

and through the Secretary of the Army, as landlord.

3. The Term of the Lease shall commence on December 15, 1994, and, unless sooner terminated, shall end on December 14, 2049.

4. Landlord hereby grants to Tenant the exclusive right and option to purchase the Property at the price and under the terms and conditions set forth in the Lease. Unless sooner terminated, said option shall expire on December 14, 2004.

5. This Memorandum is prepared for the purposes of recordation and it in no way modifies the provisions of the Lease. The Lease is unrecorded.

Dated: 1/10/95

PACKARD BELL ELECTRONICS, INC.,
a Delaware corporation

By: Jeff Schmitt

By: _____

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

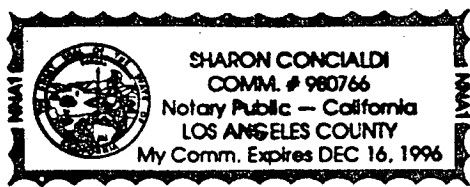
No. 5907

State of California
 County of Los Angeles

On January 10, 1995 before me, Sharon Concialdi, Notary Public
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Jeff Scheinrock
NAME(S) OF SIGNER(S)

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.

Sharon Concialdi
SIGNATURE OF NOTARY

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

- INDIVIDUAL
- CORPORATE OFFICER.
Vice Chairman
TITLE(S)
- PARTNER(S) LIMITED
- GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)
Packard Bell Electronics

DESCRIPTION OF ATTACHED DOCUMENT


Memorandum of Lease and Abstract of Option
TITLE OR TYPE OF DOCUMENT

3
NUMBER OF PAGES

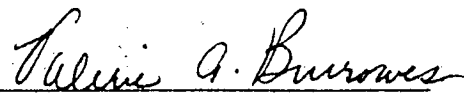
January 10, 1995
DATE OF DOCUMENT

City Manager, City Clerk, City Attorney - Sacramento
SIGNER(S) OTHER THAN NAMED ABOVE

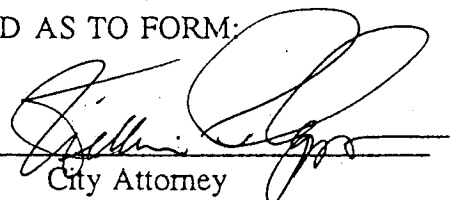
CITY OF SACRAMENTO,
a municipal corporation

By: 
~~Deputy~~ City Manager

ATTEST:

By: 
City Clerk

APPROVED AS TO FORM:

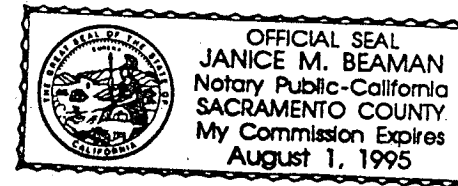
By: 
City Attorney

State of California)
County of Sacramento)

On February 22, 1995 before me, JANICE M. BEAMAN, personally appeared JACK R. CRIST 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 Janice M. Beaman (Seal)

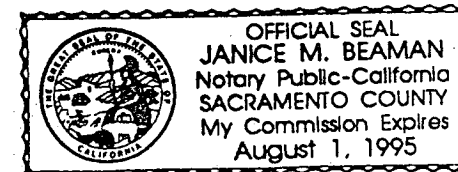


State of California)
County of Sacramento)

On February 22, 1995 before me, JANICE M. BEAMAN personally appeared VALENT A. BURROWS 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 Janice M. Beaman (Seal)



State of California }
County of Sacramento }

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 _____ (Seal)

State of California }
County of Sacramento }

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 _____ (Seal)

ATTACHMENT 1
(Property Description)

12/10/94
4\c:\wp51\citysac\memlease

-6-

City Agreement No. 94-194

RESOLUTION NO. 94-732

ADOPTED BY THE SACRAMENTO CITY COUNCIL

ON DATE OF DEC 13 1994

CERTIFIED AS TRUE COPY
of Resolution No. 94-732

FEB 22 1995

DATE OF EXAMINED

[Signature]
CITY CLERK

RESOLUTION AUTHORIZING LEASE WITH PACKARD BELL ELECTRONICS
(2/3 VOTE REQUIRED)

Be it hereby resolved by City Council that:

1. The City Manager is authorized to execute lease and loan agreements consistent with those documents on file with the City Clerk with Packard Bell Electronics for property at the Army Depot.
2. Revenue is recognized from the loan proceeds and appropriated to the appropriate debt funds.
3. The amount of \$26,000,000 is appropriated from loan proceeds to pay for costs associated with the lease and financing agreements.
4. The Finance Director is authorized to appropriate \$800,000 for loan expenses and all additional restricted funds associated with the loan reserves.
5. The City Treasurer is authorized to execute any agreements necessary to secure financing for the loans appropriated by this resolution.
6. Except for those provisions in the lease document that specify competitive bidding guidelines, competitive bidding is waived for all activities funded with the loan proceeds.

JOE SERNA, JR.

Mayor

ATTEST:

VALERIE BURROWES

City Clerk

FOR CITY CLERK USE ONLY

RESOLUTION NO.: 94-732

City Agreement No. 94-194

DATE ADOPTED: DEC 13 1994

DESCRIPTION

PACKARD BELL PARCELS

All that certain real property situate in the City of Sacramento, County of Sacramento, State of California, lying within Section 26, Township 8 North, Range 5 East, Mount Diablo Meridian and being a portion of the Sacramento Army Depot as shown on the "RECORD OF SURVEY OF SACRAMENTO ARMY DEPOT" filed in Book 53 of Surveys at page 25, Sacramento County Records, described as follows:

All that portion of PARCELS 4 and 5 as said parcels are shown and so designated on said Record of Survey described as follows:

PARCEL 1

Beginning at a point in the east line of the existing road known as Midway Avenue from which the U.S.C.E. brass disc stamped "126-1 1990" shown on said Record of Survey bears the following two (2) courses: (1) North 89°17'30" East 1571.70 feet and (2) North 00°46'53" West 2051.38 feet distant; thence, from said point of beginning, along said east line, North 00°42'30" West 209.47 feet; thence, leaving said east line, North 89°17'30" East 53.11 feet; thence, North 00°42'30" West 12.94 feet; thence, North 89°17'30" East 50.91 feet; thence, North 00°42'30" West 57.60 feet to the south line of the existing road known as Attu Street; thence, along said south line, North 89°17'30" East 683.05 feet; thence, leaving said south line, North 00°35'47" West 125.14 feet; thence, South 89°24'13" West 141.23 feet; thence, North 00°35'47" West 348.66 feet; thence, along a course for convenience designated COURSE "A", South 89°18'46" West 1572.26 feet; thence, South 00°37'20" East 9.88 feet; thence, South 89°19'32" West 664.10 feet to the east line of Marshall Avenue; thence, along said east line, North 00°38'50" West 291.77 feet; thence, leaving said east line North 89°18'53" East 1526.36 feet; thence, North 00°42'29" West 655.30 feet; thence, South 89°18'16" West 1525.66 feet to said east line of Marshall Avenue; thence, along said east line, North 00°38'50" West 868.00 feet to the north line of said Section 26; thence, along said north line, North 89°04'35" East 2556.13 feet; thence, leaving said north line, South 00°57'00" East 473.32 feet; thence, North 89°21'29" East 739.89 feet to the east line of said Section 26; thence, along said east line, South 00°43'53" East 1341.71 feet; thence, leaving said east line, along a course hereby for convenience designated COURSE "B", South 89°18'46" West 638.74 feet; thence, South 00°35'47" East 473.92 feet to the south line of said Attu Street; thence, along said south line and its prolongation easterly, North 89°17'30" East 639.86 feet to said east line of Section 26; thence, along said east line, South 00°43'53" East 280.01 feet; thence, leaving said east line, South 89°17'30" West 1711.16 feet to the point of beginning and containing 121.412 acres of land, more or less.

PARCEL 2

Beginning at a point from which the U.S.C.E. brass disc stamped "126-1 1990" shown on said Record of Survey bears the following two (2) courses: (1) North 89°13'07" East 1166.57 feet and (2) North 00°46'53" West 2822.91 feet distant; thence, from said point of beginning, South 89°15'06" West 416.18 feet to the east line of the existing road known as Midway Avenue; thence, along said east line, North 00°44'54" West 400.70 feet; thence, leaving said east line, North 89°15'06" East 416.18 feet; thence, South 00°44'54" East 400.70 feet to the point of beginning and containing 3.828 acres of land, more or less.

SUBJECT, HOWEVER, to an easement for existing overhead and underground gas, electric, steam distribution, water, sanitary sewer, storm water and telecommunication system facilities as said facilities are delineated on United States government maps entitled "Existing Condition Maps at the Sacramento Army Depot"

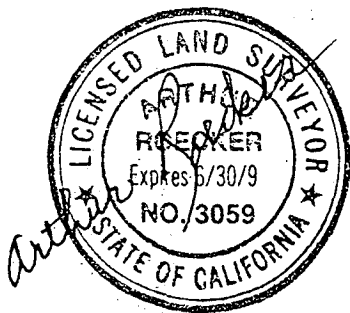
and the right of entry and access to the hereinabove described PARCEL 1 and PARCEL 2 for the maintenance, repair and replacement of said facilities.

ALSO SUBJECT to the rights of the public in existing rights of way and easements for Fruitridge Road along the northerly and for Florin-Perkins Road along the easterly line of the herein described PARCEL 1.

TOGETHER WITH an easement for ingress and egress, but not the exclusive right or privilege, on, over and across the following:

1. Said existing road known as Midway Avenue and extending from the westerly prolongation of the south line of the herein described PARCEL 2 northerly to the course designated COURSE "A" in the herein described PARCEL 1.
2. The existing road know as Marianas Avenue and extending from the easterly prolongation of the south line of said Attu Street northerly to the course designated COURSE "B" in the herein described PARCEL 1.
3. Said existing road know as Attu Street and extending from said Midway Avenue easterly to said Marianas Avenue.

EXCEPTING THEREFROM all that portion thereof lying within the herein described PARCEL 1.



February 17, 1995

MAP CHECK
PACKARD 1

BEARING	DISTANCE	NORTHING	EASTING
		.000	.000
N 00 42 30 W	209.470	209.454	-2.590
N 89 17 30 E	53.110	210.111	50.516
N 00 42 30 W	12.940	223.050	50.356
N 89 17 30 E	50.910	223.679	101.263
N 00 42 30 W	57.600	281.275	100.550
N 89 17 30 E	683.050	289.719	783.548
N 00 35 47 W	125.140	414.852	782.246
S 89 24 13 W	141.230	413.382	641.023
N 00 35 47 W	348.660	762.023	637.394
S 89 18 46 W	1572.260	743.165	-934.753
S 00 37 20 E	9.880	733.286	-934.645
S 89 19 32 W	664.100	725.469	-1598.699
N 00 38 50 W	291.770	1017.220	-1601.995
N 89 18 53 E	1526.360	1035.476	-75.744
N 00 42 29 W	655.300	1690.725	-83.842
S 89 18 16 W	1525.660	1672.205	-1609.390
N 00 38 50 W	868.000	2540.149	-1619.195
N 89 04 35 E	2556.130	2581.353	936.603
S 00 57 00 E	473.320	2108.098	944.451
N 89 21 29 E	739.890	2116.387	1684.294
S 00 43 53 E	1341.710	774.787	1701.421
S 89 18 46 W	638.740	767.126	1062.727
S 00 35 47 E	473.920	293.231	1067.660
N 89 17 30 E	639.860	301.141	1707.471
S 00 43 53 E	280.010	21.154	1711.045
S 89 17 30 W	1711.160	.000	.016

MISCLOSURE IS -.000 x -.016
 S 89 26 16 W .016 .000 .000
 17650.180 DISTANCE TRAVERSED
 1104688 PRECISION

AREA 5288719 SF 121.4123 ACRES

MAP CHECK
PACKARD #2

BEARING	DISTANCE	NORTHING	EASTING
		.000	.000
S 89 15 06 W	416.180	-5.436	-416.145
N 00 44 54 W	400.700	395.230	-421.378
N 89 15 06 E	416.180	400.666	-5.233
S 00 44 54 E	400.700	.000	.000

MISCLOSURE IS -.000 x -.000
 S 42 50 42 W .000 .000 .000
 1633.760 DISTANCE TRAVERSED
 6884285085 PRECISION

AREA 166763 SF 3.8284 ACRES

RESOLUTION NO. 94-732

ADOPTED BY THE SACRAMENTO CITY COUNCIL

ON DATE OF DEC 13 1994

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JOE SERNA, JR.

Mayor

ATTEST:

VALERIE BURROWES

City Clerk

CERTIFIED AS TRUE COPY
of Resolution No. 94-732

MAR 03 1995

DATE CERTIFIED

Assistant

CITY OF SACRAMENTO

FOR CITY CLERK USE ONLY

RESOLUTION NO.: 94-732

DATE ADOPTED: DEC 13 1994