

APN:

Mail Tax Statements To:
N/A

Recording Requested by
When recorded, mail to:
Washoe County
P.O. Box 30083
Reno, Nevada 89520-3083
ATTN: County Clerk

4137316
07/31/2012 03:17:40 PM
Requested By
WASHOE COUNTY CLERK
Washoe County Recorder
Kathryn L. Burke - Recorder
Fee: \$0.00 RPTT: \$0.00
Page 1 of 10

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COPY - has not been compared
with the Original Document - WCR

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(Rev. 7-12-12 #2)

**First Amendment
to Development Agreement**
(Reno Technology Park; Sparks Energy Park)

Summary: Permits construction of a Technology Park in Special Development Area of Reno Technology Park; Provides for the substitution of open space property and for amendment to County Development Code to allow future technology facilities in commercial and industrial zoning districts.

This Agreement is by and between the following parties regarding the development of the below described Special Development Area with a Technology Facility described as follows.

County	Washoe County, a political subdivision of the state of Nevada 1001 East Ninth Street Reno, Nevada 89512
Developer	Unique Infrastructure Group, LLC A Nevada limited liability company 180 Country Estates Circle Reno, Nevada 89511
Special Development Area	Parcel 1C of Record of Survey in connection with a Boundary Line Adjustment Document No. 4121670, recorded on June 13, 2012 as Map No. 5434 in Official Records of Washoe County
Technology Park	A technology campus that includes multiple buildings on 345.23 acres
Purchaser	Apple Inc.

Recitals

WHEREAS:

A. Developer is developing a 2226 acre site into a technology park known as the Reno Technology Park and Sparks Energy Park. Developer obtained "Special Use Permits" (SW 11-001, SW 11-002, and SW 11-003) for the project from the Washoe County Planning Commission authorizing the development of the project as described therein. The project was reviewed by the Regional Planning Commission who determined that it conforms to the Regional Plan.

B. On December 13, 2011, Developer and County entered into a Development Agreement (Reno Technology Park; Sparks Energy Park) pursuant to NRS 278.0201; and WCC 100.814, concerning the development of the project land which permits and regulates the construction and operation of the projects and infrastructure as described therein. The Development Agreement was approved by Ordinance 1476, and was recorded in the Official Records of Washoe County on January 4, 2012 as Document Number 4072595.

C. Developer and Purchaser are entering into a purchase agreement for a portion of the property described in the Development Agreement for the purpose of constructing and operating a certain Technology Park. It was necessary to reconfigure existing lot lines to accommodate this Technology Park, and Developer has created the Special Development Area through a boundary line adjustment agreement. As reconfigured, portions of the Special Development Area are master planned and zoned as Tourist Commercial, Open Space, General Rural and Industrial. The Technology Park may encroach into the Tourist Commercial and Open Space zoning districts where it is not permitted under the current Development Agreement and the Special Use Permits.

D. The Board of County Commissioners has the power under NRS 278.0201 and WCC 110.814 to enter into development agreements permitting the use of land and desires to amend the Development Agreement to permit the construction and operation of the Technology Park in the Special Development Area. The Board finds:

1. That entering into such an amendment agreement is in the best interest of the County and would promote the public interest and welfare of the County because the Technology Park is a significant investment in the community, is of national importance that will attract attention to the area, will diversify the County economy, will generate high paying employment, will stimulate economic and housing demand in the area and will increase property tax revenues.

2. That departure from the Development Code would be minor and temporary as the County will amend the code to create a new permitted use in the Tourist Commercial zone to accommodate this type of Technology Park.

3. That construction of the Technology Park is imminent and within the construction schedule contemplated in the original Development Agreement.

4. That the amendment is consistent with the Master Plan in that it is compatible with and does not pose a direct conflict to the Plan, especially considering that the project has previously been determined to be compatible with the Master Plan by the Regional Planning Commission, and this amendment does not alter the project description that was so determined, it only clarifies the location of a building.

NOW THEREFORE, in exchange for the mutual covenants and benefits contained in or appurtenant to this Agreement, the parties agree as follows.

Art 1 FIRST AMENDMENT TO DEVELOPMENT AGREEMENT

§A1.01 General

1. This First Amendment becomes effective only when executed by all the parties.

2. The Development Agreement is hereby amended and modified in all relevant places to accomplish the intents and effects stated herein. All other provisions in the Development Agreement remain in full force and effect as herein amended. Except to the extent amended, this amendment does not constitute or imply a waiver of any obligation under or any breach of the Development Agreement.

§A1.02 Construction and operation of Technology Park permitted in the Special Development Area.

1. The Development Agreement is hereby amended to permit the construction and operation of the Technology Park in the Special Development Area.

2. The density and intensity of the Technology Park within the Special Development Area shall conform to the General Rural or Industrial zones for the maximum building height.

3. The Board of County Commissioners may, under WCC 110.814.20 (b), modify discretionary permits in a development agreement, and hereby modifies the Special Use Permit conditions prohibiting structures to be constructed in Tourist Commercial and Open Space zoning districts to allow the Technology Park to be built in the Special Development Area.

4. The Director of the Community Services Department of the County is authorized to negotiate and implement minor modifications to the Development Agreement and this amendment in order to accommodate the construction and operation of the Technology Park.

§A1.03 Replacement of Open Space. To the extent that the Special Development Area is designated in the master plan as open space, Developer shall offer an equal amount of land elsewhere to be redesignated as open space, and Developer and County shall pursue an amendment to the master plan and regulatory zoning maps to remove all open space designations from the Special Development Area and designate other land as open space.

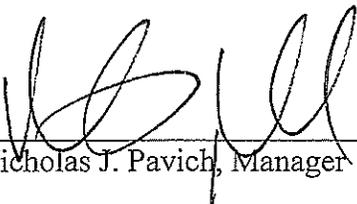
§A1.04 Amendment to the Development Code. County agrees to approve an amendment to its Development Code to establish a new Technology use type that will be permitted in the Tourist Commercial zoning district within the County that would allow the construction and operation of facilities similar to the Technology Park, *provided however* that County reserves legislative discretion to determine whether or not the use will require an administrative or special use permit in such zoning districts.

§A1.05 Third party beneficiary; no assignment. This amendment is made, in part to induce the Purchaser to enter into the purchase arrangement to construct and operate the Technology Park. The Purchaser is an intended third party beneficiary of this amendment and may rely on it and maintain an action to enforce it. Otherwise, this amendment may not be assigned to anyone without the consent of the Board of County Commissioners of Washoe County.

EXECUTED ON THE DATES INDICATED

Developer

Unique Infrastructure Group, LLC

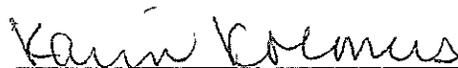
By  _____
Nicholas J. Pavich, Manager

Date 7/30/12

State of Nevada
County of Washoe

This instrument was acknowledged before me on July 30, 2012 by

Nicholas J. Pavich
 **KARIN KREMERS**
Notary Public - State of Nevada
Appointment Recorded in Washoe County
No: 93-1820-2 - Expires July 30, 2013

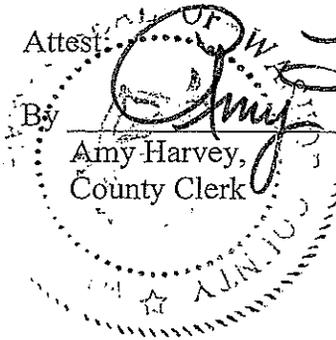
 _____

County

WASHOE COUNTY, NEVADA, a political subdivision of the State of Nevada

By Robert M Larkin
Robert M. Larkin, Chairman
Board of County Commissioners

Date July 30, 2012

Attest:  Amy Harvey
By Amy Harvey,
County Clerk

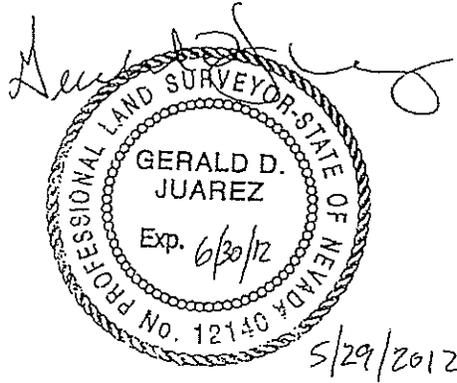
Date July 30, 2012

Stantec Consulting Inc.
6980 Sierra Center Parkway Suite 100
Reno NV 89511
Tel: (775) 850-0777 Fax: (775) 850-0787
stantec.com



Stantec

May 29, 2012
Project No. 180101144



OWNER: STONEFIELD, INC.
APN'S: 084-110-23, 084-211-01, 084-191-01 & 084-191-03

**LEGAL DESCRIPTION FOR PROPOSED PARCEL
STONEFIELD, INC.**

PROPOSED PARCEL

All that certain parcel of land situate within portions of Section Twenty-Eight (28), Section Twenty-Nine (29) and Section Thirty-Two (32), Township Twenty (20) North, Range Twenty-Two (22) East, Mount Diablo Meridian (MDM), Washoe County, State of Nevada, being a portions of Parcel 1 as shown on Record of Survey in support of a Boundary Line Adjustment Map No. 5384, File No. 4083645 and described in Deed Document No. 4083644 recorded February 10, 2012, Deed Document No. 3614624 recorded January 25, 2008, Deed Document No. 2695386 recorded June 30, 2005 and Deed Document No. 3979711 recorded March 4, 2011. All Official Records of Washoe County, Nevada and more particularly described as follows:

BEGINNING at the Section Corner common to Sections 29, 30, 31 & 32 (Sec Cor) of said Township 20 North, Range 22 East, M.D.M., marked by a brass cap stamped "PLS 2552" being the Southwest Corner (SW Cor) of said Parcel 1;

THENCE, departing said Sec Cor and SW cor and along the west line thereof, North 03°59'37" East, 1608.87 feet;

THENCE, departing said west line, North 65°35'50" East, 6481.12 feet;

THENCE, South 27°14'23" East, 1391.32 feet;

THENCE, South 57°54'00" West, 1293.95 feet to the southerly line of said Parcel 1 coincident with the east line of the parcel described in said Deed Document No. 3614624;

THENCE departing said line and continuing along said course, South 57°54'00" West, 1749.23 feet to the beginning of a tangent curve to the left;

THENCE, 294.81 feet along the arc of a 530.00 foot radius curve through a central angle of 31°52'12" to the beginning of a reverse curve;

THENCE, 262.18 feet along the arc of a 470.00 foot radius curve to the right through a central angle of 31°57'41";

THENCE, South 57°59'29" West, 1024.49 feet to the west line of the parcel described in said Document No. 3614624 coincident with the south line of said Parcel 1;

THENCE, departing said line and continuing along said course, South 57°59'29" West, 218.87 feet to the beginning of a tangent curve to the left;

THENCE, 519.80 feet along the arc of a 330.00 foot radius curve through a central angle of 90°15'01" to the south line of said Parcel 1 coincident with the north line of the parcel described in said Deed Document No. 2695386 ;

THENCE, departing said line and continuing along said curve, 24.56 feet along the arc of a 330.00 foot radius curve through a central angle of 04°15'53" to the beginning of a reverse curve;

THENCE, 510.90 feet along the arc of a 270.00 foot radius curve to the right through a central angle of 108°24'57" to the beginning of a compound curve;

THENCE, 174.35 feet along the arc of a 2813.00 foot radius curve to the right through a central angle of 03°33'04";

THENCE, South 75°26'36" West, 258.73 feet to the west line of said Deed Doc. No. 2697386 coincident with the east line of the parcel described in said Deed Document No. 3979711;

THENCE, departing said line and continuing along said course, South 75°26'36" West, 347.65 feet to the beginning of a curve to the left;

THENCE, 1751.48 feet along the arc of a 7187.00 foot radius curve through a central angle of 13°57'47" to the east line of said Section 32;

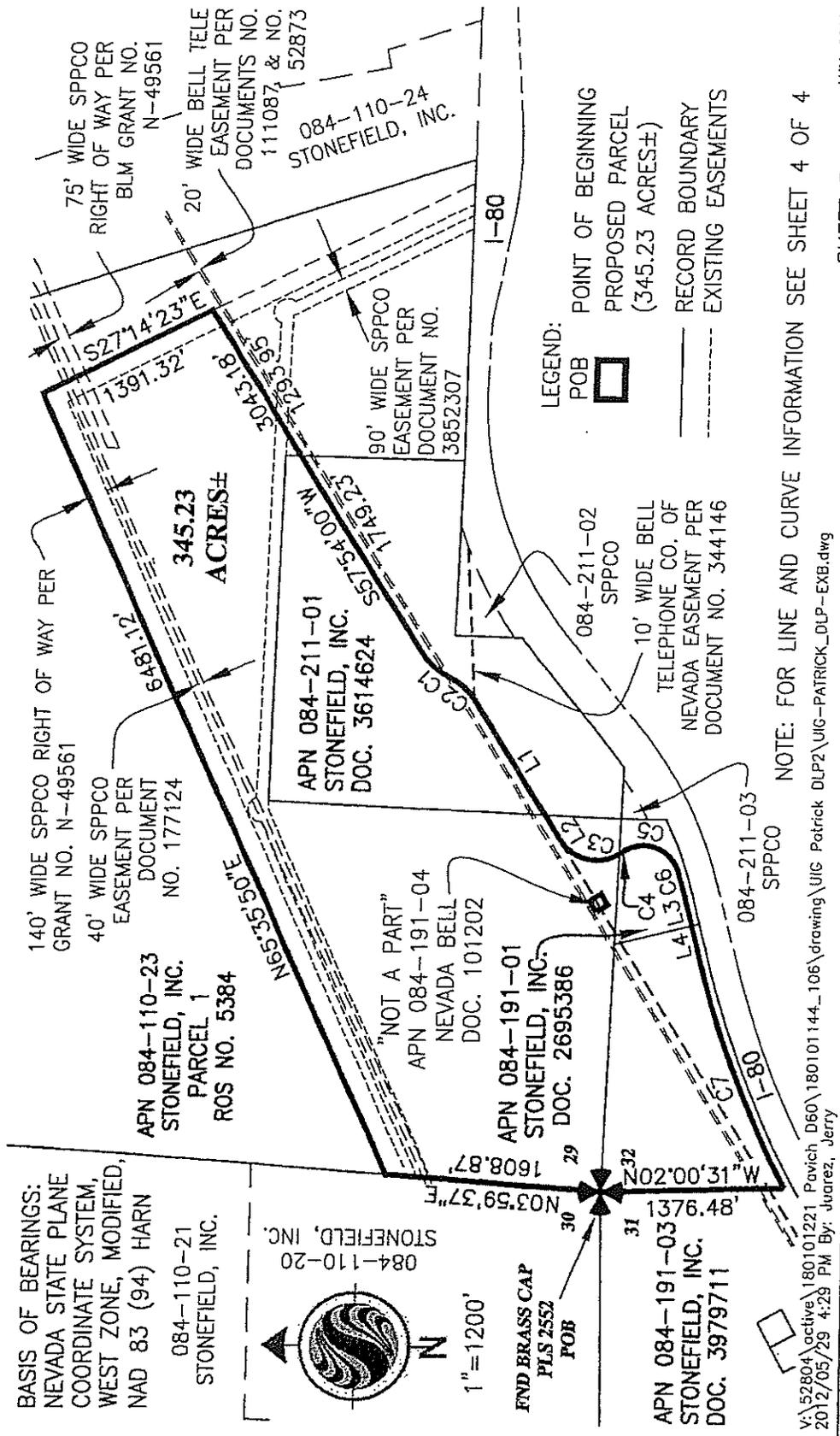
THENCE, along the east line thereof, North 02°00'31" West, 1376.48 feet to the **POINT OF BEGINNING**;

EXCEPTING THEREFROM, a parcel of land 100 feet by 100 feet square conveyed to Bell Telephone Company of Nevada, by Deed recorded in Book 146, Page 113, File No. 101202, Official Records of Washoe County, Nevada.

Containing 345.23 acres of land, more or less.

BASIS OF BEARINGS:
 NEVADA STATE PLANE
 COORDINATE SYSTEM,
 WEST ZONE, MODIFIED,
 NAD 83 (94) HARN

084-110-21
 STONEFIELD, INC.



LEGEND:
 POB POINT OF BEGINNING
 PROPOSED PARCEL
 (345.23 ACRES±)
 RECORD BOUNDARY
 EXISTING EASEMENTS

NOTE: FOR LINE AND CURVE INFORMATION SEE SHEET 4 OF 4

SHEET 3 OF 4
 MAY, 2012
 180101144

Client/Project
 STONEFIELD, INC.
 POR SEC.28,29&32, T20N,R22E,MDM
 WASHOE COUNTY, NEVADA
 Figure No. _____
 Title
 1.0
 PROPOSED PARCEL
 EXHIBIT MAP

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 6980 Sierra Center Parkway, Suite 100
 Reno NV U.S.A.
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 www.stantec.com



Stantec

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 2012/05/29 4:29 PM By: Juarez, Jerry

ORIGINAL SHEET - 202 A

WASHOE
CERTIFIED COPY
 The document to which this certificate is attached is a full, true and correct copy of the original on file and of record in my office.

DATE: _____
 AMY HARVEY, County Clerk in and for the County of Washoe, State of Nevada.
 By *Gemma Diller* Deputy

CURVE TABLE			
CURVE	LENGTH	RADIUS	DELTA
C1	294.81	530.00	31°52'12"
C2	262.18	470.00	31°57'41"
C3	519.60	330.00	90°15'01"
C4	24.56	330.00	4°15'53"
C5	510.90	270.00	108°24'57"
C6	174.35	2813.00	3°33'04"
C7	1751.48	7187.00	13°57'47"

LINE TABLE		
LINE	BEARING	LENGTH
L1	S57°59'29"W	1024.49
L2	S57°59'29"W	218.87
L3	S75°26'36"W	258.73
L4	S75°26'36"W	347.65

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 2012/05/29 4:28 PM By: Juarez, Jerry

SHEET 4 OF 4
 MAY, 2012
 180101144

Legend

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 Fax. 775.850.0787
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Stantec

ORIGINAL SHEET - MS1 A

Client/Project

STONEFIELD, INC.
 POR SEC.28,29&&32, T20N,R22E,MDM
 WASHOE COUNTY, NEVADA

Figure No.

1.0

Title

PROPOSED PARCEL
 EXHIBIT MAP



WASHOE COUNTY RECORDER

OFFICE OF THE RECORDER
KATHRYN L. BURKE, RECORDER

1001 E. NINTH STREET
POST OFFICE BOX 11130
RENO, NEVADA 89520-0027
PHONE (775) 328-3661
FAX (775) 325-8010

LEGIBILITY NOTICE

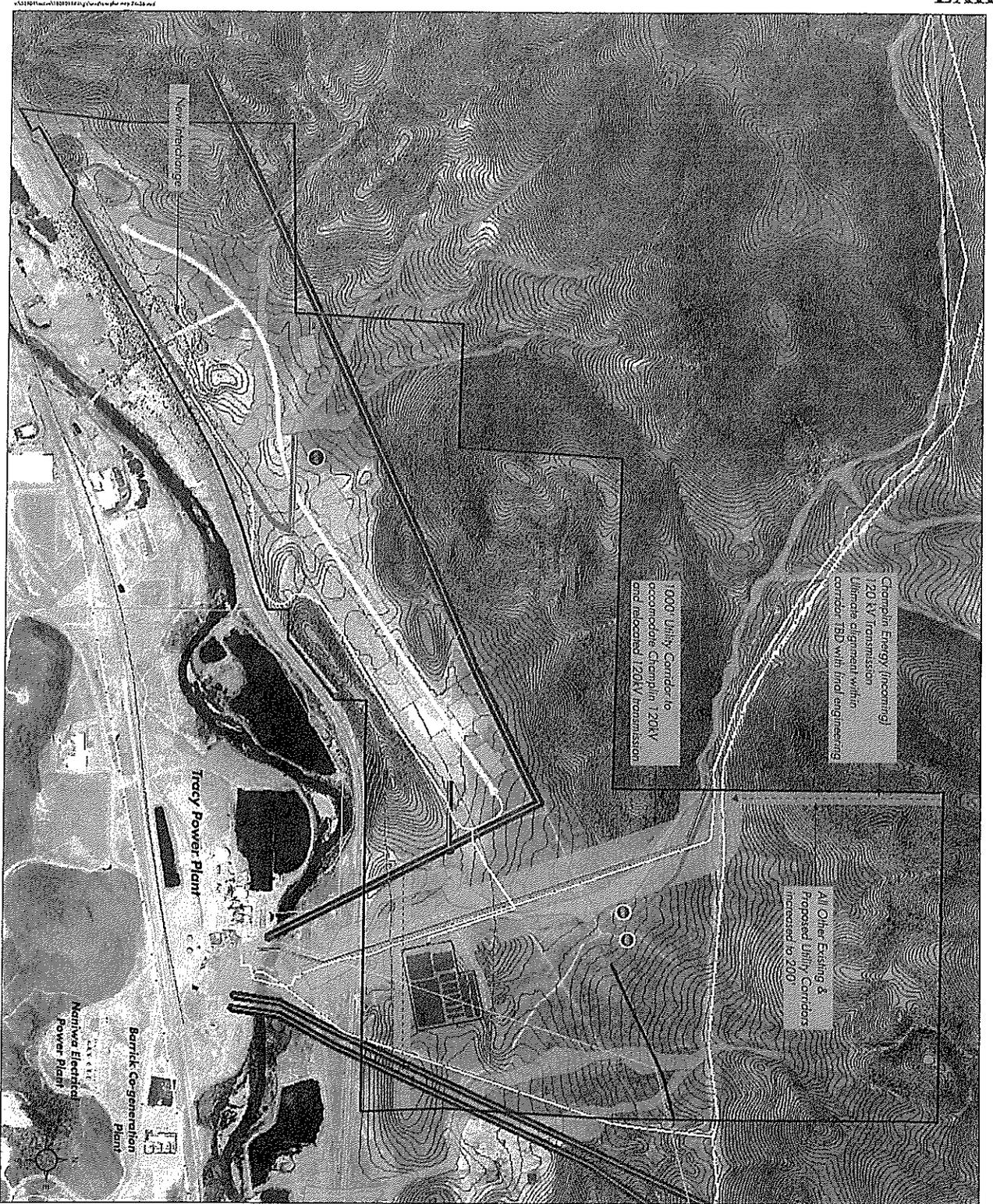
The Washoe County Recorder's Office has determined that the attached document may not be suitable for recording by the method used by the Recorder to preserve the Recorder's records. The customer was advised that copies reproduced from the recorded document would not be legible. However, the customer demanded that the document be recorded without delay as the parties rights may be adversely affected because of a delay in recording. Therefore, pursuant to NRS 247.120 (3), the County Recorder accepted the document conditionally, based on the undersigned's representation (1) that a suitable copy will be submitted at a later date (2) it is impossible or impracticable to submit a more suitable copy.

By my signing below, I acknowledge that I have been advised that once the document has been microfilmed it may not reproduce a legible copy.

Jaime Dellera
Signature

7-30-12
Date

JAIME DELLERA
Printed Name



Reno Technology Park & Sparks Energy Park

Site Plan Map

Legend

- Project Boundary - 2,226 acres
- Conceptual Masterplan Floodplains
- Open Space (Slopes over 30%)
- 90' (ROW) Primary Arterial
- Fire and Tank Access Roadways
- Potential Data Center Building Locations
- Existing Utilities**
 - Gas Pipelines
 - Electric Transmission
 - Telecommunications
- Existing Easements**
 - NV Energy
 - Gas
 - Telephone
 - Private Roadway
 - NDOT Right Of Way
- Proposed Utility Corridor Modifications
- 360MW Power Plant Site
- Relocated Transmission Line
- Proposed New Transmission Line
- Existing Wells/Future Pump Station Locations
- Water Storage Location

Date: Revised May 31, 2011

Projection: State Plane Nevada West Zone, NAD 83
US Survey Foot

Source: Washoe County Department of Community Development; 3/11 digital data release; Science Consulting Services, Inc.

Scale: 1 inch = 1,500 feet
0 750 1,500 2,250 3,000 3,750 feet

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Fax: (775) 850-0887
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Unique Infrastructure Group