedule B - Section 2, Part II, Exceptions, Item 3, As To First Only, the following are noted:

- a) Easement E (15 feet wide) for Storm Drain Purposes along Southerly boundary of said lot;
- b) Grant of Easement under and across Easements E;
- c) Easement H (5 feet wide) for Electrical Purposes along the Northerly boundary of said lot;
- d) Grant of Easement for Electrical Purposes under said Easement H;

Item 4, As To Second Only, the following are noted:

- a) Easement E (15 feet wide) for Storm Drain Purposes along the Southerly boundary of said lot;
- b) Easement B (10 feet wide) for Storm Drain Purposes along the Westerly boundary of said lot;
- c) Grant of Easement for Drdnage Purposes under Easements E & B;

No appurtenant easements are noted.

No evidence of any prescriptive easements were visible at the time of survey;

Kerin & Alison Long
4.2.38.56

EXHIBIT "A"

That certain Lease No. 6916 dated July 5, 1972, made by and between JAMES C. CASTLE, HENRY H. WONG and HAWAIIAN TRUST COMPANY, LIMITED, Executors under the Will and of the Estate of Harold Kainalu Long Castle, also known as Harold K.L. Castle, "Executors", and LAKEVIEW REALTY, INC., a Hawaii corporation, general partner of "WYCO INDUSTRIAL PARK", a Hawaii limited partnership, "Sublessor", as Lessor, and EUGENE R. MICHAUD and JEANNIE J. MICHAUD, husband and wife, as Lessee, recorded in the Bureau of Conveyances of the State of Hawaii in Liber 8420, Page 66, which Lease, through mesne assignments, was assigned to Assignor herein, by assignment dated February 6, 1996, recorded as Document No. 96-017215, demising and leasing:

All of that certain parcel of land (being a portion of Royal Patent 7985), Land Commission Award 4452, Apana 12 to H. Kalama) situate at Kailua, Koolaupoko, Oahu, City and County of Honolulu, State of Hawaii, being LOT 11 of the "WYCO INDUSTRIAL PARK", as shown on File Plan Number 1223, filed in the Bureau of Conveyances of the State of Hawaii, and containing an area of 12,835 square feet.

SUBJECT, HOWEVER, to the following:

1. The reservation in favor of the State of Hawaii of all mineral and metallic mines.
2. Easement "E" for storm drain purposes, as shown on File Plan No. 1223.
3. Easement "F" for electrical purposes, as shown on File Plan No. 1223.
4. Grant in favor of the CITY AND COUNTY OF HONOLULU, a municipal corporation of the State of Hawaii, dated May 18, 1972, recorded in Liber 9213, Page 359, granting an easement, as part of a drainage system over and across Easement "E".
5. The terms and provisions, including the failure to comply with any covenants, conditions and reservations, contained in Lease dated April 27, 1972, recorded in Liber 8322, Page 244, made by and between JAMES C. CASTLE, HENRY H. WONG and HAWAIIAN TRUST COMPANY, LIMITED, Executors under the Will and of the Estate of Harold Kainalu Long Castle, also known as Harold K.L. Castle, and LAKEVIEW REALTY, INC., a Hawaii corporation, as to an undivided ONE-FOURTH (1/4) interest.
6. Any failure to comply with the terms and conditions of any lease or sublease and amendments thereof.

TOGETHER WITH Lessor's interest in, but also subject to any and all unrecorded tenant lease and/or commercial space lease affecting the said property.

TOGETHER WITH all built-in furniture, attached fixtures, built-in appliances, water heater, electrical and/or gas and plumbing fixtures, attached carpeting, range, refrigerator, washer and dryer, all of said personal property being situate in or used in connection with the above-described real property.

END OF EXHIBIT "A"

*Trustees of the Hawaii
Mauna'Keolu Fund*
4-2-38-57

EXHIBIT "A"

All of that certain parcel of land situate at Kailua, District of Koolaupoko, City and County of Honolulu, State of Hawaii, to-wit:

LOT 12, area 9,530 square feet, as delineated on the map entitled "WYCO INDUSTRIAL PARK", which said map was filed in the Bureau of Conveyances of the State of Hawaii on November 16, 1971 as File Plan No. 1223.

SUBJECT TO:

Taxes for the Fiscal Year 1979-1980.

Reservation in favor of the State of Hawaii of all mineral and metallic mines as reserved in Royal Patent No. 7985.

Easement E, (15 feet wide) for storm drain and electrical purposes, over and across the Lot, as delineated on said File Plan No. 1223.

Easement F, (10 feet wide) for electrical purposes over and across the Lot, as delineated on said File Plan No. 1223.

RESERVATION unto the Lessor and their respective successors and assigns the right and easement to build, construct, rebuild, remove, reconstruct, repair, maintain and operate pole and wire lines and/or underground power lines over, under and across said Easement "E" and "F" within said Lot 12 and 13 together with the right of ingress to and egress from the easement area for the purposes aforesaid which rights and easements hereby reserved may be assigned, leased, and/or granted to Hawaiian Electric Company, Inc., upon and under such terms and conditions as shall be specified by that company in connection with its acceptance of such rights and easements.

RESERVATION unto the Lessor and their respective successors and assigns the right and easement to build, construct, install, rebuild, reconstruct, repair, maintain, operate and remove a drainage structure or structures, including necessary appurtenant equipment, under and across said Easement "E" within said Lots 12 and 13 together with the right of ingress to and egress from the easement

area for the purposes aforesaid which rights and easements hereby reserved may be assigned, leased and/or granted to the City and County of Honolulu, upon and under such terms and conditions as shall be specified by it in connection with its acceptance of such rights and easements", as reserved in said Leases herein referred to (as to Lots 12 and 13 only).

Grant dated May 18, 1972 recorded on June 8, 1973 in the Bureau of Conveyances of the State of Hawaii in Book 9213 Page 359 in favor of the CITY AND COUNTY OF HONOLULU, a municipal corporation of the State of Hawaii granting an easement or easements to construct, etc., a drainage structure or structures, including necessary appurtenant equipment, as part of a drainage system, through, under and across the parcels of land herein described.

DOCUMENT CAPTURED AS RECEIVED

June 4-2-38-58

EXHIBIT "A"

All of that certain parcel of land situate at Kailua, District of Koolaupoko, City and County of Honolulu, State of Hawaii, to-wit:

LOT 13, area 9,295 square feet, as delineated on the map entitled "WYCO INDUSTRIAL PARK", which said map was filed in the Bureau of Conveyances of the State of Hawaii on November 16, 1971 as File Plan No. 1223.

SUBJECT TO:

Taxes for the Fiscal Year 1979-1980.

Reservation in favor of the State of Hawaii of all mineral and metallic mines as reserved in Royal Patent No. 7985.

Easement E, (15 feet wide) for storm drain and electrical purposes, over and across the lot, as delineated on said File Plan No. 1223.

Easement F, (10 feet wide) for electrical purposes over and across the Lot, as delineated on said File Plan No. 1223.

RESERVATION unto the Lessor and their respective successors and assigns the right and easement to build, construct, rebuild, remove, reconstruct, repair, maintain and operate pole and wire lines and/or underground power lines over, under and across said Easement "E" and "F" within said Lot 12 and 13 together with the right of ingress to and egress from the easement area for the purposes aforesaid which rights and easements hereby reserved may be assigned, leased, and/or granted to Hawaiian Electric Company, Inc., upon and under such terms and conditions as shall be specified by that company in connection with its acceptance of such rights and easements.

RESERVATION unto the Lessor and their respective successors and assigns the right and easement to build, construct, install, rebuild, reconstruct, repair, maintain, operate and remove a drainage structure or structures, including necessary appurtenant equipment, under and across said Easement "E" within said Lots 12 and 13 together with the right of ingress to and egress from the easement area for the purposes aforesaid which rights and easements hereby reserved may be assigned, leased and/or granted to the City and County of Honolulu, upon and under such terms and conditions as

4-2-38:59
Randal W. Fork

EXHIBIT "A"

ALL of that certain parcel of land situate at Kailua, District of Koolaupoko, City and County of Honolulu, State of Hawaii, shown on the map of WYCO INDUSTRIAL PARK, filed in the Bureau of Conveyances of the State of Hawaii and described as follows:

LOT 14, File Plan 1223, Area 8,760 square feet.

TOGETHER WITH all of the right, title and interest of Grantor, as Lessor, under, but SUBJECT TO the terms and conditions of, that certain Sublease dated May 22, 1972, recorded in said Bureau in Liber 8323, at Page 25, as the same may have been amended.

SUBJECT, HOWEVER, to the following additional encumbrances:

1. Reservation in favor of the State of Hawaii of all mineral and metallic mines.
2. Easement E (15 feet wide) for storm drain purposes situate along the Southerly boundary of Lot 14, as shown on File Plan 1223.
3. Grant of Easement dated May 18, 1972, in favor of the City and County of Honolulu, recorded in said Bureau in Liber 9213, at Page 359.
4. Lease dated April 27, 1972, by and between James C. Castle, et al., as Lessor, and Lakeview Realty, Inc., as Lessee, recorded in said Bureau in Liber 8322, at Page 244.

Exhibit "A"

APPENDIX III

DEEDS FOR TMK: 4-2-38: 1,2,4,46-51, 56-59

(Deeds for TMK: 4-2-38: 5,8,9,10, 52-54 and 60 will be forwarded at a later date)

DEEDS FOR TMK: 4-2-38: 1, 2, 4 AND 46

OFFICE OF THE
ASSISTANT REGISTRAR, LAND COURT
STATE OF HAWAII
(Bureau of Conveyances)

The original of this document was
recorded as follows:

DOCUMENT NO. 2356294
DATE DEC 26 1996 TIME 11:30

and from which Certificate of Title(s) No(s).
485,329 has (have) been issued.

THE ORIGINAL OF THE DOCUMENT
RECORDED AS FOLLOWS
STATE OF HAWAII

BUREAU OF CONVEYANCES

DEC 26 1996 11:30
DATE
DOCUMENT NO. 98-182133

LAND COURT SYSTEM

REGULAR SYSTEM

Return by Mail () Pickup (✓) To:

GOODSILL ANDERSON CUMMINS & STIFEL
Alii Place, Suite 1600
1099 Alakea Street
Honolulu, Hawaii 96813
547-5600 CONRAD M. WEISER

Tax Key No. 4-2-1-5 (Oahu)	Tax Key No. 4-2-38-29 (Oahu)
Tax Key No. 4-2-1-55 "	Tax Key No. 4-2-38-30 "
Tax Key No. 4-2-1-56 "	Tax Key No. 4-2-38-31 "
Tax Key No. 4-2-3-17 "	Tax Key No. 4-2-38-32 "
Tax Key No. 4-2-3-29 "	Tax Key No. 4-2-38-46 ✓ "
Tax Key No. 4-2-38-1 ✓ "	Tax Key No. 4-2-82-1 "
Tax Key No. 4-2-38-2 ✓ "	Tax Key No. 4-3-14-2 "
Tax Key No. 4-2-38-4 ✓ "	Tax Key No. 4-3-57-32 "
Tax Key No. 4-2-38-21 "	Tax Key No. 4-3-70-1 "
Tax Key No. 4-2-38-22 "	Tax Key No. 4-5-60-61 "
Tax Key No. 4-2-38-23 "	Tax Key No. 4-5-60-64 "
Tax Key No. 4-2-38-28 "	

DEED

THIS INDENTURE, executed as of the 10th day of
December, 1996 by JOHN CASTLE BALDWIN, also known as John
C. Baldwin, JAMES CASTLE MCINTOSH, also known as James C.
McIntosh, and HAWAIIAN TRUST COMPANY, LIMITED, a Hawaii
corporation, Land Trustees of the trust created by the Ar-
ticle EIGHTH Land Trust Agreement, dated February 6, 1996,
made by them (as such "Land Trustees") and John Castle
Baldwin (also known as John C. Baldwin), James Castle
McIntosh (also known as James C. McIntosh) and Hawaiian
Trust Company, Limited, a Hawaii corporation, Trustees of
the so-called "Residuary Trust" created by Article EIGHTH
of the Will of Harold K. L. Castle, deceased, as amended by

the codicils thereto, which was admitted to probate by the Circuit Court of the First Circuit, State of Hawaii, in a proceeding designated as P. No. 29772 (as "Trustors"), said Article EIGHTH Land Trust Agreement's having been recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2289794 and in the Bureau of Conveyances of Hawaii as Document No. 96-019324 (the "Article EIGHTH Land Trust"), whose address is c/o Kaneohe Ranch, 1199 Auloa Road, Kailua, Hawaii 96734-4606, herein called the "Grantors," and CASTLE FAMILY LIMITED PARTNERSHIP, a Hawaii limited partnership, the address of which is c/o Kaneohe Ranch, 1199 Auloa Road, Kailua, Hawaii 96734-4606, herein called the "Grantee,"

W I T N E S S E T H:

That the Grantors, in consideration of One Dollar (\$1.00) and other valuable consideration paid to them by the Grantee, receipt of which is hereby acknowledged, do hereby grant, bargain, sell and convey to the Grantee, its successors and assigns, all of the Grantors' right, title and interest in and to the properties described in Exhibit A annexed hereto;


TO HAVE AND TO HOLD the same, together with the rents, issues and profits thereof, the improvements thereon and the tenements, rights, easements, privileges and appurtenances belonging or appertaining thereto or held and enjoyed therewith, unto the Grantee, its successors and assigns, forever.

AND, in consideration of the premises, the Grantors hereby covenant with the Grantee that the Grantors own the properties described in said Exhibit A in fee simple; that said properties are free and clear of all liens and encumbrances, except for the liens of real property taxes not yet by law required to be paid and except as specifically set forth in said Exhibit A; that the Grantors have good right to sell and convey said properties, as aforesaid; and that the Grantors will warrant and defend the same unto the Grantee, its successors and assigns, against the lawful claims and demands of all persons, except as aforesaid. Notwithstanding the foregoing, the liability of the Grantors under this instrument shall be limited to the extent of the Grantors' recourse against their predecessors in interest and the Grantors' actual title insurance coverage, if any. The Grantors will have no other liability hereunder, and the Grantee will have no recourse against

any assets of the Grantors other than the Grantors' rights against predecessors in interest and title insurance coverage. The Grantors hereby assign to the Grantee all rights of the Grantors to recover from the Grantors' predecessors in interest under warranties and covenants of title.


In accordance with section 560:7-306(a) of the Hawaii Revised Statutes (1993), as amended, John Castle Baldwin, James Castle McIntosh and Hawaiian Trust Company, Limited will have no personal liability under this instrument.

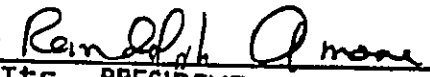
IN WITNESS WHEREOF, the Grantors and the Grantee have executed this instrument as of the date first above written.


JOHN CASTLE BALDWIN, also known as John C. Baldwin, as a Land Trustee of the Article EIGHTH Land Trust, and not individually

CASTLE FAMILY LIMITED PARTNERSHIP

By CASTLE FAMILY CORPORATION, Its General Partner

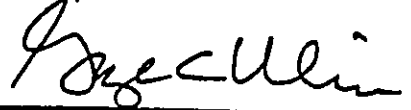

JAMES CASTLE MCINTOSH, also known as James C. McIntosh, as a Land Trustee of the Article EIGHTH Land Trust, and not individually

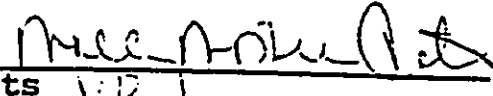
By 
Its PRESIDENT

By 
Its VICE PRESIDENT

HAWAIIAN TRUST COMPANY, LIMITED, as a Land Trustee of the Article EIGHTH Land Trust, and not individually

Grantee


By 
Its VP

By 
Its VP

Grantors

STATE OF HAWAII)
CITY AND COUNTY OF HONOLULU) ss:

On this 10th day of December, 1996,
before me personally appeared JOHN CASTLE BALDWIN, also
known as John C. Baldwin, one of the Land Trustees of the
trust created by the Article EIGHTH Land Trust Agreement,
dated February 6, 1996; recorded in the Office of the As-
sistant Registrar of the Land Court of Hawaii as Document
No. 2289794 and in the Bureau of Conveyances of Hawaii as
Document No. 96-019324, to me known to be one of the per-
sons described in and who executed the foregoing Deed as
such a Land Trustee, and acknowledged that he executed it
as his free act and deed as such a Land Trustee.



Notary Public
State of Hawaii

My Commission expires JAN 15 1999

STATE OF HAWAII)
CITY AND COUNTY OF HONOLULU) SS.

On this 10th day of December, 1996, before me personally appeared JAMES CASTLE McINTOSH, also known as James C. McIntosh, one of the Land Trustees of the trust created by the Article EIGHTH Land Trust Agreement, dated February 6, 1996, recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2289794 and in the Bureau of Conveyances of Hawaii as Document No. 96-019324, to me known to be one of the persons described in and who executed the foregoing Deed as such a Land Trustee, and acknowledged that he executed it as his free act and deed as such a Land Trustee.


Notary Public
State of Hawaii

My Commission expires JAN 15 1999

STATE OF HAWAII)
CITY AND COUNTY OF HONOLULU) SS.

On this 10th day of December, 1996, before me
appeared GEORGE C. WEIR and

MOLLY MOSHER-CATES, to me personally known, who,
being by me duly sworn, did say that they are
EXEC. VICE PRESIDENT and VICE PRESIDENT,

respectively, of HAWAIIAN TRUST COMPANY, LIMITED, a Hawaii
corporation, one of the Land Trustees of the trust created
by the Article EIGHTH Land Trust Agreement, dated February
6, 1996, recorded in the Office of the Assistant Registrar
of the Land Court of Hawaii as Document No. 2289794 and in
the Bureau of Conveyances of Hawaii as Document No.
96-019324, and that the foregoing Deed was signed in behalf
of said corporation, as such a Land Trustee, by authority
of its Board of Directors, and said officers acknowledged
said Deed to have been executed as the free act and deed of
said corporation as such a Land Trustee.


Notary Public, State of Hawaii

My Commission expires JAN 15 1999

STATE OF HAWAII)
CITY AND COUNTY OF HONOLULU) SS:

On this 10th day of December,
1996, before me appeared RANDOLPH G. MOORE and
CARLTON K.C. AU, to me personally known, who,
being by me duly sworn, did say that they are
PRESIDENT and VICE PRESIDENT,
respectively, of CASTLE FAMILY CORPORATION, a Hawaii corpo-
ration, and that the foregoing Deed was signed in behalf of
said corporation, as the general partner in Castle Family
Limited Partnership, a Hawaii limited partnership, by au-
thority of said corporation's Board of Directors, and said
officers acknowledged said instrument to have been executed
as the free act and deed of said corporation, as the gen-
eral partner in said limited partnership.

Joan P. Shaw
Notary Public, State of Hawaii
My Commission expires JAN 15 1999

EXHIBIT A

I.

Lot 292, as shown on Map 93 filed in the Office of the Assistant Registrar of the Land Court of Hawaii with Land Court Application No. 677 (amended), and Lot 352, as shown on Map 108 filed in said Office with Land Court Application No. 677 (amended), being all of the land described in Certificate of Title No. 477,953.

Subject to the encumbrances mentioned in said Certificate of Title, to which reference is hereby made.

Together with all of the right, title and interest of the Grantors under any and all leases covering said lots or any part thereof or any space thereon.

II.

Those parcels of real property located on the Island of Oahu, State of Hawaii, which are referred to on maps maintained by the Department of Finance of the City and County of Honolulu for real property tax purposes as Tax Key Nos. 4-2-1-5, 4-2-1-55 and 4-2-1-56 (as shown on Exhibit 1 annexed hereto), 4-2-3-17 and 4-2-3-29 (as shown on Exhibit 2 annexed hereto), 4-2-38-1, 4-2-38-2, 4-2-38-4, 4-2-38-21, 4-2-38-22, 4-2-38-23, 4-2-38-28, 4-2-38-29, 4-2-38-30, 4-2-38-31, 4-2-38-32 and 4-2-38-46 (as shown on Exhibit 3 annexed hereto), 4-2-82-1 (as shown on Exhibit 4 annexed hereto), 4-3-57-32 (as shown on Exhibit 5 annexed hereto) and 4-5-60-61 and 4-5-60-64 (as shown on Exhibit 6 annexed hereto), respectively.

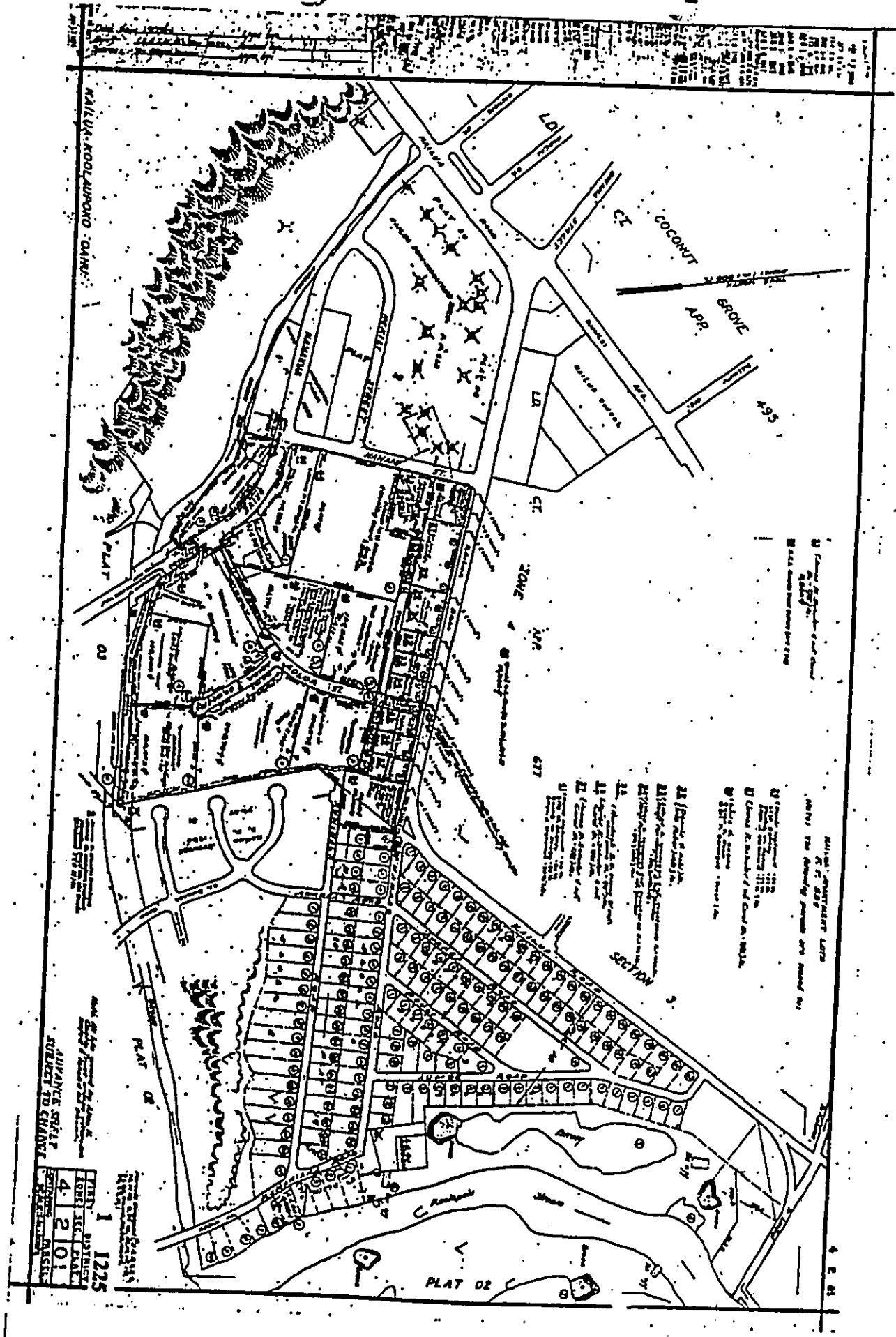


Exhibit 1

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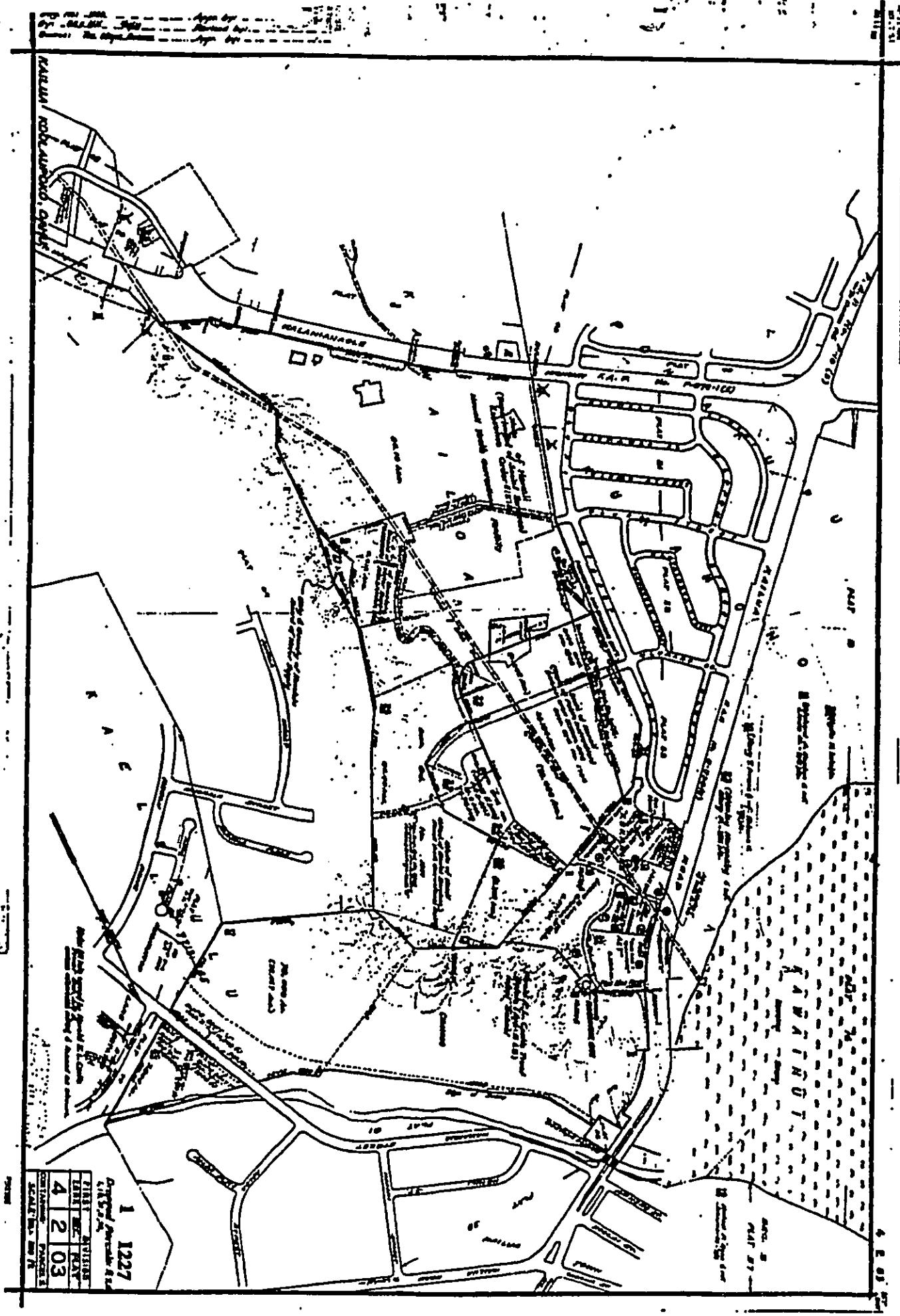


Exhibit 2

DOCUMENT CAPTURED AS RECEIVED

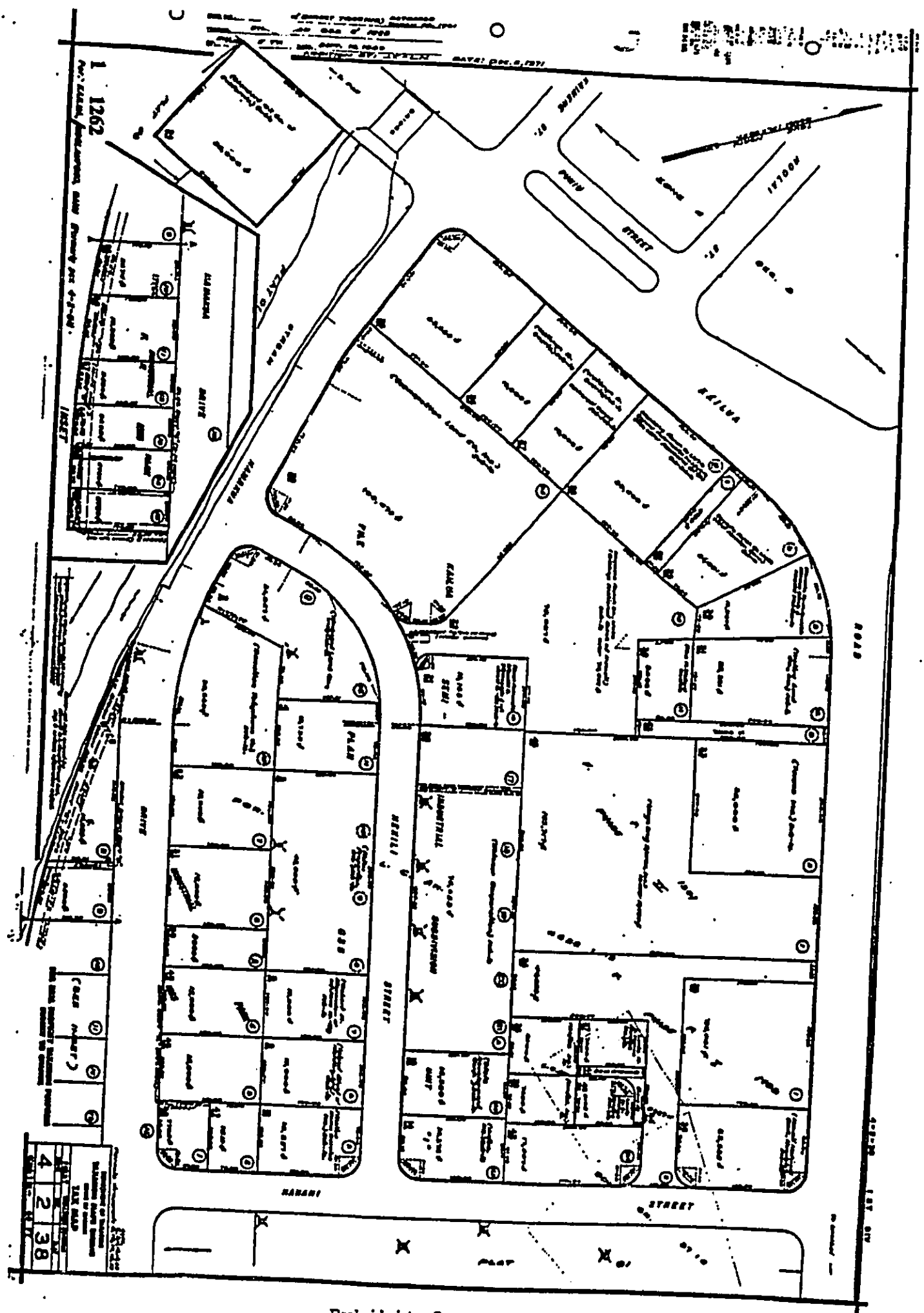
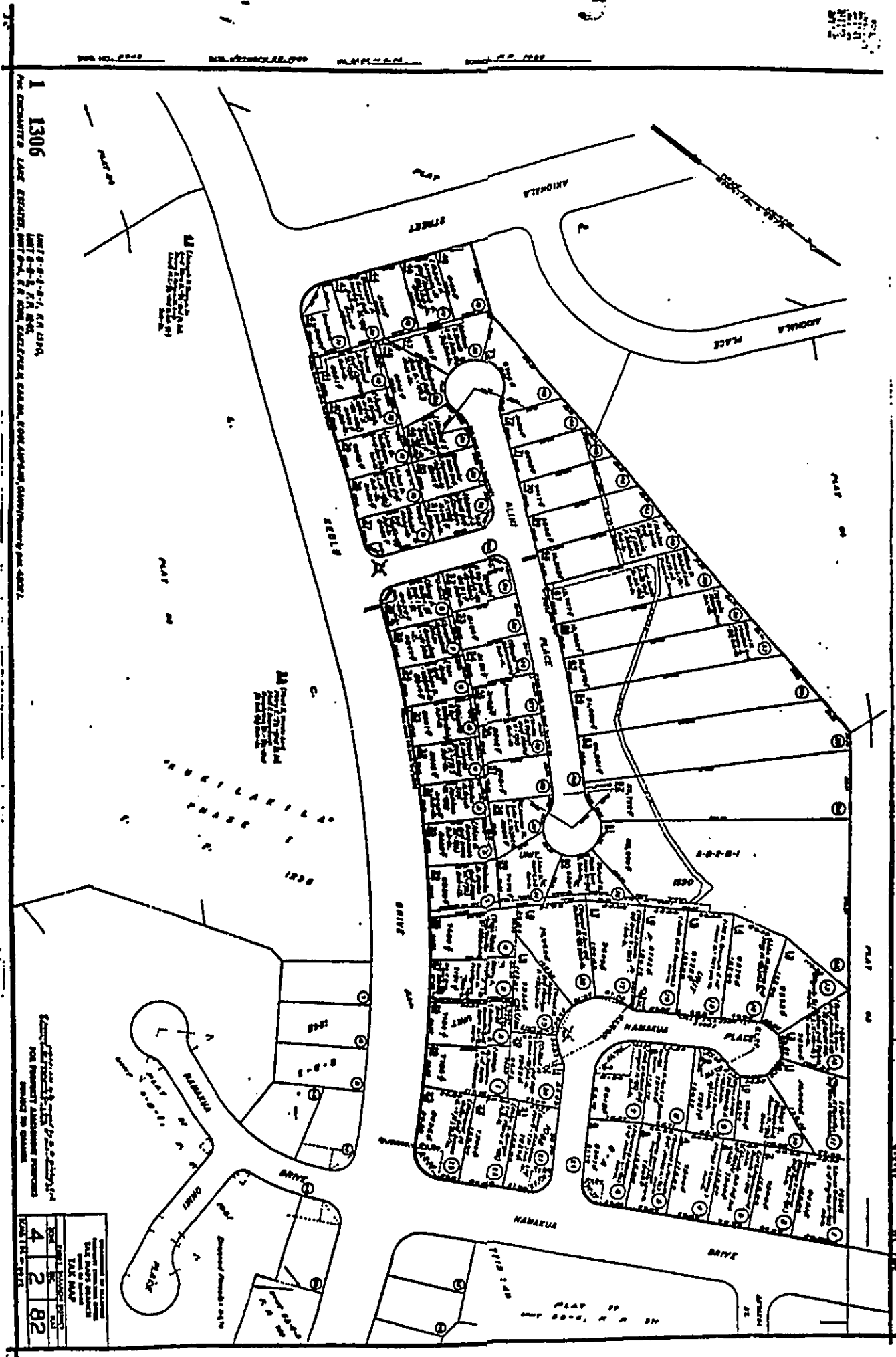


Exhibit 3



1 1306 UNIT 1-1-1-1, 1-1-1-2, 1-1-1-3
 THE EXHIBITED LOTS EXCEPT UNIT 1-1-1-1, 1-1-1-2, 1-1-1-3, 1-1-1-4, 1-1-1-5, 1-1-1-6, 1-1-1-7, 1-1-1-8, 1-1-1-9, 1-1-1-10, 1-1-1-11, 1-1-1-12, 1-1-1-13, 1-1-1-14, 1-1-1-15, 1-1-1-16, 1-1-1-17, 1-1-1-18, 1-1-1-19, 1-1-1-20, 1-1-1-21, 1-1-1-22, 1-1-1-23, 1-1-1-24, 1-1-1-25, 1-1-1-26, 1-1-1-27, 1-1-1-28, 1-1-1-29, 1-1-1-30, 1-1-1-31, 1-1-1-32, 1-1-1-33, 1-1-1-34, 1-1-1-35, 1-1-1-36, 1-1-1-37, 1-1-1-38, 1-1-1-39, 1-1-1-40, 1-1-1-41, 1-1-1-42, 1-1-1-43, 1-1-1-44, 1-1-1-45, 1-1-1-46, 1-1-1-47, 1-1-1-48, 1-1-1-49, 1-1-1-50, 1-1-1-51, 1-1-1-52, 1-1-1-53, 1-1-1-54, 1-1-1-55, 1-1-1-56, 1-1-1-57, 1-1-1-58, 1-1-1-59, 1-1-1-60, 1-1-1-61, 1-1-1-62, 1-1-1-63, 1-1-1-64, 1-1-1-65, 1-1-1-66, 1-1-1-67, 1-1-1-68, 1-1-1-69, 1-1-1-70, 1-1-1-71, 1-1-1-72, 1-1-1-73, 1-1-1-74, 1-1-1-75, 1-1-1-76, 1-1-1-77, 1-1-1-78, 1-1-1-79, 1-1-1-80, 1-1-1-81, 1-1-1-82, 1-1-1-83, 1-1-1-84, 1-1-1-85, 1-1-1-86, 1-1-1-87, 1-1-1-88, 1-1-1-89, 1-1-1-90, 1-1-1-91, 1-1-1-92, 1-1-1-93, 1-1-1-94, 1-1-1-95, 1-1-1-96, 1-1-1-97, 1-1-1-98, 1-1-1-99, 1-1-1-100

1306 UNIT 1-1-1-1, 1-1-1-2, 1-1-1-3
 THE EXHIBITED LOTS EXCEPT UNIT 1-1-1-1, 1-1-1-2, 1-1-1-3, 1-1-1-4, 1-1-1-5, 1-1-1-6, 1-1-1-7, 1-1-1-8, 1-1-1-9, 1-1-1-10, 1-1-1-11, 1-1-1-12, 1-1-1-13, 1-1-1-14, 1-1-1-15, 1-1-1-16, 1-1-1-17, 1-1-1-18, 1-1-1-19, 1-1-1-20, 1-1-1-21, 1-1-1-22, 1-1-1-23, 1-1-1-24, 1-1-1-25, 1-1-1-26, 1-1-1-27, 1-1-1-28, 1-1-1-29, 1-1-1-30, 1-1-1-31, 1-1-1-32, 1-1-1-33, 1-1-1-34, 1-1-1-35, 1-1-1-36, 1-1-1-37, 1-1-1-38, 1-1-1-39, 1-1-1-40, 1-1-1-41, 1-1-1-42, 1-1-1-43, 1-1-1-44, 1-1-1-45, 1-1-1-46, 1-1-1-47, 1-1-1-48, 1-1-1-49, 1-1-1-50, 1-1-1-51, 1-1-1-52, 1-1-1-53, 1-1-1-54, 1-1-1-55, 1-1-1-56, 1-1-1-57, 1-1-1-58, 1-1-1-59, 1-1-1-60, 1-1-1-61, 1-1-1-62, 1-1-1-63, 1-1-1-64, 1-1-1-65, 1-1-1-66, 1-1-1-67, 1-1-1-68, 1-1-1-69, 1-1-1-70, 1-1-1-71, 1-1-1-72, 1-1-1-73, 1-1-1-74, 1-1-1-75, 1-1-1-76, 1-1-1-77, 1-1-1-78, 1-1-1-79, 1-1-1-80, 1-1-1-81, 1-1-1-82, 1-1-1-83, 1-1-1-84, 1-1-1-85, 1-1-1-86, 1-1-1-87, 1-1-1-88, 1-1-1-89, 1-1-1-90, 1-1-1-91, 1-1-1-92, 1-1-1-93, 1-1-1-94, 1-1-1-95, 1-1-1-96, 1-1-1-97, 1-1-1-98, 1-1-1-99, 1-1-1-100

NO.	DATE	DESCRIPTION	AMOUNT
4	2	82	

Exhibit 4

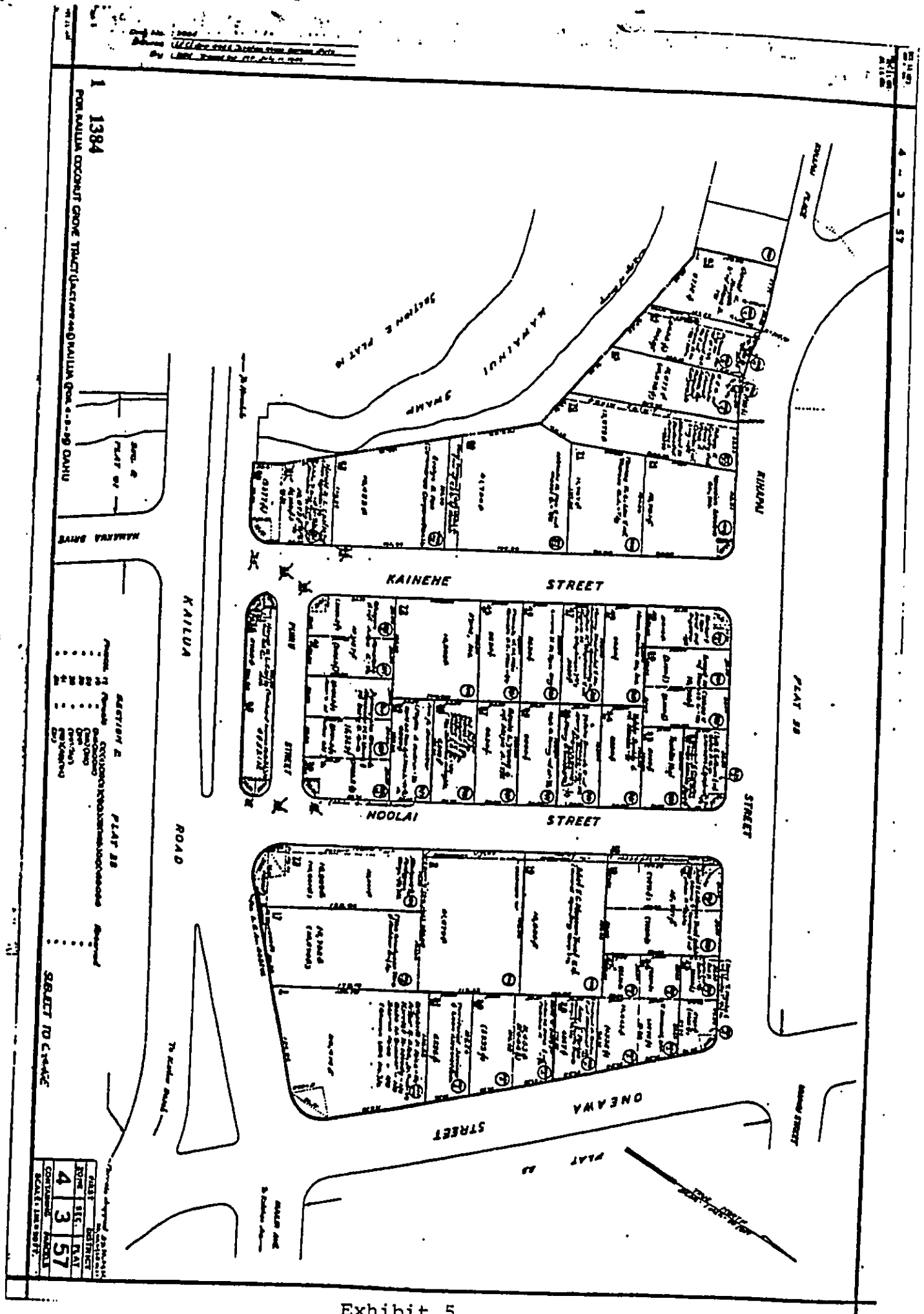
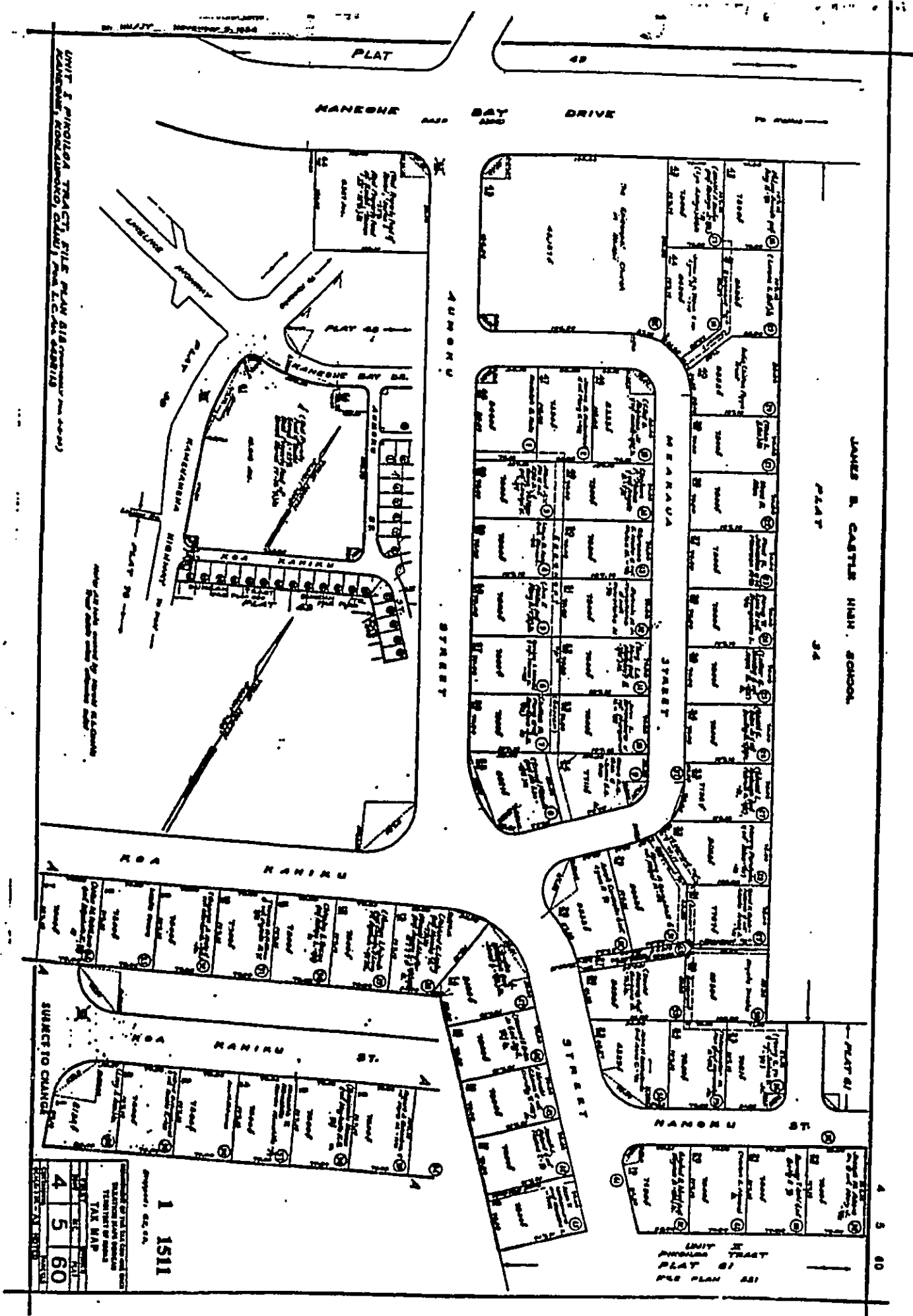


Exhibit 5



1 1511

4	5	60
TAX MAP		
SUBJECT TO CHANGE		

Exhibit 6

KANEOHE RANCH

The Estates of Harold K.L Castle and Alice H. Castle

Trustees:

John C. Baldwin
James C. McIntosh
Hawaiian Trust Company, Limited
President and Chief Executive Officer:
Randolph G. Moore

Castle Junction
1199 Auloa Road
Kailua, Hawaii 96734-4606
Telephone (808) 266-1400

December 17, 1996

Mr. Conrad M. Weiser
Goodsill Anderson Quinn & Stifel
P.O. Box 3196
Honolulu, Hawaii 96801

COPY

Dear Conrad:

Subject: Castle Family Limited Partnership

Enclosed in response to your letter of November 7 are the following documents, which have been executed by the various land trust Trustees and by the appropriate officers of Castle Family Limited Partnership:

- (1) A deed from the Trustees of the James Christian Castle Kaopa Land Trust to Castle Family Limited Partnership.
- (2) A deed from the Trustees of the Virginia Castle Baldwin Kaopa Land Trust to the partnership.
- (3) A deed from the Trustees of the Alice Castle McIntosh Kaopa Land Trust to the partnership.
- (4) A deed from the Trustees of the Article Eighth Land Trust to the partnership.

Please have these documents recorded, with copies of the recorded documents sent to us for our files.

Thank you for your help.

Sincerely,



Randolph G. Moore

COPY

December 27, 1996

Mr. Randolph G. Moore
Kaneohe Ranch
1199 Auloa Road
Kailua, Hawaii 96734-4606

Re: Castle Family Limited Partnership

Dear Randy:

Enclosed herewith are the following materials relating to the matter referred to above:

1. A copy of a December 10, 1996 Deed from the Trustees of the James Christian Castle Kaopa Land Trust to Castle Family Limited Partnership ("CFLP"), recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2356293 and in the Bureau of Conveyances of Hawaii as Document No. 96-182130;
2. A copy of a December 10, 1996 Deed from the Trustees of the Virginia Castle Baldwin Kaopa Land Trust to CFLP, recorded in said Office as Document No. 2356294 and in said Bureau as Document No. 96-182131;
3. A copy of a December 10, 1996 Deed from the Trustees of the Alice Castle McIntosh Kaopa Land Trust to CFLP, recorded in said Office as Document No. 2356295 and in said Bureau as Document No. 96-182132; and

DEEDS FOR TMK: 4-2-38: 47, 50 AND 56

OFFICE OF THE
ASSISTANT REGISTRAR, LAND COURT
STATE OF HAWAII
(Bureau of Conveyances)

The original of this document was
recorded as follows:

DOCUMENT NO. 2356295
DATE DEC 26, 1996 TIME 11:30

and from which Certificate of Title(s) No(s).
485,328 has (have) been issued.

THE ORIGINAL OF THE DOCUMENT
RECORDED AS FOLLOWS
STATE OF HAWAII

BUREAU OF CONVEYANCES

DATE DEC 26, 1996 11:30
DOCUMENT NO. 96-182132

LAND COURT SYSTEM

REGULAR SYSTEM

Return by Mail () Pickup (✓) To:

GOODSILL ANDERSON QUINN & STIFEL
Aul Place, Suite 1800
1029 Alahea Street
Honolulu, Hawaii 96813
547-5600 CONRAD M. WEISER

Tax Key No. 4-2-38-47 (Oahu)
" " " 4-2-38-50 ✓ "
" " " 4-2-38-56 ✓ "
" " " 4-3-57-60 "

DEED

THIS INDENTURE, executed as of the 10th day of December, 1996 by JOHN CASTLE BALDWIN, also known as John C. Baldwin, JAMES CASTLE McINTOSH, also known as James C. McIntosh, and HAWAIIAN TRUST COMPANY, LIMITED, a Hawaii corporation, Land Trustees of the trust created by the Alice Castle McIntosh Kaopa Land Trust Agreement, dated February 6, 1996, made by them (as such "Land Trustees") and John Castle Baldwin (also known as John C. Baldwin), James Castle McIntosh (also known as James C. McIntosh) and Hawaiian Trust Company, Limited, a Hawaii corporation, Trustees of the so-called "Alice Castle McIntosh Trust" created by the indenture made and entered into on February 25, 1964 by Harold K. L. Castle (as "Settlor") and James C. Castle, Henry H. Wong, H. W. B. White and Hawaiian Trust Company, Limited (as "Trustees"), recorded in the Bureau of Conveyances of Hawaii in Liber 4720, at page 39 (as "Trustors"), said Alice Castle McIntosh Kaopa Land Trust Agreement's having been recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No.

2289791 and in the Bureau of Conveyances of Hawaii as Document No. 96-019321 (the "Alice Castle McIntosh Kaopa Land Trust"), whose address is c/o Kaneohe Ranch, 1199 Auloa Road, Kailua, Hawaii 96734-4606, herein called the "Grantors," and CASTLE FAMILY LIMITED PARTNERSHIP, a Hawaii limited partnership, the address of which is c/o Kaneohe Ranch, 1199 Auloa Road, Kailua, Hawaii 96734-4606, herein called the "Grantee,"

W I T N E S S E T H:

That the Grantors, in consideration of One Dollar (\$1.00) and other valuable consideration paid to them by the Grantee, receipt of which is hereby acknowledged, do hereby grant, bargain, sell and convey to the Grantee, its successors and assigns, all of the Grantors' right, title and interest in and to the properties described in Exhibit A annexed hereto;

TO HAVE AND TO HOLD the same, together with the rents, issues and profits thereof, the improvements thereon and the tenements, rights, easements, privileges and appurtenances belonging or appertaining thereto or held and enjoyed therewith, unto the Grantee, its successors and assigns, forever.

AND, in consideration of the premises, the Grantors hereby covenant with the Grantee that the Grantors own the properties described in said Exhibit A in fee simple; that said properties are free and clear of all liens and encumbrances, except for the liens of real property taxes not yet by law required to be paid and except as specifically set forth in said Exhibit A; that the Grantors have good right to sell and convey said properties, as aforesaid; and that the Grantors will warrant and defend the same unto the Grantee, its successors and assigns, against the lawful claims and demands of all persons, except as aforesaid. Notwithstanding the foregoing, the liability of the Grantors under this instrument shall be limited to the extent of the Grantors' recourse against their predecessors in interest and the Grantors' actual title insurance coverage, if any. The Grantors will have no other liability hereunder, and the Grantee will have no recourse against any assets of the Grantors other than the Grantors' rights against predecessors in interest and title insurance coverage. The Grantors hereby assign to the Grantee all rights of the Grantors to recover from the Grantors' predecessors in interest under warranties and covenants of title.

In accordance with section 560:7-306(a) of the Hawaii Revised Statutes (1993), as amended, John Castle Baldwin, James Castle McIntosh and Hawaiian Trust Company, Limited will have no personal liability under this instrument.

IN WITNESS WHEREOF, the Grantors and the Grantee have executed this instrument as of the date first above written.

John C. Baldwin
JOHN CASTLE BALDWIN, also known as John C. Baldwin, as a Land Trustee of the Alice Castle McIntosh Kaopa Land Trust, and not individually

CASTLE FAMILY LIMITED PARTNERSHIP

By CASTLE FAMILY CORPORATION, Its General Partner

James C. McIntosh
JAMES CASTLE MCINTOSH, also known as James C. McIntosh, as a Land Trustee of the Alice Castle McIntosh Kaopa Land Trust, and not individually

By Ronald A. Moore
Its PRESIDENT

By Carlton R. C. ...
Its VICE PRESIDENT

Grantee

HAWAIIAN TRUST COMPANY, LIMITED, as a Land Trustee of the Alice Castle McIntosh Kaopa Land Trust, and not individually

By [Signature]
Its ~~VP~~ EXEC. VICE PRESIDENT

By [Signature]
Its ~~VP~~ VICE PRESIDENT

Grantors

STATE OF HAWAII)
) SS:
CITY AND COUNTY OF HONOLULU)

On this 10th day of December, 1996,

before me personally appeared JOHN CASTLE BALDWIN, also known as John C. Baldwin, one of the Land Trustees of the trust created by the Alice Castle McIntosh Kaopa Land Trust Agreement, dated February 6, 1996, recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2289791 and in the Bureau of Conveyances of Hawaii as Document No. 96-019321, to me known to be one of the persons described in and who executed the foregoing Deed as such a Land Trustee, and acknowledged that he executed it as his free act and deed as such a Land Trustee.



Notary Public
State of Hawaii

My Commission expires JAN 15 1999

STATE OF HAWAII)
)
CITY AND COUNTY OF HONOLULU) SS.

On this 10th day of December, 1996, before me personally appeared JAMES CASTLE McINTOSH, also known as James C. McIntosh, one of the Land Trustees of the trust created by the Alice Castle McIntosh Kaopa Land Trust Agreement, dated February 6, 1996, recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2289791 and in the Bureau of Conveyances of Hawaii as Document No. 96-019321, to me known to be one of the persons described in and who executed the foregoing Deed as such a Land Trustee, and acknowledged that he executed it as his free act and deed as such a Land Trustee.



Notary Public
State of Hawaii

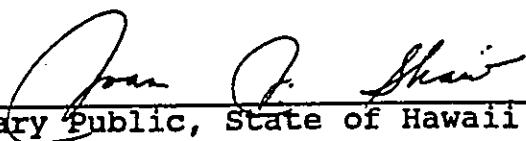
My Commission expires JAN 15 1999

STATE OF HAWAII)
) SS.
CITY AND COUNTY OF HONOLULU)

On this 10th day of December, 1996, before me
appeared GEORGE C. WEIR and

MOLLY MOSHER-CATES, to me personally known, who,
being by me duly sworn, did say that they are
EXEC. VICE PRESIDENT and VICE PRESIDENT,

respectively, of HAWAIIAN TRUST COMPANY, LIMITED, a Hawaii
corporation, one of the Land Trustees of the trust created
by the Alice Castle McIntosh Kaopa Land Trust Agreement,
dated February 6, 1996, recorded in the Office of the As-
sistant Registrar of the Land Court of Hawaii as Document
No. 2289791 and in the Bureau of Conveyances of Hawaii as
Document No. 96-019321, and that the foregoing Deed was
signed in behalf of said corporation, as such a Land Trust-
ee, by authority of its Board of Directors, and said offic-
ers acknowledged said Deed to have been executed as the
free act and deed of said corporation as such a Land Trust-
ee.


Notary Public, State of Hawaii
My Commission expires JAN 15 1999

STATE OF HAWAII)
)
CITY AND COUNTY OF HONOLULU) SS:

On this 10th day of December,
1996, before me appeared RANDOLPH G. MOORE and
CARLTON K.C. AU, to me personally known, who,
being by me duly sworn, did say that they are
PRESIDENT and VICE PRESIDENT,
respectively, of CASTLE FAMILY CORPORATION, a Hawaii corpo-
ration, and that the foregoing Deed was signed in behalf of
said corporation, as the general partner in Castle Family
Limited Partnership, a Hawaii limited partnership, by au-
thority of said corporation's Board of Directors, and said
officers acknowledged said instrument to have been executed
as the free act and deed of said corporation, as the gen-
eral partner in said limited partnership.

Joan P. Shaw
Notary Public, State of Hawaii
My Commission expires JAN 15 1999

EXHIBIT A

I.

An undivided one-third interest in Lot 561-B-1, as shown on Map 434 filed in the Office of the Assistant Registrar of the Land Court of Hawaii with Land Court Application No. 495, being land described in Certificate of Title No. 477,952.

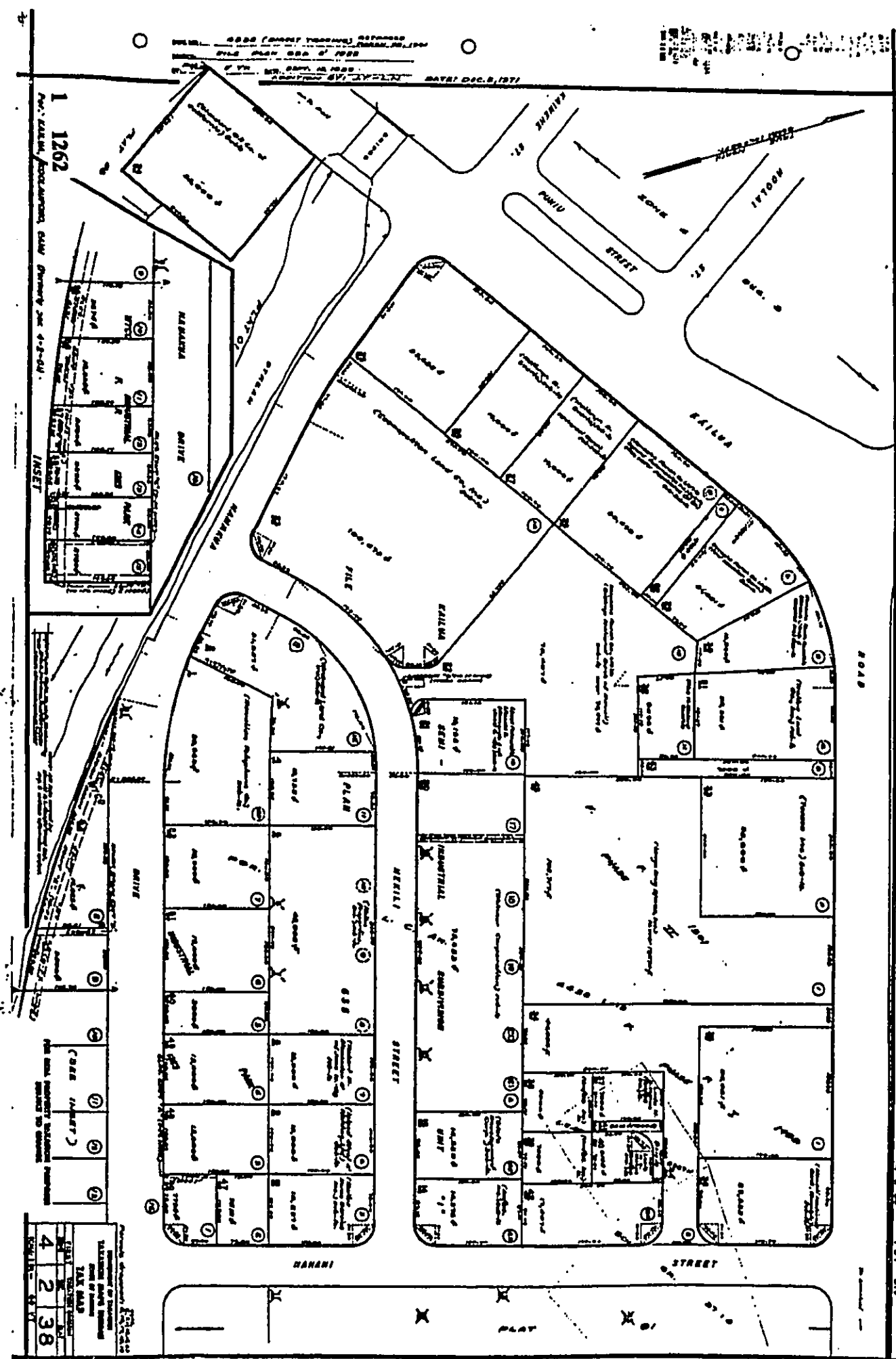
Subject to the encumbrances mentioned in said Certificate of Title, to which reference is hereby made.

Together with all of the right, title and interest of the Grantors under any and all leases covering said lot or any part thereof or any space thereon.

II.

An undivided one-third interest in those parcels of real property located on the Island of Oahu, State of Hawaii, which are referred to on maps maintained by the Department of Finance of the City and County of Honolulu for real property tax purposes as Tax Key Nos. 4-2-38-47, 4-2-38-50 and 4-2-38-56 (as shown on Exhibit 1 annexed hereto) and 4-3-57-60 (as shown on Exhibit 2 annexed hereto), respectively.

DOCUMENT CAPTURED AS RECEIVED



1 1262

HAIKOU INDUSTRIAL ZONE

INSET

HAIKOU INDUSTRIAL ZONE

4	2	38
---	---	----

Exhibit 1

DEED FOR TMK: 4-2-38: 51

OFFICE OF THE
ASSISTANT REGISTRAR, LAND COURT
STATE OF HAWAII
(Bureau of Conveyances)

The original of this document was
recorded as follows:

DOCUMENT NO. 2282160
DATE 12/29/95 TIME 9:00

NEW CT 468,327

LAND COURT SYSTEM

THE ORIGINAL OF THE DOCUMENT
RECORDED AS FOLLOWS
STATE OF HAWAII

BUREAU OF CONVEYANCES

12/29/95 TIME *9:00*
DATE TIME
DOCUMENT NO. 95-169631

REGULAR SYSTEM

Return by Mail () Pickup (✓) To:

GRADSBILL ANDERSON QUINN & STIFEL
Alii Place, Suite 1800
1099 Alakea Street
Honolulu, Hawaii 96813
547-5600 CONRAD M. WEISER

Tax Key No.	4-2-1-26	(Oahu)
" "	4-2-1-36	"
" "	4-2-1-37	"
" "	4-2-1-41	"
" "	4-2-1-43	"
" "	4-2-1-44	"
" "	4-2-1-52	"
" "	4-2-1-55	"
" "	4-2-3-17	"
" "	4-2-3-29	"
" "	4-2-38-51	✓ "
" "	4-3-56-5	"
" "	4-4-23-1	"
" "	4-4-23-2	"

DEED

December, 1995 by JOHN CASTLE BALDWIN, also known as John C. Baldwin, JAMES CASTLE McINTOSH, also known as James C. McIntosh, and HAWAIIAN TRUST COMPANY, LIMITED, a Hawaii corporation, Grantees of the trust created by the James C. McIntosh Land Trust Agreement, dated June 1, 1995, made by them (as "Grantees") and John C. Baldwin, James C. McIntosh and Hawaiian Trust Company, Limited, a Hawaii corporation, Trustees of the trust created by the unrecorded Trust Agreement Dated December 29, 1976, for James C. McIntosh,

made by them, as such "Trustees," and Alice Hedemann Castle, as "Settlor" (as "Grantors"), which was recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2242163 and in the Bureau of Conveyances of Hawaii as Document No. 95-076585 (the "James C. McIntosh Land Trust"), whose address is c/o Kaneohe Ranch, 1199 Auloa Road, Kailua, Hawaii 96734-4606, herein called the "Transferors," and CASTLE FAMILY LIMITED PARTNERSHIP, a Hawaii limited partnership, the address of which is c/o Kaneohe Ranch, 1199 Auloa Road, Kailua, Hawaii 96734-4606, herein called the "Transferee,"

W I T N E S S E T H:

That the Transferors, in consideration of One Dollar (\$1.00) and other valuable consideration paid to them by the Transferee, receipt of which is hereby acknowledged, do hereby grant, bargain, sell and convey to the Transferee, its successors and assigns, all of the Transferors' right, title and interest in and to the properties described in Exhibit A annexed hereto;


TO HAVE AND TO HOLD the same, together with the rents, issues and profits thereof, the improvements thereon and the tenements, rights, easements, privileges and appurtenances belonging or appertaining thereto or held and enjoyed therewith, unto the Transferee, its successors and assigns, forever.

AND, in consideration of the premises, the Transferors hereby covenant with the Transferee that the Transferors own the properties described in said Exhibit A in fee simple; that said properties are free and clear of all liens and encumbrances, except for the liens of real property taxes not yet by law required to be paid and except as specifically set forth in said Exhibit A; that the Transferors have good right to sell and convey said properties, as aforesaid; and that the Transferors will warrant and defend the same unto the Transferee, its successors and assigns, against the lawful claims and demands of all persons, except as aforesaid. Notwithstanding the foregoing, the liability of the Transferors under this paragraph and under this instrument shall be limited to the extent of the Transferors' recourse against their predecessors in interest and the Transferors' actual title insurance coverage, if any. The Transferors will have no other liability hereunder, and the Transferee will have no recourse against any assets of the Transferors other than the Transferors'

rights against predecessors in interest and title insurance coverage. The Transferors hereby assign to the Transferee all rights of the Transferors to recover from the Transferors' predecessors in interest under warranties and covenants of title.


In accordance with section 560:7-306(a) of the Hawaii Revised Statutes (1993), as amended, John C. Baldwin, James C. McIntosh and Hawaiian Trust Company, Limited will have no personal liability under this instrument.

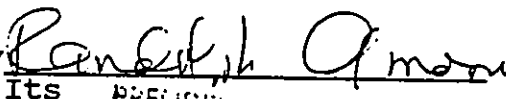
IN WITNESS WHEREOF, the Transferors and the Transferee have executed this instrument as of the date first above written.

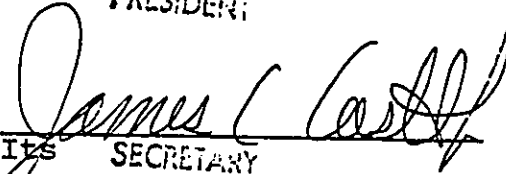

JOHN CASTLE BALDWIN, also known as John C. Baldwin, as a Grantee of the James C. McIntosh Land Trust, and not individually

CASTLE FAMILY LIMITED PARTNERSHIP

By CASTLE FAMILY CORPORATION, Its General Partner



JAMES CASTLE MCINTOSH, also known as James C. McIntosh, as a Grantee of the James C. McIntosh Land Trust, and not individually

By 
Its PRESIDENT

By 
Its SECRETARY
Transferee

HAWAIIAN TRUST COMPANY, LIMITED, as a Grantee of the James C. McIntosh Land Trust, and not individually


By 
Its VICE PRESIDENT

By 
Its
Transferors

STATE OF HAWAII.)
CITY AND COUNTY OF HONOLULU) ss:

On this 12th day of December, 1995,

before me personally appeared JOHN CASTLE BALDWIN, also known as John C. Baldwin, one of the Grantees of the trust created by the James C. McIntosh Land Trust Agreement, dated June 1, 1995, recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2242163 and in the Bureau of Conveyances of Hawaii as Document No. 95-076585, to me known to be one of the persons described in and who executed the foregoing Deed as such a Grantee, and acknowledged that he executed it as his free act and deed as such a Grantee.




Notary Public
State of Hawaii

My Commission expires JAN 15 1999

STATE OF HAWAII)
) SS.
CITY AND COUNTY OF HONOLULU)

On this 12th day of December, 1995, before me personally appeared JAMES CASTLE McINTOSH, also known as James C. McIntosh, one of the Grantees of the trust created by the James C. McIntosh Land Trust Agreement, dated June 1, 1995, recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2242163 and in the Bureau of Conveyances of Hawaii as Document No. 95-076585, to me known to be one of the persons described in and who executed the foregoing Deed as such a Grantee, and acknowledged that he executed it as his free act and deed as such a Grantee.



Notary Public
State of Hawaii
My Commission expires JAN 13 1999

STATE OF HAWAII)
CITY AND COUNTY OF HONOLULU) SS.

On this _____ day of DEC 18 1995, 19____, before me
appeared MOELY MOSHER-CATE and

JUDY M. ALEXANDER, to me personally known, who,

being by me duly sworn, did say that they are

VICE PRESIDENT and VICE PRESIDENT,

respectively, of HAWAIIAN TRUST COMPANY, LIMITED, a Hawaii corporation, one of the Grantees of the trust created by the James C. McIntosh Land Trust Agreement, dated June 1, 1995, recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2242163 and in the Bureau of Conveyances of Hawaii as Document No. 95-076585, and that the foregoing Deed was signed in behalf of said corporation, as such a Grantee, by authority of its Board of Directors, and said officers acknowledged said Deed to have been executed as the free act and deed of said corporation as such a Grantee.

L.S.

Thomas Z. Brant

Notary Public, State of Hawaii

My Commission expires

SEP 27 1995

STATE OF HAWAII)
)
CITY AND COUNTY OF HONOLULU) SS:

On this 12th day of December,
1995, before me appeared RANDOLPH G. MOORE and
JAMES C. CASTLE, JR., to me personally known, who,
being by me duly sworn, did say that they are
PRESIDENT and SECRETARY,
respectively, of CASTLE FAMILY CORPORATION, a Hawaii corpo-
ration, and that the foregoing Deed was signed in behalf of
said corporation, as the general partner in Castle Family
Limited Partnership, a Hawaii limited partnership, by au-
thority of said corporation's Board of Directors, and said
officers acknowledged said instrument to have been executed
as the free act and deed of said corporation, as the gen-
eral partner in said limited partnership.

Joan P. Shaw
Notary Public, State of Hawaii
My Commission expires JAN 15 1999.

EXHIBIT A

I.

An undivided 25% interest in (i) Lot 2-A-181-A-3-G, as shown on Map 80 filed in the Office of the Assistant Registrar of the Land Court of Hawaii with Land Court Application No. 677 (amended), (ii) Lot 2-A-181-F-2-A, as shown on Map 181 filed in said Office with Land Court Application No. 677 (amended), (iii) Lot 460, as shown on Map 118 filed in said Office with Land Court Application No. 677 (amended), and (iv) Lot 461-A-1, as shown on Map 212 filed in said Office with Land Court Application No. 677 (amended), being all of the land described in Certificate of Title No. 458,210.

Subject to the encumbrances mentioned in said Certificate of Title, to which reference is hereby made.

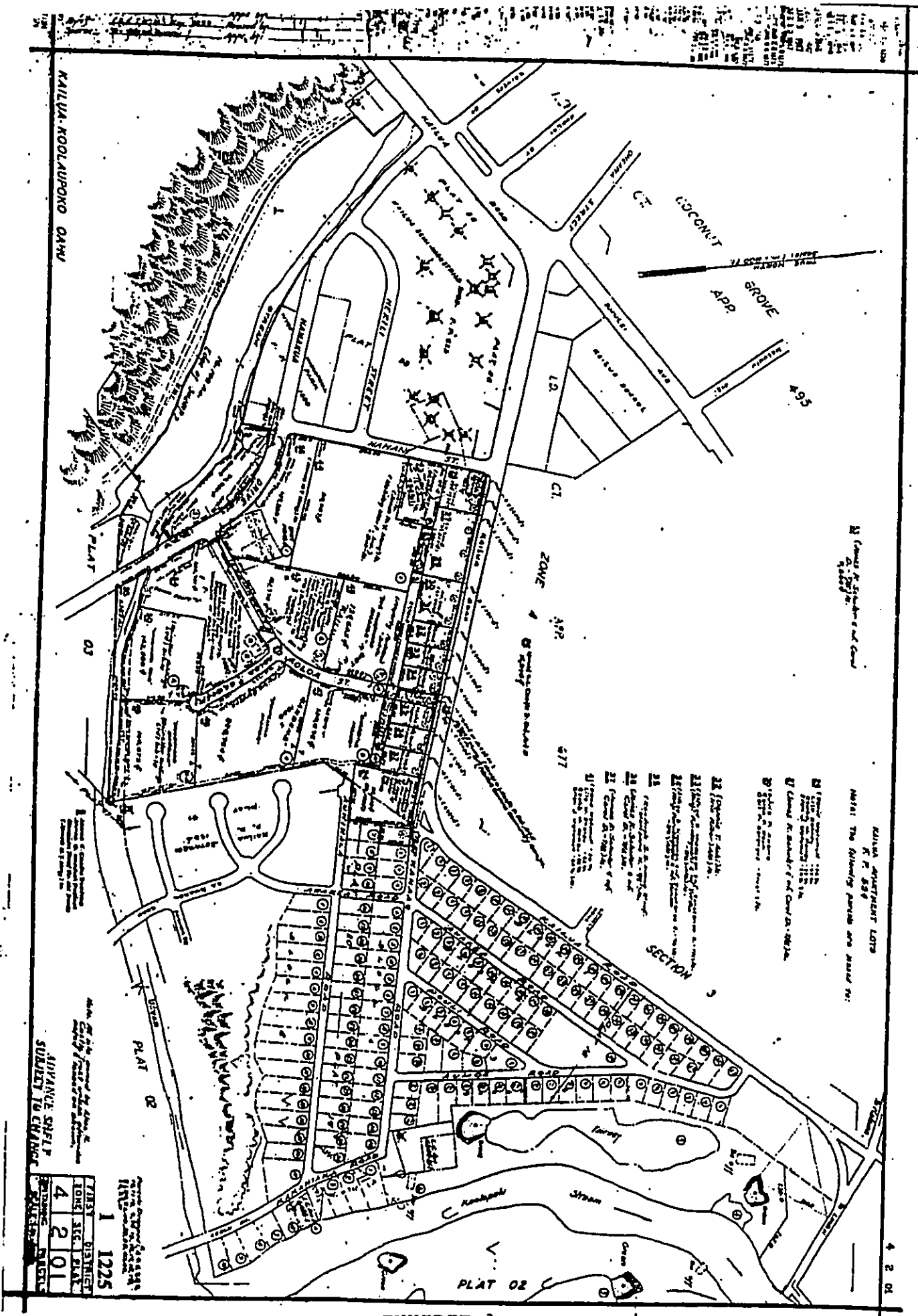
Together with all of the right, title and interest of the Transferors under any and all leases covering said lots or any part thereof or any space thereon.

II.

Those parcels of real property located on the Island of Oahu, State of Hawaii, which are referred to on maps maintained by the Department of Finance of the City and County of Honolulu for real property tax purposes as Tax Key Nos. 4-2-1-26, 4-2-1-36, 4-2-1-37, 4-2-1-41, 4-2-1-43, 4-2-1-44, 4-2-1-52 and 4-2-1-55 (as shown on Exhibit 1 annexed hereto), 4-2-3-17 and 4-2-3-29 (as shown on Exhibit 2 annexed hereto) and 4-2-38-51 (as shown on Exhibit 3 annexed hereto).

Subject to all liens and encumbrances recorded in the Bureau of Conveyances of Hawaii which affect the aforementioned property.

Together with all of the right, title and interest of the Transferors under any and all leases covering said parcels or any part thereof or any space thereon.



APPROVED BY THE BOARD OF SUPERVISORS OF THE COUNTY OF HAWAII, JULY 1, 1958.
 MAP: THE FOLLOWING PARCELS ARE SHOWN:
 1. PARCEL 1000
 2. PARCEL 1001
 3. PARCEL 1002
 4. PARCEL 1003
 5. PARCEL 1004
 6. PARCEL 1005
 7. PARCEL 1006
 8. PARCEL 1007
 9. PARCEL 1008
 10. PARCEL 1009
 11. PARCEL 1010
 12. PARCEL 1011
 13. PARCEL 1012
 14. PARCEL 1013
 15. PARCEL 1014
 16. PARCEL 1015
 17. PARCEL 1016
 18. PARCEL 1017
 19. PARCEL 1018
 20. PARCEL 1019
 21. PARCEL 1020
 22. PARCEL 1021
 23. PARCEL 1022
 24. PARCEL 1023
 25. PARCEL 1024
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 94. PARCEL 1093
 95. PARCEL 1094
 96. PARCEL 1095
 97. PARCEL 1096
 98. PARCEL 1097
 99. PARCEL 1098
 100. PARCEL 1099

ADVANCE SHEET
 SUBJECT TO CHANGE

1	1225
4	201

EXHIBIT 1

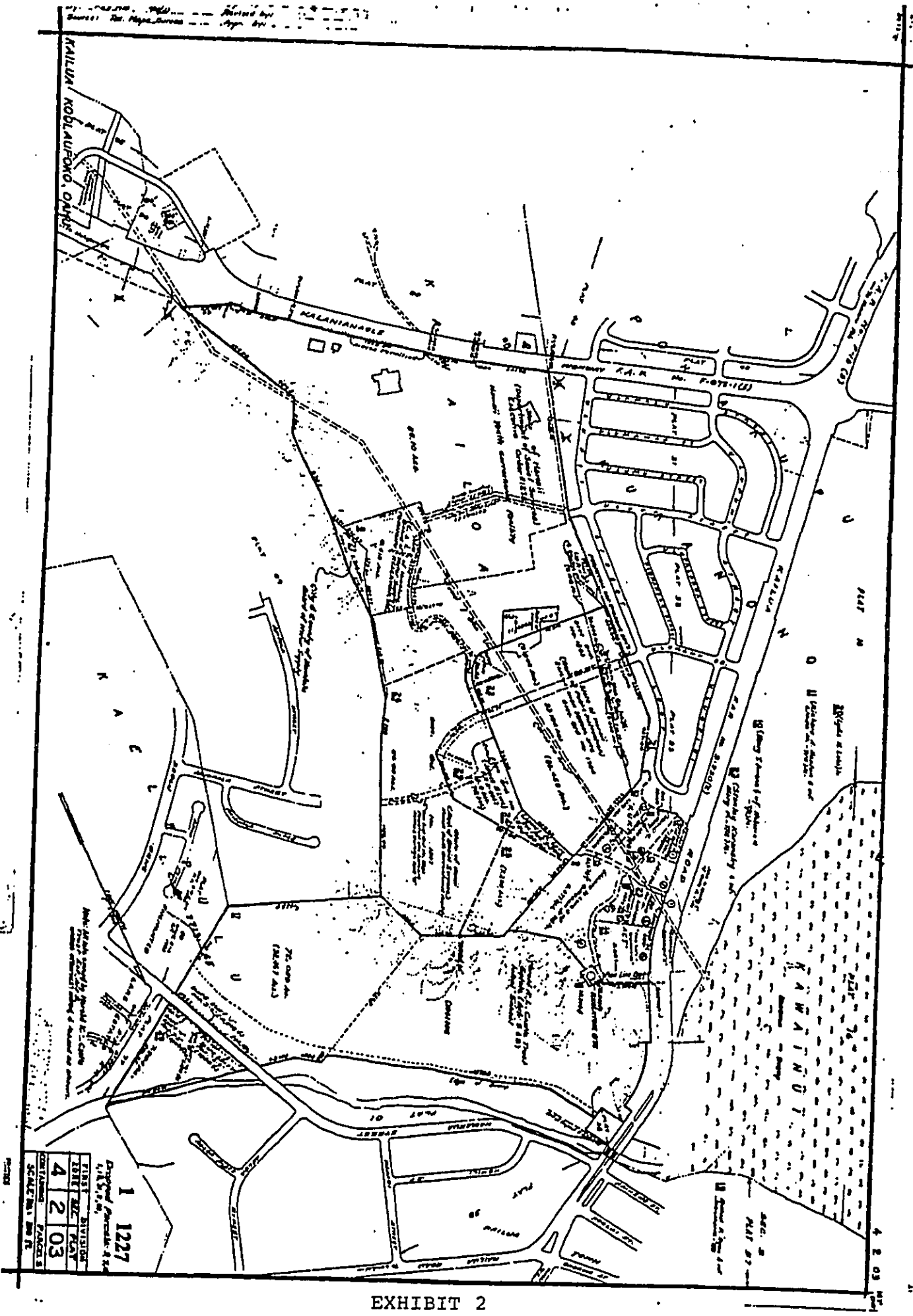


EXHIBIT 2

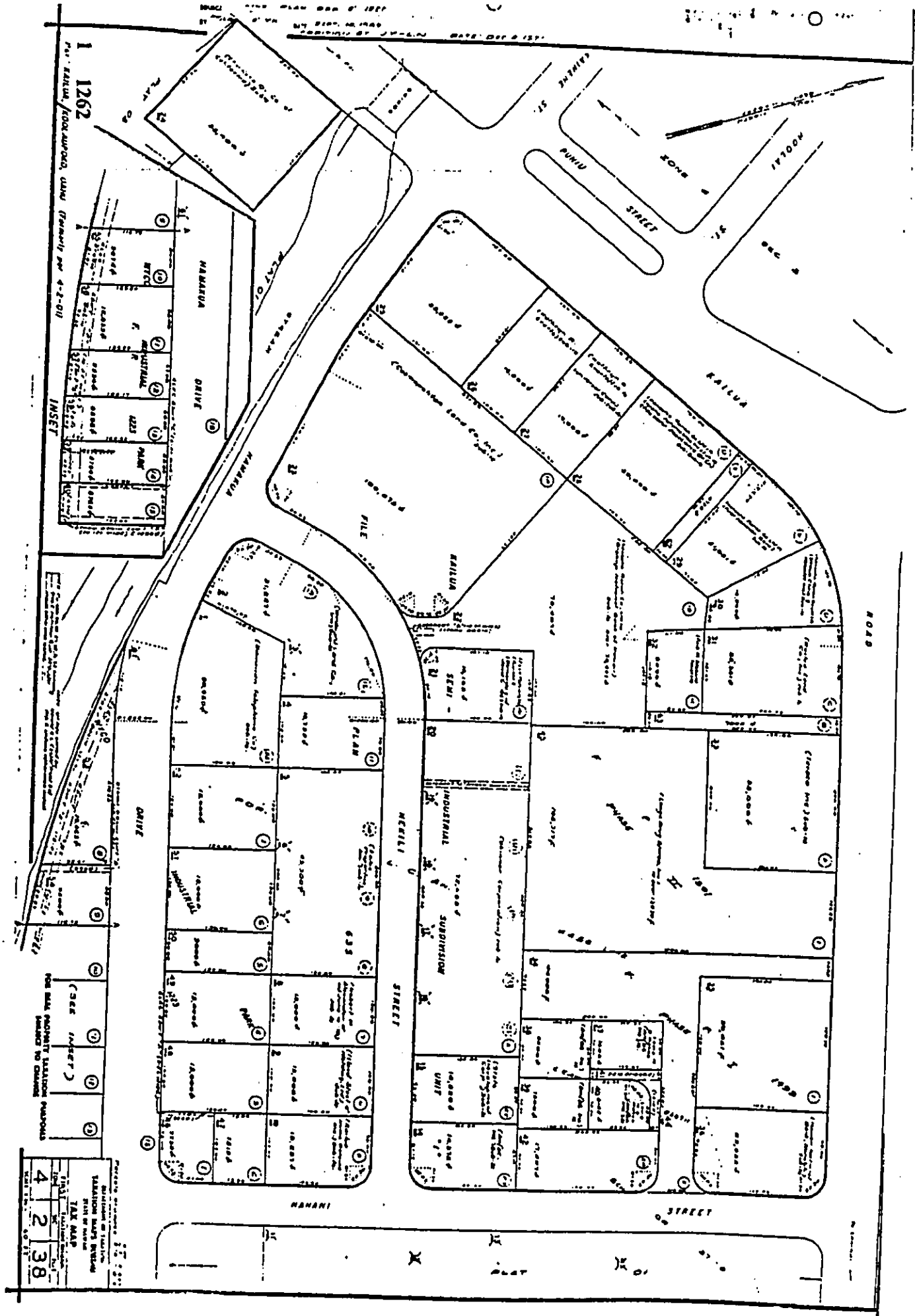


EXHIBIT 3

DEED FOR TMK: 4-2-38: 48

OFFICE OF THE
ASSISTANT REGISTRAR, LAND COURT
STATE OF HAWAII
(Bureau of Conveyances)

The original of this document was
recorded as follows:

DOCUMENT NO. 2282164
DATE 9/15/95 TIME 9:00

New CT 4168, 331

THE ORIGINAL OF THE DOCUMENT
RECORDED AS FOLLOWS
STATE OF HAWAII

BUREAU OF CONVEYANCES

DATE 9/15/95 TIME 9:00
DOCUMENT NO. 95-167638

LAND COURT SYSTEM

REGULAR SYSTEM

Return by Mail () Pickup () To:

MICHAEL ANDERSON QUINN & STEFEL
Attorneys, Honolulu
1050 Alahea Street
Honolulu, Hawaii 96813
547-5600 CONRAD M. WEISER

Tax Key No.	4-2-1-27	(Oahu)
" "	4-2-1-44	"
" "	4-2-1-53	"
" "	4-2-1-55	"
" "	4-2-3-17	"
" "	4-2-3-29	"
" "	4-2-33-50	"
" "	4-2-38-48	✓ "
" "	4-3-56-5	"
" "	4-4-23-1	"
" "	4-4-23-2	"

DEED

THIS INDENTURE, executed as of the 12th day of December, 1995 by JOHN CASTLE BALDWIN, also known as John C. Baldwin, JAMES CASTLE McINTOSH, also known as James C. McIntosh, and HAWAIIAN TRUST COMPANY, LIMITED, a Hawaii corporation, Grantees of the trust created by the Michael C. Baldwin Issue Land Trust Agreement, dated June 1, 1995, made by them (as "Grantees") and John C. Baldwin, James C. McIntosh and Hawaiian Trust Company, Limited, a Hawaii corporation, Trustees of the trust created by the unrecorded Trust Agreement Dated December 29, 1976, for the Issue of Michael C. Baldwin, made by them, as such "Trustees," and Alice Hedemann Castle, as "Settlor" (as "Grantors"), which was recorded in the Office of the Assistant Registrar of

the Land Court of Hawaii as Document No. 2242166 and in the Bureau of Conveyances of Hawaii as Document No. 95-076588 (the "Michael C. Baldwin Issue Land Trust"), whose address is c/o Kaneohe Ranch, 1199 Auloa Road, Kailua, Hawaii 96734-4606, herein called the "Transferors," and CASTLE FAMILY LIMITED PARTNERSHIP, a Hawaii limited partnership, the address of which is c/o Kaneohe Ranch, 1199 Auloa Road, Kailua, Hawaii 96734-4606, herein called the "Transferee,"

W I T N E S S E T H:

That the Transferors, in consideration of One Dollar (\$1.00) and other valuable consideration paid to them by the Transferee, receipt of which is hereby acknowledged, do hereby grant, bargain, sell and convey to the Transferee, its successors and assigns, all of the Transferors' right, title and interest in and to the properties described in Exhibit A annexed hereto;


TO HAVE AND TO HOLD the same, together with the rents, issues and profits thereof, the improvements thereon and the tenements, rights, easements, privileges and appurtenances belonging or appertaining thereto or held and enjoyed therewith, unto the Transferee, its successors and assigns, forever.

AND, in consideration of the premises, the Transferors hereby covenant with the Transferee that the Transferors own the properties described in said Exhibit A in fee simple; that said properties are free and clear of all liens and encumbrances, except for the liens of real property taxes not yet by law required to be paid and except as specifically set forth in said Exhibit A; that the Transferors have good right to sell and convey said properties, as aforesaid; and that the Transferors will warrant and defend the same unto the Transferee, its successors and assigns, against the lawful claims and demands of all persons, except as aforesaid. Notwithstanding the foregoing, the liability of the Transferors under this paragraph and under this instrument shall be limited to the extent of the Transferors' recourse against their predecessors in interest and the Transferors' actual title insurance coverage, if any. The Transferors will have no other liability hereunder, and the Transferee will have no recourse against any assets of the Transferors other than the Transferors' rights against predecessors in interest and title insurance coverage. The Transferors hereby assign to the Transferee

all rights of the Transferors to recover from the Transferors' predecessors in interest under warranties and covenants of title.

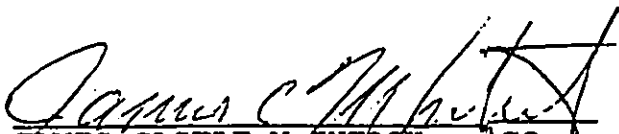
In accordance with section 560:7-306(a) of the Hawaii Revised Statutes (1993), as amended, John C. Baldwin, James C. McIntosh and Hawaiian Trust Company, Limited will have no personal liability under this instrument.

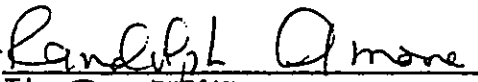
IN WITNESS WHEREOF, the Transferors and the Transferee have executed this instrument as of the date first above written.

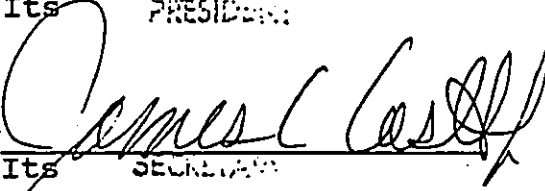

JOHN CASTLE BALDWIN, also known as John C. Baldwin, as a Grantee of the Michael C. Baldwin Issue Land Trust, and not individually

CASTLE FAMILY LIMITED PARTNERSHIP

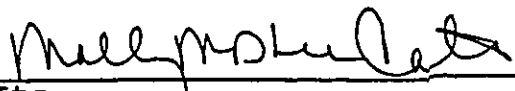
By CASTLE FAMILY CORPORATION, Its General Partner

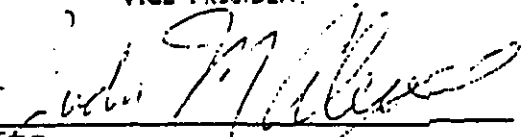

JAMES CASTLE MCINTOSH, also known as James C. McIntosh, as a Grantee of the Michael C. Baldwin Issue Land Trust, and not individually

By 
Its PRESIDENT

By 
Its SECRETARY
Transferee

HAWAIIAN TRUST COMPANY, LIMITED, as a Grantee of the Michael C. Baldwin Issue Land Trust, and not individually

By 
Its VICE PRESIDENT

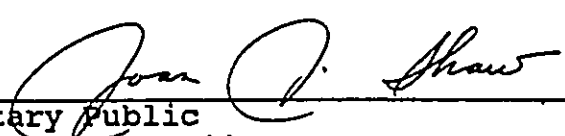
By 
Its

Transferors

STATE OF HAWAII)
)
CITY AND COUNTY OF HONOLULU) ss:

On this 12th day of December, 1995,

before me personally appeared JOHN CASTLE BALDWIN, also known as John C. Baldwin, one of the Grantees of the trust created by the Michael C. Baldwin Issue Land Trust Agreement, dated June 1, 1995, recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2242166 and in the Bureau of Conveyances of Hawaii as Document No. 95-076588, to me known to be one of the persons described in and who executed the foregoing Deed as such a Grantee, and acknowledged that he executed it as his free act and deed as such a Grantee.



Notary Public
State of Hawaii

My Commission expires JAN 15 1999

STATE OF HAWAII)
CITY AND COUNTY OF HONOLULU) SS.

On this 12th day of December, 1995, before me personally appeared JAMES CASTLE McINTOSH, also known as James C. McIntosh, one of the Grantees of the trust created by the Michael C. Baldwin Issue Land Trust Agreement, dated June 1, 1995, recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2242166 and in the Bureau of Conveyances of Hawaii as Document No. 95-076588, to me known to be one of the persons described in and who executed the foregoing Deed as such a Grantee, and acknowledged that he executed it as his free act and deed as such a Grantee.



Notary Public
State of Hawaii

My Commission expires JAN 15 1996

STATE OF HAWAII)
) SS.
CITY AND COUNTY OF HONOLULU)

On this ____ day of SEP 18 1995, 19____, before me
appeared MOLLY MOSHER-CATES and

JUDY M. ALEXANDER, to me personally known, who,
being by me duly sworn, did say that they are

VICE PRESIDENT and VICE PRESIDENT,

respectively, of HAWAIIAN TRUST COMPANY, LIMITED, a Hawaii
corporation, one of the Grantees of the trust created by
the Michael C. Baldwin Issue Land Trust Agreement, dated
June 1, 1995, recorded in the Office of the Assistant Reg-
istrar of the Land Court of Hawaii as Document No. 2242166
and in the Bureau of Conveyances of Hawaii as Document No.
95-076588, and that the foregoing Deed was signed in behalf
of said corporation, as such a Grantee, by authority of its
Board of Directors, and said officers acknowledged said
Deed to have been executed as the free act and deed of said
corporation as such a Grantee.

C.S.

Thence Z. Bricat
Notary Public State of Hawaii

My Commission expires SEP - 5 1998

STATE OF HAWAII)
) SS:
CITY AND COUNTY OF HONOLULU)

On this 12th day of December,
1995, before me appeared MANUEL M. MOORE and
JAMES W. MOORE, JR., to me personally known, who,
being by me duly sworn, did say that they are
PRESIDENT and SECRETARY,
respectively, of CASTLE FAMILY CORPORATION, a Hawaii corpo-
ration, and that the foregoing Deed was signed in behalf of
said corporation, as the general partner in Castle Family
Limited Partnership, a Hawaii limited partnership, by au-
thority of said corporation's Board of Directors, and said
officers acknowledged said instrument to have been executed
as the free act and deed of said corporation, as the gen-
eral partner in said limited partnership.

John P. Shaw
Notary Public, State of Hawaii
My Commission expires JAN 15 1999

EXHIBIT A

I.

An undivided 12.5% interest in (i) Lot 2-A-181-A-3-G, as shown on Map 80 filed in the Office of the Assistant Registrar of the Land Court of Hawaii with Land Court Application No. 677 (amended), (ii) Lot 2-A-181-F-2-A, as shown on Map 181 filed in said Office with Land Court Application No. 677 (amended), (iii) Lot 460, as shown on Map 118 filed in said Office with Land Court Application No. 677 (amended), and (iv) Lot 461-A-1, as shown on Map 212 filed in said Office with Land Court Application No. 677 (amended), being all of the land described in Certificate of Title No. 458,210.

Subject to the encumbrances mentioned in said Certificate of Title, to which reference is hereby made.

Together with all of the right, title and interest of the Transferors under any and all leases covering said lots or any part thereof or any space thereon.

II.

Those parcels of real property located on the Island of Oahu, State of Hawaii, which are referred to on maps maintained by the Department of Finance of the City and County of Honolulu for real property tax purposes as Tax Key Nos. 4-2-1-27, 4-2-1-44, 4-2-1-53 and 4-2-1-55 (as shown on Exhibit 1 annexed hereto), 4-2-3-17 and 4-2-3-29 (as shown on Exhibit 2 annexed hereto), 4-2-33-50 (as shown on Exhibit 3 annexed hereto) and 4-2-38-48 (as shown on Exhibit 4 annexed hereto).

Subject to all liens and encumbrances recorded in the Bureau of Conveyances of Hawaii which affect the aforementioned property.

Together with all of the right, title and interest of the Transferors under any and all leases covering said parcels or any part thereof or any space thereon.

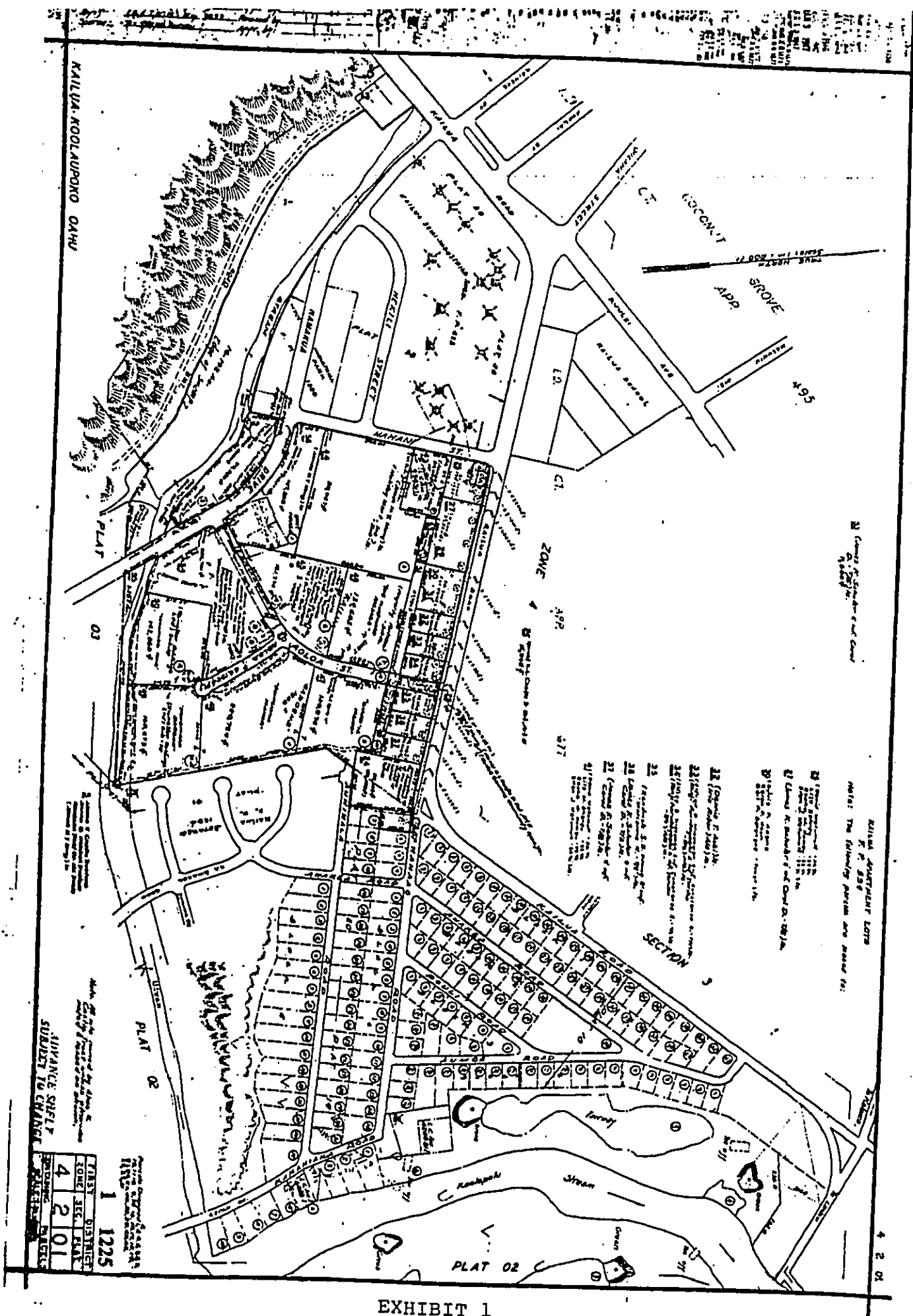


EXHIBIT 1

DOCUMENT CAPTURED AS RECEIVED

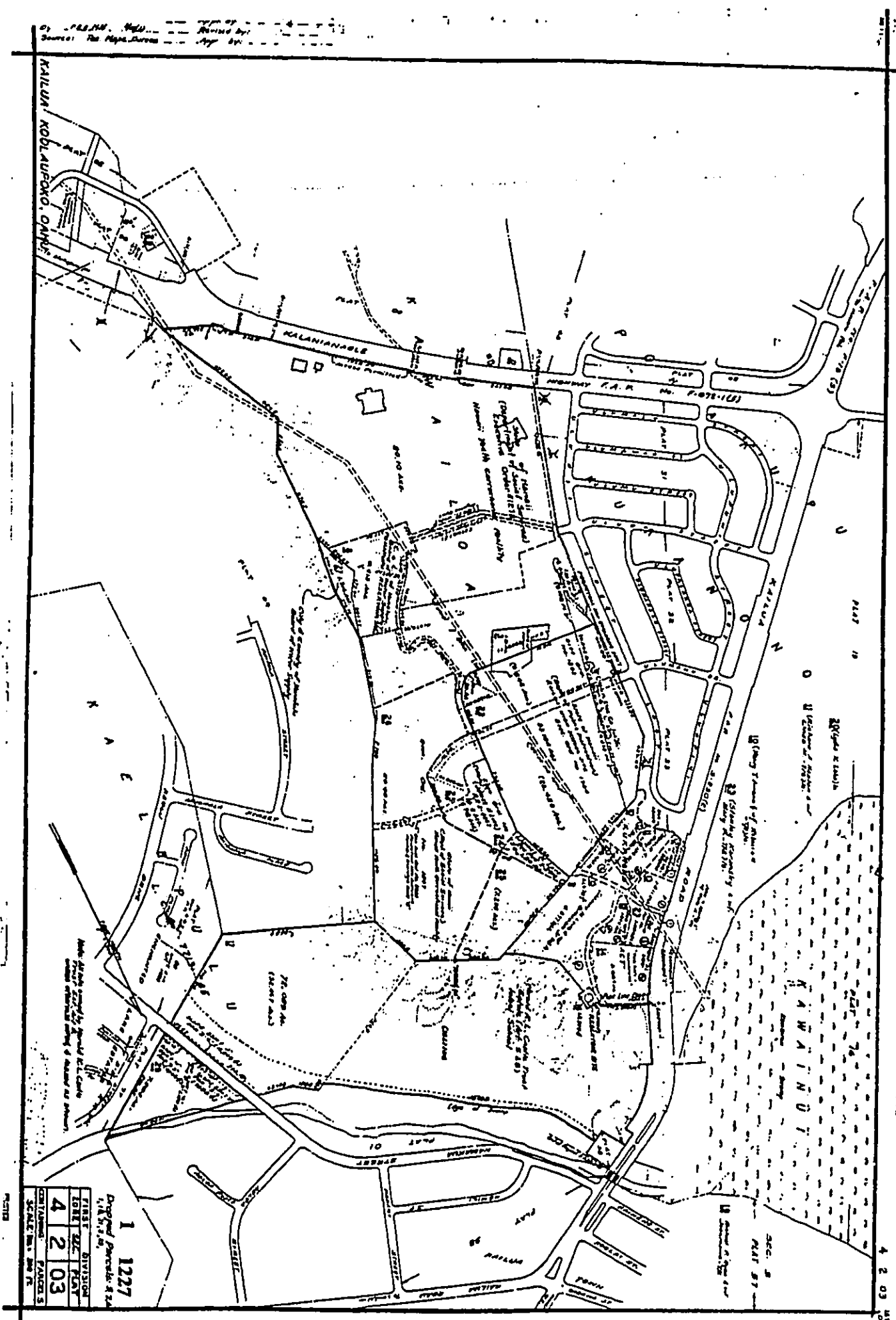
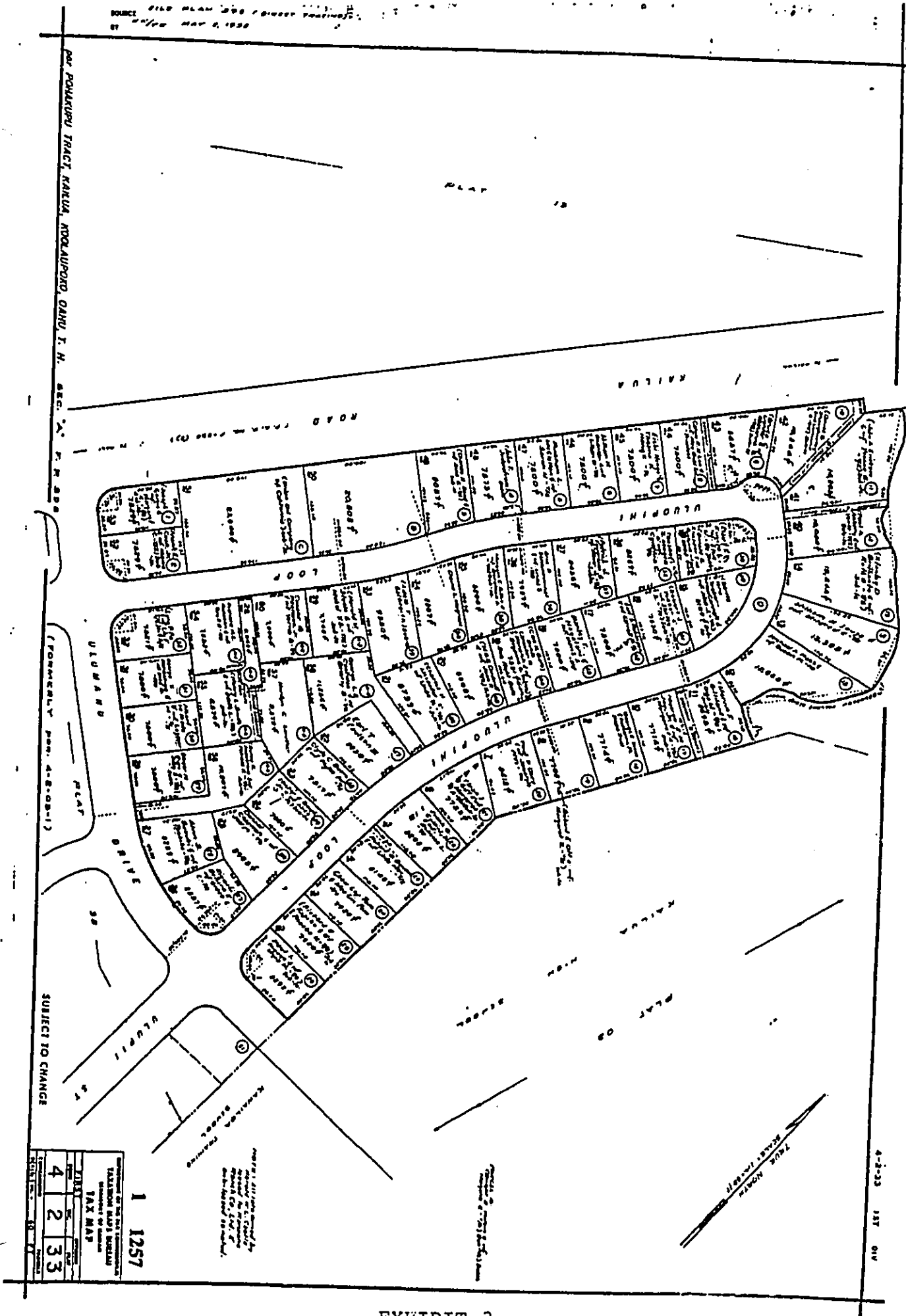


EXHIBIT 2



1 1257

4	2	33
TAX MAP		

EXHIBIT 3

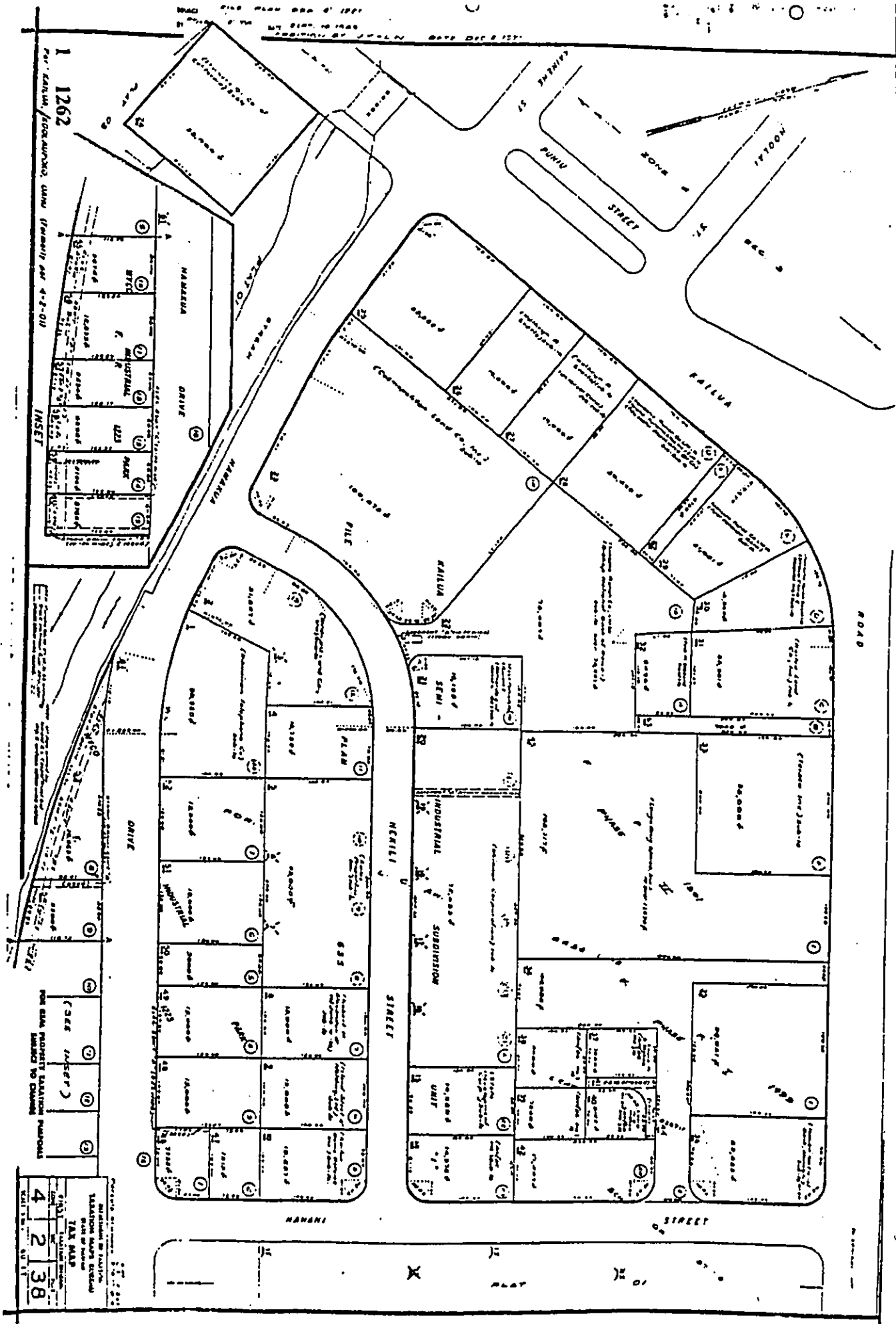


EXHIBIT 4

DEEDS FOR TMK: 4-2-38: 49, 57 AND 58

OFFICE OF THE
ASSISTANT REGISTRAR, LAND COURT
STATE OF HAWAII
(Bureau of Conveyances)

The original of this document was
recorded as follows:

DOCUMENT NO. 2282161
DATE 12/29/95 TIME 9:00

NEW CT 468.328

LAND COURT SYSTEM

Return by Mail () Pickup () To:

GOODSILL ANDERSON CUNN & STIFEL
Aili Place, Suite 1800
1099 Alahea Street
Honolulu, Hawaii 96813
547-5600 CONRAD M. WEISER

THE ORIGINAL OF THE DOCUMENT
RECORDED AS FOLLOWS
STATE OF HAWAII

BUREAU OF CONVEYANCES

12/29/95 TIME 9:00
DATE TIME
DOCUMENT NO. 95-169632

REGULAR SYSTEM

Tax Key No.	4-2-1-33	(Oahu)
" "	4-2-1-34	"
" "	4-2-1-44	"
" "	4-2-1-51	"
" "	4-2-1-55	"
" "	4-2-3-17	"
" "	4-2-3-29	"
" "	4-2-38-24	"
" "	4-2-38-49	✓ "
" "	4-2-38-57	✓ "
" "	4-2-38-58	✓ "
" "	4-3-56-4	"
" "	4-3-56-5	"
" "	4-4-23-1	"
" "	4-4-23-2	"

DEED

THIS INDENTURE, executed as of the 12th day of December, 1995 by JOHN CASTLE BALDWIN, also known as John C. Baldwin, JAMES CASTLE McINTOSH, also known as James C. McIntosh, and HAWAIIAN TRUST COMPANY, LIMITED, a Hawaii corporation, Grantees of the trust created by the John C. Baldwin Land Trust Agreement, dated June 1, 1995, made by them (as "Grantees") and John C. Baldwin, James C. McIntosh and Hawaiian Trust Company, Limited, a Hawaii corporation, Trustees of the trust created by the unrecorded Trust

Agreement Dated December 29, 1976, for John C. Baldwin, made by them, as such "Trustees," and Alice Hedemann Castle, as "Settlor" (as "Grantors"), which was recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2242162 and in the Bureau of Conveyances of Hawaii as Document No. 95-076584 (the "John C. Baldwin Land Trust"), whose address is c/o Kaneohe Ranch, 1199 Auloa Road, Kailua, Hawaii 96734-4606, herein called the "Transferors," and CASTLE FAMILY LIMITED PARTNERSHIP, a Hawaii limited partnership, the address of which is c/o Kaneohe Ranch, 1199 Auloa Road, Kailua, Hawaii 96734-4606, herein called the "Transferee,"

W I T N E S S E T H:

That the Transferors, in consideration of One Dollar (\$1.00) and other valuable consideration paid to them by the Transferee, receipt of which is hereby acknowledged, do hereby grant, bargain, sell and convey to the Transferee, its successors and assigns, all of the Transferors' right, title and interest in and to the properties described in Exhibit A annexed hereto;


TO HAVE AND TO HOLD the same, together with the rents, issues and profits thereof, the improvements thereon and the tenements, rights, easements, privileges and appurtenances belonging or appertaining thereto or held and enjoyed therewith, unto the Transferee, its successors and assigns, forever.

AND, in consideration of the premises, the Transferors hereby covenant with the Transferee that the Transferors own the properties described in said Exhibit A in fee simple; that said properties are free and clear of all liens and encumbrances, except for the liens of real property taxes not yet by law required to be paid and except as specifically set forth in said Exhibit A; that the Transferors have good right to sell and convey said properties, as aforesaid; and that the Transferors will warrant and defend the same unto the Transferee, its successors and assigns, against the lawful claims and demands of all persons, except as aforesaid. Notwithstanding the foregoing, the liability of the Transferors under this paragraph and under this instrument shall be limited to the extent of the Transferors' recourse against their predecessors in interest and the Transferors' actual title insurance coverage, if any. The Transferors will have no other liability hereunder, and the Transferee will have no recourse against any

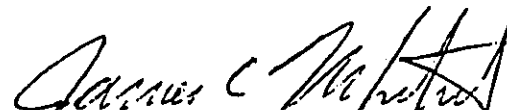
assets of the Transferors other than the Transferors' rights against predecessors in interest and title insurance coverage. The Transferors hereby assign to the Transferee all rights of the Transferors to recover from the Transferors' predecessors in interest under warranties and covenants of title.

In accordance with section 560:7-306(a) of the Hawaii Revised Statutes (1993), as amended, John C. Baldwin, James C. McIntosh and Hawaiian Trust Company, Limited will have no personal liability under this instrument.

IN WITNESS WHEREOF, the Transferors and the Transferee have executed this instrument as of the date first above written.

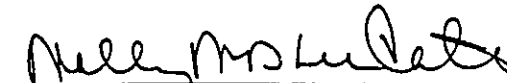


JOHN CASTLE BALDWIN, also known as John C. Baldwin, as a Grantee of the John C. Baldwin Land Trust, and not individually

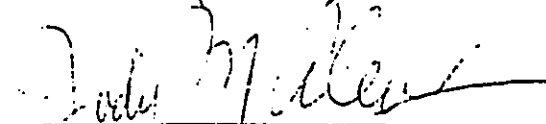


JAMES CASTLE MCINTOSH, also known as James C. McIntosh, as a Grantee of the John C. Baldwin Land Trust, and not individually

HAWAIIAN TRUST COMPANY, LIMITED, as a Grantee of the John C. Baldwin Land Trust, and not individually

By 

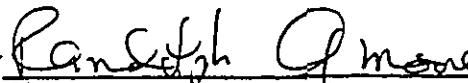
Its VICE PRESIDENT

By 

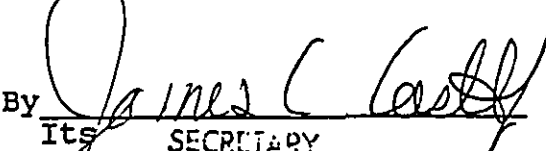
Its TRANSFERORS

CASTLE FAMILY LIMITED PARTNERSHIP

By CASTLE FAMILY CORPORATION, Its General Partner

By 

Its PRESIDENT

By 


Its SECRETARY

Transferee

STATE OF HAWAII)
) SS:
CITY AND COUNTY OF HONOLULU)

On this 12th day of December, 1995,

before me personally appeared JOHN CASTLE BALDWIN, also known as John C. Baldwin, one of the Grantees of the trust created by the John C. Baldwin Land Trust Agreement, dated June 1, 1995, recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2242162 and in the Bureau of Conveyances of Hawaii as Document No. 95-076584, to me known to be one of the persons described in and who executed the foregoing Deed as such a Grantee, and acknowledged that he executed it as his free act and deed as such a Grantee.




Notary Public
State of Hawaii

My Commission expires JAN 15 1999

STATE OF HAWAII)
) SS.
CITY AND COUNTY OF HONOLULU)

On this 12th day of December, 1995, before me personally appeared JAMES CASTLE McINTOSH, also known as James C. McIntosh, one of the Grantees of the trust created by the John C. Baldwin Land Trust Agreement, dated June 1, 1995, recorded in the Office of the Assistant Registrar of the Land Court of Hawaii as Document No. 2242162 and in the Bureau of Conveyances of Hawaii as Document No. 95-076584, to me known to be one of the persons described in and who executed the foregoing Deed as such a Grantee, and acknowledged that he executed it as his free act and deed as such a Grantee.



Notary Public
State of Hawaii

My Commission expires JAN 15 1999

STATE OF HAWAII)
) SS.
CITY AND COUNTY OF HONOLULU)

On this _____ day of DEC 18 1995, 19____, before me
appeared MOLLY MOSHER-CATES and

JUDY M ALEXANDER, to me personally known, who,
being by me duly sworn, did say that they are
VICE PRESIDENT and VICE PRESIDENT,

respectively, of HAWAIIAN TRUST COMPANY, LIMITED, a Hawaii
corporation, one of the Grantees of the trust created by
the John C. Baldwin Land Trust Agreement, dated June 1,
1995, recorded in the Office of the Assistant Registrar of
the Land Court of Hawaii as Document No. 2242162 and in the
Bureau of Conveyances of Hawaii as Document No. 95-076584,
and that the foregoing Deed was signed in behalf of said
corporation, as such a Grantee, by authority of its Board
of Directors, and said officers acknowledged said Deed to
have been executed as the free act and deed of said
corporation as such a Grantee.

C.S.

Thence Z. Brando
Notary Public, State of Hawaii
My Commission expires SEP - 5 1996

STATE OF HAWAII)
) ss:
CITY AND COUNTY OF HONOLULU)

On this 12th day of December,
1995, before me appeared RANDOLPH G. MOORE and
JAMES C. CASTLE, JR., to me personally known, who,
being by me duly sworn, did say that they are
PRESIDENT and SECRETARY,
respectively, of CASTLE FAMILY CORPORATION, a Hawaii corpo-
ration, and that the foregoing Deed was signed in behalf of
said corporation, as the general partner in Castle Family
Limited Partnership, a Hawaii limited partnership, by au-
thority of said corporation's Board of Directors, and said
officers acknowledged said instrument to have been executed
as the free act and deed of said corporation, as the gen-
eral partner in said limited partnership.

John P. Shaw
Notary Public, State of Hawaii
My Commission expires JAN 13 1999

EXHIBIT A

I.

An undivided 25% interest in (i) Lot 2-A-181-A-3-G, as shown on Map 80 filed in the Office of the Assistant Registrar of the Land Court of Hawaii with Land Court Application No. 677 (amended), (ii) Lot 2-A-181-F-2-A, as shown on Map 181 filed in said Office with Land Court Application No. 677 (amended), (iii) Lot 460, as shown on Map 118 filed in said Office with Land Court Application No. 677 (amended), and (iv) Lot 461-A-1, as shown on Map 212 filed in said Office with Land Court Application No. 677 (amended), being all of the land described in Certificate of Title No. 458,210.

Subject to the encumbrances mentioned in said Certificate of Title, to which reference is hereby made.

Together with all of the right, title and interest of the Transferors under any and all leases covering said lots or any part thereof or any space thereon.

II.

Lot 2-A-181-F-1-A, as shown on Map 181 filed in the Office of the Assistant Registrar of the Land Court of Hawaii with Land Court Application No. 677 (amended), being all of the land described in Certificate of Title No. 458,206.

Subject to the encumbrances mentioned in said Certificate of Title, to which reference is hereby made.

Together with all of the right, title and interest of the Transferors under any and all leases covering said lot or any part thereof or any space thereon.

III.

Those parcels of real property located on the Island of Oahu, State of Hawaii, which are referred to on maps maintained by the Department of Finance of the City and County of Honolulu for real property tax purposes as Tax Key Nos. 4-2-1-33, 4-2-1-34, 4-2-1-44, 4-2-1-51 and 4-2-1-55 (as shown on Exhibit 1 annexed hereto), 4-2-3-17 and 4-2-3-29 (as shown on Exhibit 2 annexed hereto) and

4-2-38-24, 4-2-38-49, 4-2-38-57 and 4-2-38-58 (as shown on Exhibit 3 annexed hereto).

Subject to all liens and encumbrances recorded in the Bureau of Conveyances of Hawaii which affect the aforementioned property.

Together with all of the right, title and interest of the Transferors under any and all leases covering said parcels or any part thereof or any space thereon.

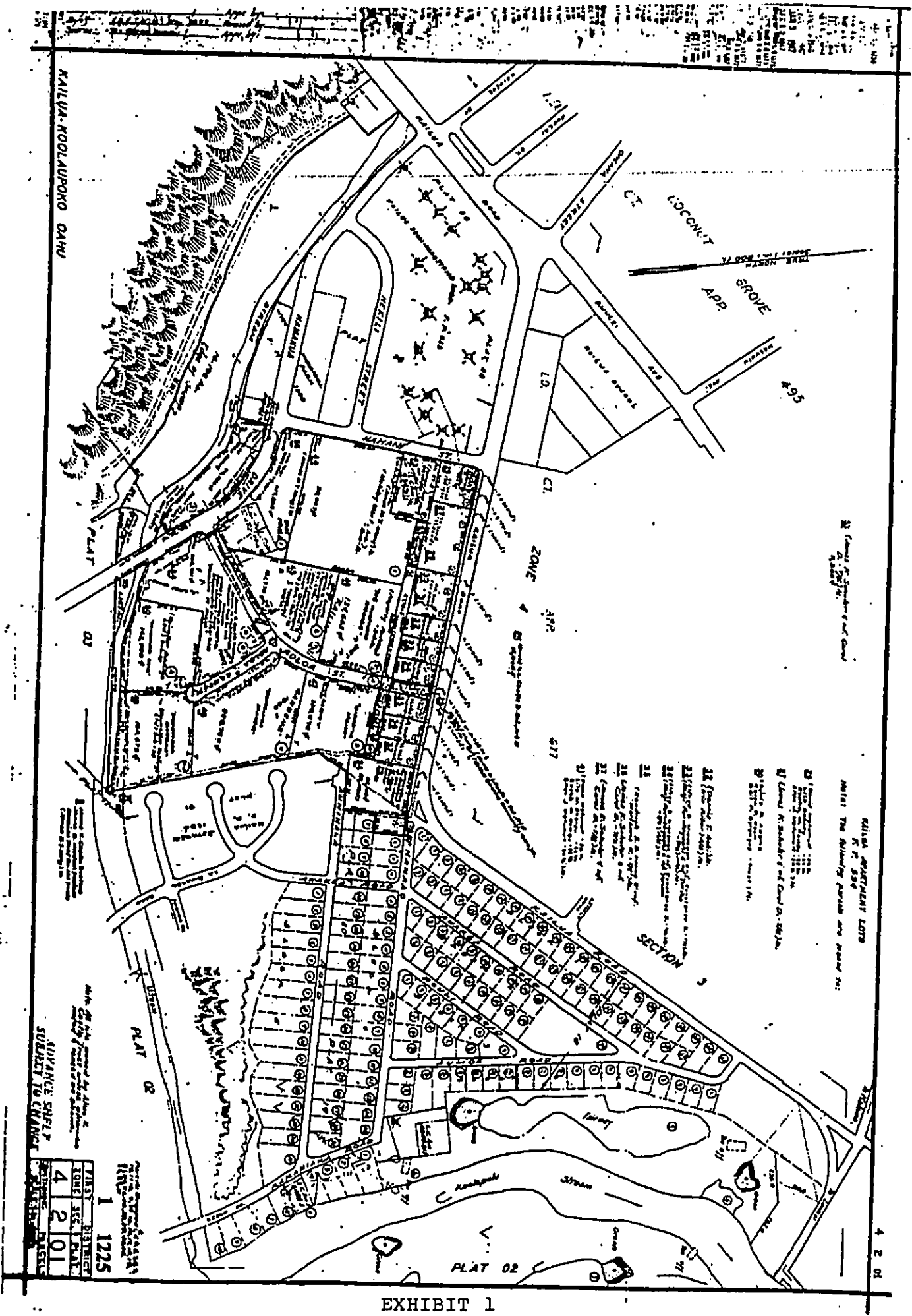


EXHIBIT 1

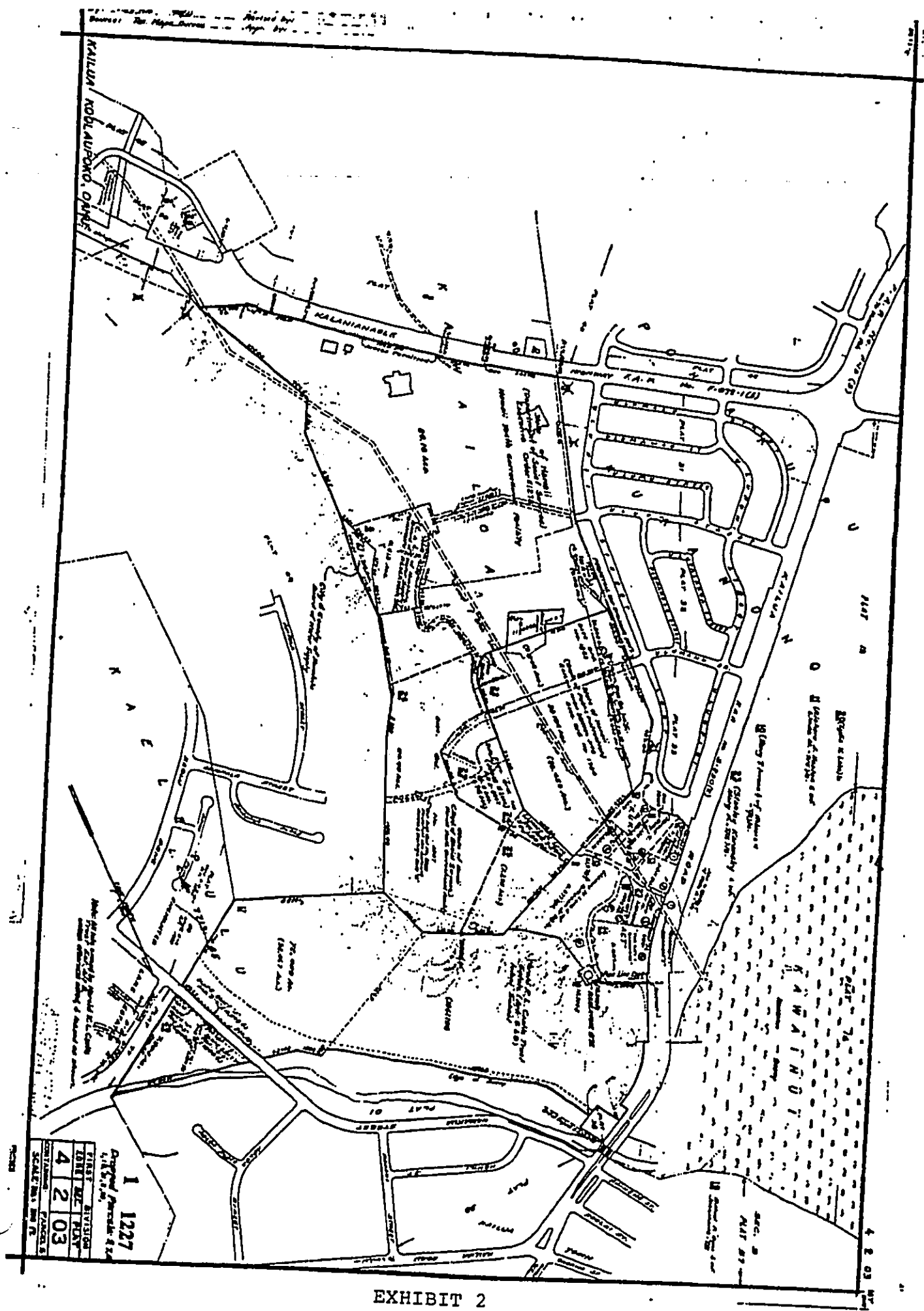


EXHIBIT 2

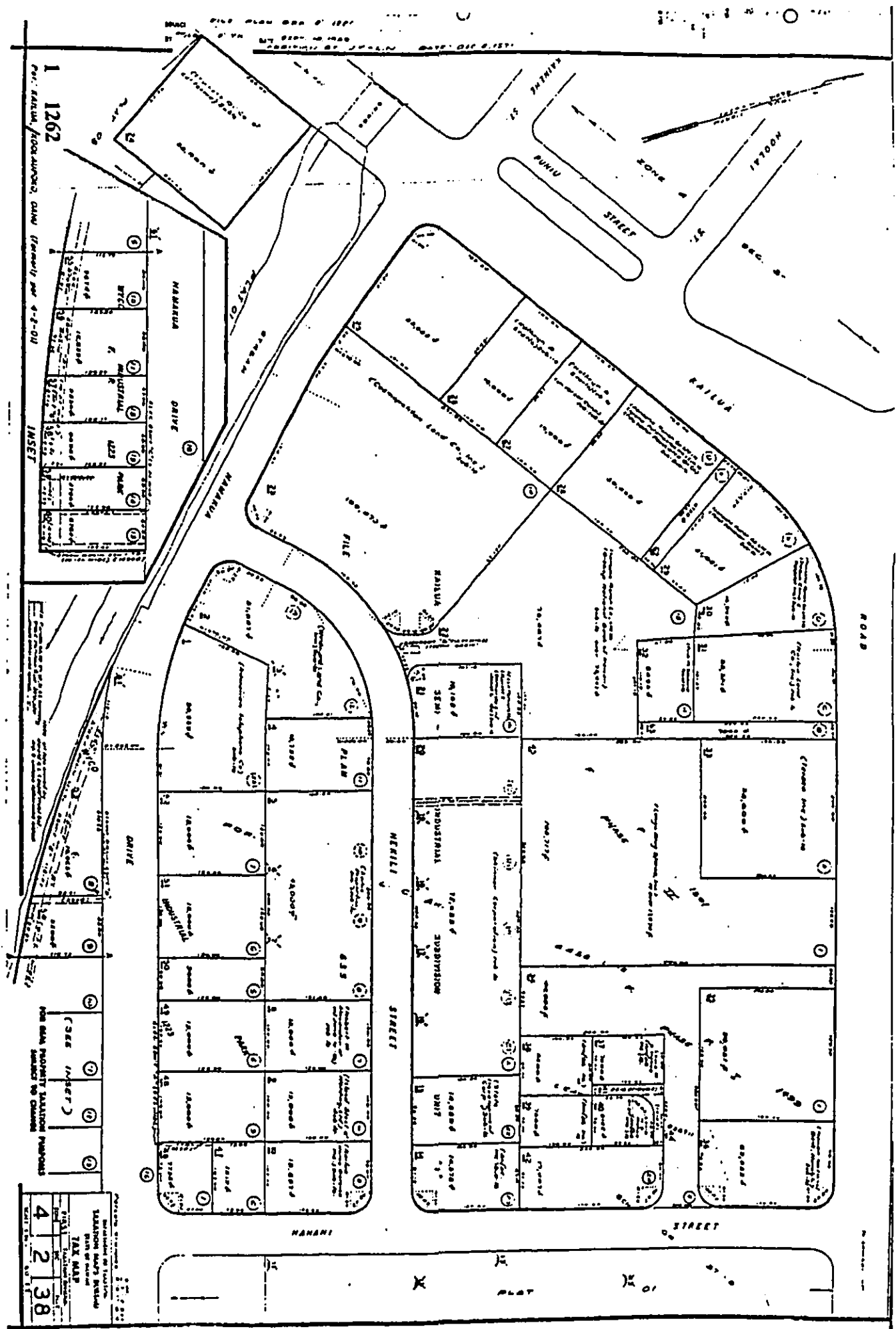


EXHIBIT 3

DEED FOR TMK: 4-2-38: 59

RECORDATION REQUESTED BY:

Certified to be a true and correct copy
DEC 30 1987

Librarian *J. K. ...* 188
Assistant Librarian
document No. _____

AFTER RECORDATION, RETURN TO:
cc-00049
DING & MELONE ESCROW, L.P.

J. Karsaki

RETURN BY: MAIL () PICKUP ()

QUITCLAIM DEED

THIS DEED, made this 10th day of December, 19 87, by CREATIVE CONSULTANTS, INC., a Hawaii corporation, of Honolulu, Hawaii, hereinafter called the "Grantor", in favor of RANDEL WILLIAM PARK and EVERETTA FAITH PARK, husband and wife, whose residence and post office address is 417-A Keaniani Street, Kailua, Hawaii 96734,

hereinafter called the "Grantee", --

W I T N E S S E T H T H A T :

The Grantor, in consideration of the sum of TEN DOLLARS (\$10.00) and other valuable consideration paid by the Grantee, the receipt of which is hereby acknowledged by the Grantor, does hereby remise, release and forever quitclaim unto the Grantee, in fee simple, all of the property more particularly described in Exhibit "A" attached hereto and made a part hereof;

And the reversions, remainders, rents, issues and profits thereof and all of the estate, right, title and interest of the Grantor, both at law and in equity, therein and thereto;

TO HAVE AND TO HOLD the same, together with all buildings, improvements, rights, easements, privileges and appurtenances thereon and thereunto belonging or appertaining or held and enjoyed therewith, unto the Grantee according to the tenancy hereinafter set forth, forever.

This conveyance is expressly declared to be in favor of the Grantee, as tenants by the entirety, their assigns, and the survivor of the Grantee and his or her heirs, devisees, personal representatives and assigns.

IN WITNESS WHEREOF, the Grantor has executed these presents on the day and year first above written.

CREATIVE CONSULTANTS, INC.

By Clifford S. Stein
Its Pres.


By _____
Its _____

STATE OF HAWAII
CITY AND COUNTY OF HONOLULU } SS.

On this 10th day of December, 1987, before
me appeared Clifford P.S. Shin

_____, to me personally known,
who, being by me duly sworn, did say that he
the President
of CREATIVE CONSULTANTS, INC., a Hawaii corporation

_____, that the seal affixed to the
foregoing instrument is the corporate seal of said corporation,
that said instrument was signed and sealed in behalf of said
corporation by authority of its Board of Directors and that
said officers acknowledged said instrument to be the free
act and deed of said corporation.



Notary Public, State of Hawaii

My commission expires: 11-17-91

EXHIBIT "A"

ALL of that certain parcel of land situate at Kailua, District of Koolaupoko, City and County of Honolulu, State of Hawaii, shown on the map of WYCO INDUSTRIAL PARK, filed in the Bureau of Conveyances of the State of Hawaii and described as follows:

LOT 14, File Plan 1223, Area 8,760 square feet.

TOGETHER WITH all of the right, title and interest of Grantor, as Lessor, under, but SUBJECT TO the terms and conditions of, that certain Sublease dated May 22, 1972, recorded in said Bureau in Liber 8323, at Page 25, as the same may have been amended.

SUBJECT, HOWEVER, to the following additional encumbrances:

1. Reservation in favor of the State of Hawaii of all mineral and metallic mines.
2. Easement E (15 feet wide) for storm drain purposes situate along the Southerly boundary of Lot 14, as shown on File Plan 1223.
3. Grant of Easement dated May 18, 1972, in favor of the City and County of Honolulu, recorded in said Bureau in Liber 9213, at Page 359.
4. Lease dated April 27, 1972, by and between James C. Castle, et al., as Lessor, and Lakeview Realty, Inc., as Lessee, recorded in said Bureau in Liber 8322, at Page 244.

Exhibit "A"

APPENDIX IV
TABLE OF FEE OWNERS

**HEKILI STREET
I-2 INTENSIVE INDUSTRIAL DISTRICT
TO B-2 COMMUNITY BUSINESS DISTRICT
FEE OWNER/PARCEL INFORMATION LIST**

TMK	ADDRESS	LAND AREA (SF)	FLOOR AREA (SF)	YEAR BUILT	FEE OWNER	LESSEE	TENANT	USE	I-2	B-2
4-2-38										
002	111 Hekili	31,287	11,458	1961	CFLP		Title Guaranty-101	Office	NC	C
							Mail Boxes Etc.-111A	Office	NC	C
							Kailua Animal Clinic-103/104	Veterinarian	C	C
							Randy Nishii dba SF-105	Office	NC	C
							Picket Fence-106	Retail	NC	C
							Domino's Pizza-107	Eating Est.	C	C
							Dr. Dean-108	Office	NC	C
							Carvill & Co.-109	Office	NC	C
004	115 Hekili	15,732		1960	Castle Foundation	Schuman Automotive	NAPA Auto Parts	Retail (auto parts)	C	C
005	131 Hekili	45,000	24,984	1961	Castle Foundation		Buona Sera-101	Eating Est.	C	C
							Boots & Kimos- 102	Eating Est.	C	C

TMK 4-2-38	ADDRESS	LAND AREA (SF)	FLOOR AREA (SF)	YEAR BUILT	FEE OWNER	LESSEE	TENANT	USE	I-2	B-2
							Ciscos Cantina-103	Eating Est.	C	C
							Princess Chop Suey-106	Eating Est.	C	C
							I & I Sports-107	Retail	NC	C
							Cher's Too-108	Drinking Est.	C	C
							Kailua Arts-111	Art Gallery	NC	C
							Vacant-112			
							Paula Stockman/ Tom-103	Personal Services	NC	C
							Pacific Dynamics-201	Warehouse	C	NC
							Beachside Lighting-203	Light Manufacturing	C	NC
							Mouse Builders	Warehouse	C	NC
							Piero's Gelato, Inc.-207	Food Manufacturing	C	NC
							Whitty Construction-208	Warehouse	C	NC
							Partners in Design-209	Office	NC	C
							Bowman Electric-210	Warehouse	C	NC

TMK 4-2-38	ADDRESS	LAND AREA (SF)	FLOOR AREA (SF)	YEAR BUILT	FEE OWNER	LESSEE	TENANT	USE	I-2	B-2
							A-1 Budget Plumbing-213	Warehouse	C	NC
							Hibiscus Kitchens-214	Light Manufacturing	C	NC
008	145 Hekili	15,000		1965	Castle Foundation	Daniel McKenna Trust		Car Detailing and Parking	C	C
009	145 Hekili	15,000	13,433	1960	Castle Foundation		Stewart Engineering-100	Laboratory/ Acc. Office	C	C
							Vacant-101			
							Vacant-102			
							Gavin Woodworking-104	Light Manufacturing	C	NC
							Vacant-105			
							Kailua Music-200	Music School	NC	C
010	151 Hekili	15,257	4,096	1960	Castle Foundation		Twice Upon A Time-101	Retail	NC	C
							Imagine That-102	Personal Service (beauty salon)	NC	C

TMK	ADDRESS	LAND AREA (SF)	FLOOR AREA (SF)	YEAR BUILT	FEE OWNER	LESSEE	TENANT	USE	I-2	B-2
4-2-38										
							Vacant-103			
							Diane's Boston Seafood-104	Eating Est.	C	C
							Vacant-105			
		137,276 (3.15 acres)					Kevin Braekenvelt	Minor Repair	C	NC
									13	10
									NC	NC

CFLP = Castle Foundation Limited Partnership

C = Conforms to zoning

NC = Does not conform to zoning

Zone Change Area (with roadways added in) = approximately 5 acres

**HAMAKUA DRIVE
I-2 INTENSIVE INDUSTRIAL DISTRICT
TO IMX-1 INDUSTRIAL-COMMERCIAL MIXED USE DISTRICT
FEE OWNER/PARCEL INFORMATION LIST**

TMK 4-2-38	ADDRESS	LAND AREA (SF)	FLOOR AREA (SF)	YEAR BUILT	FEE OWNER	LESSEE	TENANT	USE	I-2	IMX-1
046	174 Hamakua	7,738	3,610	1975	CFLP	George Rodrigues, Jr.	Midas Auto Service	Minor Repair	C	C
047	380 Hahani	7,519		1980	CFLP	Correa Est.	Midas (sub-sub tenant)	Parking	C	C
048	170 Hamakua	15,000		1987	CFLP	Kanoa Est.	Bob's Sports Bar	Drinking Est.	C	C
049	Hamakua	15,000	14,770	1972	CFLP	Daniel McKenna Trust		Car Detailing and Parking	C	C
050	160 Hamakua	9,000		1972	CFLP		Wong's Auto Body	Major Repair	C	NC
051	156 Hamakua	18,000		1972	CFLP	Hawaii Mason Pension Trust	Kamaaina Kids	Office	NC	C
							Pacific Island Medical	Warehouse	C	C
							Kailua Electric	Warehouse	C	C
							Vacant			

TMK 4-2-38	ADDRESS	LAND AREA (SF)	FLOOR AREA (SF)	YEAR BUILT	FEE OWNER	LESSEE	TENANT	USE	I-2	IMX-1
052	150 Hamakua	18,000	14,560	1977	CFLP	The Hamakua Partnership	Kailua Storage and Shipping	Self-Storage Facility	C	C
001	Hamakua	30,660		1959	CFLP	Verizon		Base Yard	C	C
053	155 Hamakua	16,465		1976	Kalama Land Co.		Creekside	Drinking Est.	C	C
							Times Coffee Shop	Eating Est.	C	C
054	155 Hamakua	9,500		1976	Kalama Land Co.		Earl's Interiors	Upholstery	C	C
							Nash Hawaii	Retail	NC	C
							Kailua Physical Therapy	Office Medical	NC	C
							Regal Service	Minor Repair	C	C
							Naille's Custom Upholstery	Minor Repair	C	C
056	167 Hamakua	12,835		1973	CFLP	Kevin & Airan Lung	MD Glass Tinting	Minor Repair	C	C
							Car Tunes	Retail - auto stereo	C	C
							My Furry Friends	Personal Services	NC	C
							Moma	Museum	NC	C

TMK	ADDRESS	LAND AREA (SF)	FLOOR AREA (SF)	YEAR BUILT	FEE OWNER	LESSEE	TENANT	USE	I-2	IMX-1
4-2-38							Windward Trophies	Retail	NC	C
							Cinematic Computer	Retail	NC	C
							Windward Community Church of God in Christ	Meeting Facility	C	C
							Windward Martial Arts Academy	Amusement and Recreation Facilities Indoor	C	C
							Da Moped Shop	Minor Repair	C	C
							Caretaker's Residence	Accessory	C	C
057 & 058	171 Hamakua	18,825		1974	A.H. Castle fbo McIntosh	Trustees for Mason Trust	Pit Stop Auto Repair	Minor Repair	C	C
							Mufflers by Exhaust Systems Hawaii	Minor Repair	C	C
							Hamakua Auto	Major Repair	C	NC
							WWW Auto Detailing Services	Minor Repair	C	C

TMK 4-2-38	ADDRESS	LAND AREA (SF)	FLOOR AREA (SF)	YEAR BUILT	FEE OWNER	LESSEE	TENANT	USE	I-2	IMX-1
059	175 Hamakua	8,760		1972	Randel W. Park Trust etal		Bill Parks Upholstery	Minor Repair	C	C
							Creative Projects	Light Manufacturing	C	C
							Doak Custom Oak	Light Manufacturing	C	C
060	177 Hamakua Drive	8,760		1981	Samir Allwer		Quality Auto Lub and Preventative Maintenance Car Audio Specialist	Auto Repair Retail and Installation	C	C
		187,302 (4.3 acres)							7 NC	2 NC

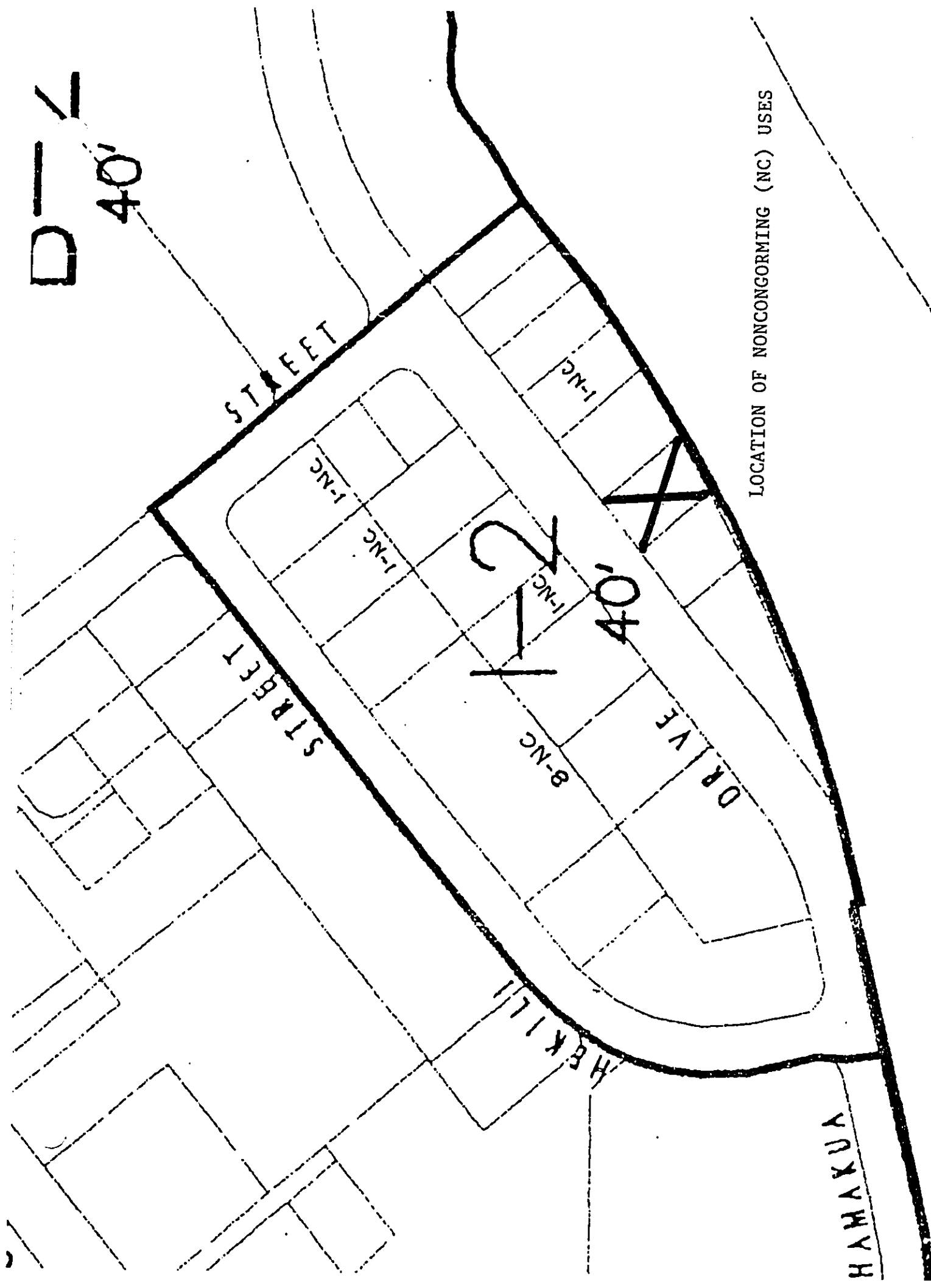
CFLP = Castle Foundation Limited Partnership

C = Conforms to zoning

NC = Does not conform to zoning

Zone Change Area (with roadways added in) = approximately 6 acres

DOCUMENT CAPTURED AS RECEIVED

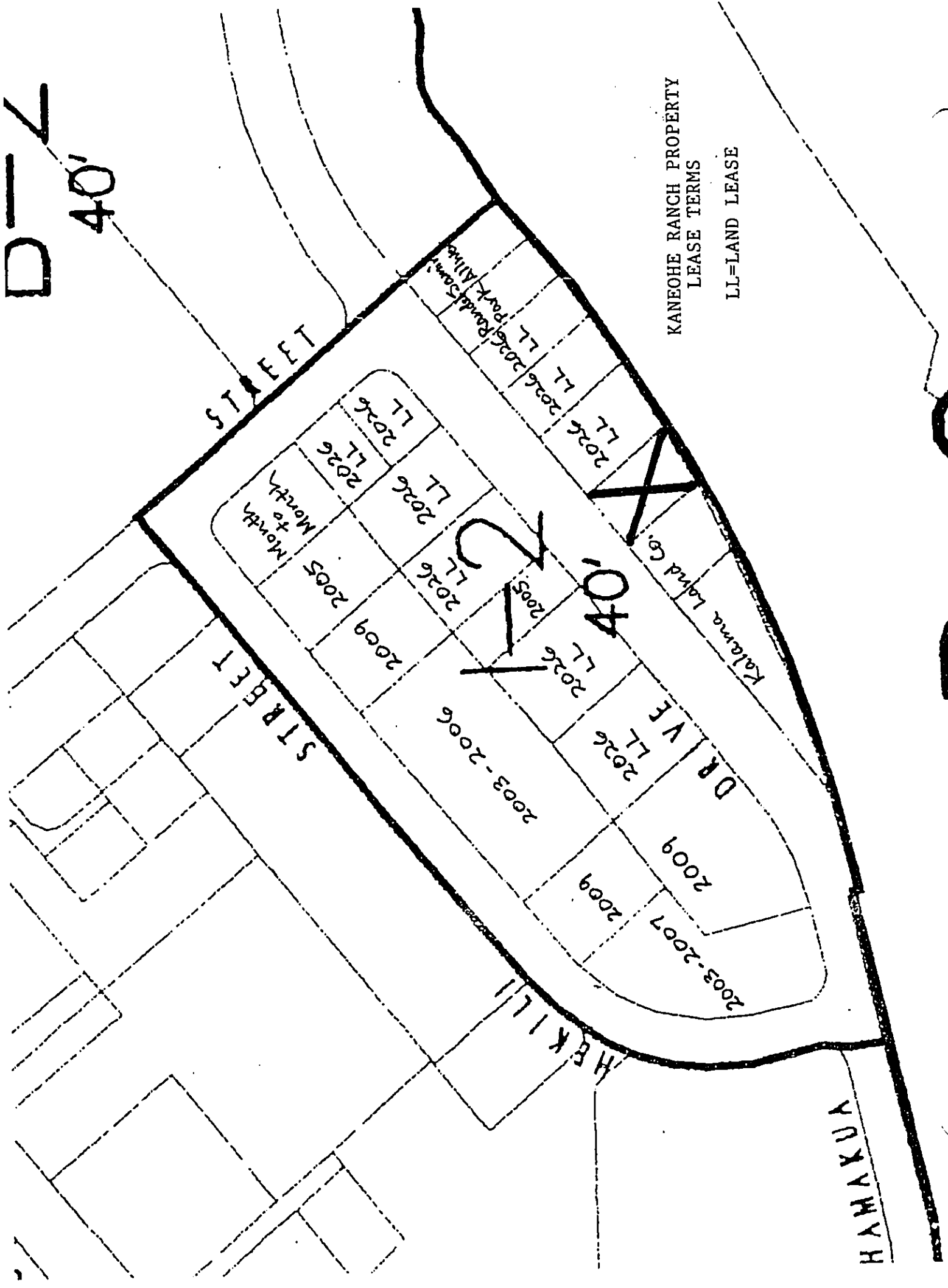


LOCATION OF NONCONFORMING (NC) USES



DOCUMENT CAPTURED AS RECEIVED

D-40'



KANEHE RANCH PROPERTY
LEASE TERMS
LL=LAND LEASE

HAMAKUA

HAKUKUA

STRBET

DRIVE

2003-2007

2009

2003-2006

2026 LL

2009

2026 LL

2005

2026 LL

2009

2026 LL

2005

2026 LL

2009

2026 LL

APPENDIX V
AVAILABLE SITE PLANS

BUILDING
FILE

DEPARTMENT OF PLANNING
BUILDING
CITY AND COUNTY OF HAWAII
A99-11-

ACCEPTANCE: _____
ZONING: _____
ELECTRICAL: _____
PLUMBING: _____
MECHANICAL: _____

PROJ. No. John P.
TRK. N-2-36-01

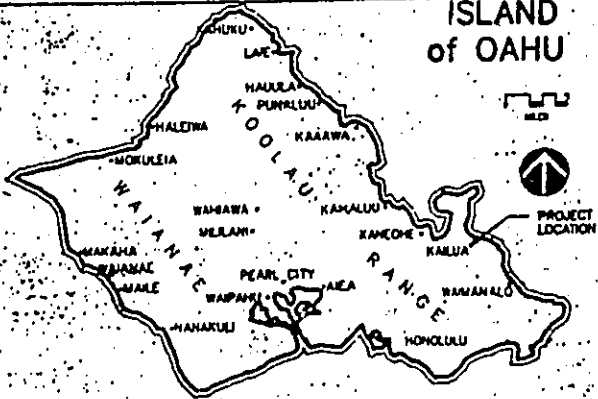
Renovation For Kailua Animal Clinic

I acknowledge that any and all corrections to the building file are on the job site copy of the plans.

Approved for owner
By: [Signature]
Board of Water Supply

**111 Hekili Street
Kailua, Hawaii 96734
T.M.K.: 4 - 2 - 38 : 2**

LOCATION MAP



SEE LOCATION MAP

CONSULTANTS

ARCHITECT

AKTA LTD./ARTHUR KIMBAL THOMPSON ARCHITECT, AA
48-180 HAHUKU STREET
KAWAHOE, HAWAII 96744
1188 BISHOP STREET, SUITE 1203
HONOLULU, HAWAII 96813
PHONE: (808) 238-1373 E-MAIL: akimbait@aol.com
FACSIMILE: (808) 234-8484

MECHANICAL ENGINEERS

MECHANICAL ENGINEERS OF HAWAII CORPORATION
48-180 HAHUKU STREET
KAWAHOE, HAWAII 96744
PHONE: (808) 238-1373 E-MAIL: mehcorp@aol.com
FACSIMILE: (808) 536-5457

ELECTRICAL ENGINEERS

BENNETT ENGINEERS INC.
1210 ALAHI STREET, SUITE 204
HONOLULU, HAWAII 96814
PHONE: (808) 591-8083 E-MAIL: be@ebha.net
FACSIMILE: (808) 591-9250

DRAWINGS

SHT. NO.	DATE	DESCRIPTION
1	1-1	TITLE, LOCATION MAP, CONSULTANTS, DIVISIONS
2	A-1	DEMOLITION PLAN, FLOOR PLAN, DEMOLITION SCHEDULE
3	B-2	CEILING DEMOLITION, & NEW CEILING PLAN
4	A-2	INTERIOR ELEVATIONS, WALL SECTIONS, & FINISHES
5	M-4	PLUMBING RENOVATION FLOOR PLAN, MECHANICAL
6	M-2	SANITARY AND WATER PIPING DIAGRAMS
7	M-3	MECHANICAL DEMOLITION AND RENOVATION FLOOR PLAN
8	E-1	DEMOLITION PLAN, LUMINAIRE SCHEDULE, & LIGHTING
9	E-2	LIGHTING, POWER, & OUTLET PLANS, BOILER ROOM

**BUILDING DIVISION
FILE COPY**

DEPARTMENT OF PLANNING AND PERMITTING
BUILDING DIVISION
CITY AND COUNTY OF HONOLULU
A99-11-0560 DATE 11/18/99

ACCEPTANCE: [Signature] 11/18/99
ZONING: [Signature] 11/18/99
ELECTRICAL: [Signature] 11/18/99
PLUMBING: [Signature] 11/18/99
BUILDING: [Signature] 11/18/99

PROJ. JOHN H. DODD, DIV. 1
TMK 4-2-38:02

ORDINANCE NO. 2412
WILL NOT BE ENFORCED
BY [Signature]
DATE 11/18/99
SITE DEVELOPMENT DIVISION

linic

I acknowledge that any and all approved changes, modifications, and corrections to the building file plans have been reflected on the job site copy of the plans.

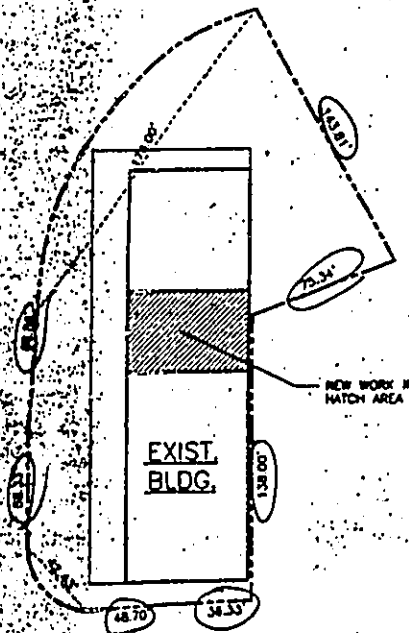
[Signature]
Signature of Architect/Engineer

Approved for water supply and sewerage
By: [Signature]
Date: 11/18/99
Board of Water Supply

GENERAL NOTES

- ZONING: RESIDENTIAL
- ALL WORK CONFORM TO THE FOLLOWING GOVERNING CODES AND COVENANTS:
 - C & C OF HONOLULU LAND USE ORDINANCES
 - C & C OF HONOLULU BUILDING CODE 1994 EDITION UPC AS AMENDED
 - C & C OF HONOLULU PLUMBING CODE 1984 EDITION UPC AS AMENDED
 - C & C OF HONOLULU ELECTRICAL CODE 1989 EDITION NEC AS AMENDED
- CONTRACTOR SHALL CAREFULLY STUDY ALL OF THE CONTRACT DOCUMENTS AND SHALL VERIFY ALL EXISTING SITE CONDITIONS WITH CONTRACTOR DOCUMENTS PRIOR TO PROCEEDING WITH ANY PORTION OF THE WORK AND TO NOTIFY THE ARCHITECTS OF ANY VARIANCES.
- CONTRACTOR TO VERIFY ALL DIMENSIONS IN FIELD.
- ANY CONDITIONS, MATERIALS, DEVICES OR DETAILS NOT SPECIFICALLY SHOWN ON THE DRAWINGS SHALL BE CLARIFIED WITH THE ARCHITECT BEFORE CONSTRUCTION INSTALLATION OR APPLICATION. GENERAL SUBCONTRACTORS SHALL COMPLY WITH ALL GOVERNING CODES, BUILDING REGULATIONS OF FEDERAL, STATE, CITY AND COUNTY, WHICHEVER GOVERNS THE CONSTRUCTION WORK.
- GENERAL SUBCONTRACTORS SHALL PROTECT ADJOINING LAND, BUILDING, AND OTHER IMPROVEMENTS SITUATED.
- GENERAL AND/OR SUBS SHALL PAY FOR ALL PERMITS AND FEES AND ARRANGE FOR INSPECTION BY AUTHORITIES. HE SHALL MAKE ARRANGEMENTS AND PAY FOR WORK TO BE DONE BY UTILITY COMPANIES PERTAINING TO THIS WORK.
- PROVIDE ALL GUTTING AND WATERPROOFING NECESSARY TO OBTAIN COMPLETE WEATHERPROOFING AND WEATHERTIGHT CONSTRUCTION.
- ALL MATERIAL CALLED OUT ON DRAWINGS ARE TO BE NEW UNLESS NOTED OTHERWISE OR "EXISTING".

PLOT PLAN



ZONING PLAN REVIEW
By: [Signature]
Date: 11/18/99
[Signature]

TMK 4-2-38:02

IF THIS SHEET IS NOT 34" x 46" IT IS A REDUCED PRINT. CHECK GRAPHIC SCALE.

AKTA Ltd./ARTHUR KIMBAL THOMPSON ARCHITECT, AIA

48-160 Mokuau Street
Kaneohe, Hawaii 96744
1108 Bishop Street, Suite 1303
Honolulu, Hawaii 96813
Telephone: (808) 238-1373
FAX: (808) 234-6484
E-Mail: akta@akta.com



THIS WORK WAS PREPARED BY ME OR UNDER MY CLOSE PERSONAL SUPERVISION AND I AM A LICENSED ARCHITECT IN THE STATE OF HAWAII. I AM NOT PROVIDING ARCHITECTURAL SERVICES TO ANY OTHER PARTY AT THE SAME TIME AND PLACE AS THIS PROJECT.

CONSULTANTS

REVISIONS

NUMBER	DATE

RENOVATION FOR
KAILUA ANIMAL CLINIC

111 HIKOLI STREET
KAILUA, HAWAII 96734
TALK: 4-2-38-2

TITLE
GENERAL NOTES
CONSULTANTS
LOCATION MAP
DRAWING INDEX

PROJECT NUMBER: 992.001

T-1

DRAWING NUMBER

DATE: 9 NOV. 1999 SHEET 1 OF 9

DRAWING INDEX

DESCRIPTION
TITLE, LOCATION MAP, CONSULTANTS, DRAWING INDEX, GENERAL NOTES, PLOT PLAN
DEMOLITION PLAN, FLOOR PLAN, DEMOLITION NOTES, WALL LEGEND
CEILING DEMOLITION, NEW CEILING PLAN, DEMOLITION NOTES, LIGHTING LEGEND
INTERIOR ELEVATIONS, WALL SECTIONS, DETAILS
PLUMBING RENOVATION FLOOR PLAN, MECHANICAL SPECIFICATIONS, NOTES, & LEGEND
SANITARY AND WATER PIPING DIAGRAMS
MECHANICAL DEMOLITION AND RENOVATION FLOOR PLANS
DEMOLITION PLAN, LUMBER SCHEDULE, ELECTRICAL SPEC, LEGEND, AND NOTES
LIGHTING, POWER, & OUTLET PLANS, ROOF RECEPTACLE DETAIL, PANEL SCHEDULES

DOCUMENT CAPTURED AS RECEIVED

OUTLINE SPECIFICATIONS

Permits
The Owner shall be responsible for all permit processing and payment of all fees.

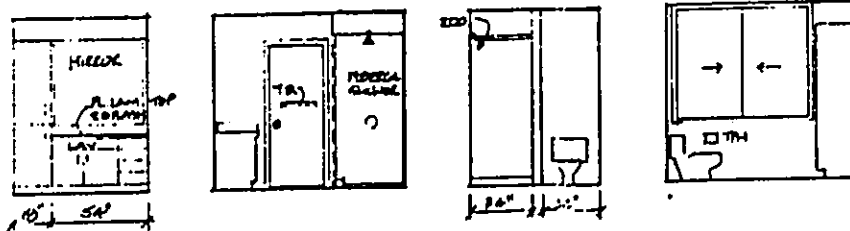
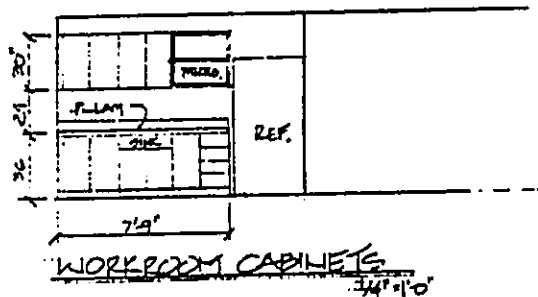
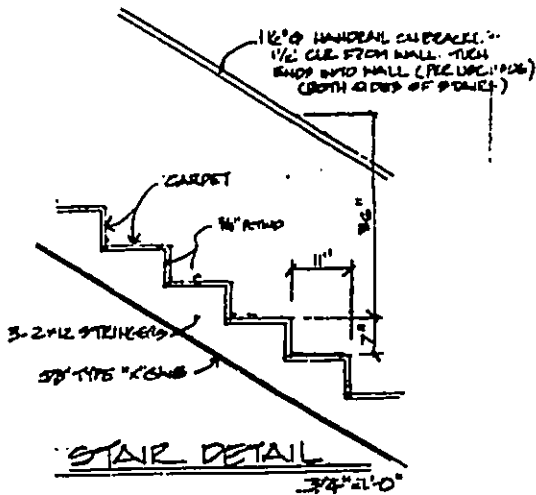
Allowance
Contractor shall include in his Bid material allowance for 1/8" purchase of Door hardware, carpet and ceramic tile for a total of \$3100. Installation shall be included as part of his work and not part of the allowance.

Concrete
All concrete footings and patches for cuts in existing slab to be 2500 psi. Treat soil below all concrete pours with approved chemicals for Termites.

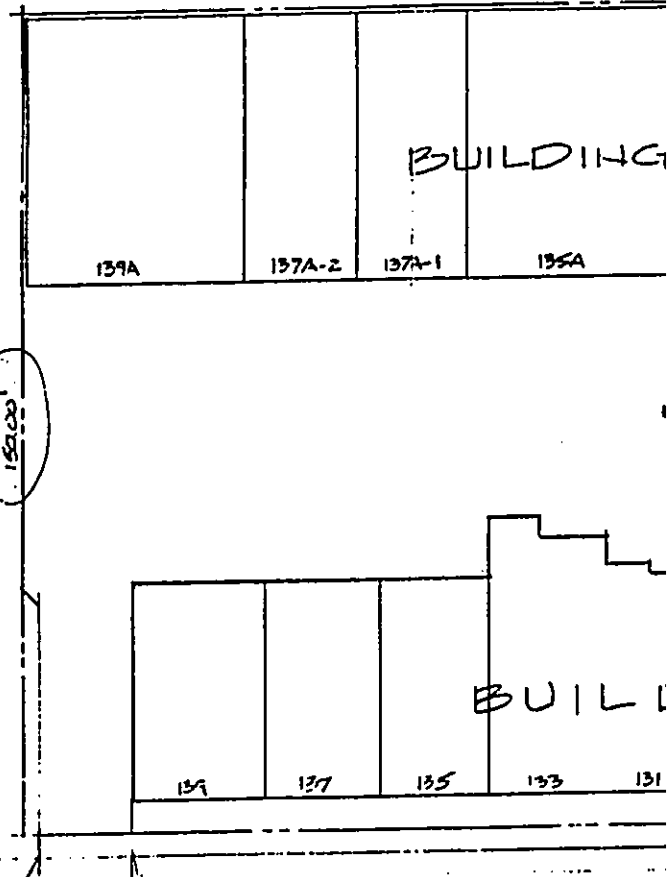
Metals
Siding - Match material and pattern to existing.
Fixed Louvers - 4" thick Aluminum units with mullions at 36" C/S Louver System High Performance Standard System available at JBL.

Wood
Framing Lumber - Treated Douglas Fir Larch
Plywood - Treated 3/4" TRG sub-flooring (Nuc and Nail to Joist)
Trim - Wall Cap at railing - 1 x 6 Oak with clear finish
Handrail - Oak with clear sealer
Door Casings - 2 1/2" paint grade
Base at Carpet - 2 1/2" paint grade

Doors
All interior doors to be Flush Birch panels hollow or solid core as noted on the drawings.
Painted with 2 coats semi-gloss latex enamel.
All handles to be ADA lever type with passage, privacy or keyed hardware (include a material allowance of \$300).
Pairs of Double entry doors to be Ebeson SCP 6 (40" x 80") with 15 x 20 clear acrylic windows and 48" high stainless steel base plates.



BATH ELEVATIONS



Existing Floor Area 30,070.60
New Floor Area 616.60
Total Floor Area 30,687.20

HE
PLOT
TMK 4-
ZONING
REQUIRED
SPACES
REQUIRED
LOADING SP

M.A. 1/15/96

DOCUMENT CAPTURED AS RECEIVED

PROJECT NO. 10115/96
 No. 127. PD color with building permit.
 P. [Signature] 10/15/96
 5-00 of [unclear]

ORDINANCE NO. 2412
 WILL NOT BE ENFORCED
 N/A
 BY: [Signature]
 DATE: 10/15/96
 DIVISION OF ENGINEERING

and payment of all fees
 1 1/2" purchase of Door hardware, shall be included as part of bid
 to be 2500 gal. Top soil below
 136" C/S Louver System High
 to [unclear]
 if core as noted on the drawings
 if keyed hardware (include a
 80") with 15 x 20 clear acrylic

Windows
 Nail-on white Aluminum Frame sliders with clear glass
 Ceiling
 24 x 48 lay-in grid with Armstrong "Cortega" tiles. Support from above
 Drywall Board, Walls and Ceiling
 All gypsum board to be 5/8" Type "x" finished smooth for painting. Apply PVA primer/sealer and 2 coats eggshell latex enamel
 Cabinets
 Cabinets shall be prefabricated units with white laminate finish. Doors and drawers to be flush panels on hidden adjustable hinges with 4" wire pulls
 Countertops
 Post formed plastic laminate with radius edge. Color to be selected
 Flooring
 Sealed Concrete - Apply Threshold in areas indicated
 Carpet - Commercial grade over padding (include material allowance of \$1800)
 Ceramic Tile - (Include a material allowance of \$1800)
 Floor floor in Production Rooms to create slope to trench drain
 Install tile in Bathrooms over layer of 1/2" cement board

BUILDING DEPARTMENT
 FILE COPY

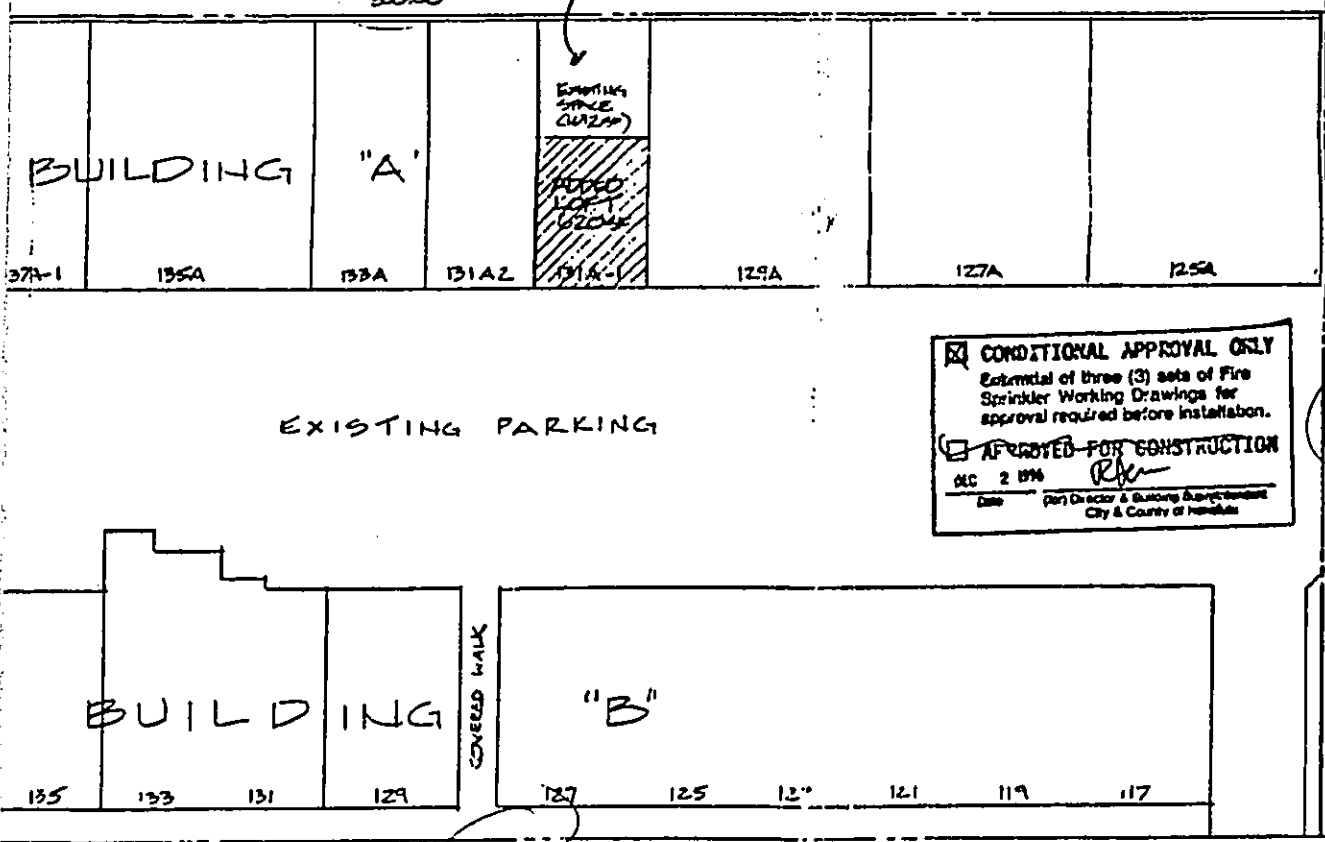
SMA
 BUILDING DEPARTMENT
 CITY & COUNTY OF HONOLULU

	DATE
ACCEPTANCE - [Signature]	10/15/96 (E)
ZONING - [Signature]	11/20/96
ELN - [Signature]	11/20/96
PLN - [Signature]	11/20/96
BUILDING - [Signature]	11/20/96

PROJECT: SHAWERS OF HAWAII
 TRK 4-2-38:05 PERMIT 397128

ADA NOTE
 This project shall be designed and constructed to conform with the accessibility requirements of the Americans with Disabilities Act.

AREA OF WORK - SHAWERS OF HAWAII



CONDITIONAL APPROVAL ONLY
 Estimated of three (3) sets of Fire Sprinkler Working Drawings for approval required before installation.
 APPROVED FOR CONSTRUCTION
 DEC 2 1996 [Signature]
 Date (Per) Director & Building Superintendent
 City & County of Honolulu

PLOT PLAN

TRK 4-2-38:05
 ZONING I-2
 REQUIRED PARKING - 39 SPACES
 SPACES PROVIDED - 45 SPACES
 REQUIRED LOADING SPACES - 3
 LOADING SPACES PROVIDED - 3

DEPARTMENT OF LAND UTILIZATION
 CITY & COUNTY OF HONOLULU
 Director: [Signature]
 DATE: 10/15/96

TMK 4-2-38:05

MANUFACTURING WAREHOUSE
 SHAWERS OF HAWAII
 131-A-1 HEKILI STREET, KAILUA

MARK R. HEYD, AIA - ARCHITECT
 75 KANEKUNE BAY DRIVE, KAILUA, HAWAII 96738
 TELEPHONE (808) 284-4800 • FAX (808) 254-4800

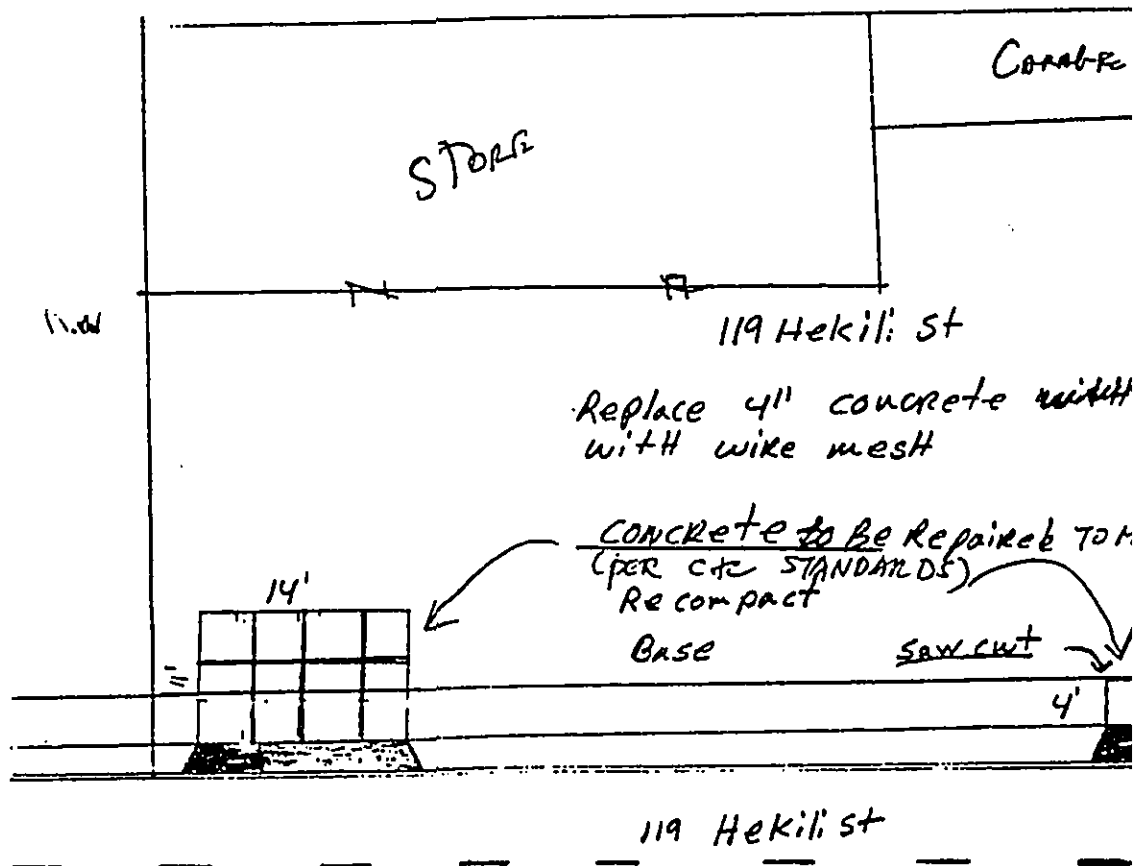
10-10-96
 Date: 10/15/96
 No: 9624
 SHEET: A-1
 OF 7 SHEETS

PERMIT NO. 24 2
 N/A
 DATE: JUN 3 0 1993

DIVISION OF ENGINEERING
BUILDING DEPARTMENT
FILE COPY

CITY & COUNTY OF HONOLULU
 DATE: 6-2-93
 PERMIT NO.: 24 2
 PROJECT: N/A
 APPROVED BY: [Signature]
 NAME OF PERMITTEE: SCHUMAT, AMO
 PERMIT NO.: 231595
 MARK 4-2-38.5

NAPA side walk Repair



DOCUMENT CAPTURED AS RECEIVED

**SUPPLEMENTAL INFORMATION FOR BUILDING OWNER,
PERMIT APPLICANT AND CONTRACTOR**

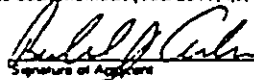
The following information should prove helpful in determining whether additional information should be obtained before starting your project.

1. A Phone Call May Save Your Life — if you have underground utilities, investigate before you dig. Call

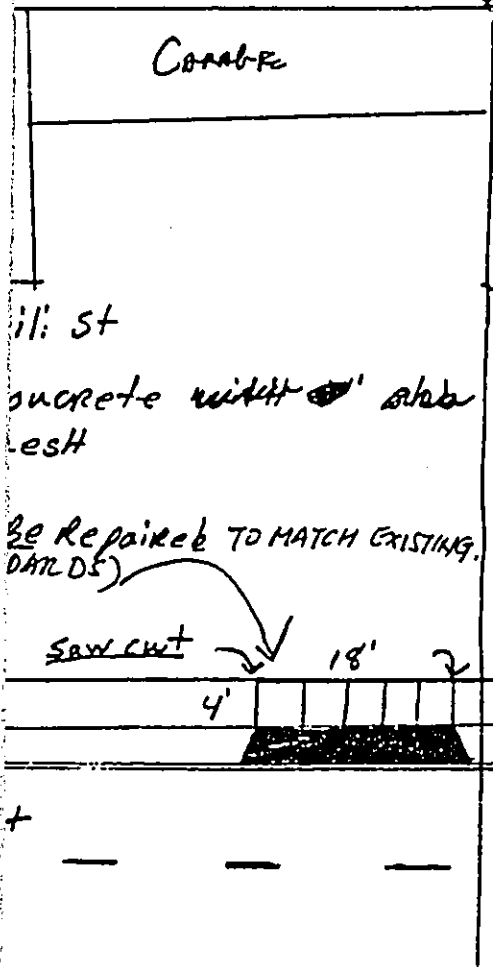
	WORKING HOURS	AFTER HOURS
Hawaiian Telephone Company	834-6214	—
Hawaiian Electric Company	543-5654	548-7961
GASCO	547-3575	526-0066
Board of Water Supply	527-6189	527-5200

Be Aware Of The Sign, Noise and OSH Regulations
 Sign Regulations - Building Department 523-4505
 Noise Regulations - Department of Health 586-4700
 Occupational Safety & Health - DOSH 586-5100
 Department of Labor

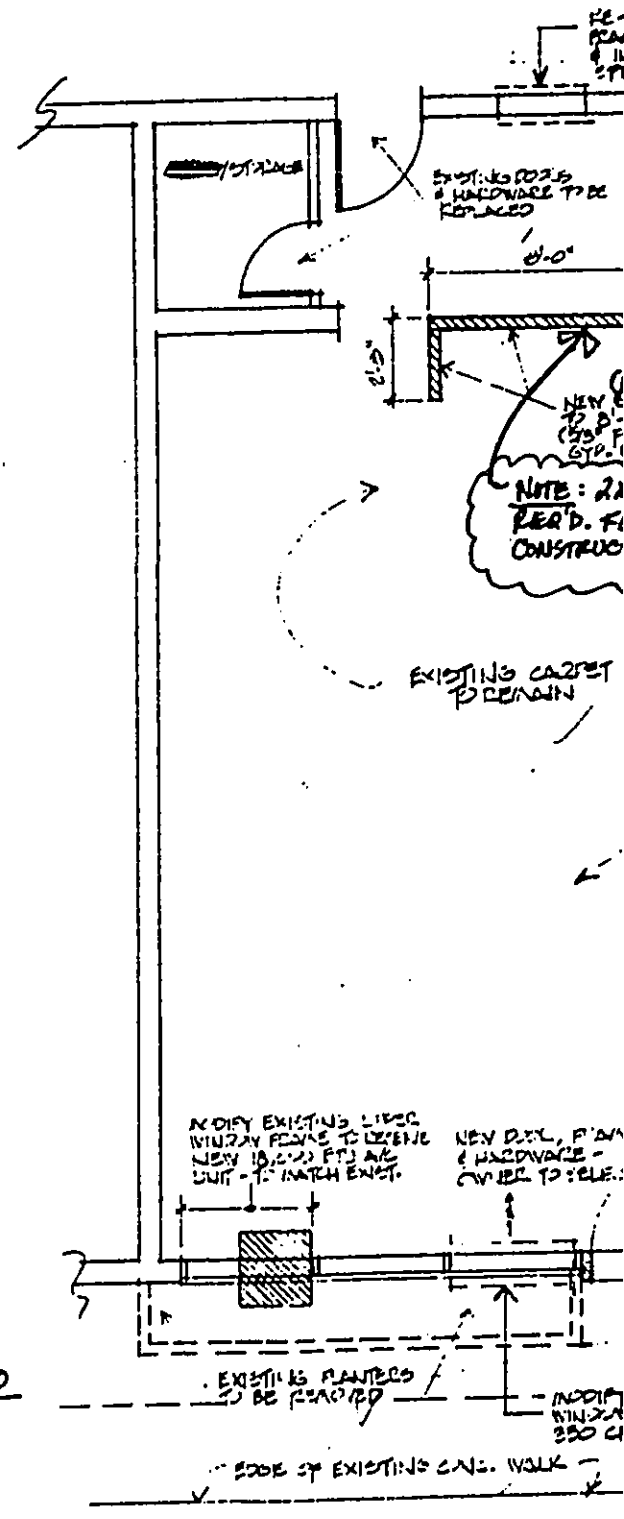
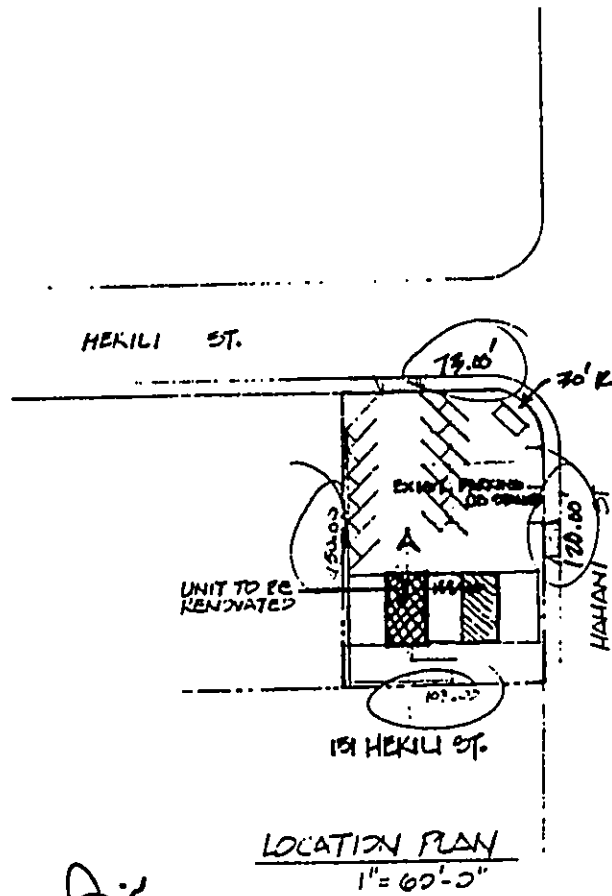
2. Where building or structure is to be constructed under or near an existing electrical service line, the safety of the operation must be planned with Hawaiian Electric Co., telephone 543-5623 or County Building Department at 523-4391 before the project commences. Hawaii OSH Standards also apply. Call 586-9100.
3. Electric water heaters shall be protected from weather. A roof which extends to a point which intersects a 30-degree angle from the vertical from any exposed portion of the water heater shall be deemed to provide adequate weather protection.
4. Plumbing and/or Electrical plans not checked. Project subject to inspection for code compliance.
5. The approval of this project is conditioned on the correction of the deficiencies noted on the attached "Inspection For House Moving" reports.
6. Foundation plates or sills on a concrete slab, which is in direct contact with earth, shall be wood treated in accordance with UBC Standard No. 25-12 or foundation redwood, all marked or branded by an approved agency.
7. FOUNDATION ONLY - Superstructure items shown on plans are shown for informational purpose only.
8. Owners will be responsible to notify the Federal Aviation Administration (FAA) for structures which exceed 200 feet in height above ground line and certain structures within 4 miles from the nearest point of the nearest runway of each airport. (Single-family dwellings exempted.) FAA telephone is 541-1243
9. REMINDER - Owners should check their deeds, lease agreements, and/or association by-laws for any building restrictions.
10. WINDOW WASHING EXTERIOR - When windows must be cleaned by means of a suspension scaffold or boatswain chair, means must be provided to prevent swaying. Hawaii OSH Standards Chapter 394.
11. HOUSE NUMBERING REQUIREMENTS - All main entrances to buildings shall be numbered with numbers at least two inches in height. Address signs shall not exceed one square feet. Emergency service agencies such as fire, police, ambulance, etc., can respond more readily with minimum delays when buildings are properly numbered.
12. UPLIFT TIES - Rafter shall be tied to the exterior plate with an approved galvanized steel connector having a minimum thickness of 0.047 inch and shall be toe nailed to the plate with three 8d common or box nails. Each connector shall be nailed with four 8d face nails to each member. (Sec. 2517(h)(9))


6/15/92
Date

Building Permit No. _____



TMK 4-2-38:05



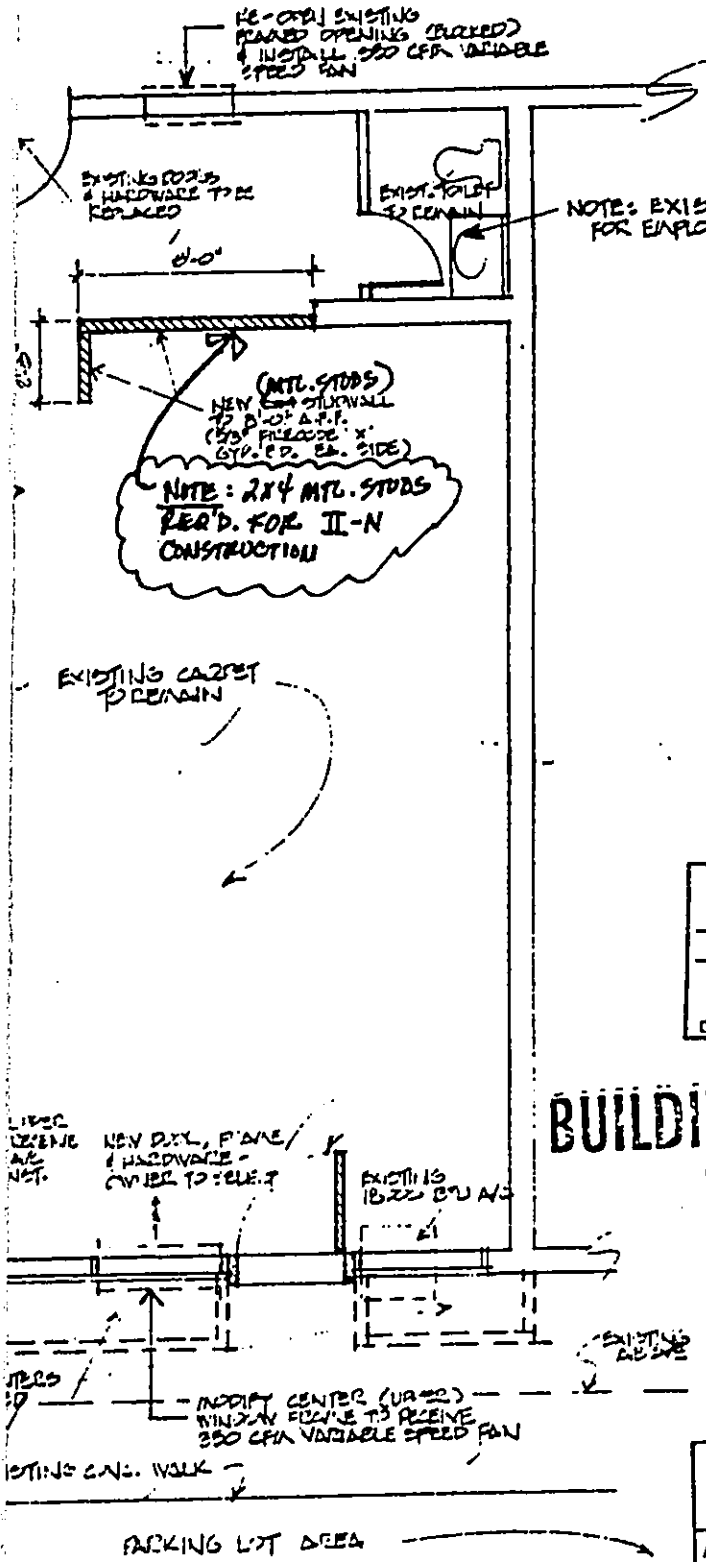
Walter
6/25/96

RESIDENTIAL AND NON-RESIDENTIAL FLOW REQUIREMENTS

SERVICE NUMBER(S/N): 630-18001 1
METER NUMBER(M/N): 90021942 B

	<u>F.U.</u>	<u>GPM</u>	<u>GPD</u>
A. PROPOSED DOMESTIC: (ALL FITTURES BEING INSTALLED)	<u>3.8</u>	<u>3.0</u>	<u>500</u>
D. TOTAL PROPOSED :	<u>3.8</u>	<u>3.0</u>	<u>500</u>
G. EXISTING TO REMAIN: (OTHER FITTURES SERVICED BY THIS METER BUT NOT AFFECTED BY PROJECT)	<u>24.0</u>	<u>19.0</u>	<u>2500</u>
H. GRAND TOTAL (ADD "D" & "G" ABOVE)	<u>27.8</u>	<u>22.0</u>	<u>3000</u>

DEMOLITION/RE
1/4
Approved for construction per
No Reg. No CCH's introduced
R. W. A.
Island of Water & Air

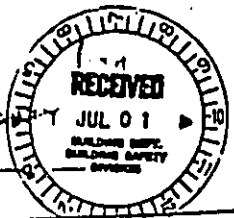


MM LTD.
DESIGN ASSOCIATES
P.O. BOX 830
HAULUA HI 96717 293-7039

ORDINANCE NO. 12
WILL NOT BE ENFORCED
N/A
BY: *[Signature]*
DATE: 5/23/16
DIVISION OF ENGINEERING

**BUILDING DEPARTMENT
FILE COPY**

SPACE RENOVATIONS for:
FRIENDS EXPRESS CORP.
151 HEKIU ST. KAILUA, HI
TIME 4-2-38:10

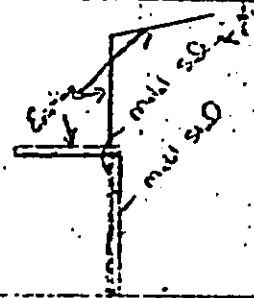
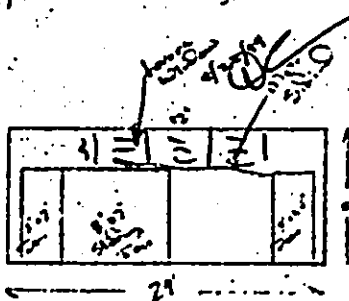
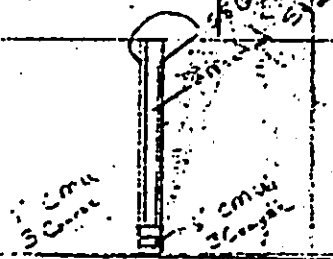
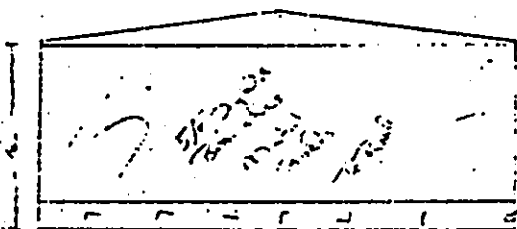


BUILDING DEPARTMENT CITY & COUNTY OF HONOLULU		DATE
ACCEPTANCE:	<i>[Signature]</i>	4/13/16
ZONING:	DT2	
ELECTRICAL:	<i>[Signature]</i>	7/15/16
PLUMBING:	<i>[Signature]</i>	7/15/16
BUILDING:	<i>[Signature]</i>	7/15/16
PROJECT:	<i>[Signature]</i>	
TMK:	4-2-38:10	PERMIT 391371

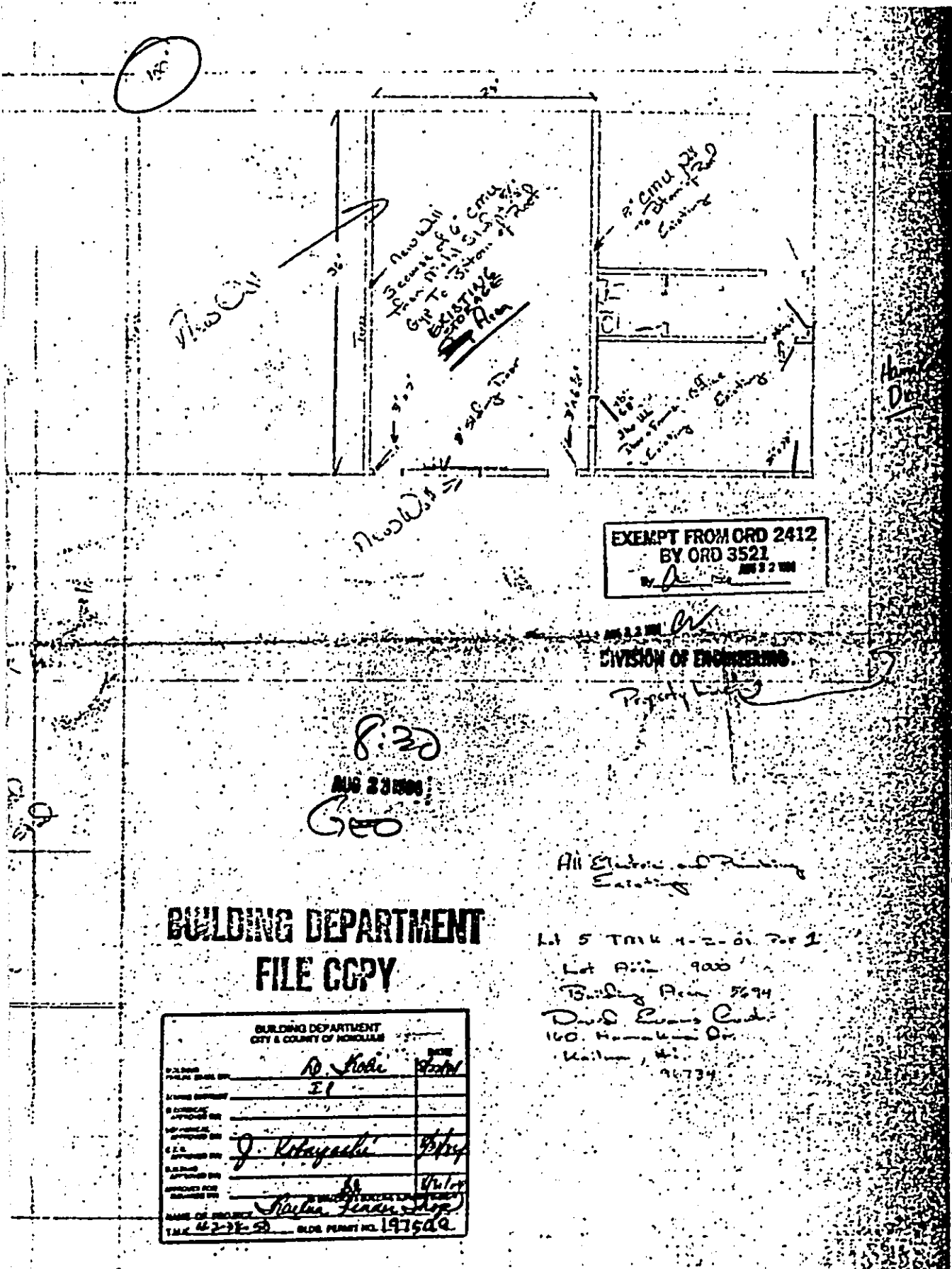
DEMOLITION/RENOVATION PLAN
1/4" = 1'-0" Approval for interior alterations only.
DEPARTMENT OF LAND UTILIZATION
City and County of Honolulu
Checked by: *[Signature]* Date: 6/5/16
R. W. A. 6/26/16

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EXEMPT FROM ORD 2412
BY ORD 3521
W. A. [Signature]

DIVISION OF ENGINEERING
Property [Signature]

8:30
AUG 23 1998
Geo

BUILDING DEPARTMENT
FILE COPY

BUILDING DEPARTMENT CITY & COUNTY OF HONOLULU		DATE
OWNER	<i>Ad. Koda</i>	<i>8/23/98</i>
PLANNING	<i>21</i>	
ENGINEER		
APPROVED BY	<i>J. Kobayashi</i>	<i>8/23/98</i>
APPROVED BY	<i>[Signature]</i>	<i>8/23/98</i>
APPROVED BY	<i>[Signature]</i>	<i>8/23/98</i>
NAME OF PROJECT	<i>TMK 4-2-38-50</i>	
OLD PERMIT NO.	<i>197502</i>	

All Electrical and Plumbing
Existing

Lot 5 TMK 4-2-38-50
Lot Area 9000
Building Area 7694
David Evans Corp.
160. Kamehameha Dr.
Kailua, HI 96734

84 * 275216

TMK 4-2-38:50

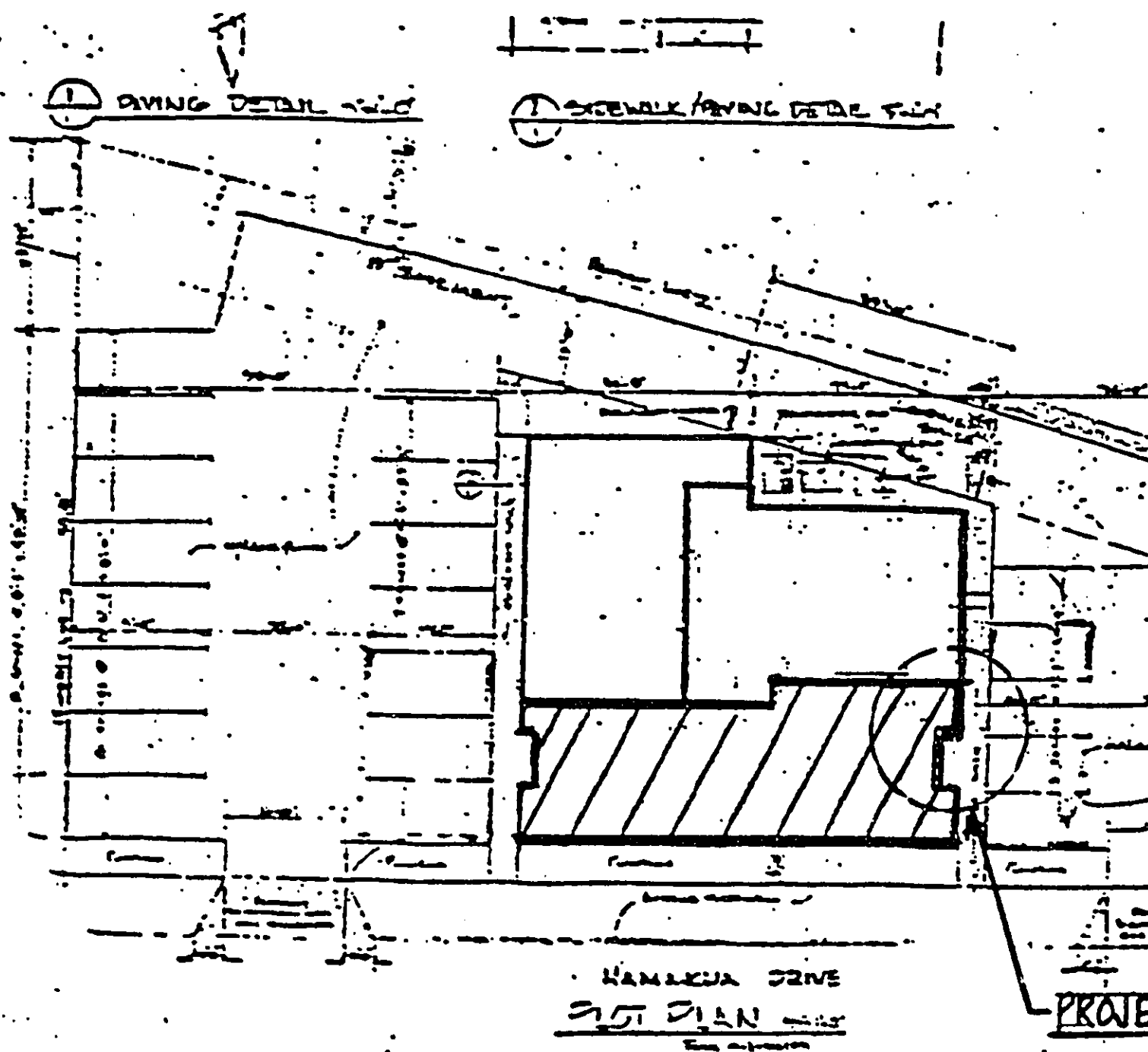
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RD

from 00923013364000952403

Jul-31-01 11:19 AM

Sent by:



NOTE: Drawing is not to scale. Drawing has been sized. The measurements are not accurate.

TIMES COFFEE SHOP WALL REPAIRS

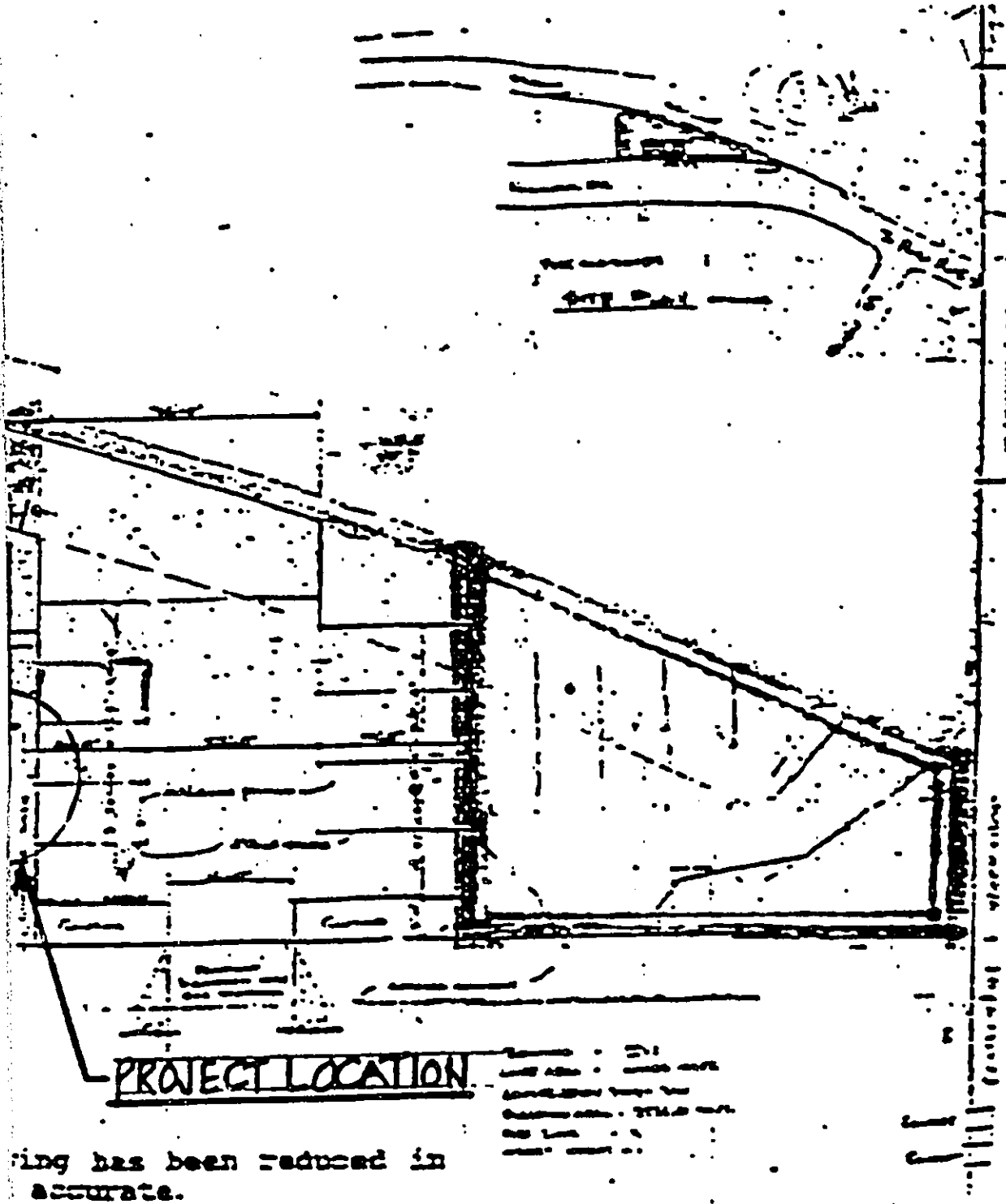
153 HAMAKUA DRIVE, KAILUA, O'AHU, HI

DEPARTMENT OF PLANNING AND PERMITTING -2-38753
BUILDING DIVISION
CITY AND COUNTY OF HONOLULU

	DATE
ACCEPTANCE: <i>[Signature]</i>	5/1/2001
ZONING: <i>[Signature]</i>	
ZONING CODE: <i>[Signature]</i>	

BUILDING DIVISION

EXHIBIT A

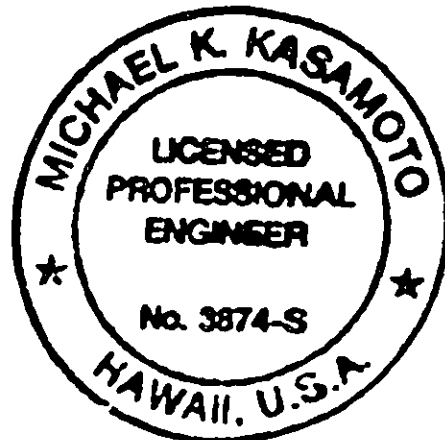


PROJECT LOCATION

ing has been reduced in accuracy.

REPAIRS

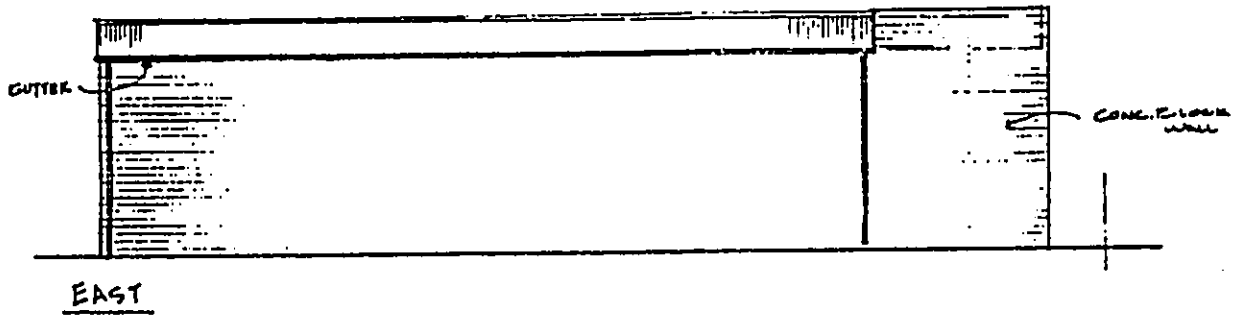
O'AHU, HAWAII



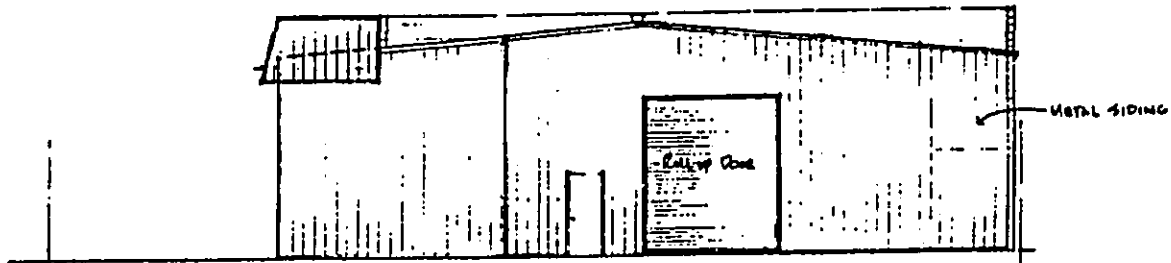
DIVISION

TMK 4-2-38:53

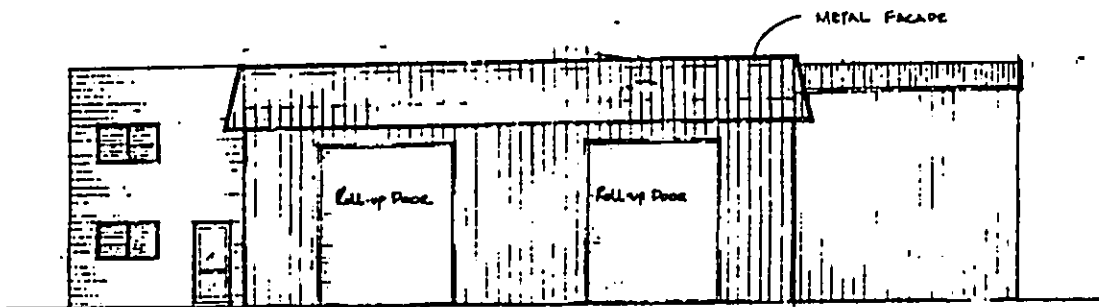
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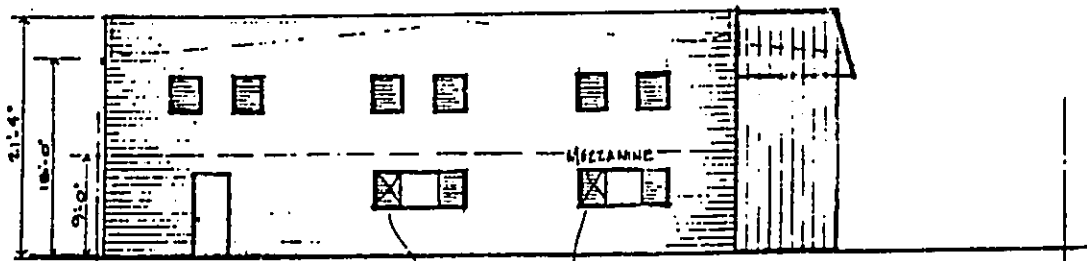
EAST



SOUTH

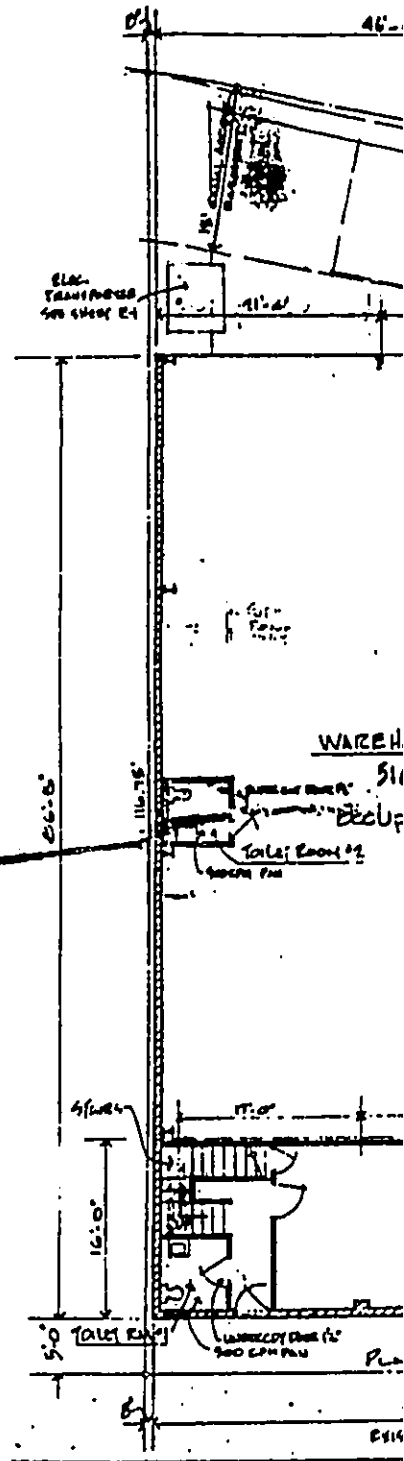


WEST



NORTH

ELEVATIONS 1/8"=1'-0"



FOR DOORS & WINDOWS SEE PLANS
PLOT PLAN 1/8"=1'-0"
TMK 4-2-38: 54

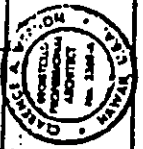
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DEPARTMENT OF LAND UTILIZATION
City and County of Honolulu

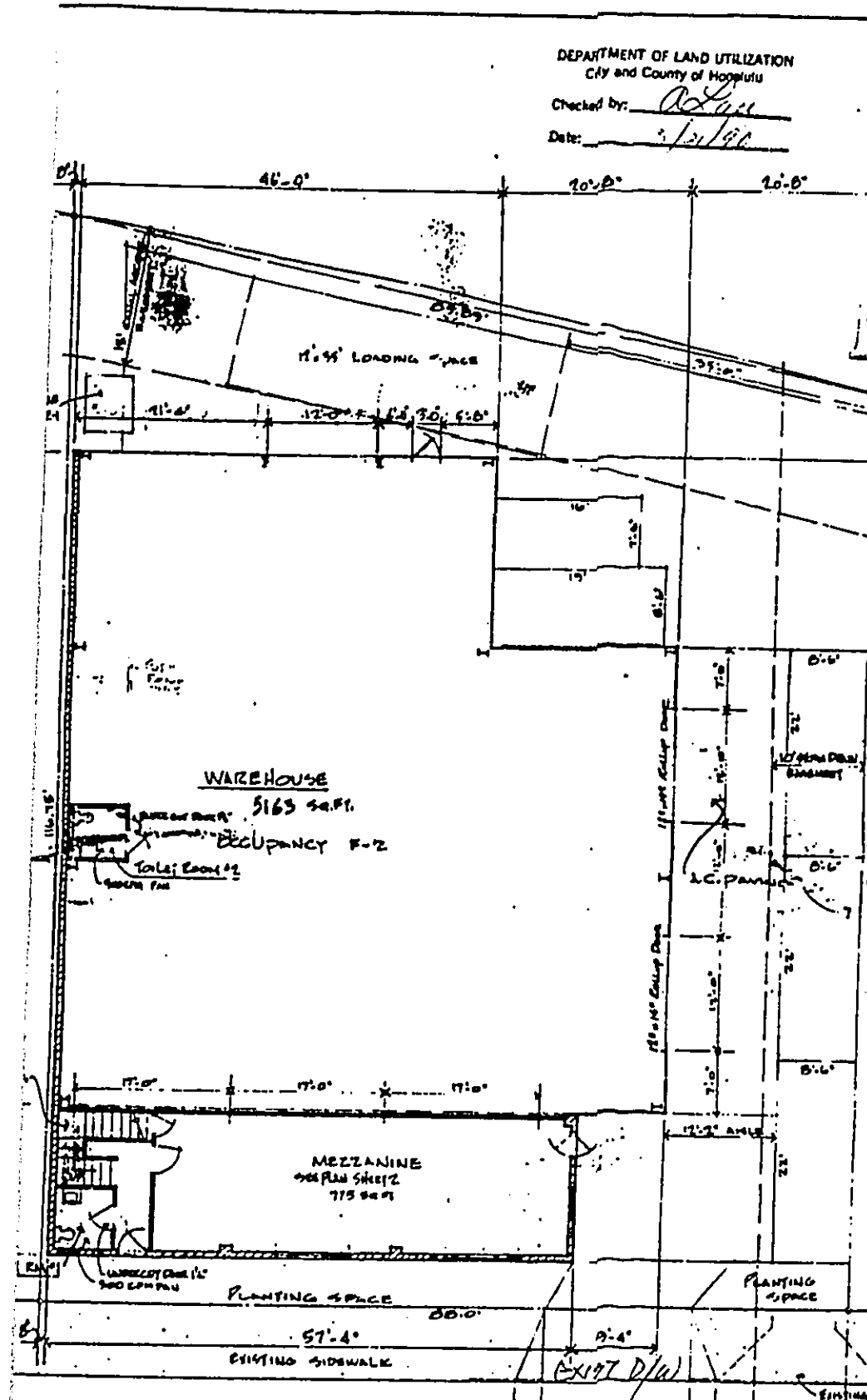
Checked by: *[Signature]*
Date: *2/21/90*

CITY AND COUNTY OF HONOLULU

DATE: *3/5/90*
BY: *J. Black*
I-2



THIS WORK WAS REVIEWED BY AN ARCHITECT OR ENGINEER IN CONNECTION WITH THE PROJECT AND WILL BE USED AT HIS/HER RISK.
[Signature]
FEB 23 1990



DOORS & WINDOWS SEE PLANS - SHEET 2
FLOOR PLAN 16'-0"
K 4-2-38:54

ZONING - I-1
LAND AREA -
CONSTRUCTION TYPE V-N
FIRE ZONE - 3
STORY HEIGHT - 1

PARKING
10 EMPLOYEES (MIN) 1/2 5 SPACES
ACTUAL SPACES - 5
(1 COMPACT)
1 LOADING SPACE REQ'D
CAN REFER AS BEST

DIVISION OF ENGINEERING
MAR 16 1990
BUILDING DEPARTMENT
FILE COPY

DATE: *5/19/90*
BY: *[Signature]*
Date: *5/19/90*

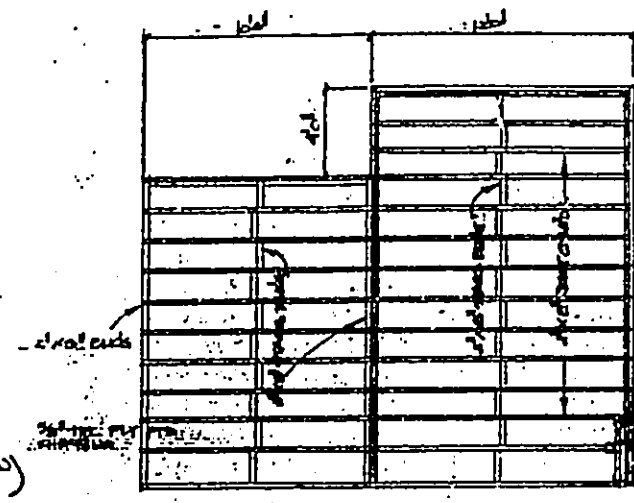
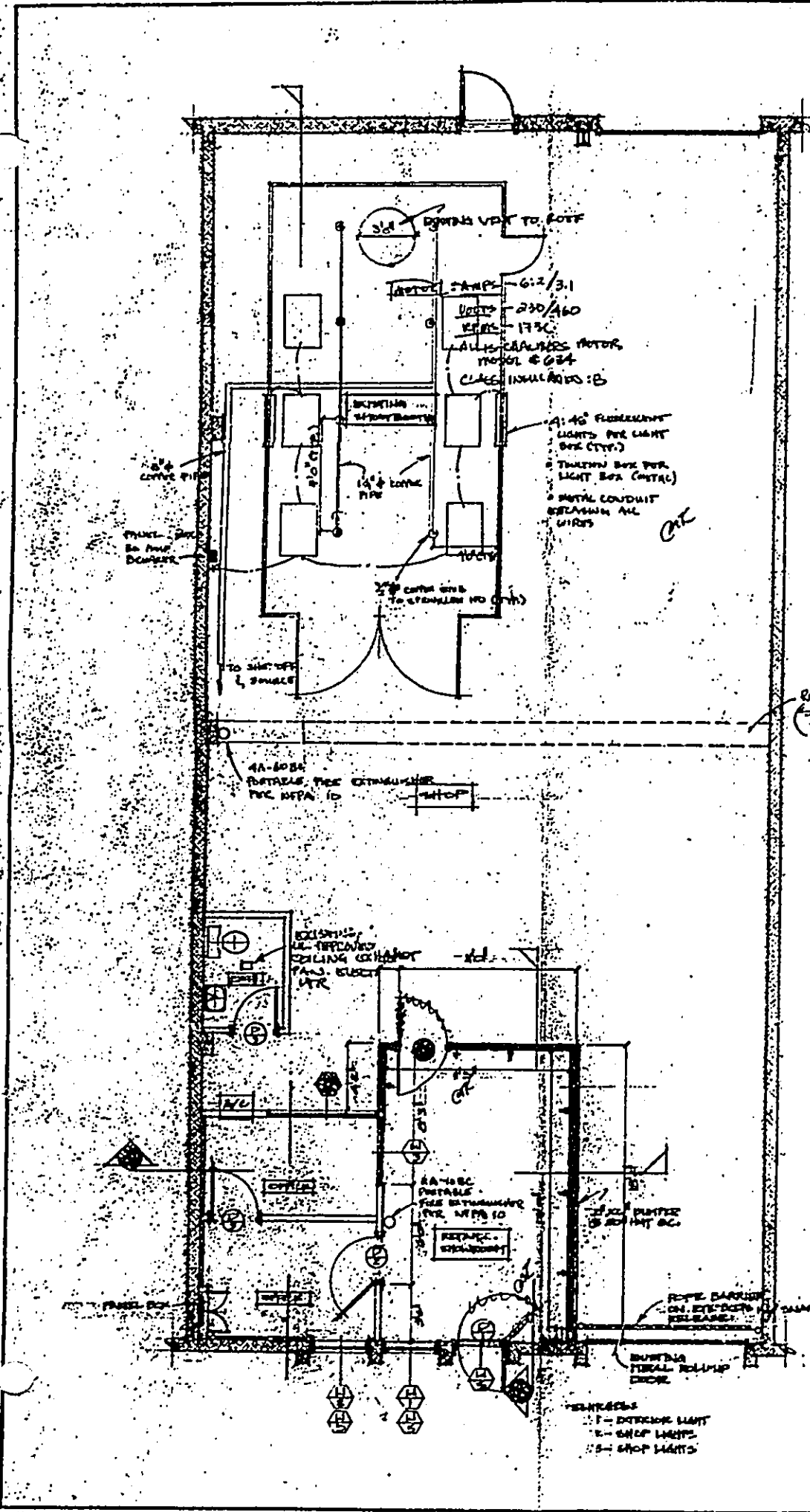
CLARENCE A. VERNON
ARCHITECT
& ASSOCIATES

WAREHOUSE
FOR MR. HENRY VINCENT
HAMAUKA DRIVE
KAILUA, HAWAII

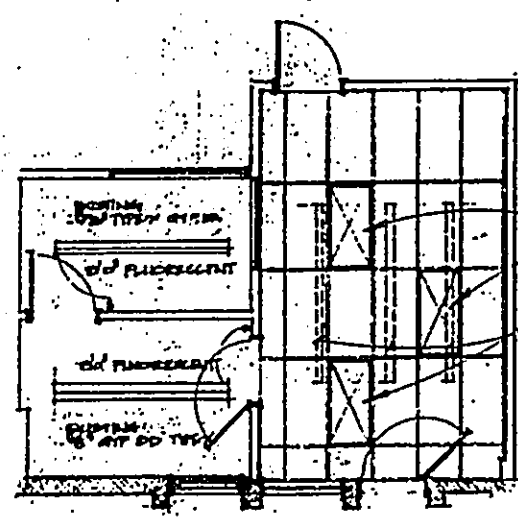
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FEB 24 1988	
1-21-76	REMOVED
12-15-75	
9-23-76	

TMK 4-2-38:54

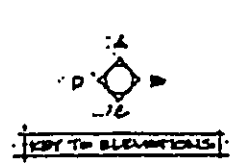
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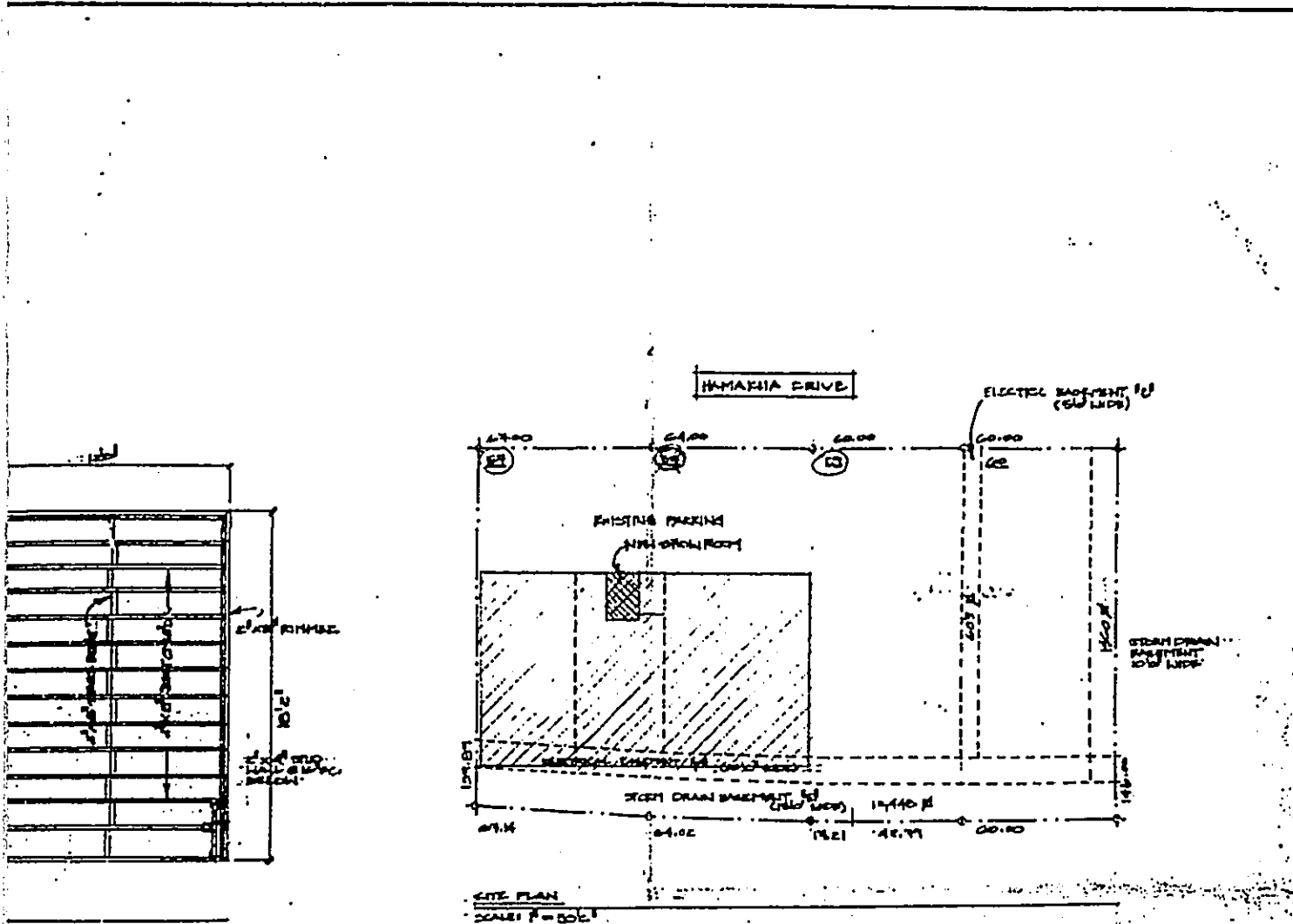
ROOM PERMANENT FRAMING PLAN
SCALE 1/4" = 1'-0"



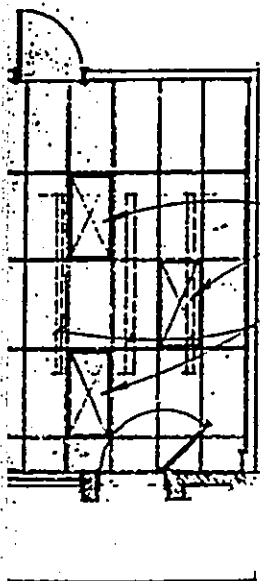
ROOF RETROFITTING PLAN
SCALE 1/4" = 1'-0"



DOCUMENT EDGE CUT OFF



SITE PLAN
SCALE 1" = 50'-0"



ALL ELECTRICAL WIRING WITH METAL CONDUIT

20'x40' FLUORESCENT LIGHT PANEL W/ AIRILL
OPTIONAL - 31 1/2" PLATE FLUORESCENTS

METAL 1 1/2" DIA. CEILING FRAME W/ FIRE RATED 20'x40' ACROBATIC PANEL CEILING @ 8'0" HGT. 2'

CONSTRUCTION SPECIFICATIONS
APPROVED BY
Hand to File Department
City and County of Honolulu
SEP 20 1989

34,345 sq
sq ft zoning

AUG 8 1989

ORDINANCE NO. 2412
Interior Alteration
By [Signature]
Date JUL 10 1989

DEPARTMENT OF LAND UTILIZATION
City and County of Honolulu
Checked by [Signature]
Date 7/18/89

DIVISION OF ENGINEERING
JUL 10 1989
**BUILDING DEPARTMENT
FILE COPY**

BUILDING DEPARTMENT CITY & COUNTY OF HONOLULU		DATE
PLANNING	[Signature]	7/16/89
DESIGN	[Signature]	
PERMITS	[Signature]	7/16/89
INSPECTION	[Signature]	8/16/89
APPROVED BY	[Signature]	
DATE		
NAME OF PROJECT	[Signature]	
PROJECT NO.	[Signature]	

BP #199549

TMK 4-2-38:057

<p>PERMITS</p> <p>ENGINEERS</p>	<p>PERMITS DESIGNS, INC.</p> <p>1111 KUAHUA DRIVE, SUITE 100, HONOLULU, HI 96813</p> <p>ALL PERMITS ARE SUBJECT TO THE CITY AND COUNTY OF HONOLULU ZONING ORDINANCES AND THE CITY ENGINEERING DEPARTMENT REGULATIONS. THE PERMITTEE IS RESPONSIBLE FOR OBTAINING ALL NECESSARY PERMITS FROM THE CITY AND COUNTY OF HONOLULU AND THE STATE OF HAWAII.</p>	<p>NEW CHINA RESTAURANT 171-D HAMAKUA DR. KAILUA, HAWAII 96734</p> <p>PROJECT LOCATION: 171-D HAMAKUA DR. KAILUA, HAWAII 96734</p> <p>TAX MAP KEY 4-2-38:57</p>
	<p>SCALE: NOTED</p> <p>DATE:</p>	<p>APPROVED BY:</p> <p>REVIEWED:</p>
	<p>DATE:</p>	<p>DATE:</p>
	<p>DATE:</p>	<p>DATE:</p>

DOCUMENT CAPTURED AS RECEIVED

OWNER,
R

Information should be obtained
before you dig. Call:

Electrical service line, the safety of
543-5623 or County Building
departments also apply. Call 548-7510.

Identify to a point which intersects a
meter shall be deemed to provide

for code compliance.

noted on the attached "Inspection

earth, shall be wood treated in
a brand by an approved agency.

informational purpose only.

AA) for structures which exceed
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phone is 541-1243.

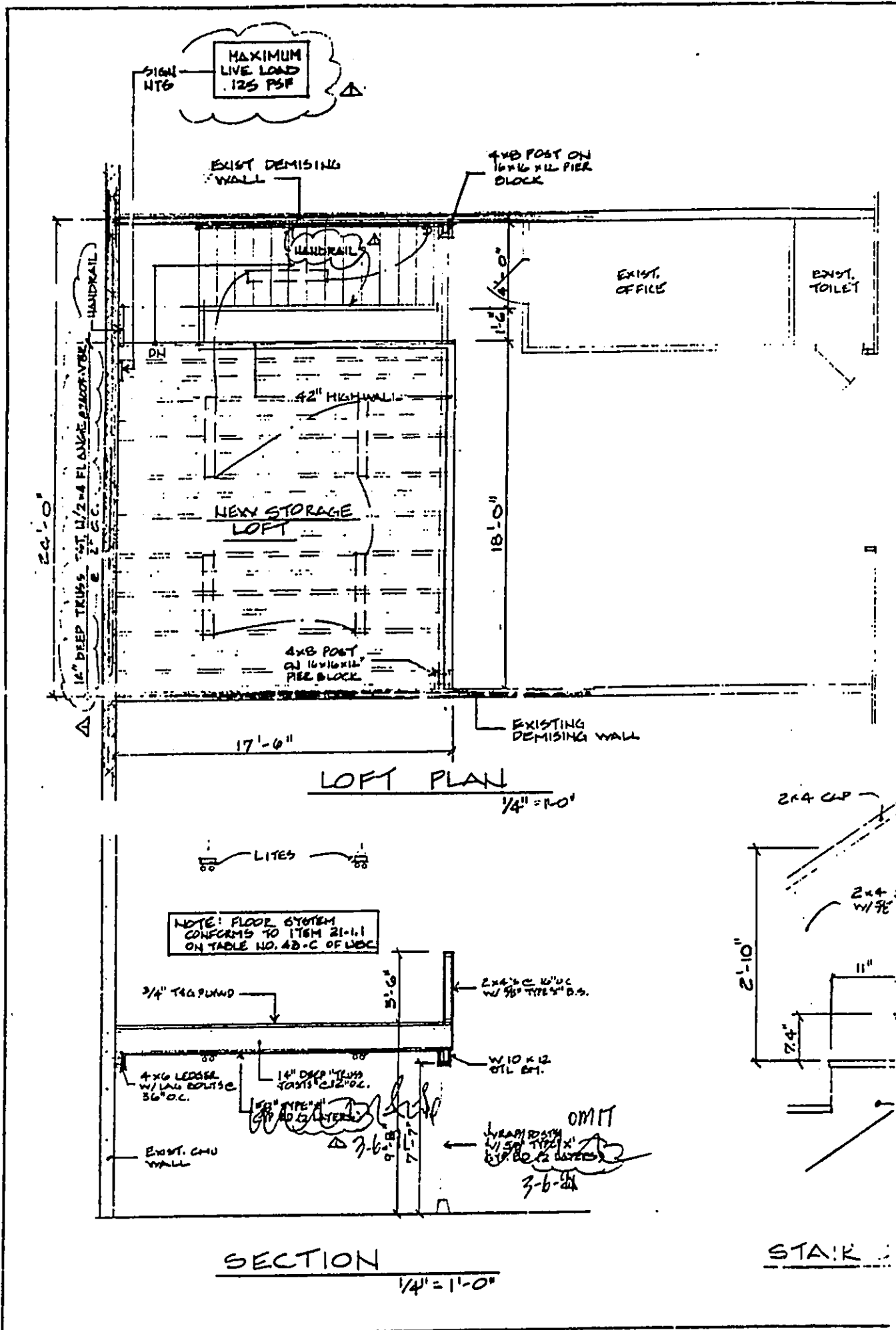
location by-laws for any building

uses of a suspension scaffold or
Standards Chapter 394.

It be numbered with numbers at
agency service agencies such as
uses when buildings are properly

varnized steel connector having a
use 3d common or box nails. Each
(7h)(8)

11/15/20
Date



SECTION
1/4" = 1'-0"

STAIR

LOFT PLAN
1/4" = 1'-0"

DOCUMENT CAPTURED AS RECEIVED

BUILDING DEPARTMENT HAMAKUA DRIVE
FILE COPY

60.00

DA 12/19/91
1/10/91 (1/10/91)

4-2-38:59
KINLO-COYAN CREATIONS
299281

ORDI: 3. 2412
Interic: [Signature]
Date: FEB 20 1991

DIVISION OF ENGINEERING

DEPARTMENT OF LAND UTILIZATION
Hawaii County of Honolulu

Checked by: [Signature]
Date: 2/20/91

NEW STORAGE LOFT (315 sq ft)
TYPE II - 4 HR. CONSTRUCTION

EXISTING BUILDING
40' x 40' x 10'

TMK 4-2-38:59
ZONED: I-2
PART OF WYCO INDUSTRIAL PARK

1251

40'

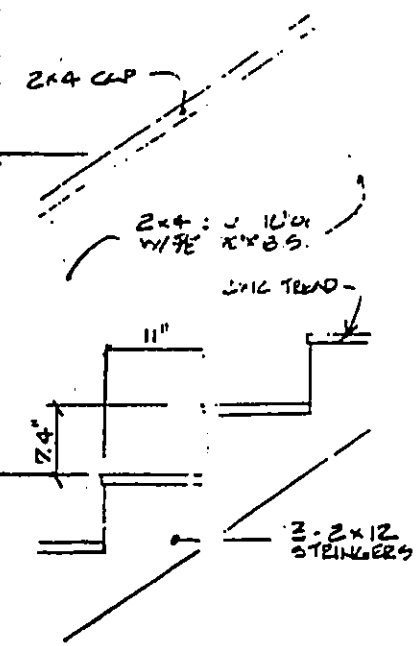
2 STAIRS
10' ELECT EASEMENT

10' EASEMENT

17.21

42.79

SITE PLAN TMK 4-2-38:59



STAIR RAIL
1" = 1'-0"

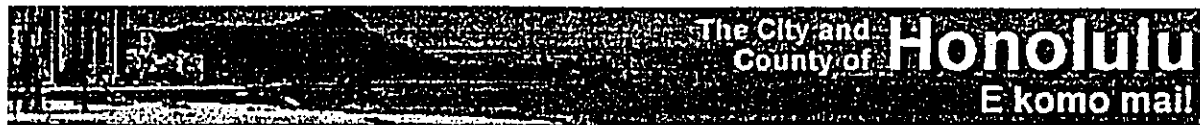
PLANNING & ARCHITECTURE
CLARENCE A. VYMON AIA, ARCHITECT & ASSOC. JAMES, INC.
175 N. MAHALEO, SUITE 203 - KAILUA, HAWAII 96731 - PHONE: (808) 944-450

CLARENCE A. VYMON AIA, ARCHITECT & ASSOC. JAMES, INC.
175 N. MAHALEO, SUITE 203 - KAILUA, HAWAII 96731 - PHONE: (808) 944-450

STORAGE LOFT ADDITION
for KIN LO GEN CONT.
PART 2 175 HAMAKUA DR. KAILUA

11.7.90

APPENDIX VI
NEIGHBORHOOD BOARD MINUTES



[Government](#) : [Kama'aina](#) : [Business](#) : [Visitors](#) : [Online Services](#)

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**MINUTES OF REGULAR MEETING
THURSDAY, SEPTEMBER 6, 2001
KAILUA RECREATION CENTER**

CALL TO ORDER: Chair Faith Evans called the meeting to order at 7:04 p.m. with a quorum present.

MEMBERS PRESENT: Lawrence Bartley (7:06 p.m.), Kathy Bryant-Hunter, Jon Chinen, Jim Corcoran (9:55 p.m.), Faith Evans, Harold Falk, Charles (Chip) Fletcher, George Gonsalves, Jr. Knud Lindgard, Charles Prentiss, Duane Samson, Claudine Tomasa (7:35 p.m.), Robert (Bob) Vieira (7:06 p.m.), Barry Wong, Donna Wong (7:10 p.m.).

MEMBERS ABSENT: Barry Silverman, Pamela Garrison, Debbi Glanstein (excused), Bruce Huddleston (excused).

GUESTS: Pat Nekoba (Mayor's Representative), Mary Alice Evans (Governor's Representative - Department of Accounting and General Services), Robert McEldowney (Councilmember John Henry Felix's Office staff), April Coloretti (Councilmember Steve Homes' Office staff), Bob Carter (Senator Fred Hemmings' Office staff), Senator Bob Hogue, Representative Joe Gomes, Representative Cynthia Thielen, Lieutenant Jerrold Perreria, Sergeant Kenard Finn and Officer Alfred Kanoho (Honolulu Police Department); Acting Captain Raul Fallau and Captain Randall Higa (Honolulu Fire Department); Sarah Fry (MCBH), Stephanie Araki (Department of Parks and Recreation), James Kwong and Brennon Morioka (URS Corporation); Keith Kurahashi (Kusao & Kurahashi), Robert Crivello, M.L. Gulosh, Ron Maeda (Kaiser Permanente), Betty and Jim Hearst, L.M. Celeste, Pat Dilliner (Windward Trophies), Albert, Bob Kanetake, Peggy and Lisa Mckeage, Mike and Laura Taylor, Bill Chung, Myrna Zezza, Pamela Bond (Kailua High School), Bea Pang, Elizabeth Cazares (Kanoa Estate), Molly Mosher-Cates (Kaneohe Ranch), Damian Paul (The Source), John Mansell (Jaron's), Lynn Miller, Dan Clement, Morley Gray, J. Ikaika Anderson, Virginia Kawauchi, Nalani Wallace, Elizabeth Lemquist, Mark Nierode, John Thomas, John McNelly, Charles Alombro (PLA, Inc.), William Liggett (Sentinel Real Estate Corporation), Lisa Kane, Joe Correa, Ralph Hiatt, Shannon Wood, Lillian Hong (Olelo), Mahealani Hanohano (Neighborhood Commission Office staff).

AGENCY REPORTS:

HONOLULU FIRE DEPARTMENT (HFD) _ Acting Captain Raul Fallau, of the Kailua Station, reported the following: 1) Statistics for August 2001: a) Ladder 18 responded to 2 structure, 0 brush, 0 rubbish and 0 vehicle fires; and 43 medical, 0 search and rescue and 1 miscellaneous emergencies. b) Engine 18 responded to 2 structure, 1 brush, 2 rubbish and 0

called in for the last Board meeting and that the matter will be discussed at the October Committee of a Whole meeting. Barley requested a roll call vote be taken on the motion to approve the August 2, 2001 Regular Meeting Minutes.

Page 5, 9th paragraph, item 6, should read: "Fletcher expressed concern that the drainage plan will not work because of flooding of the marsh."

Page 5, last paragraph: Bob Crone should not be listed as a URS Representative.

Page 7, 4th paragraph, the following should be added: "A probable 10% improvement in flow capacity with CIPP, and Mr. John Wehrheim mentioned a 70% increase in flow capacity."

Chinen moved and Fletcher seconded that the Board approve the August 2, 2001 Regular Meeting Minutes as amended. The motion carried, 13-1-0. Ayes: Bryant-Hunter, Chinen, Evans, Falk, Fletcher, Gonsalves, Jr., Lindgard, Prentiss, Samson, Tomasa, Viera, B. Wong, D. Wong. Nay: Bartley.

ELECTED OFFICIALS (CON'T) _

COUNCILMEMBER JOHN HENRY FELIX - Bob McEldowney circulated Councilmember John Henry Felix's monthly report and announced that tonight would be his last Board meeting because he will be leaving Councilmember John Henry Felix's office to a job in the private sector.

D. Wong and Chair Evans, on behalf of the Board, thanked McEldowney for his services to the Board and wished the best in his new job.

SPECIAL PRESENTATION:

PROPOSED REZONING APPLICATIONS FOR PROPERTIES LOCATED IN KAILUA TOWN _ KANEOHE RANCH COMPANY, LTD. _ Planning and Zoning Committee Chair, Prensiss, introduced Keith Kurahashi, of Kurahashi & Kusao.

Kurahashi reported the following regarding the proposed rezoning application from I-2 (Intensive Industrial District) to IMX-1 (Industrial Commercial Mixed Use District) and B-2 (Community Business District): Kaneohe Ranch Company, Ltd. is applying for rezoning of six parcels (3.15 acres) with frontage on Hekili Street are planned for rezoning from I-2 to B-2. The remaining 14 parcels (4.31 acres) on both sides of Hamakua Drive would be rezoned from I-2 to IMX-1. Both rezoning proposals are in accordance with the general policies of the Koolaupoko Sustainable Communities Plan. The proposed rezoning will allow Kaneohe Ranch Company, Ltd. to offer diversified support to the Kailua business community and light industrial space in the Kailua Town Center. Kurahashi made the following statements in response to questions asked by Board members and guests: 1) Some parcels that are currently nonconforming will become conforming after rezoning. 2) The rezoning would broaden the property's use. 3) Kaneohe Ranch Company, Ltd. has many 20-25 year leases for the properties in discussion. 4) There are 20 nonconforming parcels before the rezoning and there will be 11 nonconforming after. 5) There are currently no plans for redevelopment of the property. 6) All of the parcels that would be rezoned from I-2 to B-2 could be

permitted in an IMX zoned property. There have not been efforts to secure IMX parcels for the proposed B-2 property lessees. 7) There are five parcels that are included in the proposed rezoning area that are not owned by Kaneohe Ranch Company, Ltd. and all of

those property owners have agreed to the rezoning.

Comments as follows: 1) D. Wong stated that the rezoning would make the property in accordance with the Koolaupoko Sustainable Communities Plan, but many residents fought against the implementation of IMX-1 zoning for the discussed property. 2) Lindgard stated he failed to see a reason for zone changes and questioned what would happen to businesses on month-to-month, in the future, and how long the leases are for the small businesses now. Kurahashi stated that he would look into the matter. 3) Bartley suggested secured, long-term leases for the current businesses. Chair Evans stated that he should bring up the issue to business owners that testify.

Kurahashi reported the following regarding the proposed rezoning application from P-2 (General Preservation District) and P-1 (Restricted Preservation District) to B-2 (Community Business District): Kaneohe Ranch Company, Ltd. is applying for rezoning of approximately 31,478 square feet of land (65.562 acres) from P-2 to B-2. The intent is to consolidate the proposed site zoned P-1 and P-2 to the abutting Windward Homes property, a 38,000 square foot B-2 property at 789 Kailua Road. A State Land Use Boundary Amendment, from Conservation to Urban District, would also need to be acquired for a small portion of land.

Kurahashi stated the following in response to questions asked by Board members and guests: 1) He would look into D. Wong's inquiry regarding how long and which businesses have been encroaching the wetlands. 2) Kaneohe Ranch's ultimate goal is to conform with the Koolaupoko Sustainable Communities Plan. 3) Crivello's property is not affected by the rezoning. 4) He discussed the process for acquiring approval of a zoning application.

Comments as followed: 1) Fletcher expressed concern regarding the possibility of Kailua business, in the discussed area, being displaced due the loss of certain types of businesses. Discussion ensued. 2) Lindgard read from the Kaneohe Ranch Company, Ltd. Vision of the Kailua Business District written in 1998. It indicated that Kaneohe Ranch Company, Ltd. would like to see the development of a retirement community with in the Kailua Gateway land, behind Windward Boats at the intersection of Hekili Street and Hamakua Drive, adjacent to the wetlands. Kurahashi stated that those plans are no longer being pursued. 3) Bob Crivello stated that he purchased his property on Hamakua Drive 30 years ago zoned I-2. He opposes the rezoning of properties from I-2 to IMX for the following reasons: a) It would require set hours of operation; b) maintain the set office footage; c) raise taxes; d) raise rent. He stated that Kaneohe Ranch Company, Ltd. probably has future plans for the properties. He supports the I-2 to B-2 zone change. 4) Pat Dilliner, of Windward Trophies, opposed to the proposed zone changes on Hamakua Drive. She stated that a small business industrial area is needed and should be retained in Kailua. Bryant-Hunter stated that the rezoning would make Dilliner's business conforming to the Koolaupoko Sustainable Communities Plan. Dilliner stated that she is renting on a month-to-month lease and she feels that small businesses are being forced out. 5) Molly Mosher-Cates, of Kaneohe Ranch Company, Ltd., stated that their intent is to reduce the nonconforming parcels. There are many vacancies in the Hekili Street/Hamakua Drive area because of the I-2 zoning. The majority of the nine property owners with long-term leases (about 25 years left) are in support of the rezoning. Along Hamakua Drive there are currently seven nonconforming parcels and after the rezoning there will only be two. Kaneohe Ranch's intent is to continue industrial businesses, but to prohibit heavy industrial businesses (explosive and toxic chemical manufacturing). The IMX zoning allows for commercial and industrial uses. 6) Fletcher suggested that Kaneohe Ranch Company, Ltd. submit two applications, one for the properties fronting Hekili Street and one for the properties on Hamakua Drive. Kurahashi stated that the Board can make recommendations, support or oppose on any part of the project. 7) Fletcher stated that most of the

proposed P-1 and P-2 (wetlands) proposed zone change areas have been unnaturally and illegally filled over the years. He stated that the rezoning prevents the possibility of any restoration of the wetlands. 8) Elizabeth Cazares, representing Kanola, Inc., which is a property owner on Hamakua Drive, supported the rezoning application because it allows flexibility of the property for future use. Kanola, Inc.'s property will be conforming before and after the rezoning. 9) Joseph Correa, of Kailua Home Service, supported the zone change on Hekili and Hahaina Streets from I-2 to B-2. Small businesses in Kailua serve the residents of the area and not large developments. More retail businesses should be

established on Hahaina Street due to the heavy traffic. 10) William Liggett, on behalf of Sentinel Real Estate Corporation, expressed support of the proposed rezoning. All of Sentinel's property is currently conforming and one parcel would be nonconforming with the rezoning. They can lease at a higher rent with retail tenants.

The matter was referred back to the Planning and Zoning Committee.

Kurahashi will give the Board a copy of the rezoning application once they submit it to the Department of Planning and Permitting (DPP). He will also follow up on a request for the Department of Land and Natural Resources' (DLNR) map of the wetlands.

There was no further input from business owners or residents in the affected area at this time.

Corcoran arrived at 9:55 p.m. (15 members present).

Neighborhood Assistant Hanohano left at 10:00 p.m.

Submitted by: Mahealani Hanohano, Neighborhood Assistant and Jim Corcoran, Board Secretary.

The remainder of the minutes was taken by Board Secretary Jim Corcoran.

OLD/UNFINISHED/BUSINESS:

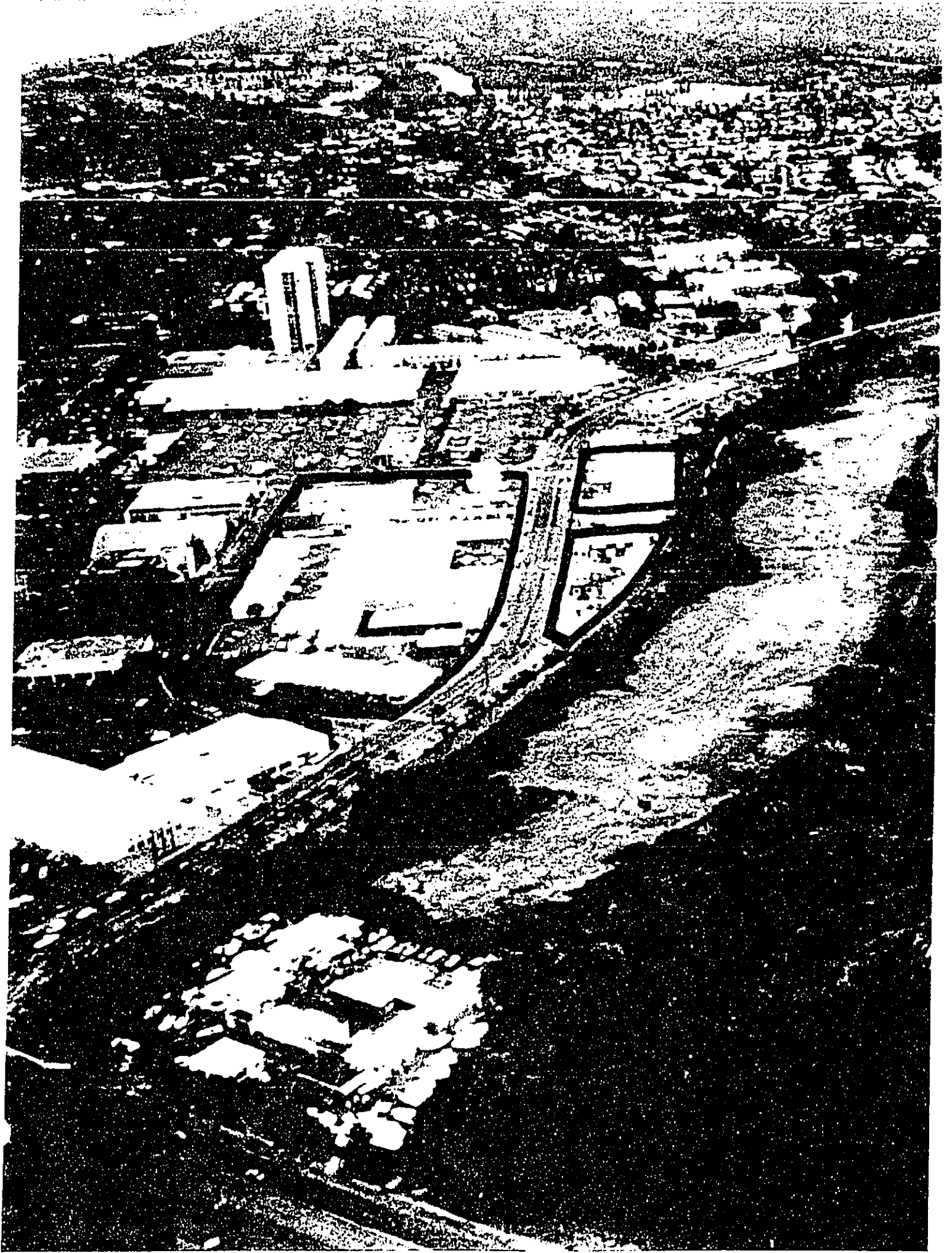
KAINEHI STREET, HAMAKUA DRIVE, KEOLU DRIVE RECONSTRUCTED SEWER PROJECT - EXTENDED WORK HOURS - (See Appendix A) CIP, Planning & Zoning Committee Chair, Prentiss introduce James Kwong (URS Coporation).

Mr. Kwong introduced June Apurato who gave a brief overview. Proposed extended work hours for Kainehi Street, Hamakua Drive, Keolu Drive Reconstructed Sewer are as follows primarily for the residential areas: Proposed hours from 8:30 a.m. to 3:30 p.m. Monday thru Friday for the Kainehi section from Kihapai to Hamakua Drive with a 24 hour work schedule allowed for pipe curing, Monday through Friday and a 24-hour sewer by-pass Monday through Sunday. On Hamakua Drive from Kailua Road to Aoloa Street the proposed hours will be 8:30 a.m. to 3:30 p.m. Monday through Friday and the proposed night work schedule will be 8:00 p.m. to 5:30 a.m. Monday through Friday for work that is within acceptable noise levels. Although there will be no Saturday work hours for this section, a 24-hour work schedule will be allowed for the sewer by-pass Monday through Sunday. For the section of the entire length of Hamakua Drive from Aoloa Street at Hokulani in Kailua to Keolu Drive and Keolu Drive from Ohiki Place to Aklea Place, the extended work hours are proposed for 8:30 a.m. to 6:00 p.m. Monday through Friday and 9:00 a.m. to 6:00 p.m. Saturday with a 24-hour work schedule allowed for sewer by-pass Monday through Sunday.

APPENDIX VII

AERIAL PHOTO
(Approximate date - Year 2000)

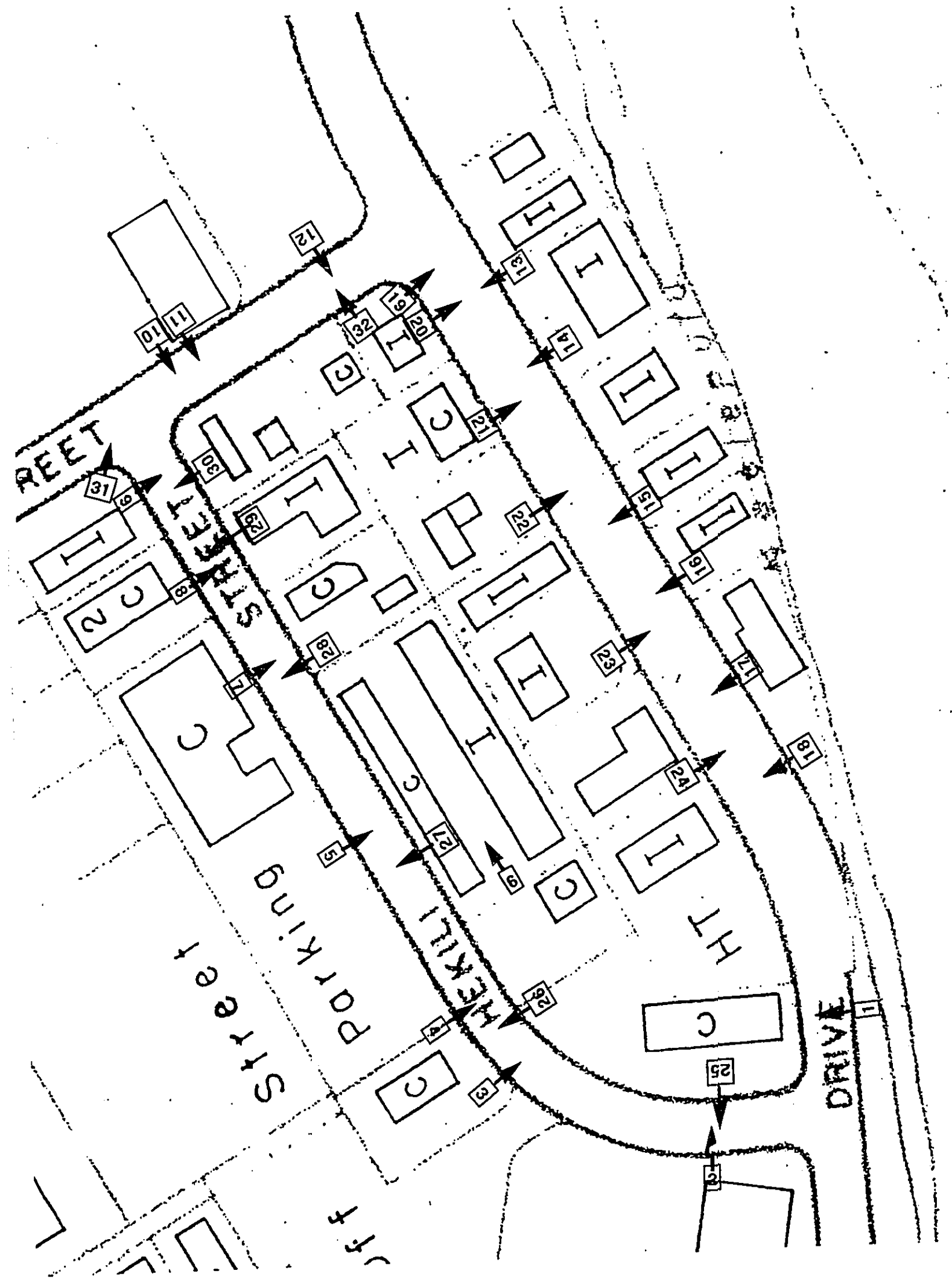
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APPENDIX VIII

CURRENT PHOTOGRAPHS OF SUBJECT PROPERTIES

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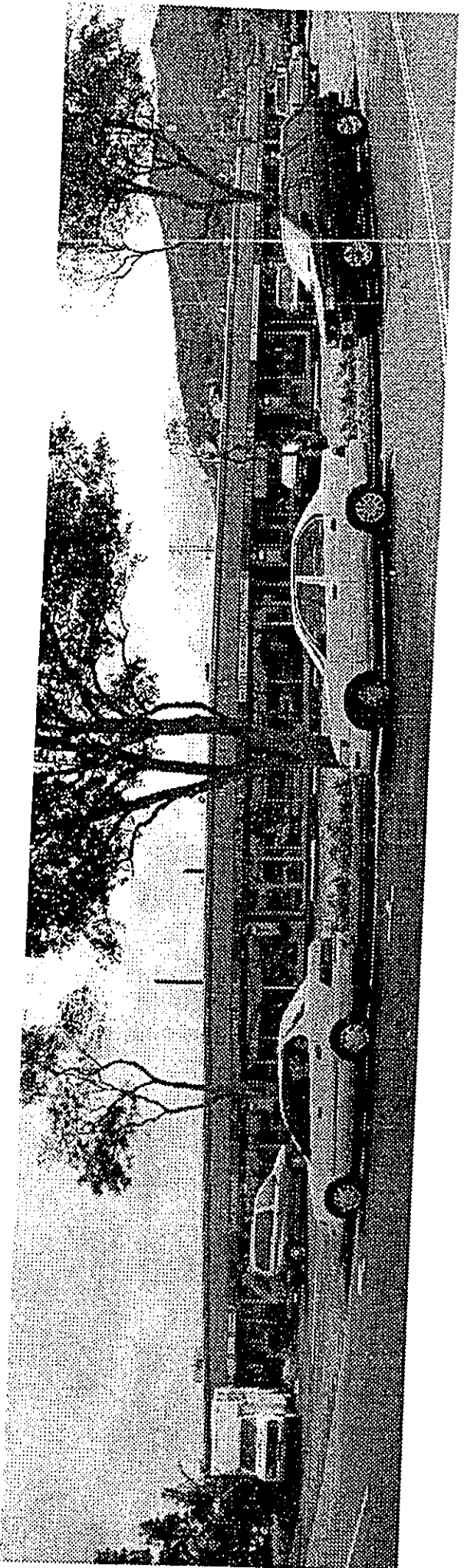
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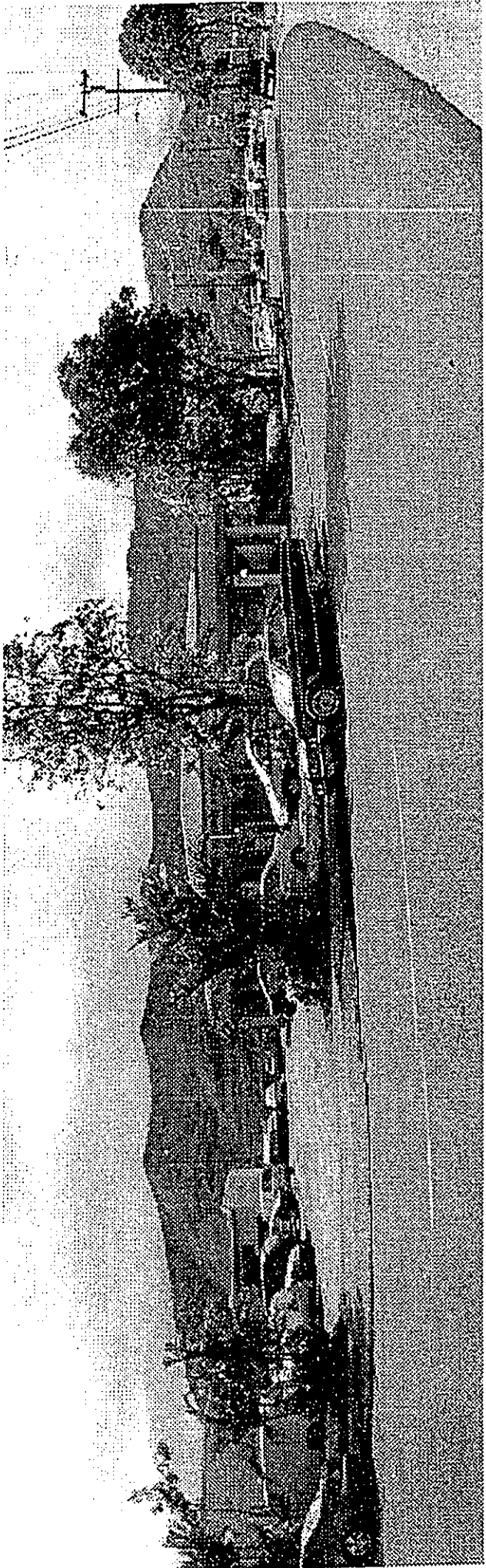
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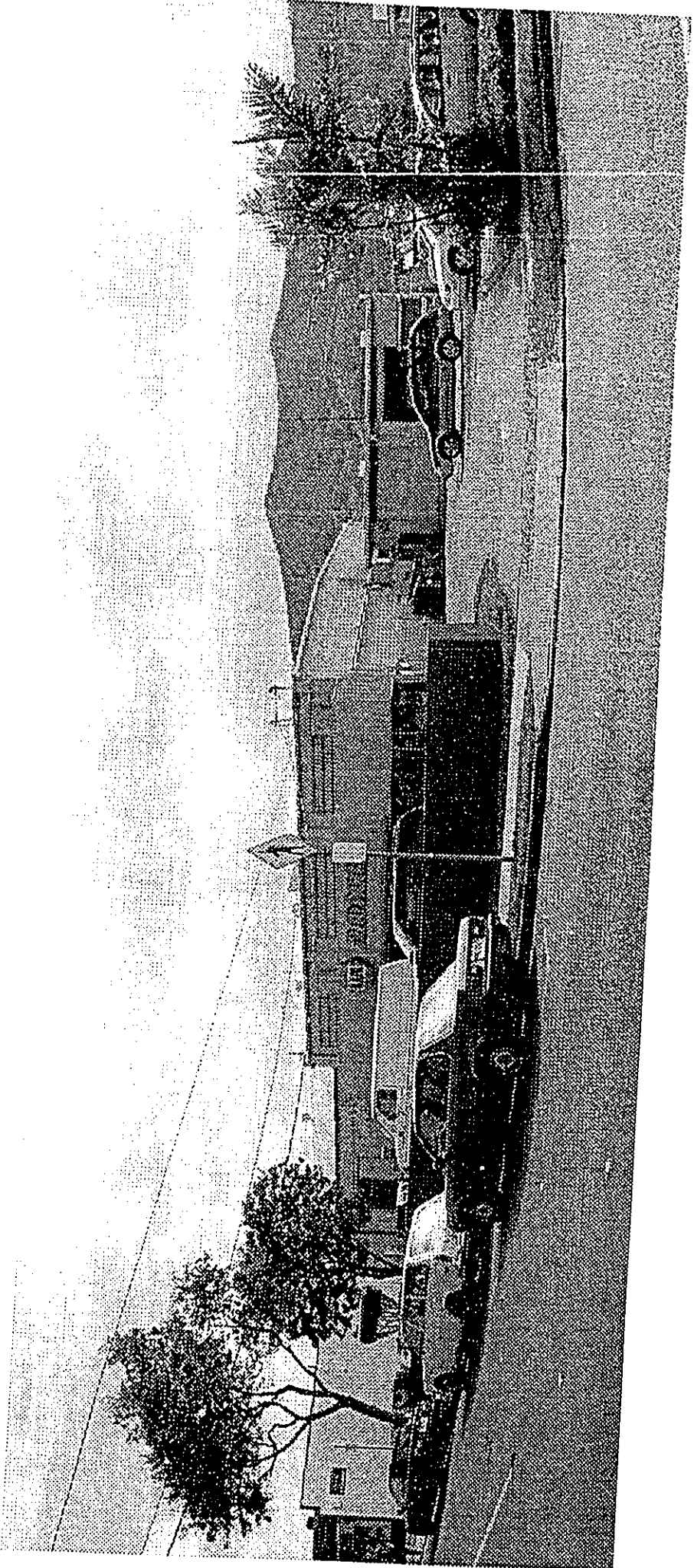
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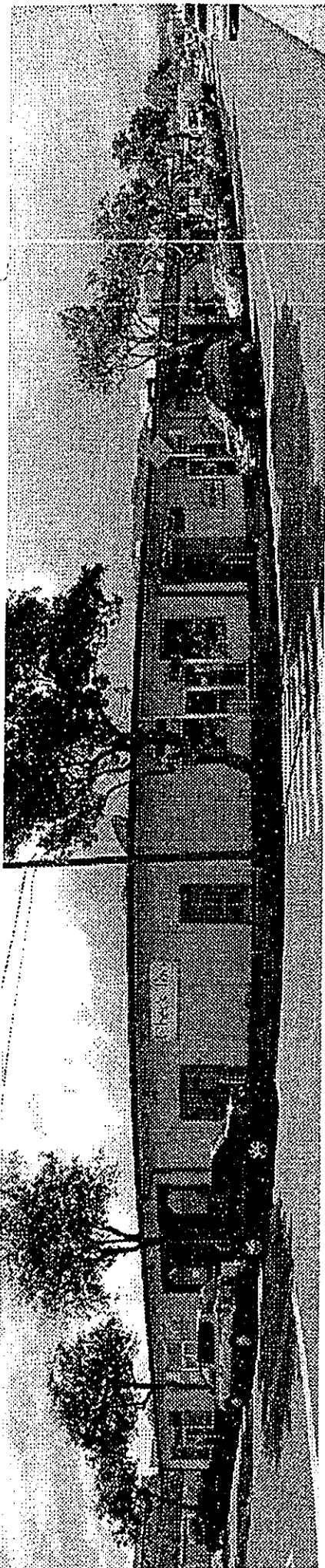
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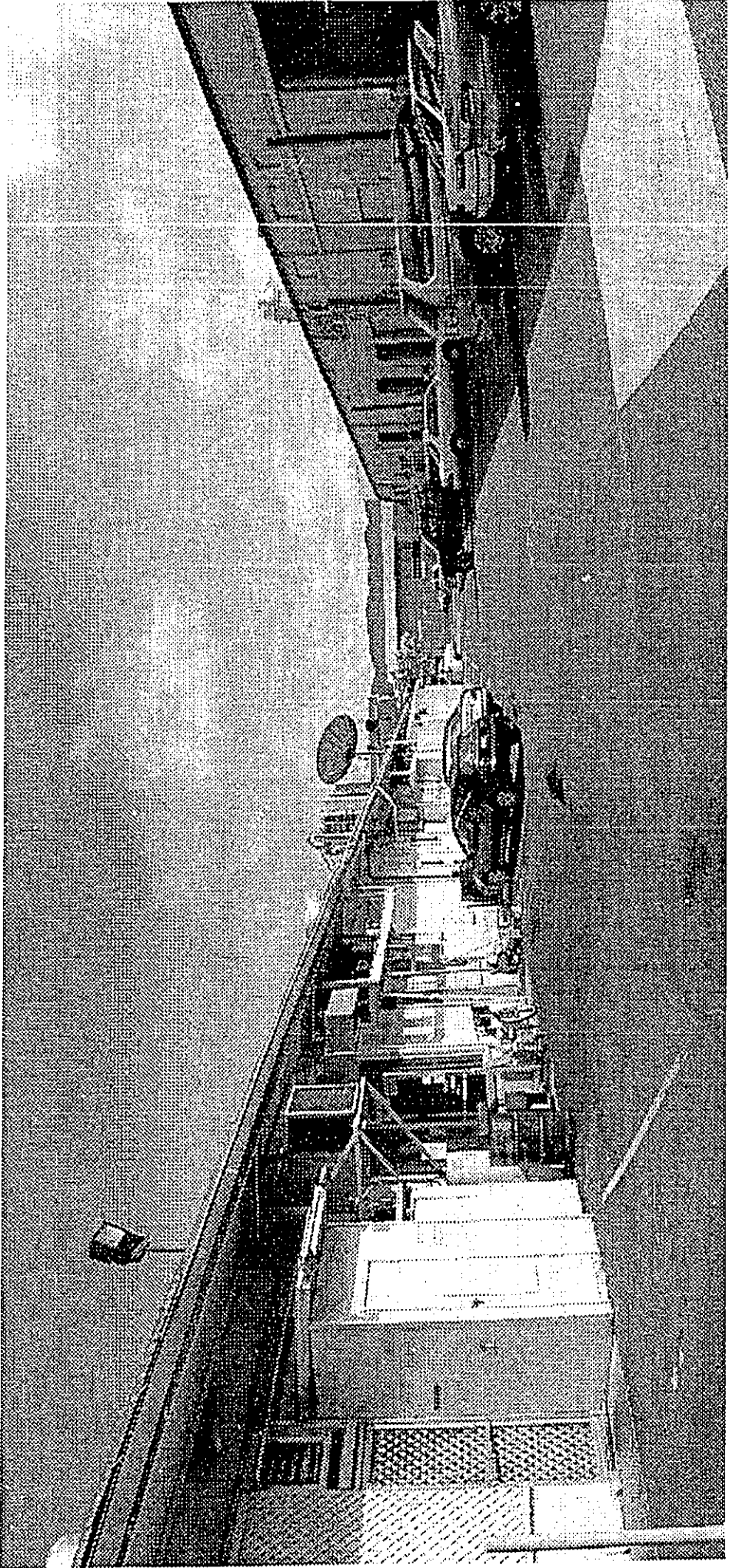
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12/15/07 10:30 AM
08

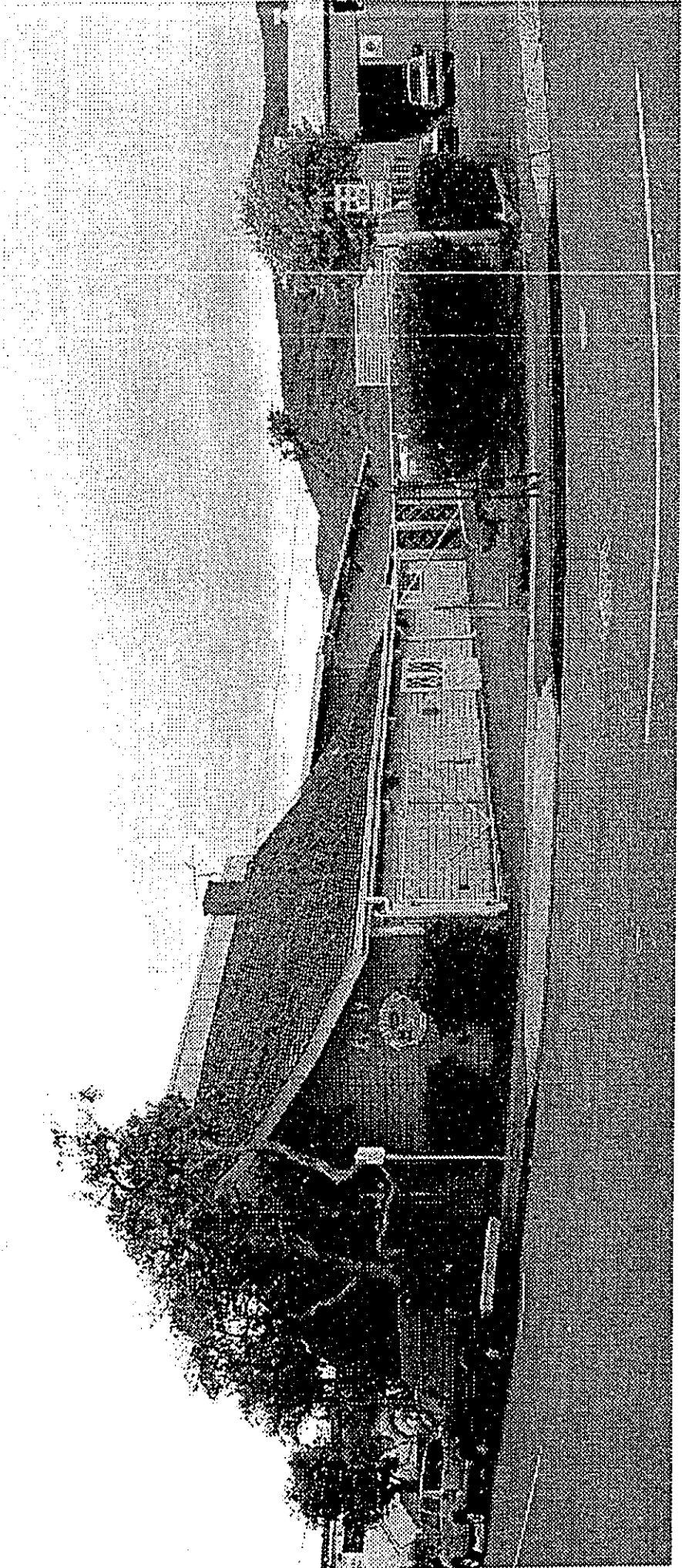
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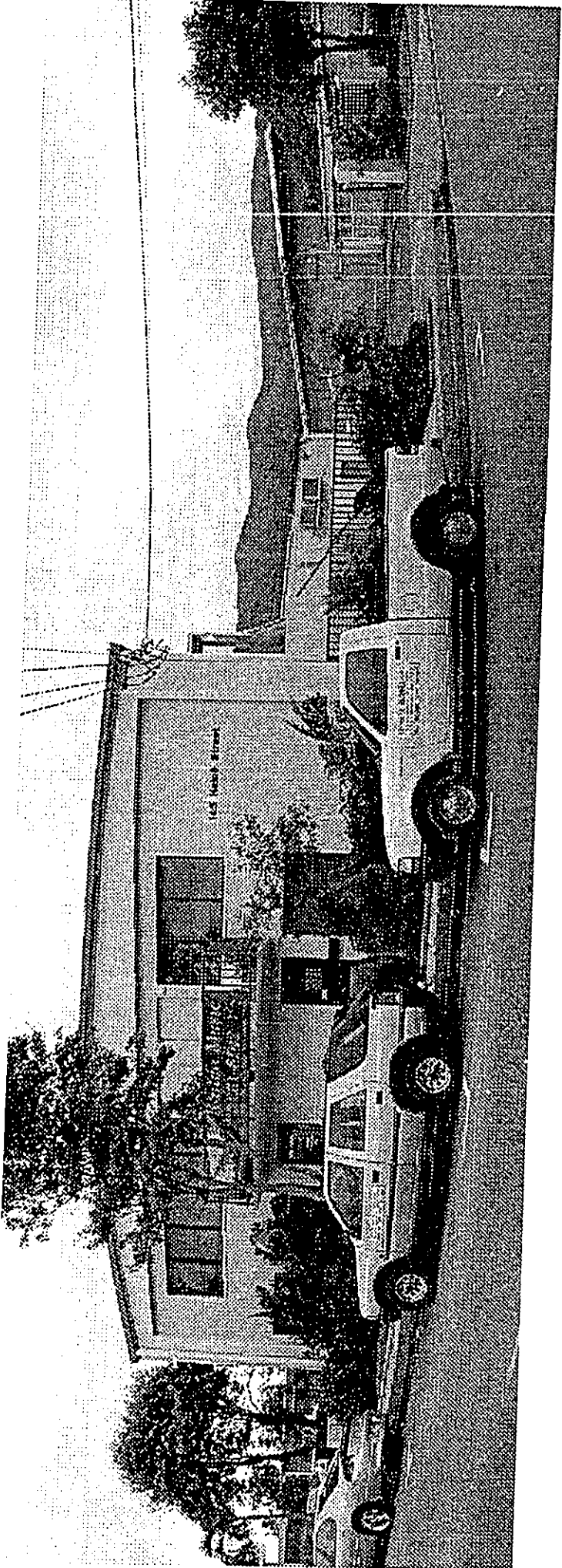


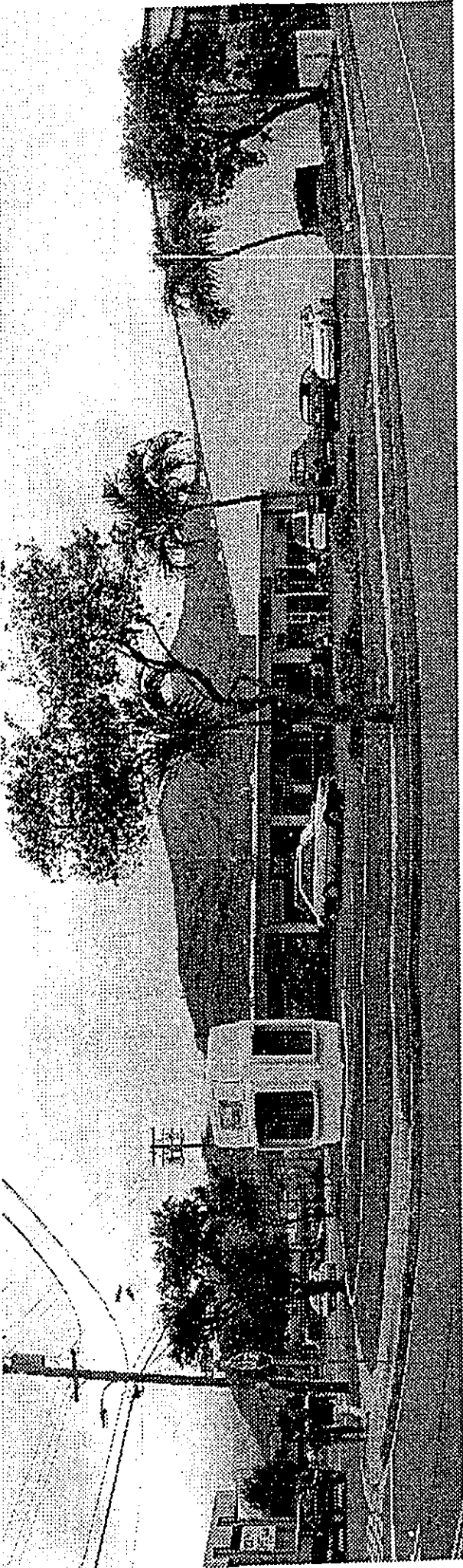
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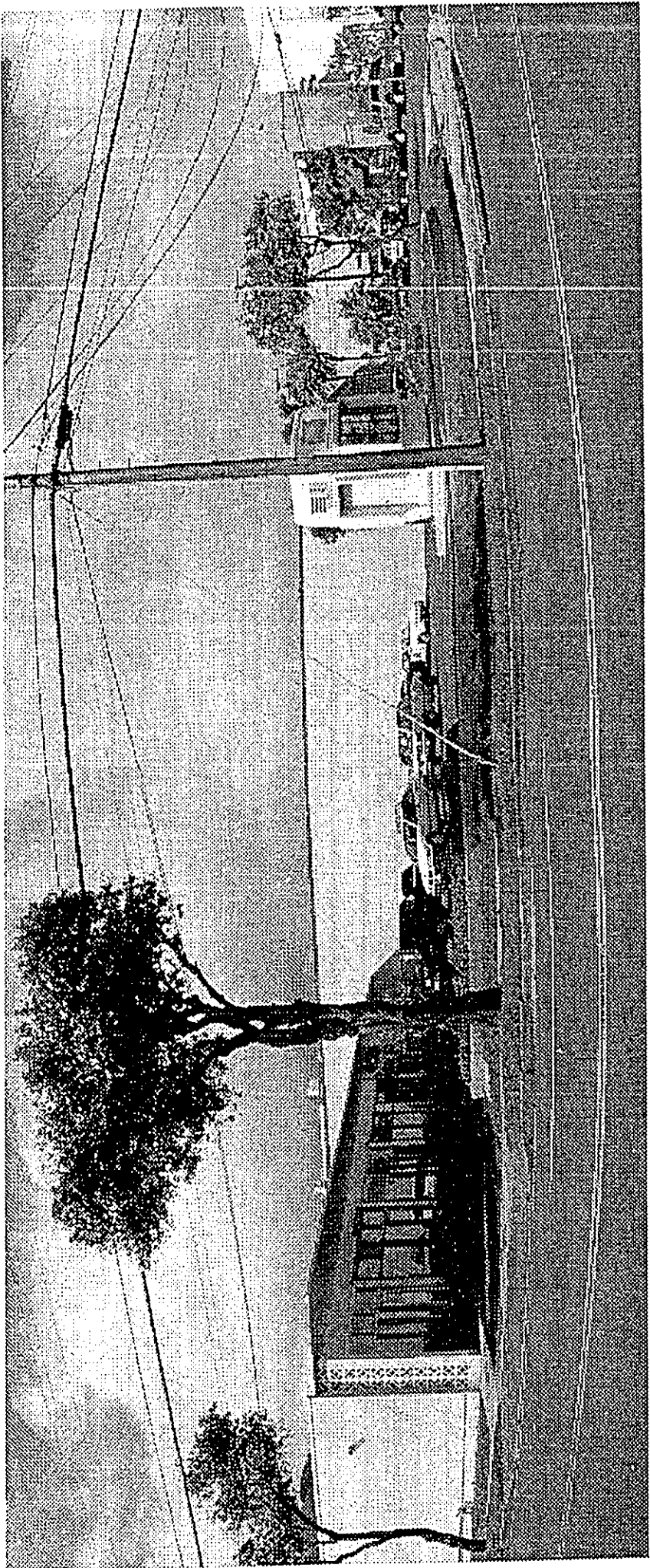
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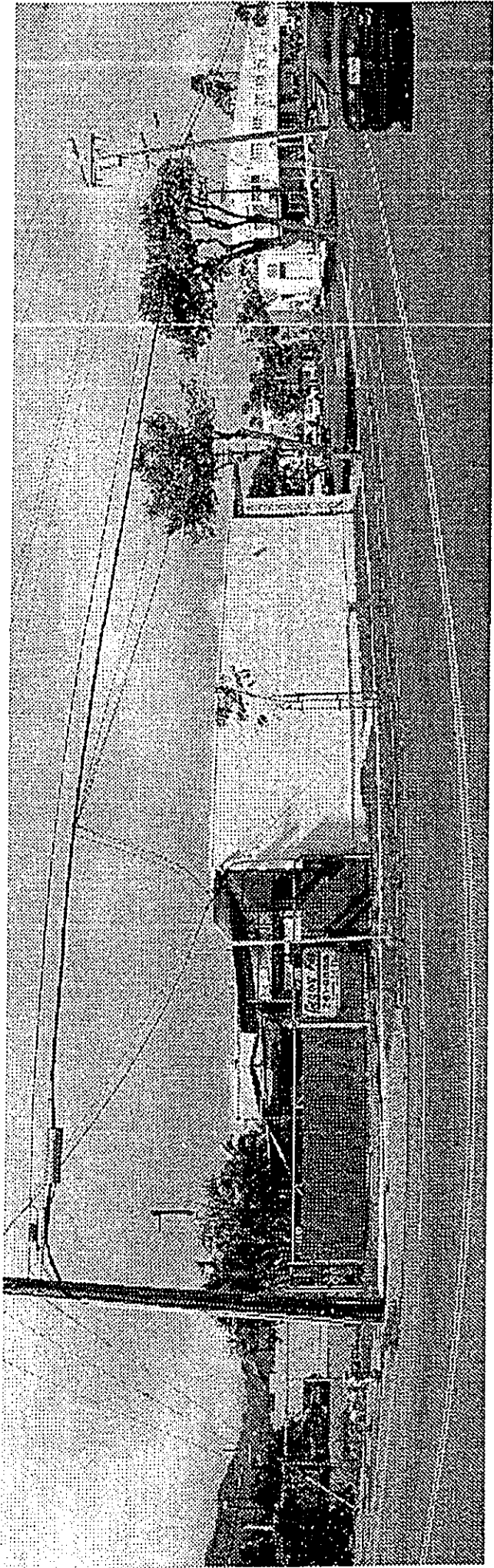


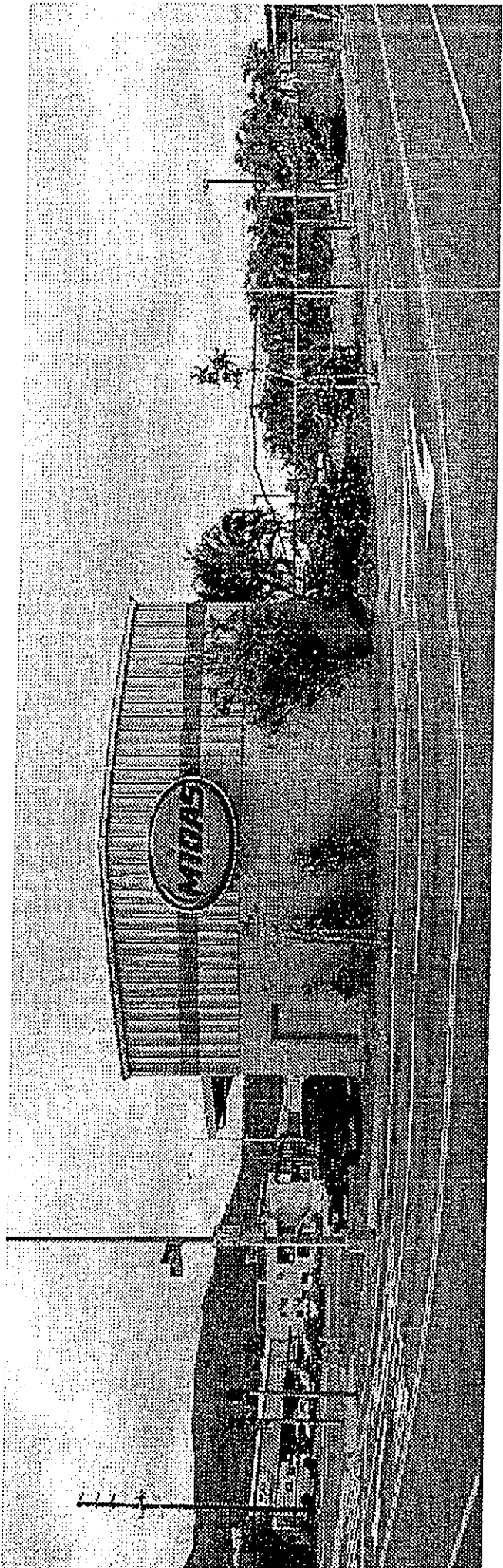


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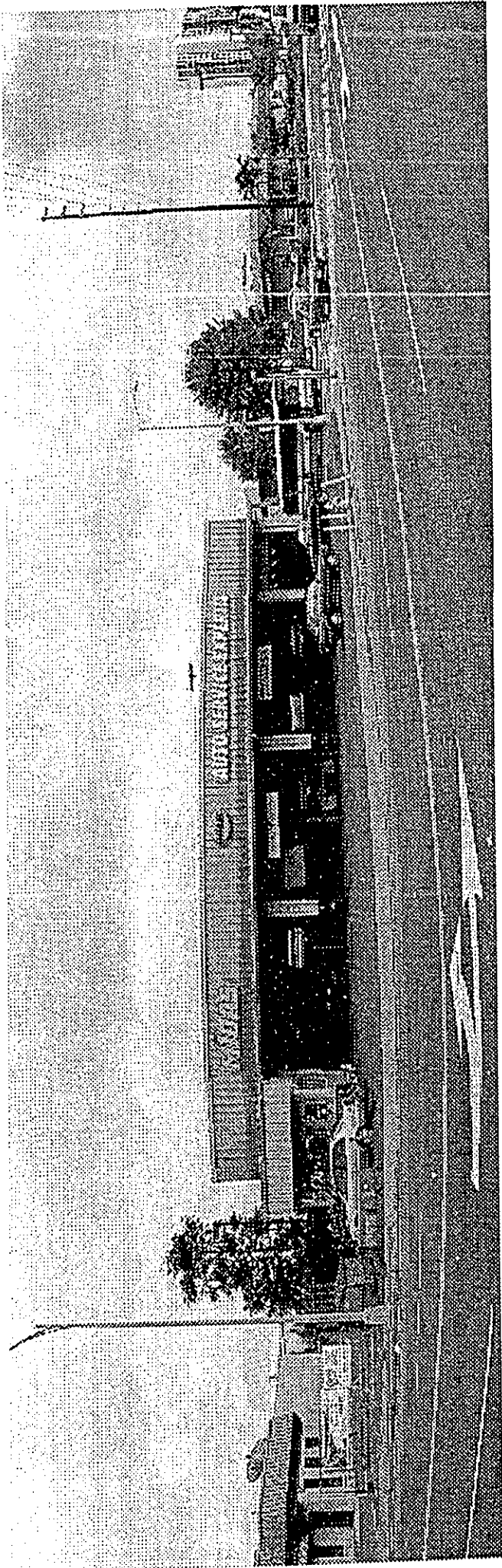


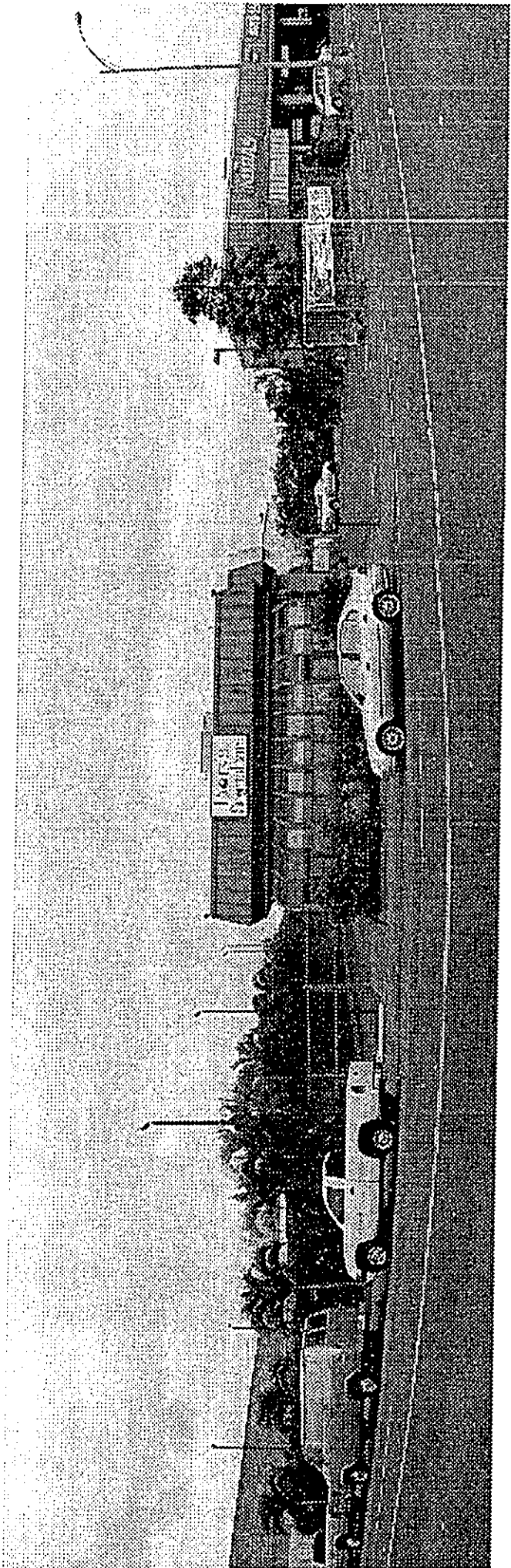


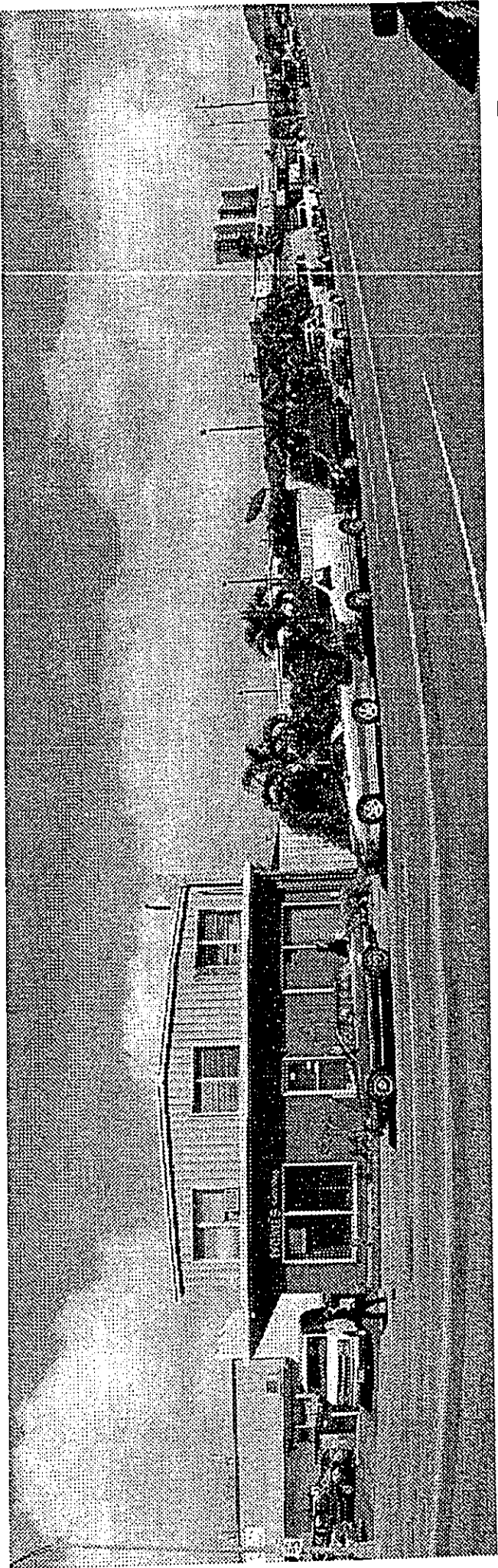


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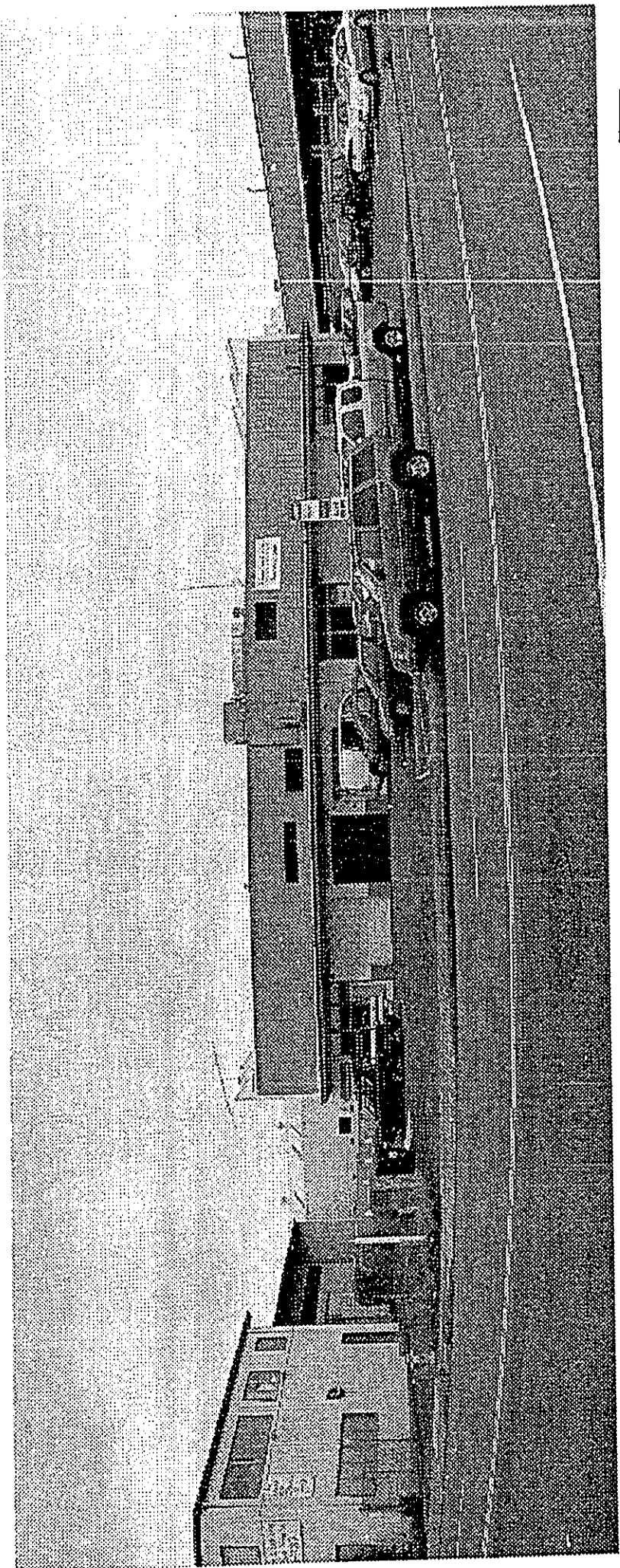




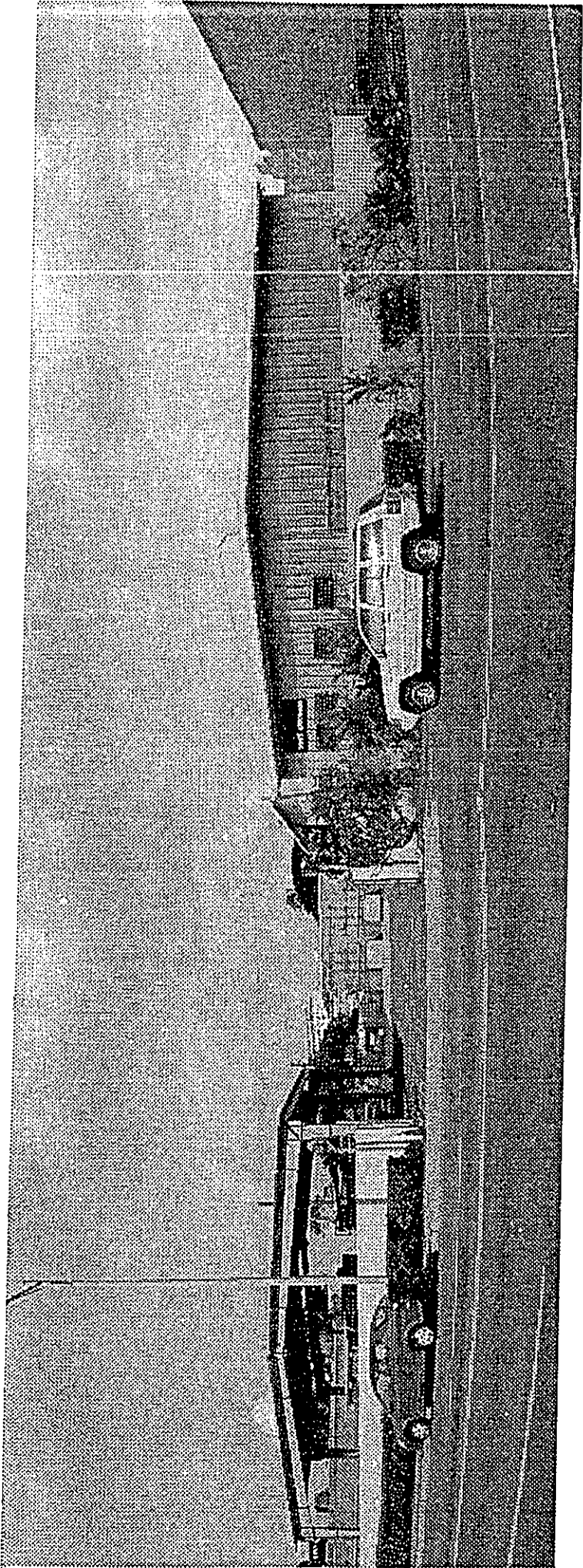


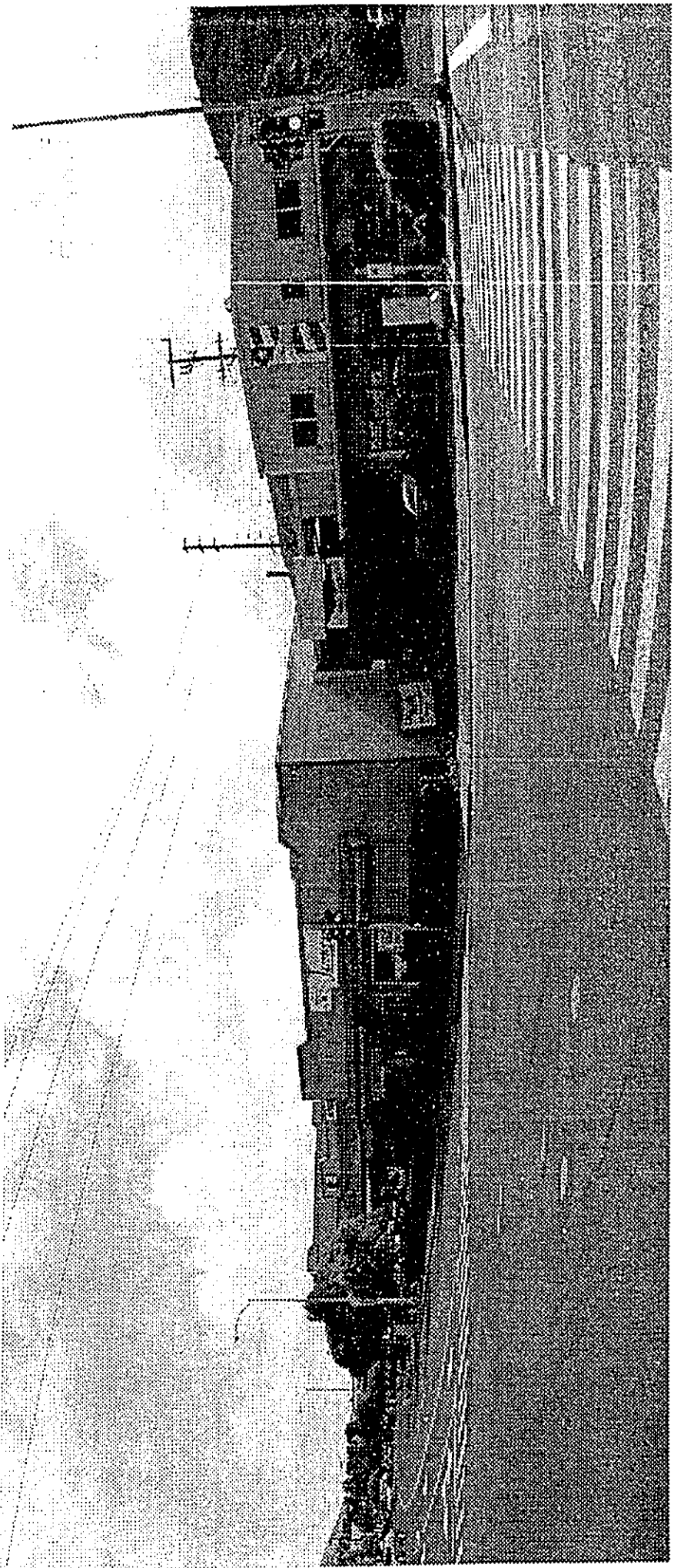
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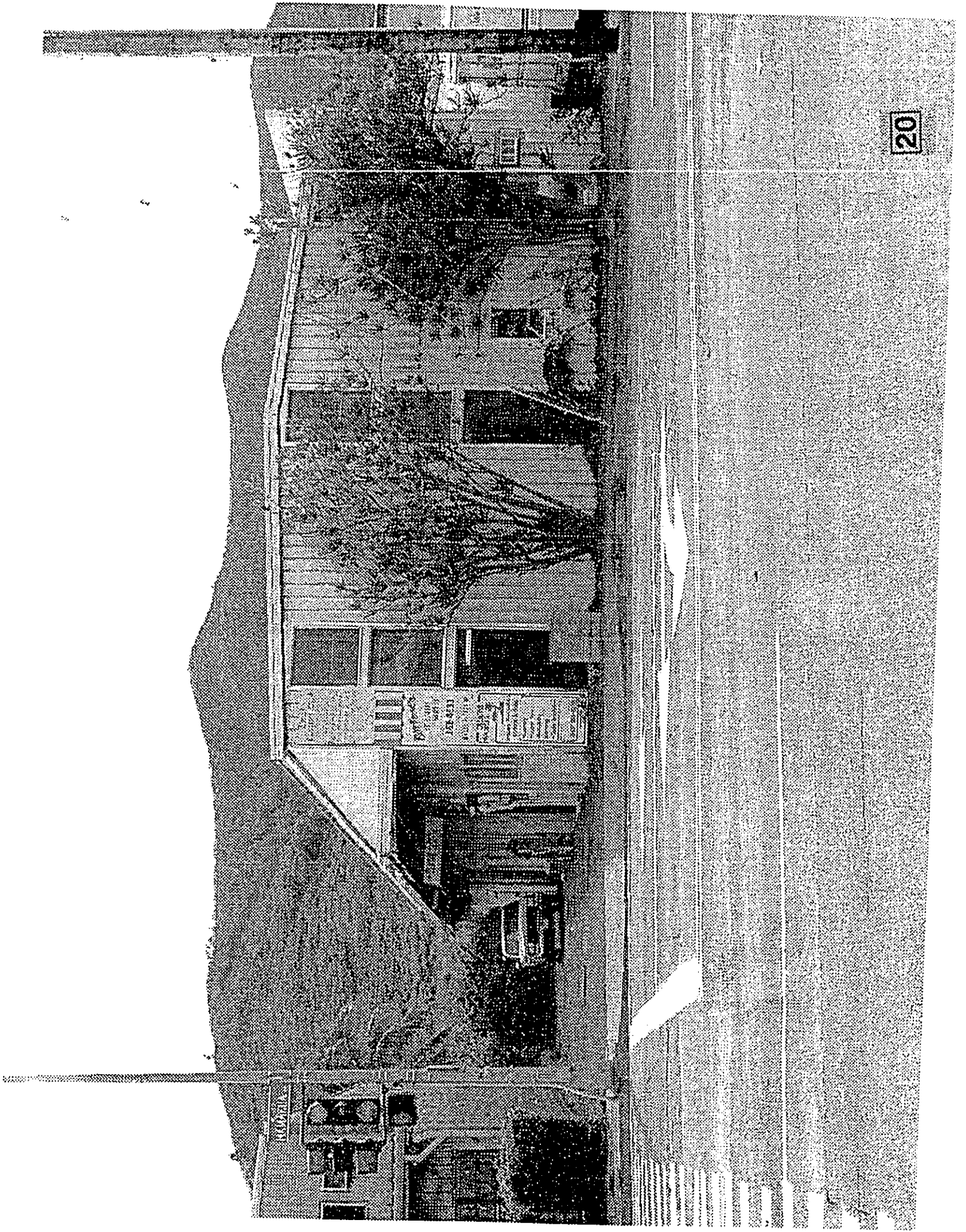
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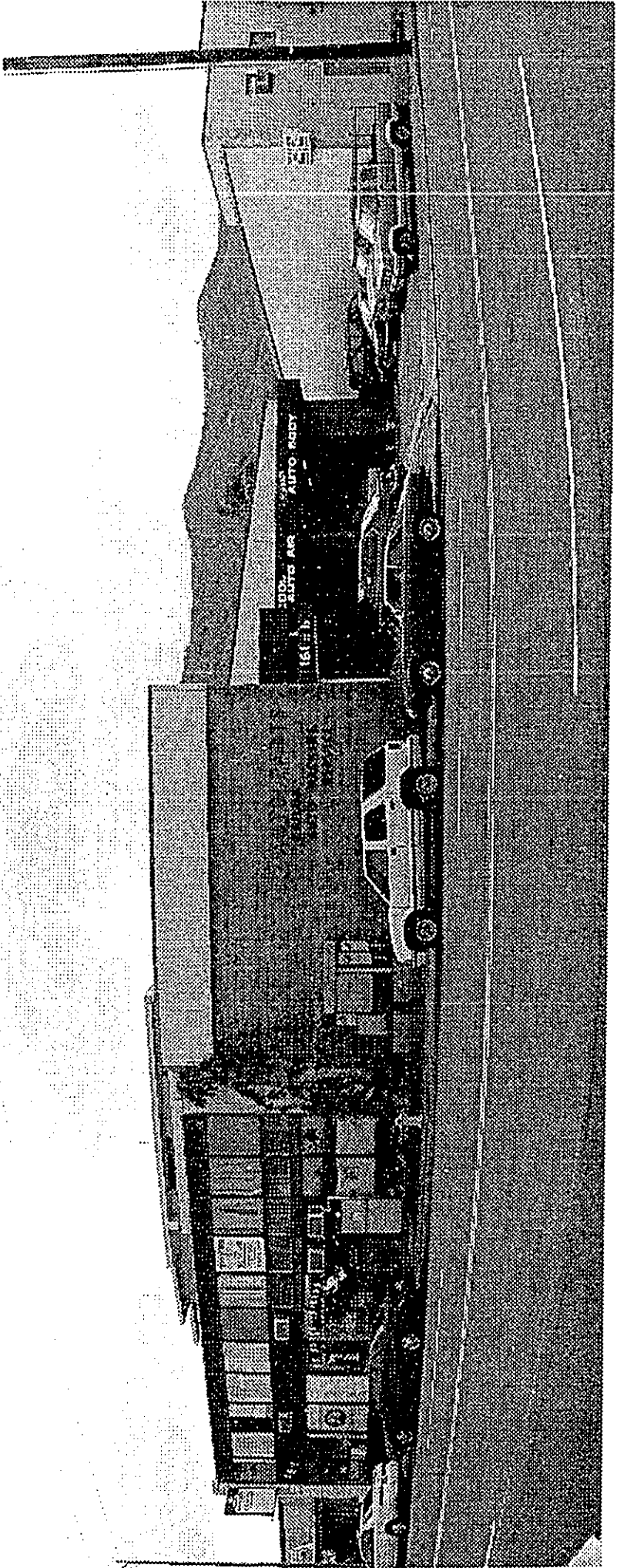


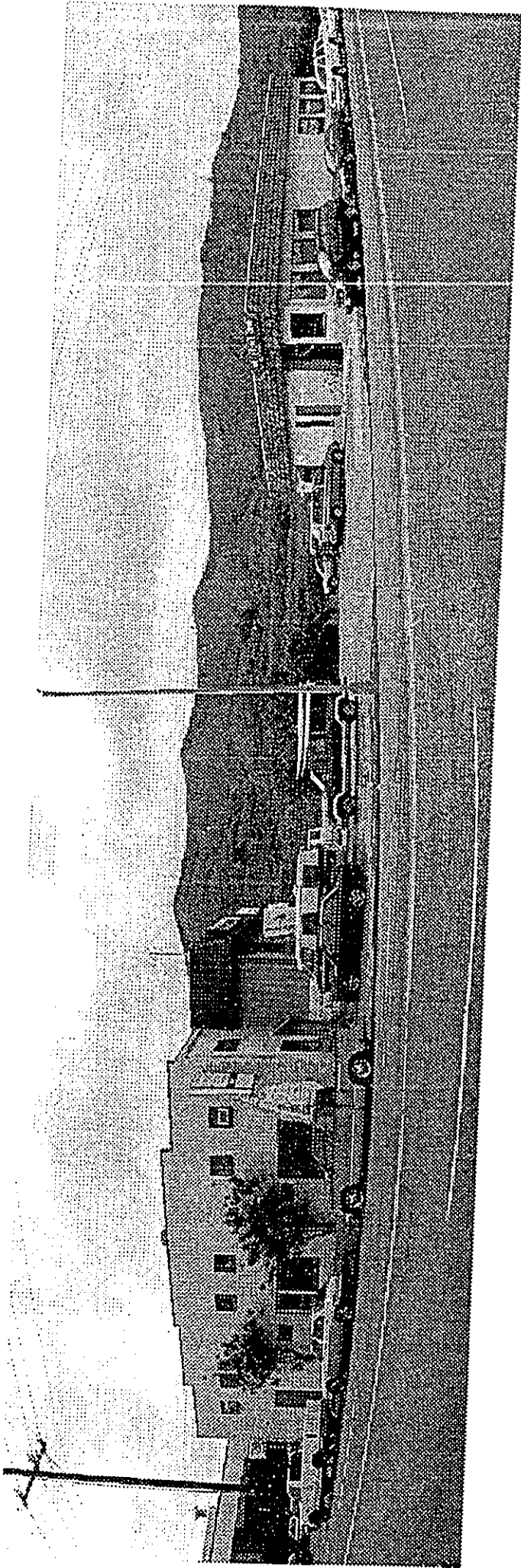


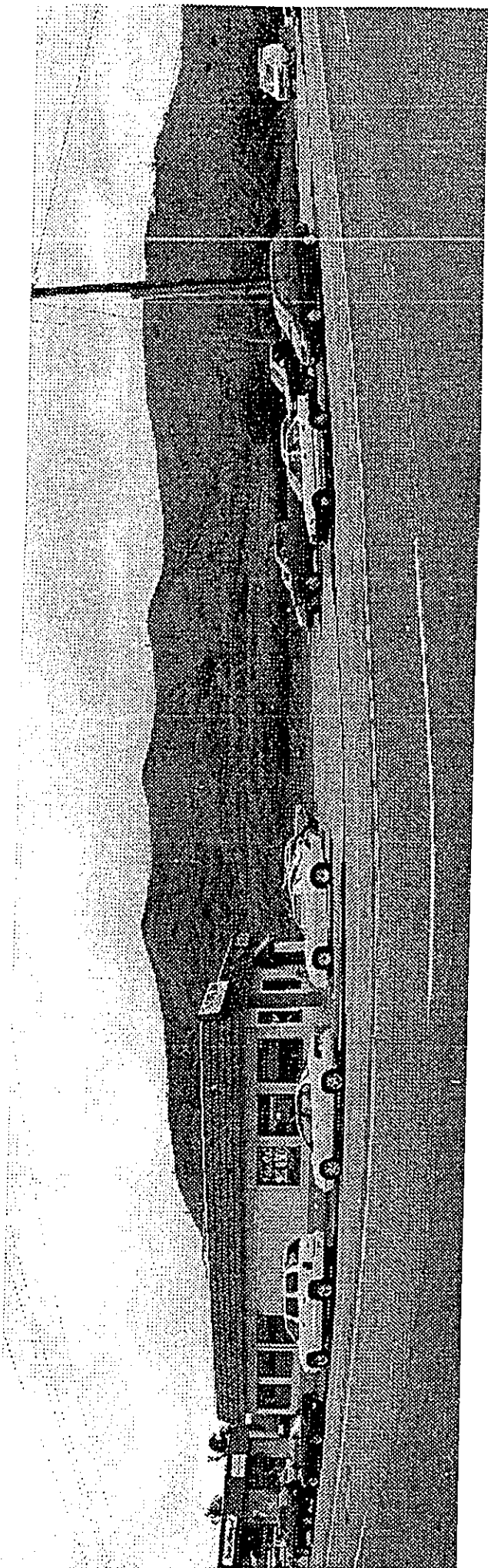


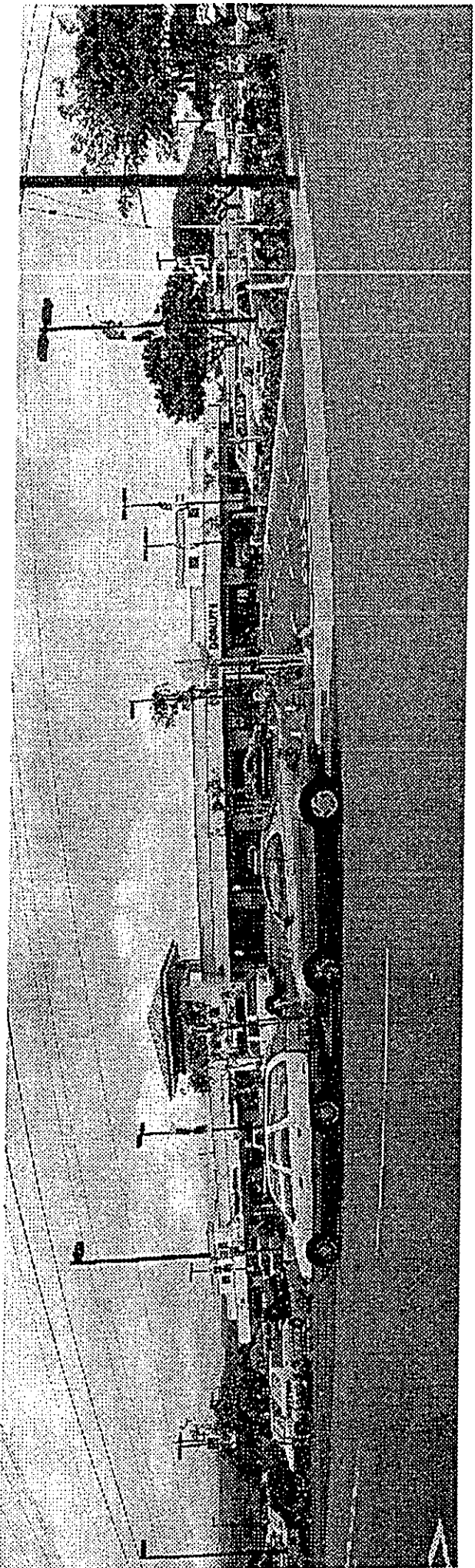


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