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DOC # 2000-0614696

NOV 13, 2000 3:29 PM

RECORDING REQUESTED BY:
Chicago Title Company

OFFICIAL RECORDS
SAN DIEGO COUNTY RECORDER'S OFFICE
GREGORY J. SMITH, COUNTY RECORDER
FEES: 20.00

WHEN RECORDED MAIL TO:

Robert H. Gleason
Evans Hotels
998 West Mission Bay Drive
San Diego, CA 92109

RECEIVED

DEC - 4 2000

EVANS HOTELS
EXECUTIVE OFFICE



2000-0614696

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SECOND AMENDMENT TO MEMORANDUM OF LEASE

This Second Amendment to Memorandum of Lease ("Second Amendment Memorandum") is made as of October 19, 2000, between the CITY OF SAN DIEGO, a municipal corporation ("Lessor"), and THE LODGE AT TORREY PINES PARTNERSHIP, a California limited partnership ("Lessee"), who, for purposes of recordation and notice, acknowledge, agree, and confirm as follows:

1. LEASE:
 - a. The parties executed that certain Percentage Lease, dated April 24, 1995, and filed as Document Number 00-18172 in the Office of the City Clerk, San Diego, California ("Percentage Lease"). A Memorandum of Lease, dated April 24, 1995, was recorded in the Official Records of the San Diego County Recorder's Office on June 5, 1995, as Document Number 1995-0233518.
 - b. The Percentage Lease was amended by that certain First Amendment to Percentage Lease, dated March 4, 1996, and filed as Document Number 00-18269 in the Office of the City Clerk, San Diego, California ("First Amendment"). A First Amendment to Memorandum of Lease, dated March 4, 1996, was recorded in the Official Records of the San Diego County Recorder's Office on February 28, 2000, as Document Number 2000-0098366.
 - c. The Percentage Lease and First Amendment were amended by that certain Second Amendment to Lease Agreement, dated July 31, 2000, and filed as Document Number RR-293587 in the Office of the City Clerk, San Diego, California ("Second Amendment"). The Percentage Lease, the First Amendment and Second Amendment shall collectively be referred to as the "Lease".

- d. Pursuant to the Lease, Lessor has leased to Lessee and Lessee leased from Lessor that certain real property in the City of San Diego, County of San Diego, State of California, described in Exhibit "A" attached hereto and incorporated herein by this reference.
2. TERM: The term of the Lease expires on June 4, 2061, subject to Lessee completing certain requirements pursuant to the provisions and conditions of the Lease.
3. DEFINITIONS: Capitalized terms not otherwise defined in this Second Amendment Memorandum shall have the same meanings as defined in the Lease.
4. RECORDATION: This Second Amendment Memorandum is being recorded for the purposes of notice only and is not intended to amend, modify, or otherwise change the provisions and conditions of the Lease.

IN WITNESS WHEREOF, the Lessor and Lessee have executed this Second Amendment Memorandum effective as of the date written above.

"LESSOR"

THE CITY OF SAN DIEGO,
a municipal corporation

Date: 10/14/00

By: [Signature]
City Manager

APPROVED AS TO FORM AND
LEGALITY

Casey Gwinn, City Attorney

Date: 10/23/00

By: [Signature]
Deputy City Attorney

"LESSEE"

THE LODGE AT TORREY PINES
PARTNERSHIP, a California limited
partnership

Date: 10-17-00

By: [Signature]
Anne L. Evans, Trustee of The Anne
L. Evans Family Trust under
Declaration of Trust dated July 22,
1999
Managing General Partner

STATE OF CALIFORNIA)
) SS.
COUNTY OF SAN DIEGO)

On October 19, 2000, before me, Shelia B. Duhart, personally appeared William T. Heiff personally known to me (or 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.

WITNESS my hand and official seal

Shelia B. Duhart
 Signature



(This area for official notarial seal)

STATE OF CALIFORNIA)
) SS.
COUNTY OF SAN DIEGO)

On _____, before me, _____, personally appeared _____, personally known to me (or 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.

WITNESS my hand and official seal

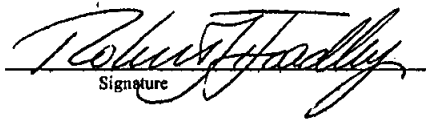
 Signature

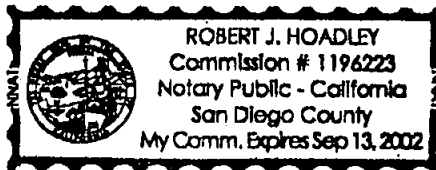
(This area for official notarial seal)

STATE OF CALIFORNIA)
) SS.
COUNTY OF SAN DIEGO)

On OCTOBER 17, 2000, before me, ROBERT J. HOADLEY, personally appeared ANNE L. EVANS, personally known to me (or 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(~~x~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

WITNESS my hand and official seal


 Signature



(This area for official notarial seal)

THOSE PORTIONS OF PUEBLO LOTS 1330 AND 1331 OF THE PUEBLO LANDS OF SAN DIEGO CALIFORNIA, ACCORDING TO MAP THEREOF MADE JAMES PASCOE IN 1870, A COPY OF SAID MAP BEING FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, AND IS KNOWN AS MISCELLANEOUS MAP NO. 36, DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEASTERLY CORNER OF SAID PUEBLO LOT 1331; THENCE SOUTH 0°22'50" WEST ALONG THE EASTERLY LINE THEREOF 1155.24 FEET; THENCE LEAVING SAID EASTERLY LINE, SOUTH 89°55'53" WEST 115.41 FEET TO A FOUND LEAD AND DISC STAMPED "LS 4593", THE TRUE POINT OF BEGINNING, SAID POINT BEING THE NORTHEAST CORNER OF THAT PARCEL SHOWN ON RECORD OF SURVEY MAP NO. 14849, RECORDED IN THE OFFICE OF THE COUNTY RECORDER ON APRIL 13, 1995, FILE NO. 95-155749, O.R.; THENCE NORTH 2°09'51" WEST (NORTH 0°13'28" EAST RECORD PER GROUND LEASE, CITY CLERK'S DOCUMENT NO. 629873, RECORDED OCTOBER 24, 1961 AS FILE NO. 184967, O.R., TO BE REFERRED TO HEREINAFTER AS DEED 1; SEE ALSO CITY OF SAN DIEGO DRAWING NO. 13929-CL) (NORTH 2°11'10" WEST RECORD PER EXHIBIT "C" PARCEL 3 IN THE ASSIGNMENT OF GROUND LEASE RECORDED JULY 6, 1990 AS FILE NO. 90-367803, O.R., TO BE REFERRED TO HEREINAFTER AS DEED 2); 15.33 FEET ALONG THE NORTHERLY PROLONGATION OF THE EASTERLY LINE OF SAID RECORD OF SURVEY PARCEL; THENCE LEAVING SAID NORTHERLY PROLONGATION OF SAID EASTERLY LINE SOUTH 87°26'43" WEST 268.12 FEET; THENCE SOUTH 18°34'38" WEST 71.76 FEET; THENCE SOUTH 4°55'07" EAST 502.68 FEET TO A FOUND LEAD AND DISC STAMPED "RCE 12725" IN A CONCRETE CURB, ACCEPTED AS THE NORTHWEST CORNER OF LOT 1 OF SHERATON HOTEL AT TORREY PINES UNIT NO. 2, ACCORDING TO MAP THEREOF NO. 12164, RECORDED AUGUST 12, 1988 AS FILE NO. 88-399909, O.R.; THENCE ALONG THE SOUTH LINE OF SAID DEED 1, BEING ALSO THE NORTH LINE OF SAID MAP NO. 12164, THE FOLLOWING COURSES: NORTH 82°31'26" EAST 42.91 FEET (NORTH 82°30'36" EAST 42.93 FEET PER MAP NO. 12164) AND NORTH 82°33'15" EAST 402.20 FEET (NORTH 84°57'03" EAST 402.47 FEET PER DEED 1) (NORTH 82°32'25" EAST PER MAP NO. 12164) TO THE SOUTHEAST CORNER OF SAID DEED 1, SAID POINT BEING ALSO THE POINT OF BEGINNING OF DEED 2; THENCE CONTINUING ALONG THE EASTERLY PROLONGATION OF SAID SOUTH LINE OF DEED 1, NORTH 82°33'15" EAST 121.05 FEET (NORTH 82°32'25" EAST 120.81 FEET MORE OR LESS PER DEED 2) TO THE WESTERLY SIDELINE OF NORTH TORREY PINES ROAD (OLD HIGHWAY 101) 153.00 FEET IN WIDTH PER MAP NO. 12164; THENCE ALONG SAID SIDELINE NORTH 9°28'03" WEST 210.00 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 200.00 FEET, SAID POINT BEING THE TRUE POINT OF BEGINNING OF SAID DEED 2; THENCE LEAVING THE SIDELINE OF NORTH TORREY PINES ROAD, NORTHWESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 46°31'57" A DISTANCE OF 162.43 FEET; THENCE TANGENT TO SAID CURVE NORTH 56°00'00" WEST 155.14 FEET (155.67 FEET MORE OR LESS PER DEED 2) TO A POINT ON A LINE 68.00 FEET SOUTHERLY AND PARALLEL WITH THE NORTHERLY LINE OF DEED 1; THENCE ALONG SAID PARALLEL LINE SOUTH 87°32'47" WEST 62.08 FEET (SOUTH 87°31'15" WEST 61.72 FEET MORE OR LESS PER DEED 2) TO THE EASTERLY LINE OF DEED 1; THENCE NORTH 2°09'51" WEST (NORTH 0°13'28" EAST PER DEED 1) (NORTH 2°11'10" WEST PER DEED 2) 68.00 FEET TO THE TRUE POINT OF BEGINNING.

THE BASIS OF BEARINGS FOR THIS DESCRIPTION IS THE CENTERLINE OF NORTH TORREY PINES ROAD PER MAP NO. 12164, I.E. NORTH 9°28'03" WEST.

FEB 28, 2000 1:20 PM

RECORDING REQUESTED BY:
Chicago Title Company

WHEN RECORDED RETURN TO:
Robert H. Gleason
Evans Hotels
998 West Mission Bay Drive
San Diego, CA 92109

4027

OFFICIAL RECORDS
SAN DIEGO COUNTY RECORDER'S OFFICE
GREGORY J. SMITH, COUNTY RECORDER
FEES: 23.00



2000-0098366

FIRST AMENDMENT TO MEMORANDUM OF LEASE

1-007
This First Amendment to Memorandum of Lease ("First Amendment") is made as of March 4, 1996 between the CITY OF SAN DIEGO, a municipal corporation ("Lessor"), and THE LODGE AT TORREY PINES PARTNERSHIP, a California limited partnership ("Lessee"), who, for purposes of recordation and notice, acknowledge, agree, and confirm as follows:

1. LEASE:

- a. The parties executed that certain Percentage Lease, dated April 24, 1995 and filed as Document Number 00-18172 in the Office of the City Clerk, San Diego, California ("Percentage Lease"), under which Lessor leased to Lessee and Lessee leased from Lessor that certain real property in the City of San Diego, County of San Diego, State of California, described in Exhibit A (consisting of one page), attached hereto and incorporated herein by this reference. A Memorandum of Lease, dated April 24, 1995, was recorded in the Official Records of the San Diego County Recorder's Office on June 5, 1995 as Document Number 1995-0233518.
- b. The Lease was amended by that certain First Amendment to Percentage Lease, dated March 4, 1996 and filed as Document Number 00-18269 in the Office of the City Clerk, San Diego, California ("Lease Amendment"). The Percentage Lease and the Lease Amendment shall collectively be referred to as the "Lease."

2. AMENDMENT TO LEGAL DESCRIPTION OF LEASED PREMISES: Lessor and Lessee have executed that certain First Amendment to Lease, dated March 4, 1996 and filed as Document Number 00-18269 in the Office of the City Clerk, San Diego, California, under which Lessor has leased to Lessee and Lessee has leased from Lessor, in addition to that property described in the Lease, certain additional real property in the City of San Diego, County of San Diego, California, which is hereby deemed to be included in the Lease's definition of "Premises." The revised description of the Lease's Premises is more particularly described in Exhibit B (consisting of two pages), attached hereto and incorporated herein by this reference.

3. DEFINITIONS: Capitalized terms not otherwise defined in this First Amendment shall have the same meanings as defined in the Lease.
4. RECORDATION: This First Amendment is being recorded for the purposes of notice only and is not intended to amend, modify, or otherwise change the provisions and conditions of the Lease.

IN WITNESS WHEREOF, the Lessor and Lessee have executed this First Amendment effective as of the date written above.

"LESSOR"

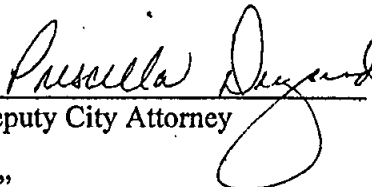
THE CITY OF SAN DIEGO,
a municipal corporation

Date: 1/12/00

By: 
City Manager

APPROVED AS TO FORM AND LEGALITY
Casey Gwinn, City Attorney

Date: 2/11/00

By: 
Deputy City Attorney

"LESSEE"

THE LODGE AT TORREY PINES PARTNERSHIP,
a California limited partnership

Date: 1-25-00

By: 
Anne L. Evans,
Managing General Partner

EXHIBIT A

LEGAL DESCRIPTION

All those portions of Pueblo Lots 1330 and 1331 of the Pueblo Lands of San Diego, in the City of San Diego, County of San Diego, State of California, according to map thereof made by James Pascoe in 1870, a copy of which map was filed in the Office of the County Recorder of San Diego County, November 14, 1921, as Miscellaneous Map No. 36, more particularly described as follows:

Commencing at the Northeast corner of Pueblo Lot 1331, which corner is the common corner of Pueblo Lots 1330, 1331, 1333, and 1334; thence South $00^{\circ}22'50''$ West, 1155.24 feet; thence South $89^{\circ}55'53''$ West, 115.41 feet to the TRUE POINT OF BEGINNING; thence continuing South $89^{\circ}55'53''$ West, 277.68 feet; thence South $05^{\circ}03'32''$ East, 553.00 feet; thence North $84^{\circ}57'03''$ East, 402.47 feet; thence North $07^{\circ}05'02''$ West, 96.61 feet to the beginning of tangent 168.13-foot radius curve, concave Southwesterly; thence Northerly and Northwesterly along the arc of said curve through a central angle of $29^{\circ}13'53''$, a distance of 85.78 feet; thence tangent to said curve, North $36^{\circ}18'55''$ West, 148.40 feet to the beginning of a tangent 212.00-foot radius curve, concave Northeasterly; thence Northwesterly and Northerly along the arc of said curve through a central angle of $36^{\circ}32'23''$, a distance of 135.20 feet; thence North $00^{\circ}13'28''$ East, 94.72 feet returning to the TRUE POINT OF BEGINNING.

Drawing 13929-CL / Job 220592 / P. Crawford

This Instrument filed for record by Chicago Title Company as an accommodation only. It has not been examined as to its execution or as to its effect upon the title.

4030

EXHIBIT B

LEASE PARCEL
LEGAL DESCRIPTION

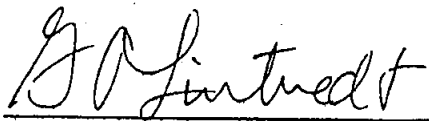
THOSE PORTIONS OF PUEBLO LOTS 1330 AND 1331 OF THE PUEBLO LANDS OF SAN DIEGO, IN THE CITY OF SAN DIEGO, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF MADE BY JAMES PASCOE IN 1870, A COPY OF SAID MAP BEING FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, AND IS KNOWN AS MISCELLANEOUS MAP NO. 36, DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEASTERLY CORNER OF SAID PUEBLO LOT 1331; THENCE SOUTH $0^{\circ}22'50''$ WEST ALONG THE EASTERLY LINE THEREOF 1155.24 FEET; THENCE LEAVING SAID EASTERLY LINE, SOUTH $89^{\circ}55'53''$ WEST 115.41 FEET TO A FOUND LEAD AND DISC STAMPED "LS 4593", THE TRUE POINT OF BEGINNING, SAID POINT BEING THE NORTHEAST CORNER OF THAT PARCEL SHOWN ON RECORD OF SURVEY MAP NO. 14849, RECORDED IN THE OFFICE OF THE COUNTY RECORDER ON APRIL 13, 1995, FILE NO. 95-155749, O.R.; THENCE NORTH $2^{\circ}09'51''$ WEST (NORTH $0^{\circ}13'28''$ EAST RECORD PER GROUND LEASE, CITY CLERK'S DOCUMENT NO. 629873, RECORDED OCTOBER 24, 1961 AS FILE NO. 184967, O.R., TO BE REFERRED TO HEREINAFTER AS DEED 1; SEE ALSO CITY OF SAN DIEGO DRAWING NO. 13929-CL) (NORTH $2^{\circ}11'10''$ WEST RECORD PER EXHIBIT "C" PARCEL 3 IN THE ASSIGNMENT OF GROUND LEASE RECORDED JULY 6, 1990 AS FILE NO. 90-367803, O.R., TO BE REFERRED TO HEREINAFTER AS DEED 2); 15.33 FEET ALONG THE NORTHERLY PROLONGATION OF THE EASTERLY LINE OF SAID RECORD OF SURVEY PARCEL; THENCE LEAVING SAID NORTHERLY PROLONGATION OF SAID EASTERLY LINE SOUTH $87^{\circ}26'43''$ WEST 268.12 FEET; THENCE SOUTH $18^{\circ}34'38''$ WEST 71.76 FEET; THENCE SOUTH $4^{\circ}55'07''$ EAST 502.68 FEET TO A FOUND LEAD AND DISC STAMPED "RCE 12725" IN A CONCRETE CURB, ACCEPTED AS THE NORTHWEST CORNER OF LOT 1 OF SHERATON HOTEL AT TORREY PINES UNIT NO. 2, ACCORDING TO MAP THEREOF NO. 12164, RECORDED AUGUST 12, 1988 AS FILE NO. 88-399909, O.R.; THENCE ALONG THE SOUTH LINE OF SAID DEED 1, BEING ALSO THE NORTH LINE OF SAID MAP NO. 12164, THE FOLLOWING COURSES; NORTH $82^{\circ}31'26''$ EAST 42.91 FEET (NORTH $82^{\circ}30'36''$ EAST 42.93 FEET PER

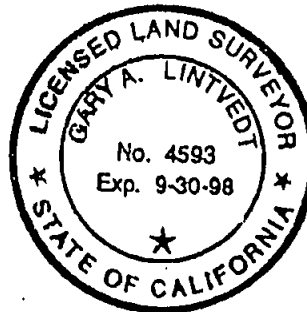
4031

MAP NO. 12164) AND NORTH $82^{\circ}33'15''$ EAST 402.20 FEET (NORTH $84^{\circ}57'03''$ EAST 402.47 FEET PER DEED 1) (NORTH $82^{\circ}32'25''$ EAST PER MAP NO. 12164) TO THE SOUTHEAST CORNER OF SAID DEED 1, SAID POINT BEING ALSO THE POINT OF BEGINNING OF DEED 2; THENCE CONTINUING ALONG THE EASTERLY PROLONGATION OF SAID SOUTH LINE OF DEED 1, NORTH $82^{\circ}33'15''$ EAST 121.05 FEET (NORTH $82^{\circ}32'25''$ EAST 120.81 FEET MORE OR LESS PER DEED 2) TO THE WESTERLY SIDELINE OF NORTH TORREY PINES ROAD (OLD HIGHWAY 101) 153.00 FEET IN WIDTH PER MAP NO. 12164; THENCE ALONG SAID SIDELINE NORTH $9^{\circ}28'03''$ WEST 210.00 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 200.00 FEET, SAID POINT BEING THE TRUE POINT OF BEGINNING OF SAID DEED 2; THENCE LEAVING THE SIDELINE OF NORTH TORREY PINES ROAD, NORTHWESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF $46^{\circ}31'57''$ A DISTANCE OF 162.43 FEET; THENCE TANGENT TO SAID CURVE NORTH $56^{\circ}00'00''$ WEST 155.14 FEET (155.67 FEET MORE OR LESS PER DEED 2) TO A POINT ON A LINE 68.00 FEET SOUTHERLY AND PARALLEL WITH THE NORTHERLY LINE OF DEED 1; THENCE ALONG SAID PARALLEL LINE SOUTH $87^{\circ}32'47''$ WEST 62.08 FEET (SOUTH $87^{\circ}31'15''$ WEST 61.72 FEET MORE OR LESS PER DEED 2) TO THE EASTERLY LINE OF DEED 1; THENCE NORTH $2^{\circ}09'51''$ WEST (NORTH $0^{\circ}13'28''$ EAST PER DEED 1) (NORTH $2^{\circ}11'10''$ WEST PER DEED 2) 68.00 FEET TO THE TRUE POINT OF BEGINNING.

THE BASIS OF BEARINGS FOR THIS DESCRIPTION IS THE CENTERLINE OF NORTH TORREY PINES ROAD PER MAP NO. 12164, I.E. NORTH $9^{\circ}28'03''$ WEST.



GARY A. LINTVEDT L.S. 4593
LICENSE EXPIRES 9/30/98



I.D. NO. 95-257

W.O. NO. 034000

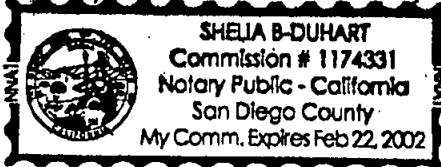
DWG. NO. 28078-D

STATE OF CALIFORNIA)

) SS.

COUNTY OF SAN DIEGO)

On January 12, 2000, before me, SHEILA B-DUHART, personally appeared William T. Griffith, personally known to me or provided 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) acted, executed the instrument.



WITNESS my hand and official seal.

STATE OF CALIFORNIA)

) SS.

COUNTY OF SAN DIEGO)

On _____, before me, _____, personally appeared _____, personally known to me or provided 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) acted, executed the instrument.

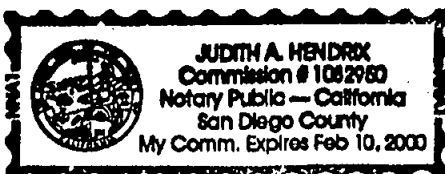
WITNESS my hand and official seal.

STATE OF CALIFORNIA)

) SS.

COUNTY OF SAN DIEGO)

On JANUARY 25, 2000, before me, JUDITH A. HENDRIX, personally appeared ANNE K. EVANS, personally known to me or provided 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) acted, executed the instrument.



WITNESS my hand and official seal.

This Instrument filed for record by Chicago Title Company as an accommodation only. It has not been examined as to its execution or as to its effect upon the title.