

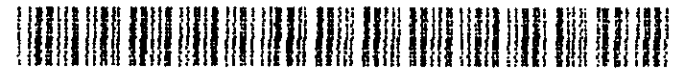
Recording Requested By

Placer Title Company

And when recorded mail to

Altamura Enterprises
101 S. Coombs St. Ste. A
Napa CA 94559

Escrow no. P-539788



2022-0002257

Recorded
Official Records
County of
Napa
JOHN TUTEUR
Assessor-Recorder-Co.

REC FEE 48.00

01:10PM 02-Feb-2022

LS
Page 1 of 12

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SUBORDINATION AGREEMENT



NOTICE: THIS SUBORDINATION AGREEMENT RESULTS IN YOUR SECURITY INTEREST IN THE PROPERTY BECOMING SUBJECT TO AND OF LOWER PRIORITY THAN THE LIEN OF SOME OTHER OR LATER SECURITY INSTRUMENT.

THIS AGREEMENT, made January 28, 2022, by Vinedos AP, LLC, a California limited liability company, owner of the land hereinafter described and hereinafter referred to as "Owner," and Poppy Bank, present owner and holder of the Deed of Trust first hereinafter described and hereinafter referred to as "Beneficiary";

WITNESSETH:

THAT, WHEREAS, Vinedos AP, LLC, a California limited liability company, did execute a Deed of Trust dated September 14, 2021 to First American Title Company of Napa, as trustee, covering:

Legal description attached hereto and designated as Exhibit A

APN: 032-160-072-000; 032-160-084-000; 032-160-085-000, 032-160-086-000; 032-160-087-000; 032-160-088-000

to secure a note in the sum of \$2,700,000.00, dated September 14, 2021, in favor of Poppy Bank, which Deed of Trust was recorded October 12, 2021 as Series Number 2021-0031848, Official Records of said County; and

WHEREAS, Owner has executed, or is about to execute, a Deed of Trust in the sum of \$1,744,600.00 or less, dated January 28, 2022, in favor of George Altamura, Sr., hereinafter referred to as "Lender", payable with interest and upon the terms and conditions described therein, which Deed of Trust is to be recorded concurrently herewith; and

WHEREAS, it is a condition precedent to obtaining said loan that said Deed of Trust last above-mentioned shall unconditionally be and remain at all times a lien or charge upon the land hereinbefore described, prior and superior to the lien or charge of the Deed of Trust first above-mentioned; and

WHEREAS, Lender is willing to make said loan provided the Deed of Trust securing the same is a lien or charge upon the above-described property prior and superior to the lien or charge of the Deed of Trust first above-mentioned and provided that Beneficiary will specifically and unconditionally subordinate the lien or charge of the Deed of Trust first above-mentioned to the lien or charge of the Deed of Trust in favor of Lender; and

WHEREAS, it is to the mutual benefit of the parties hereto that Lender make such loan to Owner; and Beneficiary is willing that the Deed of Trust securing the same shall, when recorded, constitute a lien or charge upon said land which is unconditionally prior and superior to the lien or charge of the Deed of Trust first above-mentioned.

Document Signed in Counterpart

NOW, THEREFORE in consideration of the mutual benefits accruing to the parties hereto and other valuable consideration, the receipt and sufficiency of which consideration is hereby acknowledged, and in order to induce Lender to make the loan above-referred to, it is hereby declared, understood and agreed as follows:

- (1) That said Deed of Trust securing said note in favor of Lender, and any renewals or extensions thereof, shall unconditionally be and remain at all times a lien or charge on the property therein described, prior and superior to the lien or charge of the Deed of Trust first above-mentioned;
- (2) That Lender would not make its loan above-described without this subordination agreement; and
- (3) That this agreement shall be the whole and only agreement with regard to the subordination of the lien or charge of the Deed of Trust first above-mentioned to the lien or charge of the Deed of Trust in favor of Lender above-referred to and shall supersede and cancel, but only insofar as would affect the priority between the deeds of trust hereinbefore specifically described, any prior agreements as to such subordination, including, but not limited to, those provisions, if any, contained in the Deed of Trust first above-mentioned, which provide for the subordination of the lien or charge thereof to another deed or deeds of trust or to another mortgage or mortgages.


Beneficiary declares, agrees, and acknowledges that:

- (a) He consents to and approves (i) all provisions of the Deed of Trust in favor of Lender above-referred to, and (ii) all agreements, including but not limited to, any loan or escrow agreements between Owner and Lender for the disbursement of the proceeds of Lender's loan;
- (b) Lender, in making disbursements pursuant to any such agreement, is under no obligation or duty to, nor has Lender represented that it will, see to the application of such proceeds by the person or persons to whom Lender disburses such proceeds, and any application or use of such proceeds for purposes other than those provided for in such agreement or agreements shall not defeat the subordination herein made in whole or in part;
- (c) He intentionally and unconditionally waives, relinquishes and subordinates the lien or charge of the Deed of Trust first above-mentioned in favor of the lien or charge upon said land of the Deed of Trust in favor of Lender above-referred to, and understands that in reliance upon, and in consideration of his waiver, relinquishment and subordination, specific loans and advances are being and will be made, and, as part and parcel thereof, specific monetary and other obligations are being and will be entered into which would not be made or entered into but for said reliance upon this waiver, relinquishment and subordination; and
- (d) An endorsement has been placed upon the note secured by the Deed of Trust first above-mentioned that said Deed of Trust by this instrument been subordinated to the lien or charge of the Deed of Trust in favor of Lender above-referred to.

NOTICE: THIS SUBORDINATION AGREEMENT CONTAINS A PROVISION WHICH ALLOWS THE PERSON OBLIGATED ON YOUR REAL PROPERTY SECURITY TO OBTAIN A LOAN; A PORTION OF WHICH MAY BE EXPENDED FOR OTHER PURPOSES THAN IMPROVEMENT OF THE LAND.

BENEFICIARY:

Poppy Bank

BY:  _____

Scott Shapiro
Authorized Signer

TRUSTOR

Vinedos AP, LLC
a California limited liability company

By: _____
Esteban Llamas, Manager

IT IS RECOMMENDED THAT, PRIOR TO THE EXECUTION OF THIS SUBORDINATION AGREEMENT, THE PARTIES CONSULT WITH THEIR ATTORNEYS WITH RESPECT THERETO.

**(CLTA Subordination form "A")
(Recorded Deed of Trust to Deed of Trust to record)**

BENEFICIARY:

Poppy Bank

BY: _____

Authorized Signer

TRUSTOR

Vinedos AP, LLC
a California limited liability company

By: Esteban Llamas
Esteban Llamas, Manager

IT IS RECOMMENDED THAT, PRIOR TO THE EXECUTION OF THIS SUBORDINATION AGREEMENT, THE PARTIES CONSULT WITH THEIR ATTORNEYS WITH RESPECT THERETO.

**(CLTA Subordination form "A")
(Recorded Deed of Trust to Deed of Trust to record)**

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.

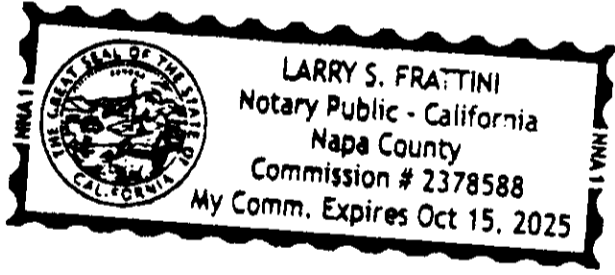
State of California)
County of Napa) ss.

On 2-1-22 before me,
LARRY S FRATTINI

Notary Public personally appeared Esteban Llamas, 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 [Handwritten Signature]



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 Sonoma) ss.

On Feb 1, 2022 _____ before me,
R. Huerta _____

Notary Public personally appeared Scott Shapiro _____

_____ 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 [Handwritten Signature]

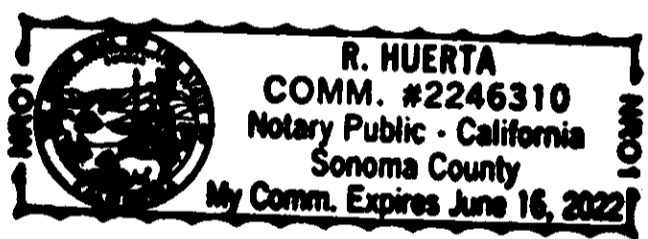


EXHIBIT "A"
LEGAL DESCRIPTION

The land described herein is situated in the State of California, County of Napa, unincorporated area, described as follows:

TRACT ONE:

PARCEL ONE:

Beginning on the east-west center of Section line of Section 25, Township 7 North, Range 4 West, Mount Diablo Meridian, at the intersection thereof with the centerline of Atlas Peak Road; thence along said east-west center of section line South 86°44'56" East 1410.99 feet to the east 1/4 corner of said Section 25; thence along the east line of Section 25 South 0°57'32" West 1302.70 feet to the southeast corner of the north 1/2 of the southeast 1/4 thereof, said point also being the northwest corner of the south 1/2 of the southwest 1/4 of Section 30 of Township 7 North, Range 3 West, Mount Diablo Meridian; thence along the north line of the south 1/2 of said Section 30 South 88°54' 14" East 2558.03 feet to the northeast corner of said south 1/2; thence along the east line of said south 1/2 South 00°21'54" West 1314.34 feet to the southeast corner thereof, said southeast corner being on the north line of Section 31, Township 7 North, Range 3 West, Mount Diablo Meridian; thence along the north line of said Section 31 North 88°38'49" West 1318.89 feet to the northeast corner of Lot 2 of the northwest 1/4 of said Section 31; thence along the east line of said Lot 2 South 1°04'52" West 681.59 feet; thence leaving said east line South 84°52'24" West 340.26 feet; thence North 61°05'43" West 1044.73 feet; thence North 71°12'51" West 382.90 feet; thence North 18°46'29" West 306.47 feet; thence North 35°31'42" West 1007.01 feet to the centerline of Atlas Peak Road; thence along the centerline of Atlas Peak Road along the arc of a non-tangent curve to the left the center of which bears North 44°53'29" West having a radius of 360 feet through a central angle of 14°36'54" an arc distance of 91.83 feet; thence continuing along the centerline of Atlas Peak Road on the following tangent courses: North 30°29'37" East 96.81 feet, on a curve to the left having a radius of 200.00 feet through a central angle of 32°10'25" an arc distance of 112.31 feet, North 1°40'49" West 209.22 feet, on a curve to the left having a radius of 200.00 feet through a central angle of 39°23'28" an arc distance of 137.50 feet, North 41°04'16" West 120.31 feet, on a curve to the right having a radius of 430.00 feet through a central angle of 20°26'26" an arc distance of 153.40 feet, North 20°37'51" West 54.77 feet, on a curve to the left having a radius of 180.00 feet through a central angle of 24°14'23" an arc distance of 76.15 feet, North 44°52'14" West 229.91 feet, on a curve to the right having a radius of 340.00 feet through a central angle of 19°33'45" an arc distance of 116.09 feet, North 25°18'28" West 55.45 feet, on a curve to the right having a radius of 130.00 feet through a central angle of 46°40'51" an arc distance of 105.92 feet, North 21°22'22" East 101.29 feet, on a curve to the right having a radius of 160.00 feet through a central angle of 10°35'54" an arc distance of 29.60 feet, North 31°58'16" East 120.10 feet, on a curve to the left having a radius of 80.00 feet through a central angle of 64°12'41" an arc distance of 89.66 feet and North 32°14'25" West 42.61 feet to the point of beginning.

APN: 032-160-084

PARCEL TWO:

A right of way for roadway and utility purposes in a continuous strip 40 feet wide lying 20 feet on each side of the following centerline:

COMMENCING at the most northerly corner of the tract of land deeded to Bertram Lytell as described in Book 115 of Deeds at page 301 recorded on February 21, 1916 in the office of the Napa County Recorder, said point of commencement being in the center of Atlas Peak Road and being marked by a nail and tag LS4510; thence along the centerline of said Atlas Peak Road North 57°42'27" West 78.62 feet; thence continuing along the centerline of Atlas Peak Road on the following tangent courses: on the arc of a curve to the right having a radius of 270.00 feet through a central angle of 45°56'03" an arc distance of 216.46 feet, North 11°46'24" West 53.11 feet, on a curve to the left having a radius of 490.00 feet through a central angle of 14°37'07" an arc distance of 125.02 feet, North 26°23'31" West 57.71 feet, on a curve to the right having a radius of 800.00 feet through a central angle of 10°45'45" an arc distance of 150.27 feet, North 15°37'46" West 128.11 feet, on a curve to the right having a radius of 6100.00 feet through a central angle of 3°16'25" an arc distance of 348.52 feet, North 12°21'2" West 629.10 feet, on a curve to the left having a radius of 420.00 feet through a central angle of 11°12'23" an arc distance of

82.15 feet, North 23°33'43" West 328.35 feet, on a curve to the left having a radius of 600.00 feet through a central angle of 11°14'27" an arc distance of 117.71 feet, North 34°48' 10" West 8.00 feet, on a curve to the right having a radius of 640.00 feet through a central angle of 1°02'37" an arc distance of 11.66 to the TRUE POINT OF BEGINNING of this right of way; thence leaving the centerline of Atlas Peak Road and along the center of an existing dirt road North 42°56'54" East 168.29 feet; thence continuing along the center of said dirt road on the following tangent courses: on a curve to the right having a radius of 60.00 feet through a central angle of 20°46'37" an arc distance of 21.76 feet, North 63°43'32" East 171.13 feet, on a curve to the right having a radius of 60.00 feet through a central angle of 19°58'31" an arc distance of 20.92 feet, North 83°42'03" East 234.42 feet, on a curve to the right having a radius of 60.00 feet through a central angle of 24°19'58" an arc distance of 25.48 feet, South 71 °57'59" East 134.47 feet, on a curve to the left having a radius of 60.00 feet through a central angle of 36°26'36" an arc distance of 38.16 feet, North 71°35'25" East 379.66 feet, on a curve to the left having a radius of 100.00 feet through a central angle of 23°07'52" an arc distance of 40.37 feet, North 48°27'33" East 159.80 feet, on a curve to the right having a radius of 80.00 feet through a central angle of 19°17'53" an arc distance of 26.95 feet, North 67°45'26" East 100.31 feet, on a curve to the right having a radius of 60.00 feet through a central angle of 36°09'32" an arc distance of 37.87 feet, South 76°05'02" East feet, on a curve to the right having a radius of 200.00 feet through a central angle of 17°48'55" an arc distance of 62.19 feet, South 58°16'07" East 336.24 feet, on a curve to the left having a radius of 100.00 feet through a central angle of 17°18'05" an arc distance of 30.20 feet, South 75°34'12" East 104.24 feet, on a curve to the right having a radius of 60.00 feet through a central angle of 14°28'29" an arc distance of 15.16 feet to a point 20 feet southerly measured at right angles from the line delineated as North 61°05'43" West in the above description of the 155.96 acre tract; thence along the center of said dirt road South 61°05'43" East feet as granted in the document recorded March 7, 2005 as Instrument Number 2005-0008586 of Official Records.

TRACT TWO:
PARCEL ONE:

COMMENCING AT THE SOUTHEAST CORNER OF LOT NUMBER 2 OF THE SOUTHWEST 1/4 OF SECTION 31, TOWNSHIP 7 NORTH, RANGE 3 WEST, MOUNT DIABLO MERIDIAN, SAID POINT BEING ON THE SOUTH LINE OF SAID SECTION 31; THENCE ALONG THE EAST LINE OF LOT NUMBER 2 OF SAID SOUTHWEST 1/4 NORTH 1°04'52" EAST 1550.69 FEET TO THE TRUE POINT OF BEGINNING; THENCE LEAVING SAID EAST LINE NORTH 69°36'58" WEST 878.75 FEET; THENCE SOUTH 77°10'26" WEST 455.42 FEET TO THE CENTERLINE OF ATLAS PEAK ROAD; THENCE ALONG THE CENTERLINE OF ATLAS PEAK ROAD ON THE ARC OF A NON-TANGENT CURVE TO THE LEFT THE CENTER OF WHICH BEARS SOUTH 89°26'18" WEST HAVING A RADIUS OF 150 FEET THROUGH A CENTRAL ANGLE OF 36°53'37" AN ARC DISTANCE OF 96.59 FEET; THENCE CONTINUING ALONG THE CENTERLINE OF ATLAS PEAK ROAD ON THE FOLLOWING TANGENT COURSES: NORTH 37°27'19" WEST 25.09 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 170.00 FEET THROUGH A CENTRAL ANGLE OF 29°22'51" AN ARC DISTANCE OF 87.18 FEET, NORTH 66°50'10" WEST 109.56 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 240.00 FEET THROUGH A CENTRAL ANGLE OF 34°34'34" AN ARC DISTANCE OF 144.83 FEET, NORTH 32°15'37" WEST 118.72 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 140.00 FEET THROUGH A CENTRAL ANGLE OF 48°09'05" AN ARC DISTANCE OF 117.66 FEET, NORTH 80°24'42" WEST 42.42 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 330.00 FEET THROUGH A CENTRAL ANGLE OF 18°44'44" AN ARC DISTANCE OF 107.97 FEET, NORTH 61°39'58" WEST 83.44 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 1000.00 FEET THROUGH A CENTRAL ANGLE OF 3°57'31" AN ARC DISTANCE OF 69.09 FEET; THENCE NORTH 57°42'27" WEST 218.20 FEET; THENCE ON A CURVE TO THE RIGHT HAVING A RADIUS OF 270.00 FEET THROUGH A CENTRAL ANGLE OF 45°56'03" AN ARC DISTANCE OF 216.46 FEET; THENCE LEAVING SAID CENTERLINE NORTH 58°05'12" EAST 1335.95 FEET; THENCE NORTH 84°47'17" EAST 1237.61 FEET TO THE EAST LINE OF LOT NUMBER 2 OF THE NORTHWEST 1/4 OF SAID SECTION 31; THENCE ALONG THE EAST LINE OF SAID LOT 2 OF THE NORTHWEST 1/4 AND LOT NUMBER 2 OF THE SOUTHWEST 1/4 OF SAID SECTION 31 SOUTH 1°04'52" WEST 1892.07 FEET TO THE TRUE POINT OF BEGINNING.

APN 032-160-088

PARCEL TWO:
A RIGHT OF WAY FOR ROADWAY AND UTILITY PURPOSES IN A CONTINUOUS STRIP 40 FEET WIDE LYING 20 FEET ON EACH SIDE OF THE FOLLOWING CENTERLINE:

COMMENCING AT THE MOST NORTHERLY CORNER OF THE TRACT OF LAND DEEDED TO BERTRAM LYTELL AS DESCRIBED IN BOOK 115 OF DEEDS AT PAGE 301 RECORDED ON FEBRUARY 21, 1916 IN THE OFFICE OF THE NAPA COUNTY RECORDER, SAID POINT OF COMMENCEMENT BEING IN THE CENTER OF

ATLAS PEAK ROAD AND BEING MARKED BY A NAIL AND TAG LS4510; THENCE ALONG THE CENTERLINE OF SAID ATLAS PEAK ROAD NORTH 57°42'27" WEST 78.62 FEET; THENCE CONTINUING ALONG THE CENTERLINE OF ATLAS PEAK ROAD ON THE FOLLOWING TANGENT COURSES: ON THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 270.00 FEET THROUGH A CENTRAL ANGLE OF 45°56'03" AN ARC DISTANCE OF 216.46 FEET, NORTH 11°46'24" WEST 53.11 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 490.00 FEET THROUGH A CENTRAL ANGLE OF 14°37'07" AN ARC DISTANCE OF 125.02 FEET, NORTH 26°23'31" WEST 57.71 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 800.00 FEET THROUGH A CENTRAL ANGLE OF 10°45'45" AN ARC DISTANCE OF 150.27 FEET, NORTH 15°37'46" WEST 128.11 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 6100.00 FEET THROUGH A CENTRAL ANGLE OF 3°16'25" AN ARC DISTANCE OF 348.52 FEET, NORTH 12°21'21" WEST 629.10 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 420.00 FEET THROUGH A CENTRAL ANGLE OF 11°12'23" AN ARC DISTANCE OF 82.15 FEET, NORTH 23°33'43" WEST 328.35 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 600.00 FEET THROUGH A CENTRAL ANGLE OF 11°14'27" AN ARC DISTANCE OF 117.71 FEET, NORTH 34°48'10" WEST 8.00 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 640.00 FEET THROUGH A CENTRAL ANGLE OF 1°02'37" AN ARC DISTANCE OF 11.66 TO THE TRUE POINT OF BEGINNING OF THIS RIGHT OF WAY; THENCE LEAVING THE CENTERLINE OF ATLAS PEAK ROAD AND ALONG THE CENTER OF AN EXISTING DIRT ROAD NORTH 42°56'54" EAST 168.29 FEET; THENCE CONTINUING ALONG THE CENTER OF SAID DIRT ROAD ON THE FOLLOWING TANGENT COURSES: ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 20°46'37" AN ARC DISTANCE OF 21.76 FEET, NORTH 63°43'32" EAST 171.13 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 19°58'31" AN ARC DISTANCE OF 20.92 FEET, NORTH 83°42'03" EAST 234.42 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 24°19'58" AN ARC DISTANCE OF 25.48 FEET, SOUTH 71°57'59" EAST 134.47 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 36°26'36" AN ARC DISTANCE OF 38.16 FEET, NORTH 71°35'25" EAST 379.66 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 100.00 FEET THROUGH A CENTRAL ANGLE OF 23°07'52" AN ARC DISTANCE OF 40.37 FEET, NORTH 48°27'33" EAST 159.80 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 80.00 FEET THROUGH A CENTRAL ANGLE OF 19°17'53" AN ARC DISTANCE OF 26.95 FEET, NORTH 67°45'26" EAST 100.31 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 36°09'32" AN ARC DISTANCE OF 37.87 FEET, SOUTH 76°05'02" EAST 290.30 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 200.00 FEET THROUGH A CENTRAL ANGLE OF 17°48'55" AN ARC DISTANCE OF 62.19 FEET, SOUTH 58°16'07" EAST 336.24 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 100.00 FEET THROUGH A CENTRAL ANGLE OF 17°18'05" AN ARC DISTANCE OF 30.20 FEET, SOUTH 75°34'12" EAST 104.24 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 14°28'29" AN ARC DISTANCE OF 15.16 FEET, SOUTH 61°05'43" EAST 134.30 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 38°08'43" AN ARC DISTANCE OF 39.95 FEET, SOUTH 22°57'00" EAST 111.80 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 80.00 FEET THROUGH A CENTRAL ANGLE OF 28°30'38" AN ARC DISTANCE OF 39.81 FEET, SOUTH 51°27'39" EAST 134.77 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 200.00 FEET THROUGH A CENTRAL ANGLE OF 20°56'39" AN ARC DISTANCE OF 73.11 FEET, SOUTH 30°31'00" EAST 403.53 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 35°01'06" AN ARC DISTANCE OF 36.67 FEET, SOUTH 4°30'06" WEST 218.51 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 32°38'31" AN ARC DISTANCE OF 34.18 FEET, SOUTH 28°08'26" EAST 119.70 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 48°58'35" AN ARC DISTANCE OF 51.29 FEET AND SOUTH 20°50'10" WEST 181.41 FEET TO THE NORTHERLY LINE OF THE ABOVE DESCRIBED 66.99 ACRE TRACT, AS GRANTED IN THE DEED RECORDED MARCH 7, 2005 AS INSTRUMENT NUMBER 2005-0008586 OF OFFICIAL RECORDS OF NAPA COUNTY.

TRACT THREE:

COMMENCING AT THE MOST NORTHERLY CORNER OF THE TRACT OF LAND DEEDED TO BERTRAM LYTELL AS DESCRIBED IN BOOK 115 OF DEEDS AT PAGE 301 RECORDED ON FEBRUARY 21, 1916 IN THE OFFICE OF THE NAPA COUNTY RECORDER, SAID POINT OF COMMENCEMENT BEING IN THE CENTER OF ATLAS PEAK ROAD AND BEING MARKED BY A NAIL AND TAG LS4510; THENCE ALONG THE CENTERLINE OF SAID ATLAS PEAK ROAD NORTH 57°42'27" WEST 78.62 FEET; THENCE CONTINUING ALONG THE CENTERLINE OF ATLAS PEAK ROAD ON THE FOLLOWING TANGENT COURSES: ON THE ARC OF A TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 270.00 FEET THROUGH A CENTRAL ANGLE OF 45°56'03" AN ARC DISTANCE OF 216.46 FEET, NORTH 11°46'24" WEST 53.11 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 490.00 FEET THROUGH A CENTRAL ANGLE OF 14°37'07" AN ARC DISTANCE OF 125.02

FEET, NORTH 26°23'31" WEST 57.71 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 800.00 FEET THROUGH A CENTRAL ANGLE OF 10°45'45" AN ARC DISTANCE OF 150.27 FEET, NORTH 15°37'46" WEST 128.11 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 6100.00 FEET THROUGH A CENTRAL ANGLE OF 3°16'25" AN ARC DISTANCE OF 348.52 FEET, NORTH 12°21'21" WEST 629.10 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 420.00 FEET THROUGH A CENTRAL ANGLE OF 11°12'23" AN ARC DISTANCE OF 82.15 FEET, NORTH 23°33'43" WEST 328.35 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 600.00 FEET THROUGH A CENTRAL ANGLE OF 11°14'27" AN ARC DISTANCE OF 117.71 FEET, NORTH 34°48'10" WEST 8.00 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 640.00 FEET THROUGH A CENTRAL ANGLE OF 6°22'58" AN ARC DISTANCE OF 71.30 FEET, NORTH 28°25'12" WEST 258.27 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 190.00 FEET THROUGH A CENTRAL ANGLE OF 71°38'19" AN ARC DISTANCE OF 237.56 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING ALONG THE CENTERLINE OF ATLAS PEAK ROAD ON THE FOLLOWING TANGENT COURSES: NORTH 43°13'07" EAST 359.26 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 150.00 FEET THROUGH A CENTRAL ANGLE OF 40°07'05" AN ARC DISTANCE OF 105.03 FEET, NORTH 3°06'02" EAST 155.57 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 240.00 FEET THROUGH A CENTRAL ANGLE OF 48°06'47" AN ARC DISTANCE OF 201.54 FEET, NORTH 51°12'49" EAST 226.76 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 160.00 FEET THROUGH A CENTRAL ANGLE OF 25°24'26" AN ARC DISTANCE OF 70.95 FEET, NORTH 25°48'23" EAST 58.72 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 620.00 FEET THROUGH A CENTRAL ANGLE OF 19°18'08" AN ARC DISTANCE OF 208.87 FEET AND NORTH 45°06'31" EAST 99.80 FEET; THENCE LEAVING SAID CENTERLINE SOUTH 35°31'42" EAST 1007.01 FEET; THENCE SOUTH 18°46'29" EAST 306.47 FEET; THENCE SOUTH 60°43'40" WEST 588.88 FEET; THENCE NORTH 77°22'48" WEST 1016.32 FEET TO THE TRUE POINT OF BEGINNING.

APN 032-160-085

TRACT FOUR:

PARCEL ONE:

COMMENCING AT THE MOST NORTHERLY CORNER OF THE TRACT OF LAND DEEDED TO BERTRAM LYTELL AS DESCRIBED IN BOOK 115 OF DEEDS AT PAGE 301 RECORDED ON FEBRUARY 21, 1916 IN THE OFFICE OF THE NAPA COUNTY RECORDER, SAID POINT OF COMMENCEMENT BEING IN THE CENTER OF ATLAS PEAK ROAD AND BEING MARKED BY A NAIL AND TAG LS4510; THENCE ALONG THE CENTERLINE OF SAID ATLAS PEAK ROAD NORTH 57°42'27" WEST 78.62 FEET; THENCE ON THE ARC OF A TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 270.00 FEET THROUGH A CENTRAL ANGLE OF 45°56'03" AN ARC DISTANCE OF 216.46 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING ALONG THE CENTERLINE OF ATLAS PEAK ROAD ON THE FOLLOWING TANGENT COURSES: NORTH 11°46'24" WEST 53.11 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 490.00 FEET THROUGH A CENTRAL ANGLE OF 14°37'07" AN ARC DISTANCE OF 125.02 FEET, NORTH 26°23'31" WEST 57.71 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 800.00 FEET THROUGH A CENTRAL ANGLE OF 10°45'45" AN ARC DISTANCE OF 150.27 FEET, NORTH 15°37'46" WEST 128.11 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 6100.00 FEET THROUGH A CENTRAL ANGLE OF 3°16'25" AN ARC DISTANCE OF 348.52 FEET; THENCE LEAVING SAID CENTERLINE NORTH 59°31'31" EAST 1194.43 FEET; THENCE NORTH 20°28'21" EAST 1011.78 FEET; THENCE SOUTH 61°05'43" EAST 1044.73 FEET; THENCE NORTH 84°52'24" EAST 340.26 FEET TO THE EAST LINE OF LOT 2 OF THE NORTHWEST 1/4 OF SECTION 31, TOWNSHIP 7 NORTH, RANGE 3 WEST, MOUNT DIABLO MERIDIAN; THENCE ALONG SAID EAST LINE SOUTH 01°04'52" WEST 1083.71 FEET TO A POINT FROM WHICH THE SOUTHEAST CORNER OF LOT NUMBER 2 OF THE SOUTHWEST 1/4 OF SAID SECTION 31 BEARS SOUTH 01°04'52" WEST 3442.76 FEET DISTANT; THENCE LEAVING SAID EAST LINE SOUTH 84°47'17" WEST 1237.61 FEET; THENCE SOUTH 58°05'12" WEST 1335.95 FEET TO THE TRUE POINT OF BEGINNING.

APN 032-160-087

PARCEL TWO:

A RIGHT OF WAY FOR ROADWAY AND UTILITY PURPOSES IN A CONTINUOUS STRIP 40 FEET WIDE LYING 20 FEET ON EACH SIDE OF THE FOLLOWING CENTERLINE:

COMMENCING AT THE MOST NORTHERLY CORNER OF THE TRACT OF LAND DEEDED TO BERTRAM LYTELL AS DESCRIBED IN BOOK 115 OF DEEDS AT PAGE 301 RECORDED ON FEBRUARY 21, 1916 IN THE

OFFICE OF THE NAPA COUNTY RECORDER, SAID POINT OF COMMENCEMENT BEING IN THE CENTER OF ATLAS PEAK ROAD AND BEING MARKED BY A NAIL AND TAG LS4510; THENCE ALONG THE CENTERLINE OF SAID ATLAS PEAK ROAD NORTH 57°42'27" WEST 78.62 FEET; THENCE CONTINUING ALONG THE CENTERLINE OF ATLAS PEAK ROAD ON THE FOLLOWING TANGENT COURSES: ON THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 270.00 FEET THROUGH A CENTRAL ANGLE OF 45°56'03" AN ARC DISTANCE OF 216.46 FEET, NORTH 11°46'24" WEST 53.11 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 490.00 FEET THROUGH A CENTRAL ANGLE OF 14°37'07" AN ARC DISTANCE OF 125.02 FEET, NORTH 26°23'31" WEST 57.71 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 800.00 FEET THROUGH A CENTRAL ANGLE OF 10°45'45" AN ARC DISTANCE OF 150.27 FEET, NORTH 15°37'46" WEST 128.11 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 6100.00 FEET THROUGH A CENTRAL ANGLE OF 3°16'25" AN ARC DISTANCE OF 348.52 FEET, NORTH 12°21'21" WEST 629.10 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 420.00 FEET THROUGH A CENTRAL ANGLE OF 11°12'23" AN ARC DISTANCE OF 82.15 FEET, NORTH 23°33'43" WEST 328.35 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 600.00 FEET THROUGH A CENTRAL ANGLE OF 11°14'27" AN ARC DISTANCE OF 117.71 FEET, NORTH 34°48'10" WEST 8.00 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 640.00 FEET THROUGH A CENTRAL ANGLE OF 1°02'37" AN ARC DISTANCE OF 11.66 TO THE TRUE POINT OF BEGINNING OF THIS RIGHT OF WAY; THENCE LEAVING THE CENTERLINE OF ATLAS PEAK ROAD AND ALONG THE CENTER OF AN EXISTING DIRT ROAD NORTH 42°56'54" EAST 168.29 FEET; THENCE CONTINUING ALONG THE CENTER OF SAID DIRT ROAD ON THE FOLLOWING TANGENT COURSES: ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 20°46'37" AN ARC DISTANCE OF 21.76 FEET, NORTH 63°43'32" EAST 171.13 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 19°58'31" AN ARC DISTANCE OF 20.92 FEET, NORTH 83°42'03" EAST 234.42 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 24°19'58" AN ARC DISTANCE OF 25.48 FEET, SOUTH 71°57'59" EAST 134.47 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 36°26'36" AN ARC DISTANCE OF 38.16 FEET, NORTH 71°35'25" EAST 379.66 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 100.00 FEET THROUGH A CENTRAL ANGLE OF 23°07'52" AN ARC DISTANCE OF 40.37 FEET, NORTH 48°27'33" EAST 159.80 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 80.00 FEET THROUGH A CENTRAL ANGLE OF 19°17'53" AN ARC DISTANCE OF 26.95 FEET, NORTH 67°45'26" EAST 100.31 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 60.00 FEET THROUGH A CENTRAL ANGLE OF 36°09'32" AN ARC DISTANCE OF 37.87 FEET, SOUTH 76°05'02" EAST 290.30 FEET, AND ON A CURVE TO THE RIGHT HAVING A RADIUS OF 200.00 FEET THROUGH A CENTRAL ANGLE OF 16°20'22" AN ARC DISTANCE OF 57.00 FEET, AS GRANTED IN DEED RECORDED MARCH 7, 2005 AS INSTRUMENT NUMBER 2005-0008582 OF OFFICIAL RECORDS OF NAPA COUNTY.

TRACT FIVE:

COMMENCING AT THE MOST NORTHERLY CORNER OF THE TRACT OF LAND DEEDED TO BERTRAM LYTELL AS DESCRIBED IN BOOK 115 OF DEEDS AT PAGE 301 RECORDED ON FEBRUARY 21, 1916 IN THE OFFICE OF THE NAPA COUNTY RECORDER, SAID POINT OF COMMENCEMENT BEING IN THE CENTER OF ATLAS PEAK ROAD AND BEING MARKED BY A NAIL AND TAG LS4510; THENCE ALONG THE CENTERLINE OF SAID ATLAS PEAK ROAD NORTH 57°42'27" WEST 78.62 FEET; THENCE CONTINUING ALONG THE CENTERLINE OF ATLAS PEAK ROAD ON THE FOLLOWING TANGENT COURSES: ON THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 270.00 FEET THROUGH A CENTRAL ANGLE OF 45°56'03" AN ARC DISTANCE OF 216.46 FEET, NORTH 11°46'24" WEST 53.11 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 490.00 FEET THROUGH A CENTRAL ANGLE OF 14°37'07" AN ARC DISTANCE OF 125.02 FEET, NORTH 26°23'31" WEST 57.71 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 800.00 FEET THROUGH A CENTRAL ANGLE OF 10°45'45" AN ARC DISTANCE OF 150.27 FEET, NORTH 15°37'46" WEST 128.11 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 6100.00 FEET THROUGH A CENTRAL ANGLE OF 3°16'25" AN ARC DISTANCE OF 348.52 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING ALONG THE CENTERLINE OF ATLAS PEAK ROAD ON THE FOLLOWING TANGENT COURSES: NORTH 12°21'21" WEST 629.10 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 420.00 FEET THROUGH A CENTRAL ANGLE OF 11°12'23" AN ARC DISTANCE OF 82.15 FEET, NORTH 23°33'43" WEST 328.35 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 600.00 FEET THROUGH A CENTRAL ANGLE OF 11°14'27" AN ARC DISTANCE OF 117.71 FEET, NORTH 34°48'10" WEST 8.00 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 640.00 FEET THROUGH A CENTRAL ANGLE OF 6°22'58" AN ARC DISTANCE OF 71.30 FEET, NORTH 28°25'12" WEST 258.27 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 190.00 FEET THROUGH A CENTRAL ANGLE OF 71°38'19" AN ARC DISTANCE OF 237.56 FEET; THENCE LEAVING SAID CENTERLINE SOUTH 77°22'48" EAST 1016.32 FEET; THENCE NORTH 60°43'40" EAST 588.88 FEET; THENCE

SOUTH 71°12'51" EAST 382.90 FEET; THENCE SOUTH 20°28'21" WEST 1011.78 FEET; THENCE SOUTH 59°31'31" WEST 1194.43 FEET TO THE TRUE POINT OF BEGINNING.

APN 032-160-086

TRACT SIX:

BEGINNING AT THE SOUTHEAST CORNER OF LOT NUMBER 2 OF THE SOUTHWEST 1/4 OF SECTION 31, TOWNSHIP 7 NORTH, RANGE 3 WEST, MOUNT DIABLO MERIDIAN, SAID POINT BEING ON THE SOUTH LINE OF SAID SECTION 31; THENCE ALONG THE SOUTH LINE OF SAID SECTION 31 NORTH 88°31'06" WEST 943.09 FEET TO THE CENTERLINE OF ATLAS PEAK ROAD; THENCE ALONG THE CENTERLINE OF SAID ATLAS PEAK ROAD NORTH 13°09'47" EAST 156.62 FEET; THENCE CONTINUING ALONG THE CENTERLINE OF ATLAS PEAK ROAD ON THE FOLLOWING TANGENT COURSES: ON A CURVE TO THE LEFT HAVING A RADIUS OF 170.00 FEET THROUGH A CENTRAL ANGLE OF 35°00'08" AN ARC DISTANCE OF 103.85 FEET, NORTH 21°50'21" WEST 11.68 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 350.00 FEET THROUGH A CENTRAL ANGLE OF 32°02'39" AN ARC DISTANCE OF 195.75 FEET, NORTH 53°53'00" WEST 72.24 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 300.00 FEET THROUGH A CENTRAL ANGLE OF 27°16'14" AN ARC DISTANCE OF 142.79 FEET, NORTH 26°36'46" WEST 34.25 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 230.00 FEET THROUGH A CENTRAL ANGLE OF 27°03'09" AN ARC DISTANCE OF 108.60 FEET, NORTH 53°39'55" WEST 56.91 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 140.00 FEET THROUGH A CENTRAL ANGLE OF 50°59'21" AN ARC DISTANCE OF 124.59 FEET, NORTH 2°40'34" WEST 7.81 FEET, ON A CURVE TO THE RIGHT HAVING A RADIUS OF 600.00 FEET THROUGH A CENTRAL ANGLE OF 17°22'04" AN ARC DISTANCE OF 181.87 FEET, NORTH 14°41'30" EAST 176.16 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 1200.00 FEET THROUGH A CENTRAL ANGLE OF 4°40'34" AN ARC DISTANCE OF 97.94 FEET, NORTH 10°00'56" EAST 276.37 FEET, ON A CURVE TO THE LEFT HAVING A RADIUS OF 350.00 FEET THROUGH A CENTRAL ANGLE OF 10°34'38" AN ARC DISTANCE OF 64.61 FEET, NORTH 00°33'42" WEST 119.32 FEET; THENCE LEAVING SAID CENTERLINE NORTH 77°10'26" EAST 455.42 FEET; THENCE SOUTH 69°36'58" EAST 878.75 FEET MORE OR LESS TO THE EAST LINE OF SAID LOT 2 OF THE SOUTHWEST 1/4 OF SECTION 31; THENCE ALONG SAID EAST LINE SOUTH 1°04'52" WEST 1550.69 FEET TO THE POINT OF BEGINNING.

APN 032-160-072