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STATE OF HAWAII
BUREAU OF CONVEYANCES
RECORDED

March 16, 2012 1:00 PM

Doc No(s) A-44580933



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B-32031038

/s/ NICKI ANN THOMPSON
REGISTRAR

Conveyance Tax: \$72000.00

LAND COURT SYSTEM

REGULAR SYSTEM

After Recordation, Return by Mail or Pick-up

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Total Page(s): 16

TMK NO.: (2) 3-3-002-031

COMMISSIONER'S DEED

THIS COMMISSIONER'S DEED dated _____, 2012, is made by GERALD T. JOHNSON, as Commissioner, hereinafter called the "Grantor", in favor of SOUTHWEST 7, LLC, a Colorado limited liability company, the address of which is c/o SOUTH WEST 7, LLC, The Ellis House, 3837 West Chester Pike, Newtown Square, Pennsylvania 19073, hereinafter called the "Grantee".

WITNESSETH THAT:

WHEREAS, GERALD T. JOHNSON was appointed as Commissioner pursuant to that certain "Findings of Fact, Conclusions of Law, and Order Granting Plaintiff Southwest 7, LLC's Motion for Entry of Default Judgment or Alternatively, Motion for Summary Judgment and Interlocutory Decree of Foreclosure" filed on April 21, 2011, in the Circuit Court of the Second Circuit, State of Hawaii (the "Court"), in that certain proceeding entitled Southwest 7, LLC v. Hale Mua Properties, LLC, et. al, designated as Civil No. 10-1-0290(2) in the files of the Court; and

WHEREAS, pursuant to that certain "Order Granting Plaintiff Southwest 7, LLC's Motion for Confirmation of Sale, for Writ of Possession and Disposal of Personal

Property” filed on October 12, 2011 (the “*Order*”), and “*Judgment*” filed on October 12, 2011 (the “*Judgment*”), the Grantor was specifically authorized and directed by the Court to sell, assign, transfer, grant, and convey the property described in Exhibit “A” attached hereto to the Grantee, free and clear of liens and encumbrances, except as set forth in Exhibit “A” attached hereto;

NOW, THEREFORE, the Grantor, in his capacity as Commissioner as aforesaid, for good and valuable consideration to the Grantor paid by the Grantee, receipt of which is hereby acknowledged, and pursuant to the Order and the Judgment, hereby sells, assigns, transfers, grants, and conveys unto the Grantee, as tenant in severalty, and its successors and assigns, in fee simple, absolutely and forever, all of the rights and property described in the attached Exhibit “A”, which is hereby incorporated herein;

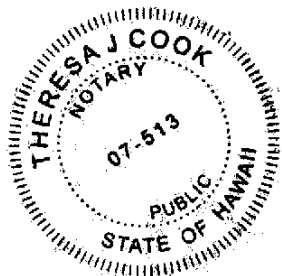
AND the reversions, remainders, rents, issues and profits and all of the estate, right, title and interest of the Grantor, both at law and in equity, therein and thereto;

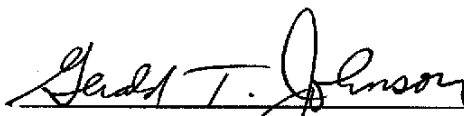
TO HAVE AND TO HOLD the same, together with and including all buildings and improvements thereon, and all rights, easements, privileges, and appurtenances belonging to or appertaining to or held and enjoyed therewith, unto the Grantee according to the tenancy set forth herein, absolutely and forever.

The Grantor covenants with the Grantee that the Grantor has good right to sell, assign, transfer, grant and convey the aforesaid rights and property pursuant to the Order and the Judgment and that, in all respects, the Grantor has fully and faithfully complied with all orders of the Court concerning the sale, assignment, transfer, grant and conveyance of the property.

This instrument and the covenants of the Grantor shall be binding upon the Grantor and inure to the benefit of the Grantee, its successors and assigns. 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, partnerships, trustees 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.

IN WITNESS WHEREOF, the Grantor, as Commissioner, has executed this instrument as of the date first above written.




GERALD T. JOHNSON, as Commissioner
“Grantor”

STATE OF HAWAII
COUNTY OF MAUI

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) SS: ✓
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On this 31 day of JANUARY, 2012, before me personally appeared GERALD T. JOHNSON, as Commissioner pursuant to that certain "Findings of Fact, Conclusions of Law, and Order Granting Plaintiff Southwest 7, LLC's Motion for Entry of Default Judgment or Alternatively, Motion for Summary Judgment and Interlocutory Decree of Foreclosure" filed on April 21, 2011, in the Circuit Court of the Second Circuit, State of Hawaii, in that certain proceeding entitled Southwest 7, LLC v. Hale Mua Properties, LLC, et. al, Civil No. 10-1-0290(2), to me known, who, being by me duly sworn or affirmed, did say that such person executed this 16-page COMMISSIONER'S DEED, undated, 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.



[Signature]
Print Name: THERESA J. COOK
Notary Public, State of Hawaii
Second Judicial Circuit

My Commission expires: 10.7.2015

THERESA J. COOK
My Commission expires 10-07-2015

EXHIBIT "A"

ITEM I:

All of that certain parcel of land (portion(s) of the lands described in and covered by Deed of Kamehameha IV to C. Brewer and Company, James Robinson and Company, Thomas Cummins and Josiah Fuller, dated April 21, 1863 and recorded in Liber 16 at Page 374; Royal Patent Number _____, Land Commission Award Number 8559-B, Apana 20 (Boundary Certificate No. 204) to Wm. C. Lunailo; Land Commission Award 1806, Royal Patent 6073, Apana 1, to Makalawelawe; Land Commission Award 1806, Royal Patent 6073, Apana 3, to Makalawelawe; Land Commission Award 1806, Royal Patent 6073, Apana 4, to Makalawelawe; Land Commission Award 2426, Royal Patent 6362, to Kaiwi; Land Commission Award 2447, Royal Patent 6164, Apana 1, to Kaawa; Land Commission Award 2451, Royal Patent 5978, Apana 1, to Kaelepulu; Land Commission Award 2526, Royal Patent 6167, Apana 1, to Makanui; Land Commission Award 2572, Royal Patent 8051, Apana 2 & 3, to Naheana; Land Commission Award 3275-T, Royal Patent 5178, to Kahookano; Land Commission Award 3275-U, Royal Patent 6126, to Kaiolani; Land Commission Award 3275-X, Royal Patent 6327, to Puula; Land Commission Award 3275-V, Royal Patent 6758, to Keaole; Land Commission Award 3327, Royal Patent 5444, Apana 1, to Naialoalao; Land Commission Award 3374, Royal Patent 6756, to Paele; Land Commission Award 3432, Royal Patent 5171, Apana 1 & 2, to Kula; Land Commission Award 3436, Royal Patent 6094, to Kapahi; Land Commission Award 3437, Royal Patent 6091, Apana 1 & 2, to Kailiula; Land Commission Award 3441, Royal Patent 6092, Apana 1, to Kapaula; Land Commission Award 3444, Royal Patent 6757, Apana 2, to Kalopa; and Poalima) situate, lying at Waiehu and Wailuku, Island and County of Maui, State of Hawaii, being LOT C of the IAO VALLEY LARGE-LOT SUBDIVISION, shown on subdivision map prepared by Erik S. Kaneshiro, Land Surveyor, LUCA File No. 3.1865, approved August 6, 2002, containing an area of 240.087 acres more or less and bearing Tax Key designation (2) 3-3-002-031.

Together with a strip of land 10.00 feet wide easement being more particularly described in Exchange Deed dated October 24, 1973, recorded in Liber 9654 at Page 326, to wit:

An easement through Parcels 3 and 4 for the operation, maintenance and repair of a concrete culvert: being A strip of land 10.00 feet wide and extending 5.00 feet on each side of the following described centerline:

Beginning at the west end of this easement, and on the west boundary of Parcel 3, the coordinates of said point of beginning referred to Government Survey Triangulation Station "LUKE" being 7,948.98 feet north and 2,132.58 feet west, thence running by azimuths measured clockwise from the true south:

1. 271° 53' 40.79 feet through Parcels 3 and 4 to the east boundary of Parcel 4 and containing an area of 408 square feet."

ITEM II:

Excepting and Excluding from the above described parcel of land, the following sources of title:

- (A) Land Commission Award 2426, Royal Patent 6362, to Kaiwi;
- (B) Land Commission Award 2447, Royal Patent 6164, Apana 1, to Kaawa;
- (C) Land Commission Award 2572, Royal Patent 8051, Apana 2 & 3, to Naheana;
- (D) Land Commission Award 3275-T, Royal Patent 5178, to Kahookano;
- (E) Land Commission Award 3275-U, Royal Patent 6126, to Kaiolani;
- (F) Land Commission Award 3275-X, Royal Patent 6327, to Puula;
- (G) Land Commission Award 3327, Royal Patent 5444, Apana 1, to Naialoalao;
- (H) Land Commission Award 3374, Royal Patent 6756, to Paele;
- (I) Land Commission Award 3432, Royal Patent 5171, Apana 1 & 2, to Kula;
- (J) Land Commission Award 3436, Royal Patent 6094, to Kapahi;
- (K) Land Commission Award 3437, Royal Patent 6091, Apana 1 & 2, to Kailiula;
- (L) Land Commission Award 3441, Royal Patent 6092, Apana 1, to Kapaula;
- (M) Land Commission Award 3444, Royal Patent 6757, Apana 2, to Kalopa.

BEING THE PREMISES ACQUIRED BY QUITCLAIM DEED

GRANTOR : WAILUKU AGRIBUSINESS CO., INC., successor in interest to Wailuku Sugar Company, a Hawaii corporation

GRANTEE : HALE MUA PROPERTIES, LLC, a Hawaii limited liability company

DATED : May 12, 2004

RECORDED : Document No. 2004-102439

SUBJECT, HOWEVER, to the following:

- 1. Real Property Taxes, if any, that may be due and owing.

2. Reservation in favor of the State of Hawaii of all mineral and metallic mines.
3. Location of the boundary of Waiehu Stream and the effect, if any, upon the area of the land described herein, and the free flowage thereof.
4. Matters arising out of the failure of a patent to have issued on Land Commission Award 8559-B, Apana 20 to W.C. Lunalilo.
5. -AS TO ROYAL PATENT NUMBER 6327, LAND COMMISSION AWARD NUMBER 3275-X TO PUULA:-

GRANT

TO : WAILUKU SUGAR COMPANY, a Hawaii corporation, now known as C. BREWER AND COMPANY, LIMITED

DATED : December 31, 1898

RECORDED : Liber 178 Page 409

GRANTING : a right of way to build, erect, and otherwise complete and maintain a ditch or flume or both ditch and flume across Land Commission Award 3275 to Puula a distance of 400 feet long and 10 feet wide, more or less

6. -AS TO APANA 3 OF ROYAL PATENT NUMBER 6073, LAND COMMISSION AWARD NUMBER 1806 TO MAKALAWELAWE:-

Perpetual easement and right-of-way for the Waiehu conduit, including ditch and tunnel, with a grant of a dam site at Waiehu, passing over, across and/or under or located upon the following described parcel of land as set forth in DEED OF EXCHANGE dated June 23, 1924, recorded in Liber 740 at Page 134. Said easement described as follows:

A strip of land (3-feet wide) for a ditch or other suitable conduit, from the Waiehu Weir in Old Waihee Ditch, along the mauka bank of said Ditch and crossing said Ditch to the present open concrete ditch on Lot 2 next hereunder described; being portion of Apana 20 of L. C. A. 8559-B to W. C. Lunalilo, and portion of Apana 3 of L. C. A. 1806 to Makalawelawe; the center line thereof being described as follows:

Beginning at a point in the center of the present Conduit, on the line of the crest of Waiehu Weir, the coordinates of which point referred to

Government Survey Triangulation Station "LUKE" are 11,149.50 feet north and 3,624.00 feet west; also said point is azimuth and distance 130° 27' 31.95 feet from Government Survey Triangulation Station "CAESAR" (see Lot 13, Old Waihee Ditch, for description of "CAESAR" Trig. Station) and running by true azimuths:

1. 159° 31' 36.2 feet;
2. 158° 37' 27.7 feet to point of curve;
3. Thence along a curve to the left with a radius of 111.1 feet and tangents of 13.00 feet, to point tangent, the long chord of which curve is azimuth and distance:
 - 151° 56' 30" 25.8 feet;
4. 145° 16' 78.1 feet;
5. 151° 10' 126.1 feet;
6. 160° 27' 52.0 feet;
7. 154° 50' 56.3 feet to the point of curve;
8. Thence along a curve to the right with a radius of 81.7 feet, and tangents of 16.0 feet to point tangent; the long chord of which curve is azimuth and distance:
 - 165° 21' 30" 31.4 feet;
9. 176° 26' 48.5 feet;
10. 179° 28' 69.2 feet;
11. 176° 40' 9.8 feet;
12. 172° 59' 9.9 feet;
13. 168° 35' 15.2 feet;

- | | | | | |
|-----|--|-----|------|---|
| 14. | 161° | 20' | 9.8 | feet; |
| 15. | 151° | 33' | 11.7 | feet; |
| 16. | 142° | 20' | 25.7 | feet; |
| 17. | 141° | 34' | 31.0 | feet and extending partly
underground under the Road to
point of curve; |
| 18. | Thence along a curve to the left, with a radius of 29.75 feet and
tangents of 24.8 feet,
underground to the present open
cemented ditch; the long chord of
which curve is azimuth and
distance: | | | |
| | 101° | 45' | 38.1 | feet and containing an area of 0.05
acre, more or less. |

7. The terms and provisions contained in the following:

INSTRUMENT : DEED

DATED : June 23, 1924

RECORDED : Liber 740 Page 134

Said Deed was amended by Agreement dated March 24, 1937, recorded in Liber 1371 at Page 227.

The foregoing includes, but is not limited to, matters relating to water rights, easements and other rights.

Said above instrument was amended by CORRECTION EXCHANGE DEED dated March 24, 1937, recorded in Liber 1371 at Page 227, and further amended by unrecorded instrument dated March 21, 1939 and by unrecorded Temporary Water Agreement dated December 28, 1994 by and between A & B HAWAII, INC. and WAILUKU AGRIBUSINESS CO., INC. as disclosed in ASSIGNMENT OF DEED OF EXCHANGE effective October 1, 2005, recorded as Document No. 2005-229076, wherein WAILUKU AGRIBUSINESS CO., INC., a Hawaii corporation, assigned its right in and to the above Exchange Deed & Agreement to WAILUKU WATER COMPANY, LLC, a Hawaii limited liability company, doing

business as Wailuku Water Company and by ASSIGNMENT OF IN GROSS RESERVATION effective October 1, 2005, recorded as Document No. 2005-229077.

8. Water rights as conveyed in DEED of WAILUKU SUGAR COMPANY, a Hawaii corporation, dated January 17, 1968, recorded in Liber 5998 at Page 451, to ALEXANDER & BALDWIN, INC., a Hawaii corporation.
9. Restrictions of abutter's rights of vehicle access into and from WAIEHU BEACH ROAD, Federal Aid Secondary Project No. S-0341 (2), (Kahekili Highway Realignment) as condemned by the State of Hawaii, by FINAL ORDER OF CONDEMNATION dated March 12, 1974, filed in the Circuit Court of the Second Circuit, State of Hawaii, Civil No. 879 on March 12, 1974, recorded in the Bureau of Conveyances in Liber 9903 at Page 370.
10. The terms and provisions contained in the following:

INSTRUMENT : AGREEMENT

DATED : March 29, 1976

RECORDED : Liber 11357 Page 584

PARTIES : ALEXANDER & BALDWIN, INC., a Hawaii corporation, "Licensor", and BOARD OF WATER SUPPLY OF THE COUNTY OF MAUI, a board duly created and existing under the laws of the State of Hawaii, "Licensee"

RE : granting a perpetual right and easement to construct, reconstruct, repair, maintain, operate and remove an 8" diameter pipeline for purposes of carrying overflow from and cleanout of that certain water storage tank to within the Spreckels Ditch right of way, etc.

11. **GRANT**

TO : BOARD OF WATER SUPPLY OF THE COUNTY OF MAUI

DATED : January 19, 1977

RECORDED : Liber 12285 Page 50

GRANTING : a nonexclusive easement for waterline and road purposes to construct, reconstruct, maintain, operate,

repair and remove a water pipeline or pipelines, pressure break tanks, pressure reducers and regulators and manholes with equipment and appurtenances, over, under across and through Easement B, for waterline and road, etc.

12. The terms and provisions contained in the following:

INSTRUMENT : RIGHT OF ENTRY AND AGREEMENT

DATED : September 27, 1977

RECORDED : Liber 12815 Page 281

PARTIES : WAILUKU SUGAR COMPANY, a Hawaii corporation, "Owner", and BOARD OF WATER SUPPLY OF THE COUNTY OF MAUI, "Grantee"

RE : non-exclusive right, power and privilege, for a period of three (3) years from the date hereof, to enter upon, occupy and use for all purposes relating to the construction and installation of a water transmission line, as shown on map attached thereto

13. Any and all existing trails, roads, easements, rights of way, flume and irrigation ditches, heiaus, grave sites and other historic sites that may exist.

14. Any and all existing transmission lines in favor of MAUI ELECTRIC COMPANY, LIMITED, and HAWAIIAN TELEPHONE COMPANY, now known as HAWAIIAN TELCOM, INC., and distribution lines in favor of MAUI ELECTRIC COMPANY, LIMITED.

15. GRANT

TO : MAUI ELECTRIC COMPANY, LIMITED and HAWAIIAN TELEPHONE COMPANY, now known as HAWAIIAN TELCOM, INC.

DATED : January 5, 1987

RECORDED : Liber 20331 Page 23

GRANTING : nonexclusive right and easement for utility purposes as shown on map attached thereto

16. The terms and provisions contained in the following:

INSTRUMENT : AGREEMENT TO DEFER THE CONSTRUCTION OF SUBDIVISION IMPROVEMENTS

DATED : October 3, 1988
RECORDED : Liber 22626 Page 32
PARTIES : WAILUKU AGRIBUSINESS CO., INC., a Hawaii corporation, "Subdivider", and the COUNTY OF MAUI and its DEPARTMENT OF WATER SUPPLY, "County"

17. The terms and provisions contained in the following:

INSTRUMENT : FARM DWELLING AGREEMENT

DATED : December 5, 1988
RECORDED : Liber 22650 Page 96
PARTIES : WAILUKU AGRIBUSINESS CO., INC., "Applicant", and the COUNTY OF MAUI through its Department of Public Works, "Department"

18. The terms and provisions contained in the following:

INSTRUMENT : MEMORANDUM CONCERNING GRANT OF VARIOUS PROPERTIES

DATED : ----- (acknowledged August 18, 1999 and August 19, 1999)
RECORDED : Document No. 99-189645
PARTIES : HAWAII LAND & FARMING COMPANY, INC., C. BREWER AND COMPANY, LIMITED, WAILUKU AGRIBUSINESS CO., INC., MAUNA KEA AGRIBUSINESS CO., INC. and KILAUEA AGRONOMICS, INC.
RE : location and conveyance to HAWAII LAND & FARMING COMPANY, INC. without additional consideration, a drainage channel and basin, Iao drainage easement and Imi Kala easement

19. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF COVENANTS AT CLOSING BETWEEN WAILUKU AGRIBUSINESS CO., INC. AND CGM, LLC

DATED : ----- (acknowledged August 19, 2002)
RECORDED : Document No. 2002-146580

Said above DECLARATION was assigned by ASSIGNMENT OF DECLARATIONS OF COVENANTS, CONDITIONS, EASEMENTS, RESERVATIONS AND RESTRICTIONS dated effective October 1, 2005, recorded as Document No. 2005-229075, by WAILUKU AGRIBUSINESS CO., INC., a Hawaii corporation, to WAILUKU WATER COMPANY, LLC, a Hawaii limited liability company, doing business as Wailuku Water Company.

Said above DECLARATION was amended by AMENDMENT OF DECLARATION OF COVENANTS AT CLOSING BETWEEN WAILUKU AGRIBUSINESS CO., INC. AND CGM, LLC dated December 26, 2002, recorded as Document No. 2003- 020592; and assigned by ASSIGNMENT OF DECLARATIONS OF COVENANTS, CONDITIONS, EASEMENTS, RESERVATIONS AND RESTRICTIONS dated effective October 1, 2005, recorded as Document No. 2005-229075, by WAILUKU AGRIBUSINESS CO., INC., a Hawaii corporation, to WAILUKU WATER COMPANY, LLC, a Hawaii limited liability company, doing business as Wailuku Water Company.

Said above DECLARATION was corrected by CORRECTION TO ASSIGNMENT OF DECLARATION OF COVENANTS, CONDITIONS, EASEMENTS, RESERVATIONS AND RESTRICTIONS dated August 27, 2007, recorded as Document No. 2007-157854.

20. GRANT

TO : HO'OMALU LIMITED PARTNERSHIP, a Hawaii limited partnership

DATED : November 26, 2003
RECORDED : Document No. 2003-259899
GRANTING : a perpetual non-exclusive easement over and across Easement B-1, for pedestrian and vehicular ingress and egress and for utility purposes, more particularly described therein

21. GRANT

TO : MAUI ELECTRIC COMPANY, LIMITED and

VERIZON HAWAII INC, now known as HAWAIIAN
TELCOM, INC.

DATED : March 23, 2004
RECORDED : Document No. 2004-068719
GRANTING : an easement for utility purposes over Easement "3",
more particularly described therein

22. Water rights, claims or title to water, whether or not shown by the public records.
23. Matters arising out of, including but not limited to any utility and access rights in favor of the parcels excluded from coverage and described in Item II of Exhibit A.
24. Matters arising out of, including but not limited to any utility and access rights in favor of any kuleana parcel not owned by HALE MUA PROPERTIES, LLC located within the land described in Exhibit A.
25. Claims arising out of customary and traditional rights and practices, including without limitation those exercised for subsistence, cultural, religious, access or gathering purposes, as provided for in the Hawaii Constitution or the Hawaii Revised Statutes.
26. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF COVENANTS, CONDITIONS,
EASEMENTS, RESERVATIONS AND
RESTRICTIONS

DATED : as of May 12, 2004
RECORDED : Document No. 2004-102438

ASSIGNMENT OF DECLARATIONS OF COVENANTS,
CONDITIONS, EASEMENTS, RESERVATIONS AND RESTRICTIONS
in favor of WAILUKU WATER COMPANY, LLC, a Hawaii limited
liability company, doing business as Wailuku Water Company dated
effective October 1, 2005, recorded as Document No. 2005- 229075.

Said above Assignment was amended by instrument dated August 27, 2007,
recorded as Document No. 2007-157854.

27. The terms and provisions contained in the following:

INSTRUMENT : QUITCLAIM DEED

DATED : May 12, 2004

RECORDED : Document No. 2004-102439

28. The terms and provisions contained in the following:

INSTRUMENT : EASEMENT AGREEMENT

DATED : as of September 8, 2005

RECORDED : Document No. 2005-179295

PARTIES : HALE MUA PROPERTIES, LLC, a Hawaii limited liability company ("Hale Mua"), and CGM, LLC, a Hawaii limited liability company, ("CGM")

RE : a non-exclusive easement in favor of Lots 1 to 207 inclusive as shown on File Plan No. 2367, for the use and maintenance of the Storm Drain Improvements, as described therein

29. The terms and provisions contained in the following:

INSTRUMENT : UNILATERAL AGREEMENT

DATED : September 13, 2005

RECORDED : Document No. 2006-106454

PARTIES : HALE MUA PROPERTIES, LLC, a Hawaii limited liability company ("Declarant")

RE : submission of application for the development of the proposed Hale Mua Affordable Housing Subdivision to the County of Maui, Department of Housing and Human Concerns

30. GRANT

TO : MAUI ELECTRIC COMPANY, LIMITED and HAWAIIAN TELCOM, INC.

DATED : August 17, 2006

RECORDED : Document No. 2006-235816

GRANTING : a perpetual right and easement for utility purposes, more particularly described therein

31. The terms and provisions contained in the following:

INSTRUMENT : NOTICE OF IMPOSITION OF CONDITIONS BY
THE LAND USE COMMISSION

DATED : February 16, 2007

RECORDED : Document No. 2007-031188-106454

PARTIES : HALE MUA PROPERTIES, LLC, a Hawaii limited
liability company

32. Discrepancies, conflicts in boundary lines, shortage in area or any other matters which a correct survey or archaeological study would disclose.

33. Encroachments or any other matters as shown on survey map prepared by Edgardo V. Valera, Land Surveyor, with Valera, Inc., dated ---, revised November 22, 2006.

Encroachments or any other matters which a survey prepared after November 22, 2006 would disclose.

34. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF CONDITIONS APPLICABLE
TO AN AMENDMENT OF DISTRICT BOUNDARY
FROM AGRICULTURAL TO URBAN

DATED : November 25, 2008

RECORDED : Document No. 2008-182476

35. The terms and provisions contained in the following:

INSTRUMENT : UNILATERAL AGREEMENT

DATED : May 22, 2009

RECORDED : Document No. 2009-096441

PARTIES : HALE MUA PROPERTIES, LLC, a Hawaii limited
liability company

36. The terms and provisions contained in the following:

INSTRUMENT : AGREEMENT REGARDING FINAL

CONSTRUCTION PLAN APPROVAL

DATED : November 17, 2009
RECORDED : Document No. 2010-003446
PARTIES : HALE MUA PROPERTIES, LLC, a Hawaii limited liability company "Developer" and COUNTY OF MAUI, by and through its DEPARTMENT OF WATER SUPPLY ("DWS")

37. Any unrecorded leases and matters arising from or affecting the same.

End of Exhibit A