

May 10, 2006

Mr. Michael Klein
1575 North Ontare Road
Santa Barbara, CA 93105

Proposed Exchange

Mr. Klein, I perceive the steps needed to consummate the exchange of the San Roque Canyon Road right-of-way for public trail easements are:

- County and City (herein the "Government"), through separate but coordinated actions, shall vacate and abandon the existing San Roque Canyon Road right-of-way (herein the "ROW") which burdens Assessor Parcel numbers 055-030-069, -070, and -077, (herein the "Property") to Mr. Klein as owner of those parcels. The Government shall also accept a public trail easement (as later defined) across the Property from Mr. Klein. Internal Government steps required prior to Government's execution of the quit claims include but are not limited to: CEQA review, determination by the City's and County's Planning Commissions that the proposed ROW abandonment and trail acceptance are in compliance with the County's and the City's General Plans, notification of the proposed abandonment to Government officials and utility companies, and posting and public notification of the intent to abandon in accordance with Government Code. Due to gift of public funds constraints, the County can not quitclaim the ROW without compensation.
- In exchange, and prior to the Government's execution of the above referenced quitclaim(s), Mr. Klein will:
 1. Purchase title reports on each of the parcels impacted by this project and deliver them to Government staff; and
 2. Have the value of the trails and ROW determined by an appraiser acceptable to the County and deliver those appraisals to the County; and
 3. Reach agreement with Government staff on the location of the Jesusita Trail on the above referenced Property owned by Mr. Klein; and
 4. Once County Parks and Planning & Development have approved the location of the Jesusita trail (which approval will not unreasonable be withheld), Mr. Klein shall have the centerline of the approved location of the new Jesusita trail and the existing San Roque Canyon Road ROW staked by a licensed land surveyor. That staking will be closely coordinated with a site visit including staff from County Parks, Planning and Development, Real Property, Survey and P&S Surveyor and appropriate City staff. The staking should include the point on Mr. Klein's Property where the current County Road exits north from the Property to the neighbor's property (APN 153-260-020) and enough information to assure a continuous public easement through City and County jurisdictions; and
 5. Execute and deliver an original fully executed, notarized, and a recordable grant of easement for a fifteen foot (15') wide public trail on the Property (the Jesusita trail) and pay to County the difference in value between the trail and the ROW; and

6. Work with the appropriate Government staff and merge the San Roque Canyon Road right-of-way into one or more of the existing adjacent parcels; and
 7. Provide all needed title research to accomplish the above tasks.
- When all Mr. Klein's required components have been delivered to and accepted by Government's staff, said staff will deliver the quitclaims for execution and the trail easements for acceptance to the respective governing bodies.
 - After execution of the quitclaim and acceptance of the trail easement by the Board of Supervisors **but** prior to recordation of either document, Mr. Klein **shall** construct or have constructed within the new trail easement a riding and hiking trail to Forest Service standards. County through the Parks Department shall inspect the new trail location and construction and determine if it is in conformity with Forest Service standards. When Parks determines the trail is in conformity with the above components (which approval will not unreasonable be withheld), they will acknowledge same in writing to Real Property.
 - Real Property will hold the quitclaim and the replacement trail easement pending delivery of compensation from Mr. Klein as referenced in item number 5 above, and completion of all the City components needed to consummate the trail grant and acceptance within the City limits.
 - Government staff as agent for the parties will deliver all documents required to consummate the exchange and merge the ROW into existing parcels to the Recorder's office for recordation.

This letter does not constitute an offer to sell or buy. Any proposed exchange, quitclaim or the acceptance of any grant deed are subject to the final approval of the Board of Supervisors.

If you agree to the above proposal please sign the attached copy of this letter and return it to me. I have included a self addressed and stamped envelope for your convenience.

Sincerely;

J. Jeffery Havlik
SR/WA

I agree to the above proposed exchange and will provide information and execute documents as required to consummate the proposed exchange in a timely fashion.



May 10, 2006

Mr. Michael Klein (Signature & Date)