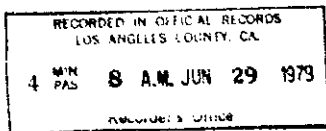


RECORDED BY AND MAIL TO

WHEN RECORDED RETURN TO:

City Clerk, City of Carson
P. O. Box 6234
Carson, California 90745



SEE \$6 $\frac{1}{4}$

COVENANT AND AGREEMENT

THIS COVENANT AND AGREEMENT is made this 15th day of June, 1979, by and between the City of Carson, hereinafter called "City", and Kimberly Development Company, hereinafter called "Covenantor".

WHEREAS, Covenantor is the owner of the real property (hereinafter called "subject property") described in Exhibit "A", attached hereto and made a part hereof;

WHEREAS, the subject property is presently zoned CN (Commercial, Neighborhood Center);

WHEREAS, a federally financed residential development for senior citizens has been proposed to be constructed on the subject property;

WHEREAS, residential developments are not permitted in the CN Zone;

WHEREAS, an application has been made to change the zoning of the subject property to the RM-25-D (Residential, Multiple Dwelling - 25 Units Per Acre - Design Overlay) Zone so that a residential development for senior citizens would be permitted to be constructed; and

WHEREAS, there is a shortage of affordable housing for senior citizens in the City of Carson and the surrounding area.

IT IS AGREED that in consideration of the approval of the change of zone of the subject property from the CN

Zone to the RM-25-D Zone by the City Council of City, the
Covenantor promises, covenants and agrees that the occupancy
of all dwelling units in any residential development located
on the subject property shall be restricted to persons who
are at least sixty-two years old with the exception of one
dwelling unit which may be occupied by management personnel
who are less than sixty-two years old.

This Covenant and Agreement shall run with the
land and shall be binding on all parties having or acquiring
any right, title or interest in or to the subject property
or any portion thereof. Said Covenant and Agreement shall
be modified or terminated only upon the express written
agreement of Covenantor (or its assigns or successors) and
City.

Should City bring an action to enforce any of the
provisions of this Covenant and Agreement, the losing party
shall pay the prevailing party's costs and reasonable
attorneys' fees.

Executed this day and year first above written.

KIMBERLY DEVELOPMENT CO.
A California Limited Partnership

By: Don Freeberg
Don Freeberg, Trustee
General Partner

CITY OF CARSON

By: Kay A. Calas
Kay A. Calas, Mayor

79-716187

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On June 11, 1979, before me, the undersigned, a Notary Public in and for said County and State, personally appeared DON FREEBERG, known to me to be one of the partners of the partnership that executed the within instrument, and acknowledged to me that such partnership executed the same.



Henry J. Matson
Notary Public in and for said
County and State

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On JUNE 19 1979, 1979, before the undersigned, the City Clerk of the City of Carson of the State of California, personally appeared KAY A. CALAS, known to me to be the Mayor of the City of Carson, California, and known to me to be the person who executed the within instrument on behalf of said public corporation, agency or political subdivision, and acknowledged to me that the City of Carson executed the same.

Helen Kawagoe
Helen Kawagoe

79- 716187

EXHIBIT "A"

PARCEL 1:

THE SOUTHERLY 220 FEET OF LOT 44, AND THE NORTHERLY 110 FEET OF LOT 45 SAID DISTANCES BEING MEASURED ALONG THE WESTERLY LINE OF SAID LOTS OF TRACT NO. 3612, IN THE CITY OF CARSON, IN THE COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 40 PAGES 5 AND 6 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPT THEREFROM THE WESTERLY 861 FEET OF SAID LAND.

ALSO EXCEPT THEREFROM THAT PORTION THEREOF LYING WITHIN THE LINES OF LOTS 50 TO 53 OF TRACT NO. 23979, IN THE CITY OF CARSON, IN THE COUNTY OF LOS ANGELES, STATE OF CALIFORNIA AS PER MAP RECORDED IN BOOK 623 PAGES 8 TO 10 INCLUSIVE OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

PARCEL 2:

THE EASTERLY 91.15 FEET OF LOTS 50, 51, 52 AND 53 OF TRACT NO. 23979, IN THE CITY OF CARSON, IN THE COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 623 PAGES 8 TO 10 INCLUSIVE OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

79- 716187