

Exhibit A

This page intentionally left blank.

LEGAL DESCRIPTION EXHIBIT

PARCEL I:

Lot Numbered 32, as said Lot is shown on that certain map entitled, "Tract No. 1161, Quail Meadows", filed for record on August 28, 1991 in the office of the County Recorder of the County of Monterey, State of California, in Volume 17 of Maps, "Cities and Towns", at Page 42.

PARCEL II:

A Non-Exclusive Easement for ingress, egress, and utilities and incidental purposes over those certain private roads designated as Quail Meadows Drive, Quail Meadows Place, Quail Way, Covey Court, Oak Trail and Grey Goose Gulch as shown on that certain map entitled, "Tract No. 1161 Quail Meadows" filed for record on August 28, 1991 in Volume 17 of Maps, "Cities and Towns", at Page 42, as defined in the Declaration of Covenants, Conditions and Restrictions filed in the office of the County Recorder of Monterey County, California, on February 4, 1992 in Reel 2752, Page 426, Official Records.

PARCEL III:

A Non-Exclusive Easement for private driveway, ingress, egress, utilities, sanitary sewer and storm drainage and incidental purposes over that portion of Parcel F and Lot 31 designated "P.D.E., P.U.E., S.S.E. and S.D.E." as it is shown on that certain map entitled, "Tract No. 1161, Quail Meadows", filed for record on August 28, 1991 in the office of the County Recorder of the County of Monterey, State of California, in Volume 17 of Maps, "Cities and Towns", at Page 42.

PARCEL IV:

A perpetual Right of Way appurtenant for all purposes of a road, over and along the following described six strips of land:

FIRST:

A strip of land, 60 feet wide, lying outside of the 614.7 acre tract of land as described in the deed from Frank B. Porter, et ux, to Sydney W. Fish, a married man, recorded January 15, 1945 in Volume 859, Page 11, Official Records, and along and contiguous to those certain boundary courses thereof numbered 26 to 44, both inclusive, the southerly terminus of said 60 foot strip being defined by a line which bears N. 76 degrees 01' E., and passes thru the southerly end of said boundary course numbered 26, and the northerly terminus of said 60 foot strip being defined by a line, which beginning at the northerly end of said boundary course numbered 44, runs S. 68 degrees 56' E., 3.2 feet and thence S. 68 degrees 48' E., 58.0 feet, said 60 foot strip of land being a portion of which is locally known as the El Potrero Canyon Road.

LEGAL DESCRIPTION EXHIBIT

SECOND:

A strip of land, 60 feet wide, lying outside of the 614.7 acre tract of land as described in the deed from Frank B. Porter, et ux, to Sydney W. Fish, a married man, recorded January 15, 1945 in Volume 859, Page 11, Official Records, and along and contiguous to those certain boundary courses thereof numbered 47 to 53, both inclusive, the southerly terminus of said 60 foot strip being defined by a line which bears S. 5 degrees 41' W., and passes thru the Southwesterly terminus of the said boundary course numbered 47, and the northerly terminus of said 60 foot strip being defined by a line which bears S. 87 degrees 56' E., and passes thru the northerly end of the said boundary course numbered 53.

THIRD:

A strip of land, 50 feet wide lying along, contiguous to and Easterly from the following described line: Beginning at the Northerly end of the said boundary course numbered 53 as described in the deed from Frank B. Porter, et ux, to Sydney W. Fish, a married man, recorded January 15, 1945 in Volume 859, Page 11, Official Records; thence along boundaries of the 614.7 acre tract with the following 5 courses and distances N. 15 degrees 55' E., 133.6 feet; thence N. 28 degrees 49' E., 29.7 feet; thence N. 34 degrees 49' E., 79.2 feet; thence N. 35 degrees 49' E., 86.8 feet to the Northeast corner of said 614.7 acre tract; thence leave boundary of said 614.7 acre tract and running N. 35 degrees 49' E., 2.3 feet; thence N. 26 degrees 54' E., 48.1 feet to a point.

FOURTH:

A strip of land, 50 feet wide, lying 25 feet on each side of the following described centerline: Beginning at a point from which the northerly end of boundary course numbered 44 in the 614.7 acre tract as described in the deed from Frank B. Porter, et ux, to Sydney W. Fish, a married man, recorded January 15, 1945 in Volume 859, Page 11, Official Records, bears the following two courses and distances, N. 68 degrees 48' W., 28.2 feet and N. 68 degrees 56' W., 3.2 feet distant; thence from said point of beginning N. 0 degrees 04' E., 265.5 feet; thence N. 19 degrees 31' W., 207.6 feet and thence N. 42 degrees 21' W., 224.3 feet to Station, the Southerly terminus of said 50 foot strip being defined by a line which bears N. 68 degrees 48' W., and passes thru the beginning point of the above described center line.

FIFTH:

A strip of land, 50 feet wide lying outside of the 614.7 acre tract of land as described in the deed from Frank B. Porter, et ux, to Sydney W. Fish, a married man, recorded January 15, 1945 in Volume 859, Page 11, Official Records, and along and contiguous to those certain boundary courses thereof, numbered 58 to 62, both inclusive, the more Westerly terminus of said 50 foot strip being defined by a line which bears S. 82 degrees 26' E., and passes thru the Southerly end of the said boundary course numbered 62 and the more Easterly terminus of said 50 foot strip being defined by a line, which beginning at the Easterly end of the said boundary course numbered 58, runs N. 35 degrees 49' E., 2.3 feet and thence N. 26 degrees 54' E., 48.1 feet to a point.

LEGAL DESCRIPTION EXHIBIT

SIXTH:

All that portion of the present traveled road, known as the El Potrero Canyon Road, which extends from the existing road intersection at the Northeasterly corner of the 614.7 acre tract as described in the deed from Frank B. Porter, et ux, to Sydney W. Fish, a married man, recorded January 15, 1945 in Volume 859, Page 11, Official Records, and runs in a generally Northerly direction, crossing the Carmel River over the San Carlos Bridge and continuing to intersection with the Carmel Valley County Road.

PARCEL V:

Non-exclusive rights, right of way and easements as conveyed in that certain "Non-exclusive Roadway Easement and Utility Easement Agreement (Rancho San Carlos Road-Segment E-2)" by and between Rancho San Carlos Partnership, a California General Partnership, and Quail Lodge Inc., a California Corporation, recorded May 9, 1991 in Reel 2640, Page 728, Official Records of Monterey County, State of California.

PARCEL VI:

Non-exclusive rights, rights of way and easements as conveyed in that certain "Non-exclusive Roadway Easement and Utility Easement Agreement Rancho San Carlos Road-Segment D)" by and between Rancho San Carlos Partnership, a California General Partnership, and Quail Lodge, Inc., a California Corporation, recorded May 9, 1991 in Reel 2640, Page 793, Official Records of Monterey County, State of California.

PARCEL VII:

Non-exclusive rights, rights of way and easements as conveyed in that certain "Non-exclusive Easement Agreement (Rancho San Carlos Road-Segment 07)" by and between Rancho San Carlos Partnership, a California General Partnership, and Quail Lodge, Inc., a California Corporation, recorded May 9, 1991 in Reel 2640, Page 861, Official Records of Monterey County, State of California.

PARCEL VIII:

Non-exclusive rights, rights of way and easements as conveyed in that certain "Non-exclusive Utility Easement Agreement (Rancho San Carlos Road)" by and between Rancho San Carlos Partnership, a California General Partnership, and Quail Lodge, Inc., a California Corporation, recorded May 9, 1991 in Reel 2640, Page 882, Official Records of Monterey County, State of California.

A.P. No. 157-171-032

END OF DOCUMENT

This page intentionally left blank