



CITY OF CARSON

PLANNING COMMISSION STAFF REPORT

PUBLIC HEARING: April 13, 2010

SUBJECT: Design Overlay Review No. 1349-10

APPLICANT: Jack Reimer, Pacific Consultants
On behalf of Stellaris, LLC
2399 Carlene Circle
Corona, CA 92822

REQUEST: To approve a phased development of a 16,000-square-foot warehouse building and a one-story 5,000-square-foot office building on a vacant 4.7-acre lot in the ML-D (Manufacturing, Light – Design Overlay) zone and within Redevelopment Project Area No. 1.

PROPERTY INVOLVED: 336 W. Walnut Street

COMMISSION ACTION

_____ Concurred with staff
_____ Did not concur with staff
_____ Other

COMMISSIONERS' VOTE

AYE	NO		AYE	NO	
		Chairman Faletogo			Graber
		Vice-Chair Saenz			Park
		Brimmer			Schaefer
		Diaz			Verrett
		Gordon			

Item No. 11C

I. Introduction

The applicant, Stellaris, LLC is requesting approval of a proposed phased development of a 16,000-square-foot, single-story warehouse building and a one-story 5,000 square-foot office building located at 336 W. Walnut Street (Exhibit No. 2). The property owner is Stellaris, LLC, currently located at 26000 Commercentre Drive, Lake Forest, CA 92639.

II. Background

The 4.7-acre property is currently vacant. Previous uses on the property include an asphalt plant which ceased operation and was removed in 1995, and a construction materials storage yard. The property owner proposes a contractor's equipment and construction-related materials storage yard, with a new warehouse/office building (phase I – start date summer, 2010), and a smaller office building (phase II – start date winter 2010). Staff had preliminary meetings with the applicant in late 2009 to convey permitted uses and the development process. On January 28, 2010, the applicant submitted Design Overlay Review No. 1349-10.

III. Analysis

The subject property is located within Redevelopment Project Area No. 1. Pursuant to Redevelopment Agency Resolution No. 98-044, development within Redevelopment Project Area No. 1 is subject to site plan and design review per Section 9172.23 of the Carson Municipal Code (CMC).

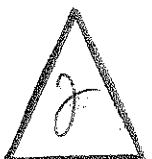
Design Overlay Review No. 1349-10

Pursuant to Section 9172.23(D) of the CMC, the Planning Commission may recommend approval of Design Overlay Review No. 1349-10 to the Redevelopment Agency if the following findings can be made in the affirmative:

a. Compatibility with the General Plan, any specific plans for the area, and surrounding uses.

The subject property and adjacent properties are designated as Light Industrial within the Land Use Element of the General Plan. The subject property fronts Walnut Street to the north and the 91 Freeway to the south. Properties to the east and west are light industrial in nature, consisting of warehouse and manufacturing uses with one-story buildings. To the north, across Walnut Street are properties zoned MH (Manufacturing, Heavy) which are comprised of similar industrial uses. There are no specific plans for the area.

The project site is located in the northwest area of the city of Carson. The applicant proposes to use the subject property for warehousing, equipment storage, and offices, which are all uses that are permitted within the ML (Manufacturing, Light) zone. As such, the proposed uses will be compatible with the surrounding uses and will not significantly impacting the adjacent properties in terms of noise, dust, odor, aesthetics or other environmental considerations.



b. Compatibility of architecture and design with existing and anticipated development in the vicinity, including the aspects of site planning, land coverage, landscaping, appearance and scale of structures and open spaces and other features relative to a harmonious and attractive development of the area.

The applicant is proposing a phased development plan consisting of the immediate construction of the one-story, 16,000-square-foot warehouse building located in the southern portion of the subject property, followed within one year by the construction of a 5,000-square-foot, single-story office structure to be located in the northeastern corner of the subject property. The majority of the 4.7 acre lot will be used for equipment storage and will typically include earth movers, dump trucks, piping, and similar equipment. Areas for truck maneuvering and parking areas are provided.

The proposed landscaping is mostly located along the perimeter of the subject site, with additional areas of landscaping located on concrete islands in between the south side of the warehouse and the equipment storage area located below the approximately 20-foot-high wall shoring up the freeway overpass. The concept being that these landscaped islands will screen the truck doors on the south side of the warehouse from the view of freeway travelers (see *Issues of Concern* for additional detail). The landscaping is sufficient to meet the interior landscaping requirement of five percent of the total parking area, excluding required setback areas.

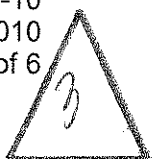
The main entrance for the site will be from the two gates located along Walnut Street to the north of the property. The buildings are both one-story and will be painted a beige-color, plastered, with a sand float finish. Score lines, accent colors around the windows and entrances, and decorative painted metal canopies complement the building façades. Parapets are to be extended along the top of the warehouse building to a maximum height of 38 feet. A 300-square-foot outdoor employee area is proposed on the northeastern corner of the property, adjacent to the 5,000-square-foot office structure.

Entrance gates are sliding, wrought-iron, and electronically controlled, two of which are located along Walnut Street, and one at the southeastern corner along Broadway. A six-foot high, concrete-masonry unit, block wall, plastered and painted to match the new buildings, is proposed along the northern and eastern property lines. The western and southern property lines are adjacent to a large warehouse and a freeway overpass wall, respectively. Appropriate, code-compliant trash and recycling areas will be provided.

The proposed project will be compatible with existing and anticipated development in the vicinity, in terms of aesthetics, use and other features relative to harmonious development.

c. Convenience and safety of circulation for pedestrians and vehicles.

The subject site is currently vacant. The proposed project will be entirely new, including paving, striping, and vehicular access areas. As such, it is required to



be compliant with the newest applicable building and zoning codes related to convenience and safety for pedestrians and vehicles, as well as drainage concepts required by the city's Standard Urban Stormwater Mitigation Program (SUSMP) ordinance. The applicant proposes 38 vehicular parking spaces, which is sufficient to comply with applicable zoning code requirements for the proposed uses. The applicant is anticipating two to three truck trips per day into and out of the site, with the main flow of traffic moving through the gates located along Walnut Street on the north side of the subject property. There is adequate truck maneuvering, parking, and loading areas proposed for the project, which have been vetted by the city's Traffic Engineer. Employee and visitor parking spaces will be located along the eastern property line, providing safe pedestrian access from the parking area to both structures. The site plan depicts safe pedestrian and vehicular circulation onsite, ample and convenient disabled parking, loading/access areas, driveway and parking space widths.

d. Attractiveness, effectiveness and restraint in signing, graphics and color.

The applicant is proposing a six-foot by four-foot, wall-mounted sign with anodized letters reading, "Stellaris" with the address below. The building color will be a neutral earth tone with beige and aluminum accents. The building and sign are effective in terms of providing an aesthetic upgrade to the area.

e. Conformance to any applicable design standards and guidelines that have been adopted pursuant to Section 9172.15.

The project is compliant with applicable design standards and guidelines that have been adopted pursuant to Section 9172.15.

Issues of Concern

Issue - Site Visibility and Warehouse Truck Door Screening from the 91 Freeway:
The southern boundary of the property is adjacent to the 91 Freeway overpass, which is approximately 20 feet above the subject property. Staff was concerned that the five southern-facing, grade-level warehouse doors would create a blighting effect since they would be visible from the overpass. Staff recommends reducing the visual impacts of industrial uses, particularly if visible from a freeway or major streets. The Carson Municipal Code requires the screening of industrial uses if visible from the public right-of-way. As such, staff suggested to the applicant removing the south-facing doors, moving the building to a different location on the site, or reconfiguring the building layout. Ultimately, the applicant agreed to screen the warehouse doors with landscape islands consisting of 24-inch box tree specimens at 25-foot intervals. The landscaping would be approximately 90 feet south of the warehouse doors. The trees, Australian Willows (*Geijera parviflora*), are evergreen, long-lasting, drought-tolerant specimens which have large canopies, grow at 2-3 feet per season, and reach a maximum height of approximately 35 feet. These trees will ultimately provide adequate screening for the truck doors.



Mitigation: A condition of approval has been included in Exhibit B of the attached Resolution which requires the planting, and long-term maintenance of these trees, pursuant to the landscape plan provided by the applicant.

Issue - Merger of contiguous lots and lot area dedication: The subject property is composed of nine separate parcels, five of which do not meet minimum lot size standards for the industrial zones. In order to ensure that new structures are not built over existing lot lines and to create lot size compliance with applicable zoning codes, staff recommends that the lots be merged. According to assessor records, the southernmost parcel adjacent to the freeway extends into the area beneath the freeway overpass. Staff recommends that this land be dedicated to the appropriate agency in control of that area.

Mitigation: A condition of approval has been included in Exhibit B of the attached Resolution which requires that the applicant submit a lot merger application to be considered, reviewed and approved by the City Engineer prior to the issuance of final occupancy for the new warehouse building (Phase I). An additional condition of approval has been included which requires the applicant to work with the engineering department to resolve the dedication issue so that the southern lot line will not overlap with the freeway overpass.

Issue – Existing outdoor advertising sign (billboard): A two-sided, 70-foot-high, static display (poster board) billboard currently exists in the southeast corner of the property. Planning Commission approved Design Overlay Review No. 279-84 and Variance No. 192-84 in 1985, permitting the billboard in its present location. The applicant/property owner intends to continue to operate the billboard.

Mitigation: None.

IV. Environmental Review

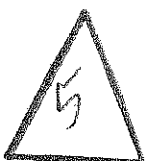
Upon staff review of the project, the proposed phased development of a 16,000 square-foot warehouse building and a one-story 5,000 square-foot office building, will not have a significant effect on the environment. Thus the project is found to be Categorically Exempt, pursuant to California Environmental Quality Act Guidelines, Article 19, Section 15332, In-Fill Development Projects. A Notice of Exemption may be prepared and recorded if this project is approved.

V. Recommendation

That the Planning Commission:

- WAIVE further reading and ADOPT Resolution No._____, entitled "A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF CARSON RECOMMENDING APPROVAL OF DESIGN OVERLAY REVIEW NO. 1349-10 TO THE CARSON REDEVELOPMENT AGENCY, FOR THE PHASED DEVELOPMENT OF A 16,000-SQUARE-FOOT, SINGLE-STORY WAREHOUSE BUILDING AND A ONE-STORY 5,000 SQUARE-FOOT OFFICE BUILDING LOCATED AT 336 W. WALNUT STREET."

Planning Commission Staff Report
Design Overlay Review No. 1649-10
April 13, 2010
Page 5 of 6



VI. Exhibits

1. Draft Resolution
2. Zoning Map
3. Development Plans (under separate cover)


Prepared by:


Steven C. Newberg, AICP, Associate Planner

Reviewed by:


John F. Signo, AICP, Senior Planner

Approved by:


Sheri Repp, Planning Officer



CITY OF CARSON
PLANNING COMMISSION
RESOLUTION NO. 10-

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF CARSON RECOMMENDING APPROVAL OF DESIGN OVERLAY REVIEW NO. 1349-10 TO THE CARSON REDEVELOPMENT AGENCY, FOR THE PHASED DEVELOPMENT OF A 16,000-SQUARE-FOOT, SINGLE-STORY WAREHOUSE BUILDING AND A ONE-STORY 5,000 SQUARE-FOOT OFFICE BUILDING LOCATED AT 336 W. WALNUT STREET

THE PLANNING COMMISSION OF THE CITY OF CARSON HEREBY FINDS, RESOLVES AND ORDERS AS FOLLOWS:

Section 1. An application was duly filed by the applicant, Jack Reimer of Pacific Consultants, on behalf of the property owner Stellaris, LLC, with respect to real property located at 336 West Walnut Street and described in Exhibit "A" attached hereto, requesting approval of a Site Plan and Design Review (DOR) for a phased development of a 16,000-square-foot, single-story warehouse building and a one-story 5,000 square-foot office building, on a 4.7 acre lot. The subject property has a General Plan land use designation of LI (Light Industrial), located in the ML (Manufacturing, Light) zone, and within Redevelopment Project Area No. 1.

A public hearing was duly held on April 13, 2010, at 6:30 P.M. at City Hall, Council Chambers, 701 East Carson Street, Carson, California. A notice of time, place and purpose of the aforesaid meeting was duly given.

Section 2. Evidence, both written and oral, was duly presented to and considered by the Planning Commission at the aforesaid meeting.

Section 3. Pursuant to Section 9172.23(D), "Site Plan and Design Review – Approving Authority Findings and Decision", the Planning Commission finds that:

- a) The proposed project is identified in the General Plan as a permitted use for this land use category. This project adheres to the goals and objectives of the Land Use Element of the General Plan by improving the appearance of Carson through development of an otherwise vacant lot adjacent to the 91 Freeway. There is no specific plan for this area;
- b) The proposed project meets the goals and objectives of Redevelopment Project Area No. 1 by development and diversifying its economic base, increasing employment opportunities, and eliminating and preventing the spread of blight within the Project Area;
- c) The project consists of a phased development plan which includes the immediate construction of a one-story, 16,000-square-foot warehouse and office building located in the south-central portion of the subject property, followed within one year of the construction of a 5,000-square-foot, single-story office building to be located at the northeastern corner of the subject property. The majority of the 4.7 acre lot will be used for equipment storage (that which is



- typically found in a contractor's yard – earth movers, dump trucks, piping, and similar equipment), truck maneuvering, and parking areas. The landscaping is sufficient to meet the interior landscaping requirement of five percent of the total parking area;
- d) The buildings will be painted a beige-color, plastered, and have a sand float finish. Score lines, accent colors around the windows and entrances, and decorative painted metal canopies complement the building façades. Parapets are to be extended along the top of the warehouse building to a maximum height of 38 feet. Entrance gates are sliding, wrought-iron, and electronically controlled, two of which are located along Walnut Street, and one at the southeastern portion of the property along Broadway. A six-foot high, concrete-masonry unit, block wall, plastered and painted to match the new buildings, is proposed along the northern and eastern property lines. The western and southern property lines are adjacent to a large warehouse and a freeway overpass wall, respectively. The proposed project will be compatible with existing and anticipated development in the vicinity, in terms of aesthetics, use and other features relative to harmonious and attractive development;
 - e) The subject site is currently vacant. The proposed project will be entirely new, including paving, striping, and vehicular access areas. As such, it will be compliant with the newest applicable building and zoning codes related to convenience and safety for pedestrians and vehicles, as well as drainage concepts required by the city's Standard Urban Stormwater Mitigation Program (SUSMP) ordinance. The applicant proposes 38 vehicular parking spaces, which is sufficient to comply with applicable zoning code requirements for the proposed uses;
 - f) The main flow of traffic will move through the gates located along Walnut Street on the north side of the subject property. There is adequate truck maneuvering, parking, and loading areas proposed for the project, which have been vetted by the city's Traffic Engineer. Employee and visitor parking spaces will be located along the east property line, providing safe pedestrian access from the parking area to both structures. The site plan depicts safe pedestrian and vehicular circulation onsite, ample and convenient disabled parking, loading/access areas, driveway and parking space widths;
 - g) The applicant is proposing a six-foot by four-foot wall-mounted sign with anodized letters reading, "Stellaris" with the address below. The building color will be a neutral earth tone with beige and aluminum accents. The building and sign are effective in terms of providing an aesthetic upgrade to the area;
 - e) The project conforms to any applicable design standards and guidelines that have been pursuant to Section 9138.14, and adopted pursuant to Section 9172.15 of the Carson Municipal Code.

Section 4. The Planning Commission further finds that the phased development of a 16,000-square-foot warehouse building and a one-story 5,000-square-foot office building will not have a significant effect on the environment. As such, the proposed project has been deemed "Categorically Exempt", pursuant to California Environmental Quality Act Guidelines, Article 19, Section 15332, In-Fill Development Projects.



Section 6. Based on the aforementioned findings, the Commission hereby recommends approval of Design Overlay Review No. 1349-10 to the City of Carson Redevelopment Agency, with respect to the real property described in Section 1 hereof, subject to the conditions set forth in Exhibit "B" attached hereto.

Section 7. The Secretary shall certify to the adoption of the Resolution and shall transmit copies of the same to the applicant.

Section 8. This action shall become final and effective fifteen days after the adoption of this Resolution unless within such time an appeal is filed with the City Clerk in accordance with the provisions of the Carson Zoning Ordinance.

PASSED, APPROVED AND ADOPTED THIS 13TH DAY OF APRIL, 2010.

CHAIRMAN

ATTEST:

SECRETARY



EXHIBIT "A"

LEGAL DESCRIPTION

Real property in the City of Carson, County of Los Angeles, State of California, described as follows:

PARCEL 1: (APN'S: 6126-008-028; 6126-008-029; 6126-008-040 AND PORTION OF APN: 6126-008-039)

THE EASTERLY 3 ACRES (CALCULATED TO THE CENTER LINE OF WALNUT STREET) OF LOT 14 OF THE SOUTH GARDENA TRACT IN THE COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS SHOWN ON THE MAP RECORDED IN BOOK 43, PAGE 39, OF MISCELLANEOUS RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPT THAT PORTION OF SAID LAND LYING SOUTHERLY OF THE NORTHERLY LINE OF THE LAND CONVEYED TO THE STATE OF CALIFORNIA BY DEED RECORDED ON JUNE 8, 1956, AS INSTRUMENT NO. 1991, IN BOOK 51405, PAGE 286, OF OFFICIAL RECORDS, IN SAID OFFICE OF THE COUNTY RECORDER.

ALSO EXCEPT THAT PORTION OF THE EAST 70 FEET (MEASURED ALONG THE SOUTHERLY LINE) OF SAID LOT 14 LYING NORTH OF THE NORTH LINE OF THE SOUTH 790 FEET OF SAID LOT 14.

ALSO EXCEPT THEREFROM THAT PORTION OF SAID LAND AS DESCRIBED IN PARCEL 1 GRANTED TO THE STATE OF CALIFORNIA, AS DESCRIBED IN THE GRANT DEED RECORDED OCTOBER 13, 1981, AS INSTRUMENT NO. 81-1005601, OF OFFICIAL RECORDS.

ALSO EXCEPT THEREFROM ALL OIL, GAS, AND OTHER HYDROCARBON SUBSTANCES IN, UNDER, OR THAT MAY BE PRODUCED AND SAVED FROM THOSE PORTIONS OF THE HEREINABOVE DESCRIBED LANDS LOCATED 500 FEET, OR MORE, BELOW THE SURFACE THEREOF, TOGETHER WITH ALL RIGHTS OF EVERY KIND AND DESCRIPTION WHATSOEVER TO DRILL FOR OR ON THROUGH, DEVELOP, TAKE, REMOVE, AND SEVER THE SAME, OR ANY PART THEREOF, FROM SAID LANDS, PROVIDED THAT GRANTOR SHALL NOT HAVE THE RIGHT TO USE THE SURFACE OF SAID LANDS, OR ANY PORTION THEREOF LESS THAN 500 FEET BELOW THE SURFACE, IN CONNECTION WITH THE DEVELOPMENT OR REMOVAL OF SAID OIL, GAS, AND OTHER HYDROCARBON SUBSTANCES, FOR A TERM OF FIVE (5) YEARS FROM THE DATE THEREOF, OR FOR SO LONG AS PAYING QUANTITIES OF OIL MAY BE RECOVERED UNDER A LEASE THAT MAY APPEAR OF RECORD. AFTER SUCH TIME AS SET FORTH HEREIN, THE RIGHTS AS RESERVED ABOVE WILL INURE TO THE BENEFIT OF THE THEN RECORD OWNER OF THE SURFACE OF THE SUBJECT PROPERTY, AS RESERVED BY WALLACE W. LORD, IN THE GRANT DEED RECORDED MAY 11, 1962, AS INSTRUMENT NO. 576, OF OFFICIAL RECORDS.

PARCEL 2: (APN: 6126-008-016)

THE EAST 70 FEET (MEASURED ALONG THE SOUTHERLY LINE) OF LOT 14, OF THE SOUTH GARDENA TRACT IN THE COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS SHOWN ON THE MAP RECORDED IN BOOK 43, PAGE 39, OF MISCELLANEOUS RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPT THE SOUTH 790 FEET THEREOF.

ALSO EXCEPTING THEREFROM ALL OIL, GAS AND OTHER HYDROCARBON SUBSTANCES IN, UNDER, OR THAT MAY BE PRODUCED AND SAVED FROM THOSE PORTIONS OF THE HEREINABOVE DESCRIBED LANDS LOCATED 500 FEET, OR MORE, BELOW THE SURFACE



THEREOF, TOGETHER WITH ALL RIGHTS OF EVERY KIND AND DESCRIPTION WHATSOEVER TO DRILL FOR OR THROUGH, DEVELOP, TAKE, REMOVE, AND SEVER THE SAME, OR ANY PART THEREOF, FROM SAID LANDS, PROVIDED THAT GRANTOR SHALL NOT HAVE THE RIGHT TO USE THE SURFACE OF SAID LANDS, OR ANY PORTION THEREOF LESS THAN 500 FEET BELOW THE SURFACE, IN CONNECTION WITH THE DEVELOPMENT OR REMOVAL OF SAID OIL, GAS, AND OTHER HYDROCARBON SUBSTANCES, FOR A TERM OF FIVE (5) YEARS FROM THE DATE THEREOF, OR FOR SO LONG AS PAYING QUANTITIES OF OIL MAY BE RECOVERED UNDER A LEASE THAT MAY APPEAR OF RECORD. AFTER SUCH TIME AS SET FORTH HEREIN, THE RIGHTS AS RESERVED ABOVE WILL INURE TO THE BENEFIT OF THE THEN RECORD OWNER OF THE SURFACE OF THE SUBJECT PROPERTY, AS RESERVED BY MARIE M. LORD, A MARRIED WOMAN, MARIE W. DRYNAN, A MARRIED WOMAN, AND JUNE B. STEWART, WHO ACQUIRED TITLE AS BYRLE JUNE STEWART, A MARRIED WOMAN, IN THE DEED RECORDED MAY 11, 1962, AS INSTRUMENT NO. 577, OF OFFICIAL RECORDS.

PARCEL 3: (APN: 6126-008-030 AND PORTION OF APN: 6126-008-039)

THAT PORTION OF THE WESTERLY 3 ACRES OF THE EASTERLY 6 ACRES (CALCULATED TO THE CENTER LINE OF WALNUT STREET) OF LOT 14, OF SOUTH GARDENA TRACT, IN THE COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 43 PAGE 39 OF MISCELLANEOUS RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, LYING EASTERLY OF A LINE, DESCRIBED AS FOLLOWS:

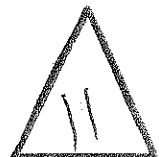
BEGINNING AT THE INTERSECTION OF THE SOUTHEASTERLY LINE OF WALNUT STREET, 50 FEET WIDE WITH THE WESTERLY LINE OF SAID EASTERLY 6 ACRES; THENCE ALONG SAID WESTERLY LINE, SOUTH $0^{\circ} 57' 47''$ EAST 501.73 FEET TO A LINE PARALLEL WITH AND DISTANT NORTHERLY 140.00 FEET, MEASURED AT RIGHT ANGLES, FROM THE CENTER LINE OF ARTESIA BOULEVARD; THENCE EASTERLY ALONG SAID PARALLEL LINE 152.85 FEET TO THE TRUE POINT OF BEGINNING; THENCE PARALLEL WITH SAID WESTERLY LINE, NORTH $0^{\circ} 57' 47''$ WEST TO THE CENTER LINE OF SAID WALNUT STREET.

SAID LINE ABOVE DESCRIBED HAVING A BEARING OF NORTH $0^{\circ} 57' 47''$ WEST SHALL BE PROLONGED SOUTHERLY TO THE SOUTHERLY LINE OF SAID LOT.

EXCEPT THAT PORTION INCLUDED WITHIN THE LINES OF WALNUT STREET, ADJOINING SAID LAND ON THE NORTHWEST.

ALSO EXCEPT THAT PORTION OF SAID LAND LYING SOUTHERLY OF THE NORTHERLY LINE OF THE LAND CONVEYED TO THE STATE OF CALIFORNIA BY DEED RECORDED ON JUNE 6, 1956, AS INSTRUMENT NO. 1821, IN BOOK 51375 PAGE 72, OFFICIAL RECORDS, IN SAID OFFICE OF THE COUNTY RECORDER.

EXCEPT ALL OIL, GAS AND OTHER HYDROCARBON SUBSTANCES IN, UNDER, OR THAT MAY BE PRODUCED AND SAVED FROM THOSE PORTIONS OF THE HEREINABOVE DESCRIBED LANDS LOCATED 500 FEET OR MORE, BELOW THE SURFACE THEREOF, TOGETHER WITH ALL RIGHTS OF EVERY KIND AND DESCRIPTION WHATSOEVER TO DRILL FOR OR THROUGH, DEVELOP, TAKE, REMOVE, AND SEVER THE SAME, OR ANY PART THEREOF, FROM SAID LANDS, PROVIDED THAT GRANTOR SHALL NOT HAVE THE RIGHT TO USE THE SURFACE OF SAID LANDS, OR ANY PORTION THEREOF LESS THAN 500 FEET BELOW THE SURFACE, ON CONNECTION WITH THE DEVELOPMENT OR REMOVAL OF SAID OIL, GAS, AND OTHER HYDROCARBON SUBSTANCES, FOR A TERM OF 5 YEARS FROM THE DATE HEREOF, OR FOR SO LONG AS PAYING QUANTITIES OF OIL MAY BE RECOVERED UNDER A LEASE THAT MAY APPEAR OF RECORD. AFTER SUCH TIME AS SET FORTH HEREIN THE RIGHTS AS RESERVED ABOVE WILL INURE TO THE BENEFIT OF THE THEN RECORD OWNER OF THE SURFACE OF THE SUBJECT PROPERTY, AS RESERVED BY MARIE M. LORD, A MARRIED WOMAN, MARIE W. DRYNAN, A MARRIED WOMAN, AND JUNE B. STEWART, WHO ACQUIRED TITLE AS BYRLE JUNE STEWART, A MARRIED WOMAN, IN THE DEED RECORDED MAY 11, 1962 AS INSTRUMENT NO.



577 OF OFFICIAL RECORDS.

PARCEL 4: (APN: 6126-008-019)

THE WEST 77 FEET OF THE WESTERLY 3 ACRES OF THE EASTERLY 6 ACRES, CALCULATED TO THE CENTER LINE OF WALNUT STREET, OF LOT 14, OF SOUTH GARDENA TRACT, IN THE RANCHO SAN PEDRO, IN THE CITY OF CARSON, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 43, PAGE(S) 39 OF MISCELLANEOUS RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPTING THEREFROM THE SOUTH 415.35 FEET THEREOF.

ALSO EXCEPTING THEREFROM THAT PORTION INCLUDED WITHIN THE LINES OF WALNUT STREET ADJOINING SAID LAND ON THE NORTHWEST.

PARCEL 5: (APN'S: 6126-008-031 AND 6126-008-032)

THE WESTERLY 3 ACRES OF THE EASTERLY 6 ACRES, CALCULATED TO THE CENTER LINE OF WALNUT STREET, OF LOT 14, OF SOUTH GARDENA TRACT, IN THE RANCHO SAN PEDRO, IN THE CITY OF CARSON, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 43, PAGE(S) 39, OF MISCELLANEOUS RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPTING THEREFROM ALL PORTIONS OF THE WEST 77 FEET OF THE ABOVE DESCRIBED WESTERLY 3 ACRES OF THE EASTERLY 6 ACRES OF LOT 14 LYING NORTH OF THE SOUTH 415.35 FEET OF SAID WEST 77 FEET, AS PER MAP RECORDED IN BOOK 43 PAGE(S) 39, OF MISCELLANEOUS RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

ALSO EXCEPTING THEREFROM ALL PORTIONS OF THE ABOVE DESCRIBED WESTERLY 3 ACRES OF THE EASTERLY 6 ACRES OF LOT 14 LYING EASTERLY OF A LINE DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE SOUTHEASTERLY LINE OF WALNUT STREET, 50 FEET WIDE WITH THE WESTERLY LINE OF SAID EASTERLY 6 ACRES; THENCE ALONG SAID WESTERLY LINE, SOUTH $0^{\circ} 57' 47''$ EAST 501.73 FEET TO A LINE PARALLEL WITH AND DISTANT NORTHERLY 140.00 FEET, MEASURED AT RIGHT ANGLES, FROM THE CENTER LINE OF ARTESIA BOULEVARD; THENCE EASTERLY ALONG SAID PARALLEL LINE 152.85 FEET TO THE TRUE POINT OF BEGINNING; THENCE PARALLEL WITH SAID WESTERLY LINE, NORTH $0^{\circ} 57' 47''$ WEST TO THE CENTER LINE OF SAID WALNUT STREET.

SAID LINE ABOVE DESCRIBED HAVING A BEARING OF NORTH $0^{\circ} 57' 47''$ WEST SHALL BE PROLONGED SOUTHERLY TO THE SOUTHERLY LINE OF SAID LOT.

ALSO EXCEPTING THEREFROM THAT PORTION INCLUDED WITHIN THE LINES OF WALNUT STREET ADJOINING SAID LAND ON THE NORTHWEST.

ALSO EXCEPTING THEREFROM THAT PORTION OF SAID LAND LYING SOUTHERLY OF THE NORTHERLY LINE OF THE LAND CONVEYED TO THE STATE OF CALIFORNIA BY DEED RECORDED JUNE 6, 1956 AS INSTRUMENT NO. 1821, IN BOOK 51375 PAGE 72, OF OFFICIAL RECORDS, IN SAID OFFICE OF THE COUNTY RECORDER.



CITY OF CARSON
DEVELOPMENT SERVICES
PLANNING DIVISION
EXHIBIT "B"
CONDITIONS OF APPROVAL
DESIGN OVERLAY REVIEW NO. 1349-10

GENERAL CONDITIONS

1. If Design Overlay Review No. 1349-10 is not used within one year of its effective date, said permit shall be declared null and void unless an extension of time is previously approved by the Planning Commission.
2. The approved Resolution, including the Conditions of Approval contained herein, and signed Affidavit of Acceptance, shall be copied in their entirety and placed directly onto a separate plan sheet behind the cover sheet of the development plans prior to Building and Safety plan check submittal. Said copies shall be included in all development plan submittals, including any revisions and the final working drawings.
3. The applicant shall make any necessary site plan and design revisions to the site plan and elevations approved by the Planning Commission and on file with the City Planning Division, in order to comply with all the conditions of approval and applicable Zoning Ordinance provisions. Substantial revisions will require review and approval by the Planning Commission.
4. The applicant shall submit two complete sets of plans that conform to all the Conditions of Approval to be reviewed and approved by the Planning Division prior to the issuance of a building permit.
5. The applicant and property owner shall sign an Affidavit of Acceptance form and submit the document to the Planning Division within 30 days of receipt of the Planning Commission Resolution.
6. It is further made a condition of this approval that if any condition is violated or if any law, statute or ordinance is violated, this permit may be revoked by the Planning Commission or City Council, as may be applicable; provided the applicant has been given written notice to cease such violation and has failed to do so for a period of thirty days.
7. Decision of the Planning Commission shall become effective and final 15 days after the date of its action unless an appeal is filed in accordance with Section 9173.4 of the Zoning Ordinance.
8. A modification of the conditions of this permit, including additions or deletions, may be considered upon filing of an application by the owner of the subject



property or his/her authorized representative in accordance with Section 9173.1 of the Zoning Ordinance.

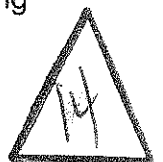
9. Applicant shall defend, indemnify and hold harmless the City of Carson, its agents, officers, or employees from any claims, damages, action, or proceeding against the City or its agents, officers, or employees to attack, set aside, void or annul, and approval of the City, its advisory agencies, appeal boards, or legislative body concerning Design Overlay Review No. 1349-10. The City will promptly notify the Applicant of any such claim, action, or proceeding against the City and the Applicant will either undertake defense of the matter and pay the City's associated legal costs or will advance funds to pay for defense of the matter by the City Attorney. The City will cooperate fully in the defense. Notwithstanding the foregoing, the City retains the right to settle or abandon the matter without the Applicant's consent but should it do so, the City shall waive the indemnification herein, except, the City's decision to settle or abandon a matter following an adverse judgment or failure to appeal, shall not cause a waiver of the indemnification rights herein.

PARKING

10. All parking areas and driveways shall remain clear. No encroachment into parking areas and/or driveways shall be permitted.
11. Parking spaces shall be identified (marked) as provided in Section 9162.56 of the Zoning Ordinance.
12. Parking spaces shall be provided with perimeter guards as provided in Section 9162.55 of the Zoning Ordinance.
13. All areas used for the movement parking, loading, repair or storage of vehicles shall be paved with either
 - a. Concrete or asphaltic concrete to a minimum thickness of three and one-half inches over four inches of crushed aggregate base; or
 - b. Other surfacing material which, in the opinion of the Director of Engineering Services, provides equivalent life, service and appearance.
14. Compact spaces shall be properly designated pursuant to Section 9162.43 of the Zoning Ordinance.
15. Parking for handicapped shall comply with the requirements of Section 9162.42 of the Zoning Ordinance.

LANDSCAPING/IRRIGATION

16. The applicant shall submit two sets of landscaping and irrigation plans drawn, stamped, and signed by a licensed landscape architect and in substantial conformance with preliminary landscape plans dated March 1, 2010, as received by the Planning Department. Such plans are to be approved by the Planning Division prior to the issuance of any building permit.



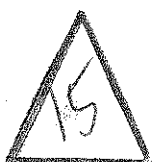
17. The applicant shall comply with the provisions of Section 9168 of the Zoning Ordinance, "Water Efficient Landscaping."
18. The applicant shall install 6" x 6" concrete curbs around all landscaped planter areas, except for areas determined by a SUSMP/NPDES permit, or other applicable condition of approval that requires certain landscaped areas to remain clear of concrete curbs for more efficient stormwater runoff flow and percolation. Revised landscaping and irrigation plans shall be reviewed and approved by the Planning Division should subsequent modifications be required by other concerned agencies regarding the removal of concrete curbs.
19. Landscaping shall be provided with a permanently installed, automatic irrigation system and operated by an electrically-timed controller station set for early morning or late evening irrigation.

UTILITIES

20. All utilities and aboveground equipment shall be constructed and located pursuant to Section 9146.8 of the Zoning Ordinance, unless otherwise provided for in these conditions.
21. All roof mounted equipment shall be screened from public view or incorporated into the design of the structure or building.
22. All utility meters will be painted the same color as the structures to reduce visibility (the Gas Company will not allow meters to be placed in boxes).
23. The applicant shall consult with Golden State Water Company, which requests that coordination of water services be conducted prior to beginning construction. A cost estimate may need to be prepared to evaluate system modifications to provide adequate supplies to the project. To set up new service or for a cost estimate the developer shall contact Mr. Eric Pivaroff at 909-937-0111, ext. 334. Or, at Golden State Water Company, 2143 Convention Center Way, Suite 110, Ontario, CA 91764.

AESTHETICS

24. Texture treatment (such as rough stucco, sandblasting, etc.) shall be incorporated into building facades, subject to Planning Division approval.
25. Down spouts shall be interior to the structure or architecturally integrated into the structure to the satisfaction of the Planning Division.
26. The specification of all colors and materials must be submitted and approved by the Planning Division prior to the issuance of any building permits.
27. Graffiti shall be removed from all project areas within 3 days of written notification by the City of Carson. Should the graffiti problem persist more than twice in any calendar year, the matter may be brought before the Planning Commission for review and further consideration of site modifications (i.e., fencing, landscaping, chemical treatment, etc.).



28. There shall be no substantial deviation of architectural design or details from the approved set of plans. Any alteration shall be first approved by the Director of the Planning Division.

SIGNS

29. Business signs and sign structures shall be permitted in conformance with development plans which have been approved pursuant to the Site Plan and Design Review procedures (including the number of signs and sign structures to be permitted) as provided in Section 9172.23.

FENCES/WALLS

30. All fences, walls and hedges shall be located and constructed in compliance with the standards as provided for in Section 9146.3 (industrial zones) of the Zoning Ordinance.

LIGHTING

31. All exterior lighting shall be provided in compliance with the standards as provided for in Section 9147.1 (industrial zones) of the Zoning Ordinance.
32. Such lights are to be directed on-site in such a manner as to not create a nuisance or hazard to adjacent street and properties, subject to the approval of the Planning Division.

TRUCK LOADING AND MANEUVERING

33. All truck loading facilities, maneuvering areas and parking spaces shall be designed to the standards outlined in Section 9162.62 of the Zoning Ordinance.

TRASH

34. The trash enclosure and recycling area shall be located on a four inch concrete pad screened by a six foot high decorative concrete block wall that is compatible with the architectural design of the main building. A painted metal, self-closing door shall be used for enclosing the entrance to the trash and recycling areas. The trash and recycling area enclosure design is to be approved by the Planning Division prior to issuance of any building permit(s).
35. Recycling areas shall be provided in accordance with Sections 9164.4 and 9164.5 of the Zoning Ordinance. The number and size of recycling facilities are subject to the approval of the Planning Division

AIR QUALITY

36. Temporary traffic controls (i.e., flag person) shall be provided during all construction phases to maintain traffic flow.



37. Exposed piles (i.e., gravel, sand, and dirt) shall be enclosed, covered, or watered twice daily, or an approved soil binder shall be used.
38. Active grading sites shall be watered at least twice daily.
39. Excavation and grading operations shall be suspended when wind speeds (as instantaneous gusts) exceed 25 miles per hour over a 30-minute period.
40. All trucks hauling dirt, sand, soil, or other loose materials are to be covered or should maintain at least two feet of freeboard (i.e., minimum vertical distance between top of the load and the top of the trailer), in accordance with Section 23114 of the California Vehicle Code.
41. Streets shall be swept at the end of the day if visible soil material is carried over to adjacent roads.
42. Wheel washers shall be installed where vehicles enter and exit unpaved roads onto paved roads.
43. Trucks and any equipment leaving the site shall be washed if dirt, sand, soil, or other loose material is visible.
44. Water shall be applied three times daily, or chemical soil stabilizers shall be used according to manufacturers' specifications, to all unpaved parking or staging areas or unpaved road surfaces.
45. Traffic speed limits of 15 miles per hour or less shall be posted and enforced on all unpaved roads.

FIRE DEPARTMENT - COUNTY OF LOS ANGELES

46. Provide water mains, fire hydrants, and fire flows (per Water flow form 196) as required by County Forester and Fire Warden for all land shown on the map to be recorded.
47. Provide Fire Department and City approved street signs and building address numbers prior to occupancy.
48. Access shall comply with Section 10.207 of the Fire Code which requires all weather access. All weather access may require paving.
49. All required fire hydrants shall be installed, tested and accepted prior to construction. Vehicular access must be provided and maintained serviceable throughout construction.
50. A minimum, unobstructed width of 28 feet clear to sky, vehicular access to within 150 feet of the exterior walls is required.
51. Provide information on revised site plan that shows all existing fire hydrants within 300' feet of all property lines and callout hydrant size and dimension to property lines. This site plan must be reviewed and approved prior to building permit issuance. One architectural set and one extra site plan may be submitted to Area 1 Hawthorne Fire Prevention for life /safety review. 4475 W. El Segundo Blvd FS161, Hawthorne , CA. 90250.



52. All required fire hydrants shall be installed, tested and accepted prior to construction. Vehicular access must be provided and maintained serviceable throughout construction.

BUILDING AND SAFETY

53. Prior to issuance of a Building Permit, Proof of Worker's Compensation and Liability Insurance must be on file with the Los Angeles County Building and Safety Department.
54. The proposed project shall meet all requirements of the American Disabilities Act (ADA).

THE GAS COMPANY

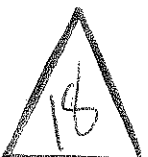
55. Underground Service Alert (USA) must be notified 48 hours prior to commencing work @ (800) 442-4133 or (800) 227-2600. Please keep us informed of construction schedules, pre-construction meetings, etc., so that we can schedule our work accordingly.

PUBLIC SAFETY - CITY OF CARSON

56. Ensure compliance with non-structural seismic mitigation measures, e.g. overhead glass treatments should use safety glass or film; vending machines, ice machines (if used) and other types of machines and equipment should be bolted or braced. Pictures and decorative items within common areas shall be secured for earthquake safety.
57. Ensure compliance with current seismic mitigation codes.
58. Where practical, surface treatments, accessibility or landscaping strategies should work to deter graffiti. Stucco or cinder block walls, with access to the public, should be set back or landscaped in such a way as to deter graffiti.
59. Automobile fluid leakage shall be disposed of properly. Leakage shall be prevented flowing to storm drains and shall be properly treated so that no potential harm to the environment or to persons exists.

ENGINEERING SERVICES DEPARTMENT - CITY OF CARSON

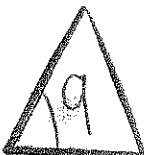
60. The Developer shall submit a copy of **approved** Grading plans on bond paper to the City of Carson – Engineering Division, prior to issuance of grading permits.
61. The Developer shall submit a copy of **approved** plans on mylars (such as, Sewer, Street and/or Storm Drain Improvements, whichever applies), to the City of Carson – Engineering Division, prior to issuance of construction permits.
62. On-site flatwork (e.g. base, paving, curb and gutters) are subject to inspection by Public Works Inspectors. Permit shall be obtained from City of Carson Engineering Services.



63. Any existing off-site improvements damaged during the construction shall be removed and reconstructed per City of Carson Standard plan and to the satisfaction of the City Engineer.
64. A construction permit is required for any work to be done in the public right-of-way.

Prior to issuance of Building Permit, the proposed development is subject to the following:

65. Drainage/Grading plan shall be submitted for approval of the Building and Safety Division. The Developer shall submit a **copy of approved** Drainage/Grading plans on bond paper to the City of Carson – Engineering Division.
66. CC&R's (covenants, conditions, and restrictions) to address drainage responsibilities are required.
67. The Developer shall comply with the applicable SUSMP requirements and shall include Best Management Practices necessary to control storm water pollution from construction activities and facility operations prior to issuance of Building Permit.
68. Soils report, sewer area study, drainage concept, hydrology study and stormwater quality plan shall be reviewed and approved. Building Permit issuance will not be granted until the required soils, sewer, drainage concept, hydrology study and stormwater information have been received and found satisfactory, and the applicant must:
 - a. Comply with mitigation measures recommended in the approved soils, sewer area study, drainage concept, hydrology study and stormwater quality plan.
69. The Developer shall submit a sewer area study to the Los Angeles County Department of Public Works (LACDPW) to determine if capacity is adequate in the sewerage system to be used as the outlet for the sewer of this development. If the system is found to have insufficient capacity, the problem must be addressed and resolved to the satisfaction of the L.A. County Sewer Department.
70. Quitclaim or relocate any easements interfering with building locations to the satisfaction of the City, appropriate agency or entity.
71. The Developer shall submit improvement plans to the Development Services Group – Engineering Division showing all the required improvements in the public right of way for review and approval of the City Engineer. A copy of approved conditions of approval shall be attached to the plans when submitted. The improvement plans shall include the following:
 - a. Street Improvements along Walnut Street and/or Broadway
 - b. Sewer Main Improvements (if any) along Walnut Street and/or Broadway as determined by the aforementioned sewer area study.



- c. Storm Drain Improvements (if any) along Walnut Street and/or Broadway as determined by the aforementioned requirement.
- 72. Construction bond for all work to be done within the public right of way shall be submitted and approved by Engineering Services prior to issuance of Building Permit.
- 73. Proof of Worker's Compensation and Liability Insurance.

Prior to issuance of Certificate of Occupancy, the proposed development is subject to the following:

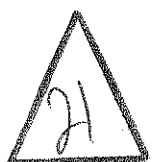
- 74. If needed, easements shall be granted to the City, appropriate agency, or entity for the purpose of ingress, egress, construction, and maintenance of all infrastructures constructed and handicap access for this development to the satisfaction of the City Engineer and or appropriate agency or entity.
- 75. Repair any broken or raised sidewalk, curb and gutter along Walnut Street and along Broadway Avenue within or abutting this proposed development per City of Carson Standard and to the satisfaction of the City Engineer.
- 76. The Developer shall fill in any missing sidewalk, remove and replace any broken/damaged driveway approach along Walnut Street and along Broadway Avenue in the public right of way abutting the proposed development per City of Carson Standard and to the satisfaction of the City Engineer.
- 77. Plant approved parkway trees on locations where trees are missing per City of Carson Standard Nos. 117, 132, 133 and 134.
- 78. Install irrigation system for the purpose of maintaining the existing parkway trees and parkway trees to be planted along the frontage of the development along Walnut Street and along Broadway Avenue within or abutting this proposed development.
- 79. The Developer shall modify existing driveways in the public right of way along Walnut Street and along Broadway Avenue within or abutting this proposed development per City of Carson Standard to comply with the ADA requirements and to the satisfaction of the City Engineer.
- 80. Install streetlights on concrete poles with underground wiring along Walnut Street to the satisfaction of the L.A. County Street Lighting Division, Department of Public Works.
- 81. All existing overhead electrical lines less than 16 kilovolts along Walnut Street abutting the proposed development shall be undergrounded to the satisfaction of the City Engineer.
- 82. All new utility lines, servicing the proposed development abutting the proposed development shall be underground to the satisfaction of the City Engineer.

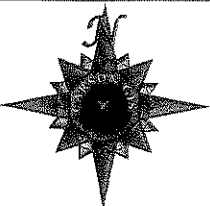
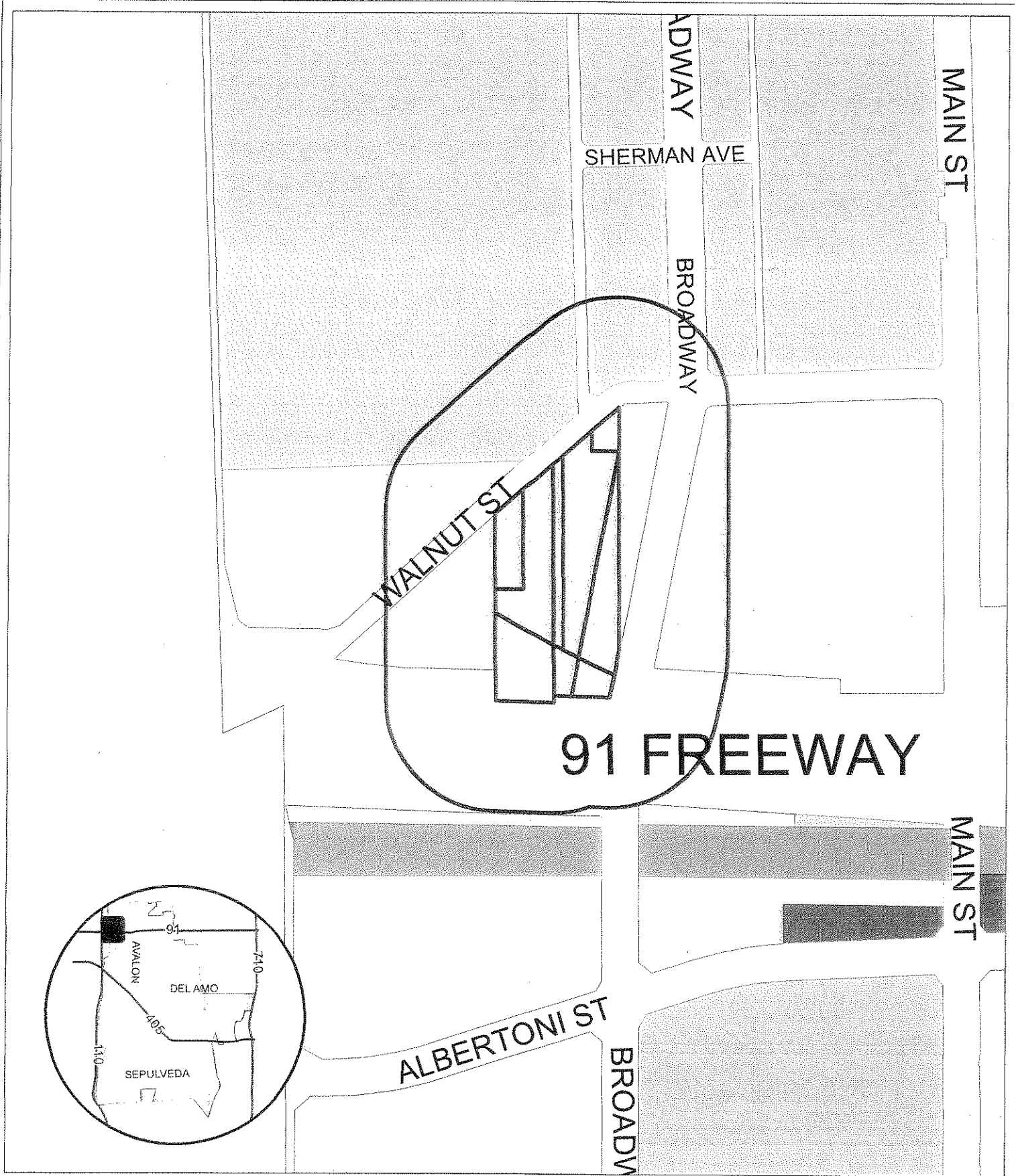


83. Paint Curbs Red along Walnut Street within or abutting this proposed development. Plans showing the proposed red curbs shall be submitted to the Traffic Engineer for review and approval.
84. The Developer shall install separate sewer laterals to individually serve each building in the development. Installation and dedication of main line sewers may be necessary to meet this requirement.
85. The Developer shall execute and provide to the City Engineer, a written statement from the water purveyor indicating that the water system will be operated by the purveyor and that under normal conditions, the system will meet the requirements for the development and that water service will be provided to each building.
 - a. Comply with mitigation measures recommended by the water purveyor.
86. The Developer shall construct and guarantee the construction of all required drainage infrastructures in accordance with the requirements and recommendations of the hydrology study, subject to the approval of the City Engineer.
87. Streets abutting the development, with new utility trench cuts to serve the development, shall be slurry sealed from curb-to-curb when medians are existing or as approved by the City Engineer. Slurry Seal materials shall be rubberized emulsion aggregate slurry (REAS)
88. The Developer shall comply with all requirements from L.A. County Sewer Maintenance Division for maintenance of new and/or existing sewer main, relating to this development, prior to release of all improvement bonds.
89. All infrastructures necessary to serve the proposed development (water, sewer, storm drain, and street improvements) shall be in operation prior to the issuance of Certificate of Occupancy.
90. The applicant shall submit a lot merger application to be considered, reviewed and approved by the City Engineer prior to the issuance of final occupancy for the new warehouse building (Phase I).
91. The applicant shall work with the engineering department to resolve, to the satisfaction of the City Engineer, the dedication issue so that the southern lot line will not overlap with the freeway overpass.

BUSINESS LICENSE DEPARTMENT - CITY OF CARSON

92. Per section 6310 of the Carson Municipal Code, all parties involved in the construction of the project, including but not limited to contractors and subcontractors, will need to obtain a valid City Business License.





City of Carson
300 Foot Radius Map
336 Walnut St
EXHIBIT NO. - 2

