

1 RESOLUTION NO. 2020-P008

2 A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF CULVER
3 CITY, CALIFORNIA, APPROVING CONDITIONAL USE PERMIT, P2020-0030-
4 CUP, TO ALLOW THE SALE OF ALCOHOLIC BEVERAGES (BEER) FOR A BAR
5 AND RETAIL FOR OFF-SITE CONSUMPTION AT 8809 WASHINGTON
6 BOULEVARD IN THE PLANNED DEVELOPMENT (PD NO. 11) ZONE.

7 (Conditional Use Permit, P2020-0030-CUP)

8 WHEREAS, on January 28, 2020, Los Angeles Ale Works, LLC (the “Applicant”) filed
9 an application for a Conditional Use Permit, to allow the sale of alcoholic beverages (beer) as
10 part of a bar and for off-site consumption (the “Project”). The Project site is legally described
11 as per Exhibit B, in the City of Culver City, County of Los Angeles, State of California; and,

12 WHEREAS, in order to implement the proposed Project, approval of the following
13 applications are required:

14 1. Conditional Use Permit, P2020-0030-CUP, for the sale of alcoholic beverages
15 (beer) for on-site and off-site consumption, to ensure the Project complies with all required
16 standards and City ordinances and to establish all onsite and offsite conditions of approval
17 necessary to address the site features and ensure compatibility of the proposed Project with
18 the development on adjoining properties and in the surrounding neighborhood, and

19 WHEREAS, pursuant to CEQA Section 15303, Class 3 – Construction or Conversion of
20 Small Structures, the Project is Categorically Exempt; and

21 WHEREAS, on May 27, 2020, after conducting a duly noticed public hearing on the
22 subject application, including full consideration of the applications, plans, staff report,
23 environmental information and all testimony presented, the Planning Commission, (i) by a vote
24 of ___ to ___, adopted a Categorical Exemption, in accordance with the California Environmental
25 Quality Act (CEQA), finding the Project will not result in significant adverse environmental
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1 impacts; and (ii) by a vote of ___ to ___, conditionally approved Conditional Use Permit, P2020-
2 0030-CUP.

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4 NOW, THEREFORE, THE PLANNING COMMISSION OF THE CITY OF CULVER
5 CITY, CALIFORNIA, RESOLVES AS FOLLOWS:

6 SECTION 1. Pursuant to the foregoing recitations and the provisions of Culver City
7 Municipal Code (CCMC), the following findings are hereby made:

8
9 **Conditional Use Permit**

10 As outlined in CCMC Section 17.530.020, the following required findings for a Conditional Use
11 Permit are hereby made:

12 **A. The proposed use is allowed within the subject zoning district with approval of a**
13 **Conditional Use Permit and compliance with all other applicable provisions of the**
14 **Title and the CCMC.**

15 The proposed sales of alcoholic beverages for on-site and off-site consumption, for a
16 bar/taproom and retail use, is consistent with the Permitted Uses table of the adopted
17 Comprehensive Plan for this Planned Development (PD No. 11) Zone. Pursuant to said
18 Comprehensive Plan and PD zoning district, the proposed use is allowed subject to the
19 approval of a Conditional Use Permit (CUP). The findings required for approval of the
20 proposed CUP have been made herein. The proposed use as conditioned will comply with
21 all other applicable provisions of Title 17 – Culver City Zoning Code and the Culver City
22 Municipal Code (CCMC).

23 **B. The proposed use is consistent with the General Plan and any applicable Specific**
24 **Plan.**

25 The subject site is located within the General Corridor land use designation of the General
26 Plan; the proposed use, a bar/taproom with outdoor patio and retail sales of alcoholic
27 beverages for off-site consumption, is consistent with this designation, which envisions a
28 range of small to medium scale commercial uses with an emphasis on community serving
29 retail. The subject tenant space is 1,685 square feet within an existing multi-story transit
oriented development (TOD) complex; thus, the business is expected to be a community
oriented destination, primarily serving local residents and visitors, with a secondary draw
from the commuter population using the abutting Metro Station and visitors to other
businesses within the TOD. The proposed alcoholic beverage sales/service use will
introduce a unique operation to the overall TOD district, will complement the variety of
surrounding uses, and will support economic vitality and diversity, consistent with the
General Plan land use goal of achieving economic vitality that serves the community and
protects quality of life. As conditioned, the quality of life for the surrounding neighborhood,
including residential uses, will be protected. In addition, the establishment of the proposed

1 use consisting of the sale of alcoholic beverages (beer) for on-site and off-site consumption
2 is consistent with Objective 5, specifically land use policies 5.B and 5.G, which encourage
3 small business ownership and the establishment of high quality retail uses. There is no
4 applicable Specific Plan for this area.

5 **C. The design, location, size, and operating characteristics of the proposed use are**
6 **compatible with the existing and future land uses in the vicinity of the subject site.**

7 The project site is located at the northwest corner of Washington Boulevard and National
8 Boulevard, along a major commercial corridor at the intersection of the City's TOD District.
9 The site is surrounded by a mix of commercial uses, including several restaurants, mixed-
10 use complex, a small park, offices, light industrial and residential uses. The subject tenant
11 space is within the TOD complex known as Ivy Station, along the west façade of the ground
12 floor of the commercial/residential building abutting the Metro Station, and away from the
13 main streets. The use will be small-scale and occupy a space that is 1,685 square feet,
14 with an additional 440 square feet of outdoor seating area. The design, location, and size
15 of the physical improvements/building and overall site are in compliance with the
16 Comprehensive Plan and PD Zone. The business will require minor tenant improvements
17 to make the space suitable for the operation of the new business. Operationally, the
18 proposed alcohol service will be a small component of the larger site, operating from 11:00
19 am to midnight daily, with the last service for on-site consumption occurring no less than
20 thirty (30) minutes before closing time. In addition, the outdoor seating and large rollup
21 doors will be restricted in their operation after 8:00 pm; signs will be posted and no amplified
22 sound will be allowed in order to encourage noise reduction. In this manner, the proposed
23 alcohol service will be compatible with the surrounding land uses, including future uses in
24 the surrounding TOD district. The project has been conditioned to further ensure
25 compatibility with the neighborhood and with future land uses in the vicinity of the subject
26 site. Should any unexpected negative impacts arise from the operation of the proposed
27 use, this Conditional Use Permit may be subject to revocation or modification as deemed
28 necessary.

29 **D. The subject site is physically suitable for the type and intensity of use being**
30 **proposed, including access, compatibility with adjoining land uses, shape, size,**
31 **provision of utilities, and the absence of physical constraints.**

32 The subject site is a generally flat, irregularly shaped site, measuring 5.53 acres, located at
33 a major commercial intersection, and developed with a multi-story mixed-use TOD with
34 associated site improvements, including access and utilities. The sale of alcoholic
35 beverages (beer) for on-site and off-site consumption is proposed within an existing small-
36 scale tenant space measuring 1,685 square feet of floor area with a small outdoor patio
37 measuring 440 square feet. The proposed alcohol sales/service use will be operated in a
38 manner that is sensitive to surrounding land uses. Further the use will not result in an
39 intensification and no additional access or utilities are required to service the site in
40 connection with the proposed use. The operation will be compatible with restaurant
41 operations in the surrounding area, including the adjacent commercial land uses that
42 include a grocery store and apartments to the southeast, an office building to the east, a
43 park and retail/restaurant complex to the south, and train station and light industrial building
44 to the west. In addition, the use has been conditioned so as to prevent any compatibility

1 issues with the residential use(s) on-site and in the neighborhood to the south. Therefore,
2 the subject site is physically suitable for the proposed use subject to compliance with the
3 conditions of approval contained herein.

4 **E. The establishment, maintenance or operation of the proposed use will not be**
5 **detrimental to the public interest, health, safety, or general welfare, or injurious to**
6 **persons, property, or improvements in the vicinity and zoning district in which the**
7 **property is located.**

8 The subject tenant space is a small-scale business, primarily serving the surrounding
9 neighborhood as well as the more regional public using the Metro Station and visiting the
10 larger Ivy Station TOD; therefore, the proposed alcohol service will serve the public
11 convenience. The sale of alcoholic beverages (beer) for on-site and off-site consumption
12 as part of a bar/taproom and retail store will occur only in compliance with the conditions of
13 approval contained herein and with any requirements and/or operating restrictions imposed
14 by the ABC, and, thus, will not negatively impact the mixed use development or surrounding
15 neighborhood. Conditions of approval have been included that restrict operating hours and
16 potential noise sources in order to ensure the use does not have the potential to create any
17 nuisance conditions. Therefore the project, subject to the conditions of approval, will ensure
18 that the operation of the bar/taproom will not be detrimental to the public interest, health,
19 safety, or general welfare, or injurious to persons, property, or improvements in the vicinity
20 and zoning district in which the property is located.
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1 SECTION 2. Pursuant to the foregoing recitations and findings, the Planning
2 Commission of the City of Culver City, California, hereby (i) adopts a Categorical Exemption,
3 in accordance with the California Environmental Quality Act (CEQA), finding the Project will not
4 result in significant adverse environmental impacts; and (ii) approves Conditional Use Permit,
5 P2020-0030-CUP, subject to the conditions of approval set forth in Exhibit A attached hereto
6 and incorporated herein by this reference.
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8 APPROVED and ADOPTED this 27th day of May, 2020.
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11 ANDREW REILMAN, CHAIRPERSON
12 PLANNING COMMISSION
13 CITY OF CULVER CITY, CALIFORNIA

14 Attested by:

15 Susan Herbertson, Senior Planner
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EXHIBIT A
 RESOLUTION NO. 2020-P008
 Case No. P2020-0030-CUP
 8809 Washington Blvd, Suite 132-133

NO.	CONDITIONS OF APPROVAL	Agency	Source	Compliance Verification
GENERAL				
1.	These Conditions of Approval are being imposed on the sale of alcoholic beverages (beer) for on-site and off-site consumption as part of a bar/taproom and retail store (the "Project"), for the property located at 8809 Washington Boulevard, Suite 132-133 (the "Property").	All	Standard	
2.	A copy of the Resolution approving the Project, and a copy of these Conditions of Approval, shall be printed on the plans submitted as part of any building permit application for the Project.	Current Planning	Standard	
3.	All building permit applications for the Project shall include sufficient information and detail to clearly reflect compliance with all applicable requirements of the Culver City Municipal Code (the "CCMC") and with these Conditions of Approval.	Current Planning	Standard	
4.	The land use permit to which these Conditions of Approval apply (the "Land Use Permit") shall expire one year from the date of final approval of said Land Use Permit, if the use has not been exercised. As provided in CCMC Section 17.595.030 – "Time Limits and Extensions", an applicant may request an extension of said expiration date by filing a written request with the Current Planning Division prior to the expiration of the land use permit.	Current Planning	Standard	
5.	Pursuant to CCMC Section 17.630.010.C.4 – "Posted Notice", the public notification sign(s) installed in accordance with the public notification requirements for the Land Use Permit shall be removed within ten days after the end of the appeal period or the final decision by the City Council on the Land Use Permit, whichever occurs last.	Current Planning	Standard	
6.	Signs proposed for the Project shall meet all applicable requirements of CCMC Chapter	Current Planning	Standard	

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NO.	CONDITIONS OF APPROVAL	Agency	Source	Compliance Verification
GENERAL				
	17.330 - "Signs". All signs require a separate permit and approval. Any signs proposed for the Project site shall conform to the corresponding Master Sign Program (MSP).			
7.	All permits and licenses required in connection with the development or use of the Project shall be applied for and obtained separately.	All	Standard	
8.	All buildings and structures to be constructed as part of the Project shall be designed and constructed in accordance with all applicable regulations and standards of the City's Building Code, Fire Code and any related codes as determined by the Building Official and Fire Marshal; and all other applicable provisions of the CCMC which are adopted and in effect at the time of issuance of a building permit.	Building/ Fire	Standard	
9.	Changes to the Project or use approved as part of the Land Use Permit may only be made in accordance with the provisions of CCMC Section 17.595.035 – "Changes to an Approved Project".	Current Planning	Standard	
10.	Portable or temporary space heaters shall not be allowed.	Current Planning	Special	
11.	Space heaters and/or fixed heaters shall be allowed with installation of gas-line and of a uniform design, shall not project beyond the limits of the outdoor dining area, and shall require written approval from the Landlord, Culver City Planning Division, and the Culver City Fire Marshal prior to placement	Current Planning Division/ Fire	Special	
12.	The Project is subject to sewer facility charges which shall be paid at the time of Building Permit issuance.	Public Works	Special	

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NO.	CONDITIONS OF APPROVAL	Agency	Source	Compliance Verification
PRIOR TO CERTIFICATE OF OCCUPANCY OR FINAL INSPECTION				
13.	All provisions, and requirements set forth in these Conditions of Approval, in the Resolution approving the project, in the CCMC, or in any applicable written comments as provided by City representatives on the Land Use Permit application, shall be fulfilled and satisfied to the satisfaction of all City departments before the use may be established or the Project occupied.	All	Standard	
14.	The applicant shall be required to submit to the Current Planning Division the following: <ul style="list-style-type: none"> a. California State Department of Alcoholic Beverage Control (ABC) application simultaneously with the submittal of said application to ABC or prior to the issuance of the ABC license if it has already been submitted; b. Zoning Affidavit, as may be required by ABC; c. Copy of the ABC license upon issuance of said license; and d. Copy of each license suspension or citation issued by ABC upon such issuance. 	Current Planning	Special	
15.	All onsite and offsite improvements and all conditions of approval shall be completed prior to issuance of any certificate of occupancy.	All	Standard	
ON-GOING				
NO.	CONDITIONS OF APPROVAL	Agency	Source	Compliance Verification
16.	The use and development of the Property shall be in substantial conformance with the plans and materials submitted with the application for the Land Use Permit as reviewed by the Planning Commission at its meeting on May 27, 2020, excepted as modified by these Conditions of Approval.	Current Planning	Standard	

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NO.	CONDITIONS OF APPROVAL	Agency	Source	Compliance Verification
ON-GOING				
17.	Pursuant to CCMC Section 17.650.020 – “Inspection”, the Property Owner and Applicant shall allow authorized City officials, or their designees, access to the Property where there is reasonable cause to believe the Property is not in compliance with these Conditions of Approval or other requirements of the CCMC.	All	Standard	
18.	Pursuant to Zoning Code Chapter 17.660, the Administrative Use Permit may be revoked or modified if the conditions of approval herein are not complied with or if there are adverse impacts to the surrounding community or nuisances result from this approval. Prior to any such revocation, timely notice and response opportunities shall be given to the property owner	Current Planning	Special	
19.	There shall be no beverage manufacturing activities at the subject site.	Current Planning	Special	
20.	Hours of operation of the restaurant shall not exceed 11:00 AM to midnight daily.	Current Planning	Special	
21.	Alcoholic beverages shall be available for consumption within the designated seating areas, including the outdoor patio area, and only during the approved hours, with the last service occurring no less than thirty (30) minutes before midnight, except that no use of the outdoor patio shall be permitted occur after 8:00 PM.	Current Planning	Special	
22.	Only one (1) of the rollup doors connecting the interior of the tenant space to the outdoor patio may remain open after 8:00 PM.	Current Planning	Special	
23.	The outdoor dining area shall have posted signs informing patrons they are abutting residential property and are to be considerate of this by keeping noise levels to a minimum. The precise language, size, quantity, and location of these signs shall be subject to the review and approval of the Current Planning Division.	Current Planning	Special	

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NO.	CONDITIONS OF APPROVAL	Agency	Source	Compliance Verification
ON-GOING				
24.	There shall be no exterior advertising or sign of any kind, including advertising directed to the exterior from within, promoting or indicating the availability of alcoholic beverages. Interior displays of alcoholic beverages or signs which are clearly visible to the exterior shall constitute a violation of this condition. This condition is not meant to preclude an interior display of alcoholic beverage containers within the interior of the subject tenant space, nor the exterior display of the name of the business.	Current Planning	Special	
25.	There shall be no live entertainment on the premises at any time.	Current Planning	Special	
26.	The bar/taproom management shall be responsible for governing the number of alcoholic beverages provided to patrons in accordance with applicable State statutes.	Current Planning	Special	
27.	The bar/taproom shall only be open to patrons of twenty-one (21) years of age and older.	Current Planning	Special	
28.	The bar/taproom shall operate with regard for the character of the surrounding neighborhood, and the right is reserved to the Director to impose additional corrective conditions, if, in the Director's opinion, such conditions are proven necessary for the protection of tenants of the subject building, persons in the neighborhood or occupants of adjacent properties.	Current Planning	Special	
29.	The Property shall be maintained daily so that it is free of trash and litter, and is continuously maintained in an overall attractive condition.	Building/ Current Planning	Standard	
30.	Follow-up review of the operation of the bar/taproom, as determined by the Director shall be conducted after six months and after one year of full operation. If it is determined that the restaurant is not operating to the satisfaction of the Director, additional conditions may be imposed.	Current Planning	Special	

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NO.	CONDITIONS OF APPROVAL	Agency	Source	Compliance Verification
ON-GOING				
31.	In the event of a change in tenancy of the proposed bar/taproom (LA Ale Works) to a different bar/taproom, the operator of the new bar/taproom shall submit a request to modify this Conditional Use Permit prior to issuance of any building permit, approval of any business tax certificate and/or occupancy. The Director shall review said modification request and may modify, add, or delete conditions contained herein or may refer the matter to the Planning Commission for consideration of any modification.	Current Planning	Special	
32.	The use and development of the Property shall comply with these Conditions of Approval and all applicable local, special district or authority, county, state and federal statutes, codes, standards, and regulations including, but not limited to, Building Division, Fire Department, Current Planning Division and Public Works Department requirements, and shall comply with all applicable CCMC requirements and all comments made during the City's building permit plan check review process. Failure to comply with said Conditions, statutes, codes, standards, and regulations may result in reconstruction work, demolition, stop work orders, withholding of certificate of occupancy, revocation of land use permit approval and/or any other lawful action the City might deem reasonable and appropriate to bring about compliance.	All	Standard	
33.	All graffiti shall be removed from the Property within 48 hours of its application.	Building/ Current Planning/ Public Works	Standard	
34.	A copy of the conditions of approval shall be kept on the premises at all times.	Current Planning	Special	

EXHIBIT B

LEGAL DESCRIPTION OF PROPERTY

PARCEL A:

LOTS 1 THROUGH 52, INCLUSIVE OF TRACT NO. 5461, PARTLY IN THE CITY OF CULVER CITY AND PARTLY IN THE CITY OF LOS ANGELES, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 57, PAGE 76 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPTING THEREFROM ALL OIL, OIL RIGHTS, NATURAL GAS RIGHTS, MINERAL RIGHTS, ALL OTHER HYDROCARBON SUBSTANCES BY WHATSOEVER NAME KNOWN, AND ALL WATER, CLAIMS OR RIGHTS TO WATER, TOGETHER WITH APPURTENANT RIGHTS THERETO, WITHOUT HOWEVER, THE RIGHT TO ENTER UPON THE SURFACE OF SAID LAND AS RESERVED BY DEEDS OF RECORD.

PARCEL B:

THE NON-EXCLUSIVE, PERPETUAL EASEMENTS CREATED AND ESTABLISHED BY THAT CERTAIN PERPETUAL EASEMENT AGREEMENT (THE "PERPETUAL EASEMENT AGREEMENT") DATED AS OF JUNE 8, 2017, BY AND BETWEEN THE LOS ANGELES COUNTY METROPOLITAN TRANSPORTATION AUTHORITY, A CALIFORNIA COUNTY TRANSPORTATION AUTHORITY EXISTING UNDER THE AUTHORITY OF §§ 130050.2 ET SEQ. OF THE CALIFORNIA PUBLIC UTILITIES CODE ("LACMTA"), THE CITY OF CULVER CITY, A MUNICIPAL CORPORATION AND CHARTER CITY OF THE STATE OF CALIFORNIA (THE "CITY"), AND CULVER STATION, LLC, A DELAWARE LIMITED LIABILITY COMPANY ("DEVELOPER"), AND RECORDED SIMULTANEOUSLY HERewith IN THE OFFICE OF THE COUNTY RECORDER OF LOS ANGELES COUNTY, AS ASSIGNED TO DEVELOPER PURSUANT TO THAT CERTAIN TRANSFER OF EASEMENT AREA DOCUMENTS ASSIGNMENT AGREEMENT ("TRANSFER AGREEMENT") DATED AS OF JUNE 8, 2017, BY AND BETWEEN, ON THE ONE HAND, THE CITY AND THE SUCCESSOR AGENCY TO THE CULVER CITY REDEVELOPMENT AGENCY, A SUCCESSOR AGENCY UNDER CALIFORNIA HEALTH & SAFETY CODE SECTION 34173 ("SUCCESSOR AGENCY"), AND, ON THE OTHER HAND, DEVELOPER, RECORDED SIMULTANEOUSLY HERewith IN THE OFFICE OF THE COUNTY RECORDER OF LOS ANGELES COUNTY INCLUDING, WITHOUT LIMITATION, THE PERPETUAL RIGHTS AND EASEMENTS AS SET FORTH IN THE PERPETUAL EASEMENT AGREEMENT TO UTILIZE THE NORTHERLY NINETY ONE FEET (91') OF THE FOLLOWING DESCRIBED REAL PROPERTY (THE "LACMTA EASEMENT AREA"):

THE NORTHERLY NINETY-ONE FEET (91') OF THE FOLLOWING DESCRIBED REAL PROPERTY:

ALL THAT CERTAIN PART OF SOUTHERN PACIFIC RAILROAD RIGHT-OF-WAY (S.P.R.R R/W) 150 FEET WIDE AS SHOWN ON PARCEL MAP NO. 16367 AND PARCEL MAP L.A. NO. 5735, PARTLY IN THE CITY OF LOS ANGELES AND PARTLY IN THE CITY OF CULVER CITY, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER PARCEL MAP FILED IN BOOK 203, PAGES 57 AND 58 OF MAPS IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPT THEREFROM ALL MINERALS AND MINERAL RIGHTS, INTERESTS AND ROYALTIES, INCLUDING WITHOUT LIMITATIONS, ALL OIL, GAS AND OTHER HYDROCARBON SUBSTANCES, AS WELL AS METALLIC OR OTHER SOLID MINERALS OF WHATEVER KIND OR CHARACTER, WHETHER NOW KNOWN OR HEREAFTER DISCOVERED IN AND UNDER SAID LAND BELOW A DEPTH OF 500 FEET UNDER THE SURFACE WITHOUT REGARD TO THE MANNER IN WHICH THE

SAME MAY BE PRODUCED OR EXTRACTED FROM THE LAND, BUT WITHOUT ANY RIGHT TO ENTER UPON OR THROUGH THE SURFACE DOWN TO 500 FEET BELOW THE SURFACE TO EXTRACT, DRILL, EXPLORE OR OTHERWISE EXPLOIT SUCH MINERALS, OR MINERAL RIGHTS AND WITHOUT ANY RIGHT TO REMOVE OR IMPAIR LATERAL OR SUBJACENT SUPPORT, AS RESERVED BY THE SOUTHERN PACIFIC TRANSPORTATION COMPANY, A DELAWARE CORPORATION, IN DEED RECORDED JANUARY 15, 1991, AS INSTRUMENT NO. 91-63428, OFFICIAL RECORDS.

PARCEL C:

THE NON-EXCLUSIVE, PERPETUAL EASEMENTS CREATED AND ESTABLISHED BY THAT CERTAIN PERPETUAL RECIPROCAL EASEMENT AGREEMENT AND DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS (THE "REA") DATED AS OF JUNE 8, 2017, BY AND AMONG LACMTA, THE CITY, THE SUCCESSOR AGENCY, AND DEVELOPER, AND RECORDED SIMULTANEOUSLY HEREWITH IN THE OFFICE OF THE COUNTY RECORDER OF LOS ANGELES COUNTY, AS ASSIGNED TO DEVELOPER PURSUANT TO THE TRANSFER AGREEMENT RECORDED SIMULTANEOUSLY HEREWITH IN THE OFFICE OF THE COUNTY RECORDER OF LOS ANGELES COUNTY, INCLUDING, WITHOUT LIMITATION, THE PERPETUAL RIGHTS AND EASEMENTS AS SET FORTH THEREIN THE REA TO UTILIZE THE LACMTA EASEMENT AREA AND THE SOUTHERLY FIFTY NINE FEET (59') OF THE FOLLOWING DESCRIBED REAL PROPERTY (THE "STATION PROPERTY"):

THE SOUTHERLY FIFTY-NINE FEET (59') OF THE FOLLOWING DESCRIBED REAL PROPERTY:

ALL THAT CERTAIN PART OF SOUTHERN PACIFIC RAILROAD RIGHT-OF-WAY (S.P.R.R R/W) 150 FEET WIDE AS SHOWN ON PARCEL MAP NO. 16367 AND PARCEL MAP L.A. NO. 5735, PARTLY IN THE CITY OF LOS ANGELES AND PARTLY IN THE CITY OF CULVER CITY, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER PARCEL MAP FILED IN BOOK 203, PAGES 57 AND 58 OF MAPS IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

ALSO EXCEPT THEREFROM ALL MINERALS AND MINERAL RIGHTS, INTERESTS AND ROYALTIES, INCLUDING WITHOUT LIMITATIONS, ALL OIL, GAS AND OTHER HYDROCARBON SUBSTANCES, AS WELL AS METALLIC OR OTHER SOLID MINERALS OF WHATEVER KIND OR CHARACTER, WHETHER NOW KNOWN OR HEREAFTER DISCOVERED IN AND UNDER SAID LAND BELOW A DEPTH OF 500 FEET UNDER THE SURFACE WITHOUT REGARD TO THE MANNER IN WHICH THE

SAME MAY BE PRODUCED OR EXTRACTED FROM THE LAND, BUT WITHOUT ANY RIGHT TO ENTER UPON OR THROUGH THE SURFACE DOWN TO 500 FEET BELOW THE SURFACE TO EXTRACT, DRILL, EXPLORE OR OTHERWISE EXPLOIT SUCH MINERALS, OR MINERAL RIGHTS AND WITHOUT ANY RIGHT TO REMOVE OR IMPAIR LATERAL OR SUBJACENT SUPPORT, AS RESERVED BY THE SOUTHERN PACIFIC TRANSPORTATION COMPANY, A

DELAWARE CORPORATION, IN DEED RECORDED JANUARY 15, 1991, AS INSTRUMENT NO. 91-63428, OFFICIAL RECORDS.

PARCEL D:

ALL THAT CERTAIN PORTION OF EXPOSITION BOULEVARD, 40 FEET WIDE AS SHOWN AND DEDICATED AS WINSHIP AVENUE ON TRACT NO. 5461, PARTLY IN THE CITY OF LOS ANGELES AND PARTLY IN THE CITY OF CULVER CITY, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 57 PAGE 76 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, BOUNDED AS FOLLOWS:

BOUNDED NORTHEASTERLY BY THE SOUTHWESTERLY LINE OF SAID TRACT NO. 5461; BOUNDED SOUTHEASTERLY BY THE NORTHWESTERLY RIGHT OF WAY LINE 80 FEET WIDE OF WASHINGTON BOULEVARD, AS SHOWN AS WASHINGTON STREET ON SAID TRACT MAP NO. 5461; BOUNDED NORTHWESTERLY BY THE SOUTHEASTERLY RIGHT OF WAY LINE OF VENICE BOULEVARD 40 FEET WIDE AS SHOWN ON SAID TRACT MAP NO. 5461 AND BOUNDED SOUTHWESTERLY BY THE NORTHEASTERLY LINE OF THAT CERTAIN 50 FOOT STRIP OF LAND BEING A PORTION OF RANCHO RINCON DE LOS BUEYES AS PER MAP RECORDED IN BOOK 53, PAGE 25 OF MISCELLANEOUS RECORDS, AS SHOWN ON PARCEL MAP NO. 16367 PARCEL MAP L.A. NO. 5735, AS PER MAP FILED IN BOOK 203 PAGES 57 AND 58 OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

APN: 4312-014-270 thru 4312-014-281;

4312-014-900 thru 4312-014-920;

4312-031-900 and 4312-031-901