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March 8, 2013

Mr. Daniel E. Orodener, Executive Officer
Land Use Commission, State of Hawai'i
235 South Beretania Street, Room 406
Leiopapa A. Kamehameha Building
Honolulu, Hawai'i 96813

LAND USE COMMISSION
STATE OF HAWAII
2013 MAR - 8 P 2:08

Re: **Kunia Loa Ridge Farmlands, DR12-49, Petition for Declaratory Order to Designate Important Agricultural Lands**

Dear Mr. Orodener:

On behalf of Petitioner, Kunia Loa Ridge Farmlands, we are pleased to submit the Petitioner's response to the written comments to the above-entitled petition (the "Petition") received from the Department of Planning and Permitting, City and County of Honolulu ("DPP") the Office of Planning, State of Hawai'i ("OP"), which included comments from the Commission on Water Reserve Management ("CWRM"), the Department of Agriculture, State of Hawai'i ("DOA") and the Natural Resources Conversation Service ("NRCS").

We appreciate the analysis and comments provided by these governmental agencies and respectfully would like to provide not only our response but to use our response to update the information provided in our Petition and we respectfully request that our updated information be entered into the record. Especially we would like to update the information in our Petition with respect to the acreage under active cultivation, which has increased substantially from that stated in the Petition and to correct the statement in our Petition that states that our available water supply is 500,000 gallons per day. At present, our allocation is 714,000 gallons per day.

We believe that this is the first true several hundred acre agricultural project owned by a diverse and large group of small farm lot owners who, with pride of ownership, are dedicated to using their lots without dwellings and without the infrastructure for dwellings and to use their lots for true and diversified agricultural uses that will restore fallow Ag lands to productive agricultural use and protect and preserve Oahu's agricultural lands.

OFFICE OF PLANNING, STATE OF HAWAII

On February 21, 2013, the State of Hawai'i Office of Planning ("OP") submitted its comments to the Land Use Commission and stated that it was unable to recommend at that time that the Commission designate the petition lands as IAL as it needed additional information and

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clarification particularly with respect to water availability and the allowance of farm dwellings on the individual lots. With this letter, we are encouraged to provide information as to the adequacy of our water supply and how the notion of farm dwellings is absolutely not an issue and should not be of concern to any governmental agency. OP also seeks specific information and clarification in different sections of its Letter. We respectfully submit the additional information and clarification requested as follows.

OP questions under Summary of Key Elements of the Petition:

Minimum lot size. The subdivided lots have a minimum lot size of 5 acres.

Confusion between Leasehold and Fee. While the lots have been conveyed in leasehold as required by State Law, technically our farmers have also purchased what is known as a “qualified fee”. Each purchaser received a percentage ownership in the Petitioner non-profit corporation that is the fee owner of the entire land. In this way, the purchaser indirectly owns the fee. To identify the purchaser’s lot for exclusive Ag use, the purchaser is also issued a Proprietary Lot Lease demising the Lot by lot number as located on the Plat Map for the Project. There is no rent payable except for common area Association charges. The term of each lease is 99 years renewable which while still leasehold is tantamount to fee simple. Thus, the term “qualified fee”. Each Lot is demised by the Lease subject to CC&Rs, which prohibit dwellings. There are lease covenants in the Lease prohibiting dwellings in three separate sections of the Lease.

OP’s Basis of Review and Comments

Commission on Water Resource Management (“CWRM”) and Superfund Site. The CWRM commented that part of our water source comes from a part of the superfund site. According to Alan Gottlieb of the Kunia Water Association, all of the Ag water from the Superfund site, which supplies water to its members, is cleaned to agricultural water standards through a stripping tower and charcoal treatment plant, and is monitored on a daily basis with oversight by the EPA and the State Department of Health (see Gottlieb letter, Attachment A). Note that the State of Hawai`i Department of Agriculture intends to use the same water source.

Assessment of Petition Lands

Land currently being used for agricultural production. The Property consists of 605.417 acres currently being used for agricultural production, which is 71% of the total property. The 605.417 acres consists of land currently being harvested, contains soil that has been planted or contains soil that is being prepared for planting (see Attachment B).

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Traditional Native Hawaiian agricultural uses. At present, taro cultivation is occurring on portions of four (4) separate Lots involving a total of five (5) acres. A purchaser, who is purchasing a lot in contemplation of closing, has already ordered 5,000 plants to be planted on seven (7) acres. Unique agricultural crops and uses, such as coffee and aquaculture and energy production are occurring on fifteen (15) acres.

Concerns about the availability of adequate water supply. We would like to correct the statement in our Petition, which was in error. See Attachment A for the correct available water supply, which is 714,000 gallons per day and not 500,000 gallons per day. We have also allotted for 5 million gallons of water storage in our reservoirs. Farm owners also have water storage tanks incorporated in their individual water systems as well. Because of the diversity of "small farming" as well as livestock, current water supply is more than adequate (see the statements in Attachment A).

Critical land mass. Petitioner respectfully interprets this criterion differently from OP. The gulches are an essential component for the entire agricultural project because of their function as natural drainage ways. Especially when you have small farms and many small farmers, controlled drainage is more critical than when you have a large plantation. This is recognized by Map A-1 of the Oahu Sustainable Communities Plan and by the U.S. Department of Agriculture that recognizes the benefits of preserving the large block of contiguous land area that includes the gulches. Our Conservation Plan as approved by the Regional Soil and Water Conservation District is partially dependent on the gulches for drainage and other matters.

OP's Summary and Recommendations

Farm Dwellings. OP states that the CCNRs (actually the CC&Rs) Petitioner's Exhibit C-1 may be amended to allow for farm dwellings in the future. In accordance with the explicit wording of the CC&Rs, these restrictions against farm dwellings may only be amended if and when the State Land Use Commission changes the land use classification to a district other than an agricultural district (see Attachment C).

Furthermore, the Petition Area has been subdivided pursuant to Section 205-4.5 of the Hawai'i Revised Statutes and by this State law, no dwellings are permitted or the subdivision could be voided and the small farmers could lose their ownership of their individual lots. Even though we have subdivided under State law, the City and County of Honolulu still recognizes the entire Petition Area as a single zoning lot on which no more than two farm dwellings may be built. However not even a single dwelling is permitted. The legal restrictions that the Petitioner has recorded as restrictions' running with the land prohibits even a single farm dwelling (see Attachment C).

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Attached, as Attachment D, is a copy of a letter submitted to the Acting Director of the Department of Planning and Permitting requesting that no building permits be to be issued without the approval of the Petitioner. The Petitioner's CC&Rs, Proprietary Lot Lease, and Farm Rules prohibit dwellings. In addition, there is no potable water, no electricity, no sewer, no streets, no sidewalks and the City will not issue a building permit for a dwelling without these services.

Therefore, in response to OP's concerns about farm dwellings, we point out that there are all these legal, institutional, and practical constraints to prevent abuse and there is sufficient protection to discourage "gentlemen farms" or any dwellings what so ever.

DEPARTMENT OF AGRICULTURE, STATE OF HAWAII

Questions from the Department of Agriculture with Petitioner's Responses

We received questions by email from the Department of Agriculture. Some of the pertinent questions (in dark print) and our responses (sent by email on February 19, 2013) are reproduced below, which provides updated information as to the percentage of acreage in active cultivation, currently **71%**, and provides a detailed list of the different types of agricultural production occurring. Also, note that taro, aquaculture, and solar farming are listed.

First, regarding current agricultural production on the 854-acre property.

On page 4 of the petition, you state that "Approximately 44% (378 acres) of the proposed IAL lands are currently used for agricultural production. Small farmers and ranchers who have been granted long term lot leases are actively prepping the great majority of the remainder of the proposed IAL for eventual agricultural production."

For our information, could you be more specific.

1. Of the 99 proposed "proprietary lot leases (from: www.mygarciaproperties.com) how many are occupied, and of those occupied, how many have agricultural production on them?

- a). # occupied: 80
- b). # occupied with agricultural production: 60
- c) # occupied and land prepping 20*

See Attachment B: KLRF - Lot Activity Report 2013

- The percentage of IAL land with soil prepped or planted – 605.417 acres (71%)
- The percentage of IAL land with planted agriculture – 526.004 acres (62%)

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2. Also, what kind of agricultural production is occurring? Examples of agricultural production categories include livestock (beef cattle, horses, poultry, swine, goats, sheep, dairy, etc), vegetables (lettuce, sweet potato, beans, tomatoes, eggplant, squashes, corn, green onions, bell peppers, cucumbers etc.), fruits (avocados, cantaloupes, watermelons, banana, papaya, etc.), flowers /foliage / potted / nursery plants, other crops (coffee/citrus/mac nuts, etc), aquaculture, and so forth.

Kunia Loa Ridge Farmlands – Chart of Agriculture

FRUIT TREES		VEGETABLES		LIVESTOCK	RANCHING	AQUAPONICS
Papaya	Coconut	Squash	Onion	Pigs	Horses	Snails
Mango	Orange	Succini	Marunggay	Chickens	Cattle	Fish
Banana	Lime	Pumpkin	Cabbage	Roosters		Crawfish
Avocado	Calamansi	Tomato	Beets	Ducks		Prawns
Jackfruit	Pomelo	Eggplant	Chayote	Rabbits		
Breadfruit	Grapefruit	Bittermelon	Daikon	Goat		SOLAR FARMING
Lychee	Pomegranate	Taro	Carrot	Sheep		
Rambutan	Guava	Watermelon	Alocon			
Lanzones	Longan	Cassava	Katuday			
Soursap	Loquat	Yam	Herbs			
		Sweet Potato	Peas			
		Peanut	Beans			
		Okra	Jute			
		Radish	Cilantro			
		Pechay	Parsley			
		Garlic	Rosemary			

*Most of the lots have planted the trees and vegetables. Some are still in the process of preparing their farmlots for planting.

3. To your knowledge, how many of the lots with ongoing agricultural production have conservation plans approved by the regional Soil and Water Conservation District and Natural Resources Conservation Service?

No individual farmer conservation plan. We have a project wide Conservation Plan which was approved by the Regional Soil and Water Conservation District.

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Department of Agriculture's Comments

Subsequently, the Department of Agriculture by letter dated February 21, 2013 submitted its comments to the State Land Use Commission and appears to support designation as IAL except that it has reservations about having the entire area designated. They stated that the petition area in its entirety does not merit designation as IAL because of the quantity of available water. Whether our available quantity is sufficient or not is a matter of disagreement. We first note that we have corrected in this letter the fact that our 500,000 gallons per day was in error and that our current allocation is 714,000 gallons per day, which could be lowered to 625,000 gallons per day if the Department of Agriculture starts to take water from the same source. As noted in Attachment A, our water system has historically serviced all the land and the Department of Agriculture's concerns about the quantity of water does not take into account the reservoirs and five million gallons of water that will be in reserve which are part of our water system.

The Department of Agriculture also comments on how multiple owners could have an impact on the establishment and maintenance of the petition area as an agricultural production area worthy of IAL designation. We would like to think that is not a knock on small farmers and instead would like to repeat what we have already stated. The entire petition area is subject to recorded Covenants, Conditions and Restrictions as well as Lot Leases that run with the land that demand the establishment and maintenance of the petition area as an agricultural production area. Zoning also demands the same. The lack of electricity, sewer, and potable water associated with other than agricultural use also demands it. The individual farmer's investment in capital and sweat also demands it as they can do nothing other than use their lots for agricultural purposes. We would also like to comment that we have worked with the Department of Agriculture, explained our project and the Department of Agriculture is waiting for our water reservoirs and system to be fully completed and functional and are standing by to provide financing to our farmers subject to each farmer meeting the Department's underwriting criteria for individuals that they finance.

DEPARTMENT OF PLANNING AND PERMITTING, STATE OF HAWAII

The Department of Planning and Permitting of the City and County of Honolulu ("DPP") by letter dated February 15, 2013, submitted comments to the State Land Use Commission and stated that it had no objections to the Petition. However, they expressed concerns and hoped that we could address them. Our responses are reproduced below and are numbered to correlate with the numbering in DPP's letter to the Land Use Commission dated February 15, 2013:

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4. An Archaeological Inventory Survey of the entire Project site is currently underway by our project archaeologist, TCP Hawai`i, LLC, Chris Monahan, in coordination with State Historic Preservation Division (Susan Lebo).
5. The adjacent uses are agricultural on a large scale by Syngenta, Fat Law, and Monsanto plus conservation by the Trust for Public Lands. We are not aware of plans by these owners to use their lands other than as currently used.
6. The City raises the same concern regarding adequate supply of water. We hope we have addressed this earlier in this letter. See response to the OP Letter and see especially Attachment A.
7. While this comment appears to be aimed at the LUC, we would like to note that the larger mass projects do not lend themselves to diversified agriculture.
8. On power for agricultural use, Current farmers have not had much need for electricity for farming operations. Any power needed has been adequately supplied by generators and/or solar panels.
9. See the attached which shows that the use by the small farmers and ranchers is not just potential but actual. As far as clarification of implementation measures to ensure agricultural use, the proof is in the actual significant agricultural use as shown in the attached. This came about by recorded CC&Rs, lease covenants, sales documents and materials and multiple farmer association meetings.

Thank you for this opportunity to respond to the comments by the City. In closing, we would like to comment that the Department of Planning and Permitting has been very supportive in the past as the former Director, David Tanoue and Deputy Bob Sumitomo actively advised and guided our project as reflected in the minutes of the March 1, 2010 meeting of the Honolulu City Council Agricultural Development Task Force.

NATURAL RESOURCES CONSERVATION SERVICE

By letter dated February 11, 2013, the Natural Resources Conservation Service (NRCS) submitted its comments to the Office of Planning and stated that both the US Department of Agriculture and the NRCS recognizes the potential benefits of preserving the petitioned IAL as a large block of contiguous land area and that such a contiguous designation could be conducive to environmental protection and healthy integrated resource management. As noted in our response to the Department of Agriculture, we have a project wide (i.e., all of the petition area) Conservation Plan which was approved by the Regional Soil and Water Conservation District.

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In summary, we have taken a large parcel of Ag lands that have been laying fallow with the closing of the plantations. We have arranged for small farmer ownership and current agricultural production, which is active and not just potential. In order for the project to succeed, we have unified all 854 acres by restrictive covenants and a master conservation plan that insures diversified agricultural use of the petition area. We respectfully submit that we have addressed concerns, answered the questions and provided information with which the State Land Use Commission can find that our lands are important State of Hawai'i Agricultural Lands that meet the criteria for designation as IAL set forth in Hawai'i Revised Statutes, Section 205-44 and with Article XI, Section 3 of the Hawai'i State Constitution and on behalf of the Petitioner we respectfully request that the Commission grant the Petition.

Very truly yours,

SCHLACK ITO
A LIMITED LIABILITY LAW COMPANY



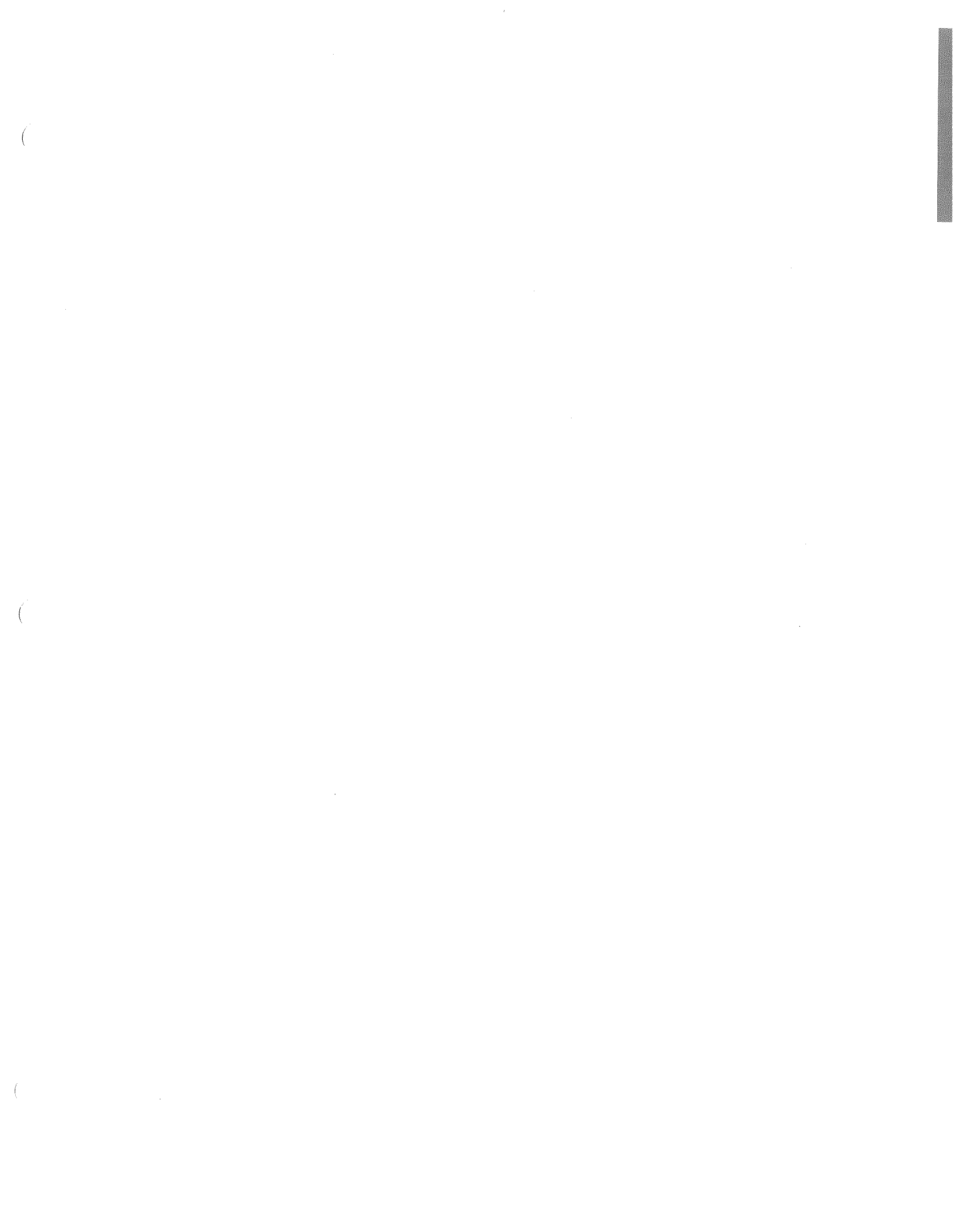
Raymond S. Iwamoto

RSI:sr
Attachments

cc: KLRF
Office of Planning, State of Hawai'i
Department of Planning and Permitting, City and County of Honolulu
Chairperson, Board of Agriculture

Kunia Loa Ridge Farmlands

- Attachment A - KWA Letter
- Attachment B - KLRF Chart of Agricultural Activity
- Attachment C - First Amendment to CCR's
- Attachment D - Letter to the State Department
of Planning and Permitting





SECOND CITY PROPERTY MANAGEMENT, INC.

P O BOX 700489
KAPOLEI, HI 96709
(808) 674-9996
FAX 674-9997

March 4, 2013

Raymond S. Iwamoto
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745 Fort Street, Suite 1500
Honolulu, Hawaii 96813

LAND USE COMMISSION
STATE OF HAWAII
2013 MAR - 8 P 2:08

Dear Mr. Iwamoto

I am the contracted manager for the Kunia Water Association, Inc. which owns and operates the water system for six members on some 3,000 acres of agricultural lands in upper Kunia, on property once farmed by Del Monte.

Kunia Loa Ridge Farmlands ("KLRF") is one of the members that we are supplying water to. You have informed me that KLRF has Petitioned the State Land Use Commission for a Declaratory Order to Designate the KLRF lands as Important Agricultural Lands and that the State of Hawaii DLNR Commission on Water Resource Management has commented that our well sources Nos. 2703-01, 2803-05 and 2803-07 are part of the superfund site and are subject to current remediation. They stated that "the immediate disposition of the wells may not be conducive to providing sufficient quantities of water for agricultural purposes." They ask that KLRF clarify the adequacy of existing water supply for agricultural uses.

While I am not sure what they mean by "immediate disposition of the wells may not be conducive to providing sufficient quantities of water for agricultural purposes" I am pleased to provide you with the following information.

There are presently other members/users of our water including: Island Palm Communities (fka Army Hawaii Family Housing) and their main tenant Monsanto; Syngenta; Kunia Ag Park (aka Fat Law Farms) and the Kunia Village. Kunia Village in fact is using the water for domestic consumption. The State of Hawaii Department of Agriculture owns 400+ acres of property adjacent to our property and has rights under our Declarative Covenants to be annexed for the purpose of using the water from our system, since that property was traditionally serviced by this water system.

All of the water from the Superfund site is cleaned to agricultural water standards before it is delivered to members, or mixed with our another agricultural water. Our water is monitored on a daily basis, with oversight by the Environmental Protection Agency. Our Kunia well 3 and well 4 (2803-05 and 2803-07) are not contaminated from the Superfund source site and also supply agricultural water to our members, as well as potable water for domestic use for Kunia Village, one of our members. Our water is also monitored by the State Department of Health.

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As for the quantity of water available to KLRF, at present KLRF is allocated 14.18% of the available water (as permitted by CWRM) which is estimated at 714,000 gallons per day. If and when the State of Hawaii is annexed into our Association, KLRF's allocation will be reduced to 12.41% or an estimate of 625,000 gallons per day. These estimates of gallons per day is based on all KWA members using their full shares and if they do not, the actual water available to KLRF could exceed these amounts.

Furthermore, KLRF has already constructed two large reservoirs on site and plans to install one more for water storage to further expand their available water supply.

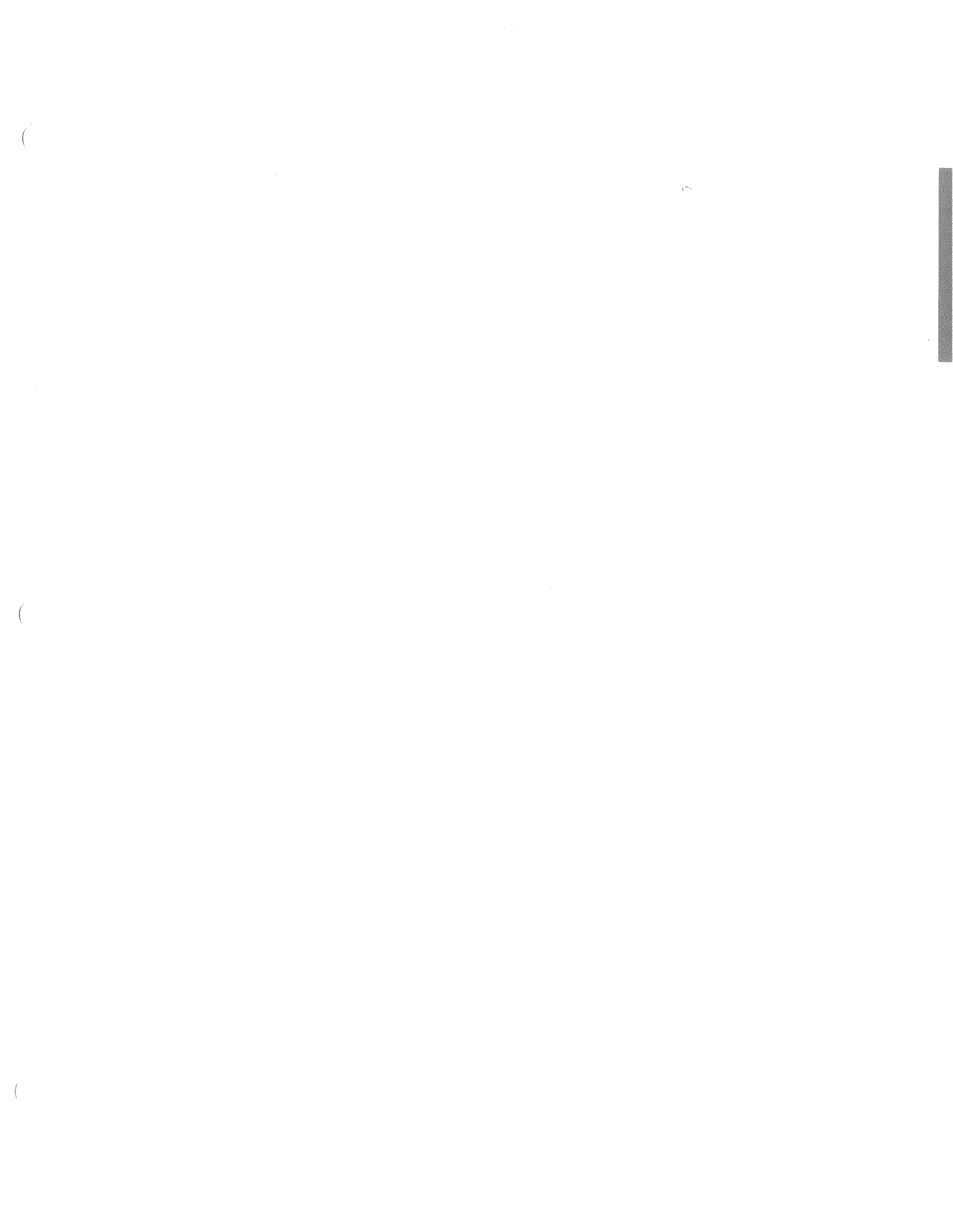
The current water system has historically more than adequately serviced all of the lands now being serviced. It has been the practice since the Kunia Water Association took over this system on behalf of its members, and its ongoing intention, to maintain and improve these water systems so they provide reliable, high quality agricultural water to all of its members long into the future.

If you have any further questions, please do not hesitate to contact me.

Sincerely,



Alan Gottlieb
Contractor for the Kunia Water Association, Inc.



KUNIA LOA RIDGE FARMLANDS
Lot Activity Report (as of February 2013)

LAND USE COMMISSION
STATE OF HAWAII

Lot #	Gross Area (acres)	STATUS				2013 FARM ACTIVITIES: 09
		Soil Prep	Planted	Not Yet	Harvesting	
1	10.944			X		
2	5.401		X		X	Fruit Trees, Vegetables, Livestock
3	5.310		X		X	Livestock, Fruit Trees, Vegetables
4	5.070		X			Fruit Trees
5	5.422		X		X	Livestock, Fruit Trees, Vegetables
6	12.307			X		
7	5.860		X		X	Fruit Trees, Ranching, Solar Farming
8	15.510		X		X	Livestock, Fruit Trees, Vegetables
9	16.142		X		X	Livestock, Fruit Trees, Vegetables
10	21.333			X		
11	5.530		X		X	Fruit Trees, Vegetables
12	11.248		X		X	Livestock, Fruit Trees, Vegetables
13	10.822		X		X	Livestock/Ranching, Fruit Trees, Vegetables
14	5.224		X		X	Livestock, Fruit Trees, Vegetables
15	5.216		X		X	Livestock, Fruit Trees, Vegetables
16	10.362		X		X	Livestock, Fruit Trees, Vegetables
17	5.293		X			Livestock, Fruit Trees, Vegetables
18	5.625		X			Fruit Trees, Livestock, Ranching
19	6.064			X		
20	16.353			X		
21	5.181		X		X	Livestock/Ranching, Vegetables
22	5.764		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
23	5.433		X			Livestock/Ranching, Fruit Trees, Vegetables
24	5.617		X		X	Livestock/Ranching, Fruit Trees, Vegetables
25	5.177	X				Ranching, Fruit Trees, Vegetables
26	5.077	X				Fruit Trees
27	5.102		X		X	Livestock, Fruit Trees, Vegetables
28	5.111		X		X	Livestock, Fruit Trees, Vegetables
29	5.111		X		X	Livestock, Fruit Trees, Vegetables
30	5.232	X				Fruit Trees
31	5.189		X		X	Fruit Trees, Vegetables
32	5.240	X				Fruit Trees
33	5.109		X		X	Livestock, Fruit Trees, Vegetables
34	5.115		X		X	Livestock, Fruit Trees, Vegetables
35	3.726	X				Fruit Trees
36	12.423			X		
37	5.254		X		X	Livestock, Fruit Trees, Vegetables
38	12.129		X		X	Livestock, Fruit Trees, Vegetables
39	10.447			X		
40	5.226	X				Fruit Trees
41	5.257		X		X	Livestock, Fruit Trees, Vegetables/Fishpond
42	10.499	X				Livestock, Fruit Trees, Vegetables
43	10.613		X		X	Livestock, Fruit Trees, Vegetables
44	10.410		X		X	Livestock, Fruit Trees, Vegetables
45	5.209		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
46	10.620		X		X	Livestock, Fruit Trees, Vegetables
47	16.480			X		
48	1.647			X		
49	5.716	X				Livestock, Fruit Trees, Vegetables
50	6.807		X		X	Livestock, Fruit Trees, Vegetables
51	10.740		X		X	Livestock, Fruit Trees, Vegetables
52	5.284		X		X	Livestock, Fruit Trees, Vegetables
53	5.181	X				Fruit Trees
54	5.150		X		X	Livestock, Fruit Trees, Vegetables/Ranching
55	5.213		X		X	Livestock, Fruit Trees, Vegetables
56	10.544		X		X	Livestock, Fruit Trees, Vegetables
57	10.699		X		X	Livestock, Fruit Trees, Vegetables
58	5.241	X				Fruit Trees
59	10.230		X		X	Livestock, Fruit Trees, Vegetables

Lot #	Gross Area (acres)	STATUS				FARM ACTIVITIES
		Soil Prep	Planted	Not Yet	Harvesting	
60	10.232			X		
61	5.072		X		X	Livestock/Ranching, Fruit Trees, Vegetables
62	5.237		X		X	Livestock, Fruit Trees, Vegetables
63	17.639			X		
64	10.100	X				Livestock, Fruit Trees, Vegetables
65	5.117		X			Livestock, Fruit Trees, Vegetables
66	7.000			X		
67	5.154		X		X	Livestock, Fruit Trees, Vegetables
68	6.154		X		X	Livestock, Fruit Trees, Vegetables
69	5.558		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
70	5.834		X		X	Livestock, Fruit Trees, Vegetables
71	11.245			X		
72	21.076		X		X	Livestock, Fruit Trees, Vegetables
73	20.675		X		X	Livestock, Fruit Trees, Vegetables
74	15.601		X		X	Livestock, Fruit Trees, Vegetables/Ranching
75	5.075	X				Fruit Trees, Vegetables
76	5.071		X		X	Livestock, Fruit Trees, Vegetables
77	5.038		X		X	Livestock, Fruit Trees, Vegetables
78	10.572		X		X	Livestock, Fruit Trees, Vegetables
79	10.072			X		
80	10.138			X		
81	10.116		X		X	Livestock, Fruit Trees, Vegetables
82	10.172		X			Livestock, Fruit Trees, Vegetables
83	10.461		X		X	Livestock, Fruit Trees, Vegetables
84	10.243		X		X	Livestock, Fruit Trees, Vegetables/Ranching
85	5.160		X		X	Livestock, Fruit Trees, Vegetables/Ranching
86	10.617		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
87	5.619	X				Fruit Trees
88	10.471			X		
89	5.204		X		X	Livestock, Fruit Trees, Vegetables/Ranching
90	5.205		X		X	Livestock, Fruit Trees, Vegetables
91	10.460		X		X	Livestock, Fruit Trees, Vegetables/Ranching
92	5.111		X		X	Livestock, Fruit Trees, Vegetables/Fishpond
93	10.399			X		
94	16.664		X		X	Livestock, Fruit Trees, Vegetables
95	15.189			X		
96	10.214		X		X	Livestock, Fruit Trees, Vegetables
97	2.304	X				Fruit Trees
98	5.292		X		X	Livestock, Fruit Trees, Vegetables
99	15.258			X		
A	18.002					Common Lot
B	2.439					Common Lot
C	2.732					Common Lot
Totals	854.231	14	66	19	60	80

KUNIA LOA RIDGE FARMLANDS
Lot Activity Report (as of February 2013)

FRUIT TREES		VEGETABLES		LIVESTOCK	RANCHING	AQUAPONICS
Papaya	Coconut	Squash	Onion	Pigs	Horses	Snails
Mango	Orange	Succini	Marunggay	Chickens	Cattle	Fish
Banana	Lime	Pumpkin	Cabbage	Roosters		Crawfish
Avocado	Calamansi	Tomato	Beets	Ducks		Prawns
Jackfruit	Pomelo	Eggplant	Chayote	Rabbits		
Breadfruit	Grapefruit	Bittermelon	Daikon	Goat		SOLAR FARMING
Lychee	Pomegranate	Taro	Carrot	Sheep		
Rambutan	Guava	Watermelon	Alocon			
Lanzones	Longan	Cassava	Katuday			
Soursap	Loquat	Yam	Herbs			
		Sweet Potato	Peas			
		Peanut	Beans			
		Okra	Jute			
		Radish	Cilantro			
		Pechay	Parsley			
		Garlic	Rosemary			

KUNIA LOA RIDGE FARMLANDS
Lot Activity Report (as of February 2013)

Lot #	Gross Area (acres)	STATUS				FARM ACTIVITIES
		Soil Prep	Planted	Not Yet	Harvesting	
1	10.944			X		
6	12.307			X		
10	21.333			X		
19	6.064			X		
20	16.353			X		
36	12.423			X		
39	10.447			X		
47	16.480			X		
48	1.647			x		
60	10.232			X		
63	17.639			X		
66	7.000			X		
71	11.245			X		
79	10.072			X		
80	10.138			X		
88	10.471			X		
93	10.399			X		
95	15.189			X		
99	15.258			X		
A	18.002					Common Lot
B	2.439					Common Lot
C	2.732					Common Lot
2	5.401		X		X	Fruit Trees, Vegetables, Livestock
3	5.310		X		X	Livestock, Fruit Trees, Vegetables
4	5.070		X			Fruit Trees
5	5.422		X		X	Livestock, Fruit Trees, Vegetables
7	5.860		X		X	Fruit Trees, Ranching, Solar Farming
8	15.510		X		X	Livestock, Fruit Trees, Vegetables
9	16.142		X		X	Livestock, Fruit Trees, Vegetables
11	5.530		X		X	Fruit Trees, Vegetables
12	11.248		X		X	Livestock, Fruit Trees, Vegetables
13	10.822		X		X	Livestock/Ranching, Fruit Trees, Vegetables
14	5.224		X		X	Livestock, Fruit Trees, Vegetables
15	5.216		X		X	Livestock, Fruit Trees, Vegetables
16	10.362		X		X	Livestock, Fruit Trees, Vegetables
17	5.293		X			Livestock, Fruit Trees, Vegetables
18	5.625		X			Fruit Trees, Livestock, Ranching
21	5.181		X		X	Livestock/Ranching, Vegetables
22	5.764		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
23	5.433		X			Livestock/Ranching, Fruit Trees, Vegetables
24	5.617		X		X	Livestock/Ranching, Fruit Trees, Vegetables
25	5.177	X				Ranching, Fruit Trees, Vegetables
26	5.077	X				Fruit Trees
27	5.102		X		X	Livestock, Fruit Trees, Vegetables
28	5.111		X		X	Livestock, Fruit Trees, Vegetables
29	5.111		X		X	Livestock, Fruit Trees, Vegetables
30	5.232	X				Fruit Trees
31	5.189		X		X	Fruit Trees, Vegetables
32	5.240	X				Fruit Trees
33	5.109		X		X	Livestock, Fruit Trees, Vegetables
34	5.115		X		X	Livestock, Fruit Trees, Vegetables
35	3.726	X				Fruit Trees
37	5.254		X		X	Livestock, Fruit Trees, Vegetables
38	12.129		X		X	Livestock, Fruit Trees, Vegetables
40	5.226	X				Fruit Trees
41	5.257		X		X	Livestock, Fruit Trees, Vegetables/Fishpond
42	10.499	X				Livestock, Fruit Trees, Vegetables
43	10.613		X		X	Livestock, Fruit Trees, Vegetables

Lot #	Gross Area (acres)	STATUS				FARM ACTIVITIES
		Soil Prep	Planted	Not Yet	Harvesting	
44	10.410		X		X	Livestock, Fruit Trees, Vegetables
45	5.209		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
46	10.620		X		X	Livestock, Fruit Trees, Vegetables
49	5.716	X				Livestock, Fruit Trees, Vegetables
50	6.807		X		X	Livestock, Fruit Trees, Vegetables
51	10.740		X		X	Livestock, Fruit Trees, Vegetables
52	5.284		X		X	Livestock, Fruit Trees, Vegetables
53	5.181	X				Fruit Trees
54	5.150		X		X	Livestock, Fruit Trees, Vegetables/Ranching
55	5.213		X		X	Livestock, Fruit Trees, Vegetables
56	10.544		X		X	Livestock, Fruit Trees, Vegetables
57	10.699		X		X	Livestock, Fruit Trees, Vegetables
58	5.241	X				Fruit Trees
59	10.230		X		X	Livestock, Fruit Trees, Vegetables
61	5.072		X		X	Livestock/Ranching, Fruit Trees, Vegetables
62	5.237		X		X	Livestock, Fruit Trees, Vegetables
64	10.100	X				Livestock, Fruit Trees, Vegetables
65	5.117		X			Livestock, Fruit Trees, Vegetables
67	5.154		X		X	Livestock, Fruit Trees, Vegetables
68	6.154		X		X	Livestock, Fruit Trees, Vegetables
69	5.558		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
70	5.834		X		X	Livestock, Fruit Trees, Vegetables
72	21.076		X		X	Livestock, Fruit Trees, Vegetables
73	20.675		X		X	Livestock, Fruit Trees, Vegetables
74	15.601		X		X	Livestock, Fruit Trees, Vegetables/Ranching
75	5.075	X				Fruit Trees, Vegetables
76	5.071		X		X	Livestock, Fruit Trees, Vegetables
77	5.038		X		X	Livestock, Fruit Trees, Vegetables
78	10.572		X		X	Livestock, Fruit Trees, Vegetables
81	10.116		X		X	Livestock, Fruit Trees, Vegetables
82	10.172		X			Livestock, Fruit Trees, Vegetables
83	10.461		X		X	Livestock, Fruit Trees, Vegetables
84	10.243		X		X	Livestock, Fruit Trees, Vegetables/Ranching
85	5.160		X		X	Livestock, Fruit Trees, Vegetables/Ranching
86	10.617		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
87	5.619	X				Fruit Trees
89	5.204		X		X	Livestock, Fruit Trees, Vegetables/Ranching
90	5.205		X		X	Livestock, Fruit Trees, Vegetables
91	10.460		X		X	Livestock, Fruit Trees, Vegetables/Ranching
92	5.111		X		X	Livestock, Fruit Trees, Vegetables/Fishpond
94	16.664		X		X	Livestock, Fruit Trees, Vegetables
96	10.214		X		X	Livestock, Fruit Trees, Vegetables
97	2.304	X				Fruit Trees
98	5.292		X		X	Livestock, Fruit Trees, Vegetables
	605.417					
Totals	854.231	14	66	19	60	80

605.417 is Soil Prep and Planted Acres

605.417 / 854.231 =0.708 (71%)

KUNIA LOA RIDGE FARMLANDS
Lot Activity Report (as of February 2013)

Lot #	Gross Area (acres)	STATUS				FARM ACTIVITIES
		Soil Prep	Planted	Not Yet	Harvesting	
1	10.944			X		
6	12.307			X		
10	21.333			X		
19	6.064			X		
20	16.353			X		
36	12.423			X		
39	10.447			X		
47	16.480			X		
48	1.647			x		
60	10.232			X		
63	17.639			X		
66	7.000			X		
71	11.245			X		
79	10.072			X		
80	10.138			X		
88	10.471			X		
93	10.399			X		
95	15.189			X		
99	15.258			X		
A	18.002					Common Lot
B	2.439					Common Lot
C	2.732					Common Lot
	248.814					
25	5.177	X				Ranching, Fruit Trees, Vegetables
26	5.077	X				Fruit Trees
30	5.232	X				Fruit Trees
32	5.240	X				Fruit Trees
35	3.726	X				Fruit Trees
40	5.226	X				Fruit Trees
42	10.499	X				Livestock, Fruit Trees, Vegetables
49	5.716	X				Livestock, Fruit Trees, Vegetables
53	5.181	X				Fruit Trees
58	5.241	X				Fruit Trees
64	10.100	X				Livestock, Fruit Trees, Vegetables
75	5.075	X				Fruit Trees, Vegetables
87	5.619	X				Fruit Trees
97	2.304	X				Fruit Trees
2	5.401		X		X	Fruit Trees, Vegetables, Livestock
3	5.310		X		X	Livestock, Fruit Trees, Vegetables
4	5.070		X			Fruit Trees
5	5.422		X		X	Livestock, Fruit Trees, Vegetables
7	5.860		X		X	Fruit Trees, Ranching, Solar Farming
8	15.510		X		X	Livestock, Fruit Trees, Vegetables
9	16.142		X		X	Livestock, Fruit Trees, Vegetables
11	5.530		X		X	Fruit Trees, Vegetables
12	11.248		X		X	Livestock, Fruit Trees, Vegetables
13	10.822		X		X	Livestock/Ranching, Fruit Trees, Vegetables
14	5.224		X		X	Livestock, Fruit Trees, Vegetables
15	5.216		X		X	Livestock, Fruit Trees, Vegetables
16	10.362		X		X	Livestock, Fruit Trees, Vegetables
17	5.293		X			Livestock, Fruit Trees, Vegetables
18	5.625		X			Fruit Trees, Livestock, Ranching
21	5.181		X		X	Livestock/Ranching, Vegetables
22	5.764		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
23	5.433		X			Livestock/Ranching, Fruit Trees, Vegetables
24	5.617		X		X	Livestock/Ranching, Fruit Trees, Vegetables
27	5.102		X		X	Livestock, Fruit Trees, Vegetables

Lot #	Gross Area (acres)	STATUS				FARM ACTIVITIES
		Soil Prep	Planted	Not Yet	Harvesting	
28	5.111		X		X	Livestock, Fruit Trees, Vegetables
29	5.111		X		X	Livestock, Fruit Trees, Vegetables
31	5.189		X		X	Fruit Trees, Vegetables
33	5.109		X		X	Livestock, Fruit Trees, Vegetables
34	5.115		X		X	Livestock, Fruit Trees, Vegetables
37	5.254		X		X	Livestock, Fruit Trees, Vegetables
38	12.129		X		X	Livestock, Fruit Trees, Vegetables
41	5.257		X		X	Livestock, Fruit Trees, Vegetables/Fishpond
43	10.613		X		X	Livestock, Fruit Trees, Vegetables
44	10.410		X		X	Livestock, Fruit Trees, Vegetables
45	5.209		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
46	10.620		X		X	Livestock, Fruit Trees, Vegetables
50	6.807		X		X	Livestock, Fruit Trees, Vegetables
51	10.740		X		X	Livestock, Fruit Trees, Vegetables
52	5.284		X		X	Livestock, Fruit Trees, Vegetables
54	5.150		X		X	Livestock, Fruit Trees, Vegetables/Ranching
55	5.213		X		X	Livestock, Fruit Trees, Vegetables
56	10.544		X		X	Livestock, Fruit Trees, Vegetables
57	10.699		X		X	Livestock, Fruit Trees, Vegetables
59	10.230		X		X	Livestock, Fruit Trees, Vegetables
61	5.072		X		X	Livestock/Ranching, Fruit Trees, Vegetables
62	5.237		X		X	Livestock, Fruit Trees, Vegetables
65	5.117		X			Livestock, Fruit Trees, Vegetables
67	5.154		X		X	Livestock, Fruit Trees, Vegetables
68	6.154		X		X	Livestock, Fruit Trees, Vegetables
69	5.558		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
70	5.834		X		X	Livestock, Fruit Trees, Vegetables
72	21.076		X		X	Livestock, Fruit Trees, Vegetables
73	20.675		X		X	Livestock, Fruit Trees, Vegetables
74	15.601		X		X	Livestock, Fruit Trees, Vegetables/Ranching
76	5.071		X		X	Livestock, Fruit Trees, Vegetables
77	5.038		X		X	Livestock, Fruit Trees, Vegetables
78	10.572		X		X	Livestock, Fruit Trees, Vegetables
81	10.116		X		X	Livestock, Fruit Trees, Vegetables
82	10.172		X			Livestock, Fruit Trees, Vegetables
83	10.461		X		X	Livestock, Fruit Trees, Vegetables
84	10.243		X		X	Livestock, Fruit Trees, Vegetables/Ranching
85	5.160		X		X	Livestock, Fruit Trees, Vegetables/Ranching
86	10.617		X		X	Livestock, Fruit Trees, Vegetables/Aquaponics
89	5.204		X		X	Livestock, Fruit Trees, Vegetables/Ranching
90	5.205		X		X	Livestock, Fruit Trees, Vegetables
91	10.460		X		X	Livestock, Fruit Trees, Vegetables/Ranching
92	5.111		X		X	Livestock, Fruit Trees, Vegetables/Fishpond
94	16.664		X		X	Livestock, Fruit Trees, Vegetables
96	10.214		X		X	Livestock, Fruit Trees, Vegetables
98	5.292		X		X	Livestock, Fruit Trees, Vegetables
526.004						
Totals	854.231	14	66	19	60	

526.004 is Planted Total Acres Only

526.004 / 854.231 = 0.615 (62%)

KUNIA LOA RIDGE FARMLANDS
 Lot Activity Report (as of 02/2013)

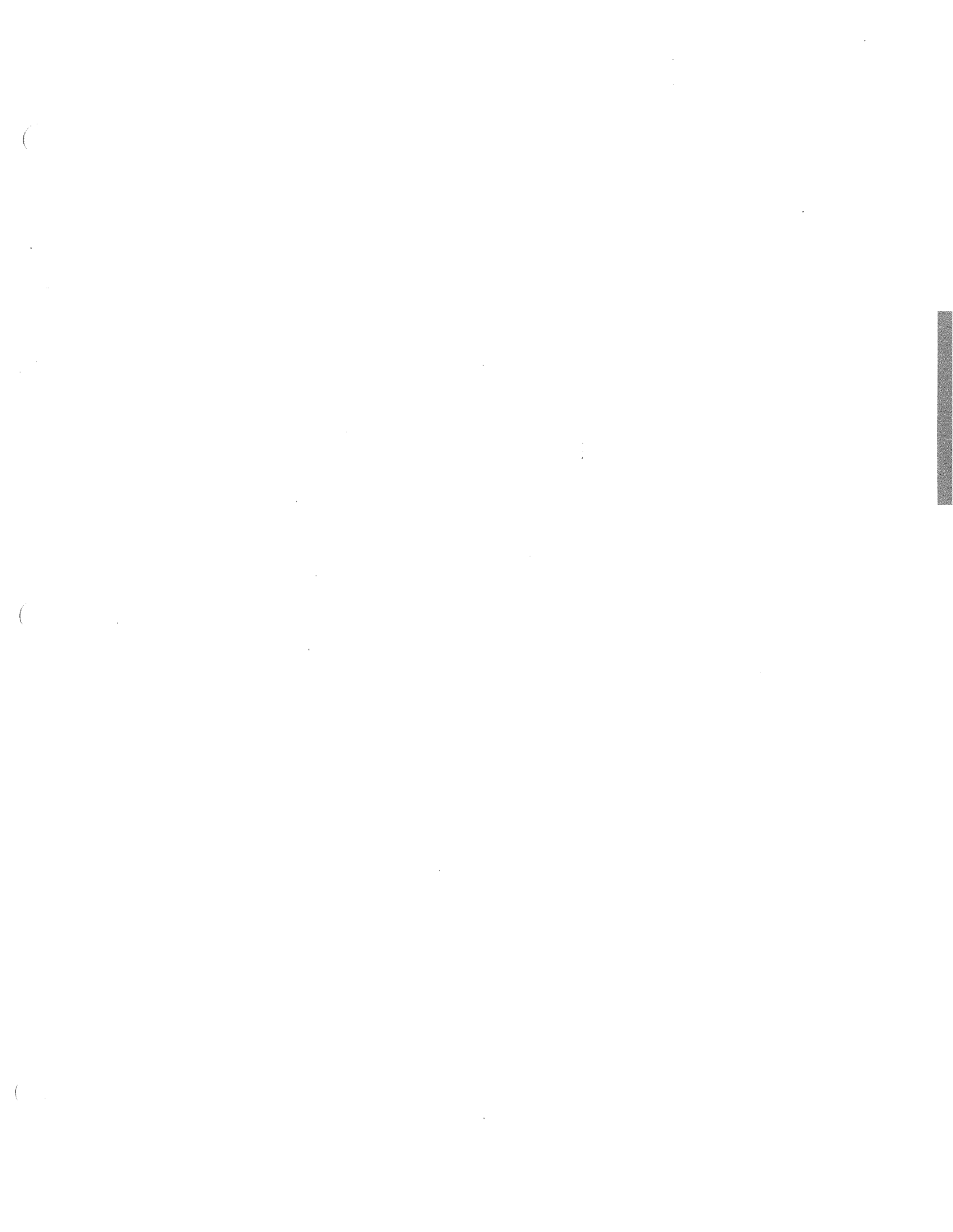
Lot Activity

LOT #	LOT OWNER NAMES	GROSS AREA (acres)	STATUS				FAR				
			Soil Prep	Planted	No Activity	Harvesting	Fruit Trees	Vegetables	Liv		
1	Conrad Valdriz	10.944			X						
2	Guy & Tina Valentine	5.401		X		X	X	X			
3	Victorino Tubon, Jr.	5.310		X		X	X	X			
4	Nemesio Ramos	5.070		X		X	X	X			
5	Ernesto Pacariem, etal.	5.422		X		X	X	X			
6		12.307			X						
7	Chris Debone	5.860		X		X	X	X			
8	PARADISE VIEW LLC	15.510		X		X	X	X			X
9	SKYVIEW 9 FARMS, LLC	16.142		X		X	X	X			
10	Transferred to W. Kazama	21.333			X						
11	Lydia Agno	5.530		X		X	X	X			
12	Thanh Nguyen & Rosalie Le	11.248		X		X	X	X			
13	BLESSED 13 LLC	10.822		X		X	X	X			X
14	Nestor Babaran	5.224		X		X	X	X			
15	Winlove Almazan	5.216		X		X	X	X			
16	Mauka Nani 16, LLC	10.362		X		X	X	X			
17	Dominique Nguyen	5.293		X		X	X	X			
18	PDAC LLC	5.625		X		X	X	X			
19	Greenhills Five-0, LLC	6.064			X						
20		16.353			X						
21	Richard Cox, Jr.	5.181		X		X	X	X			X
22	Jessie Estigoy, etal.	5.764		X		X	X	X			X
23	David Sunogawa	5.433		X		X	X	X			X
24	Tyson Washburn	5.617		X		X	X	X			X
25	Joseph Hookano, etal.	5.177	X			X	X	X			X
26	Leonides Rivera	5.077	X			X	X	X			X
27	Benjamin Fiesta	5.102		X		X	X	X			X
28	R.E.C.G. FARMS LLC	5.111		X		X	X	X			X
29	Transferred to Larry Ordonez	5.111		X		X	X	X			X
30	Kevi & Khamla Lovan	5.232	X			X	X	X			X
31	Florante Sanchez	5.189		X		X	X	X			X
32	Ignatius McKenzie	5.240	X			X	X	X			X
33	PVT Farms, LLC	5.109		X		X	X	X			X
34	Roberto Lamug	5.115		X		X	X	X			X
35	Alejandra Pasion, etal.	3.726	X			X	X	X			X
36		12.423			X						
37	Kevin Archibald	5.254		X		X	X	X			X

blar ming

LOT #	LOT OWNER NAMES	GROSS AREA (acres)	STATUS				FARM ACTIVITIES								
			Soil Prep	Planted	No Activity	Harvesting	Fruit Trees	Vegetables	Livestock	Ranching	Aquaponics	Solar Farming			
38	Pepito Paguirigan	12.129		X		X			X						
39	Kunia Ridge Estate LLC	10.447			X										
40	Aden Robert Stay	5.226	X												
41	George & Trelie Falcon	5.257		X		X									
42	Nahe Nahe, LLC	10.499	X						X		X			X	
43	HI-WAY Farm, LLC/Happy F	10.613		X			X				X				
44	Romeo Mindo, etal	10.410		X			X				X				
45	Rommel Ramos	5.209		X			X				X				
46	Esteban/R.G.I. Ohana LLC	10.620		X			X				X			X	
47	MALAKO FARMS, LLC	16.480		X		X					X				
48	STORAGE FACILITY	1.647			X										
49	K.L.R.F. 49, LLC	5.716	X						X		X				
50	FARMERS LIFE LLC	6.807		X			X				X				
51	Phil-Mex LLC	10.740		X			X				X				
52	Thanh A. Lu	5.284		X					X		X				
53	Mike Van	5.181	X												
54	Elizabeth Salz, etal.	5.150		X			X				X				
55	FIL FRIENDSHIP LLC	5.213		X			X				X			X	
56	Pohakea Partners, LLC	10.544		X			X				X			X	
57	Upper Kunia Ridge LLC	10.699		X			X				X			X	
58	Dante Buan	5.241	X												
59	JEFF & RED LLC	10.230		X			X				X				
60	Reserved	10.232			X										
61	Delvina Kekahuna	5.072		X			X				X			X	
62	Hong P. Nghiem	5.237		X			X				X			X	
63		17.639			X										
64	Mencias & Robles	10.100	X								X			X	
65	ALWAYS ALOHA LLC	5.117		X							X			X	
66	Samoan Ind. 7th Day Church	7.000			X										
67	R.D.J.J. Properties, LLC	5.154		X			X				X			X	
68	AMADELS, LLC	6.154		X			X				X			X	
69	Hernando Castillo etal	5.558		X			X				X			X	
70	Thanh A. Lu	5.834		X			X				X			X	
71	Transferred to Calvin Lui	11.245			X										
72	Hong P. Nghiem, etal.	21.076		X			X				X			X	
73	Janny Giang	20.675		X			X				X			X	
74	Kunia Loa Estates LLC	15.601		X			X				X			X	
75	Steven & Aileen Camello	5.075	X								X			X	
76	Clifford Waiwaiole	5.071		X			X				X			X	

LOT #	LOT OWNER NAMES	GROSS AREA (acres)	STATUS				FARM ACTIVITIES										
			Soil Prep	Planted	No Activity	Harvesting	Fruit Trees	Vegetables	Livestock	Ranching	Aqua-ponics	Solar Farming					
77	Bruce Barros	5.038		X		X		X		X							
78	Nusi & Rhonda Manufekai	10.572		X		X		X		X							
79		10.072			X												
80		10.138			X												
81	Nusi & Rhonda Manufekai	10.116		X		X		X		X							
82	Saafiga William Foster	10.172		X		X		X		X							
83	F.A.T.E. HILLS LLC	10.461		X		X		X		X							
84	Vares, Scott & Nick	10.243		X		X		X		X			X				
85	Noeliani Malia Silva	5.160		X		X		X		X			X				
86	Kunia Loa Estates LLC	10.617		X		X		X		X			X				
87	Kim Inuma, etal.	5.619	X					X									
88	Cal Lui & Debbie Lui-Anders	10.471			X												
89	Kunia Ohana Farms, LLC	5.204		X		X		X		X			X				
90	Armand Unabia	5.205		X		X		X		X			X				
91	Leocardio Tamayo, etal.	10.460		X		X		X		X			X				
92	Richard De Mont	5.111		X		X		X		X			X				
93	David Day, etal	10.399			X			X		X			X				
94	Lucky 7, LLC	16.664		X		X		X		X			X				
95	Reserved	15.189			X			X		X			X				
96	KUNIA HEIGHTS, LLC	10.214		X		X		X		X			X				
97	Ray Kai Waltjen	2.304	X					X		X			X				
98	Janny Giang	5.292		X		X		X		X			X				
99	Reserved for Kazama/Valdriz	15.258			X			X		X			X				
A	Archaeological Site - Lot 63	18.002															
B	Reservoir at Lot 35	2.439															
C	Reservoir at Lot 97	2.732															
Totals		854.231	14	66	X9	60	77	68	63	13	5	1					



This is a copy of Bureau of Conveyances
Document No. 2011-141744, and / or
Land Court Document No.
affecting Certificate of Title No.
recorded on Sept. 6, 2011 at 8:01 o'clock am.

TITLE GUARANTY OF HAWAII, INCORPORATED

LAND COURT SYSTEM

REGULAR SYSTEM

Return by Mail Pickup To:

SCHLACK ITO
A Limited Liability Law Company
Raymond S. Iwamoto, Esq.
745 Fort Street, Suite 1500
Honolulu, Hawaii 96813
Phone: (808) 523-6060

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TGA 4292055-5

Total Pages: 8

TMK: (1) 9-2-004:013

**FIRST AMENDMENT OF
DECLARATION OF COVENANTS,
CONDITIONS, RESTRICTIONS AND RESERVATION
OF EASEMENTS FOR
THE
KUNIA LOA RIDGE FARMS AGRICULTURAL SUBDIVISION**

2013 MAR - 8 P 2:09
LAND USE COMMISSION
STATE OF HAWAII

**FIRST AMENDMENT OF
DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS
AND RESERVATION OF EASEMENTS
FOR THE
KUNIA LOA RIDGE FARMS AGRICULTURAL SUBDIVISION**

THIS FIRST AMENDMENT OF DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND RESERVATION OF EASEMENTS ("*Amendment*") is made by Kunia Loa Ridge Farmlands, a Hawaii nonprofit corporation, formed under the Hawaii Nonprofit Corporations Act, Chapter 414D, Hawaii Revised Statutes (hereafter referred to as "*Coop*" or "*Declarant*"). Except as otherwise specified herein, the capitalized words and phrases used in this Amendment shall have the meanings specified in Article I of the Declaration defined below.

P R E A M B L E:

The Coop is the owner and subdivider of certain real property in Kunia, City and County of Honolulu, State of Hawaii (the "*Project Site*"), more particularly described in *Exhibit "A"* attached to the Declaration of Covenants, Conditions, Restrictions and Reservation of Easements for the Kunia Loa Ridge Farms Agricultural Subdivision, dated March 17, 2010, and recorded in the Office of the Assistant Registrar of the Land Court as Document No. 3948041 and noted on Certificate of Title No. 975,762. The Land has been deregistered from the Land Court and Certificate of Title No. 975,762 has been recorded in the Bureau of Conveyances of the State of Hawaii.

All of the Project Site will be used by farmers and ranchers with certain common objectives, and Owners of Lots will have certain common interests. All agricultural activities conducted on the Project Site will be conducted with objectives and restrictions designed to preserve any and all historic sites located within the Project Site. All Agricultural activities will also be conducted to protect the ground water source underlying the Project Site and to coordinate the conservation efforts of all of the Owners and users of the Lots. The purpose of the restrictions set forth in this Amendment is to promote the conservation of historic properties in accordance with State law and regulations, to implement conservation practices and Best Management Practices as set forth herein.

A large part of the Project Site has been subjected to past land disturbances by the plantation use but there are portions of the Project Site that have not had the same degree of land disturbance and there may be historic sites located on these portions. As provided in the Declaration, the Declarant reserved the right to grant easements to preserve historic sites. The Declarant now desires to amend the Declaration to grant such easements and for other purposes as set forth herein.

NOW THEREFORE, the Declarant pursuant to the rights reserved in the Declaration does hereby amend the Declaration by adding or amending as follows:

1. **ARTICLE I, DEFINITIONS**, is amended by changing the following sections to read as follows:

1.22 Declarant Control Period Expiration Date.

Declarant Control Period Expiration Date means the earlier of (i) the expiration of four (4) years after the first Close of Escrow for a Lot in the Project Site; or (ii) the date on which the Coop records an amendment to the Declaration stating that the Coop elects to terminate the Declarant Control Period.

1.28 Final Plat.

Final Plat means the Subdivision Map prepared by R.M. Towill Corporation for the Project Site.

1.29 Historic Preservation Plan and Historical Sites.

“Historic Preservation Plan” shall mean a Preservation Plan approved by the Declarant. “Historical Sites” means burial grounds and other historically and/or archaeologically significant sites that are identified and/or existing within the Project.

1.32 Lot.

Lot means any lot or parcel of land shown upon the Final Plat or lot line adjustment of any portion of the Project Site, together with the Improvements, if any, thereon, and shall include, but not be limited to Agricultural Lots and the roadway lots.

Article I is further amended by amending the title of section 1.33 to Management, renumbering the existing section 1.33 to 1.33.a., and adding the following new section 1.33.b:

1.33 Management

a. Manager.

b. Best Management Practices. Best Management Practices means agricultural Best Management Practices (BMP) which are intended to prevent or reduce movement of sediment, nutrients, pesticides, and other pollutants from the land to surface water bodies or groundwater. For the Project Site, Best Management Practices shall include the practices mandated by the Project Site’s Soil Conservation Plan on file with the United States Department of Agriculture (USDA) Natural Resource Conservation Service (NRCS), the EPA (Environmental Protection Agency) Source Water Protection Practices Bulletin factsheet on fertilizer applications EPA 919-F-01-028 Dated July 2001, and the EPA Source Water Protection Practices Bulletin factsheet on Pesticides dated EPA 919-F-01-030 Dated July 2001.

2. ARTICLE II, DEVELOPMENT; LAND CLASSIFICATIONS, is amended as follows:

2.1.1 Agricultural Lots is amended by adding the following at the end:

No dwelling unit of any kind is permitted. The lots have been subdivided in accordance with State of Hawaii law and the City and County of Honolulu has not been asked to approve the Subdivision as authorized by State law. Therefore, for development purposes and permitting

purposes. all of the Lots shall be Lots under State law but shall continue to be considered to be one Zoning Lot under City Subdivision Rules And Regulations.

2.1.2 **Common Property** is amended by adding the following at the end:

The Common Property shall include without limitation, Easements 1 through 15 for access purposes, Easement 16 for parking purposes, and Easement 17 for water line purposes as shown on the Final Plat.

3. **ARTICLE IX, SPECIFIC REGULATORY USE RESTRICTIONS AND REQUIREMENTS**, is amended by adding the following new sections:

9.4 **Lots Restricted to Ranching.** In order to insure the preservation and protection of any historic sites that may be inadvertently located on any of the following lots, the following restrictive easements are placed on the following lots. The following designated lots are lots with steep slopes and are located in gulches and ravines located on the Project Site and the use of the following lots shall be restricted and limited to ranching activities only. There shall be no grading, plowing, or disturbance of the soil within and on the following designated lots. Minor clearing of vegetation and overgrowth and any minor disturbance of the soil in connection therewith will be permitted so long as all historic sites are preserved. There shall be no farming on the following lots and the following lots are restricted to ranching use only.

Lot numbers 79, 80, 81, and 82.

9.5 **Portion of Lots Restricted to Ranching.** In order to insure the preservation and protection of any historic sites that may be inadvertently located on any of the following gulches located on the following lots, the following restrictive easements are placed on the following lots. The following designated lots with steep slopes located in gulches and ravines located on the lot shall be restricted and limited to ranching activities only in the gulches and ravines. There shall be no grading, plowing, or disturbance of the soil within and on the gulches and ravines in the following designated lots. Minor clearing of vegetation and overgrowth and any minor disturbance of the soil in connection therewith will be permitted so long as all historic sites are preserved. There shall be no farming on the following lots and the following lots are restricted to ranching use only, except that farming activities may be conducted on those portions of the lots that are outside the gulches and ravines. The term "outside the gulches and ravines" shall be deemed to mean the portion of the lots where the slope is less than 35 degrees.

Lot numbers 36, 37, 39, 40, 42, 55, 57, 58, 63, 78, 84, 86, 91, 93, and 95.

9.6 **Cultural Advisory Committee.** In furtherance of the objective of preserving all historic and cultural sites and artifacts, a Cultural Advisory Committee will be appointed for the purpose of advising the Board of the Developer in connection with historic and cultural issues. If at any time prior to tilling the soil, grubbing, grading, planting, or during or after such activities, any item is discovered by the Owner that may or could be a historic artifact or structure or other historic feature, the Owner shall adhere to the requirements of this Declaration and cease all activity around such discovered item or site and shall immediately notify one of the members of the Cultural Advisory Committee who will then investigate and make

recommendations to the Board as to the proper treatment of the item. The item will either be preserved in place or proper archaeological survey shall be made.

Since Kunia Loa Ridge Farmlands have been fallow for some time and is overgrown with grass and other shrubs, there may be items that have not been located. Upon clearing shrubbery, if any man-made item is located, such as rock formations, rock walls or enclosures, or tools other than modern tools, or any other artifacts that are not modern, then the owner finding these must take steps to protect and preserve the same and must notify the Cultural Advisory Committee.

The owner of the Lot where the artifact or site is located shall be respectful of the artifact or site and shall take measures to protect and preserve the same until the Cultural Advisory Committee makes its recommendations and the Board makes its decisions. The Cultural Advisory Committee may consult with the Office of Hawaiian Affairs and others. Depending on the item or site, the Board may consult with a professional archaeologist and the State Office of Historic Preservation.

9.7 Grading Activities. Section 15.6 of the Declaration, entitled Easement for Drainage, is amended to provide as follows:

The Project Site is burdened with a perpetual and nonexclusive easement over, through, and across the Project Site as necessary to accommodate drainage from or across the Project Site in its currently existing and natural pattern and flow. No Owner shall grade or fill any portion of the Owner's Lot or erect any structure or obstruction that interrupts the existing and normal drainage of the land. Each Owner assumes all liability for damage to persons or Project Site caused by interference with the natural flow of drainage from, over, through, or across the Lot in connection with Owner's activities on all or any part of the Lot, and agrees to indemnify, defend, and hold harmless the Coop from and against any liability, claim, demand, action, or suit arising out of, or in connection with, any such interference with drainage.

Section 10.9 of the Declaration provides as follows:

There shall be no interference with the drainage systems originally installed by the Coop, or alteration or interference with the established drainage pattern over any Lot or Common Property, unless an adequate alternative provision is made for proper drainage. For the purpose hereof, "established" drainage means the drainage pattern and drainage Improvements which exist at the time the Lot or Common Property, as the case may be, is conveyed to the Owner by the Coop. There shall be no violation of the drainage requirements of the applicable Local Governmental Agency or other applicable Local Governmental Agency, notwithstanding any approval by the Farmer's Committee.

In order to fulfill the requirements of this section, each Owner of a Lot shall fully comply with the recommended conservation practices set forth by the overall NRCS Conservation Plan that is or will be associated with Kunia Loa Ridge Farmlands. Until the NRCS Conservation Plan is approved, there shall be no grading or grubbing of any lot. Where required, all permits from the City and County of Honolulu will be obtained prior to any grading.

4. Article X, GENERAL USE RESTRICTIONS AND REQUIREMENTS, is hereby amended by adding section 10.18 as follows:

10.18 Best Management Practices.

The Coop, all Owners and users of the Project Site shall use Best Management Practices to avoid contamination of ground water from the use of the Project Site and to prevent leaching any contaminants into the ground water table. The Project Site shall be operated and maintained in accordance with all of the plans, procedures, and requirements of the Best Management Practices. As part of Best Management Practices, the Coop has a Soil Conservation Plan on file with the United States Department of Agriculture (USDA) Natural Resource Conservation Service (NRCS). The Coop is a cooperator with the West Oahu Soil Conservation District (WOSCD) and utilizes their expertise to keep current on the latest developments in agricultural best management practices and natural resource conservation. Without limiting the generality of Best Management Practices, the following describes portions of Best Management Practices. The EPA fact sheets require soil sampling and precise procedures and equipment for fertilizer and pesticide application. Copies of the EPA fact sheets will be made available to all Owners and users of the Project Site. Each Owner and user of the Lots are required to follow the EPA fact sheets mandates (as the same may be amended by the EPA) for source water protection practices for fertilizer and pesticide applications. Each Lot Owner will be subject to audit to determine compliance with these requirement and violations will be subject to the levy and collection of fines.

5. Article XX, MISCELLANEOUS, is amended by adding section 20.2.5 as follows:

20.2.5 No Amendment.

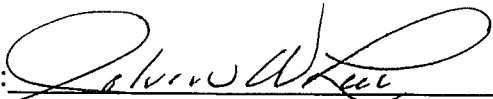
These covenants and restrictions are encumbrances that shall run with the land. No amendments or termination of these encumbrances shall be possible unless and until the land is reclassified to a land use other than an agricultural district.

[SIGNATURE APPEARS ON FOLLOWING PAGE]

The undersigned has executed these presents as of the day and year set forth below.

Dated: July 19, 2011

KUNIA LOA RIDGE FARMLANDS,
a Hawaii nonprofit corporation

By: 
CALVIN W. LUI, its President

“DECLARANT”

STATE OF HAWAII)
) ss.
CITY AND COUNTY OF HONOLULU)

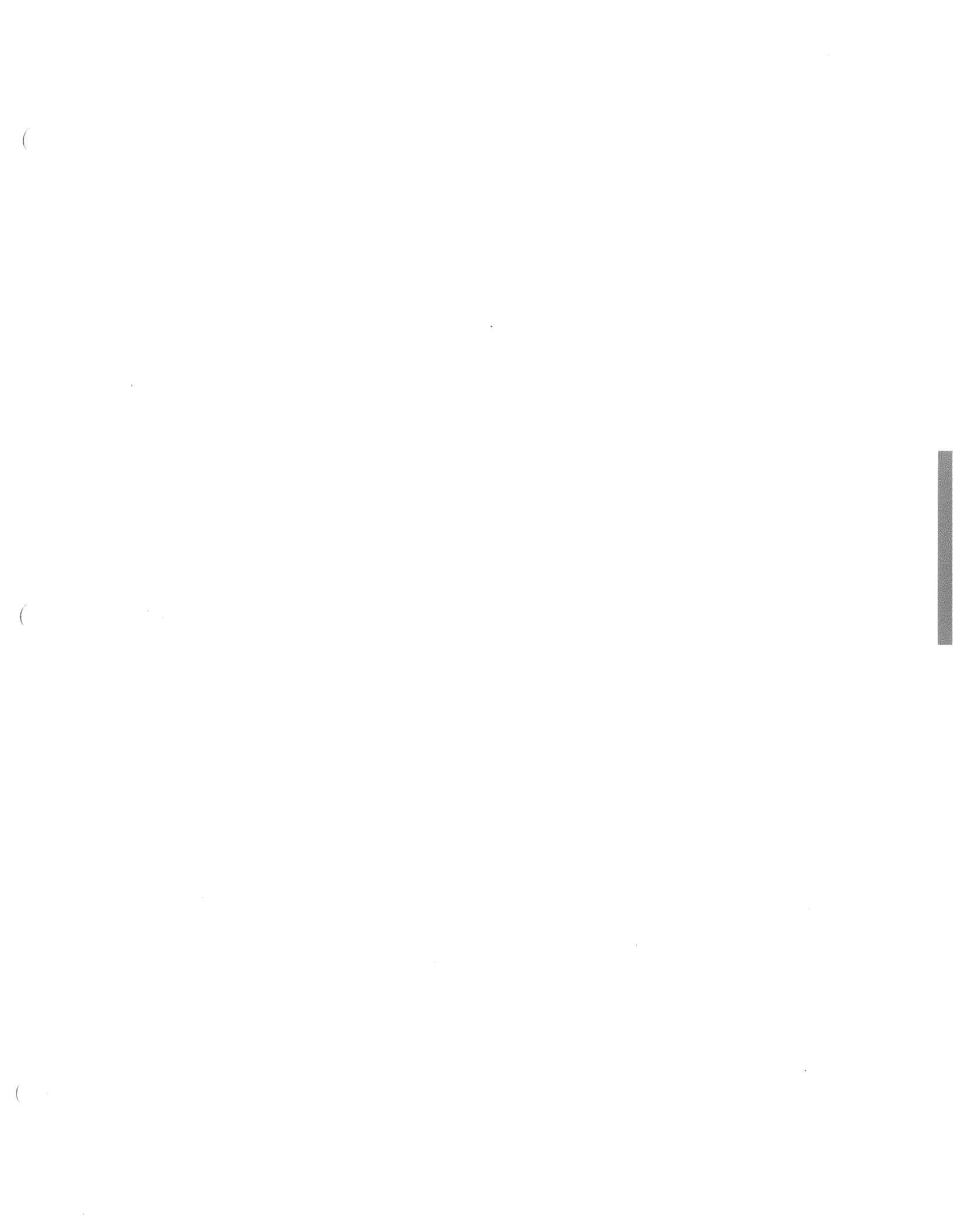
On this 19th day of July, 2011, before me personally appeared CALVIN W. LUI, to me known, who, being by me duly sworn or affirmed, did say that such person executed this 8-page FIRST AMENDMENT OF DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND RESERVATION OF EASEMENTS FOR THE KUNIA LOA RIDGE FARMS AGRICULTURAL SUBDIVISION dated July 19, 2011, as the free act and deed of such person, and if applicable, in the capacity shown, having been duly authorized to execute such instrument in such capacity.





Print Name: Merlita A. Raguindin
Notary Public, State of Hawaii
First Judicial Circuit

My Commission expires: January 25, 2012





SCHLACK ITO
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Honolulu, Hawaii 96813

February 6, 2013

Mr. Jiro A. Sumada, Acting Director
Department of Planning and Permitting
650 South King Street, 7th Floor
Honolulu, Hawaii 96813

2013 MAR - 8 P 2: 09
LAND USE COMMISSION
STATE OF HAWAII

Re: Kunia Loa Ridge Farmlands

Dear Mr. Sumada:

As legal counsel for and on behalf of Kunia Loa Ridge Farmlands, a Hawaii non-profit corporation ("KLRF"), I hereby respectfully request that the City and County of Honolulu first obtain the written consent of KLRF before issuing any building permits for construction on the property owned by KLRF.

KLRF is the fee owner of 854.23 acres of agricultural land in Kunia off of Kunia Road, TMK 9-2-004-013. The land has been subdivided under Hawaii state law into 99 farm lots and KLRF has issued several leases to lessees. Separate tax map key parcels based on the recordation of long term leases are pending.

This project is a diversified agricultural project where it is critical that all small farmers and their small farm lots comply with our recorded CC&Rs and Farm Rules, and with the Conservation Plan. All parcels are subject to recorded CC&Rs which are binding on all owners whether fee owners or lessees. The CC&Rs provide for KLRF to issue Farm Rules.

Attached hereto please find the supporting documentation for this request as follows:

- Farm Rules
- Declaration of CC&Rs with all amendments
- Specimen Proprietary Lot Lease

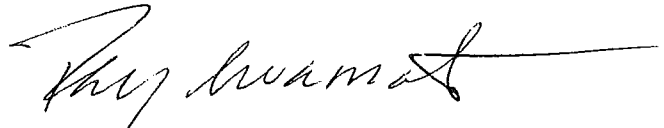
The Proprietary Lot Lease provides that the Lot was demised subject to the CC&Rs and subject to KLRF's right from time to time to adopt restrictions. The CC&Rs reserve the right to adopt the Farm Rules and the Farm Rules require the Lessees to obtain KLRF's consent to construction of improvements, grading and other such matters.

Mr. Jiro A. Sumada, Acting Director
Hawaii Department of Planning and Permitting
February 6, 2013

KLRF hereby respectfully requests that unless an applicant for a permit from your department can show that they have proper authorization from KLRF, that a hold be placed on the issuance of the permit whether grading or building or any other permit.

Very truly yours,

SCHLACK ITO
A LIMITED LIABILITY LAW COMPANY



Raymond S. Iwamoto

RSI:sr
Enclosures

