

EXHIBIT D

Tax Map Key Description
for
Hā‘upu Land Company LLC
Hā‘upu, Kaua‘i

November 2012

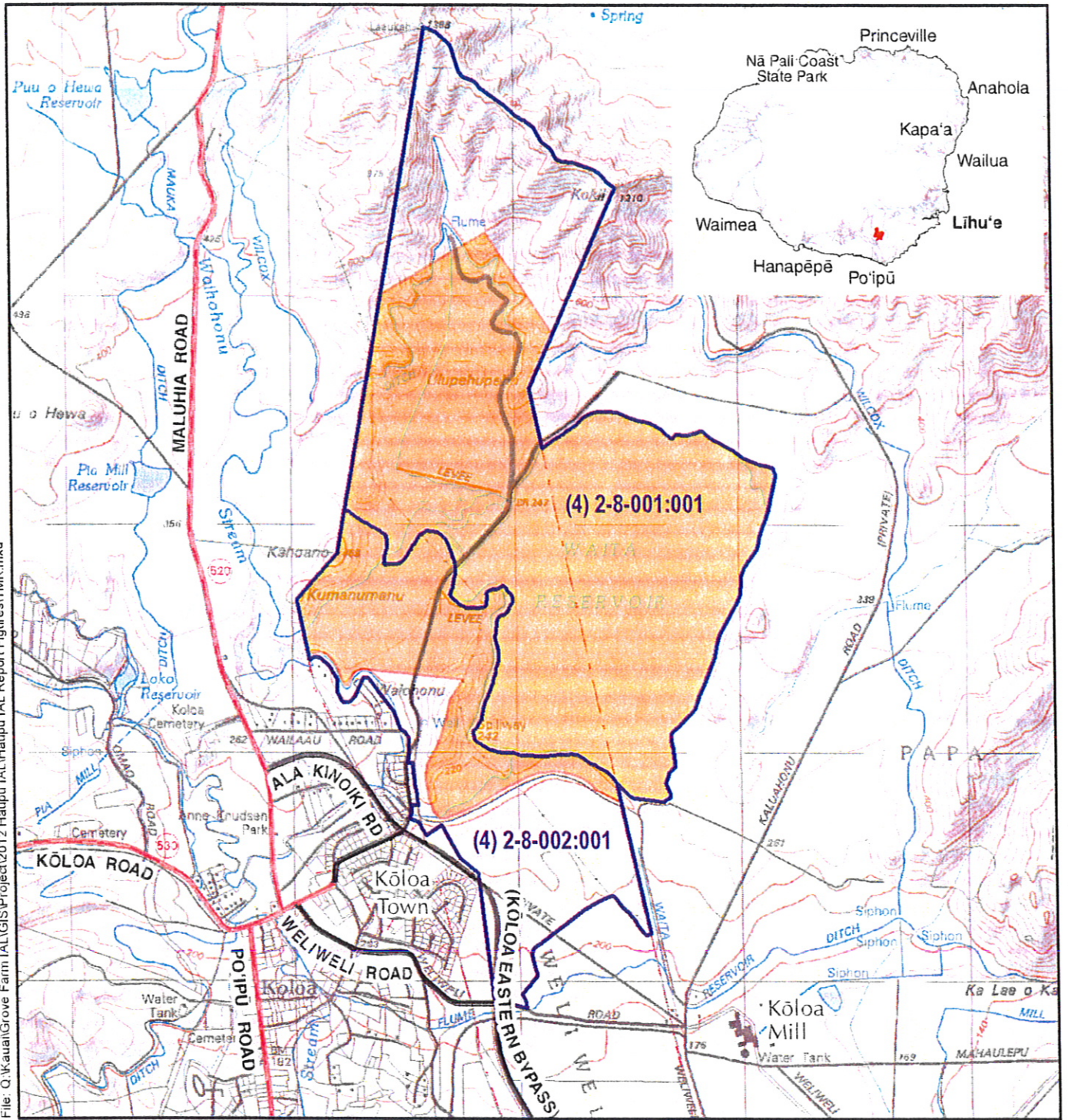
Tax Map Key Description

Approximately 760 acres of land owned by Hā‘upu Land Company LLC on Kaua‘i are proposed to be designated as IAL. These lands are specifically described as portions of TMK numbers: 2-8-01:01 and 2-8-02:01.

The following table shows a summary of TMK parcels and approximate acreage for the proposed IAL lands:

<i>TMK NUMBER</i>	<i>APPROXIMATE ACREAGE</i>
2-8-01:01 (Por.)	606
2-8-02:01 (Por.)	154
<i>TOTAL:</i>	<i>760</i>

Exhibit D illustrates the proposed IAL lands and the related Tax Map Key parcels. To illustrate the individual TMK parcels, Exhibits D-1 and D-2 are provided to identify the individual TMK parcels and portions thereof that are proposed to be designated IAL.



File: Q:\Kauai\Grove Farm IAL\GIS\Project\2012 Haupu IAL\Haupu IAL Report Figures\TMK.mxd

DATE: 11/28/2012

LEGEND

- IAL Lands Related TMK Parcels
- Proposed IAL Designation

EXHIBIT D

TMK Parcel Map

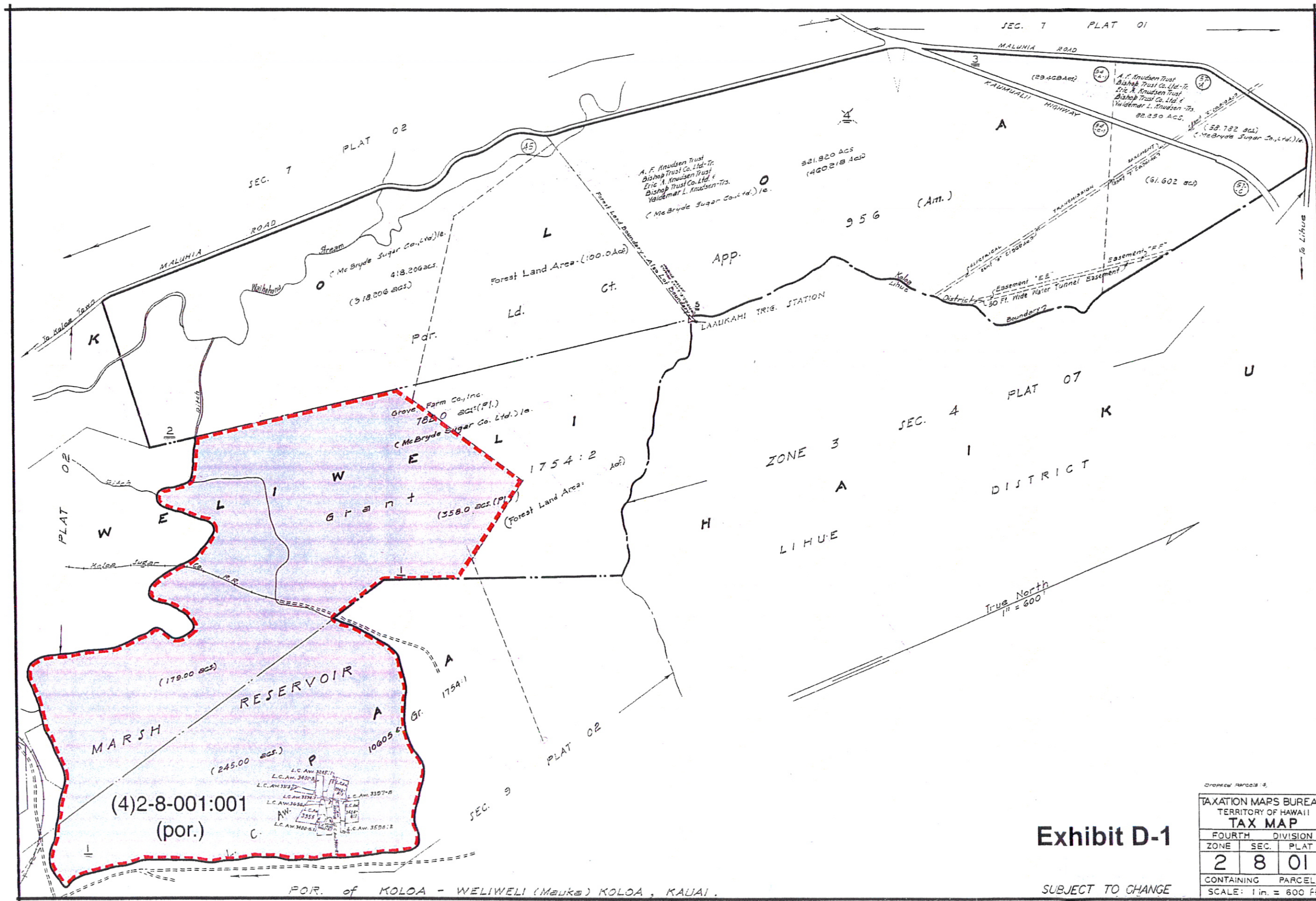
HĀ'UPU IAL

Hā'upu Land Company LLC Island of Kauai

North Linear Scale (feet)

0 500 1,000 2,000

Source: Grove Farm; U.S. Geological Survey; Kauai TMK, 2012 (GIS)
 Disclaimer: This graphic has been prepared for general planning purposes only.



POR. of KOLOA - WELIWELI (Mauka) KOLOA, KAUAI.

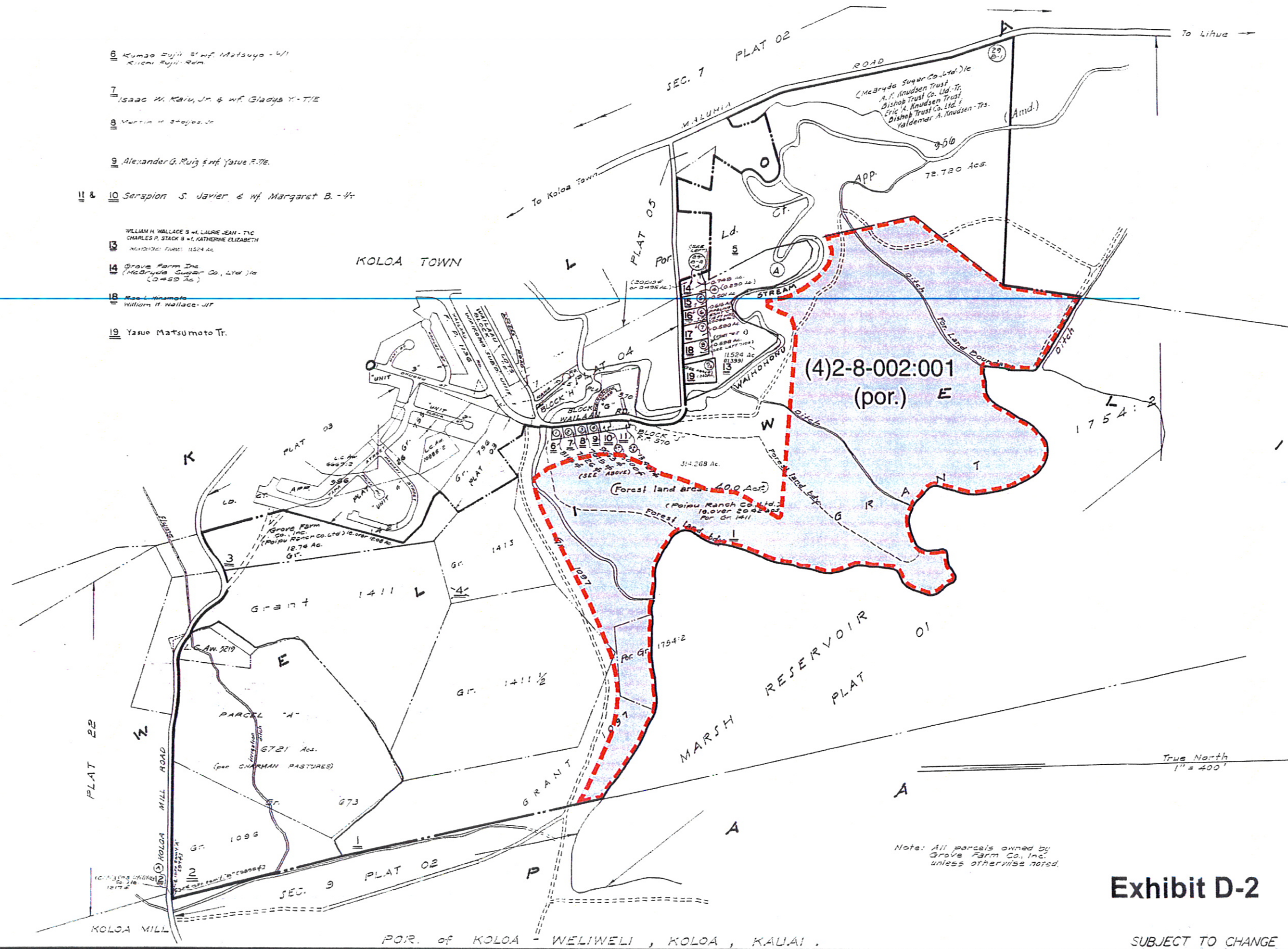
Exhibit D-1

SUBJECT TO CHANGE

Graphic: 1/10/53

TAXATION MAPS BUREAU		
TERRITORY OF HAWAII		
TAX MAP		
FOURTH	DIVISION	
ZONE	SEC.	PLAT
2	8	01
CONTAINING		PARCELS
SCALE: 1 in. = 600 Ft.		

- 6 Kumao Fujii & wf. Matsuyo - 1/2
Kumao Fujii Rem.
- 7 Isaac W. Kaku, Jr. & wf. Gladys Y. TIE
- 8 Maria H. Steyer
- 9 Alexander G. Ruiz & wf. Yvonne R. TIE
- 11 & 10 Serapion S. Javier & wf. Margaret B. - 1/2
- 13 WILLIAM H. WALLACE & wf. LAURE JEAN - TIE
CHARLES P. STACK & wf. KATHERINE ELIZABETH
INDIVIDUAL TRUST 11,524 AC.
- 14 Grove Farm Inc.
(McBryde Sugar Co., Ltd.)
(10,459 Ac.)
- 18 Res. Trust
William H. Wallace - JTR
- 19 Yasuo Matsumoto Tr.



True North
1" = 400'

Parcels Dropped: 11, 4.

Note: All parcels owned by
Grove Farm Co., Inc.
unless otherwise noted.

Exhibit D-2

TAXATION MAPS BUREAU		
TERRITORY OF HAWAII		
TAX MAP		
FOURTH	DIVISION	
ZONE	SEC.	PLAT
2	8	02
CONTAINING PARCELS		
SCALE: 1 in. = 400 ft.		

SUBJECT TO CHANGE

POR. of KOLOA - WELIWELI, KOLOA, KAUAI.



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Owner and Parcel Information			
Owner Name	GROVE FARM CO INC MCBRYDE SUGAR CO LLC Show All Owners and Addresses	Today's Date	November 26, 2012
Mailing Address	PO BOX 662069 LIHUE, HI 96766	Parcel Number	340010010000
Location Address		Project Name	
Property Class	Multiple Property Uses on Parcel Agricultural Conservation	Parcel Map	Storage
Neighborhood Code	3435-5	Land Area (acres)	2882.868
Legal Information	LOT 446-A-1, LC APP 1087, MAP169 2,882.868 AC	Land Area (approximate sq ft)	125,577,730

Owner Address Information	
Owner Name	Owner Address
GROVE FARM CO INC MCBRYDE SUGAR CO LTD	PO BOX 662069, LIHUE HI 96766 7069

Assessment Information Show Historical Assessments					
Year	Property Class	Total Market Value	Total Assessed Value	Total Exemption	Total Net Taxable Value
2012	Agricultural	\$ 3,013,800	\$ 1,025,900	\$ 328,300	\$ 697,600
2012	Conservation	\$ 906,800	\$ 906,800	\$ 0	\$ 906,800

Improvement Information
No Improvement Information available for this parcel.

Other Building and Yard Improvements			
Description	Quantity	Year Built	Area
No Information associated with this parcel.			

Permit Information			
Date	Permit Number	Reason	Permit Amount
No permit information associated with this parcel.			

Sales Information										
Sale Date	Price	Instrument #	Instrument Type	Instrument Description	Date Recorded	Document #	Cert #	Book/Page	Conveyance Tax	Document Type
07/25/2012	\$ 0		OTHER		08/20/2012	T-8267280	127059			
04/08/2010	\$ 0		OTHER				13895			
09/13/2005	\$ 0		OTHER			1087	13895			
08/27/2004	\$ 0		OTHER		08/27/2004	1087	26440			
08/26/2004	\$ 0		OTHER		01/13/2004	1087	13895			
06/13/1989	\$ 0	0000000000			03/12/1990	1711870	13895			

Current Tax Bill Information 2012 Tax Payments Show Historical Taxes									
Tax Period	Description	Original Due Date	Taxes Assessment	Tax Credits	Net Tax	Penalty	Interest	Other	Amount Due
2012-2	Real Property Tax	02/20/2013	\$ 5,535.18	\$ 0.00	\$ 5,535.18	\$ 0.00	\$ 0.00	\$ 0.00	\$ 5,535.18
Tax bill is computed to 11/30/2012									

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EXHIBIT "E"



Recent Sales in Neighborhood Recent Sales in Area	Previous Parcel	Next Parcel	Return to Main Search Page	Kauai Home
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Owner and Parcel Information			
Owner Name	GROVE FARM CO INC LIHUE PLANTATION CO LTD Show All Owners and Addresses	Today's Date	November 26, 2012
Mailing Address	PO BOX 662069 LIHUE, HI 96766	Parcel Number	340010020000
Location Address		Project Name	
Property Class	Multiple Property Uses on Parcel Conservation Agricultural	Parcel Map	
Neighborhood Code	3435-5	Land Area (acres)	345.497
Legal Information	LOT 446-B LD CT 1087 MAP169 345.497 AC	Land Area (approximate sq ft)	15,049,849

Owner Address Information	
Owner Name	Owner Address
GROVE FARM CO INC LIHUE PLANTATION CO LTD	PO BOX 662069, LIHUE HI 96766 7069

Assessment Information Show Historical Assessments					
Year	Property Class	Total Market Value	Total Assessed Value	Total Exemption	Total Net Taxable Value
2012	Conservation	\$ 600	\$ 600	\$ 0	\$ 600
2012	Agricultural	\$ 1,264,600	\$ 211,600	\$ 0	\$ 211,600

Improvement Information
No improvement information available for this parcel.

Other Building and Yard Improvements			
Description	Quantity	Year Built	Area
No information associated with this parcel.			

Permit Information			
Date	Permit Number	Reason	Permit Amount
No permit information associated with this parcel.			

Sales Information										
Sale Date	Price	Instrument #	Instrument Type	Instrument Description	Date Recorded	Document #	Cert #	Book/Page	Conveyance Tax	Document Type
09/13/2005	\$ 0		OTHER			1087	13895			
08/26/2004	\$ 0		OTHER		01/13/2004	1087	13895			
06/13/1989	\$ 0	0000000000			03/12/1990	1711870	13895			

Current Tax Bill Information 2012 Tax Payments Show Historical Taxes									
Tax Period	Description	Original Due Date	Taxes Assessment	Tax Credits	Net Tax	Penalty	Interest	Other	Amount Due
2012-2	Real Property Tax	02/20/2013	\$ 732.09	\$ 0.00	\$ 732.09	\$ 0.00	\$ 0.00	\$ 0.00	\$ 732.09
Tax bill is computed to 11/30/2012									

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Recent Sales in Neighborhood Recent Sales in Area		Previous Parcel	Next Parcel	Return to Main Search Page	Kauai Home
Owner and Parcel Information					
Owner Name	GROVE FARM CO INC			Today's Date	November 26, 2012
Mailing Address	PO BOX 662069 LIHUE, HI 96766			Parcel Number	340010030000
Location Address				Project Name	
Property Class	Agricultural			Parcel Map	
Neighborhood Code	3435-5			Land Area (acres)	2668.037
Legal Information	LOT 446-A-1 LD CT APP 1087 MAP 169 2668.037 AC			Land Area (approximate sq ft)	116,219,691

Assessment Information Show Historical Assessments					
Year	Property Class	Total Market Value	Total Assessed Value	Total Exemption	Total Net Taxable Value
2012	Agricultural	\$ 11,497,400	\$ 3,389,700	\$ 0	\$ 3,389,700
2012	Conservation	\$ 20,000	\$ 20,000	\$ 0	\$ 20,000

Improvement Information	
No Improvement Information available for this parcel.	

Other Building and Yard Improvements			
Description	Quantity	Year Built	Area
GROSS BUILDING VALUE	1	2001	29,659
GROSS BUILDING VALUE	1	2001	12,817
GROSS BUILDING VALUE	1	2001	77,281
GROSS BUILDING VALUE	1	2001	27,855
GROSS BUILDING VALUE	1	2001	4,406
GROSS BUILDING VALUE	1	2001	125
GROSS BUILDING VALUE	1	2001	97
GROSS BUILDING VALUE	1	2001	5,557
GROSS BUILDING VALUE	1	2001	552
GROSS BUILDING VALUE	1	2001	2,182
GROSS BUILDING VALUE	1	2001	3,929
GROSS BUILDING VALUE	1	2001	2,032
GROSS BUILDING VALUE	1	2001	3,737
GROSS BUILDING VALUE	1	2001	2,618
GROSS BUILDING VALUE	1	2001	653
GROSS BUILDING VALUE	1	2001	1,992
GROSS BUILDING VALUE	1	2001	12,817

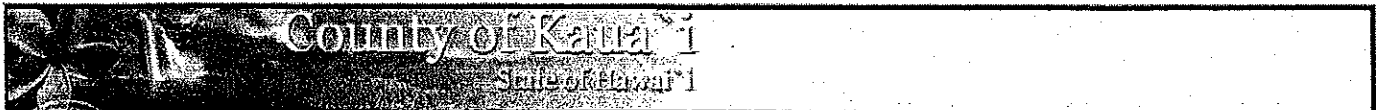
Permit Information			
Date	Permit Number	Reason	Permit Amount
No permit information associated with this parcel.			

Sales Information										
Sale Date	Price	Instrument #	Instrument Type	Instrument Description	Date Recorded	Document #	Cert #	Book/Page	Conveyance Tax	Document Type
09/13/2005	\$ 0		OTHER			1087	13895			
08/26/2004	\$ 0		OTHER		01/13/2004	1087	13895			
08/25/2004	\$ 0		OTHER		05/13/2004	1087	13895			
06/13/1989	\$ 0	0000000000			03/12/1990	1711870	13895			

Current Tax Bill Information 2012 Tax Payments Show Historical Taxes									
Tax Period	Description	Original Due Date	Taxes Assessment	Tax Credits	Net Tax	Penalty	Interest	Other	Amount Due
2012-2	Real Property Tax	02/20/2013	\$ 11,450.90	\$ 0.00	\$ 11,450.90	\$ 0.00	\$ 0.00	\$ 0.00	\$ 11,450.90
Tax bill is computed to 11/30/2012									

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Recent Sales in Neighborhood Recent Sales in Area		Previous Parcel	Next Parcel	Return to Main Search Page	Kauai Home
Owner and Parcel Information					
Owner Name	GROVE FARM CO LTD		Today's Date	November 26, 2012	
Mailing Address	PO BOX 662069 LIHUE, HI 96766		Parcel Number	340050030000	
Location Address			Project Name		
Property Class	Multiple Property Uses on Parcel Agricultural Conservation		Parcel Map		
Neighborhood Code	3435-5		Land Area (acres)	2911.989	
Legal Information	LOT 1556-A LD CT 1087 MAP144TCT 561,457 2911.989 AC		Land Area (approximate sq ft)	126,846,240	

Assessment Information Show Historical Assessments					
Year	Property Class	Total Market Value	Total Assessed Value	Total Exemption	Total Net Taxable Value
2012	Agricultural	\$ 5,770,200	\$ 586,900	\$ 0	\$ 586,900
2012	Conservation	\$ 24,300	\$ 24,300	\$ 0	\$ 24,300

Improvement Information	
No improvement information available for this parcel.	

Other Building and Yard Improvements			
Description	Quantity	Year Built	Area
METAL UTILITY SHED	1	1984	256
METAL UTILITY SHED	1	1988	120

Permit Information			
Date	Permit Number	Reason	Permit Amount
12/07/2009	0900002106	Photovoltaic System	\$ 56,000
12/07/2009	0900001920	OTHER	\$ 12,000
11/02/2005	0500001781	SHEDS	\$ 15,000
05/02/2002	0200000063	Antenna	\$ 95,000
01/25/1988	26854	STORAGE	\$ 7,500
01/25/1988	26853	TOWER	\$ 50,000
02/21/1984	20720	TOWER	\$ 21,008

Sales Information										
Sale Date	Price	Instrument #	Instrument Type	Instrument Description	Date Recorded	Document #	Cert #	Book/Page	Conveyance Tax	Document Type
07/14/2005	\$ 0		OTHER			1087	561457			
08/26/2004	\$ 0		OTHER		01/13/2004	1087	13895			
01/09/2004	\$ 0	04-009121	OTHER		01/15/2004					
02/19/1998	\$ 0	0000000000			07/08/1998	2469388	157,534			
05/21/1996	\$ 0	0000000000					*157,534			
02/01/1996	\$ 0	0000000000								
02/01/1996	\$ 0	0000000000								
08/16/1994	\$ 0	0000000000								
11/08/1993	\$ 0	0000000000								

Current Tax Bill Information 2012 Tax Payments Show Historical Taxes									
Tax Period	Description	Original Due Date	Taxes Assessment	Tax Credits	Net Tax	Penalty	Interest	Other	Amount Due
2012-2	Real Property Tax	02/20/2013	\$ 1,979.85	\$ 0.00	\$ 1,979.85	\$ 0.00	\$ 0.00	\$ 0.00	\$ 1,979.85
Tax bill is computed to 11/30/2012									

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Owner and Parcel Information			
Owner Name	WILCOX,ETHEL K GROVE FARM CO INC WILCOX,ALBERT WILCOX,ALICE WILCOX,GAYLORD P Show All Owners and Addresses	Today's Date	November 26, 2012
Mailing Address		Parcel Number	340050040000
Location Address		Project Name	
Property Class	Agricultural	Parcel Map	
Neighborhood Code	3715-5	Land Area (acres)	4.968
Legal Information		Land Area (approximate sq ft)	216,406

Owner Address Information	
Owner Name	Owner Address
GROVE FARM CO INC	PO BOX 662069, LIHUE HI 96766 7069
WILCOX,ALBERT	
WILCOX,ALICE	
WILCOX,ETHEL K	
WILCOX,GAYLORD P	

Assessment Information Show Historical Assessments					
Year	Property Class	Total Market Value	Total Assessed Value	Total Exemption	Total Net Taxable Value
2012	Agricultural	\$ 134,600	\$ 134,600	\$ 0	\$ 134,600

Improvement Information
No improvement information available for this parcel.

Other Building and Yard Improvements			
Description	Quantity	Year Built	Area
No information associated with this parcel.			

Permit Information			
Date	Permit Number	Reason	Permit Amount
No permit information associated with this parcel.			

Sales Information										
Sale Date	Price	Instrument #	Instrument Type	Instrument Description	Date Recorded	Document #	Cart #	Book/Page	Conveyance Tax	Document Type
No sales information associated with this parcel.										

Current Tax Bill Information 2012 Tax Payments Show Historical Taxes									
Tax Period	Description	Original Due Date	Taxes Assessment	Tax Credits	Net Tax	Penalty	Interest	Other	Amount Due
2012-2	Real Property Tax	02/20/2013	\$ 464.37	\$ 0.00	\$ 464.37	\$ 0.00	\$ 0.00	\$ 0.00	\$ 464.37
Tax bill is computed to 11/30/2012									

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Owner and Parcel Information			
Owner Name	GROVE FARM CO INC	Today's Date	November 26, 2012
Mailing Address	PO BOX 662069 LIHUE, HI 96766	Parcel Number	340050130000
Location Address		Project Name	
Property Class	Agricultural	Parcel Map	
Neighborhood Code	3316-5	Land Area (acres)	0.158
Legal Information		Land Area (approximate sq ft)	6,882

Assessment Information Show Historical Assessments					
Year	Property Class	Total Market Value	Total Assessed Value	Total Exemption	Total Net Taxable Value
2012	Agricultural	\$ 55,300	\$ 55,300	\$ 0	\$ 55,300

Improvement Information
No Improvement Information available for this parcel.

Other Building and Yard Improvements			
Description	Quantity	Year Built	Area
No Information associated with this parcel.			

Permit Information			
Date	Permit Number	Reason	Permit Amount
04/01/2004	0300002355	OTHER	\$ 70,000

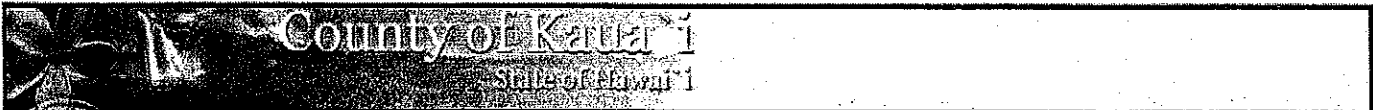
Sales Information										
Sale Date	Price	Instrument #	Instrument Type	Instrument Description	Date Recorded	Document #	Cert #	Book/Page	Conveyance Tax	Document Type
11/08/1993	\$ 0	0000000000								

Current Tax Bill Information 2012 Tax Payments Show Historical Taxes									
Tax Period	Description	Original Due Date	Taxes Assessment	Tax Credits	Net Tax	Penalty	Interest	Other	Amount Due
2012-2	Real Property Tax	02/20/2013	\$ 190.78	\$ 0.00	\$ 190.78	\$ 0.00	\$ 0.00	\$ 0.00	\$ 190.78
Tax bill is computed to 11/30/2012									

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Recent Sales in Area				

Owner and Parcel Information			
Owner Name	GROVE FARM COMPANY INC	Today's Date	November 26, 2012
Mailing Address	PO BOX 662069 LIHUE, HI 96766	Parcel Number	380010010000
Location Address		Project Name	
Property Class	Conservation	Parcel Map	
Neighborhood Code	3912-6	Land Area (acres)	9524.27
Legal Information	POR LC AW 7713:2 RP 4481, POR GR 188:1	Land Area (approximate sq ft)	414,877,201

Assessment Information Show Historical Assessments					
Year	Property Class	Total Market Value	Total Assessed Value	Total Exemption	Total Net Taxable Value
2012	Conservation	\$ 3,187,900	\$ 3,187,900	\$ 0	\$ 3,187,900

Improvement Information	
No improvement information available for this parcel.	

Other Building and Yard Improvements			
Description	Quantity	Year Built	Area
No information associated with this parcel.			

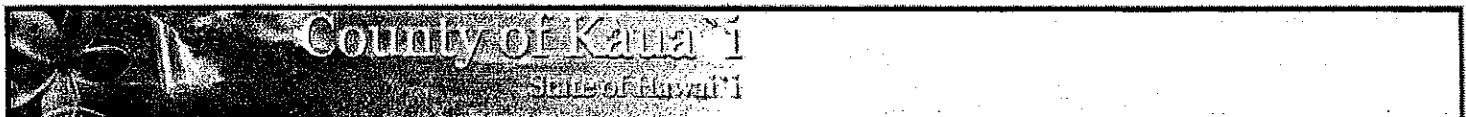
Permit Information			
Date	Permit Number	Reason	Permit Amount
No permit information associated with this parcel.			

Sales Information										
Sale Date	Price	Instrument #	Instrument Type	Instrument Description	Date Recorded	Document #	Cert #	Book/Page	Conveyance Tax	Document Type
04/27/2007	\$ 0	07-089490	FEE CONVEYANCE		05/17/2007					
12/27/2006	\$ 61,255,500	06-238638	FEE CONVEYANCE		12/28/2006				183766.5	
10/12/2004	\$ 0		OTHER							
07/06/2001	\$ 0	01-103877	OTHER		07/07/2001					
07/06/2001	\$ 18,000,000	01-103875	FEE CONVEYANCE		07/06/2001					
05/21/1999	\$ 0	9900104648			06/30/1999					

Current Tax Bill Information 2012 Tax Payments Show Historical Taxes									
Tax Period	Description	Original Due Date	Taxes Assessment	Tax Credits	Net Tax	Penalty	Interest	Other	Amount Due
2012-2	Real Property Tax	02/20/2013	\$ 10,998.25	\$ 0.00	\$ 10,998.25	\$ 0.00	\$ 0.00	\$ 0.00	\$ 10,998.25
Tax bill is computed to 11/30/2012									

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Recent Sales in Area				

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Owner and Parcel Information			
Owner Name	GROVE FARM COMPANY INC	Today's Date	November 26, 2012
Mailing Address	PO BOX 662069 LIHUE, HI 96766	Parcel Number	380020020000
Location Address	MAALO RD	Project Name	
Property Class	Agricultural	Parcel Map	Show Parcel Map
Neighborhood Code	3435-5	Land Area (acres)	5341.493
Legal Information	POR RP 4481 LC AW 7713:2 RP 188:1 RP 4478	Land Area (approximate sq ft)	232,675,435

Assessment Information Show Historical Assessments					
Year	Property Class	Total Market Value	Total Assessed Value	Total Exemption	Total Net Taxable Value
2012	Agricultural	\$ 8,933,500	\$ 3,546,400	\$ 0	\$ 3,546,400

Improvement Information				
Year Built	Effective Year Built	Living Area	Bedrooms/Full Bath/Half Bath	Sketch
1934	1940	6,312	4/4/1	Not Available

Other Building and Yard Improvements			
Description	Quantity	Year Built	Area
CARPORT OPEN GRAVEL FLOOR	1	1934	651

Permit Information			
Date	Permit Number	Reason	Permit Amount
07/13/2006	0500001109	WATER TANK	\$ 550,000
10/11/2005	0500001373	RELOCATION	\$ 100,100
06/17/2004	0300001099	ADDITION	\$ 400,000
06/17/2004	0300001095	ADDITION	\$ 1,600,000
01/14/2004	0300000484	ALTERATION	\$ 18,500
10/04/2002	0200001998	ADDITION	\$ 137,000
06/05/2002	0200000503	ADA	\$ 800,000
06/05/2002	0200000502	ADA	\$ 700,000
06/05/2002	0200000500	ADA	\$ 500,000

Sales Information										
Sale Date	Price	Instrument #	Instrument Type	Instrument Description	Date Recorded	Document #	Cert #	Book/Page	Conveyance Tax	Document Type
07/07/2011	\$ 0		OTHER							
04/27/2007	\$ 0	07-089490	FEE CONVEYANCE		05/17/2007					
12/27/2006	\$ 61,255,500	06-238638	FEE CONVEYANCE		12/28/2006				183766.5	
12/22/2005	\$ 0	05-265794	OTHER		12/29/2005					
10/06/2004	\$ 0	04-230845	OTHER		11/16/2004					
12/21/2001	\$ 0	01-205822	OTHER		12/28/2001					
07/06/2001	\$ 18,000,000	01-103875	FEE CONVEYANCE						18000	
05/21/1999	\$ 0	9900104648			06/30/1999					
01/22/1999	\$ 0	0000000000			01/22/1999					
12/09/1996	\$ 0	9700062883	LEASE		05/14/1997				0	
08/26/1992	\$ 0	9200163157	FEE CONVEYANCE		10/08/1992				0	

Current Tax Bill Information 2012 Tax Payments Show Historical Taxes									
Tax Period	Description	Original Due Date	Taxes Assessment	Tax Credits	Net Tax	Penalty	Interest	Other	Amount Due
2012-2	Real Property Tax	02/20/2013	\$ 11,515.21	\$ 0.00	\$ 11,515.21	\$ 0.00	\$ 0.00	\$ 0.00	\$ 11,515.21

Tax bill is computed to 11/30/2012

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737 Bishop St., 26th Floor
Honolulu, HI 96813

Total Pages: 6

Tax Map Key No.: (4) 2-8-001-001

LIMITED WARRANTY DEED

THIS LIMITED WARRANTY DEED is dated January 11, 2011. VISIONARY LLC, a Virginia limited liability company, dba Lihue Land Company, whose address is P.O. Box 662069, Lihue, Kauai, Hawaii 96746, is hereinafter called the "Grantor", in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration to the Grantor paid by HAUPU LAND COMPANY LLC, a Delaware limited liability company, whose address is P.O. Box 662069, Lihue, Kauai, Hawaii 96746, hereinafter called the "Grantee", the receipt of which is acknowledged, grants and conveys unto the Grantee, as tenant in severally all of the Grantor's estate, title and interest in that certain real property more particularly described in the attached Exhibit "A", hereinafter called the "Property", subject to all encumbrances of record.

AND the reversions, remainders, rents, issues and profits and all of the estate, right, title and interest of the Grantor, both at law and in equity, in and to the Property.

TO HAVE AND TO HOLD the Property, including the improvements thereon, and all rights, easements, privileges and appurtenances belonging or appertaining to or held and enjoyed with the Property, unto the Grantee according to the tenancy set forth herein, forever.

The Grantor covenants with the Grantee that the Grantor is lawfully seised in fee simple of the Property and has good right to sell and convey the Property; that the Property is free and clear of all encumbrances caused or permitted by the Grantor except as set forth herein and except for the lien of real property taxes not yet required by law to be paid; and that the Grantor

will warrant and defend the Property unto the Grantee against the lawful claims and demands of all persons claiming by, through or under the Grantor, except as aforesaid.

This instrument and the covenants of the Grantor shall be binding upon the Grantor and inure to the benefit of the Grantee. The terms "Grantor" and "Grantee" as and when used herein, or any pronouns used in place thereof, shall mean and include the singular or plural number, individuals, trustees, partnerships, limited liability companies and corporations, and each of their respective heirs, personal representatives, successors and assigns. All covenants and obligations undertaken by two or more persons shall be deemed to be joint and several unless a contrary intention is clearly expressed herein.

The parties agree that this instrument may be executed in counterparts, each of which shall be an original, and together shall be one instrument. Duplicate unexecuted pages of the counterparts may be discarded and the remainder assembled as one document.

[THE REMAINDER OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties have executed this instrument on the date first above written.

**VISIONARY, LLC,
a Virginia limited liability company,
dba Lihue Land Company**


By Warren H. Haruki
Warren H. Haruki
Its: President and Chief Executive Officer

By James M. Cribley
James M Cribley
Its: Assistant Secretary

Grantor

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

On this 11th day of January, 2011, before me appeared WARREN H. HARUKI and JAMES M. CRIBLEY, to me personally known, who, being by me duly sworn, did say that they are the President and Chief Executive Officer and Assistant Secretary, respectively, of VISIONARY LLC, a Virginia limited liability company, dba Lihue Land Company, and that such person executed the foregoing instrument as the free act and deed of such person in the capacity shown, having been duly authorized to execute such instrument in such capacity.


Type or print name: Stephanie H. Yoder
Notary Public, State of Hawaii
My commission expires: July 13, 2011

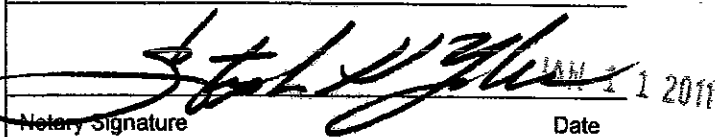
Date of Doc: - Undated -	# Pages: - 4 -
Name of Notary: <u>Stephanie H. Yoder</u>	Notes: (# pgs not incl exhs)
Doc. Description: <u>- Limited Warranty Deed</u>	
TMK No. (4) 2-8-001-001 -	
	(stamp or seal)
 Notary Signature	JAN 11 2011 Date
First Circuit, State of Hawaii	
NOTARY CERTIFICATION	

EXHIBIT "A"

TAX MAP KEY NO. (4) 2-8-001-001

All of that certain parcel of land (being portion(s) of the land(s) described in and covered by Royal Patent Grant Number 1754, Apanas 1 and 2 to R. W. Wood, Land Commission Award Number 10605 to Iona Piikoi, and being all of the land(s) described in and covered by Royal Patent Number 5157, Land Commission Award Number 3245, Apana 1 to Hama, Royal Patent Number 5193, Land Commission Award Number 3313 to Maule, Royal Patent Number 5156, Land Commission Award Number 3355 to Nuuhiwa, Land Commission Award Number 3397-B to Kanohai, Royal Patent Number 5201, Land Commission Award Number 3398-B, Apana 1 to Kaiawe, Royal Patent Number 5160, Land Commission Award Number 3399-B to Piipali, Royal Patent Number 5158, Land Commission Award Number 3400-B, Apanas 1 and 2 to S. Melemele, Royal Patent Number 4890, Land Commission Award Number 3401-B, Apana 1 to Kekela, Royal Patent Number 5159, Land Commission Award Number 3402-B, Apana 1 to Abela Kulai, Royal Patent Number 5161, Land Commission Award Number 3404-B, Apana 1 to Kula Kamoia, Royal Patent Number 6722, Land Commission Award Number 3598, Apanas 1 and 2 to Iremia Kihepono, and Royal Patent Number 5155, Land Commission Award Number 3656 to Kaalae, situate, lying and being in Weliweli and Paa, District of Koloa, Island and County of Kauai, State of Hawaii, bearing Tax Key designation (4) 2-8-001-001, and containing an area of 782.000 acres, more or less.

Being the premises acquired by LIMITED WARRANTY DEED dated December 27, 2006, by and between GROVE FARM COMPANY, INC., a Hawaii corporation, as Grantor, and VISIONARY LLC, a Virginia limited liability company, as Grantee, recorded in the Bureau of Conveyances of the State of Hawaii as Document No. 2006-238659.

THE ORIGINAL OF THE DOCUMENT
RECORDED AS FOLLOWS:
STATE OF HAWAII
BUREAU OF CONVEYANCES
DATE: Doc 2011-009964
DOC JAN 18, 2011 02:00 PM

Return by Mail [] Pickup []
Case Lombardi & Pettit (DML)
737 Bishop St., 26th Floor
Honolulu, HI 96813

Total Pages: 6

Tax Map Key No.: (4) 2-8-002-001

LIMITED WARRANTY DEED

THIS LIMITED WARRANTY DEED is dated January 11, 2011. VISIONARY LLC, a Virginia limited liability company, dba Lihue Land Company, whose address is P.O. Box 662069, Lihue, Kauai, Hawaii 96746, is hereinafter called the "Grantor", in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration to the Grantor paid by HAUPU LAND COMPANY LLC, a Delaware limited liability company, whose address is P.O. Box 662069, Lihue, Kauai, Hawaii 96746, hereinafter called the "Grantee", the receipt of which is acknowledged, grants and conveys unto the Grantee, as tenant in severalty all of the Grantor's estate, title and interest in that certain real property more particularly described in the attached Exhibit "A", hereinafter called the "Property", subject to all encumbrances of record.

AND the reversions, remainders, rents, issues and profits and all of the estate, right, title and interest of the Grantor, both at law and in equity, in and to the Property.

TO HAVE AND TO HOLD the Property, including the improvements thereon, and all rights, easements, privileges and appurtenances belonging or appertaining to or held and enjoyed with the Property, unto the Grantee according to the tenancy set forth herein, forever.

The Grantor covenants with the Grantee that the Grantor is lawfully seised in fee simple of the Property and has good right to sell and convey the Property; that the Property is free and clear of all encumbrances caused or permitted by the Grantor except as set forth herein and except for the lien of real property taxes not yet required by law to be paid; and that the Grantor

will warrant and defend the Property unto the Grantee against the lawful claims and demands of all persons claiming by, through or under the Grantor, except as aforesaid.

This instrument and the covenants of the Grantor shall be binding upon the Grantor and inure to the benefit of the Grantee. The terms "Grantor" and "Grantee" as and when used herein, or any pronouns used in place thereof, shall mean and include the singular or plural number, individuals, trustees, partnerships, limited liability companies and corporations, and each of their respective heirs, personal representatives, successors and assigns. All covenants and obligations undertaken by two or more persons shall be deemed to be joint and several unless a contrary intention is clearly expressed herein.

The parties agree that this instrument may be executed in counterparts, each of which shall be an original, and together shall be one instrument. Duplicate unexecuted pages of the counterparts may be discarded and the remainder assembled as one document.

[THE REMAINDER OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties have executed this instrument on the date first above written.

**VISIONARY, LLC,
a Virginia limited liability company,
dba Lihue Land Company**

By Warren H. Haruki
Warren H. Haruki
Its: President and Chief Executive Officer

By James M. Cribley
James M Cribley
Its: Assistant Secretary


Grantor

STATE OF HAWAII

CITY AND COUNTY OF HONOLULU

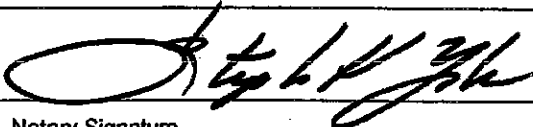
ss.

On this 11th day of January, 2011, before me appeared WARREN H. HARUKI and JAMES M. CRIBLEY, to me personally known, who, being by me duly sworn, did say that they are the President and Chief Executive Officer and Assistant Secretary, respectively, of VISIONARY LLC, a Virginia limited liability company, dba Lihue Land Company, and that such person executed the foregoing instrument as the free act and deed of such person in the capacity shown, having been duly authorized to execute such instrument in such capacity.



Type or print name: Stephanie H. Yoder
Notary Public, State of Hawaii
My commission expires: July 13, 2011

6

Date of Doc: - Undated -	# Pages: - 4 -
Name of Notary: <u>Stephanie H. Yoder</u>	Notes: <u>(# pgs not incl exhs)</u>
Doc. Description: <u>- Limited Warranty Deed</u>	
TMK No. (4) <u>2-8-002-001 -</u>	
(stamp or seal)	
	<u>JAN 11 2011</u>
Notary Signature	Date
First Circuit, State of Hawaii	
NOTARY CERTIFICATION	

6

EXHIBIT "A"

TAX MAP KEY NO. (4) 2-8-002-001

All of that certain parcel of land, being:

Portions of:

Royal Patent Grant 1097 to Kalenahu;
Royal Patent Grant 1411 to John Hobbs, Jr.;
Royal Patent Grant 1754, Apana 2 to R. W. Wood; and

All of:

Royal Patent Grant 1411 1/2 to Kuaana; and
Royal Patent Grant 1413 to Koloapili;

Situate in Weliweli, District of Koloa, Island and County of Kauai, State of Hawaii, bearing Tax Map Key No. (4) 2-8-002-001-0000, and containing an area of 314.268 acres, more or less.

Being the premises acquired by Quitclaim Deed dated December 27, 2006, by and between GROVE FARM COMPANY, INC., a Hawaii Corporation, as Grantor, and VISIONARY LLC, a Virginia limited liability company, as Grantee, recorded in the Bureau of Conveyances of the State of Hawaii as Document No. 2006-238639.

HAUPU LAND COMPANY LLC
P.O. BOX 662069
LIHUE, HI 96766

November 28, 2012

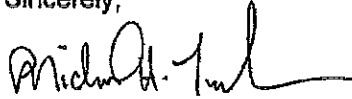
Curtis Tabata, Esq.
Matsubara-Kotake
888 Mililani Street, Eighth Floor
Honolulu, Hawaii 96813

Re: Authorization To File IAL Petition

Dear Mr. Tabata:

Haupu Land Company LLC hereby authorizes Grove Farm Company, Incorporated to file a petition on its behalf to designate Tax Map Key Nos. (4) 2-8-001-001 and (4) 2-8-002-001 as Important Agricultural Lands with the State of Hawaii Land Use Commission.

Sincerely,



Michael H Tresler
Senior Vice President
Haupu Land Company LLC

EXHIBIT "F"