

13118-C

FOR THE BENEFIT OF PLACER COUNTY
PURSUANT TO GOVERNMENT CODE §6103

RECORDING REQUESTED BY BOARD CLERK
and
WHEN RECORDED MAIL TO:

County of Placer
Attn: Planning Director
3091 County Center Drive
Auburn, CA 95603



PLACER, County Recorder
RYAN RONCO
DOC- 2021-0060009-00

MONDAY, MAY 3, 2021 11:45 AM
MIC \$0.00 | AUT \$0.00 | SBS \$0.00
ERD \$0.00 | SB2 \$0.00 | * \$0.00
ADD \$0.00

Ttl Pd \$0.00 Rcpt # 03032359
CLKBZQJ9T2/SM/1-13

Exempt from Recording Fees - Govt Code 27383

(SPACE ABOVE THIS LINE RESERVED FOR RECORDER'S USE)

**AMENDMENT NO. 1 TO
SECOND AMENDED AND RESTATED DEVELOPMENT AGREEMENT
BY AND BETWEEN THE COUNTY OF PLACER AND
LENNAR WINNCREST, LLC, AND BASELINE A&B HOLDING, LLC
RELATIVE TO PROPERTY 19
OF THE PLACER VINEYARDS SPECIFIC PLAN**

**AMENDMENT NO. 1 TO
SECOND AMENDED AND RESTATED DEVELOPMENT AGREEMENT
RELATIVE TO PROPERTY 19 OF
THE PLACER VINEYARDS SPECIFIC PLAN**

This Amendment No. 1 (“**Amendment**”) to the Second Amended and Restated Development Agreement is entered into this 17th day of November, 2020, by and between the COUNTY OF PLACER, a political subdivision (“**County**”) and the entity(ies) and/or person(s) executing this Amendment as Developer on the signature page attached hereto (“**Developer**”) pursuant to the authority of Sections 65864 through 65869.5 of the Government Code of California.

RECITALS

A. Second Amended and Restated Development Agreement. The County and Developer, or Developer’s predecessor-in-interest (as reflected on the signature page attached hereto), previously entered into that certain Second Amended and Restated Development Agreement Relative to the Placer Vineyards Specific Plan, which was recorded in the Official Records of the County Recorder of Placer County on the date and with the Document Number assigned thereto described on the Developer signature page attached hereto (the “**Second Amended and Restated Development Agreement**” or “**SARDA**”). For purposes hereof, all references to “SARDA” shall include the SARDA as amended by any amendments thereto described on the Developer signature page attached hereto. All capitalized terms used and not otherwise defined herein shall mean and refer to those terms as defined in the SARDA.

B. Purpose of Amendment. In consideration of the extensive time, planning and design work undertaken by the parties to prepare for development of the Specific Plan since approval of the SARDA, and the significant investments to be made to realize the full development thereof, Developer desires to extend the Term of the SARDA to promote the continuing investments in and development of the Specific Plan.

C. Property. The subject of this Amendment is the development of the Property described in the SARDA. Developer owns or has the right to acquire the Property and represents that all persons holding legal or equitable interests in the Property shall be bound by the SARDA as amended by this Amendment.

D. Hearings. On October 22, 2020, the County Planning Commission, designated as the planning agency for purposes of development agreement review pursuant to Government Code Section 65867, in a duly noticed and conducted public hearing, considered this Amendment and recommended that the County Board of Supervisors approve this Amendment to the SARDA.

E. No New Impacts Associated with Approval of Amendment. The Board of Supervisors has determined that the adoption of this Amendment involves no new

impacts not considered in the Specific Plan EIR and its Addendums; therefore, no further environmental documents relating to the adoption of this Amendment are required.

F. Consistency with General Plan and Specific Plan. Having duly examined and considered this Amendment, County finds and declares that this Amendment is consistent with the General Plan and the Specific Plan.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and agreed, and as allowed by and consistent with the amendment provisions of Section 1.4 of the SARDA, the parties do hereby agree to amend the SARDA as follows:

1. Amendment of SARDA to Extend Term. The Initial 20 Year Term, as defined in Section 1.3.1 of the SARDA, is hereby extended from October 29, 2032, to December 31, 2050.

2. All Other Terms in Force. Except as modified by this Amendment, all other terms and provisions of the SARDA shall remain in full force and effect.

3. Amendment Effective Date. The effective date of this Amendment shall be the effective date of the ordinance approving this Amendment and the full execution by the parties hereto (the "**Amendment Effective Date**").

4. Recordation. The County shall record this Amendment in the Official Records of Placer County within ten (10) days of the Amendment Effective Date.

5. Form of Amendment; Execution in Counterparts. This Amendment is executed in duplicate originals, each of which is deemed to be an original, and may be executed in counterparts.

[Signatures on Following Pages]

IN WITNESS WHEREOF, the County of Placer, a political subdivision of the State of California, has authorized the execution of this Amendment in duplicate by its Chair, and attested to by the Board Clerk under the authority of Ordinance No. 0051-13, adopted by the Board of Supervisors on the 17th day of December, 2020.

COUNTY:

**COUNTY OF PLACER,
a political subdivision**

By: Bonnie H. Gore
Name: Bonnie M. Gore
Title: Chair, Board of Supervisors

ATTEST:
Megan Wood
Megan Wood, Board Clerk

APPROVED AS TO FORM:
Karin Schwab
Karin Schwab, County Counsel

APPROVED AS TO SUBSTANCE:
Steve M. Pedretti
Steve Pedretti,
Community Development Resource
Agency Director

[DEVELOPER SIGNATURE(S) ON FOLLOWING PAGE(S)]

DEVELOPER SIGNATURE PAGE:

PROPERTY ID: 19

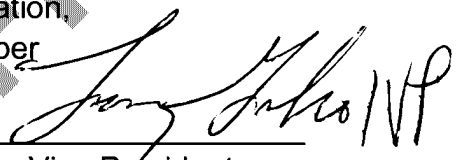
SARDA RECORDING INFORMATION:

NAME OF SARDA DEVELOPER: LENNAR WINNCREST, LLC,
and BASELINE A&B HOLDING, LLC
DATE OF RECORDATION OF SARDA: February 6, 2015
DOCUMENT NO.: 2015-0008390-00

DEVELOPER:

LENNAR WINNCREST, LLC,
a Delaware limited liability company

By: Lennar Homes of California, Inc.,
a California corporation,
its Managing Member

By: 
Larry Gualco, Vice President

BASELINE A&B HOLDING, LLC,
a California limited liability company

By: _____
Claudia J. Cummings, Trustee of
The Cummings Trust,
Dated January 21, 2004
Managing Member

By: _____
Angelo K. Tsakopoulos, as Trustee of the
Angelo K. Tsakopoulos Separate Property Trust,
As Amended and Restated December 24, 2015
Managing Member

DEVELOPER SIGNATURE PAGE:

PROPERTY ID: 19

SARDA RECORDING INFORMATION:

NAME OF SARDA DEVELOPER: LENNAR WINNCREST, LLC,
and BASELINE A&B HOLDING, LLC

DATE OF RECORDATION OF SARDA: February 6, 2015

DOCUMENT NO.: 2015-0008390-00


DEVELOPER:

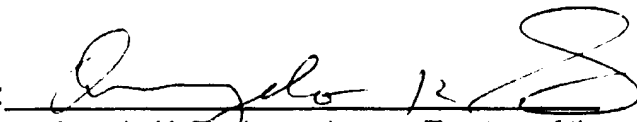
LENNAR WINNCREST, LLC,
a Delaware limited liability company

By: Lennar Homes of California, Inc.,
a California corporation,
its Managing Member

By: _____
Larry Gualco, Vice President

BASELINE A&B HOLDING, LLC,
a California limited liability company

By: 
Claudia J. Cummings, Trustee of
The Cummings Trust,
Dated January 21, 2004
Managing Member

By: 
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Angelo K. Tsakopoulos Separate Property Trust,
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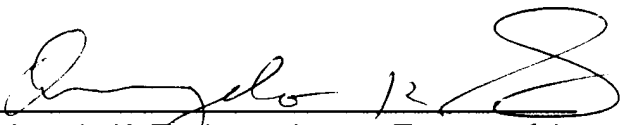
LENNAR WINNCREST, LLC,
a Delaware limited liability company

By: Lennar Homes of California, Inc.,
a California corporation,
its Managing Member

By: _____
Larry Gualco, Vice President

BASELINE A&B HOLDING, LLC,
a California limited liability company

By: _____
Claudia J. Cummings, Trustee of
The Cummings Trust,
Dated January 21, 2004
Managing Member

By: 
Angelo K. Tsakopoulos, as Trustee of the
Angelo K. Tsakopoulos Separate Property Trust,
As Amended and Restated December 24, 2015
Managing Member

Consent and Subordination of Beneficiary of Holding Company

BASELINE INVESTORS, LLC, LLC, a California limited liability company, as the beneficiary under that certain Operating Agreement whereby Baseline A&B Holding, LLC ("Holding Company") is holding the Property on behalf of the undersigned beneficiary, as evidenced by that certain Memorandum of Obligation to Convey Property dated as of January 6, 2003, and recorded January 9, 2003, Instrument No. 2003-0003338 in the Official Records of Placer County (the "Holding Agreement"), hereby consents to the recordation of this Amendment No. 1 to Second Amended and Restated Development Agreement ("Amendment No. 1") and unconditionally subordinates the lien, charge or effect of the foregoing Holding Agreement in favor of this Amendment No. 1, as well as in favor of the SARDA described therein, which shall be unconditionally prior and superior to the lien, charge or effect of the Holding Agreement.

BASELINE INVESTORS, LLC, a California limited liability company

By: AKT Investments, Inc., a California corporation, Its: Manager

By: 
Chrysanthy Demos, President

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Placer

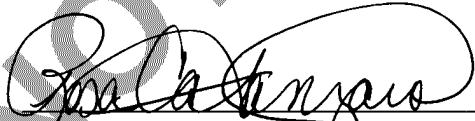
On August 20, 2020, before me, Rosa Catanzaro, Notary Public
(Here insert Name and Title of Officer)

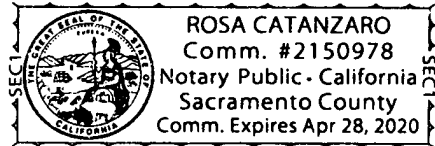
personally appeared Larry Gualco,
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


NOTARY PUBLIC SIGNATURE



NOTARY PUBLIC SEAL

“The notary commission extended pursuant to Executive Order N-63-20”

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Sacramento

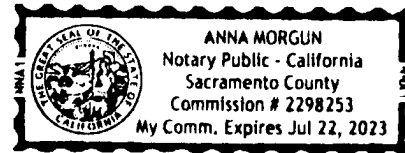
On 9/17/2020 before me, Anna Morgun, Notary Public
(insert name and title of the officer)

personally appeared Claudia Cummings,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Anna Morgun (Seal)



ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

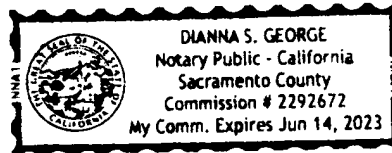
State of California
County of Sacramento

On September 3, 2020, before me, Dianna S. George, Notary Public
(Here insert Name and Title of Officer)
personally appeared Angelo K. Tsakopoulos,
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is~~ are subscribed to the within instrument and acknowledged to me that ~~he~~ ~~she~~ ~~they~~ executed the same in ~~his~~ ~~her~~ ~~their~~ authorized capacity(ies), and that by ~~his~~ ~~her~~ ~~their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Dianna S. George
NOTARY PUBLIC SIGNATURE

NOTARY PUBLIC SEAL

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of SACRAMENTO

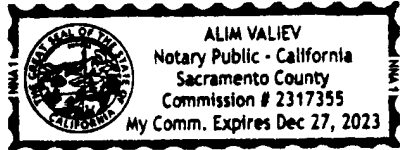
On September 2, 2020, before me, Alim Valiev, Notary Public
(Here insert Name and Title of Officer)
personally appeared Chrysanthy Demos,
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

[Handwritten Signature]
NOTARY PUBLIC SIGNATURE



NOTARY PUBLIC SEAL

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Placer

on 2-26-2021 before me Jeanette A. Lovejoy, Notary Public
(insert name and title of the officer)

personally appeared Bonnie M. Gore,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Jeanette A. Lovejoy (Seal)

