

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAII

In the Matter of the Petition of)	DOCKET NO. A11-793
)	
CASTLE & COOKE HOMES HAWAII, INC.)	CASTLE & COOKE HOMES
)	HAWAII, INC.
To Amend the Agricultural Land Use)	
District Boundary into the Urban District for)	
approximately 767.649 acres at Waipio and)	
Waiawa, Island of Oahu, State of Hawaii,)	
TMK: (1) 9-4-06: portion of 1, (1) 9-4-06:)	
portion of 2, (1) 9-4-06: portion of 3,)	
(1) 9-4-06: portion of 5, (1) 9-4-06:)	
portion of 29, (1) 9-4-06: portion of 31,)	
(1) 9-4-06: 38, (1) 9-4-06: portion of 39,)	
(1) 9-5-03: portion of 1, (1) 9-5-03: portion)	
of 4, and (1) 9-6-04: 21)	
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 LAND USE COMMISSION
 STATE OF HAWAII

PETITION FOR LAND USE
DISTRICT BOUNDARY AMENDMENT
VERIFICATION
EXHIBITS "1" THROUGH "20"
AFFIDAVIT OF SERVICE OF PETITION
FOR LAND USE DISTRICT BOUNDARY AMENDMENT
AFFIDAVIT OF SENDING OF NOTIFICATION OF PETITION FILING
AND
CERTIFICATE OF SERVICE

VOLUME 1 OF 4

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PETITION FOR LAND USE
DISTRICT BOUNDARY AMENDMENT

TO THE HONORABLE LAND USE COMMISSION OF THE STATE OF HAWAII:

CASTLE & COOKE HOMES HAWAII, INC., ("Petitioner") by and through its attorney, BENJAMIN M. MATSUBARA, respectfully petitions the Land Use Commission of the State of Hawai'i ("Commission") to amend the land use district boundary of approximately 767.649 acres of land at Waipio and Waiawa, Oahu, Hawai'i, ("Property") more particularly described below, from the State Land Use Agricultural District to the State Land Use Urban District for the planned Koa Ridge

Makai and Waiawa Project (“Project”). In support of this Petition, Petitioner respectfully presents the following:

1. Background. On November 14, 2000, Castle & Cooke Homes Hawaii, Inc. and co-petitioner Pacific Health Community, Inc. filed their Petition for District Boundary Amendment in Docket No. A00-734 to reclassify approximately 1,247.983 acres of land from the State Land Use Agricultural District to the State Land Use Urban District for a residential development including a commercial center, elementary school, park, church/day care, recreation center, and the Pacific Health Center. The project known as Koa Ridge was comprised of Koa Ridge Mauka (approximately 486 acres), Koa Ridge Makai (approximately 571 acres) and Castle & Cooke Waiawa (approximately 191 acres).

On June 27, 2002, the Commission filed its Findings of Fact and Conclusions of Law, and Decision and Order, reclassifying approximately 762.453 acres of land within Koa Ridge Makai and Castle & Cooke Waiawa (“Decision and Order”). On July 23, 2003, the Sierra Club filed its notice of appeal to the State First Circuit Court, and on September 23, 2003, the Decision and Order was vacated by the Circuit Court based upon the lack of an Environmental Assessment pursuant to Chapter 343 of the Hawai`i Revised Statutes (“HRS”). The Circuit Court’s decision was subsequently affirmed by the Hawai`i Supreme Court on January 27, 2006.

On April 13, 2007, the Commission held a hearing on the proposed dismissal of petition in Docket No. A00-734 without prejudice as incomplete for lack of compliance with HRS Chapter 343. The motion to dismiss the petition without prejudice was carried by a vote of 6 ayes and 3 absent.

On May 1, 2007, the Commission issued its Order Dismissing Petition for Land Use District Boundary Amendment Without Prejudice in Docket No. A00-734 which provided the following in pertinent part: "The Petition shall be dismissed without prejudice. Co-Petitioners CCHHI and PHCI are free to file with this Commission a new petition or petitions for land use district boundary amendment covering substantially the same land as had previously been requested without regard to the provisions of section 15-15-76, HAR."

On July 3, 2007, Petitioner filed its Petition for District Boundary Amendment in Docket No. A07-775 to seek the reclassification of approximately 191.214 acres of land from the Agricultural District to the Urban District for the project area known as Castle & Cooke Waiawa. Petitioner concurrently filed its Environmental Impact Statement Preparation Notice ("EISPN") for the Waiawa Project.

On July 13, 2007, the Commission held a meeting at which time it was determined that 1) the Commission would be the accepting authority pursuant to HRS Chapter 343, and 2) that the proposed action may have a significant effect on the environment to warrant the preparation of an environmental impact statement ("EIS").

The motion providing for this determination was carried by a vote of 7 ayes and 2 absent.

On October 25, 2007, the Draft EIS for the Waiawa Project was filed with the Office of Environmental Quality Control, whereupon notice of such availability was published in the November 8, 2007 bulletin of The Environmental Notice. The public comment period closed on December 24, 2007.

On May 1, 2008, an agreement was reached with Wahiawa Hospital Association which enabled the entitlement process to proceed for Koa Ridge Makai. As a result, Petitioner withdrew its Draft EIS for the Waiawa Project in order to pursue the Waiawa project together with Koa Ridge Makai.

On May 16, 2008, Petitioner filed an Amended Petition for Land Use District Boundary Amendment to reclassify Koa Ridge Makai and Waiawa from the Agricultural District to the Urban District ("Petition"), including an EISPN for Koa Ridge Makai and Waiawa.

On June 5, 2009 and by a written Order filed on June 29, 2009, the Commission accepted the Final EIS.

The Commission conducted evidentiary hearings on January 21-22, 2010, February 18-19, 2010, March 18, 2010, April 21-22, 2010 and May 20, 2010, oral arguments on August 19, 2010, followed by the drafting of proposed findings of fact,

conclusions of law and decision and order by the parties, and filing of comments, objections and responses.

On September 23, 2010, the Commission voted to approve the Petition, with Waiawa approved on an incremental basis. The motion to approve the request to amend the district boundaries was carried by a vote of 7 ayes and 1 nay.

On October 15, 2010, Commission voted to approve the adoption of the Findings of Fact, Conclusions of Law and Decision and Order. The motion to adopt the Decision and Order was carried by a vote of 6 ayes and 0 nays.

On November 10, 2010, the Sierra Club filed a Notice of Appeal with the Circuit Court of the First Circuit, State of Hawaii, appealing the Commission's approval of the Petition due to the alleged ineligibility of a Commissioner to vote, and thus failure to receive the requisite number of votes to approve the Petition.

On July 29, 2011, the Circuit Court affirmed its July 19, 2011 reversal of the Commission's Findings of Fact, Conclusions of Law, and Decision and Order, ruling that Commissioner Duane Kanuha was disqualified from voting and as such, the Petition did not receive the necessary six affirmative votes needed to pass.

On August 24, 2011, Petitioner filed a Notice of Appeal to the Intermediate Court of Appeals of the State of Hawaii from the Circuit Court's reversal of the Commission's Findings of Fact, Conclusions of Law, and Decision and Order.

2. Standing. The fee simple ownership of TMK: (1) 9-4-06: portion of 1, (1) 9-4-06: portion of 2, (1) 9-4-06: portion of 3, (1) 9-4-06: portion of 5, (1)9-4-06: portion of 29, (1) 9-4-06: 38, (1) 9-4-06: portion of 39, (1) 9-5-03: portion of 1, (1) 9-5-03: portion of 4, and (1) 9-6-04: 21, comprising of approximately 767.291 acres of land, is vested in Castle & Cooke Homes Hawaii, Inc., a Hawai`i corporation, whose principal place of business is 680 Iwilei Road, Suite 510, Honolulu, Hawaii, 96817. Petitioner intends to enter into a land exchange agreement with Waiawa Ridge Development LLC to obtain fee simple ownership of TMK (1)9-4-06: portion of 31, comprising of approximately 0.358 acre of land. Petitioner possesses the requisite standing to file this Petition pursuant to HRS §205-4(a) and Hawai`i Administrative Rules ("HAR") §15-15-46(3).

3. Authorized Representatives. Mr. Benjamin M. Matsubara and the law firm of Matsubara - Kotake have been appointed to represent the Petitioner pursuant to HAR §15-15-35(b). All correspondence and communications in regard to this Petition shall be addressed to, and served upon, Mr. Benjamin M. Matsubara, Matsubara - Kotake, 888 Mililani Street, 8th Floor, Honolulu, Hawai`i 96813 and Ms. Laura Kodama, Castle & Cooke Homes Hawaii, Inc., 680 Iwilei Road, Suite 510, Honolulu, Hawaii 96817.

4. Relief Sought. Petitioner desires to amend the land use district boundary to reclassify approximately 767.649 acres of land at Waipio and Waiawa, Oahu, Hawai`i from the State Land Use Agricultural District to the State Land Use Urban District.

5. Authority for Relief Sought. Petitioner Castle & Cooke Homes Hawaii, Inc., files this Petition pursuant to HRS Section 205-4 and the Land Use Commission Rules of the State of Hawai'i, Title 15, Subtitle 3, Chapter 15, HAR.

6. Description of the Property. The Property is situated in Waipio and Waiawa, Oahu, Hawai'i and consists of approximately 767.649 acres of land.

The Waiawa portion of the Project is comprised of Parcels 1, 2 and 3 as follows: Parcel 1, identified as TMK (1) 9-6-04: 21, comprising approximately 73.368 acres of land; Parcel 2, identified as TMK (1) 9-4-06: portion of 29, comprising approximately 117.488 acres of land; and Parcel 3, identified as TMK (1) 9-4-06: portion of 31, comprising approximately 0.358 acres of land. The total acreage for the Waiawa portion of the Project is approximately 191.214 acres of land.

The Koa Ridge Makai portion of the Project is comprised of Parcels 4, 5, 6, 7, 8 and 9 as follows: Parcel 4, identified as TMK (1) 9-5-03: portion of 1 and (1) 9-5-03: portion of 4, comprising approximately 43.487 acres of land; Parcel 5, identified as TMK (1) 9-4-06: 38, (1) 9-4-06: portion of 1 and (1) 9-4-06: portion of 39, comprising approximately 434.552 acres of land; Parcel 6, identified as TMK (1) 9-4-06: portion of 2, comprising approximately 88.760 acres of land; Parcel 7, identified as TMK (1) 9-4-06: portion of 2, comprising approximately 1.070 acres of land; Parcel 8, identified as TMK (1) 9-4-06: portion of 2, comprising approximately 1.798 acres of land; Parcel 9, identified as TMK (1) 9-4-06: portion of 2 and (1) 9-4-06: portion of 5, comprising

approximately 5.446 acres of land, and Parcel 10, identified as TMK (1) 9-4-06: portion of 3, comprising approximately 1.322 acres of land. The total acreage for the Koa Ridge Makai portion of the Project is approximately 576.435 acres of land.

A map identifying the location of the Property is attached as Exhibit 1. A survey map and metes and bounds description of the Property is attached as Exhibit 2. Tax maps showing the Property are attached as Exhibit 3.

7. Petitioner's Property Interest. The fee simple ownership of TMK: (1) 9-4-06: portion of 1, (1) 9-4-06: portion of 2, (1) 9-4-06: portion of 3, (1) 9-4-06: portion of 5, (1)9-4-06: portion of 29, (1) 9-4-06: 38, (1) 9-4-06: portion of 39, (1) 9-5-03: portion of 1, (1) 9-5-03: portion of 4, and (1) 9-6-04: 21, comprising of approximately 767.291 acres of land, is vested in Castle & Cooke Homes Hawaii, Inc., a Hawai'i corporation, whose principal place of business is 680 Iwilei Road, Suite 510, Honolulu, Hawai'i 96817. Attached to this Petition as Exhibit 4 are documents evidencing Castle & Cooke Homes Hawaii, Inc.'s ownership of the Property. Written authorization from Waiawa Ridge Development LLC, the fee simple owner of TMK (1)9-4-06: portion of 31, comprising of approximately 0.358 acre of land, is attached as Exhibit 5.

8. Petitioner's Financial Condition. Petitioner Castle & Cooke Homes Hawaii, Inc.'s financial statements are attached as Exhibit 6. Development of the Project is intended to be financed through internally generated funds.

9. Reclassification Sought, Proposed Use of Property and Conformity to Urban District Standards. The Property is presently classified within the State Land Use Agricultural District. Petitioner seeks to reclassify the Property to the State Land Use Urban District to develop the Project. The Project is planned to consist of approximately 5,000 residential dwelling units comprised of a mix of single-family and multi-family units, school sites, neighborhood and community commercial sites, light industrial uses, churches, recreational centers, community parks, open space and a health care component. The Project will incorporate sustainable community encompassing principles consistent with "smart growth". The Koa Ridge Sustainability Plan is attached hereto as Exhibit 14.

Koa Ridge Makai

Koa Ridge Makai is planned to consist of approximately 3,500 residential dwelling units comprised of a mix of single-family and multi-family residential units, light industrial, commercial and community uses. A mixed-use "Village Center" is planned to include a health care component, residential, commercial, and community center. Parks and open space are also planned throughout Koa Ridge Makai, together with churches, recreational centers, and schools. The Koa Ridge Medical Center Facilities Planning Forecast 2015-2025 is attached hereto as Exhibit 9. The Potential Hotel Concept and Market Range Estimates for the Koa Ridge Master Plan is attached hereto as Exhibit 10.

Waiawa

Waiawa is planned to consist of approximately 1,500 residential units comprised of a mix of single-family and multi-family residential units, a community center with neighborhood retail, a neighborhood park, and an elementary school. Parks and open space are also planned throughout Waiawa.

The Project is consistent with the standards for urban districts pursuant to HAR §15-15-18. The Project will have “city-like” concentrations of people, structures, streets and urban level of services, and the Project is proximately located to centers of trading and employment, accessible to basic services, has satisfactory topography, reasonably free from adverse environmental effects, contiguous with existing urban areas, and is within the Urban Community Boundary of the City and County of Honolulu’s Central Oahu Sustainable Communities Plan.

10. Projected Number of Lots, Lot Size, Number of Units, Densities, Selling Price, Intended Market and Development Timetables. The residential development of the Property will consist of approximately 5,000 single-family and multi-family residential units. Preliminarily, single-family densities are estimated to range from 6 to 9 dwelling units per acre. Multi-family densities are estimated to range from 7 to 45 units per acre. In 2008 dollars, single family homes are projected to average between \$550,000 to \$950,000, medium density multi-family units projected to range from approximately \$350,000 to \$550,000 and high density multi-family units to range from

approximately \$350,000 to \$600,000. The residential units are intended to meet the needs of a spectrum of income and age groups, and will conform to the affordable housing requirements of the City and County of Honolulu ("County"). It is projected that it will take approximately two years to obtain the necessary State and County entitlements and approvals for the Project, and that the Project is intended to be substantially completed within fourteen (14) years from the date of Commission approval. Accordingly, the Incremental Development Plan, Koa Ridge Makai and Castle & Cooke Waiawa, was prepared and is attached hereto as Exhibit 8.

11. Environmental Impact. Exhibit 7 to this Petition is the Final Environmental Impact Statement ("EIS") prepared for the Project in April 2009 and accepted by the Commission in June 2009. Based on the potential use of State and/or County lands in connection with the Project, the preparation of this Final EIS was undertaken to address requirements under HRS Chapter 343. Use of State and/or County lands could include, but not be limited to roadway, traffic, water, sewer, utility and drainage facilities affecting State and/or County roadways or other lands. The specific improvements involving the use of State and/or County lands relating to the Project are described in the Final EIS.

12. Description of the Property, Surrounding Area and Use of Land. The Property is located in Waipio and Waiawa, Oahu and consists of approximately 767.649 acres of land.

Koa Ridge Makai

Koa Ridge Makai is located west of the H-2 Freeway and north of the Waipio Gentry Business Park. The majority of Koa Ridge Makai, formerly in pineapple cultivation, consists primarily of fallow areas. Most of the property is currently being leased by Dole Food Company Hawaii and subleased to a tenant who cultivates a mix of diversified agricultural crops. Areas not under cultivation are vacant lands that are predominantly vegetated with a mix of weedy species, open mixed scrub, and a variety of grasses. A portion of the Waiahole Ditch system traverses in an east-west orientation within the northern portion of Koa Ridge Makai.

Land uses bordering Koa Ridge Makai include the H-2 Freeway to the east, Ka Uka Boulevard and the Gentry Waipio Business Park to the south, and the Central Oahu Regional Park, Kamehameha Highway and Kipapa Gulch to the west and north.

Waiawa

Waiawa is located east of the H-2 Freeway, east of the Waipio Interchange, and adjacent to and northwest of the proposed Waiawa Ridge development which is expected to include 5,000 homes comprised of single family residences and multi-family residences, schools, parks and commercial-industrial uses. The Waiawa site, formerly in pineapple cultivation, consists mostly of vacant, undeveloped land with an overgrowth of vegetation consisting of a mix of weedy species, open mixed scrub and

trees, and a variety of grasses. Most of the site is currently leased for cattle grazing. Land uses bordering Waiawa include Panakauahi Gulch to the west and northwest, and vacant, undeveloped former sugar cane cultivated lands to the east and south which are planned for the Waiawa Ridge development.

13. Soils Classification, Agricultural Lands of Importance to the State of Hawaii, and Productivity Rating. The U.S. Department of Agriculture Natural Resources Conservation Service classifies the soils within the Project site as follows:

Haleiwa silty clay, 0-2% slopes (HeA). The Haleiwa series consists of well drained soils on fans and in drainageways along coastal plains. The soil has moderate permeability, slow runoff, and low erosion hazard. It is found in Kipapa Gulch at the site of proposed drainage basins and access roads.

Helemano silty clay, 30 to 90% slopes (HLMG): The Helemano series consists of well-drained soils on alluvial fans and colluvial slopes on the sides of the gulches. This soil is found on the sides of V-shaped gulches. The surface layer is dark reddish-brown silty clay, approximately 10 inches thick. Permeability is moderately rapid, runoff is medium to very rapid, and erosion hazard is severe to very severe. This soil is found on a portion of the Koa Ridge Makai area in Kipapa Gulch.

Lahaina silty clay, 3 to 7 percent slopes (LaB), and Lahaina silty clay, 7 to 15 percent slopes, severely eroded (LaC3): The Lahaina series consists of well-drained soils on uplands. These soils developed in material weathered from basic igneous rock. Runoff

on LaB soils is slow, the erosion hazard is slight, and permeability is moderate. The LaC3 soil type is similar to that of LaB soils except that most of the surface layer and, in places, part of the subsoil, has been removed by erosion. Runoff is medium and the erosion hazard is severe. The Lahaina soil series is found in the southwest corner of the Koa Ridge Makai site.

Manana silty clay, 3 to 8% slopes (MpB), Manana silty clay loam, 6 to 12% slopes (MoC), Manana silty clay, 12-25% slopes, (MpD2): The Manana series consists of well-drained soils on the uplands of Oahu, on elevations ranging from 500 to 1,200 feet. These soils developed in material weathered from basic igneous rock. Runoff is slow on the 3 to 8% soil type, with erosion hazard slight. The depth of soil to the panlike sheet is 30 to 50 inches. On the steeper soils, 15 to 25% slopes, runoff is medium and the erosion hazard is moderate. The MpB soil is found on the Koa Ridge Makai and Waiawa areas, and the MpD soil on the Waiawa area and Waipio Interchange.

Wahiawa silty clay, 0 to 3% slopes (WaA), 3 to 8% slopes (WaB) and 8 to 15% slopes (WaC): The Wahiawa series consists of well-drained soils on uplands on Oahu. These soils developed in residuum and old alluvium derived from basic igneous rock. This subseries occurs on smooth, broad interfluves. Permeability is moderate, runoff is slow, and the erosion hazard is slight on the slopes of up to 8%. On the 8 to 15% slopes, runoff is medium and the erosion hazard is moderate. The WaA and WaB soils are

found on all of the development areas. The WaC soils are found on the Koa Ridge Makai area.

The Detailed Land Classification - Island of Oahu published by the University of Hawaii Land Study Bureau (LSB), evaluates the quality or productive capacity of certain lands on the Island for selected crops and overall suitability in agricultural use. A five-class productivity rating system was established with "A" representing the class of highest productivity and "E" the lowest. Within the Koa Ridge Makai site, most of the soils are classified as "B", which indicates a high suitability for productive agriculture. Class "A" soils are predominant on the Waiawa site. Class "D" and "E" productivity ratings, which are less productive soil types, are found along the peripheries of the Koa Ridge Makai area.

The Agricultural Lands of Importance in the State of Hawai'i (ALISH) land classification system was developed by the State Department of Agriculture in 1977. The majority of the Project area is designated as "Prime Agricultural Land" with small portions along the peripheries designated as "Other Important Agricultural Land" or unclassified (gulches).

14. Topography. Overall elevations within the Waiawa area range from approximately 450 to 600 feet above mean sea level (msl) from south to north. Elevations within the Koa Ridge Makai area range from approximately 435 feet msl in

the south, to 730 feet in the north. Terrain at both sites is gently sloped with an average slope of 3% with some steeper sections near the edges of the adjacent gulches.

15. Assessment of the Impacts of the Proposed Development on the Environment. A discussion of the impacts of the Project on the environment is summarized herein and detailed in Petitioner's Final EIS..

a. Flora. A survey of botanical resources in the Project area was conducted by Isle Botanica in 2007-2008. The survey of Koa Ridge found three vegetation types in the survey of Koa Ridge Makai: 1) Managed Land Vegetation; 2) Guinea Grass Grasslands; and 3) Alien-Dominated Species. Three native species were encountered during the survey, all of which are wide-ranging indigenous species common in Hawai'i. No native forests or wetlands, nor any federally listed threatened or endangered species were observed.

At Castle & Cooke Waiawa, Guinea grass entirely dominates the open areas, and the grasslands on the northern portion of the site are used for cattle pasturage. Five types of vegetation were found at the site: 1) Managed Land Vegetation; 2) Wooded Guinea Grass Pasture; 3) Guinea Grass Grassland; 4) Albizia Woodland; and 5) Alien-dominated Forest. All of these are highly disturbed and unlikely to serve as a habitat for many native species. Only two of the 116 species recorded at the site are native; popolo (*Solanum americanum*) and 'uhaloa (*Waltheria indica*). Both are wide-ranging and common indigenous species. No native forests or

wetlands, nor any federally listed threatened or endangered species were found at Waiawa or at the off-site drainage and infrastructure areas.

b. Fauna. A survey of faunal resources in the Project area was conducted by Rana Biological Consulting, Inc. in 2007-2008. No bird or mammalian species currently listed as threatened, endangered, or proposed for listing under either the U.S. Fish and Wildlife Service or the State of Hawaii endangered species statutes was detected within any of the surveyed areas. There is no federally designated Critical Habitat for any avian or mammalian species on or adjacent to the Project areas. Only one of the species recorded, Pacific Golden-Plover is a native species. Mammalian species consisted of domestic dogs, Indian mongooses, pigs, domestic cattle, horse, European house mice and an unidentified species of rat. None of the habitat is important for any listed avian or mammalian species currently known on Oahu.

c. Groundwater and Surface Water. The Project is located within the Waipahu-Waiawa Aquifer System, one of four (4) aquifer systems which comprise the Pearl Harbor Water Management Area (PHWMA). Water development and groundwater use within the PHWMA is regulated by the State Commission on Water Resource Management (CWRM) through the issuance of three (3) types of permits: water use, well construction, and pump installation. These permits from CWRM will be required before groundwater can be developed as a source of supply for the project. The sustainable yield for the Waipahu-Waiawa Aquifer System is presently 104 million

gallons per day (mgd) as established by the CWRM. As of June 2007, 19.144 mgd remains unallocated and available for use in the Aquifer, which is sufficient to meet the project's average daily water demand of 2.71 mgd.

The Project is not considered a potential source of contamination to the underlying groundwater. Protection of groundwater from the proposed development is primarily provided by the natural processes that occur in the vertical travel distance of the infiltrated water (10- to 20-foot thick soil mantle, 10- to 50-foot thick underlying sapprolite and hundreds of feet of unweathered lava flows).

The Project site is located in the tributary watershed of Waikele Stream and Waiawa Stream. Storm runoff from the Project area sheet flows over land and discharges into the streams and gulches that are the tributaries of Waikele Stream and Waiawa Stream. Waikele Stream, located to the west of the Koa Ridge Makai area, travels through developed areas in Waipahu prior to discharging into Pearl Harbor's West Loch. Waiawa Stream, located to the east of the Waiawa area, traverses sections of Pearl City to its outlet into Peal Harbor's Middle Loch.

Construction and operation of the Project is not anticipated to significantly impact nearby surface or near shore coastal waters. Potential water quality impacts to near shore coastal waters during construction of the project will be mitigated by adherence to State and City and County of Honolulu water quality regulations governing grading, excavation and stockpiling. Best Management Practices ("BMPs")

will be utilized, and future development will be done in compliance with City ordinances pertaining to grading, grubbing, stockpiling, soil erosion, and sedimentation.

The Project's proposed drainage system will be designed to minimize impacts to near shore coastal waters. Water quality and detention basins will be built at the Project to prevent sedimentation from impacting surface water resources. Drainage improvements will comply with the City and County of Honolulu's Drainage Standards.

c. Archaeological and Historical Resources. Between 1996 and 2009, Cultural Surveys Hawaii prepared three primary archaeological inventory surveys, an archaeological field inspection/literature review, an addendum archeological inventory survey two Cultural Impact Assessments, and a Cultural Impact Assessment supplement covering the Project area and off-site infrastructure areas. The inventory surveys and cultural impact assessments are included in the Final EIS (Exhibit 7), Appendix E and Appendix F). An August 2009 addendum surveyed marginal areas mainly along Kipapa and Panakauahi gulches that were not covered under the original 1996 survey, and is included as Exhibit 13.

The archaeological inventory surveys identified a total of 15 historic sites, all of which are associated with post-contact plantation agriculture or military-related uses. The Petition Area is relatively clear of significant historic sites, with only two sites

identified within the Petition Area (i.e., State Inventory of Historic Properties Number (SIHP No.) 50-80-09-7080, likely a clearing mound constructed during land clearing efforts for agricultural cultivation in the early 1900s and SIHP No. 50-80-09-2268, Waiāhole Ditch, which crosses the Petition Area). The remaining 13 sites are located within the off-site infrastructure improvement areas.

Historical research, including the traditional settlement patterns of pre-contact Native Hawaiians and the locations of Land Commission Awards, indicate that traditional Hawaiian settlements would have been concentrated along the coastal areas, with limited inland settlement along the *makai* section of Kipapa Gulch, and no permanent settlements in the upper gulch areas. This traditional settlement pattern, combined with the historic long-term commercial agricultural use of the land for pineapple and sugar cane cultivation, accounts for the lack of pre-contact traditional Hawaiian sites.

The proposed project may potentially affect 13 of the 15 sites identified. Two of the sites identified within the Detention Basin 2 access road will not be affected due to the distance between the sites and the proposed improvements. Although the specific details of the proposed improvements would be determined during project design, possible site modifications may include minor alterations to existing plantation-related irrigation structures and the Old Kamehameha Highway alignment, including:

- Portions of Kīpapa Ditch (SIHP No. 50-80-09-9530, the O’ahu Sugar Company irrigation structures in Kīpapa Gulch) and an agricultural clearing mound (SIHP No. 50-80-09-7080) would be buried in place to provide additional developable area
- Kīpapa Ditch would be breached in one or more areas to provide a drain line outlet from Koa Ridge Makai to Kīpapa Stream.
- A portion of Waiāhole Ditch (SIHP No. 50-80-09-2268) would be lowered by about 20 feet and encased in a culvert/siphon to accommodate proposed grading improvements. This is acceptable to the ditch operator (Agribusiness Development Corporation), which prefers to have the ditch enclosed in urbanized areas for maintenance and security reasons.
- The Old Kamehameha Highway alignment (SIHP No. 50-80-09-7053) may require repair/minor modification to the roadbed (i.e., paving) to provide access for a possible drainage outlet.

Due to the potential adverse effect on significant historic properties within the area, the project-specific effect recommendation is “effect, with proposed mitigation commitments.” Six historic sites are recommended for preservation or additional data recovery in compliance with SHPD preservation requirements for those sites

The State Department of Land and Natural Resources (DLNR) Historic Preservation Division (SHPD) has reviewed and accepted all of the archaeological

reports for the project. The SHPD determined that the previously proposed Koa Ridge development, in areas other than the historic Waiahole Ditch and Kipapa Ditch, will have “no effect” on significant historic sites due to the past intensive cultivation that has altered the Project area.

In the event that any archaeological site is found during future construction activities, all work will immediately cease pending consultation with the SHPD. The treatment of any remains or artifacts will be in accordance with procedures obtained by the Oahu Burial Council and the SHPD. The letter dated May 27, 2009 from Nancy A. McMahon to David Shideler is attached hereto as Exhibit 15. The letter dated October 5, 2009 from Nancy A. McMahon to David Shideler is attached hereto as Exhibit 16.

d. Cultural Resources. A cultural impact assessment for the project was conducted by Cultural Surveys Hawaii (“CSH”) in 1996, 2001, and 2008 to address the effects that the proposed development may have on native Hawaiian practices, culture and traditions.

According to the assessment and its supplement, there is no evidence that the Project area is used for traditional practices such as gathering or any cultural or religious purposes and the Project is anticipated to have minimal impact upon Native Hawaiian cultural resources. The tributary gulches adjacent to the Project area, however, have been used traditionally for gathering plants for medicinal purposes. No

burials are believed to exist within the Project area. There were no commoner land claims within the project area. Although some native Hawaiian activity may have occurred on the project area, the patterns of land use are relatively clear as the native Hawaiians did not utilize this land nearly as intensively as the coastal areas, well-watered areas, and forest zones.

e. Agriculture. An assessment of the impacts on agriculture from the Project was conducted by Decision Analysts Hawaii, Inc., (See attached Final EIS, Appendix H in Exhibit 7). Most of the Project area is suitable for growing low-elevation crops based on the favorable soil conditions and soil ratings over much of the site, the gently sloping terrain, the mild sunny climate, and access. A water allocation of 1.1 million gallons per day (mgd) for Waiahole Ditch is sufficient to irrigate about 314 acres of land in diversified crops. Since 2002, 446 acres of the 576-acre Koa Ridge Makai areas have been leased to Aloun Farms which farms about 325 acres growing leafy vegetables for the Honolulu market and seed corn for export.

To replace the agricultural farm lands affected by the Project, the Petitioner has arranged for Dole Foods Company to issue a license to Aloun Farms for about 335 acres of former pineapple land north of the Dole Plantation while making accommodations for an orderly transition to the new fields. The replacement lands will allow Aloun Farms to grow similar crops and maintain the same production, revenues, operating costs, delivery costs, employment and payroll as would occur at Koa Ridge

Makai. Accordingly, the Project will not have a significant impact on the operations of Aloun Farms. A photograph of the Aloun Farm replacement lands is attached hereto as Exhibit 17.

At the Waiawa Petition Area, 186 acres have been leased to the Flying R Livestock Company for cattle grazing. Development is not anticipated to have a significant impact, as the herd can be moved onto the rancher's leased lands mauka of Koa Ridge and the North Shore.

In March 2011, the Commission approved the designation of Important Agricultural Lands for approximately 679 acres of land at Waialua, Whitmore and Mililani South owned by the Petitioner or related entities. This exceeds the approximately 565 acres of land in the Petition Area deemed suitable for growing low-elevation crops. The Commission Decision and Order designating the approximately 679 acres as IAL is attached hereto as Exhibit 19. The written testimony of Bruce Plasch is attached hereto as Exhibit 20.

f. Air and Noise Quality. The air quality of the Project area is relatively good. Air quality data from the nearest monitoring stations operated by the State DOH suggest that all national air quality standards are being met, although occasional exceedances of the more stringent State standards for ozone and carbon monoxide may occur.

Potential air quality impacts during construction of the Project will be mitigated by complying with the State DOH Administrative Rules, Title 11, Chapter 60, HAR, Air Pollution. The construction contractor(s) is responsible for complying with the State DOH regulations that prohibit visible dust emissions at Property boundaries. Compliance with State regulations will require adequate measures to control airborne dust by methods such as water spraying and sprinkling of loose or exposed soil or ground surface areas and dust-generating equipment, and the use of wind screens in sensitive areas during construction. As may be deemed appropriate, paving of areas early in the construction schedule will also help to control dust. Increased vehicular emissions due to disruption of traffic by construction equipment and/or commuting construction workers can be alleviated by moving the equipment and personnel to the site during off-peak hours.

Air quality in the vicinity of the Project site will primarily be affected by vehicular emissions associated with additional traffic. An air quality modeling study found that, even with the projected increase in carbon monoxide concentrations at the intersection of the H-2 off-ramp (northbound) and Ka Uka Boulevard, worst-case concentrations should remain within both national and State standards through the year 2025, and concentrations should comply with standards at all locations in the project area.

The Project site experiences relatively low ambient noise levels, with traffic and wind the primary noise sources, along with occasional distant fly-bys. Construction noise will be unavoidable during the duration of the construction of the Project. Operation of construction equipment and vehicles will raise ambient noise levels in the Project vicinity. Mitigation measures such as the use of properly muffled construction equipment and incorporation of State DOH construction noise limits pursuant to the provisions of the State DOH Administrative Rules, Title 11, Chapter 46, Community Noise Control are applicable to the Project.

Ambient noise levels in the vicinity of the Project site will primarily be affected by increased traffic noise levels. A noise study conducted for the EIS found that noise from the H-2 Freeway, Kamehameha Highway, and Ka Uka Boulevard may significantly impact the residences in the Petition Area. Recommendations include setting back residences a minimum of 150 feet from the H-2 Freeway and 100 feet from Kamehameha Highway, and considering sound attenuation measures such as barrier walls or earthen berms, air conditioning and structural measures to reduce noise.

g. Scenic and Open Space Resources. Existing views of the Project site from public vantage points include westerly views of the Koa Ridge Makai area and easterly views of the Waiawa area from the H-2 Freeway, northerly views of the Koa Ridge Makai area from Ka Uka Boulevard, and northeasterly views of the Koa Ridge Makai area from Kamehameha Highway. Views of the Project site from these public

vantage points include predominantly undeveloped land vegetated with a mixture of weedy species and grasses, open mixed scrub, and trees.

Development of the Project will alter the existing views from the H-2 Freeway from undeveloped to urban forms. Most distant views of the Koolau and Waianae Range ridgelines as well as views of Pearl Harbor from the H-2 Freeway will not be impeded. A view study was conducted is provided in the Final EIS (Fig. 4-7 and 4-8) showing views from the H-2 Freeway towards the Koa Ridge Petition Area. Visual impacts along the H-2 Freeway frontage will be mitigated through appropriate landscaping, a 19-acre community park, and setbacks from the travel lanes.

The Project is not expected to have a significant adverse impact on the significant vistas identified in the City and County of Honolulu's Central Oahu Sustainable Communities Plan ("COSCP").

16. Assessment of the Impacts of the Proposed Development on the Availability of Public Services and Facilities.

a. Roadways and Public Transportation. Major arterials serving the Central Oahu region include the H-2 Freeway, the H-1 Freeway, and Kamehameha Highway. Major roadways providing access to the commercial and residential areas in the nearby vicinity of the Project include Ka Uka Boulevard and Lumiaina Street.

The H-2 Freeway traverses in a north-south direction through Central Oahu and connects to the H-1 Freeway to the south at the Waiawa Interchange. The H-

H-2 Freeway provides four lanes in each direction from the Waiawa Interchange to Mililani, where it transitions to two lanes in each direction. Through the Project area, one lane in each direction is designated as a high-occupancy vehicle (HOV) lane during the peak commute traffic periods.

The H-1 Freeway is the major east-west highway that connects the Central Oahu Area to Honolulu to the east and to the Ewa and Waianae districts to the west. East of the Waiawa Interchange, the H-1 Freeway provides five travel lanes in each direction with one lane in each direction designated as a HOV lane during the peak commute periods. West of the Waiawa Interchange, the H-1 Freeway has four travel lanes in each direction. In the morning peak period, the shoulder lane of the H-1 Freeway provides a sixth eastbound lane from west of the Waiawa Interchange. Also during the morning peak period, an additional eastbound HOV lane is provided from west of the Paia Interchange to the Pearl Harbor Interchange by provision of a contra-flow (zipper) lane.

Kamehameha Highway is a major roadway serving north-south traffic between the north and south shores of Oahu, and is generally parallel to and one-half to one mile west of the H-2 Freeway. Kamehameha Highway is a four-lane divided highway, with separate left- and right-turn lanes at intersections from the H-1 Freeway to north of Ka Uka Boulevard.

Ka Uka Boulevard is an east-west roadway connecting the H-2 Freeway with Kamehameha Highway, and provides access to the Waipio Gentry Business Park and residential areas. It is a four-lane roadway with a median divider and left-turn lanes at cross streets.

The Waipio (Ka Uka Boulevard) Interchange is a conventional diamond-type interchange, except the southbound off-ramp of the Waipio Interchange has been aligned to permit future construction of a loop on-ramp for the movement from westbound Ka Uka Boulevard to southbound H-2 Freeway.

The Waiawa Interchange provides ramp connections for all movements between the H-1 and H-2 Freeways, as well as most movements to/from Kamehameha Highway and Farrington Highway. No ramp connection is provided from makai-bound Kamehameha Highway onto the Ewa-bound H-1 Freeway.

The City and County of Honolulu provides TheBus public transit services to the communities adjacent to the Project area with fixed-route trunk and express service. These routes include both suburban trunk route and express routes. The Honolulu Rail Transit Project includes a new ramp from the H-2 Freeway to the Pearl Highlands station park-and-ride.

The following Traffic Impact Assessment Reports (“TIAR”) were prepared and submitted to the Hawaii Department of Transportation (“HDOT”):

1. *Traffic Impact Analysis Report for Koa Ridge Makai and Waiawa Developments*, November 2008, Revised February 2009 and appended to the project's Final EIS (Exhibit 7, Appendix I.) Included were analyses of commuter travel time, rail transit and State planned improvements in response to Mililani Neighborhood Board comments. The TIAR included a project roadway connection to Kamehameha Highway north of Ka Uka Boulevard and a 30% internal trip capture assumption.
2. *Supplemental Traffic Impact Analysis Report, Koa Ridge Makai and Waiawa Developments*, September 2009. The roadway connection at Kamehameha Highway was removed and the internal trip capture rate reduced to 15% in response to HDOT concerns.
3. *Supplemental Traffic Impact Analysis Report, Koa Ridge Makai Development*, October 2009. Assessed Koa Ridge Makai proceeding independently and in advance of the Waiawa developments due to State Land Use Commission Incremental Districting requirements.
4. *Traffic Impact Analysis Report, Koa Ridge Makai and Waiawa Developments*, Revised May 2010. Consolidates previous TIARs. Proposes a new northbound loop off-ramp at Waipio Interchange (see Exhibit 12).

A Proposed Agreement in Principle for Transportation Mitigation Improvements dated March 17, 2010 (Exhibit 18) was also submitted reflecting consultation and

discussions with Highways Division staff regarding the major roadway improvements proposed, their funding and implementation. The recommendations in the TIAR dated May 2010 are consistent with those in the Agreement in Principle.

Most of the intersections and movements are functioning at acceptable levels of service for urban areas (Level of Service D or better). Problem intersections include Kamehameha Highway and Lumiana Street, particularly left turn movements, and Kamehameha Highway and Waipahu Street all eastbound movements. H-2 Freeway segments to the south and north of the Waipio Interchange as well as Waipio Interchange on and off-ramps also operate at acceptable levels of service. The travel forecasts used for the TIARs were based on the average annual traffic growth rate in the Oahu Regional Transportation Plan and applied to the existing through traffic demands along the Interstate H-2 Freeway, Ka Uka Boulevard, and Kamehameha Highway to establish projected Year 2016 and Year 2025 traffic demands.

A Koa Ridge Makai only scenario was prepared in response to an Incremental Development Plan requirement of the State Land Use Commission Rules (see Exhibit 12). Given some uncertainty in the schedule for the Waiawa Ridge development, Koa Ridge Makai could proceed as the First Increment and be completed in advance of the start of the Waiawa developments. Waiawa as the Second Increment could proceed upon the construction of a requisite roadway extension of Ka Uka Boulevard across Panakauahi Gulch.

The combined Koa Ridge Makai and Waiawa scenario assumes overlapping development schedules, with Waiawa Ridge development also proceeding. Major proposed improvements include a new interchange at the Pineapple Road overpass, and a new northbound H-2 Freeway loop off-ramp to westbound Ka Uka Boulevard in the northeast quadrant of the Interchange.

Traffic volumes along major roadways in the project vicinity are expected to increase by the year 2016, Year 2020 and Year 2025. Implementation of the TIAR recommended intersection and roadway improvements for the study intersections and the Waipio Interchange should result in acceptable operations, overall improvements to existing traffic conditions and minimized traffic impacts associated with these projects in the region.

b. Water System. Municipal potable water systems service the adjacent areas of Waipio, Waipahu, Pearl City, Mililani, and Mililani Mauka. The Project's water demand of 2.7 mgd will require additional water source, storage and transmission facilities. To serve Koa Ridge Makai, two additional wells and a 1.5 million gallon ("MG") reservoir will be constructed immediately north of the existing Board of Water Supply Waipio Heights III well site on Koa Ridge Makai adjacent to the H-2 Freeway. Another well site will be located to the northeast, mauka of the H-2 Freeway, and consist of 3 wells and a 1.5 MG reservoir. The Waiawa area will be served by wells developed at the 785-foot elevation with source, storage and transmission

mains coordinated with the Waiawa Ridge development. All water systems will be designed in accordance with Board of Water Supply standards.

c. Wastewater System. Koa Ridge Makai and Waiawa are estimated to generate peak wastewater flows of 5.14 mgd and 1.6 mgd, respectively. For Koa Ridge Makai, a new 36-inch trunk sewer line is proposed to extend across Kamehameha Highway, run south along the Central Oahu Regional Park to Paiwa Street in Waikele, continue south under the H-1 Freeway, cross Farrington Highway to Waipahu Depot Road, and terminate at the Waipahu Wastewater Pump Station (“WWPS”). The Waiawa on-site sewer system will connect to proposed off-site sewer improvements planned for the adjacent Waiawa Ridge development, which conveys flows to the Pearl City WWPS, Waipahu WWPS, thence to the City’s Honouliuli Wastewater Treatment Plant.

d. Drainage. At Koa Ridge Makai, runoff sheet flows towards Kipapa Gulch or collects in localized gullies that drain into Kipapa Stream. At Castle & Cooke Waiawa, one area drains directly towards the adjacent Pānakauahi Gulch, while the other drainage area flows into a small tributary before its confluence with Pānakauahi Gulch.

The project will increase stormwater runoff flow rates at both Koa Ridge Makai and Castle & Cooke Waiawa. New on- and off-site drainage improvements will be constructed to address the project’s impacts, which will comply with City and

County storm drainage standards. Koa Ridge Makai is planned to be developed into two major drainage areas. The general drainage patterns for the site will still flow from north to south, following the underlying terrain of the site. Runoff from both drainage areas will be conveyed to Kīpapa Stream through culverts and outlet structures located on U.S. Army property. Each drainage area will have its own outlet, with collected stormwater flowing into water quality treatment facilities prior to discharge into Kīpapa Stream.

The increase in stormwater discharge into Kipapa Stream from the Koa Ridge Petition Area will be mitigated by off-site detention basins proposed in the Kipapa Stream drainage basin. The basins will serve to dampen the peak flow rates into Kipapa Stream by controlling the rate of outflow from the basin such that the net impact will be no increase or a net decrease in Kipapa Stream discharge at the point of contribution from the site.

e. Electrical, Telephone, and Cable Television Services. Electrical service to the Project will be provided by Hawaiian Electric Company, Inc. (HECO), telephone service will be provided by Hawaiian Telcom, and Oceanic Time Warner Cable of Hawaii will be the local CATV provider. Sections of the HECO 46 kV lines and 11.5 kV circuits that traverse Koa Ridge Makai are planned to be relocated underground along the roadways in the development. The existing 138kV pole lines will be relocated to accommodate the project but will remain overhead.

f. Police and Fire Protection. The Project area is located within the jurisdiction of the City and County of Honolulu Police Department's District 2 (Pearl City) and District 3 (Wahiawa). The Pearl City Police Station is located to the southeast of the Project site along Waimano Home Road near the intersection of Kamehameha Highway in Pearl City. The Wahiawa Police Station is located to the north of the project site along North Cane Street in Wahiawa.

Fire protection service for the Project area is provided by the City and County of Honolulu Fire Department's Mililani Fire Station located to the west of the Project site in Mililani; the Mililani Mauka Fire Station located to the north of the Project site in Mililani Mauka; and the Waikele Fire Station located to the southwest of the Project site at Waikele.

The Project will provide a water system whereby all appurtenances, hydrant spacing and fire flow requirements will meet the standards of the City and County of Honolulu BWS. Access roads within the Project capable of supporting the City's Fire Department's fire apparatus will be designed and built in accordance with the requirements of the Fire Department.

g. Educational Facilities. Public schools located in the communities surrounding the proposed project include the following:

i. Elementary Schools: Mililani Uka Elementary School, Mililani Waena Elementary School, Mililani Mauka Elementary School, Mililani Ike

Elementary School, Waikele Elementary School, Kipapa Elementary School, Wheeler Elementary School, Kanoelani Elementary School, and Waipahu Elementary School.

ii. Intermediate and Middle Schools: Mililani Middle School, Wheeler Middle` School, Highlands Intermediate School, and Waipahu Intermediate School.

iii. High Schools: Mililani High School, Pearl City High School and Waipahu High School.

Based on multipliers provided by the Department of Education, the project would generate an estimated 628 elementary school, 179 middle school, and 209 high school students at Koa Ridge Makai, and 198 elementary school students, 65 middle school students, and 79 high school students at Castle & Cooke Waiawa. In June 2008, Petitioner executed an Education Contribution Agreement with the DOE in that provides a cash contribution to the DOE based on the number of residential units built, and land dedication for two 12-acre elementary school sites in mutually agreed upon locations, and all necessary off-site infrastructure. The DOE letter dated October 1, 2009 is attached hereto as Exhibit 11.

h. Recreational Facilities. A number of district, community and neighborhood parks located in the surrounding communities of Mililani, Waipio and Waipahu serve the population of those communities. The 288-acre Waipio Soccer

Complex, located in Waipahu to the south of the project site, includes 19 regulation soccer fields and a 5,000-seat stadium.

Castle & Cooke Homes Hawaii, Inc. previously transferred 269 acres to the City and County of Honolulu for the development of the existing Central Oahu Regional Park, located to the southwest of Koa Ridge Makai, on the Ewa side of Kamehameha Highway. This regional park serves all communities in Leeward and Central Oahu, including the Project. Recreational facilities at the park include ball fields, multi-purpose fields, a world-class tennis complex, a swimming pool complex, and an archery range.

Golf courses in the region include the Mililani Golf Club, Waikele Golf Club, Hawaii Country Club, Royal Kunia Country Club, and Ted Makalena Golf Course.

The Project will provide a mix of mini-parks, neighborhood and community parks, and extensive pedestrian and bicycle paths. Based on the City and County of Honolulu Park Dedication Rules, 19.4 acres of park space are required, including 14.6 acres for Koa Ridge Makai and 4.8 acres for Waiawa. The Project plans to provide a total of 36 acres of public and private park space, including a community park of approximately 19 acres to be dedicated to the City and County of Honolulu, and a variety of smaller neighborhood, pocket and rim parks of approximately 0.5 to 1.5

acres in size. The planned park space will comply with the City's park dedication requirements.

i. Solid Waste Disposal. Curbside refuse collection service from the existing single-family residential areas in Central Oahu is generally provided by the City and County of Honolulu Department of Environmental Services' Refuse Division. Refuse collection for multi-family and non-residential uses are primarily provided by private refuse collection companies. Residential waste is transported to the City and County of Honolulu's H-POWER (Honolulu Program of Waste Energy Recovery) waste-to-energy combustor located at the James Campbell Industrial Park in Ewa. Ash residue and non-processible waste are then disposed of at the Waimanalo Gulch Sanitary Landfill in West Oahu.

The City and County of Honolulu will provide curbside refuse pickup service to single-family residences. Multi-family residences and non-residential properties will typically hire a private waste company to collect and dispose of refuse.

To reduce solid waste generation, Petitioner intends to incorporate waste diversion and reduction facilities into its design and recycling will be encouraged.

During construction, the Project will develop and implement a trash management and recycling program to minimize impacts to the local landfill.

j. Medical Facilities. The closest major medical facility to the Project site is the 162-bed Wahiawa General Hospital located on Lehua Avenue in Wahiawa to

the north. This acute care facility includes a 103-bed long-term care facility. The closest medical clinics include Kaiser Permanente Hawaii's medical clinic in Waipio Gentry and the Straub Mililani Family Health Center in the Town Center of Mililani.

Another major medical facility in the region is the Hawaii Medical Center West located on Fort Weaver Road in Ewa to the south. This facility features an acute-care medical center, a medical office plaza, a 24-bed hospice, and a helipad to facilitate in the transport of patients.

Also located in the region is the Kapiolani Center at Pali Momi in Aiea. This facility features 116 beds and comprehensive care.

Emergency medical service is provided by the City and County of Honolulu's Department of Emergency Medical Services. An ambulance unit operating out of Kaiser Permanente Hawaii's Waipio Clinic provides emergency medical services to the region.

The Project will include a medical and health care complex to provide comprehensive primary and secondary care medical services to residents of Central Oahu and North Shore. Planned medical facilities to be developed include an acute care hospital, ambulatory care services, medical offices, and a skilled nursing facility.

17. Location of the Proposed Development to Adjacent Land Use Districts and Centers of Trading and Employment.

Adjacent land use districts are as follows:

a. Mililani

Created in the mid-1960's as a master-planned residential community in Central Oahu, the community of Mililani is located to the west and north of the proposed Castle & Cooke Waiawa development, across of Kipapa Gulch. The community is comprised of Mililani Town (first occupied in 1968) located west of the H-2 Freeway, and Mililani Mauka (first occupied in 1990, with residential development recently completed) located to the east of the H-2 Freeway. Mililani includes numerous supporting commercial, recreational and community facilities.

b. Wahiawa/Schofield Barracks/Wheeler Army Airfield

The town of Wahiawa is located approximately 3.4 miles north of the Project and north of the community of Mililani. Wahiawa is a civilian community which supports the nearby Schofield Barracks and Wheeler Army Airfield.

Located to the west and south of Wahiawa, Schofield Barracks/Wheeler Army Airfield supports the 25th Infantry Division. Schofield Barracks is the largest military base in Hawai'i in terms of land area, with most of its rugged, open terrain dedicated to military training grounds. The eastern portion of the base adjacent to Wahiawa includes residential, commercial, recreational, and semi-industrial uses.

c. Mililani Technology Park

Located east of Wheeler Army Airfield, across of the H-2 Freeway, Mililani Technology Park is an area where high technology firms combine with office, commercial and light industrial uses in a low-density, campus-like setting.

d. Mililani Memorial Park/Waiawa Correctional Facility

The Mililani Memorial Park cemetery is located north of the Waiawa site and east of the H-2 Freeway. The State's minimum security Waiawa Correctional Facility is located to the east of the Mililani Memorial Park.

e. Waipio Acres

Located along the northern border of Mililani, Waipio Acres consists of an older residential community within the southern area. Newer development in the form of townhomes and apartments have occurred in the northern portion of the area.

f. Waipahu/Village Park/Royal Kunia

Waipahu is an established community located within south-central Oahu, makai of the Project. Initially developed as a plantation town around Oahu Sugar Company's former sugar mill operations, the Waipahu area is a primarily residential community which is experiencing recent development of light industrial and community facilities within the former sugar mill site. The newer residential communities of Village Park and Royal Kunia are located north of Waipahu, mauka of the H-1 Freeway.

g. Waipio/Waikele

Located on former sugar cane and pineapple fields south of the Koa Ridge Makai site and north of Waipahu, Waipio includes the residential communities of Seaview, Crestview and Gentry Waipio. The Gentry Waipio Business Park, located adjacent to the southern boundary of the Koa Ridge Makai area, consists of approximately 100 acres of light industrial uses, including the big box retailer Costco. The newer Waikele development located to the west of Waipio includes residential and retail development. The City's Central Oahu Regional Park is located mauka of Waikele and west of Waipio.

h. Planned Waiawa Ridge Development

The planned Waiawa Ridge Development is located to the east of Petitioner's Waiawa site. The Waiawa site abuts the northwestern boundary of the planned Waiawa development area. The Waiawa Ridge Development is proposed to consist of residential, commercial, light industrial, public facilities, recreational, and open space uses.

18. Economic Impacts of the Proposed Development. On a short-term basis, the Project will support construction and construction-related employment of over 1,700 full-time equivalent jobs per year, with annual earnings of over \$100 million per year, or about \$58,000 to \$60,000 per job. By the time of its expected completed completion, the

Project could be expected to generate nearly 2,500 jobs on-site at its retail, office, industrial, hotel, medical and school facilities.

The Project could be expected to contribute some \$11 million per year in new City revenues upon its completion, primarily in the form of new real property taxes. For the State, net additional operating revenues generated are estimated at about \$13.7 million per year by 2025, derived principally from General Excise Taxes, Transient Accommodations Tax, and individual income taxes.

19. Housing Needs. Oahu has an acute shortage of housing suitable for primary residents, and this shortfall is projected to increase by Year 2030. Even with complete buildout of all of the identified planned and entitled units (as of July 2008), the shortfall could be 29,000 units by 2030. The Project will provide approximately 5,000 residential units, including 1,500 affordable units (30 percent of the Project units) in conformity with current City affordable housing requirements.

20. Need for the Reclassification. The market study undertaken for the Project indicates a strong continuing need and demand for additional residential and commercial facilities. The Project area is easily accessible from major regional transportation facilities, highly desirable for residential use, and adjacent to urbanized areas. The Project will provide needed housing in close proximity to existing urban development, infrastructure, employment centers in central Oahu, and will not result in scattered, spot urban development. Based on Mililani home sales over several decades

averaging 360 to 450 units per year, complete absorption of the project's housing is anticipated by 2025. Regarding commercial components, the planned 410,000 square feet of commercial facilities could represent 6 percent of Central Oahu's future inventory by 2030, but there would be 1.8 million square feet of additional supportable but unplanned commercial space in Central Oahu in 2030.

21. Hawai'i State Plan. The Hawai'i State Plan, embodied in HRS Chapter 226, serves as a guide for goals, objectives, policies, and priority guidelines for the State. The State Plan provides a basis for determining priorities, allocating limited resources, and improving coordination of State and County plans, policies, programs, projects, and regulatory activities. The Project is consistent with the following applicable goals, objectives, policies, and priority guidelines of the Hawai'i State Plan. A discussion of the Project's relevancy with the applicable State Plan goals, objectives, policies, and priority guidelines is provided in the Final EIS.

§ 226-5 Objectives and policies for population.

(b)(1) Manage the population growth statewide in a manner that provides increased opportunities for Hawaii's people to pursue their physical, social, and economic aspirations while recognizing the unique needs of each county.

* * *

(b)(7) Plan the development and availability of land and water resources in a coordinated manner so as to provide for the desired levels of growth in each geographic area.

§ 226-19 Objectives and policies for socio-cultural advancement – housing.

(a)(1) Greater opportunities for Hawaii's people to secure reasonably priced, safe, sanitary, and livable homes, located in suitable environments that satisfactorily accommodate the needs and desires of families and individuals, through collaboration and cooperation between government and nonprofit and

for-profit developers to ensure that more affordable housing is made available to very low-, low- and moderate-income segments of Hawaii's population.

(a)(2) The orderly development of residential areas sensitive to community needs and other land uses.

* * *

(b)(3) Increase homeownership and rental opportunities and choices in terms of quality, location, cost, densities, style, and size of housing.

* * *

(b)(5) Promote design and location of housing developments taking into account the physical setting, accessibility to public facilities and services, and other concerns of existing communities and surrounding areas.

§ 226-104 Population growth and land resources priority guidelines.

(a)(1) Encourage planning and resource management to insure that population growth rates throughout the State are consistent with available and planned resource capacities and reflect the needs and desires of Hawaii's people.

(b)(1) Encourage urban growth primarily to existing urban areas where adequate public facilities are already available or can be provided with reasonable public expenditures, and away from areas where other important benefits are present, such as protection of important agricultural land or preservation of lifestyles.

(b)(2) Make available marginal or non-essential agricultural lands for appropriate urban uses while maintaining agricultural lands of importance in the agricultural district.

* * *

(b)(5) In order to preserve green belts, give priority to state capital-improvement funds which encourage location of urban development within existing urban areas except where compelling public interest dictates development of a noncontiguous new urban core.

* * *

(b)(7) Pursue rehabilitation of appropriate urban areas.

* * *

(b)(9) Direct future urban development away from critical environmental areas or impose mitigating measures so that negative impacts on the environment would be minimized.

* * *

(b)(12) Utilize Hawaii's limited land resources wisely, providing adequate land to accommodate projected population and economic growth needs while ensuring the protection of the environment and the availability of the shoreline, conservation lands, and other limited resources for future generations.

(b)(13) Protect and enhance Hawaii's shoreline, open spaces, and scenic resources.

Act 181, Session Laws of Hawaii 2011, establishes sustainability as a State priority by incorporating the Hawaii 2050 sustainability plan definitions, guiding principles and goals into HRS Chapter 226.

§ 226-__ *Sustainability. Priority guidelines and principles to promote sustainability shall include:*

- (1) Encouraging balanced economic, social, community, and environmental priorities;*
- (2) Encouraging planning that respects and promotes living within the natural resources and limits of the State;*
- (3) Promoting a diversified and dynamic economy;*
- (4) Encouraging respect for the host culture;*
- (5) Promoting decisions based on meeting the needs of the present without compromising the needs of future generations;*
- (6) Considering the principles of the ahupuaa system; and*
- (7) Emphasizing that everyone, including individuals, families, communities, businesses, and government, has the responsibility for achieving a sustainable Hawaii.*

Consistent with the above sustainability guidelines and principles, Petitioner has developed the Koa Ridge Sustainability Plan (Exhibit 14) which balances environmental, economic and social equity considerations for the master-planned development. Petitioner aspires "to create a community that enhances our ability to sustain all important aspects of life and allows us to leave to the next generation a world and life at least as good as the one we have." Sustainability goals and specific

strategies and planned actions have been developed in the areas of Land Use and Urban Design, Transportation, Economics, Parks and Open Space Preservation, Water Management, Energy Management, and Education.

22. State Functional Plans. The Statewide planning system requires the development of State Functional Plans which are approved by the Governor of Hawai`i. The State Functional Plans guide the implementation of State and County actions in the areas of agriculture, conservation lands, education, energy, health, higher education, historic preservation, housing, recreation, tourism, water resources development; transportation, employment, and human services. The Project is consistent with the following objectives, policies and implementing actions of the respective State Functional Plans. A discussion of the Project's relevancy with the applicable State Functional Plans objectives, policies and implementing actions is provided in the Final EIS.

State Housing Functional Plan

Issue Area: Homeownership

Policy A(2): Encourage increased private sector participation in the development of affordable for-sale housing units.

Policy (A)(3): Ensure that (1) housing project and (2) projects which impact housing provide a fair share/adequate amount of affordable homeownership opportunities.

Issue Area: Rental Housing

Policy B(2): Encourage increased private sector participation in the development of affordable rental housing.

23. Hawai'i Coastal Zone Management ("CZM") Program. The National Coastal Zone Management Program was created through passage of the Coastal Zone Management Act of 1972. Hawai'i's Coastal Zone Management ("CZM") Program, adopted as Chapter 205A, HRS, provides a basis for protecting, restoring and responsibly developing coastal communities and resources. The objectives and policies of the Hawai'i CZM Program encompass broad concerns such as impact on recreational resources, historic and archaeological resources, coastal scenic resources and open space, coastal ecosystems, coastal hazards, and the management of development. The Project is anticipated to not adversely impact the following objectives and policies of the CZM Program. A discussion of the Project's consistency with the following objectives and policies of the CZM Program is provided in the Final EIS.

(1) Recreational Resources

Objective:

Provide coastal recreational opportunities accessible to the public.

Policies

- (A) *Improve coordination and funding of coastal recreational planning and management; and*
- (B) *Provide adequate, accessible, and diverse recreational opportunities in the coastal zone management area by:*
 - (i) *Protecting coastal resources uniquely suited for recreational activities that cannot be provided in other areas;*
 - (ii) *Requiring replacement of coastal resources having significant recreational value, including but not limited to surfing sites, fishponds, and sand beaches, when such resources will be*

- unavoidably damaged by development; or requiring reasonable monetary compensation to the state for recreation when replacement is not feasible or desirable;*
- (iii) Providing and managing adequate public access, consistent with conservation of natural resources, to and along shorelines with recreational value;*
 - (iv) Providing an adequate supply of shoreline parks and other recreational facilities suitable for public recreation;*
 - (v) Ensuring public recreational use of county, state, and federally owned or controlled shoreline lands and waters having recreational value consistent with public safety standards and conservation of natural resources;*
 - (vi) Adopting water quality standards and regulating point and non-point sources of pollution to protect, and where feasible, restore the recreational value of coastal waters.*
 - (vii) Developing new shoreline recreational opportunities, where appropriate, such as artificial lagoons, artificial beaches, and artificial reefs for surfing and fishing; and*
 - (viii) Encouraging reasonable dedication of shoreline areas with recreational value for public use as part of discretionary approvals or permits by the land use commission, board of land and natural resources, county planning commissions; and crediting such dedication against the requirements of Section 46-6, HRS.*

(2) Historic Resources

Objective:

Protect, preserve and, where desirable, restore those natural and manmade historic and prehistoric resources in the coastal zone management area that are significant in Hawaiian and American history and culture.

Policies:

- (A) Identify and analyze significant archaeological resources;*
- (B) Maximize information retention through preservation of remains and artifacts or salvage operations; and*
- (C) Support state goals for protection, restoration, interpretation, and display of historic resources.*

(3) Scenic and Open Space Resources

Objective:

Protect, preserve, and where desirable, restore or improve the quality of coastal scenic and open space resources.

Policies:

- (A) Identify valued scenic resources in the coastal zone management area;
- (B) Ensure that new developments are compatible with their visual environment by designing and locating such developments to minimize the alteration of natural landforms and existing public views to and along the shoreline;
- (C) Preserve, maintain, and, where desirable, improve and restore shoreline open space and scenic resources; and
- (D) Encourage those developments which are not coastal dependent to locate in inland areas.

(4) Coastal Ecosystems

Objective:

Protect valuable coastal ecosystems, including reefs, from disruption and minimize adverse impacts on all coastal ecosystems.

Policies:

- (A) Improve the technical basis for natural resource management;
- (B) Preserve valuable coastal ecosystems, including reefs, of significant biological or economic importance;
- (C) Minimize disruption or degradation of coastal water ecosystems by effective regulation of stream diversions, channelization, and similar land and water uses, recognizing competing water needs; and
- (D) Promote water quantity and quality planning and management practices that reflect the tolerance of fresh water and marine ecosystems and prohibit land and water uses which violate state water quality standards.

(5) Economic Uses

Objective:

Provide public or private facilities and improvements important to the State's economy in suitable locations.

Policies:

- (A) Concentrate coastal dependent development in appropriate areas;
- (B) Ensure that coastal dependent developments such as harbors and ports, and coastal related development such as visitor facilities and energy generating facilities, are located, designed, and constructed to minimize adverse social, visual, and environmental impacts in the coastal zone management area; and
- (C) Direct the location and expansion of coastal dependent developments to areas presently designated and used for such developments and permit reasonable long-term growth at such areas, and permit coastal dependent development outside of presently designated areas when:
 - (i) Use of presently designated locations is not feasible;
 - (ii) Adverse environmental effects are minimized; and
 - (iii) The development is important to the State's economy.

(6) Coastal hazards

Objectives:

Reduce hazard to life and property from tsunami, storm waves, stream flooding, erosion, subsidence and pollution.

Policies

- (A) Develop and communicate adequate information about storm wave, tsunami, flood, erosion, subsidence, and point and nonpoint source pollution hazards;
- (B) Control development in areas subject to storm wave, tsunami, flood, erosion, hurricane, wind, subsidence, and point and nonpoint pollution hazards;
- (C) Ensure that developments comply with requirements of the Federal Flood Insurance Program;
- (D) Prevent coastal flooding from inland projects; and
- (E) Develop a coastal point and nonpoint source pollution control program.

(7) Managing Development

Objective:

Improve the development review process, communication and public participation in the management of coastal resource and hazards.

Policies:

- (A) Use, implement, and enforce existing law effectively to the maximum extent possible in managing present and future coastal zone development;
- (B) Facilitate timely processing of applications for development permits and resolve overlapping of conflicting permit requirements; and
- (C) Communicate the potential short and long-term impacts of proposed significant coastal developments early in their life-cycle and in terms understandable to the public to facilitate public participation in the planning and review process.

(8) Public Participation

Objective:

Stimulate public awareness, education, and participation in coastal management.

Policies:

- (A) Maintain a public advisory body to identify coastal management problems and to provide policy advice and assistance to the coastal zone management program;
- (B) Disseminate information on coastal management issues by means of educational materials, published reports, staff contact, and public workshops for persons and organizations concerned with coastal-related issues, developments, and government activities; and
- (C) Organize workshops, policy dialogues, and site-specific mediations to respond to coastal issues and conflicts.

(9) Beach Protection

Objective:

Protect beaches for public use and recreation.

Policies:

- (A) Locate new structures inland from the shoreline setback to conserve open space and to minimize loss of improvements due to erosion;
- (B) Prohibit construction of private erosion-protection structures seaward of the shoreline, except when they result in improved aesthetic and engineering solutions to erosion at the sites and do not interfere with existing recreational and waterline activities; and
- (C) Minimize the construction of public erosion-protection structures seaward of the shoreline.

(10) Marine Resources

Objective:

Implement the State's ocean resources management plan.

Policies:

- (A) *Exercise an overall conservation ethic, and practice stewardship in the protection, use, and development of marine and coastal resources;*
- (B) *Assure that the use and development of marine and coastal resources are ecologically and environmentally sound and economically beneficial;*
- (C) *Coordinate the management of marine and coastal resources and activities management to improve effectiveness and efficiency;*
- (D) *Assert and articulate the interests of the State as a partner with federal agencies in the sound management of ocean resources within the United States exclusive economic zone;*
- (E) *Promote research, study, and understanding of ocean processes, marine life, and other ocean resources in order to acquire and inventory information necessary to understand how ocean development activities relate to and impact upon ocean and coastal resources; and*
- (F) *Encourage research and development of new, innovative technologies for exploring, using, or protecting marine and coastal resources.*

24. City and County of Honolulu General Plan. The General Plan for the City and County of Honolulu (adopted 1977), which was last amended in October 2002, is a statement of the long-range social, economic, environmental, and design objectives for the general welfare and prosperity of the people of Oahu. The Plan is also a statement of broad policies which facilitate the attainment of the objectives of the Plan. Eleven (11) subject areas provide the framework for the City's expression of public policy concerning the needs of the people and functions of government. These areas include population; economic activity; the natural environment; housing; transportation and utilities; energy; physical development and urban design; public safety, health and

education; culture and recreation; and government operations and fiscal management. The objectives and policies of the General Plan that are relevant to the Project are as follows. A discussion of the Project’s consistency with the following objectives and policies of the General Plan is provided in the Final EIS.

Population.

Objective C: To establish a pattern of population distribution that will allow the people of Oahu to live and work in harmony.

Policy 2: Encourage development within the secondary urban center at Kapolei and the Ewa and Central Oahu urban-fringe areas to relieve developmental pressures in the remaining urban-fringe and rural areas and to meet housing needs not readily provided in the primary urban center.

Policy 3: Manage physical growth and development in the urban-fringe and rural areas so that:

- a. An undesirable spreading of development is prevented; and*
- b. Their population densities are consistent with the character of development and environmental qualities desired for such areas.*

Policy 4 (Amended, Resolution 02-205, CD1): Direct growth to Policies 1, 2, and 3 above by providing land development capacity and needed infrastructure to seek a 2025 distribution of Oahu’s residential population as follows:

<i>Distribution of Residential Population</i>		<i>% SHARE OF 2025 ISLANDWIDE POPULATION</i>
<i>LOCATION</i>		
<i>Primary</i>	<i>Urban</i>	<i>46.0%</i>
<i>Center</i>		
<i>Ewa</i>		<i>13.0%</i>
<i>Central Oahu</i>		<i>17.0%</i>
<i>East Honolulu</i>		<i>5.3%</i>

Koolaupoko	11.6%
Koolauloa	1.4%
North Shore	1.7%
Waianae	4.0%
	<hr/>
	100%

Housing.

Objective A: To provide decent housing for all the people of Oahu at prices they can afford.

Objective C: To provide the people of Oahu with a choice of living environments which are reasonably close to employment, recreation, and commercial centers and which are adequately served by public utilities.

Policy 1: Encourage residential developments that offer a variety of homes to people of different income levels and to families of various sizes.

Policy 3: Encourage residential development near employment centers.

Physical Development and Urban Design.

Objective A: to coordinate changes in the physical environment of Oahu to ensure that all new developments are timely, well-designed, and appropriate for the areas in which they will be located.

Policy 2: Coordinate the location and timing of new development with the availability of adequate water supply, sewage treatment, drainage, transportation, and public safety facilities.

Policy 7: Locate new industries and new commercial areas so that they will be well related to their markets and suppliers, and to residential areas and transportation facilities.

Policy 8: - Locate community facilities on sites that will be convenient to the people they are intended to serve.

Objective D: To maintain those development characteristics in the urban-fringe and rural areas which make them desirable places to live.

Policy 1: Develop and maintain urban-fringe areas as predominantly residential areas characterized by generally low rise, low density development which may include significant levels of retail and service commercial uses as well as satellite institutional and public uses geared to serving the needs of households.

Culture and Recreation.

Objective D: To provide a wide range of recreational facilities and services that are readily available to all residents on Oahu.

Policy 9: Require all new developments to provide their residents with adequate recreation space.

25. City and County of Honolulu Central Oahu Sustainable Communities Plan. The City and County of Honolulu's Development Plan ("DP") program provides a conceptual scheme for implementing the objectives and policies of the General Plan on an area wide basis. Eight (8) geographical DP areas have been established on Oahu of which community-oriented plans have been established for each area, including the Central Oahu DP area where the project is located. The eight (8) community-oriented plans respond to specific conditions and community values of each region, and are intended to help guide public policy, investment, and decision-making over the next 25 years.

The Central Oahu Sustainable Communities Plan ("COSCP") was adopted in 2002 and is codified as Ordinance No. 02-62, Revised Ordinances of Honolulu. Central Oahu encompasses the plateau located between the Waianae and Koolau mountain ranges, which includes the towns of Waipahu and Wahiawa, and the residential communities between them. The COSCP's vision statement and implementing policies support sustaining Central Oahu's unique character, lifestyle,

and economic opportunities by focusing future residential development on master planned suburban communities within an Urban Community Boundary.

The Project is within the COSCP's Urban Community Boundary. A discussion of how the project supports the vision, land use policies, principles, and guidelines of the COSCP is provided in the Final EIS.

26. City and County of Honolulu Land Use Ordinance. The City and County of Honolulu Land Use Ordinance (“LUO”) regulates land use in accordance with adopted land use policies, including the General Plan and Development Plans. The provisions are also referred to as the zoning ordinance. Zoning designations are shown on the zoning maps for the City.

The Project site is zoned AG-1 Restricted Agricultural. Project implementation will require rezoning of the development area to be consistent with the proposed land uses. Proposed zoning districts for the Project are anticipated to include R-3.5 Residential, A-2 Medium Density Apartment, B-1 Neighborhood Business, BMX-3 Community Business Mixed Use, and P-2 General Preservation. The actual proposed zoning designations for the Project will be established at the time that the zone change application is filed with the City and County of Honolulu Department of Planning and Permitting.

27. City and County of Honolulu Special Management Area. The Hawai'i Coastal Zone Management Program embodies in Chapter 205A, HRS contains the

general objectives and policies upon which all Counties within the State have structured specific legislation which created Special Management Areas (“SMA”). Any development within the SMA requires a SMA Use Permit which is administered by the City and County of Honolulu Department of Planning and Permitting pursuant to Ordinance No. 84-4.

The Project site is located outside the boundaries of the City and County’s SMA and will not require a SMA Use Permit.

28. Development of the Property. Development of the Property will be substantially completed within fourteen (14) years after the date of the Commission’s approval in accordance with the attached Incremental Development Plan (Exhibit 8).

29. Hawaiian Customary and Traditional Rights. Petitioner is aware of and sensitive to the existence and practice of native Hawaiian customary and traditional rights that are protected by Article XII, Section 7 of the Hawai`i State Constitution. Based on research into the history of the area, there are no known traditional gathering activities or cultural practices affecting the Property. A cultural impact assessment for the Property has been prepared and is included in the Project’s Final EIS.

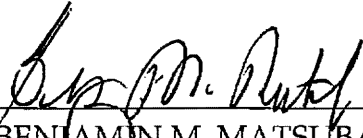
30. Written Comments From Agencies and Organizations. Assuming the Commission determines that it is the appropriate accepting authority for the EISPN, the EISPN will be circulated for public comment. Written comments to the EISPN from

various agencies and organizations, including responses, will be included in the Project's DEIS.

Based on the foregoing, Petitioner respectfully requests that the Commission finds that the Petition meets the standards for determining Urban District boundaries pursuant to HAR Sections 15-15-18 and 15-15-21, and amends the land use district boundary of the Property from the State Land Use Agricultural District to the State Land Use Urban District.

DATED: Honolulu, Hawai'i, October 3, 2011.

Of Counsel:
MATSUBARA - KOTAKE
A Law Corporation



BENJAMIN M. MATSUBARA
CURTIS T. TABATA
WYETH M. MATSUBARA
Attorneys for Petitioner
CASTLE & COOKE HOMES HAWAII, INC.

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAII

In the Matter of the Petition of)	DOCKET NO. A11-793
)	
CASTLE & COOKE HOMES HAWAII, INC.)	CASTLE & COOKE HOMES
)	HAWAII, INC.
To Amend the Agricultural Land Use)	
District Boundary into the Urban District for)	
approximately 767.649 acres at Waipio and)	
Waiawa, Island of Oahu, State of Hawaii,)	
TMK: (1) 9-4-06: portion of 1, (1) 9-4-06:)	
portion of 2, (1) 9-4-06: portion of 3,)	
(1) 9-4-06: portion of 5, (1) 9-4-06:)	
portion of 29, (1) 9-4-06: portion of 31,)	
(1) 9-4-06: 38, (1) 9-4-06: portion of 39,)	
(1) 9-5-03: portion of 1, (1) 9-5-03: portion)	
of 4, and (1) 9-6-04: 21)	
_____)	

VERIFICATION

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

Laura Kodama, being first duly sworn, on oath, deposes and says that:

1. I am the Director of Planning and Development of Castle & Cooke Homes Hawaii, Inc. ("Petitioner"), and in this capacity I am familiar with matters relating to the land which is the subject of Docket No. A11-793 and knowledgeable to testify on behalf of the Petitioner.

2. I have personal knowledge of the matters set forth in the foregoing Petition in Docket No. A11-793 and am qualified and competent to make this verification.

3. I make this verification pursuant to §15-15-39, Land Use Commission Rules.

4. I have read the foregoing document and the contents therefore are true and correct to the best of my knowledge and belief.

Dated: Honolulu, Hawai'i, September 27, 2011.

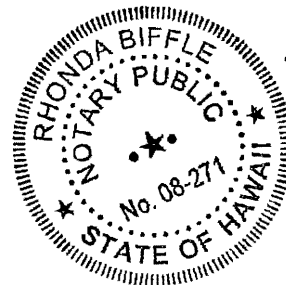
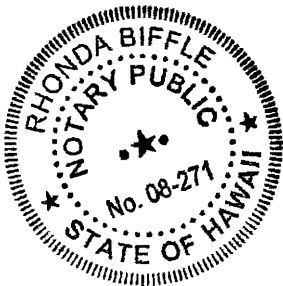
Laura Kodama
LAURA KODAMA

Subscribed and sworn to me
this 27th day of September, 2011

Rhonda Biffle
Name Rhonda Biffle
Notary Public, State of Hawai'i
My commission expires: Aug. 3, 2012

Rhonda Biffle, First Circuit Doc Date: 9/27/11
Pages: 2 Doc. Description: Verification
of Docket No. A11-793
Rhonda Biffle 9/27/11
Notary Signature Date

NOTARY CERTIFICATION



BEFORE THE LAND USE COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Petition of)	DOCKET NO. A11-793
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CASTLE & COOKE HOMES HAWAII, INC.)	
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portion of 31, (1) 9-4-06: 38, (1) 9-4-06: portion)	
of 39, (1) 9-5-03: portion of 1, (1) 9-5-03:)	
portion of 4, and (1) 9-6-04: 21)	
_____)	

AFFIDAVIT OF SERVICE OF PETITION
FOR LAND USE DISTRICT BOUNDARY AMENDMENT

BENJAMIN M. MATSUBARA, #993-0
CURTIS T. TABATA, #5607-0
WYETH M. MATSUBARA, #6935-0
Matsubara – Kotake
888 Mililani Street, 8th Floor
Honolulu, Hawai'i 96813

Attorneys for Petitioner
CASTLE & COOKE HOMES
HAWAII, INC.

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAI'I

In the Matter of the Petition of) DOCKET NO. A11-793
)
 CASTLE & COOKE HOMES HAWAII, INC.)
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 of 39, (1) 9-5-03: portion of 1, (1) 9-5-03:)
 portion of 4, and (1) 9-6-04: 21)
 _____)

AFFIDAVIT OF SERVICE OF PETITION
FOR LAND USE DISTRICT BOUNDARY AMENDMENT

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

BENJAMIN M. MATSUBARA, being first duly sworn on oath, deposes and says:

A. Affiant is the attorney for Petitioner Castle & Cooke Homes Hawaii, Inc. and agent of the Petitioner for a State of Hawai'i Land Use District Boundary Amendment from Agricultural Land Use District to Urban District, identified as Docket No. A11-793, for land situated at Waipio and Waiawa, Oahu, Hawai'i and identified as Tax Map Key Nos. (1) 9-4-06: portion of 1, (1) 9-4-06: portion of 2, (1) 9-4-06: portion of 3,

(1) 9-4-06: portion of 5, (1)9-4-06: portion of 29, (1) 9-4-6: portion of 31, (1) 9-4-06: 38, (1) 9-4-06: portion of 39, (1) 9-5-03: portion of 1, (1) 9-5-03: portion of 4, and (1) 9-6-04: 21.

B. In compliance with §15-15-48(a) of the Hawai'i Administrative Rules ("HAR"), Affiant did on October 3, 2011, deposit in the United States Mail, postage prepaid, by certified mail, a copy of the Petition for District Boundary Amendment, to the following:

JESSE SOUKI, Director
Office of Planning, State of Hawai'i
235 South Beretania Street
6th Floor, Leiopapa A Kamehameha
Honolulu, Hawai'i 96813

BRIAN C. YEE, ESQ.
Deputy Attorney General
Department of the Attorney General
425 Queen Street
Honolulu, Hawai'i 96813

DAVID TANOUE, Director
Department of Planning & Permitting
City & County of Honolulu
650 South King Street, 7th Floor
Honolulu, Hawai'i 96813

Planning Commission
City & County of Honolulu
650 South King Street
Honolulu, Hawai'i 96813

DON S. KITAOKA, ESQ.
Deputy Corporation Counsel
Department of the Corporation Counsel
530 South King Street
Room 110, Honolulu Hale
Honolulu, Hawai`i 96813

Waiawa Ridge Development LLC
560 North Nimitz Highway, Suite 211
Honolulu, Hawai`i 96817

Hawaiian Electric Company, Inc.
Attn: Corporate Secretary
P.O. Box 2750
Honolulu, Hawai`i 96840

Hawaiian Telcom, Inc.
Legal Department
P.O. Box 2200
Honolulu, Hawai`i 96841

Agribusiness Development Corporation
235 South Beretania Street
Suite 205, Leiopapa A Kamehameha
Honolulu, Hawai`i 96813

[The remainder of this page is intentionally left blank.]

C. This Affidavit is provided in compliance with §15-15-50(c)(5), (C), HAR.

That further Affiant sayeth naught.

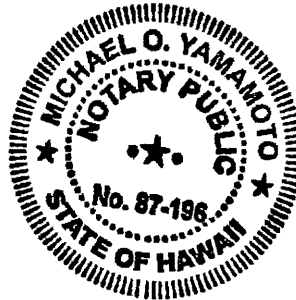
Benjamin M. Matsubara

BENJAMIN M. MATSUBARA
Attorney for Petitioner
CASTLE & COOKE HOMES HAWAII, INC

Subscribed and sworn to me
this 29th day of September 2011

Michael D. Yamamoto

Name: Michael D. Yamamoto
Notary Public, State of Hawai'i
My Commission expires: 4/15/2015



NOTARY CERTIFICATE (Hawaii Administrative Rules §5-11-8)

Document Identification or Description: Affidavit of Service of Petition For Land Use District Boundary Amendment

Doc. Date: September 29, 2011 No. of Pages: -4-

Jurisdiction: 1st Circuit

(in which notarial act is performed)

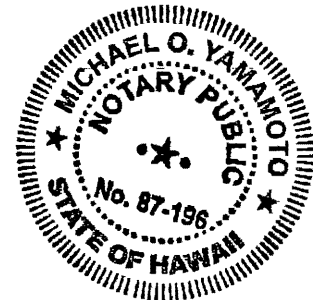
Michael D. Yamamoto

Signature of Notary

9/29/2011
Date of Certificate

Michael D. Yamamoto

Printed Name of Notary



(Official Stamp or Seal)

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAII

In the Matter of the Petition of)	DOCKET NO. A11-793
)	
CASTLE & COOKE HOMES HAWAII, INC.)	CASTLE & COOKE HOMES
)	HAWAII, INC.
To Amend the Agricultural Land Use)	
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of 39, (1) 9-5-03: portion of 1, (1) 9-5-03:)	
portion of 4, and (1) 9-6-04: 21)	
_____)	

AFFIDAVIT OF SENDING OF NOTIFICATION OF PETITION FILING

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

BENJAMIN M. MATSUBARA, being first duly sworn on oath, deposes and says:

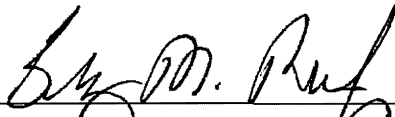
A. Affiant is the attorney for Petitioner CASTLE & COOKE HOMES HAWAII, INC. and agent of the Petitioner for a State of Hawaii Land Use District Boundary Amendment from the Agricultural Land Use District to the Urban Land Use District, identified as Docket No. A11-793, for land situated at Waipio and Waiawa, Island of Oahu, Hawai'i and identified as Tax Map Key Nos. (1) 9-4-06: portion of 001 (1) 9-4-06: portion of 002, (1) 9-4-06: portion of 003, (1) 9-4-06: portion of 005, (1) 9-4-06:

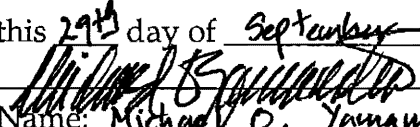
portion of 029, (1) 9-4-06: portion 031, (1) 9-4-06: 038, (1) 9-4-06: portion of 039; (1) 9-5-03: portion of 001, (1) 9-5-03: portion of 004 and (1) 9-06-04: 021.

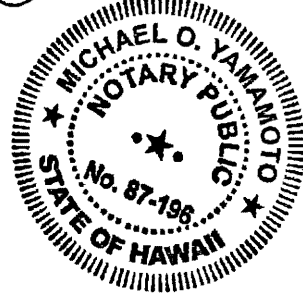
B. In compliance with §15-15-50(d) of the Hawai'i Administrative Rules ("HAR"), Affiant did on October 3, 2011, deposit in the United States Mail, postage prepaid, by regular mail, a copy of the Notification of Petition Filing, attached hereto as Exhibit "1", to the persons identified in the required mailing list, attached hereto as Exhibit "2."

C. This Affidavit is provided in compliance with §15-15-50(d), HAR.

That further Affiant sayeth naught.



BENJAMIN M. MATSUBARA

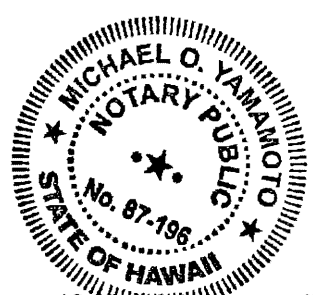
Subscribed and sworn to me
this 29th day of September 2011

Name: Michael O. Yamamoto
Notary Public, State of Hawai'i
My Commission expires: 4/15/2015



NOTARY CERTIFICATE (Hawaii Administrative Rules §5-11-8)

Document Identification or Description: Affidavit of Sending of Notification of Petition Filing
Doc. Date: September 29, 2011 No. of Pages: - 2 -
Jurisdiction: 1st Circuit
(in which notarial act is performed)

 9/29/2011
Signature of Notary Date of Certificate
Michael O. Yamamoto
Printed Name of Notary


(Official Stamp or Seal)

October 3, 2011

NOTIFICATION 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 of Hawai'i Land Use Commission:

Docket No: A11-793

Petitioner/Address: Castle & Cooke Homes Hawaii, Inc.
680 Iwilei Road , Suite 510
Honolulu, Hawai'i 96817

Matsuhara - Kotake
888 Mililani Street, 8th Floor
Honolulu, Hawai'i 96813

Landowners and: Castle & Cooke Homes Hawaii, Inc.

Tax Map Key Number: (1) 9-4-06: por. 001, (1) 9-4-06: por. 002, (1) 9-4-06: por. 003, (1) 9-4-06: por. 005, (1) 9-4-06: por. 029, (1) 9-4-06: por. 031, (1) 9-4-06: 038, (1) 9-4-06: por. 039; (1) 9-5-03: por. 001, (1) 9-5-03: por. 004 and (1) 9-6-04: 021

Location: Waipio and Waiawa, Island of Oahu, Hawai'i

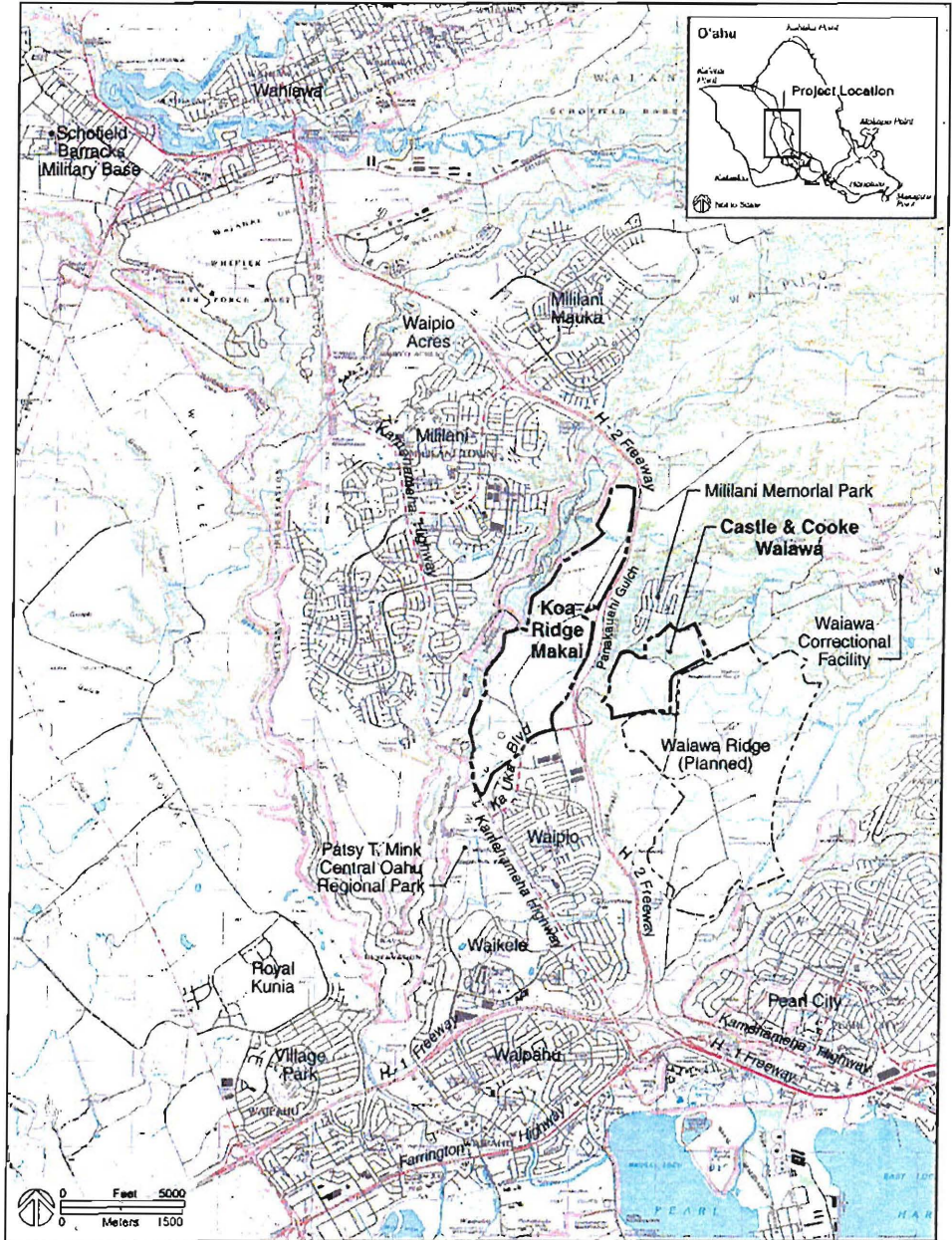
Requested Reclassification: Agricultural to Urban

Acreage: Approximately 767.649 acres

Proposed Use: Approximately 5,000 single- and multi-family homes, commercial, light industrial, health care component, and sites for parks, recreation centers and schools.

You may review detailed information regarding the petition at the Land Use Commission ("Commission") office or the City and County of Honolulu, Department of Planning and Permitting located at 650 South King Street, Ground Floor, Honolulu, Hawai'i. The Commission's office is located at 235 S. Beretania Street, Room 406, Honolulu, Hawai'i. Office hours are from 7:45 a.m. to 4:30 p.m., 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, Hawai'i 96804-2359; telephone (808)587-3822. If you intend to participate in the hearing as an intervenor, pursuant to § 15-15-52, Hawai'i 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.



Location Map

KOA RIDGE MAKAI and WAIAWA DEVELOPMENT
CASTLE & COOKE HOMES HAWAII, INC.

CASTLE & COOKE
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75 Aupuni Street Hilo HI 96720

John Buckstead
Governor's Rep. West-Hawaii
75-5722 Kuakini Hwy., Suite 215,
Kailua-Kona HI 96740

Claudia Kane
Constituent Services Rep. West-Hawaii
75-5722 Kuakini Hwy., Suite 215,
Kailua-Kona HI 96740

Lyll Moana Kuma
Constituent Services Rep. West-Hawaii
75-5722 Kuakini Hwy., Suite 215,
Kailua-Kona, HI 96740

Governor's Representative, Maui
2264 Aupuni Street, #1,
Wailuku, HI 96793

Beverly Pauole-Moore
Volunteer Governor's Rep., Molokai
P. O. Box 88,
Maunakakai HI 96748

Leticia "Letty" Castillo
Volunteer Governor's Rep. Lanai
P. O. Box 630806,
Lanai City HI 96763

Dennis Esaki
Volunteer Governor's Rep. Kauai
3060 Eiwa Street, #106,
Lihue, HI 96766

Jane Shimogawa
Pacific Business News
1833 Kalakaua Avenue
Honolulu, HI 96815

Councilman Ikaika Anderson
530 S. King St. Rm 202
Honolulu, HI 96813

Outdoor Circle- Bob Loy
1314 S. King St. Suite 306
Honolulu, HI 96814

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAII

In the Matter of the Petition of) DOCKET NO. A11-793
)
CASTLE & COOKE HOMES HAWAII, INC.) CASTLE & COOKE HOMES
) HAWAII, INC.
To Amend the Agricultural Land Use)
District Boundary into the Urban District for)
approximately 766.327 acres at Waipio and)
Waiawa, Island of Oahu, State of Hawaii,)
TMK: (1) 9-4-06: portion of 1, (1) 9-4-06:)
portion of 2, (1) 9-4-06: portion of 3,)
(1) 9-4-06: portion 5, (1) 9-4-06:)
portion of 29, (1) 9-4-06: portion of 31,)
(1) 9-4-06: 38, (1) 9-4-06: portion of 39,)
(1) 9-5-03: portion of 1, (1) 9-5-03: portion)
of 4, and (1) 9-6-04: 21)
_____)

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing document was duly served upon the following by depositing the same in the AS INDICATED BELOW on October 3, 2011:

JESSE SOUKI, Director
Office of Planning, State of Hawai'i
235 Beretania Street, 6th Floor
Honolulu, Hawai'i 96813

(HAND DELIVERY)

BRIAN C. YEE, ESQ.
Deputy Attorney General
Department of the Attorney General
425 Queen Street
Honolulu, Hawai'i 96813

**(CERTIFIED MAIL, RETURN
RECEIPT REQUESTED)**

DAVID TANOUE, Director
Department of Planning & Permitting
City & County of Honolulu
650 South King Street
Honolulu, Hawai`i 96813

**(CERTIFIED MAIL, RETURN
RECEIPT REQUESTED)**

Planning Commission
City & County of Honolulu
650 South King Street
Honolulu, Hawai`i 96813

**(CERTIFIED MAIL, RETURN
RECEIPT REQUESTED)**

DON S. KITAOKA, ESQ.
Deputy Corporation Counsel
Department of the Corporation Counsel
530 South King Street
Room 110, Honolulu Hale
Honolulu, Hawai`i 96813

**(CERTIFIED MAIL, RETURN
RECEIPT REQUESTED)**

Waiawa Ridge Development LLC
560 North Nimitz Highway, Suite 211
Honolulu, Hawai`i 96817

**(CERTIFIED MAIL, RETURN
RECEIPT REQUESTED)**

Hawaiian Electric Company, Inc.
Attn: Corporate Secretary
P.O. Box 2750
Honolulu, Hawai`i 96840

**(CERTIFIED MAIL, RETURN
RECEIPT REQUESTED)**

Hawaiian Telcom, Inc.
Legal Department
P.O. Box 2200
Honolulu, Hawai`i 96841

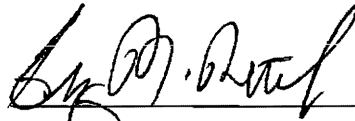
**(CERTIFIED MAIL, RETURN
RECEIPT REQUESTED)**

Agribusiness Development Corporation
235 South Beretania Street
Suite 205, Leiopapa A Kamehameha
Honolulu, Hawai`i 96813

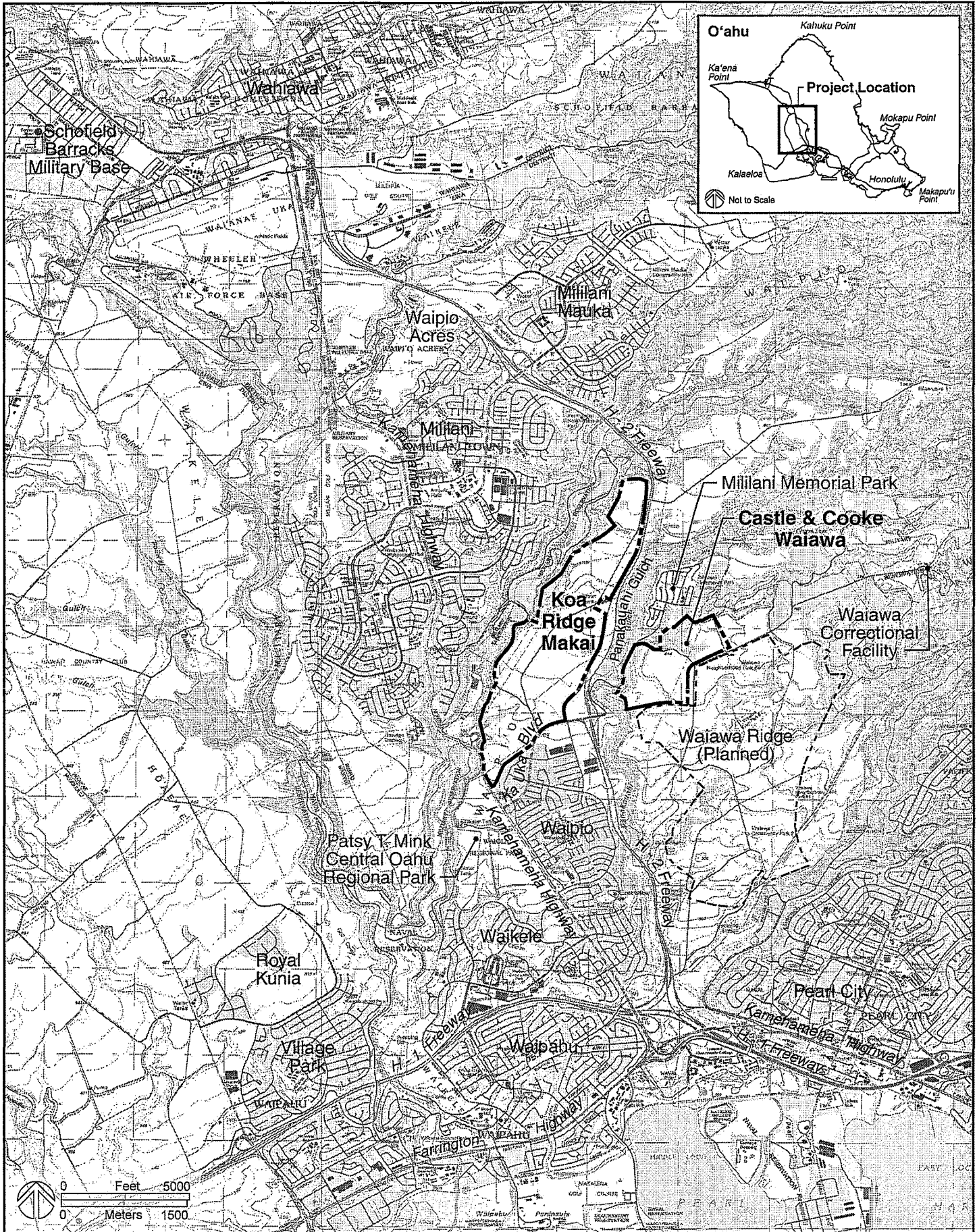
**(CERTIFIED MAIL, RETURN
RECEIPT REQUESTED)**

DATED: Honolulu, Hawai'i, October 3, 2011.

Of Counsel:
MATSUBARA - KOTAKE
A Law Corporation



BENJAMIN M. MATSUBARA
CURTIS T. TABATA
WYETH M. MATSUBARA
Attorneys for Petitioner
CASTLE & COOKE HOMES HAWAII, INC.



Location Map

KOA RIDGE MAKAI and WAIAWA DEVELOPMENT
 CASTLE & COOKE HOMES HAWAII, INC.

EXHIBIT "1"

DESCRIPTION
Parcel 1
Reclassification of State Land Use District
Agricultural to Urban

Real property situate at Waiawa, Ewa, Oahu, Hawaii

Being a portion of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73), and more particularly described as follows:

Beginning at the most southwesterly corner of this parcel of land, being the most southeasterly corner of Lot 4205-A (Map 652) of Land Court Application 1000, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 6,398.85 feet South and 7,183.63 feet East, thence running by azimuths measured clockwise from True South:

1. 201° 09' 2,421.33 feet along said Lot 4205-A;
2. 203° 19' 929.82 feet along said Lot 4205-A;
3. 276° 22' 27.39 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
4. 262° 46' 30" 25.03 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
5. 251° 08' 30" 92.52 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
6. 242° 46' 71.44 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
7. 265° 51' 55.89 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
8. 261° 40' 30" 55.87 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);

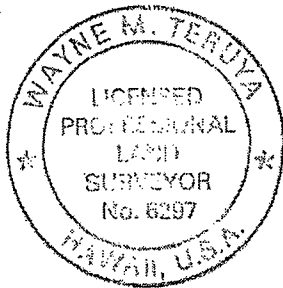
DESCRIPTION
PARCEL 1
PAGE 2 OF 3

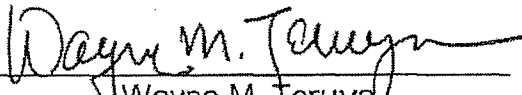
9. 256° 38' 12.37 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
10. 221° 09' 30" 15.38 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
11. 240° 35' 99.89 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
12. 245° 44' 76.57 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
13. 238° 53' 67.42 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
14. 250° 07' 163.60 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
15. 251° 36' 30" 6.64 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
16. 333° 26' 30" 1,371.14 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
17. 63° 26' 30" 1,508.61 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
18. Thence along a curve to the left having a radius of 400.00 feet, along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73), the chord azimuth and distance being:
32° 15' 15" 414.27 feet;

DESCRIPTION
PARCEL 1
PAGE 3 OF 3

19. 1° 04' 1,141.01 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
20. 95° 22' 191.99 feet along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
21. Thence along a curve to the left having a radius of 4,166.37 feet, along the remainder of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73), the chord azimuth and distance being:
89° 58' 33.75" 782.82 feet, to the point of beginning and containing an area of 73.368 acres.

ParEn, Inc.
dba PARK ENGINEERING




Wayne M. Teruya
Licensed Professional Land Surveyor
Certificate Number 6297

Pacific Park Plaza
711 Kapiolani Boulevard, Suite 1500
Honolulu, Hawaii 96813

June 22, 2007

Tax Map Key: 9-6-04: 21

DESCRIPTION

Parcel 2

Reclassification of State Land Use District
Agricultural to Urban

Real property situate at Waipio, Ewa, Oahu, Hawaii

Being a portion of Lot 4205-A as shown on Map 652 of Land Court Application 1000, and more particularly described as follows:

Beginning at the most southeasterly corner of this parcel of land, being the most southeasterly corner of said Lot 4205-A, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 6,398.85 feet South and 7,183.63 feet East, thence running by azimuths measured clockwise from True South:

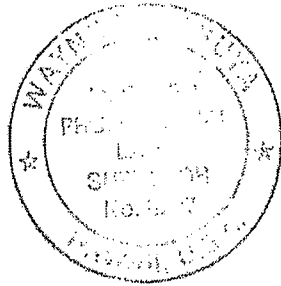
1. Thence along Lot 16461 (Map 1057) of Land Court Application 1000, along a curve to the left having a radius of 4,166.37 feet, the chord azimuth and distance being:
81° 44' 54.75" 412.41 feet;
2. 78° 54' 42" 638.08 feet along said Lot 16461, along Lot 16462 (Map 1057) of Land Court Application 1000;
3. 113° 15' 11.27 feet along Lot 4206-A-3-A as shown on Map 731 of land Court Application 1000;
4. Thence along the top of gulch, along Lot 4206-A-3-A as shown on Map 731 of Land Court Application 1000, the direct azimuth and distance being:
134° 43' 520.82 feet;
5. 122° 35' 381.00 feet along said Lot 4206-A-3-A;
6. 212° 35' 408.00 feet along the remainder of said Lot 4205-A;
7. Thence along Lot 4204-A (Map 513) of Land Court Application 1000, along a curve to the left having a radius of 308.00 feet, the chord azimuth and distance being:
190° 17' 30" 233.66 feet;

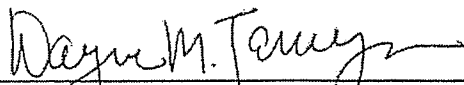
DESCRIPTION
PARCEL 2
PAGE 2 OF 3

8. Thence along said Lot 4204-A, along a curve to the right having a radius of 772.00 feet, the chord azimuth and distance being:
187° 00' 502.68 feet;
9. 206° 00' 900.49 feet along said Lot 4204-A, along Lot 1300-A (Map 270) of Land Court Application 1000;
10. 261° 35' 40" 268.44 feet along the remainder of said Lot 4205-A;
11. 275° 55' 40" 165.84 feet along the remainder of said Lot 4205-A;
12. 306° 22' 40" 375.87 feet along the remainder of said Lot 4205-A;
13. 270° 00' 241.01 feet along the remainder of said Lot 4205-A;
14. 180° 00' 568.88 feet along the remainder of said Lot 4205-A;
15. 228° 43' 443.31 feet along the remainder of said Lot 4205-A;
16. 273° 22' 50" 184.31 feet along the remainder of said Lot 4205-A;
17. 228° 01' 661.46 feet along the remainder of said Lot 4205-A;
18. 312° 45' 30" 377.33 feet along the remainder of said Lot 4205-A;
19. 23° 19' 929.82 feet along Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73);
20. 21° 09' 2421.33 feet along Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu, (Certificate of Boundaries 73), to the point of beginning and containing an area of 117.488 acres.

DESCRIPTION
PARCEL 2
PAGE 3 OF 3

ParEn, Inc.
dba PARK ENGINEERING





Wayne M. Teruya
Licensed Professional Land Surveyor
Certificate Number 6297

Pacific Park Plaza
711 Kapiolani Boulevard, Suite 1500
Honolulu, Hawaii 96813

June 28, 2007

Tax Map Key: 9-4-06: 29 portion

DESCRIPTION
Parcel 3
Reclassification of State Land Use District
Agricultural to Urban

Real property situate at Waipio, Ewa, Oahu, Hawaii

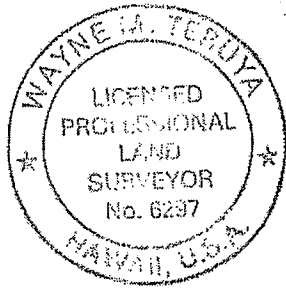
Being a portion of Lot 4206-A-3-A as shown on Map 731 of Land Court Application 1000, and more particularly described as follows:

Beginning at the most easterly corner of this parcel of land, being the most easterly corner of said Lot 4206-A-3-A, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 6,398.85 feet South and 7,183.63 feet East, thence running by azimuths measured clockwise from True South:

1. 78° 54' 42" 339.37 feet along Lot 16462 (Map 1057) of Land Court Application 1000;
2. Thence along the remainder of said Lot 4206-A-3-A (Map 731), along a curve to the left having a radius of 30.00 feet, the chord azimuth and distance being:
 213° 54' 42" 42.43 feet;
3. 168° 54' 42" 97.13 feet along the remainder of said Lot 4206-A-3-A;
4. Thence along the remainder of said Lot 4206-A-3-A, along a curve to the right having a radius of 1,057.00 feet, the chord azimuth and distance being:
 173° 59' 50" 187.39 feet;
5. Thence along the top of gulch, along Lot 4205-A as shown on Map 652 of Land Court Application 1000, the direct azimuth and distance being:
 306° 14' 418.16 feet;
6. 293° 15' 11.27 feet along said Lot 4205-A, to the point of beginning and containing an area of 0.358 acre.

DESCRIPTION
PARCEL 3
PAGE 2 OF 2

ParEn, Inc.
dba PARK ENGINEERING



Wayne M. Teruya

Wayne M. Teruya
Licensed Professional Land Surveyor
Certificate Number 6297

Pacific Park Plaza
711 Kapiolani Boulevard, Suite 1500
Honolulu, Hawaii 96813

June 28, 2007

Tax Map Key: 9-4-06: 31 portion

DESCRIPTION
Parcel 4
Reclassification of State Land Use District
Agricultural to Urban

Real property situated at Waipio, Ewa, Oahu, Hawaii

Being portions of Lots 97-B-4-C and 1-A-22-C-2 and all of Lots 1-A-22-D-2 and 1-A-22-E-3 all lots shown on Map 1047 of Land Court Application 1000, and more particularly described as follows:

Beginning at the most southeasterly corner of this parcel of land, on the westerly side of Interstate Highway H-2 (F.A.P. No. 1-H2-1(4)), being also the most southeasterly corner of said Lot 1-A-22-E-3, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 144.09 feet North and 6,268.17 feet East, thence running by azimuths measured clockwise from True South:

1. 107° 09' 30" 60.70 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
2. 122° 02' 52.52 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
3. 122° 03' 177.92 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
4. 99° 04' 30" 292.95 feet along Lot 14676 -A-1 (Map 1092) of Land Court Application 1000;
5. 113° 19' 30" 124.17 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
6. 125° 23' 69.22 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
7. 141° 27' 143.61 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
8. 123° 05' 74.75 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
9. 106° 36' 127.84 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;

DESCRIPTION
PARCEL 1
PAGE 2 OF 3

10. 129° 24' 30" 64.16 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
11. 147° 28' 114.55 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
12. 166° 12' 30" 88.35 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
13. 134° 29' 30" 43.33 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
14. 206° 21' 670.23 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
15. 337° 36' 37.26 feet along the remainder of Lot 97-B-4-C (Map 1047) of Land Court Application 1000;

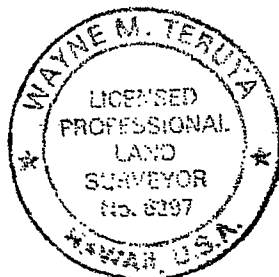
Thence along Lot 97-B-4-C (Map 1047) of Land Court Application 1000, along the edge of pineapple field fields for the next three (3) courses, the direct azimuths and distances between points of said edge of pineapple being:

16. 200° 47' 402.18 feet;
17. 185° 22' 30" 303.75 feet;
18. 243° 40' 129.80 feet;
19. 266° 10' 511.65 feet along the remainder of Lot 97-B-4-C (Map 1047) of Land Court Application 1000;
20. Thence along Lot 97-B-4-C (Map 1047) of Land Court Application 1000, along the edge of pineapple field fields, the direct azimuth and distance being:
289° 38' 30" 263.27 feet;
21. 358° 33' 32" 289.70 feet along the westerly side of Interstate Highway H-2 (F.A.P. No. 1-H2-1(4));
22. 5° 16' 42" 993.24 feet along the westerly side of Interstate Highway H-2 (F.A.P. No. 1-H2-1(4));

DESCRIPTION
PARCEL 1
PAGE 3 OF 3

23. 10° 06' 42"

698.82 feet along the westerly side of Interstate Highway H-2 (F.A.P. No. 1-H2-1(4)), to the point of beginning and containing an Area of 43.487 Acres more or less.



ParEn, Inc.
dba PARK ENGINEERING

A handwritten signature in black ink that reads "Wayne M. Teruya". The signature is written over a horizontal line.

Wayne M. Teruya
Licensed Professional Land Surveyor
Certificate Number 6297

Pacific Park Plaza
711 Kapiolani Boulevard, Suite 1500
Honolulu, Hawaii 96813

February 4, 2008

Tax Map Keys: 9-5-03: portions 1 and 4

DESCRIPTION
PARCEL 2
PAGE 2 OF 8

7. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the left with a radius of 305.00 feet, the chord azimuth and distance being:
193° 30' 211.96 feet;
8. 173° 10' 790.00 feet along Exclusion 18 (Map 1) of Land Court Application 1000;
9. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the left with a radius of 535.00 feet, the chord azimuth and distance being:
158° 35' 269.41 feet;
10. 144° 00' 270.00 feet along Exclusion 18 (Map 1) of Land Court Application 1000;
11. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the left with a radius of 475.00 feet, the chord azimuth and distance being:
131° 15' 209.66 feet;
12. 118° 30' 860.00 feet along Exclusion 18 (Map 1) of Land Court Application 1000;
13. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the right with a radius of 115.00 feet, the chord azimuth and distance being:
143° 35' 97.51 feet;
14. 168° 40' 320.00 feet along Exclusion 18 (Map 1) of Land Court Application 1000;
15. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the right with a radius of 365.00 feet, the chord azimuth and distance being:
180° 05' 144.50 feet;
16. 191° 30' 225.00 feet along Exclusion 18 (Map 1) of Land Court Application 1000;
17. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the right with a radius of 495.00 feet, the chord azimuth and distance being:
204° 10' 217.09 feet;

DESCRIPTION
PARCEL 2
PAGE 3 OF 8

18. 216° 50' 750.00 feet along Exclusion 18 (Map 1) of Land Court Application 1000;
19. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the left with a radius of 375.00 feet, the chord azimuth and distance being:
205° 00' 153.80 feet;
20. 193° 10' 150.00 feet along Exclusion 18 (Map 1) of Land Court Application 1000;
21. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the left with a radius of 725.00 feet, the chord azimuth and distance being:
184° 10' 226.83 feet;
22. 175° 10' 80.00 feet along Exclusion 18 (Map 1) of Land Court Application 1000;
23. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the right with a radius of 195.00 feet, the chord azimuth and distance being:
217° 25' 262.22 feet;
24. 259° 40' 122.80 feet along Exclusion 18 (Map 1) of Land Court Application 1000;
25. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the left with a radius of 295.00 feet, the chord azimuth and distance being:
236° 20' 233.69 feet;
26. 213° 00' 71.40 feet along Exclusion 18 (Map 1) of Land Court Application 1000;
27. Thence along Exclusion 18 (Map 1) of Land Court Application 1000, on a curve to the left with a radius of 275.00 feet, the chord azimuth and distance being:
212° 50' 10" 1.57 feet;
28. 294° 02' 356.28 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;

DESCRIPTION
PARCEL 2
PAGE 4 OF 8

29. 189° 26' 1286.20 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
30. 229° 35' 30" 913.15 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
31. 207° 58' 883.30 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
32. 250° 39' 199.25 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
33. 225° 15' 30" 300.85 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
34. 238° 44' 30" 773.30 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
35. 229° 50' 30" 593.00 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
36. 142° 32' 442.80 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
37. 206° 21' 69.55 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
38. 314° 29' 30" 18.84 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
39. 346° 12' 30" 83.59 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
40. 327° 28' 127.51 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
41. 309° 24' 30" 78.58 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
42. 286° 36' 130.11 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
43. 303° 05' 62.49 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;

DESCRIPTION
PARCEL 2
PAGE 5 OF 8

44. 321° 27' 142.79 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
45. 305° 23' 79.09 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
46. 293° 19' 30" 133.39 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
47. 279°04' 30" 289.82 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
48. 302° 03' 227.48 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
49. 287° 09' 30" 70.96 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
50. 10° 06' 42" 315.55 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));
51. Thence along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3)), on a curve to the right with a radius of 2399.98 feet, the chord azimuth and distance being:
19° 15' 12" 762.60 feet;
52. 28° 23' 42" 151.71 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));
53. 118° 23' 42" 10.00 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));
54. 28° 23' 42" 200.00 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));
55. 298° 23' 42" 10.00 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));
56. 28° 23' 42" 1088.01 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));

DESCRIPTION
PARCEL 2
PAGE 6 OF 8

57. Thence along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3)), on a curve to the left with a radius of 2199.97 feet, the chord azimuth and distance being:
18° 43' 42" 738.82 feet;
58. 9° 03' 42" 951.06 feet along the westerly side of Interstate Highway (F.A.P. 1-H2-1(3));
59. Thence along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3)), on a curve to the right with a radius of 2039.97 feet, the chord azimuth and distance being:
18° 09' 12" 644.69 feet;
60. 27° 14' 42" 830.36 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));
61. 20° 02' 59" 609.30 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));
62. Thence along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3)), on a curve to the right with a radius of 749.98 feet, the chord azimuth and distance being:
32° 46' 20.5" 330.34 feet;
63. 45° 29' 42" 357.31 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));
64. Thence along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3)), on a curve to the left with a radius of 549.99 feet, the chord azimuth and distance being:
17° 12' 12" 521.35 feet;
65. 348° 54' 42" 262.37 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));
66. Thence along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3)), on a curve to the right with a radius of 50.00 feet, the chord azimuth and distance being:
33° 54' 42" 70.71 feet;
67. 78° 54' 42" 249.40 feet along the northerly side of Ka Uka Boulevard;

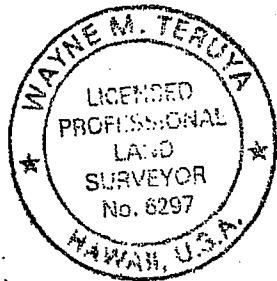
DESCRIPTION
PARCEL 2
PAGE 7 OF 8

68. Thence along the northerly side of Ka Uka Boulevard, on a curve to the left with a radius of 1,240.00 feet, the chord azimuth and distance being:
62° 44' 12" 690.86 feet, to a non-tangent curve to the right with a radius of 20.00 feet, its curve center bears: 145° 09' 12";
69. Thence along said non-tangent curve to the right with a radius of 20.00, along the northerly side of Ka Uka Boulevard, the chord azimuth and distance being:
94° 52' 57" 25.57 feet;
70. 44° 36' 42" 56.00 feet along the northerly side of Ka Uka Boulevard, to a non-tangent curve to the right having a radius of 20.00 feet, its curve center bears: 44° 36' 42";
71. Thence along said non-tangent curve to the right with a radius of 20.00 feet, along the northerly side of Ka Uka Boulevard, the chord azimuth and distance being:
356° 19' 27" 26.62 feet, to a non-tangent curve to the left with a radius of 1,240.00 feet, its curve center bears: 312° 24';
72. Thence along said non-tangent curve to the left with a radius of 1,240.00 feet, along the northerly side of Ka Uka Boulevard, the chord azimuth and distance being:
29° 40' 17" 546.43 feet;
73. 53° 15' 1145.57 feet along Lots 7849, 7848, 7847, 7846, 7845, 7844, 7843, 7842 and 7841 (Map 510) of Land Court Application 1000;
74. Thence along Lots 7841 and 7840 (Map 510) of Land Court Application 1000, on a curve to the left with a radius of 470.96 feet, the chord azimuth and distance being:
39° 36' 30" 222.15 feet;
75. 25° 58' 180.38 feet along Lots 7840, 7839 and 7838 (Map 510) of Land Court Application 1000;
76. Thence along Lots 7838 and 7837 (Map 510) of Land Court Application 1000, on a curve to the left with a radius of 900.00 feet, the chord azimuth and distance being:
23° 19' 30" 82.96 feet;

DESCRIPTION
PARCEL 2
PAGE 8 OF 8

77. 20° 41' 361.82 feet along Lots 7837, 7836, 7835 and 7834 (Map 510) of Land Court Application 1000;
78. Thence along Lot 7833 (Map 510) of Land Court Application 1000, on a curve to the right with a radius of 295.00 feet, the chord azimuth and distance being:
39° 34' 190.95 feet, to the point of beginning and containing a Gross Area of 438.432 Acres and Net Area of 434.552 Acres after subtracting 1.573 Acres and 2.307 Acres for Lots 14676-B (Map 1052) and 14677 (Map 904), respectively.

ParEn, Inc.
dba PARK ENGINEERING



Wayne M. Teruya
Wayne M. Teruya

Licensed Professional Land Surveyor
Certificate Number 6297

Pacific Park Plaza
711 Kapiolani Boulevard, Suite 1500
Honolulu, Hawaii 96813

February 4, 2008

Tax Map Key: 9-4-06: 38, portions 1 and 39

DESCRIPTION
Parcel 3 6
Reclassification of State Land Use District
Agricultural to Urban

Real property situated at Waipio, Ewa, Oahu, Hawaii

Being all of Lot 110-A and a portion of Lot 110-B as shown on Map 1096 of Land Court Application 1000, and more particularly described as follows:

Beginning at the most southerly corner of this parcel of land, on the southeasterly side of said Lot 110-B, having an azimuth and distance of 53° 15' 1,603.67 feet as shown on said Map 1096, and being 5.19 feet from the southwesterly terminus of said southeasterly side, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 8,989.00 feet South and 628.35 feet East, thence running by azimuths measured clockwise from True South:

1. Thence along the remainder of said Lot 110-B, on a curve to the right with a radius of 1000.00 feet, the chord azimuth and distance being:
176° 55' 17" 44.63 feet;
2. 178° 12' 200.66 feet along the remainder of said Lot 110-B;
3. Thence along the remainder of said Lot 110-B, on a curve to the left with a radius of 988.59 feet, the chord azimuth and distance being:
163° 14' 51" 510.15 feet;
4. 174° 09' 116.63 feet along Lot 942-B (Map 451) of Land Court Application 1000;
5. 184° 30' 153.35 feet along Lot 942-B (Map 451) of Land Court Application 1000;
6. 218° 39' 30" 137.90 feet along Lot 942-B (Map 451) of Land Court Application 1000;
7. 167° 38' 799.30 feet along Lot 942-B (Map 451) of Land Court Application 1000;
8. 195° 10' 30" 550.75 feet along Lot 942-B (Map 451) of Land Court Application 1000;

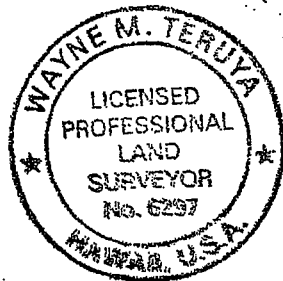
DESCRIPTION
PARCEL 3
PAGE 2 OF 3


9. 214° 04' 273.30 feet along Lot 942-B (Map 451) of Land Court Application 1000;
10. 199° 34' 380.30 feet along Lots 942-B and 942-A (Map 451) of Land Court Application 1000;
11. 204° 04' 296.60 feet along Lot 942-A (Map 451) of Land Court Application 1000, to a non-tangent curve to the left having a radius of 185.00 feet, its curve center bears: 238° 00' 40";
12. Thence along said non-tangent curve to the left having a radius of 185.00 feet, along the westerly side of Exclusion 18 of Land Court Application 1000, the chord azimuth and distance being:
313° 15' 20" 94.24 feet;
13. 298° 30' 860.00 feet along the westerly side of Exclusion 18 of Land Court Application 1000;
14. Thence along the westerly side of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 405.00 feet, the chord azimuth and distance being:
311° 15' 178.76 feet;
15. 324° 00' 270.00 feet along the westerly side of Exclusion 18 of Land Court Application 1000;
16. Thence along the westerly side of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 465.00 feet, the chord azimuth and distance being:
338° 35' 234.16 feet
17. 353° 10' 790.00 feet along the westerly side of Exclusion 18 of Land Court Application 1000;
18. Thence along the westerly side of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 235.00 feet, the chord azimuth and distance being:
13° 30' 163.32 feet;
19. 33° 50' 210.00 feet along the westerly side of Exclusion 18 of Land Court Application 1000;

DESCRIPTION
PARCEL 3
PAGE 3 OF 3

20. Thence along the westerly side of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 715.00 feet, the chord azimuth and distance being:
43° 32' 30" 241.14 feet;
21. 53° 15' 1598.48 feet along the westerly side of Exclusion 18 of Land Court Application 1000, to the point of beginning and containing an Area of 88.760 Acres.

ParEn, Inc.
dba PARK ENGINEERING





Wayne M. Teruya
Licensed Professional Land Surveyor
Certificate Number 6297

Pacific Park Plaza
711 Kapiolani Boulevard, Suite 1500
Honolulu, Hawaii 96813

February 4, 2008

Tax Map Key: 9-4-06: portion 02

DESCRIPTION
Parcel 4, 7
Reclassification of State Land Use District
Agricultural to Urban

Real property situated at Waipio, Ewa, Oahu, Hawaii

Being a portion of Royal Patent 5732, Land Commission Award 8241 to Ioane II, being also a portion of Exclusion 18 of Land Court Application 1000, and more particularly described as follows:

Beginning at the most southwesterly corner of this parcel of land, on the southeasterly side of Lot 110-B as shown on Map 1096 of Land Court Application 1000, having an azimuth and distance of 53° 15' 1,603.67 feet, and being 5.19 feet from the southwesterly terminus of said southeasterly side, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 8,989.00 feet South and 682.35 feet East, thence running by azimuths measured clockwise from True South:

1. 233° 15' 1598.48 feet along Lot 110-B (Map 1096) of Land Court Application 1000;
2. Thence along Lot 110-B (Map 1096) of Land Court Application 1000, on a curve to the left with a radius of 715.00 feet, the chord azimuth and distance being:
223° 32' 30" 241.14 feet;
3. 213° 50' 210.00 feet along Lot 110 (Map 37) of Land Court Application 1000;
4. Thence along Lot 110-B (Map 1096) of Land Court Application 1000, on a curve to the left with a radius of 235.00 feet, the chord azimuth and distance being:
193° 30' 163.32 feet;
5. 173° 10' 790.00 feet along Lot 110-B (Map 1096) of Land Court Application 1000;
6. Thence along Lots 110-B and Lot 110-A (Map 1096) of Land Court Application 1000, on a curve to the left with a radius of 465.00 feet, the chord azimuth and distance being:
158° 35' 234.16 feet;

DESCRIPTION
PARCEL 4
PAGE 2 OF 4

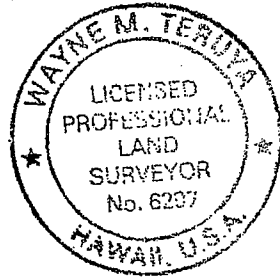
7. 144° 00' 270.00 feet along Lots 110-A and 110-B (Map 1096) of Land Court Application 1000;
8. Thence along Lot 110-B (Map 1096) of Land Court Application 1000, on a curve to the left with a radius of 405.00 feet, the chord azimuth and distance being:
131° 15' 178.76 feet;
9. 118° 30' 860.00 feet along Lot 110-B (Map 1096) of Land Court Application 1000;
10. Thence along Lot 110-B (Map 1096) of Land Court Application 1000, on a curve to the right with a radius of 185.00 feet, the chord azimuth and distance being:
133° 15' 20" 94.24 feet;
11. 238° 00' 40" 10.00 feet along the remainder of Exclusion 18 of Land Court Application 1000, to a non-tangent curve to the left with a radius of 175.00 feet, its curve center bears: 238° 00' 40";
12. Thence along said non-tangent curve to the left with a radius of 150.00 feet, along the remainder of Exclusion 18 of Land Court Application 1000, the chord azimuth and distance being:
313° 15' 20" 89.14 feet;
13. 298° 30' 860.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
14. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 415.00 feet, the chord azimuth and distance being:
311° 15' 183.18 feet;
15. 324° 00' 270.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
16. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 475.00 feet the chord azimuth and distance being:
338° 35' 239.20 feet;

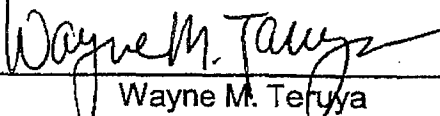
DESCRIPTION
PARCEL 4
PAGE 3 OF 4

17. 353° 10' 790.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
18. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 245.00 feet, the chord azimuth and distance being:
13° 30' 170.27 feet;
19. 33° 50' 210.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
20. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 725.00 feet, the chord azimuth and distance being:
43° 32' 30" 244.52 feet;
21. 53° 15' 1603.67 feet along the remainder Exclusion 18 of Land Court Application 1000;
22. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 210.00 feet, the chord azimuth and distance being:
53° 05' 54" 1.11 feet, to a non-tangent curve to the right with a radius of 1000.00 feet, its curve center bears: 264° 58';
23. Thence along said non-tangent curve to the right with a radius of 1000.00 feet, along the remainder of Exclusion 18 of Land Court Application 1000, the chord azimuth and distance being:
175° 18' 17" 11.80 feet, to the point of beginning and containing an Area of 1.070 Acre.

DESCRIPTION
PARCEL 4
PAGE 4 OF 4

ParEn, Inc.
dba PARK ENGINEERING




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Licensed Professional Land Surveyor
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Honolulu, Hawaii 96813

February 4, 2008

Tax Map Key: 9-4-06: portion 02

DESCRIPTION
Parcel ~~5~~ 8
Reclassification of State Land Use District
Agricultural to Urban

Real property situated at Waipio, Ewa, Oahu, Hawaii

Being a portion of Royal Patent 5732, Land Commission Award 8241 to Ioane II, being also a portion of Exclusion 18 of Land Court Application 1000, and more particularly described as follows:

Beginning at the most southeasterly corner of this parcel of land, on a curve concave to the southeast having a radius of 150.00 feet, its curve center bears: $308^{\circ} 36' 04''$, said curve being the northwesterly side of Lot 14676-A-3 as shown on Map 1092 of Land Court Application 1000, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 9,074.78 feet South and 692.63 feet East, thence running by azimuths measured clockwise from True South:

1. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 1000.00 feet, its curve center bears: $260^{\circ} 41' 30''$, the chord azimuth and distance being:
 $171^{\circ} 04' 13.5''$ 13.22 feet, to a non-tangent curve to the right with a radius of 160.00 feet, its curve center bears: $311^{\circ} 47' 56''$;
2. Thence along said non-tangent curve to the right with a radius of 160.00 feet, along the remainder of Exclusion 18 of Land Court Application 1000, the chord azimuth and distance being:
 $227^{\circ} 31' 28''$ 31.92 feet;
3. $233^{\circ} 15'$ 1,603.67 feet along the remainder of Exclusion 18 of Land Court Application 1000;
4. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 775.00 feet, the chord azimuth and distance being:
 $223^{\circ} 32' 30''$ 261.38 feet;
5. $213^{\circ} 50'$ 210.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;

DESCRIPTION
PARCEL 5
PAGE 2 OF 6

6. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 295.00 feet, the chord azimuth and distance being:
193° 30' 205.01 feet;
7. 173° 10' 790.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
8. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 525.00 feet, the chord azimuth and distance being:
158° 35' 264.38 feet;
9. 144° 00' 270.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
10. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 465.00 feet, the chord azimuth and distance being:
131° 15' 205.25 feet;
11. 118° 30' 860.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
12. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 125.00 feet, the chord azimuth and distance being:
143° 35' 105.98 feet;
13. 168° 40' 320.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
14. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 375.00 feet, the chord azimuth and distance being:
180° 05' 148.46 feet;
15. 191° 30' 225.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
16. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 505.00 feet, the chord azimuth and distance being:
204° 10' 221.47 feet;

DESCRIPTION
PARCEL 5
PAGE 3 OF 6

17. 216° 50' 750.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
18. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 365.00 feet, the chord azimuth and distance being:
205° 00' 149.70 feet;
19. 193° 10' 150.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
20. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 715.00 feet, the chord azimuth and distance being:
184° 10' 223.70 feet;
21. 175° 10' 80.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
22. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 205.00 feet, the chord azimuth and distance being:
217° 25' 275.67 feet;
23. 259° 40' 122.80 feet along the remainder of Exclusion 18 of Land Court Application 1000;
24. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 285.00 feet, the chord azimuth and distance being:
236° 20' 225.77 feet;
25. 213° 00' 71.40 feet along the remainder of Exclusion 18 of Land Court Application 1000;
26. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 265.00 feet, the chord azimuth and distance being:
212° 50' 10" 1.52 feet;
27. 302° 40' 20" 10.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;

DESCRIPTION
PARCEL 5
PAGE 4 OF 6

28. Thence along Lot 14676-A-1 (Map 1092) of Land Court Application 1000, on a curve to the right with a radius of 275.00 feet, the chord azimuth and distance being:
32° 50' 10" 1.57 feet;
29. 33° 00' 71.40 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
30. Thence along Lot 14676-A-1 (Map 1092) of Land Court Application 1000, on a curve to the right with a radius of 295.00 feet, the chord azimuth and distance being:
56° 20' 233.69 feet;
31. 79° 40' 122.80 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
32. Thence along Lot 14676-A-1 (Map 1092) of Land Court Application 1000, on a curve to the left with a radius of 195.00 feet, the chord azimuth and distance being:
37° 25' 262.22 feet;
33. 355° 10' 80.00 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
35. Thence along Lot 14676-A-1 (Map 1092) of Land Court Application 1000, on a curve to the right with a radius of 725.00 feet, the chord azimuth and distance being:
4° 10' 226.83 feet;
36. 13° 10' 150.00 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
37. Thence along Lot 14676-A-1 (Map 1092) of Land Court Application 1000, on a curve to the right with a radius of 375.00 feet, the chord azimuth and distance being:
25° 00' 153.80 feet;
38. 36° 50' 750.00 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
39. Thence along Lot 14676-A-1 (Map 1092) of Land Court Application 1000, on a curve to the left with a radius of 495.00 feet, the chord azimuth and distance being:
24° 10' 217.09 feet;

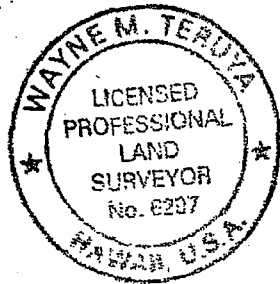
DESCRIPTION
PARCEL 5
PAGE 5 OF 6

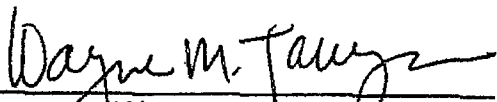
40. 11° 30' 225.00 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
41. Thence along Lot 14676-A-1 (Map 1092) of Land Court Application 1000, on a curve to the left with a radius of 365.00 feet, the chord azimuth and distance being:
00° 05' 144.50 feet;
42. 348° 40' 320.00 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
43. Thence along Lot 14676-A-1 (Map 1092) of Land Court Application 1000, on a curve to the left with a radius of 115.00 feet, the chord azimuth and distance being:
323° 35' 97.51 feet;
43. 298° 30' 860.00 feet along Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
44. Thence along Lots 14676-A-1 and 14676-A-2 (Map 1092) of Land Court Application 1000, on a curve to the right with a radius of 475.00 feet, the chord azimuth and distance being:
311° 15' 209.66 feet;
45. 324° 00' 270.00 feet along Lot 14676-A-2 (Map 1092) of Land Court Application 1000;
46. Thence along Lot 14676-A-2 (Map 1092) of Land Court Application 1000, on a curve to the right with a radius of 535.00 feet, the chord azimuth and distance being:
338° 35' 269.41 feet;
47. 353° 10' 790.00 feet along Lots 14676-A-2 and 14676-A-3 (Map 1092) of Land Court Application 1000;
48. Thence along Lot 14676-A-3 (Map 1092) of Land Court Application 1000, on a curve to the right with a radius of 305.00 feet, the chord azimuth and distance being:
13° 30' 211.96 feet;
49. 33° 50' 210.00 feet along Lot 14676-A-3 (Map 1092) of Land Court Application 1000;

DESCRIPTION
PARCEL 5
PAGE 6 OF 6

50. Thence along Lot 14676-A-3 (Map 1092) of Land Court Application 1000, on a curve to the right with a radius of 785.00 feet, the chord azimuth and distance being:
43° 32' 30" 264.75 feet;
51. 53° 15' 1,603.67 feet along Lot 14676-A-3 (Map 1092) of Land Court Application 1000;
52. Thence along Lot 14676-A-3 (Map 1092) of Land Court Application 1000, on a curve to the left with a radius of 150.00 feet, the chord azimuth and distance being:
45° 55' 32" 38.25 feet, to the point of beginning and containing an area of 1.798 Acres.

ParEn, Inc.
dba PARK ENGINEERING




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Licensed Professional Land Surveyor
Certificate Number 6297

Pacific Park Plaza
711 Kapiolani Boulevard, Suite 1500
Honolulu, Hawaii 96813

February 4, 2008

Tax Map Key: 9-4-06: portion 02

DESCRIPTION
Parcel 8 9
Reclassification of State Land Use District
Agricultural to Urban

Real property situated at Waipio, Ewa, Oahu, Hawaii

Being a portion of Royal Patent 5732, Land Commission Award 8241 to Ioane II, being also a portion of Exclusion 18 of Land Court Application 1000, and more particularly described as follows:

Beginning at the most southerly corner of this parcel of land, the curve center for the northwesterly side of Lot 14676-A-3 having a radius of 150.00 feet as shown on Map 1092 of Land Court Application 1000 bears: 311° 47' 56" 160.00 feet, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 9,061.72 feet South and 690.57 feet East, thence running by azimuths measured clockwise from True South:

1. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 1000.00 feet, its curve center bears: 261° 26' 57" the chord azimuth and distance being:
173° 12' 28.5" 61.38 feet, to a non-tangent curve to the right with a radius of 210.00 feet, its curve center bears: 322° 56' 48";
2. Thence along said non-tangent curve to the right with a radius of 210.00 feet, along the remainder of Exclusion 18 of Land Court Application 1000, the chord azimuth and distance being:
233° 05' 54" 1.11 feet;
3. 233° 15' 1,603.67 feet along the remainder of Exclusion 18 of Land Court Application 1000;
4. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 725.00 feet, the chord azimuth and distance being:
223° 32' 30" 244.52 feet;
5. 213° 50' 210.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;

DESCRIPTION
PARCEL 6
PAGE 2 OF 4

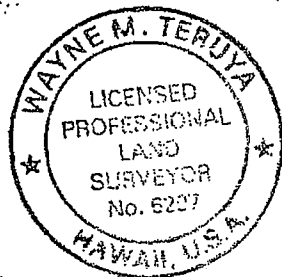
6. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 245.00 feet, the chord azimuth and distance being:
193° 30' 170.27 feet;
7. 173° 10' 790.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
8. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 475.00 feet, the chord azimuth and distance being:
158° 35' 239.20 feet;
9. 144° 00' 270.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
10. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 415.00 feet, the chord azimuth and distance being:
131° 15' 183.18 feet;
11. 118° 30' 860.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
12. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 175.00 feet, the chord azimuth and distance being:
133° 15' 20" 89.14 feet;
13. 200° 47' 04" 72.89 feet along the remainder of Exclusion 18 of Land Court Application 1000, to a non-tangent curve to the left with a radius of 125.00 feet, its curve center bears: 258° 40';
14. Thence along said non-tangent curve to the left with a radius of 125.00 feet, along the remainder of Exclusion 18 of Land Court Application 1000, the chord azimuth and distance being:
323° 35' 105.98 feet;
15. 298° 30' 860.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;

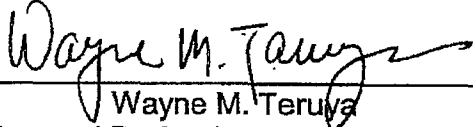
DESCRIPTION
PARCEL 6
PAGE 3 OF 4

16. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 465.00 feet, the chord azimuth and distance being:
311° 15' 205.25 feet;
17. 324° 00' 270.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
18. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 525.00 feet, the chord azimuth and distance being:
338° 35' 264.38 feet;
19. 353° 10' 790.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
20. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 295.00 feet, the chord azimuth and distance being:
13° 30' 205.01 feet;
21. 33° 50' 210.00 feet along the remainder of Exclusion 18 of Land Court Application 1000;
22. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the right with a radius of 775.00 feet, the chord azimuth and distance being:
43° 32' 30" 261.38 feet;
23. 53° 15' 1,603.67 feet along the remainder of Exclusion 18 of Land Court Application 1000;
24. Thence along the remainder of Exclusion 18 of Land Court Application 1000, on a curve to the left with a radius of 160.00 feet, the chord azimuth and distance being:
47° 31' 28" 31.92 feet, to the point of beginning and containing an Area of 5.446 Acres.

DESCRIPTION
PARCEL 6
PAGE 4 OF 4

ParEn, Inc.
dba PARK ENGINEERING




Wayne M. Teruya
Licensed Professional Land Surveyor
Certificate Number 6297

Pacific Park Plaza
711 Kapiolani Boulevard, Suite 1500
Honolulu, Hawaii 96813

February 4, 2008

Tax Map Keys: 9-4-06: portions 02 and 05

DESCRIPTION
Parcel 10
Reclassification of State Land Use District
Agricultural to Urban

Real property situated at Waipio, Ewa, Oahu, Hawaii

Being portion of Lot 14676-A-1 as shown on Map 1092 of Land Court Application 1000, and more particularly described as follows:

Beginning at the most northeasterly corner of this parcel of land, being the most southeasterly corner of Lot 1-A-22-E-3 (Map 1047) of Land Court Application 1000, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 144.09 feet North and 6,268.17 feet East, thence running by azimuths measured clockwise from True South:

1. 10° 06' 42" 40.30 feet along the westerly side of Interstate Highway (F.A.P. No. 1-H2-1(3));
2. 107° 09' 30" 70.96 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
3. 122° 03' 227.48 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
4. 99° 04' 30" 289.82 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
5. 113° 19' 30" 133.39 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
6. 125° 23' 79.09 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;

DESCRIPTION
PARCEL 10
PAGE 2 OF 4

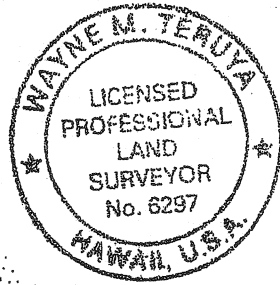
7. 141° 27' 142.79 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
8. 123° 05' 62.49 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
9. 106° 36' 130.11 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
10. 129° 24' 30" 78.58 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
11. 147° 28' 127.51 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
12. 166° 12' 30" 83.59 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
13. 134° 29' 30" 18.84 feet along the remainder of Lot 14676-A-1 (Map 1092) of Land Court Application 1000;
14. 206° 21' 42.12 feet along Lot 1-A-22-J-2 (Map 30) of Land Court Application 1000;
15. 314° 29' 30" 43.33 feet along Lot 97-B-4-C (Map 1047) of Land Court Application 1000;
16. 346° 12' 30" 88.35 feet along Lot 1-A-22-C-2 (Map 1047) of Land Court Application 1000;
17. 327° 28' 114.55 feet along Lot 1-A-22-C-2 (Map 1047) of Land Court Application 1000;

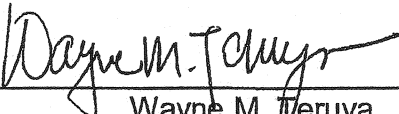
DESCRIPTION
PARCEL 10
PAGE 3 OF 4

18. 309° 24' 30" 64.16 feet along Lot 1-A-22-C-2 (Map 1047) of Land Court Application 1000;
19. 286° 36' 127.84 feet along Lot 1-A-22-C-2 (Map 1047) of Land Court Application 1000;
20. 303° 05' 74.75 feet along Lot 1-A-22-C-2 (Map 1047) of Land Court Application 1000;
21. 321° 27' 143.61 feet along Lot 1-A-22-C-2 (Map 1047) of Land Court Application 1000;
22. 305° 23' 69.22 feet along Lot 1-A-22-C-2 (Map 1047) of Land Court Application 1000;
23. 293° 19' 30" 124.17 feet along Lot 1-A-22-C-2 (Map 1047) of Land Court Application 1000;
24. 279° 04' 30" 292.95 feet along Lot 1-A-22-C-2 (Map 1047) of Land Court Application 1000;
25. 302° 03' 177.92 feet along Lots 1-A-22-C-2 and 1-A-22-D-2 (Map 1047) of Land Court Application 1000;
26. 302° 02' 52.52 feet along Lot 1-A-22-E-3 (Map 1047) of Land Court Application 1000;
27. 287° 09' 30" 60.70 feet along Lot 1-A-22-E-3 (Map 1047) of Land Court Application 1000, to the point of beginning and containing an Area of 1.332 Acres.

DESCRIPTION
PARCEL 10
PAGE 4 OF 4

ParEn, Inc.
dba PARK ENGINEERING

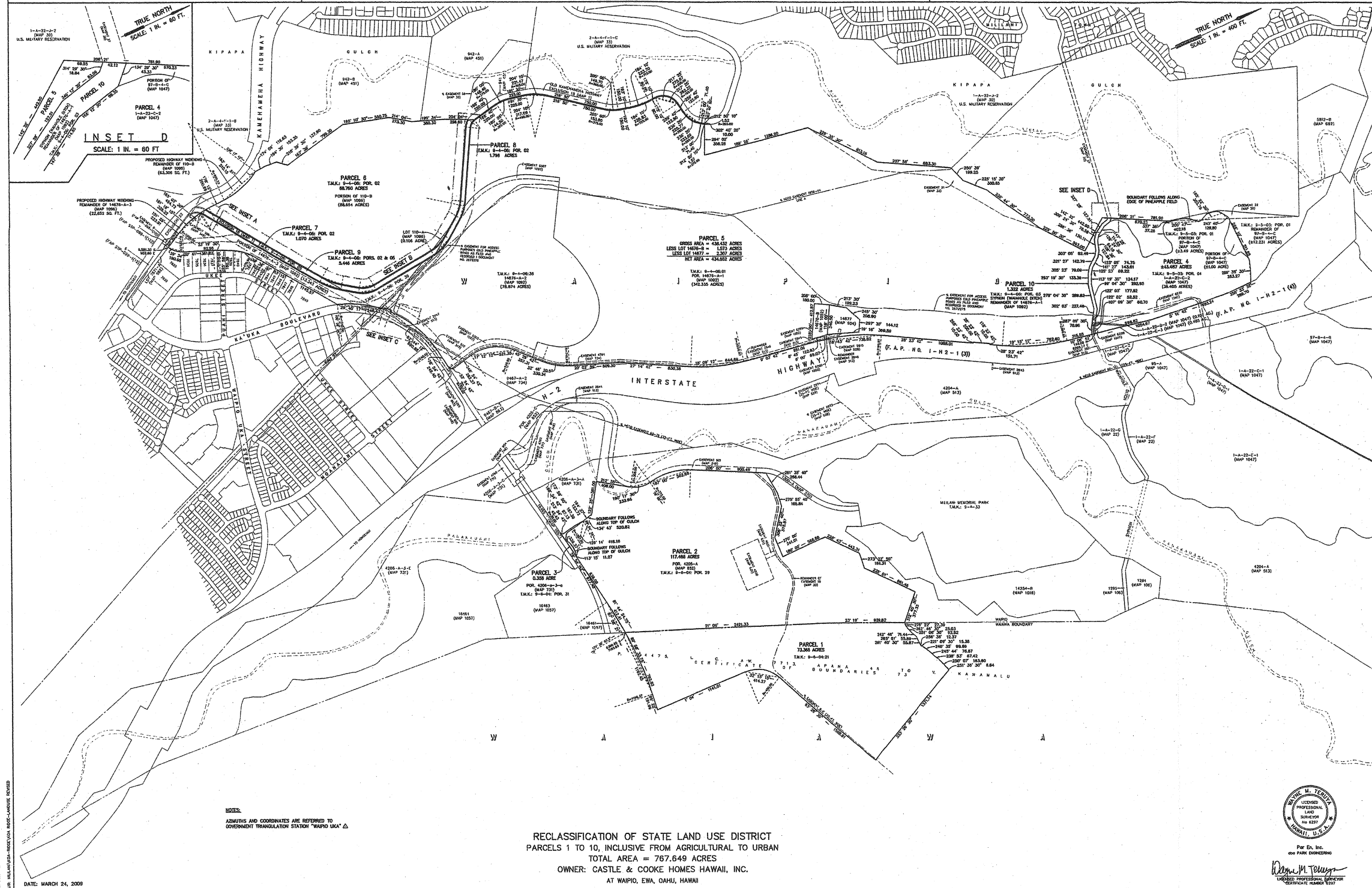
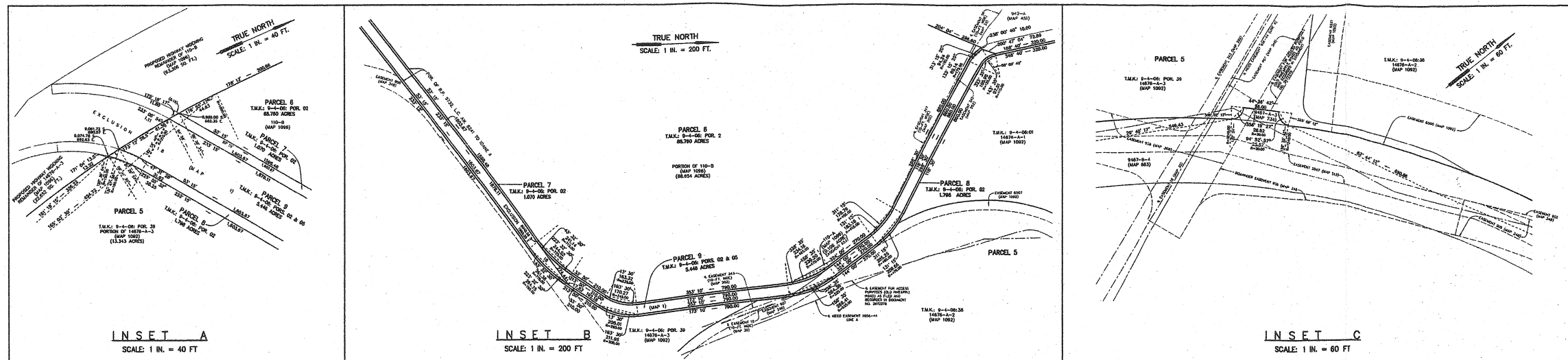



Wayne M. Teruya
Licensed Professional Land Surveyor
Certificate Number 6297

Pacific Park Plaza
711 Kapiolani Boulevard, Suite 1500
Honolulu, Hawaii 96813

April 3, 2009

Tax Map Key: 9-4-06: 03 portion



DATE: MARCH 24, 2009
 TAX MAP KEYS: 9-4-06: 01, 02, 05, 38 AND 39; 9-5-03: 01 & 04

NOTES:
 ADJUSTMENTS AND COORDINATES ARE REFERRED TO
 GOVERNMENT TRIANGULATION STATION "WAIPO WKA" Δ

RECLASSIFICATION OF STATE LAND USE DISTRICT
 PARCELS 1 TO 10, INCLUSIVE FROM AGRICULTURAL TO URBAN
 TOTAL AREA = 767,649 ACRES
 OWNER: CASTLE & COOKE HOMES HAWAII, INC.
 AT WAIPO, EWA, OAHU, HAWAII



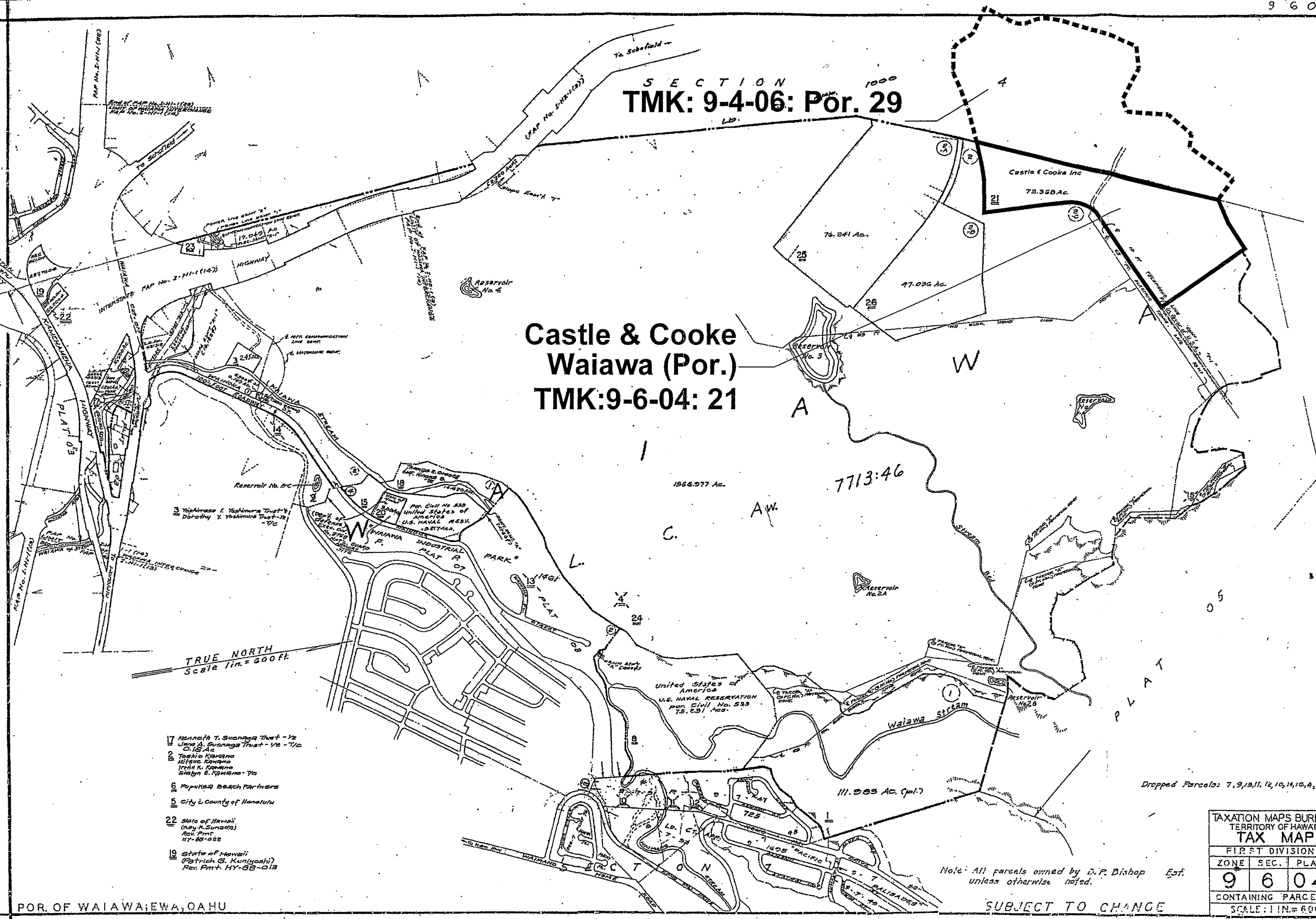
Wayne M. Teruya
 LICENSED PROFESSIONAL LAND SURVEYOR
 CERTIFICATE NUMBER 8227

PARCEL 5, 6, 7, 8, 9, 10
 50% PART INTERESTING
 715 KANOHU BLVD. HONOLULU, HAWAII

CONNECTED
 FEB 23 1941
 JUL 24 1941
 MAR 16 1945
 JAN 22 1947
 MAR 3 1968
 NOV 7 1971
 MAR 13 1973
 SEP 14 1973
 MAR 21 1975
 SEP 30 1975
 MAR 2 1977
 OCT 1 1977

SECTION 1000
TMK: 9-4-06: Por. 29

**Castle & Cooke
 Waiawa (Por.)
 TMK:9-6-04: 21**



- 17 Kamehameha T. Suenaga Trust - 1/2
Uma A. Suenaga Trust - 1/2 - 7 1/2
0.18 Ac.
- 22 Toahe Kamehameha
Mitika Kamehameha
Ihaka K. Kamehameha
Waiawa E. Kamehameha
- 6 Republic Beach Partners
- 5 City & County of Honolulu
- 22 State of Hawaii
(Ray K. Suenaga)
Rev. Pmt. HY-80-022
- 19 State of Hawaii
(Patrick G. Kuniyoshi)
Rev. Pmt. HY-80-013

DWG. No. 3520
 Source: B.P.B.E.H.M.A.
 By: D.S.C. & A.L. Feb. 1991

TAXATION MAPS BUREAU TERRITORY OF HAWAII		
TAX MAP		
FIRST DIVISION		
ZONE	SEC.	PLAT.
9	6	04
CONTAINING PARCELS		
SCALE: 1 IN. = 600 FT.		

Note: All parcels owned by D.P. Dishop Est. unless otherwise noted.

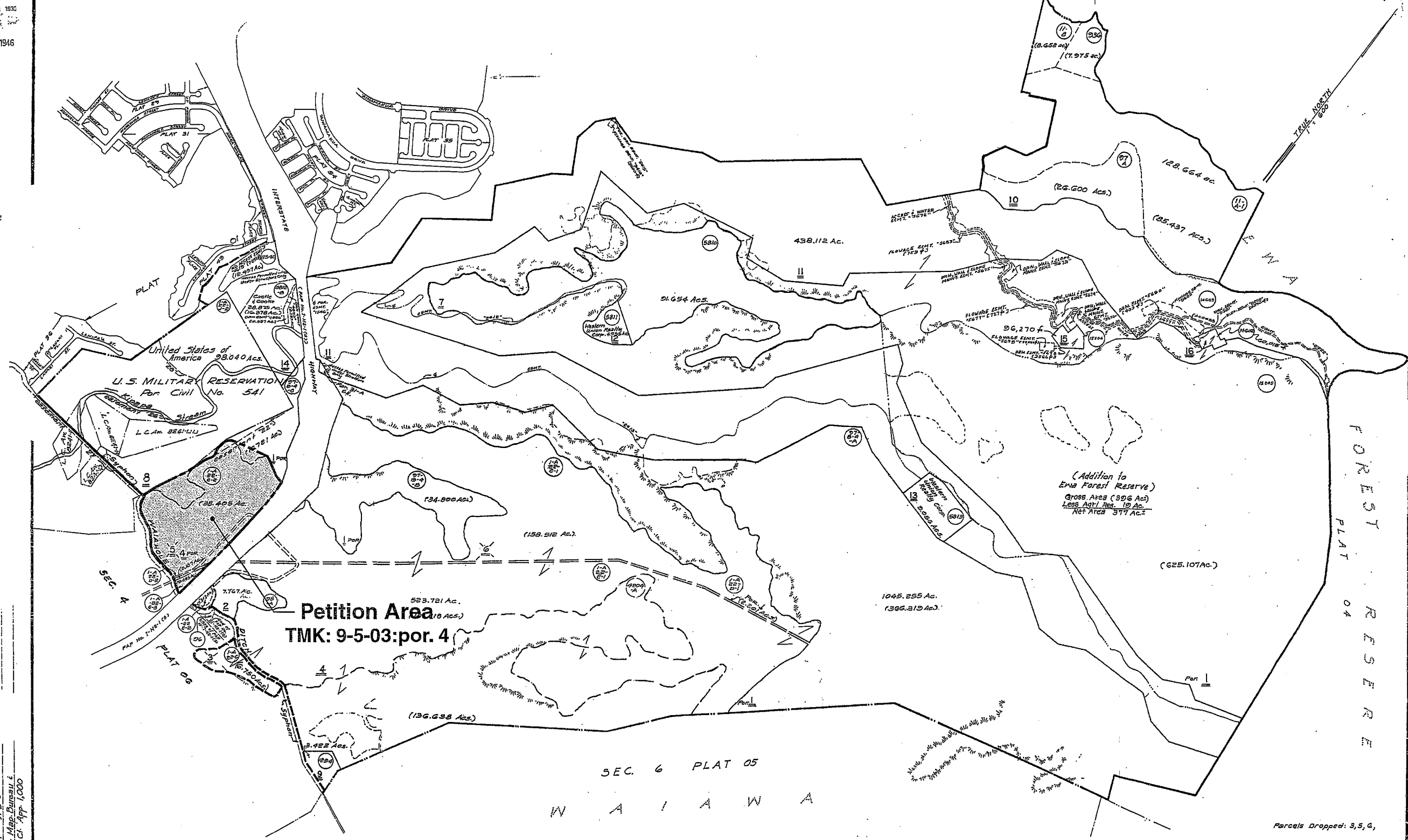
SUBJECT TO CHANGE

EXHIBIT "3"

Tax Map Key: 9-6-04: 21
 433

Figure 2
 104

OCT 24 1946
 MAR 16 1972
 JUN 2 1972
 MAY 2 1973
 OCT 23 1973
 MAY 8 1975
 JUN 16 1976
 JUN 2 1978
 JUN 17 1980
 MAY 11 1981
 AUG 30 1982
 MAY 23 1982



Div. No. 181A
 By: W.A. & A.S.C.
 Source: Top. Map Bureau 1
 Ld. Ct. App. 1,000

Part of WAIPIO, EWA, OAHU. & Ld. Ct. App. 1,000

SEC. 6 PLAT 05
 W A I A W A

(Addition to
 Ewa Forest Reserve)
 Gross Area (396 Ac.)
 Less Agr'l Res. (19 Ac.)
 Net Area 377 Ac.

Parcels Dropped: 3, 5, 6,

FIRST DIVISION		
ZONE	SEC.	PLAT
9	5	03
CONTAINING PARCELS		
SCALE: 1 in = 600 ft.		

PRINTED

DOUBLE SYSTEM

L-319

STATE OF HAWAII
OFFICE OF ASSISTANT REGISTRAR
RECORDED

DEC 08, 1995 02:30 PM

Doc No(s) 2277107

on Cert(s) AS LISTED HEREIN

Issuance of Cert(s) 466,409

/s/ CARL T. WATANABE
ASSISTANT REGISTRAR

CONVEYANCE TAX: \$83153.20

LAND COURT SYSTEM

R-595

STATE OF HAWAII
BUREAU OF CONVEYANCES
RECORDED

DEC 08, 1995 02:30 PM

Doc No(s) 95-159451

/s/ CARL T. WATANABE
ACTING
REGISTRAR OF CONVEYANCES

KY

REGULAR SYSTEM

AFTER RECORDATION, RETURN BY MAIL () PICK-UP (X):

CASTLE & COOKE LAND COMPANY, INC.

P.O. Box 2990

Honolulu, Hawaii 96802

Ed Elong 548908

DEED

THIS DEED, made this 8th day of December,
1995, by and between CASTLE & COOKE HOMES HAWAII, INC., a Hawaii
corporation, whose business and post office address is 650 Iwilei
Road, Honolulu, Hawaii 96817, hereinafter called the "Grantor",
and CASTLE & COOKE HAWAII, INC., a Hawaii corporation, whose
business and post office address is 650 Iwilei Road, Honolulu,
Hawaii 96817, hereinafter called the "Grantee",

W I T N E S S E T H:

For Ten Dollars (\$10.00) and other valuable consideration paid by the Grantee, the receipt of which is hereby acknowledged, the Grantor does hereby remise, release and quitclaim unto the Grantee, all of the Grantor's right, title and interest in and to the property described in Exhibit A and Exhibit B attached hereto and made a part hereof (the "Property");

TOGETHER WITH all of the Grantor's rights and interests in and to any and all transferable covenants, warranties and assurances made in favor of or held by the Grantor, or given by or applicable to predecessors in title and/or other third parties, with respect to the Property or any part thereof or any interest therein, including but not limited to the right to recourse against Grantor's predecessors in interest and other third parties, excluding Grantor's affiliated entities but including the State of Hawaii pursuant to Hawaii Revised Statutes Chapter 501 and Grantor's actual title insurance coverage, if any;

TOGETHER with the rights and other matters listed in Exhibit C attached hereto and made a part hereof;

TO HAVE AND TO HOLD the same, together with all the buildings and improvements thereon, and the tenements, rights, easements, privileges and appurtenances thereunto belonging or appertaining or held and enjoyed therewith, unto the Grantee, its successors and assigns, forever.

The terms "Grantor" and "Grantee," as and when used herein, or any pronouns used in place thereof, shall mean and include the masculine or feminine, the singular or plural number, individuals or corporations and each of their respective successors, successors in trust, heirs, devisees, legal representatives and assigns, according to the context thereof.

IN WITNESS WHEREOF, the Grantor and Grantee have executed these presents as of the day and year first above written.

CASTLE & COOKE HOMES
HAWAII, INC.,
a Hawaii corporation

BY Wallace Miyahira
WALLACE MIYAHIRA
Its Exec. Vice President

BY B. Garcia
B. GARCIA
Its Controller

Grantor

CASTLE & COOKE HAWAII, INC.,
a Hawaii corporation

BY Wallace Miyahira
WALLACE MIYAHIRA
Its President

BY Kevin R. Shaney
KEVIN R. SHANEY
Its Secretary

Grantee

STATE OF HAWAII

)

ss.

CITY AND COUNTY OF HONOLULU

)

On this 8th day of December, 1995, before me appeared WALLACE MIYAHIRA and B. GARCIA, to me personally known, who being by me duly sworn, did say that they are the Exec. Vice President and Controller, respectively, of CASTLE & COOKE HOMES HAWAII, INC., a Hawaii corporation; that said instrument was signed in behalf of said corporation by authority of its Board of Directors; and said officers acknowledged the instrument to be the free act and deed of said corporation.

cb

Cynthia Kadeleau
Notary Public, State of Hawaii

My commission expires: 3/22/98

STATE OF HAWAII

)

ss.

CITY AND COUNTY OF HONOLULU

)

On this 8th day of December, 1995, before me appeared WALLACE MIYAHIRA and KEVIN R. SHANEY, to me personally known, who being by me duly sworn, did say that they are the President and Secretary, respectively, of CASTLE & COOKE HAWAII, INC., a Hawaii corporation; that said instrument was signed in behalf of said corporation by authority of its Board of Directors; and said officers acknowledged the instrument to be the free act and deed of said corporation.

cb

Cynthia Kadeleau
Notary Public, State of Hawaii

My commission expires: 3/22/98

EXHIBIT A

FIRST:

THOSE certain parcels of lands situate at Waipio, District of Ewa, City and County of Honolulu, State of Hawaii, being more particularly described as follows:

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
3826-A	354	1000	139579
4387	354	1000	149792
5412	403	1000	169175
5416	403	1000	169175
5420	403	1000	169175
7195	490	1000	171013
7196	490	1000	171013
7209	490	1000	171013
7210	490	1000	171013
7211	490	1000	171013
7212	490	1000	171013
7213	490	1000	171013
7214	490	1000	171013
7215	490	1000	171013
7216	490	1000	171013
7217	490	1000	171013
7218	490	1000	171013
7219	490	1000	171013
7220	490	1000	171013
7232	490	1000	171013
8406	531	1000	216517
8407	531	1000	216517
11214	663	1000	266218
12231	704	1000	284048
14894	912	1000	284048
12295	718	1000	320750
12296	718	1000	320750
12564	736	1000	335280
12769	788	1000	360305
12943	793	1000	364712
12944	793	1000	364712
12945	793	1000	364712
12946	793	1000	364712
13159-B	854	1000	368497
13365	825	1000	384353
14587	883	1000	404823
14592	883	1000	404823

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
14015	849	1000	406728
14016	849	1000	406728
14017	849	1000	406728
1-A-22-C	22	1000	408544
1-A-22-D	22	1000	408544
1-A-22-E	22	1000	408544
1-A-22-F	22	1000	408544
1-A-22-G	22	1000	408544
1-A-18-B	30	1000	408544
1-A-21-E	30	1000	408544
1-A-21-F	30	1000	408544
11-C	31	1000	408544
95	35	1000	408544
96	35	1000	408544
110	37	1000	408544
11-A-2	44	1000	408544
1280	100	1000	408544
1295	106	1000	408544
97-B-4	178	1000	408544
2136	241	1000	408544
1300-A	270	1000	408544
5810	427	1000	408544
4204-A	513	1000	408544
4205-A	652	1000	408544
11540	679	1000	408544
1279-A	688	1000	408544
5812-B	692	1000	408544
12307	724	1000	408544
1-A-21-D-2	744	1000	408544
13195	820	1000	408544
13826	841	1000	408544
14237	862	1000	415146
14220	860	1000	415419
14221	860	1000	415419
14222	860	1000	415419
14224	860	1000	415419
14398	876	1000	423655
14404	876	1000	423655
14416	876	1000	423655
14417	876	1000	423655
14429	876	1000	423655
14452	876	1000	423655
14459	876	1000	423655
14476	876	1000	423655

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
14478	876	1000	423655
14488	876	1000	423655
14490	876	1000	423655
14498	876	1000	423655
14500	876	1000	423655
14508	876	1000	423655
14517	876	1000	423655
14538	876	1000	423655
14555	876	1000	423655
15183	930	1000	423655
15184	930	1000	423655
14849	907	1000	427479
14853	907	1000	427479
14854	907	1000	427479
14601	892	1000	441018
14602	892	1000	441018
14603	892	1000	441018
14604	892	1000	441018
14608	896	1000	440761
14610	896	1000	440761
14611	896	1000	440761
14612	896	1000	440761
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14622	896	1000	440761
14623	896	1000	440761
14624	896	1000	440761
14625	896	1000	440761
14626	896	1000	440761
14627	896	1000	440761
14628	896	1000	440761
14629	896	1000	440761
14630	896	1000	440761
14631	896	1000	440761
14633	896	1000	440761
14634	896	1000	440761
14635	896	1000	440761
14636	896	1000	440761

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
14639	896	1000	440761
14645	896	1000	440761
14648	896	1000	440761
14652	896	1000	440761
14655	896	1000	440761
14657	896	1000	440761
14658	896	1000	440761
14661	896	1000	440761
14662	896	1000	440761
14667	896	1000	440761
14669	898	1000	442842
14670	898	1000	442842
14671	898	1000	442842
14683	905	1000	448638
14702	905	1000	448638
14704	905	1000	448638
14708	905	1000	448638
14709	905	1000	448638
14710	905	1000	448638
14712	905	1000	448638
14720	905	1000	448638
14724	905	1000	448638
14726	905	1000	448638
14740	905	1000	448638
14741	905	1000	448638
14742	905	1000	448638
14743	905	1000	448638
14744	905	1000	448638
14745	905	1000	448638
14746	905	1000	448638
14747	905	1000	448638
14753	906	1000	448782
14755	906	1000	448782
14759	906	1000	448782
14760	906	1000	448782
14763	906	1000	448782
14765	906	1000	448782
14766	906	1000	448782
14770	906	1000	448782
14771	906	1000	448782
14774	906	1000	448782
14775	906	1000	448782
14776	906	1000	448782
14779	906	1000	448782

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
14785	906	1000	448782
14787	906	1000	448782
14792	906	1000	448782
14793	906	1000	448782
14794	906	1000	448782
14795	906	1000	448782
14800	906	1000	448782
14801	906	1000	448782
14805	906	1000	448782
14806	906	1000	448782
14807	906	1000	448782
14808	906	1000	448782
14810	906	1000	448782
14811	906	1000	448782
14812	906	1000	448782
14813	906	1000	448782
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14818	906	1000	448782
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14826	906	1000	448782
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14834	906	1000	448782
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14843	906	1000	448782
14844	906	1000	448782
14845	906	1000	448782
14846	906	1000	448782
14847	906	1000	448782
14848	906	1000	448782
14676	904	1000	451074
14897	914	1000	452061
14899	914	1000	452061
14901	914	1000	452061
14902	914	1000	452061
14903	914	1000	452061
14904	914	1000	452061
14905	914	1000	452061
14915	924	1000	455334
14916	924	1000	455334

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
14917	924	1000	455334 ✓
14918	924	1000	455334
14919	924	1000	455334
14920	924	1000	455334
14921	924	1000	455334
14922	924	1000	455334
14923	924	1000	455334
14924	924	1000	455334
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14926	924	1000	455334
14927	924	1000	455334
14928	924	1000	455334
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14946	924	1000	455334
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14956	924	1000	455334
14957	924	1000	455334
14958	924	1000	455334
14959	924	1000	455334
14960	924	1000	455334

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
14961	924	1000	455334
14962	924	1000	455334
14963	924	1000	455334
14964	924	1000	455334
14965	924	1000	455334
14966	924	1000	455334
14967	924	1000	455334
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14977	924	1000	455334
14978	924	1000	455334
14979	924	1000	455334
14980	924	1000	455334
14981	924	1000	455334
14982	924	1000	455334
14983	924	1000	455334
14984	924	1000	455334
14985	924	1000	455334
14986	924	1000	455334
14987	924	1000	455334
14988	924	1000	455334
14989	924	1000	455334
14990	924	1000	455334
14991	924	1000	455334
14992	924	1000	455334
14993	924	1000	455334
14994	924	1000	455334
14995	924	1000	455334
14996	924	1000	455334
14997	924	1000	455334
14998	924	1000	455334
14999	924	1000	455334
15000	924	1000	455334
15001	924	1000	455334
15002	924	1000	455334
15003	924	1000	455334
15004	924	1000	455334

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
15005	924	1000	455334
15006	924	1000	455334
15007	924	1000	455334
15008	924	1000	455334
15009	924	1000	455334
15010	924	1000	455334
15011	924	1000	455334
15012	924	1000	455334
15013	924	1000	455334
15014	924	1000	455334
15015	924	1000	455334
15016	924	1000	455334
15017	924	1000	455334
15018	924	1000	455334
15019	924	1000	455334
15020	924	1000	455334
15021	924	1000	455334
15022	924	1000	455334
15023	924	1000	455334
15024	924	1000	455334
15025	924	1000	455334
15026	924	1000	455334
15027	924	1000	455334
15028	924	1000	455334
15029	924	1000	455334
15030	924	1000	455334
15031	924	1000	455334
15032	924	1000	455334
15033	924	1000	455334
15034	924	1000	455334
15035	924	1000	455334
15036	924	1000	455334
15037	924	1000	455334
15038	924	1000	455334
15039	924	1000	455334
15040	924	1000	455334
15041	924	1000	455334
15042	924	1000	455334
15043	924	1000	455334
15044	924	1000	455334
15045	924	1000	455334
15046	924	1000	455334
15047	924	1000	455334
15048	924	1000	455334

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
15049	924	1000	455334
15050	924	1000	455334
15051	924	1000	455334
15052	924	1000	455334
15053	924	1000	455334
15054	924	1000	455334
15055	924	1000	455334
15056	924	1000	455334
15057	924	1000	455334
15058	924	1000	455334
15059	924	1000	455334
15060	924	1000	455334
15061	924	1000	455334 ✓
15062	925	1000	456700 ✓
15063	925	1000	456700
15064	925	1000	456700
15065	925	1000	456700
15066	925	1000	456700
15067	925	1000	456700
15068	925	1000	456700
15070	925	1000	456700
15071	925	1000	456700
15072	925	1000	456700
15073	925	1000	456700
15074	925	1000	456700
15075	925	1000	456700
15076	925	1000	456700
15077	925	1000	456700
15078	925	1000	456700
15079	925	1000	456700
15080	925	1000	456700
15081	925	1000	456700
15082	925	1000	456700
15083	925	1000	456700
15084	925	1000	456700
15085	925	1000	456700
15086	925	1000	456700
15087	925	1000	456700
15088	925	1000	456700
15089	925	1000	456700
15090	925	1000	456700
15091	925	1000	456700
15092	925	1000	456700
15093	925	1000	456700

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
15094	925	1000	456700
15095	925	1000	456700
15096	925	1000	456700
15097	925	1000	456700
15098	925	1000	456700
15099	925	1000	456700
15100	925	1000	456700
15101	925	1000	456700
15102	925	1000	456700
15103	925	1000	456700
15104	925	1000	456700
15105	925	1000	456700
15106	925	1000	456700
15107	925	1000	456700
15108	925	1000	456700
15109	925	1000	456700
15110	925	1000	456700
15111	925	1000	456700
15112	925	1000	456700
15113	925	1000	456700
15114	925	1000	456700
15115	925	1000	456700
15116	925	1000	456700
15117	925	1000	456700
15118	925	1000	456700
15119	925	1000	456700
15120	925	1000	456700
15121	925	1000	456700
15122	925	1000	456700
15123	925	1000	456700
15124	925	1000	456700
15125	925	1000	456700
15126	925	1000	456700
15127	925	1000	456700
15128	925	1000	456700
15129	925	1000	456700
15130	925	1000	456700
15132	925	1000	456700
15133	925	1000	456700
15134	925	1000	456700
15136	925	1000	456700
15138	925	1000	456700
15139	925	1000	456700
15140	925	1000	456700 ✓

LOT NO.	MAP NO.	LAND COURT APPLICATION NO.	TCT NO.
15142	925	1000	456700
15143	925	1000	456700
15144	925	1000	456700
15146	925	1000	456700
15148	925	1000	456700
15150	925	1000	456700
15151	925	1000	456700
15152	925	1000	456700
15153	925	1000	456700
15154	925	1000	456700
15155	925	1000	456700
15156	925	1000	456700
15157	925	1000	456700
15161	925	1000	456700
15162	925	1000	456700
15163	925	1000	456700
15164	925	1000	456700
15165	925	1000	456700
15166	925	1000	456700
15167	925	1000	456700
15168	925	1000	456700
15169	925	1000	456700
15170	925	1000	456700
15171	925	1000	456700
15172	925	1000	456700
15173	925	1000	456700
15174	925	1000	456700
15175	925	1000	456700
15176	925	1000	456700
15177	925	1000	456700
15178	925	1000	456700
15179	925	1000	456700

SECOND:

THOSE certain premises comprising a portion of "KU'ULAKO – PHASE 1, described in and established by Declaration of Condominium Property Regime dated May 18, 1995, recorded as Document No. 2238331, as amended, and noted on the following Transfer Certificate of Title described as follows:

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
1	1088	1.171	427479
2	1088	1.4372	427479

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
3	1088	1.1806	427479
4	1088	1.4372	427479
5	1088	1.024	427479
7	1088	1.4372	427479
8	1088	1.1806	427479
13	1088	1.1806	427479
15	1088	1.171	427479
18	1088	1.1806	427479
20	1088	1.171	427479
22	1088	1.4372	427479
23	1088	1.1806	427479
26	1088	1.024	427479
28	1088	1.1806	427479
29	1088	1.4372	427479
31	1088	1.024	427479
32	1088	1.4372	427479
33	1088	1.1806	427479
35	1088	1.171	427479
36	1088	1.024	427479
38	1088	1.1806	427479
39	1088	1.4372	427479
41	1088	1.171	427479
42	1088	1.4372	427479
43	1088	1.1806	427479
44	1088	1.4372	427479
45	1088	1.024	427479
46	1088	1.171	427479
47	1088	1.4372	427479
48	1088	1.1806	427479
49	1088	1.4372	427479
50	1088	1.024	427479
51	1088	1.171	427479
52	1088	1.4372	427479
53	1088	1.1806	427479
54	1088	1.4372	427479
55	1088	1.024	427479
56	1088	1.171	427479
57	1088	1.4372	427479
58	1088	1.1806	427479
59	1088	1.4372	427479
60	1088	1.024	427479
61	1088	1.024	427479
62	1088	1.4372	427479

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
63	1088	1.1806	427479
65	1088	1.171	427479
71	1088	1.171	427479
73	1088	1.1806	427479
76	1088	1.024	427479
77	1088	1.4372	427479
78	1088	1.1806	427479
79	1088	1.4372	427479

The premises mentioned hereinabove is located on and includes Lot 14850, as shown on Map 907, filed with Land Court Application No. 1000 and being a portion of the lands described in Transfer Certificate of Title No. 427479.

THIRD:

THOSE certain premises comprising a portion of "KU'ULAKO – PHASE 2, described in and established by Declaration of Condominium Property Regime dated July 28, 1995, recorded as Document No. 2252516, as amended, and noted on the following Transfer Certificate of Title described as follows:

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
81	1097	1.3383	460406
82	1097	1.6425	460406
83	1097	1.3493	460406
84	1097	1.6425	460406
85	1097	1.1697	460406
86	1097	1.1703	460406
87	1097	1.6425	460406
88	1097	1.3493	460406
89	1097	1.6425	460406
90	1097	1.3383	460406
91	1097	1.3383	460406
92	1097	1.6425	460406
93	1097	1.3493	460406
94	1097	1.6425	460406
95	1097	1.1703	460406
96	1097	1.3383	460406
97	1097	1.6425	460406
98	1097	1.3493	460406
99	1097	1.6425	460406
100	1097	1.1703	460406
101	1097	1.1703	460406
102	1097	1.6425	460406

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
103	1097	1.3493	460406
104	1097	1.6425	460406
105	1097	1.3383	460406
106	1097	1.3383	460406
107	1097	1.6425	460406
108	1097	1.3493	460406
109	1097	1.6425	460406
110	1097	1.1703	460406
111	1097	1.3383	460406
112	1097	1.6425	460406
113	1097	1.3493	460406
114	1097	1.6425	460406
115	1097	1.1703	460406
116	1097	1.3383	460406
117	1097	1.6425	460406
118	1097	1.3493	460406
119	1097	1.6425	460406
120	1097	1.1703	460406
121	1097	1.3383	460406
122	1097	1.6425	460406
123	1097	1.3493	460406
124	1097	1.6425	460406
125	1097	1.1703	460406
126	1097	1.3383	460406
127	1097	1.6425	460406
128	1097	1.3493	460406
129	1097	1.6425	460406
130	1097	1.1703	460406
131	1097	1.3383	460406
132	1097	1.6425	460406
133	1097	1.3493	460406
134	1097	1.6425	460406
135	1097	1.1703	460406
136	1097	1.3383	460406
137	1097	1.6425	460406
138	1097	1.3493	460406
139	1097	1.6425	460406
140	1097	1.1703	460406
141	1097	1.3383	460406
142	1097	1.6425	460406
143	1097	1.3493	460406
144	1097	1.6425	460406
145	1097	1.1703	460406
146	1097	1.1703	460406

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
147	1097	1.6425	460406
148	1097	1.3493	460406
149	1097	1.6425	460406
150	1097	1.3383	460406

The premises mentioned hereinabove is located on and includes Lot 14851, as shown on Map 907, filed with Land Court Application No. 1000 and being a portion of the lands described in Transfer Certificate of Title No. 460406.

FOURTH:

THOSE certain premises comprising a portion of "KU'ULAKO – PHASE 3, described in and established by Declaration of Condominium Property Regime dated September 27, 1995, recorded as Document No. 2263459, as amended, and noted on the following Transfer Certificate of Title described as follows:

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
151	1107	1.4412	463026
152	1107	1.7689	463026
153	1107	1.4531	463026
154	1107	1.7689	463026
155	1107	1.2591	463026
156	1107	1.4412	463026
157	1107	1.7689	463026
158	1107	1.4531	463026
159	1107	1.7689	463026
160	1107	1.2603	463026
161	1107	1.4412	463026
162	1107	1.7689	463026
163	1107	1.4531	463026
164	1107	1.7689	463026
165	1107	1.2603	463026
166	1107	1.4412	463026
167	1107	1.7689	463026
168	1107	1.4531	463026
169	1107	1.7689	463026
170	1107	1.2603	463026
171	1107	1.4412	463026
172	1107	1.7689	463026
173	1107	1.4531	463026
174	1107	1.7689	463026
175	1107	1.2603	463026
176	1107	1.4412	463026

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
177	1107	1.7689	463026
178	1107	1.4531	463026
179	1107	1.7689	463026
180	1107	1.2603	463026
181	1107	1.2603	463026
182	1107	1.7689	463026
183	1107	1.4531	463026
184	1107	1.7689	463026
185	1107	1.4412	463026
186	1107	1.4412	463026
187	1107	1.7689	463026
188	1107	1.4531	463026
189	1107	1.7689	463026
190	1107	1.2603	463026
191	1107	1.4412	463026
192	1107	1.7689	463026
193	1107	1.4531	463026
194	1107	1.7689	463026
195	1107	1.2603	463026
196	1107	1.4412	463026
197	1107	1.7689	463026
198	1107	1.4531	463026
199	1107	1.7689	463026
200	1107	1.2603	463026
201	1107	1.4412	463026
202	1107	1.7689	463026
203	1107	1.4531	463026
204	1107	1.7689	463026
205	1107	1.2603	463026
206	1107	1.4412	463026
207	1107	1.7689	463026
208	1107	1.4531	463026
209	1107	1.7689	463026
210	1107	1.2603	463026
211	1107	1.4412	463026
212	1107	1.7689	463026
213	1107	1.4531	463026
214	1107	1.7689	463026
215	1107	1.2603	463026 ✓

The premises mentioned hereinabove is located on and includes Lot 14852, as shown on Map 907, filed with Land Court Application No. 1000 and being a portion of the lands described in Transfer Certificate of Title No. 463026.

FIFTH:

THOSE certain premises comprising a portion of CRESCENT LANE – PHASE I, described in and established by Declaration of Condominium Property Regime dated January 28, 1994, recorded as Document No. 2115052, as amended, and noted on the following Transfer Certificate of Title described as follows:

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
7	1017	2.35302	431544
9	1017	2.35302	431544
15	1017	2.35302	431544
17	1017	2.35302	431544

The premises mentioned hereinabove is located on and includes Lot 14580, as shown on Map 880, filed with Land Court Application No. 1000 and being a portion of the lands described in Transfer Certificate of Title No. 431544.

SIXTH:

THOSE certain premises comprising a portion of CRESCENT LANE – PHASE III, described in and established by Declaration of Condominium Property Regime dated June 3, 1994, recorded as Document No. 2153632, as amended, and noted on the following Transfer Certificate of Title described as follows:

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
81	1032	1.17002	428582 ✓
109	1032	1.17323	428582
122	1032	0.78696	428582
127	1032	1.17002	428582
133	1032	1.17323	428582
135	1032	1.17002	428582
137	1032	1.17002	428582

The premises mentioned hereinabove is located on and includes Lot 14582, as shown on Map 880, filed with Land Court Application No. 1000 and being a portion of the lands described in Transfer Certificate of Title No. 428582.

SEVENTH:

THOSE certain premises comprising a portion of NORTHPOINTE – PHASE I, described in and established by Declaration of Condominium Property Regime dated November 9, 1994, recorded as Document No. 2194898, as amended, and noted on the following Transfer Certificate of Title described as follows:

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
9	1054	3.2263	404823 ✓
10	1054	2.8504	404823
11	1054	2.503	404823
12	1054	2.1841	404823
14	1054	2.1841	404823
16	1054	2.8504	404823
17	1054	3.2263	404823
18	1054	2.8504	404823
19	1054	2.503	404823
20	1054	2.1841	404823
21	1054	2.503	404823
22	1054	2.1841	404823
25	1054	2.5058	404823
27	1054	2.503	404823
29	1054	2.503	404823
31	1054	2.5058	404823

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
33	1054	2.5058	404823
35	1054	2.503	404823
37	1054	2.503	404823
38	1054	2.2382	404823
39	1054	2.5058	404823 ✓

The premises mentioned hereinabove is located on and includes Lot 14588, as shown on Map 883, filed with Land Court Application No. 1000 and being a portion of the lands described in Transfer Certificate of Title No. 404823.

EIGHTH:

THOSE certain premises comprising a portion of NORTHPOINTE – PHASE II, described in and established by Declaration of Condominium Property Regime dated March 27, 1995, recorded as Document No. 2226815, as amended, and noted on the following Transfer Certificate of Title described as follows:

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO. ✓
46	1080	1.4237	454378
49	1080	3.2852	454378
51	1080	2.5485	454378
52	1080	2.2239	454378
53	1080	2.5487	454378
54	1080	2.2239	454378
55	1080	3.2852	454378
57	1080	1.4294	454378
65	1080	3.2852	454378
67	1080	2.5487	454378
69	1080	2.5487	454378
71	1080	3.2852	454378
73	1080	3.2852	454378
75	1080	2.5487	454378
76	1080	2.2239	454378
77	1080	2.5487	454378
78	1080	2.2239	454378
79	1080	3.2852	454378

The premises mentioned hereinabove is located on and includes Lot 14589, as shown on Map 883, filed with Land Court Application No. 1000 and being a portion of the lands described in Transfer Certificate of Title No. 454378.

NINTH:

THOSE certain premises comprising a portion of NORTHPOINTE TERRACE – PHASE I, described in and established by Declaration of Condominium Property Regime dated May 2, 1995, recorded as Document No. 2235085, as amended, and noted on the following Transfer Certificate of Title described as follows:

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
89	1084	1.9631	456073
91	1084	1.9609	456073
92	1084	1.7534	456073
93	1084	1.9609	456073
95	1084	1.9631	456073
96	1084	1.7579	456073
97	1084	1.9631	456073
99	1084	1.9609	456073
100	1084	1.7534	456073
101	1084	1.9609	456073
103	1084	1.9631	456073
104	1084	1.7579	456073
105	1084	1.0998	456073
106	1084	1.0998	456073
110	1084	1.0953	456073
113	1084	1.9631	456073
114	1084	1.7579	456073
116	1084	1.7534	456073
117	1084	1.9609	456073
118	1084	1.7534	456073
119	1084	1.9631	456073
120	1084	1.7579	456073
121	1084	1.9631	456073
122	1084	1.7579	456073
123	1084	1.9609	456073
124	1084	1.7534	456073
125	1084	1.9609	456073
126	1084	1.7534	456073
127	1084	1.9631	456073
128	1084	1.7579	456073
129	1084	1.9631	456073
130	1084	1.7579	456073
131	1084	1.9609	456073
132	1084	1.7534	456073
133	1084	1.9609	456073
134	1084	1.7534	456073
135	1084	1.9631	456073
136	1084	1.7579	456073

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
137	1084	2.5278	456073
138	1084	2.2333	456073
139	1084	1.961	456073
140	1084	1.7112	456073
141	1084	1.961	456073
142	1084	1.7112	456073
143	1084	2.5278	456073 ✓

The premises mentioned hereinabove is located on and includes Lot 14590, as shown on Map 883, filed with Land Court Application No. 1000 and being a portion of the lands described in Transfer Certificate of Title No. 456073.

TENTH: ✓

THOSE certain premises comprising a portion of NORTHPOINTE TERRACE – PHASE II, described in and established by Declaration of Condominium Property Regime dated May 17, 1995, recorded as Document No. 2238321, as amended, and noted on the following Transfer Certificate of Title described as follows:

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO. ✓
145	1087	2.6914	456917
146	1087	2.3779	456917
147	1087	2.088	456917
148	1087	1.8219	456917
149	1087	2.088	456917
150	1087	1.8219	456917
151	1087	2.6914	456917
152	1087	2.3779	456917
153	1087	2.0905	456917
154	1087	1.8719	456917
155	1087	2.0881	456917
156	1087	1.8672	456917
157	1087	2.0881	456917
158	1087	1.8672	456917
159	1087	2.0905	456917
160	1087	1.8719	456917
161	1087	2.0905	456917
162	1087	1.8719	456917
163	1087	2.0881	456917
164	1087	1.8672	456917
165	1087	2.0881	456917
166	1087	1.8672	456917

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
167	1087	2.0905	456917
168	1087	1.8719	456917
169	1087	1.1711	456917
170	1087	1.1711	456917
171	1087	1.1664	456917
172	1087	1.1664	456917
173	1087	1.1664	456917
174	1087	1.1664	456917
175	1087	1.1711	456917
176	1087	1.1711	456917
177	1087	2.0905	456917
178	1087	1.8719	456917
179	1087	2.0881	456917
180	1087	1.8672	456917
181	1087	2.0881	456917
182	1087	1.8672	456917
183	1087	2.0905	456917
184	1087	1.8719	456917
185	1087	2.0905	456917
186	1087	1.8719	456917
187	1087	2.0881	456917
188	1087	1.8672	456917
189	1087	2.0881	456917
190	1087	1.8672	456917
191	1087	2.0905	456917
192	1087	1.8719	456917
193	1087	1.1711	456917
194	1087	1.1711	456917
195	1087	1.1664	456917
196	1087	1.1664	456917
197	1087	1.1664	456917
198	1087	1.1664	456917
199	1087	1.1711	456917
200	1087	1.1711	456917

The premises mentioned hereinabove is located on and includes Lot 14591, as shown on Map 883, filed with Land Court Application No. 1000 and being a portion of the lands described in Transfer Certificate of Title No. 456917.

ELEVENTH:

THOSE certain premises comprising a portion of HILLSDALE – PHASE IV, described in and established by Declaration of Condominium Property Regime dated August 3, 1993, recorded as Document No. 2052723, as amended, and noted on the following Transfer Certificate of Title described as follows:

APT/UNIT NO.	CONDO MAP	UNDIVIDED INTEREST	TCT NO.
143	989	1.0585	419089

The premises mentioned hereinabove is located on and includes Lot 14240, as shown on Map 862, filed with Land Court Application No. 1000 and being a portion of the lands described in Transfer Certificate of Title No. 419089.

END OF EXHIBIT A

EXHIBIT B

FIRST:

ALL that certain parcel of land (being a portion of Exclusion 18 of Land Court Application 1000 and also a portion of Royal Patent 5732, Land Commission Award 8241) situate, lying and being at Waipio, District of Ewa, City and County of Honolulu, State of Hawaii, bearing Tax Map Key designation 9-4-06-portion 01 and containing an area of 1.808 acres, more or less, being a portion of the land shown on Exhibit B-1.

SECOND:

ALL that certain parcel of land (portion of Exclusion 18 of Land Court Application 1000 and also a portion of Royal Patent 5732, Land Commission Award 8241) situate, lying and being at Waipio, District of Ewa, City and County of Honolulu, State of Hawaii, bearing Tax Map Key designation 9-4-06-portion 01 and containing an area of 0.206 acre, more or less, as shown as Part 1-B on Exhibit B-2.

THIRD:

That certain parcel of land being a portion of Exclusion 18 of Land Court Application 1000 and also a portion of R.P. 5732, L.C. Aw. 8241 to Ioane Ii conveyed to Dole Corporation by State of Hawaii by deed dated April 30, 1963 and recorded in Liber 4555, page 387.

Beginning at the southwest corner of this parcel of land and on the northwesterly side of Old Kamehameha Highway, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 8040.52 feet South and 1968.58 feet East, thence running by azimuths measured clockwise from True South:

1. Along a portion of Old Kamehameha Highway conveyed to John Ii Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710 Page 432 (Land Office Deed 6484), on a curve to the left having a radius of 725.00 feet, the chord azimuth and distance being:
223° 32' 30" 244.52 feet;
2. 213° 50' 210.00 feet along a portion of Old Kamehameha Highway conveyed to John Ii Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710 Page 432 (Land Office Deed 6484);

3. Thence along a portion of Old Kamehameha Highway conveyed to John Ii Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710 Page 432 (Land Office Deed 6484), on a curve to the left having a radius of 245.00 feet, the chord azimuth and distance being: 193° 30' 170.27 feet;
4. 173° 10' 790.00 feet along a portion of Old Kamehameha Highway conveyed to John Ii Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710 Page 432 (Land Office Deed 6484);
5. Thence along a portion of Old Kamehameha Highway conveyed to John Ii Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710 Page 432 (Land Office Deed 6484), on a curve to the left having a radius of 475.00 feet, the chord azimuth and distance being: 158° 35' 239.20 feet;
6. 324° 00' 123.01 feet along remainder of Old Kamehameha Highway;
7. Thence along remainder of Old Kamehameha Highway on a curve to the right having a radius of 893.45 feet, the chord azimuth and distance being: 327° 43' 46" 116.23 feet;
8. Thence along a portion of Old Kamehameha Highway conveyed to John Ii Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710 Page 432 (Land Office Deed 6484), on a curve to the right having a radius of 525.00 feet, the chord azimuth and distance being: 352° 07" 24' 19.12 feet;
9. 353° 10' 790.00 feet along a portion of Old Kamehameha Highway conveyed to John Ii Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710 Page 432 (Land Office Deed 6484);

10. Thence along a portion of Old Kamehameha Highway conveyed to John Ii Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710 Page 432 (Land Office Deed 6484), on a curve to the right having a radius of 295.00 feet, the chord azimuth and distance being: 13° 30' 205.01 feet;
11. 33° 50' 192.18 feet along a portion of Old Kamehameha Highway conveyed to John Ii Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710 Page 432 (Land Office Deed 6484);
12. 53° 15' 274.44 feet along the remainder of Old Kamehameha Highway to the point of beginning, being Tax Map Key designation 9-4-06-portion 02 and containing an area of 68,060 square feet or 1.562 acres, more or less, as shown on Exhibit B-3.

FOURTH:

ALL that certain parcel of land (portion of Exclusion 18 of Land Court Application 1000 and also a portion of Royal Patent 5732, Land Commission Award 8241) situate, lying and being at Waipio, District of Ewa, City and County of Honolulu, State of Hawaii, bearing Tax Map Key designation 9-4-06-portion 02 and containing an area of 1.009 acres, more or less, being a portion of the land shown on Exhibit B-4.

FIFTH:

ALL of that certain parcel of land situate at Waiawa, Ewa, Oahu, Hawaii, being an unregistered portion of Lot 1 (being a portion of Royal Patent 4475, Land Commission Award 7713, Apana 46 to V. Kamamalu), Certificate of Boundaries No. 73, Waiawa Land Exchange, and being more particularly described as follows:

Beginning at the Southwest corner of this parcel of land, being also the Southeast corner of Lot 4205-A of Land Court Application No. 1000, Map 652, the coordinates of which referred to Government Survey Triangulation Station "EWA CHURCH" being 13,983.77 feet North and 2760.57 feet West and running by azimuths measured clockwise from true South:

1. 201° 09' 2421.33 feet along the Easterly boundary of Lot 4205-A of Land Court Application No. 1000, Map 652;

2.	203° 19'	929.82	feet along the Easterly boundary of Lot 4205-A of Land court Application No. 1000, Map 652;
3.	276° 22'	27.39	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
4.	262° 46' 30"	25.03	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
5.	251° 08' 30"	92.52	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
6.	242° 46'	71.44	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
7.	265° 51'	55.89	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
8.	261° 40' 30"	55.87	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
9.	256° 38'	12.37	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
10.	221° 09' 30"	15.38	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
11.	240° 35'	99.89	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
12.	245° 44'	76.57	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
13.	238° 53'	67.42	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
14.	250° 07'	163.60	feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;

15. 251° 36' 30" 6.64 feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
16. 333° 26' 30" 1371.14 feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
17. 63° 26' 30" 1508.61 feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
18. Thence along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu, on a curve to the left with a radius of 400.00 feet, the chord azimuth and distance being 32° 15' 15" 414.27 feet;
19. 1° 04' 1141.01 feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
20. 95° 22' 191.99 feet along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu;
21. Thence along remainder of R. P. 4475, L. C. Aw. 7713, Apana 46 to V. Kamamalu, on a curve to the left with a radius of 4166.37 feet, the chord azimuth and distance being 89° 58' 33.75" 782.82 feet to the point of beginning, bearing Tax Map Key designation 9-6-04-21 and containing an area of 73.368 Acres, as per survey dated April 18, 1985 of Community Planning, Inc., Harry K. Matsuo, Registered Professional Surveyor, Certificate Number 2717, as shown approximately on Exhibit B-5.

Being the premises described in Exchange Deed, dated June 4, 1986 and recorded in the Bureau of Conveyances in Liber 2842 at page 313.

SIXTH:

ALL that certain parcel of land (being a portion of Exclusion 18 of Land Court Application 1000 and also a portion of Royal Patent 5732, Land Commission Award 8241) situate, lying and being at Waipio, District of Ewa, City and County of Honolulu, State of Hawaii, bearing Tax Map Key designation 9-4-139-063 and containing an area of 0.179 acre, more or less, as shown on Exhibit B-6.

SEVENTH:

ALL that certain parcel of land (Lot 1, Kaluanui 1, being a portion of Royal Patent 4475, Land Commission Award 7713, Apana 30 to V. Kamamalu) situated on the North corner of the intersection of Hawaii Kai Drive and Kaluanui Road at Maunalua, Honolulu, Oahu, Hawaii, and more particularly described as follows:

Beginning at the Southeast corner of this parcel of land, and on the Westerly side of Hawaii Kai Drive, the coordinates of said point of beginning referred to Government Survey Triangulation Station "KOKO HEAD #3" being 9,704.92 feet North and 1,023.51 feet East, thence running by azimuths measured clockwise from true South:

Along a curve to the right with a radius of 30.00 feet, along the North corner of the intersection of Hawaii Kai Drive and Kaluanui Road, the chord azimuth and distance being:

1. 83° 09' 26" 42.43 feet;
2. 128° 09' 26" 23.37 feet along the Northerly side of Kaluanui Road;

thence along a curve to the left with a radius of 228.00 feet, along the Northerly side of Kaluanui Road, the azimuth and distance of the chord being:

3. 97° 54' 43" 229.69 feet;
4. 181° 59' 385.20 feet along remainder of Royal Patent 4475, Land Commission Award 7713, Apana 30 to V. Kamamalu;

5. 194° 56' 1,115.67 feet along remainder of Royal Patent 4475, Land Commission Award 7713, Apana 30 to V. Kamamalu;
6. 240° 20' 524.50 feet along remainder of Royal Patent 4475, Land Commission Award 7713, Apana 30 to V. Kamamalu;
7. 275° 51' 484.52 feet along remainder of Royal Patent 4475, Land Commission Award 7713, Apana 30 to V. Kamamalu;
8. 34° 23' 35" 326.08 feet;
9. 47° 00' 317.53 feet along the Westerly side of Hawaii Kai Drive;
thence along a curve to the left with a radius of 628.00 feet, along the Westerly side of Hawaii Kai Drive, the chord azimuth and distance being:
10. 29° 04' 386.74 feet;
11. 11° 08' 426.13 feet along the Westerly side of Hawaii Kai Drive;
thence along a curve to the right with a radius of 772.00 feet, along the Westerly side of Hawaii Kai Drive, the chord azimuth and distance being:
12. 24° 38' 43" 360.75 feet;
13. 38° 09' 26" 183.79 feet along the Westerly side of Hawaii Kai Drive to the point of beginning and containing an area of 21.649 acres, as shown on Exhibit B-7.

EIGHTH:

ALL of the Grantor's interest not herein elsewhere described in those ten (10) foot strips on each side of the Old Kamehameha Highway as described in Part 2 of that certain Deed recorded in the Bureau of Conveyances in Liber 1710 at page 432.

NINTH:

I. THOSE certain premises comprising a portion of THE CROWNE AT WAILUNA, PHASE I Condominium project, described in and established by Declaration of Condominium Property Regime recorded in the Bureau of Conveyances of the State of Hawaii on June 6, 1994, as Document No. 94-094407, as may be amended from time to time, as follows:

<u>Unit No.</u>	<u>Condo Map</u>	<u>Undivided Interest</u>
98	2040	1.63934%
106	2040	1.63934%
108	2040	1.63934%
120	2040	1.63934%
122	2040	1.63934%
151	2040	1.63934%
156	2040	1.63934%
157	2040	1.63934%
158	2040	1.63934%

The land upon which the hereinabove described premises is located is situate on six (6) parcels of land which are described in Exhibit A of said Declaration.

II. THOSE certain premises comprising a portion of THE CROWNE AT WAILUNA, PHASE II Condominium project, described in and established by Declaration of Condominium Property Regime recorded in the Bureau of Conveyances of the State of Hawaii on August 5, 1994, as Document No. 94-130740, as may be amended from time to time, described as follows:

<u>Unit No.</u>	<u>Condo Map</u>	<u>Undivided Interest</u>
80	2078	2.94117%
81	2078	2.94117%
83	2078	2.94117%
92	2078	2.94117%

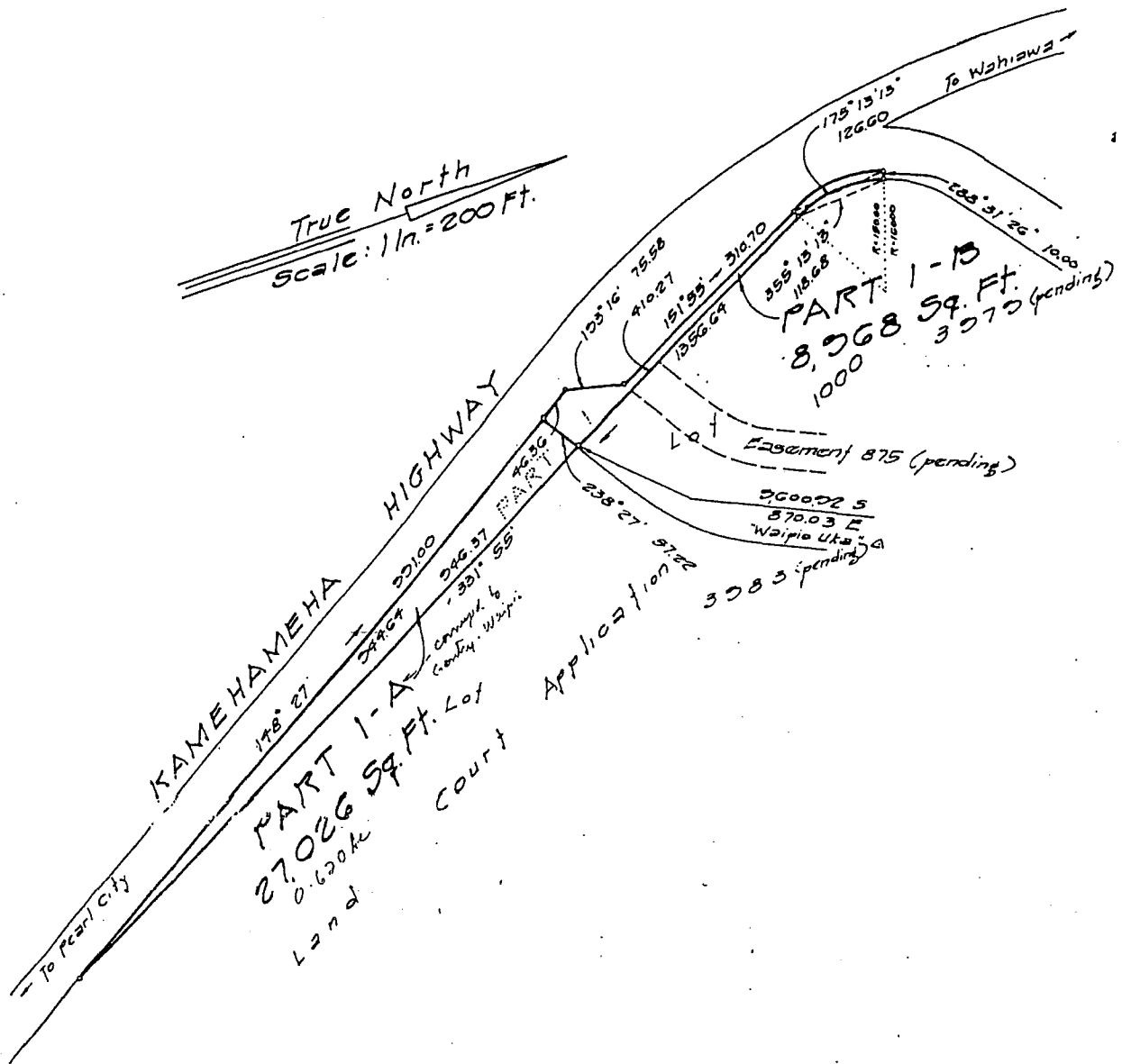
The land upon which the hereinabove described premises is located is situate on that certain parcel of land which is described in Exhibit A of said Declaration.

III. THOSE certain premises comprising a portion of THE CROWNE AT WAILUNA, PHASE III Condominium project, described in and established by Declaration of Condominium Property Regime recorded in the Bureau of Conveyances of the State of Hawaii on October 12, 1994, as Document No. 94-167375, as may be amended from time to time, as follows:

<u>Unit No.</u>	<u>Condo Map</u>	<u>Undivided Interest</u>
2	2121	1.58730%
4	2121	1.58730%
5	2121	1.58730%
6	2121	1.58730%
7	2121	1.58730%
8	2121	1.58730%
10	2121	1.58730%
12	2121	1.58730%
14	2121	1.58730%
17	2121	1.58730%
18	2121	1.58730%
19	2121	1.58730%
21	2121	1.58730%
22	2121	1.58730%
23	2121	1.58730%
24	2121	1.58730%
25	2121	1.58730%
27	2121	1.58730%
28	2121	1.58730%
29	2121	1.58730%
30	2121	1.58730%
31	2121	1.58730%
32	2121	1.58730%
33	2121	1.58730%
35	2121	1.58730%
36	2121	1.58730%
37	2121	1.58730%
38	2121	1.58730%
42	2121	1.58730%
43	2121	1.58730%
45	2121	1.58730%
46	2121	1.58730%
47	2121	1.58730%
48	2121	1.58730%
49	2121	1.58730%
51	2121	1.58730%
53	2121	1.58730%

The land upon which the hereinabove described premises is located is situate on three (3) parcels of land which are described in Exhibit A of said Declaration.

END OF EXHIBIT B



SUBDIVISION OF
 PART 1 OF ABANDONED PORTION
 OF KAMEHAMEHA HIGHWAY
 INTO PARTS 1-A AND 1-B

Waipio, Ewa, Oahu, Hawaii

Scale: 1 in. = 200 Ft.

T.M.K. 2-4-06:1

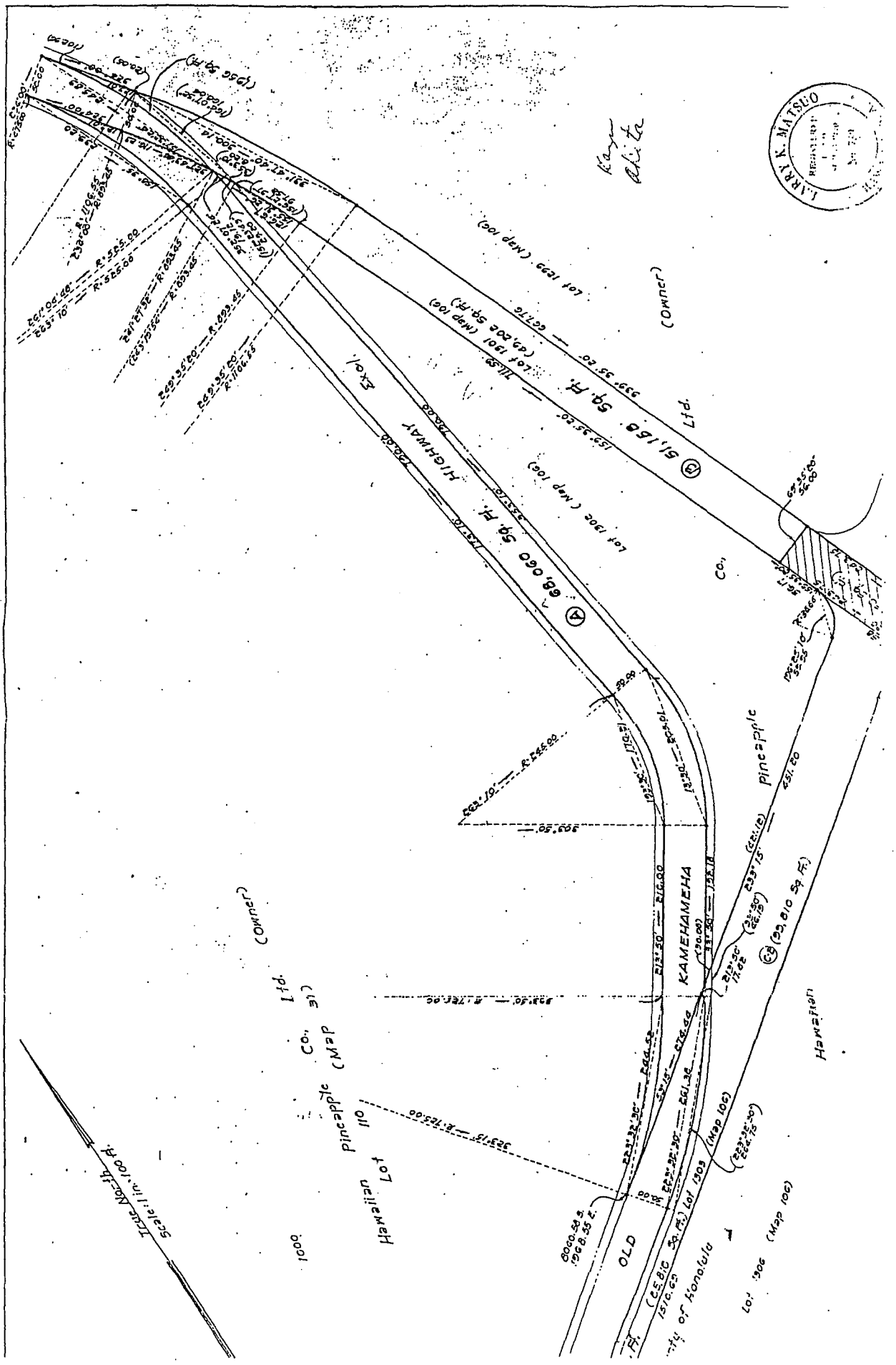
November 30, 1971

Owner: Castle & Cooke, Inc.

THIS WORK WAS PREPARED BY
 ME OR UNDER MY SUPERVISION

Katachi Ninomiya



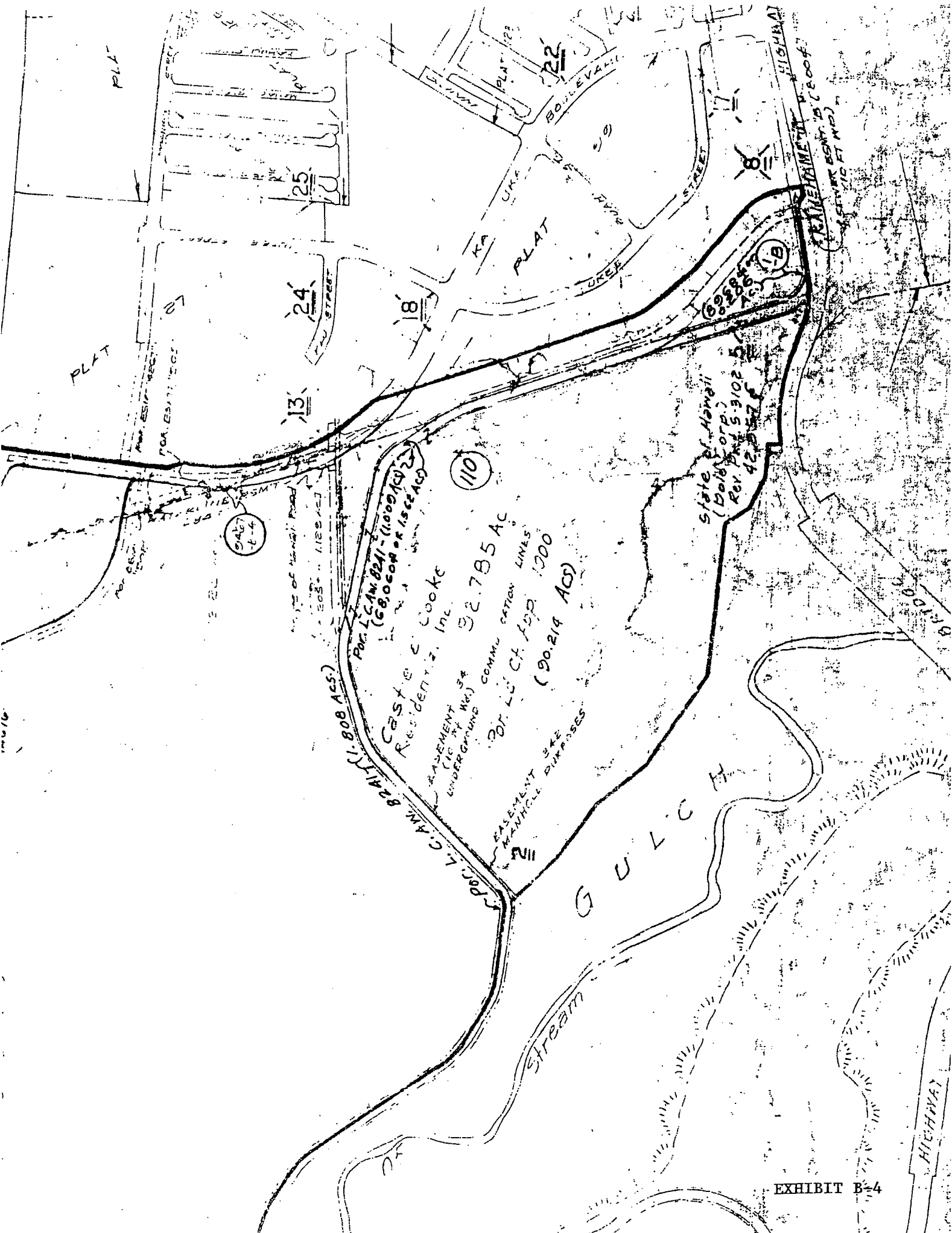


Kay
Akita

(OWNER)

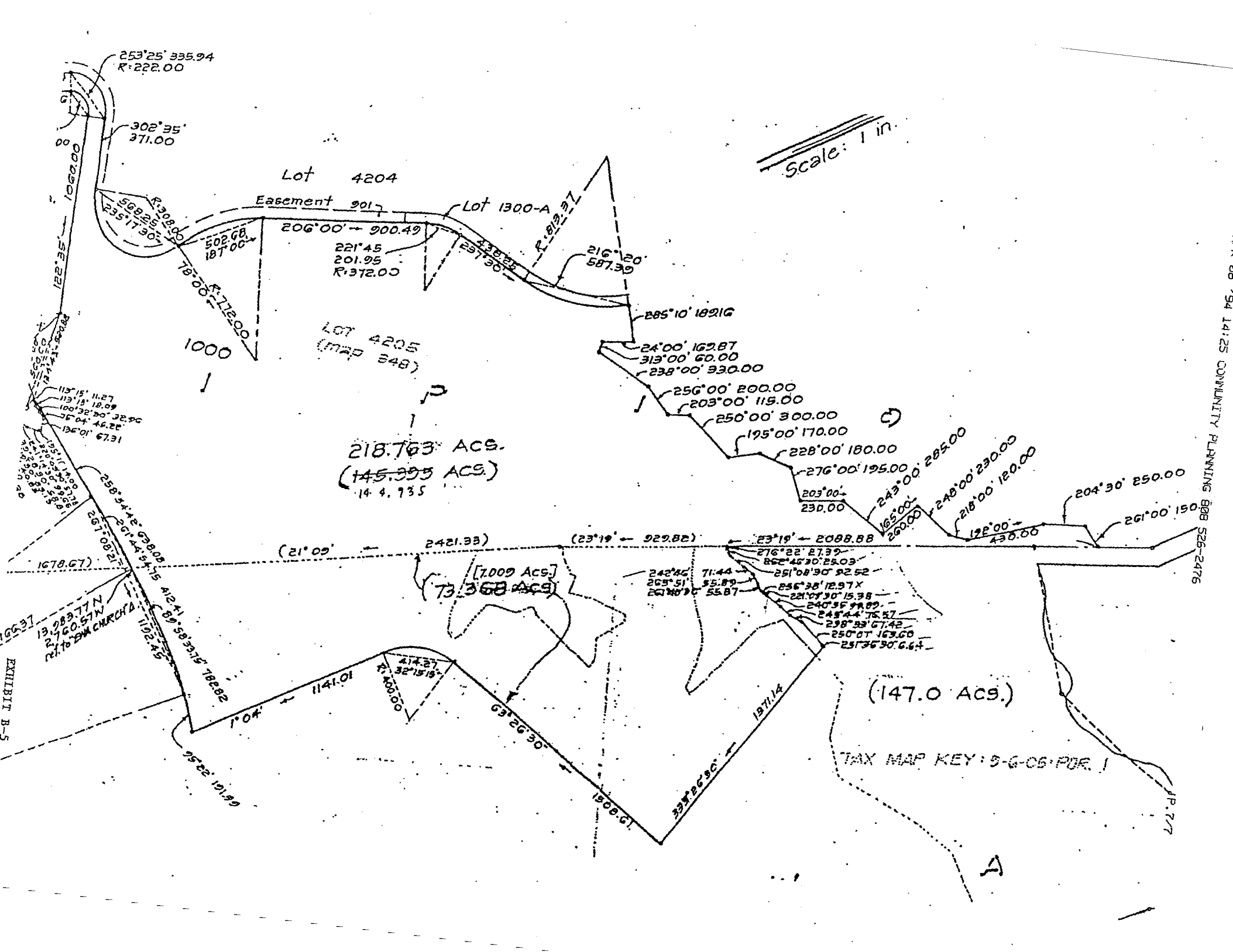
(OWNER)

Scale: 1 in. = 100 ft.



1.808 ACS
 POP. L. C. AM. 8241 (11.009 AC)
 (68,000 or 1,500 AC)
 COSTA & COOKE
 RESIDENTIAL, INC.
 2.785 AC
 EASEMENT (10' BY 10')
 UNDER GROUND COMMUNICATION LINES
 DR. L. C. AM. 8241 (20.219 AC)
 EASEMENT FOR
 MANHOLE PURPOSES

State of Hawaii
 (Boyle Corp.)
 REV. 42,557



Scale: 1 in.

Lot 4204

Easement 9017

Lot 1300-A

LOT 4205
(MAP 248)

218.763 ACS.
(145.393 ACS)
14.4.135

[7.009 ACS]
(73.368 ACS)

(147.0 ACS.)

TAX MAP KEY: 5-G-05-PDR.1

94 14:25 COMMUNITY PLANNING 608 526-2476

EXHIBIT B-5

J.P. 7/7

A

253°25' 335.94
R: 222.00

302°35'
371.00

206°00' → 900.49

221°45'
201.95
R: 172.00

216°20'
587.39

285°10' 1821.6

24°00' 162.87
313°00' 60.00
238°00' 330.00

256°00' 200.00
203°00' 115.00

250°00' 300.00
195°00' 170.00

228°00' 180.00

276°00' 195.00
203°00' 230.00

243°00' 285.00
165°00' 250.00

248°00' 230.00
218°00' 180.00

204°30' 250.00

(21°00' → 2421.33)

(23°19' → 929.82)

23°19' → 2088.88

276°22' 2739
262°45'30" 25.03
251°08'30" 92.52

242°46' 71.44
203°51' 55.89
201°09' 55.87

256°38' 12.97X
221°07'30" 15.38
240°55' 9.89

245°44' 75.57
238°33' 67.42
250°07' 163.60
291°36'30" 6.64

113°15' 11.27
113°15' 18.09
100°32'30" 32.90
76°04' 46.22
134°01' 67.31

258°54'45" 638.09
201°44'57" 15
112°45'
112.45

267°08'27"
1678.67

13,988.77N
2,760.57W
R: TO ENCL CHURCH A

112.45

1141.01

95°22' 191.99

61°01' 191.99

112.45

1000

1000

1141.01

1141.01

1141.01

1141.01

1141.01

1141.01

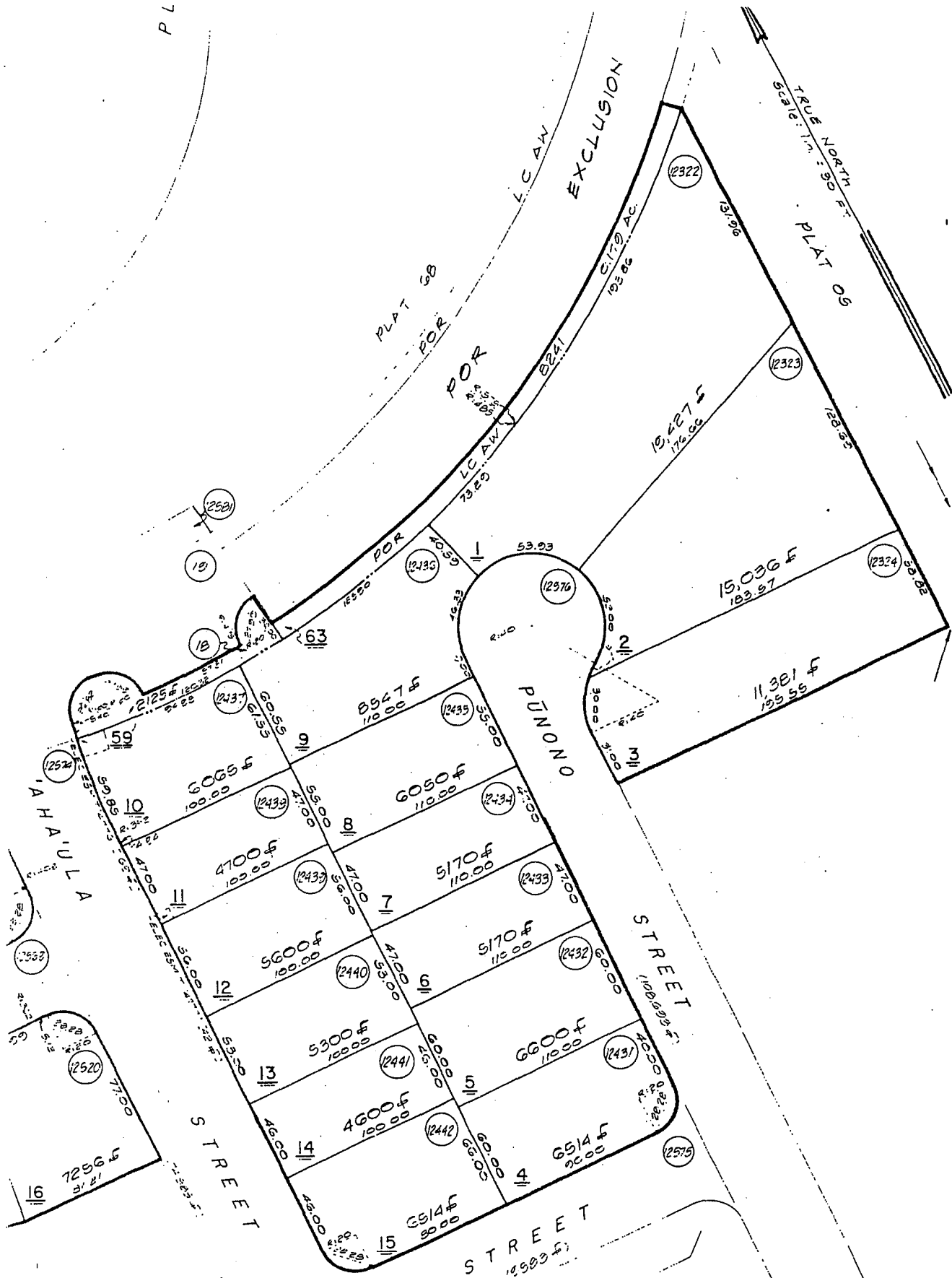
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PL



PLAT 140

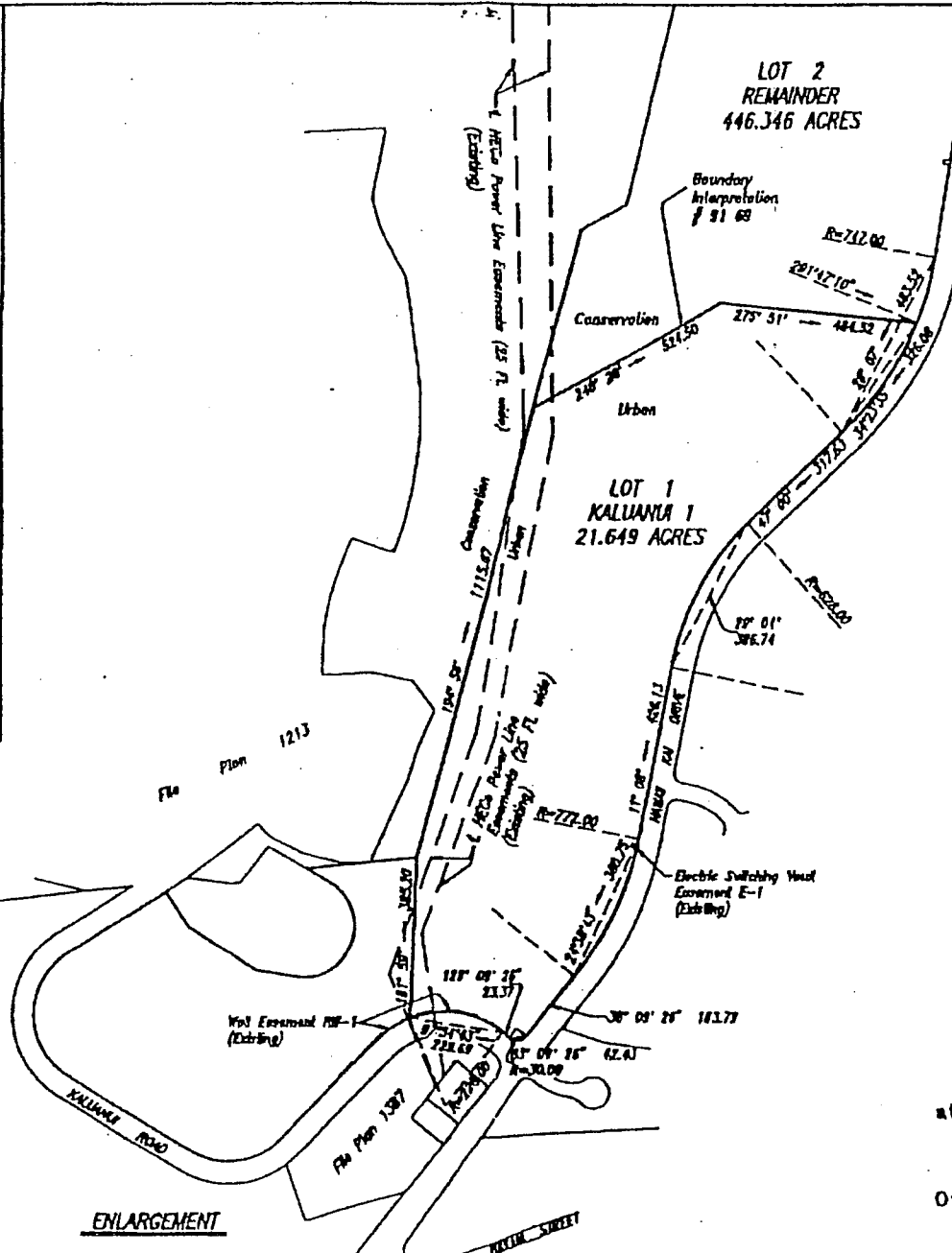
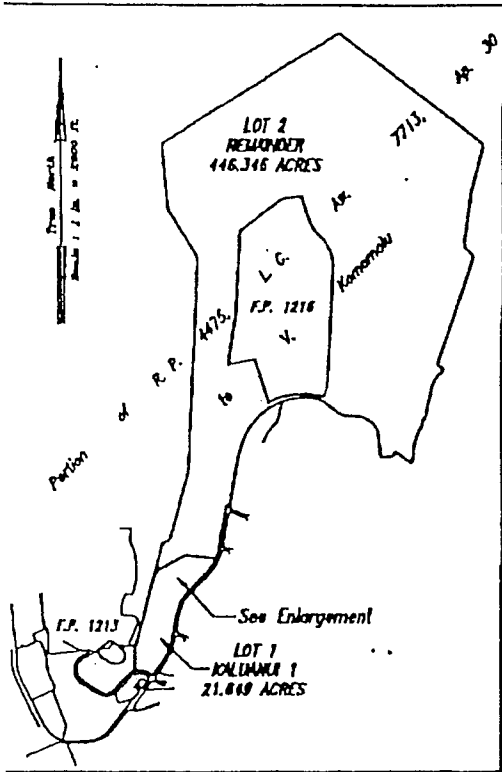
PROPOSED PARCELS 505

CITY & HONOLULU

EXHIBIT B-6

9 4 139

WAIMAKA



NOTES:
 Easement Affecting Lot 1 to be cancelled upon construction of adequate drainage systems.
 Urban - Conservation designation from Land Use Commission.

KALUANUI 1
 Subdivision of a portion of
 R.P. 4475, L.C. Av. 7413, Apana 30
 to V. Kamamalu
 into lot 1 and remainder lot 2
 at Maunaloa, Honolulu, Oahu, Hawaii
 T.M.K. : 3-9-08 : parcel 13

Owner: Hawaii Kai Development Co.



EXHIBIT B-7

This work was prepared by me or under my direct supervision.
 Kendall N. H. Hee
 Registered Professional Land Surveyor
 Certificate Number 5649

ENLARGEMENT

ENGINEERS SURVEYORS HAWAII, INC.
 CIVIL ENGINEERS - LAND SURVEYORS - PLANNERS

1020 Auahi Street
 March 21, 1994

EXHIBIT C

I. All of Grantor's right, title and interest as "Declarant", "Developer" or otherwise under the following, as amended from time to time:

NAME OF DOCUMENT	NAME OF DECLARANT/DEVELOPER	DATE OF DOCUMENT	DOCUMENT NUMBER
Declaration of Condominium Property Regime of Mililani Parkway - Phase I	Mililani Town, Inc.	1/31/89	1611320
First Amendment to Declaration of Condominium Property Regime of Mililani Parkway - Phase I			
Declaration of Condominium Property Regime of Mililani Parkway - Phase II	Mililani Town, Inc.	7/17/89	1651487
Declaration of Condominium Property Regime of Mililani Parkway - Phase III	Mililani Town, Inc.	1/4/90	1697368
Declaration of Condominium Property Regime of Mililani Parkway - Phase IV	Mililani Town, Inc.	4/3/90	1719903
Declaration of Condominium Property Regime of Mililani Pinnacle - Phase I	Mililani Town, Inc.	8/22/89	1660858
Declaration of Condominium Property Regime of Mililani Pinnacle - Phase II	Mililani Town, Inc.	6/5/90	1736889
Declaration of Condominium Property Regime of Kumelewai Court - Phase I	Castle & Cooke Residential, Inc.	12/19/91	1875449
First Amendment to Declaration of Condominium Property Regime of Kumelewai Court - Phase I	Castle & Cooke Residential, Inc.	5/7/92	1910782

NAME OF DOCUMENT	NAME OF DECLARANT/DEVELOPER	DATE OF DOCUMENT	DOCUMENT NUMBER
Declaration of Condominium Property Regime of Kumelewai Court - Phase II	Castle & Cooke Residential, Inc.	1/15/92	1884415
First Amendment to Declaration of Condominium Property Regime of Kumelewai Court - Phase II	Castle & Cooke Residential, Inc.	5/19/92	1914132
Declaration of Merger of Condominium Phases [Kumelewai Court]	Castle & Cooke Residential, Inc.	12/19/91	1875448
First Amendment to Declaration of Merger of Condominium Phases [Kumelewai Court]	Castle & Cooke Residential, Inc.	5/7/92	1910781
Declaration of Restrictive Covenants (Private Park) [Kumelewai Court]	Castle & Cooke Residential, Inc.	12/19/91	1875447
Declaration of Condominium Property Regime of Hampton Court - Phase I	Castle & Cooke Residential, Inc.	1/20/93	1991801
Declaration of Condominium Property Regime of Hampton Court - Phase II	Castle & Cooke Residential, Inc.	2/11/93	1998145
Declaration of Merger of Condominium Phases [Hampton Court]	Castle & Cooke Residential, Inc.	1/20/93	1991800
Declaration of Restrictive Covenants (Private Park) [Hampton Court]	Castle & Cooke Residential, Inc.	5/26/92	1978620

NAME OF DOCUMENT	NAME OF DECLARANT/DEVELOPER	DATE OF DOCUMENT	DOCUMENT NUMBER
Declaration of Condominium Property Regime of Hillsdale - Phase I	Castle & Cooke Residential, Inc.	6/21/93	2038037
Declaration of Condominium Property Regime of Hillsdale - Phase II	Castle & Cooke Residential, Inc.	6/28/93	2041232
Declaration of Condominium Property Regime of Hillsdale - Phase III	Castle & Cooke Residential, Inc.	7/6/93	2042652
Declaration of Condominium Property Regime of Hillsdale - Phase IV	Castle & Cooke Residential, Inc.	8/3/93	2052723
Declaration of Merger of Condominium Phases [Hillsdale]	Castle & Cooke Residential, Inc.	6/21/93	2038036
Declaration of Condominium Property Regime of Crescent Lane - Phase I	Castle & Cooke Homes Hawaii, Inc.	1/28/94	2115052
Declaration of Condominium Property Regime of Crescent Lane - Phase II	Castle & Cooke Homes Hawaii, Inc.	3/24/94	2132220
Declaration of Condominium Property Regime of Crescent Lane - Phase III	Castle & Cooke Homes Hawaii, Inc.	6/3/94	2153632
Declaration of Merger of Condominium Phases [Crescent Lane]	Castle & Cooke Homes Hawaii, Inc.	1/28/94	2115051

NAME OF DOCUMENT	NAME OF DECLARANT/DEVELOPER	DATE OF DOCUMENT	DOCUMENT NUMBER
Declaration of Protective Covenants, Conditions and Restrictions for Nehoa	Oceanic Properties, Inc.	8/1/90	1752835
Declaration of Horizontal Property Regime of Mililani Terrace - Phase I	Mililani Town, Inc.	9/26/85	1324757
Declaration of Horizontal Property Regime of Mililani Terrace - Phase II	Mililani Town, Inc.	12/6/85	1347097
Declaration of Horizontal Property Regime of Mililani Terrace - Phase III	Mililani Town, Inc.	7/28/86	1390865
Declaration of Horizontal Property Regime of Mililani Terrace - Phase IV	Mililani Town, Inc.	9/10/86	1400688
Amendment to Declaration of Horizontal Property Regime of Mililani Terrace and By-Laws of the Association of Apartment Owners of Mililani Terrace	---	5/24/94	2152314
Declaration of Covenants, Conditions and Restrictions for The Mililani Terrace Condominium Project	Castle & Cooke Homes Hawaii, Inc.	11/4/94	2194069

NAME OF DOCUMENT	NAME OF DECLARANT/DEVELOPER	DATE OF DOCUMENT	DOCUMENT NUMBER
Declaration of Covenants, Conditions and Restrictions for Mililani Town	Mililani Town, Inc.	4/19/68	441561; Liber 6030 at Page 37
Amendment to Declaration of Covenants, Conditions and Restrictions for Mililani Town	Mililani Town, Inc.	5/22/68	445150; Liber 6076 at Page 100
Declaration of Protective Covenants, Conditions and Restrictions for Mililani Pines	Mililani Town, Inc.	11/17/87	1511424
Declaration of Protective Covenants, Conditions and Restrictions for Mililani Woodcrest	Castle & Cooke Homes Hawaii, Inc.	11/1/94	2192522
Declaration of Restrictive Covenants (Private Street) [Mililani Woodcrest]	Castle & Cooke Homes Hawaii, Inc.	11/1/94	2192521

NAME OF DOCUMENT	NAME OF DECLARANT/DEVELOPER	DATE OF DOCUMENT	DOCUMENT NUMBER
Declaration of Merger of Condominium Phases [Northpointe]	Castle & Cooke Homes Hawaii, Inc.	11/9/94	2194897
Declaration of Condominium Property Regime of Northpointe - Phase I	Castle & Cooke Homes Hawaii, Inc.	11/9/94	2194898
Amendment and Complete Restatement of Declaration of Merger of Condominium Phases [Northpointe]	Castle & Cooke Homes Hawaii, Inc.	3/7/95	2222684
Amendment of Declaration of Condominium Property Regime of Northpointe - Phase I and Amendment of Condominium Map 1054	Castle & Cooke Homes Hawaii, Inc.	8/24/95	2256969
Declaration of Condominium Property Regime of Northpointe - Phase II	Castle & Cooke Homes Hawaii, Inc.	3/27/95	2226815
Amendment of Declaration of Condominium Property Regime of Northpointe - Phase II and Amendment of Condominium Map 1080	Castle & Cooke Homes Hawaii, Inc.	8/24/95	2256970
Declaration of Condominium Property Regime of Northpointe Terrace - Phase I	Castle & Cooke Homes Hawaii, Inc.	5/2/95	2235085
Amendment of Declaration of Condominium Property Regime of Northpointe Terrace - Phase I	Castle & Cooke Homes Hawaii, Inc.	6/29/95	2246430

NAME OF DOCUMENT	NAME OF DECLARANT/DEVELOPER	DATE OF DOCUMENT	DOCUMENT NUMBER
Amendment of Declaration of Condominium Property Regime of Northpointe Terrace - Phase I and Amendment of Condominium Map No. 1084	Castle & Cooke Homes Hawaii, Inc.	8/24/95	2256971
Declaration of Condominium Property Regime of Northpointe Terrace - Phase II	Castle & Cooke Homes Hawaii, Inc.	5/17/95	2238321
Amendment of Declaration of Northpointe Terrace - Phase II and Amendment of Condominium Map 1087	Castle & Cooke Homes Hawaii, Inc.	8/24/95	2256972
Declaration of Merger of Condominium Phases [Ku'ulako]	Castle & Cooke Homes Hawaii, Inc.	5/18/95	2238082
Declaration of Condominium Property Regime of Ku'ulako - Phase 1	Castle & Cooke Homes Hawaii, Inc.	5/18/95	2238331
Declaration of Condominium Property Regime of Ku'ulako - Phase 2	Castle & Cooke Homes Hawaii, Inc.	7/28/95	2252516
Declaration of Condominium Property Regime of Ku'ulako - Phase 3	Castle & Cooke Homes Hawaii, Inc.	9/27/95	2263459
Declaration of Condominium Property Regime of The Crowne at Wailuna, Phase I	Castle & Cooke Homes Hawaii, Inc.	5/27/94	94-094407
Declaration of Condominium Property Regime of The Crowne at Wailuna, Phase II	Castle & Cooke Homes Hawaii, Inc.	8/2/94	94-130740

NAME OF DOCUMENT	NAME OF DECLARANT/DEVELOPER	DATE OF DOCUMENT	DOCUMENT NUMBER
Declaration of Merger for The Crowne at Wailuna, Phase I and The Crowne at Wailuna, Phase II	Castle & Cooke Homes Hawaii, Inc.	3/1/95	95-033484
Declaration of Condominium Property Regime of The Crowne at Wailuna, Phase III	Castle & Cooke Homes Hawaii, Inc.	10/6/94	94-167375

II. All of Grantor's right, title and interest under any deeds, easements, reservations, covenants, other declarations and other recorded instruments relating to the Property, Mililani Town or any other development project of Grantor, as any are amended from time to time.

END OF EXHIBIT C

D
CO
L-268

STATE OF HAWAII
OFFICE OF ASSISTANT REGISTRAR
RECORDED

DEC 12, 1995 11:50 AM

L.C. Order No(s) 122742

on Cert(s)

/s/ CARL T. WATANABE
ASSISTANT REGISTRAR

W

LAND COURT SYSTEM

REGULAR SYSTEM

AFTER RECORDATION, RETURN BY MAIL () PICK-UP (X):

Castle + Cooke

W/CW
(2)

PETITION FOR ORDER RE CHANGE OF CORPORATE NAME

and

ORDER

IN THE LAND COURT OF THE STATE OF HAWAII

In the Matter of the Application)
)
 of)
)
 CASTLE & COOKE HOMES HAWAII, INC.)
)
 _____)

KATHLEEN M. MCGUIRE
ACTING REGISTRAR

DEC 12 8 45 AM '95

LAND COURT
STATE OF HAWAII

PETITION FOR ORDER RE CHANGE OF CORPORATE NAME

and

ORDER

Mark F. Ito #3692-0
GOODSILL ANDERSON QUINN & STIFEL
Alii Place, 18th Floor
1099 Alakea Street
Honolulu, Hawaii 96813

Attorney for Petitioner

A:D50.3 (Blanket)
(CCHI to CCHHI)

A TRUE COPY, ATTACHED WITH
THE SEAL OF SAID COURT.

JANMIS SHIROMA

Clerk

WHEREFORE, YOUR Petitioner PRAYS that an order be made authorizing and directing the Assistant Registrar of the Land Court to accept for filing in the Land Court, documents executed in Petitioner's new name, CASTLE & COOKE HOMES HAWAII, INC., including releases of mortgages and cancellations and amendments of leases and any and all other documents relating to documents now filed in the Office of the Assistant Registrar of the Land Court under the name of CASTLE & COOKE HAWAII, INC.

DATED: Honolulu, Hawaii, December 11, 1995.

Petitioner: CASTLE & COOKE HOMES HAWAII, INC.

By Mark F. Ito
Mark F. Ito 3692-0
Its Attorney

Subscribed and sworn to
before me this 11th day
of December, 1995.

Cynthia Kadelauer
Notary Public, State of Hawaii

My commission expires: 3/22/98

6

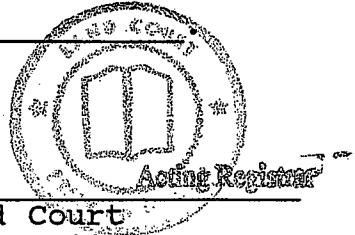
ORDER

Upon the Petition, record and evidence herein, and good cause appearing,

The Assistant Registrar of the Land Court of the State of Hawaii is hereby authorized and directed to accept for registration any document executed in the name of CASTLE & COOKE HOMES HAWAII, INC. relating to, referring to or affecting any document previously filed in the name of CASTLE & COOKE HAWAII, INC. in the Office of the Assistant Registrar of the Land Court, affecting registered land and noted on the Land Court Certificate of Title affected.

DATED: Honolulu, Hawaii, DEC 12 1995

KATHLEEN HANAWAHINE



for Judge of the Land Court
of the State of Hawaii

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS

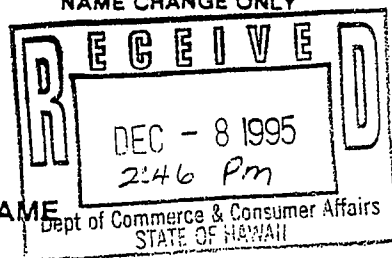


THE DIRECTOR'S OFFICIAL CERTIFICATION
APPEARS ON THE BACK OF THE FIRST PAGE OF THE
ATTACHED DOCUMENT.

Nonrefundable Filing Fee: \$25.00
Submit Original and One True Copy

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
1010 Richards Street
Mailing Address: P. O. Box 40, Honolulu, Hawaii 96810

DOMESTIC PROFIT
NAME CHANGE ONLY



ARTICLES OF AMENDMENT TO CHANGE CORPORATE NAME
(Section 415-61, Hawaii Revised Statutes)

The undersigned, duly authorized officers of the corporation submitting these Articles of Amendment, certify as follows:

1. The present name of the corporation is:

CASTLE & COOKE HAWAII, INC.

2. The name of the corporation is changed to:

CASTLE & COOKE HOMES HAWAII, INC.

3. Total number of shares outstanding is: 1,000

4. If adoption of the amendment to change the corporate name was at a meeting, complete the following:

The meeting of the shareholders was held on _____
(Month Day Year)

Class/Series	Number of Shares Voting For Amendment	Number of Shares Voting Against Amendment

5. If adoption of the amendment to change the corporate name was by unanimous written consent of the shareholders, complete the following:

By written consent dated December 4, 1995
(Month Day Year)

the shareholders unanimously adopted the amendment to change the corporate name.

We certify under the penalties of Section 415-136, Hawaii Revised Statutes, that we have read the above statements, and that the same are true and correct

Witness our hands this 4th day of December, 1995.

Kevin R. Shaney, Secretary

(Type/Print Name & Title)

(Signature of Officer)

Bert T. Kido, Vice President

(Type/Print Name & Title)

(Signature of Officer)

(See Reverse Side For Instructions)

I HEREBY CERTIFY that this is a true and correct copy of the original recorded in this office.



Stephen J. Matsumoto

DIRECTOR OF COMMERCE AND CONSUMER AFFAIRS

By: *Amy Iha*
BUSINESS REGISTRATION ASSISTANT

Date: DEC - 8 1995

THE ORIGINAL OF THE DOCUMENT
RECORDED AS FOLLOWS:
STATE OF HAWAII

BUREAU OF CONVEYANCES

DATE DEC 20 1995 301
DOCUMENT NO. 45-164933

LAND COURT SYSTEM

REGULAR SYSTEM

AFTER RECORDATION, RETURN BY MAIL () PICK-UP (X):

CASTLE & COOKE LAND COMPANY, INC.
P. O. Box 2990
Honolulu, Hawaii 96802

①

ARTICLES OF AMENDMENT TO CHANGE CORPORATE NAME

FROM

CASTLE & COOKE HAWAII, INC.

TO

CASTLE & COOKE HOMES HAWAII, INC.

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS

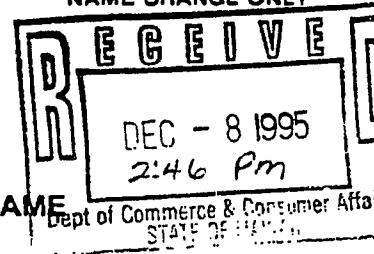


THE DIRECTOR'S OFFICIAL CERTIFICATION
APPEARS ON THE BACK OF THE FIRST PAGE OF THE
ATTACHED DOCUMENT.

Nonrefundable Filing Fee: \$25.00
Submit Original and One True Copy

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
1010 Richards Street
Mailing Address: P. O. Box 40, Honolulu, Hawaii 96810

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NAME CHANGE ONLY



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3. Total number of shares outstanding is: 1,000

4. If adoption of the amendment to change the corporate name was at a meeting, complete the following:

The meeting of the shareholders was held on _____
(Month Day Year)

Class/Series	Number of Shares Voting For Amendment	Number of Shares Voting Against Amendment

5. If adoption of the amendment to change the corporate name was by unanimous written consent of the shareholders, complete the following:

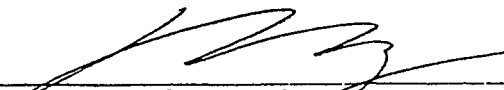
By written consent dated December 4, 1995
(Month Day Year)
the shareholders unanimously adopted the amendment to change the corporate name.

We certify under the penalties of Section 415-136, Hawaii Revised Statutes, that we have read the above statements, and that the same are true and correct

Witness our hands this 4th day of December, 1995.

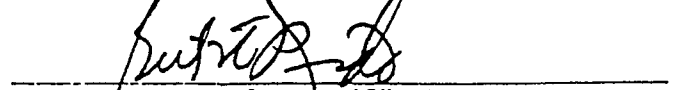
Kevin R. Shaney, Secretary

(Type/Print Name & Title)


(Signature of Officer)

Bert T. Kido, Vice President

(Type/Print Name & Title)


(Signature of Officer)

(See Reverse Side For Instructions)

I HEREBY CERTIFY that this is a true and correct copy of the original recorded in this office.



Stephyn J. Hutchings
DIRECTOR OF COMMERCE AND
CONSUMER AFFAIRS

By: *Amy She*
BUSINESS REGISTRATION ASSISTANT

Date: DEC - 8 1995

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

The original of this document was
recorded as follows:

Land Court Order 123048
DOCUMENT NO. _____

DATE 1-5-96 TIME 11:15

New CTs 468,703 to
468,739.

LAND COURT SYSTEM

REGULAR SYSTEM

AFTER RECORDATION, RETURN BY MAIL () PICK-UP (X):

Castle & Cooke Land Company
P. O. Box 2990
Honolulu, HI 96802
Ed Chong 5482908

PETITION FOR ISSUANCE OF

SEPARATE TRANSFER CERTIFICATES OF TITLE

and

ORDER

IN THE LAND COURT OF THE STATE OF HAWAII

LAND COURT
STATE OF HAWAII

DEC 27 10 48 AM '08

KATHLEEN M. JACOBSON
ACTING REGISTRAR

In the Matter of the Application)
of)
JOHN II ESTATE, LIMITED)
to register and confirm title to)
lands situate in the District of)
Ewa, City and County of Honolulu)
State of Hawaii)

APPLICATION NO. 1000

PETITION FOR ISSUANCE OF
SEPARATE TRANSFER CERTIFICATES OF TITLE

Dated _____

BY ORDER OF THE COURT

Registrar

D50.4
(OAHU-CCHH)

A TRUE COPY, ATTEST WITH
THE SEAL OF SAID COURT.

DAVID I.D. FONG

Clerk

Certificates of Title. Due to the volume of land covered by Transfer Certificate of Title No. 466409, it is unduly cumbersome for Petitioner and the Office of the Assistant Registrar to identify the appropriate encumbrances and endorsements affecting the various lots covered by Transfer Certificate of Title No. 466409. Petitioner desires that separate Transfer Certificates of Title be issued corresponding to the lands covered under the prior Transfer Certificate of Title recited in said Deed. Such prior Transfer Certificates of Title were the 37 as follows:

Transfer Certificate of Title No.

139579	468703	419089	468721
149792	468704	423655	468722
169175	468705	427479	468723
171013	468706	428582	468724
216517	468707	431544	468725
266218	468708	440761	468726
284048	468709	441018	468727
320750	468710	442842	468728
335280	468711	448638	468729
360305	468712	448782	468730
364712	468713	451074	468731
368497	468714	452061	468732
384353	468715	454378	468733
404823	468716	455334	468734
406728	468717	456073	468735
408544	468718	456700	468736
415146	468719	456917	468737
415419	468720	460406	468738
		463026	468739

WHEREFORE, Petitioner respectfully prays as follows:

A. That the Assistant Registrar be authorized and directed to issue 37 new Transfer Certificates of Title covering the land respectively covered under the above listed prior Transfer Certificates of Title.

B. That an Order issue directing the Assistant Registrar of the Court to cancel Transfer Certificate of Title No. 466409, all in accordance with Chapter 501 of the Hawaii Revised Statutes, as amended.

DATED: Honolulu, Hawaii December 15, 1995.

CASTLE & COOKE HOMES HAWAII, INC.

BY Wallace Miyahira
WALLACE MIYAHIRA
Its President

BY B. Garcia
B. GARCIA
Its Controller

Subscribed and sworn to
before me this 15th day
of December, 1995.

Cynthia Kaddaen
Notary Public, State of Hawaii

My commission expires: 3/22/98

cs

ORDER

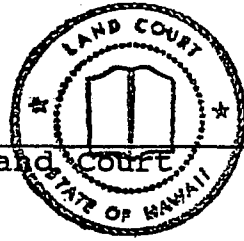
The foregoing Petitioner having duly come before me and good cause appearing therefore, the prayer of this petition is granted and the Assistant Registrar of this Court is so ordered.

DEC 22 1955

DATED: Honolulu, Hawaii _____, 19__.

KATHLEEN HANAWAHINE

Acting Registrar For Judge of the Land Court





R-888

STATE OF HAWAII
BUREAU OF CONVEYANCES
RECORDED

JUN 26, 2003 10:00 AM

Doc No(s) 2003-130707



/s/ CARL T. WATANABE
REGISTRAR OF CONVEYANCES

CONVEYANCE TAX: \$98.40

20 1/1 Z1

LAND COURT SYSTEM

REGULAR SYSTEM

RETURN BY MAIL () PICK UP (X):

Total Pages: 10

STATE OF HAWAII
DEPARTMENT OF TRANSPORTATION
ABSTRACTING SECTION

Tax Map Key: (1) 9-4-06-02 (por.)

QUITCLAIM DEED

GRANTOR: STATE OF HAWAII
Board of Land and Natural Resources
1151 Punchbowl Street
Honolulu, Hawaii 96813

GRANTEE: CASTLE & COOKE HOMES HAWAII, INC.
100 Kahelu Avenue, 2nd Floor
Mililani, Hawaii 96789

QUITCLAIM DEED

KNOW ALL BY THESE PRESENTS:

That, effective as of the _____ day of JUN 25 2003, 2003, the STATE OF HAWAII, hereinafter referred to as the "GRANTOR" by its Board of Land and Natural Resources, acting pursuant to Section 171-52, Hawaii Revised Statutes, for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other valuable consideration, paid at the Department of Transportation by CASTLE & COOKE HOMES HAWAII, INC., a Hawaii corporation, whose address is 100 Kahelu Avenue, 2nd Floor, Mililani, Hawaii 96789, hereinafter referred to as the "GRANTEE", the receipt whereof is hereby acknowledged, does hereby remise, release and forever quitclaim unto said GRANTEE, and its successors and assigns, all of its right, title, interest, claim and demand in and to that certain parcel of land designated as Parcel A-2, portion of Old Kamehameha Highway, situated in the Vicinity of Kipapa Gulch at Waipio, Ewa, Oahu, Hawaii, and more particularly described in Exhibit A, attached hereto and made a part hereof, hereinafter referred to as the "Property".

RESERVING TO THE GRANTOR, ITS SUCCESSORS AND ASSIGNS,
THE FOLLOWING:

(1) All minerals as hereinafter defined, in, on, or under the Property and the right, on its own behalf or through persons authorized by it, to prospect for, mine and remove such minerals and to occupy and use so much of the surface of the ground as may be required for all purposes reasonably extending to the mining and

removal of such minerals by any means whatsoever, including strip mining. "Minerals" as used herein, shall mean any or all oil, gas, coal, phosphate, sodium, sulfur, iron, titanium, gold, silver, bauxite, bauxitic clay, diaspore, boemite, laterite, gibbsite, alumina, all ores of aluminum and, without limitation thereon, all other mineral substances and ore deposits, whether solid, gaseous or liquid, including all geothermal resources, in, on, or under the Property, fast or submerged; provided that "minerals" shall not include sand, gravel, rock or other material suitable for use and used in general construction in furtherance of the GRANTEE's permitted activities on the Property and not for sale to others.

(2) All surface and ground waters appurtenant to the Property and the right on its own behalf or through persons authorized by it, to capture, divert or impound the same and to occupy and use so much of the Property as may be required in the exercise of this right reserved.

(3) All prehistoric and historic remains found in, on, or under the Property, including all burial sites, as defined in Chapter 6E, Hawaii Revised Statutes.

Provided, however, that as a condition precedent to the exercise of the rights reserved in Paragraphs 1 and 2 above, just compensation shall be paid to the GRANTEE for any of the GRANTEE's improvements and land taken.

AND, the GRANTEE for itself and its successors and assigns, covenants with the GRANTOR and its successors and assigns as follows:

1. That the use of the Property shall be in combination, consolidation

or otherwise with other abutting lands owned by the GRANTEE and shall be used in accordance with the requirements of all County, State and Federal authorities, including all applicable County, State and Federal ordinances, statutes, rules and regulations now in force or which may be in force hereafter, including, without limitation, the appropriate zoning and subdivision ordinances of the City and County of Honolulu.

2. The Property is sold in an "as is" condition and the GRANTOR makes no warranty or representation about: (a) the suitability of the Property for any particular use; (b) the presence of any hazardous materials on, under or about the same; and (c) the physical condition of the Property and any improvements thereon. Furthermore, the GRANTOR makes no warranties about the marketability of the Property and will not be responsible for clearing the Property of structures, vegetation and debris.

3. That the GRANTEE, for itself, its successors and assigns, shall waive and release, forever, any and all claims and/or causes of action the GRANTEE may have now or in the future against the State of Hawaii, or any agency thereof ("Releasees") with regard to the Property and the conveyance of the Property to the GRANTEE, except where such claim or cause of action arises out of the tortious conduct of a Releasee or failure of a Releasee to comply with law.

4. That the GRANTEE shall not construct, erect or install any structure or improvement on the Property or improve or alter the Property (including, but not limited to, raising the level of the Property so as to create an embankment between the

Property and the GRANTOR's lands adjacent thereto, if any) in such a manner or in such a location that will interfere materially with the safety and free flow of traffic on the GRANTOR's lands adjacent to and nearby the Property, if any (hereinafter the "GRANTOR's lands").

5. The GRANTEE's use of the Property shall not result in users of the GRANTOR's lands adjacent thereto being unduly exposed to hazardous conditions caused by GRANTEE; and the use of the Property and the design, occupancy and use of any improvement or structure thereon shall be such that neither the use, safety, appearance, nor the enjoyment of GRANTOR's lands adjacent thereto will be adversely affected by fumes, vapors, odors, spills, leaks, drippings, droppings or discharges of any kind from the Property unless such matters were brought to the Property by GRANTOR.

7. The use and enjoyment of the Property conveyed shall not be in support of any policy which unlawfully discriminates against anyone based upon race, creed, sex, color, national origin, religion, marital status, familial status, ancestry, age or a disability as defined in the Americans with Disabilities Act of 1990.

8. If the GRANTEE fails to comply with its obligations under this Deed, or fails to satisfactorily remedy its non-compliance within fifteen (15) days (or such further time as may be approved by the GRANTOR) after the GRANTOR sends the GRANTEE notice of such non-compliance, as reasonably determined by the GRANTOR, the GRANTOR shall have the right to pursue all of its available remedies,

including, but not limited to, the right to:

- (a) enter and go upon the Property for purposes of protecting the GRANTOR's lands and all users thereof and correcting the GRANTEE's non-compliance; and
- (b) hold the GRANTEE liable for any and all costs and expenses incurred by the GRANTOR in connection with such entry and corrective work.

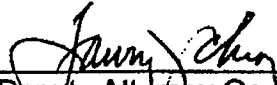
9. The GRANTEE agrees that the GRANTEE's covenants herein shall run with and be binding on the Property.

TO HAVE AND TO HOLD the same, together with all the rights, easements, privileges and appurtenances thereunto belonging, or in any way appertaining or held and enjoyed therewith unto the GRANTEE, and its successors and assigns, forever, except as aforesaid.

IN WITNESS WHEREOF, the STATE OF HAWAII, the GRANTOR herein, has caused the seal of the Department of Land and Natural Resources to be hereunto affixed and these presents to be duly executed, and the GRANTEE herein has caused these presents to be duly executed, both effective as of the day and year first above written.

Approved by the Board of
Land and Natural Resources
at its meeting held on
November 15, 2002, Item K-8

APPROVED AS TO FORM:

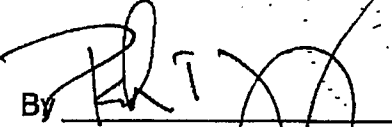


Deputy Attorney General
State of Hawaii

Dated: APR 10 2003

GRANTOR:

STATE OF HAWAII

By 

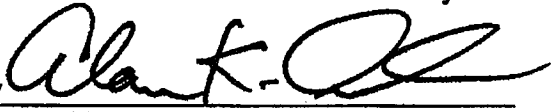
Its Chairperson and Member
Board of Land and Natural
Resources
Print Name: Peter T. Young

GRANTEE:

CASTLE & COOKE HOMES HAWAII,
INC.

By 

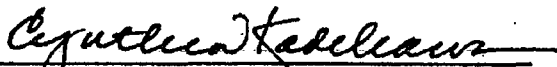
Richard K. Mirikitani
Its Sr. Vice President & Secretary

By 

Alan K. Arakawa
Its Vice President

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

On this 8th day of May, 2003, before me appeared Richard K. Mirikitani and Alan K. Arakawa, to me personally known, who, being by me duly sworn, did say that they are the Sr. Vice President & Secretary and Vice President, respectively, of CASTLE & COOKE HOMES HAWAII, INC., a Hawaii corporation; that said instrument was signed in behalf of said corporation by authority of its Board of Directors, and the said officers acknowledged said instrument to be the free act and deed of said corporation.


Cynthia Kadekawa
Notary Public, State of Hawaii

My commission expires: 3/22/2006

PARCEL A-2

**Portion of Old Kamehameha Highway
Situating between Kamehameha Highway and Kipapa Gulch
At Waipio, Ewa, Oahu, Hawaii**

Being a portion of Exclusion 18 of Land Court Application 1000 (Map 1)

**Being also a portion of Royal Patent 5732, Land Commission Award 8241 to Ioane
II conveyed to the Territory of Hawaii by John II Estate, Limited by deed dated
June 13, 1934 and recorded in Liber 1243, pages 270-305
(Land Office Deed 4931)**

Beginning at the Northeast corner of this parcel of land, on the Easterly side of
Old Kamehameha Highway, being also the Southeast corner of Parcel A (C.S.F.
13,593), the coordinates of said point of beginning referred to Government Survey
Triangulation Station "WAIPIO UKA" being 7,884.39 feet South and 2,194.43 feet East,
thence running by azimuths measured clockwise from True South:

1. 33° 50' 17.82 feet along a portion of Old Kamehameha
Highway conveyed to John II Estate, Limited
by the Territory of Hawaii by deed dated
February 8, 1940 and recorded in Liber
1710, Page 432 (Land Office Deed 6484);

Thence along a portion of Old Kamehameha
Highway conveyed to John II Estate, Limited
by the Territory of Hawaii by deed dated
February 8, 1940 and recorded in Liber
1710, Page 432 (Land Office Deed 6484),
on a curve to the right having a radius of
775.00 feet, the chord azimuth and distance
being:

2. 43° 32' 30" 261.38 feet;

3. 53° 15' 1092.36 feet

along a portion of Old Kamehameha Highway conveyed to John II Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710, Page 432 (Land Office Deed 6484);

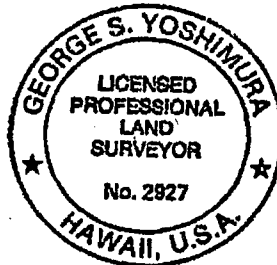
Thence along the remainder of Old Kamehameha Highway, being also along the remainder of Exclusion 18 of Land Court Application 1000 (Map 1), on a curve to the right having a radius of 672.86 feet, the chord azimuth and distance being:

4. 222° 08' 11" 259.39 feet;

5. 233° 15' 1112.27 feet

along a portion of Old Kamehameha Highway conveyed to John II Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710, Page 432 (Land Office Deed 6484) and Parcel A (C.S.F. 13,593) to the point of beginning and containing an area of 59,632 Square Feet.

1001 Bishop Street
Honolulu, Hawaii
October 2, 2002



M&E Pacific, Inc.

George S. Yoshimura
Licensed Professional Land Surveyor
Certificate No. 2927

Description Checked

R. Kuakata
Cadastral Engineer

Date: 10/30/02



R-888

STATE OF HAWAII
BUREAU OF CONVEYANCES
RECORDED

JUN 26, 2003 10:00 AM

Doc No(s) 2003-130707



/s/ CARL T. WATANABE
REGISTRAR OF CONVEYANCES

CONVEYANCE TAX: \$98.40

20 1/1 Z1

LAND COURT SYSTEM

REGULAR SYSTEM

RETURN BY MAIL () PICK UP (X):

Total Pages: 10

STATE OF HAWAII
DEPARTMENT OF TRANSPORTATION
ABSTRACTING SECTION

Tax Map Key: (1) 9-4-06-02 (por.)

QUITCLAIM DEED

GRANTOR: STATE OF HAWAII
Board of Land and Natural Resources
1151 Punchbowl Street
Honolulu, Hawaii 96813

GRANTEE: CASTLE & COOKE HOMES HAWAII, INC.
100 Kahelu Avenue, 2nd Floor
Mililani, Hawaii 96789

QUITCLAIM DEED

KNOW ALL BY THESE PRESENTS:

That, effective as of the _____ day of JUN 25 2003, 2003, the STATE OF HAWAII, hereinafter referred to as the "GRANTOR" by its Board of Land and Natural Resources, acting pursuant to Section 171-52, Hawaii Revised Statutes, for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other valuable consideration, paid at the Department of Transportation by CASTLE & COOKE HOMES HAWAII, INC., a Hawaii corporation, whose address is 100 Kahelu Avenue, 2nd Floor, Mililani, Hawaii 96789, hereinafter referred to as the "GRANTEE", the receipt whereof is hereby acknowledged, does hereby remise, release and forever quitclaim unto said GRANTEE, and its successors and assigns, all of its right, title, interest, claim and demand in and to that certain parcel of land designated as Parcel A-2, portion of Old Kamehameha Highway, situated in the Vicinity of Kipapa Gulch at Waipio, Ewa, Oahu, Hawaii, and more particularly described in Exhibit A, attached hereto and made a part hereof, hereinafter referred to as the "Property".

RESERVING TO THE GRANTOR, ITS SUCCESSORS AND ASSIGNS,
THE FOLLOWING:

(1) All minerals as hereinafter defined, in, on, or under the Property and the right, on its own behalf or through persons authorized by it, to prospect for, mine and remove such minerals and to occupy and use so much of the surface of the ground as may be required for all purposes reasonably extending to the mining and

removal of such minerals by any means whatsoever, including strip mining. "Minerals" as used herein, shall mean any or all oil, gas, coal, phosphate, sodium, sulfur, iron, titanium, gold, silver, bauxite, bauxitic clay, diaspore, boemite, laterite, gibbsite, alumina, all ores of aluminum and, without limitation thereon, all other mineral substances and ore deposits, whether solid, gaseous or liquid, including all geothermal resources, in, on, or under the Property, fast or submerged; provided that "minerals" shall not include sand, gravel, rock or other material suitable for use and used in general construction in furtherance of the GRANTEE's permitted activities on the Property and not for sale to others.

(2) All surface and ground waters appurtenant to the Property and the right on its own behalf or through persons authorized by it, to capture, divert or impound the same and to occupy and use so much of the Property as may be required in the exercise of this right reserved.

(3) All prehistoric and historic remains found in, on, or under the Property, including all burial sites, as defined in Chapter 6E, Hawaii Revised Statutes.

Provided, however, that as a condition precedent to the exercise of the rights reserved in Paragraphs 1 and 2 above, just compensation shall be paid to the GRANTEE for any of the GRANTEE's improvements and land taken.

AND, the GRANTEE for itself and its successors and assigns, covenants with the GRANTOR and its successors and assigns as follows:

1. That the use of the Property shall be in combination, consolidation

or otherwise with other abutting lands owned by the GRANTEE and shall be used in accordance with the requirements of all County, State and Federal authorities, including all applicable County, State and Federal ordinances, statutes, rules and regulations now in force or which may be in force hereafter, including, without limitation, the appropriate zoning and subdivision ordinances of the City and County of Honolulu.

2. The Property is sold in an "as is" condition and the GRANTOR makes no warranty or representation about: (a) the suitability of the Property for any particular use; (b) the presence of any hazardous materials on, under or about the same; and (c) the physical condition of the Property and any improvements thereon. Furthermore, the GRANTOR makes no warranties about the marketability of the Property and will not be responsible for clearing the Property of structures, vegetation and debris.

3. That the GRANTEE, for itself, its successors and assigns, shall waive and release, forever, any and all claims and/or causes of action the GRANTEE may have now or in the future against the State of Hawaii, or any agency thereof ("Releasees") with regard to the Property and the conveyance of the Property to the GRANTEE, except where such claim or cause of action arises out of the tortious conduct of a Releasee or failure of a Releasee to comply with law.

4. That the GRANTEE shall not construct, erect or install any structure or improvement on the Property or improve or alter the Property (including, but not limited to, raising the level of the Property so as to create an embankment between the

Property and the GRANTOR's lands adjacent thereto, if any) in such a manner or in such a location that will interfere materially with the safety and free flow of traffic on the GRANTOR's lands adjacent to and nearby the Property, if any (hereinafter the "GRANTOR's lands").

5. The GRANTEE's use of the Property shall not result in users of the GRANTOR's lands adjacent thereto being unduly exposed to hazardous conditions caused by GRANTEE; and the use of the Property and the design, occupancy and use of any improvement or structure thereon shall be such that neither the use, safety, appearance, nor the enjoyment of GRANTOR's lands adjacent thereto will be adversely affected by fumes, vapors, odors, spills, leaks, drippings, droppings or discharges of any kind from the Property unless such matters were brought to the Property by GRANTOR.

7. The use and enjoyment of the Property conveyed shall not be in support of any policy which unlawfully discriminates against anyone based upon race, creed, sex, color, national origin, religion, marital status, familial status, ancestry, age or a disability as defined in the Americans with Disabilities Act of 1990.

8. If the GRANTEE fails to comply with its obligations under this Deed, or fails to satisfactorily remedy its non-compliance within fifteen (15) days (or such further time as may be approved by the GRANTOR) after the GRANTOR sends the GRANTEE notice of such non-compliance, as reasonably determined by the GRANTOR, the GRANTOR shall have the right to pursue all of its available remedies,

including, but not limited to, the right to:

- (a) enter and go upon the Property for purposes of protecting the GRANTOR's lands and all users thereof and correcting the GRANTEE's non-compliance; and
- (b) hold the GRANTEE liable for any and all costs and expenses incurred by the GRANTOR in connection with such entry and corrective work.

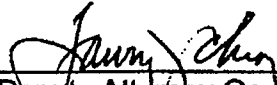
9. The GRANTEE agrees that the GRANTEE's covenants herein shall run with and be binding on the Property.

TO HAVE AND TO HOLD the same, together with all the rights, easements, privileges and appurtenances thereunto belonging, or in any way appertaining or held and enjoyed therewith unto the GRANTEE, and its successors and assigns, forever, except as aforesaid.

IN WITNESS WHEREOF, the STATE OF HAWAII, the GRANTOR herein, has caused the seal of the Department of Land and Natural Resources to be hereunto affixed and these presents to be duly executed, and the GRANTEE herein has caused these presents to be duly executed, both effective as of the day and year first above written.

Approved by the Board of
Land and Natural Resources
at its meeting held on
November 15, 2002, Item K-8

APPROVED AS TO FORM:

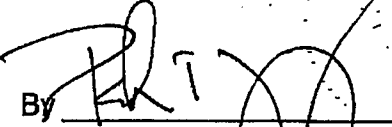


Deputy Attorney General
State of Hawaii

Dated: APR 10 2003

GRANTOR:

STATE OF HAWAII

By 

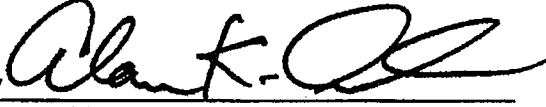
Its Chairperson and Member
Board of Land and Natural
Resources
Print Name: Peter T. Young

GRANTEE:

CASTLE & COOKE HOMES HAWAII,
INC.

By 

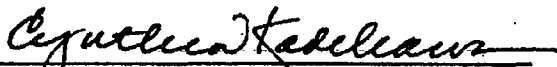
Richard K. Mirikitani
Its Sr. Vice President & Secretary

By 

Alan K. Arakawa
Its Vice President

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

On this 8th day of May, 2003, before me appeared Richard K. Mirikitani and Alan K. Arakawa, to me personally known, who, being by me duly sworn, did say that they are the Sr. Vice President & Secretary and Vice President, respectively, of CASTLE & COOKE HOMES HAWAII, INC., a Hawaii corporation; that said instrument was signed in behalf of said corporation by authority of its Board of Directors, and the said officers acknowledged said instrument to be the free act and deed of said corporation.


Cynthia Kadekawa
Notary Public, State of Hawaii

My commission expires: 3/22/2006

PARCEL A-2

**Portion of Old Kamehameha Highway
Situated between Kamehameha Highway and Kipapa Gulch
At Waipio, Ewa, Oahu, Hawaii**

Being a portion of Exclusion 18 of Land Court Application 1000 (Map 1)

**Being also a portion of Royal Patent 5732, Land Commission Award 8241 to Ioane
II conveyed to the Territory of Hawaii by John II Estate, Limited by deed dated
June 13, 1934 and recorded in Liber 1243, pages 270-305
(Land Office Deed 4931)**

Beginning at the Northeast corner of this parcel of land, on the Easterly side of
Old Kamehameha Highway, being also the Southeast corner of Parcel A (C.S.F.
13,593), the coordinates of said point of beginning referred to Government Survey
Triangulation Station "WAIPIO UKA" being 7,884.39 feet South and 2,194.43 feet East,
thence running by azimuths measured clockwise from True South:

1. 33° 50' 17.82 feet along a portion of Old Kamehameha
Highway conveyed to John II Estate, Limited
by the Territory of Hawaii by deed dated
February 8, 1940 and recorded in Liber
1710, Page 432 (Land Office Deed 6484);

Thence along a portion of Old Kamehameha
Highway conveyed to John II Estate, Limited
by the Territory of Hawaii by deed dated
February 8, 1940 and recorded in Liber
1710, Page 432 (Land Office Deed 6484),
on a curve to the right having a radius of
775.00 feet, the chord azimuth and distance
being:

2. 43° 32' 30" 261.38 feet;

3. 53° 15' 1092.36 feet

along a portion of Old Kamehameha Highway conveyed to John II Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710, Page 432 (Land Office Deed 6484);

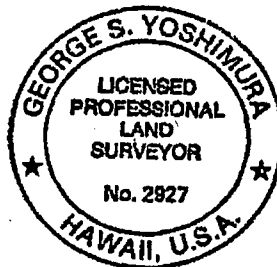
Thence along the remainder of Old Kamehameha Highway, being also along the remainder of Exclusion 18 of Land Court Application 1000 (Map 1), on a curve to the right having a radius of 672.86 feet, the chord azimuth and distance being:

4. 222° 08' 11" 259.39 feet;

5. 233° 15' 1112.27 feet

along a portion of Old Kamehameha Highway conveyed to John II Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710, Page 432 (Land Office Deed 6484) and Parcel A (C.S.F. 13,593) to the point of beginning and containing an area of 59,632 Square Feet.

1001 Bishop Street
Honolulu, Hawaii
October 2, 2002



M&E Pacific, Inc.

George S. Yoshimura
Licensed Professional Land Surveyor
Certificate No. 2927

Description Checked

R. Kuakata
Cadastral Engineer

Date: 10/30/02

THE ORIGINAL OF THE DOCUMENT
RECORDED IN BOOK NO. _____
STATE OF HAWAII

BUREAU OF CONVEYANCES

DATE AUG 18 2005 100
DOCUMENT NO. 2005-164713

LAND COURT SYSTEM

REGULAR SYSTEM

RETURN BY MAIL () PICK UP ():

Total Pages: 10

STATE OF HAWAII
DEPARTMENT OF TRANSPORTATION
ABSTRACTING SECTION

Tax Map Key: (1) 9-4-06-05 (Portron)

QUITCLAIM DEED

GRANTOR: STATE OF HAWAII
Board of Land and Natural Resources
1151 Punchbowl Street
Honolulu, Hawaii 96813

GRANTEE: CASTLE & COOKE HOMES HAWAII, INC.
100 Kahelu Avenue, 2nd Floor
Mililani, Hawaii 96789

(Parcel E)

QUITCLAIM DEED

KNOW ALL BY THESE PRESENTS:

That, effective as of the 18 day of August, 2005, the STATE OF HAWAII, hereinafter referred to as the "GRANTOR" by its Board of Land and Natural Resources, acting pursuant to Section 171-52, Hawaii Revised Statutes, for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other valuable consideration, paid at the Department of Transportation by CASTLE & COOKE HOMES HAWAII, INC., a Hawaii corporation, whose address is 100 Kahelu Avenue, 2nd Floor, Mililani, Hawaii 96789, hereinafter referred to as the "GRANTEE", the receipt whereof is hereby acknowledged, does hereby remise, release and forever quitclaim unto said GRANTEE, and its successors and assigns, all of its right, title, interest, claim and demand in and to that certain parcel of land designated as Parcel E, portion of Old Kamehameha Highway, situated in the Vicinity of Kipapa Gulch at Waipio, Ewa, Oahu, Hawaii, and more particularly described in Exhibit A, attached hereto and made a part hereof, hereinafter referred to as the "Property".

RESERVING TO THE GRANTOR, ITS SUCCESSORS AND ASSIGNS,
THE FOLLOWING:

(1) All minerals as hereinafter defined, in, on, or under the Property and the right, on its own behalf or through persons authorized by it, to prospect for, mine and remove such minerals and to occupy and use so much of the surface of the ground as may be required for all purposes reasonably extending to the mining and

removal of such minerals by any means whatsoever, including strip mining. "Minerals" as used herein, shall mean any or all oil, gas, coal, phosphate, sodium, sulfur, iron, titanium, gold, silver, bauxite, bauxitic clay, diaspore, boemite, laterite, gibbsite, alumina, all ores of aluminum and, without limitation thereon, all other mineral substances and ore deposits, whether solid, gaseous or liquid, including all geothermal resources, in, on, or under the Property, fast or submerged; provided that "minerals" shall not include sand, gravel, rock or other material suitable for use and used in general construction in furtherance of the GRANTEE's permitted activities on the Property and not for sale to others.

(2) All surface and ground waters appurtenant to the Property and the right on its own behalf or through persons authorized by it, to capture, divert or impound the same and to occupy and use so much of the Property as may be required in the exercise of this right reserved.

(3) All prehistoric and historic remains found in, on, or under the Property, including all burial sites, as defined in Chapter 6E, Hawaii Revised Statutes.

Provided, however, that as a condition precedent to the exercise of the rights reserved in Paragraphs 1 and 2 above, just compensation shall be paid to the GRANTEE for any of the GRANTEE's improvements and land taken.

AND, the GRANTEE for itself and its successors and assigns, covenants with the GRANTOR and its successors and assigns as follows:

1. That the use of the Property shall be in combination, consolidation

or otherwise with other abutting lands owned by the GRANTEE and shall be used in accordance with the requirements of all County, State and Federal authorities, including all applicable County, State and Federal ordinances, statutes, rules and regulations now in force or which may be in force hereafter, including, without limitation, the appropriate zoning and subdivision ordinances of the City and County of Honolulu.

2. The Property is sold in an "as is" condition and the GRANTOR makes no warranty or representation about: (a) the suitability of the Property for any particular use; (b) the presence of any hazardous materials on, under or about the same; and (c) the physical condition of the Property and any improvements thereon. Furthermore, the GRANTOR makes no warranties about the marketability of the Property and will not be responsible for clearing the Property of structures, vegetation and debris.

3. That the GRANTEE, for itself, its successors and assigns, shall waive and release, forever, any and all claims and/or causes of action the GRANTEE may have now or in the future against the State of Hawaii, or any agency thereof ("Releasees") with regard to the Property and the conveyance of the Property to the GRANTEE, except where such claim or cause of action arises out of the tortious conduct of a Releasee or failure of a Releasee to comply with law.

4. That the GRANTEE shall not construct, erect or install any structure or improvement on the Property or improve or alter the Property (including, but not limited to, raising the level of the Property so as to create an embankment between the

Property and the GRANTOR's lands adjacent thereto, if any) in such a manner or in such a location that will interfere materially with the safety and free flow of traffic on the GRANTOR's lands adjacent to and nearby the Property, if any (hereinafter the "GRANTOR's lands").

5. The GRANTEE's use of the Property shall not result in users of the GRANTOR's lands adjacent thereto being unduly exposed to hazardous conditions caused by GRANTEE; and the use of the Property and the design, occupancy and use of any improvement or structure thereon shall be such that neither the use, safety, appearance, nor the enjoyment of GRANTOR's lands adjacent thereto will be adversely affected by fumes, vapors, odors, spills, leaks, drippings, droppings or discharges of any kind from the Property unless such matters were brought to the Property by GRANTOR.

7. The use and enjoyment of the Property conveyed shall not be in support of any policy which unlawfully discriminates against anyone based upon race, creed, sex, color, national origin, religion, marital status, familial status, ancestry, age or a disability as defined in the Americans with Disabilities Act of 1990.

8. If the GRANTEE fails to comply with its obligations under this Deed, or fails to satisfactorily remedy its non-compliance within fifteen (15) days (or such further time as may be approved by the GRANTOR) after the GRANTOR sends the GRANTEE notice of such non-compliance, as reasonably determined by the GRANTOR, the GRANTOR shall have the right to pursue all of its available remedies,

including, but not limited to, the right to:

- (a) enter and go upon the Property for purposes of protecting the GRANTOR's lands and all users thereof and correcting the GRANTEE's non-compliance; and
- (b) hold the GRANTEE liable for any and all costs and expenses incurred by the GRANTOR in connection with such entry and corrective work.

9. The GRANTEE agrees that the GRANTEE's covenants herein shall run with and be binding on the Property.

TO HAVE AND TO HOLD the same, together with all the rights, easements, privileges and appurtenances thereunto belonging, or in any way appertaining or held and enjoyed therewith unto the GRANTEE, and its successors and assigns, forever, except as aforesaid.

IN WITNESS WHEREOF, the STATE OF HAWAII, the GRANTOR herein, has caused the seal of the Department of Land and Natural Resources to be hereunto affixed and these presents to be duly executed, and the GRANTEE herein has caused these presents to be duly executed, both effective as of the day and year first above written.

Approved by the Board of
Land and Natural Resources
at its meeting held on
November 15, 2002, Item K-8

GRANTOR:

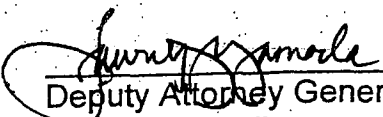
STATE OF HAWAII

By 

Its Chairperson and Member
Board of Land and Natural
Resources

Print Name: Peter T. Young

APPROVED AS TO FORM:


Deputy Attorney General
State of Hawaii

Dated: JUL 11 2005

GRANTEE:

CASTLE & COOKE HOMES HAWAII,
INC.

By 

Richard K. Mirikitani
Its Sr. Vice President & Secretary

By 

cl
up Jon Uchiyama
Its Sr. Vice President

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

On this 10th day of August, 2005, before me appeared Richard K. Mirikitani and Jon Uchiyama, to me personally known, who, being by me duly sworn, did say that they are the Sr. Vice President & Secretary and Sr. Vice President, respectively, of CASTLE & COOKE HOMES HAWAII, INC., a Hawaii corporation; that said instrument was signed in behalf of said corporation by authority of its Board of Directors, and the said officers acknowledged said instrument to be the free act and deed of said corporation.

Cynthia Kadekawa

Cynthia Kadekawa
Notary Public, State of Hawaii

26

My commission expires: 3/22/2006

EXHIBIT A

PARCEL E

Portion of Old Kamehameha Highway

Situated between Kamehameha Highway and Kipapa Gulch

At Waipio, Ewa, Oahu, Hawaii

Being a portion of Exclusion 18 as shown on Land Court Application 1000

(Map 1)

Being also a portion of Royal Patent 5732, Land Commission Award 8241 to Ioane

li conveyed to the Territory of Hawaii by John li Estate, Limited by deed dated

June 13, 1934 and recorded in Liber 1243, pages 270-305

(Land Office Deed 4931)

Beginning at the Southwest corner of this parcel of land, on the westerly side of Old Kamehameha Highway, the coordinates of said point of beginning referred to Government Survey Triangulation Station "WAIPIO UKA" being 9,008.77 feet South and 688.72 feet East, thence running by azimuths measured clockwise from True South:

- | | | | |
|----|--------------|-------------|---|
| 1. | 233° 06' 11" | 1.08 feet; | Along a portion of Old Kamehameha Highway conveyed to John li Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710, Page 432 (Land Office Deed 6484), on a curve to the right having a radius of 210.00 feet, the chord azimuth and distance being: |
| 2. | 233° 15' | 765.84 feet | along a portion of Old Kamehameha Highway conveyed to John li Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710, Page 432 (Land Office Deed 6484); |

3. 42° 08' 11" 259.39 feet;

4. 53° 15' 511.31 feet

thence along the remainder of Old Kamehameha Highway, being also along the remainder of Exclusion 18 of Land Court Application 1000 (Map 1), on a curve to the left having a radius of 672.86 feet, the chord azimuth and distance being:

along a portion of Old Kamehameha Highway conveyed to John li Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710, Page 432 (Land Office Deed 6484);

5. 47° 31' 54" 31.88 feet;

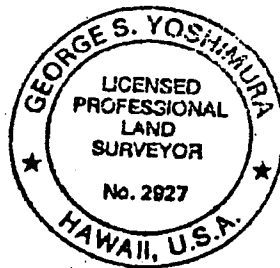
thence along a portion of Old Kamehameha Highway conveyed to John li Estate, Limited by the Territory of Hawaii by deed dated February 8, 1940 and recorded in Liber 1710, Page 432 (Land Office Deed 6484), on a curve to the left having a radius of 160.00 feet, the chord azimuth and distance being:

6. 173° 12' 27" 61.38 feet

thence along the remainder of Old Kamehameha Highway, being also along the remainder of Exclusion 18 of Land Court Application 1000 (Map 1), on a curve to the right having a radius of 1000.00 feet, the chord azimuth and distance being:

to the point of beginning and containing an area of 30,566 Square Feet.

841 Bishop Street
Honolulu, Hawaii
July 22, 2005



M&E Pacific, Inc.

George S. Yoshimura
Licensed Professional Land Surveyor
Certificate No. 2927

Description Checked

R. Kuwahata
Cadastral Engineer
Date: 7/29/05

WAIAWA RIDGE DEVELOPMENT LLC

March 31, 2009

Mr. Bruce Barrett
Executive Vice President
Castle & Cooke Homes Hawaii, Inc.
100 Kahelu Avenue, 2nd Floor
Mililani, HI 968789

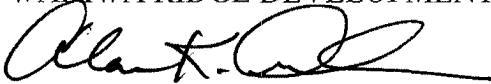
Subject: Landowner's Authorization to File for Entitlements
Proposed Lot 1-B (.0297 acre) and Lot 1-C (0.061 acre)
Waipio, Ewa, Oahu (Tax Map Key: 9-4-06: por. 31)

Mr. Barrett:

Waiawa Ridge Development LLC, as the fee owner of approximately 0.358 acre of land in Waiawa (Lot 1-B and Lot 1-C as shown on the attached map) hereby authorize Castle & Cooke Homes Hawaii, Inc. to file a petition with the State Land Use Commission to reclassify the subject property from the Agricultural District to the Urban District. Authorization is also granted for the filing of applications for any subsequent rezoning action which may be required by the City and County of Honolulu relative to the subject property.

Sincerely,

WAIAWA RIDGE DEVELOPMENT, LLC



Alan K. Arakawa
Its President

Enclosure
tkm

CASTLE & COOKE HOMES HAWAII, INC.

BALANCE SHEET

As of December 31, 2010

(Unaudited)

ASSETS

Cash	\$ 2,961,406
Escrow & Other Receivables - Net	4,862,834
Other Current Assets	9,779
Property, Plant & Equipment - Net	10,332,531
Notes Receivable	363,349
Real Estate Developments	110,360,659
Intercompany Receivable	761,480,935
Investments in Unconsolidated Subsidiary Companies	1,666,244
Other Assets	<u>201,911</u>

TOTAL ASSETS \$ 892,239,648

LIABILITIES

Accounts Payable	\$ 11,282,627
Accrued Liabilities	3,885,121
Income Taxes Payable	2,538,200
Deferred Income Taxes Payable	198,148,881
Other Liabilities	<u>7,292,169</u>
Total Liabilities	223,146,998

STOCKHOLDERS EQUITY

Common Stock	1,000
Paid In Capital in Excess of Par	128,292,873
Beginning Retained Earnings	536,828,772
Current Year Earnings	<u>3,970,005</u>
Total Stockholders Equity	669,092,650

TOTAL LIABILITIES & STOCKHOLDERS EQUITY \$ 892,239,648

INCOME STATEMENT

Year Ended December 31, 2010

(Unaudited)

REVENUE	\$ 36,938,364
COST OF SALES	<u>26,430,218</u>
GROSS MARGIN	10,508,146
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	<u>4,185,328</u>
OPERATING INCOME	6,322,818
INTEREST & OTHER INCOME	<u>185,387</u>
PRETAX INCOME	6,508,205
INCOME TAXES	<u>2,538,200</u>
NET INCOME	\$ <u><u>3,970,005</u></u>