



Hercules Incorporated
Hercules Research Center
500 Hercules Road
Wilmington, DE 19808-1599
Writer's Direct Dial: 302-995-3433

February 27, 2013

Mr. Patrick Hseigh
Hazardous Substances Engineer
Department of Toxic Substances Control
700 Heinz Avenue, Suite 200
Berkeley, 94710-2721

**2012 FIVE-YEAR REMEDIAL ACTION REVIEW REPORT FOR THE HERCULES
PROPERTIES, LTD., SITE, LOCATED IN HERCULES, CALIFORNIA**

Dear Mr. Hseigh:

Attached you will find the above-referenced report which has been prepared for Hercules Incorporated by Cameron-Cole. The report presents the results of the five-year review for groundwater and the OU-3 drylands at the subject site. This report has been prepared and is submitted in accordance with Section 5.15 of the Amendment to Order No. HSA 90/91-019 (Order), issued by the Department of Toxic Substance Control (DTSC) to Hercules Incorporated (HI) on May 20, 1997.

If you have any questions, please do not hesitate to contact me at (302) 995-3433.

Sincerely,

A handwritten signature in black ink, appearing to read "Edward Meeks". The signature is stylized and somewhat cursive.

Edward Meeks
Remediation Project Manager

cc: Mr. Michael Dever (Ashland)
Mr. Chris Walsh



**THIRD FIVE-YEAR REVIEW REPORT
HERCULES PROPERTIES, LTD. SITE
HERCULES, CALIFORNIA**

FEBRUARY 2013

Prepared For:

Hercules Incorporated
Wilmington, Delaware

Prepared By:

Cameron-Cole, LLC
Oakland, California

Prepared by:

A handwritten signature in blue ink, appearing to read 'Chris Walsh'.

Chris Walsh
Senior Hydrogeologist

Approved by:

A handwritten signature in blue ink, appearing to read 'Brad Wright'.

Brad Wright, PG, CHG
Principal Geologist



creating sustainable success

50 Hegenberger Loop, Oakland, CA 94621 P. 510.777.1870 F. 510.777.1871
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Figure 1 Site Location Map

Figure 2 Site Plan

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Appendix A Site Photographs

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1. INTRODUCTION

This report presents the third five-year performance review for the approved remedial alternative for Operable Unit 3 (OU-3 dry land area) at the former Hercules Properties, Ltd. site (Site). The Site is located on the eastern shore of San Pablo Bay in the City of Hercules, Contra Costa County, California (see Figure 1). This third five-year review was conducted pursuant to the requirements of Section 5.15 of the Amendment to Order No. HSA 90/91-019 (Order), which was issued by the Department of Toxic Substance Control (DTSC) to Hercules Incorporated (HI), on May 20, 1997. The objective of this review was to ensure that the approved remedial alternative for the OU-3 dry land area continues to be protective of public health, safety and the environment.

The approved final remedial alternative for the OU-3 dry land area included excavation of Site soil to industrial cleanup levels, off-site disposal of the excavated soil, emplacement of land use restrictions and performance of five-year reviews.

The above-referenced land use restrictions are promulgated in the Covenant and Agreement to Restrict Use of Property that was issued by the Department of Toxic Substances Control (DTSC) and recorded at the Contra Costa County Recorder's office on June 28, 1996. The restrictions include, but are not limited to, prohibiting the use of the OU-3 dry land area for any purpose other than commercial or industrial use and restricting the disturbance of Site soils without DTSC approval. A complete listing of the land use restrictions is presented later in this report.

The remainder of this section presents a background description of the physical characteristics of the Site, and summarizes its operational and investigative history. The remainder of the report is divided into the following sections:

Section 2.0	Remedial Actions
Section 3.0	Five-Year Review Process
Section 4.0	Five-Year Review Findings
Section 5.0	Technical Assessment of Protectiveness Summary
Section 6.0	Conclusions
Section 7.0	Next Five-Year Review
Section 8.0	References

1.1. BACKGROUND

Detailed descriptions of the physical characteristics and history of the Site are available for reference in several resources, including the Order, the Remedial Investigation (RI) Report (McLaren/Hart, 1991) and the Groundwater Investigation Report (McLaren/Hart, 1993). This section provides a general overview of those reports.

The Site was once part of the 1,300-acre Hercules Powder Company that was used for the manufacture of explosives and munitions (1881 to 1964) and for the manufacture of fertilizers (1940 to 1977). Residual soil and groundwater impacts associated with these manufacturing processes were identified during Site investigations that were conducted from 1982 to 1992. These investigations defined an area comprising approximately 167-acres of the former 1,300-acre facility where site related heavy metal and petroleum hydrocarbons impacts were identified. For investigation and remediation purposes, the 167-acre site was divided into two major operable units, OU-A and OU-B. OU-A included areas where site related residual soil impacts were identified. OU-A was further subdivided into six operable units, OU-1 through OU-6. OU-B included areas where site related groundwater and surface water impacts were identified and included Refugio Creek (OU-7) and San Pablo Bay intertidal mudflat areas and site groundwater (OU-8). For reference, a site map depicting the historic operable units is included on Figure 2.

As mentioned, the operable units depicted on Figure 2 encompassed approximately 167-acres of the former 1,300-acre Hercules Powder Company site. Based on the results of previous investigations and five-year reviews, only the OU-3 dry land area remains subject to five-year reviews. OU-3 is approximately 11-acres in size and is a peninsula of manmade fill that extends approximately 900 feet into San Pablo Bay. The OU-3 peninsula is separated from the inland portion of the former Hercules Powder Company facility by a pair of railroad tracks owned and operated by the Union Pacific Railroad (UPRR). As depicted on Figure 2, wetland areas are located on either side of the OU-3 peninsula. The wetlands area to the west of the OU-3 dry land area was restored during remediation of the OU-3 dry land area and was subjected to operation and maintenance for three years until the wetlands vegetation was restored to its original condition. At present, the wetlands area to the west of the OU-3 dry land area has been restored and is not subject to five-year reviews. The wetlands area to the east of the OU-3 dry land area has not been subjected to investigation and is not subject to five-year reviews. An upland wetlands area that was part of the former 1,300-acre Hercules Powder Company is the subject of a separate five-year review, which has been submitted under separate cover.

In 1999, approximately 73 acres of the former 167-acre Hercules Powder Company portion of the Site were sold to Bixby Development Company, LLC (Bixby). This included all of OU-1, OU-4 and OU-6 and most of OU-2. The portion of the former Hercules Powder Company site owned by Bixby is depicted on Figure 2. Based on DTSC certified completion of remedial actions for the operable units within the Bixby property, Bixby began developing these areas for residential use in 1999. The remaining areas of the former 167-acre site were sold to Hercules Bayfront, LLC in 2003, including all of OU-5, portions of OU-2 and the OU-3 dry land area. Hercules Bayfront, LLC planned to construct a transit village in these portions of the former Hercules site and conducted extensive earthwork in OU-2 and OU-5 in preparation for development of the village. Based on current observations, development of the transit village, other than the aforementioned earthwork, has not been initiated. Moreover, it is now understood that Hercules Bayfront, LLC has sold the Subject Property (including the

OU-3 dry land area) to the City of Hercules (the City). A Grant Deed documenting the sale of the Subject Property was obtained from the City and is included as Appendix B. Based on information contained therein, Hercules Incorporated understands that the City intends to proceed with development of the transit village in the future but is unaware of the intended plan for the OU-3 dry land area at this time.

2. **REMEDIAL ACTIONS**

As discussed in Section 1.1, the former Hercules site was divided into two major operable units, OU-A and OU-B. OU-A included site soils related to former Hercules Powder Company operations and the selected remedial alternative for OU-A included excavation and off-site disposal of soil with residual site related constituents. All operable sub-units of OU-A were cleaned to residential standards with the exception of the OU-3 dry land area. In the OU-3 dry land area, the DTSC agreed to allow soil with residual site related constituents to remain in place at levels above residential standards. As a condition of this agreement, the DTSC required implementation of a deed restriction and performance of five-year reviews. The deed restriction prohibits the development and use of the OU-3 dry land area for any purpose other than commercial or industrial. The deed restriction was recorded with the Contra Costa County Recorder on June 28, 1996. The purpose of the five-year performance reviews is to ensure that current and future Site uses are consistent with the achieved soil cleanup levels.

3. FIVE-YEAR REVIEW PROCESS

The 2012 five-year review process was initiated in November 2012 and included a Site inspection to assess current conditions and to verify that there are no unauthorized Site uses. As part of the inspection, and to document changes since the previous five-year review, photographs were taken at approximately the same locations as those taken during the 2007 five-year review. These photographs (Photo 1 through 10) are included in Appendix A. Additional photographs related to further observations that are discussed in this report are included as Photo 11 through 17. The 2012 five-year review process also included record reviews and inquiries with the City of Hercules, Contra Costa County and the DTSC Envirostor database. The purpose of these inquiries was to verify that the deed restriction is still in place and to determine whether any plans have been submitted that are related to the development of the OU-3 dry land area. The results of the 2012 five-year review are presented in Section 4.0.

4. 2012 FIVE-YEAR REVIEW FINDINGS

As discussed in Section 2.0, the DTSC agreed to allow residual site related soil impacts that were above residential standards to be left in place in the OU-3 dry land area. As a condition of allowing these soil related impacts to remain in place, the DTSC (referred to in the deed restriction as the Department) required emplacement of a deed restriction for the OU-3 dry land area. The deed restriction prohibits the development and use of the OU-3-dry land area for any purpose other than commercial or industrial. The Department's purpose in requiring this restriction was to eliminate any significant risks to human health and the environment associated with the residual site related soil impacts. The conditions of the deed restriction for the OU-3 dry land area (referred to in the deed restriction as the Subject Property) are as follows:

- The development of the Subject Property is restricted to commercial or industrial use. No other use shall be allowed without prior approval of the Department.
- The Subject Property shall not be used in such a way that will disturb or interfere with the integrity of any contaminant or monitoring system, except as authorized by the Department.
- No significant disturbance of the soils such as excavation or drilling of water wells shall be performed on the Subject Property without required permits and notification to the Department. Any impacted soil brought to the surface by excavation at the Subject Property shall be managed as hazardous waste unless sampling and analysis demonstrate that it is not hazardous waste.
- The Department or its designated agents shall have access to the Subject Property for the purpose of inspection, surveillance, or monitoring, or other purposes necessary to protect public health or safety and the environment.

On behalf of Hercules Incorporated, Cameron-Cole conducted a site reconnaissance of the OU-3 dry land area to assess whether these conditions have been maintained and to ensure that current and future Site uses are consistent with the deed restrictions. Photographs depicting current conditions of the Subject Property are presented in Appendix A. The following observations were made.

- No commercial or industrial development has taken place on the Subject Property.
- There is no evidence of any contaminant or monitoring systems on the Subject Property.
- Localized disturbance of Site soils was observed. The observed soil disturbances were shallow in nature and appeared to be focused on exposure of aged infrastructure, such as piping and valves. Photographs of the disturbed soil areas are included in Appendix A. Hercules Bayfront, LLC, has stated that they did not conduct this excavation work and suspect that persons seeking copper may have

been responsible. There is no documented evidence that the disturbed soil was disposed of or managed in accordance with DTSC imposed restrictions related to the management of Site soils.

- Concrete foundations for previously existing structures are still in place and there is a significant amount of brick and concrete rubble in the vicinity of the former power house building and ammonia storage tank. There is a potential for trespassers to encounter slips, trips and falls in the vicinity of these remnant structures.
- Former aged underground infrastructure that is unsecured and potentially harmful to the public was observed and has the potential to be a slip, trip, or fall hazard for trespassers. The potential for harm is based on the fact that the Site is not secured. The infrastructure features of concern are depicted in Appendix A on Photographs 11 and 12. The Site is not considered secure because a fence that was formerly in place along the railroad tracks is largely decrepit and numerous through going gaps are present. According to annual inspection reports that have been prepared by the DTSC and are posted on the Envirostor database, the fence is the responsibility of UPRR. Based on current observations, it is clear that the fence has not been maintained and that the Site is readily accessible to the public. Any persons entering the Site could encounter personal harm if they are unaware of and encounter the unsecure underground infrastructure. The potential for slips, trips and falls in the vicinity of these remnant features is significant.
- As evidence of the above concern regarding trespassers access to the Site, numerous footpaths were observed throughout the Site, most of which lead to the outer portion of the OU-3 peninsula where recreational fishing activity was clearly in evidence at the time of the Site inspection. During the two previous five-year reviews, fishing activity on the OU-3 peninsula was also evident.
- In addition to the trespassing soil disturbance and fishing activity discussed above, other types of human activity are also prevalent. These include, but are not limited to, areas that appear to have been organized for gatherings and/or camp fires, creation of anthropogenic features derived from relic debris such as bricks, beams and corrugated siding material, evidence of paint ball activity, evidence of overnight encampment areas and extensive litter. Photographs depicting some of this human related activity are included in Appendix A.
- Vegetation has increased considerably since the previous five-year review. The vegetation, including trees, bushes and grass, appears to be healthy and robust.

Based on these observations, it is concluded that some slip, trip, and fall hazards exist for trespassers and general public safety concerns related to existing remnant infrastructure are present. Additionally, some surficial soil excavation has occurred by trespassers searching for copper. However, in general, it appears that the conditions of the deed restriction and the current non-use of the Property are consistent with the

achieved soil cleanup levels. HI understands that there are plans to develop the peninsula into an open space area as part of the transit village plan. At present, HI is not aware of the timing of the development or how implementation of the transit village plan would be affected by the deed restriction, but trusts that any future development of the OU-3 dry land area would ameliorate some of the public safety concerns described above.

5. TECHNICAL ASSESSMENT OF PROTECTIVENESS SUMMARY

The assessment of protectiveness is provided to evaluate whether the final remedy implemented at the Site is protective of human health and the environment. As discussed in Section 1.0, the final remedy for OU-3 dry land area was remediation of Site soils to industrial standards and emplacement of land use restrictions as specified in the Covenant and Agreement to Restrict Use of Property. Because the institutional control continues in the form of the deed restriction, and there is no evidence of development, the remedy is functioning as intended in the final remedy approval from the DTSC and the assumptions used for selection of the final remedy are still valid. Furthermore, no change in land-use or new contaminants or contaminant sources have been identified which question the protectiveness of the final remedy. Because the remedial actions at the OU-3 dry land area are protective, the Site is protective of human health and the environment.

6. CONCLUSIONS

- A reconnaissance of the OU-3 dry land area revealed that the conditions of the institutional controls and DTSC imposed deed restriction continue to be primarily attained. HI recognizes that trespassers may encounter slip, trip, and fall hazards in the vicinity of the remaining remnant structures but does not find that the current conditions at the Site endanger human health as related to Site related residual soil impacts. Hercules will request that UPRR provide maintenance to the fence to deter future trespassing.
- Current Site uses are consistent with the achieved soil cleanup levels and the remedy is functioning as designed and functioning to protect human health and the environment.
- Hercules Incorporated no longer owns the Subject Property and therefore has no control over current use or future plans. HI understands that Hercules Bayfront, LLC has sold the Subject Property (including the OU-3 dry land area) to the City of Hercules (the City). A Grant Deed documenting the sale of the Subject Property was obtained from the City and is included as Appendix B. Based on information contained therein, Hercules Incorporated understands that the City intends to proceed with development of the transit village in the future but is unaware of the intended plan for the OU-3 dry land area at this time.

7. **NEXT FIVE-YEAR REVIEW**

In accordance with Section 5.15 of the amended Order, five-year reviews will continue for the OU-3 dry land area until such time as further remediation is conducted to reduce residual soil concentrations to residential levels. Since HI has no plans to conduct further remediation and is not aware of the City's future plan to develop a transit village, HI will, unless otherwise advised by DTSC, conduct the next five-year review of the OU-3 dry land area in November 2017.

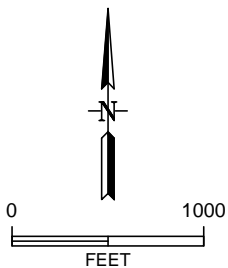
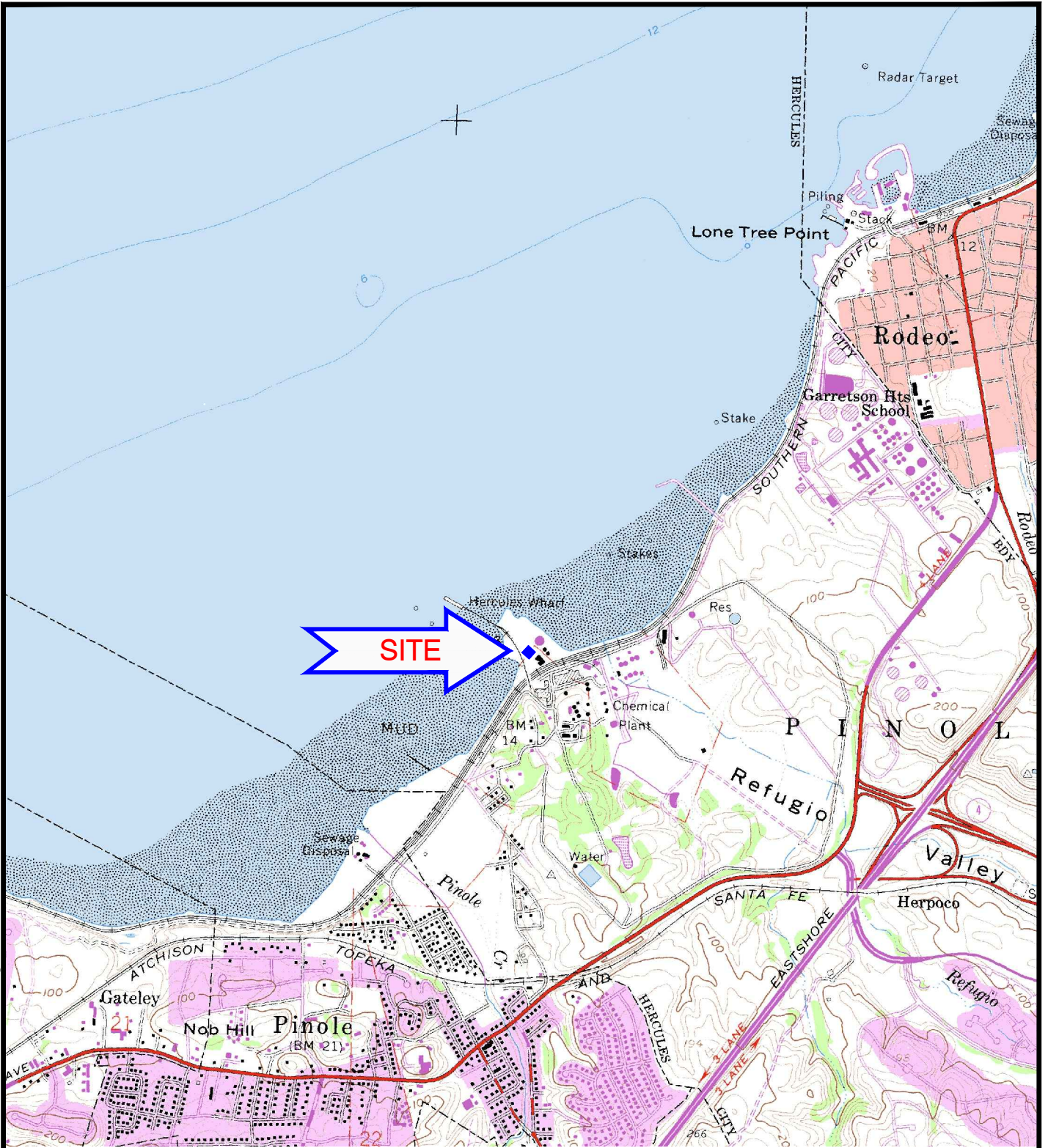
8. REFERENCES

McLaren/Hart, 1991. Remedial Investigation Report, Hercules Properties, Inc., Hercules, California, March 15, 1991.

McLaren/Hart, 1993. Groundwater Investigation Report, Hercules Properties Limited Site, Hercules, California, October 15, 1993.

FIGURES

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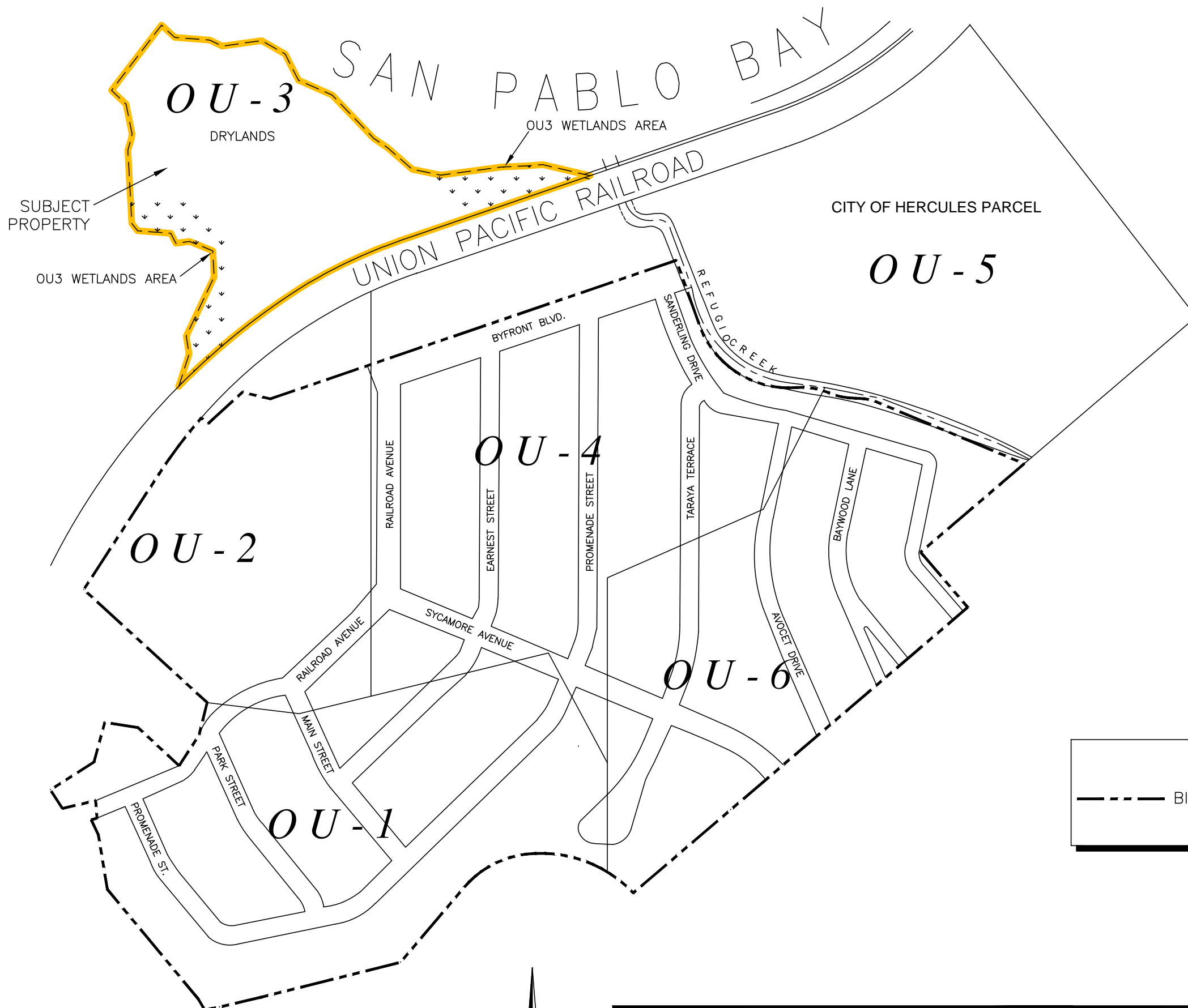
Cameron-Cole

50 HEGENBERGER LOOP
OAKLAND, CALIFORNIA 94621
PHONE: (510) 777-1870
<http://www.cameron-cole.com>

FIGURE 1

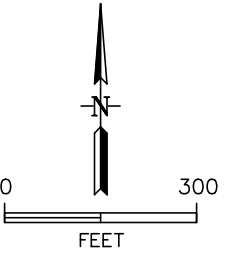
**SITE LOCATION MAP
HERCULES PROPERTIES, LTD. SITE
560 RAILROAD AVENUE
HERCULES, CALIFORNIA**

SCALE: AS SHOWN	DATE: 2/11/13	PROJECT NO. 2022
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LEGEND

- - - - - BIXBY PARCEL



BY	DATE
DRAWN FR	02/8/13
CHECKED	
REVISED	
APPROVED	
APPROVED	
APPROVED	



Cameron-Cole
 5777 CENTRAL AVENUE, SUITE 200
 BOULDER, COLORADO 80301
 PHONE: (303) 938-5500
 FAX: (303) 938-5520
<http://www.cameron-cole.com>

FIGURE 2	
SITE PLAN HERCULES PROPERTIES LTD. SITE HERCULES, CALIFORNIA	
SCALE:	AS SHOWN
PROJECT:	2202

M:\clients\Cameron-Cole\2022-Hercules\2022-Site Plan.dwg

APPENDIX A
SITE PHOTOGRAPHS



PHOTO 1

SOUTHEAST ENTRANCE TO PENINSULA



PHOTO 2

**VIEW LOOKING TOWARD FORMER LOCATION OF POWERHOUSE BUILDING
FROM SOUTHEAST CORNER OF PENINSULA**



PHOTO 3

SOUTHWESTERN PENINSULA IN VICINITY OF FORMER FUEL TANK FARM



PHOTO 4

VIEW OF RESTORED SEASONAL WETLANDS IN WESTERN PORTION OF PENINSULA



PHOTO 5

VIEW OF FORMER BRIDGE CROSSING BETWEEN OU-2 AND THE PENINSULA



PHOTO 6

**NORTH CENTRAL PORTION OF PENINSULA
NEAR FORMER WASTEWATER EVAPORATION POND**



PHOTO 7

NORTH SIDE OF FORMER POWER HOUSE BUILDING



PHOTO 8

**REMAINING FOUNDATIONS
NORTHEAST OF FORMER POWER HOUSE BUILDING**



PHOTO 9

**EASTERN PORTION OF PENINSULA
FOUNDATION OF FORMER AMMONIA STORAGE TANK LEFT CENTER**



PHOTO 10

**HOUSING DEVELOPMENT AND FORMER HERCULES OFFICE BUILDING
AS VIEWED FROM SOUTHERN PENINSULA**



PHOTO 11

EXPOSED GATE VALVE VAULT - OU-3



PHOTO 12

REMNANT CONCRETE BUNKER – OU-3



PHOTO 13

EVIDENCE OF DISTURBED SOIL – OU-3



PHOTO 14

TRENCH LINE TO EXPOSE PIPING – WESTERN PORTION OF OU-3



PHOTO 15

TRENCH LINE TO EXPOSE PIPING – EAST CENTRAL PORTION OF OU-3



PHOTO 16

FORMER BUNKER FILLED WITH RUBBLE – OU-3



PHOTO 17

FABRICATED DEBRIS – OU-3

APPENDIX B

GRANT DEED

22
7
RECORDING REQUESTED BY
FIRST AMERICAN TITLE

0131-618582dg

WHEN RECORDED MAIL TO:

CITY OF HERCULES
ATTN STEVE DURAN, CITY MANAGER

111 CIVIC DRIVE
HERCULES, CA 94547



CONTRA COSTA Co Recorder Office
STEPHEN L. WEIR, Clerk-Recorder
JOC- 2012-0178481-00

Acct 17-First American Title-New Homes
Friday, JUL 27, 2012 08:00:00

PRE \$0.00

ftl Pd \$0.00

Rcpt # 0001345908

cmb/R2/1-7

NO RECORDING FEE PURSUANT TO
GOVERNMENT CODE SECTION 27383

NO TRANSFER TAX - TAX EXEMPT ENTITY

GRANT DEED

FOR VALUE RECEIVED, HERCULES BAYFRONT, LLC, a Delaware limited liability company ("Grantor"), hereby grants to the CITY OF HERCULES, a Municipal Corporation ("Grantee"), that certain real property (the "Property") situated in or about the City of Hercules, Contra Costa County, California, described on Exhibit "A-1" attached hereto and by this reference incorporated herein.

THE PROPERTY IS CONVEYED TO GRANTEE SUBJECT TO:

- (a) All liens, encumbrances, easements, covenants, conditions and restrictions and other matters of record, all of which matters are specifically incorporated herein by this reference and shall be a burden upon and inure to the benefit of the Property;
- (b) All matters which would be revealed or disclosed in an accurate survey of the Property;
- (c) All matters which would be revealed or disclosed by a physical inspection of the Property;
- (d) A lien not yet delinquent for taxes for real property and personal property, and all general or special assessments against the Property; and
- (e) All building or zoning ordinances or regulations, building or use restrictions and all other laws, ordinances and governmental regulations restricting or regulating the use, occupancy or enjoyment of the Property.

SIGNATURE ON FOLLOWING PAGE


IN WITNESS WHEREOF, the undersigned has executed this Grant Deed as of
MARCH 14, 2012.

HERCULES BAYFRONT, LLC, a Delaware limited liability company

By: APL-Hercules, LLC, a Delaware limited liability company
Its Manager

By: AndersonPacific, LLC, a Delaware limited liability company
Its Managing Member

By:

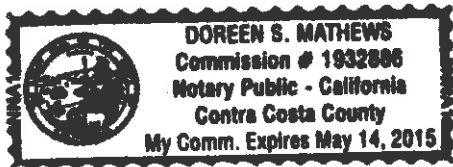

James R. Anderson
Managing Member

STATE OF CALIFORNIA)
)ss
COUNTY OF CONTRA COSTA)

On 3-14-12, before me, Doreen S. Mathews, a notary public in and for said state, personally appeared James R. Anderson, 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.



Doreen S. Mathews
(Signature of Notary Public)

EXHIBIT "A-1"

A.P.N.: 404-010-005-1

Real property in the City of Hercules, County of Contra Costa, State of California, described as follows:

PARCEL ONE: (HERCULES POINT)

BEING THAT CERTAIN 10.962 ACRE PARCEL OF LAND DESCRIBED AND SHOWN ON PAGE 4 OF 6, AS PARCEL 7 ON THAT CERTAIN PARCEL MAP MSH-1, RECORDED ON APRIL 22, 1974 IN BOOK 33 OF PARCEL MAPS AT PAGE 16, RECORDS OF CONTRA COSTA COUNTY.

PARCEL TWO:

A RIGHT-OF-WAY 25 FEET WIDE IN THE DEED FROM HERCULES POWER COMPANY, A CORPORATION, RECORDED MAY 19, 1965, BOOK 4871, PAGE 223, OFFICIAL RECORDS, "FOR PIPE LINE OR PIPE LINES AND ACCESSORY FACILITIES, ON, OVER AND UNDER THE LAND DESCRIBED ABOVE TO GRANTOR'S FORMER NORTHEASTERLY BOUNDARY LINE ALONG AND ACROSS A ROUTE ADJACENT TO AN PARALLEL WITH THE EASTERLY BOUNDARY OF THE SOUTHERN PACIFIC RAILROAD RIGHT-OF-WAY."

PARCEL THREE:

A NON-EXCLUSIVE EASEMENT, GRANTED IN THE DEED TO VALLEY NITROGEN PRODUCERS, INC., A CALIFORNIA CORPORATION, RECORDED OCTOBER 1, 1976, BOOK 8038, PAGE 797, OFFICIAL RECORDS, FOR INGRESS AND EGRESS FOR PEDESTRIAN AND VEHICULAR TRAFFIC OVER A STRIP OF LAND 50 FEET IN WIDTH, THE CENTER LINE OF WHICH IS DESCRIBED AS FOLLOWS:

"COMMENCING AT A POINT ON THE GENERAL NORTHWESTERLY LINE OF SAN PABLO AVENUE AS SHOWN ON SAID POINT BEING THE EASTERLY TERMINUS OF THE COURSE AS SHOWN ON SHEET 5 OF SAID RECORD OF SURVEY AS N 72° 14' 02" E., 524.16 FEET; THENCE, FROM SAID POINT OF COMMENCEMENT, EASTERLY ALONG SAID NORTHERLY LINE OF SAN PABLO AVENUE ALONG A NON-TANGENT CURVE TO THE LEFT, HAVING A RADIUS OF 949.57 FEET, FROM A TANGENT BEARING OF N. 53° 42' 48" E., THROUGH A CENTRAL ANGLE OF 3° 57' 46" AN ARC DISTANCE OF 65.67 FEET TO THE TRUE POINT OF BEGINNING OF THE CENTER LINE HEREIN DESCRIBED; THENCE N. 49° 03' 02" W., 3089.49 FEET TO A POINT IN THE GENERAL EASTERLY LINE OF PARCEL ONE AS SHOWN ON SHEET 2 OF THE MAP ENTITLED "PARCEL MAP 1006", FILED SEPTEMBER 15, 1976, IN BOOK 48 OF PARCEL MAPS, AT PAGES 6 THROUGH 8 IN THE OFFICE OF THE COUNTY RECORDER OF CONTRA COSTA COUNTY, FROM WHICH THE SOUTHWESTERLY TERMINUS OF THE COURSE AS SHOWN ON THE SAID PARCEL MAP AS N. 49° 30' 00" E., 1500.00 FEET, BEARS S. 49° 30' 00" W., 100.00 FEET, BEING A PORTION OF THAT CERTAIN 436.48 ACRE PARCEL OF LAND, AS SHOWN ON SHEETS 3 THROUGH 6 OF THAT CERTAIN RECORD OF SURVEY FILED AUGUST 15, 1974, IN BOOK 57 OF L.S.M., AT PAGE 23, IN THE OFFICE OF THE COUNTY RECORDER OF CONTRA COSTA COUNTY."

PARCEL FOUR:

A NON-EXCLUSIVE EASEMENT, GRANTED IN THE DEED TO VALLEY NITROGEN PRODUCERS, INC., A CALIFORNIA CORPORATION, RECORDED OCTOBER 1, 1976, BOOK 8038, PAGE 797, OFFICIAL RECORDS, FOR INGRESS AND EGRESS, FOR PEDESTRIAN AND VEHICULAR TRAFFIC, OVER A STRIP OF LAND 50 FEET IN WIDTH, THE CENTER LINE OF WHICH IS DESCRIBED AS FOLLOWS:

"BEGINNING A POINT IN THE GENERAL NORTHERLY LINE OF SAN PABLO AVENUE, FROM WHICH THE SOUTHWESTERLY TERMINUS OF THE COURSE AS SHOWN ON SHEET 6 OF SAID RECORD OF SURVEY AS N. 53° 26' 00" E., 300.62 FEET, BEARS S. 53° 26' 00" W., 25.09 FEET; THENCE FROM SAID POINT OF BEGINNING, N. 31° 45' 00" W., 516.72 FEET TO A POINT ON THE GENERAL SOUTHEASTERLY LINE OF PARCEL ONE OF SAID PARCEL MAP 1006, FROM WHICH THE NORTHEASTERLY TERMINUS OF THE COURSE AS SHOWN ON SHEET 3 OF SAID PARCEL MAP AS N. 58° 15' 00" E., 956.07 FEET, BEARS S. 58° 15' 00" W., 274.47 FEET, BEING A PORTION OF THAT CERTAIN 436.48 ACRE PARCEL OF LAND, AS SHOWN ON SHEETS 3 THROUGH 6 OF THAT CERTAIN RECORD OF SURVEY, FILED AUGUST 15, 1974, IN BOOK 57 OF L.S.M., AT PAGE 23, IN THE OFFICE OF THE COUNTY RECORDER OF CONTRA COSTA COUNTY."

EXCEPTING THEREFROM:

1. "UNDIVIDED TWENTY-FIVE PERCENT (25%) OF ALL OIL, GAS AND OTHER HYDROCARBONS AND ANY OTHER MINERALS OR MINERAL RIGHTS, WHETHER OR NOT SIMILAR TO THOSE HEREIN MENTIONED, UNDERLYING THAT PORTION OF THE LAND DESCRIBED SITUATED BELOW THE SURFACE THEREOF, SPECIFICALLY INCLUDING THE RIGHT TO EXPLORE, DRILL FOR, PRODUCE, EXTRACT, TREAT, REMOVE AND MARKET OIL, GAS AND OTHER HYDROCARBONS AND MINERALS THEREFROM BUT WITHOUT ANY RIGHT TO ENTER UPON OR TO UTILIZE THE SURFACE OF THE LAND DESCRIBED ABOVE FOR ANY SUCH PURPOSES", AS RESERVED IN THE DEED FROM HERCULES POWER COMPANY, RECORDED JUNE 2, 1965, BOOK 4880, PAGE 541, OFFICIAL RECORDS.
2. "THE REMAINING 75% OF 100% OF THE OIL, GAS AND OTHER HYDROCARBONS TOGETHER WITH THE RIGHT TO EXPLORE, DRILL FOR, USING SLANT DRILLING METHODS, PASS IN, UNDER OR THROUGH SAID LAND, PRODUCE, EXTRACT, TREAT, REMOVE, MARKET OIL, GAS AND OTHER HYDROCARBONS, BUT WITHOUT ANY RIGHT TO ENTER UPON OR TO UTILIZE THE SURFACE OF SAID LAND DESCRIBED FOR ANY SUCH PURPOSE," AS RESERVED IN THE DEED FROM AMINOIL HOLDINGS, INC., A CORPORATION, RECORDED AUGUST 15, 1979, BOOK 9487, PAGE 496, OFFICIAL RECORDS.




CERTIFICATE OF ACCEPTANCE

Pursuant to Government Code Section 27281, this is to certify that the interest in real property conveyed by the foregoing grant deed dated March 14, 2012 from Hercules Bayfront LLC, a Delaware limited liability company, to the City of Hercules, a municipal corporation, is hereby accepted by order of the undersigned on behalf of the City of Hercules pursuant to authority conferred by Resolution No. 12-025 of the City Council of the City of Hercules adopted on February 28, 2012 and the Grantee consents to recordation thereof by its duly authorized officer.

CITY OF HERCULES

By: 
Steven Duran, City Manager

ATTEST:


Doreen Mathews, City Clerk

RESOLUTION NO. 12-025

AUTHORIZING THE EXECUTION OF THE WATER SIDE PURCHASE AND SALE AGREEMENT WITH HERCULES BAYFRONT LLC FOR RIGHT-OF-WAY NECESSARY TO IMPLEMENT THE CITY'S INTERMODAL TRANSIT CENTER PROJECT AT A COST OF \$296,933 IN CASH PAID BY DECEMBER 1, 2012 AND FOR \$493,200 IN DEVELOPMENT IMPACT FEE CREDITS

WHEREAS, Hercules Bayfront (Seller) is the owner of those certain parcels of real property consisting of approximately 40.96 acres, with APN nos. 404-020-065, -083, -084, -085, -086; 404-670-016, -017, -018; 404-490-080, -100 located in the City of Hercules ("City"), State of California ("Overall Property"). The Overall Property is within the City's Waterfront District Master Plan and is approved for mixed-use development pursuant to the Waterfront Master Plan Initiative ("Project"); and

WHEREAS, Seller desires to convey to City (Buyer) and Buyer desires to acquire from Seller that portion of the Overall Property consisting of approximately 50.55 acres, more or less, as legally described in the Water Side Purchase and Sale Agreement (the PSA) which is attached as Attachment A to this resolution, for the purpose of implementing the Intermodal Transit Center Project; and

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Hercules as follows:

1. The City Council hereby authorizes execution by the City Manager of the PSA for purchase of right-of-way for implementation of the Intermodal Transit Center Project in accordance with the PSA.
2. The City Council hereby authorizes the appropriation of an advance of \$100,000 from the Traffic Development Impact Fee account for the purpose of making a deposit to escrow within 3 business days as provided by the PSA, such advance to be repaid from from either Gas Tax Subventions or Measure C/J Local Street Maintenance & Improvements (Return to Source Funds).
3. The City Council hereby authorizes directs the City Manager to take all appropriate actions to conduct the due diligence research contemplated by the PSA and to report back to the City Council on the condition of the property with a recommendation on proceeding with the purchase.

The foregoing Resolution was duly and regularly adopted at a regular meeting of the City Council of the City of Hercules held on the 28th day of February, 2012 by the following vote of the Council:

AYES: Delgado, de Vera, Romero

NOES: None

ABSTAIN: None

ABSENT: None


Dan Romero, Mayor

ATTEST



Doreen Mathews, City Clerk

END OF DOCUMENT

DO NOT RECORD

**FILER REQUESTS
DO NOT RECORD STAMP VALUE**

DECLARATION OF TAX DUE: SEPARATE PAPER:
(Revenue & Taxation code 11932-11933)

DOCUMENT #
FILE NO.: **0131-618582ala (MC)**
DATE: **July 20, 2012**

Grantor:

Hercules Bayfront, LLC

Grantee:

City of Hercules

07/27/2012, 20120178481



Property located in:

Unincorporated

City of **Hercules**

APN: **404-010-005-1**

DOCUMENTARY TRANSFER TAX \$NONE - TAX EXEMPT ENTITY

Computed on full value

Computed on full value less liens or encumbrances remaining at time of sale.

CITY CONVEYANCE TAX \$NONE

"I declare, under penalty of perjury, under the laws of the State of California that the foregoing is true and correct."

Date: 7/25/2012



Michelle Chan

For: **First American Title Company**