EXHIBIT "D"



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July 29, 2005

*A Law Corporation

Land Use Commission State Office Tower 235 S. Beretania Street, Room 406 Honolulu, Hawaii 96813 Attn: Randall F. Sakumoto, Esq., Chair

Re:

Makena Resort Corp.

Dear Commission Member:

Our firm represents Makena Resort Corp., which filed a Petition for Land Use District Boundry Amendment on July 1, 1997, and subsequent amendments thereto. On behalf of Makena Resort Corp., pursuant to Condition No. 18 of the Findings of Fact, Conclusion of Law and Decision and Order, Filed on February 19, 1998 (the "Decision and Order"), we hereby notify the Land Use Commission of the sale of that certain parcel of real property situate at Honuaula, District of Makawao, Island and County of Maui (hereinafter the "Sold Parcel"), more fully described Exhibit "A" of the Limited Warranty Deed dated April 27, 2005, attached hereto.

The Sold Parcel which is a portion of the Petition Areas or Property described in the Decision and Order was transferred to Keaka LLC, a Delaware limited liability company, whose mailing address is 2005 Main Street, Wailuku, Hawaii 96793.

Should you require any additional information, please do not hesitate to contact the undersigned.

Very truly yours.

CHRISTOPHER F. KOBAYASHI

for

KOBAYASHI, SUGITA & GODA

cc: Roy Figueiroa