

**RECORDING REQUESTED BY AND  
WHEN RECORDED, MAIL TO:**

CITY OF CARSON  
701 E Carson Street  
Carson, CA 90745  
Attn: City Clerk

APN. 7315-039-011 & 012

SPACE ABOVE THIS LINE FOR RECORDER'S USE  
EXEMPT FROM RECORDING FEES PER GOV. CODE §27383

**ASSUMPTION AGREEMENT AND BENEFICIARY'S CONSENT  
TO TRANSFER OF REAL PROPERTY**

As of the date of recordation of this Assumption Agreement and Beneficiary's Consent to Transfer of Real Property (this "**Agreement**") in the Official Records of Los Angeles County, State of California ("**Effective Date**"), ), LITHIA REAL ESTATE, INC., an Oregon corporation ("**Assuming Debtor/Trustor**") assumes all obligations under that certain Promissory dated "July --, 2010" in the original amount of Three Million Dollars (\$3,000,000) originally made by HILLAND REAL ESTATE, LLC, a California limited liability company ("**Original Debtor/Trustor**") in favor of the CARSON REDEVELOPMENT AGENCY ("**Note**") which is secured by that certain Deed of Trust and Assignment of Rents dated July 30, 2010 recorded on July 30, 2010 as Instrument No. 20101055194 in the Official Records of Los Angeles County ("**Deed of Trust**") against the real property commonly described as 1505 East 223<sup>rd</sup> Street in the City of Carson and legally described on Exhibit A attached hereto and incorporated herein by reference ("**Property**").

As of the Effective Date, Assuming Debtor/Trustor is leasing the Property to LADCARSON-N, LLC, a California limited liability company dba Carson Nissan which is a subsidiary of Assuming Debtor/Trustor and will operate the dealership.

As of the Effective Date, City of Carson as Successor Agency to the Carson Redevelopment Agency ("**Successor Agency**") (i) consents to the transfer of the Property by Original Debtor/Trustor to Assuming Debtor/Trustor; (ii) confirms that the principal amount of the Note is \_\_\_\_\_ (\$\_\_\_\_\_), and (iii) unconditionally releases and discharges Original Debtor/Trustor from all obligations under the Note.

Except as specifically modified by this Agreement, all terms and obligations under the Note and Deed of Trust shall remain in full force and effect.

**[SIGNATURES ON FOLLOWING PAGE]**

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date specified below.

**ORIGINAL DEBTOR/TRUSTOR:**

HILLAND REAL ESTATE, LLC,  
a California limited liability company

By: \_\_\_\_\_  
Carole Shammas, Manager

**ASSUMING DEBTOR/TRUSTOR:**

LITHIA REAL ESTATE, INC.,  
an Oregon corporation

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**SUCCESSOR AGENCY:**

CITY OF CARSON ACTING AS  
SUCCESSOR AGENCY TO THE  
CARSON REDEVELOPMENT AGENCY

By: \_\_\_\_\_  
Albert Robles, Chair

Dated: \_\_\_\_\_, 2017

ATTEST:

\_\_\_\_\_  
Donesia Gause, City Clerk

APPROVED AS TO FORM:

ALESHIRE & WYNDER, LLP

By: \_\_\_\_\_  
Sunny Soltani  
Counsel to Successor Agency

## EXHIBIT A

### LEGAL DESCRIPTION OF PROPERTY

That certain real property in the City of Carson, County of Los Angeles, State of California legal described as:

THAT PORTION OF LOTS 51 AND 52 OF TRACT NO. 4546, IN THE CITY OF CARSON, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 50, PAGES 21 AND 22 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY DESCRIBED AS FOLLOWS:

COMMENCING AT THE CENTERLINE INTERSECTION OF 223RD STREET (FORMERLY WILMINGTON STREET) AND LUCERNE STREET AS SAID STREETS ARE SHOWN ON A RECORD OF SURVEY FILED IN BOOK 87 PAGE 51 OF RECORDS OF SURVEY OF SAID COUNTY; THENCE EASTERLY ALONG THE CENTERLINE OF SAID 223RD STREET NORTH 89° 44' 50" EAST 1236.00 FEET; THENCE NORTH 00° 17' 00" WEST 33.00 FEET TO A POINT ON A LINE PARALLEL WITH AND 33.00 FEET NORTHERLY OF SAID CENTERLINE, SAID POINT BEING THE TRUE POINT OF BEGINNING FOR THIS DESCRIPTION; THENCE CONTINUING NORTH 00° 17' 00" WEST 400.42 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF THAT CERTAIN PARCEL OF LAND DESCRIBED IN DEED TO THE STATE OF CALIFORNIA RECORDED IN BOOK D-702, PAGE 520 OF OFFICIAL RECORDS OF SAID COUNTY; THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE NORTH 89° 43' 51" EAST 84.00 FEET; THENCE NORTH 00° 17' 00" WEST 0.02 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF THAT CERTAIN PARCEL OF LAND DESCRIBED IN DEED TO THE STATE OF CALIFORNIA RECORDED IN BOOK D-794, PAGE 401 OF OFFICIAL RECORDS OF SAID COUNTY; THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE NORTH 89° 45' 03" EAST 193.95 FEET TO A POINT ON THE SOUTHWESTERLY LINE OF PARCEL 699 AS DESCRIBED IN DEED TO THE LOS ANGELES COUNTY FLOOD CONTROL DISTRICT RECORDED IN BOOK D-2476 PAGE 854 OF OFFICIAL RECORDS OF SAID COUNTY; THENCE ALONG SAID SOUTHWESTERLY LINE SOUTH 59° 07' 30" EAST 429.08 FEET AND SOUTH 41° 23' 38" EAST 33.02 FEET TO A POINT ON THE NORTHWESTERLY LINE OF PARCEL 1 AS DESCRIBED IN DEED TO PACIFIC ELECTRIC RAILWAY COMPANY RECORDED IN BOOK D-1794, PAGE 473 OF OFFICIAL RECORDS OF SAID COUNTY; THENCE ALONG SAID NORTHWESTERLY LINE THE FOLLOWING COURSES:

SOUTH 63° 56' 19" WEST 7.34 FEET TO THE BEGINNING OF A CURVE, CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 373.39 FEET, SOUTHWESTERLY ALONG SAID CURVE 193.99 FEET THROUGH A CENTRAL ANGLE OF 29° 46' 04" AND SOUTH 34° 10' 15" WEST 30.92 FEET TO A POINT ON SAID PARALLEL LINE; THENCE WESTERLY ALONG SAID PARALLEL LINE SOUTH 89° 44' 50" WEST 497.23 FEET TO THE TRUE POINT OF BEGINNING.

SAID LAND IS ALSO DESCRIBED AS "PARCEL 1" ON THE NOTICE OF LOT LINE ADJUSTMENT LOT LINE ADJUSTMENT NO. 190-04 CERTIFICATE OF COMPLIANCE RECORDED AUGUST 11, 2004 AS INSTRUMENT NO. 04-2061006, OFFICIAL RECORDS.

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy or validity of that document.

STATE OF CALIFORNIA                    )  
  ) ss.  
COUNTY OF \_\_\_\_\_ )

On \_\_\_\_\_, 201\_\_ before me, \_\_\_\_\_, a notary public, personally appeared \_\_\_\_\_ who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

\_\_\_\_\_  
Notary Public

SEAL:

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy or validity of that document.

STATE OF CALIFORNIA                    )  
  ) ss.  
COUNTY OF \_\_\_\_\_ )

On \_\_\_\_\_, 201\_ before me, \_\_\_\_\_, a notary public, personally appeared \_\_\_\_\_ who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

\_\_\_\_\_  
Notary Public

SEAL:

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy or validity of that document.

STATE OF CALIFORNIA                    )  
  ) ss.  
COUNTY OF \_\_\_\_\_ )

On \_\_\_\_\_, 201\_ before me, \_\_\_\_\_, a notary public, personally appeared \_\_\_\_\_ who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

\_\_\_\_\_  
Notary Public

SEAL: