

RECORDING REQUESTED BY:

Parker & Covert LLP
for the benefit of the
Davis Joint Unified School District

WHEN RECORDED RETURN TO:

Meghan Covert Russell
Parker & Covert LLP
2520 Venture Oaks, Suite 190
Sacramento CA 95833

This document is recorded for the benefit of the Davis Joint Unified School District and recording is exempt from fees pursuant to California Government Code section 27383. This transaction is not a transaction subject to documentary transfer tax pursuant to Section 11911 of the California Revenue and Taxation Code.

MEMORANDUM OF AGREEMENT

This MEMORANDUM OF AGREEMENT is made and entered into on the date shown below by and between the Davis Joint Unified School District (the "District") and Nishi Gateway LLC, a California limited partnership (the "Landowner"). The District and the Landowner have entered into an unrecorded Agreement (the "Agreement") dated as of _____, 2016 and entitled, "Davis Joint Unified School District Agreement, Petition and Waiver (Annexation of Property to Community Facilities District No. 2)," relating to the property described in **EXHIBIT A**, attached hereto and incorporated herein by reference, for the purposes described in the Recitals of the Agreement.

This Memorandum of Agreement has been prepared for the purpose of recordation and in no way modifies the rights and obligations of the parties, which are fully set forth in the Agreement.

Copies of the Agreement are in the possession of the District at its offices at 526 B Street, Davis, CA 95616.

IN WITNESS WHEREOF this Memorandum of Agreement has been executed by the parties as of the day and year shown below.

Date: _____, 2016

DAVIS JOINT UNIFIED SCHOOL DISTRICT

By: _____
Bruce Colby,
Associate Superintendent Business Services

NISHI GATEWAY LLC
a California limited partnership

By: _____
Timothy Ruff, Managing Partner

[DISTRICT NOTARY ACKNOWLEDGMENT FORM]

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 _____)

On _____, before me, _____, a Notary Public, personally appeared _____, 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 _____ (Seal)

[NISHI GATEWAY LLC NOTARY ACKNOWLEDGMENT FORM]

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 _____)

On _____, before me, _____, a Notary Public, personally appeared _____, 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 _____ (Seal)

EXHIBIT A

**LEGAL DESCRIPTION OF REAL PROPERTY
SUBJECT TO ANNEXATION TO CFD NO. 2**

APN 036-170-18