

LETTER OF TRANSMITTAL

August 7, 2020

TO: Land Use Commission  
235 S. Beretania St. #406  
Honolulu, Hawaii 96813

2020 AUG 14  
LAND USE COMMISSION  
STATE OF HAWAII

Re: IN THE MATTER OF THE PETITION OF MAUI LAND & PINEAPPLE COMPANY, INC. TO AMEND THE AGRICULTURAL DISTRICT BOUNDARY INTO THE URBAN LAND USE DISTRICT FOR APPROXIMATELY 310,440 ACRE OF LAND AT MAHINAHINA AND KAHANA, DISTRICT OF LAHAINA, MAUI HAWAII, TAX MAP KEY NO. 4-3-01; POR. 31 AND 79

ENCLOSED ARE THE FOLLOWING:

Recorded August 7, 2020; Statement of Imposition of Conditions By Land Use Commission

Please Note: This is to comply with Condition 34 of the July 30, 2020 Decision and Order in Docket No. A04-751 on behalf of Petitioner Maui Oceanview LP.

THESE ARE TRANSMITTED as checked below:


- |                                                                                                                                            |                                                                                     |
|--------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> For your information & file                                                                            | <input type="checkbox"/> For payment                                                |
| <input type="checkbox"/> As requested                                                                                                      | <input type="checkbox"/> Returned                                                   |
| <input type="checkbox"/> For your review, then call or write us with your comments                                                         | <input type="checkbox"/> Sign where indicated & return to us for further processing |
| <input type="checkbox"/> For your review & action                                                                                          |                                                                                     |
| <input type="checkbox"/> Signature in <u>black ink</u> where indicated before a Notary public & <u>return</u> to us for further processing |                                                                                     |

Other:

IF ENCLOSURES ARE NOT AS NOTED NOTIFY IMMEDIATELY.

**REMARKS:**

TAKITANI AGARAN JORGENSEN  
& WILDMAN, LLLP.  
Gilbert S.C. Keith-Agaran, Esq.

By   
Office Assistant  
Earleen Tianio

- |                                              |                                            |                                                          |                                     |
|----------------------------------------------|--------------------------------------------|----------------------------------------------------------|-------------------------------------|
| <input checked="" type="checkbox"/> Via Mail | <input type="checkbox"/> Via Hand Delivery | <input type="checkbox"/> For Pickup                      | <input type="checkbox"/> Via E-Mail |
| <input type="checkbox"/> Via Fax             | <input type="checkbox"/> Via Court Jacket  | <input type="checkbox"/> Confirmation of faxed copy sent |                                     |

STATE OF HAWAII  
BUREAU OF CONVEYANCES  
RECORDED August 07, 2020 3:29 PM  
Doc No A75240592

/s/ LESLIE T. KOBATA, Registrar  
CGG 24

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Return by mail(X) pick-up( )

TAKITANI AGARAN JORGENSEN & WILDMAN, LLLP  
24 N. Church Street, Suite 409  
Wailuku, Maui, Hawaii 96793

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TOTAL NO. OF PAGES: 24

**STATEMENT OF IMPOSITION OF CONDITIONS BY LAND USE COMMISSION**

**Declarant: MAUI OCEANVIEW LP, a Delaware limited partnership**

**MAUI TAX MAP KEY NOS. : 4-3-01 :82, 4-3-01 : 83, 4-3-01 : 79**

Statement of Imposition of Conditions by Land Use Commission  
Approximately 310.440 acres of land at Mahinahina and Kahana,  
Lahaina, Maui, Hawai'i, Maui Tax Map Key Nos. 4-3-01: 82,  
4-3-01: 83, 4-3-01: 79

**STATEMENT OF IMPOSITION OF CONDITIONS BY LAND USE COMMISSION**

**KNOW ALL MEN BY THESE PRESENTS:**

MAUI OCEANVIEW LP, a Delaware Limited Partnership, is the Petitioner before the State Land Use Commission Docket No. A04-751, with regard to a motion to amend the decision and order dated June 30, 2006 for approximately 310.440 acres of land at Mahinahina and Kahana, Lahaina, Maui, Hawai'i (the "Project"), identified as Maui Tax Map Key Nos. 4-3-01: 82, 4-3-01:83, and 4-3-01:79, more particularly described in Exhibits A (T.M.K. No. 4-3-01: 82), B (T.M.K. No. 4-3-01:83) and C attached and incorporated by reference, and referred to as the "Property", and does hereby state and declare that the State Land Use Commission by its Decision and Order dated July 30, 2020 ("2020 Order"), granted Petitioner's motion and that the granting of the motion was made subject to a number of conditions affecting the Property, which conditions will be set forth in a Declaration of Conditions to be subsequently recorded in the Bureau of Conveyances of the State of Hawaii, and which conditions will run with the Property. The Pursuant to Condition 32, "[w]hile the drainage basin [T.M.K. 4-3-01:79] owned by the County of Maui is included in the Petition Area acreage covered by this Motion to Amend, the conditions set out in this order shall not be applicable to the County of Maui." The conditions in the 2020 Order supersede the Amended and Restated Declaration of Conditions recorded in the Bureau of Conveyances as Document No. 2006-178683 on September 29, 2006.

This Statement of Imposition of Conditions by Land Use Commission shall be superseded and automatically revoked upon the recordation in the Bureau of Conveyances of a Declaration of Conditions setting forth the conditions imposed by the State Land Use Commission in Docket No. A04-751.

Statement of Imposition of Conditions by Land Use Commission  
Approximately 310,440 acres of land at Mahinahina and Kahana,  
Lahaina, Maui, Hawai'i, Maui Tax Map Key Nos. 4-3-01: 82,  
4-3-01: 83, 4-3-01: 79

DATED: Dallas, Texas, August \_\_\_\_, 2020.

**MAUI OCEANVIEW LP, a Delaware  
Limited Partnership**

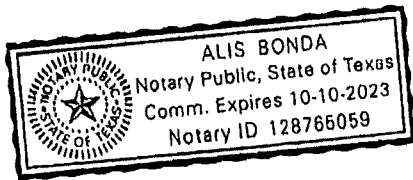
By MAUI OCEANVIEW GP INC., a Texas  
Corporation, its sole general partner

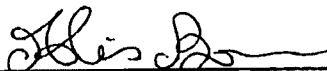
By Paul Cheng  
Its President



State of Texas                    )  
                                          ) SS  
County of Dallas                )

On AUGUST 7<sup>th</sup>, 2020, before me personally appeared PAUL  
CHENG, to me personally known, who, being by me duly sworn or affirmed, did say that such  
person executed the foregoing 24-page instrument as the free act and deed of such person,  
having been duly authorized to execute such instrument in such capacities.



  
Type or print name: ALIS BONDA  
Notary Public, State of Texas  
My commission expires: 10/10/23

**EXHIBIT A**  
**TAX MAP KEY NO. (2) 4-3-01:82**  
**PROPERTY DESCRIPTION**

**EXHIBIT "A"**

**PROPERTY DESCRIPTION**

All of that certain parcel of land (being portions of Grant 1166 to D. Baldwin, J. F. Pogue and S. E. Bishop and Royal Patent 415, Land Commission Award 75 to Charles Cockett) situate, lying and being on the easterly side of Honoapili Highway, Federal Aid Project Number RF-030-1(5), at Mahinahina 1, 2, 3 and 4, District of Lahaina, Island and County of Maui, State of Hawaii, being LOT 1 of "MAHINAHINA MAUKA SUBDIVISION", as shown on Subdivision map prepared by Reed M. Ariyoshi, Land Surveyor, with Warren S. Unemori-Engineering, Inc., dated September 15, 2009, last revised April 23, 2010, and approved by the Department of Public Works, County of Maui on May 12, 2010 (Subdivision File Number 4.955) and thus bounded and described as per survey dated September 19, 2011, to-wit:

Beginning at a point at the southwesterly corner of this lot, the coordinates of said point of beginning referred to Government Survey Triangulation Station "MANINI" being 9,575.26 feet North and 11,525.11 feet West and running by azimuths measured clockwise from True South:

1. Thence along the easterly side of Honoapili Highway, F.A.P. No. RF-030-1(5) on a curve to the left, with the point of curvature azimuth from the radial point being: 285° 29' 23", and the point of tangency azimuth from the radial point being: 283° 20', having a radius of 6,075.00 feet, the chord azimuth and distance being: 194° 24' 41.5" 228.63 feet to a point;
2. 193° 20' 703.87 feet along same to a point;
3. 187° 37' 22" 100.50 feet along same to a point;
4. 194° 13' 16" 1,597.25 feet along same to a point;
5. 195° 47' 40" 393.60 feet along same to a point;
6. Thence along same on a curve to the right, with the point of curvature azimuth from the radial point being: 109° 49' 56", and the point of tangency azimuth from the radial point being: 111° 05' 09", having a radius of 4,925.00 feet, the chord azimuth and distance being: 200° 27' 32.5" 107.76 feet to a point;

- |     |                                                                                                                                                                                                                                                                                                        |          |                                                                                                                                                                    |
|-----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 7.  | 289° 40' 48"                                                                                                                                                                                                                                                                                           | 100.00   | feet along Lot P-1 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;  |
| 8.  | 21° 33'                                                                                                                                                                                                                                                                                                | 50.00    | feet along Lot P-22 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point; |
| 9.  | 291° 33'                                                                                                                                                                                                                                                                                               | 55.00    | feet along same to a point;                                                                                                                                        |
| 10. | 201° 33'                                                                                                                                                                                                                                                                                               | 51.80    | feet along same to a point;                                                                                                                                        |
| 11. | 289° 40' 48"                                                                                                                                                                                                                                                                                           | 151.35   | feet along Lot P-1 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;  |
| 12. | Thence along same on a curve to the right, with the point of curvature azimuth from the radial point being: 201° 33', and the point of tangency azimuth from the radial point being: 202° 37', having a radius of 1,970.00 feet, the chord azimuth and distance being: 292° 05' 36.67 feet to a point; |          |                                                                                                                                                                    |
| 13. | 292° 37'                                                                                                                                                                                                                                                                                               | 1,052.33 | feet along same to a point;                                                                                                                                        |
| 14. | 308° 00'                                                                                                                                                                                                                                                                                               | 241.47   | feet along Lot P-24 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point; |
| 15. | 298° 00'                                                                                                                                                                                                                                                                                               | 205.00   | feet along same to a point;                                                                                                                                        |
| 16. | 208° 00'                                                                                                                                                                                                                                                                                               | 15.00    | feet along same to a point;                                                                                                                                        |
| 17. | 298° 00'                                                                                                                                                                                                                                                                                               | 380.00   | feet along Lot 1 of Kapalua West - Maui Airstrip, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;               |
| 18. | 28° 00'                                                                                                                                                                                                                                                                                                | 470.00   | feet along same to a point;                                                                                                                                        |

19.	32° 10'	300.00	feet along Lot P-4 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;
20.	19° 40'	150.40	feet along same to a point;
21.	28° 00'	251.98	feet along Lot 1 of Kapalua - West Maui Airstrip, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;
22.	298° 00'	400.00	feet along same to a point;
23.	25° 08'	500.00	feet along Lot 3 of Mahinahina Mauka Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;
24.	268° 40'	180.00	feet along same to a point;
25.	329° 52'	430.00	feet along same to a point;
26.	340° 14'	620.00	feet along Lot 3 of Mahinahina Mauka Subdivision, being also along the remainders of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop and Royal Patent 415, Land Commission Award 75 to Charles Cockett to a point;
27.	15° 13'	237.41	feet along Lot 3 of Mahinahina Mauka Subdivision, being also along the remainder of Royal Patent 415, Land Commission Award 75 to Charles Cockett to a point;
28.	105° 13'	2,369.72	feet along the Mahinahina 4 and Honokowai boundary to a point;
29.	101° 42'	638.81	feet along same to the point of beginning and containing a Gross Area of 159.388 Acres and excluding therefrom Exclusion No. 1 (6.181 Acres) as described below, for a Net Area of 153.207 Acres.

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Exclusion No. 1:

Being Lot 2-B-2 of M.L. & P. - N.H.L.C. Subdivision, being also a portion of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop at Mahinahina 1, 2 & 3, Lahaina, Maui, Hawaii as described by Newcomer - Lee Land Surveyors, Inc., a Hawaii Corporation as described in Document No. 2001-200459, dated November 12, 2001 and recorded in the State of Hawaii, Bureau of Conveyances as follows:

Beginning at a 3/4-inch pipe at the northeast corner of this parcel of land, the record coordinates (Honoapilihi Highway) of said point of beginning referred to Government Survey Triangulation Station "MANINI" being 10,800.03 feet north and 10,293.01 feet west and running by azimuths measured clockwise from true South:

- |    |              |        |                                                                                                                                                                       |
|----|--------------|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | 0° 00' 00"   | 180.00 | feet along Lot 2-B-1 of said M.L. & P. - N.H.L.C. Subdivision and along the remainder of said Grant 1166 to D. Baldwin, J. F. Pogue and E. Bishop to a 3/4-inch pipe; |
| 2. | 68° 35' 54"  | 417.50 | feet along said same to a 3/4-inch pipe;                                                                                                                              |
| 3. | 104° 13' 16" | 418.65 | feet along same to a steel rebar with plastic cap;                                                                                                                    |
| 4. | 113° 30' 00" | 94.16  | feet along same to a 3/4-inch pipe;                                                                                                                                   |

Thence along same on the arc of a curve to the right, concave northeasterly with a radius of 50.00 feet, the chord azimuth and distance being:

- |     |              |       |                                                                                                                                                                       |
|-----|--------------|-------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 5.  | 152° 10' 00" | 62.48 | feet to a 3/4-inch pipe;                                                                                                                                              |
| 6.  | 190° 50' 00" | 62.06 | feet along said Lot 2-B-1 of the M.L. & P. - N.H.L.C. Subdivision and along the remainder of said Grant 1166 D. Baldwin, J.F. Pogue and E. Bishop to a 3/4-inch pipe; |
| 7.  | 271° 14' 20" | 69.10 | feet along same to a steel rebar with plastic cap;                                                                                                                    |
| 8.  | 193° 20' 00" | 76.70 | feet along same to a steel rebar with plastic cap;                                                                                                                    |
| 9.  | 91° 14' 20"  | 72.49 | feet along same to a 3/4-inch pipe;                                                                                                                                   |
| 10. | 190° 50' 00" | 41.94 | feet along same to a 3/4-inch pipe;                                                                                                                                   |

Thence along same on the arc of a curve to the right, concave southeasterly with a radius of 125.00 feet, the chord azimuth and distance being:

- |     |              |        |                                                                                                                                                                                        |
|-----|--------------|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 11. | 243° 14' 30" | 198.09 | feet along said Lot 2-B-1 of the M.L.& P. - N.H.L.C. Subdivision and along the remainder of said Grant 1166 to D. Baldwin, J.F. Pogue and E. Bishop to a steel rebar with plastic cap; |
| 12. | 295° 39' 00" | 298.78 | feet along same to a 3/4-inch pipe;                                                                                                                                                    |
| 13. | 270° 00' 00" | 430.00 | feet along same to the point of beginning and containing an area of 6.181 acres, more or less.                                                                                         |

Said above described parcel of land having been acquired by Grantor herein, as follows:

1. By Deed of Honolulu Plantation Land Company, Inc., a Hawaii corporation, dated June 21, 1978, recorded in said Bureau in Liber 13012 at Page 652;
2. By Judgment and Decree dated January 29, 1985, filed in the Circuit Court of the Second Circuit, Case No. 4782 (1) on January 29, 1985, recorded in said Bureau in Liber 18434 at Page 1 on February 5, 1985;
3. By Judgment and Decree dated January 31, 1985, filed in the Circuit Court of the Second Circuit, Case No. 3673(1) on January 31, 1985, recorded in said Bureau in Liber 18447 at Page 6, as amended by instruments dated October 21, 1986, recorded in said Bureau in Liber 19979 at Page 731 (re-recorded in said Bureau in Liber 20204 at Page 551), and recorded in said Bureau in Liber 20993 at Page 48; and
4. By Judgment and Decree dated April 24, 1991, filed in the Circuit Court of the Second Circuit, Case No. 87-0499(3) on April 24, 1991, recorded in said Bureau as Document No. 91-055417 on May 1, 1991.

**EXHIBIT "B"**

**PERMITTED EXCEPTIONS**

1. Mineral and water rights of any nature.

2. Lease dated October 9, 1961, recorded in said Bureau in Liber 4162 at Page 301, by and between Maui Pineapple Company, Limited, a Hawaii corporation, as Lessor and Maui Electric Company, Limited, a Hawaii corporation and Hawaiian Telephone Company, now known as Hawaiian Telcom, Inc., a Hawaii corporation, as Lessee, for a term of 35 years from October 9, 1961 and thereafter from year to year until terminated, regarding rights-of-way, each twenty-five feet in width, over, across and under all lands owned and held, by the Lessor situate in the Island and County of Maui, State of Hawaii.

Said Lease was amended by Instrument dated August 30, 1985, recorded in said Bureau in Liber 19063 at Page 490, regarding removing the "Hallimale Subdivision".

3. Notice of Airport and Aircraft Operations dated November 26, 1984, recorded in said Bureau in Liber 18291 at Page 140, made by Maui Land & Pineapple Company, Inc., a Hawaii corporation; regarding development of an airstrip, including but not limited to flight paths used by aircrafts approaching and leaving therefrom.

4. Rights in favor of the State of Hawaii, as set forth by Judgment and Decree dated January 31, 1985, recorded in said Bureau in Liber 18447 at Page 6, as amended by instruments recorded in said Bureau in Liber 19979 at Page 731, in Liber 20204 at Page 551, and in Liber 20993 at Page 48; the foregoing includes, but is not limited to, matters relating to the following:

"15. Title to said property being quieted is subject to reservation of all mineral and metallic mines of every description whatsoever in favor of the State of Hawaii.

16. Title to said property being quieted is subject to rights of native tenants as reserved by the sovereigns and subsequently by Section 7 of the Act of August 6, 1950.

17. No right, title and interest or claims to water having its source upon or flowing over or under the lands involved in this action, or to easements to a continuous or uninterrupted flow of water through streams, ditches and auwals on the lands which are the subject of this action are to be

adjudicated here, but are specifically excepted from this proceeding.

18. The State reserves its right to protect historic, religious or archaeological sites, or prehistoric or historic remains found upon or under this property.

19. The State reserves the right to contest any survey establishing any common boundaries between State land and the lands claimed by Defendant."

5. Terms, provisions, covenants, conditions and reservations contained in Private Water System and Elevation Agreement dated December 23, 1986, recorded in said Bureau in Liber 20250 at Page 172, by and between Maui Land & Pineapple Company, Inc., Hawaiian Airlines, Inc. and County of Maui, and its Department of Water Supply.

6. Terms, provisions, covenants, conditions and reservations contained in Deferral and Subdivision Requirements dated October 17, 1989, recorded in said Bureau in Liber 23924 at Page 329, by and between Maui Land & Pineapple Company, Inc., George Nuihul Kaae, Trustee representing the heirs of Kaae, et al, and the County of Maui and its Department of Water Supply.

7. Terms, provisions, covenants, conditions and reservations contained in Subdivision Agreement (Large Lots) dated August 24, 1990, recorded in said Bureau as Document No. 90-133064, by and between Maui Land & Pineapple Company, Inc., a Hawaii corporation, and Trustees of the Kahana Hul Land Trust, and the County of Maui.

8. Terms, provisions, covenants, conditions and reservations contained in Agreement to Defer Sewage Improvements dated August 30, 1990, recorded in said Bureau as Document No. 90-144662, by and between Maui Land & Pineapple Company, Inc. and the County of Maui, Department of Public Works.

9. Terms, provisions, covenants, conditions and reservations contained in Judgment and Decree dated February 24, 1991, recorded in said Bureau as Document No. 91-055417.

The foregoing includes, but is not limited to, matters relating to reservations of mineral, rights of native tenants, prehistoric and historic remains, water sources, free flowage of waters, water pipeline and electrical transmission lines, etc., in favor of the State of Hawaii.

10. Terms, provisions, covenants, conditions and reservations contained in Declaration of Conditions dated July 10, 2006, recorded in said Bureau as Document No. 2006-129980.

15

Said Declaration amended and restated by Instrument dated September 19, 2006, recorded in said Bureau as Document No. 2006-178683.

11. The following unrecorded Easements shown on subdivision map prepared by Reed M. Ariyoshi, Land Surveyor, with Warren S. Unemori - Engineering, Inc., dated September 16, 2009, last revised April 23, 2010, and approved by the Department of Public Works, County of Maui on May 12, 2010 (Subdivision File No. 4.955):

(1) Easement A (2.062 acres, more or less, affecting Lot 1 besides other Lands) for access purposes; and

(2) Easement B, (6.479 acres, more or less, affecting Lot 1 besides other lands) for access purposes.

12. Grant dated November 12, 2001, recorded in said Bureau as Document No. 2001-207054, in favor of County of Maui, a political subdivision of the State of Hawaii; granting a non-exclusive easement for pedestrian and vehicular access (but not for the purposes of providing utility services) over and across Easement "D" and Easement "A-1" more particularly described therein.

13. Designation of Easement "2" for aviation purposes, as shown on subdivision map, prepared by Kazutaka Salki, Land Surveyor with Sam O. Hirota, Inc., dated March 2003, last revised November 24, 2004, approved by the County of Maui Department of Public Works and Waste Management on December 7, 2004 (L.U.C.A. File No. 4.859).

Above Easement in favor of the State of Hawaii, Final Order of Condemnation, Civil No. 92-0701(2), filed July 7, 1999 in the Circuit Court of the Second Circuit, recorded in said Bureau as Document No. 2000-051518.

14. Restriction of abutters rights of vehicle access into and from Honoapiilani Highway FAP No. RF-030-1(5), except where access is permitted for agricultural crossing only, which rights were acquired by the State of Hawaii by Final Order of Condemnation for Civil No. 3120 dated October 3, 1986, filed in the Circuit Court of the Second Circuit, State of Hawaii, Civil Nos. 3120, 3156 and 3419 (Consolidated) on October 7, 1986, recorded in said Bureau in Liber 20295 at Page 285 on January 21, 1987.

15. By Final Order of Condemnation for Civil No. 3120 dated October 3, 1986, filed in the Circuit Court of the Second Circuit, State of Hawaii, Civil Nos. 3120, 3156 and 3419 (Consolidated) on October 7, 1986, recorded in said Bureau in Liber 20295 at Page 285 on January 21, 1987; Easement "A", containing an area of 9,978 square feet, Easement "B", containing an area of 3,421 square feet, and Easement "C", containing an area of 6,526 square feet, each for drainage purposes, and each being more

particularly described therein, in favor of the State of Hawaii, for the construction, preservation and protection of Honoapillani Highway FAP No. RF-030-1(5).

16. Restriction of Vehicular Access Rights along Honoapillani Highway, as shown on subdivision map, prepared by Reed M. Ariyoshi, Land Surveyor with Warren S. Unemori - Engineering, Inc., dated September 15, 2009, last revised April 23, 2010 (L.U.C.A. File No. 4.955).

17. Terms, provisions, covenants, conditions and reservations contained in Hold-Harmless Agreement dated August 14, 2008, recorded in said Bureau as Document No. 2008-150715, by and between County of Maui, "County" and Maui Land & Pineapple Company, Inc., a Hawaii corporation, "Developer" and "Owner".

18. Terms, provisions, covenants, conditions and reservations contained in Subdivision Agreement (Large Lots) dated October 22, 2008, recorded in said Bureau as Document No. 2008-180982.

19. Terms, provisions, covenants, conditions and reservations contained in Subdivision Agreement dated March 8, 2010, recorded in said Bureau as Document No. 2010-035140, by and between Maui Land & Pineapple Company, Inc., a Hawaii corporation, "Owner" and the County of Maui, "County".

20. Terms, provisions, covenants, conditions and reservations contained in Unilateral Agreement and Declaration for Conditional Zoning dated October 12, 2011, recorded in said Bureau as Document No. 2011-176094, by Maui Land & Pineapple Company, Inc., a Hawaii corporation, (Declarant).

21. Utility Easement dated November 7, 2011, recorded in said Bureau as Document No. A-44900872, in favor of Maui Electric Company, Limited, a Hawaii corporation, for electrical utility purposes, Easement M11-48 more particularly described therein.

22. Grant of Access and Utility Easement dated June 3rd, 2016, recorded in said Bureau as Document No. Doc A-59980842, in favor of Maui Land & Pineapple Company, Inc, for access and utility purposes as more particularly described therein.

23. 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.

**EXHIBIT B**

**TAX MAP KEY NO. (2) 4-3-01:83**

**PROPERTY DESCRIPTION**

**EXHIBIT "A"**

**PROPERTY DESCRIPTION**

All of that certain parcel of land (being portion of the land(s) described in and covered by Royal Patent Grant Number 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop) situate, lying and being on the easterly side of Honoapillani Highway, Federal Aid Project Number RF-030-1(5), at Mahinahina 1, 2 & 3, Kahana, District of Lahaina, Island and County of Maui, State of Hawaii, being LOT 2 of "MAHINAHINA MAUKA SUBDIVISION", as shown on subdivision map prepared by Reed M. Ariyoshi, Land Surveyor, with Warren S. Unemori-Engineering, Inc., dated September 15, 2009, last revised April 23, 2010, and approved by the Department of Public Works, County of Maui on May 12, 2010 (Subdivision File Number 4,955) and thus bounded and described as per survey dated September 19, 2011, to-wit:

Beginning at a point at the southwesterly corner of this lot, the coordinates of said point of beginning referred to Government Survey Triangulation Station "MANINI" being 12,692.88 feet north and 10,722.23 feet west and running by azimuth measured clockwise from true South:

1. Thence along the easterly side of Honoapillani Highway, F.A.P. No. RF-030-1(5) on a curve to the right, with the point of curvature azimuth from the radial point being: 112° 07' 58", and the point of tangency azimuth from the radial point being: 121° 09', having a radius of 4,925.00 feet, the chord azimuth and distance being: 206° 38' 29" 774.30 feet to a point;
2. 208° 36' 112.43 feet along same to a point;
3. 211° 09' 300.00 feet along same to a point;
4. 208° 53' 126.46 feet along same to a point;
5. Thence along same on a curve to the left, with the point of curvature azimuth from the radial point being: 301° 09', and the point of tangency azimuth from the radial point being: 297° 52' 31", having a radius of 5,065.00 feet, the chord azimuth and distance being: 209° 30' 45.5" 289.45 feet to a point;
6. Thence along same on a curve to the left, with the point of curvature azimuth from the radial point being:



297° 52' 31", and the point of tangency azimuth from the radial point being: 297° 25' 22", having a radius of 5,065.00 feet, the chord azimuth and distance being: 207° 38' 56.6" 40.00 feet to a point;

- |     |              |          |                                                                                                                                                      |
|-----|--------------|----------|------------------------------------------------------------------------------------------------------------------------------------------------------|
| 7.  | 293° 16'     | 1,464.20 | feet along Lots 15, 14, 13, 10 and 9 of Kahana Hui Subdivision (File Plan 1708) to a point;                                                          |
| 8.  | 208° 13' 40" | 904.79   | feet along Lots 9, 8, and 7 of Kahana Hui Subdivision (File Plan 1708) to a point;                                                                   |
| 9.  | 122° 44' 30" | 484.71   | feet along Lots 7 and 6 of Kahana Hui Subdivision (File Plan 1708) to a point;                                                                       |
| 10. | 200° 00' 20" | 2,077.79 | feet along Lots 42 to 36, inclusive, 200 and 35 to 12, inclusive, of Kahana Ridge Subdivision (File Plan 2209) to a point;                           |
| 11. | 294° 36'     | 420.00   | feet along Lot 3 of Mahinahina Mauka Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point; |

Thence along Lot 3 of Mahinahina Mauka Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop, and along the centerline of gulch for the next four (4) courses, the direct azimuth and distance between points along said centerline being:

- |     |          |        |                                                                                                                                                      |
|-----|----------|--------|------------------------------------------------------------------------------------------------------------------------------------------------------|
| 12. | 331° 22' | 545.00 | feet;                                                                                                                                                |
| 13. | 341° 56' | 810.00 | feet;                                                                                                                                                |
| 14. | 318° 50' | 330.00 | feet;                                                                                                                                                |
| 15. | 296° 04' | 198.00 | feet;                                                                                                                                                |
| 16. | 31° 20'  | 758.43 | feet along Lot 3 of Mahinahina Mauka Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point; |
| 17. | 118° 00' | 400.00 | feet along Lot 1 of Kapalua - West Maui Airstrip, being also along the remainder of                                                                  |

			Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;
18.	28° 00'	300.00	feet along same to a point;
19.	47° 20'	105.72	feet along Lot P-7 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;
20.	28° 00'	1,700.06	feet along Lots P-7, P-13 and P-6 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;
21.	86° 20'	152.74	feet along Lot P-6 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;
22.	118° 00'	420.00	feet along Lot 1 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;
23.	28° 00'	112.44	feet along Lot 1 of Kapalua - West Maui Airstrip, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;
24.	52° 50'	71.43	feet along Lot P-23 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;
25.	28° 00'	515.00	feet along same to a point;
26.	96° 30'	182.73	feet along same to a point;
27.	112° 37'	1,095.94	feet along Lot P-1 of Kapalua - West Maui Airport Subdivision, being also along the remainder of Grant 1166 to D. Baldwin, J.F. Pogue and S.E. Bishop to a point;

11

28. Thence along same on a curve to the left, with the point of curvature azimuth from the radial point being: 202° 37', and the point of tangency azimuth from the radial point being: 201° 33', having a radius of 2,030.00 feet, the chord azimuth and distance being: 112° 05' 37.79 feet to a point;
29. 115° 17' 12" 306.78 feet along same to the point of beginning and containing an area of 151.048 acres, more or less.

Said above described parcel of land having been acquired by Grantor herein, as follows:

1. By Deed of Honolulu Plantation Land Company, Inc., a Hawaii corporation, dated June 21, 1978, recorded in said Bureau in Liber 13012 at Page 652;
2. By Judgment and Decree dated January 29, 1985, filed in the Circuit Court of the Second Circuit, Case No. 4782 (1) on January 29, 1985, recorded in said Bureau in Liber 18434 at Page 1 on February 5, 1985;
3. By Judgment and Decree dated January 31, 1985, filed in the Circuit Court of the Second Circuit, Case No. 3673(1) on January 31, 1985, recorded in said Bureau in Liber 18447 at Page 6, as amended by instruments dated October 21, 1986, recorded in said Bureau in Liber 19979 at Page 731 (re-recorded in said Bureau in Liber 20204 at Page 551), and recorded in said Bureau in Liber 20993 at Page 48; and
4. By Judgment and Decree dated April 24, 1991, filed in the Circuit Court of the Second Circuit, Case No. 87-0499(3) on April 24, 1991, recorded in said Bureau as Document No. 91-055417 on May 1, 1991.

12

**EXHIBIT "B"**

**PERMITTED EXCEPTIONS**

1. Mineral and water rights of any nature.

2. Lease dated October 9, 1961, recorded in said Bureau in Liber 4162 at Page 301, by and between Maui Pineapple Company, Limited, a Hawaii corporation, as Lessor and Maui Electric Company, Limited, a Hawaii corporation and Hawaiian Telephone Company, now known as Hawaiian Telcom, Inc., a Hawaii corporation, as Lessee, for a term of 35 years from October 9, 1961 and thereafter from year to year until terminated, regarding rights-of-way, each twenty-five feet in width, over, across and under all lands owned and held, by the Lessor situate in the Island and County of Maui, State of Hawaii.

Said Lease was amended by Instrument dated August 30, 1985, recorded in said Bureau in Liber 19063 at Page 490, regarding removing the "Hallimale Subdivision".

3. Notice of Airport and Aircraft Operations dated November 26, 1984, recorded in said Bureau in Liber 18291 at Page 140, made by Maui Land & Pineapple Company, Inc., a Hawaii corporation; regarding development of an airstrip, including but not limited to flight paths used by aircrafts approaching and leaving therefrom.

4. Rights in favor of the State of Hawaii, as set forth by Judgment and Decree dated January 31, 1985, recorded in said Bureau in Liber 18447 at Page 6, as amended by Instruments recorded in said Bureau in Liber 19979 at Page 731, in Liber 20204 at Page 551, and in Liber 20993 at Page 48; the foregoing includes, but is not limited to, matters relating to the following:

"15. Title to said property being quieted is subject to reservation of all mineral and metallic mines of every description whatsoever in favor of the State of Hawaii.

16. Title to said property being quieted is subject to rights of native tenants as reserved by the sovereigns and subsequently by Section 7 of the Act of August 6, 1950.

17. No right, title and interest or claims to water having its source upon or flowing over or under the lands involved in this action, or to easements to a continuous or uninterrupted flow of water through streams, ditches and auwals on the lands which are the subject of this action are to be

adjudicated here, but are specifically excepted from this proceeding.

18. The State reserves its right to protect historic, religious or archaeological sites, or prehistoric or historic remains found upon or under this property.

19. The State reserves the right to contest any survey establishing any common boundaries between State land and the lands claimed by Defendant."

5. Terms, provisions, covenants, conditions and reservations contained in Private Water System and Elevation Agreement dated December 23, 1986, recorded in said Bureau in Liber 20250 at Page 172, by and between Maui Land & Pineapple Company, Inc., Hawaiian Airlines, Inc. and County of Maui, and its Department of Water Supply.

6. Terms, provisions, covenants, conditions and reservations contained in Deferral and Subdivision Requirements dated October 17, 1989, recorded in said Bureau in Liber 23924 at Page 329, by and between Maui Land & Pineapple Company, Inc., George Nuiul Kaae, Trustee representing the heirs of Kaae, et al, and the County of Maui and its Department of Water Supply.

7. Terms, provisions, covenants, conditions and reservations contained in Subdivision Agreement (Large Lots) dated August 24, 1990, recorded in said Bureau as Document No. 90-133064, by and between Maui Land & Pineapple Company, Inc., a Hawaii corporation, and Trustees of the Kahana Hui Land Trust, and the County of Maui.

8. Terms, provisions, covenants, conditions and reservations contained in Agreement to Defer Sewage Improvements dated August 30, 1990, recorded in said Bureau as Document No. 90-144662, by and between Maui Land & Pineapple Company, Inc. and the County of Maui, Department of Public Works.

9. Terms, provisions, covenants, conditions and reservations contained in Judgment and Decree dated February 24, 1991, recorded in said Bureau as Document No. 91-055417.

The foregoing includes, but is not limited to , matters relating to reservations of mineral, rights of native tenants, prehistoric and historic remains, water sources, free flowage of waters, water pipeline and electrical transmission lines, etc., in favor of the State of Hawaii.

10. Terms, provisions, covenants, conditions and reservations contained in Declaration of Conditions dated July 10, 2006, recorded in said Bureau as Document No. 2006-129980.

Said Declaration amended and restated by Instrument dated September 19, 2006, recorded in said Bureau as Document No. 2006-178683.

11. Designation of Easement "3", for aviation purposes, as shown on subdivision map, prepared by Kazutaka Salki, Land Surveyor, with Sam O. Hirota, Inc., dated March 2003, revised November 24, 2004, approved by the Department of Public Works and Waste Management, County of Maui, on December 7, 2004 (L.U.C.A. File No. 4.859).

Above Easement in favor of the State of Hawaii, Final Order Of Condemnation, Civil No. 92-0701(2), filed July 7, 1999 in the Circuit Court of the Second Circuit, recorded in said Bureau as Document No. 2000-051518.

12. Grant dated June 23, 1980, recorded in said Bureau in Liber 15034 at Page 499, in favor of the County of Maui; granting an easement to accommodate period flooding over Easement "6", being more particularly described therein.

13. Restriction of abutters rights of vehicle access into and from Honoapillani Highway FAP No. RF-030-1(5), except where access is permitted for agricultural crossing only, which rights were acquired by the State of Hawaii by Final Order of Condemnation for Civil No. 3120 dated October 3, 1986, filed in the Circuit Court of the Second Circuit, State of Hawaii, Civil Nos. 3120, 3156 and 3419 (Consolidated) on October 7, 1986, recorded in said Bureau in Liber 20295 at Page 285 on January 21, 1987.

14. By Final Order of Condemnation for Civil No. 3120 dated October 3, 1986, filed in the Circuit Court of the Second Circuit, State of Hawaii, Civil Nos. 3120, 3156 and 3419 (Consolidated) on October 7, 1986, recorded in said Bureau in Liber 20295 at Page 285 on January 21, 1987; Easement "A", containing an area of 9,978 square feet, Easement "B", containing an area of 3,421 square feet, and Easement "C", containing an area of 6,526 square feet, each for drainage purposes, and each being more particularly described therein, in favor of the State of Hawaii, for the construction, preservation and protection of Honoapillani Highway FAP No. RF-030-1(5).

15. Restriction of Vehicular Access Rights along Honoapillani Highway, as shown on subdivision map, prepared by Reed M. Ariyoshi, Land Surveyor with Warren S. Unemori - Engineering, Inc., dated September 15, 2009, last revised April 23, 2010 (L.U.C.A. File No. 4.955).

16. Terms, provisions, covenants, conditions and reservations contained in Hold-Harmless Agreement dated August 14, 2008, recorded in said Bureau as Document No. 2008-150715, by and between County of Maui, "County" and Maui Land & Pineapple Company, Inc., a Hawaii corporation, "Developer" and "Owner".

15

17. Terms, provisions, covenants, conditions and reservations contained in Subdivision Agreement (Large Lots) dated October 22, 2008, recorded in said Bureau as Document No. 2008-180982.

18. Terms, provisions, covenants, conditions and reservations contained in Subdivision Agreement dated March 8, 2010, recorded in said Bureau as Document No. 2010-035140, by and between Maui Land & Pineapple Company, Inc., a Hawaii corporation, "Owner" and the County of Maui, "County".

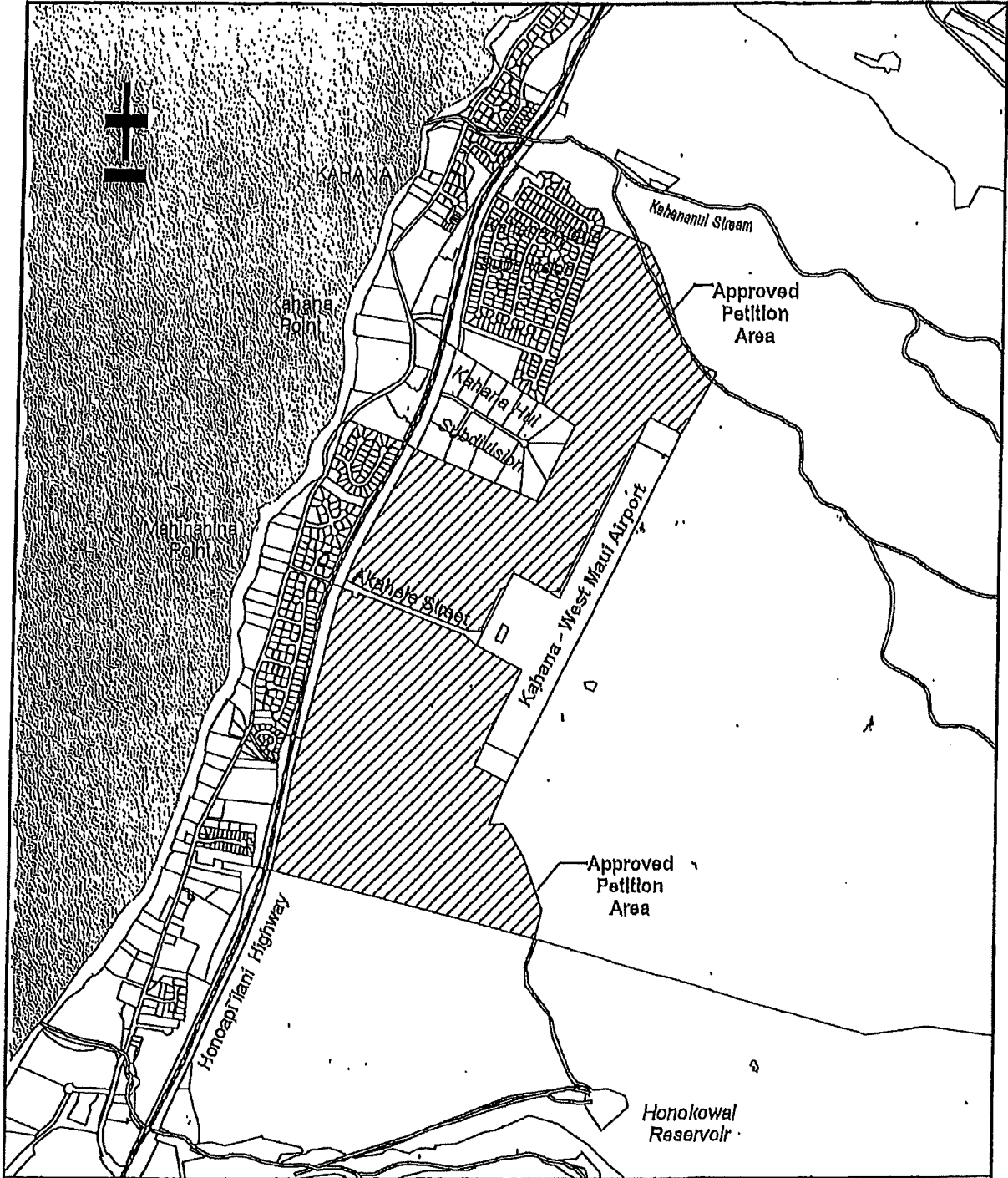
19. Terms, provisions, covenants, conditions and reservations contained in Unilateral Agreement and Declaration for Conditional Zoning dated October 12, 2011, recorded in said Bureau as Document No. 2011-176094, by Maui Land & Pineapple Company, Inc., a Hawaii corporation, (Declarant).

20. Grant of Access and Utility Easement dated June 8<sup>th</sup>, 2016, recorded in said Bureau as Document No. Doc A-59950042, in favor of Maui Land & Pineapple Company, Inc, for access and utility purposes as more particularly described therein.

21. 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.

**EXHIBIT C**  
**PROPERTY LOCATION MAP FOR PETITION AREA**





A04-751 MAUI LAND & PINEAPPLE COMPANY, INC.,

a Hawai'i corporation

LOCATION MAP

TAX MAP KEY: 4-3-01: 79, 82, and 83

Māhinahina and Kahana, Lahaina, Maui, Hawai'i

Scale 1: 18,000

Exhibit "A"

