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A Charitable Foundation Corporation
P.O. Box 909
Haleiwa, Hawaii 96712

Total pages _____

TYPE OF DOCUMENT: DECLARATION OF COVENANTS, CONDITIONS AND
RESTRICTIONS

PARTIES TO DOCUMENT:

Declarant: A Charitable Foundation Corporation

PROPERTY DESCRIPTION

DOCUMENT NO.

DOCUMENT NO.
TRANSFER CERTIFICATE OF
TITLE NO:

TAX MAP KEY NOS. (1) 5-9-033-002, 5-9-033-003 and 5-9-033-004

DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS

This Declaration of Covenants, Conditions and Restrictions ("Declaration") is made this _____, 2019, by A CHARITABLE FOUNDATION CORPORATION, a Nevada nonprofit corporation, whose mailing address is P.O. Box 909, Haleiwa, Hawaii 96712, hereinafter referred to as "Declarant."

RECITALS

- A. Declarant is the owner in fee simple of the following three (3) lots at Pupukea, Koolauloa, City and County of Honolulu, State of Hawaii which are hereinafter sometimes referred to as follows:
- (1) "Lot B" as more particularly described in Exhibit "A" attached hereto and made a part hereof, and identified as Tax Map Key No. (1) 5-9-033-002 ("Lot B"); and
 - (2) "Lot C" as more particularly described in Exhibit "B" attached hereto and made a part hereof, and identified as Tax Map Key No. (1) 5-9-033-003 ("Lot C"); and
 - (3) "Lot D" as more particularly described in Exhibit "C" attached hereto and made a part hereof, and identified as Tax Map Key No. (1) 5-9-033-004 ("Lot D").
- Lot B, Lot C and Lot D, respectively, are sometimes referred to collectively as the "Lots."
- B. Declarant intends to convey Lot B and Lot C, respectively, together with an undivided interest in Lot D, which is a roadway lot, subject to this Declaration.
- C. Declarant subjects and makes the Lots, together with such improvements and additions as hereinafter may be made thereon, subject to the covenants, restrictions, and conditions hereinafter set forth.

DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS

Lot B and Lot C shall be subject to the following covenants, conditions and restrictions.

1. Land Use Commission and Agricultural Declarations. The Lots shall be subject to the covenants, restrictions, and conditions set forth in the following:
 - (a) Declaration of Conditions dated June 1, 2006 and recorded in the Bureau of Conveyances of the State of Hawaii as Document No 2006-105635; and
 - (b) Declaration of Restrictive Covenants (Agricultural Uses) dated July 17, 2017 and recorded in the Bureau of Conveyances of the State of Hawaii as Document No. A-64300656.

(collectively the "Declarations"). If there is any conflict between this Declaration and the Declarations, the provisions of the Declarations shall control.

2. Limitation of Zoning or Subdivided Lots. The aggregate area of Lot B and Lot C shall not be comprised of more than two (2) zoning or subdivided lots. If Lot B and Lot C shall hereafter be consolidated and subdivided into two differently configured lots or consolidated into a single lot, the terms "Lot B" and "Lot C" mean the resulting two differently configured zoning or subdivided lots or the aggregate area of Lot B and Lot C as a single zoning lot.

3. Limitation on Number of Farm Dwellings. As used herein, the term "farm dwelling" means a single-family dwelling located on and used in connection with a farm where agricultural activity provides income to the family occupying the dwelling.

(a) The maximum number of farm dwellings that can be situated within the aggregate area of Lot B and Lot C shall be the lesser of:

(1) four (4) farm dwellings; or

(2) the number farm dwellings permitted by applicable federal, State of Hawaii and City and County of Honolulu laws, ordinances, rules and regulations.

If applicable federal, State of Hawaii and City and County of Honolulu laws, ordinances, rules and regulations or actions allow or permit more than four (4) farm dwellings to be situated within the aggregate area of Lot B and Lot C, no more than four (4) farm dwellings can be situated within the aggregate area of Lot B and Lot C.

(b) Any farm dwelling situated on Lot B or Lot C shall comply with applicable federal and State of Hawaii, Department of Health (including any future corresponding department or agency) laws, rules and regulations regarding sewage disposal, whichever is stricter.

4. Lot D is a Roadway. Lot D is designated for use as a roadway, which provides ingress and egress, and for all utility purposes running with title to and for the benefit of Lot B and Lot C, respectively, or any part thereof.

Neither legal nor equitable title to Lot B or Lot C, or any part thereof, shall be conveyed separate from an undivided interest in Lot D even though the instrument conveying the same does not expressly mention or describe an undivided interest in Lot D; provided that this Section 4 shall automatically terminate if and on the date Lot D shall be dedicated to and accepted by the City and County of Honolulu or the State of Hawaii for use as a public roadway.

5. Amendments. This Declaration may be amended at any time by the affirmative vote of all of the owners of record of Lot B and Lot C, provided, however, that the covenants, conditions and restrictions set forth above in Section 2 and Section 3 cannot be amended.

Any other amendment of this Declaration shall not take effect until an instrument amending the same is duly executed by the owners of record of Lot B and Lot C and by the Land Use Commission of the State of Hawaii and the Department of Planning and Permitted of the City and County of Honolulu, respectively, (or successor, future commission, department or agency).

6. Legal Effect. This Declaration shall constitute covenants running with the land, as provided by law, and shall be binding on and for the benefit of Declarant, its successors and assigns, and all subsequent owners of the Lots, their respective heirs, successors, legal representatives and assigns. Any deed, mortgage, agreement of sale or lease or other document referring to legal title shall state that title is subject to this Declaration.

Legal action may be taken by the Declarant, its successors and assigns, or the owners of record of Lot B and Lot C, their respective heirs, successors, legal representatives and assigns, or the Land Use Commission of the State of Hawaii or Department of Planning and Permitted of the City and County of Honolulu, as their interests appear, to restrict or prevent by injunction, mandatory or restraining, any violation or threatened violation of any of the covenants, conditions and restrictions in this Declaration without prejudice to the right to pursue any other legal or equitable remedies thereafter for the same breach or failure, or for any subsequent breach or failure, or to pursue suitable process to recover damages for any such breach or failure.

Declarant shall retain Declarant's rights to enforce the covenants, conditions and restrictions in this Declaration for so long as Declarant retains any ownership interest or any security interest in any of the Lots.

Should an owner of Lot B or Lot C, including any part thereof, in an action for legal or equitable relief or damages be found by any court, arbitrator or mediator to have violated these covenants, conditions and restrictions, the offending owner shall pay all costs of the action and reasonable attorney's fees.

7. Invalidity. The invalidity of any provision of this Declaration shall not be deemed to impair or affect in any manner the validity, enforceability or effect of the other provisions of this Declaration, which other provisions shall continue in full force and effect as if such provision had never been included herein.

[The remainder of this page is blank. The following page is a signature page.]

A CHARITABLE FOUNDATION
CORPORATION, a Nevada nonprofit
corporation

By: _____
DAVID S. DRUZ
Its: Director

“Declarant”

ACKNOWLEDGMENT/NOTARY CERTIFICATION

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

On this _____, 2019, in the First Circuit of the State of Hawaii, before me personally appeared DAVID S. DRUZ, to me personally known, who, being by me duly sworn or affirmed, did say that such person executed this _____-page Declaration of Covenants, Conditions and Restrictions dated _____, 2019, 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: _____
Name: Nalani M. Seaman
Notary Public, State of Hawaii
My commission expires: October 20, 2022

EXHIBIT "A"

LOT B

Being a portion of the Consolidation and Resubdivision
of Lot 179 of Pupukea Highlands (File Plan 860)
and Lot 1-B-2 of Land Court Application 561 (Map 8)

Being also a portion of Grant 5236 to Earl K. Ellsworth

Situated at Pupukea, Koōlauoa, Oahu, Hawaii

Beginning at the Northeast corner of this parcel of land, being also the Southeast corner of Lot 178 of "Pupukea Highlands" Subdivision (FILE PLAN 860), the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUPUKEA" being 6,958.04 feet South and 3,276.92 feet East, and thence running by azimuths measured clockwise from True South:

1. 3° 45' 41.30 feet along Roadway Lot D, being a portion of the consolidation and resubdivision of Lot 179 of "Pupukea Highlands" Subdivision (FILE PLAN 860) and Lot 1-B-2 of Land Court Application 561 (Map 8);
2. Thence along same, on a curve to the right with a radius of 32.00 feet, the chord azimuth and distance being:
 33° 05' 30" 31.36 feet;
3. Thence along same, on a curve to the left with a radius of 43.00 feet, the chord azimuth and distance being:
 25° 18' 15" 51.91 feet;
4. 78° 10' 30" 400.05 feet along Lot C, being a portion of the consolidation and resubdivision of Lot 179 of "Pupukea Highlands" Subdivision (FILE PLAN 860) and Lot 1-B-2 of Land Court Application 561 (Map 8);
5. 88° 21' 1118.17 feet along the same;
6. 128° 32' 394.54 feet along Lot A, being a portion of the consolidation and resubdivision of Lot 179 of "Pupukea Highlands" Subdivision (FILE PLAN 860) and Lot 1-B-2 of Land Court Application 561 (Map 8);
7. 269° 24' 943.69 feet along Lots 173 and 174 of "Pupukea Highlands" Subdivision (FILE PLAN 860);

8. 272° 16' 188.70 feet along Lot 174 of "Pupukea Highlands" Subdivision (FILE PLAN 860);
9. 258° 38' 30" 168.84 feet along Lot 175 of "Pupukea Highlands" Subdivision (FILE PLAN 860);
10. 254° 58' 20" 211.24 feet along Lot 176 of "Pupukea Highlands" Subdivision (FILE PLAN 860);
11. 284° 15' 208.49 feet along Lot 177 of "Pupukea Highlands" Subdivision (FILE PLAN 860);
12. 289° 50' 30" 165.94 feet along Lot 178 of "Pupukea Highlands" Subdivision (FILE PLAN 860), to the point of beginning and containing an area of 9.237 Acres, more or less.

EXHIBIT "B"

LOT C

Being a portion of the Consolidation and Resubdivision
of Lot 179 of Pupukea Highlands (File Plan 860)
and Lot 1-B-2 of Land Court Application 561 (Map 8)

Being also a portion of Grant 5236 to Earl K. Ellsworth

Situated at Pupukea, Koolauloa, Oahu, Hawaii

Beginning at the Southeast corner of this parcel of land, being also the Southwest corner of Lot 13 of "North Shore Heights" Subdivision (FILE PLAN 1049), the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUPUKEA" being 7,160.43 feet South and 3,313.74 feet East, and thence running by azimuths measured clockwise from True South:

1. 50° 00' 190.00 feet along Lot 12 of Land Court Application 561 (Map 11);
2. 90° 00' 420.00 feet along the same;
3. 80° 08' 06" 543.29 feet along the same;
4. 84° 08' 14" 222.57 feet along the same;
5. 128° 32' 339.91 feet along Lot A, being a portion of the consolidation and resubdivision of Lot 179 of "Pupukea Highlands" Subdivision (FILE PLAN 860) and Lot 1-B-2 of Land Court Application 561 (Map 8);
6. 268° 21' 1118.17 feet along Lot B, being a portion of the consolidation and resubdivision of Lot 179 of "Pupukea Highlands" Subdivision (FILE PLAN 860) and Lot 1-B-2 of Land Court Application 561 (Map 8);
7. 258° 10' 30" 400.05 feet along the same;
8. Thence along Roadway Lot D, being a portion of the consolidation and resubdivision of Lot 179 of "Pupukea Highlands" Subdivision (FILE PLAN 860) and Lot 1-B-2 of Land Court Application 561 (Map 8), on a curve to the left with a radius of 43.00 feet, the chord azimuth and distance being:
265° 57' 45" 85.21 feet;

9. 3° 45' 94.18 feet along Lot 13 of "North Shore Heights" Subdivision (File Plan 1049), to the point of beginning and containing an area of 5.691 Acres, more or less.

Exhibit "C"

ROADWAY LOT

Being a portion of the Consolidation and Resubdivision
of Lot 179 of Pupukea Highlands (File Plan 860)
and Lot 1-B-2 of Land Court Application 561 (Map 8)

Being also a portion of Grant 5236 to Earl K. Ellsworth

Situated at Pupukea, Koolauloa, Oahu, Hawaii

Beginning at the Northwest corner of this parcel of land, being also the Southeast corner of Lot 178 of "Pupukea Highlands" Subdivision (FILE PLAN 860), the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUPUKEA" being 6,958.04 feet South and 3,276.92 feet East, and thence running by azimuths measured clockwise from True South:

1. 273° 45' 50.00 feet along the South end of Maulukua Road;
2. 3° 45' 105.37 feet along Lot 13 of "North Shore Heights" Subdivision
(FILE PLAN 1049);
3. Thence along Lot C, being a portion of the consolidation and resubdivision of
 Lot 179 of "Pupukea Highlands" Subdivision (FILE
 PLAN 860) and Lot 1-B-2 of Land Court Application 561
 (Map 8), on a curve to the right with a radius of 43.00
 feet, the chord azimuth and distance being:
 85° 57' 45" 85.21 feet;
4. Thence along Lot B, being a portion of the consolidation and resubdivision of
 Lot 179 of "Pupukea Highlands" Subdivision (FILE
 PLAN 860) and Lot 1-B-2 of Land Court Application 561
 (Map 8), on a curve to the right with a radius of 43.00
 feet, the chord azimuth and distance being:
 205° 18' 15" 51.91 feet;
5. Thence along the same, on a curve to the left with a radius of 32.00 feet, the
 chord azimuth and distance being:
 213° 05' 30" 31.36 feet;
6. 183° 45' 41.30 feet along the same, to the point of beginning and
 containing an area of 0.216 Acres, more or less.