



SOUTHERN CALIFORNIA
EDISON[®]

An EDISON INTERNATIONAL[®] Company

MR-56LLC
445 So. D St.
Perris, CA 92570

Attention: Jack Wyatt

Subject: Conceptual park site
Devers-Valley No. 1&2 500 kV T/L R/W
Junipero Rd. So. of Watson Rd. No. of Hwy 74
SCE file No. CON05136393

SCE has reviewed the conceptual park site plan along with your letter requesting to obtain a consent and License from SCE. As we have previously discussed SCE can not approve this request without site development plans and SCE does have standard and requirement with regards to grading, trees, trails, park benches, etc. However, base on the conceptual plans there does not appear to be any adverse impact to the operation and maintenance of the existing SCE facilities located at the site and it appears that SCE will be able to authorize consent. SCE will need the following:

- 4 sets each of street improvement plans; 4 sets each grading plans (those pages affecting SCE transmission line); 3 sets of landscape/irrigation plans. All plans must have SCE poles, pole numbers (vertical, aluminum strip at eye-level on pole), as well as SCE easement(s) plotted on each plan.

Please mail all of the above information to Southern California Edison Company, 14799 Chestnut Street, Westminster, CA 92683, Attention: Pascual Garcia.

In the event you have any questions, I can be reached at 714-895-0408.

Thank you,

A handwritten signature in blue ink, appearing to read "Pascual Garcia", written over a horizontal line.

Pascual Garcia
SCE R/W Agent



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MR-56LLC
445 So. D St.
Perris, CA 92570

April 18, 2006

Attention: Jack Wyatt

Subject: Offer Letter to License Edison Land
Devers-Valley No. 1&2 500 kV T/L R/W
Junipero Rd. So. of Watson Rd. No. of Hwy 74
ACCOUNT NO: 4336
Property No. PRD/VV808F71

This letter is Edison's formal offer to license you the subject property for park purposes. However, it is my understanding that this license will be set up with Valley Wide and not MR-56LLC. Your primary purpose of the request to license the SCE property is to determine an estimate for Valley Wide. The land consists of approximately 5.23 acres located on Junipero Rd., in the City of Perris Ca.

Subject to approval, a license agreement is being offered with the following terms.

Consideration: Initial consideration - \$200/acre for the 1st year

Use: <u>Park</u>	1st year	<u>\$1046.00</u>
Term: <u>5 years</u>	2 nd Year	<u>\$1046.00</u>
Req. Liability Insurance: <u>\$2,000,000.00</u>	3rd year	<u>\$1046.00</u>
Req. Worker's Compensation: <u>\$1,000,000.00</u>	4th year	<u>\$1046.00</u>
Automobile Insurance: <u>\$1,000,000.00</u>	5th year	<u>\$1046.00</u>

Please provide five sets of plot plans required for approval by the Operating Department. Enclosed, is a checklist and sample plot plan to assist you in preparing your plan. It is imperative all applicable information be plotted.

If this is acceptable, please indicate your concurrence by signing below and returning this letter by May 18, 2006. A pre-addressed envelope has been provided for your convenience. If you have any questions, feel free to call me at 714-895-0408.

Sincerely,

Pascual Garcia
RIGHT OF WAY AGENT

DH

Enclosures

The above offer is acceptable.

By [Signature]
Signature

JOHN D NOTE
Name Printed

Date 5/1/06

Corporate Real Estate
14799 Chestnut Street
Westminster, CA 92683