

Hawaiian Memorial Park Cemetery Expansion

Petition for Land Use District Boundary Amendment

Kāne`ohe, O`ahu, Hawai`i



November 28, 2007

CHING, YUEN & MORIKAWA
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BEFORE THE LAND USE COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Petition of:)
) DOCKET NO. A07-777
)
)
 HAWAIIAN MEMORIAL LIFE PLAN,)
 LTD., a Hawaii corporation)
)
 To Amend the Conservation Land Use)
 District Boundaries into the Urban Land Use)
 District for approximately 56.6 acres of land)
 at Kaneohe, Ko'olau Poko, Oahu, Hawaii,)
 Oahu Tax Map Key No. 4-5-33:01.)

PETITION FOR LAND USE DISTRICT BOUNDARY AMENDMENT.

VERIFICATION

AFFADAVIT OF MAILING

CERTIFICATE OF SERVICE

EXHIBITS 1 – 3

Environmental Impact Statement pursuant to Section 343-5(c), HRS, and (b) issue a EISPN for Project pursuant to Section 343-5(c), HRS.

4. Legal Name of Petitioner. Petitioner's exact legal name and location of its principal place of business is:

HAWAIIAN MEMORIAL LIFE PLAN, LTD.
1330 Maunakea Street
Honolulu, HI 96813

5. Communications To Petitioner. The name, title and address of the persons to whom correspondence or communications in regard to this petition are to be served are as follows:

Petitioner: HAWAIIAN MEMORIAL LIFE PLAN, LTD.
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Honolulu, HI 96817
Phon: (808) 522-5233
Facsimile: (808) 522-9310
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Petitioner's Attorney: WILLIAM W. L. YUEN, AAL, ALC
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6. Description of the Property. The land which is the subject of this Petition (the "Property") is situate at Hopenui, Kawaewae and Kalokoai, Kaneohe, Ko'olau Poko, Oahu, Hawaii, and is an approximately 56.6 acre portion of land described in and covered by Royal Patent No.7984, Land Commission Award No. 4452, Apana 13 to H. Kalama, identified as a portion of Oahu Tax Map Key No. 4-5-33:01.

A map generally identifying the location of the Property is attached as Figure 1 and Figure 3 in Exhibit 1. A map depicting the Property to be reclassified into the State Land Use Urban District is attached as Figure 10 in the EISPN, Exhibit 1. A survey map describing the Property by metes and bounds is being prepared and will be submitted with the EIS.

A composite of Oahu Tax Map Key No. 4-5-33:01 is attached as Figure 2 in the EISPN, Exhibit 1. Petitioner shall provide a description of the Property by metes and bounds

and such other descriptions, maps and surveys of the Property as the Land Use Commission may require for purposes of this Petition.

7. Reclassification Sought, Present Use of the Property, Assessment of Conformity.

(a) The Property is presently classified in the State Land Use Conservation District. Petitioner seeks to reclassify the Property to the State Land Use Urban District to develop the Project, an expansion of Hawaiian Memorial Park to include additional area for burials and mausoleums, and a twenty lot residential subdivision. The Project will also include internal roadways, drainage retention, preservation of historic sites and special features such as garden walls, walkways and monuments.

(b) A conceptual master plan for the Project is attached as Figure 4 in the EISPN, Exhibit 1.

(c) The Property is presently vacant and undeveloped. Although the Property is covered by thick vegetation, previous uses within the last seventy five years may have included grazing.

(d) An assessment of conformity of the reclassification to the standards for determining the boundaries for the Urban District is being prepared and will be submitted with the EIS. Petitioner submits that the Property conforms to standards set forth in §15-15-18, HAR, because the Property is located adjacent to and immediately mauka of Pohai Nani Good Samaritan Retirement Community Care Center (“Pohai Nani”), the Pikoiloa Tract Units 9 and 10, residential subdivisions in Kaneohe, and the Hawaii State Veterans Cemetery. Kaneohe is a center of trading and employment in Windward Oahu.

(e) In addition, basic public services and facilities are available to the Property. The Property is reasonably free from danger of flood, tsunami, unstable soil conditions and other adverse environmental effects.

(f) The Project does not presently conform to the Ko‘olau Poko Sustainable Communities Plan but Petitioner will apply to the City and County of Honolulu for an amendment to the Ko‘olau Poko Sustainable Communities Plan Land Use Map.

8. Petitioner's Property Interest. Petitioner is the owner in fee simple of the Property identified as Oahu Tax Map Key No. 4-5-33:01. Petitioner's ownership of the Property is evidenced by a deed dated January 15, 2003, recorded in the Bureau of Conveyances of the State of Hawaii as Document No. 2003-007488, a copy of which is attached as Exhibit 2.

9. Type of Development Proposed. Petitioner intends to develop a majority of the Property as a cemetery for expansion of Hawaiian Memorial Park. Petitioner intends to utilize approximately 33.8 acres of the Property for burials, mausoleums, drainage retention and internal roadways. After grading to establish appropriate slopes, the majority of this area will be landscaped to match the appearance of the existing Hawaiian Memorial Park Cemetery.

Petitioner proposes to construct four one story mausoleums, approximately 3,500 sq. ft. in size to be distributed throughout the expanded cemetery. Mausoleums will be used for entombment of both casketed and cremated remains in crypts and niches. One mausoleum will contain restroom facilities. Petitioner also intends to place special features such as garden walls, walkways, monuments and private mausoleum structures throughout the cemetery grounds. Petitioner also proposes to develop a portion of the Property that is immediately adjacent to and south of Pohai Nani for a 20 lot residential subdivision.

10. Statement of Projected Number of Lots And Unit Types. Petitioner intends to develop approximately 20 subdivided lots on the Property. Residential lots will range from approximately 7,500 to 8,000 sq. ft. in size, to maintain consistency with the residential character of lots in the neighboring community. A breakdown of sales prices will be submitted with the EIS.

11. Financial Condition of the Petitioner. Petitioner is a wholly owned subsidiary of Service Corporation International, North America's largest single provider of funeral, cremation and cemetery services. Service Corporation International's shares are listed on the New York Stock Exchange. Service Corporation International's unaudited financial statements including: (a) consolidated balance sheet and (b) consolidated statements of operations for the three month period ended June 30, 2007, demonstrating Petitioner's financial capability to undertake development of the Property, is attached as Exhibit 3. Petitioner intends to use internal funds or bank financing to develop the Property.

12. Description of the Petition Area, Surrounding Areas and Use of Land. The Property is presently vacant and undeveloped and is characterized as thickly vegetated. The Property is adjacent to residential subdivisions in Kaneohe along the northwestern boundary and Pohai Nani on its northern boundary. The Property is bounded on its south eastern side by the Hawaii State Veterans Cemetery. The eastern portion of the Property, a steep ridge, will remain in the State Land Use Conservation District. A complete description of the Property will be included in the EIS. A description of the topography, soil classification and agricultural potential of the Property will be included in the EIS.

13. Assessment of the Impacts of the Proposed Development Upon the Environment. An assessment of the impact development of the Project would have on agricultural resources in the area will be included in the EIS. An assessment of the impact development of the Project would have on natural resources will be included in the EIS. An assessment of the impact development of the Project would have on archaeological and cultural resources, public recreation resources, traffic, noise, air quality and socio-economic resources will be included in the EIS.

14. Availability of Public Services and Facilities. A discussion of the availability of and impact development of the Project would have on public services will be included in the EIS. A discussion of the availability and adequacy of public facilities to serve the Property, such as roadway, drainage, water and waste facilities, will be included in the EIS.

15. Location of The Proposed Development in Relation to Adjacent Land Use Districts. The Property is located adjacent to and is bounded by Kaneohe community in the State Land Use Urban District, a center of trading and employment. The location of the proposed development in relation to existing developments in the Urban District will be discussed in the EIS.

16. Economic Impacts of the Proposed Development. The economic impact of the Project on the Ko‘olau Poko community will be discussed in the EIS.

17. Impact of the Petition On Housing Needs of Low And Moderate Income Families. Petitioner intends to comply with the affordable housing requirements of the City and County of Honolulu in the sale of the subdivided lots to low, moderate and gap group income residents of Oahu.

18. Assessment of Need for the Reclassification. An assessment of the need for the reclassification, in response to anticipated demand for burial facilities and housing will be included as an appendix to the EIS.

19. Assessment of Conformity to State Planning Policies. A discussion of the Project conformance to the applicable goals, objectives and policies of the Hawaii State Plan and the applicable priority guidelines and functional plan policies will be included in the EIS.

20. Assessment of Conformity to Objectives of The Coastal Zone Management Program. A discussion of the Project’s conformance to objectives and policies of the Coastal Zone Management program as discussed in Chapter 205A, HRS, will be included in the EIS.

21. Assessment of Conformity to Applicable County Development Policies. Petitioner will apply to the City and County of Honolulu Department of Planning and Permitting for an amendment to the Ko‘olau Poko Sustainable Communities Plan Land Use Map to accommodate the Project.

22. Assessment of Need for Incremental Reclassification. Petitioner intends to develop the Project over a ten (10) to twenty (20) year period. Permitting is anticipated to require over a two (20) to three (3) year period. Petitioner intends to commence design and construction of the backbone infrastructure for development of the entire Property in a single integrated system as soon as all permits or exemptions have been obtained. Without assurance that the entire the Project may be built as planned, it would not be feasible for Petitioner to proceed to design and build large scale infrastructure improvements with the capacity needed to accommodate development of the entire Project. Therefore Petitioner submits that it would not be appropriate for the Project to be approved in increments. A complete discussion of these factors will be included in the EIS.

23. Assessment of Impacts on Hawaiian Customary and Traditional Rights. An assessment of the impact development of the Project would have on Native Hawaiian customary and traditional rights under Article XII, Section 7 of the Hawaii State Constitution will be included in the EIS. An Assessment of the impact development of the Project would have on access and trails will be included in the EIS. In addition, a Cultural Impact Study will be included in the EIS.

24. Written Comments to the Petition. Petitioner has attached the EISPN as Exhibit 1 to the Petition. Assuming the Land Use Commission determines that it is the Appropriate Accepting Authority for the EIS, Petitioner will circulate the Draft EIS for public comment and will furnish the written comments and responses to the Land Use Commission with the Final EIS.

WHEREFORE, Petitioner respectfully requests that the Land Use Commission amend the land use district boundaries of the Property from the State Land Use Agricultural District to the State Land Use Urban District, respectfully, for the purposes and in the manner proposed in this Petition.

DATED: Honolulu, Hawaii, November 26, 2007.

HAWAIIAN MEMORIAL LIFE PLAN, LTD., a
Hawaii corporation

By: 
KEVIN DOHERTY
Its Vice President

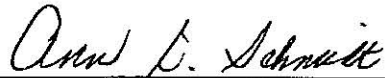
VERIFICATION

KEVIN DOHERTY, the person named, being duly sworn on oath, deposes and says that he is Vice-President of HAWAIIAN MEMORIAL LIFE PLAN, LTD., a Hawaii corporation, and as such is authorized to make this verification on behalf of HAWAIIAN MEMORIAL LIFE PLAN, LTD.; that he has read the foregoing Petition for Land Use District Boundary Amendment, Verification and Certificate of Service and knows the contents thereof; and that the same are true to the best of his knowledge, information and belief.



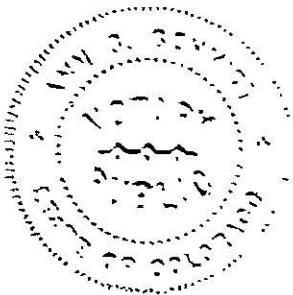
KEVIN DOHERTY

Subscribed and sworn before me
this 26 day of November, 2007



Notary Public, State of Colorado

My commission expires: October 29, 2009



BEFORE THE LAND USE COMMISSION

STATE OF HAWAII

| | | |
|---|---|--------------------|
| In the Matter of the Petition of: |) | |
| |) | DOCKET NO. A07-777 |
| |) | |
| HAWAIIAN MEMORIAL LIFE PLAN, |) | |
| LTD., a Hawaii corporation |) | |
| |) | |
| To Amend the Conservation Land Use |) | |
| District Boundaries into the Urban Land Use |) | |
| District for approximately 56.6 acres of land |) | |
| at Kaneohe, Ko‘olau Poko, Oahu, Hawaii, |) | |
| Oahu Tax Map Key No. 4-5-33:01. |) | |
| |) | |
| |) | |
| |) | |

AFFIDAVIT OF MAILING

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

WILLIAM W.L. YUEN, being duly sworn on oath deposes and says:

1. That he is an attorney for HAWAIIAN MEMORIAL LIFE PLAN, LTD., a Hawaii corporation, Petitioner in the above-captioned petition to amend land use district boundaries.
2. That he makes this affidavit based on his personal knowledge and belief, and is competent to testify on such matters.
3. That he is making this affidavit pursuant to Section 15-15-50(c)(5)(C) and Section 15-15-50(d), HAR.
4. That pursuant to Section 15-15-48(a), HAR, he has served a copy of the following documents:

- a. Petition for Land Use District Boundary Amendment
- b. Verification
- c. Exhibits 1-3
- d. This Affidavit

on the State of Hawaii Office of Planning, the City and County of Honolulu Department of Planning and Permitting and the City and County of Honolulu Planning Commission at their last known addresses by hand delivery or by depositing the same in the U.S. Mail, postage prepaid, on November 28, 2007. There are no other parties with an interest or who may claim an interest in the property that is the subject of this Petition as recorded in the City and County of Honolulu real property tax records.

Copies mailed or delivered to:

(At last known address)

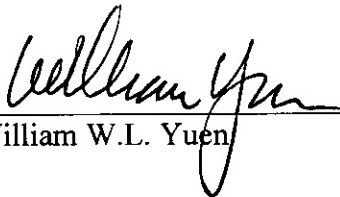
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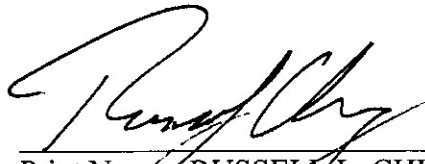
5. That pursuant to Section 15-15-50(d), HAR, he has given the attached notification of the amended Petition filing to persons on the attached mailing list provided by the Executive Officer of the Land Use Commission.

FURTHER AFFIANT SAYETH NAUGHT:

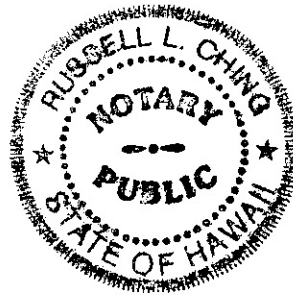


William W.L. Yuen

Subscribed and sworn to
Before me this 20th day of November 2007



Print Name: RUSSELL L. CHING
Notary Public, State of Hawaii
My commission expires: 05/16/08



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 Telephone No.: 524-8880

BEFORE THE LAND USE COMMISSION

STATE OF HAWAII

In the Matter of the Petition of:)
)
)
)
 HAWAIIAN MEMORIAL LIFE PLAN,)
 LTD., a Hawaii corporation)
)
 To Amend the Conservation Land Use)
 District Boundaries into the Urban Land Use)
 District for approximately 56.6 acres of land)
 at Kaneohe, Ko‘olau Poko, Oahu, Hawaii,)
 Oahu Tax Map Key No. 4-5-33:01.)
)
)
)
)

DOCKET NO. A07-777

CERTIFICATE OF SERVICE

I hereby certify that a copy of the following documents:

- a. Petition for Land Use District Boundary Amendment
- b. Verification
- c. Affidavit of Mailing
- d. Exhibits 1-3

has been duly served on the following parties at their last known addresses by hand delivery or depositing in the US mail, postage prepaid on November 28, 2007.

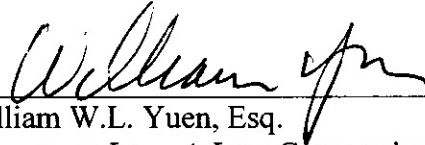
Copies mailed or delivered to:
(At last known address)

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Office of Planning
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Honolulu, HI 96813

Director
City and County of Honolulu Planning
Department
P.O. Box 2359
Honolulu, HI 96804-2359

Chair
City and County of Honolulu Planning
Commission
P.O. Box 2359
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DATED: Honolulu, Hawaii, November 28, 2007.



William W.L. Yuen, Esq.
Attorney at Law, A Law Corporation
Attorney for HAWAIIAN MEMORIAL LIFE PLAN,
LTD., a Hawaii corporation

November 28, 2007

NOTICE OF PETITION FILING

This is to advise you that a petition to amend the State Land Use District Boundaries with the following general information has been submitted to the State Land Use Commission:

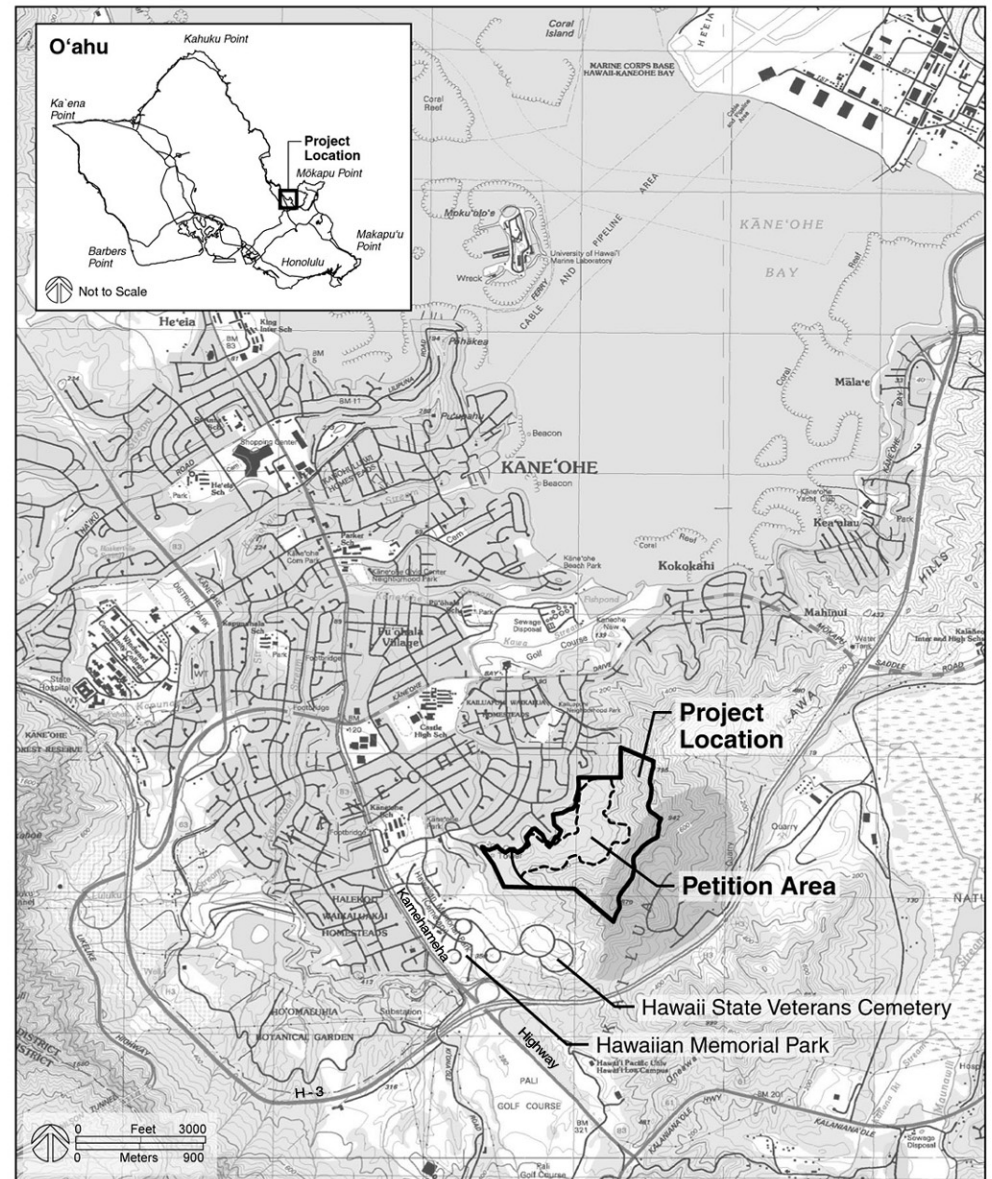
Docket No.: A07-777
Petitioner/Address: Hawaiian Memorial Life Plan, Ltd.
1330 Maunakea Street
Honolulu, HI 96813
Landowner: Hawaiian Memorial Life Plan, Ltd.
Tax Map Key No.: Oahu Tax Map Key No. 4-5-33:01
Location: Kaneohe, Ko'olau Poko, Oahu, Hawaii
Requested Reclassification: Conservation to Urban
Acreage: Approximately 56.6 acres
Proposed Use: Cemetery and residential subdivision
Date Submitted: November 28, 2007

You may review detailed information regarding the petition at the Land Use Commission office or the City and County of Honolulu, Department of Planning and Permitting.

The Land Use Commission Office is located at 235 S. Beretania Street, Room 406, Honolulu, Hawaii. Office hours are from 7:45 am to 4:30pm, Mondays through Fridays.

A hearing on this petition will be scheduled at a future date. If you are interested in participating in the hearing as a public witness, please write or call the Commission office at P.O. Box 2359, Honolulu, Hawaii 96804-2359; Phone: 587-3822.

If you intend to participate in the hearing as an intervenor, pursuant to §15-15-52, Hawaii Administrative Rules, you should file a notice of intent to intervene with the Commission within 30 days of the date of this notice. Please contact the Commission office for further information.



Regional Location

Hawaiian Memorial Park Cemetery Expansion Petition for State Land Use District Boundary Amendment

Petitioner's Exhibit No. 1

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Preparation Notice

Kāne`ohe, O`ahu, Hawai`i



November 2007

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Preparation Notice

Kāne`ohe, O`ahu, Hawai`i

Applicant/Landowner:
Hawaiian Memorial Life Plan Ltd.

EISPN Preparer:
Helber Hastert & Fee, Planners

Accepting Authority:
State of Hawaii Land Use Commission

November 2007

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ACRONYMS AND ABBREVIATIONS

| | |
|-------|---|
| § | Section |
| AeE | Alaelo silty clay, 15 to 25 % slopes |
| AIS | Archaeological Inventory Survey |
| ALF | Alaelo silty clay, 40 to 70 % slopes |
| AMSL | above mean sea level |
| cfs | cubic feet per second |
| CSH | Cultural Surveys Hawai'i |
| DEIS | Draft Environmental Impact Statement |
| DLNR | Department of Land and Natural Resources |
| DP | Development Plan |
| EIS | Environmental Impact Statement |
| EISPN | Environmental Impact Statement Preparation Notice |
| FEMA | Federal Emergency Management Agency |
| FIRM | Flood Insurance Rate Map |
| ft | foot (feet) |
| gpm | gallons per minute |
| GPS | geographic positioning system |
| HAR | Hawaii Administrative Rules |
| HMP | Hawaiian Memorial Park |
| HPD | Honolulu Police Department |
| HRS | Hawaii Revised Statutes |
| KgC | Kaneohe silty clay, 8 to 15 % slopes |
| KHOF | Kaneohe silty clay, 30 to 65 % slopes |
| LUO | Land Use Ordinance |
| mgd | million gallons per day |
| PER | Preliminary Engineering Report |
| SCP | Sustainable Community Plan |
| SHPD | State Historic Preservation Division |
| SLC | Szabian, Landrun & Cleghorn |
| SMA | Special Management Area |

GENERAL INFORMATION

| | |
|--|---|
| Project Name: | Hawaiian Memorial Park Cemetery Expansion |
| Proposed Action: | Reclassify approximately 56.6 acres of land from the State Conservation District to the Urban District to expand the acreage of the existing Hawaiian Memorial Park cemetery and develop a 20-unit residential subdivision. |
| Petitioner: | Hawaiian Memorial Life Plan Ltd. 1330 Maunakea Street Honolulu, HI 96813 Contact: Mr. Jay Morford Telephone: (808) 522-5233 |
| EISPN Preparer: | Helber Hastert & Fee, Planners 733 Bishop Street, Suite 2590 Honolulu, HI 96813 Contact: Mr. Scott Ezer Phone: (808) 545-2055 |
| Accepting Authority: | State of Hawaii Land Use Commission |
| Chapter 343, HRS “Trigger”: | Proposed reclassification of land currently designated as Conservation District by the State Land Use Commission (HRS §Section 343-5(a)(7)). |
| Location: | Kāneʻohe, Koʻolau Poko District, Oʻahu, Hawaiʻi |
| Tax Map Key: | (1) 4-5-033: por. 001 |
| Area: | An approximately 56.6-acre portion of a 164.423-acre parcel |
| Landowners: | Hawaiian Memorial Life Plan Ltd. 1929 Allen Parkway, 8 th floor Houston, TX 77019 |
| Existing Uses: | Vacant land |
| Proposed Uses: | Cemetery, residential |
| Existing State Land Use District: | Conservation |
| Proposed State Land Use District: | Urban; State Land Use District Boundary Amendment is needed. |
| Applicable Permit: | State Land Use District Boundary Amendment |

Existing City and County of Honolulu Zoning:

P-1 Restricted Preservation

Existing Ko'olau Poko Sustainable Communities Plan:

Open Space/Preservation Area; Ko'olau Poko Sustainable Communities Plan Amendment is needed for cemetery use.

Other Land Use Approvals:

City and County of Honolulu Zone Change

Determination:

Environmental impact statement is required.

1.0 BACKGROUND

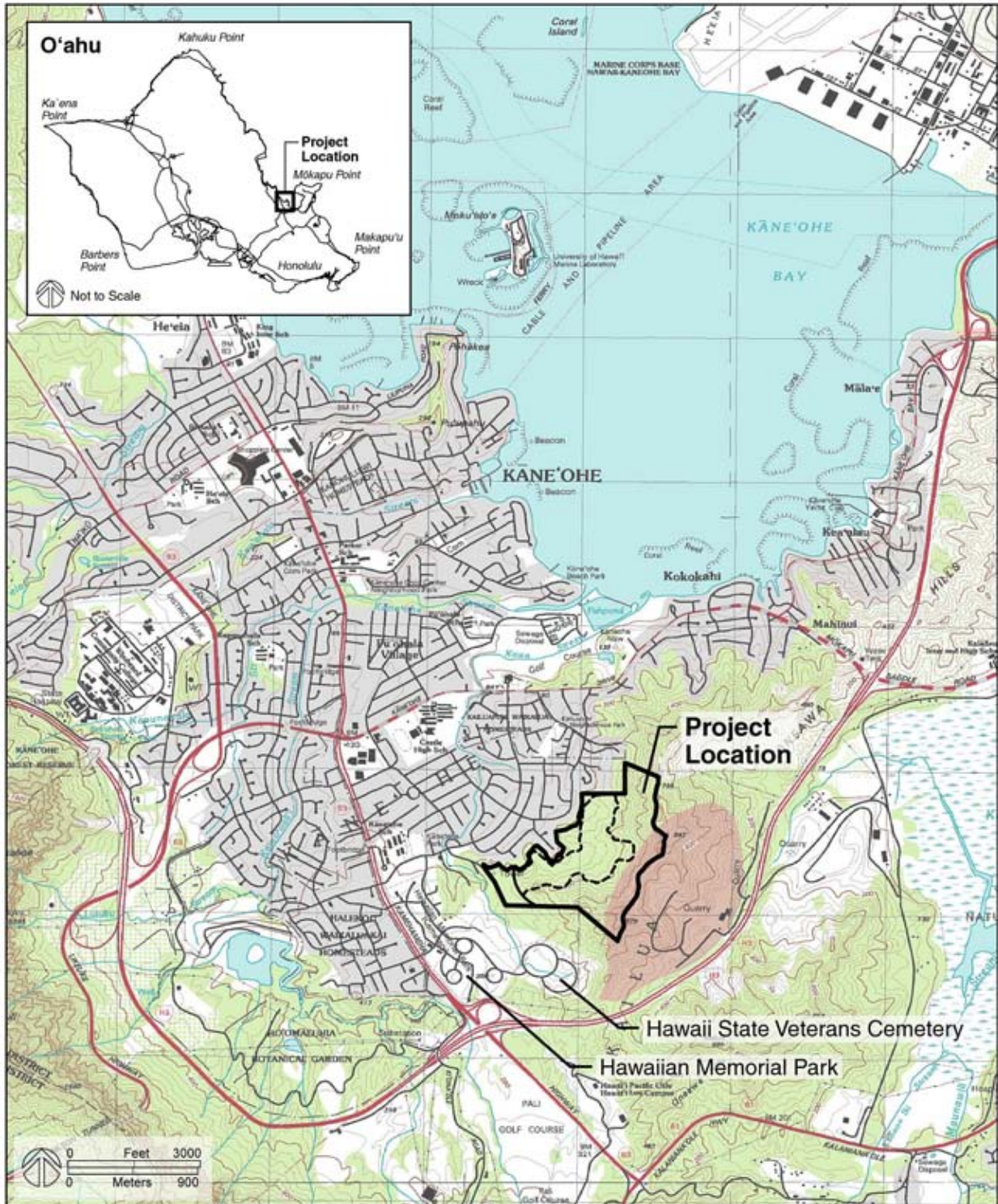
Hawaiian Memorial Park (HMP) is a full-service cemetery located in Kāneʻohe, Oʻahu, Hawaiʻi. It has been at its present location since 1961 (see Figure 1 for regional location). Hawaiian Memorial Life Plan Ltd. has owned and managed HMP for the past 15 years, offering a variety of interment options. HMP is the final resting place for over 30,000 people and accommodates an average of 800 interments a year from families throughout Hawaiʻi. Since 1961, as sections of the cemetery have filled, HMP has grown from an initial size of six acres to its existing size of approximately 80 acres situated on three tax map parcels Oahu TMK Nos.: (1) 4-5-34:13 (43.966 acres); (2) 4-5-35:08 (28.001 acres); and (3) 4-5-33: por 01 (7.903 acres) (Figure 2). TMK Parcels 13 and 8 are contiguous, but separated from Parcel 1 by the Hawaii State Veterans Cemetery (TMK 4-5-33:02) (Figure 2).

Over the years, as the need for additional burial space has increased, HMP has met the demand by increasing the land area available for burials. The most recent expansion occurred in 1996 on 7.903 acres of Parcel 1, with a change in City and County of Honolulu zoning from the AG-1 Restricted Agricultural District to the P-2 General Preservation District approved by the Honolulu City Council in 1997. HMP anticipates it will exhaust its available supply of burial plots in the near-term, and is approaching its future expansion plans in a master planning effort that it hopes will eliminate the need to re-apply for separate entitlements to expand the cemetery in the future. This master planning effort requires the submittal of a petition to the State Land Use Commission to redesignate approximately 56.6 acres of the remaining portion of Parcel 1 to the State Urban District, and re-zone that portion of Parcel 1 to the P-2 General Preservation District and the R-7.5 Residential District.

The Proposed Action identifies 33.8 acres for use as cemetery areas, 1.1 acres for the preservation of historic sites, 6.4 acres for a proposed 20-lot residential subdivision, and 15.3 acres of land to be temporarily disturbed and re-vegetated. The total Project Area occupies 36 % of the remaining 156 acres of Parcel 1 that are designated in the State Land Use Conservation District; the remaining 64% of the land will remain undisturbed. The multi-phased Concept Plan created for this project reflects carefully considered design elements to best complement the physical, social, and scenic characteristics of the region.

This Environmental Impact Statement Preparation Notice (EISPN) is being prepared in support of a State Land Use District Boundary Amendment petition to reclassify a portion of the Project Area from the State Land Use Conservation District to the Urban District and a subsequent City and County of Honolulu Zone Change Application, pursuant to Chapter 24, Article 3, Section (§) 24-3.7, Revised Ordinances of Honolulu. Additionally, an amendment to the Koʻolau Poko Sustainable Communities Plan will be needed to permit cemetery and residential use in the Project Area.

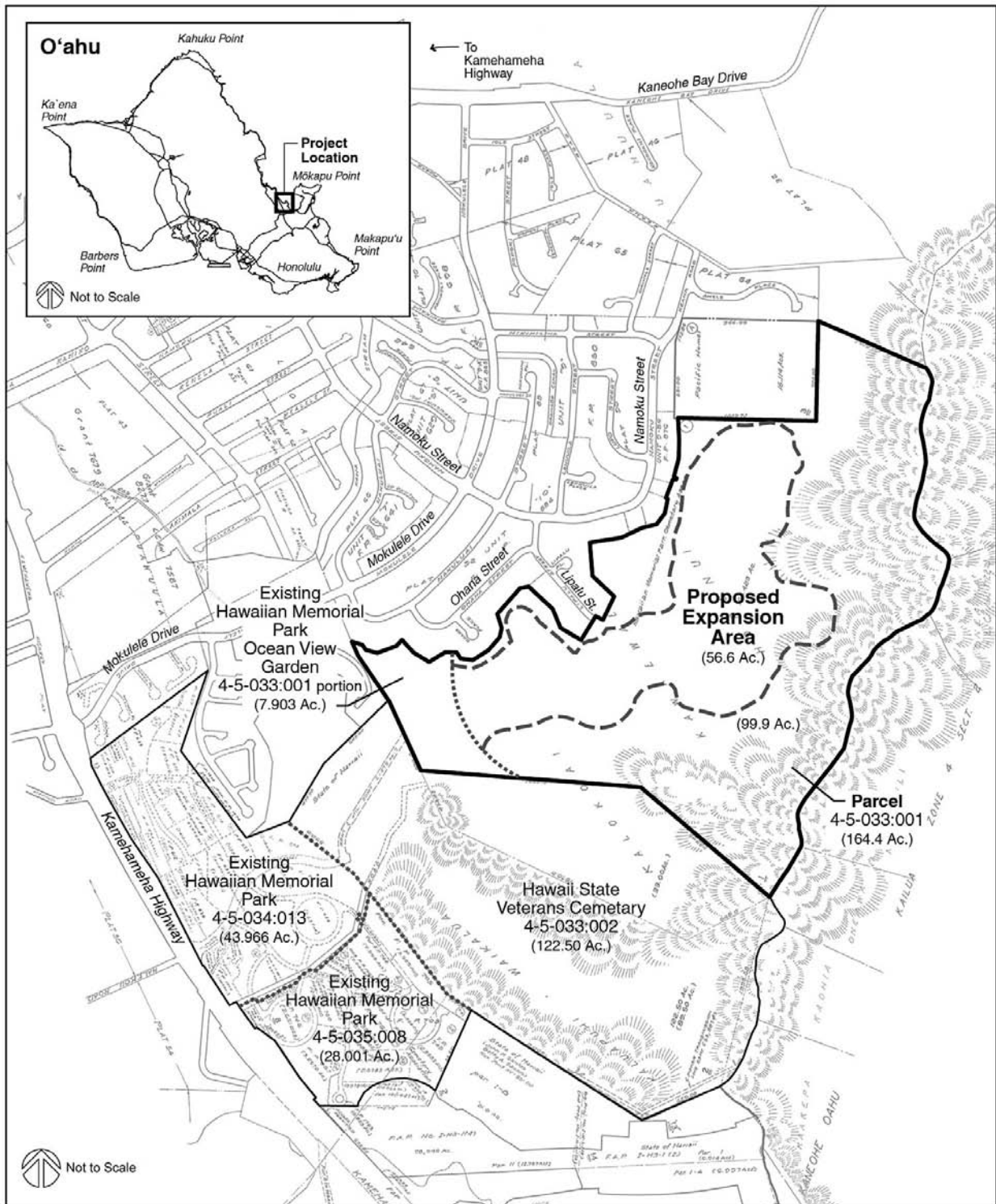
It is intended that the forthcoming environmental impact statement (EIS) will address the potential direct, indirect, and cumulative impacts of the expansion of HMP and the development of a 20-unit residential subdivision.



Regional Location

Figure 1

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
Kāne'ohe, O'ahu



Tax Map Key

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
Kāne'ohe, O'ahu

Figure 2

2.0 GENERAL DESCRIPTION OF THE ACTION'S TECHNICAL, ECONOMIC, SOCIAL, AND ENVIRONMENTAL CHARACTERISTICS

2.1 Location and Ownership

HMP is a privately-owned cemetery located in Kāneʻohe, Hawaiʻi, on the island of Oʻahu. The cemetery is approximately 10 miles northeast of downtown Honolulu, and located mid-way between the two largest towns on the Windward side of Oʻahu; Kailua to the east and Kāneʻohe to the west. The Koʻolau Mountain Range extends west of the Project Area, and Kāneʻohe Bay is situated approximately one mile to the north (see Figure 1 for regional location). The cemetery adds to the “open” ambience of Windward Oʻahu. Kailua and Kāneʻohe, with populations of 45,800 and 35,200 respectively, are suburban “bedroom communities” predominantly comprised of single-family homes and supporting commercial and service establishments. They represent stable, major population centers in Windward Oʻahu.

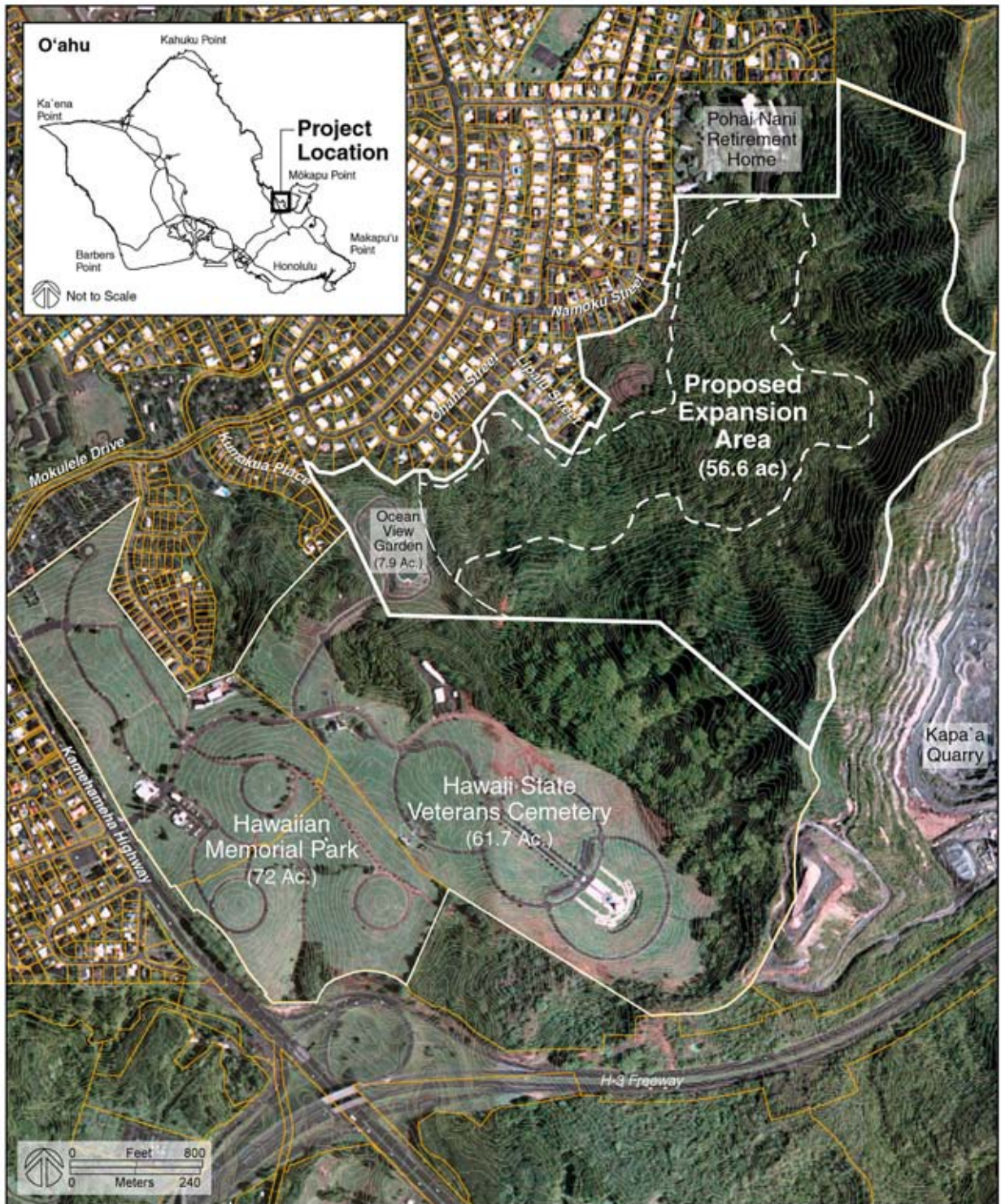
The 164-acre parcel, identified by Oahu Tax Map Key No. 4-5-33: 01 (Parcel 1), is owned by Hawaii Memorial Life Plan, Ltd. The Project Area is bounded by residential housing (the Pikoiloa Tract Units 9 and 10 residential subdivisions, totaling 280 lots) to the west and a natural ridgeline to the east. A high ridge separates the parcel from Kapaʻa Quarry and the H-3 Freeway beyond. Pohai Nani Good Samaritan Retirement Community (Pohai Nani) is just beyond the northernmost section of the proposed expansion area. The Pohai Nani complex includes a main 14-story tower and other accessory buildings. Facilities range from independent living to assisted care, including: 184 apartments; 15 cottages; 10 care home units; and 42 beds. The south-southeastern boundary of Parcel 1 is marked by a steeply sloped, vegetated portion of the Hawaii State Veterans Cemetery, which has a total area of 61.7 acres (Figure 3).

The main entrance road to Hawaiian Memorial Park Cemetery, (which is shared by the Hawaii Veterans Cemetery), is approximately 1,200 ft east of the H-3 Freeway. A paved, two-lane loop road runs *makai* (northeast) leading to the cemetery grounds at HMP from the Kamehameha Highway entrance. There is also a dirt access road from Kumakua Place constructed for an earlier expansion project. Currently, this dirt access road is used sparingly by the cemetery for access to offsite water and electrical meters. Major roadways in the vicinity of the project are the H-3 Freeway to the east, Kamehameha Highway to the south, and Mokulele Drive, which serves the surrounding neighborhoods southwest and west of the Project Area.

The Proposed Action will occur on an approximately 56.6-acre portion of the 164.4-acre Parcel 1, adjoining a portion of the existing cemetery known as “Ocean View Garden.” The lowest point of the Ocean View Garden section of HMP is approximately 25 ft above the single-family homes in the Pikoiloa subdivision.

2.2 Proposed Action

There are two components to the Proposed Action: (1) Expansion of the cemetery; and (2) Development of 20 single-family residential lots. Table 1 provides a breakdown of land use for the Proposed Action as illustrated in the Proposed Concept Plan (Figure 4). 1.1 acres of historic sites will be protected and preserved throughout the development of the Proposed Action. See Section 3.8 for more specific information on the existing archaeological, historic, and cultural resources in the area.



Vicinity Map

Figure 3

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
Kāne'ohe, O'ahu

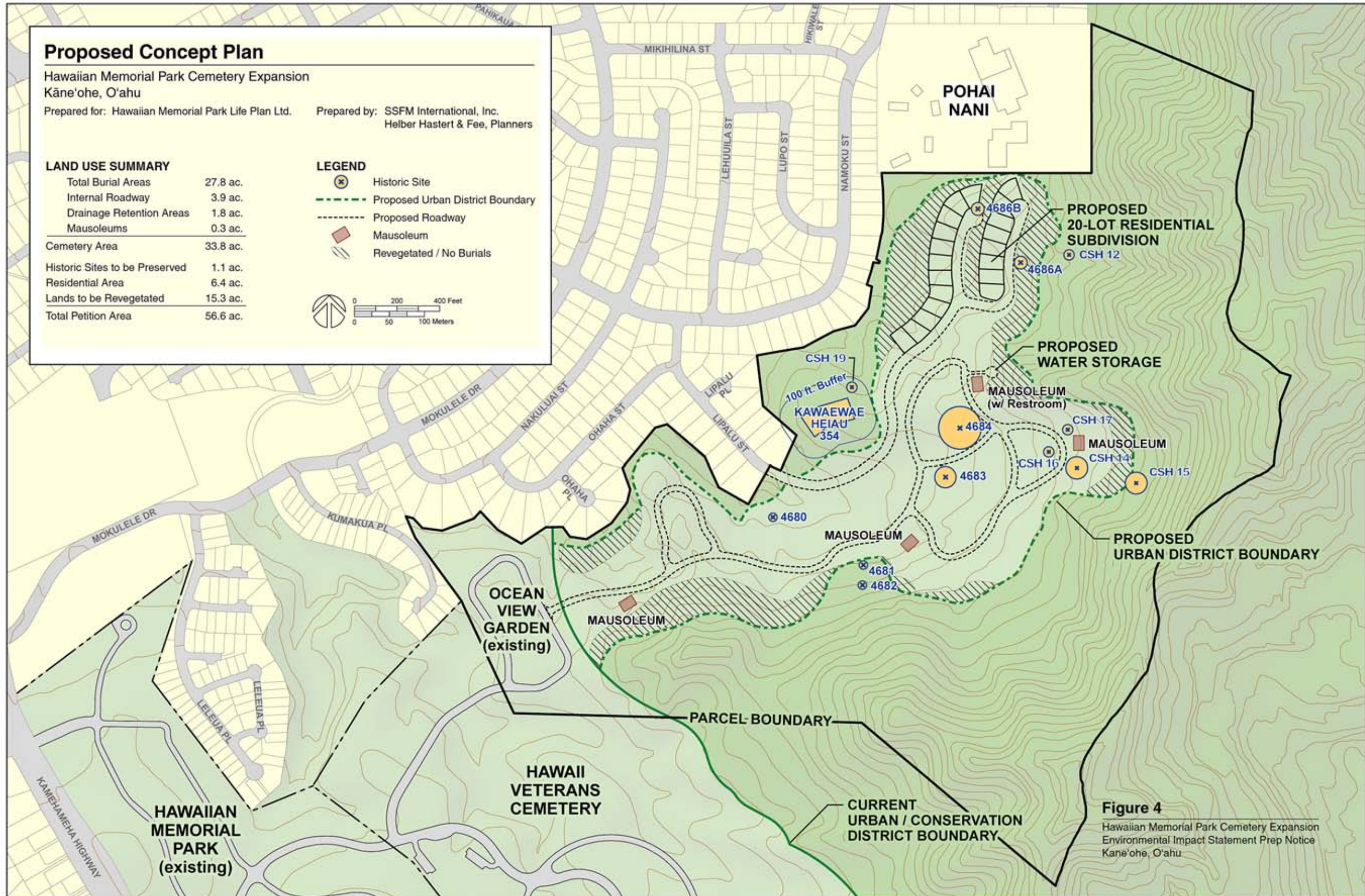


Figure 4
Hawaiian Memorial Park Cemetery Expansion
Environmental Impact Statement Prep Notice
Kāne'ohe, O'ahu

Table 1 Proposed Action Land Use Summary

| Land Use Summary | Acres |
|--------------------------------|--------------|
| Cemetery Area | 33.8 |
| Total Burial Areas | (27.8) |
| Internal Roadway | (3.9) |
| Drainage Retention Areas | (1.8) |
| Mausoleums | (0.3) |
| Historic Sites to be preserved | 1.1 |
| Residential Area | 6.4 |
| Lands to be revegetated | 15.3 |
| | |
| TOTAL Project Area | 56.6 |

Cemetery Expansion. The majority of the approximately 56.6 acres included as part of the Proposed Action will be used for expansion of the cemetery (60 % of total Project Area). The cemetery expansion will involve the construction of an internal roadway system, as shown in Figure 4. The roadway will be paved and will be suitable to accommodate two-way traffic. Of the total 56.6 acres, approximately 33.8 acres will be utilized for burials, mausoleums, drainage retention, and internal roadways within the cemetery. This area will be developed in phases of approximately five to eight acres, thus limiting the area that will be under development at any point in time. After grading to establish appropriate slopes, the majority of the land will be landscaped with turf and will match the appearance of the existing cemetery. Four structures comprised of one-story mausoleums approximately 3,500 square ft in size, are proposed to be distributed throughout the expansion area. The mausoleums will be used for the entombment of casketed and cremated remains in crypts and niches. One of the mausoleums will be designed with restroom facilities. A typical mausoleum is shown in Figure 5. Other small private or family mausolea structures may be placed throughout the cemetery grounds with special features, garden walls, walkways, and monuments.

Two key infrastructure requirements of the cemetery expansion are: (1) obtaining a water supply to irrigate the landscape elements of the cemetery (including turfgrass) as well as a domestic supply for the proposed residential subdivision; and (2) drainage improvements to maintain offsite runoff at or below current conditions.

According to a Preliminary Engineering Report (PER) prepared by the project engineers (SSFM International), the existing potable water source at Lipalu Street (the nearest connection point available for the residential subdivision) is inadequate to provide domestic water up gradient to the proposed subdivision. The water line in Lipalu Street does not have the required pressure to meet the elevation difference (100+ ft) for the proposed subdivision. It will likely be necessary to connect to an on-site water system or possibly connect to an alternative water source for domestic water use, as there are no other existing water lines within the Project Area.

The irrigation system for the existing HMP is served by the City and County of Honolulu's potable water system. The connection point is located at the entrance to HMP in the vicinity of Mahinui Road and Kamehameha Highway. A waterline under Kumakua Place irrigates the Ocean View Garden portion of the existing cemetery. The Board of Water Supply prefers that HMP utilize non-potable water for irrigation purposes. If non-potable water cannot be obtained, the cemetery will be allowed to hook up to the domestic water supply.



Front Elevation



Side Elevation

Typical Mausoleum

Figure 5

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
Kāne'ohe, O'ahu

With respect to drainage, storm water runoff will be managed in accordance with applicable City and County of Honolulu regulations. The primary method proposed to manage the cemetery's storm water will be a system of retention areas designed to meet City and County of Honolulu Drainage Standards for the required 10-year, 1-hour storm event.

Residential Subdivision. A residential subdivision is proposed for a portion of the Project Area that is immediately adjacent to and south of the Pohai Nani retirement community. A connecting road for the subdivision pushes the total area for the residential uses of the Project Area to 6.4 acres. The subdivision will include 20 single-family lots. The residential lots will range from 7,500 to 8,000 square feet in size to maintain consistency with the residential zoning and character of existing lots in the area.

The cemetery expansion and the residential subdivision will be serviced by a private roadway connecting the subdivision via an approximately 1,600-foot (ft) roadway extension from the end of Lipalu Street. The subdivision will be provided with an internal roadway system as shown in Figure 4, and underground utilities including water, sewer, electric, telephone, and cable.

2.3 Projected Project Phasing

HMP intends to develop the Project Area over a ten (10) to twenty (20) year period. Although the cemetery expansion and the residential subdivision will be developed in phases, HMP intends to commence design and construction of the backbone infrastructure for development of the entire Project Area in a single integrated system as soon as all permits or exemptions have been obtained.

It is anticipated that the entitlement phase of the project will be completed in late 2009 or 2010. A preliminary target date for completion of the initial phase of construction is 2011. Expansion of the cemetery will extend from the existing Ocean View Gardens and proceed in a northerly direction toward the residential subdivision. Phases are anticipated to include five to eight acres, depending on demand. Development costs for the first phase cemetery and the residential subdivision construction are estimated at \$8.1 million (in 2007 dollars).

Without assurance that the entire Project may be built as planned it would not be feasible for HMP to proceed to design and build large scale infrastructure improvements with the capacity needed to accommodate development of the entire Project. Therefore HMP submits that it would not be appropriate for the Project to be approved in increments.

2.4 Land Use Approvals Required

The major permits required to implement the project are listed in Table 2.

Table 2 Required Land Use Approvals

| Permit/Approval | Approving authority |
|--|---|
| State Land Use District Boundary Amendment | State Land Use Commission |
| Sustainable Communities Plan Amendment | Honolulu City Council |
| Zoning District Amendment | Honolulu City Council |
| National Pollutant Discharge Elimination System Permit | State Department of Health, Clean Water Branch |
| Subdivision | County Department of Planning and Permitting |
| Grading Permit | County Department of Planning and Permitting, Civil Engineering Branch |
| Water System Facilities Charges | County Board of Water Supply |
| Well Construction/Pump Installation Permit | State Department of Land and Natural Resources, Commission on Water Resource Management |

2.5 Alternatives Considered

Four alternatives to the Proposed Action were considered, and are outlined below.

Alternative I: No Action Alternative

The No Action Alternative assumes there will be no additional expansion of the HMP Cemetery. This alternative will result in reduced supply and selection of interment choices available to the general public. This means that Hawai'i families will have to find alternative locations to inter loved ones and assumes that there is other space available for cemetery use elsewhere on O'ahu, or that other cemeteries will be developed in other locations. No environmental consequences are anticipated from this action in this location. However, if burial space is developed elsewhere to accommodate projected demand, potential impacts similar to those would be expected at other sites.

Alternative II: Cemetery Expansion with Residential Retirement Community Component

Alternative II is similar in concept to the Proposed Action except the 20-lot subdivision would be replaced with a residential retirement facility similar to the adjacent Pohai Nani facility. These facilities could include senior living apartments, cottages, residential care facilities, and skilled nursing facilities. The overall design treatment for these new facilities would be similar to Pohai Nani, with a central residential tower of about seven stories. This land use would appropriately respond to the growing demand for retirement housing.

Alternative III: Cemetery Expansion with No Residential Community

Alternative III entails development of 40.2 acres solely for cemetery area, with no residential component to the Proposed Action. This alternative creates 34.2 acres for burial areas, providing even more space for O'ahu families to inter their loved ones.

Alternative IV: Residential Community with Cemetery Expansion Component

Alternative IV would be predominantly a residential project, with a smaller portion made up of cemetery expansion. It would consist of 20 acres of a residential community, with 14.2 acres of total burial areas (20.2 acres for cemetery area). While serving the housing needs of O'ahu residents, this alternative provides less space for cemetery area and is less able to meet the interment needs of those on O'ahu.

3.0 AFFECTED ENVIRONMENT

3.1 Existing Uses

The Project Area is currently vacant. Previous land uses within the last 50-75 years include grazing and possibly agriculture. Surrounding land uses include single-family homes, a school (Kaneohe Elementary School), an assisted living facility (Pohai Nani), and the Hawaii State Veterans Cemetery.

The adjacent neighborhoods are predominantly comprised of single-family homes typical of the suburban “bedroom community” of Kāneʻohe. The average lot size in the surrounding community is about 9,000 square feet. Homes in the Pikoilua subdivisions, directly adjacent to the Project Area, were mostly constructed between 1956 and 1970. Development of the Parkway subdivision, which adjoins the existing HMP grounds at its northwest boundary, occurred during the 1980s. In the last 20 years, land uses surrounding the Project Area have been stable, with little new construction except for the construction of the Hawaii State Veterans Cemetery.

3.2 Topography and Slope

The Project Area has various ridges, ravines, and valleys as topographic features. It consists of gently sloping areas to the west, adjacent to the Pikoilua subdivisions, and relatively steep cliff areas to the east. The steep cliff areas descend from a natural ridgeline that drops in elevation and levels out creating several small gulches running east to west. The ground elevation ranges from 945 ft above mean sea level (AMSL) at the ridge that divides Kailua and Kāneʻohe to approximately 100 ft AMSL at its lowest elevations at the northwest boundary. The ridge line separates Kapaʻa Quarry from HMP property. As shown in Figure 6, the areas of least slope (0-20 % slope) are found in the center of the Project Area, with slope rising to 20-30 % outward to the southeast. The steepest portions (greater than 30 % slope) of the Project Area are located at the south and east.

3.3 Soils

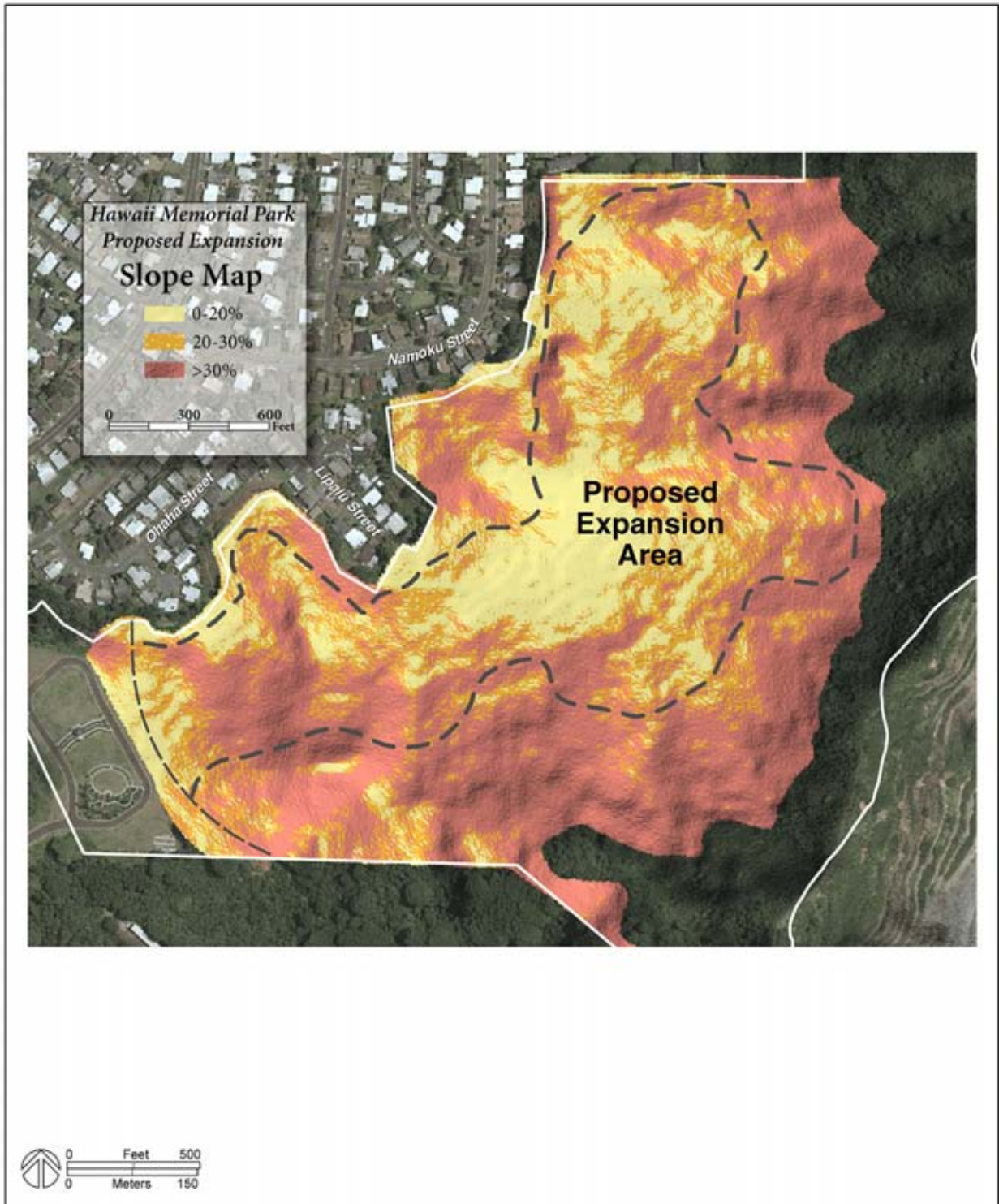
The soils on the Project Area are characterized on the basis of the Soil Conservation Service’s “Soil Survey, Islands of Kauaʻi, Oʻahu, Maui, Molokaʻi and Lānaʻi, State of Hawaii” (Foote *et al*, 1972). Four soil types from two different soil series have been mapped on the site. They are described below and shown in Figure 7.

Alaeloa series

A broad band of soil from the Alaeloa series, the dominant soil series in the proposed expansion area, exists makai of the ridgeline where the terrain changes from the steeply sloped hillside. The Alaeloa series consists of deep and very deep, well drained soils that formed in material weathered from basic igneous rock. Alaeloa soils are on uplands and have a broad range of slopes. These soils are well drained with slow to very rapid runoff depending on slope. Permeability is moderately rapid. The Project Area has Alaeloa silty clay with 40 to 70 % slopes (ALF) on the northern and southern end of the parcel leading up to the change in soil type at the ridge line. In the middle of these pockets of ALF is a large section of Alaeloa silty clay with 15 to 25 % slope (AeE).

Kaneohe Series

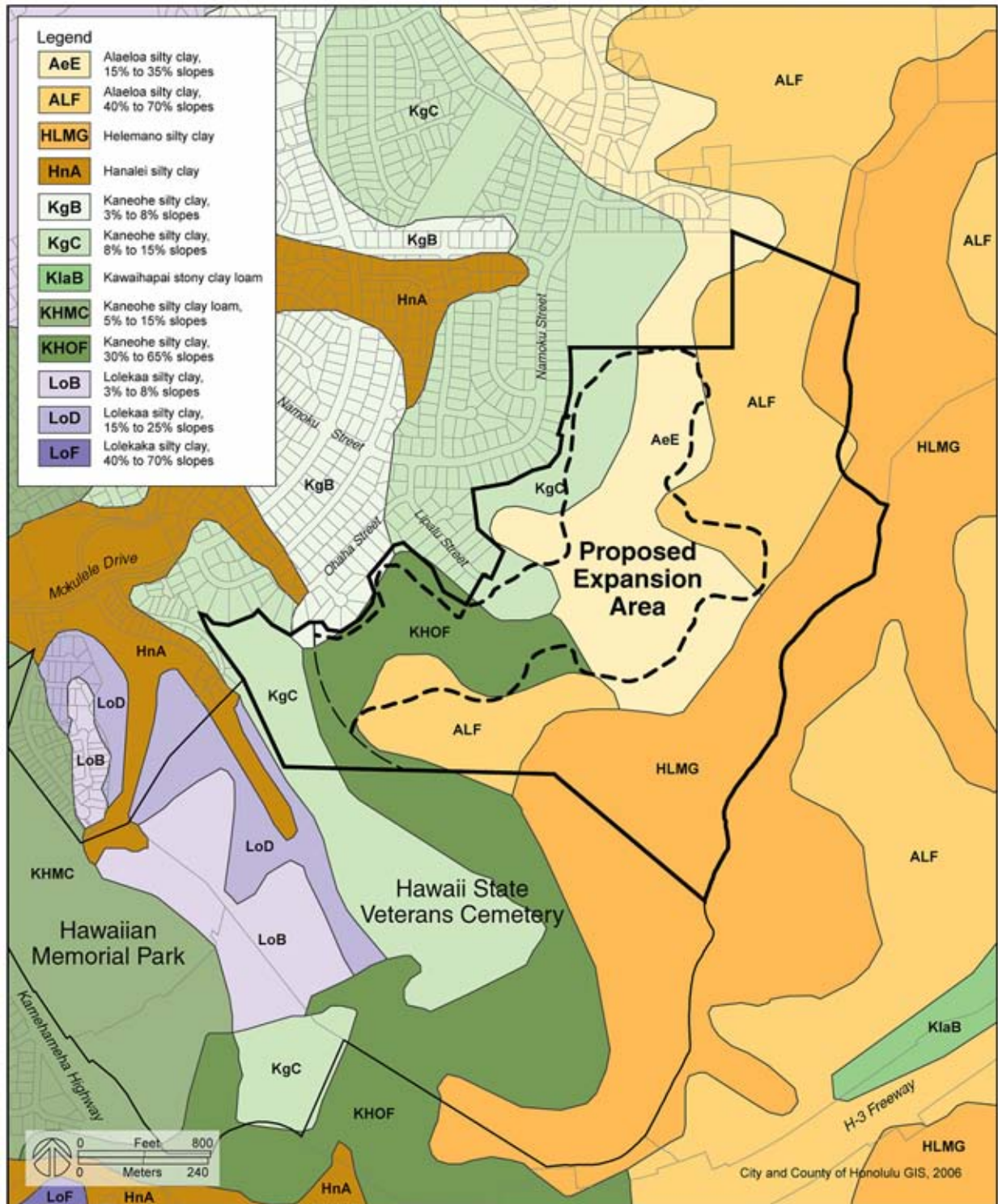
The band of soil extending along the western boundary of the Project Area is comprised of Kaneohe silty clay with slopes ranging from 8 to 15 % (KgC) and 30 to 65 % (KHOF).



Existing Slope Analysis

Figure 6

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
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Soils

Figure 7

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
Kāne'ohe, O'ahu

These are well-drained soils on terraces and alluvial fans that typically developed in alluvium and colluvium derived from basic igneous rock. The soils are gently sloping to very steep and are found in elevations ranging from 100 to 1,000 ft. Where existing slope is less than 15 %, runoff is medium and the erosion hazard is moderate. Where existing slope is greater than 30 %, runoff is medium to rapid and the erosion hazard is moderate to severe.

3.4 Hydrogeology/Drainage

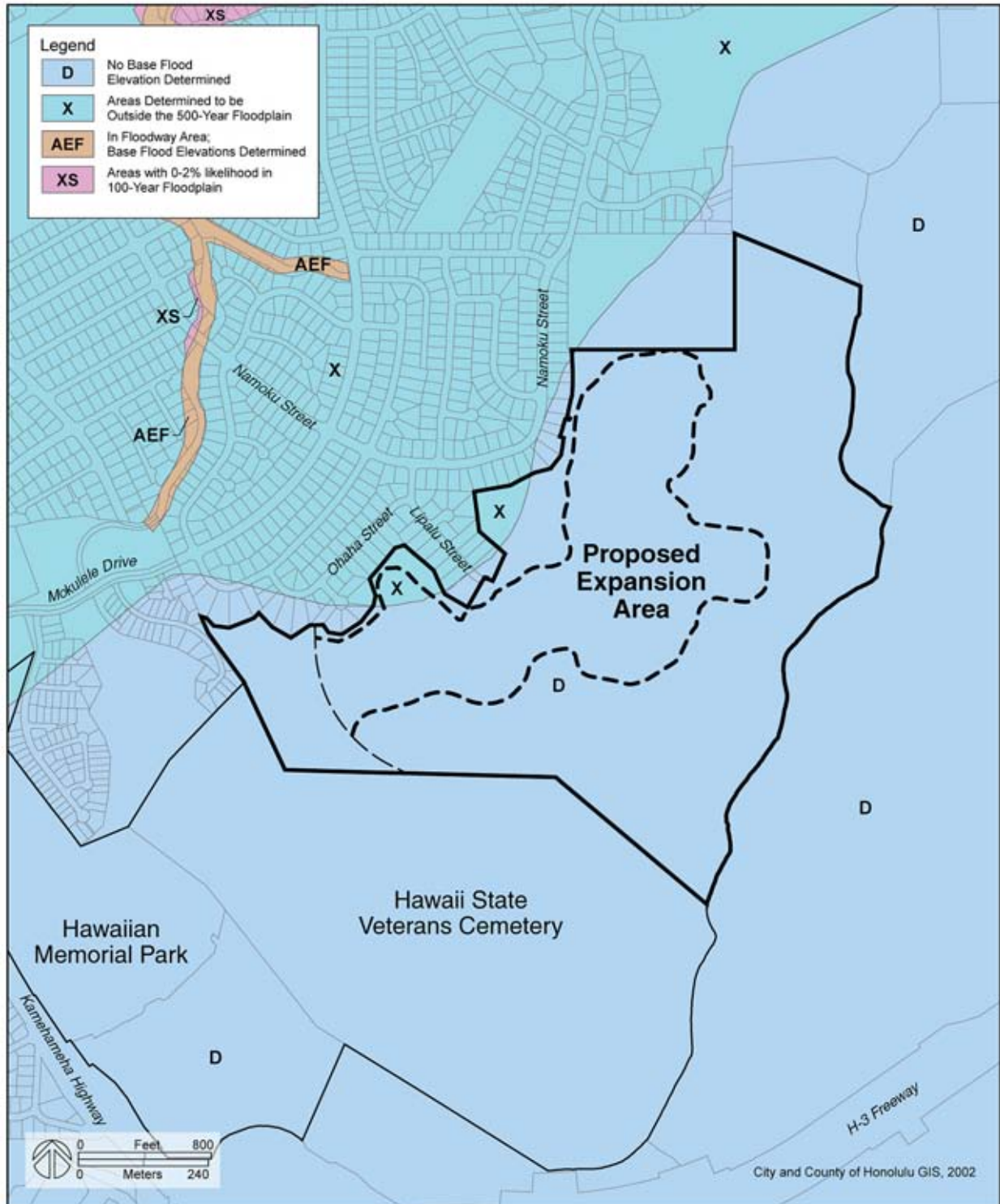
The Project Area is underlain by the Honolulu Volcanic Series of lava flows, cinders, and tuff. Beneath this series is the older Ko'olau Volcanic Series, which is the region's principal aquifer. The occurrence of groundwater in this complex is controlled by dikes (U.S. Department of Defense, 1991).

A PER, including a drainage analysis, was conducted in 2007 by SSFM International. Following is a brief summary of their findings. The Draft EIS (DEIS) will include a more detailed discussion of drainage and the full report will be appended to the DEIS.

Due to the slope and low soil permeability associated with the Project Area, the majority of stormwater runoff currently generated during rain events, discharges from the site as runoff rather than infiltrating into the soil. Present stormwater runoff from the Project Area sheetflows into various valleys, channels, etc., along the existing topography. Channelized runoff is captured at collection points in the surrounding residential neighborhoods before discharging into Kāwā Stream or various storm pipe networks terminating in Kāne'ohe Bay. The hydraulic analysis of the PER indicates that this drainage system is adequate for the current undeveloped conditions within the Project Area. The existing undeveloped conditions within the Project Area produce storm water runoff of approximately 478 cubic feet per second (cfs). However, the off-site system likely has little excess capacity to accommodate additional peak runoff from the proposed development. Anecdotal reports of flooding during peak storm events have not been confirmed; nor have the potential causes, such as an undersized storm drain system or a lack of proper maintenance of the surrounding inlets, interceptor drains, and interceptor ditches.

3.5 Natural Hazards

According to the Flood Insurance Rate Map (FIRM) number 15003C0270G (effective date: June 2, 2005) published by the Federal Emergency Management Agency (FEMA), the Project Area is located within Zone D (Figure 8). Zone D denotes areas of undetermined flood hazard where flooding is possible. The neighborhoods north of the Project Area, closer to the head of Kāwā Stream, and *makai* of the stream, are designated AE. Zone AE areas are subject to a one % or greater annual chance of flooding in any given year and base flood elevations have been determined. North of the Project Area *mauka* of Kāwā Stream and around the eastern edge of the existing cemetery boundary to the entry point off Kamehameha Highway is classified as Zone X. These areas have been determined to be outside the 100- and 500-year floodplains.



Flood

Figure 8

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
Kāne'ohe, O'ahu

3.6 Scenic Resources

Kāneʻohe is replete with striking topographic features including the mountains and valleys of the Koʻolau Range, perennial streams, Kāneʻohe Bay, and other natural features and landmarks that visually define a “windward” sense of place. Development in the vicinity of the Proposed Action is low-rise in nature and characterized by one story single-family homes and businesses, with some low-rise apartment and office buildings in Kāneʻohe’s main commercial area. The primary exception to the low-rise built environment in the vicinity is the Pohai Nani Retirement Community, which is north of the Project Area. The centerpiece of the retirement community is a 14-story building, which is prominently visible throughout the region.

The existing portions of HMP cemetery contribute to the open space of the region by virtue of its size and landscape character. Driving along Kamehameha Highway in either direction, motorists enjoy views across the landscaped cemetery lawns through to the foothills separating Kāneʻohe and Kailua as well as periodic views of Kāneʻohe Bay, depending on topography immediately adjacent to the highway.

The Project Area as seen from the surrounding residential areas appears as thick vegetation and a tree-filled scene of undeveloped ridges, ravines, and valleys. It consists of gently sloping areas to the west, adjacent to the Pikoiloa subdivisions, and relatively steep areas to the east. The area is primarily overgrown with introduced and invasive vegetation, including non native scrub forest with a variety of trees and grasses. From the existing HMP cemetery, most of the view of the Project Area is comprised of the trees closest to the cemetery, due to the sloping topography and presence of mature trees.

Mokulele Drive is an arterial road that runs through the adjoining residential neighborhoods southwest and west of the Project Area. From this road, as well as the smaller internal network of streets in the Pikoiloa subdivision, the Project Area is marginally visible as a result of the difference in elevation between the street and the Project Area, as well as the vegetative buffer between residential property lines and the subject parcel.

3.7 Flora and Fauna

3.7.1 Flora

A botanical survey of the Project Area was conducted in 2006 by LeGrande Biological Surveys Inc. Following is a brief summary of findings. The complete report will be appended to the DEIS.

Existing vegetation found in the Project Area is characterized by the alteration of native plant habitat. As a result, very few native plant elements remain in the Project Area. Of the 94 plant species observed, 88 (95 %) are alien or introduced, four are indigenous (native to the Hawaiian Islands and elsewhere), and two are endemic (native only to the Hawaiian Islands). Only 5 % of the existing vegetation is native, primarily because the parcel has historically been disturbed when it was used for dairy ranching. In addition, feral pigs (*Sus scrofa*) continue to degrade the vegetation, uproot understory plants, and cause further soil disturbance.

The native species documented in the botanical survey include infrequent occurrences of ‘uhaloa (*Waltheria indica*), hala (*Pandanus tectorius*), ka’e’e or sea bean (*Mucuna gigantean*), and moa (*Pisilotum nudum*). Of the two endemic species, two koa (*Acacia koa*) trees were observed near the Kawa’ewa’e Heiau (outside of the Project Area), and

'akia (*Wikostroemia O'ahuensis* var. *O'ahuensis*) was documented along the edges of the Ocean View section of HMP and the upper elevations near the ridgeline.

Four Polynesian introduced plant species were observed during the botanical survey, including: ti (*Cordyline fruticosa*); niu or coconut (*Cocos nucifera*); kukui (*Aleurites moluccana*); and hau (*Hibiscus tiliaceus*). The kukui and hau were observed scattered throughout the survey area especially in the small gulches and ravines. Ti plants were observed along the boundary of the existing HMP and scrub vegetation as well as along several of the ridges within the Project Area. A few coconut trees were observed near the gulch bottom at the end of Lipalu Street.

No wetlands were encountered during the survey. None of the three essential criteria for defining a federally recognized wetland (*i.e.* hydrophytic vegetation, hydric soils, and wetland hydrology) were present within the Project Area.

None of the plant species observed on the Project Area is a threatened and endangered species; nor is any plant a species of concern. All of the plants can be found in similar environmental habitats throughout the Hawaiian Islands.

3.7.2 Fauna

An avifauna and feral mammal survey of the Project Area was conducted in 2006 by Philip Bruner. Following is a summary of findings. The complete report will be appended to the DEIS.

No native land birds were recorded during the survey. Given the location, elevation, and type of habitats available at this site, the absence of native land birds was not unexpected. The short-eared Owl (*Asio flammeus sandwicensis*) or *Pueo* forages in grasslands, agricultural fields, and pastures as well as in upland forested habitat. Although this species was not recorded during the present survey it could occasionally forage in the area.

No native waterbirds were recorded nor were any expected on this property due to an absence of suitable wetland habitat. Similarly, no seabirds were recorded on the property due to unsuitable habitat, the presence of ground predators, and habitat disruption. Some species of seabird may occasionally fly over the property.

Eight feral cats (*Felis catus*), three Small Indian Mongoose (*Herpestes auropunctatus*), and four pigs (*Sus scrofa*) were observed during the survey. Pig tracks and uprooted areas caused by pigs were abundant throughout the site. Mice (*Mus musculus*) and rats (*Rattus* spp.) undoubtedly occur on the property, but none were sighted. The native endangered Hawaiian Hoary Bat was not detected during the survey, and none were expected given the low number of bats reported to occur on O'ahu.

3.8 Historic, Cultural, and Archaeological Resources

Two archaeological inventory surveys have been undertaken for the Project Area; one completed in 1989 by Szabian, Landrun & Cleghorn (SLC); the other by Cultural Surveys Hawai'i (CSH) in 2007 (for which fieldwork is complete, and the submittal of a Draft Archaeological Inventory Survey [AIS] to the State Historic Preservation Division [SHPD] is pending). These two efforts identified several archaeological sites within and adjacent to the Project Area. After considerable review and analysis, CSH has determined that they have re-located seven sites described by SLC. CSH has also determined that the precise location of many of these sites differs from the location reported by SLC. These differences can be attributed to the methodology employed by each survey team. The 1989 SLC survey used broad transect walk throughs, with the aid of aerial photographs

and topographic information to map their sites. The 2007 CSH survey used geographic positioning system (GPS) technology to document the location of the sites.

The CSH report will be submitted to the Department of Land and Natural Resources (DLNR), SHPD for review and approval as part of the EIS process. A summary of the CSH Inventory Survey preliminary findings is presented below, in addition to a comparison of the sites identified by SLC and CSH. The fieldwork by CSH has been completed, and the location of the sites are known. Interpretation of the sites, determination of significance, and proposed mitigation measures will be presented in the DEIS, along with a copy of the Draft AIS.

The purpose of the 2007 AIS is to document historic properties within the Project Area. This effort included research of the historic and archaeological background of the area surrounding the Project Area; consultation with community members to ascertain relevant historical and cultural issues; a ground survey to identify and document the historic properties; and excavations to determine the presence of subsurface deposits. In addition, the findings will be interpreted to ascribe use of the sites based on physical evidence.

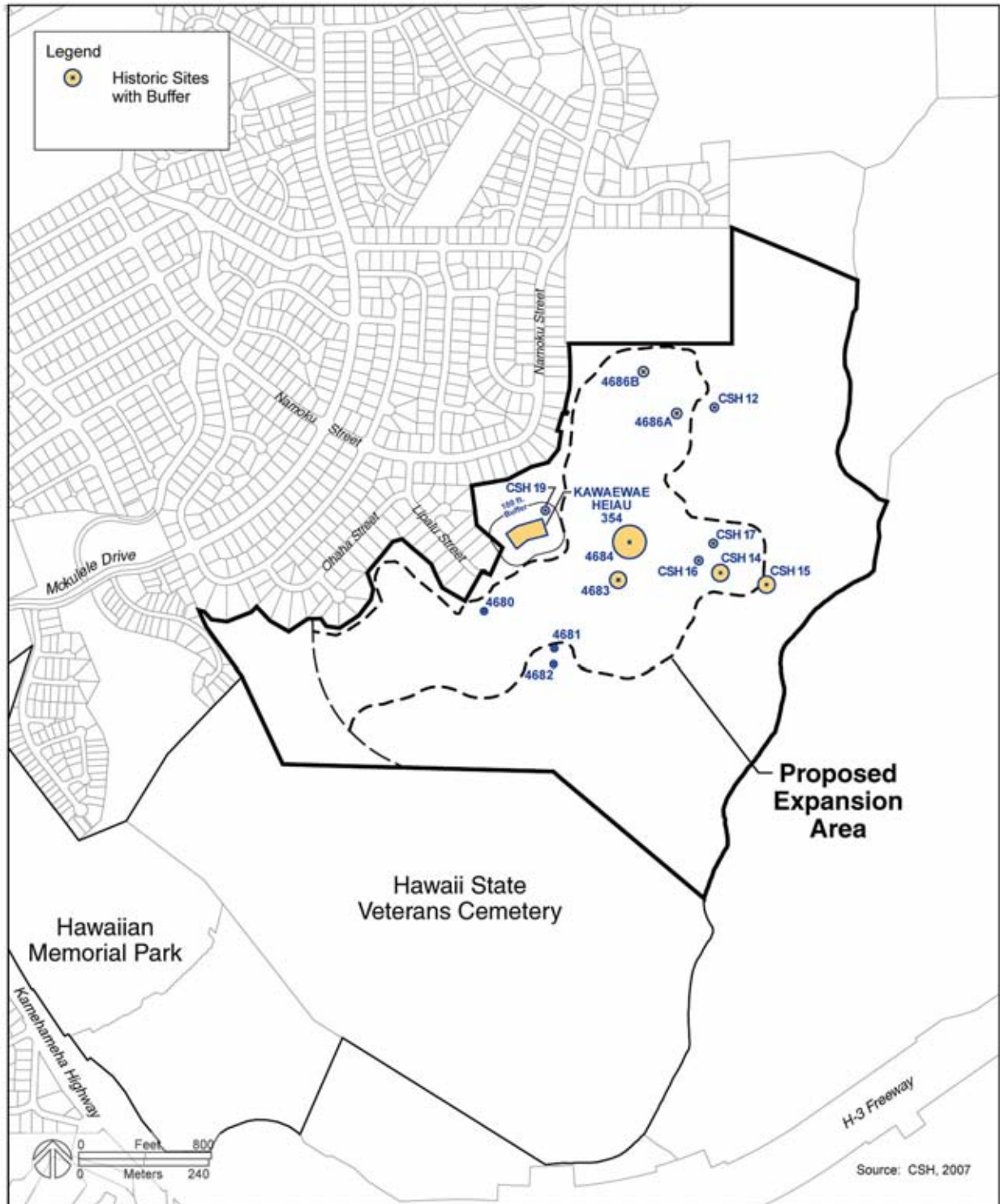
Eight (8) archaeological sites were located within the Project Area and four were located adjacent to the Project Area. Of these, seven are previously recorded and five are new discoveries. As SHPD numbers have been assigned at various times between 1933 and 1989, a substantial effort was made to accurately relocate the pre-existing sites within the current project area. All additional sites have been given temporary designations (CSH 1,2,3...) until SHPD numbers can be assigned. Each of these sites is described in Table 3 and shown on Figure 9. Additional information will be included in the DEIS.

The Kawa'ewa'e Heiau (Site 354) is located to the northwest of the Project Area. Built at the beginning of the 12th century, the *heiau* was a ceremonial site used for worship that is now cared for by various environmental and Hawaiian civic groups. Because of its prehistoric religious significance, the site was designated as a historic site (#80-10-354, "Kawa'ewa'e Heiau") and placed on the Hawai'i Register of Historic Places in 1971. The Register describes the site as a "large Heiau; probably the most massive on windward side; in excellent condition." It was also placed on the National Register of Historic Places in 1972.

A Cultural Impact Assessment is being prepared for the Project Area by Cultural Surveys Hawai'i in 2007. The purpose of the cultural assessment is to assess potential impacts to cultural practices as a result of the Proposed Action. The study will document present and past land use; presence of cultural sites, including religious, medicinal, traditional gathering, subsistence, and cultural associations of the project area. Information from the Assessment will be included in the DEIS and the complete report will be appended to the DEIS.

3.9 Traffic and Roadways

The main vehicular circulation route in the vicinity is Kamehameha Highway, a four-lane thoroughfare with a central median. There are two existing access points to HMP from Kamehameha Highway. A paved two-lane road beginning at the Kamehameha Highway entrance to the HMP and Hawaii State Veterans Cemetery runs northeast through the existing HMP grounds. The main road has several small spurs leading to outlying sections of the cemetery. Visitors to gravesites or attendees of a burial service park their vehicles along the internal park roads. The internal road system provides access to the Ocean View Garden area of HMP through an easement agreement with Hawaii



Historic Sites

Figure 9

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
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Table 3 Overview of Archeological Sites

| SIHP/ CSH# (50-80-10) | Formal Site Type | # of Associated Features | Probable Function | Estimated Age | Description |
|-----------------------------|-------------------------------|--------------------------------|--|---------------|---|
| -4680 | Terrace | 1 | Agricultural & water control | Historic | Historic erosion control and water diversion terrace. |
| -4681 | Complex-enclosures/terracing | 5 | Agricultural/ habitation | Pre-contact | Habitation site consisting of several c-shaped structures, a terrace wall and a circular rock feature situated on a north-facing slope. |
| -4682 | Natural terracing, platform | 0 | Agricultural/ habitation | Non-cultural | Series of natural "terraces" formed by lava rocks, which rolled down slope and caught by exposed bedrock outcrops. |
| -4683 | Excavation, natural terracing | 1 | Activity area | Historic | Consists of a rectangular pit 11.8 ft x 8.2 ft and some natural terracing. The walls have been burned, possibly the remnants of a charcoal oven or similar processing area |
| -4684 | Stepped terrace, enclosure | 7 | Habitation | Pre-contact | Habitation site includes: several c-shaped structures, a terrace wall, a circular rock feature and several house terraces. |
| -4686 | Stone alignment | 2 | Boundary marker | Historic | 2 features: A is a rock alignment constructed of boulders running east/west parallel to a large stream cut. B has been badly disturbed. |
| CSH 12 | Quarry | 2 | Raw material procurement | Pre-contact | Along an intermittent drainage, consists of 2 concentrations of lithic debitage amid an abundance of basalt cobbles. |
| CSH 14 | Stone enclosure | 1 | Ceremonial/ habitation | Pre-contact | Rectangular shaped stone enclosure oriented north /south with an irregular notch on the east wall. The dimensions are approximately 82 ft north/south by 49.2 ft east/west. |
| CSH 15 | Stone alignments | 1+ | Indeterminate | Indeterminate | This is a series of stone alignments on the slope and atop of a natural knoll located between two drainages. |
| CSH 16 | Stone storage feature | 1 | Storage | Indeterminate | This is a storage area dug out beneath a stone boulder and lined with smaller stones. It is adjacent to an indeterminate drainage. |
| CSH 17 | Pit /stone wall | 2 | Activity area | Historic? | Large circular pit, approx. 13.1 ft in diameter with burned walls, likely the remnants of a charcoal kiln or some similar processing area. |
| -354 | Walls, platforms, enclosures | 2+ | Religious | Pre-contact | Kawa'ewa'e Heiau, is on top of a small knoll and consists of one large enclosure 120 by 253 ft with a small terrace on the north side. |
| CSH 19 | Stone feature | 1 | Religious/associated with Kawa'ewa'e Heiau | Pre-contact | Oval rock feature near the base of the north corner of Kawa'ewa'a Heiau approximately 9.8 ft north/south and 19.7 ft east/west. |

State Veterans Cemetery. HMP currently closes the vehicular access gates to the cemetery at dusk. An unpaved access road to offsite utilities on Kumakua Place was developed in 1997 as part of the Ocean View Garden expansion of HMP.

Currently, there is no vehicular access through the Project Area. A Traffic Impact Study will be undertaken to analyze existing and future traffic conditions for the area surrounding the Project Area. The study will include collection of traffic volume data and field observations at several intersections around the Project Area. Existing traffic and roadway data will be reported in the DEIS and the complete report will be appended to the DEIS.

3.10 Air Quality and Noise

Traffic flow along adjacent streets and internal cemetery roadways is the main source of noise in the vicinity of the Project Area. Other contributions to ambient noise characteristics consist primarily of vegetation rustling in the wind, which is relatively low considering the surrounding open space and distance from adjacent urban uses.

Land uses surrounding the subject property are primarily residential in nature. There are no major sources of air pollution in the vicinity of the property to jeopardize air quality. The undeveloped character of the property, prevailing trade winds, and the predominance of residential uses surrounding the property contribute to air pollutant levels below State and Federal ambient air quality standards.

3.11 Utilities

3.11.1 Water Facilities

Presently, the proposed expansion area is without on-site water infrastructure. The irrigation system for the existing sections of HMP is served by the City's potable water system. The connection point is located at the entrance to HMP in the vicinity of Mahinui Road and Kamehameha Highway. A 6-inch meter on Kamehameha Highway services HMP, and has a capacity of 1,000 gallons per minute (gpm).

A 5/8-inch water meter at Kumakua Place and a 1-inch lateral serves the irrigation system for the Ocean View Garden section of HMP. Discussions with the City and County of Honolulu Board of Water Supply have indicated that ample water quantities and pressure should exist in association with the Kumakua Place system to fully service approximately 30 acres of turf landscaping requiring 550 gpm.

There is also a waterline under Lipalu Street. However, due to the differences in elevation between the reservoir serving this line (272 ft) and the proposed cemetery elevations of 200 to 375 ft, the pressure would not be sufficient without a booster pump system.

3.11.2 Wastewater

There are currently no sewer lines within the Project Area. There are wastewater lines within the existing HMP adjacent to the Project Area, and an 8-inch municipal transmission line in Lipalu Street.

3.12 Emergency, Fire, and Police Protection

The Project Area falls within the jurisdiction of the City and County of Honolulu Police Department (HPD) District 4 (Kāne'ohe/Kailua/Kahuku) command. District 4 is HPD's

largest patrol area, extending from Makapu'u Point to Kawela Bay on the North Shore of O'ahu.

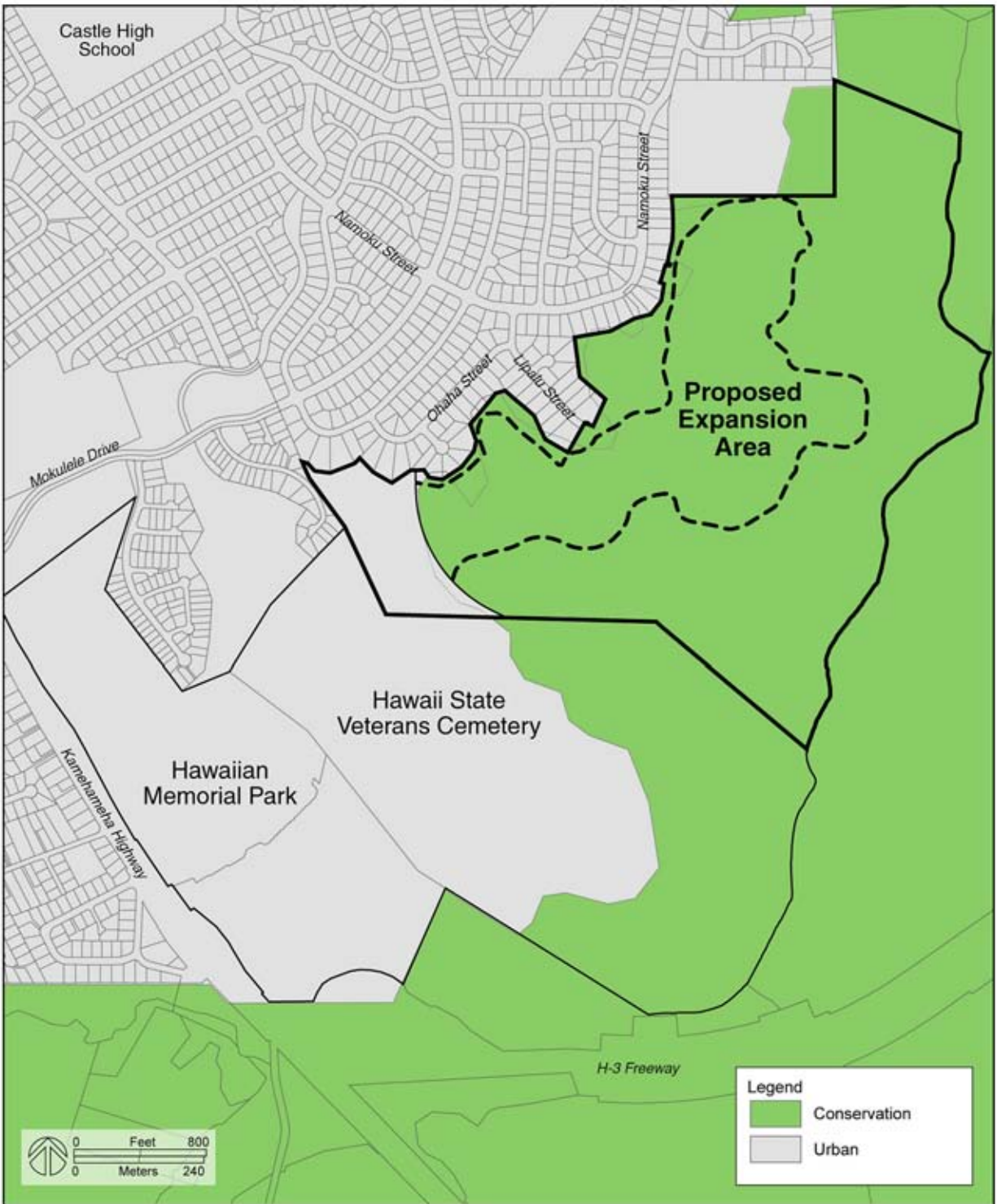
The City and County of Honolulu Fire Department Battalion 3 provides fire protection services for Windward O'ahu from Makapu'u Point to Kawela Bay. The Kāne'ohe Fire Station Number 17 is located in the heart of Kāne'ohe town, approximately three miles from the Project Area. The next closest station is 'Aikahi Fire Station Number 19, located on Kāne'ohe Bay Drive approximately four miles from the subject property. Station 17 serves as Battalion 3 headquarters and is equipped with an engine company and a ladder company. Station 19 is equipped with an engine company.

The State of Hawai'i contracts with the City and County of Honolulu Department of Emergency Services to provide emergency medical services and emergency medical ambulance services on O'ahu. Ambulance units closest to the Project Area are located at the Kāne'ohe Fire Station and the Kailua Fire Station. A Rapid Response Paramedic Unit providing additional coverage to Windward O'ahu is based at the Ka'a'awa Post Office.

3.13 Land Use Policies

State Land Use Classification. All lands in the State of Hawai'i have been classified in one of four land use districts by the State Land Use Commission, pursuant to Chapter 205, Hawaii Revised Statutes (HRS). The four land use districts are: (1) Conservation; (2) Agricultural; (3) Urban; and (4) Rural. The area comprising the Project Area lies within the State Conservation District, although a small area of Parcel 1 (approximately 7.903 acres), mostly in the southwestern section of the parcel, lies within the State Urban District (Figure 10). The Conservation District is further subdivided into five subzones: General; Limited; Protective; Resource; and Special. The Project Area is within the General Subzone, which is considered the least sensitive subzone. The objective of the General Subzone "is to designate open space where specific conservation uses may not be defined, but where urban use would be premature" (§13-5-14 (a), Hawaii Administrative Rules (HAR)). Among others, including one single-family dwelling, the Conservation District Rules and Regulations suggest that the General Subzone could accommodate "lands suitable for farming, flower gardening, operating of nurseries or orchards, grazing; including facilities accessory to these uses where the facilities are compatible with the natural physical environment" (§13-5-14 (b) (2) HAR). Cemetery uses and multiple residential units are not permitted in the State Conservation District; therefore a re-designation to the State Urban District by the State Land Use Commission will be required. An EIS will be prepared to support the re-designation of approximately 56.6 acres of the parcel to the State Urban District. Chapter 205, HRS stipulates that the counties are to regulate land uses occurring in the State Urban District. The balance of Parcel 1 (approximately 99.9 acres) will remain within the State Conservation District.

City and County of Honolulu General Plan. The General Plan for the City and County of Honolulu was adopted in 1977, and has been subsequently amended (most recently in 2003). The Plan is a comprehensive statement of the long-range social, economic, environmental, and design objectives for the general welfare and prosperity of the people of O'ahu. Included in the General Plan are broad policy statements that facilitate the attainment of the Plan's objectives. The growth policy presented in the Plan calls for full development of the Primary Urban Center (including lands between Kahala and Pearl City), development of the secondary urban center at Kapolei and the 'Ewa and Central O'ahu urban-fringe areas, and management of the physical growth and



State Land Use Districts

Figure 10

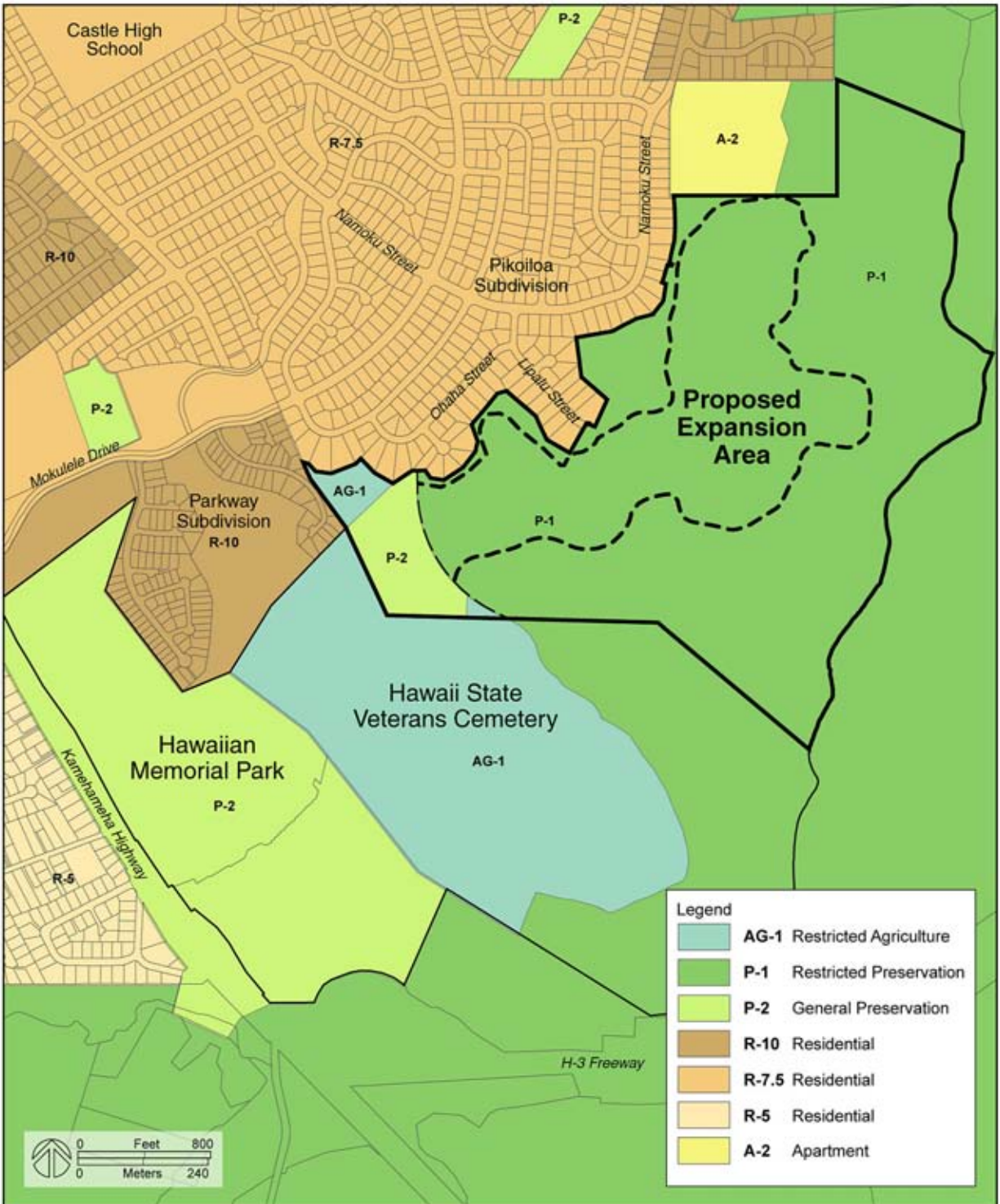
Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
Kāne'ohe, O'ahu

development in the remaining urban-fringe and rural areas to sustain their low densities. Under the Culture and Recreation subject area of the General Plan, Objective B speaks to protection of O'ahu's cultural, historic, architectural, and archaeological resources. The EIS for the proposed HMP expansion will discuss in detail the plan for protection of the cultural, historic, and archaeological resources found within the Project Area.

Ko'olau Poko Sustainable Communities Development Plan. The City and County of Honolulu's Development Plan (DP) program provides a framework for implementing General Plan objectives and policies for the growth and development of O'ahu at a regional level. The DP program establishes eight geographical DP areas, including the Ko'olau Poko Sustainable Communities Plan (SCP) area where the subject property is located.

The Ko'olau Poko SCP area spans the windward areas of O'ahu from Makapu'u Point to Ka'ō'io Point at the northern end of Kāne'ohe Bay. The Ko'olau Poko SCP, which was adopted in 2000 and codified as Ordinance No. 00-47, Revised Ordinances of Honolulu, articulates conceptual, long-range visions and policies for regional land use, public facilities and infrastructure investment, and includes land use maps intended to illustrate the policy statements articulated in the SCP. The Ko'olau Poko SCP supports the General Plan and recognizes the region's urban fringe and rural areas as areas where growth will be managed so that an "undesirable spreading of development is prevented." The SCP is shaped around two main concepts, including protection of the community's natural, scenic, cultural, historical, and agricultural resources, and systems. Key elements of the SCP's vision call for preserving and promoting open space throughout the region, and preserving and enhancing scenic, recreational, and cultural features that define Ko'olau Poko's sense of place.

An organizing component of the Ko'olau Poko SCP is the Land Use Key map (Figure 12). This map establishes Urban Community, Rural Community, and Agriculture and Preservation boundaries. The guidelines of the Ko'olau Poko SCP exclude lands that are within the State Conservation District from the area within the Urban Community Boundary. The guidelines also suggest that land "within the current inventory of Hawaiian Memorial Park" should be within the Urban Community Boundary. Therefore, in order to be considered for inclusion within the Urban Community Boundary, the property must satisfy the dual conditions of: (1) not being in the State Conservation District; and (2) being in the inventory of Hawaiian Memorial Park. According to the Merriam-Webster On-Line Dictionary, "inventory" can be defined as "a catalog of the property of an individual or estate." In consideration of the term "inventory," the Project Area is "within the catalog of the property" of HMP. However, the project is within the State Conservation District, and thus, would otherwise be excluded from the Urban Community Boundary until the State Land Use Boundary is amended from Conservation to Urban.



City and County of Honolulu Zoning

Figure 11

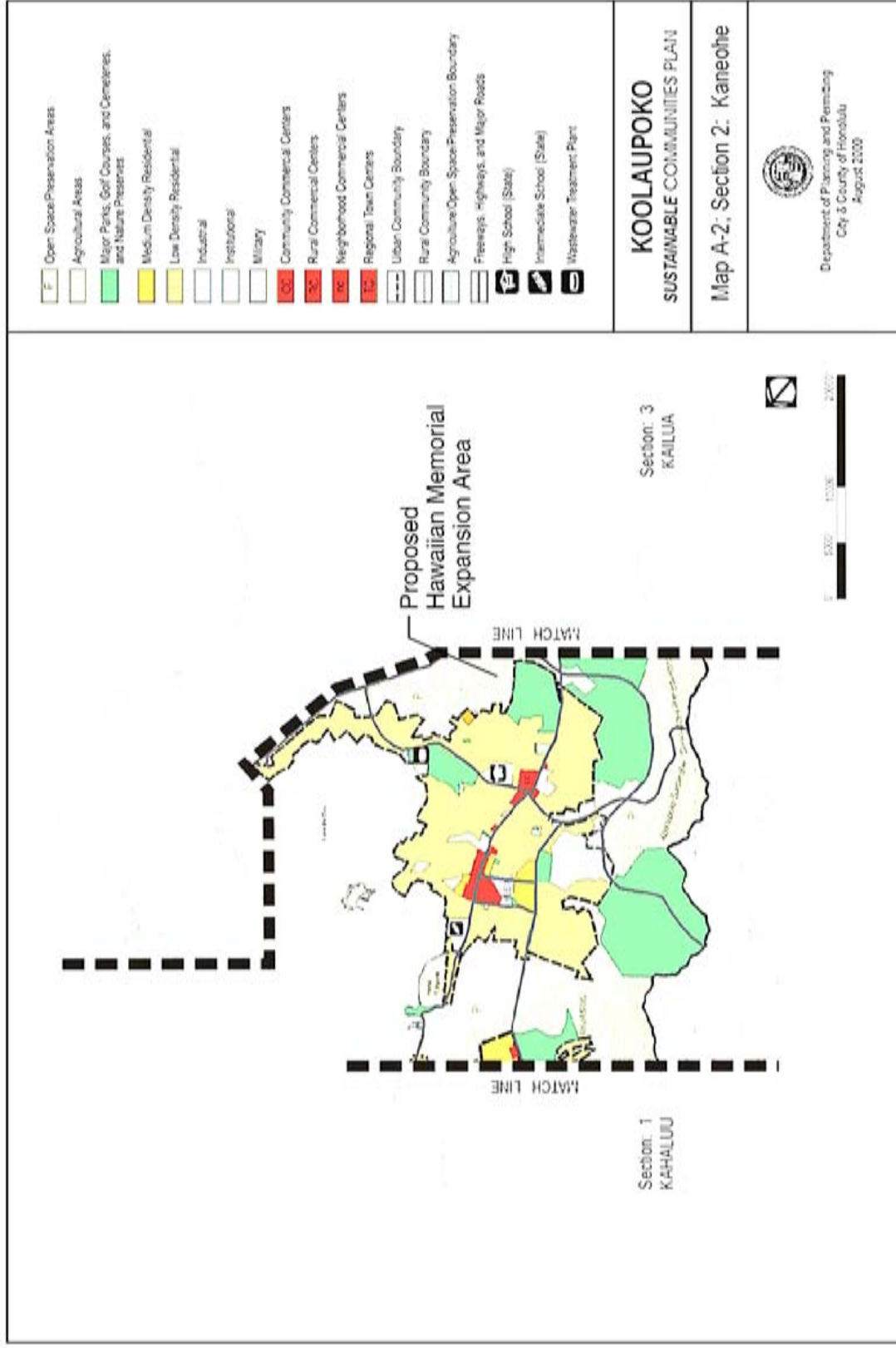
Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
Kāneʻohe, Oʻahu

City and County of Honolulu Zoning. The Land Use Ordinance (LUO) (Chapter 21, Revised Ordinances of Honolulu, 1990, as amended) and accompanying maps define the allowable uses of land within the City and County of Honolulu. The LUO describes the various zoning districts throughout the City and County of Honolulu, the uses allowed within each zoning district, and the applicable development standards for each district. There are two zoning districts in the LUO that pertain to open spaces: (1) P-1 Restricted Preservation District; and (2) P-2 General Preservation District. The P-1 Restricted Preservation District corresponds to the State Conservation District. All activities within the P-1 District are administered by the DLNR. Cemeteries are not listed as an allowable use within the State Conservation District. The P-2 District is intended for uses characterized by open space (parks, golf courses, cemeteries) within the State Urban District. The proposed cemetery expansion is a permitted use within the proposed P-2 General Preservation District zoning under the LUO.

At present, the Ocean View Garden section of HMP (approximately 7.9 acres of Parcel 1), is zoned P-2, General Preservation District. Roughly 2.7 acres of Parcel 1 fall within the existing AG-1 Restricted Agricultural District and approximately 154 acres are within the P-1 Restricted Preservation District (Figure 11). The proposed cemetery use is not permitted within the existing AG-1 Restricted Agricultural District or P-1 Restricted Preservation District.

For the proposed project, the applicant will be requesting that approximately 50 acres of Parcel 1 be rezoned from the P-1 Restricted Preservation District to the P-2 General Preservation District for the cemetery expansion, and 6 acres be rezoned to the R-7.5 Residential District for the proposed residential development. The cemeteries south of the Project Area are zoned Ag-1 Restricted Agricultural District (portion of the Hawaii State Veterans Cemetery) and P-2 General Preservation District (Hawaiian Memorial Park Cemetery). Lands to the west are zoned R-10 and R-7.5 Residential Districts. The project alternatives would require a different combination of re-zoning request based on the proposed land uses.

Special Management Use Area. The City and County of Honolulu has adopted: (1) boundaries which identify the Special Management Use Area (SMA); and (2) rules and regulations which are consistent with Chapter 205A, HRS that control development within the SMA. The purpose of the SMA is to preserve, protect, and where possible, restore the natural resources of the coastal zone of Hawai'i. The Project Area is not located within the SMA.



**Section: 1
KAHALUU**

**Section: 2
KANEHOE**

**Section: 3
KAILUA**

Legend:

- Open Space Preservation Areas
- Agricultural Areas
- Major Parks, Golf Courses, and Cemeteries, and Nature Preserves
- Medium Density Residential
- Low Density Residential
- Industrial
- Institutional
- Military
- Community Commercial Centers
- Rural Commercial Centers
- Neighborhood Commercial Centers
- Regional Town Centers
- Urban Community Boundary
- Rural Community Boundary
- Agriculture Open Space Preservation Boundary
- Freeways, Highways, and Major Roads
- High School (State)
- Intermediate School (State)
- Wastewater Treatment Plant

**KOOLAUPOKO
SUSTAINABLE COMMUNITIES PLAN**

Map A-2: Section 2: Kaneohe

Department of Planning and Permitting
City & County of Honolulu
August 2009

Ko'olaupoko Sustainable Communities Plan

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
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Figure 12

4.0 ANTICIPATED IMPACTS

4.1 Background

Customary impacts associated with development projects include, but are not limited to subjects related to drainage, erosion, archaeological/cultural resources, flora/fauna, traffic, utilities, and scenic resources. For this project's DEIS, the following original studies (and consultants responsible for their preparation) will be undertaken, described in the DEIS, and included as appendices to the DEIS.

Subject

Archaeological Inventory Survey
Cultural Impact Assessment
Botanical Resources Assessment
Avifaunal and Feral Mammal Field Survey
Civil Engineer/Drainage Report
Traffic Impact Study

Consultant

Cultural Surveys Hawai'i, Inc.
Cultural Surveys Hawai'i, Inc.
Maya LeGrande
Philip L. Bruner
SSFM International
Perazim Consulting

4.2 Topography and Slope

Most of the land within the Petition Area will be graded to provide suitable areas for gravesites. Existing HMP cemetery slopes are generally 20 % or less. Areas exceeding 25 % slope are not suitable for land burial use.

The PER prepared by SSFM International identifies a Conceptual Grading Plan for the project. At build out of the cemetery, approximately 56.6 acres will have been graded including acres which will be revegetated to native plant material. In general, the topographic profile of the Project Area will remain intact, although slopes will be evened out to eliminate sharp changes in contour. Drainage flow patterns and drainage ways will remain in current configurations, and new contours will tie into existing contours to provide consistent topographic profiles.

4.3 Soils

Of the total estimated 56.6 acres of the Project Site that will be graded, approximately 11.6 acres will involve cut and fill, totaling about 463,000 cubic yards of cut and 500,000 cubic yards of fill, resulting in a net fill volume of about 37,000 cubic yards. The phases of development will vary from five to eight acres based upon inventory demand and earth work balance. No import or export of soil outside of HMP property shall take place. Spoils from future grave sites will also be used as fill material in the expansion area to "balance" the soil on-site.

The proposed grading concept included in the PER contains the following points. Because a geotechnical report and a detailed topographic survey have not been completed yet, the PER was prepared with the following assumptions:

- 1) The onsite soils are useable for landscaping, cemetery activities, and cut/fill;
- 2) All areas are gradable except the area within the historical sites including any rock crop areas;
- 3) Proposed slope gradients within the project area shall not exceed the existing slope gradients;
- 4) The grading volumes are based on conceptual design and do not include swelling or shrinkage;

- 5) All grading design and operations will meet County grading ordinances; and
- 6) All drainage design will meet or exceed County standards of design.

The PER was prepared with the following criteria for cemetery activities:

- 1) The maximum slope for usable cemetery plots is equal to or less than 20 %;
- 2) The desired maximum distance to a cemetery plot is 150 ft from the roadway;
- 3) The overall earthwork quantity is estimated at 37,500 cubic yards of fill to be generated by ongoing gravesite excavation; and
- 4) Each phase of the project must roughly equalize cut and fill quantities. Development phasing will be determined in the design phase of the project to allow for detailed analysis to create a cut/fill balance with each phase.

4.4 Hydrogeology/Drainage

Total stormwater runoff is expected to increase from 478 cfs to 520 cfs, as a result of cemetery expansion and residential development. This represents an increase of about 8.7 %. The adjacent residential areas' storm water systems, at the base of the mountain ridge, have been sized to meet existing conditions with little excess capacity available. Therefore, the increased runoff generated by the proposed development will be retained onsite for the duration of the 1-hour, 10-year storm. Stormwater runoff associated with the Proposed Project will be increased because of the added impervious surfaces of the roadways and mausoleums within the cemetery expansion area, and from the roadways and structures within the residential development.

Engineering design for the Project Area will adhere to City and County of Honolulu requirements mandating that any increase in storm water runoff generated by new development not affect properties down-stream. Retention areas, which will be about 18 inches deep, are included in the Concept Plan as the preferred method to control runoff. The retention areas hold storm water and allow sediment to settle before water is slowly released into the existing storm drain system. The areas will be scattered throughout the cemetery to provide the required amount of storage, and will be designed in a manner that allows them to blend in with the landscaped cemetery grounds.

4.5 Natural Hazards

The Proposed Action will not significantly increase the risk of human health or property due to exposure to natural hazards. The Project Area is situated in an area with minimal flood hazard risk and is outside the tsunami evacuation area. The majority of the expansion of the cemetery will replace the natural vegetation with landscaped material, which will not create a difference in runoff quantities. Any increase in storm water runoff will be captured by the onsite retention basins.

4.6 Scenic Resources

The Proposed Action will not significantly impact views of ridgelines or upper slopes of coastal headlands and mountains from the vantage points of coastal waters, major roads, parks, and other public places.

The views from Kamehameha Highway across the landscaped cemetery lawns through to the foothills separating Kāne'ohe and Kailua will be preserved. Some subtle alteration will occur, as the landscaped cemetery lawn areas will extend up and across what is now a primarily overgrown non-native scrub forest between the Ocean View Garden and Pohai Nani. In the area of the proposed cemetery expansion, the character of the open

space will be changed from scrub forest to open lawns. The views of the proposed residential development will be changed from open space to both one-and two-story single-family homes, similar in character to the existing adjacent residential neighborhoods. There will be 15.3 acres revegetated with native plants. The cemetery expansion area will contain up to four mausoleums that are approximately 24 ft high and will not be visible from surrounding neighborhoods (see Figure 5 for typical mausoleum profile).

Mokulele Drive is an arterial road that runs through the residential neighborhoods southwest and west of the Project Area. From this road, as well as the smaller internal network of streets in the Pikoiloa subdivision, the Project Area will be marginally visible. This is a result of the difference in elevation between the street and the proposed development area and a planned generous vegetative buffer between residential property lines and the subject parcel. The current concept plan indicates a minimum natural vegetated or re-vegetated buffer of at least 40 ft between the residential property line and the cemetery lawn areas. Figure 13 shows a typical profile of how the elevation difference and landscaped buffer will shield the Project Area from view in the adjacent residential neighborhoods.

4.7 Flora and Fauna

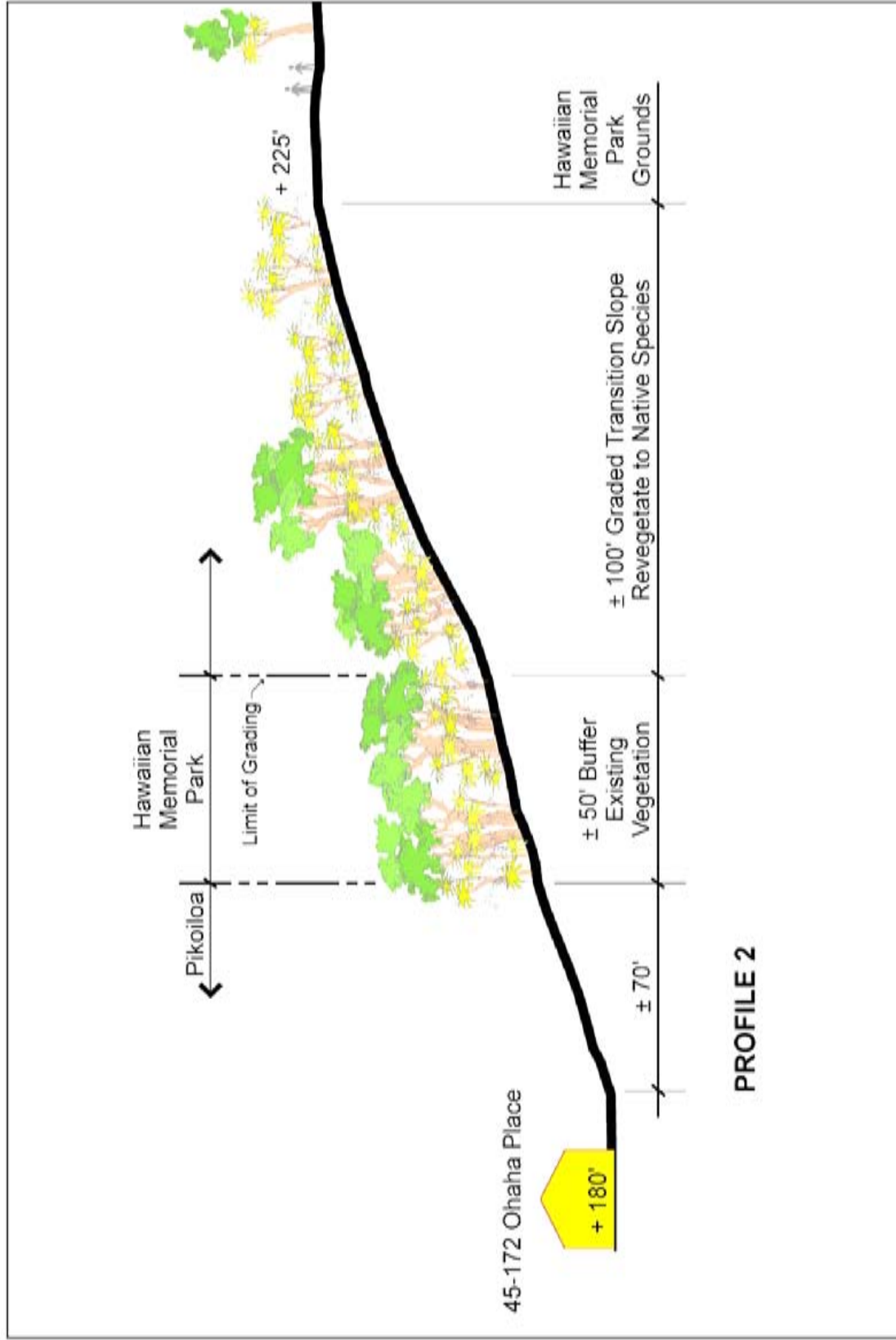
4.7.1 Flora

The Proposed Action will impact approximately 56.6 acres of the existing non native scrub forest. Approximately 27.8 acres will be landscaped with turf and will match the appearance of the existing cemetery, 15.3 acres will be revegetated with appropriate native plant material, and 6.4 acres will be part of the residential development. No Federal threatened or endangered species, or species of concern have been observed on the Project Site, and thus, the Proposed Action will have no significant impact on such species.

Proposed improvements to the Project Area include landscaping treatments to introduce native species when re-vegetating the areas that have been graded or filled. Increasing the cover of native plants will help restore the natural ecosystems of the area and may in turn lead to the reintroduction of native fauna.

4.7.2 Fauna

The proposed action is not expected to significantly impact the fauna found on the Project Area. No Federal threatened or endangered species, or species of concern were observed on the Project Site. Feral pigs (*Sus scrofa*) have been observed, and the Proposed Action will alter their habitat, resulting in a change to their foraging activities. The clearing of the area and its subsequent conversion to lawn habitat will reduce the immediate, local populations of alien birds, but will provide new foraging space for the wintering Kōlea, a migratory bird.



Profiles

Hawaiian Memorial Park Cemetery Expansion Environmental Impact Statement Prep Notice
Kāne'ohe, O'ahu

Figure 13

4.8 Historic, Cultural, and Archaeological Resources

Field work for the Archeological Inventory Survey has been completed and the historical, cultural, and archaeological resources have been identified. The conceptual site plan has been designed specifically to incorporate these known sites, with ample buffer zones included. The Draft Archeological Inventory Survey will be submitted to the SHPD, in accordance with the requirements of Chapter 6E HRS. A detailed discussion of the impacts of the Proposed Action will be documented in the Archeological Inventory Survey and the Cultural Impact Assessment, and will be included in the DEIS.

4.9 Traffic and Roadways

A Traffic Impact Study is in progress to analyze existing and future traffic conditions, affecting key intersections in the area. The study will include collection of traffic volume data and field observations at several intersections around the Project Area; traffic forecasts that include the proposed development and without; and mitigation measures as appropriate. Traffic and roadway impacts will be discussed in the DEIS.

Access to the proposed cemetery expansion area will be through the private road system through the existing HMP, Hawaii State Veterans Cemetery, and Ocean View Garden. Internal roadways will be provided throughout the new cemetery area, and will be 26-ft wide with a one-ft rolled curb on each side. The proposed connection point is at the existing Ocean View Garden roadway. Also, a 12-ft wide road will be provided from the internal cemetery roadway to the proposed water tank located within the cemetery.

A proposed access road from the end of Lipalu Street will be provided for access to the residential subdivision. The access will have a 44 ft right-of-way with two 12-ft wide travel lanes. Also, six-inch curbs will be provided on each side of the roadway. Within the residential subdivision, a cul-de-sac design is proposed and will be provided at each dead end.

4.10 Air Quality and Noise

The Proposed Action will not result in significant long-term impacts to air quality and ambient noise levels. There are no major sources of air or noise pollutants associated with the single-family residential or cemetery uses. Existing vegetation and topographic features provide additional natural barriers to further absorb and screen possible noise and air quality emissions.

Temporary short-term construction-period noise and air quality impacts are expected due to the operation of heavy equipment and trucks and the production of fugitive dust and exhaust fumes. Contractors would be required to comply with the State Department of Health noise and air regulations to minimize such impacts. Potential noise impacts to nearby residences during construction could be minimized with appropriate measures, such as scheduling demolition and construction activities and/or installing mufflers on construction equipment and vehicles with exhaust systems. No blasting will occur during the development of the expansion area. Standard construction and erosion control techniques, such as the use of dust control measures, frequent watering of exposed soil, and the use of windscreens, could help to control the dust generated from the construction site.

4.11 Utilities

SSFM International has prepared a PER has been undertaken to evaluate the engineering requirements for the proposed project. Following is a summary of findings. The report will be discussed in detail and included in the DEIS.

4.11.1 Water

Windward O'ahu receives sufficient precipitation to minimize the need for supplemental irrigation of landscaping. During dry hot periods, particularly during establishment of new landscaping, irrigation will be required. Non-potable water is preferred for irrigation of the cemetery expansion lawn areas by the Board of Water Supply. Options for irrigation include: (1) construction of non-potable onsite wells on HMP property and within or near the expansion area; and (2) connection to existing water systems, most of which are potable water sources.

Domestic water will be required for both the 20-lot residential subdivision and the proposed cemetery comfort station. Options for providing potable water for these uses include: (1) connection to existing available water systems; and (2) creation of an onsite water system. A potable water meter on Kumakua Place could provide the necessary water for domestic use with upgrades to the meter size and installation of a main supply line across the cemetery to the subdivision. The proposed onsite well system for irrigation water could also provide the necessary potable water supply if the water tests successfully for potability and/or if additional onsite treatment is performed. This potable water could be stored in an 80,000 gallon tank located in the upper developed cemetery grounds at approximately 330 ft elevation. This would be set into grade and landscaped to reduce or eliminate visibility from offsite areas.

4.11.2 Wastewater

The wastewater generated by the public restroom facility in the cemetery expansion and residential subdivision will be accommodated by added wastewater lines and a collection system within the Project Area. The restroom is estimated to generate approximately 13,430 gallons per day or 0.013 million gallons per day (mgd) of wastewater at a design flow average. Use of waterless urinals and other water reduction techniques will be explored. The residential subdivision is estimated to generate 38,631 gallons per day (0.04 mgd). The existing 8-inch sanitary sewer line in Lipalu Street has excess capacity to accommodate these new flows. This connection has been approved by the City and County of Honolulu Department of Planning and Permitting.

4.12 Emergency, Fire, and Police Protection

There are not expected to be substantial impacts to emergency, fire, or police protection from the proposed project. The proposed mausolea structures are Type V cast-in-place non-combustible structures with no assembly areas. As such they do not require fire protection. The water system for domestic usage will have adequate storage and pressure for fire flow requirements.

5.0 DETERMINATION

Pursuant to the provisions of Chapter 200 of Title 11, (EIS Rules) of the HAR, it has been determined that an EIS shall be required for the proposed expansion of HMP and the development of 20 single-family residential lots, as described in this EISPN.

6.0 REASONS SUPPORTING DETERMINATION

In consideration of the significance criteria of §11-200-12, HAR, and the comments received during the early consultation process, the potential environmental effects of the Proposed Action are significant enough to warrant the preparation of an EIS.

7.0 PARTIES CONSULTED DURING THE PREPARATION OF THE PREPARATION NOTICE

Project representatives have met or communicated with a variety of community members and government officials and agencies prior to preparing this EISPN.

In March 2006, a meeting was held with staff from the State Land Use Commission to discuss permit requirements and the administration of Chapter 343, HRS. In January 2007, the applicant distributed letters to over 250 residents living within 300 ft of the proposed expansion area, and to other residents in the region to invite them to attend community outreach meetings held in January and February of 2007, respectively.

The applicant made a presentation at these meetings in an effort to communicate directly with HMP's neighbors and community leaders about the long-term master plan for the cemetery. The meetings gave attendees the opportunity to view the proposed plan and ask questions about the project in the context of the actual site. Additionally, the meetings provided the opportunity to receive input from the community regarding the cemetery's early planning processes and to establish contact persons for subsequent points during the project's duration. Questions were raised on a variety of subject areas, including: viewplanes; flooding; traffic impacts; security; potable water sources; historic and cultural resources; and project alternatives.

Follow up visits were made with residents who attended the community meeting and expressed significant flooding and runoff concerns. In late February 2007, the preparers of this EISPN and the engineering consultant met with these residents at their homes to what happens on and near their properties during heavy rains. These scheduled site visits provided personal accounts of storm incidents and gave the community members the opportunity to give first hand information about existing storm runoff conditions.

Beginning in March 2007, project representatives appeared before the Kāne'ohe Neighborhood Board (No. 30) to answer questions that had been raised as a result of the community meetings hosted by the applicant in January and February 2007, and to keep the board informed about the progress of the project.

SSFM International, the civil engineer for this project, consulted with Board of Water Supply several times between October 2006 and March 2007 to discuss several aspects of domestic water sources for the proposed expansion and residential development, and have also conferred with the State Department of Transportation, Highways Division, and the Department of Planning and Permitting, Wastewater Branch.

In July 2007, a facilitated meeting was held to address any additional concerns related to the project. This meeting was attended by the applicant, landowner, the preparer of this EISPN and a community group Hui O Pikoiloa representative as well as nearly 200 other attendants.

8.0 PARTIES TO BE CONSULTED DURING THE PREPARATION OF THE DRAFT ENVIRONMENTAL IMPACT STATEMENT

Below is a listing of government agencies, community associations, and elected representatives that will receive a copy of the EISP for review and comment on the Proposed Action. Comments received will be incorporated into the preparation of the DEIS.

Elected Representatives

Representative Ken Ito
Councilmember Barbara Marshall
Representative Cynthia Thielen
Senator Jill Tokuda

Federal Agencies

Department of Agriculture, Soil Conservation Service
Department of Defense
 Department of the Army, Army Corps of Engineers
Department of the Interior
 Fish and Wildlife Service
 Geological Survey

State Agencies

Department of Accounting and General Services
Department of Agriculture
Department of Business, Economic Development, and Tourism
 Land Use Commission
 Librarian, DBEDT Library
 Office of Planning
Department of Education
 Kāneʻohe Regional Library
Department of Health
 Office of Environmental Quality Control
Department of Land and Natural Resources
 Historic Preservation Division
Department of Transportation
Office of Hawaiian Affairs
Legislative Reference Bureau
Department of Hawaiian Home Lands
University of Hawaii
 Environmental Center
 Hamilton Library

City and County of Honolulu Agencies

Honolulu Fire Department
Department of Planning and Permitting
Honolulu Police Department

Department of Environmental Services
Department of Transportation Services
Department of Design and Construction
Department of Community Services
Department of Parks and Recreation
Municipal Reference and Records Center

Public Utilities

GTE Hawaiian Tel
Hawaiian Electric Company
Honolulu Board of Water Supply

Community Organizations/Individuals

Kailua Neighborhood Board #31
Kāneʻohe Neighborhood Board #30
Kāneʻohe Outdoor Circle
Sierra Club
Mr. Grant Yoshimori
Mr. and Mrs. Rick McCreedy
Koʻolau Poko Hawaiian Civic Club
Mr. Charlie Nagata

9.0 REFERENCES

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Petitioner's Exhibit No. 2

Exhibit 2
Page 1 of 28

US
ES



R-912 STATE OF HAWAII
BUREAU OF CONVEYANCES
RECORDED
JAN 15, 2003 11:00 AM
Doc No(s) 2003-007488



/s/ CARL T. WATANABE
REGISTRAR OF CONVEYANCES

28 1/1 21

CONVEYANCE TAX: \$5145.20

| | |
|--|--|
| LAND COURT SYSTEM | REGULAR SYSTEM |
| AFTER RECORDATION, RETURN TO: | |
| TORKILDSON, KATZ, FONSECA, MOORE & HETHERINGTON 700 Bishop Street, #1500 Honolulu, HI 96813 | |
| | J. George Hetherington Tel No.: 523-6000 Total Pages: 28 |
| TAX MAP KEY NO.: | PROPERTY ADDRESS: |
| (1) 4-5-034-013 | 45-425 Kamehameha Highway |
| (1) 4-5-035-008 | Kaneohe, Hawaii 96744 |
| (1) 4-5-033-001 | |

WARRANTY DEED

THIS DEED made this 15th day of JANUARY, 2003, by and between **HAWAIIAN MEMORIAL PARK CEMETERY**, a Hawaii nonprofit corporation, hereinafter called the "Grantor", in favor of **HAWAIIAN MEMORIAL LIFE PLAN, LTD.**, a Hawaii corporation, whose mailing address is c/o 1929 Allen Parkway, Houston, Texas 77019, hereinafter called the "Grantee",

WITNESSETH :

That for TEN DOLLARS and other valuable consideration paid by the Grantee, the receipt of which is hereby acknowledged, the Grantor does hereby grant, bargain, sell and convey unto the Grantee as a Tenant in Severalty, its successors and assigns, in fee simple:

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All of that certain real 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 thereunto belonging or appertaining or held and enjoyed therewith unto the Grantee, according to the tenancy herein set forth, forever.

AND, in consideration of the premises, the Grantor does hereby covenant with the Grantee that the Grantor is seized of the property herein described in fee simple; that said property is free and clear of and from all liens and encumbrances, except for the lien of real property taxes not yet by law required to be paid, and except as may be specifically set forth herein; that the Grantor has good right to sell and convey said property, as aforesaid; and, that the Grantor will WARRANT AND DEFEND the same unto the Grantee against the lawful claims and demands of all persons, except as aforesaid.

The conveyance herein set forth and the warranties of the Grantor concerning the same are expressly declared to be in favor of the Grantee, and the Grantee's heirs, personal representatives, and assigns.

The terms "Grantor" and "Grantee" as and when used herein, or any pronouns used in place thereof, shall mean and include the masculine, feminine, or neuter, the singular or plural number, individuals, partnerships, trustees or corporations and their and each of their respective successors, heirs, personal representatives, successors in trust and assigns, according to the context thereof. All covenants and obligations undertaken by two or more persons shall be deemed to be joint and several unless a contrary intention is clearly expressed elsewhere herein.

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IN WITNESS WHEREOF, the Grantor has executed these presents the day and year first
above written.

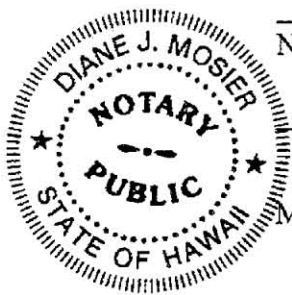
HAWAIIAN MEMORIAL PARK CEMETERY

By 
Its President

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

On this 5th of December, 2002, before me personally appeared JOHN FARIAS, JR. to me personally known, who, being by me duly sworn, did say that he is the President of HAWAIIAN MEMORIAL PARK CEMETERY, a Hawaii nonprofit corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors and said officer acknowledged said instrument to be the free act and deed of said corporation.



Diane J. Mosier
Notary Public, State of Hawaii

Diane J. Mosier
(Type or Print Notary's Name)

My Commission Expires: 10/17/06

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EXHIBIT "A"

All of that certain parcel of land (being portions of Royal Patent Number 7983, Land Commission Award Number 4452, Apana 12 to H. Kalama and Royal Patent Number 7984, Land Commission Award Number 4452, Apana 13 to H. Kalama) situate, lying and being at Waikalua-Loke and Kaulekola, Kaneohe and Kailua, District of Koolaupoko, City and County of Honolulu, State of Hawaii, being all of Hawaiian Memorial Park, Garden of Peace, File Plan No. 611; Hawaiian Memorial Park, Garden of Devotion, File Plan No. 616; Hawaiian Memorial Park, Garden of Devotion - Area 2, File Plan No. 618; Hawaiian Memorial Park, Hillcrest Garden - Area 2, File Plan No. 627; Hawaiian Memorial Park, Central Garden - Area 2, File Plan No. 633; Hawaiian Memorial Park, Mountain View Garden - Area 2, File Plan No. 655; Hawaiian Memorial Park, Mount Calvary - Area 1, File Plan No. 656; Hawaiian Memorial Park, Garden of Memories, File Plan No. 658; Hawaiian Memorial Park, Hillcrest Garden - Area 3, File Plan No. 667; Hawaiian Memorial Park, Garden of Reveries, File Plan 683; Hawaiian Memorial Park, "Koolau Garden", File Plan No. 703; Hawaiian Memorial Park, Mount Calvary - Area 2, Section 1, File Plan No. 743; Hawaiian Memorial Park, Pikake Circle, File Plan No. 746; Hawaiian Memorial Park, Garden of Inspiration, Garden of Paradise, File Plan No. 761; Hawaiian Memorial Park Cemetery, Garden of Meditation - Streamside and Mount Calvary - Streamside, File Plan No. 1003; Hawaiian Memorial Park Cemetery, Pali View Garden - Area 5, File Plan No. 1232; Hawaiian Memorial Park Cemetery, Bayview Garden - Area 3, File Plan No. 1233; Hawaiian Memorial Park Cemetery, Lakeview Garden - Government Road Remnant, File Plan No. 1442; Hawaiian Memorial Park Cemetery, Mount Calvary - Area 2, Section 1 - Government Road Remnant, File Plan No. 1444; Hawaiian Memorial Park Cemetery, Mount Calvary, Area 2, Section 2 - Government Road Remnant, File Plan No. 1445; Hawaiian Memorial Park Cemetery, Pacific Slope - Government Road Remnant, File Plan No. 1448; Hawaiian Memorial Park Cemetery, Babyland Unit III, File Plan No. 1611; Hawaiian Memorial Park Cemetery, Hillcrest Garden - Area IV, File Plan No. 1614; Hawaiian Memorial Park Cemetery, Seaview Garden, Area IV, File Plan No. 1615; Hawaiian Memorial Park Cemetery, Muslim Students Garden, File Plan No. 1723; Hawaiian Memorial Park Cemetery, Terraced Lakes Addition, File Plan No. 1774; and Hawaiian Memorial Park Cemetery, Terraced Lakes Unit III, File Plan No. 1775; and being portions of Hawaiian Memorial Park, Unit 1, File Plan No. 610; Hawaiian Memorial Park, Bayview Garden, File Plan No. 612; Hawaiian Memorial Park, Mountain View Garden and Babyland, File Plan No. 614; Hawaiian Memorial Park, Hillcrest Garden, File Plan No. 625; Hawaiian Memorial Park, Central Garden and Pali View Garden, File Plan No. 631; Hawaiian Memorial Park, Pali View Garden - Area 2, File Plan No. 634; Hawaiian Memorial Park, Sea View Garden, File Plan No. 639; Hawaiian Memorial Park, Garden of Love and Mount Calvary - Area 3, File Plan No. 668; Hawaiian Memorial Park, Pacific Slope, File

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Plan No. 705; Hawaiian Memorial Park, Lakeview Garden, File Plan No. 707; Hawaiian Memorial Park, "Lakeside Garden", File Plan 716; Hawaiian Memorial Park, "Lakeview Garden - Area 2", File Plan No. 742; Hawaiian Memorial Park, Mount Calvary - Area 2, Section 1, File Plan No. 743; Hawaiian Memorial Park, Mount Calvary - Area 2, Section 2, File Plan No. 744; Hawaiian Memorial Park, Valleyview Garden, File Plan No. 745; Hawaiian Memorial Park Cemetery, Garden of Meditation Area 1, File Plan No. 760; Hawaiian Memorial Park Cemetery, Mount Calvary - Area 2, Section 3, File Plan No. 762; Hawaiian Memorial Park Cemetery, Bayview Garden - Area 2, File Plan No. 853; Hawaiian Memorial Park Cemetery, Garden of Inspiration - Area 2, File Plan No. 854; Hawaiian Memorial Park Cemetery, Pali View Garden - Area 3, File Plan No. 855; Hawaiian Memorial Park Cemetery, Pali View Garden - Area 4, File Plan No. 856; Hawaiian Memorial Park Cemetery, Garden of Meditation - Area 2, File Plan No. 857; Hawaiian Memorial Park Cemetery, Pikake Terrace, File Plan No. 904; Hawaiian Memorial Park Cemetery, Sea View Garden - Area 2, File Plan No. 936; Hawaiian Memorial Park Cemetery, Pine Crest Estate, File Plan No. 993; Hawaiian Memorial Park Cemetery, Terraced Lakes, File Plan No. 1054; Hawaiian Memorial Park Cemetery, Pikake Terrace - Government Road Remnant, File Plan No. 1443; Hawaiian Memorial Park Cemetery, Seaview Garden - Area 3, File Plan No. 1446; Hawaiian Memorial Park, Garden of Meditation, Area 1 - Government Road Remnant, File Plan No. 1447; Hawaiian Memorial Park Cemetery, Babyland Unit II, File Plan No. 1474; and Hawaiian Memorial Park Cemetery, Lakeside Garden Musicians Section II, File Plan No. 1773; and portions of Lots 4-S and 4-V, and thus bounded and described as per survey of James R. Thompson, Registered Professional Land Surveyor, with Walter P. Thompson, Inc., dated September 14, 1992, to-wit:

Beginning at the northwest corner of this parcel of land the same being the southwest corner of Parkway, Phase C-2, File Plan 1692 and on the easterly side of Kamehameha Highway, FAP No. F-083-1(7), the coordinates of said point of beginning referred to Government Survey Triangulation Station "KAILUA" being 3,275.07 feet north and 7,347.74 feet west and thence running by azimuths measured clockwise from true South:

- | | | | |
|----|----------|----------|--|
| 1. | 233° 02' | 1,038.79 | feet along Parkway, Phase C-2 File Plan 1692; |
| 2. | 18° 43' | 600.20 | feet along Lots 123, 122, 121 and 120, Land Court Application 743; |

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| | | | | |
|-----|------|-----|----------|---|
| 3. | 322° | 45' | 765.40 | feet along Lots 120, 119, 118, 117, 116, 115, 114, 113, 112, 111, 110, 109, 108, 107, 106 and 105 Land Court Application 743; |
| 4. | 247° | 50' | 310.00 | feet along Lot 4, Land Court Application 743; |
| 5. | 307° | 30' | 590.00 | feet along Government Land (Hawaii State Veterans Cemetery); |
| 6. | 322° | 15' | 1,075.00 | feet along Government Land (Hawaii State Veterans Cemetery); |
| 7. | 302° | 35' | 200.00 | feet along Government Land (Hawaii State Veterans Cemetery); |
| 8. | 24° | 00' | 638.61 | feet along the remainder of R.P. 7983, L.C. Aw. 4452, Ap. 12 to H. Kalama; |
| 9. | 140° | 45' | 19.85 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |
| 10. | 126° | 35' | 66.00 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |
| 11. | 111° | 55' | 67.00 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |
| 12. | 100° | 15' | 73.00 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |
| 13. | 89° | 20' | 63.00 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |

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| | | | | | |
|-----|------|-----|-----|--------|---|
| 14. | 81° | 45' | | 61.00 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |
| 15. | 69° | 55' | | 125.00 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |
| 16. | 54° | 05' | | 60.00 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |
| 17. | 32° | 05' | | 60.00 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |
| 18. | 23° | 40' | | 57.00 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |
| 19. | 90° | 00' | | 272.00 | feet along the northerly side of Interstate Highway (H-3), Halekou Interchange; |
| 20. | 136° | 20' | 30" | 59.15 | feet along the easterly side of Kamehameha Highway; |
| 21. | 226° | 20' | 30" | 15.00 | feet along the easterly side of Kamehameha Highway; |
| 22. | 142° | 01' | 10" | 172.80 | feet along the easterly side of Kamehameha Highway; |
| 23. | 148° | 01' | | 121.22 | feet along the easterly side of Kamehameha Highway; |
| 24. | 150° | 45' | 30" | 76.97 | feet along the easterly side of Kamehameha Highway; |
| 25. | 144° | 20' | 10" | 70.56 | feet along the easterly side of Kamehameha Highway; |
| 26. | 140° | 53' | | 48.56 | feet along the easterly side of Kamehameha Highway; |
| 27. | 129° | 00' | 30" | 177.62 | feet along the easterly side of Kamehameha Highway; |

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| | | | | | |
|-----|------|-----|-----|--------|--|
| 28. | 52° | 54' | 30" | 20.00 | feet along the easterly side of Kamehameha Highway; |
| | | | | | Thence along the easterly side of Kamehameha Highway on a curve to the right with a radius of 5,624.58 feet, the chord azimuth and distance being: |
| 29. | 143° | 54' | 30" | 196.33 | feet; |
| 30. | 54° | 54' | 30" | 25.00 | feet along the northerly side of Kamehameha Highway; |
| | | | | | Thence along the easterly side of Kamehameha Highway on a curve to the right with a radius of 5,649.58 feet, the chord azimuth and distance being: |
| 31. | 146° | 39' | 30" | 345.06 | feet; |
| 32. | 58° | 24' | 30" | 10.00 | feet along the easterly side of Kamehameha Highway; |
| | | | | | Thence along the easterly side of Kamehameha Highway on a curve to the right with a radius of 5,659.58 feet, the chord azimuth and distance being: |
| 33. | 248° | 55' | 46" | 102.95 | feet; |
| | | | | | Thence along the easterly side of Kamehameha Highway on a curve to the right with a radius of 5,659.58 feet, the chord azimuth and distance being: |
| 34. | 149° | 45' | 16" | 60.04 | feet; |

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Thence along the easterly side of Kamehameha Highway on a curve to the right with a radius of 5,659.58 feet, the chord azimuth and distance being:

| | | | | | |
|-----|------|-----|-----|--------|---|
| 35. | 151° | 44' | | 330.86 | feet; |
| 36. | 152° | 28' | 10" | 177.35 | feet along the easterly side of Kamehameha Highway; |
| 37. | 149° | 44' | 45" | 100.00 | feet along the easterly side of Kamehameha Highway; |
| 38. | 145° | 56' | | 300.66 | feet along the easterly side of Kamehameha Highway; |
| 39. | 149° | 44' | 45" | 206.81 | feet along the easterly side of Kamehameha Highway; |

Thence along the easterly side of Kamehameha Highway on a curve to the right with a radius of 2,930.00 feet, the chord azimuth and distance being:

| | | | | | |
|-----|------|-----|-----|--------|-------|
| 40. | 150° | 51' | 55" | 114.50 | feet; |
|-----|------|-----|-----|--------|-------|

Thence along the easterly side of Kamehameha Highway on a curve to the right with a radius of 2,930.00 feet, the chord azimuth and distance being:

| | | | | | |
|-----|------|-----|-----|-------|-------|
| 41. | 152° | 33' | 11" | 58.10 | feet; |
|-----|------|-----|-----|-------|-------|

Thence along the easterly side of Kamehameha Highway on a curve to the right with a radius of 2,930.00 feet, the chord azimuth and distance being:

| | | | | | |
|-----|------|-----|-----|--------|-------|
| 42. | 154° | 42' | 39" | 162.57 | feet; |
|-----|------|-----|-----|--------|-------|

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43. 166° 59' 52.88 feet along the easterly side of Kamehameha Highway to the point of beginning and containing an area of 71.997 acres, more or less.

Said above described parcel of land having been acquired by HAWAIIAN MEMORIAL PARK CEMETERY ASSOCIATION, a Hawaii corporation, as follows:

1. By TRANSFER AND AGREEMENT of HAWAIIAN MEMORIAL PARK, LTD., a Hawaii corporation, dated July 18, 1961, recorded in Liber 4093 at Page 403.
2. By DEED of the STATE OF HAWAII, dated July 12, 1974, recorded in Liber 10047 at Page 160.

-SECOND:-

All of that certain parcel of land (being portion(s) of the land(s) described in and covered by Royal Patent Number 7984, Land Commission Award Number 4452, Apana 13 to H. Kalama and Deed: Minister of the Interior to C.C. Harris dated March 12, 1876, recorded in Liber 45 at Page 286) situate, lying and being at Hopenui, Kawaewae and Kalokoai, Kaneohe, District of Koolaupoko, City and County of Honolulu, State of Hawaii, being LOT A bearing Tax Key designation (1) 4-5-033-001, and containing an area of 164.423 acres, more or less.

Together with a perpetual non-exclusive roadway and utility easement, as granted to HAWAIIAN MEMORIAL PARK CEMETERY ASSOCIATION, a Hawaii corporation, by instrument dated May 30, 1991, recorded as Document No. 91-082781, said easement being more particularly described as follows:

Situate at Kaluapuhi-Waikalua, Kaneohe, Oahu, Hawaii.

Being a portion of Grant S-15,608 to Hawaii Housing Authority conveyed to the State of Hawaii by Housing Finance and Development Corporation by Deed dated June 1, 1990 and recorded as Document No. 90-086598 (Land Office Deed S-27807).

Exhibit 2

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Beginning at the northwest corner of this easement and on the boundary between the lands of Kaluapuhi-Waikalua and Kalokoai, the coordinates of said point of beginning referred to Government Survey Triangulation Station "KAILUA" being 3,474.60 feet north and 5,154.72 feet west, thence running by azimuths measured clockwise from true South:

1. 335° 00' 52.48 feet along R.P. 7984, L.C. Aw. 4452, Ap. 13 to H. Kalama;
2. 31° 58' 753.29 feet along the remainder of Grant S-15,608 to Hawaii Housing Authority;
3. Thence along the remainder of Grant S-15,608 to Hawaii Housing Authority, on a curve to the left with a radius of 228.00 feet, the chord azimuth and distance being:
 - 8° 44' 179.88 feet;
4. Thence along the remainder of Grant S-15,608 to Hawaii Housing Authority, on a curve to the left with a radius of 20.00 feet, the chord azimuth and distance being:
 - 300° 30' 28.28 feet;
5. 345° 30' 44.00 feet along the remainder of Grant S-15,608 to Hawaii Housing Authority;
6. 75° 30' 49.62 feet along the remainder of Grant S-15,608 to Hawaii Housing Authority;
7. 127° 30' 55.84 feet along R.P. 7984, L.C. Aw. 4452, Ap. 13 to H. Kalama;

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8. Thence along the remainder of Grant S-15,608 to Hawaii Housing Authority, on a curve to the left with a radius of 20.00 feet, the chord azimuth and distance being:

210° 30' 28.28 feet;

9. Thence along the remainder of Grant S-15,608 to Hawaii Housing Authority, on a curve to the right with a radius of 272.00 feet, the chord azimuth and distance being:

188° 44' 214.60 feet;

10. 211° 58' 781.90 feet along the remainder of Grant S-15,608 to Hawaii Housing Authority to the point of beginning and containing an area of 1.072 acres, more or less.

BEING THE PREMISES ACQUIRED BY DEED

GRANTOR : **FIRST HAWAIIAN BANK**, a Hawaii banking corporation, not in its individual capacity, but solely as successor Trustee under (i) that certain unrecorded Trust Agreement dated September 24, 1971, and (ii) that certain unrecorded Trust Agreement dated May 5, 1969, as amended

GRANTEE : **HAWAIIAN MEMORIAL PARK CEMETERY ASSOCIATION**, a Hawaii non-profit corporation

DATED : December 30, 1990

RECORDED : Document No. 91-115934

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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 the Certificate of Dedication of Land for Cemetery Purposes dated June 12, 2002, recorded in said Bureau of Conveyances of the State of Hawaii as Document No. 2002-103425.
3. -AS TO PARCEL FIRST:-

(A) A perpetual easement or right of way as an appurtenance to Section 3 of Land Court Application No. 743 for ingress and egress on foot and with vehicles of all kinds, and for telephone and electric poles and lines and/or conduits and water pipes over, along, across, through and under that certain strip of land twenty (20) feet wide, situated at Waikalua Loko, Kaneohe, District of Koolaupoko, City and County of Honolulu, State of Hawaii, being a portion of R. P. 7984, L. C. Aw. 4452, Apana 13 to H. Kalama, mentioned in said Transfer Certificate of Title No. 27,851, and more particularly described as follows:

Beginning at an "arrow" cut in rock at the northerly corner of this strip of land, being also the end of Course 3 of Section 3 of Land Court Application 743 and thence running by azimuths measured clockwise from true South:

- | | | | |
|----|----------|--------|---|
| 1. | 307° 30' | 590.00 | feet along Section B of the Kaluapuhi - Waikalua Homesteads; |
| 2. | 322° 15' | 146.79 | feet along Section B of Kaluapuhi - Waikalua Homesteads; |
| 3. | 13° 35' | 25.61 | feet along the west side of 30-foot Government connecting road; |

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- | | | | |
|----|----------|--------|--|
| 4. | 142° 15' | 160.20 | feet along the remainder of the Land of Waikalua Loko, R. P. 7984, L. C. Aw. 4452, Apana 13 to H. Kalama; |
| 5. | 127° 30' | 599.11 | feet along the remainder of the Land of Waikalua Loko, R. P. 7984, L. C. Aw. 4452, Apana 13 to H. Kalama; |
| 6. | 247° 50' | 23.17 | feet along Section 3 of Land Court Application 743 to the point of beginning and containing an area of 14,961 square feet, more or less; |

as granted in Leases filed as Land Court Document No. 702600, recorded in Liber 10246 at Page 170, and Land Court Document No. 707645, recorded in Liber 10362 at Page 266.

- (B) A right-of-way in favor of the United States of America for a signal cable trunking system, set forth in instrument dated May 31, 1958, recorded in Liber 3437 at Page 166, being more particularly described as follows:

"Being a strip of land five (5.0) feet wide and extending two and one-half (2.5) feet on each side of the following described center line:

Beginning at the northerly end of this right-of-way and on the southerly boundary of Parcel 2, the true azimuth and distance to the end of Course 11 of the above described Parcel 1 being 271° 30' 14.04 feet and the coordinates of said point of beginning referred to Government Survey Triangulation Station "KAILUA" being 3,174.32 feet north and 6,629.79 feet west, and running by an azimuth measured clockwise from true South:

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1. 329° 09' 10" 505.28 feet to a point on the southerly boundary of the above described Parcel 1 and containing an area of 2,526 square feet."

(C) Rights-of-way in favor of the United States of America for a signal cable trunking system, set forth in instrument dated July 18, 1961, recorded in Liber 4093 at Page 403, being more particularly described as follows:

- (1) "Being a strip of land five (5.0) feet wide and extending two and one-half (2.5) feet on each side of the following described center line:

Beginning at the northerly end of this right-of-way, the true azimuth and distance to the end of Course 1 of the above described Parcel 2 being 233° 02' 185.58 feet and the coordinates of said point of beginning referred to Government Survey Triangulation Station "KAILUA" being 3,788.25 feet north and 6,666.03 feet west, and running by azimuths measured clockwise from true South:

1. 7° 19' 50" 253.46 feet;
2. 6° 26' 30" 209.64 feet;
3. 329° 09' 10" 179.62 feet to a point on the southerly boundary of the above described Parcel 2 and containing an area of 3,214 square feet."

- (2) "Being a strip of land five (5.0) feet wide and extending two and one-half (2.5) feet on each side of the following described center line:

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Beginning at the northerly end of this right-of-way and on the southerly boundary of Parcel 1, the true azimuth and distance to the end of Course 12 of the above described Parcel 3 being 238° 30' 87.73 feet and the coordinates of said point of beginning referred to Government Survey Triangulation Station "KAILUA" being 2,740.52 feet north and 6,370.71 feet west, and running by an azimuth measured clockwise from true South:

1. 329° 09' 10" 1,103.73 feet to a point on the southerly boundary of the above described Parcel 3 and containing an area of 5,519 square feet."

(3) "Being a strip of land five (5.0) feet wide and extending two and one-half (2.5) feet on each side of the following described center line:

Beginning at the northerly end of this right-of-way and on the southerly side of Government road right-of-way, 30 feet wide, the coordinates of which referred to Government Survey Triangulation Station "KAILUA" being 1,768.06 feet north and 5,787.60 feet west, and running by azimuths measured clockwise from true South:

1. 307° 57' 50" 904.88 feet;

2. 315° 28' 50" 265.60 feet to a point on the southeast boundary of the above described Parcel 4 and containing an area of 5,852 square feet."

(D) GRANT

TO : UNITED STATES OF AMERICA

DATED : June 6, 1961

RECORDED : Liber 4069 Page 447

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GRANTING : a perpetual easement, together with the right of ingress and egress, for the construction, use, maintenance, inspection, alteration, replacement and repair of an underground communication cable or cable, across, along, through and under Parcel A (area 10,783 square feet) and Parcel B (area 4,899 square feet)

(E) GRANT

TO : HAWAIIAN ELECTRIC COMPANY, INC.

DATED : August 12, 1970

RECORDED : Liber 7149 Page 405

GRANTING : a perpetual right and easement for utility purposes

(F) GRANT

TO : HAROLD KAINALU LONG CASTLE, whose wife's name is Alice Hedemann Castle

DATED : December 15, 1959

RECORDED : Liber 8146 Page 97

GRANTING : a perpetual right and easement for all road and utility purposes over, across, along, upon and under all of Lot 7 and a portion of Lot 6 of File Plan No. 610

(G) UNRECORDED LEASE

LESSOR : HAWAIIAN MEMORIAL PARK CEMETERY ASSOCIATION, a Hawaii nonprofit corporation

LESSEE : HAWAIIAN MEMORIAL PARK MORTUARY CORPORATION, a Hawaii corporation

DATED : February 28, 1962

TERM : commencing March 1, 1963 and expiring February 29, 1984 with option to extend the term of the Lease for three (3) additional ten-year periods and one (1) additional five-year period

Said Lease was amended and restated by instrument dated December 14, 1981, recorded as Document No. 97-011546.

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THE LESSEE'S INTEREST ASSIGNED

ASSIGNOR : HAWAIIAN MEMORIAL PARK MORTUARY CORPORATION, a
Hawaii corporation

ASSIGNEE : RIGHTSTAR HMP, LLC, a Hawaii limited liability
company

DATED : November 7, 2001

RECORDED : Document No. 2001-175251

Said Lease demising the following described premises:

All of that certain parcel of land (being portion(s) of the land(s) described in and covered by Royal Patent Number 7984, Land Commission Award Number 4452, Apana 13 to H. Kalama) situate lying and being at Waikalua-Loko, Kaneohe, Koolaupoko, City and County of Honolulu, State of Hawaii, being the whole of Lot I of Pali View Garden - Area 2, File Plan No. 634, and thus bounded and described:

Beginning at the north corner of this parcel of land, on the southwest side of 32-foot roadway, being the north corner of Lot I and the east corner of Lot 3 of Pali View Garden - Area 2, File Plan 634, the coordinates of which referred to Government Survey Triangulation Station "KAILUA" being 2,219.71 feet north and 6,498.12 feet west, and running by azimuths measured clockwise from true South:

Along the southwest side of 32-foot roadway, along Central Garden - Area 2, File Plan 633, on a curve to the left with a radius of 406.00 feet, the chord azimuth and distance being:

1. 302° 38' 20" 79.79 feet;

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|----|------|-----|-----|--------|---|
| 2. | 297° | 00' | | 3.39 | feet along the southwest side of 32-foot roadway, along Central Garden - Area 2, File Plan 633; thence along the west side of roadway, along Central Garden - Area 2, File Plan 633, on a curve to the right with a radius of 30.00 feet, the chord azimuth and distance being: |
| 3. | 345° | 43' | 21" | 45.09 | feet; Thence along the northwest side of 70-foot roadway, along Lakeside Garden, File Plan 617, on a curve to the right with a radius of 385.00 feet, the chord azimuth and distance being: |
| 4. | 44° | 02' | 06" | 128.28 | feet; |
| 5. | 154° | 57' | | 153.35 | feet along Lots 2, 105, 103, 101, 99, 97, 95, 93, 91 and 89 of Pali View Garden - Area 2, File Plan 634; |
| 6. | 244° | 57' | | 69.93 | feet along Lots 85, 86 and 87 of Pali View Garden - Area 2, File Plan 634; |
| 7. | 218° | 16' | 30" | 15.21 | feet along Lot 3 of Pali View Garden - Area 2, File Plan 634, to the point of beginning and containing an area of 15,800 square feet, more or less. |

Said Unrecorded Lease is subject to the following:

(1) REAL PROPERTY LEASEHOLD MORTGAGE, SECURITY AGREEMENT AND FINANCING STATEMENT

Exhibit 2
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MORTGAGOR : RIGHTSTAR HMP, LLC, a Hawaii limited liability company

MORTGAGEE : VESTIN MORTGAGE, INC., a Nevada corporation; OWENS FINANCIAL GROUP, INC., a California corporation; BRIDGE CAPITAL, INC., a Nevada corporation; and THE MORTGAGE GROUP, INC., a Hawaii corporation

DATED : November 7, 2001

RECORDED : Document No. 2001-175257

AMOUNT : \$45,000,000.00

(2) ASSIGNMENT OF RENTS AND LESSORS' INTEREST IN LEASED dated November 7, 2001, recorded as Document No. 2001-175260, by and between RIGHTSTAR HAWAII MANAGEMENT, INC., a Hawaii corporation, RIGHTSTAR INTERNATIONAL, INC., a Nevada corporation, RIGHTSTAR VOT, LLC, a Hawaii limited liability company, RIGHTSTAR AMG, LLC, a Hawaii limited liability company, RIGHTSTAR HMP, LLC, a Hawaii limited liability company, RIGHTSTAR WINDWARD, LLC, a Hawaii limited liability company, RIGHTSTAR NMI, LLC, a Hawaii limited liability company, RIGHTSTAR AAI, LLC, a Hawaii limited liability company, RIGHTSTAR MAUI MEMORIAL, LLC, a Hawaii limited liability company, RIGHTSTAR MAUI FUNERAL, LLC, a Hawaii limited liability company, RIGHTSTAR 50TH STATE, LLC, a Hawaii limited liability company, RIGHTSTAR CPF, LLC, a Hawaii limited liability company, and RIGHTSTAR NUUANU MORTUARY LLC, a Hawaii limited liability company "Assignor", and VESTIN MORTGAGE, INC., a Nevada corporation, OWENS FINANCIAL GROUP, INC., a California corporation, BRIDGE CAPITAL, INC., a Nevada corporation, and THE MORTGAGE GROUP, INC., a Hawaii corporation, "Assignee", assigning all of Assignor's right, title and interest in, to and under that any and all unrecorded leases made by and between Assignor, and lessor, demising all or a portion of the real property described therein, etc., to secure the repayment of that certain promissory note, in the principal sum of \$45,000,000.00.

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- (H) Restriction of abutter's rights of vehicle access along Kamehameha Highway FAP No. F-083-1 (7), which rights of access were acquired by the State of Hawaii, by Stipulated Judgment and Final Order of Condemnation dated March 22, 1972 and March 21, 1972, filed in the Circuit Court of the First Circuit, State of Hawaii, Civil No. 20310, recorded in Liber 8340 at Page 83.
- (I) Restriction of abutter's rights of vehicle access along Interstate Highway, Halekou Interchange, FAP No. I-H3-1 (4), which rights of access were acquired by the State of Hawaii, by Stipulated Judgment and Amended Final Order of Condemnation dated August 29, 1972 and October ---, 1972, filed in the Circuit Court of the First Circuit, State of Hawaii, Civil No. 33992, recorded in Liber 8769 at Page 99.
- (J) The terms and provisions, including the failure to comply with any covenants, conditions and reservations, contained in the following:

INSTRUMENT : DEED

DATED : July 12, 1974
RECORDED : Liber 10047 Page 160

The foregoing includes, but is not limited to, matters relating to all surface and ground waters.

(K) GRANT

TO : HAWAIIAN ELECTRIC COMPANY, INC. and VERIZON HAWAII, INC.

DATED : January 26, 1976
RECORDED : Liber 11230 Page 40
GRANTING : a perpetual right and easement for utility purposes

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(L) GRANT

TO : STATE OF HAWAII

DATED : September 9, 1980

RECORDED : Liber 15046 Page 136

GRANTING : a perpetual and non-exclusive easement for roadway and utility purposes in, over, under and across that certain easement area containing 86,403 square feet, more or less, more particularly described therein

(M) Encroachments or any other matters as shown on survey map prepared by James R. Thompson, Land Surveyor, with Walter P. Thompson, Inc. dated September 14, 1992.

(N) Easements, rights, or interests arising out of:

- (1) the sale or transfer of lots, blocks, plots or sections in the land described in Schedule C or of burial rights therein;
- (2) the sale or transfer of crypts or vaults in any mausoleum, and of niches in any columbarium to be erected on said land; or
- (3) any interment in said land.

(O) Easements over any of the unnamed streets, roads, alleys, walks, paths, parks or parkways, if any.

(P) Restrictions imposed by law regarding the sale and disposition of said land or a place within any mausoleum or columbarium erected thereon resulting from the use or dedication of said land for cemetery purposes.

(Q) GRANT

TO : HAWAIIAN ELECTRIC COMPANY, INC.

DATED : July 6, 1993

RECORDED : Document No. 93-139578

GRANTING : a perpetual right and easement for utility purposes

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(R) LEASE

LESSOR : HAWAIIAN MEMORIAL PARK CEMETERY ASSOCIATION, a
Hawaii nonprofit corporation

LESSEE : WINDWARD CREMATORY, INC., a Hawaii corporation

DATED : December 14, 1981

RECORDED : Document No. 97-011545

TERM : commencing December 1, 1981 and expiring February
28, 1994, with the right and option to extend for 2
additional 10 year periods and 1 additional 5 year
period

Said Lease was amended by unrecorded instrument dated June 28,
1996.

THE LESSEE'S INTEREST ASSIGNED

ASSIGNOR : WINDWARD CREMATORY, INC., a Hawaii corporation

ASSIGNEE : RIGHTSTAR WINDWARD, LLC, a Hawaii limited liability
company

DATED : November 7, 2001

RECORDED : Document No. 2001-175252

Said Lease demising the following described premises:

All of that certain parcel of land (being portion(s) of the
land(s) described in and covered by Royal Patent Number 7984,
Land Commission Award Number 4452, Apana 13 to H. Kalama)
situate, lying and being at Waikalua-Loko, Kaneohe, Koolaupoko,
City and County of Honolulu, State of Hawaii, being CREMATORY
SITE of "HAWAIIAN MEMORIAL PARK CEMETERY", same being a portion
of Garden of Reveries (File Plan 683), and thus bounded and
described:

Beginning at the north corner of this parcel of land, the
coordinates of which referred to Government Survey Triangulation
Station "KAILUA" being 2,777.21 feet north and 5,953.23 feet
west, and running by azimuths measured clockwise from true South:

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| | | | |
|----|----------|-------|---|
| 1. | 337° 50' | 31.00 | feet along remainder of Garden of Reveries (File Plan 683); |
| 2. | 67° 50' | 22.00 | feet along remainder of Garden of Reveries (File Plan 683); |
| 3. | 157° 50' | 31.00 | feet along remainder of Garden of Reveries (File Plan 683); |
| 4. | 247° 50' | 22.00 | feet along remainder of Garden of Reveries (File Plan 683) to the point of beginning and containing an area of 682 square feet, more or less. |

Said Lease is subject to the following:

(1) REAL PROPERTY LEASEHOLD MORTGAGE, SECURITY AGREEMENT AND FINANCING STATEMENT

MORTGAGOR : RIGHTSTAR HMP, LLC, a Hawaii limited liability company

MORTGAGEE : VESTIN MORTGAGE, INC., a Nevada corporation; OWENS FINANCIAL GROUP, INC., a California corporation; BRIDGE CAPITAL, INC., a Nevada corporation; and THE MORTGAGE GROUP, INC., a Hawaii corporation

DATED : November 7, 2001

RECORDED : Document No. 2001-175258

AMOUNT : \$45,000,000.00

(2) ASSIGNMENT OF RENTS AND LESSORS' INTEREST IN LEASED dated November 7, 2001, recorded as Document No. 2001-175260, by and between RIGHTSTAR HAWAII MANAGEMENT, INC., a Hawaii corporation, RIGHTSTAR INTERNATIONAL, INC., a Nevada corporation, RIGHTSTAR VOT, LLC, a Hawaii limited liability company, RIGHTSTAR AMG, LLC, a Hawaii limited liability company, RIGHTSTAR HMP, LLC, a Hawaii limited liability company, RIGHTSTAR WINDWARD, LLC, a Hawaii limited

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liability company, RIGHTSTAR NMI, LLC, a Hawaii limited liability company, RIGHTSTAR AAI, LLC, a Hawaii limited liability company, RIGHTSTAR MAUI MEMORIAL, LLC, a Hawaii limited liability company, RIGHTSTAR MAUI FUNERAL, LLC, a Hawaii limited liability company, RIGHTSTAR 50TH STATE, LLC, a Hawaii limited liability company, RIGHTSTAR CPF, LLC, a Hawaii limited liability company, and RIGHTSTAR NUUANU MORTUARY LLC, a Hawaii limited liability company "Assignor", and VESTIN MORTGAGE, INC., a Nevada corporation, OWENS FINANCIAL GROUP, INC., a California corporation, BRIDGE CAPITAL, INC., a Nevada corporation, and THE MORTGAGE GROUP, INC., a Hawaii corporation, "Assignee", assigning all of Assignor's right, title and interest in, to and under that any and all unrecorded leases made by and between Assignor, and lessor, demising all or a portion of the real property described therein, etc., to secure the repayment of that certain promissory note, in the principal sum of \$45,000,000.00.

(S) ASSIGNMENT OF ACCOUNTS RECEIVABLE AND CONTRACT RIGHTS dated November 7, 2001, recorded as Document No. 2001-175277, by and between RIGHTSTAR HAWAII MANAGEMENT, INC., a Hawaii corporation, RIGHTSTAR INTERNATIONAL, INC., a Nevada corporation, RIGHTSTAR VOT, LLC, a Hawaii limited liability company, RIGHTSTAR AMG, LLC, a Hawaii limited liability company, RIGHTSTAR HMP, LLC, a Hawaii limited liability company, RIGHTSTAR WINDWARD, LLC, a Hawaii limited liability company, RIGHTSTAR NMI, LLC, a Hawaii limited liability company, RIGHTSTAR AAI, LLC, a Hawaii limited liability company, RIGHTSTAR MAUI MEMORIAL, LLC, a Hawaii limited liability company, RIGHTSTAR MAUI FUNERAL, LLC, a Hawaii limited liability company, RIGHTSTAR 50TH STATE, LLC, a Hawaii limited liability company, RIGHTSTAR CPF, LLC, a Hawaii limited liability company, and RIGHTSTAR NUUANU MORTUARY LLC, a Hawaii limited liability company "Assignor", and VESTIN MORTGAGE, INC., a Nevada corporation, OWENS FINANCIAL GROUP, INC., a California corporation, BRIDGE CAPITAL, INC., a Nevada corporation, and THE MORTGAGE GROUP, INC., a Hawaii corporation, "Assignee", assigning all of Assignor's right, title and interest in and to all of the accounts receivable and contract rights of Assignor, etc., to secure the repayment of that certain promissory note, in the principal sum of \$45,000,000.00.

4. -AS TO PARCEL SECOND:-

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- (A) Any facts an archaeological study would disclose, including, without limitation, trails, rights of way, historic property and burial sites, and that certain heiau (place of worship), as shown on the survey map prepared by James R. Thompson, Registered Professional Land Surveyor, of Walter P. Thompson, Inc., dated September 18, 1992.

- (B) Easements, rights, or interests arising out of:
 - (1) the sale or transfer of lots, blocks, plots or sections in the land described in Schedule C or of burial rights therein;
 - (2) the sale or transfer of crypts or vaults in any mausoleum, and of niches in any columbarium to be erected on said land; or
 - (3) any interment in said land.

- (C) Easements over any of the unnamed streets, roads, alleys, walks, paths, parks or parkways, if any.

- (D) Restrictions imposed by law regarding the sale and disposition of said land or a place within any mausoleum or columbarium erected thereon resulting from the use or dedication of said land for cemetery purposes.

- (E) The terms and provisions, including the failure to comply with any covenants, conditions and reservations, contained in the following:

INSTRUMENT : UNILATERAL AGREEMENT & DECLARATION FOR CONDITIONAL
ZONING

DATED : April 28, 1997
RECORDED : Document No. 97-056229

Exhibit 2
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- (F) Discrepancies, conflicts in boundary lines, shortage in area, encroachments or any other matters which a correct survey or archaeological study would disclose.

END OF EXHIBIT "A"

Petitioner's Exhibit No. 3

Exhibit 3

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SERVICE CORPORATION INTERNATIONAL CONDENSED CONSOLIDATED BALANCE SHEET (UNAUDITED)

(In thousands, except share amounts)

| | <u>June 30, 2007</u> | <u>December 31, 2006</u> |
|---|----------------------|--------------------------|
| Assets | | |
| Current assets: | | |
| Cash and cash equivalents | \$ 222,785 | \$ 39,880 |
| Receivables, net | 102,107 | 107,194 |
| Inventories | 39,017 | 39,535 |
| Current assets of discontinued operations | 2,480 | 2,236 |
| Current assets held for sale | 3,033 | 6,330 |
| Other | <u>37,363</u> | <u>43,162</u> |
| Total current assets | <u>406,785</u> | <u>238,337</u> |
| Preneed funeral receivables and trust investments | 1,546,224 | 1,516,676 |
| Preneed cemetery receivables and trust investments | 1,550,552 | 1,522,584 |
| Cemetery property, at cost | 1,465,152 | 1,495,248 |
| Property and equipment, net | 1,605,899 | 1,641,353 |
| Non-current assets of discontinued operations | 380,579 | 371,132 |
| Non-current assets held for sale | 169,407 | 349,311 |
| Goodwill | 1,260,587 | 1,264,272 |
| Deferred charges and other assets | 396,861 | 436,545 |
| Cemetery perpetual care trust investments | <u>958,947</u> | <u>893,931</u> |
| | <u>\$ 9,740,993</u> | <u>\$ 9,729,389</u> |
| Liabilities & Stockholders' Equity | | |
| Current liabilities: | | |
| Accounts payable and accrued liabilities | \$ 305,374 | \$ 341,173 |
| Current maturities of long-term debt | 103,837 | 46,176 |
| Current liabilities of discontinued operations | 3,071 | 2,351 |
| Current liabilities held for sale | 157 | 419 |
| Income taxes | <u>22,498</u> | <u>17,828</u> |
| Total current liabilities | <u>434,937</u> | <u>407,947</u> |
| Long-term debt | 1,837,318 | 1,912,696 |
| Deferred preneed funeral revenues | 541,472 | 537,792 |
| Deferred preneed cemetery revenues | 735,098 | 754,193 |
| Deferred income taxes | 99,866 | 177,341 |
| Non-current liabilities of discontinued operations | 324,383 | 311,498 |
| Non-current liabilities held for sale | 116,161 | 239,800 |
| Other liabilities | 479,506 | 357,418 |
| Non-controlling interest in funeral and cemetery trusts | 2,609,718 | 2,548,743 |
| Non-controlling interest in cemetery perpetual care trusts | 955,358 | 887,186 |
| Commitments and contingencies (Note 16) | | |
| Stockholders' equity: | | |
| Common stock, \$1 per share par value, 500,000,000 shares authorized, 288,103,566 and 293,222,114, issued and outstanding (net of 7,975,808 and 10,000 treasury shares, at par) | 288,104 | 293,222 |
| Capital in excess of par value | 2,063,246 | 2,135,649 |
| Accumulated deficit | (858,068) | (906,394) |
| Accumulated other comprehensive income | <u>113,894</u> | <u>72,298</u> |
| Total stockholders' equity | <u>1,607,176</u> | <u>1,594,775</u> |
| | <u>\$ 9,740,993</u> | <u>\$ 9,729,389</u> |

(See notes to unaudited condensed consolidated financial statements)

Exhibit 3

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

SERVICE CORPORATION INTERNATIONAL
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS
(UNAUDITED)
(In thousands, except per share amounts)

| | Three months ended | | Six months ended | |
|--|--------------------|------------------|------------------|------------------|
| | June 30, | | June 30, | |
| | 2007 | 2006 | 2007 | 2006 |
| Revenues | \$ 565,492 | \$ 431,400 | \$ 1,173,047 | \$ 873,401 |
| Costs and expenses | (462,131) | (347,212) | (928,532) | (700,519) |
| Gross profit | 103,361 | 84,188 | 244,515 | 172,882 |
| General and administrative expenses | (30,281) | (20,922) | (65,680) | (42,929) |
| Gains (losses) on dispositions and impairment charges, net | 9,743 | (2,881) | 2,063 | (7,391) |
| Operating income | 82,823 | 60,385 | 180,898 | 122,562 |
| Interest expense | (36,165) | (26,609) | (73,762) | (53,337) |
| Loss on early extinguishment of debt | (12,122) | — | (14,480) | — |
| Interest income | 2,478 | 6,782 | 4,070 | 12,763 |
| Equity in earnings of unconsolidated subsidiaries | 5,559 | 137 | 6,270 | 137 |
| Other (expense) income, net | (723) | 66 | (2,932) | 1,058 |
| Income from continuing operations before income taxes | 41,850 | 40,761 | 100,064 | 83,183 |
| Provision for income taxes | (28,941) | (15,404) | (52,438) | (31,049) |
| Income from continuing operations | 12,909 | 25,357 | 47,626 | 52,134 |
| Income from discontinued operations (net of income tax provision (benefit) of \$1,223, (\$13), \$1,960 and \$83, respectively) | 2,209 | 93 | 5,134 | 242 |
| Net income | <u>\$ 15,118</u> | <u>\$ 25,450</u> | <u>\$ 52,760</u> | <u>\$ 52,376</u> |
| Basic earnings per share: | | | | |
| Income from continuing operations | \$.04 | \$.09 | \$.16 | \$.18 |
| Income from discontinued operations, net of tax | .01 | — | .02 | — |
| Net income | <u>\$.05</u> | <u>\$.09</u> | <u>\$.18</u> | <u>\$.18</u> |
| Diluted earnings per share: | | | | |
| Income from continuing operations | \$.04 | \$.09 | \$.16 | \$.18 |
| Income from discontinued operations, net of tax | .01 | — | .02 | — |
| Net income | <u>\$.05</u> | <u>\$.09</u> | <u>\$.18</u> | <u>\$.18</u> |
| Basic weighted average number of shares | <u>290,577</u> | <u>293,409</u> | <u>291,941</u> | <u>293,580</u> |
| Diluted weighted average number of shares | <u>296,124</u> | <u>297,501</u> | <u>297,480</u> | <u>297,784</u> |
| Dividends declared per share | <u>\$.030</u> | <u>\$.025</u> | <u>\$.060</u> | <u>\$.050</u> |

(See notes to unaudited condensed consolidated financial statements)

