

EXHIBIT A
Specific Plan

RESTAURANT ROW

SPECIFIC PLAN



Submitted to

City of San Marcos
Specific Plan (SP) 22-0004

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RESTAURANT ROW

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1.0 INTRODUCTION

1.1 Purpose

The Restaurant Row Specific Plan (Specific Plan) describes the permitted land uses, regulatory provisions, form-based code requirements, public infrastructure, implementation measures, and policies for the development of approximately 10.5 acres of land located within the City of San Marcos. The Specific Plan sets forth the comprehensive planning framework for the development of a mixed-use community, which includes approximately 202 multi-family residential townhomes and 10,400 square feet (sf) of commercial space located north of San Marcos Boulevard and west of Via Vera Cruz. An approximately 1.1-acre public park will be included onsite and will serve residents of the new development and surrounding community.

Recognizing the many milestones celebrated at the Old California Restaurant Row over the years, the primary goal of this Specific Plan is to create a sense of place and recapture the fun, connection, and celebration people know and love.

1.2 Project Description

The project site is located at 1020 West San Marcos Boulevard (northwest corner of West San Marcos Boulevard and Via Vera Cruz), in the City of San Marcos (APNs 219-200-30,31 and 45), between the former Sears site directly to the west, and three restaurants and bank to the east. The revitalization of these 10.5 acres is envisioned as a vibrant, mixed-use hub that will include 10,400 square feet for updated dining offerings and new retail space, a neighborhood park, and 202 multi-family residential homes linked together by a series of pedestrian paseos.

Residential homes will consist of eight (8) three-bedroom townhomes over commercial (town over commercial); 17 front street townhomes ranging in size from three- to four-bedrooms; 57 Greencourt townhomes ranging in size from two- to four-bedrooms; and 120 Motorcourt townhomes ranging in size from two- to three-bedrooms. Each housing type is described in Section 4.3: Architectural Design Guidelines.

The site will be linked together through a series of landscaped promenades and paseos that not only facilitate pedestrian and bike connectivity but create public spaces for people to congregate. The pedestrian connections will be punctuated with social gathering nodes and opportunities for public art. The north-south connecting paseo will link to the Public Park in the northeast portion of the Specific Planning area. The Park design has been initiated with a public workshop; whereby multiple amenities were explored. Those in attendance voiced a strong interest in facilities such as pickleball, skate plazas, shade structures, and tot-lots amongst other passive uses. A noise attenuation fence was proposed to mitigate sound between the park and the neighboring residential homes and would define each parcel.

Commercial nodes, woven throughout residential and mixed-use buildings, will be located along the southern and eastern project boundaries to encourage walkability and convenient access to onsite commercial uses as well as along West San Marcos Boulevard. The intent of the pending commercial uses is to complement the existing restaurants and create a synergy between the establishments. The commercial nodes along the southern project boundary adjacent to San Marcos Boulevard have the goal of activating street activity by encouraging residents and visitors to shop, eat, linger, and stay along the San

Marcos Boulevard corridor. The commercial nodes along the eastern project boundary offers a connecting space to integrate the park, Western Paseo, and parking, into Restaurant Row.

Primary project access will be via 2 driveways on West San Marcos Boulevard, at the Project's southern boundary. A secondary project access will be on the northern project boundary via the east-west alleyway providing connections to both Via Vera Cruz and Las Posas Rd, respectively. In conformance with the San Marcos Boulevard Complete Street Project, San Marcos Boulevard will be redeveloped incorporating a Multi-Way that will facilitate multi-modal transportation and improve circulation.

The Project will require the demolition of 63,484 sf of existing (primarily vacant) restaurant uses on-site. However, elements from the Old California Restaurant Row will be preserved and incorporated into the project design to create an "old meets new" aesthetic that celebrates the history of the site.

1.3 Setting

1.3.1 Regional Setting

The Specific Plan Area is centrally located within the City of San Marcos, in northern San Diego County. San Marcos is generally bounded by the Cities of Carlsbad and Vista on the west, unincorporated lands to the north and south, and the City of Escondido to the east. The project is located along West San Marcos Boulevard between Los Posas Road and Via Vera Cruz. Major east-west access through the area is provided by Mission Road, San Marcos Boulevard, and State Route 78 (SR-78). North-south access is provided by Twin Oaks Valley Road and La Moree Road (Refer to Figure 1.1, Regional Location Map).

California State University San Marcos (CSUSM) is located approximately two miles east of the site. The 304-acre campus currently holds a population of around 16,000 students, including undergraduate and graduate degree programs. Founded in 1989, CSUSM is one of 23 campuses within the California State University system. Palomar College, a public community college with a population of about 24,000 students, is approximately a mile north of the site.

Lake San Marcos sits southwest of the site. On the northeastern tip of the lake lies St. Marks Golf Club. The majority of businesses surrounding the site on San Marcos Boulevard are of commercial use, typically auto dependent, and feature large parking lots. One block north, along Linda Vista Drive is a row of large department stores. The setting begins to change from largely commercial to more residential and rural uses as one travels away from the project site along Las Posas Road.

1.3.2 Local Setting

The project site is currently situated on three parcels between the former Sears site directly to the west and three restaurants and bank to the east. The Project will be accessible from San Marcos Boulevard heading west bound and through an access road connected to Via Vera Cruz and Las Posas. On-site, Private Drive "A" heads north-south, connecting the units along San Marcos Boulevard to the public park and northern units. Private Drive "B", Private Drive "E", and Private Drive "J" are east-west streets that connect the eastern border commercial spaces with the surrounding development (Refer to Figure 1.2, Vicinity Map).

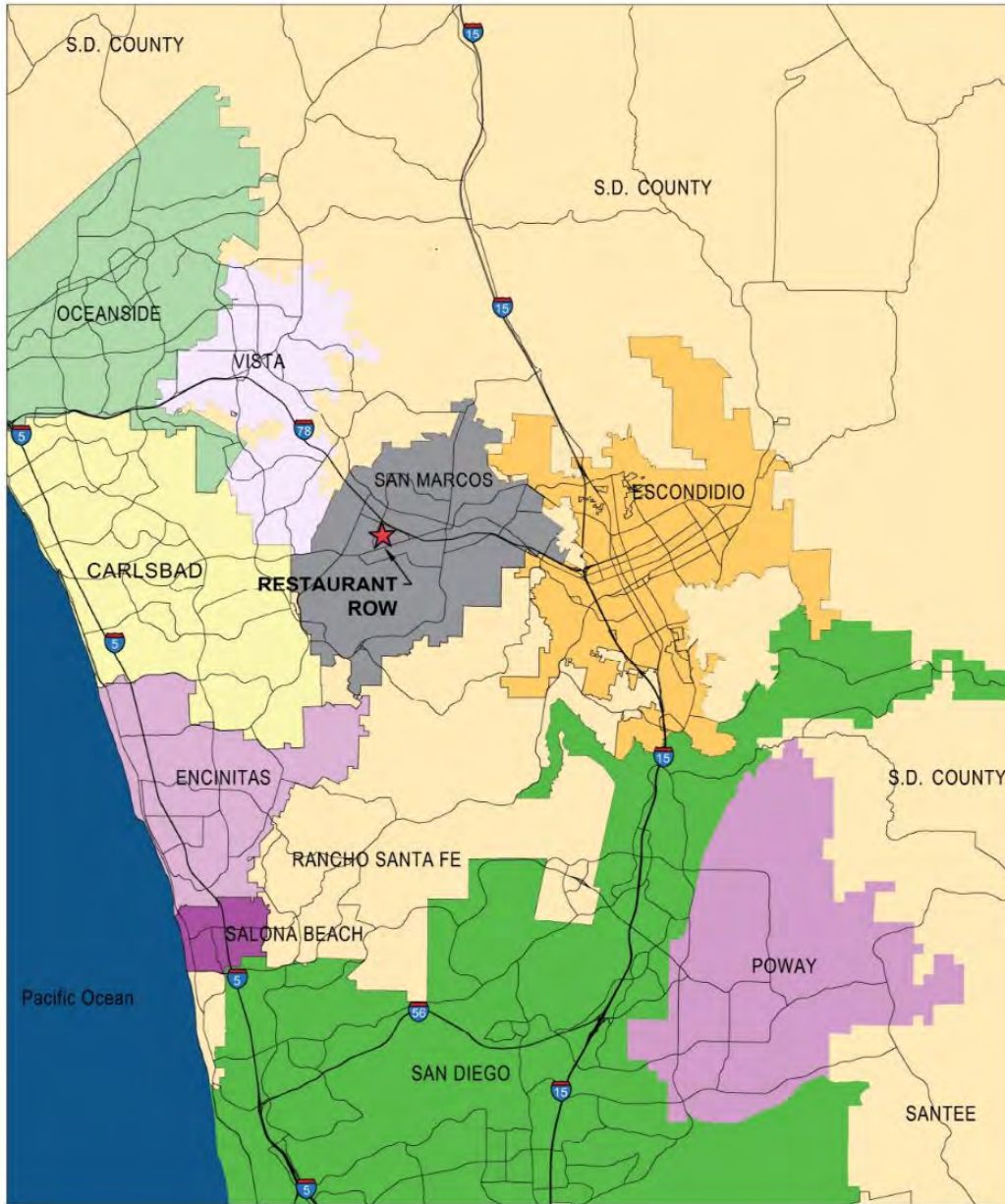


Figure 1.1
Regional Location Map
Restaurant Row



Figure 1.2

**Vicinity Map
Restaurant Row**

1.4 Authority to Prepare

This Specific Plan provides the basis for the preparation of implementing subdivision and improvement plans and specifies permitted land uses, densities, maximum residential units, and required public facilities as allowed by California Government Code §65450 through §65457.

The Specific Plan will implement the applicable goals and objectives of the San Marcos General Plan. It is anticipated that refinements such as the San Marcos Multi-Way, and changes in housing type or configuration will occur during the development of the subdivisions and/or Site Plans. Such refinements, with approval of the Planning Director, or their designee, will not require amendments to this Specific Plan provided the number of residential dwelling units is not exceeded and the overall character of Restaurant Row complies with the design guidelines included herein. Any matter or issue not specifically covered by this Specific Plan shall be subject to the regulations and procedures of the City of San Marcos Zoning Ordinance. In the case of a conflict between this Specific Plan and the Zoning Ordinance, this Specific Plan shall take precedence. The City of San Marcos will adopt this Specific Plan by ordinance, requiring public hearings by both the Planning Commission and City Council.

1.5 Concurrent Processing

In addition to this Specific Plan (SP22-0004), the Restaurant Row project includes concurrent processing of the following discretionary actions:

A General Plan Amendment (GPA22-0002) to re-designate the site from Light Industrial (LI) and Mixed Use 1 (MU1) to Specific Plan Area (SPA).

A Rezone (R22-0002) to change the zoning designation from Light Industrial (L-I) and Mixed Use 1 (MU-1) to Specific Plan Area (SPA).

A Tentative Subdivision Map (TSM22-0003) to subdivide the land.

A Site Development Plan (SDP22-0006) for the development of the mixed-use project.

A Site Development Plan (SDP23-0004) for the development of the public park.

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2.0 PLANNING CONSIDERATIONS

This chapter provides essential background information for the Specific Plan area regarding historic context, land use and zoning, and relevant regulatory documents.

2.1 Historic Context

Old California Restaurant Row has served San Marcos and surrounding County of San Diego residents since 1978. Born from San Marcos' prime central location in North County, the impetus to create a unique and diverse dining destination was conceptualized and developed by Jim and Vera Eubank and family. Originally starting as a fruit stand featuring produce from surrounding farms, the site evolved into the Old California Restaurant Row, which once hosted a movie theatre, market shops, and a diverse outdoor food court where chain and local restaurants thrived.

The Eubanks took inspiration from California history, even bringing in river rock from the Pala Indian Reservation and salvaging 100-year-old lumber and timber beams from vintage buildings. Old California Restaurant Row's architecture follows a mission style and pays homage to California's historic ranchos. Its external materials include aged stucco, clay tile roof, brick, stone, and handmade tiles purchased in Mexico by Jim himself.

San Marcos has undergone a major transformation since the opening of the original Old California Restaurant Row on San Marcos Boulevard. The City has become one of the fastest growing cities in the County. According to the City of San Marcos General Plan, the City has grown from a population of 17,479 in 1980 (State of California Department of Finance, 2022) to approximately 94,926 residents as of 2021 (United States Census Bureau, 2022). In 2012, the area along the northern side of San Marcos Boulevard was zoned Mixed-Use. The vision is to create a vibrant, walkable development that aligns with the site's mixed-use zoning, meets City needs, and honors the original legacy and vision of a place for the community to come together.

2.2 Old California Restaurant Row

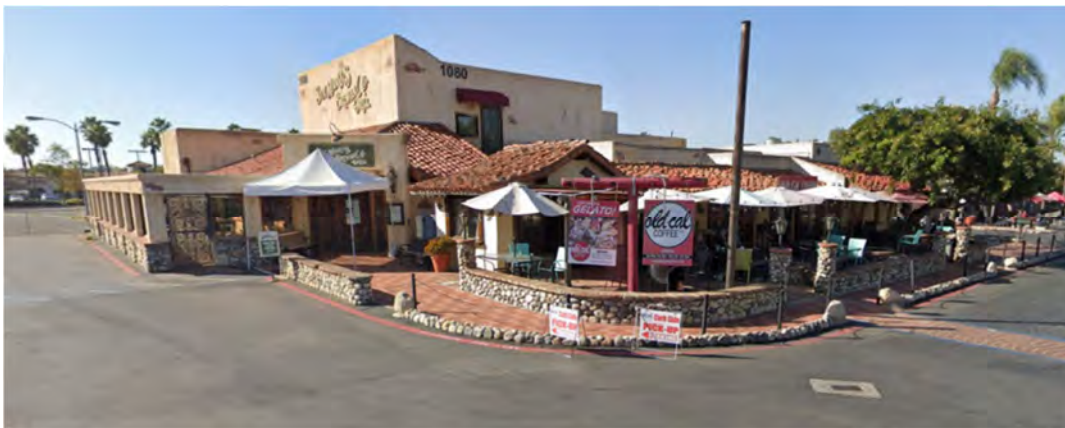
Old California Restaurant Row has retained its design theme of reverence for California culture and history, even decades after its formation. Its façade exhibits natural materials used for building in the region such as, clay tile roof, brick, and stone.

The existing signs around Old California Restaurant Row alert and attract drivers along San Marcos Boulevard. The utilization of exposed brick partially covered by crème wood or stucco is a strong indicator of the site's thematic goals. The bold red and white lettering of "Old California" and "Restaurant Row" draws onlooker's eyes to the local restaurant hub.



Above – photos of existing signage at Old Restaurant Row

Old Cal Coffee and San Marcos Brewery Building, the two notable vendors pictured below, are located at the southwest corner of the project site. Their charming atmosphere and décor have contributed greatly to the site’s thematic elements making Old Restaurant Row an attractive destination for patrons.



Above – photo of Old Cal Coffee and San Marcos Brewery & Grill

In addition to local staples, chain restaurants (such as IHOP, pictured below) were able to extend their businesses to San Marcos. A diversity of eateries provided to residents and guests in the community, within the parameters of the design of Old California Restaurant, contributed to the goals of the site.



Above – photo of IHOP

The red tile brick in combination with grey stone cladded fences and wood features showcases the inspiration behind Old California Restaurant Row. This grounded, aesthetic approach provided comfort and familiarity to the residents and visitors of San Marcos.



Above – photo of existing buildings at Old California Restaurant Row

2.3 Surrounding Development

Existing uses surrounding the site consist of commercial and retail developments. Development along San Marcos Boulevard is characterized by entertainment retail which offers a variety of neighborhood and regional retail opportunities throughout the area. Four restaurants directly abut the eastern border of the site and share parking. Surrounding uses directly west of the site remain commercial in nature ranging from a movie theater and transitioning to light-industrial uses north of the site. To the south, immediately across San Marcos Boulevard, lies a nursery, a garden store, a vacant strip of land, and retail strip offering a variety of uses ranging from personal services to restaurants. The San Marcos Creek District Specific Plan area is

located south of Restaurant Row, and is envisioned with residential dwelling units, retail and/or commercial space, office space, a park, and urban open space. South and west of Discovery Street, features existing development transitions, primarily to clustered single-family residential development and some institutional uses, including a church and an elementary school.

2.4 Regulatory Environment

Discretionary actions and projects proposed within the Specific Plan area are required to demonstrate consistency with this Specific Plan. The actions processed under this Specific Plan which require consistency prior to approval, and/or adoption by the San Marcos City Council are the General Plan Amendment and Rezone of the project site, a Site Development Permit, and a Tentative Subdivision Map (TSM). Subsequent projects proposed within the Specific Plan area must demonstrate compliance with the Specific Plan's policies, rules, regulations, and design standards.

2.4.1 San Marcos General Plan

The San Marcos General Plan serves as the guiding document for achieving the community vision for the future. The project site is located within the Business/Industrial District. The Specific Plan will continue to attract activity to this center by proposing a myriad of uses that pay homage to the past while brightly looking towards the future. This balance of land uses reinforces the City's desire to create pedestrian friendly, mixed-use neighborhoods where people can live, work, shop, and play.

The project site is located within San Marcos Boulevard, Focus Area 3. This area provides an opportunity for the City to create a desired commercial and mixed-use destination. The community shares the desire for a downtown area that attracts people region wide while also supporting the needs of residents. Redevelopment is intended to complement the character of, and increase connections to, the mixed use-oriented Creek District, to create a cohesive downtown area with a host of destinations that enhance the urban experience for residents and visitors. The project proposes a park that will fulfill the community desire for a neighborhood park along West San Marcos Boulevard between Las Posas Road and Via Vera Cruz.

The City of San Marcos General Plan designates APN 219-200-30 as Light Industrial (LI) while the remaining two parcels of the site (APNs 219-200-31 and -45) are designated MU1 (Mixed Use 1) (Figure 2.1, Existing General Plan Land Use Map). The LI designation permits light manufacturing, processing, assembly, wholesale, office, and research and development laboratories, all within enclosed buildings with limited outdoor storage, in freestanding or campus-style industrial development. Supporting uses, such as office, limited retail, and business services are also allowed. The maximum floor area ratio (FAR) permitted is 0.60. The MU1 designation permits a wide variety of commercial, office, civic, and residential uses integrated as a cohesive development. These uses may be organized horizontally or vertically with retail and active uses encouraged on the ground floor to activate the street. This designation permits a maximum floor area ratio (FAR) of 1.75 and a density of 20.1 – 30.0 du/ac. The project proposes a General Plan Amendment to designate the area as Specific Plan Area (SPA) (Figure 2.2, Proposed General Plan Land Use Map).

The Restaurant Row Specific Plan seeks to meet the goals and policies outlined in the General Plan, including those focused on leveraging smart growth principles in mixed-use and infill opportunities. The supplemental General Plan Amendment (GPA) studies provided with this project will detail how the project conforms with the General Plan and its guiding themes. See the GPA's Land Use Analysis incorporated into this Restaurant Row's Specific Plan.

2.4.2 San Marcos Zoning Ordinance

Under existing conditions, the site is currently zoned Mixed Use -1 (MU-1), with the northern most parcel (APN 219-200-30-00) zoned Light Industrial (L-I). As part of the rezone application, the entire site would be designated SPA (Specific Plan Area) with the intent of implementing the MU-1 zone as its foundation. A portion of the site is already designated MU-1. The MU-1 zone is intended to define major corridors and transit-proximate locations as mixed-use corridors. The MU-1 zone should incorporate retail storefronts, urban living, and community destinations in a vertical pedestrian-oriented setting. The MU-1 zone promotes a variety of commercial, office, civic, and residential uses integrated as a cohesive development.

Uses established pursuant to this Specific Plan shall be subject to the conditions and restrictions set forth in this Specific Plan. Upon adoption of a Specific Plan and requisite Zone/General Plan amendments, the Specific Plan shall replace and take precedence over the Zone regulations of this Zoning Ordinance for the subject property. Where the regulations of a Specific Plan are silent, the comparable regulations of this Zoning Ordinance, and all adopted ordinances, regulations, standards, and guidelines of the City shall prevail, as deemed appropriate by the Director.

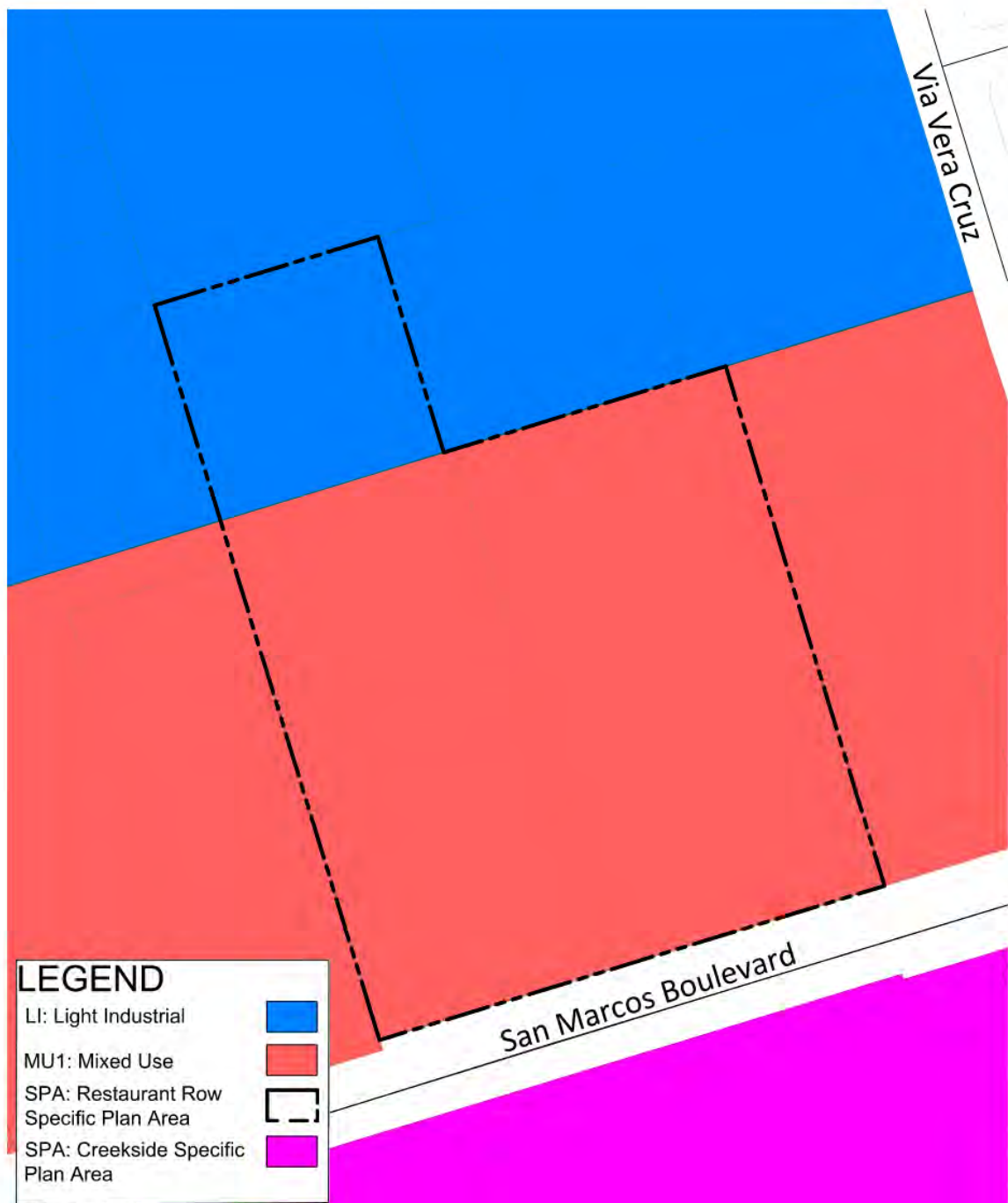


Figure 2.1

Existing General Plan Land Use Map
Restaurant Row

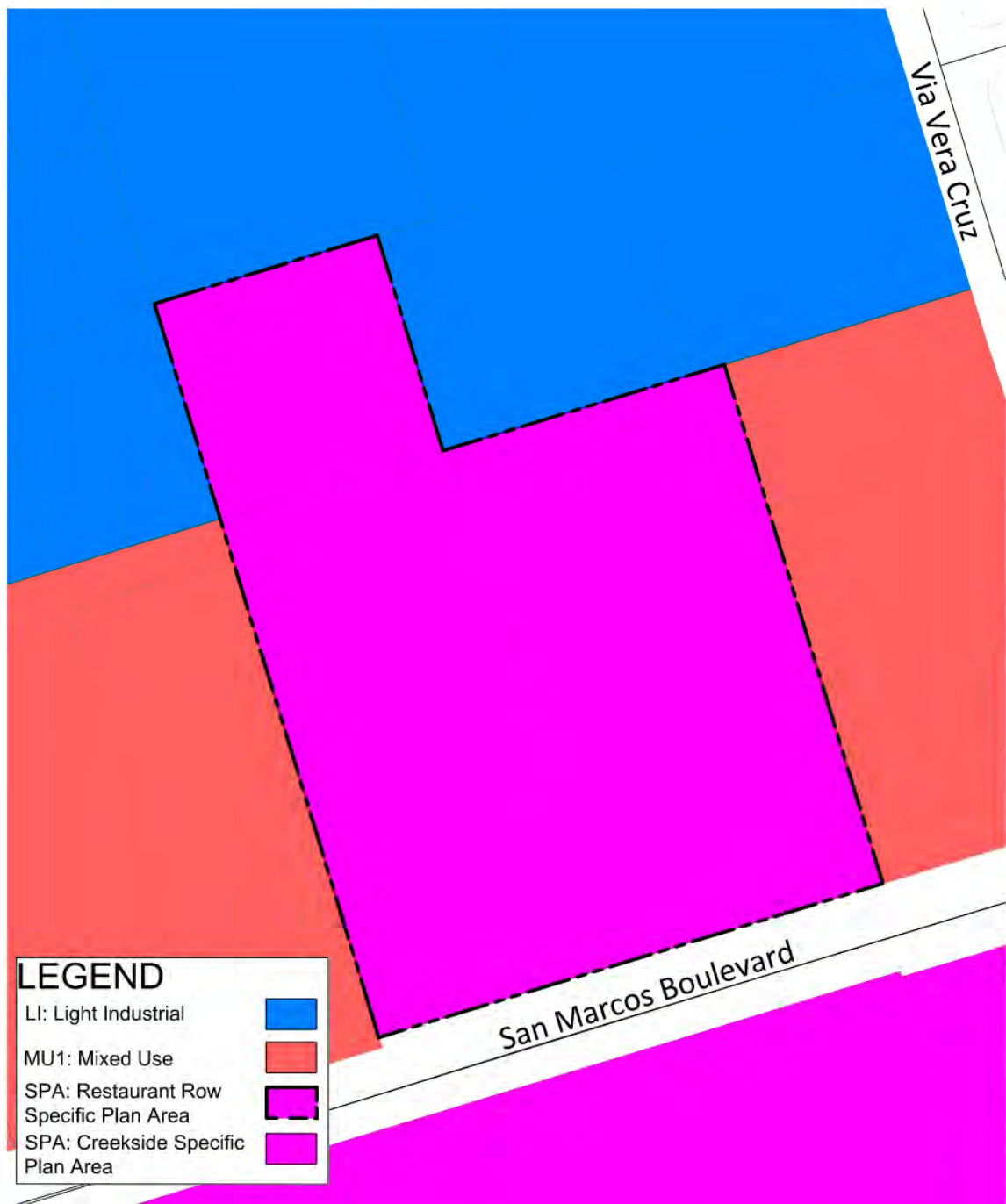


Figure 2.2

**Proposed General Plan Land Use Map
Restaurant Row**

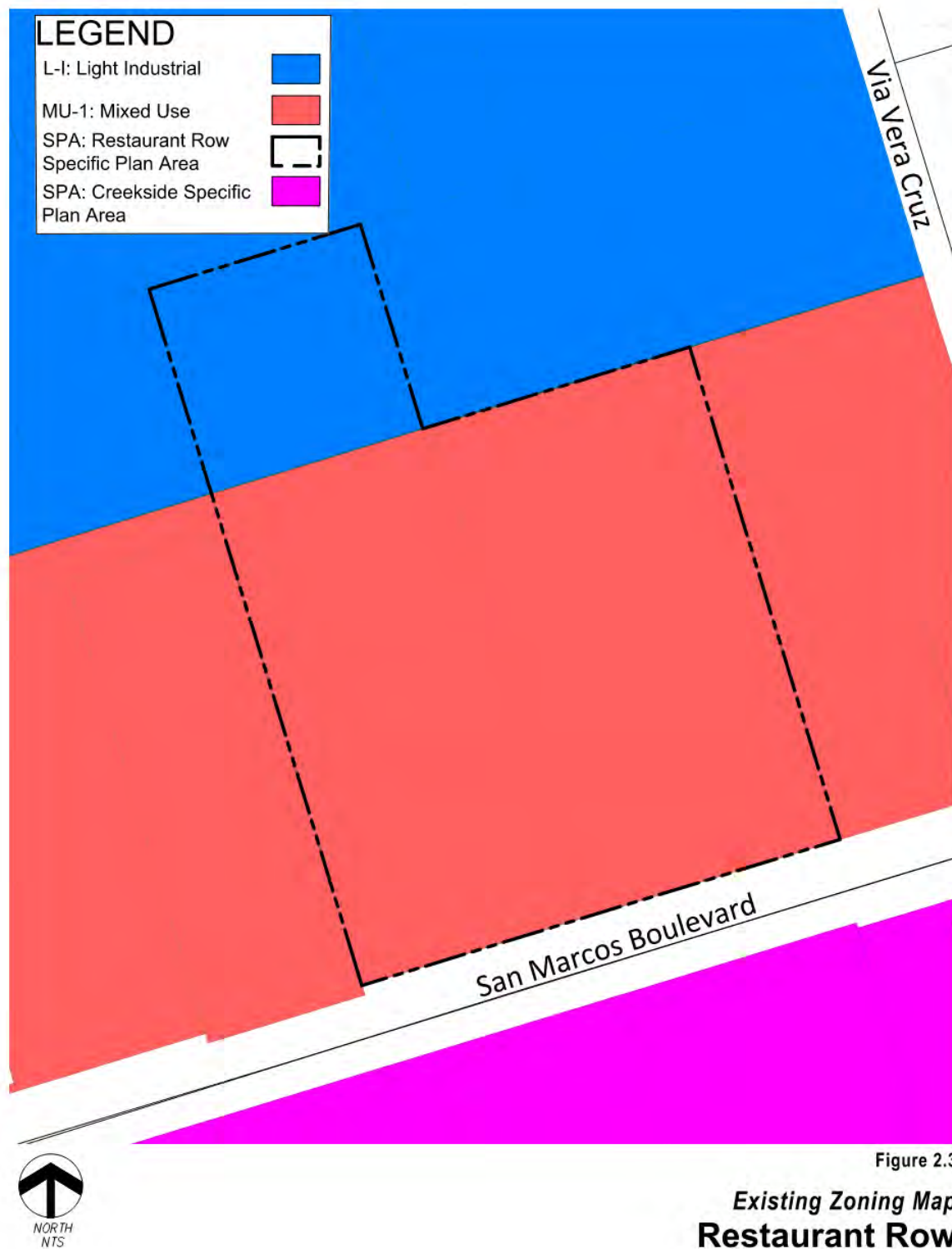


Figure 2.3

**Existing Zoning Map
Restaurant Row**

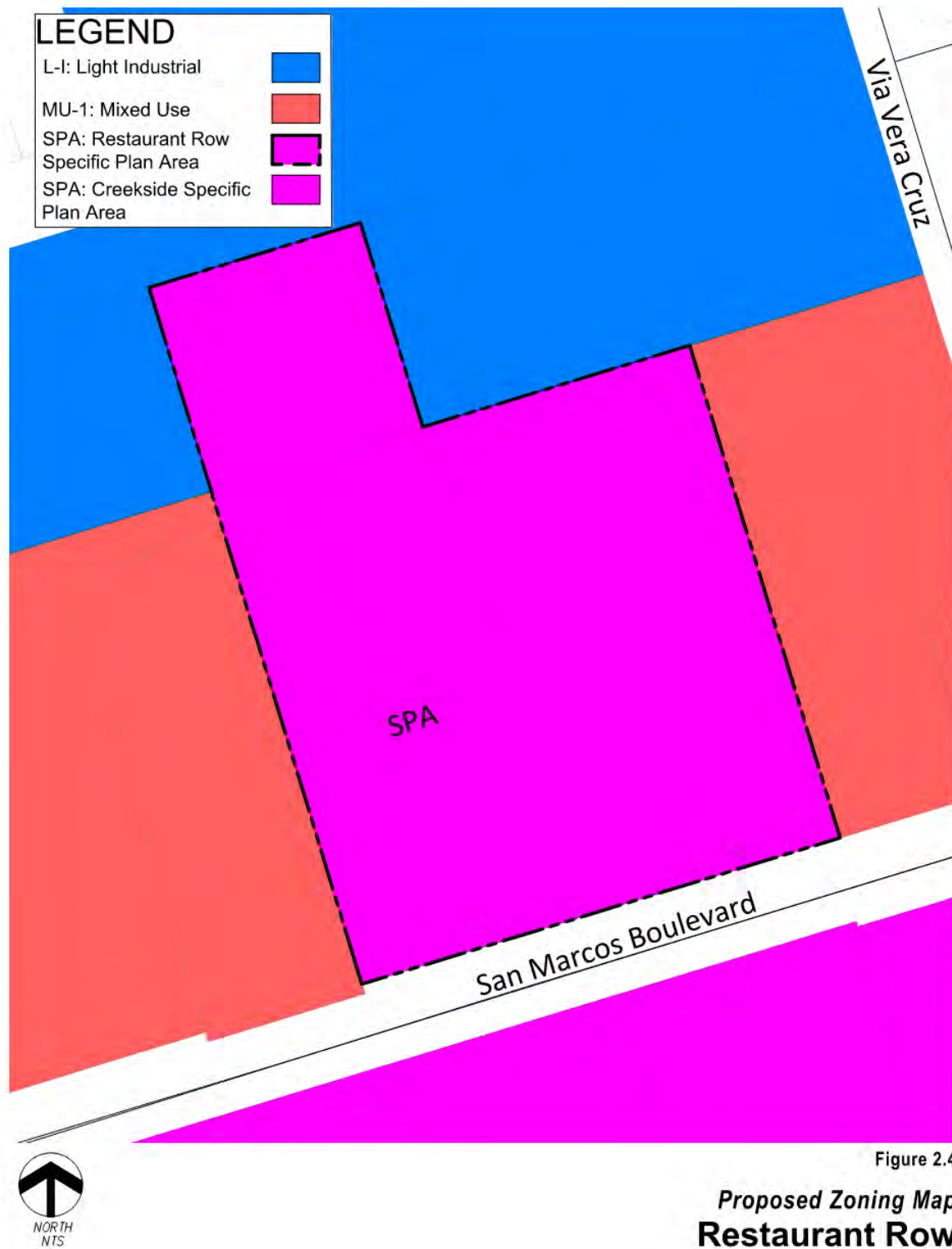


Figure 2.4

**Proposed Zoning Map
Restaurant Row**

2.4.3 San Marcos Boulevard Complete Street

The San Marcos Boulevard Complete Street Project is an initiative that plans to transform the stretch of San Marcos Boulevard from Discovery Street to Bent Avenue with improved street crossings, bike lanes, and bus stops so all users can travel safely and efficiently.

The Restaurant Row Specific Plan redesigns San Marcos Boulevard into a Multi-Way that meets Complete Street criteria through its design features and pedestrian and bike amenities. These amenities are enhanced by wider sidewalks, greater separation from San Marcos Boulevard via the barrier of the lateral parkway median, and the integration of a new streetscape. Please refer to Sections 5.6.1 and 6.10 for details on the Form-Based Code and Infrastructure Plan of the San Marcos Boulevard Multi-Way.

Multi-Way Frontage Conceptual Image:



3.0 GOALS AND POLICIES

The following goals and policies were created to shape the design of Restaurant Row. They are intended to guide future developments within the Specific Plan area.

- | | |
|---------------|---|
| Goal 1 | Provide entertainment and recreation opportunities for on-site residents, Restaurant Row patrons, and the surrounding community. |
| Policy 1.1 | Construct a neighborhood public park on-site that will offer recreation options for various age groups and demographics. |
| Policy 1.2 | Connect residents and Restaurant Row patrons to surrounding amenities through a series of aesthetically pleasing, thoughtfully designed walkways and paseos. |
| Goal 2 | Adapt to changing community and economic needs by providing attainable housing in a mixed-use, in-fill setting. |
| Policy 2.1 | Provide multi-family residential homes that support the existing and future housing needs of the City of San Marcos. |
| Policy 2.2 | Provide a variety of affordable and accessible homes within the community to alleviate the displacement of the existing population. |
| Policy 2.3 | Integrate commercial components that encourage opportunities for local ownership of businesses. |
| Policy 2.4 | Encourage residential over commercial uses that offset independent offices as well as mortgage burden. |
| Goal 3 | Support the revitalization of San Marcos Boulevards by creating an inviting neighborhood that activates the street frontage and facilitates multi-modal transportation to and from the existing community. |
| Policy 3.1 | Create a long-lasting walkable community through the connection of on-site pathways to San Marcos Boulevard sidewalks that allows residents to walk or bike to nearby destinations. |
| Policy 3.2 | Deliver the first segment of the Multi-Way along San Marcos Boulevard to encourage a range of transportation options for San Marcos visitors and residents. |
| Policy 3.3 | Design a series of roadways that safely link the development to the larger community allowing residents and Restaurant Row patrons to safely and efficiently enter and exit the project site. |
| Policy 3.4 | Implement the standards set forth by the San Marcos Fire Department to meet emergency vehicle needs. |

- Goal 4** **Celebrate the legacy of Old California Restaurant Row through the revitalization of the site with updated commercial and outdoor spaces, in a manner that enhances the atmosphere created by the previous Old California Restaurant Row, and complements the surrounding environment and neighborhoods.**
- Policy 4.1 Use materials that reference featured elements on Old California Restaurant Row buildings. The architecture and plant palette will take inspiration from the former design elements.
- Policy 4.2 Prioritize local restaurants and artisans to fill the commercial spaces.
- Policy 4.3 Create a network of outdoor spaces that culminate at the new neighborhood park. The integration of public art, design features, and interpretive signage into the landscape will help create a sense of place and foster an identity that will continue to reinforce Restaurant Row as a memorable San Marcos destination.
- Policy 4.4 Public art will be integrated into the public park as an amenity to the community. It may be in the form of the past, current, or future abstracts reminiscent of the site. It may be a repurposing of materials of the site’s history, a commendation or recognition of significant community members, or an inspirational element to provide a memory landmark for the area. These elements may be provided in the private open space as well.

4.0 Design Guidelines

4.1 Introduction and Applicability

Restaurant Row is designed to attract residents and visitors alike. These Design Guidelines are intended to guide the design and development of Restaurant Row. The guidelines will ensure that the design of the project will build an aesthetically pleasing and cohesive community. The arrangement of multi-use buildings and facilities will promote the goals of the Specific Plan and provide residential, commercial, and public spaces for San Marcos residents to enjoy. In doing so, it will become like other charming mixed-use districts that have successfully woven together shops, outdoor areas, and other key features that celebrate an active and social lifestyle.

While incorporating influences from the Old California Restaurant Row, the Design Guidelines will pay tribute to the history behind the City's unofficial center, while updating the neighborhood with sleek and efficient modern design that revitalizes Restaurant Row as a sought-out destination in San Marcos. The Design Guidelines will complement adjacent development along San Marcos Boulevard.

This chapter shall provide general design guidance to supplement the development standards asserted in Chapter 5.0: Form-Based Code. Photographs and exhibits are intended to showcase the planned design of the Restaurant Row Specific Plan.

4.2 Site Design Plan

The project has been designed to create a new direction and model for San Marcos Boulevard developments while maintaining the character and feel of Old California Restaurant Row. Restaurant Row will feature store frontage along San Marcos Boulevard to create a walkable vibrant community with diverse transportation options. Through the creation of a multi-modal transportation system along San Marcos Boulevard, people can stroll, stop, and shop along the commercial uses offered.

4.3 Architectural Design Guidelines

The goal of the architectural design is to energize the public spaces and encourage connection, while providing a transition zone to the residential areas within the Specific Plan area.

The architecture along San Marcos Boulevard frames large plazas and outdoor dining areas that wrap the site and lead to the park at the northeast corner of the development. Private residential areas are reinforced by the use of private drives/streets and tighter paseos framed by taller buildings compared to the open spaces and common plazas shared by the retail and dining areas.

The following types of developments are dispersed throughout the Specific Plan area:

- **Mixed Use** – Residential and commercial spaces are designed as one structure, allowing for the maximum utility of land use along San Marcos Boulevard.
 - o **Commercial** – Commercial is placed along street frontages and corners to preserve the neighborhood's identity as a lively town center. It also creates an attractive place for pedestrians, cyclists, and other non-automotive riders to enjoy outdoor public space in the City of San Marcos.
 - o **Town over Commercial** – Residential uses attached vertically to Commercial.
 - o **Front Street Rowtown** – Residential uses attached horizontally to Commercial.

- **Residential** – Additional residential opportunities are placed north of the Mixed-use buildings and are set back from San Marcos Boulevard, giving residents the comfort of a primarily residential neighborhood with access to public and private park amenities and inviting commercial spaces just a stroll away.
 - o **Greencourt** – The homes are placed parallel to one another and are close to the private amenities and the public park.
 - o **Motorcourt** – The homes are placed around the site’s paseos to promote a walkable community.

Motorcourt Conceptual Image:



4.3.1 Building Massing

The overall architecture features strong vertical massing that softens or tapers back at key locations to invite users to explore adjacent spaces. For example, in the main plaza on San Marcos Boulevard, the building steps back and away from the plaza to create a more comfortable scale for users while simultaneously opening the view to a paseo that leads directly to the park on the opposite side of the site. Similar design elements are used to create plazas and dining decks at the corners of the site and implemented in the Motorcourt buildings leading users to larger thoroughfares that cut through the site. The introduction of a colonnade also helps to frame the outdoor commercial spaces and ties the commercial buildings at the perimeter of the site together.

Greencourt Conceptual Image:



4.3.2 Materials and Colors

The project draws inspiration from Old California Restaurant Row through its colors and materials. Referential materials and colors occur off San Marcos Boulevard and in the commercial buildings adjacent to the park. These materials are contrasted by the contemporary residential developments characterized by contemporary colors, materials, and forms. This design creates a stronger contrast between the history of the site and the new architectural development. The project incorporates Old California Restaurant Row inspired materials, and pairs them with cool and muted grays of various shades to give the area a fresh, modern aesthetic.

Recommended materials include, but are not limited to, the following:

Residential (Greencourt and Motorcourt)

- Smooth stucco
- Metal shading elements
- Wood accents
- Stone veneer
- Lap siding accents
- Contemporary brick

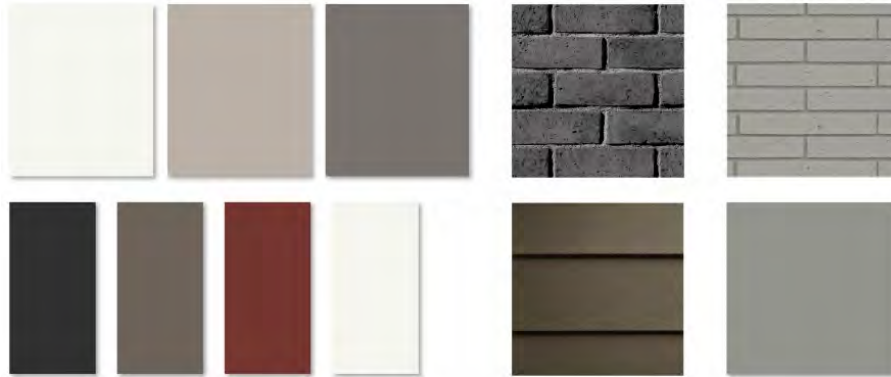


Figure 4.1

**Greencourt - Scheme 1
Restaurant Row**

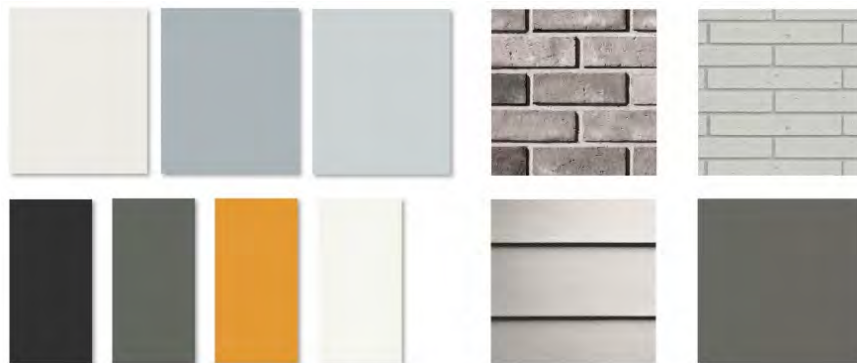


Figure 4.2

**Greencourt - Scheme 2
Restaurant Row**

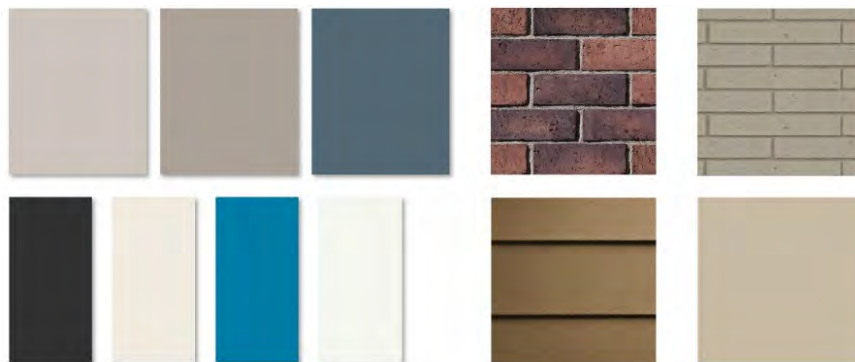


Figure 4.3

**Greencourt - Scheme 3
Restaurant Row**



Figure 4.4

**Motorcourt - Scheme 1
Restaurant Row**

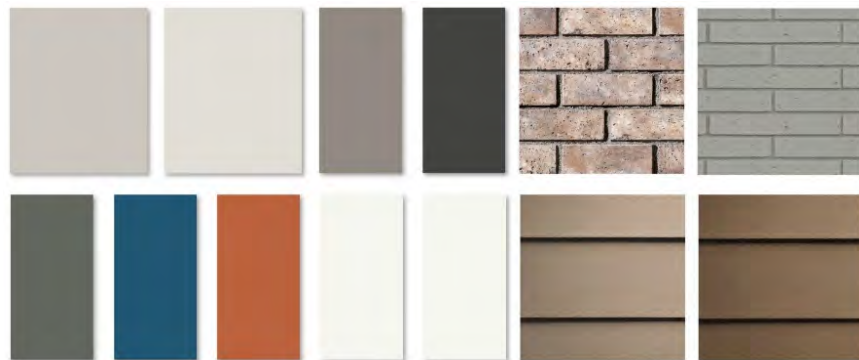


Figure 4.5

**Motorcourt - Scheme 2
Restaurant Row**

Mixed Use

- Wooden beams
- Various wooden siding
- Tumbled brick with heavy mortar joints
- Heavy metal accents and heavy metal siding
- Corrugated metal
- Integration of historical features (i.e., bells, beams, signage details)

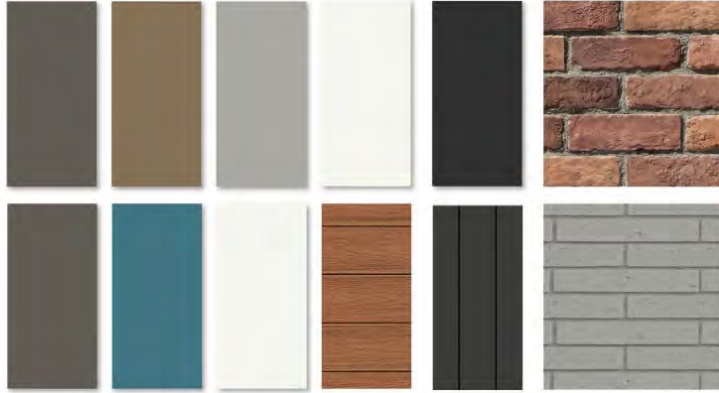


Figure 4.6

Mixed Use - Front Street Rowtowns
Restaurant Row

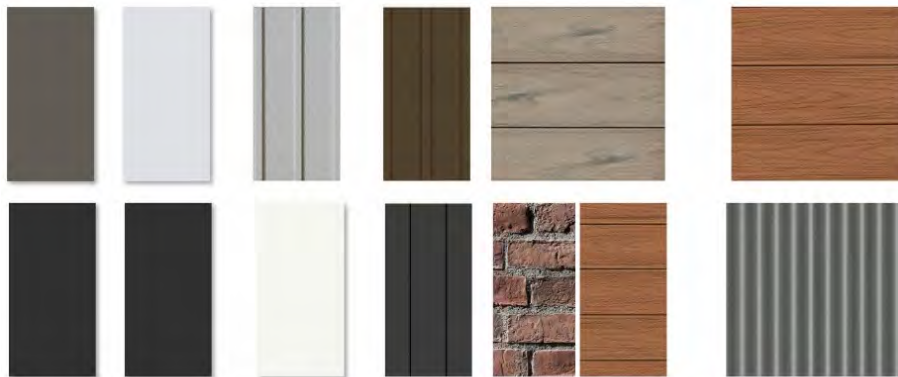


Figure 4.7

Mixed Use - Commercial / Town Over Commercial (San Marcos Blvd)
Restaurant Row

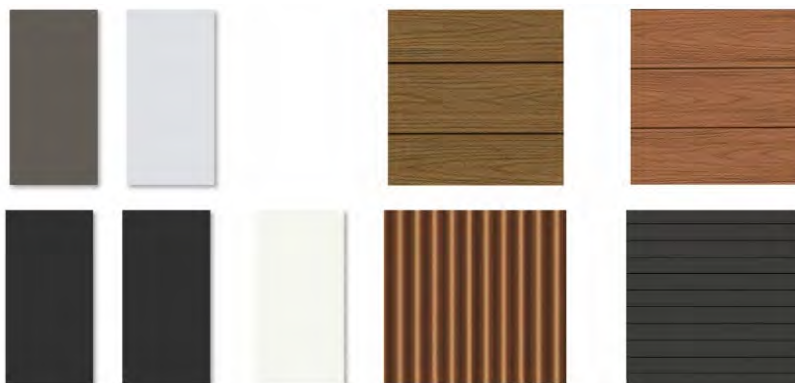


Figure 4.8

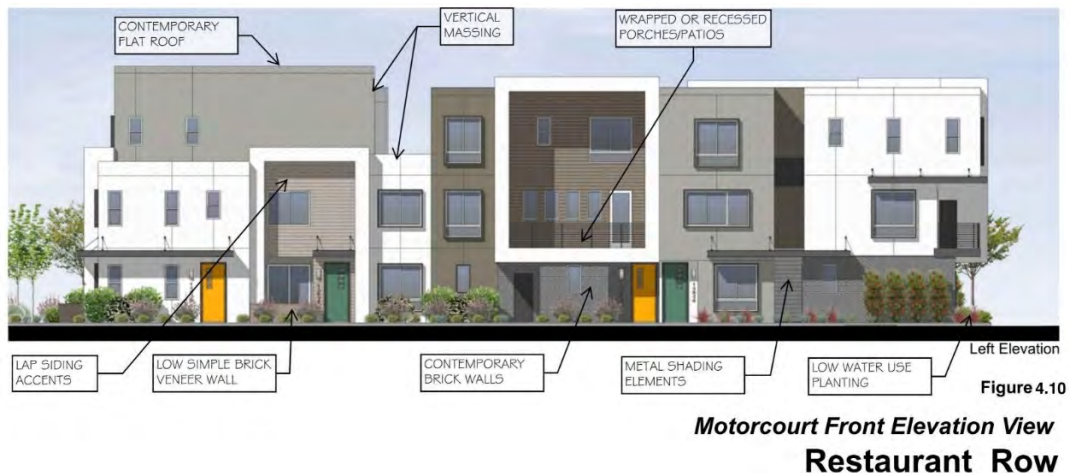
Mixed Use - Commercial / Town Over Commercial (Parkside)
Restaurant Row

4.3.3 Architectural Styles

The contemporary architectural styles for Restaurant Row allude to the massing, materials, and color scheme of Old California Restaurant Row. The Old California architecture style is akin to the Contemporary Architecture with significant differences between Front Street Townhomes and Town over Commercial such as brick in lieu of stucco on the front façade. While no specific architectural style is selected, contemporary architectural styles that pull from coastal, Southern California, or Old California Restaurant Row influences are preferred.

Residential (Greencourt and Motorcourt):

- Natural materials, cool colors, and sharp clean lines;
- Soaring butterfly roofs and flat roofs emphasizing vertical massing interspersed with deep recesses;
- Flat roofs with deep recessed massing and cantilevers at upper levels;
- Semi-private entry stoops to encourage pedestrian activity along commercial store frontages;
- Porches and patios are wrapped or recessed around buildings to help create private outdoor space;
- Large, asymmetrically placed windows, living spaces, and upper balconies facing streets and plazas, help energize the public space; *and*
- Garages located along one face of the building, on the internal motor court, or centralized to interior private streets, promote a pedestrian friendly atmosphere.



Mixed Use:

- Natural materials, wood elements, and siding are increased along San Marcos Boulevard;
- Cool colors for the Townhomes over Commercial homes provide visual interest;
- Wood elements, siding, and brick to provide a warmer color palette;
- Colonnade design that ties in the existing style of San Marcos; *and*
- Heavy material such as wood and brick to differentiate between public and private spaces.



4.4 Streetscape Design

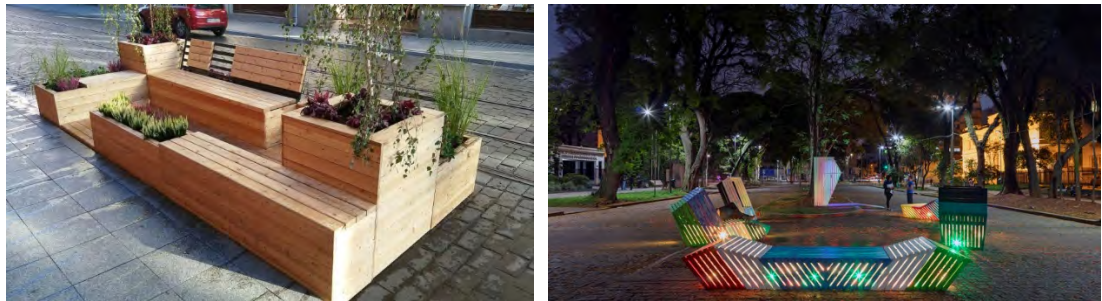
The streetscape design of Restaurant Row should contribute to the contemporary architectural and landscape designs of the community to enhance the aesthetic form. The streetscape is also where references to the Old California Restaurant Row can be observed. This design is meant to encompass all streetscapes for the project, e.g., San Marcos Blvd Right-of-Way, private streets, onsite private driveways, and access easements. Street furniture, bicycle racks, signage, lighting, walls, and fencing should be unique in design and facilitate the utilization of alternative modes of transportation.

Southeast Corner Commercial Conceptual Image:



4.4.1 Street Furniture

- Incorporate site furnishings, such as tables, benches, and shade structures, to the overall site design and contemporary architectural character of the development;
- Place seating and patio umbrellas in commercial plazas and public outdoor spaces;
- Select materials and colors that achieve the desired aesthetic and vision for the public realm;
- Street furnishings will complement the color scheme of surrounding buildings and streetscape features, such as lighting or fencing;
- All furnishings will be durable and resistant to vandalism; *and*
- Street furniture placed within the public right of way will be subject to the approval of the City of San Marcos.



(Images for conceptual and illustrative purposes only)

4.4.2 Trash & Recycling Areas

Residential:

- Provide space for residential trash and recycle cans in private garage spaces.

Commercial:

- Commercial entities will have the use of the commercial trash facilities which are located on the south-west side of Pvt. Drive “C”. These facilities will house trash (waste), recycling, and compost, and will be locked to prevent illegal dumping.

Public / Common areas:

- Locate receptacles adjacent to recycling areas;
- Receptacles to be functional yet contribute to the character and aesthetic of the commercial area; *and*
- Ensure the design and distribution of trash receptacles are accessible to individuals of all abilities.



(Images for conceptual and illustrative purposes only)

4.4.3 Bicycle Racks

- Short-term on-street bicycle parking will be primarily available along the street frontage of San Marcos Boulevard, in the park, and near building entrances without blocking pedestrian activity.
- Bike racks will be available for public use, or residential use when visiting on-site shops or services, however, residents will be required to house bikes within their homes when not visiting on-site shops or services, per the CC&R's.
- Bike racks will offer unique and functional design features.



(Images for conceptual and illustrative purposes only)

4.4.4 Signage

The signage regulations for the commercial areas are intended to reignite the lively and active atmosphere that the Old California Restaurant Row brought to San Marcos in 1978. Signage should be modern, in scale with tenant spaces, compatible with adjacent residential uses (above commercial), and include pedestrian oriented signage. However, a contemporary motif in likeness to the history of the Old California Restaurant

Row is encouraged to honor the project's history. Carefully designed signage that alludes to the nostalgia of Old California Row will enhance the aesthetic character and identity of the neighborhood.

Commercial:

- Sidewalks and commercial frontages along San Marcos Boulevard and Via Vera Cruz are intended to be a place for pedestrian activity. Therefore, the allowed types, sizes, and placements of signs must enhance this character in a way that promotes communication between business owners, residents, community members, and customers.
- Reference to the Old California Restaurant Row through style, font, or imagery is preferred.
- Old California Restaurant Row's commercial and residential properties will have a contemporary sign program to provide a unique identity and unify the project.

Parkside Corner Commercial Conceptual Image:



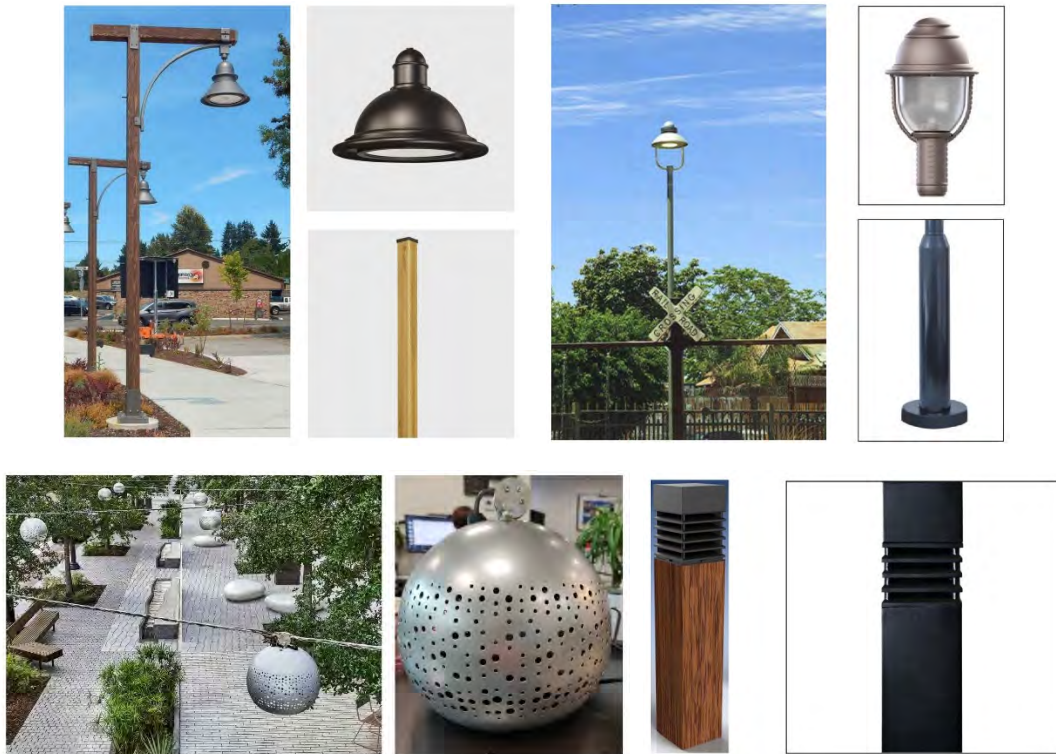
Residential:

- Paseos and other residential neighborhoods should have uniform and subtle signs that inform residents and guests where they are, where amenities are located, and how to find an address in the neighborhood.
- Residential signs should fit the contemporary theme of cool colors, sharp lines, and fresh fonts.

4.4.5 Lighting

Streetlights shall be provided, subject to City approval, and will be used in conjunction with privately maintained string, pole, and pedestrian areas to ensure a well-lit community. This will enhance public safety and security for the existing community at large and future residents. Outdoor lighting fixtures (both attached and detached to buildings) are simple and reminiscent of the site's history. Lighting materials will compliment and accent the exterior of the buildings and help distinguish and define commercial, residential, and paseos spaces.

Opportunities to incorporate unique lighting styles could be created from vintage or reclaimed site materials where possible. New lighting that is referential to the Old California Restaurant Row, such as bell-shaped light fixtures, should be considered as a possible style. Landscape lighting should be incorporated into the site creating an ambiance and guide pedestrians through the paseos and open space.



(Images for conceptual and illustrative purposes only)

4.4.6 Walls and Fencing

There are various walls and fences that are strategically placed around the Specific Plan area.

Attached Residential Walls and Fences:

- Walls for private entryways, such as porches or patios, are simple stucco with gates made from slatted wood planks with wrought iron frames and vary in height depending on site location.
- Walls at entry stoops in the mixed-use townhomes are 4'-0" tall to help protect from street/parking lot activity.
- Walls at Greencourt and Motorcourt building are 3'-0" allowing more views/interactions with the surrounding park, paseos, and green spaces.
- Attached walls/fences will be as illustrated per the architectural plans.

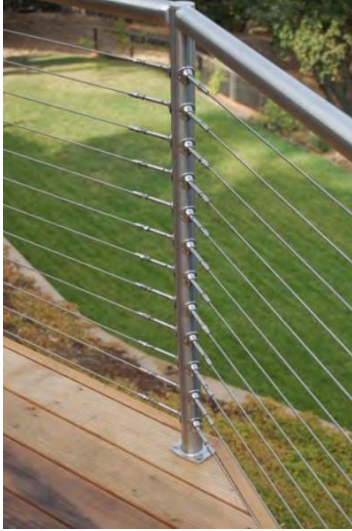


(Images for conceptual and illustrative purposes only)

Unattached Residential Walls and Fences:

- The low walls enclosing the Greencourt Townhomes exclusive use areas, will be low masonry block with brick veneer.
- Along the frontage of the Greencourt Townhomes and the park, a glass and block wall will be provided for viewing into the park while attenuating the noise of recreational activities.
- For the Front Street Rowtown homes facing San Marcos Boulevard, there will be a 3'-4' solid fence to give residents privacy while also paying homage to the Old California Restaurant Row's use of earthtone veneers in its design aesthetic.

- As a residential amenity, the plan's Site Gathering Area will have cable security fencing, or glass and block sound walls as needed around the east and north sides of the park like settings. A semi-private fence with a gabion wall with a timber wall cap may be provided around the west and south sides to provide some privacy for residents who want to socialize while allowing them to view and feel connected to the rest of the park.
- The Park Connector amenity will be barrier free for ease of access to the public park.



(Images for conceptual and illustrative purposes only)

Commercial Walls and Fences:

- The large commercial space facing San Marcos Boulevard will feature open fencing to delineate between pedestrian and dining spaces while also paying homage to the Old California Restaurant Row's use of a historic design aesthetic.
- The commercial specialty fence may be designed using materials recovered from the Old California Restaurant Row to create a visually appealing fence around the deck overlooking the park.

4.5 Landscape Design Guidelines

The conceptual landscape plan has been designed to maximize the open space that is provided onsite while creating attractive and important paseos connecting adjacent residence and commercial plazas. The plant palette will be carried throughout the common area landscaping, public and private parks, and pedestrian pathways to create a unified sense of place.



Figure 4.12

Conceptual Landscape Plan Restaurant Row

4.5.1 Common Area Landscaping

The common areas within the project have been designed to complement the surrounding development of mixed uses, including restaurants, residential sites, and commercial spaces. The homes have designated spaces to allow landscape areas between buildings, providing beautification measures and attractive places. Landscaped areas include open areas adjacent to roads and, where space is available, street trees offering additional shade and buffer. Landscaped areas will be irrigated permanently and will be planted with a combination of natives and naturalized species. Some of the existing specimen vegetation may be repurposed from the original site reminiscent of the Old California Restaurant Row era.

4.5.2 Parks

The Project will feature multiple parks and site amenities, all of which will be accessible to the public regardless of ownership or maintenance responsibility. The project will provide a 1.1-acre neighborhood public park, three (3) HOA owned and maintained parks, and two (2) HOA owned and maintained site amenities. All park types will provide facilities for adults and children alike. Features may range from flexible open space with connecting walkways to nodes of shaded areas with seating or play equipment.

The public park space was designed through a series of public workshops so the community at-large could have input into the creation of the recreational area. The development of the public park will occur with a separate Site Development Plan (SDP23-0004).

Much of the park is encumbered by a floodway and floodplain, so amenities and park features may be limited by environmental constraints. The park will have features that will not impede a 100-year storm event. As the amenities of the park evolve, the hydrology report ("Hydraulic Analyses for Restaurant Row", dated July 27, 2023, by Chang Consultants) will document assurance that flooding does not occur beyond the limits of the existing FEMA zone.

4.5.2.1 Public Park

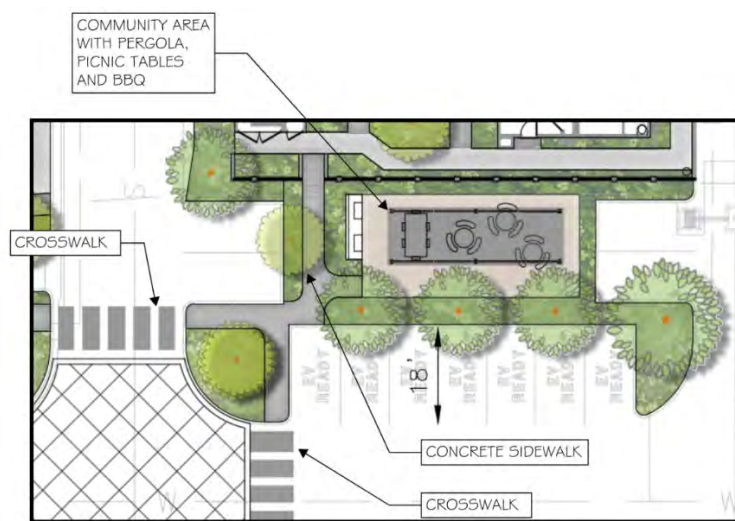
The public park's purpose is to serve the needs of the larger community beyond the project site. A public park along the northern side of the Specific Plan area will anchor the site and provide respite for both residents and visitors alike. Its amenities will include 4 pickleball courts, a large tot-lot playground intended for children ages 2-12, a central open space lawn, a multipurpose amphitheater, a restroom, and an all-wheel flow course plaza. Park amenities are subject to change at the discretion of the City.



Public Park – Approximately 1.1 acres

4.5.2.2 HOA Parks

There will be three (3) HOA owned and maintained parks that are publicly accessible on the project site, subject to the terms of public access easements. The parks are proposed throughout the Project site and are intended to serve the needs of both future residents and the public. These parks offer options for every age demographic providing amenities such as dog parks and gathering areas in addition to the publicly owned and maintained park. These smaller parks consist of a community gathering area, a large dog park, and a small dog park.



COMMUNITY GATHERING AREA

Community Gathering Area – Approximately 0.035 acres



LARGE DOG PARK

Large Dog Park – Approximately 0.06 acres

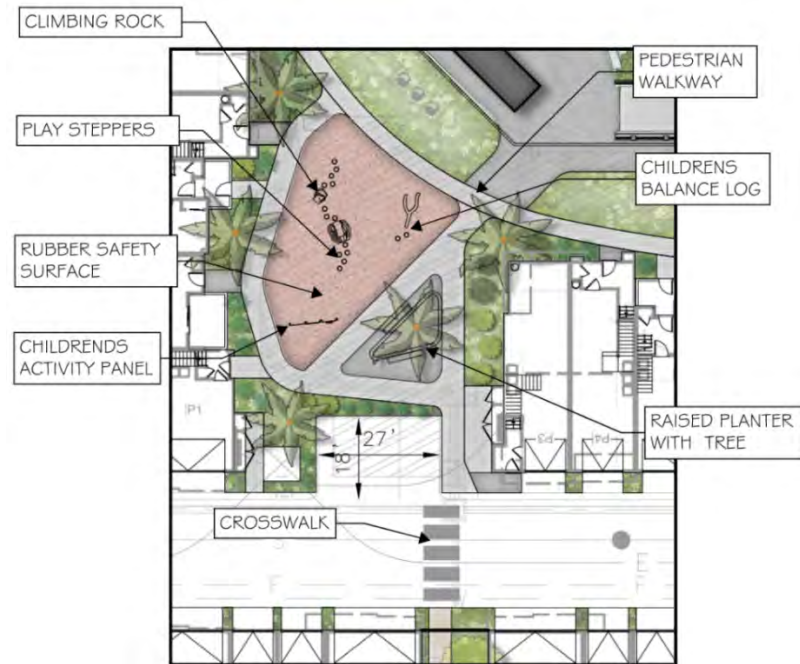


SMALL DOG PARK

Small Dog Park – Approximately 0.03 acre

4.5.2.3 Site Amenities

There will be two (2) publicly accessible HOA owned and maintained amenities on the project site. The Park Connector and Site Gathering area are intended to serve the needs of future residents. The Park Connector will feature an adventure playground with contouring mounding, play apparatus with minimal footings, rubberized or wooden fiber play surface, and elements such as steppers, logs, or climbing rock. The Project will have onsite amenities woven throughout that offer options for every age demographic.



PARK CONNECTOR

Park Connector – Approximately 0.06 acre

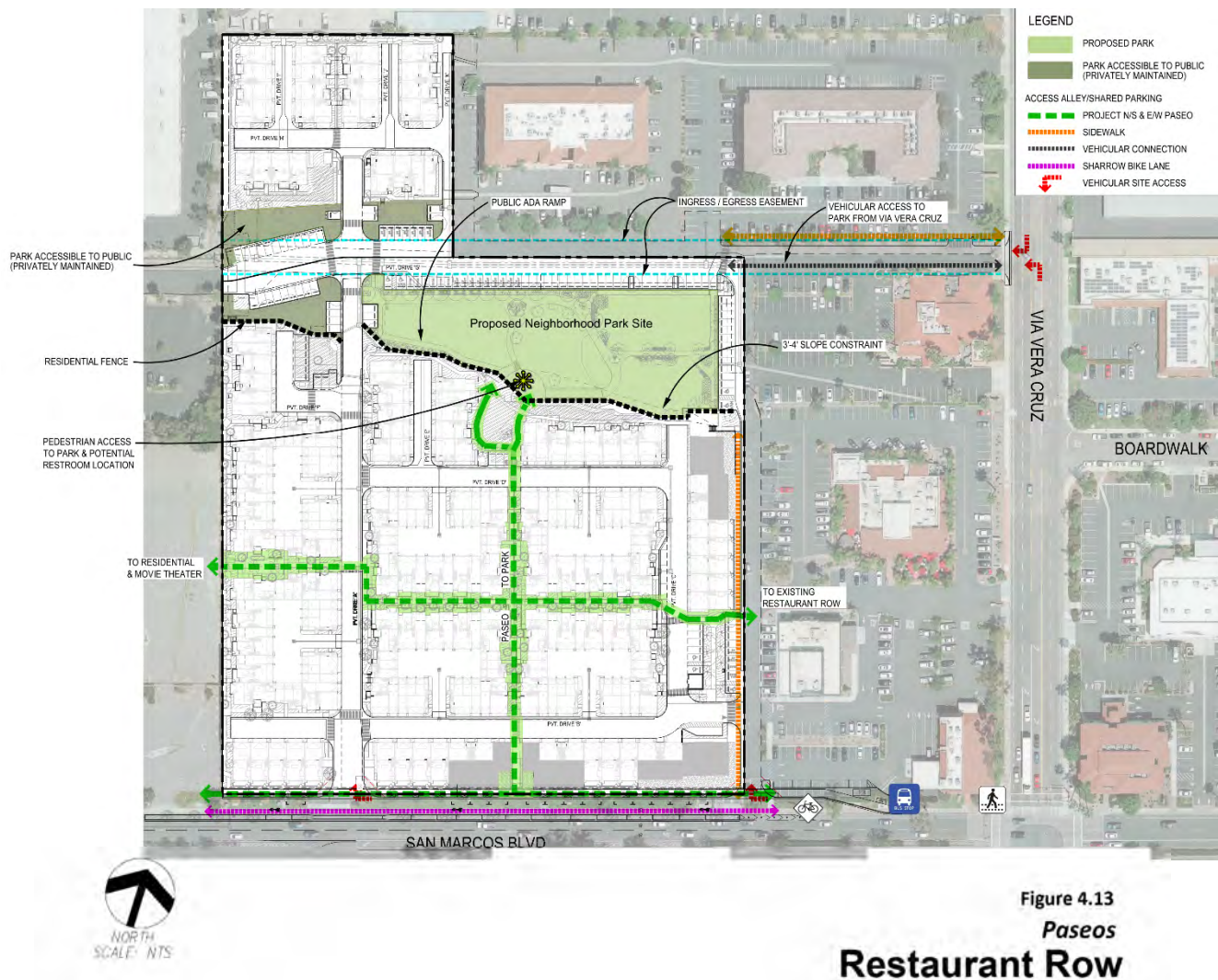


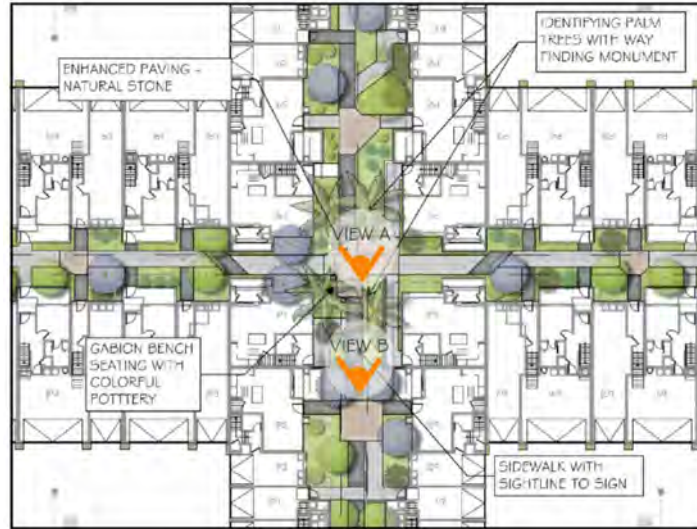
SITE GATHERING AREA

Site Gathering Area – Approximately 0.025 acres

4.5.3 Paseos

Pedestrian connections along San Marcos Boulevard and within adjacent developments are an important goal for both Restaurant Row and the City. The project will provide east to west and south to north paseos that traverse the site and create easily accessible walkable spaces intended to preserve and enhance pedestrian connectivity to adjacent properties and commercial nodes. The south to north paseo will provide a link from San Marcos Boulevard to the public park. The east to west paseo will provide a pedestrian connection from the commercial/restaurants on the east, through the future residential neighborhood, and onto the movie theater on the west. The pedestrian connections will be punctuated with social gathering nodes and opportunities for public art. Additional internal pathways lead to the open space amenities at the northeastern end of the project site, existing restaurants to the east, San Marcos Boulevard, and the Creek District Specific Plan area to the south. Decorative paving and enhanced colored concrete will also provide subtle wayfinding to help pedestrians navigate the site.





CENTER PASEO MERGE

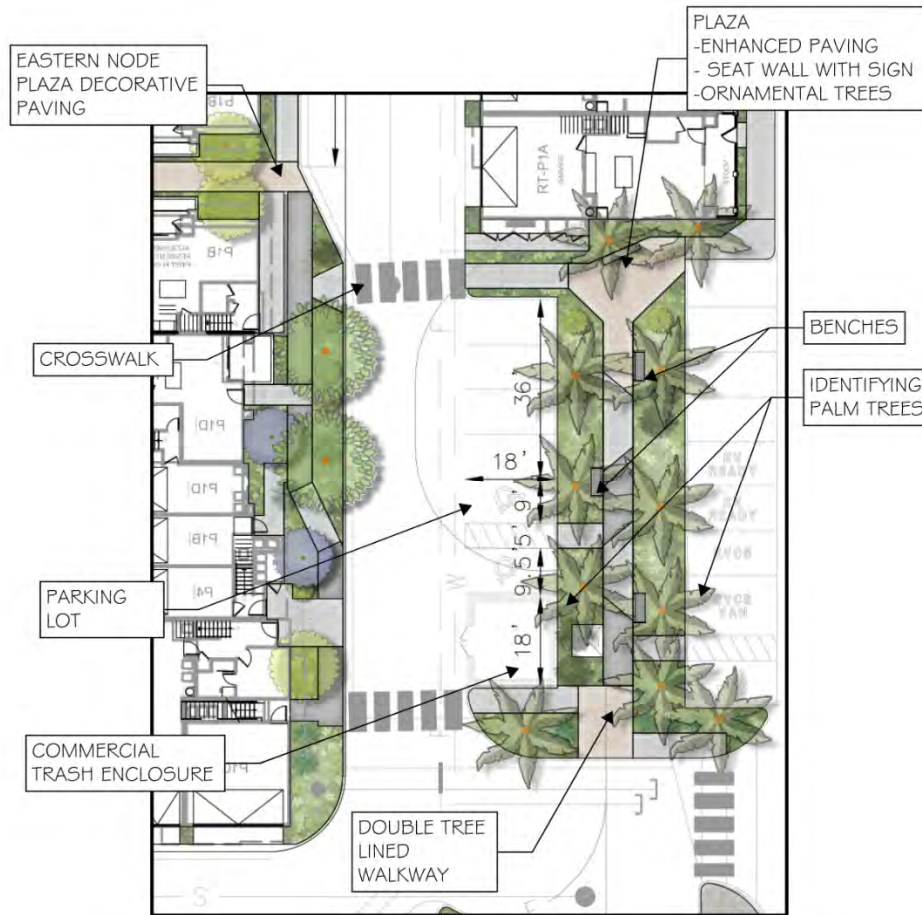
Center Paseo Merge – Approximately 0.05 acres



Center Paseo Merge View - A



Center Paseo Merge - View B



EASTERN PASEO NODE

Eastern Paseo Node – Approximately 0.06 acres



WESTERN PASEO CONNECTOR

Western Paseo Connector Area – Approximately 0.07 acres



Western Paseo Connector - View A



Western Paseo Connector - View B

4.5.4 Plant Palettes

4.5.4.1 Site Planting Legend

The interior site areas are to be planted with the functional purpose of providing shade while embodying an aesthetic quality of colorful material. The sloped areas will have plant species with deep rooting characteristics in conformance with the grading ordinance. Drought tolerant native and naturalized species are to be planted in an informal pattern. Seasonal maintenance will be needed once established. Acceptable species include but are not limited to:

Street Trees

Street tree grates will be provided to improve the pedestrian experience.

Form/Function: Medium to large deciduous, round head, shade, with root systems compatible with underground utilities and street/sidewalk maintenance. Street trees are subject to change by City.

- *Arbutus marina* (Marina Madrone)
- *Cassia leptophylla* (Gold Medallion Tree)
- *Jacaranda mimosifolia* (Jacaranda)
- *Koelreuteria bipinnata* (Chinese Flame Tree)
- *Koelreuteria paniculata* (Golden Rain Tree)
- *Lagerstromia indica* spp. (Crape Myrtle)
- *Metrosideros excelsa* (New Zealand Christmas Tree)
- *Platanus x acerifolia* 'Bloodgood' (London Plane Tree)
- *Podocarpus gracilior* (Fern Pine)
- *Pyrus calleryana* (Pear Tree)
- *Searsia lancea* (African Sumac)

Palm Trees (Private only)

Form/Function: Vertical interest, Wayfinding Palm trees

- *Archontophoenix alexandrae* (King Palm)
- *Bismarkia nobilis* (Bismark Palm)
- *Phoenix dactylifera* 'Medjool' (Medjool Date Palm)

Accent Trees

Form/Function: Ornamental structure or flowering accent trees

- *Aloe 'Hercules'* (Hercules Aloe)
- *Acacia stenophylla* (Shoestring Acacia)
- *Bauhinia purpurea* (Purple Orchid Tree)
- *Cassia leptophylla* (Gold Medallion Tree)
- *Eriobotrya deflexa* (Bronze Loquat)
- *Lagerstroemia hybrids* (Crape Myrtle)
- *Liriodendron tulipifera* 'Arnold' (Arnold Tulip Tree)
- *Podocarpus henkelii* (Long Leafed Yellow-Wood)
- *Raphiolepis indica* 'Majestic Beauty' (Majestic Beauty Patio Tree)

- *Schinus molle* (California Pepper)-for historic reference (planted with deep root barriers)
- *Stenocarpus sinuatus* (Fire Wheel Tree)

Shrubs 36" O.C.

Form/Function: Medium size ornamental shrubs

- *Agave 'Blue Flame'* (Blue Flame Agave)
- *Aloe Spp.* (Aloe)
- *Anigozanthos 'Bush Sunset'* (Bush Sunset Kangaroo Paw)
- *Callistemon viminalis 'Little John'* (Little John Bottlebush)
- *Cistus Spp.* (Purple rockrose)
- *Dianella revoluta* (Little Rev Flax Lily)
- *Dietes grandiflora* (Fortnight Lily)
- *Lantana montevidensis* (Purple Lantana)
- *Leptospermum scoparium* (New Zealand Tea Tree)
- *Nandina domestica* (Heavenly Bamboo)
- *Nandina domestica 'Gulf Stream'* (Gulf Stream Nandina)
- *Phormium tenax* spp. (New Zealand Flax)
- *Pittosporum* spp. (Pittosporum)
- *Raphiolepis indica 'Ballerina'* (Indian Hawthorne)
- *Salvia* spp. (Salvia)
- *Strelitzia nicolai* (Giant Bird of Paradise)
- *Strelitzia juncea* (Narrowleaf B.O.P.)

Groundcover & Accents

Form/Function: Low Ornamental Groundcover

- *Dymondia margaretae* (Silver Carpet)
- *Myoporum parvifolium* (Creeping Myoporum)
- *Rosmarinus officianalis* Irene (Trailing Blue Rosemary)
- *Senecio serpens* (Blue Chalksticks)
- *Thymus serpyllum* (Creeping Thyme)
- *Trachelospermum jasminoides* (Star Jasmine)
- *Tulbaghia violacea* (Variegated Society Garlic)

Non-Invasive Grasses

Form/Function: Accent Grasses

- *Carex spissa* (San Diego Sedge)
- *Festuca glauca 'Elijah Blue'* (Elijah Blue Fescue)
- *Muhlenbergia rigens* (Deer Grass)
- *Muhlenbergia capillaris* (Pink Muhly Grass)

Vines

Form/Function: Upright Vines

- *Bougainvillea spectabilis* 'Barbara Karst' (Barbbara Karst Bougainvillea)
- *Distictis* 'Rivers' (Royal Trumpet Vine)
- *Jasminum polyanthum* (Pink Jasmine)
- *Trachelospermum jasminoides* (Star Jasmine)
- *Tecomaria capensis* (Cape Honeysuckle)

4.5.4.2 Park Planting Legend

Recreational areas will be planted with drought tolerant plants that are also safe for children and pets. The plant selection will be based on those species which will be acceptable within the flood zone. Species will be able to tolerate being occasionally inundated while not impeding the flow of storm water. Lawn areas may be used to easily convey the storm event while providing for open play for children and pets. The tree selection will include upright vertically oriented species. The adjacent side slopes will feature a variety of trees and shrubs to stabilize edges from erosion.

A combination of small to medium trees will be coupled with occasional groupings of flowering shrubs. Groundcover will be incorporated to add visual interest. The following plant palette is suggested, but is not limited to, the following species:

Recreational Area Trees

Form/Function: Shade, Seasonal color, Medium to Large Canopy

- *Agonis flexuosa* (Peppermint Willow)
- *Cassia leptophylla* (Golden Medallion)
- *Cercis occidentalis* (Western Redbud)
- *Jacaranda mimosifolia* (Jacaranda)
- *Lophostemon confertus* Brisbane Box)
- *Tipuana tipu* (Tipu Tree)
- *Quercus agrifolia* (Coast Live Oak)

Vertical Trees

Form/Function: Vertical Interest

- *Brachychiton populneus* (Bottle tree)
- *Hymenosporum flavum* (Sweetshade)
- *Liquidambar styraciflua* (Sweetgum)

Recreational Area Shrubs, Grasses and Groundcovers

Form/Function: Evergreen, screening, accent color, drought tolerant

Shrubs:

- *Arbutus unedo* 'Compacta' (Dwarf Strawberry Tree)
- *Cistus x purpureus* (Orchid Rockrose)

- *Ceanothus* spp. (Ceanothus)
- *Dianella revoluta* (Little Rev Flax Lily)
- *Dietes grandiflora* (Fortnight Lilly)
- *Juncus patens* (Common Rush)
- *Olea europaea* 'Little Ollie' (Dwarf Olive)
- *Rhaphiolepis indica* 'Ballerina' (Indian Hawthorn)
- *Rosemarinus officinalis* (Rosemary)
- *Salvia* spp. (Sage)
- *Teucrium fruticans* (Bush Germander)
- *Westringia fruticosa* 'Mundi' (Low Coast Rosemary)

Grasses:

- *Carex spissa* (San Diego Sedge)
- *Festuca glauca* 'Elijah Blue' (Elijah Blue Fescue)
- *Leymus condensatus* 'Canyon Prince' (Canyon Prince Wild Rye)
- *Muhlenbergia rigens* (Deer Grass)
- *Muhlenbergia capillaris* (Pink Muhly Grass)

Groundcovers:

- *Baccharis pilularis* 'Pigeon Point' (Pigeon Point Coyote Brush)
- *Ceanothus thyrsifolia* 'Yankee Point' (Yankee Point Wild Lilac)
- *Dymondia margaretae* (Silver Carpet)
- *Iva hayesiana* (Poverty Weed)
- *Lantana* spp. (Lantana)
- *Lippia nodiflora* (Kurapia)
- *Verbena rigida* (Sandpiper)

Turf:

- Tall Fescue
- UC Verde Buffalo Grass
- Kurapia
- Bandera Bermuda

Slopes (Temporary Irrigation) Hydroseed Mix

The slope areas are to be hydroseeded with a mix of native plant material to aid in controlling soil erosion. Approximately 50% of the seed mix is to contain plant material that will grow to 24" or less.

Coastal Sage Scrub Hydroseed Mix

- *Artemesia californica* (Coastal Sage Brush)
- *Encelia californica* (California Sunflower)
- *Eriogonum fasciculatum* (California Buckwheat)
- *Eriophyllum confertiflorum* (Golden Yarrow)
- *Eschscholzia californica* (California Poppy)
- *Lotus scoparius* (Deerweed)

- *Lupinus bicolor* (Miniture Lupine)
- *Lupinus nanus* (Sky Lupine)
- *Mimulus aurantiacus puniceus* (Red Monkey-Flower)
- *Salvia mellifera* (Black Sage)
- *Nassella pulchra* (Purple Needle Grass)

5.0 FORM-BASED CODE

5.1 Introduction Applicability

The purpose of this Form-Based Code is to provide a set of development regulations and procedures for property owners or developers to implement the envisioned urban form and character of Restaurant Row. This Form-Based Code applies to future development and redevelopment within Restaurant Row. The Code regulates the massing of proposed development through building heights, setbacks, building form, and orientation.

5.2 Land Use Designation

The Restaurant Row Project Specific Plan will include one land use typology, which will be Specific Plan Area. This individual land use will accommodate the multi-family mixed-use development planned for future development. The site has a density of 21.7 du/ac, consistent with the Mixed Use 1 (MU1) General Plan land use classification of 20.0-30.0 du/ac. Open space within the Specific Plan Area will total approximately 2 acres. Components of the three sub-categories of open space will be defined by the following forms: passive open space (landscaping, bio-retention basins), active open space (open turf areas, tot-lots/playgrounds, amphitheater, etc.), and private open space (porches, balconies, etc.). These features comprise a well-rounded residential neighborhood that is supportive of community activities and the wellness of the residents.

Table 5.1 – Land Use Designation

Residential Land Use	Provided by project (in acres)
Multi-Family Residential	3.3
Commercial	0.24
Driveways/Alleys/ Parking/Loading/misc. sidewalks	3.93
Common Open Space area w/ grades 10% or greater	0
Common Open Space area w/ grades less than 10%	1.13
Public Park	1.1
Private Open Space	.56
Bio-Retention Areas	.24
Site Total	10.5



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5.3 Zoning Designations and Development Regulations

As discussed in Section 2.3.2, the Restaurant Row Specific Plan zoning map consists of a single on-site designation: Specific Plan Area (SPA).

Home types will be sited in a manner that supports the future of San Marcos Boulevard developments planned in the San Marcos General Plan. This section provides the framework for the implementation of the Specific Plan zoning designation and development regulations.

Commercial, Town over Commercial, Front Street Rowtown, Greencourt Townhomes, and Motorcourt are the five building developments that are permitted within this zone.

Table 5.2: Specific Plan Development Regulations

Development Regulation	Specific Plan
Residential Minimum	20.0
Residential Maximum	30.0
FAR Minimum	0.30
FAR Maximum	1.75
Minimum Building Height	14'
Ground Floor Commercial Height	10'
San Marcos Boulevard. - Building Placement	Residential = 40% @ 3' offset from right of way Corner commercial = 15% @ 8' offset from right of way Central commercial = 19% @ 25' offset from right of way
Pedestrian-Oriented	Central courtyard = 6% @ 25' from the right of way
Interior Property Line	5'
Alley Property Line	35'
Western Residential Property Setback	9'
San Marcos Boulevard Front Setback	5'
Eastern Residential Property Setback	10'
Rear Setback	10'

Permitted Uses

The following land uses are permitted throughout the Specific Plan and are further defined in Section 5 of this Specific Plan. However, they may be amended from time to time by the City of San Marcos.

Table 5.3: Permitted Mixed Uses

Use	Commercial	Town over Commercial	Greencourt	Motorcourt	Frontstreet Rowtown	Plaza
Multifamily Dwelling	---	P	P	P	P	---
Rooming House	---	---	---	---	---	---
Live-Work Unit	CUP	P	---	---	P	---
Artist Studio	P	DP	DP	DP	DP	DP

Use	Commercial	Town over Commercial	Greencourt	Motorcourt	Frontstreet Rowtown	Plaza
Banks and Other Financial Institution	P	---	---	---	---	---
Bar	DP	---	---	---	---	---
Builder Sales Office/Design Studio	T	T	T	T	T	---
Clubs and Lodges	DP	---	---	---	---	---
Daycare Center	DP ¹	---	---	---	---	---
Farmer's Market (Certified) Outdoor	DP	---	---	---	---	DP
Food and beverage sales	P	---	---	---	---	---
Industrial Design and Services	P	---	---	---	---	---
Live Entertainment, Acoustical Performances	A	---	---	---	---	A
Massage, Accessory Use	DP	---	---	---	---	---
Merchandise Sales, New Retail	P	---	---	---	---	---
Microbrewery	DP	---	---	---	---	---
Museum, Library, or Gallery	P	---	---	---	---	---
Office: Administrative, Business, Corporate, non-profit	P	---	---	---	---	---
Outdoor Dining	A/DP ²	---	---	---	---	P/DP ²
Personal Services, General	DP	---	---	---	---	---
Personal Services: Fitness/Health Facility	DP	---	---	---	---	---
Personal Services, Instructional	P	---	---	---	---	---
Places of Assembly (Small)	ZA	---	---	---	---	T
Restaurant, ≥ 2,000 sq.ft.	P	---	---	---	---	---
Restaurant, < 2,000 sq.ft.	P	---	---	---	---	---
Restaurant, with Live Entertainment	DP	---	---	---	---	---
Tasting Room without food service	P	---	---	---	---	---

A – (Accessory Uses) Permitted uses restricted to accessory uses in conjunction with a primary permitted use.

P – (Permitted Uses) subject to compliance with all applicable provisions of this Zoning Ordinance.

CUP – (Conditional Use Permit) A Conditional Use Permit is required from the City of San Marcos

ZA – (Zoning Approval) Subject to review and approval per the process standards of Chapter 20.500

DP – (Director Permit) Permitted subject to Planning Director review, condition, and determination.

T – (Temporary) Permitted as a temporary uses restricted to limited occurrences and time periods.

--- – (Prohibited) Use not allowed.

1. Outdoor play space shall be provided in accordance with the requirements of the State Community Care Licensing Division and may not be located adjacent to San Marcos Boulevard right-of-way.
2. Outdoor dining allowed pursuant to provisions of Section 5.4.1

When a use is not specifically listed, that use is prohibited. However, consistent with SMMC Section 20.205.030(C) (Unlisted and Similar Compatible Uses), the City of San Marcos Planning Director shall have the authority to determine whether the proposed use shall be permitted or conditionally permitted based on the finding that the proposed use is similar to and no more detrimental than a particular use permitted in the Zone.

Neighborhood public park is subject to the land use regulations of the Public Institutional (P-I) Zone (SMMC Chp. 20.240), as updated from time to time by the City.

Parking requirements for the land uses outlined in Table 5.3 are outlined in Section 5.5.

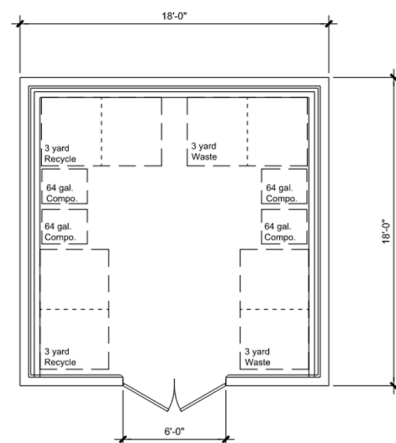
5.4 Urban Standards

The following development standards have been devised to implement the pedestrian-oriented, multi-modal character envisioned by the Specific Plan. Incorporation of any of the residential products described in section 4.3 shall be permitted provided that the maximum residential density does not exceed the site standards.

5.4.1 Commercial

Commercial spaces are located along street frontages and adjacent to plazas and paseos. These spaces are generally located on the ground floor. Some spaces are larger than others with heights ranging from 10 to 25 feet. The commercial spaces located below the Town over Commercial homes are smaller in size and range less than 15' in height. The commercial areas will have the ability to be divided into smaller tenant spaces, depending on the commercial market demand. For permitted uses see Table 5.3: Permitted Mixed Uses.

Commercial entities will have the use of the commercial trash facilities which are located on the south-west side of Pvt. Drive "C". These facilities will house trash (waste), recycling, and compost, and will be locked to prevent illegal dumping.



Trash Enclosure 4 F&B Tenants
Service frequency: 3x per week: Waste
Service frequency: 5x per week: Recycling
Service frequency: 2x per week Compost

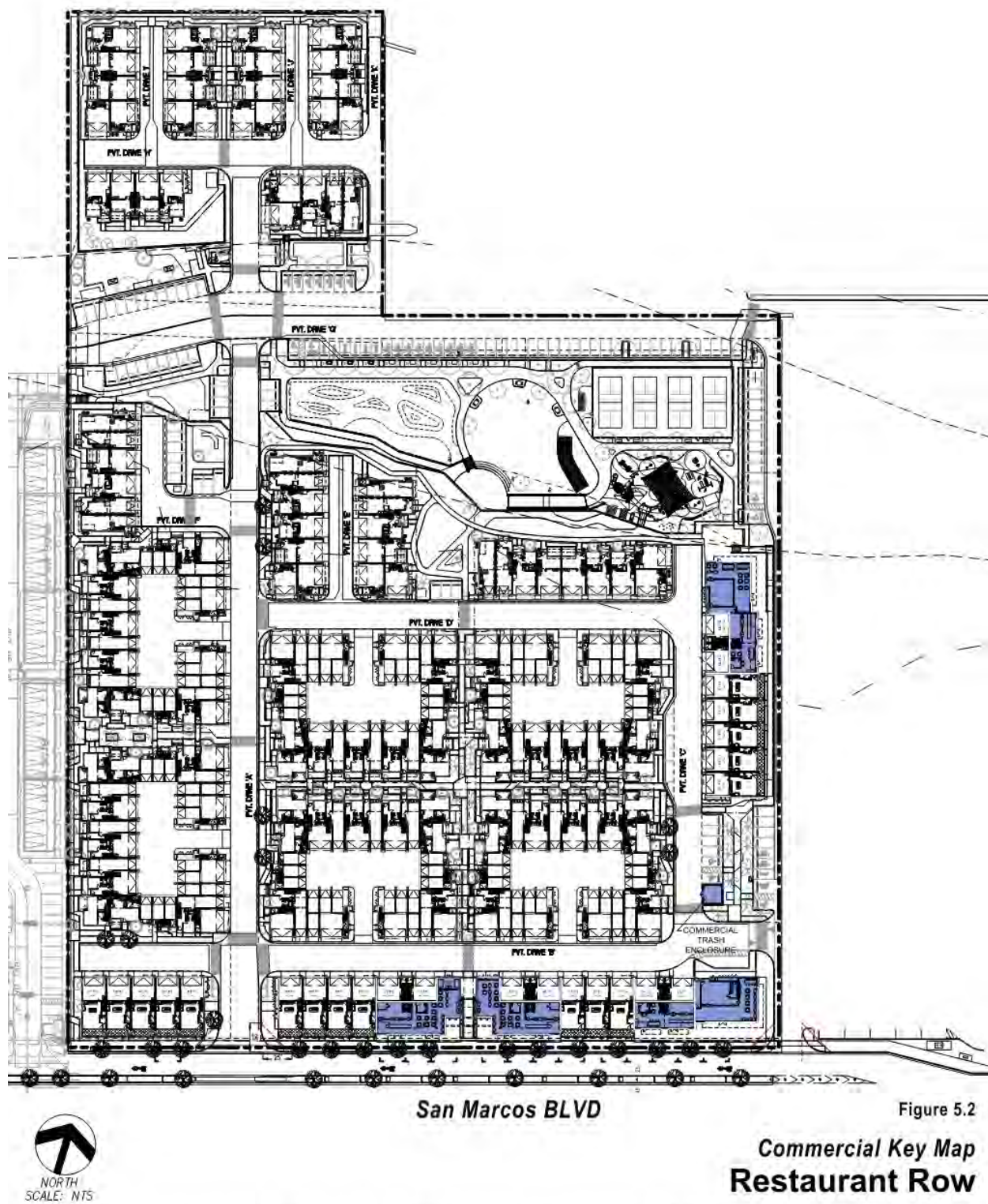


Table 5.4 - Commercial Urban Standards	
Unit Size	Varies
Building Height	One floor – 10' to 25'
Building Placement	Along San Marcos Boulevard and the northeast corner of the project site
Allowable Building Frontage Types	Commercial
Private Recreation Space	n/a
Type of Parking	Open bay spaces

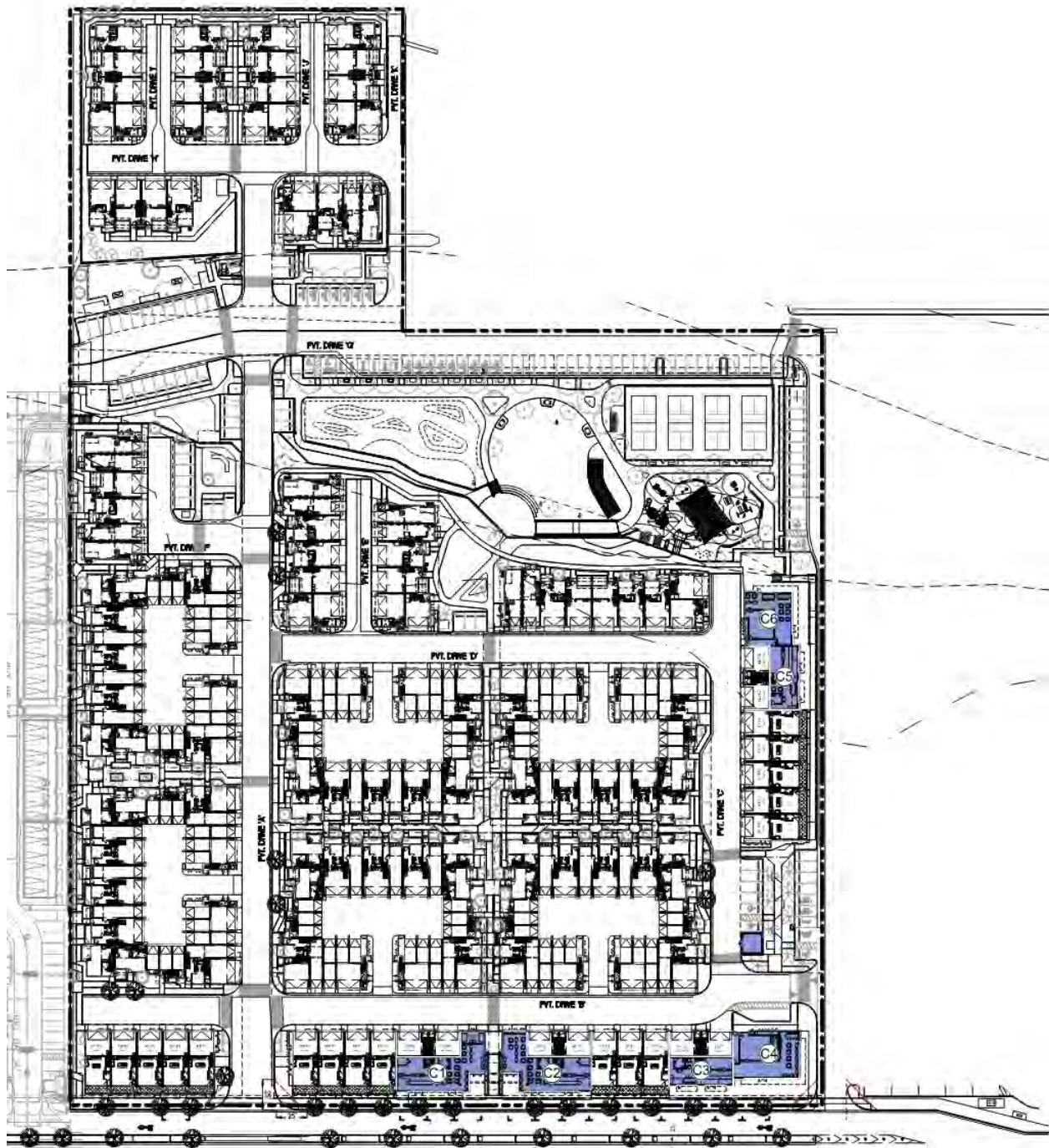
Dining opportunities at Restaurant Row are open to a wider customer base due to the proximity to multi-modal transportation. However, vehicular access has also been accommodated by providing ample parking space in accordance with standards from the City of San Marcos. The outdoor dining will be in accordance with Section 20.400.150 Outdoor Dining section of the Municipal Code.

Restaurant definitions from the municipal code Sections 20.400.150 and 20.600.170 are as follows:

Outdoor Dining (land use).

To energize the Restaurant Row experience, private outdoor dining will be the forefront for activating the streetscape. The outdoor spaces will be open and seamless to all patrons of the commercial uses. The area limits would be determined based on final permitting by the City.

For long term flexibility, the actual private outdoor dining areas will depend on the final building layout perimeter fencing and, leasing tenants. Individual restaurant tenant spaces would be allowed to create exclusive outdoor dining areas (meaning an area fenced off for use only by that individual restaurant) of up to 35% of the cumulative net commercial interior square footage. Additional exclusive outdoor dining area exceeding 35% may be provided with the approval of a Director's Permit (DP), pursuant to the provisions of Section 5.5.3



San Marcos BLVD

Figure 5.2.1

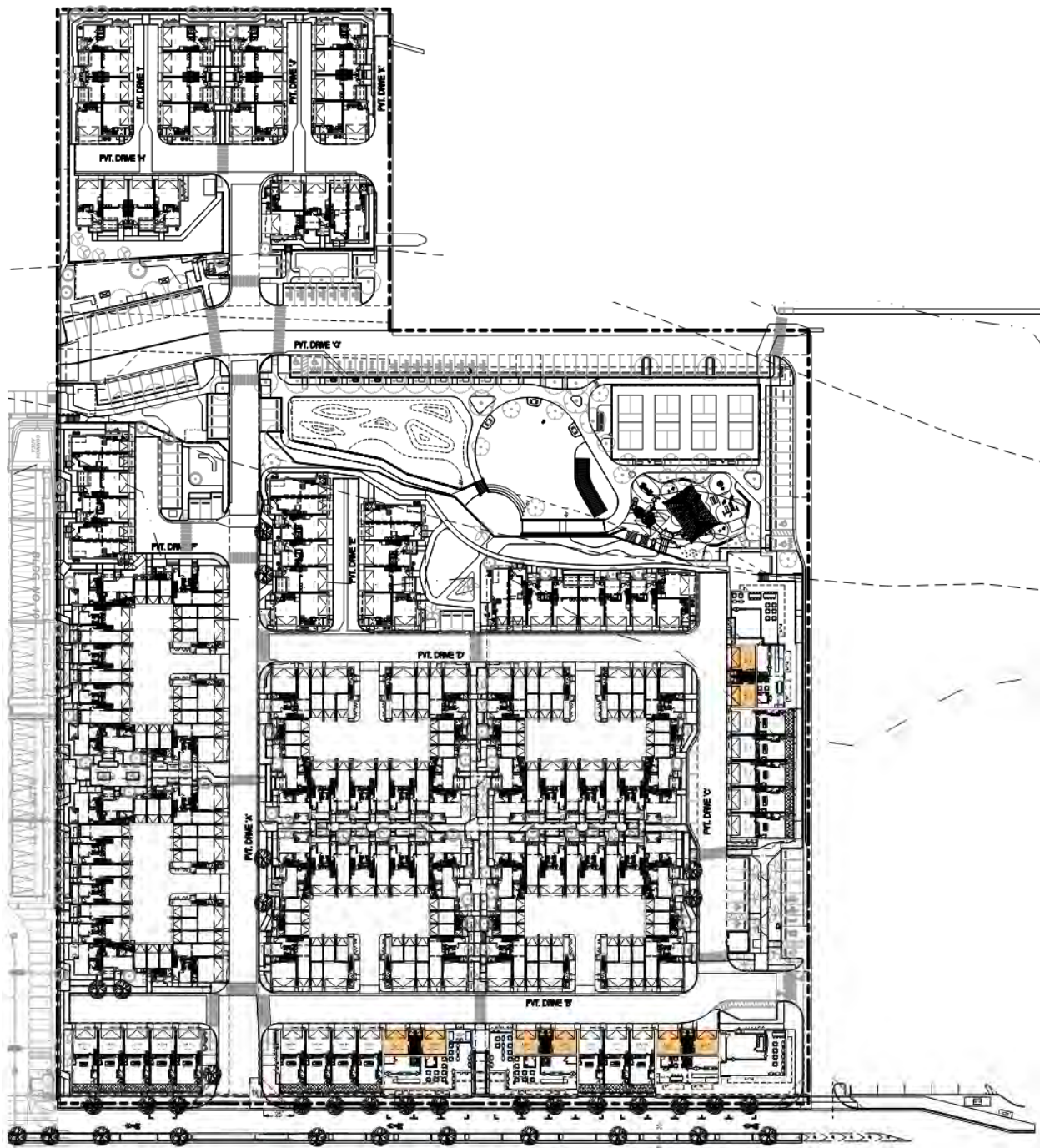
**Commercial With Patio Space
Restaurant Row**

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5.4.2 Town over Commercial Buildings

There are currently eight Town over Commercial units shown on the project site plan. This product type will include six 3-bedroom units along San Marcos Boulevard (above the proposed commercial space) and two 3-bedroom units above the commercial space located in the northeastern corner of the development.

The Town over Commercial buildings are intended to increase density along the proposed commercial frontages and create a unique sense of place. The people that occupy these units will often frequent the commercial spaces near them and increase social interaction amongst on-site residents. The commercial space shall be limited to the ground floor and shall be separate from the residential unit with entrances and exits that will not affect residents above.



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Figure 5.4

Town Over Commercial Key Map Restaurant Row



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Table 5.5 - Town over Commercial Urban Standards	
Unit Size	Total Living: 2,432 s.f.
Building Height	3 stories with varying roof planes
Building Placement Primary Street Building Placement	Along San Marcos Boulevard and the eastern border of the project site.
Allowable Building Frontage Types	First floor commercial or town homes.
Private Recreation Space	Balcony on second and third floors facing San Marcos Boulevard.
Garage/Parking	2-car garages are attached to units, allowing for direct access.

Town over Commercial Conceptual Image:



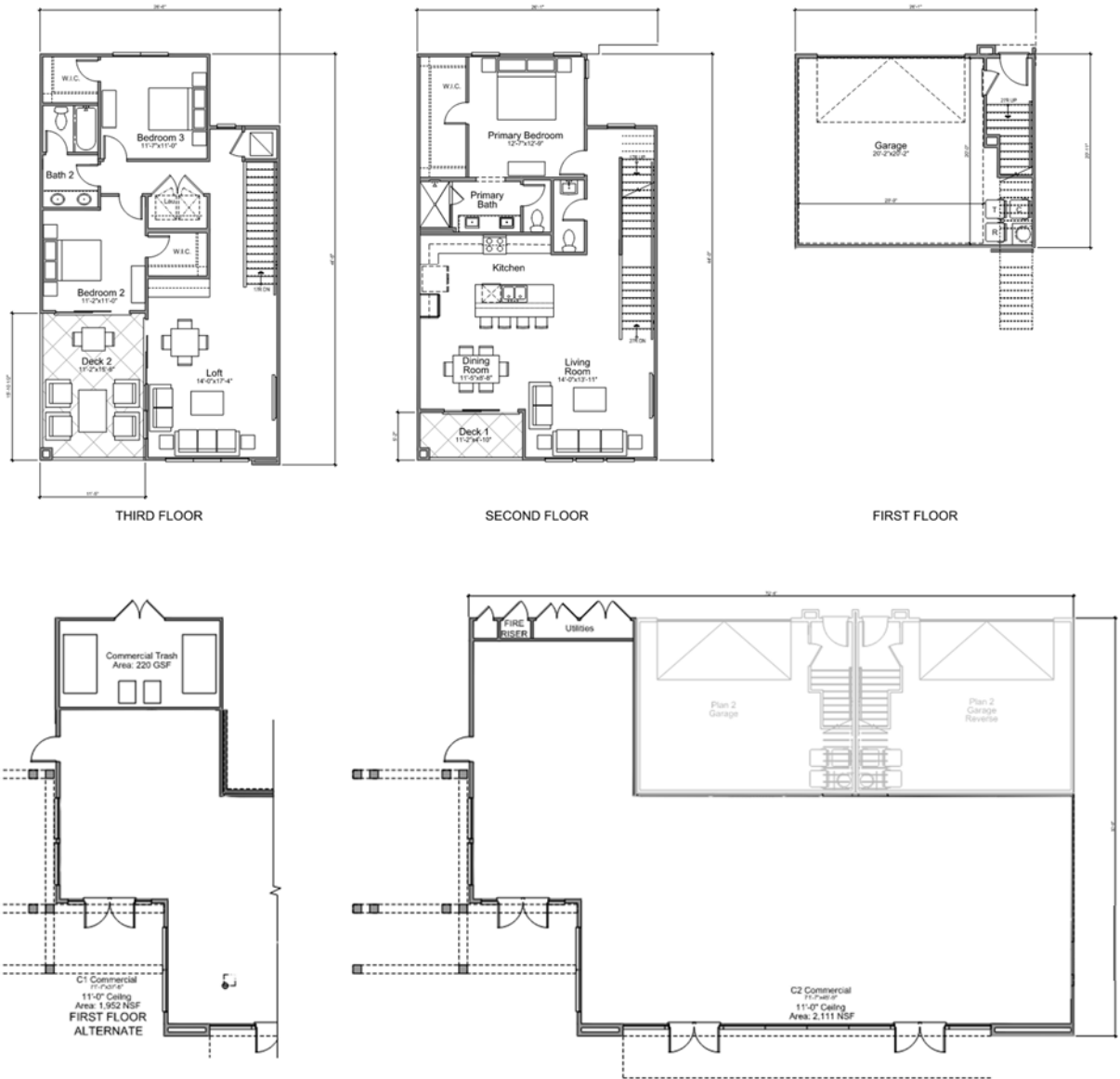


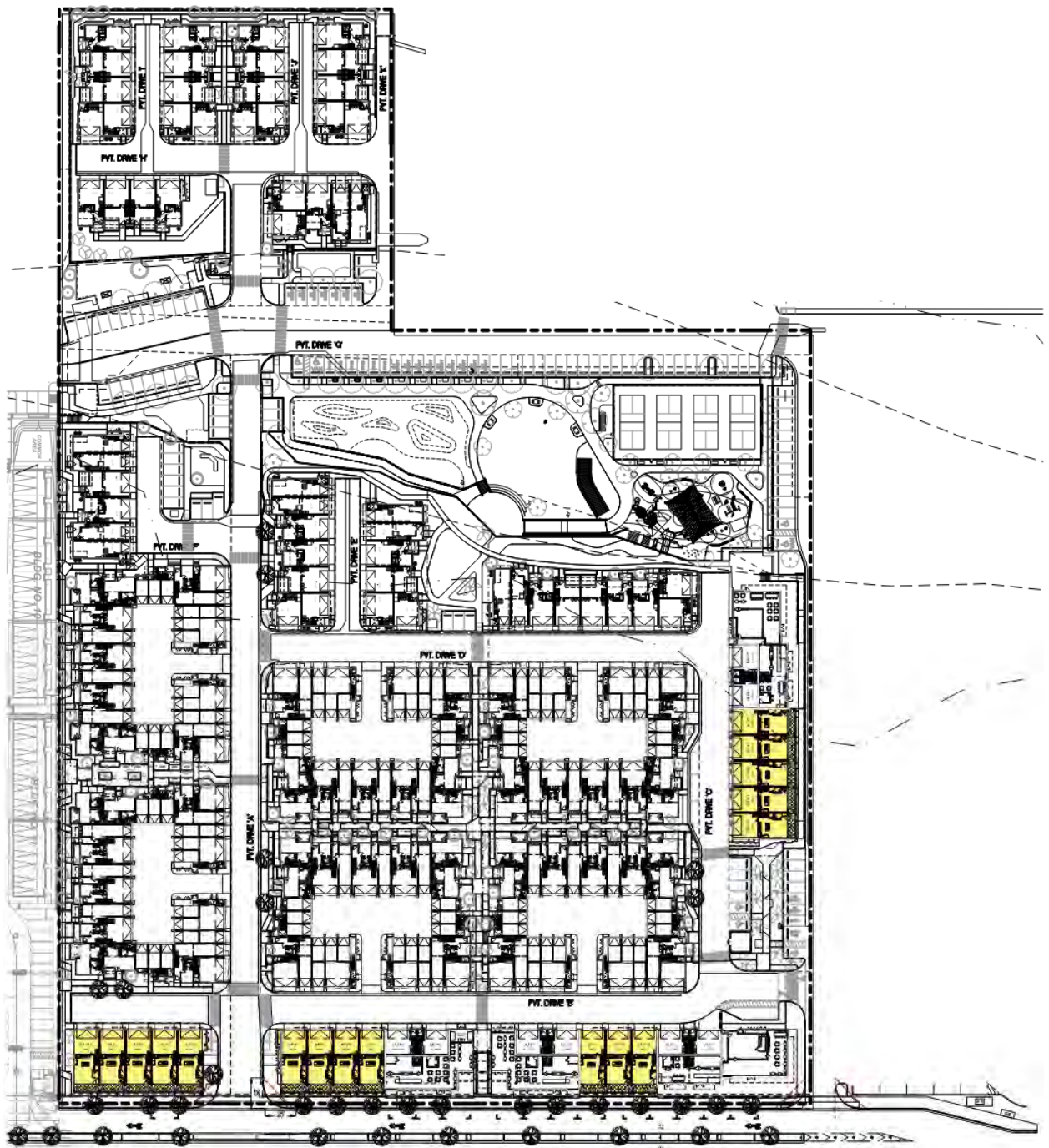
Figure 5.5
Town Over Commercial Diagrams
Restaurant Row

5.4.3 Front Street Rowtown Residential Buildings

The Restaurant Row Specific Plan currently displays 17 Front Street Rowtown dwelling units along both San Marcos Boulevard and the eastern border of the development site. These 3-bedroom units will include interior parking spaces accessible from Private Drive 'B' on San Marcos Boulevard units, and Private Drive 'C' on units located on the eastern border.

The Front Street Rowtown units will provide easy access to nearby commercial spaces as well as privately owned attached garage spaces. The Rowtowns will generate foot traffic along San Marcos Boulevard and potentially increase the number of consumers walking to nearby businesses.

The building frontages shall support quality urban form; windows, doors, balconies, and porches shall be facing the street thus promoting conversation and social interaction.



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Figure 5.6

Front Street Row Key Map Restaurant Row



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Table 5.6- Front Street Rowtown Urban Standards			
Unit Size		Total Living: 1,805 s.f.	
Building Height		3 stories with varying roof planes	
Building Placement		Along San Marcos Boulevard and the Eastern Border of the project site.	
Allowable Building Types	Frontage	Townhomes with large windows, balconies, and patios.	
Private Recreation Space		Gated porches and balconies.	
Garage/Parking		Garages are attached to units, allowing for direct access.	



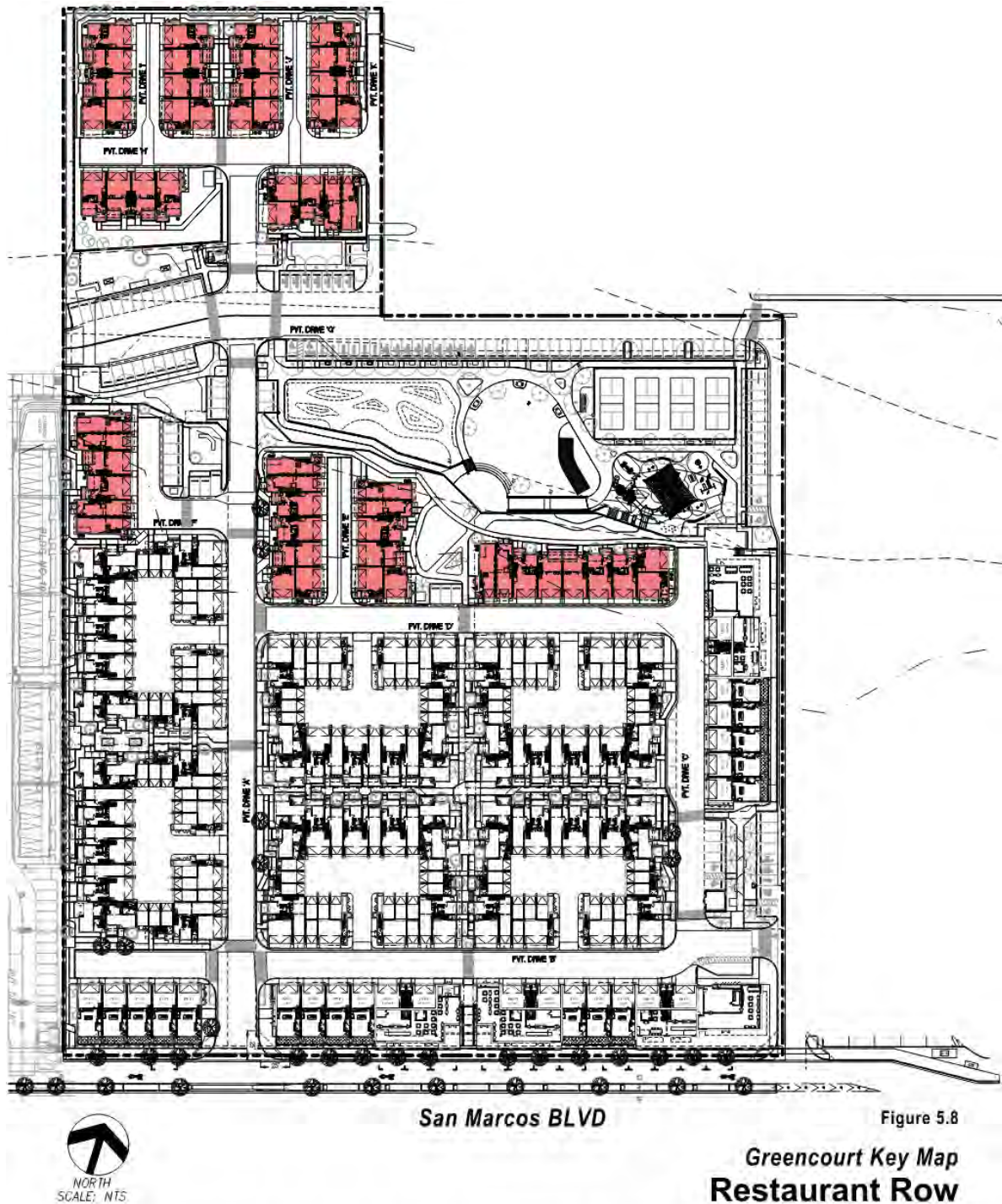
Figure 5.7
Front Street Row Diagrams
Restaurant Row

Front Street Rowtown Conceptual Image:



5.4.4 Greencourt Residential Buildings

The Greencourt residential buildings consist of clustered multi-family attached homes. Buildings range from approximately 1,141 s.f. to 1,633 s.f. in size and feature 2-4 bedrooms and 2 ½ – 3 ½ bathrooms. Garages are located on the ground floor.



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Table 5.7 – Greencourt Urban Standards	
Unit Size	Total Living: varying from 1,141 to 1,633 s.f.
Building Height	3 stories with varying roof planes
Building Placement	2' required for 80% of frontage
Primary Street Building Placement	7' maximum for 20% of frontage
Pedestrian-Oriented	6' required for 60% of frontage
Secondary Street	10' maximum for 40% of frontage
Interior Property Line	0'
Alley Property Line	3'
Allowable Building Frontage Types	Townhomes with porches and balconies.
Private Recreation Space	Porches and balconies.
Garage/Parking	Garages are attached to units, allowing for direct access.

Greencourt Conceptual Image:

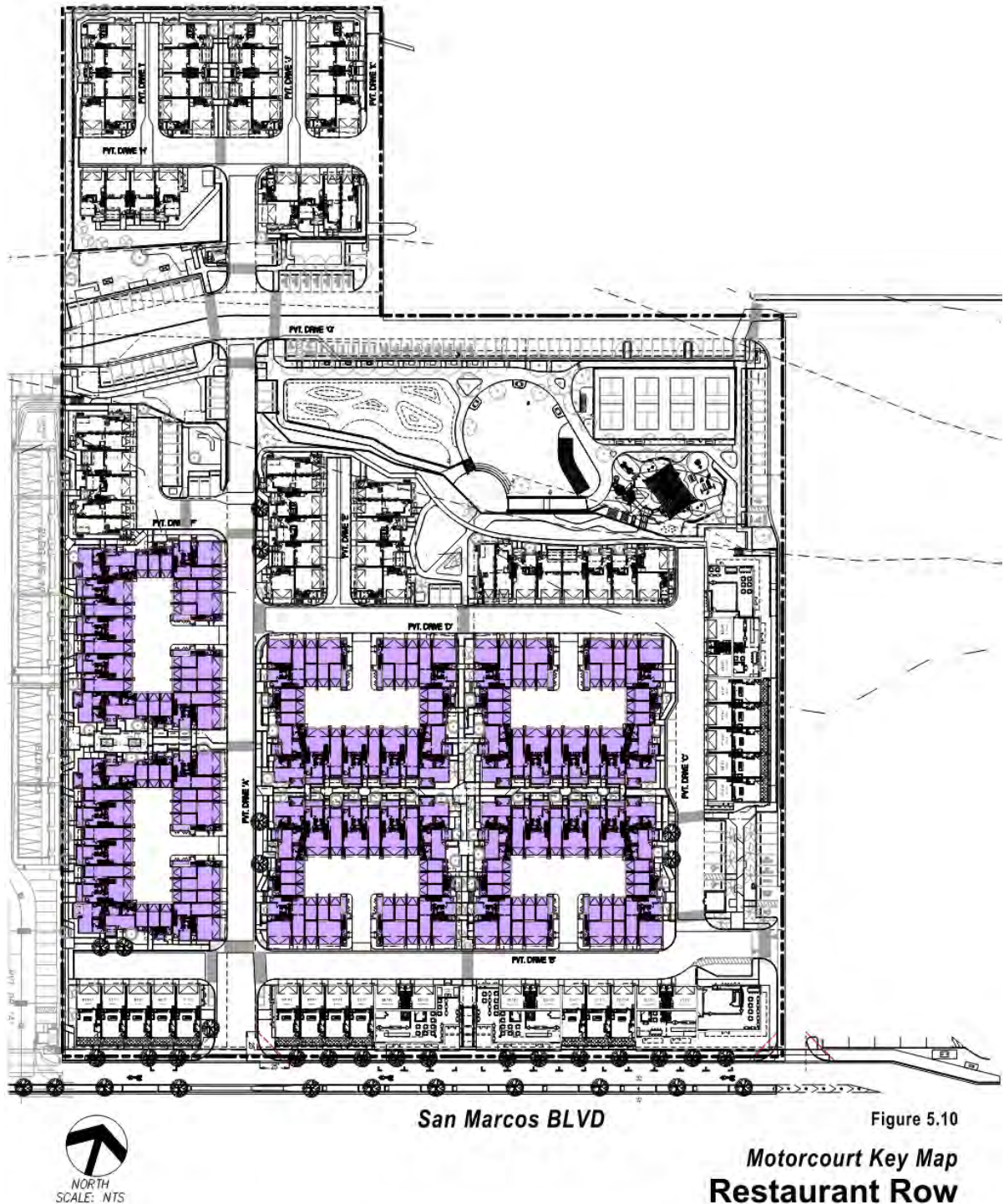




Figure 5.9
Greencourt Diagrams
Restaurant Row

5.4.5 Motorcourt Residential Buildings

The Motorcourts consist of clustered multi-family attached homes situated around a single private driveway. Units range in size from approximately 1,033 s.f. to 1,412 s.f. and feature 2-3 bedrooms and 1 ½ – 3 ½ bathrooms. Garages are located on the ground floor.

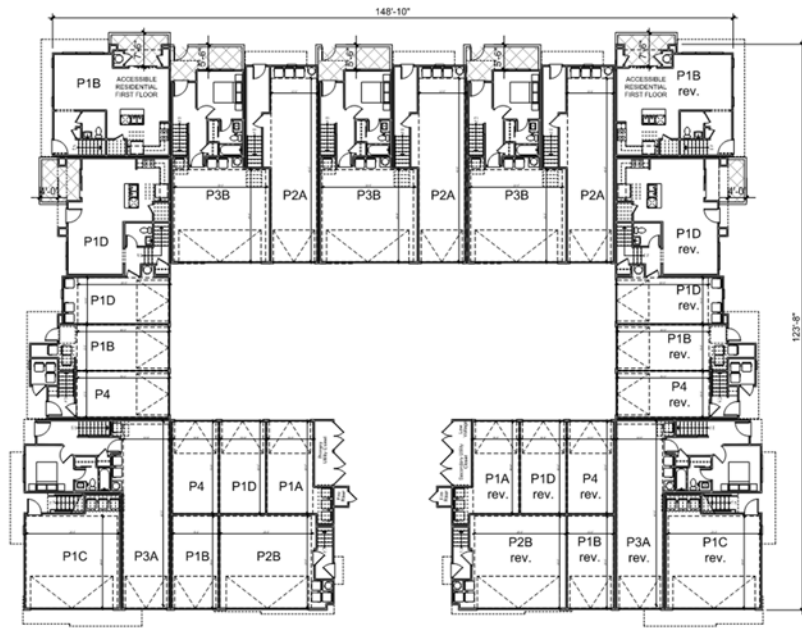


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Table 5.8 – Motorcourt Urban Standards	
Unit Size	Total Living: varying from 1,033 to 1,412 s.f.
Building Height	3 stories with varying roof planes
Building Placement Primary Street Building Placement Pedestrian-Oriented Secondary Street Interior Property Line Alley Property Line	2' required for 80% of frontage 7' maximum for 20% of frontage 6' required for 60% of frontage 10' maximum for 40% of frontage 0' 3'
Allowable Building Frontage Types	Townhomes with balconies and garages
Private Recreation Space	Balconies, patios, and porches
Type of Parking	Garages are attached to units, allowing for direct access 9 one car garage units will have open parking on-site designated for their use, per the CC&R's.

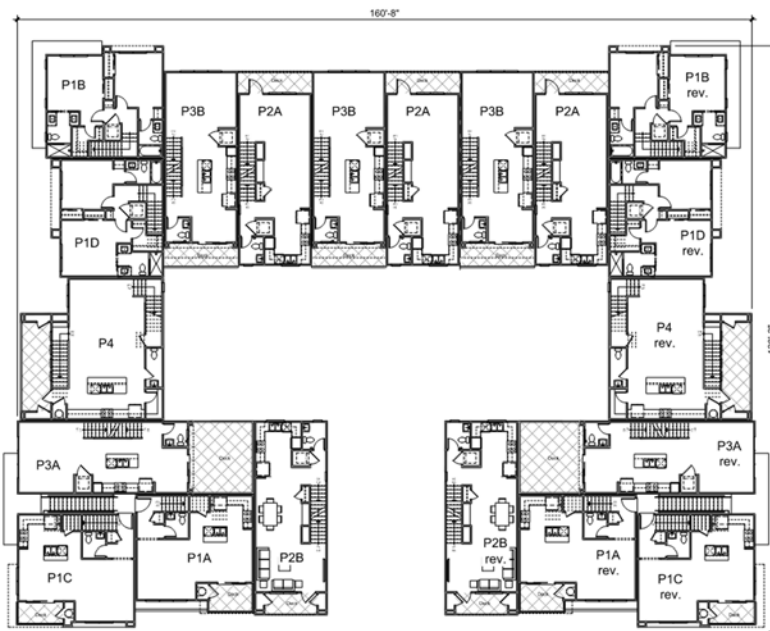
Motorcourt Conceptual Image:





FIRST FLOOR

*REFER TO LANDSCAPE/CIVIL DRAWINGS
FOR PATIO WALL VARIATIONS



SECOND FLOOR

SECOND FLOOR



Figure 5.11
Motorcourt Diagrams
Restaurant Row

5.5 Parking Regulations

Parking within Restaurant Row will be provided as a combination of private garages that will serve the project residents and open bay parking spaces to accommodate residential guests, park patrons, and customers of the commercial establishments for the Project.

A Parking Management Plan (PMP) will allocate the available onsite parking spaces among onsite uses and will define enforcement measures to ensure onsite compliance. The PMP will be submitted to the City for approval and may not be changed without approval by the City.

Required Parking:

The parking requirements for the residential, park, and mixed-use commercial portions of the project are outlined in the tables below:

Residential Parking Requirements

Land Use	Quantity	Parking Supply Rate	Required Parking Supply
Multi-Family (2 BR)	107 d.u.	2 BR = 1.75/d.u.	188
Multi-Family (3+ BR)	95 d.u.	3 + BR= 2/d.u.	190
Guest Parking	202 d.u.	0.15 per d.u. (1)	31
Total Residential Spaces Needed			409

Note:

(1) Rate is based on *Urban Land Use Institute's (ULI) Shared Parking Guide, Third Edition, 2020* as it better reflects the mixed-use and urban environment in which the proposed project would be located.

Park and Mixed-use Commercial Parking Requirements

Land Use	Estimated Quantity	Parking Supply Rate	Required Parking Supply
Park Site	1.1 Acres	9 spaces per acre	10
Restaurant, > 2,000 s.f.	3,232 s.f.	7.5 spaces per 1,000 s.f.	24
Restaurant, < 2,000 s.f.	4,063 s.f.	6.5 spaces per 1,000 s.f.	27
Non-Residential (1)	2,280 s.f.	3 spaces per 1,000 s.f.	7
Total Public Spaces Needed			68

See Appendix for parking demand observed at adjacent sit-down restaurants and shared parking agreements.

Notes:

(1) Any non-residential land use that is not the park site, or a restaurant.

Parking Provided:

The table below summarizes the parking spaces within the project that will be allocated to residents, either through personal garages or reserved open bay spaces within the project site.

Residential Parking Provided

Land Use	Parking Spaces Provided
2 car garage-(190 d.u.)	380 Garage Spaces
1 car garage-(12 d.u.)	12 Garage Spaces
Assigned open bay spaces for units with a single car garage (1)	9 Open Bay Spaces
Guest Spaces	31 Open Bay Spaces
Total residential spaces:	432 spaces

(1) Nine (9) open bay spaces are needed to fulfill the parking requirement of 1.75 spaces per unit for the 2-bedroom units with only a single car garage (12 units X 1.75 spaces per unit = 21 spaces needed)

As shown, the proposed project will provide 432 residential parking spaces (401 reserved for exclusive residential uses), which is sufficient to accommodate its 409 residential parking space requirement.

The proposed project will also include 117 open bay parking spaces that will be available to the public, which is sufficient to accommodate the 86-parking space requirement of the park, commercial users, and residential guests.

Non-Residential Open Bay Parking Spaces Provided

Land Use	Parking Spaces Provided
Park	10
Non-residential	59
Unassigned Parking Spaces	17
Total non-residential spaces:	86

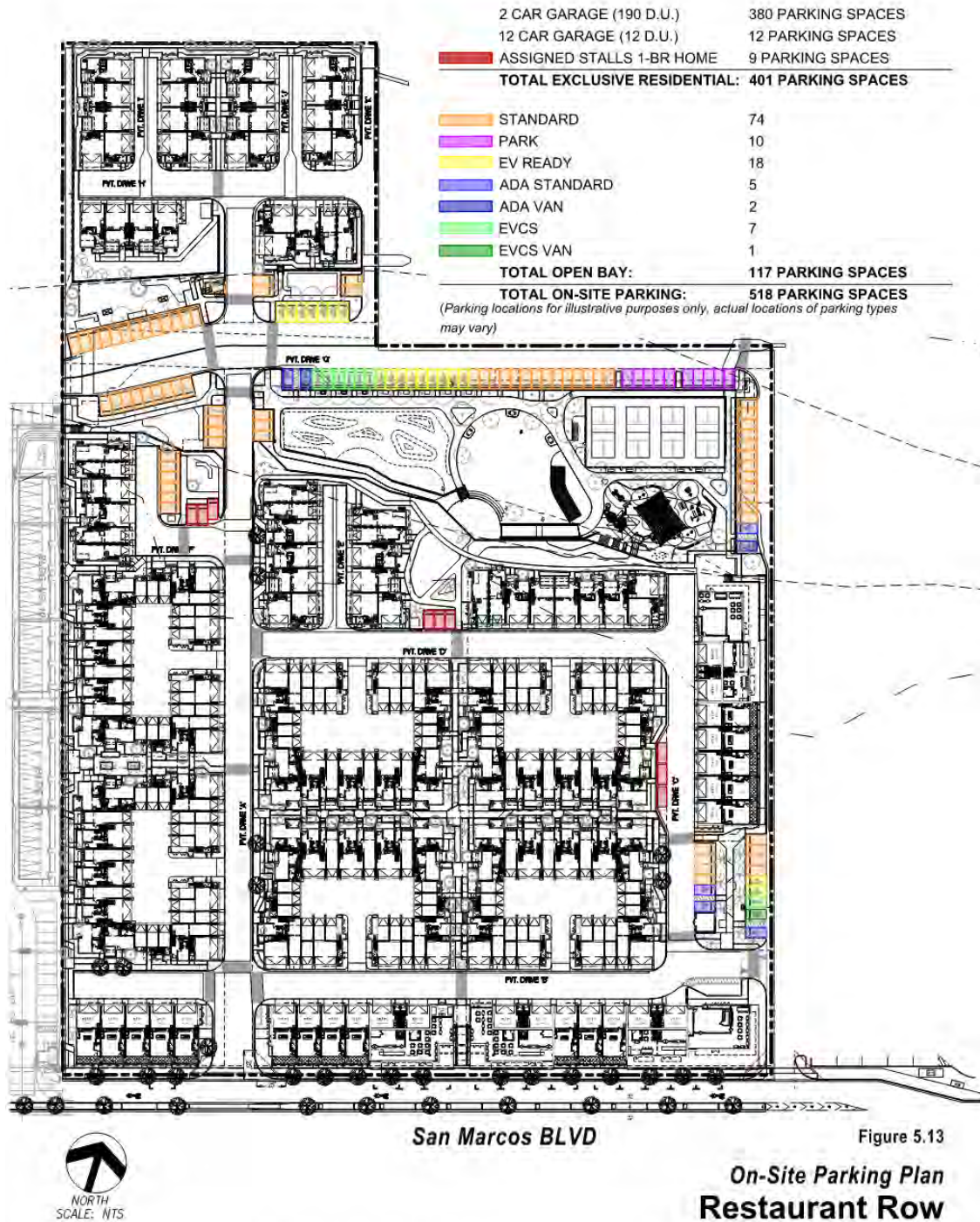
Open Bay Parking Space Types:

The table below outlines the different space types that will be provided across the 117 public spaces within the project site.

Space Type	Parking Spaces Provided
Standard spaces	84
EV Ready	18
ADA Standard	5
ADA Van	2
EVCS	7
EVCS Van	1
Total Open Bay Spaces:	117

Note

(1) Number of ADA and EV parking subject to changed based on requirements of California Building Code.



(Parking locations for illustrative purposes only, actual locations of parking types may vary)

As this development will foster an active lifestyle for residents and visitors, short-term bicycle parking will be available throughout the site, primarily along the street frontage of San Marcos Boulevard, in the park, and near building entrances without blocking pedestrian activity. Attractive and practical bike racks will be available for public use, though these on-site features will also be available for residents when visiting shops

and services in and around the neighborhood. However, residents will be required to house bikes within their homes when not actively using the site's shops and services, per the CC&R's. Bicycles shall be parked at the owner's risk.

5.5.1 Off-Street Parking Demand Onsite

Due to the mixed-use nature of the proposed project, the different land use types included within the specific plan will experience their peak parking demands at different times of the day. All open bay spaces, with the exception of the nine spaces reserved for residents, will be shared among all guests and patrons of the proposed project; thus, parking spaces from uses that are not experiencing their peak demand can be shared with other uses to help off-set the overall demand. For example, the City of San Marcos requires that all public parks be closed during the late evening and nighttime hours. This frees up the 10 parking spaces allocated to the park use during dinner time, which is when the restaurant uses experience their peak demand. Additionally, residential guest spaces typically experience their highest demand during evening and nighttime hours, leaving excess spaces for park users to access during daytime hours when the park is open. As such, more parking should be available at any given time than what is projected above.

5.5.2 Parking Management Plan

To ensure the project's compliance with the parking reduction criteria (above), a Parking Management Plan (PMP) is required. The PMP shall be submitted to the City for approval and once approved, it shall be maintained by the Homeowner/Property Owner Association (HOA). Any changes to the PMP shall require approval by the Planning Division Director. At a minimum, the PMP shall including the following:

1. Inventory of Current Parking
 - a. Site plan identifying the location of all onsite residential and commercial parking spaces.
 - b. Type of spaces: standard, compact, ADA accessible, electric vehicle (EV) charging stations, EV capable spaces, etc.
 - c. Copies of all private parking easements and or agreements with other properties that either burden or benefit the Restaurant Row Specific Plan Area.
2. Parking Demand Analysis
 - a. Calculation of parking needs based on the current commercial uses within the development (residential, retail, office, recreational, etc.).
3. Enforcement and Security
 - a. Monitoring and enforcement strategies (patrolling, cameras, etc.).
 - b. Fines for violations.
 - c. Locations and details for all proposed parking signage.
 - d. Identify procedures for addressing complaints related to parking from adjacent property owners.
4. Alternative Transportation Promotion
 - a. Incentives for carpooling or ridesharing.
 - b. Support for public transit users (e.g., nearby bus stop or train station).
 - c. Transportation Demand Management (TDM) procedures for implementation and reporting requirements to City.
5. Communication strategy
 - a. Information on how the HOA will communicate parking rules, complaints, and issues to all residents and business within the Restaurant Row Specific Plan Area.
6. Provide strategy for the provision and maintenance of the ten (10) public park parking spaces.

Requests for parking reductions shall be processed as a Director's Permit (DP), subject to Section 5.5.3. Review and approval of parking management plans will be at the discretion of the Director, or appropriate reviewing authority.

5.5.3 Shared Parking Analysis/Potential Parking Reductions

The occupancy of the commercial suites will change over time, resulting in variation of the required quantity of commercial parking spaces, based on the requirements of Section 5.5. Therefore, future commercial establishments within the specific plan area have the ability to seek a Directors Permit from the City of San Marcos for parking reductions. A parking reduction may be granted when the Planning Director determines that a reduction is justified, based on the characteristics of the uses and a parking demand study using the Urban Land Institute accepted ratios, and/or other appropriate source, as approved by the Director. The Director may require the parking management plan to be updated by a licensed traffic engineer or other traffic professional, if determined necessary.

5.5.4 Relationship to Shared Parking Agreements

There are several uses occupying the adjacent parcels to the specific plan site which currently have access to the same pool of parking as the proposed project. The proposed project will allow these adjacent parcels to continue utilizing the unreserved parking on site, as required by these shared parking agreements (Agreement Numbers: 89-378260, 90-050972, and 1996-0564623). Pursuant to these agreements, the proposed project will continue to have reciprocal rights to utilize parking on adjacent parcels as well. The proposed project does not rely upon these parking rights to satisfy parking requirements, however, as it provides all required parking onsite within the boundaries of the proposed project. A detailed discussion of these agreements is provided in Appendices A and B. Should any shared parking agreement and/or easement be terminated, notification of the City is required with an updated PMP, pursuant to the requirements of Section 5.5.2.

5.5.4.1 Vehicular Driveway Access and Curb Cuts

The site is intended to be walkable, with active uses on the ground floor and pedestrian-friendly private internal streetscapes. Curb cuts for surface parking, private garage access or delivery/loading, shall be well planned and limited in frequency. All public drive aisles shall be a minimum of 24 feet and all garages shall have a minimum of 24 feet of unobstructed back-up and maneuverable space.

Properties with frontages solely along San Marcos Boulevard will have secondary street access, alley-loaded vehicular access, or off-site parking with on-street loading. Parking and loading access is not permitted along the throughway on San Marcos Boulevard. Access will be limited to the Multi-Way frontage.

5.5.4.2 Private Streets and Driveway Access

Within the private streets, drive widths will vary according to design from 20-feet to 40-feet in width. Width range is as follows:

20-foot width:

- Pvt. Drive 'A' (varies)

- Pvt. Drive 'E'
- Pvt. Drive 'I'
- Pvt. Drive 'J'

24-foot width:

- Pvt. Drive 'B'
- Pvt. Drive 'C'
- Pvt. Drive 'D'
- Pvt. Drive 'F' (varies)
- Pvt. Drive 'H'
- Pvt. Drive 'K'

26-foot width:

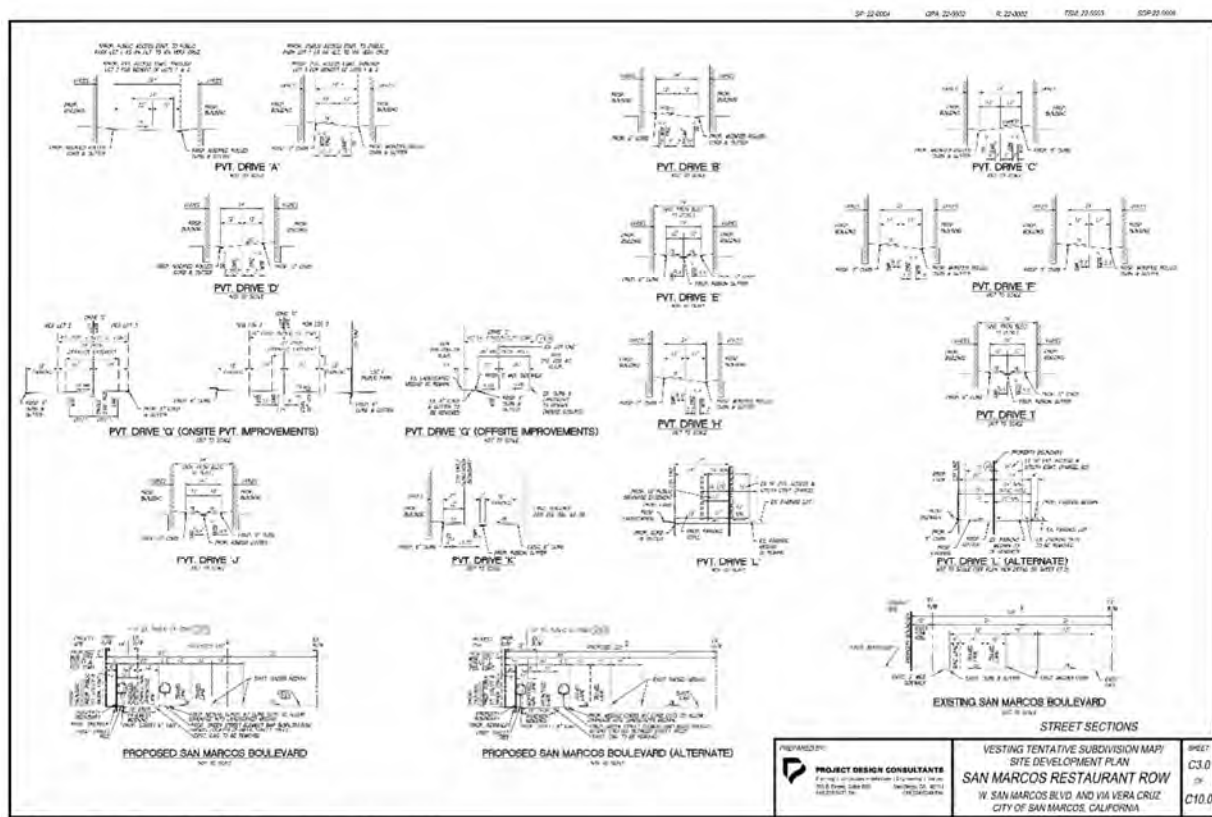
- Pvt. Drive 'F' (varies)

38-foot width:

- Pvt. Drive 'A' (varies)

40-foot width:

- Pvt. Drive 'G'



- Curb cuts along San Marcos Boulevard are prohibited unless approved by the City Engineer for emergency access purposes;

- Vehicular driveway access or entries to parking garages are prohibited along frontages that require active, pedestrian-oriented uses; *and*
- Developments with internal parking and/or structures/garages may be permitted one (1) curb cut for parking structure entry per block subject to site plan review.

5.6 Mobility

The Restaurant Row Specific Plan intends to prioritize efficient and accessible mobility for many types of transportation, such as but not limited to vehicles, bicycles, buses, and pedestrians.

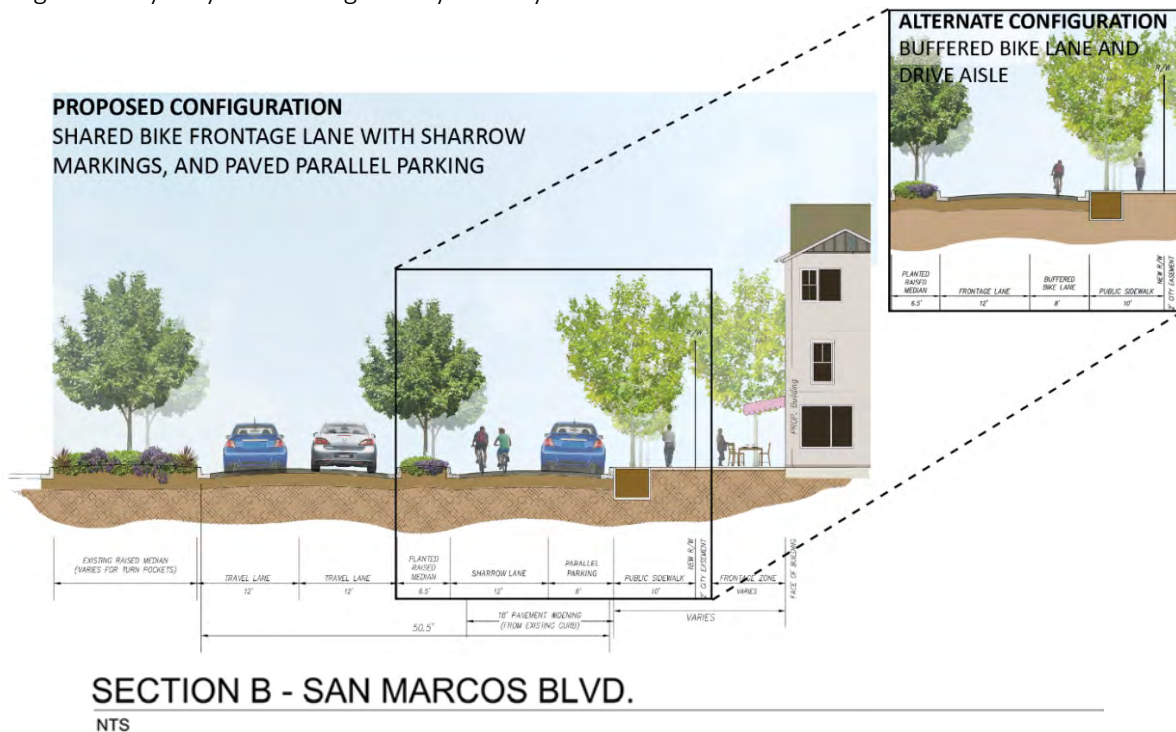
5.6.1 San Marcos Boulevard Multi-Way

San Marcos Boulevard is a major road that directs residents to both the town center and centers outside of the City. San Marcos Boulevard is currently a four-lane collector road with a bike path and no street parking.

The San Marcos Multi-Way objectives:

- Two- lanes west bound through way;
- A 6.5' median;
- 12' wide multi-use frontage lane with sharrow;
- 8' wide parallel parking stall, or Class II buffered bicycle facility;
- An estimated 13 parallel parking stalls may be provided and will be evaluated for inclusion in the final design.
- A proposed 10' wide tree lined sidewalk to encourage pedestrian and social interactivity; *and*
- A variable private outdoor dining area acceptable to the City which includes the 2' wide pedestrian and public utility easement.

The right-of-way may be reconfigured by the City of San Marcos.



5.6.2 Internal Vehicular Circulation

All internal driveways are private and will be built in compliance with applicable fire safety standards and approved dead end length modifications ensuring safety and emergency vehicle access. All drive isles to accommodate emergency vehicle shall be 24' with stub drives E, I and J are to be 20' wide.

5.7 Open Space

Restaurant Row will provide both public as well as private and common open space. The public open space park design was determined through several public workshops where stakeholders had the opportunity to identify amenities envisioned for the recreational area.

Recreational open space will fall under usable spaces for residents. The onsite private open space will serve the residents as well as some areas for public use. Private open space will include recreation areas, and general landscaping to enhance the development and offer diverse options to on-site residents and visiting guests.

5.7.1 Private Open Space

Private open space has been provided to ensure each resident has an area they can call their own. The development will provide private open space for each unit through the use of balconies and patios. The site will require 36 sq. ft. of open space per unit. There is currently 202 multifamily units proposed, which would require a total of 7,272 sq. ft. of private open space.

- There will be multiple options for passive landscaped open space such as paseo walks, bench seating, art elements, lighting, etc.
- The Restaurant Row project may provide tot-lot playgrounds, bench seating shade structures, and flexible open space.

5.7.2 Common Open Space

Common open space will be available to all residents and the public through paseo access easement corridors.

Table 5.9 Common Outdoor Open Space

Per OCRR Specific Plan
Approximately 1,400 s.f. per dwelling unit

Table 5.10 – Private Open Space Required

Open Space Areas	San Marcos Municipal Code Table 20.225-7	Per OCRR Specific Plan
Private Unit Open Space	36 s.f. minimum dimension 6 feet required for 50% of all residential units	36 s.f., minimum dimension of 6' minimum for 50% of the units
All Common Open Space	40 feet x 12 feet dimensions or greater 10% of open space shall be planting	11.3% of the residential portion of the Specific Plan is planted

6.0 INFRASTRUCTURE PLAN

6.1 Mobility

The proposed project will have four access points, two located on West San Marcos Boulevard (the existing western and eastern Restaurant Row driveways) and two others located on Via Vera Cruz (the existing northern and southern Restaurant Row driveways). The updates to San Marcos Boulevard are discussed in section 6.9.

6.1.1 Regional Vehicular Access

Restaurant Row can be accessed regionally by State Route 78. Local access to the area is via San Marcos Boulevard, Via Vera Cruz, and Las Posas Road.

6.1.2 Local Vehicular Circulation

The project site will be accessible from San Marcos Boulevard on the western end of the development frontage. People entering the site will be traveling west on San Marcos Boulevard. It will also be accessible from the second driveway (eastern driveway) on San Marcos Boulevard as well as the access point on Via Vera Cruz using the shared alleyway.

6.1.3 Pedestrian Routes

Restaurant Row will contain an extensive onsite system of landscaped paseos and pathways. Winding pathways between residential buildings will connect paseos and parks within the development.

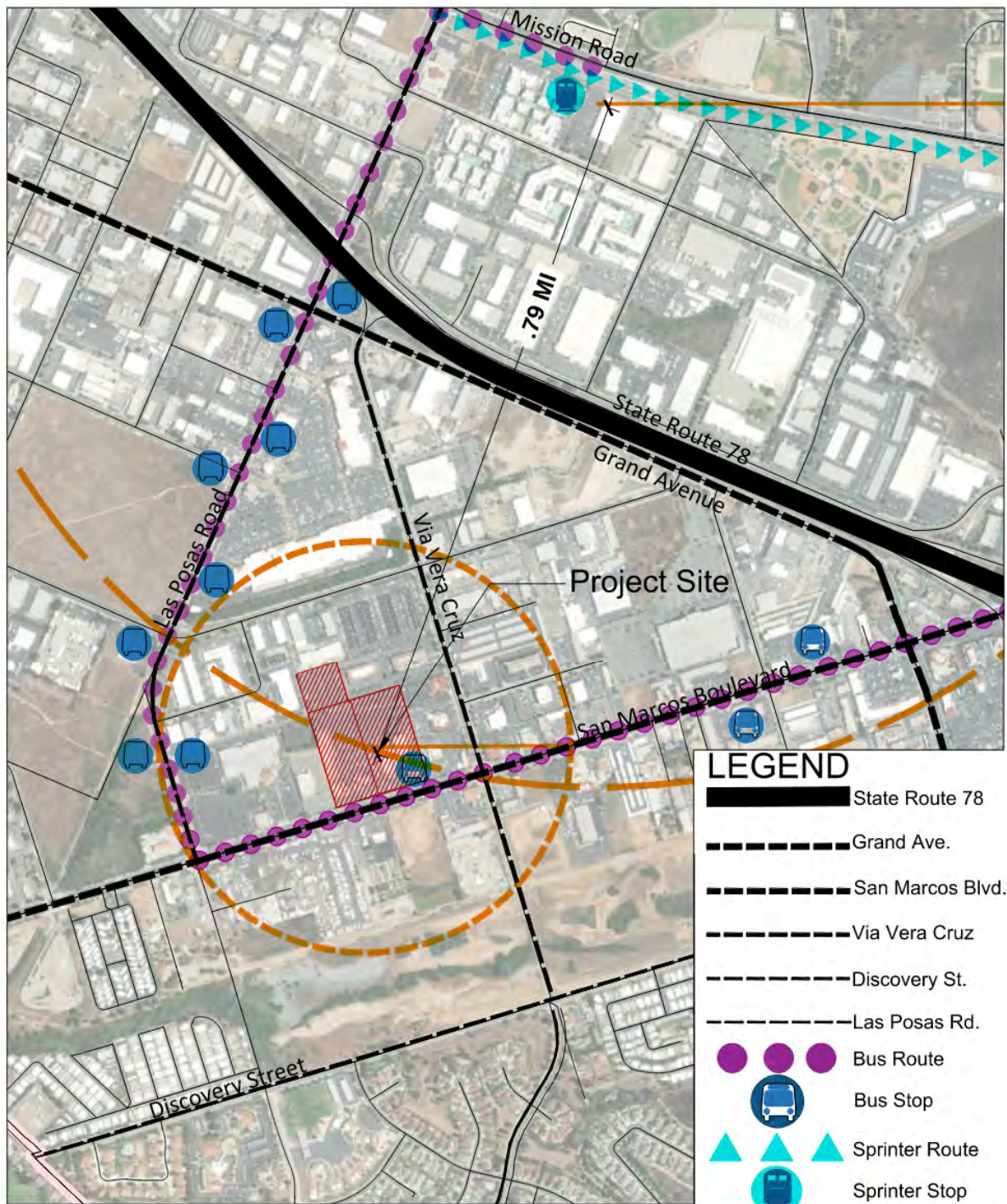
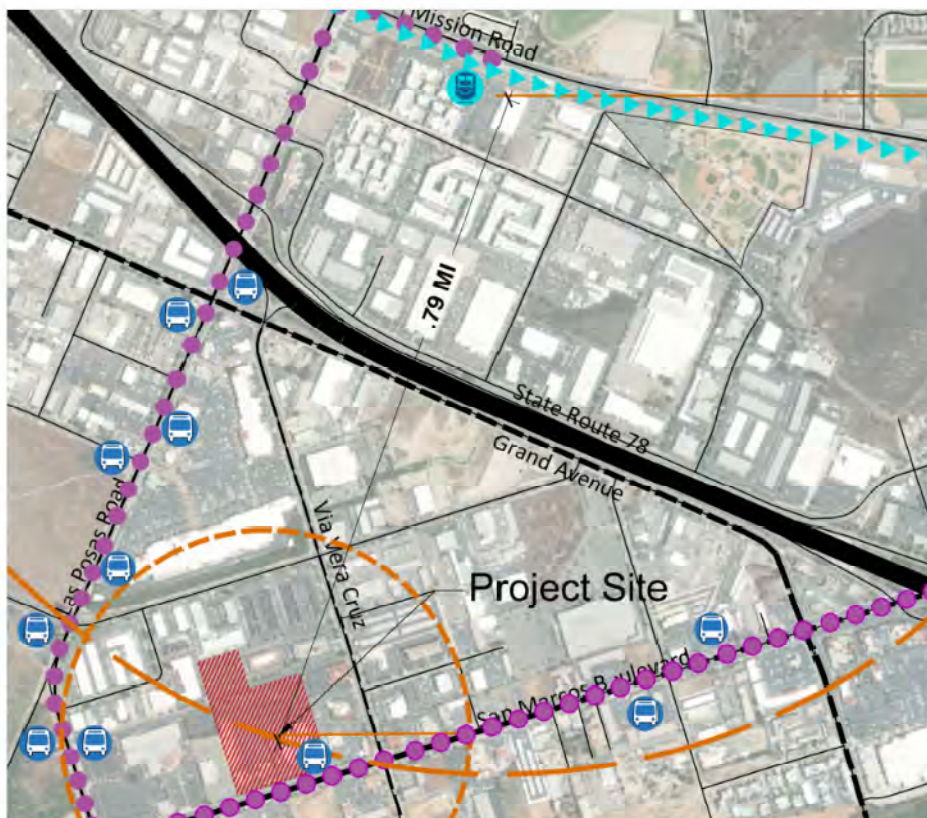


Figure 6.1

Mobility Map 1 Restaurant Row



Palomar College Transit Station

Distance From Project Site:

1.3 Miles (Walking)

1.7 Miles (Biking)

Traveling Time:

27 Minutes (Walking)

9 Minutes (Biking)

San Marcos BLVD & Via Vera Cruz

Distance From Project Site:

440 ft (Walking)

0.2 Miles (Biking)

Traveling Time:

2 Minutes (Walking)

2 Minutes (Biking)

Via Vera Cruz & San Marcos BLVD

Distance From Project Site:

0.1 Miles (Walking)

0.2 Miles (Biking)

Traveling Time:

3 Minutes (Walking)

2 Minutes (Biking)



Figure 6.2

Mobility Map 2

Restaurant Row

6.1.4 San Marcos Boulevard Multi-Way

The San Marcos Boulevard Multi-Way street along the frontage of the Specific Plan area will accommodate a variety of mobility features. The Multi-Way follows the guides set forth by the adopted San Marcos Boulevard Complete Street Project. The Specific Plan does not regulate the design and/or configuration of the right-of-way and is subject to change, as determined necessary by the City. The following features will be incorporated into the street frontage:

- Pedestrian sidewalk – The 10' wide sidewalk will accommodate a 6' wide pedestrian corridor to provide a 4' wide (ADA) throughway. Also, a 6' clear corridor will be provided around tree planting cut-out.
- Ingress and egress to the project site – Two vehicular entries into the project are provided from San Marcos Boulevard: one on the eastern property line (existing driveway) with a second entry approximately 150' from the western property line.
- Expanded pavement area – The northern curb line will be located in the ultimate roadway condition, with an interim expanded paved area of 20' that will become curbside parking in the future when the properties to the east and west develop their Multi-Way improvements. In the interim, this expanded paved area could be used for a bike lane.
- Street Trees – The street trees will be located outside of the vehicular site visibility triangle. The tree canopy will also provide green street features by shading and cooling the paved environment as well as reducing storm water run-off.
- Westbound proposed configuration for the Multi-Way– 12' wide shared vehicle and bike frontage lane with sharrows markings shall be the proposed configuration of the Multi-Way. That is, an 8' wide paved parallel parking along the northern curb and a 12' wide sharrows defining the frontage lane corridor.
- Westbound alternate configuration for the Multi-Way – As an alternate option, the lanes could be configured with the 8' wide buffered bike lane with pavement striping and a 12' wide drive aisle.
- 6.5' wide median - This will be a green street element BMP biofiltration basin located between proposed median trees. This will also serve as a traffic calming element within the westbound throughway while buffering access to the mixed-use development.
- Two westbound through lanes - The westbound vehicular lanes adjacent to the 6.5' wide secondary median will be two 12' wide travel lanes. A 12' wide turn pocket will be provided in the redesigned median to accommodate westbound lane turning south into the existing nursery property. The redesign will also close the eastbound turn into the project.
- The medians will be modified to restrict public turns into the project while permitting emergency vehicles.

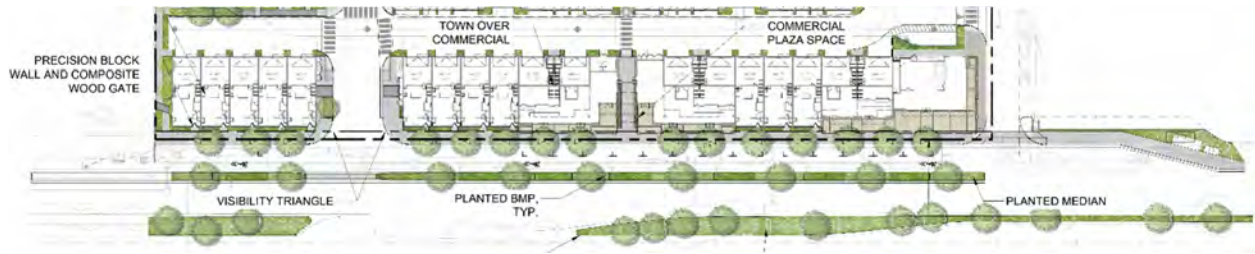


Figure 6.3

San Marcos Boulevard Multi-Way Restaurant Row

6.1.5 Via Vera Cruz Public Access

An open alleyway provides vehicular access to the Restaurant Row Specific Plan as well as other commercial parcels to the north, east, and west from Via Vera Cruz to Las Posas. Public pedestrian and vehicular access are per the existing easements granted through the alley way (proposed Private Drive "G"). The alley is controlled and maintained by reciprocal access easement agreements amongst the neighboring properties, which grant the rights to travel to and through the project site. Permission is also granted to the abutting landowners and properties further to the west.



Figure 6.4

Private Drive "G" / Open Driveway Access Road Restaurant Row

With the commercial interests of these land uses around the alley, they exist by permitting the public at large to travel through this corridor open and freely. Limiting uses to only those with access agreements would not be in the interest of the ongoing businesses thereby emphasizing the importance of providing the public open use of the alleyway.

To achieve future connectivity goals for pedestrians, bicycles, and non-motorized vehicles, the ongoing coordination should be established with the property along the northern edge of the alley to strengthen the linkage to the future park site. This connectivity would continue to be strengthened with a continuous walk (minimum 5' in width) proposed through the future park site to the westside of the planning area.

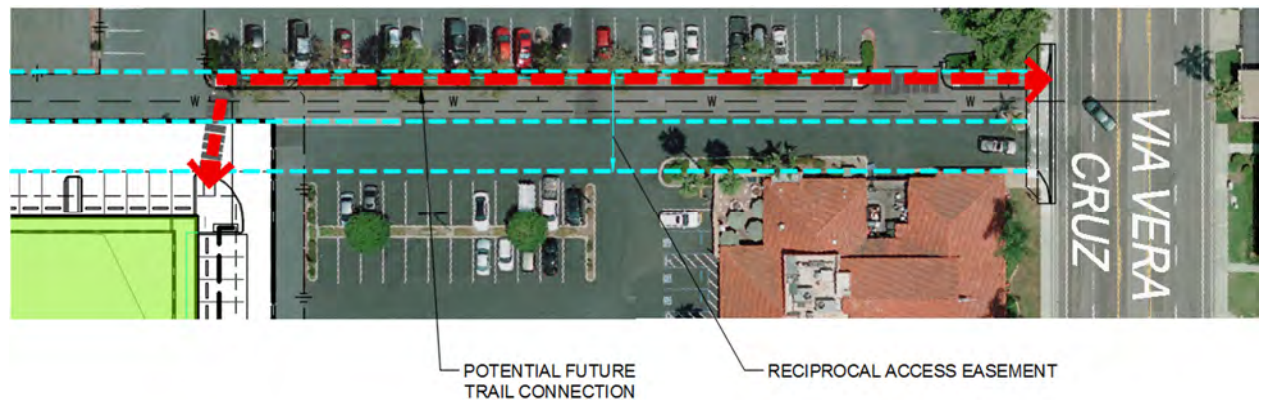


Figure 6.4.1

Via Vera Cruz Restaurant Row

6.2 Water Service

Development of the project site is subject to approval by the Vallecitos Water District (VWD) and all applicable fees and charges shall be paid to the District per their regulations. VWD has provided a Technical Memorandum demonstrating that water service will be provided and the OCRR application can be implemented per this Specific Plan. Multi-family residential sites in the VWD are typically served by onsite private water systems, which consist of separate fire and domestic systems onsite. Private fire systems typically supply onsite fire hydrants and building fire sprinkler systems and require a backflow preventer at the connection to the public water system. There are existing water facilities in the vicinity of the project site which serve the existing uses on-site and surrounding uses.

Water service for potable residential use and fire service to the project site would be provided by VWD. VWD receives its water from the SDCWA. SDCWA is San Diego County's predominant source of water, supplying from 75 to 95 percent of the region's water needs (SDCWA 2016). The population within the Water Authority's service area was approximately 3.3 million people in 2020 and is projected to increase to roughly 3.8 million people by 2045. The County of San Diego is expected to develop an additional 130,000 acres between 2020 and 2050, with the majority (125,000 acres) of development dedicated to residential land uses. These regional growth projections are based on the San Diego Association of Governments

[SANDAG] Series 14 Regional Growth Forecast, developed for its 2019 Federal Regional Transportation Plan adopted by SANDAG's Board of Directors on October 25, 2019. In fiscal year 2020, total water demand in the Water Authority's service area was 463,128 acre-feet (AF), of which 92% was for municipal and industrial (M&I) use and 8% was for agricultural water use. By 2045, the Water Authority's total water demands are projected to reach 630,771 AF. This projection accounts for planned future water conservation savings (SDCWA 2016). The Restaurant Row project proposes to connect the existing public water mains at Las Posas on the west to Via Vera Cruz on the east by upgrading and extending through the existing alley (drive 'G') within VWD easements.

Lot 1 is proposed as the portion of the existing alley (drive "G") through the Restaurant Row property. The private water services for the public park (Lot 2) and the private water system for HOA (Lots 3 & 4) will connect to the public water main in Lot 1 (drive "G") with separate water meters and backflows. Separate private fire water protection systems will serve HOA lots 3 & 4 and will connect to the public water main in lot 1 with individual fire service connections and backflows.

6.3 Sewer Service

The VWD also provides sanitary sewer service to San Marcos and the SPA. VWD has provided a Technical Memorandum demonstrating that sewer service will be provided and the OCRR application can be implemented per this Specific Plan.

The project proposes to connect into the existing public sewer main in Las Posas with a new manhole and extending the public main through the Alley Way and into Lot 1 of the project site. Private sewer lines will serve Lots 2 (public park) and HOA Lots 3 & 4 and connect to the proposed public main in Lot 1. Proposed private sewer lines are located in private drives A, B, C, D, E, F, H, I, J, and K.

The Specific Plan area will address stormwater requirements through a combination of BMPs, including proprietary and non-proprietary biofiltration, source control, and underground hydromodification storage tanks. The site will use Private Vegetated Modular Wetlands, Public Vegetated Modular Wetlands, and storm vaults to adequately mitigate stormwater from the site.



Figure 6.5

Drainage Plan
Restaurant Row

6.5 Schools

The entire Restaurant Row Specific Plan lies within the jurisdiction of the San Marcos Unified School District (SMUSD) serving grades K-12. The SMUSD currently operates 12 elementary schools, five middle schools, and two high schools. Of these schools, the Restaurant Row Specific Plan is served primarily by La Mirada Academy serving grades K-8 and San Marcos High School serving students in grades 9-12. All students generated by residential development within the Restaurant Row Specific Plan will be accommodated by existing or new schools within the San Marcos area.

SMUSD has adopted student generation rates to estimate the number of students generated from proposed residential development, as illustrated in Table 6.1 below. Development of Restaurant Row would generate approximately 86 total students with 46 elementary school students, 19 middle school students, and 21 high school students.

Table 6.1 – Projected Student Population

Dwelling Type	Number of Units	Education Level	Student Generation Rate	Number of Students
Multi-Family Attached Units	202	Elementary School Grades K-5	0.2271	46
		Middle School Grades 9-12	0.0963	19
		High School Grades 9-12	0.1032	21

Prior to project approval, the project would be required to obtain will-serve letters from the SMUSD or servicing schools to confirm such schools have adequate capacity. Furthermore, the project would be required to contribute development fees to SMUSD pursuant to California Education Code Section 17620 et seq. and Government Code Sections 65995(h) and 65996(b), as well as the City's Municipal Code Section 17.52.050. The project developer/applicant would be required to pay the school mitigation fees that are in effect at the time of building permit issuance unless a direct agreement otherwise has been made with the SMUSD. The current school fee for residential development required by SMUSD is \$4.44 per square foot; however, this fee amount could change between the drafting of the CEQA document for the project and the time of building permit issuance (SMUSD 2020). Further, consistent with General Plan Policy LU-11.2, the project would be required to provide a letter from the school district(s) to the City prior to the issuance of building permits confirming these fees have been paid (City of San Marcos 2012b). State Bill (SB) 50 states that the fees imposed by school districts shall constitute the exclusive method of considering and mitigating impacts on school facilities caused by a development project. Such payment shall provide "full and complete mitigation of the impacts of any legislative or adjudicative act...on the provision of adequate school facilities" (Government Code Section 65995(h)).

6.6 Law Enforcement

The City of San Marcos contracts with the San Diego County Sheriff's Department for law enforcement services. The Restaurant Row Specific Plan is serviced by the San Marcos Sheriff's Station located at 182 Santar Place. Residents are served by a staff of more than 100 deputies, volunteers, and professional staff members. The station has a total service area of more than 100 square miles and provides services to the citizens and visitors of San Marcos and the surrounding unincorporated communities of Lake San Marcos, Elfin Forest, Harmony Grove, Hidden Meadows, Ivy Del, Del Dios, Lake Hodges, and the San Pasqual Valley. The station is approximately 4- miles east of the project site. The project will be required to annex into CFD 98-01IA1, which pays for police services.

Residential development at the project site would increase the demand on police protection services in comparison to the existing uses on-site and uses allowed under the current land use designation due to the introduction of residents. Although not all residents would be new to the City, the proposed project could increase the need for police protection services through routine police and emergency calls and could increase the demand on the San Diego County Sheriff's Department San Marcos Station which would serve the project site.

Implementation of the proposed project would be expected to increase the frequency of emergency and non-emergency calls to the Sherriff's Department. However, over 100 deputies, volunteers, and professional staff serve the residents of the City. Law enforcement services include general patrol, criminal investigation, crime prevention, juvenile services, narcotics and gang investigations, communications and dispatch, and various management support services. Unlike fire services, which respond solely to emergencies, law enforcement services consist of patrolling large areas 24 hours a day, 365 days a year. Police units are continuously mobile, and service calls are responded to by the nearest available mobile unit. At the San Marcos Station, patrol deputies are assigned to a geographical "beat" area, allowing deputies to become familiar with citizens and problems within their "beats" (SDCSD n.d.a.). Accordingly, service ratios and response times are anticipated to remain adequate with implementation of the proposed project. As such, the proposed project is not expected to affect police protection such that new or physically altered governmental facilities are needed.

6.7 Fire and Emergency Medical Services

The San Marcos Fire Department (SMFD) is a full-service department responsive to the City of San Marcos and the San Marcos Fire Protection District, which covers an area of 33 square miles and a population of approximately 95,000 residents. The project will be required to annex into CFD 2001-01, which pays for fire/paramedic services.

The Fire Department maintains four fire stations and a regional emergency services training facility. The Department operates the following fire and emergency resources on a daily basis:

- 4 – Fire Stations
- 4 – Paramedic assessment engine companies
- 1 – Paramedic assessment truck company
- 5 – Paramedic transport ambulances (24 hour units)
- 1 –Shift Battalion Chief
- 1 – On-call duty Chief

The Restaurant Row Specific Plan is served by Fire Station #1, the station is located at 180 West Mission Road in the central part of San Marcos. It houses an engine, truck, brush engine, and ambulance. The battalion chief's office is at this location.

The proposed project would increase the demand on SMFD resources in comparison to the existing development on-site and that allowed under the current land use designation of Light Industrial and Mixed-Use. Although not all residents of the project would be new to the City, the estimated additional numbers of residents at the project site would increase the need for fire protection services related to routine fire and emergency medical calls and would increase the demand on SMFD Station 1 which would provide primary response to the project site; with SMFD Station 2 responding, as necessary.

The proposed project would be required to comply with the City's Development Services Fees outlined in Section 17.44.030 of the City's Municipal Code. Payment of the Development Services Fees go towards City services, which include the Fire Protection District, to ensure adequate fire protection facilities are provided. In addition, the project would be required to comply with any recommendations outlined in the Fire Protection Technical Memorandum prepared for the project. The Fire Protection Technical Memorandum prepared for the project determined that both SMFD Stations 1 and 2 are well-within the City's time response goal for first-in fire engine and medic ambulance to the entire project site. Furthermore, the addition of approximately one call per 3.5 days anticipated as a result of the project is not considered a significant increase. This is modeled off a conservative approach of 4 persons per unit as described in the Fire Protection Technical Memorandum.

6.8 Power and Gas

San Diego Gas and Electric (SDG&E) provides both gas and electric service to the Restaurant Row Specific Plan area. The area is highly developed and should have existing facilities in place to serve Restaurant Row's needs for gas and electric services. All on site facilities will be screened with landscape elements, or potentially placed below ground while allowing for adequate service access.

Roof top solar panels and electrical monitoring systems will be provided. Solar panel will be shielded from public view with architectural features.

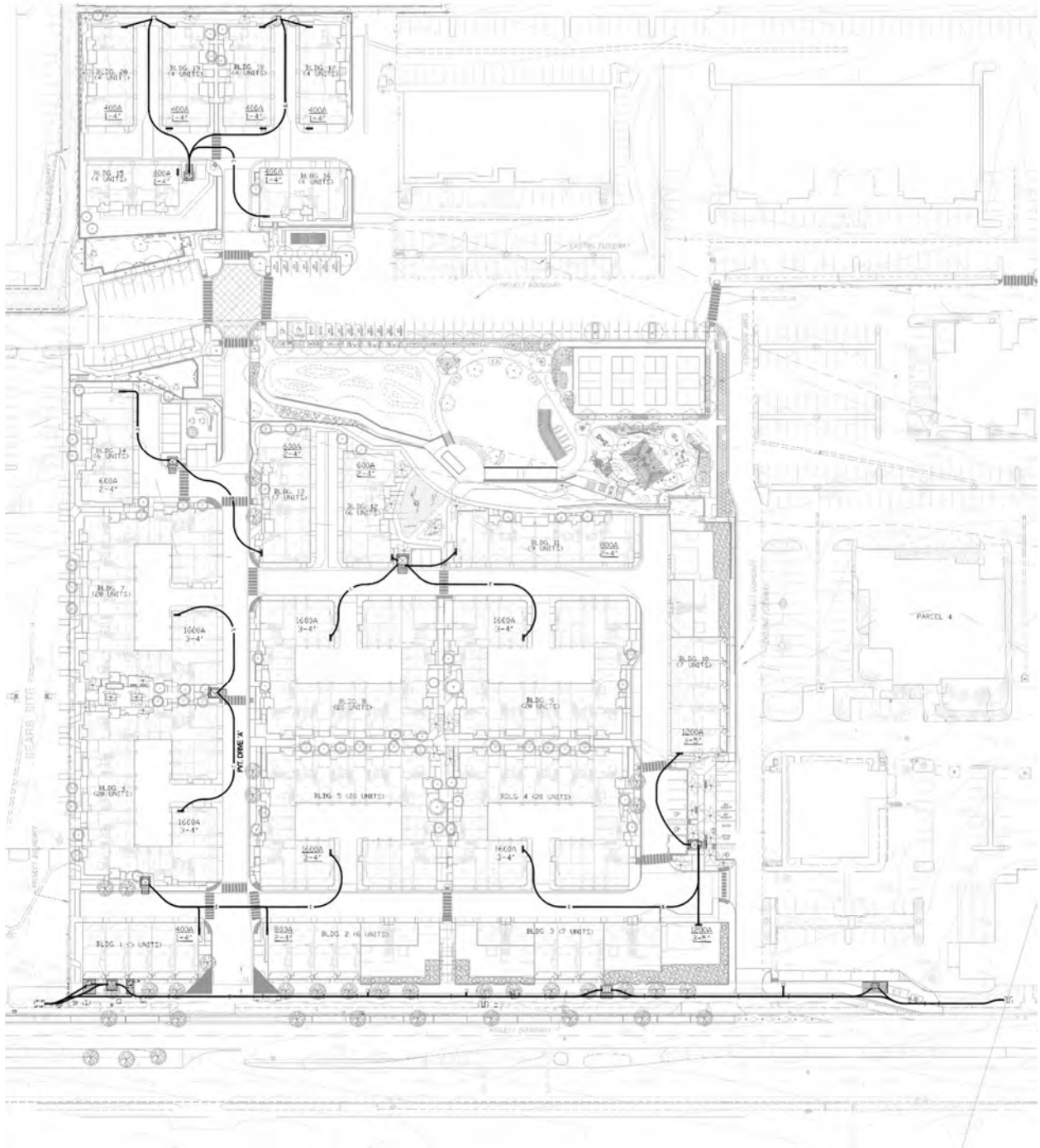


Figure 6.6
Dry Utility Plan
Restaurant Row

7.0 IMPLEMENTATION

This chapter provides a detailed description of the mechanisms and regulations needed for implementation of the Specific Plan and will be the primary document consulted when questions arise concerning future development or development changes within the Restaurant Row Specific Plan.

7.1 Authority

This Specific Plan will serve as the zoning for Restaurant Row and shall be incorporated by reference into the San Marcos Zoning Ordinance. This chapter shall be used as the primary guiding document for review of all subsequent discretionary entitlements within the Specific Plan. As a regulatory document, successful implementation of a development project within the Plan area is contingent upon meeting the land use and associated design, development, infrastructure standards, and other policies outlined herein.

The Restaurant Row Specific Plan establishes development design, infrastructure, and implementation parameters and incorporates those standards through reference of applicable Zoning Ordinance or other appropriate standards and provisions of the City of San Marcos Municipal Code, to establish specific zoning standards, which govern development within the Specific Plan area. Proposed development and design activities within the Restaurant Row Specific Plan must be consistent with the established parameters of this Plan. Should any requirements contained herein of the Restaurant Row Specific Plan conflict with the City of San Marcos Municipal Code, the Restaurant Row Specific Plan shall be the primary document used to resolve the conflict. If the Restaurant Row Specific Plan is silent on any issues, the City of San Marcos Municipal Code, or other applicable adopted City standard(s) shall be referred to for regulations and standards.

7.2 Administration

As the lead agency, the City of San Marcos shall be primarily responsible for the implementation, administration, and enforcement of the Restaurant Row Specific Plan. The homeowner's association or other comparable group established for the Restaurant Row Specific Plan Area shall be responsible for the enforcement of private property and open space easement requirements pursuant to standards identified herein as well as any covenants, conditions, and restrictions (CC&R's) developed separately from this Plan. Once completed with the determination of who will regulate the commercial units as well as the residential units on the property, CC&R's will be submitted to the City of San Marcos to be reviewed for compliance and approved.

7.3 Implementing Permits

In addition to this Specific Plan (SP22-0004), the City of San Marcos is concurrently processing a General Plan Amendment (GPA22-0002), Rezone (R22-0002), Tentative Subdivision Map (TSM22-0003), and Site Development Plan (SDP22-0006). The public park will be developed under SDP23-0004. Future development projects within the Specific Plan Area may be subject to further review and subsequent discretionary permits and approval from the City of San Marcos Development Services Department. Project application(s) will be reviewed for consistency with the Restaurant Row Specific Plan and all relevant development standards, design standards, and mitigation measures identified during the environmental review process, as well as other applicable conditions of approval adopted as part of this Specific Plan. Application(s) for subsequent development projects, use permits, building permits, landscape permits, or public improvements and other activities will be reviewed by the Development Services Department using

established procedures for consistency with this Plan. Review and analysis of subsequent project permit(s) may trigger additional conditions the City determines to be reasonably necessary to ensure the project application(s) and or plans achieve compliance with this Specific Plan. Procedures to amend the Restaurant Row Specific Plan are detailed below, should the applicant or City staff determine changes in the project area would trigger an amendment to this Specific Plan to remain compliant with the adopted Specific Plan/General Plan.

7.4 Construction sequence & Development Phasing Plan

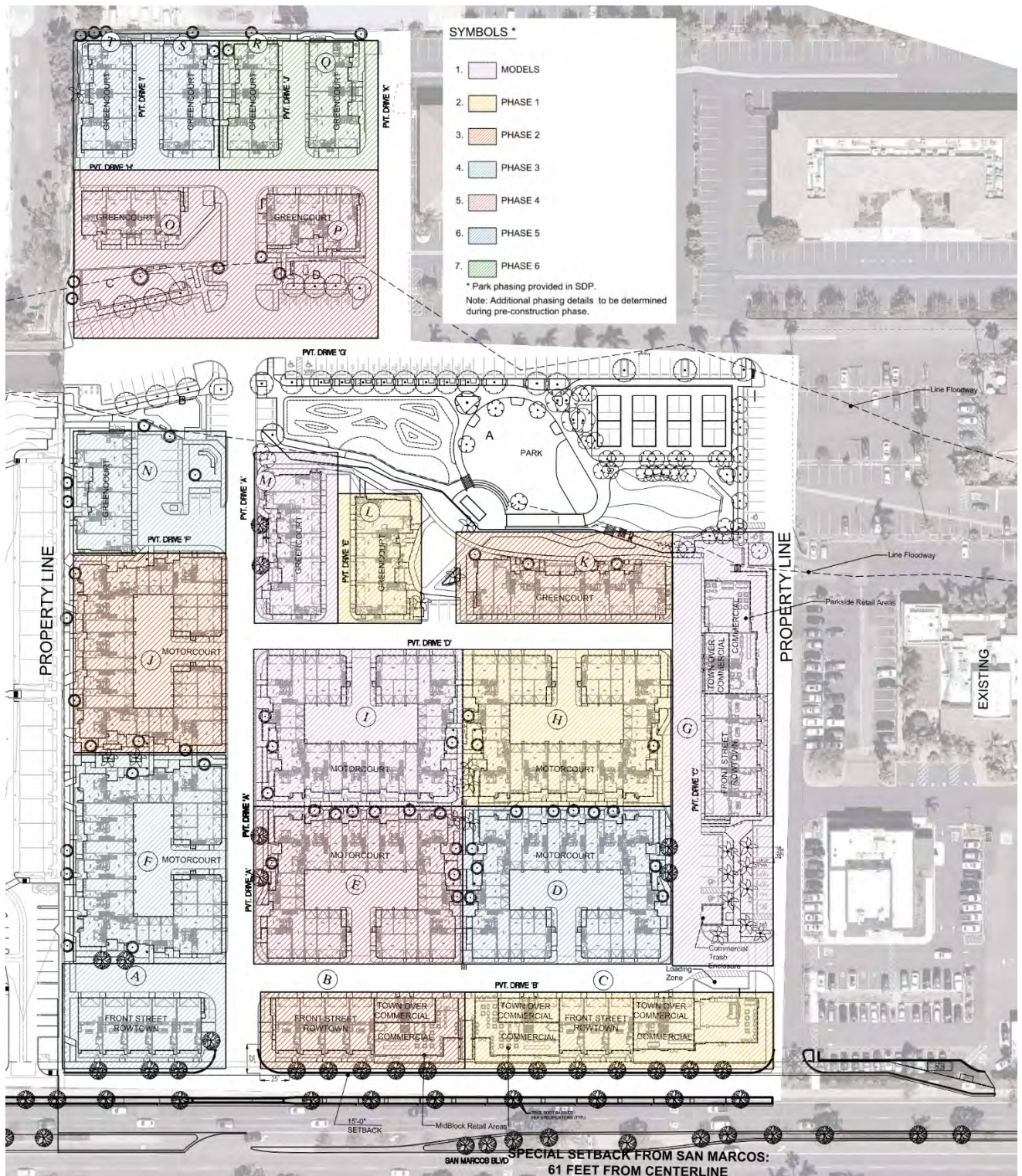
Construction of Restaurant Row is planned to be accomplished in four stages. Development of the site will be accomplished in six phases. Construction sequence and development phasing is subject to change and will be approved by the Building Division.

7.4.1 Construction sequence

- 1: Land development – demolition of the existing structures and mass grading of the site. The site will be graded all at once.
- 2: Residential construction – model homes from each product type will be completed in the initial production phases to enable sales to begin, with the rest of the homes to follow.
- 3: Retail – construction of the commercial and mixed-use buildings will be completed.
- 4: Public improvements, including San Marcos Multi-Way and the public park are subject to additional review and permitting.

7.4.2 Development Phasing Plan

After Construction sequence 1 is complete, residential construction will begin with model homes for each product type, followed by the rest of the homes to be built in phases 1 – 6. (Additional phasing details to be determined during pre-construction phase.)



San Marcos BLVD

Figure 7.1

**Project Phasing Plan
Restaurant Row**

7.5 Minor Amendments to the Specific Plan

California Government Code 65452 grants the City of San Marcos the authority to make minor amendments to the Specific Plan to account for market force changes, either administratively through the Planning Director's, or their designee's, review or through the Planning Commission. The applicant may submit an application to the City of San Marcos' Development Services Department, which may include maps, text, and or technical studies describing the nature and intent of minor amendments. Upon submittal, the Planning Director, or their designee will make a determination as to the applicability of the Substantial Conformance. The Planning Director, or their designee, may delegate their administrative decision to the Planning Commission and conversely the applicant may apply to the Planning Commission for administrative decision. Minor amendments may include, but are not restricted to:

- Changes to the site plan such as, but not limited to, plotting and elevations;
- Modifications to road and trail alignments, if approved by the Development Services Department;
- Changes in landscaping, fencing, signage, lighting, and streetscape design provided the change are consistent with the conceptual landscape design outlined in the Specific Plan;
- The addition of public or private parks, relocation of parks, and/or reconfiguration of parks; *and/or*
- Minor architectural changes in relation to design materials.

Substantial Conformance is a necessary tool the City can use to assist the development of the Specific Plan Area. The conceptual land use plan and general guidelines and regulations set forth in this Specific Plan require a modification process to allow minor design changes to conform to the intent of the Specific Plan. The land uses and development yield identified herein have been carefully analyzed in the Mitigated Negative Declaration (MND). The results of the MND analysis and subsequent mitigation requirements are valid for minor amendments to the land uses and development yields which result in equal to or a reduction in vehicular miles travelled (VMT) during peak-hour travel times. Minor adjustments, including substitutions and density changes that do not exceed the allowed densities of the Specific Plan, are allowable under this Specific Plan as Substantial Conformance, provided they do not result in an increase in VMT for peak-hour travel times. Proposed development projects within the Specific Plan Area, which exceed the VMT generation thresholds identified in the MND, may still be processed as Substantial Conformance, so long as no new mitigation measures are required to offset any potential increase in traffic impacts. Similarly, any change that does not create new significant unmitigated environmental impacts that would require a subsequent or supplemental Mitigated Negative Declaration pursuant to Public Resources Code Section 21166, changes that do not violate any applicable public safety and health standards as applied to each line item herein, and any other minor modifications, similar to those listed above and deemed minor by the Planning Director, or their designee, which are in keeping with the intent of the Specific Plan would be considered as Substantial Conformance. A revision to the Plan will not be considered minor if the revision causes an impact for an adjacent property or property owner that is determined to surpass the level of significance as determined by City guidelines for each studied environmental subject as described in the Final MND, and as determined by the Planning Director, or their designee.

7.6 Other Revisions to the Specific Plan

Should the Planning Director, or their designee determine a proposed revision does not meet the criteria from the above-listed minor modification guidelines, then a Revised Tentative Tract Map, Plot Plan, and/or a modification to the Site Development Plan, whichever is determined to be appropriate by the Planning

Director, or their designee, can be processed without concurrently processing a formal amendment to the Specific Plan. The Planning Director, or their designee shall determine the applicable process by referencing the procedures stated herein with the Subdivision Ordinance or Zoning Ordinance.

7.7 Major Amendments to the Specific Plan

If no minor modification mechanism can be applied from the defined parameters listed previously in this chapter or as determined by the Planning Director, or their designee, a major amendment to the Specific Plan shall be required. California Government Code, Section 65453 allows for discretionary Specific Plan Amendment procedures and regulations and allows for the amendment approval by the Planning Commission and City Council of the City of San Marcos. The City of San Marcos shall process formal Specific Plan Amendments with additional environmental review unless the proposed changes do not warrant additional environmental review in accordance with the “Options for Further CEQA Review of Subsequent Discretionary Approvals” as described in Section 7.2.1.1.

7.8 Projects Exempt from Additional Environmental Documentation

Subsequent development proposals within the Specific Plan, if found by the City of San Marcos to be consistent with this Plan and the impact analysis and mitigation measures found in the MND, or as otherwise statutorily or categorically exempt from CEQA, may be approved, and implemented without further public environmental review according to California Government Code Section 65457.

7.9 Projects that Require Additional Environmental Documentation

Any future development within the Specific Plan area may be subject to further review and subsequent discretionary permits and approval from the City of San Marcos Development Services Department. Application, fee, and processing requirements shall be in accordance with the City’s regulations, unless modified by this Specific Plan. Applications for subsequent development projects or public improvements and other activities will be reviewed by the Development Services Department using established procedures to determine consistency with the Pacific Specific Plan and all pertinent development standards, design standards, and mitigation measures identified during the environmental review process, as well as other applicable conditions of approval adopted as part of this Specific Plan. Review and analysis of a subsequent project permit(s) may trigger conditions of approval that the City determines to be reasonably necessary to ensure the projects application and or plans achieve compliance with this Specific Plan. Amendments to the Specific Plan may be necessary to respond to changes in housing market trends and the economy. Applications that are not in substantial conformance and do not qualify for a minor deviation will require an amendment to the Specific Plan. Amendments may be processed either administratively through the Planning Director, or their designee’s review or through the Planning Commission. The applicant may submit an application to the City of San Marcos’ Development Services Department, which may include maps, text, and or technical studies describing the nature and intent of minor modifications. Upon submittal, the Planning Director or their designees will make a determination as to the applicability of the amendment process. No amendment shall be approved that is not consistent with the General Plan.

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8.0 GLOSSARY

This chapter provides definitions for selected terms and land uses within the Restaurant Row Specific Plan. If terms are not specifically defined in this chapter, the comparable regulations of this Zoning Ordinance and all adopted ordinances, regulations, standards, and guidelines of the City shall apply, subject to the Director's discretion.

8.1 Land Use Definitions

Multifamily Dwelling. A type of residential development comprised of a building or portion thereof, used for occupancy by three (3) or more households living independently of each other, and containing three (3) or more dwelling units. See definition of "Dwelling, Multifamily" in SMMC Section 20.600.060 for additional information.

Accessory Dwelling Unit (ADU). An attached residential dwelling unit that provides complete independent living facilities for one or more persons. It shall include permanent provisions for living, sleeping, eating, cooking, and sanitation on the same parcel as the single-family or multifamily dwelling is situated. An Accessory Dwelling Unit also include an efficiency unit, as defined in Section 17958.1 of the Health and Safety Code.

Rooming House. Rooming House (land use). A building containing three (3) or more bedrooms or other rooms used, designed, or intended to be used, rented, leased, let or hired to be occupied or which are occupied by five (5) or more individuals under five (5) or more separate oral or written leases, subleases or any other contractual agreement designed to effectuate the same result, with or without meals, for compensation, as permanent guests pursuant to an arrangement for compensation for definite periods, by the month or greater term. A "Rooming Housing" does not require a property owner, or an agent, or a rental manager, to be in residence. A "Rooming House" may or may not have individual or group cooking facilities. A "Rooming House" may or may not provide free access to common living areas beyond the bedrooms or guest rooms. A "room" means any rented, leased, let, or hired room, living space or other square footage within the building that is used or designed to provide sleeping accommodations for one (1) or more persons. A property permitted accessory dwelling unit, second unit, or "granny flat" shall not be considered a rooming house if used, designed, or intended to be used, rented, leased, let or hired, to be occupied or that is occupied by two (2) or fewer individuals under two (2) or fewer written leases, subleases or any other contractual agreement designed to effectuate the same result, with or without meals, for compensation, as permanent guests pursuant to an arrangement for compensation for definite periods, by the month or greater term.

Live-Work Unit. Live/Work means an integrated dwelling unit and working space, in which the work component is the primary use, and the residential component is secondary, occupied by a single housekeeping unit in a structure, that has been designed or structurally modified to accommodate joint residential occupancy and work activity, and that includes:

1. Complete kitchen space and sanitary facilities in compliance with the Building Code; and,
2. Working space reserved for and regularly used by one (1) or more occupants of the unit.

Artist Studio. Businesses engaged in the production of objects of art or craft produced by individuals or groups of fewer than three (3) individuals that are intended for direct retail sale. This included private and public art studio spaces, but does not include manufacturing activities that result in goods intended for wholesale distribution.

Banks and Other Financial Institution. Establishments that provide retail banking, credit, and mortgage services to individuals and businesses. This classification includes banks, credit unions, and savings and loan establishments but excludes business primarily engaged in check cashing or short-term (e.g. “payday”) loans.

Bar. Any retail facility maintaining and using an “On Sale Beer” license or an alcohol-related license other than an On Sale Beer license. For facilities operating under an On Sale Beer license, food shall not be sold or served to the public except as required by the license.

Builder Sales Office/ Design Studio. Any commercial use engaged in retail sales or leasing of the residential housing or commercial facilities within the Specific Plan area. Sales may be regulated by square footage thresholds subject to the regulations of the Specific Plan and shall be categorized by the following programmatic categories:

- 1) New home sales. The sale or leasing of new homes including the following:
 - Townhomes
 - Motorcourts
 - Greencourt
 - Towns over commercial
 - Front Street Rowtowns
- 2) Commercial
 - Commercial uses as defined in Table 5.3 Permitted Mixed Uses
- 3) Showrooms. Stand-alone and retail showroom establishments engaged in the sales or leasing of new residential homes or commercial spaces. All showrooms shall be subject to the operational and design standards of the SMMC section 200.440.190 (Showrooms), and the business operator shall sign an affidavit acknowledging all operational standards for such uses prior to issuance of a business license.

Clubs and Lodges. Meeting, recreational, or social facilities of a private or nonprofit organization primarily for use by members or guests including residential accommodations that are available to members on a temporary basis but excluding residential hotels. This classification includes union halls, social clubs, and youth centers.

Daycare Centers. This land use is a child daycare facility other than a family daycare home that includes infant centers, preschools, or extended daycare facilities. A daycare center is considered a business, not a residential use. The following standards shall apply:

1. Outdoor play space shall be provided in accordance with the requirements of the State Community Care Licensing Division and may not be located adjacent to San Marcos Boulevard right-of-way.

2. Parking and loading facilities shall be provided for on-site vehicular pick-up and drop-off.

Farmer's Market (Certified) outdoor. A temporary marketplace, either indoors or outdoors, for the display and sale of produce and other agricultural products such as, but not limited to, fresh fruits, vegetables, nuts, honey, shell eggs, flowers, and nursery stock, for which a Certified Farmers' Market Certificate has been issued by the County Agricultural Commissioner pursuant to California Code of Regulations, Title 3, Division 3, Chapter 1, Subchapter 4, Article 6.5.

Food and beverage sales. Specialty food stores for the retail sales of food and beverages for off-site preparation and consumption. Typical uses include candy shops, cheese shops, convenience markets, delicatessens, wine shops, etc. This classification excludes large-scale stores that sell food items and beverages in bulk.

Industrial Design and Services (builder sales office design/studio. Any business providing or combining professional design services and light fabrication or assembly technology for product specification. This land use may include office space and light or quasi-light industrial space to provide the full range of design, testing, and modification of commercial and industrial products.

Live Entertainment, Acoustical Performances. Non-amplified ambient music performed live by one (1) to two (2) artists without dancing.

Massage, Accessory Use. A use where massages occurs either permanently or temporarily in conjunction with a primary permitted land use, and the area where the massage occurs covers less than twenty percent (20%) of the gross floor of the principal use. All persons performing massages shall be state licensed.

Merchandise Sales, New Retail. The retail sales of new merchandise including the following products or commercial stores:

- Antique shop
- Artists'/craft supplies
- Bicycle shops
- Bodegas
- Books/stationary
- Cameras and photographic supply stores
- Clothing and accessories
- Collectibles (cards, coins, comics, stamps) excludes second-hand and pawn
- Department stores
- Dry goods

- Fabrics and sewing supplies
- Pharmacy
- Florist and house plants (indoor sales only)
- Hardware
- Hobby materials
- Jewelry
- Luggage and leather goods
- Musical instruments, parts and accessories
- Newsstands
- Specialty shops
- Sporting goods and equipment, excludes second-hand and pawn
- Toys and games

Microbrewery. A facility for the production of beer, fermented on the premises, for distribution, retail, or wholesale on or off premises. On-site tasting facilities shall be limited to the sale/tasting of product produced on-site and shall not exceed fifty percent (50%) of the building area. Ancillary retail sales are permitted. Alcohol-related businesses are subject to all applicable state law (California Business and Professions Code Section 23000 et seq.) licensing requirements for the sale or provision of alcohol.

Museum, Library, or Gallery. A commercial or nonprofit use that displays or preserves objects of interest in literature, the arts, or sciences.

Office: Administrative, Business, Corporate, non-profit. An establishment providing direct, “over-the-counter” services or business services to consumers or clients (e.g., insurance agencies, real estate offices, travel agencies, utility company offices, etc.) and office-type facilities occupied by businesses providing professional services and/or engaged in the production of intellectual property. Offices shall be categorized by the following programmatic categories:

- 1) Corporate, Administrative, Business. Offices for private commercial or nonprofit business.
- 2) Medical/Dental/Holistic. Offices for the conduct of medical practice out-patient Services

Outdoor Dining. Any outdoor space directly adjacent and accessory to a primary Restaurant land use for the purpose of outdoor food or beverage service and dining, subject to Section 5.4.1.

Personal Services (land use). Any place of business providing services and accessory retail sales of products related to the services provided, categorized by the following programmatic elements:

- 1) General. An establishment providing non-medical services to individuals as a primary use, including the following service types.
 - Barber shops
 - Beauty salons
 - Bridal salon/clothing rental

- Ear piercing services as ancillary use
 - Hair salons
 - Home electronics and small appliance repair
 - Massage accessory use (see definition in this chapter)
 - Nail salons
 - Seamstress/tailors tanning salons
 - Permanent makeup services as an ancillary use to a beauty, hair, or nail salon. To qualify as an ancillary use, permanent makeup services cannot be provided in conjunction with any Tattoo and/or Body Art Facility. Said facilities are considered a Tattoo and/or Body Art Facility land use, subject to the SMMC Section 20.400.200 (Tattoo and/or Body Art Facility)
 - Shoe repair shops
- 2) Fitness/Health Facility. Any place of business or membership club providing facilities devoted especially to health, beauty, and relaxation that deals with the cosmetic, therapeutic, and/or holistic treatments, where people visit for professionally administered personal care treatments, including health or physical fitness clubs. Massage accessory use(s) may be permitted. A medical spa shall be classified as a Medical Office land use.
 - 3) Limited Instructional. Any place of business, less than 1,300 square feet that is intended for group or individual instruction, including but not limited to: art, dance, gymnastics/gymnasium, indoor batting cages, martial arts of any form, mediation, modeling agencies, pilates, crossfit, pottery, rock climbing, tutoring, volleyball club/organizations, yoga, weight control clinics. Massage shall not be regulated under this land use.

Places of Assembly (Small). Gathering places less than 1,300 square feet for public, private, commercial or nonprofit gatherings with permanent or moveable seating; assembly space may be rented to nonprofit civic or community organizations without an additional use permit required. The following use types shall all be considered within the “Places of Assembly” land use:

- 1) Auditorium. A building used or designed for audience attendance, including public assembly, meetings, lectures, dances, entertainment, and similar uses. This use does not apply to auditoriums within a school facility.

- 2) Place of Worship. A facility or establishment the principal purpose of which is religious worship. A primarily religious or nonprofit facility may include structures and activities including sanctuary space, religious education, ministry, clothing and food distribution (kitchen facility), counseling, employment assistance, study or library space, referral services, and support groups, and assembly rooms. A place of worship shall be limited to one (1) single-family dwelling unit; any additional dwelling units or spaces require separate land use approvals and permits as applicable and permitted within the Zone. A place of worship does not include businesses operated by the religious group for support of religious activities or for charitable purposes. A place of worship falls within the “Community Assembly” land use and requires a conditional use permit.

Restaurant. Any establishment operated for the primary purpose of providing food, beverages, or meals for compensation, which has suitable kitchen facilities for the preparation, storage and service of food. Any bar area, all applicable licenses required, shall be limited to forty-nine percent (49%) of the dining area; bar areas exceeding these limits shall be classified as a bar.

- 1) Restaurant, > 2,000 s.f. Any restaurant for the primary purpose of on-site service and consumption and/or serving meals in non-disposable containers. Accessory sale of food and nonalcoholic beverages for off-site consumption is permitted provided that all food and beverages sold for on-site consumption are served in non-disposable containers.
- 2) Restaurant < 2,000 s.f. Any restaurant for the primary purpose of serving meals in disposable containers (paper, plastic, or otherwise disposable/recyclable), for the intent of consumption offsite. No more than 50% of interior floor area may be used for onsite dining purposes. This use includes, but is not limited to, retail bakeries, coffee and beverage shops, ice cream shops, etc.

Restaurant, with Live Entertainment. A Restaurant with Music, comedy, readings, dancing, acting, or other entertainment performed onsite one (1) or more days per month. This includes dancing by patrons to live or recorded music.

Tasting Room without food service. An area devoted to the sampling and sales thereof of wine or beer produced on or off the premises and the sale of food is prohibited. On-site tasting facilities shall be limited to the sale/tasting of product produced on-site and shall not exceed fifty percent (50%) of the building area. Ancillary retail sales are permitted. Alcohol-related businesses are subject to all applicable state law (California Business and Professions Code Section 23000 et seq.) licensing requirements for the sale or provision of alcohol.

Used/Pawn. An establishment engaged in the retail sale of secondhand merchandise, or offering loans secured by personal property.

APPENDIX A



MEMORANDUM

To: David Shepherd, Lennar
From: Stephen Cook, TE, Intersecting Metrics
Date: October 10, 2023
Regarding: Old California Restaurant Row Parking Analysis

The purpose of this technical memorandum is to analyze and document the parking demand and supply for the proposed Old California Restaurant Row (OCRR) Redevelopment Project (Proposed Project) as well as document the shared parking easements and covenants currently in place with the other adjacent properties within the Via Los Vallecitos De San Marcos site, of which the Proposed Project is a part. The Via Los Vallecitos De San Marcos site is the commercial center generally running along West San Marcos Boulevard, between Los Posas Road and Via Vera Cruz Street, and is currently improved with retail, restaurant, theater, and office uses (Via Los Vallecitos De San Marcos site).

Project Background

The Proposed Project is located on the northwest corner of the West San Marcos Boulevard and Via Vera Cruz intersection, in the Via Los Vallecitos De San Marcos site. The Proposed Project will replace 63,484 square feet (SF) of existing restaurant uses (Old California Restaurant Row) with 202 multi-family dwelling units, approximately 9,575 SF of leasable commercial retail uses (approximately 10,400 SF of gross), and 1.1 acres of neighborhood park. The Proposed Project will provide 501 parking spaces on-site, with 392 private garage spaces, 9 open bay residential spaces reserved for project residents, and the remaining 100 spaces being open to the Proposed Project's residential guests, retail patrons and park users, as well as other users of the larger Via Los Vallecitos De San Marcos site pursuant to the shared parking agreements are further described herein. **Figure 1** displays the Proposed Project's location, while **Figure 2** displays the Proposed Project's site plan.

Proposed Project Parking Demand

Tables 1 & 2 provide a summary of the parking requirements for the Proposed Project's land uses. The parking requirements for each land use was derived from the requirements outlined in Section 20.340 of the City of San Marcos Municipal Code, unless otherwise noted¹.

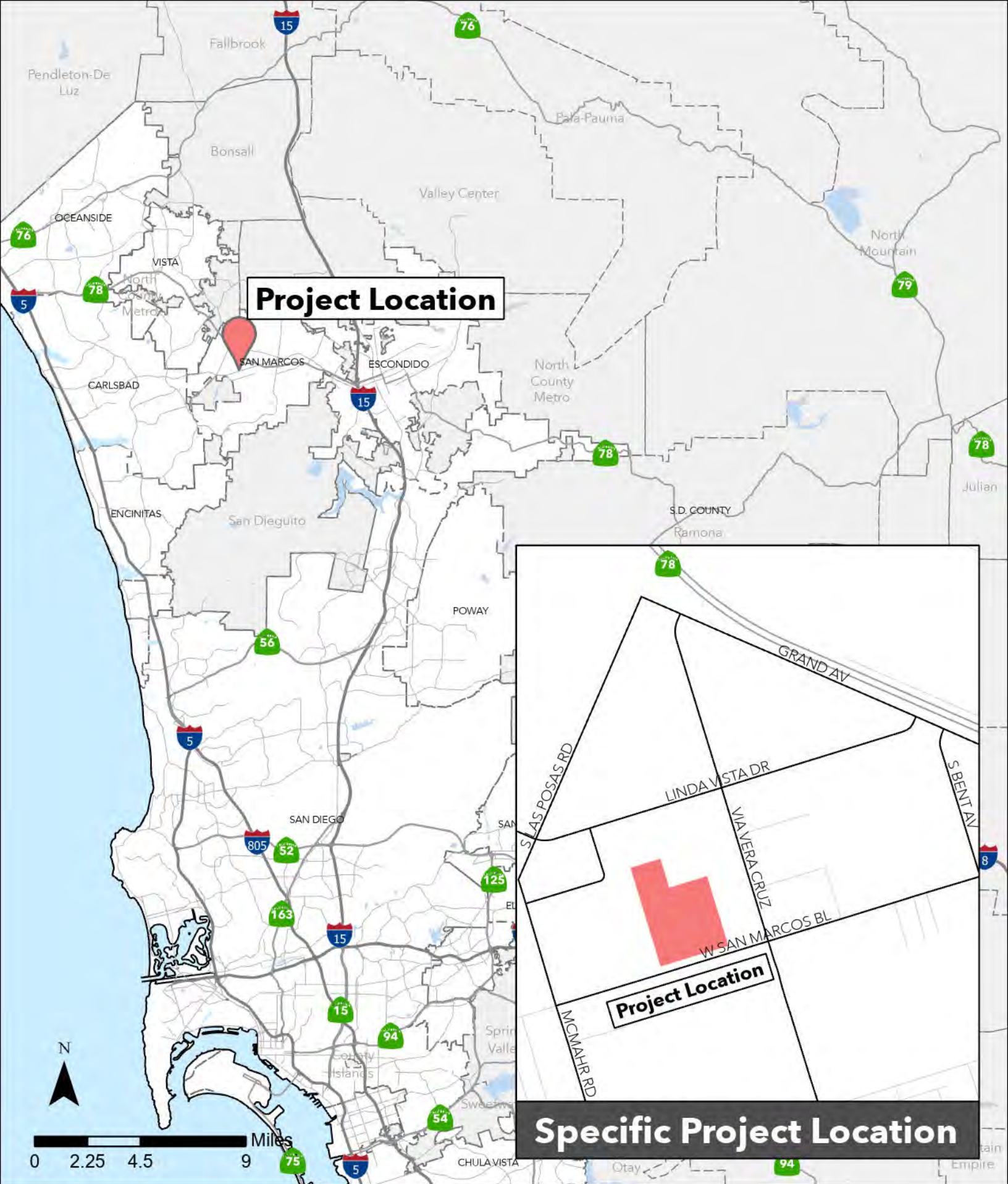
Table 1: Proposed Project Parking Requirements - Residential Uses

Land Use	Quantity	Parking Supply Rate	Required Parking Supply
Multi-Family (2 BR)	107 Units	1.75 per Unit	188
Multi-Family (3+ BR)	95 Units	2 per Unit	190
Guest Parking	202 Units	0.15 per DU ¹	31
Total			409

Note:

¹Rate is based on *Urban Land Use Institute's (ULI) Shared Parking Guide, Third Edition, 2020* as it better reflects the mixed-use and urban environment in which the Proposed Project would be located.

¹ A Specific Plan is being processed for the Proposed Project that will set forth parking requirements based on Section 20.340 of the Municipal Code, the Urban Land Use Institute's (ULI) Shared Parking Guide, Third Edition, 2020, observed parking demands, and other industry based parking guidance to develop parking standards appropriate for Proposed Project's mix of land uses considering the existing surrounding environment.



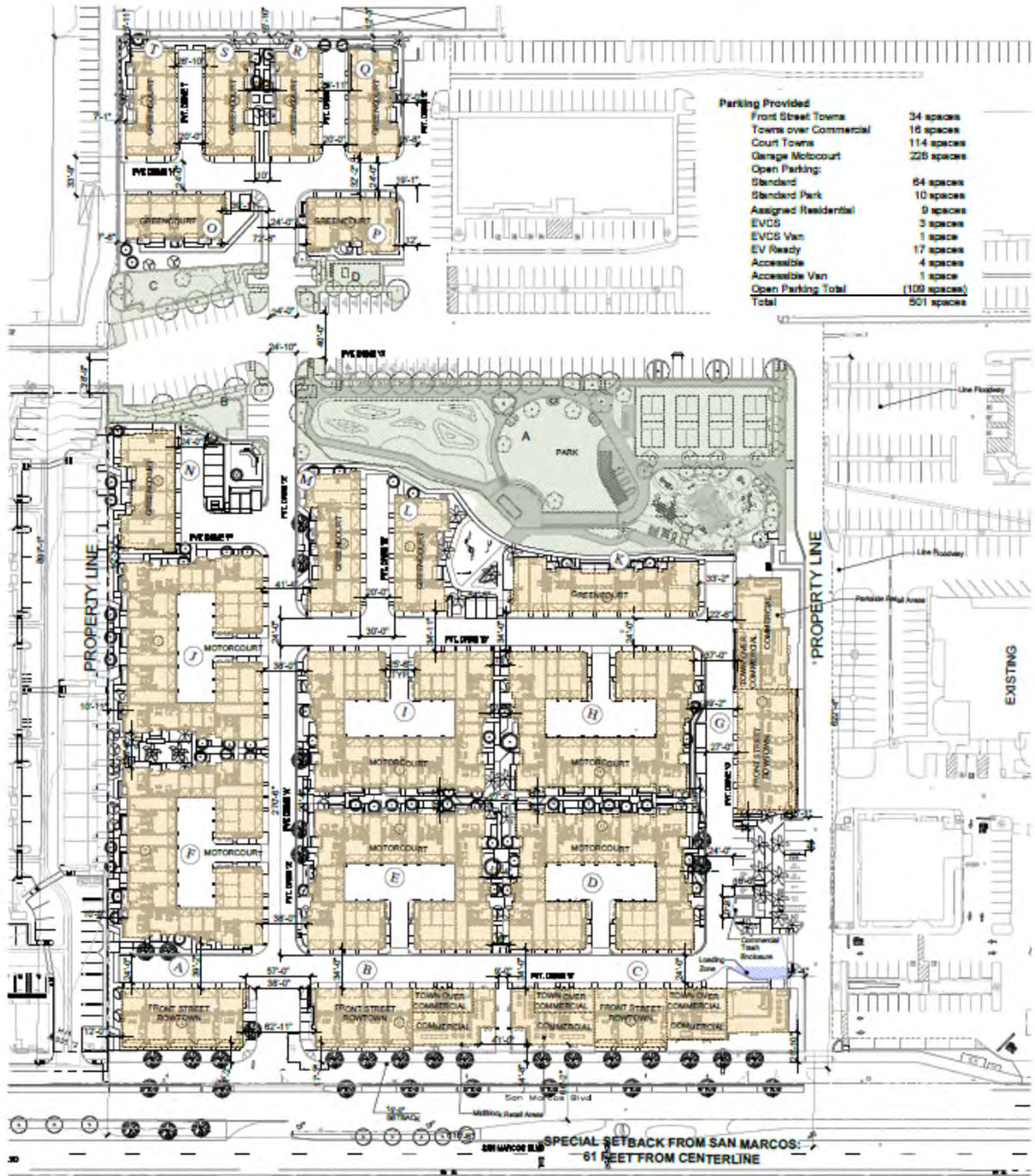




Table 2: Proposed Project Parking Requirements – Non-Residential Uses

Land Use	Quantity	Parking Supply Rate	Required Parking Supply
Park Site	1.1 Acres	9 per Acre	10
Sit-Down Restaurant > 2,000 SF	3,232 SF	7.5 spaces per 1,000 SF ³	24
Take-Out Restaurant < 2000 SF	4,063 SF	6.5 spaces per 1,000 SF	27
Retail	2,280 SF	3 spaces per 1,000 SF	7
Total			68

Note:

¹Rate established based on the parking demand observed at the adjacent sit-down restaurants, see **Attachment 1**.

Residential Parking Supply

Table 3 summarizes the parking spaces that the Proposed Project will allocate to its residents, either through personal garages or reserved open bay spaces within the project site.

Table 3: Residential Parking Spaces Provided

Land Use	Parking Spaces Provided
2 car garages (190 units)	380
1 car garages (12 units)	12
Assigned open bay spaces for units with a single car garage ¹	9
Residential Guest Parking Spaces	31 ²
Total Residential Parking Spaces:	432

Note:

¹Nine open bay spaces are needed to fulfill the parking requirement of 1.75 spaces per unit for the 2-bedroom units with only a single car garage (12 units X 1.75 spaces per unit = 21 spaces needed = 9 open bay spaces + 12 garage spaces)

²Residential guest parking spaces (open bay spaces) will not be reserved for individual users or uses. Instead, they will be included in the larger pool of parking that will be available to guests of non-residential uses both within the Proposed Project as well as the adjacent properties that have a shared parking covenant or easement.

As shown in Table 3, the Proposed Project will provide 432 reserved parking spaces for its residential uses, which is sufficient to accommodate its 409 residential parking space requirement (See Table 1).

Non-Residential Parking Supply

Table 4 summarizes the parking spaces that the Proposed Project will allocate towards non-residential uses. All non-residential parking spaces will be open bay spaces they will be included in the larger pool of parking that will be available to guests of non-residential uses both within the Proposed Project as well as the adjacent properties that have a shared parking covenant or easement.

Table 4 : Non-Residential Parking Spaces Provided

Land Use	Parking Spaces Provided
Park	10
Commercial Uses	59
Total Residential Parking Spaces:	69

As shown in Table 4, the proposed Project will also include 69 open bay parking spaces that will be available to the public, which is sufficient to accommodate the public parking requirement of 68 public spaces (see Table 2).



It should also be noted that, as per Easement Agreement recorded on January 30, 1990 as Document Number 90-050972, 36 of the 100 open bay parking spaces (includes the 31 guest parking spaces) can be used by Fish House Vera Cruz customers and invitees on a nonexclusive basis ("FHVC 36 Space Parking Easement"). All public spaces will also be available to the permitted users of other adjacent parcels in the Via Los Vallecitos De San Marcos site pursuant to the Declaration of Reciprocal Easement Agreements recorded as Document Number 1996-0564623 ("Parking REA"). The FHVC 36 Space Parking Easement, the Parking REA and other shared parking arrangements affecting the Proposed Project site are further described herein.

Bicycle Parking Requirements

Table 4 outlines the Proposed Project's bicycle parking requirements as per the requirements outlined in Table 20.340-2 of the City of San Marcos Municipal Code.

Table 4: Bicycle Parking Requirements

Land Use	Quantity	Rate	Bike Parking Spaces Required
2 Bedroom Units	107 Units	0.75/unit	81
3+ Bedroom Unit	95 Units	1/unit	95
Non-Residential	9,575 SF	0.75/1000 SF	8

As shown in Table 4, the Proposed Project is required to provide 176 bicycle parking spaces to accommodate its residential uses. All residential units will have private garages, which is identified as a Class I locker in Table 20.340-6 of the City of San Marcos Municipal Code, thus meeting this bike parking requirement. The Proposed Project is also required to provide eight bike parking spaces for the retail uses. These spaces will be placed in the public areas on the east side of the project site. As per the Municipal Code two of the bike spaces will be Class I spaces (25%) and six spaces will be Class II spaces (75%).

Existing Parking Supply & Parking Covenants / Easements

There are several uses occupying the adjacent parcels to the project site within the Via Los Vallecitos De San Marcos site which currently have access to the same pool of parking as the OCRR site. The Proposed Project will allow these adjacent parcels to continue utilizing parking on the Proposed Project site, as required by the shared parking agreements described below. Pursuant to those agreements, the Proposed Project will continue to have reciprocal rights to utilize parking on adjacent parcels as well. The Proposed Project does not rely upon these parking rights to satisfy parking requirements, however, as it provides all required parking onsite within the boundaries of the Proposed Project.

Agreement Number 1996-0564623

The Parking REA² was recorded against the Edwards Cinema site, the auxiliary parking lot located north of the former Sears Site, the OCRR site (including Buffalo Wild Wings and Cocina Del Charro), the 338 Via Vera Cruz office building, and the Wells Fargo site. This Parking REA grants all employees, agents, contractors, customers, visitors, invitees, licensees, and concessionaires of the owners and/or lessees of the affected properties (Permitted Users) included within the agreement the nonexclusive right to use each other's access points, common areas, and parking spaces. As such, this Parking REA allows for shared parking between the sites listed above. The owners benefitted by the Parking REA will be allowed

²Note: The Parking REA originally did not encumber the entire theater parcel, but was amended on April 19, 1999 to expand Parcel D (Theater Site) to include Parcel 210-200-43 (Doc ID# 1999-025887). This agreement is provided in Attachment 1.



to utilize open parking within the Proposed Project site³ and the Proposed Project will be allowed to utilized parking on the affected adjacent parcels. It should be noted that the 334 Via Vera Cruz office building, the Fish House Vera Cruz, and the southern portion of the former Sears site were not included in the Parking REA and therefore do not have rights to park on the Proposed Project site under the Parking REA. Finally, the Parking REA does not specify any number of parking spaces a property needs to maintain or share with the other properties. All agreements are provided in **Attachment 2**.

CUP 94-255

The Conditional Use Permit (CUP) for the Regal Edwards Cinema (theater site) (CUP 94-255), which is west of the project site and connects to the OCRR's parking lot, requires that a reciprocal agreement for access and shared parking be developed between the theater site and the adjacent parcels within the OCRR site. The CUP may have been the impetus for the Parking REA. However, CUP 94-255 does not cite a specific number of off-site spaces that are be required for the theater site, only that 782 be made available on-site or on the identified areas of the OCRR site (which are sites included in the Parking REA). There are more than 782 parking spaces available to the theater⁴ without reliance on the Proposed Project site so development of the Proposed Project will not cause the theater to have access to fewer than 782 parking spaces.

FHVC Shared Parking Agreements

The Fish House Vera Cruz site was not included in the Parking REA with the other parcels adjacent to the project site, described above. However, there are two parking and access easements between the OCRR site and the Fish House Vera Cruz:

1. An Easement Agreement recorded on July 18, 1989 as Document Number 89-378260 (FHVC 54 Space Parking Easement) allows the OCRR site (including the Proposed Project site, Cocina Del Charro and Buffalo Wild Wings, all identified as Parcel B) the nonexclusive right to use up to 54 parking spaces located on the Fish House Vera Cruz site (Parcel A). There is no limitation requiring users of these parking spaces to be customers, invitees or patrons restaurants operating on the OCRR site. The only limitation is that the easement cannot be construed as a gift or dedication to the general public or for "public purposes." The Proposed Project will not "gift or dedicate" any of the 54 parking spaces on the Fish House Vera Cruz property to the general public or for public purposes. As the Proposed Project will satisfy parking requirements onsite, it will not rely on use of these 54 parking spaces to satisfy parking requirements at all.
2. A second easement, the FHVC 36 Space Parking Easement described above, allows the Fish House Vera Cruz site (Parcel A) the nonexclusive right to use 36 parking spaces on Parcel B. Fish House Vera Cruz will have the continued right to use 36 parking spaces on Parcel B, including the Proposed Project site on a nonexclusive basis, consistent with the terms of the FHVC 36 Space Parking Easement Agreement.

The two agreements only permit each party to use the allocated number of parking spaces on either property (Fish House Vera Cruz can use up to 36 spaces within the OCRR site and OCRR can use up to 54 spaces on the Fish House Vera Cruz site). However; neither agreement requires either party to reserve any number of spaces for the use of the other party nor does it guarantee that the spaces will be unoccupied at any time.

³ The Parking REA does not require benefitted owners the right to use residential garage or the 9 reserved residential parking spaces as the Parking REA allows a reduction in shared parking on the project site so long as the reduction does not cause any parcel in the Center to have insufficient parking to meet City parking requirements. (Parking REA, §2.) The removal of parking spaces from the Proposed Project site does not cause any other parcel subject to the Parking REA to fail to meet applicable City parking requirements.

⁴ The theater parcel alone has 725 onsite parking spaces, as shown on Attachment 3.



Buffalo Wild Wings Lease

The November 17, 2014 lease agreement between the project site and the Buffalo Wild Wings site identifies an area of no change within the parking areas around the Buffalo Wild Wings site and its adjacent access points on San Marcos Boulevard and Via Vera Cruz. This agreement and the exhibit depicting the area of no change is provided in Attachment 2.

Figure 3 displays a map of the properties that have a shared parking agreement with the project site, as discussed above.

Table 5 outlines the existing parking supply for these sites, the current land uses which utilize parking supply, and the agreements in which each site is a part of. A recent aerial image displaying the parking spaces included within each parcel is provided in **Attachment 3**.

Table 5: Existing Parking Supply

Parcel (APN)	Use(s)	Size (SF)	Parking Spaces
2192003000	OCRR Site ^{1,2}	63,484 SF	822
2192003100			
2192004500			
2192004000	Fish House Vera Cruz ²	9,100 SF	82
2192004600	Cocina Del Charro ^{1,2}	11,160 SF ³	98
	Buffalo Wild Wings ^{1,2}	5,445 SF	56
2192002000	Wells Fargo ¹	6,682SF	25
2192004200	338 Via Vera Cruz Office Building ¹	34,000 SF	132
2192004700	Sears Site Shared Parking Lot ^{1,4}	-	85
2192004400	Regal Edwards San Marcos ¹	3,200 seats ⁵	725
2192005200			
2192005100	Theater Restaurants ¹	7,500	

Notes:

¹Included in the Parking REA, allowing patrons of all uses to use each other's parking supply.

²Included in FHVC 36 Space Parking Easement and the FHVC 54 Space Parking Easement which allows the OCRR uses to use 54 parking spaces on the Fish House Vera Cruz site and Fish House Vera Cruz to use 36 spaces on the OCRR site.

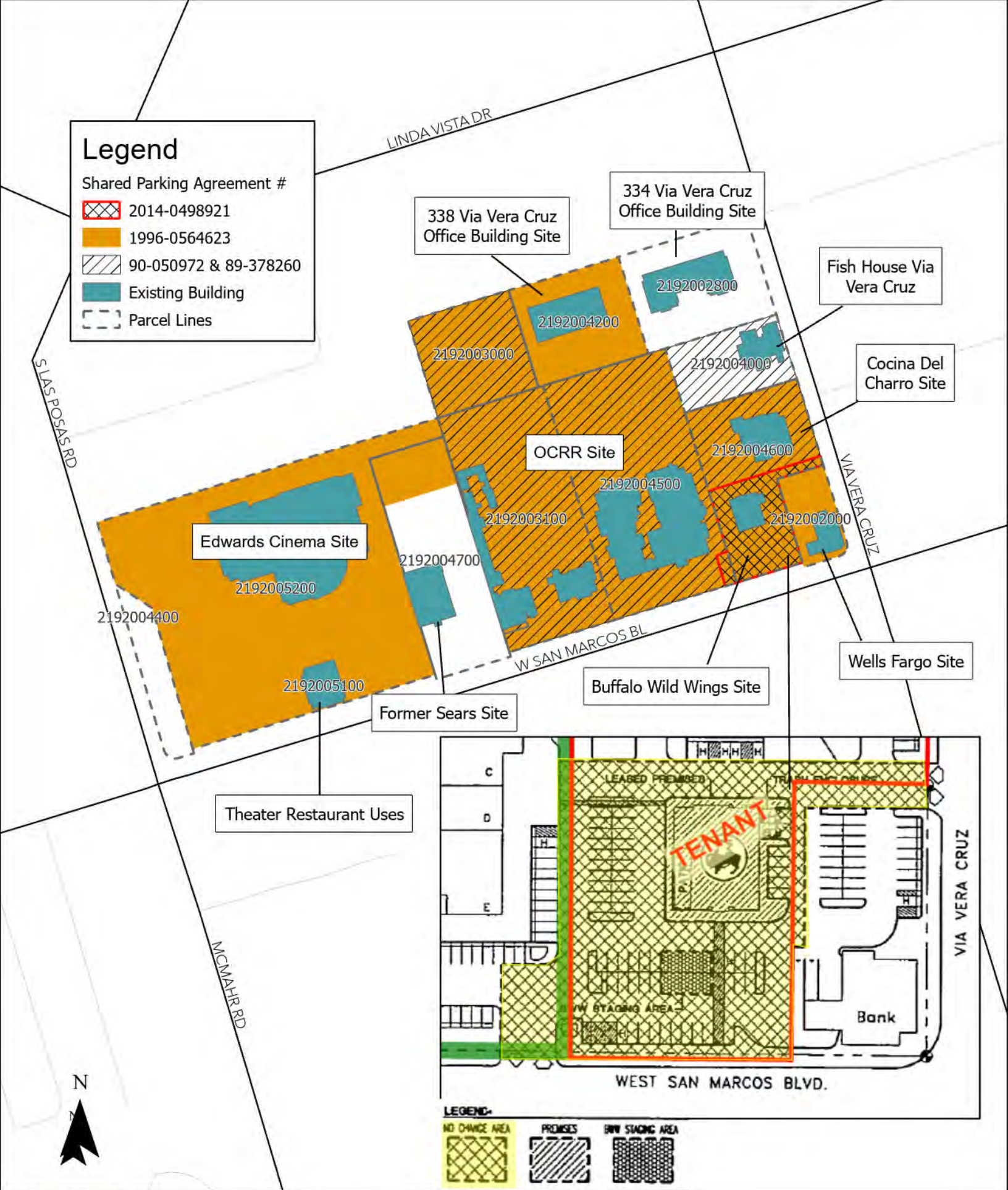
³The Cocina Del Charro square footage has been updated to reflect their 1986 Building Permit (PC 86-210).

⁴The Sears Site is no longer party to the Parking REA as it only benefitted and burdened the Sears leasehold interest, which has terminated.

⁵Source:Regal Edward Cinema CUP (CUP 94-255)

Off-Stie Parking Changes

The Proposed Project will remove seven spaces, that currently serve the Buffalo Wilding Wings site, to accommodate the implementation of the Multi-Way along San Marcos Boulevard. This change will reduce Buffalo Wild Wings Parking from 56 spaces to 49 spaces. The parking spaces to be removed are located is within an irrevocable offer of dedication (IOD) which the City of San Marcos is requesting the Proposed Project utilize to accommodate the multi-way improvements. As noted in Figure 3, this change is within the area of no change outlined in the Buffalo Wild Wings lease with OCRR. Thus, this change will require an amendment to the existing lease. It should be noted that the Buffalo Wild Wings site will still meet the City's parking requirements with this proposed removal of the 7 parking spaces (5,445 SF X 8.5 spaces per 1,000 SF = 47 spaces required with 49 being provided). The Proposed Project does not propose to remove parking spaces from the Fish House Vera Cruz site or any other sites.





Conclusion

The Proposed Project will provide 401 reserved parking spaces for its residential uses, as well as allocate 31 unreserved open bay spaces for residential guests, which is sufficient to accommodate its 409 residential parking space requirement. The Proposed Project will also include 69 open bay parking spaces that will be available to the public, which is sufficient to accommodate the Proposed Project's public parking requirement of 68 public spaces. 36 of the 100 open bay parking spaces can be used by Fish House Vera Cruz patrons on a nonexclusive basis; thus fulfilling the obligations outlined in FHVC 36 Space Shared Parking Agreement. Finally, all public spaces will also be available to the Permitted Users of the other properties benefitted by the Parking REA, as required by the terms of the Parking REA. Therefore, the Proposed Project will accommodate its full parking demand on-site and will continue to fulfill the current obligations contained within the current parking easements / covenants affecting the Proposed Project site.



Attachment 1
Restaurant Parking Study



MEMORANDUM

To: David Shepherd, Lennar
From: Stephen Cook, TE, Intersecting Metrics
Date: October 10, 2023
Regarding: Old California Restaurant Row Restaurant Parking Analysis

The purpose of this technical memorandum is to document the observed parking demand of the existing restaurants adjacent to the Old California Restaurant Row (OCRR) Site. The observed parking demand of the existing restaurants can then serve as an analog for the parking requirements for sit-down restaurants that may be included within of the OCRR Re-Development Specific Plan.

To determine the parking demand for the sit-down restaurant uses that may be included within the OCRR Re-Development Specific Plan, a parking occupancy study was performed on the three sit-down restaurants adjacent to the OCRR site (Fish House Vera Cruz, Cocina Del Charro and Buffalo Wild Wings). Hourly parking occupancy counts were conducted for all sites during peak dinner times (between 4:00 PM and 9:00 PM) on Friday April 28, 2023 and Saturday April 29, 2023, as well as on Sunday September 24, 2023 between 9:00 AM and 7:00 PM to capture both the brunch and NFL watching crowds at the restaurants. The observed parking counts are displayed in **Table 1**.

Table 1: Observed Parking Counts

Date	Use	Observed Parking Demand			
		Fish House Vera Cruz	Cocina Del Charro	Buffalo Wild Wings	Total
4/28/2023 (Friday)	4:00 PM	32	66	25	123
	5:00 PM	49	80	39	168
	6:00 PM	59	89	51	199
	7:00 PM	49	83	36	168
	8:00 PM	42	71	29	142
	9:00 PM	22	63	36	121
4/29/2023 (Saturday)	4:00 PM	30	50	34	114
	5:00 PM	31	64	26	121
	6:00 PM	40	78	41	159
	7:00 PM	47	82	38	167
	8:00 PM	33	73	39	145
	9:00 PM	12	58	28	98
9/24/2023 (Sunday)	9:00 AM	2	32	7	41
	10:00 AM	7	61	27	95
	11:00 AM	22	86	51	159
	Noon	31	93	53	177
	1:00 PM	35	72	45	152



Table 1: Observed Parking Counts

Date	Use	Observed Parking Demand			
		Fish House Vera Cruz	Cocina Del Charro	Buffalo Wild Wings	Total
9/24/2023 (Sunday) Continued	2:00 PM	29	68	45	142
	3:00 PM	23	55	48	126
	4:00 PM	34	51	46	131
	5:00 PM	29	51	41	121
	6:00 PM	27	50	36	113
	7:00 PM	42	37	45	124

As shown in the table, the highest observed parking demand, across all three sites, occurred at 6:00 PM on a Friday, April 28th. To determine the parking ratio of the uses, **Table 2** compares the maximum observed parking demand at each restaurant to the total square footage of each site.

Table 2: Restaurant Parking Demand

Restaurant	Size (SF)	Peak Demand
Buffalo Wild Wings	5,445	51
Cocina Del Charro	11,160 ¹	89
Fish House Vera Cruz	9,100	59
Total	25,705	199
Parking Ratio		0.00774

Note:

¹The Cocina Del Charro square footage has been updated to reflect their 1986 Building Permit (PC 86-210).

As shown in Table 2, the 25,705 SF of existing restaurant uses generated a maximum observed parking demand of 199 spaces. This results in a parking demand ratio of approximately 7.74 spaces per 1,000 SF (199 Spaces / 25.705 KSF). Based on these observations and in consideration of the reduced size of the project's commercial tenant spaces, a ratio of 7.5 spaces per 1,000 square feet was determined to be an appropriate requirement for restaurants larger than 2,000 square feet in the Specific Plan area. The commercial spaces within the Specific Plan Area are between 1,140 SF and 2,111 SF in size, thus, is a sit down restaurant is implemented within one of these spaces it will function differently than one of the much larger restaurants that were observed. The ratio of 7.5 spaces per 1,000 SF is close to the parking rate observed at the larger restaurants and it provides a balance between the City's mixed use parking ratio for sit down restaurants (8.5 spaces per 1,000 SF) and take out restaurants (6.5 spaces per 1,000 SF) which is consistent with the types of restaurants that could operate in these spaces.



Attachment 2
Covenants for Easements Between the Various Parcels

89 378260

1810

RECORDING REQUESTED BY AND
WHEN RECORDED RETURN TO:

SCHAEFER & SMITH,
A PROFESSIONAL LAW CORPORATION
314 S. MELROSE DRIVE, SUITE 100
VISTA, CA 92083-6618

RECORDED IN
OFFICIAL RECORDS
OF SAN DIEGO COUNTY, CA

89 JUL 18 PM 3:47

VERA L LYLE
COUNTY RECORDER

RF 5
AR 3
MG 1

(For Recorder's Use Only)

APN: 219-200-32 & 33

COVENANT FOR EASEMENT

This covenant made this 18th day of July 1989, by the undersigned parties.

WHEREAS, the undersigned are the owners of the real property in the City of San Marcos, County of San Diego, State of California, being a portion of lot 1 in block 77 of Rancho Los Vallecitos de San Marcos, in the City of San Marcos, County of San Diego, State of California, according to map thereof No. 806, filed in the Office of the County Recorder of San Diego County, December 21, 1898, and more particularly described on Exhibit "A" attached hereto and incorporated herein by this reference.

WHEREAS, it is the desire and intention of the undersigned to restrict said land as a condition of obtaining approval by the City of San Marcos of the boundary adjustment effecting said property.

NOW THEREFORE, in consideration for the approval the undersigned covenants with the City of San Marcos and agrees on behalf of itself, its heirs, successors and assigns to retain for the use and benefit of Parcel B of the aforescribed real property, an appurtenant, non-exclusive parking easement with a minimum of fifty-four (54) vehicular parking spaces, burdening and running with the land on Parcel A. The right to use shall be in

common with the right of use by the owners and occupants of Parcel A and it is expressly understood that this easement is not to be deemed a gift or dedication of any portion of Parcel A to the general public or for the use by the general public or for any public purpose whatsoever.

IT WITNESS WHEREOF, the parties hereto have executed this agreement on the day and year first above written.

DATED:

7-18-89

James Rollins Eubank
JAMES ROLLINS EUBANK, co-trustee UTD
12/22/86 FBO Eubank Family

DATED:

7-18-89

Vera Pauline Eubank
VERA PAULINE EUBANK, co-trustee
TD 12/22/86 FBO Eubank Family

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN DIEGO)

On July 18th, 1989, before me, the undersigned a Notary Public in and for said state, personally appeared JAMES ROLLINS EUBANK and VERA PAULINE EUBANK on the basis of satisfactory evidence to be the person who executed the within instrument as trustees of the EUBANK FAMILY trust and acknowledged to me that the trust executed it.

WITNESS my hand and official seal.



[Signature]

1812

Exhibit "A"

Those portions of Lot 1 in Block 77 of Rancho Los Vallecitos de San Marcos, in the City of San Marcos, County of San Diego, State of California, according to Map thereof No. 806, filed in the Office of the County Recorder of San Diego County, December 21, 1895, described as follows:

Parcel A

Beginning at the point of intersection of the Northerly line of said Lot 1 with the Westerly line of Via Vera Cruz (84.00 feet wide) as shown on Parcel Map No. 10751 as recorded in the Office of said County Recorder, December 2, 1980; thence along said Northerly line, South $71^{\circ}32'$ West, 302.00 feet (South $71^{\circ}33'48''$ West, per Parcel Map No. 10751); thence South $18^{\circ}28'$ East, 173.50 feet; thence North $71^{\circ}32'$ East, 302.00 feet to said Westerly line of Via Vera Cruz; thence along said Westerly line, North $18^{\circ}28'$ West (North $18^{\circ}26'49''$ West, per Parcel Map No. 10751) 173.50 feet to the Point of Beginning.

Parcel B

Beginning at the point of intersection of the Northerly line of said Lot 1 with the Westerly line of Via Vera Cruz (84.00 feet wide) as shown on Parcel Map No. 10751 as recorded in the Office of said County Recorder, December 2, 1980; thence along said Northerly line, South $71^{\circ}32'$ West (South $71^{\circ}33'48''$ West, per Parcel Map No. 10751) 302.00 feet to the True Point of Beginning; thence South $18^{\circ}28'$ East, 173.50 feet; thence North $71^{\circ}32'$ East, 302.00 feet to said Westerly line of Via Vera Cruz; thence along said line, South $18^{\circ}28'$ East (South $18^{\circ}26'49''$ East, per Parcel Map No. 10751) 231.50 feet; thence South $71^{\circ}32'$ West, 125.00 feet; thence South $18^{\circ}28'$ East, 255.00 feet to the Southeasterly line of said Lot 1, also being the Northwesterly line of Encinitas Road (now known as San Marcos Boulevard), 66.00 feet wide as shown on said Map No. 806; thence along said line, South $71^{\circ}32'$ West, 506 feet; thence North $18^{\circ}28'$ West, 660.00 feet to said Northerly line of Lot 1; thence Northeasterly along said line, 329.00 feet to the True Point of Beginning.

EXCEPTING THEREFROM the Southerly 18.00 feet.

Recorded Request Of
FIDELITY NATIONAL TITLE

OCT 12 1989

17

RECORDING REQUESTED BY AND
WHEN RECORDED RETURN TO:

1723

90 050972

RECORDED IN
OFFICIAL RECORDS
OF SAN DIEGO COUNTY, CA

1990 JAN 30 AM 8:00

RF 9
AR 7
MG 1

MR. JAMES EUBANK
P.O. BOX 1003
SAN MARCOS, CA 92069

8904448A

(For Recorder's Use Only)

APN: 219-200-32633

EASEMENT AGREEMENT

THIS AGREEMENT made this 21st day of July 1989, by and between JAMES ROLLINS EUBANK and VERA PAULINE EUBANK as co-trustees UTD 12/22/86 FBO the Eubank Family Trust, hereinafter referred to as EUBANK who is the owner of that certain property hereinafter referred to as OLD CALIFORNIA and more particularly described as:

A portion of Lot 1 in Block 77 of Rancho Los Vallecitos de San Marcos, in the City of San Marcos, County of San Diego, State of California, according to Map thereof No. 806, filed in the Office of the County Recorder of San Diego County, December 21, 1895, described as follows:

Parcel B

Beginning at the point of intersection of the Northerly line of said Lot 1 with the Westerly line of Via Vera Cruz (84.00 feet wide) as shown on Parcel Map No. 10751 as recorded in the Office of said County Recorder, December 2, 1980; thence along said Northerly line, South 71°32' West (South 71°33'48" West, per Parcel Map No. 10751) 302.00 feet to the True Point of Beginning; thence South 18°28' East, 173.50 feet; thence North 71°32' East, 302.00 feet to said Westerly line of Via Vera Cruz; thence along said line, South 18°28' East (South 18°26'49" East, per Parcel Map No. 10751) 231.50 feet; thence South 71°32' West, 125.00 feet; thence South 18°28' East, 255.00 feet to the Southeasterly line of said Lot 1, also being the Northwesterly line of Encinitas Road (now known as San Marcos Boulevard), 66 feet wide as shown on said Map no. 806; thence along said line, South 71°32' West, 506 feet; thence North 18°28' West, 660.00 feet to said Northerly line of Lot 1;

thence Northeasterly along said line, 329.00 feet to the True Point of Beginning.

EXCEPTING THEREFROM the Southerly 18.00 feet.

with BBG PROPERTIES, a California General Partnership, hereinafter referred to as BBG who is the owner of that certain real property hereinafter referred to as the RESTAURANT PROPERTY and more particularly described as:

A portion of Lot 1 in Block 77 of Rancho Los Vallecitos de San Marcos, in the City of San Marcos, County of San Diego, State of California, according to Map thereof No. 805, filed in the Office of the County Recorder of San Diego County, December 21, 1895, described as follows:

Parcel A

Beginning at the point of intersection of the Northerly line of said Lot 1 with the Westerly line of Via Vera Cruz (84.00 feet wide) as shown on Parcel Map No. 10751 as recorded in the Office of said County Recorder December 2, 1980; thence long said Northerly line, South $71^{\circ}32'$ West, 302.00 feet (South $71^{\circ}33'48''$ West, per Parcel Map No. 10751); thence South $18^{\circ}28'$ East, 173.50 feet; thence North $71^{\circ}32'$ East, 302.00 feet to said Westerly line of Via Vera Cruz; thence along said Westerly line, North $18^{\circ}28'$ West (North $18^{\circ}26'49''$ West, per Parcel Map No. 10751) 173.50 feet to the Point of Beginning.

The parties desire to enter into a non-exclusive reciprocal parking agreement and BBG desires to acquire and EUBANK agrees to grant 36 designated parking spaces on OLD CALIFORNIA.

In consideration of their mutual promises, it is therefore agreed as follows:

1. Grant of Reciprocal Parking Easement.

A. EUBANK grants to BBG the right of the customers and invitees of BBG to use, in common with EUBANK, its customers and invitees and its tenants customers and invitees all areas used for parking on OLD CALIFORNIA, subject to the terms and conditions contained herein.

B. BBG grants to EUBANK the right of the customers and

invitees of EUBANK and EUBANK's tenants, to use in common with BBG, its customers and invitees all areas used for parking on the RESTAURANT PROPERTY, subject to the terms and conditions contained herein.

C. Each reciprocal parking easement is subject to the following restrictions, terms and conditions:

i. It shall be used only for vehicular parking and vehicular and pedestrian ingress and egress to their respective premises;

ii. It shall not be used for vehicular parking by employees, workman, suppliers or suppliers of the respective grantee;

iii. It shall be subject to such reasonable rules and regulations as may now or hereafter from time to time be adopted by the respective grantor;

iv. It shall be maintained by the grantor at grantor's sole cost and expense; and

v. Each grantor may make such reasonable changes and relocate its parking area so long as the changes do not substantially impair the right of use by the grantee.

2. Grant of Non-exclusive Designated Parking: EUBANK hereby grants to BBG the non-exclusive right to use in common with EUBANK, EUBANK's tenants and the customers and invitees of EUBANK and EUBANK's tenants, the 36 parking spaces designated as such on the map attached hereto marked exhibit "A". Said easement and the use of said easement by BBG and its employees, customers and invitees is subject to the following terms, conditions and restrictions:

A. Duties of EUBANK: EUBANK shall have the duty to maintain the designated parking area in a smooth and even condition, to remove all debris and keep the area in a neat, clean and orderly condition; to repair and replace, when necessary, such artificial lighting facilities as shall be reasonably required, to provide adequate striping and lines, to pay all real property taxes attributable to the parking area and to maintain general public liability and property damage insurance covering the designated area

against claims of personal injuries, death, or property damage, such insurance liability protection to a limit not less than \$100,000 for injury or death to one person, \$300,000 per incident and \$25,000 property damage.

B. Duties of BBG: To pay its proportionate share of the costs of premise liability and property damage insurance, lighting, maintenance, stripping, cleaning and taxes attributable to the land, exclusive of improvements in the proportional amount those spaces equal to the entire parking area in OLD CALIFORNIA.

C. Defaults and remedies:

i. In the event of a failure of performance by a party, the other party will not be in default under this agreement unless the party has been given a written notice specifying the nature of the default and allowing the party to cure it within a period of 30 days commencing on the date the notice of default was delivered. However, if the default is not capable of being cured within the specified time, the party shall be required to diligently proceed to complete the curing of the default. This exception does not excuse curing a default that can be cured. Said notice shall be personally delivered to the then owner of record or mailed by certified or registered mail, return receipt requested, to the address at which tax information is to be received.

ii. In the event of any violation or threat of violation of any party, successor or assign of the terms restrictions or covenants contained herein, either of the parties or their respective successors or assigns will have, in addition to the right to collect damages, the right to enjoin such violation or threaten violation or to cure the default and seek monetary damages from the other party. In addition to the aforementioned remedies, if BBG, its successors or assigns should fail to make the monetary payments due payable under this agreement, EUBANK it successors and assigns shall have the option to terminate the easement for designated parking in a court of competent jurisdiction.

D. In the event the City of San Marcos does not require BBG to provide 36 off-site parking spaces, whether designated or

OFFICIAL RECORDS, SAN DIEGO COUNTY, VERA L. LYLE, RECORDER

undesignated, BBG and EUBANK, upon written request of BBG, agree to relinquish their rights and duties herein by execution of a recordable instrument revoking the duties under this paragraph. This may be a total or partial revocation dependent upon the requirements of the City of San Marcos.

3. Agreement to Provide Sufficient Parking: EUBANK is aware that the City of San Marcos has required that EUBANK provide additional parking spaces upon OLD CALIFORNIA, for the need of OLD CALIFORNIA, prior to the occupancy by BBG of the proposed restaurant. In consideration of the exchange between the parties, EUBANK agrees, that in addition to the parking elsewhere provided in this agreement and the parking BBG has agreed to provide on the RESTAURANT PROPERTY, EUBANK will provide sufficient parking on OLD CALIFORNIA to obtain approval of the proposed restaurant by the City of San Marcos and that said parking will be provided by EUBANK prior to the completion of construction of the proposed restaurant. In the event EUBANK shall fail to provide the required parking, BBG shall have the right to enter onto OLD CALIFORNIA to construct and install the required parking and EUBANK shall be responsible for and shall reimburse BBG to the extent of such costs incurred.

4. Not Public Dedication: Nothing contained herein will be deemed to be a gift or dedication of any portion of either of the properties involved herein for the general public or for any public purpose whatsoever.

5. Attorneys Fees: In the event any controversy, claim or dispute relating to this instrument or the breach thereof, the prevailing party shall be entitled to recover from the losing party reasonable expenses, attorneys fees and costs.

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6. Binding Effect: This instrument shall be bound to the benefit of the respective heirs, personal representatives, successors and assigns of the parties hereto.

IN WITNESS WHEREOF, the parties hereto have executed this instrument the day and year first above-written.

DATED:

James Rollins Eubank Vera Pauline Eubank
 JAMES ROLLINS EUBANK, co-trustee VERA PAULINE EUBANK, co-trustee
 UTD 12/22/86 FBO the Eubank Family Trust

DATED:

BBG PROPERTIES, a California
 general partnership

By: John D. Butler
 JOHN D. BUTLER, general
 partner

By: Rex S. Butler
 REX S. BUTLER, general partner

By: James Green
 JAMES GREEN, general partner

STATE OF CALIFORNIA)

COUNTY OF San Diego) ss.

On October 14, 1989 before me, the undersigned a Notary Public in and for said state, personally appeared JAMES ROLLINS EUBANK and VERA PAULINE EUBANK, Co-Trustees UTD 12/22/86 FBO on the basis of satisfactory evidence to be the persons who executed the within instrument as trustees of the Eubank Family Trust and acknowledged to me that the trust executed it.

WITNESS my hand and official seal

Janice A. Cross



STATE OF CALIFORNIA)

COUNTY OF ORANGE) ss.

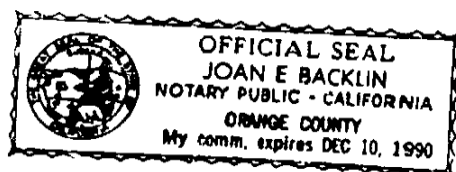
On 10/4/89 before me, the undersigned a Notary Public in and for said state, personally appeared REX S. BUTLER

and JAMES GREEN

on the basis of satisfactory evidence to be the person who executed the within instrument as general partners on behalf of BBG PROPERTIES, a California general partnership the partnership therein named and acknowledged to me that the partnership executed it.

WITNESS my hand and official seal.

Joan E. Backlin



1729

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

SS

On this 4th day of October, in the year 1989
before me, the undersigned, a Notary Public in and for said State, personally appeared

John D. Butler

_____, personally known to me
(or proved to me on the basis of satisfactory evidence) to be the person whose name
is subscribed to the within instrument, and acknowledged to me that he
executed it

WITNESS my hand and official seal

Helen F. Burgess
Notary Public in and for said State



OFFICIAL SEAL
HELEN F. BURGESS
NOTARY PUBLIC - CALIFORNIA
NOTARY BOND FILED IN
LOS ANGELES COUNTY
My Commission Expires August 30, 1991

ACKNOWLEDGMENT - General - Wolcotts Form 233CA (A) - Rev. 5-82
1982 WOLCOTTS, INC. (PRICE CLASS B 2)

RECORDS SECTION, VERA L. LYLE, RECORDER

EASEMENT AGREEMENT
FILE NO. 90-050972 REC. JAN. 30, 1990

 PARCEL A PER DOC
(ADJOINING PROPERTY)

 PARCEL B PER DOC
(PROJECT PROPERTY)

NON-EXCLUSIVE RECIPROCAL PARKING AGREEMENT FOR 36
DESIGNATED PARKING SPACES ON PARCEL B (PROJECT
PROPERTY) IN BENEFIT OF PARCEL A (ADJOINING PROPERTY)

EACH PROPERTY GRANTS TO THE OTHER THE RIGHT TO USE
ALL AREAS USED FOR PARKING FOR:
PARKING, VEHICULAR AND PEDESTRIAN INGRESS, EGRESS

EACH GRANTOR MAY MAKE REASONABLE CHANGES AND
RELOCATE ITS PARKING AREA SO LONG AS CHANGES DO NOT
SUBSTANTIALLY IMPAIR THE USE BY THE GRANTEE

IF CITY OF SAN MARCOS NO LONGER REQUIRES PARCEL A TO PROVIDE 36 OFFSITE PARKING SPACES, THEN BOTH PARTIES AGREE TO RELINQUISH THEIR RIGHTS AND DUTIES.
(SEE AGREEMENT FOR COMPLETE LANGUAGE)

219-20
SHT 1 OF 2

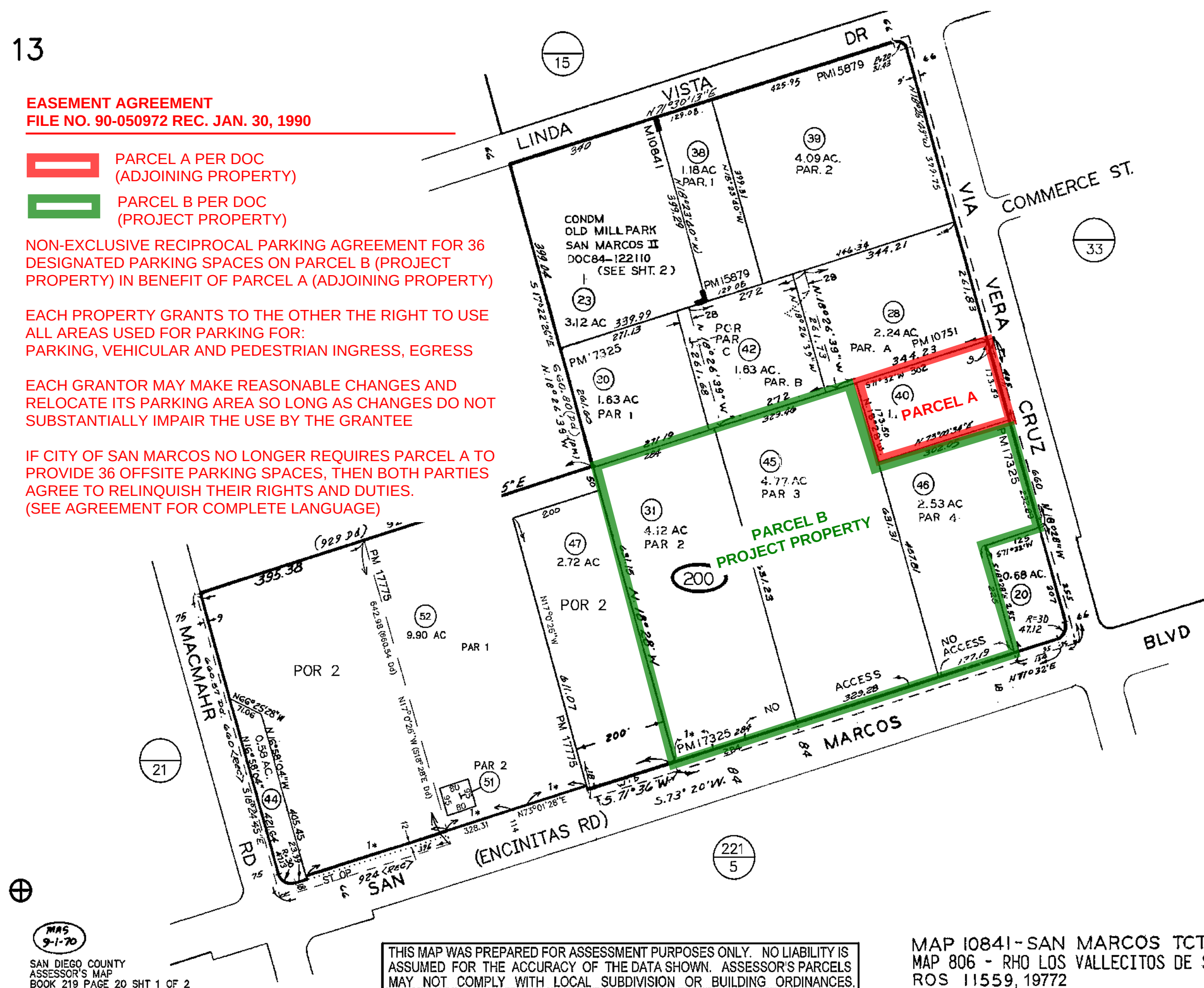
1"=200'

N

4/07/08 MGS

[illegible]

1* NO ACCESS



THIS MAP WAS PREPARED FOR ASSESSMENT PURPOSES ONLY. NO LIABILITY IS ASSUMED FOR THE ACCURACY OF THE DATA SHOWN. ASSESSOR'S PARCELS MAY NOT COMPLY WITH LOCAL SUBDIVISION OR BUILDING ORDINANCES

MAP 10841-SAN MARCOS TCT. NO. 255 (CONDM)
MAP 806 - RHO LOS VALLECITOS DE SAN MARCOS - BLK 77
ROS 11559, 19772

DOC # 1996-0564623
07-NOV-1996 02:49 PM

RECORDING REQUESTED BY, AND
WHEN RECORDED, MAIL TO:

2174

OFFICIAL RECORDS
SAN DIEGO COUNTY RECORDER'S OFFICE
GREGORY SMITH, COUNTY RECORDER

25

LAWRENCE H. DAVIDSON
300 Newport Center Drive
Newport Beach, CA 92658-9099
714-640-4603

RF: 43.00
AF: 77.00
MF: 1.00
CF: 1.00

FEES:

122.00

1121310-20

(Space Above for Recorder's Use)

DECLARATION OF RECIPROCAL EASEMENT AGREEMENTS

THIS DECLARATION OF RECIPROCAL EASEMENT AGREEMENTS ("REA") is made by CCSS San Marcos, L.P., a California partnership ("CCSS"); John M. Siegel, an individual, Robert C. Siegel, an individual (hereinafter collectively "Siegels"; Ben Cipranic, an individual, David Cipranic, an individual (hereinafter "Cipranic"); James Rollins Eubank and Vera Pauline Eubank, Co-Trustees of that certain Revocable Trust Agreement, executed December 22, 1986, by James Rollins Eubank and Vera Pauline Eubank for the benefit of the Eubank Family (hereinafter "Eubank"); John Frank, an individual (hereinafter "Frank"), and Nancy Bretzfield, an individual (hereinafter "Bretzfield"); North County Bank, a State Bank (hereinafter "North County"); Old California Development Company (hereinafter "OCD"); and Edwards Theatres Circuit, Inc., a California corporation (hereinafter "Edwards") (hereinafter sometimes collectively referred to as "Declarant"), with reference to the following facts:

RECITALS

A. Siegels now own in fee that certain real property located in the City of San Marcos, County of San Diego, State of California more particularly described on Exhibits "1-1" and "1-2" attached hereto, and fully incorporated herein by this reference as Parcel "A", and Siegels have, or concurrently with the close of the transaction more particularly described and contemplated in that certain Purchase and Sale Agreement and Escrow Instructions dated on or about August 11, 1995, as amended ("Agreement") shall, assign all right, title and interest in Parcel A to CCSS; and CCSS shall assume all obligations and duties under the Agreement and shall acquire the title to Parcel A that Siegels own(ed).

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September 11, 1996

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B. Eubank now owns in fee that certain real property located in the City of San Marcos, County of San Diego, State of California, more particularly described on Exhibit "1-1" and "1-2" attached hereto, and fully incorporated herein by this reference, as Parcel "B", and commonly known as the Old California Restaurant Row.

C. Bretzfield and Frank now own in fee, as tenants in common, that certain real property located in the City of San Marcos, County of San Diego, State of California, more particularly described on Exhibit "1-1" and "1-2" attached hereto, and fully incorporated herein by this reference, as Parcel "C", and commonly known as the Courthouse.

D. OCD owns the OCD Leasehold leased interest under a lease recorded May 19, 1995, as file no. 1995-0211705 of the Official Records in that certain real property located in the City of San Marcos, County of San Diego, State of California, more particularly described on Exhibit "1-1" and "1-2" attached hereto, and fully incorporated herein by this reference as Leasehold Parcel "E". CCSS is in the process of acquiring that certain real property now part of parcel A located in the southwesterly corner of Parcel A and containing approximately 7500 square feet, more particularly described on Exhibit 1-1 attached hereto and designated as Parcel D.

E. North County now owns in fee that certain real property located in the City of San Marcos, County of San Diego, State of California, more particularly described on Exhibit "1-1" and "1-2" attached hereto, and fully incorporated herein by this reference, as Parcel "F".

F. Pursuant to the transaction contemplated under the Agreement, Edwards is about to become the owner in fee of Parcel A upon close of the escrow created by the Agreement, and in order to induce Edwards to enter the Agreement and to complete the transaction therein described, and for the mutual benefit of CCSS, Siegels, OCD, Cipranic, North County, Bretzfield, Frank, Eubank, and Edwards, Eubank desires to grant to Edwards, North County, Bretzfield, Frank, CCSS, Siegels, OCD, and Cipranic for the benefit of their respective parcels, now or hereafter owned on Parcels A, B, C, D, E and F, a non-exclusive right of way and easement for parking of automobiles, light trucks, recreation utility vehicles, and similar vehicles; and a non-exclusive right of way for ingress and egress by automobiles and pedestrians over, on, in and across all portions of Parcel B now and hereafter improved for pedestrian and vehicular ingress, egress and parking purposes.

G. Concurrently, CCSS, Siegels, OCD, Cipranic, North County, Bretzfield, Frank and Edwards desire to grant to Eubank, and each other for the benefit of each of their respective parcels of real

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property and for other consideration, now or hereafter owned on Parcels A, B, C, D, E and F, a non-exclusive right of way and easement for parking of automobile, light trucks, recreation utility vehicles, and similar vehicles; and a non-exclusive right of way for ingress and egress by vehicles and pedestrians over, on, in and across all portions of Parcel A, B, C, D, E and F now and hereafter improved for pedestrian and vehicular ingress, egress and parking purposes.

H. Prior to the date of this Declaration, Declarant has commenced to develop the Parcels A, B, C, D, E and F as a mixed use commercial center substantially in the manner shown on the site development plan attached hereto as Exhibit "2" (the "Site Plan" and hereinafter sometimes referred to as the "Center"). Declarant intends to continue to develop the Center; and, Declarant intends that the Center will be developed, improved, and operated in accordance with the relevant provisions of this Declaration. It is the purpose and intent of Declarant by way of this Declaration to subject each of the Parcels comprising the Center to the covenants, conditions, and restrictions hereinafter set forth and to establish the reciprocal easements for parking and ingress and egress hereinafter described, pursuant to a general plan of improvement for the Center for the mutual benefit of the present and future owners of any and all portions and interests in the Center and their respective heirs, executors, successors, assigns, grantees, mortgagees, and tenants.

NOW, THEREFORE, Declarant hereby declares as follows:

1. Definitions.

The following terms shall have the meanings set forth below, unless the context clearly indicates otherwise:

1.1 Building. The term "Building" shall mean each Building to be built upon a Parcel which, collectively, may house the shops, stores, and other businesses which shall hereafter operate upon the Center.

1.2 Common Area. "Common Area" shall mean all areas of Parcels A, B, C, D, E and F in the Center which are not improved from time to time by a Building or Buildings, and shall include, but not be limited to, common utility lines and systems, the Parking Areas, access roads, driveways, walkways, sidewalks, and landscaping.

1.3 Parking Area. "Parking Area" shall mean those portions of the Common Area in Parcels A, B, C, D, E and F and the Center used for (i) pedestrian and vehicular ingress to and egress from the Center from adjacent public streets, (ii) pedestrian and vehicular movement in and about the Center, and (iii) the areas

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depicted on the Site Plan for the parking of motor vehicles which now exist or may hereafter exist, together with all parking improvements to the Common Area which at any time are erected thereon, including interior roadways, pedestrian stairways, walkways, curbs and landscaping within or adjacent to such areas.

1.4 Owner. The term "Owner" shall mean and include the owners of a parcel as set forth in the above Recitals and shall mean and include individuals, partnerships, firms, associations, joint ventures, corporations, or any other legal entities, and trustees, heirs, executors, administrators, and other personal representatives.

1.5 Parcel. The term "Parcel" shall mean the Property or a separate legal lot or parcel within the Property or any possessory interest in any such parcel as shown on any recorded final map or map or any site plan or lease or rental agreement for any interest in the Property.

1.6 Permittees. "Permittees" shall mean all Persons from time to time entitled to the use and occupancy of any Building within the Center (or any portion thereof) under any lease, deed or other arrangement with an Owner and the respective officers, directors, employees, agents, contractors, customers, visitors, invitees, licensees and concessionaires of such Persons.

1.7 Person. "Person" shall mean and include individuals, partnerships, firms, associations, joint ventures, corporations, or any other legal entities, and trustees, heirs, executors, administrators, and other personal representatives.

2. Grant of Parking and Ingress and Egress by Eubank. Eubank hereby declares that each other Declarant, and the above recited Owners of a Parcel in the Center and its Permittees shall benefit from, and Declarant hereby reserves for the benefit of each other Declarant and above recited Owners of a Parcel in the Center and their respective Permittees, nonexclusive easements for ingress, egress, and access by and for vehicular and pedestrian traffic upon, over and across the Common Area and the Parking Area, and for vehicle parking upon, over, and across the Parking Area without fee or charge. No changes shall be made in the improvements in the Parking Area without the prior written approval of each Declarant; provided, however, this covenant shall not require Eubank, or any other owner, to obtain approval of each Declarant for changes to any building or improvement on the Parcel Eubank or any other owner owns or for changes in the Parking Area that do not diminish the number of parking spaces available for parking, below the minimum number of parking spaces required by the City of San Marcos for each parcel in the Center.

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3. Grant of Parking and Ingress and Egress Easement by CCSS, Siegels, North County, OCD and Cipranic. CCSS, Siegels, North County, OCD and Cipranic hereby declare that each other Declarant, and the above recited Owners of a Parcel in the Center and their respective Permittees shall benefit from, and Declarant hereby reserves for the benefit of each other Declarant and the above recited Owners of a Parcel in the Center and their Permittees, nonexclusive easements for ingress, egress, and access by and for vehicular and pedestrian traffic upon, over and across the Common Area and the Parking Area, and for vehicle parking upon, over, and across the Parking Area without fee or charge. No changes shall be made in the improvements in the Parking Area without the prior written approval of each Declarant; provided, however, this covenant shall not require CCSS, Siegels, North County, OCD and Cipranic to obtain approval of each Declarant for changes to any building or improvements on the Parcel they own or for changes in the Parking Area that do not diminish the number of parking spaces available for parking.

4. Grant of Parking and Ingress and Egress Easement by Bretzfield and Frank. Bretzfield and Frank hereby declare that each other Declarant, and the above recited Owners of a Parcel in the Center and their Permittees shall benefit from, and Declarant hereby reserves for the benefit of each other Declarant and the above recited Owners of Parcels in the Center and their Permittees, nonexclusive easements for ingress, egress, and access by and for vehicular and pedestrian traffic upon, over and across the Common Area and the Parking Area, and for vehicle parking upon, over, and across the Parking Area without fee or charge.

5. Grant of Parking and Ingress and Egress Easement by Edwards. Edwards hereby declares that each other Declarant, and the above recited Owners of a Parcel in the Center and their Permittees shall benefit from, and Declarant hereby reserves for the benefit of each other Declarant and the above recited Owners of a Parcel in the Center and their Permittees, nonexclusive easements for ingress, egress, and access by and for vehicular and pedestrian traffic upon, over and across the Common Area and the Parking Area, and for vehicle upon, over, and across the Parking Area without fee or charge. No changes shall be made in the improvements in the Parking Area without the prior written approval of each Declarant; provided, however, this covenant shall not require Edwards to obtain approval of each Declarant for changes to any building or improvement on the Parcel Edwards owns or for changes in the Parking Area that do not diminish the number of parking spaces available for parking.

6. Construction Easements. Each above recited Owner of a Parcel in the Center shall have for the benefit of its Parcel, or Parcels, and their Permittees, the nonexclusive easements for incidental encroachments upon the Common Area as a result of the

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September 11, 1996

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use of ladders, scaffolding, store front barricades, and similar facilities resulting in temporary obstruction of portions of the Common Area. The portions of the Common Area may be utilized for (i) the ingress and egress of vehicles transporting construction materials, equipment, and persons employed in connection with any work provided for herein, and (ii) the temporary storage of materials and vehicles being utilized in connection with such construction, subject to all of the other terms in this Declaration; provided, however, any such temporary storage shall only be with the prior written permission of the owner on whose parcel any such materials and/or vehicles are to be stored.

7. Paragraph Omitted.

8. Unimpeded Access and Parking Over Parking and Common Areas. Except as may be reasonably and temporarily necessary in connection with construction, maintenance, or repair work as may be undertaken and performed in accordance with this Declaration, no walls, fences, or barriers of any sort or kind shall be constructed or maintained in the Center, which shall prevent or impair the use or exercise of any of the easements reserved herein, or the free access of Persons in and about the Center, including without limitation pedestrian and vehicular traffic between the Parcels in the Center. However, reasonable traffic controls to guide and control the orderly flow of traffic may be installed so long as access driveways to the Common Area are not closed or blocked, and the traffic circulation pattern of the Common Area, as shown on the Site Plan, is not materially and adversely affected; provided, however, each Owner may temporarily obstruct the use or exercise of any of the easements reserved herein for temporary fund-raising activities for a time period not to exceed forty eight (48) hours on any single event, and for no more than ten (10) days in any calendar year without the prior consent of each other Declarant.

9. Binding Effect; Covenants Running With Land. The covenants contained in this Declaration shall constitute covenants running with the land applicable to the Center; shall be binding upon, and shall inure to the benefit of, the Center and any portion thereof or interest therein; and shall be binding upon, and shall inure to the benefit of, Declarant, all Owners, and any Person having or acquiring any portion of the Center or any interest therein and their successive owners and assigns.

10. Mechanics' Liens. If an Owner (the "Responsible Owner") shall permit any mechanics' liens to be filed against another Owner's Parcel (an "Affected Owner"), the Responsible Owner shall either pay the same and have it discharged of record promptly, or take such action as may be required to reasonably and legally object to such lien and the placing of same against such Affected Owner's Parcel. In all events, the Responsible Owner shall cause the lien to be discharged prior to the entry of judgment for

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September 11, 1996

foreclosure of such lien. Upon request of an Affected Owner, the Responsible Owner shall furnish such security or indemnity to and for the benefit of such Affected Owner as may be required to permit a title endorsement or title policy to be issued relating to such Affected Owner's Parcel without showing thereon the effect of such lien.

11. Maintenance of Common Area and Parking Area, Insurance & Taxes.

11.1 Each Declarant, Owner and other Persons and Permittees now owning or hereafter owning any portion of any Parcel at the Center shall be solely responsible for the repair, maintenance, insuring and operations over, on, across and arising out of use of the Parcel such Declarant, Owner or other Person and Permittee owns or owned. Such obligation shall include, without limitation, that Eubank shall be solely responsible for repair and maintenance of Parcel B; that CCSS, Siegels, OCD and Cipranic shall be solely responsible for repair and maintenance of Parcels D and E, including without limitation, the Fee and Leasehold; that Edwards shall be solely responsible for repair and maintenance of Parcel A; that Bretzfield and Frank shall be solely responsible for repair and maintenance of Parcel C; and that North County shall be solely responsible for repair and maintenance of Parcel F. Each Declarant, above recited Owner of a Parcel in the Center, and other Person and Permittee, as applicable, shall pay, or cause to be paid, when due, all real estate taxes and assessments which may be levied, assessed, or charged by any public authority against such Owner's Parcel, the Improvements thereon, or any other part thereof, including any Common Area portion thereof. Each Declarant, Owner and other Person and Permittees shall in its reasonable discretion from and after the date of recordation of this Declaration, maintain standard form fire insurance with such extended coverage endorsements as are commonly written in California (with construction endorsements when appropriate, but excluding earthquake coverage), written by one or more insurance companies with a Best's rating of at least B, covering all Improvements in the Common Area, which insurance shall be in an amount not less than one hundred percent (100%) of the actual replacement cost thereof (excluding foundation and excavation costs). Without limiting the generality of the foregoing, each Declarant, Owner and other Person shall from and after commencement of construction on such Owner's Parcel, maintain, at its sole costs and expense, comprehensive general public liability insurance written by one or more insurance companies with a Best's rating of at least B, insuring against (i) liability for such Owner's construction activities and business operations in the Center, and (ii) any and all activities within or upon any said Owner's Building or Common Area or Parking Area. This covenant may be satisfied by naming the other above recited Owners of a Parcel in the Center as additional insureds. Proof of such insurance shall

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be delivered to any parcel owner in the Center upon reasonable notice and request by any other such owner.

11.2 Each Declarant, Owner, and other Person and Permittee, as applicable, shall perform the maintenance and repair obligations herein in conformance with standards comparable to other retail real estate developments of comparable size and use in the geographical region where the Parcels A, B, C, D, E and F are located.

12. Effectiveness & Duration. In the event that the Owner of Parcel A begins to develop a theatre on Parcel A, this REA shall become automatically effective (the "Effective Date of the REA"); provided, however, that this REA shall not be effective or encumber any Parcel of the Center until commencement of development of a theatre on Parcel A. If a theatre is developed on Parcel A, this Declaration and each term, easement, covenant, restriction and undertaking contained herein will remain in effect for a term of ninety-nine (99) years from the date of recordation hereof, unless extended or earlier terminated with the unanimous consent of all then parcel owners in the Center before the end of the 99 year base term hereof.

13. Severability. If any clause, sentence, or other portion of this Declaration shall become illegal, null, or void for any reason, or shall be held by any court of competent jurisdiction to be so, the remaining portions thereof shall remain in full force and effect.

14. Attorneys' Fees; Court Costs. If any action or proceeding is instituted to enforce or interpret any of the provisions of this Declaration or for damages on account of the breach of this Declaration, the prevailing party in any such action or proceeding shall be entitled to recover from the other party its reasonable attorneys' fees and costs and expenses of litigation incurred in such action or proceeding.

15. Force Majeure. If any Declarant, Owner or any other Person shall be delayed or hindered in or prevented from the performance of any act required to be performed by such Person under this Declaration by reason of Acts of God, strikes, lockouts, unavailability of materials, failure of power, prohibitive governmental laws or regulations, government action or inaction, litigation, land use entitlement issues, riots, insurrections, adverse weather conditions preventing the performance of work as certified to by the licensed architect, engineer, or other individual overseeing the performance of the relevant work, war or other reason beyond such party's control, then the time for performance of such act shall be extended for a period equal to the period of such delay. Lack of adequate funds or financial

decrecagmnt
September 11, 1996

inability to perform shall not be deemed to be a cause beyond the control of such party.

16. Effect of Declaration; Binding Covenants; Equitable Servitudes. Except as otherwise expressly provided herein, no rights or privileges conferred upon Owners by this Declaration shall inure to the benefit of any Permittee or other Person who is not an Owner, nor shall any non-Owner be deemed to be a third party beneficiary of any of the provisions contained herein. Each and all of the restrictions, covenants, and easements of this Declaration (i) shall constitute equitable servitudes which shall apply to and be binding on the Owners and all Persons having or hereafter acquiring any interest in any portion of the Center and each and all of their respective successors, assigns, Mortgagees, and Permittees; and (ii) are imposed pursuant to a general plan for the improvement and use of the Center and are designed for the mutual benefit of the Owners and the Declarant.

17. Recordation. Subject to Paragraph 12, above, this Declaration shall be recorded in the Office of the County Recorder of the County in which the Center is located and shall be effective upon such recordation.

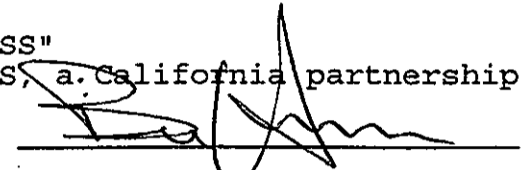
18. No Public Dedication. Nothing herein contained shall be deemed to be dedication of any portion of the Center to the general public or for the general public or for any public purpose. It is the intention of Declarants that the use of the Center be limited to and for the purposes herein expressed always under the ownership and control of the Owners. The right of the public to make use of the Center is by permission, and subject to control, of the Owners. Each Declarant may take reasonable steps, as necessary to prevent a prescriptive easement from arising by reason of continued public use, provided that any such restriction shall be continued only for such duration as is required under applicable law to prevent the creation of any such prescriptive easement.

This Declaration may be executed in counterparts and is executed and dated June 27th, 1996 for identification purposes only and shall be effective upon recordation in Official Records of San Diego County, California.

"Declarant"

"CCSS"

CCSS, a California partnership

By: 

general partner

decrecagmnt

September 11, 1996

"SEIGELS"

JOHN M. SIEGEL, an
individual

ROBERT C. SIEGEL, an
individual

By: John M. Siegel
John M. Siegel

By: Robert C. Siegel
Robert C. Siegel

"CIPRANIC"

BEN CIPRANIC, an individual

DAVID CIPRANIC, an individual

By: BEN CIPRANIC
BEN CIPRANIC

By: DAVID CIPRANIC
DAVID CIPRANIC

"EUBANK"

EUBANK FAMILY TRUST, dated
December 22, 1986

JAMES ROLLINS EUBANK,
an individual

By: James Rollins Eubank
James Rollins Eubank,
Co-Trustee

By: JAMES ROLLINS EUBANK
JAMES ROLLINS EUBANK

[Signatures to this Declaration of Reciprocal Easement Agreements for Old California Development Co., Edwards Theatres Circuit, Inc. Bretzfield and Frank, and North County continue on the following page and fully incorporated by this reference.]

decrecagmnt
September 11, 1996

By: Vera Pauline Eubank
 Vera Pauline Eubank,
 Co-Trustee

VERA PAULINE EUBANK,
 an individual

By: Vera Pauline Eubank
 VERA PAULINE EUBANK

"Edwards"

EDWARDS THEATRES CIRCUIT,
 INC., a California corporation

By: Lawrence H. Davidson
 Lawrence H. Davidson
 its Executive Vice President

"OCD"

OLD CALIFORNIA DEVELOPMENT
 COMPANY

By: Ben Cipranic
 Ben Cipranic

"North County"

NORTH COUNTY BANK, a State
 Bank

By: James M. Gregg
~~James M. Gregg~~
~~its Chief Executive~~
~~Officer~~
 ROONEY D. JONES
 PRESIDENT

"Bretzfield"

NANCY BRETZFIELD,
 an individual

By: Nancy Bretzfield
 NANCY BRETZFIELD

"Frank"

JOHN FRANK,
 an individual

By: JOHN FRANK
 JOHN FRANK

[End of Signatures to this Declaration of Reciprocal Easement
 Agreements.]

decrecagmnt
 September 11, 1996

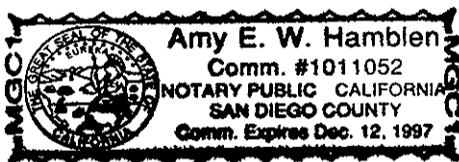
STATE OF CALIFORNIA)
) ss.
 COUNTY OF SAN DIEGO)

On October 4, 1996 before me, the undersigned, a Notary Public in and for said State, personally appeared Robert C. Siegel and John M. Siegel, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.

Amy E. W. Hamblen
 Notary Public in and for said State

(SEAL)



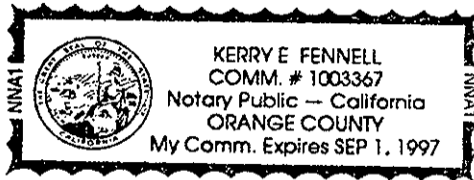
STATE OF CALIFORNIA)
COUNTY OF SAN DIEGO) ss.

On 9-26, 1996 before me, the undersigned, a Notary Public in and for said State, personally appeared LAWRENCE H. DAVIDSON and _____, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public in and for said State

(SEAL)



STATE OF CALIFORNIA)
) ss.
 COUNTY OF SAN DIEGO)

On October 02, 1996, before me, the undersigned, a Notary Public in and for said State, personally appeared Nancy Bretzfeld and John Frank, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.



[Handwritten Signature]

Notary Public in and for said State

(SEAL)

STATE OF CALIFORNIA)
) ss.
 COUNTY OF SAN DIEGO)

On October 4, 1996 before me, the undersigned, a Notary Public in and for said State, personally appeared Ben Cipranic and , personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that ~~they~~^{he} executed the same in ~~their~~^{his} authorized capacities, and that by ~~their~~^{his} signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.


 Notary Public in and for said State

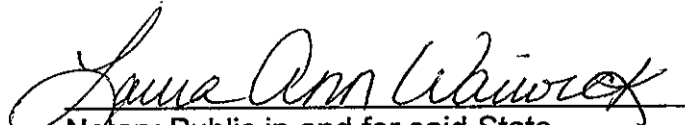
(SEAL)



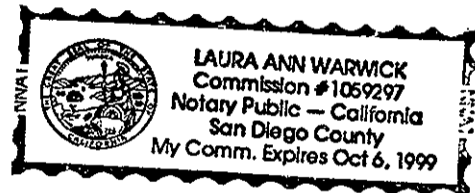
STATE OF CALIFORNIA)
) ss.
 COUNTY OF SAN DIEGO)

On October 4, 1996 before me, the undersigned, a Notary Public in and for said State, personally appeared James Rollins Eubank and Vera Pauline Eubank personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.


 Notary Public in and for said State

(SEAL)



STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN DIEGO)

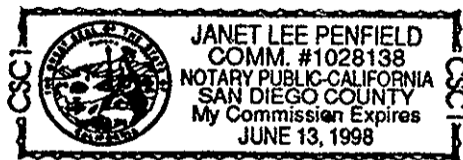
On 10/4/96, 1996, before me, the undersigned, a Notary Public in and for said State, personally appeared David Cipraro and , personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names ^{is} subscribed to the within instrument and acknowledged to me that ^{he} they executed the same in their ^{his} authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.

and official seal.

Janet Lee Penfield
Notary Public in and for said State

(SEAL)



STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN DIEGO)

On October 4, 1996 before me, the undersigned, a Notary Public in and for said State, personally appeared Rodney D. Jones and _____, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.

Laura Ann Whitbeck
Notary Public in and for said State

(SEAL)



PARCEL A: (EDWARDS)

THAT PORTION OF LOT 2 IN BLOCK 77 OF RANCHO LOS VALLECITOS DE SAN MARCOS, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 806, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 21, 1895, DESCRIBED AS FOLLOWS:

COMMENCING AT THE MOST NORTHERLY CORNER OF SAID LOT 2; THENCE ALONG THE NORTHEASTERLY LINE OF SAID LOT 2, SOUTH 17°00'22"EAST 50.00 FEET; THENCE PARALLEL WITH THE NORTHWESTERLY LINE OF SAID LOT 2, SOUTH 73°00'06" WEST 200.00 FEET; THENCE PARALLEL WITH THE NORTHEASTERLY LINE OF SAID LOT 2, SOUTH 17°00'22"WEST 611.07 FEET TO A POINT ON THE SOUTHEASTERLY LINE OF SAID LOT 2, THENCE ALONG SAID SOUTHEASTERLY LINE, SOUTH 73°01'28" WEST 328.31 FEET; THENCE PARALLEL WITH THE NORTHEASTERLY LINE OF SAID LOT 2, NORTH 17°00'22" WEST 660.94 FEET TO A POINT ON THE NORTHWESTERLY LINE OF SAID LOT 2; THENCE ALONG SAID NORTHWESTERLY LINE, NORTH 73°00'06" EAST 528.31 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM, THE INTEREST OF THE CITY OF SAN MARCOS ACQUIRED UNDER DEED RECORDED MARCH 4, 1985 AS FILE NO. 85-071264 OF OFFICIAL RECORDS.

Exhibit "1-1" and "1-2"
(Hereafter Designated Exhibit 1)

1 of 18
(Parcel A)

SAN DIEGO COUNTY ASSESSOR'S MAP OR 219 PG 20

THIS MAP WAS PREPARED FOR ASSESSMENT PURPOSES ONLY. NO LIABILITY IS ASSUMED FOR THE ACCURACY OF THE DATA SHOWN. ASSESSOR'S PARCELS MAY NOT CORRELATE WITH LOCAL SUBDIVISION OR BUILDING ORDINANCES.

MAP 10841 - SAN MARCOS TCT. NO. 255 (CONDOM)
MAP 806 - RHO LOS VALLECITOS DE SAN MARCOS - BLK 77
ROS 11559

MAY 19 1944



77-10-578

219-20
SHT. 1 OF 2

2000

Exhibit 1
2 of 18
(Parcel A)

Order: 00001121310 TOF: 0020 SD Bk-Pg 219 - 20 Sht 1 of 2 RALPH

Exhibit 1
3 of 18
(Parcel A)

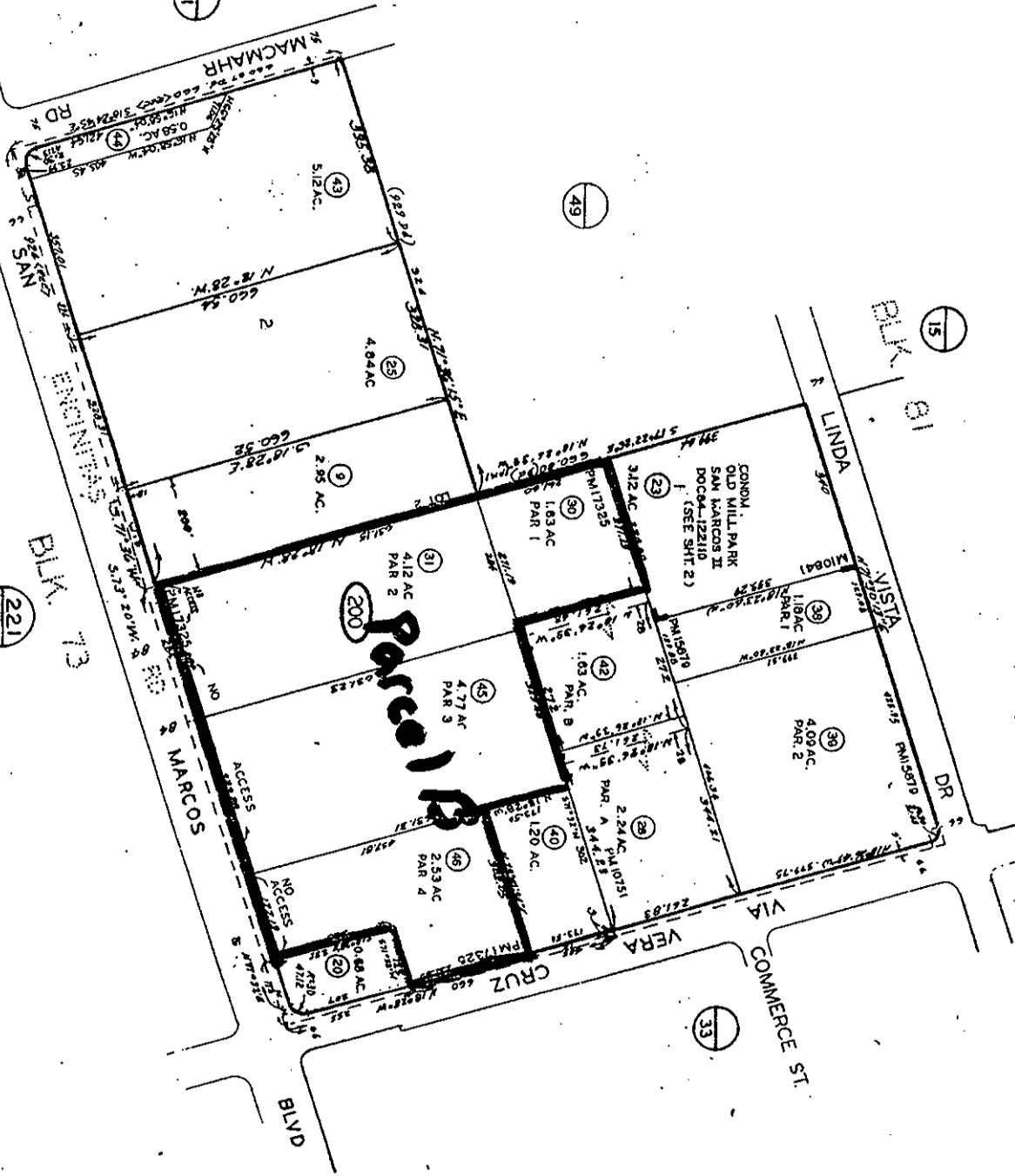
PARCEL B: (EUBANKS)

PARCELS 1, 2, 3 AND 4 OF PARCEL MAP NO. 17325 IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA RECORDED IN THE OFFICE OF THE COUNTY RECORDER ON FEBRUARY 28, 1994 AS FILE NO. 1994-0133864 OF OFFICIAL RECORDS.

Exhibit 1
4 of 18
(Parcel B)

JUN 19 1974

BLK 76

[illegible]

2
219-20
SHT. 1 OF 2

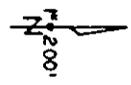


Exhibit 1
5 of 18
(Parcel B)

2197

EXHIBIT " " "

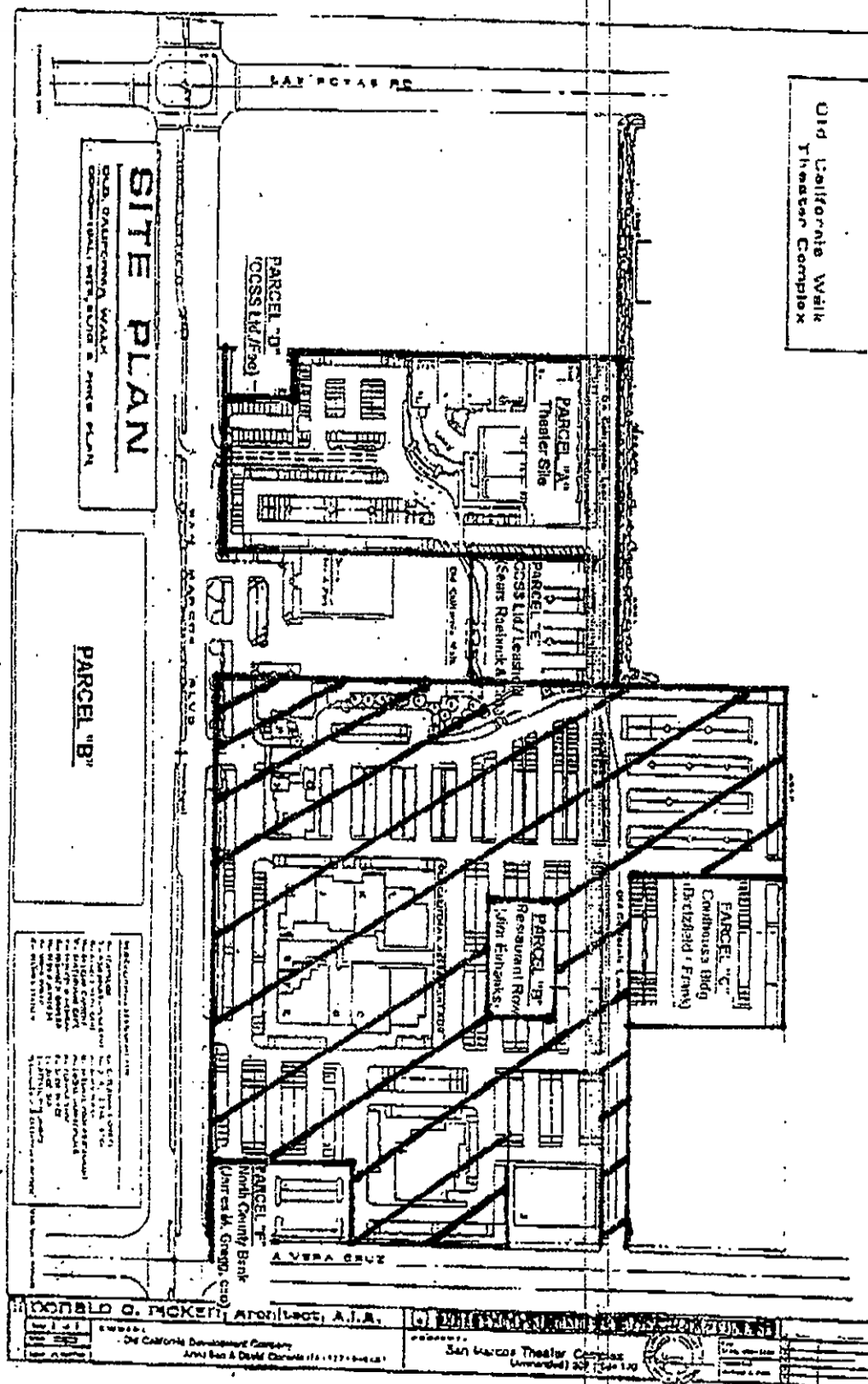


Exhibit 1
6 of 18
(Parcel B)

PARCEL C: (COURT HOUSE; BRETZFIELD - FRANK)

THE EASTERLY 28.00 FEET OF PARCEL "C" AND ALL OF PARCEL "B" OF PARCEL MAP NO. 10751, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 2, 1980, AS FILE NO. 80-405416 OF OFFICIAL RECORDS.

EXCEPTING THEREFROM THE EASTERLY 28.00 FEET OF PARCEL "B".

Exhibit 1
7 of 18
(Parcel C)

2-1-70

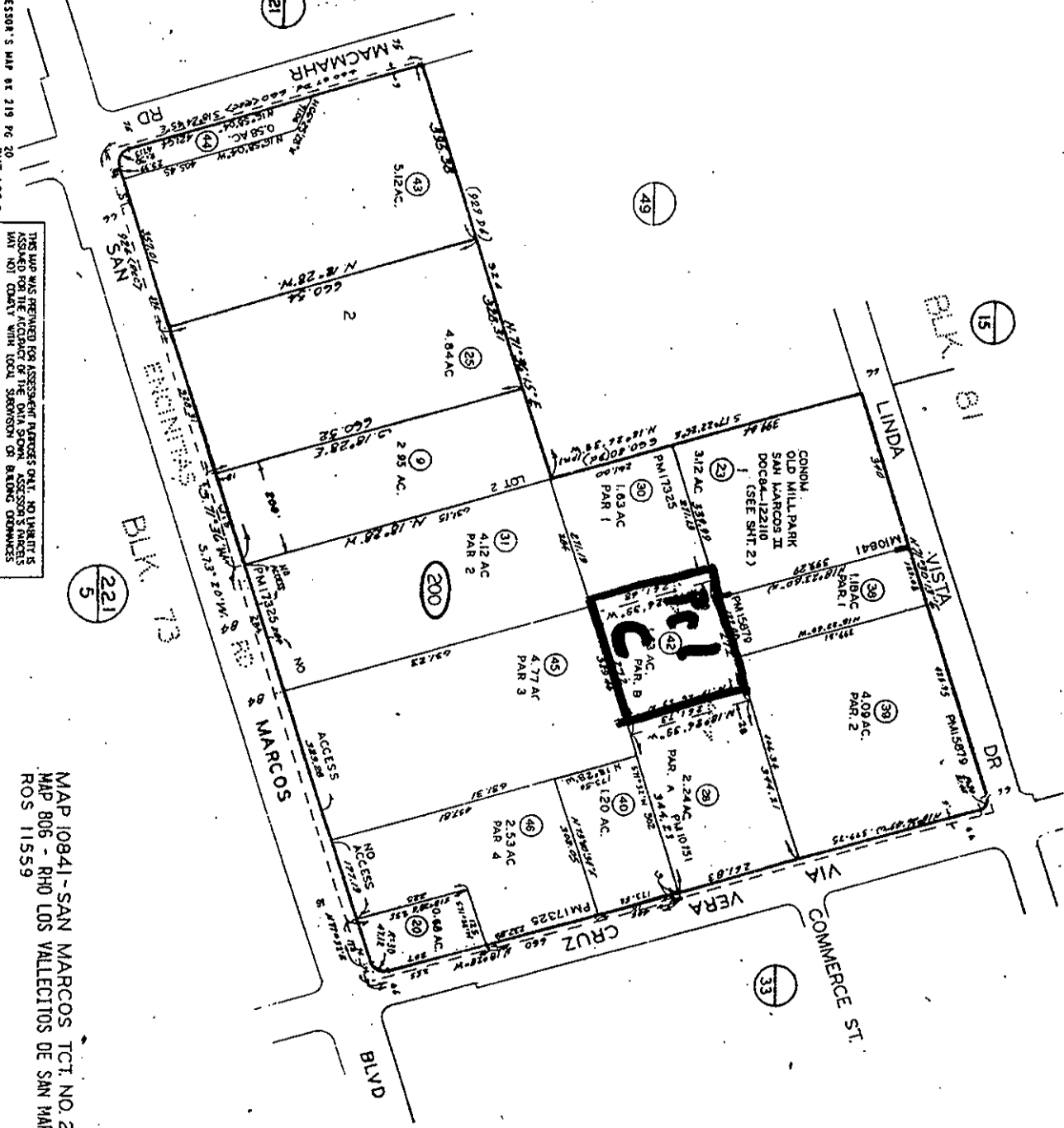
MAP 1084-1

SAN GILBERT COUNTY ASSESSOR'S MAP OF 219 PG 20

THIS MAP WAS PREPARED FOR ASSESSMENT PURPOSES ONLY. NO WARRANTY IS MADE FOR THE ACCURACY OF THE DATA SHOWN. ASSESSOR'S OFFICE MAY NOT COMPLY WITH LOCAL SUBDIVISION OR BUILDING ORDINANCES.

MAP 1084-1 - SAN MARCOS TCT. NO. 255 (CONDOM.)
MAP 806 - RHO LOS VALLECITOS DE SAN MARCOS - BLK 77
ROS 11559

MAY 19 1994



CHANGES	
BLK	NEW/VE CUT
200	21 25 04 234
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219-20
SHT. 1 OF 2

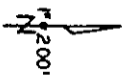


Exhibit 1
8 of 18
(Parcel C)

Order: 00001121310 TOF: 0020 SD Bk-Pg 219 - 20 Sht 1 of 2 RALPH

PARCEL D: (CCSS PAD)

THAT PORTION OF LOT 2, BLOCK 77 OF RANCHO LOS VALLECITOS DE SAN MARCOS, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 806, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 21, 1895, DESCRIBED AS FOLLOWS:

THE NORTHERLY 95.00 FEET OF THE SOUTHERLY 135.00 FEET OF THE WESTERLY 80 FEET OF THE EASTERLY 522.31 FEET.

NOTE: THIS PARCEL IS SHOWN AS PARCEL 2 OF TENTATIVE PARCEL MAP NO. 526.

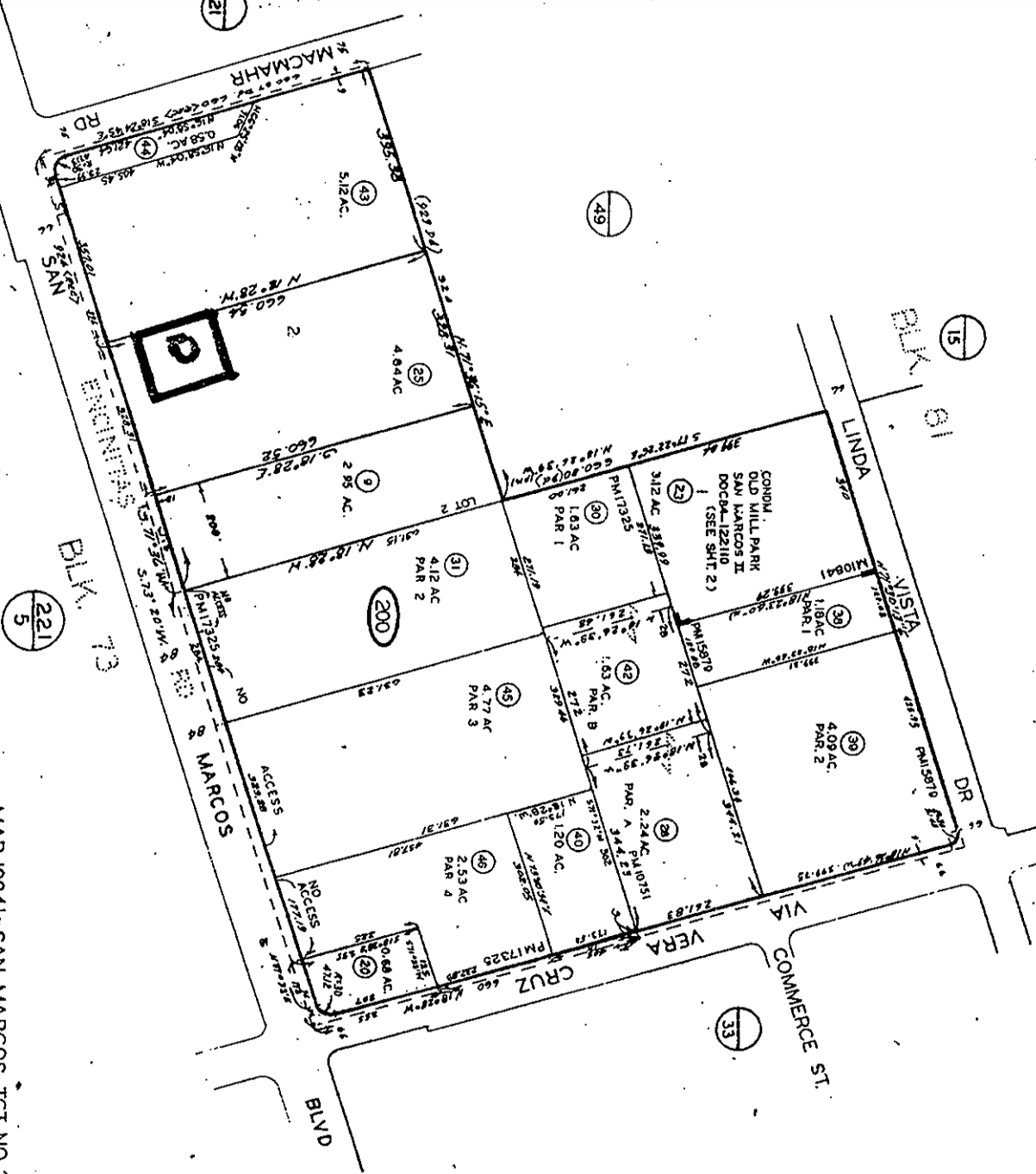
Exhibit 1
10 of 18
(Parcel D)

219-20
SHT 1 OF 2

THE MAP WAS PREPARED FOR THE ASSessor'S OFFICE ONLY. NO WARRANTY IS MADE FOR THE ACCURACY OF THE DATA OR THE INFORMATION CONTAINED HEREIN. THE USER SHALL BE RESPONSIBLE FOR OBTAINING NECESSARY PERMITS AND FOR OBTAINING A CURRENT SURVEY OF THE PROPERTY.

MAP 10841 - SAN MARCOS TCT. NO. 255 (CONDM)
MAP 806 - RHD LOS VALLECITOS DE SAN MARCOS - BLK 77
ROS 11559

MAY 19 1994



CHANGES	
BLK	NEW/TA CUT
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200	100

219-20
SHT 1 OF 2

1"=200'

Exhibit 1
11 of 18
(Parcel D)

Order: 00001121310 TOF: 0020 SD Bk-Pg 219 - 20 Sht 1 of 2 RALPH

PARCEL E: (OLD CALIFORNIA LEASEHOLD)

THE SOUTHERLY 164 FEET OF THE NORTHERLY 214 FEET OF THE EASTERLY 200 FEET OF LOT 2 IN BLOCK 77 OF RANCHO LOS VALLECITOS DE SAN MARCOS, CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 806, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 21, 1895.

Exhibit 1
13 of 18
(Parcel E)

5-17-20

SAN DIEGO COUNTY ASSESSOR'S MAP OF 219 PG 20

THIS MAP WAS PREPARED FOR ASSESSMENT PURPOSES ONLY. NO LIABILITY IS ASSUMED FOR ANY ERRORS OR OMISSIONS. THE ASSessor'S OFFICE DOES NOT GUARANTEE THE ACCURACY OF THE INFORMATION OR DATA CONTAINED HEREIN.

MAP 10841 - SAN MARCOS TCT. NO. 255 (CONDM)
MAP 806 - RHO LOS VALLECITOS DE SAN MARCOS - BLK 77
ROS 11559

MAY 19 1994

BLK. 76

21

49

15

221

BLK. 73

33

CHANGES	
BLK OLD	NEW
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276	97
277	98
278	99
279	100

219-20
SHT 1 OF 2

1200'

Exhibit 1
14 of 18
(Parcel E)

Order: 00001121310 TOF: 0020 SD Bk-Pg 219 - 20 Sht 1 of 2 RALPH

2206

EXHIBIT " " "

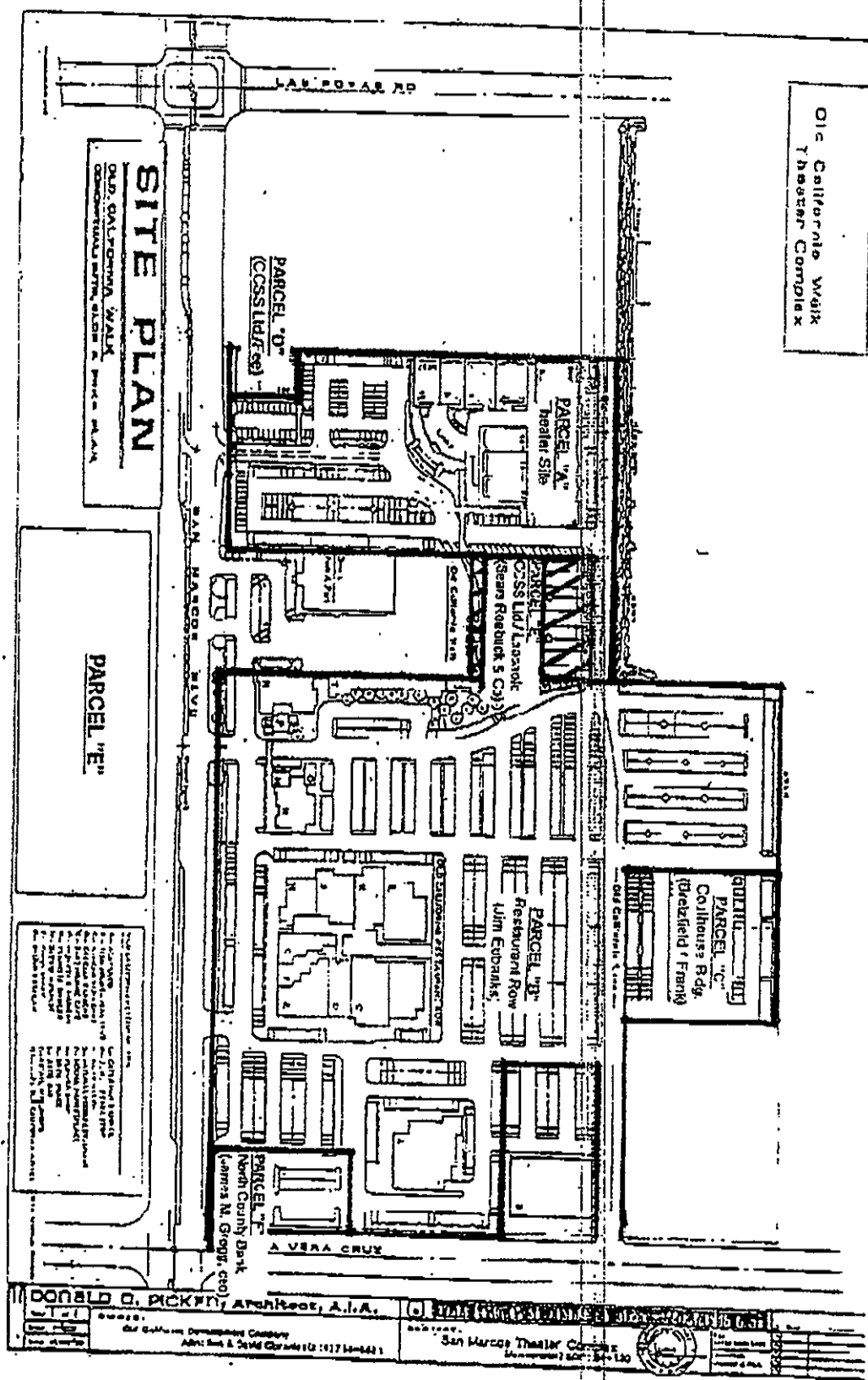


Exhibit 1
15 of 18
(Parcel E)

PARCEL F: (NORTH COUNTY BANK)

ALL THAT PORTION OF LOT 1 BLOCK 77 OF RANCHO LOS VALLECITOS DE SAN MARCOS, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP NO. 806, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 21, 1895, DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEASTERLY CORNER OF SAID LOT ONE; THENCE NORTH $18^{\circ}28'$ WEST ALONG THE EASTERLY LINE OF SAID LOT ONE, 255.00 FEET; THENCE SOUTH $71^{\circ}32'$ WEST, 9.00 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING SOUTH $71^{\circ}32'$ WEST 125.00 FEET TO A POINT OF INTERSECTION WITH A LINE PARALLEL TO AND 134.00 FEET WESTERLY OF SAID EASTERLY LINE; THENCE ALONG SAID PARALLEL LINE, SOUTH $18^{\circ}28'$ EAST, 255.00 FEET TO A POINT OF INTERSECTION WITH THE SOUTHERLY LINE OF SAID LOT ONE; THENCE NORTH $71^{\circ}32'$ EAST ALONG SAID SOUTHERLY LINE, 95.00 FEET TO A POINT LYING SOUTH $71^{\circ}32'$ WEST, 39.00 FEET FROM THE SOUTHEASTERLY CORNER OF SAID LOT 1; THENCE NORTH $18^{\circ}28'$ WEST 18.00 FEET TO A POINT ON A 30.00 FOOT RADIUS CURVE CONCAVE NORTHWESTERLY THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $90^{\circ}00'$ A DISTANCE OF 47.12 FEET; THENCE NORTH $18^{\circ}28'$ WEST, 207 FEET TO THE TRUE POINT OF BEGINNING.

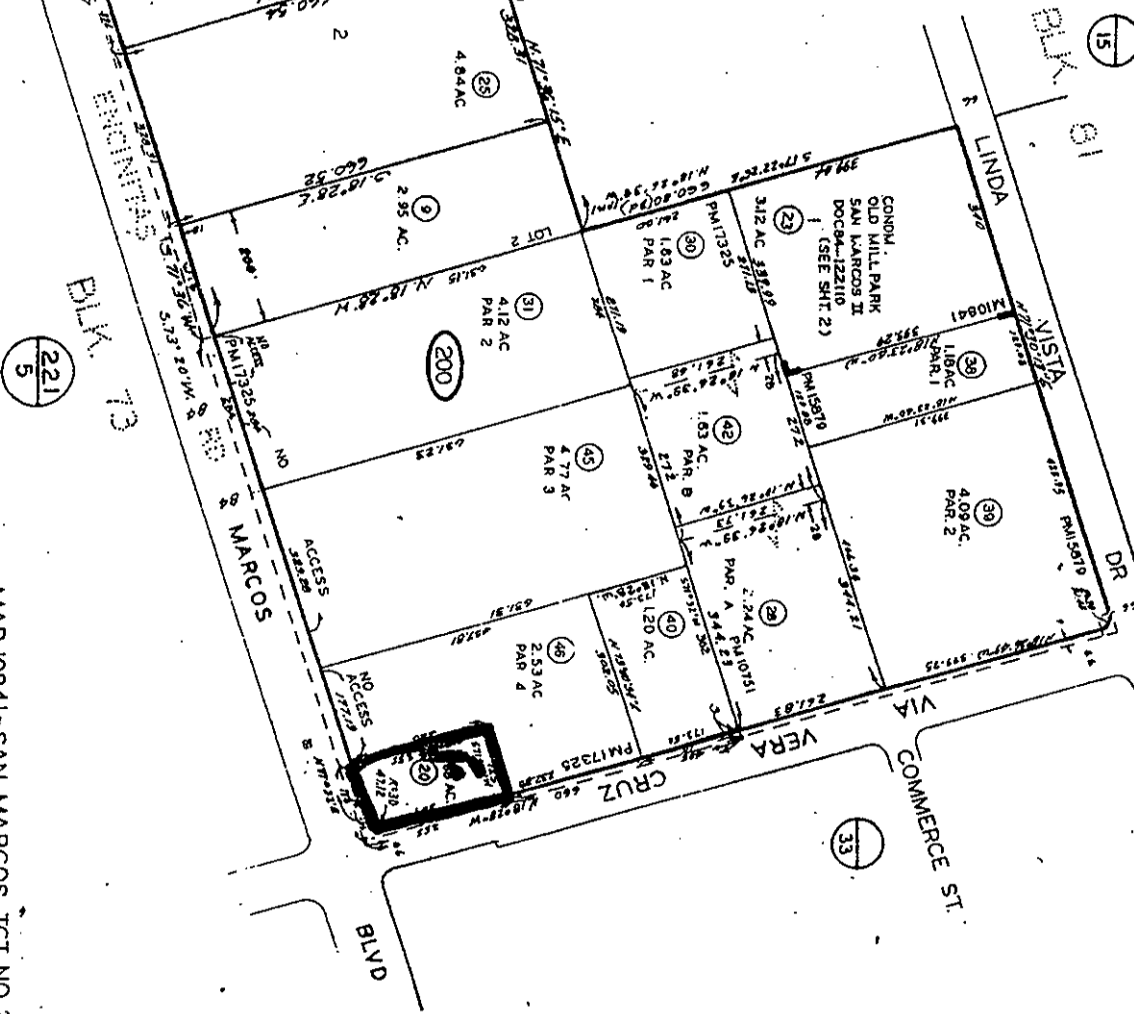
EXCEPTING THEREFROM THE SOUTHERLY 18.00 FEET OF THE WESTERLY 95.00 FEET THEREOF AS DESCRIBED IN DEED TO THE CITY OF SAN MARCOS RECORDED SEPTEMBER 30, 1977 AS FILE NO. 77-403780 OF OFFICIAL RECORDS.

Exhibit 1
16 of 18
(Parcel F)

THIS MAP WAS PREPARED FOR ASSESSMENT PURPOSES ONLY. NO LIABILITY IS ASSUMED FOR THE ACCURACY OF THE DATA SHOWN. ASSESSOR'S PARCELS MAY NOT CORRELATE WITH LOCAL SUBDIVISION OR BUILDING ORDINANCES.

MAP 10841 - SAN MARCOS TCT. NO. 255 (CONDOM)
MAP 806 - RHO LOS VALLECITOS DE SAN MARCOS - BLK 77
ROS 11559

MAY 19 1976

[illegible]

219-20
SHT. 1 OF 2

Exhibit 1
17 of 18
(Parcel F)

LEGAL DESCRIPTIONS
(THE CENTER)

PARCEL A:

THAT PORTION OF LOT 2 IN BLOCK 77 OF RANCHO LOS VALLECITOS DE SAN MARCOS, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 806, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 21, 1895, DESCRIBED AS FOLLOWS:

COMMENCING AT THE MOST NORTHERLY CORNER OF SAID LOT 2; THENCE ALONG THE NORTHEASTERLY LINE OF SAID LOT 2, SOUTH 17°00'22"EAST 50.00 FEET; THENCE PARALLEL WITH THE NORTHWESTERLY LINE OF SAID LOT 2, SOUTH 73°00'06" WEST 200.00 FEET; THENCE PARALLEL WITH THE NORTHEASTERLY LINE OF SAID LOT 2, SOUTH 17°00'22"WEST 611.07 FEET TO A POINT ON THE SOUTHEASTERLY LINE OF SAID LOT 2, THENCE ALONG SAID SOUTHEASTERLY LINE, SOUTH 73°01'28" WEST 328.31 FEET; THENCE PARALLEL WITH THE NORTHEASTERLY LINE OF SAID LOT 2, NORTH 17°00'22" WEST 660.94 FEET TO A POINT ON THE NORTHWESTERLY LINE OF SAID LOT 2; THENCE ALONG SAID NORTHWESTERLY LINE, NORTH 73°00'06" EAST 528.31 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM, THE INTEREST OF THE CITY OF SAN MARCOS ACQUIRED UNDER DEED RECORDED MARCH 4, 1985 AS FILE NO. 85-071264 OF OFFICIAL RECORDS.

PARCEL B:

PARCELS 1, 2, 3 AND 4 OF PARCEL MAP NO. 17325 IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA RECORDED IN THE OFFICE OF THE COUNTY RECORDER ON FEBRUARY 28, 1994 AS FILE NO. 1994-0133864 OF OFFICIAL RECORDS.

PARCEL C:

THE EASTERLY 28.00 FEET OF PARCEL "C" AND ALL OF PARCEL "B" OF PARCEL MAP NO. 10751, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 2, 1980, AS FILE NO. 80-405416 OF OFFICIAL RECORDS.

EXCEPTING THEREFROM THE EASTERLY 28.00 FEET OF PARCEL "B".

PARCEL D:

THAT PORTION OF LOT 2, BLOCK 77 OF RANCHO LOS VALLECITOS DE SAN MARCOS, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 806, FILED IN THE OFFICE

OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 21, 1895,
DESCRIBED AS FOLLOWS:

THE NORTHERLY 95.00 FEET OF THE SOUTHERLY 135.00 FEET OF THE
WESTERLY 80 FEET OF THE EASTERLY 522.31 FEET.

NOTE: THIS PARCEL IS SHOWN AS PARCEL 2 OF TENTATIVE PARCEL MAP NO.
526.

PARCEL E:

THE SOUTHERLY 164 FEET OF THE NORTHERLY 214 FEET OF THE EASTERLY
200 FEET OF LOT 2 IN BLOCK 77 OF RANCHO LOS VALLECITOS DE SAN
MARCOS, CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF
CALIFORNIA, ACCORDING TO MAP THEREOF NO. 806, FILED IN THE OFFICE
OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 21, 1895.

PARCEL F:

ALL THAT PORTION OF LOT 1 BLOCK 77 OF RANCHO LOS VALLECITOS DE SAN
MARCOS, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF
CALIFORNIA, ACCORDING TO MAP NO. 806, FILED IN THE OFFICE OF THE
COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 21, 1895, DESCRIBED
AS FOLLOWS:

BEGINNING AT THE SOUTHEASTERLY CORNER OF SAID LOT ONE; THENCE NORTH
18°28' WEST ALONG THE EASTERLY LINE OF SAID LOT ONE, 255.00 FEET;
THENCE SOUTH 71°32' WEST, 9.00 FEET TO THE TRUE POINT OF BEGINNING;
THENCE CONTINUING SOUTH 71°32' WEST 125.00 FEET TO A POINT OF
INTERSECTION WITH A LINE PARALLEL TO AND 134.00 FEET WESTERLY OF
SAID EASTERLY LINE; THENCE ALONG SAID PARALLEL LINE, SOUTH 18°28'
EAST, 255.00 FEET TO A POINT OF INTERSECTION WITH THE SOUTHERLY
LINE OF SAID LOT ONE; THENCE NORTH 71°32' EAST ALONG SAID SOUTHERLY
LINE, 95.00 FEET TO A POINT LYING SOUTH 71°32' WEST, 39.00 FEET
FROM THE SOUTHEASTERLY CORNER OF SAID LOT 1; THENCE NORTH 18°28'
WEST 18.00 FEET TO A POINT ON A 30.00 FOOT RADIUS CURVE CONCAVE
NORTHWESTERLY THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A
CENTRAL ANGLE OF 90°00' A DISTANCE OF 47.12 FEET; THENCE NORTH
18°28' WEST, 207 FEET TO THE TRUE POINT OF BEGINNING.

EXCEPTING THEREFROM THE SOUTHERLY 18.00 FEET OF THE WESTERLY 95.00
FEET THEREOF AS DESCRIBED IN DEED TO THE CITY OF SAN MARCOS
RECORDED SEPTEMBER 30, 1977 AS FILE NO. 77-403780 OF OFFICIAL
RECORDS.

Exhibit 2
2 of 3

EXHIBIT " " "

2212

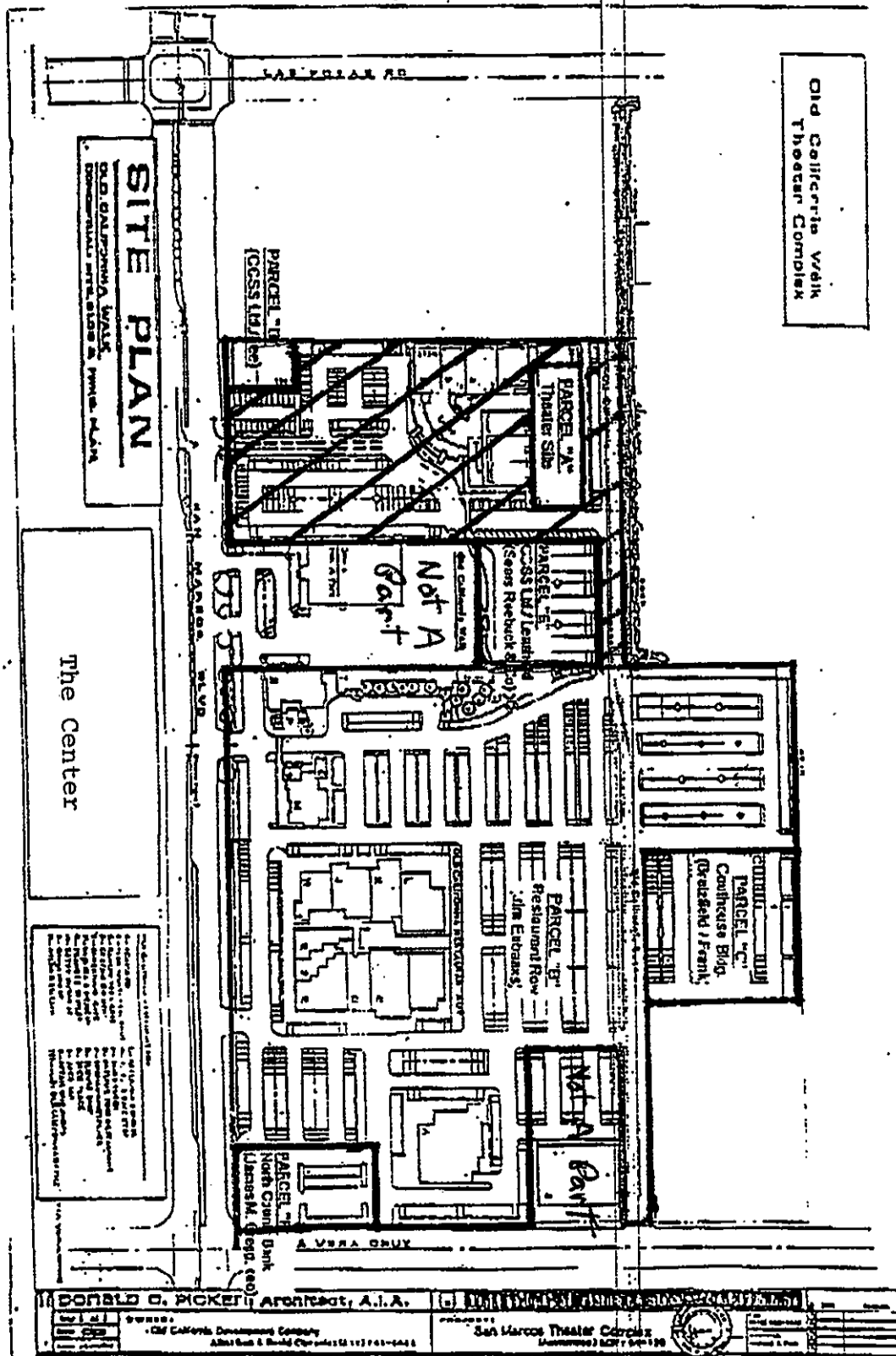


Exhibit 2

3 of 3

MAP 10841-SAN MARCOS TCT. NO. 255 (CONDM)
MAP 806 - RHO LOS VALLECITOS DE SAN MARCOS - BLK 77
ROS 11559, 19772

[illegible]

1* NO ACCESS



NOV 17, 2014 8:00 AM

OFFICIAL RECORDS
 SAN DIEGO COUNTY RECORDER'S OFFICE
 Ernest J. Dronenburg, Jr., COUNTY RECORDER
 FEES: 66.00
 OC: NA

27

PAGES: 9



Recording Requested By:
 FIRST AMERICAN TITLE
 National Commercial Services

RECORDING REQUESTED BY, AND
 WHEN RECORDED RETURN TO:
 Leonard, Street and Deinard, P.A. (JDP/JRW)
 150 South Fifth Street, Suite 2300
 Minneapolis, MN 55402

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE, dated as of 9-29, 2014, by and between The Old California Partnership, L.P., a California limited partnership (hereinafter called "Landlord"), and Blazin Wings, Inc., a Minnesota corporation (hereinafter called "Tenant"):

WITNESSETH:

9-29 Landlord and Tenant have entered into that certain Lease dated 9-29, 2014 ("Lease") relating to certain leased premises ("Premises") adjacent to and part of a shopping center known as Old California Restaurant Row ("Shopping Center"), situated on certain real property in the City of San Marcos, San Diego County, California. The Shopping Center is legally described on Exhibit A attached hereto.

B. Landlord and Tenant now wish to memorialize of record that existence of the Lease and certain specific terms of the same.

NOW THEREFORE, in consideration of the Lease and other good and valuable consideration, landlord and Tenant agree as follows:

1. Landlord and Tenant have entered in to the Lease effective as of September 29, 2014, to demise and let the Premises upon the terms and conditions more particularly set forth in the Lease.
2. The Lease term shall be for an initial term of one hundred twenty (120) consecutive calendar months commencing on the Rent Commencement Date, as such term is defined in the Lease.
3. Subject to the terms and conditions more particularly set forth in the Lease, Tenant has the option to extend the term of the Lease for four (4) consecutive periods of sixty (60) calendar months each, with the first Renewal Term commencing upon expiration of the Initial Term, and subsequent Renewal Terms commencing upon expiration of the preceding Renewal Term.
4. The Lease contains the following exclusivity provision:

102850953v1

The following definitions are used in the next paragraph:

Beer Exclusive: A restaurant and/or bar that has more than fifteen (15) beer taps.

Competing Use: A use that violates any portion of the Exclusive Use.

Exclusive Use: Collectively, the Sports Bar Exclusive, the Wings Exclusive and the Beer Exclusive.

Sports Bar Exclusive: A restaurant and/or bar which (a) markets itself for viewing sporting events or (b) has eight (8) or more televisions in excess of 37" diagonal.

Wings Exclusive: A restaurant and/or bar which derives five percent (5%) or more of its food sales (on a gross revenue basis) from the aggregated sale of bone-in and/or boneless chicken wings with two (2) or more sauces.

Subject to the terms of the Lease, Landlord will prohibit any other space in the Shopping Center to be used by a person or entity whose business is a Competing Use. Landlord shall include a provision in all future leases in the Shopping Center prohibiting the use of such leased space for a Competing Use. Businesses which are considered a Competing Use include, without limitation, Champps, Hooters, Wing Stop, Buffalo Wings & Rings, Quaker Steak and Lube, Brick House Tavern & Tap, The Green Turtle, Tilted Kilt Pub & Eatery, Cheddar's Casual Café, East Coast Wings & Grill, BJ's Restaurant and Brewhouse, Carolina Ale, Miller's Ale House, Duffy's Sports Grills, Ker's WingHouse, Bru's Room Sports Grill, and Hurricane Grill & Wings, Logan's Roadhouse, Mellow Mushroom, The Ram, CB-Potts, Dave & Buster's, Twin Peaks, Beef O'Brady's, Taco Mac, and Ale House.

5. The parties have agreed to a No Change Area as depicted on Exhibit B. Landlord agrees to abide by the terms of the Lease relating to the No Change Area, including without limitation the covenant not to construct any structure(s) or to reduce the number of available parking stalls within the No Change Area.

6. Landlord hereby grants to Tenant a non-exclusive easement over and across the parking areas and drive lanes of the Shopping Center and over any access easements benefitting the Shopping Center for ingress and egress of vehicular and pedestrian traffic from all public roads adjacent to the Shopping Center to the Premises.

7. Except as otherwise indicated herein, capitalized terms used in this Memorandum are defined as set forth in the Lease.

8. The purpose of this instrument is to give notice of said Lease and all of its terms, covenants, and conditions to the same extent as if said Lease were set forth herein.

9. This Memorandum of Lease is not intended to cover all the terms and conditions of the Lease and is not to be construed as restricting, enlarging, modifying or amending the Lease. Both Landlord and Tenant possess executed counterparts of the Lease to which reference is made for the exact terms, provisions and conditions.

10. The conditions, covenants and agreements contained in this instrument shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, personal representatives, successors and assigns. In the event of any conflict between the terms and conditions of this instrument and the term and conditions of the Lease, it is agreed that the terms and conditions of the Lease shall control.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Lease as of the day and year first above written.

LANDLORD:

THE OLD CALIFORNIA PARTNERSHIP, L.P.,
a California limited partnership

By: [Signature]
Name: Robert G. Eubank
Title: President

State of California
County of SAN DIEGO

On 9-29-14, before me, JULIE KAY LAMB,
(insert name of notary)

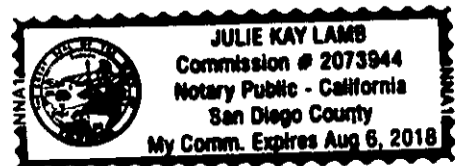
Notary Public, personally appeared ROBERT G. EUBANK, who
proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their authorized capacity(ies), and that by his/her/their 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 [Signature]

(Seal)



IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Lease as of the day and year first above written.

TENANT:

BLAZIN WINGS, INC.,
a Minnesota corporation

By: M. J. Twinem
Name: Mary J Twinem
Title: Chief Financial Officer
Treasurer & Secretary

State of Minnesota)
County of Hennepin)

On September 23, 2014, before me, Kimberly L Smith,
(insert name of notary)

Notary Public, personally appeared Mary J Twinem,
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 Kimberly L Smith

(Seal)

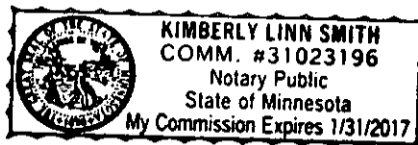


EXHIBIT A

LEGAL DESCRIPTION OF SHOPPING CENTER

PARCEL A1:

PARCEL 1 OF PARCEL MAP NO. 17325, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, FEBRUARY 28, 1994 AS FILE NO. 1994-0133864 OF OFFICIAL RECORDS.

PARCEL A2:

AN EASEMENT AND RIGHT OF WAY FOR INGRESS AND EGRESS, ROAD AND UTILITY PURPOSES, INCLUDING BUT NOT LIMITED TO ELECTRIC POWER, TELEPHONE, GAS, WATER, SEWER AND CABLE TELEVISION LINES AND APPURTENANCES THERETO, OVER, UNDER, ALONG AND ACROSS THE SOUTHERLY 20 FEET OF PARCELS A AND B, AND THE EASTERLY 28 FEET OF PARCEL C OF PARCEL MAP NO. 10751, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 02, 1980 AS FILE NO. 80-405416 OF OFFICIAL RECORDS.

PARCEL A3:

AN EASEMENT FOR INGRESS AND EGRESS AND UTILITY PURPOSES OVER, UNDER, ALONG AND ACROSS A STRIP OF LAND 20 FEET WIDE BEING DESCRIBED AS FOLLOWS: THE NORTHERLY 20 FEET OF LOT 1 IN BLOCK 77 OF RANCHO LOS VALLECITOS DE SAN MARCOS, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO THE MAP THEREOF NO. 806, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 21, 1895.

PARCEL B1:

PARCELS 2, 3 AND 4 OF PARCEL MAP NO. 17325, IN THE CITY OF SAN MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, FEBRUARY 28, 1994 AS FILE NO. 1994-0133864 OF OFFICIAL RECORDS.

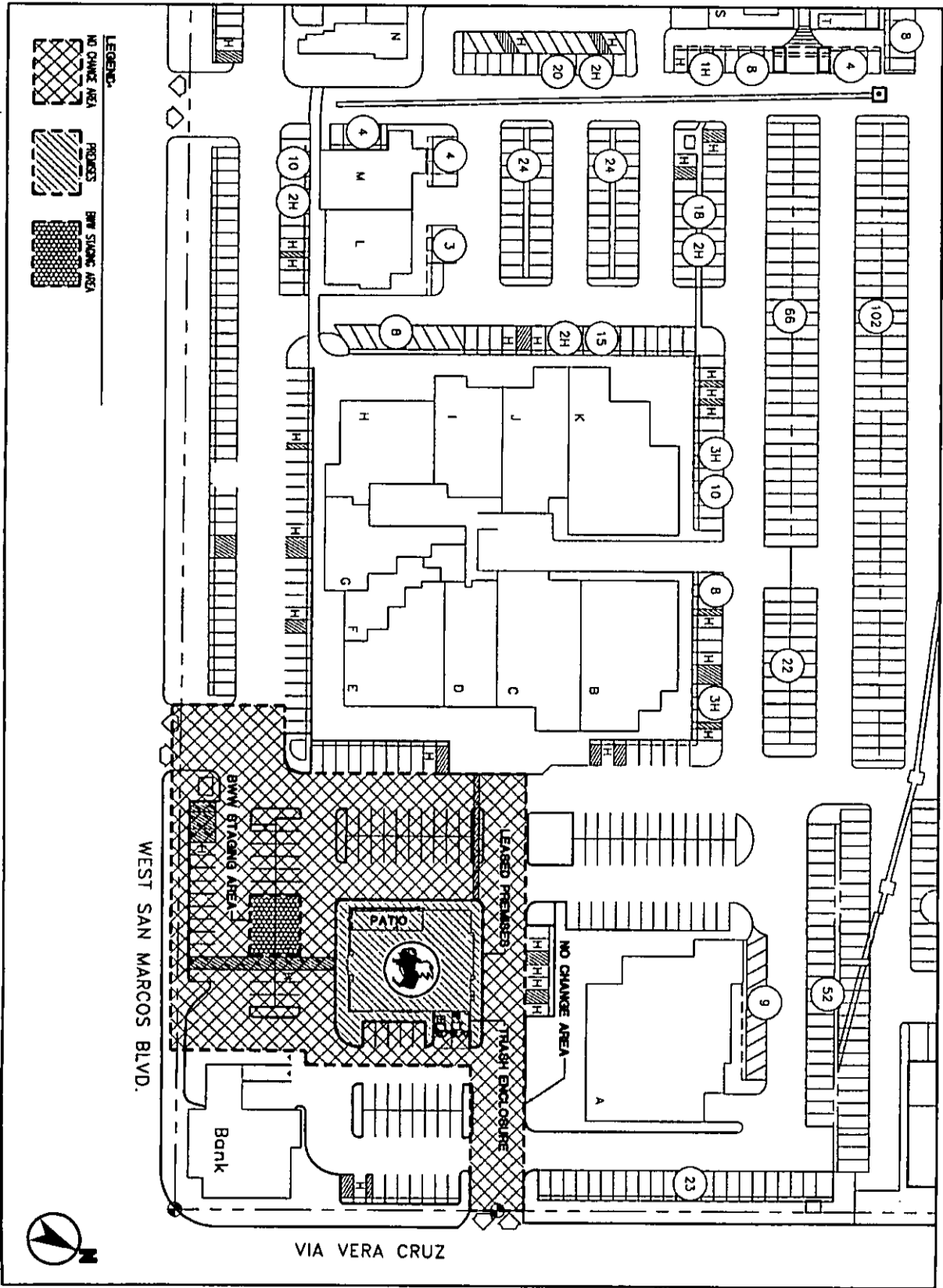
PARCEL B2:

AN EASEMENT AND RIGHT OF WAY FOR ROAD AND UTILITY PURPOSES AND APPURTENANCES THERETO, OVER, UNDER, ALONG AND ACROSS THE NORTHERLY 20.00 FEET AND THE WESTERLY 16.00 FEET OF THAT PORTION OF LOT 1, BLOCK 77 OF RANCHO LOS VALLECITOS DE SAN MARCOS, IN THE CITY OF MARCOS, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO THE MAP THEREOF NO. 806, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 21, 1895, DESCRIBED AS FOLLOWS: BEGINNING AT THE POINT OF INTERSECTION OF THE NORTHERLY LINE OF SAID LOT 1 WITH THE WESTERLY LINE OF VIA VERA CRUZ (84.00 FEET WIDE) AS SHOWN ON PARCEL MAP NO. 10751 AS RECORDED IN THE OFFICE OF SAID COUNTY RECORDER, DECEMBER 02, 1980; THENCE ALONG SAID NORTHERLY LINE, SOUTH 71° 32' WEST, 302.00 FEET (SOUTH 71° 33' 48" WEST, PER PARCEL MAP NO. 10751); THENCE SOUTH 18° 28' EAST, 173.50 FEET; THENCE NORTH 71° 32' EAST, 302.00 FEET TO SAID WESTERLY LINE OF VIA VERA CRUZ; THENCE ALONG SAID WESTERLY LINE, NORTH 18° 28' WEST (NORTH 18° 26' 49" WEST, PER PARCEL MAP NO. 10751) 173.50 FEET TO THE POINT OF BEGINNING.

APN: 219-200-30-00 as to Parcel 1 of Parcel A1,
219-200-31-00 as to Parcel 2 of Parcel B1,
219-200-45-00 as to Parcel 3 of Parcel B1
and 219-200-46-00 as to Parcel 4 of Parcel B1

A-1

EXHIBIT B



MACRO SITE PLAN		
SAN MARCOS, CA		
PAGE TITLE:		
LOCATION:		
SCALE: 1/4" = 1'-0"		
DATE: 08-13-14		
FILED: San Marcos, CA		
REVISION #: 1.1		

PARTNER ENGINEERING AND SCIENCE, INC.

1761 E. Garry Avenue

Santa Ana, California 92705

EXHIBIT C

August 21, 2014

JN 120736.2

Proposed Buffalo Wild Wings Lease Area

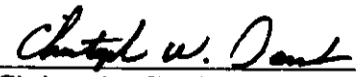
That portion of Parcel 4 in the City of San Marcos, County of San Diego, State of California, as shown on a map thereof filed February 28, 1994 in Book of Parcel Maps at Page 17325, in the Office of the County Recorder of said San Diego County, described as follows:

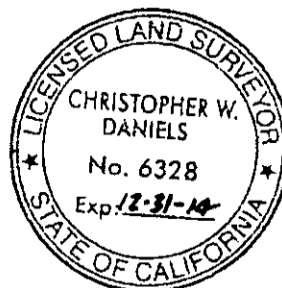
Commencing at the southeasterly terminus of that certain course shown as being "North 17°00'27" West 225.00 feet" for the northeasterly line of said Parcel 4; thence along said northeasterly line North 17°00'27" West 130.64 feet; thence at right angles to said northeasterly line South 72°59'33" West 3.00 feet to the **True Point of Beginning**; thence South 17°00'27" East 3.00 feet to the beginning of a tangent curve concave westerly and having a radius of 15.00 feet; thence southeasterly, southerly and northwesterly 23.56 feet along said curve through a central angle of 90°00'00"; thence tangent from said curve South 72°59'33" West 83.00 feet to the beginning of a tangent curve concave northerly and having a radius of 5.00 feet; thence southwesterly, westerly and northwesterly 7.85 feet along said curve through a central angle of 90°00'00"; thence tangent from said curve North 17°00'27" West 93.00 feet to the beginning of a tangent curve concave easterly and having a radius of 5.00 feet; thence northwesterly, northerly and northeasterly 7.85 feet along said curve through a central angle of 90°00'00"; thence tangent from said curve North 72°59'33" East 93.00 feet to the beginning of a tangent curve concave southerly and having a radius of 5.00 feet; thence northeasterly, easterly and southeasterly 7.85 feet along said curve through a central angle of 90°00'00" to a point of tangency with a line parallel with and 3.00 feet southwesterly of said northeasterly line of Parcel 4; thence along said parallel line tangent from said curve South 17°00'27" East 3.00 feet; thence South 72°59'33" West 14.00 feet; thence South 17°00'27" East 30.00 feet; North 72°59'33" East 9.00 feet to the beginning of a tangent curve concave southerly and having a radius of 5.00 feet; thence northeasterly, easterly and southeasterly 7.85 feet along said curve through a central angle of 90°00'00"; thence tangent from said curve South 17°00'27" East 2.00 feet; thence South 72°59'33" West 17.00 feet; thence South 17°00'27" East 40.00 feet; thence North 72°59'33" East 17.00 feet to the **True Point of Beginning**.

Containing: 9,439 square feet.

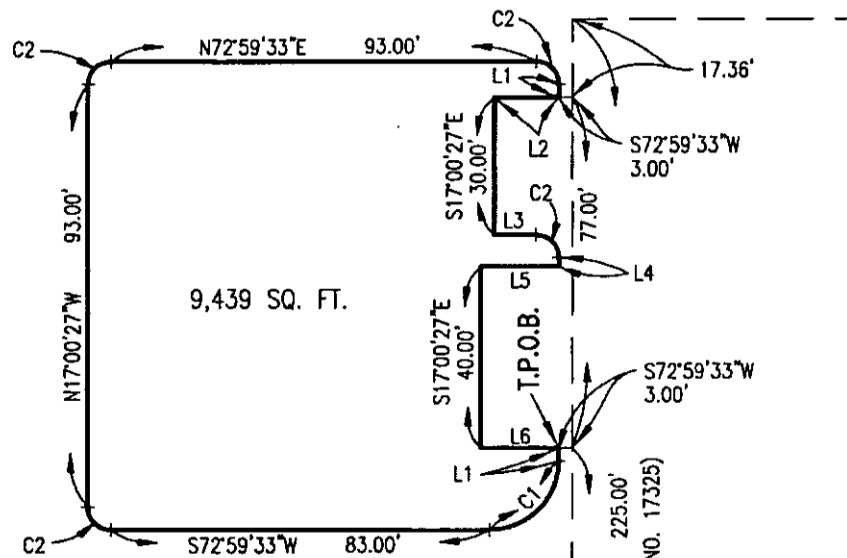
Subject to all covenants, rights, rights-of-way and easements of record.

See Exhibit "B" attached hereto and by this reference made a part hereof.


Christopher W. Daniels, P.L.S. 6328



PARCEL 4
 PARCEL MAP NO. 17325
 (RECORDED 02/28/1994 AS INST. NO. 1994-0133864, O.R.)



LINE TABLE		
LINE	BEARING	LENGTH
L1	S17°00'27"E	3.00'
L2	S72°59'33"W	14.00'
L3	N72°59'33"E	9.00'
L4	S17°00'27"E	2.00'
L5	S72°59'33"W	17.00'
L6	N72°59'33"E	17.00'

CURVE TABLE			
CURVE	DELTA	RADIUS	LENGTH
C1	90°00'00"	15.00'	23.56'
C2	90°00'00"	5.00'	7.85'

C/L SAN MARCOS BOULEVARD

P.O.C.

NORTHEASTERLY LINE OF
 PARCEL 4, P.M. NO. 17325

130.64'
 N17°00'27"W
 (N17°00'27"W 225.00' PER P.M. NO. 17325)

63.00'
 N16°58'32"W

S73°01'28"W 167.04'

C/L VIA VERA CRUZ



SCALE: 1" = 40'

PARTNER
 Engineering and Science, Inc.®

1761 E. GARRY AVENUE
 SANTA ANA, CA 92705
 949-930-9095
 CDANIELS@PARTNERESI.COM

EXHIBIT "B"

SKETCH TO ACCOMPANY LEGAL DESCRIPTION
 FOR PROPOSED BUFFALO WILD WINGS LEASE AREA

JN: 14-120736.2 08/21/2014 PAGE 1 OF 1

TRUE COPY CERTIFICATION

(Government Code 27361.7)

San Diego

Place of Execution

I certify under penalty of perjury that this material is a true copy of the original material contained in this document.

LEGEND.

NO CHANGE AREA PREMISES BWM STAGING AREA

PAGE TITLE:

LOCATION:

11/17/14

Date



Signature of Declarant

SCALE: 1/8" = 1'-0"

MEDIA SIZE: 11" x 17"

DRAWN BY: GHA

DATE: 09.15.14

FILE: San Marcos CA

REVISION #: 1.1

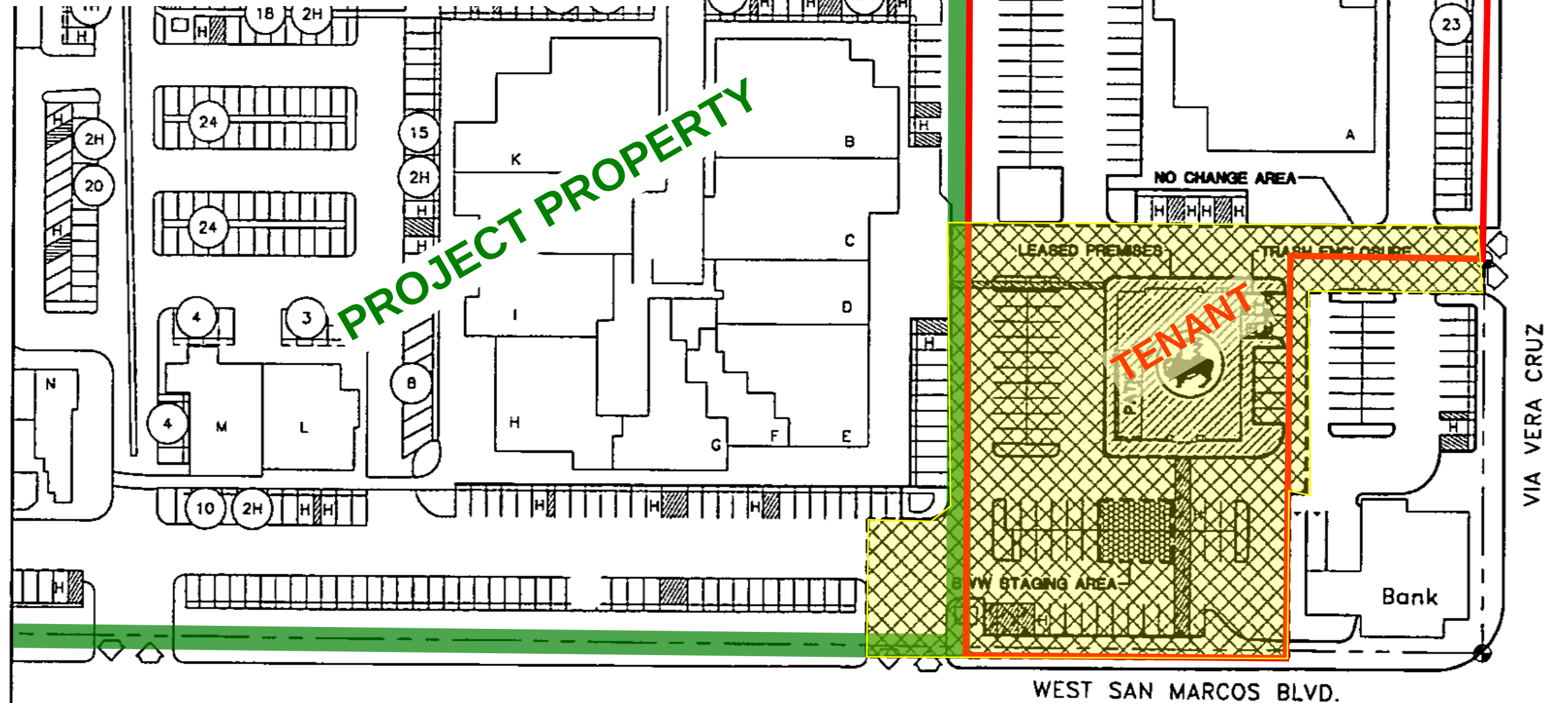
Chalino S.

Type or Print Name

NON-EXCLUSIVE EASEMENT GRANTED TO TENANT OVER
PARKING AREAS AND DRIVE LANES OF PROJECT
PROPERTY AND ANY OTHER ACCESS EASEMENT
BENEFITTING PROJECT PROPERTY, FOR INGRESS AND
EGRESS OF VEHICULAR AND PEDESTRIAN TRAFFIC.

PARTIES AGREED TO A "NO CHANGE AREA" INCLUDING WITHOUT LIMITATION THE COVENANT NOT TO CONSTRUCT ANY STRUCTURE(S) OR TO REDUCE THE NUMBER OF AVAILABLE PARKING STALLS WITHIN "NO CHANGE AREA"

EXHIBIT B



LEGEND:

NO CHANGE AREA

PROMISES

ENTR STAGING AREA



MACRO SITE PLAN

SAN MARCOS, CA

PAGE TWO

LOCATION:

SCALE 1/8"=1'-0"

MEDIA SIZE: 11" x 17"

ORIGIN: CHA

DATE: 08-13-14

FILE: San Marcos CA

PREVISION	2.1
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RESOLUTION PC 95-2843

A RESOLUTION OF THE CITY OF SAN MARCOS PLANNING COMMISSION APPROVING A MAJOR CONDITIONAL USE PERMIT TO ALLOW THE USE OF OFF-SITE AND SHARED PARKING AND TO EXCEED HEIGHT LIMITS ON PROPOSED TOWER, ROOF AND PARAPETS FOR A THEATER BUILDING WITHIN THE COMMERCIAL ZONE.

CASE NO. CUP 94-255 (95mod)
OLD CALIFORNIA DEVELOPMENT COMPANY

WHEREAS, an application was made by the Old California Development Company to allow for off-site and shared parking and to exceed height limits on architectural features, tiled roof entry and scalloped parapets of the building for the proposed a fourteen screen theater/commercial center in the C (commercial) zone located on the north side of San Marcos Boulevard, between Las Posas Road and Via Vera Cruz, more particularly described as:

Portions of Lots 1 and 2, Block 77, Map 806 and Parcel A, B and C of Parcel Map 10751. Assessor's Parcel Numbers: 219-220-25, 09, 31, 30, 45, & 42; and

WHEREAS, the Developmental Services Department has reviewed the subject application and recommends conditional approval; and

WHEREAS, the Planning Commission did consider a Mitigated Negative Declaration (ND 95-387) pursuant to CEQA; and

WHEREAS, the required Public Hearing held on November 6, 1995 was duly advertised and held in the manner prescribed by law;

WHEREAS, the Planning Commission's decision is based upon the following findings and determinations:

- A. The granting of the Conditional Use Permit for off-site and shared parking with the conditions of approval will not be materially detrimental to the public health, safety, or general welfare of the people residing or working in the area, and will not be materially injurious to properties or improvements in the vicinity, in that there is sufficient parking, taking into consideration the demonstrated peak hours of the restaurants within Old California restaurant row and has under utilized parking spaces; shared parking would still allow adequate parking to be available through reciprocal easement agreements and would be utilized by all properties and tenants; there is adequate vehicular and pedestrian ingress/egress to the center within the center and adjacent property.

- B. The granting of the Conditional Use Permit to allow architectural features with the conditions of approval will not be materially detrimental to the public health, safety, morals, or general welfare of properties or improvements in the vicinity, in that the proposed architectural features are consistent with the San Marcos Boulevard Design Guidelines and is consistent with the objectives of the General Plan, the community, the surrounding neighborhood and environment; the building placement and design exceed all setback standards.
- C. The commercial complex with the proposed uses is consistent with the objectives of the zoning ordinance and the use of shared and reciprocal and parking access agreements as conditioned will not adversely affect the implementation of the General Plan, the community, the surrounding neighborhood or environment.

NOW, THEREFORE, the Planning Commission of the City of San Marcos resolves as follows:

1. The foregoing recitals are true and correct
2. Mitigated Negative Declaration No. 95-387 is hereby approved.
3. The Planning Commission does hereby approve a modification to Conditional Use Permit No. 94-255 (95M) with the following conditions.
4. The site plan and architectural elevations are conditionally approved based upon the submitted plans except as modified by conditions of Site Development Plan 94-120 (95 Mod) as contained in Resolution PC 95-2842 and incorporated herein by reference.
5. Within sixty (60) days of approval of this resolution the revised building elevations and revised site plan shall be modified to reflect the conditions of approval and submitted to the Planning Division for plan check.
6. Within 30 days of the approval of the revised site plan, it shall be submitted as an original mylar along with a mylar of this resolution as a title page. This title page shall include the statement "I(we), _____, the owner(s) or the owner's representative, have read, understand and agree to the conditions of Resolution PC 95-2842 and 2843." Immediately following this statement shall appear a signature block for the owner or the owner's representative which shall be signed. Signature blocks for the Planner Division Director and the Senior Civil Engineer shall also appear on all mylars. The mylars shall be approved by the City prior to any grading plan, improvement plan or final map submittal.
7. A minimum total of 782 parking spaces shall be made available for the theater/commercial center. These parking spaces shall be provided on site (APN

219-200-25) and on the identified areas of Old California Restaurant Row per recorded parking easements/agreements. No off-site/shared parking shall be provided on APN 219-200-43 unless there is a reciprocal parking agreement between the two properties in the future. The proposed theater shall be limited to a maximum of 60,000 square feet and 3,200 seats. The maximum gross floor area of the separate building is 7,500 square feet.

8. Prior to the issuance of any building permit for the center, reciprocal easement agreements for access and shared parking shall be recorded between all parcels 219-220-25, 09, 31, 30, 45, and 42, (portions of Lots 1 and 2, Block 77, Map 806 and Parcels 1, 2, 3, of Parcel Map 17325 and Parcel B of Parcel Map 10751). Copies of said recorded documents shall be submitted to the Planning Division.
9. The pedestrian walkway (Old California Walk) shall be provided for on the south side of the additional parking at the rear of the Sears building as indicated on the submitted site plan. A detailed plan shall be provided showing undulating, landscaping and hardscape with theme lighting shall be submitted prior to issuance of building permits. If the lease agreement is terminated, a replacement walkway shall be provided.
10. Adequate lighting shall be provided throughout all the parking to the satisfaction of the City Engineer. Low sodium lighting shall be used as required by City Council policy for outdoor lighting. Special theme light standards shall be used within the Old California Walk Area.
11. Security personnel shall be provided by the theater to:
 - a) Patrol all of the theater's parking areas during the evening hours; and
 - b) To prevent theater patrons from parking on the adjacent property to the west (APN 219-200-43).

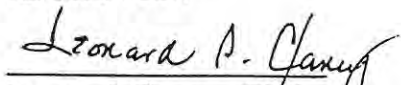
PASSED AND ADOPTED by the Planning Commission of the City of San Marcos, State of California, at a regular meeting thereof, this 6th day of November, 1995 by the following roll call vote:

AYES: COMMISSIONERS: BUTLER, HERNANDEZ, MARTIN,
SANTUCCI, WEDGE, HUFF, CLANCY

NOES: COMMISSIONERS: NONE

ABSENT: COMMISSIONERS: NONE

APPROVED:



Leonard Clancy, Chairman

SAN MARCOS CITY PLANNING COMMISSION

ATTEST:

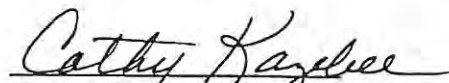


Cathy Kazebee, Secretary

SAN MARCOS CITY PLANNING COMMISSION

I certify that the foregoing Resolution was duly adopted by the San Marcos Planning Commission on November 6, 1995

Date: 11/17/95


Cathy Kazebee, Secretary

DOC # 1999-0258087

RECORDING REQUESTED BY AND
WHEN RECORDED MAIL TO:

Lawrence H. Davidson, Esq.
Edwards Theatres Circuit, Inc.
300 Newport Center Drive
Newport Beach, CA 92660

1602 APR 19, 1999 8:07 AM

OFFICIAL RECORDS
SAN DIEGO COUNTY RECORDER'S OFFICE
GREGORY J. SMITH, COUNTY RECORDER
FEES: 73.00



1999-0258087

**FIRST AMENDMENT TO DECLARATION OF RECIPROCAL
EASEMENT AGREEMENT**

fg
23P

This Amendment to that certain Declaration of Reciprocal Easement Agreements recorded as document number 1996-0564623, on November 7, 1996 ("REA"), is entered into this 20th day of July, 1998, by and between CCSS San Marcos, L.P., a California partnership ("CCSS"); John M. Siegel, an individual, Robert C. Siegel, an individual (hereinafter collectively "Siegels"); Ben Cipranic, an individual, David Cipranic, an individual (hereinafter "Cipranic"); James Rollins Eubank and Vera Pauline Eubank, Co-Trustees of that certain Revocable Trust Agreement, executed December 22, 1986, by James Rollins Eubank and Vera Pauline Eubank for the benefit of the Eubank Family (hereinafter "Eubank"); John Frank, an individual (hereinafter "Frank"); and Nancy Bretzfield, an individual (hereinafter "Bretzfield"); North County bank, a State Bank (hereinafter "North County"); Old California Development Company (hereinafter "OCD"); and Edwards Theatres Circuit, Inc., a California corporation (hereinafter "Edwards"), (hereinafter sometimes collectively referred to as "Declarant"), with reference to the following facts:

WHEREAS, on or about November 7, 1996, CCSS, Siegels, Cipranic, Eubank, Frank, Bretzfield, North County, OCD and Edwards entered into a Declaration of Reciprocal Easement Agreement for certain real property in the City of San Marcos, providing for nonexclusive easements for ingress, egress and access by and for vehicular and pedestrian traffic upon, over and across the Common Area and the Parking Area, and for vehicle parking upon, over and across the Parking Area without fee or charge, for the benefit and use of each of the above- referenced Declarants and their Permittees; and

WHEREAS, pursuant to that Certificate of Compliance recorded on January 20, 1998 as Document Number 1998-0025480 in the San Diego County Recorder's Office ("Certificate of Compliance"), Parcel No: APN 219-200-43, which consists of a portion of lot 2 in Block 77 of Rancho Los Vallecitos De San Marcos, County of San Diego, State of California, was adjusted to include Parcel 1 of Parcel Map 17775, Parcel No: APN 219-200-60, in the City of San Marcos, County of San Diego, State of California, according to the Map Thereof No. 806, filed in the Office of the County Recorder of San Diego County, December 21, 1895.

NOW, THEREFORE, the parties hereto acknowledge and agree for each party's mutual benefit, as follows:

1. Reconfiguration of Site: The area of the site, as set forth in Exhibits 1 and 2, and described as Parcel "A" of the Declaration of Reciprocal Easement Agreements dated November 7, 1996, by and between the parties referenced above is hereby revised to combine Parcel 1 of Parcel Map 17775, with a portion of Lot 2 in Block 77, Map 806 of Rancho Los Vallecitos de San Marcos, as depicted on the attached Certificate of Compliance, and, as depicted as Parcel "G" on the Site Plan. The Site Map and Site Plan which are attached hereto and incorporated herein by this reference as Exhibit "A", hereby

First Amendment to Reciprocal Easement Agreement – San Marcos
July 20, 1998

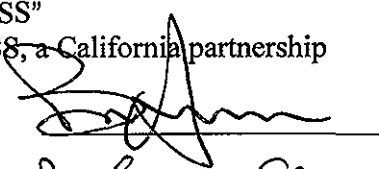
replace and supersede the Site Map and Site Plan attached to the original agreement as Exhibits 1 and 2, thereby expand Parcel A in accordance with the Certificate of Compliance. The definition of Parcel shall include Parcel "G" as shown on Exhibit "A" attached hereto and fully incorporated herein by this reference ("Parcel G"). The definition of Common Area shall include areas of Parcel "G" not improved from time to time by a Building or Buildings, and shall include, without limitation, common utility lines and systems, access roads, driveways, walkways, sidewalks, landscaping, and the Parking Areas now or hereafter depicted on the attached Exhibit "A". The definition of Parking Area shall include those portions of the Common Area in Parcel G hereinafter constructed and used for (i) pedestrian and vehicular ingress to and egress from the Center from adjacent public streets, (ii) pedestrian and vehicular movement in and about the Center, and (iii) the areas developed for the parking of motor vehicles that may now or hereafter exist on Parcel "G". Each of the parties to that certain Declaration of Reciprocal Easement Agreements (recorded November 7, 1996 as document no. 1996-0564623), hereby acknowledges, agrees and consents to the inclusion of Parcel "G" as beneficiary of each, every and all of the grants of easement contained in the REA, and the Owner of Parcel "G" acknowledges, agrees and consents to the reservation as to Parcel "G" of nonexclusive easements for ingress, egress, and access by and for vehicular and pedestrian traffic upon, over and across the Common Area and the Parking Area and for vehicle parking upon, over and across the Parking Area on Parcel G as provided in the REA.

2. No Further Changes: Except as provided herein, the terms and conditions of the Reciprocal Easement Agreement shall remain in full force and effect without modification as on the date first written. Capitalized terms as used herein shall have the same meanings as set forth in the original agreement. Any terms not defined herein shall have the meanings set forth in the original agreement.

This Amendment to Declaration of Reciprocal Easement Agreement may be executed in counterparts and is executed and dated July 20, 1998, and shall be effective upon recordation in the Official Records of San Diego County, California.

"CCSS"

CCSS, a California partnership

By: 

BEN CIPARONE GP

Please type/print name & title)

"SIEGELS"

JOHN M. SIEGEL, an
individual

By: John M. Siegel
John M. Siegel

ROBERT C. SIEGEL, an
individual

By: Robert C. Siegel
Robert C. Siegel

"CIPRANIC"

BEN CIPRANIC, an individual

By: Ben Cipranic
Ben Cipranic

DAVID CIPRANIC, an individual

By: David Cipranic
David Cipranic

"EUBANK"

EUBANK FAMILY TRUST, dated
December 22, 1986

By: James Rollins Eubank
James Rollins Eubank
Co Trustee

JAMES ROLLINS EUBANK,
an individual

By: James Rollins Eubank
James Rollins Eubank

By: Vera Pauline Eubank
Vera Pauline Eubank,
Co-Trustee Co Trustee

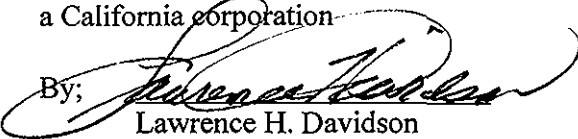
VERA PAULINE EUBANK,
an individual

By: Vera Pauline Eubank
Vera Pauline Eubank

1605
First Amendment to Reciprocal Easement Agreement – San Marcos
July 20, 1998

"EDWARDS"

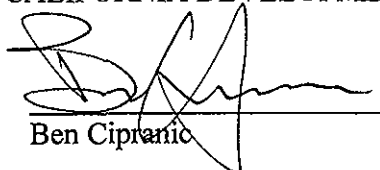
EDWARDS THEATRES CIRCUIT, INC.
a California corporation

By: 

Lawrence H. Davidson
Executive Vice President

"OCD"

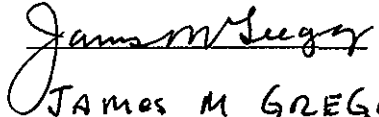
OLD CALIFORNIA DEVELOPMENT

By: 

Ben Cipriano

"NORTH COUNTY"

NORTH COUNTY BANK, a State
Bank

By: 

JAMES M GREGG
(Please type/print name & title)

"BRETZFIELD"

NANCY BRETZFIELD,
an individual

By: _____

Nancy Bretzfield

"FRANK"

JOHN FRANK,
an individual

By: _____

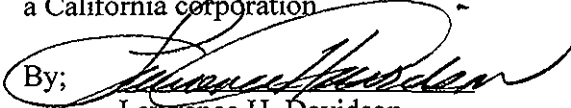
John Frank

1606

First Amendment to Reciprocal Easement Agreement – San Marcos
July 20, 1998

"EDWARDS"

EDWARDS THEATRES CIRCUIT, INC.
a California corporation

By: 

Lawrence H. Davidson
Executive Vice President

"OCD"

OLD CALIFORNIA DEVELOPMENT

By: _____

Ben Cipranic

"NORTH COUNTY"

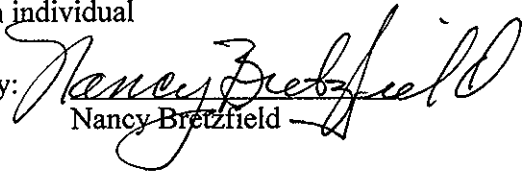
NORTH COUNTY BANK, a State
Bank

By: _____

(Please type/print name & title)

"BRETZFIELD"

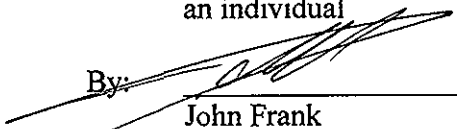
NANCY BRETZFIELD,
an individual

By: 

Nancy Bretzfield

"FRANK"

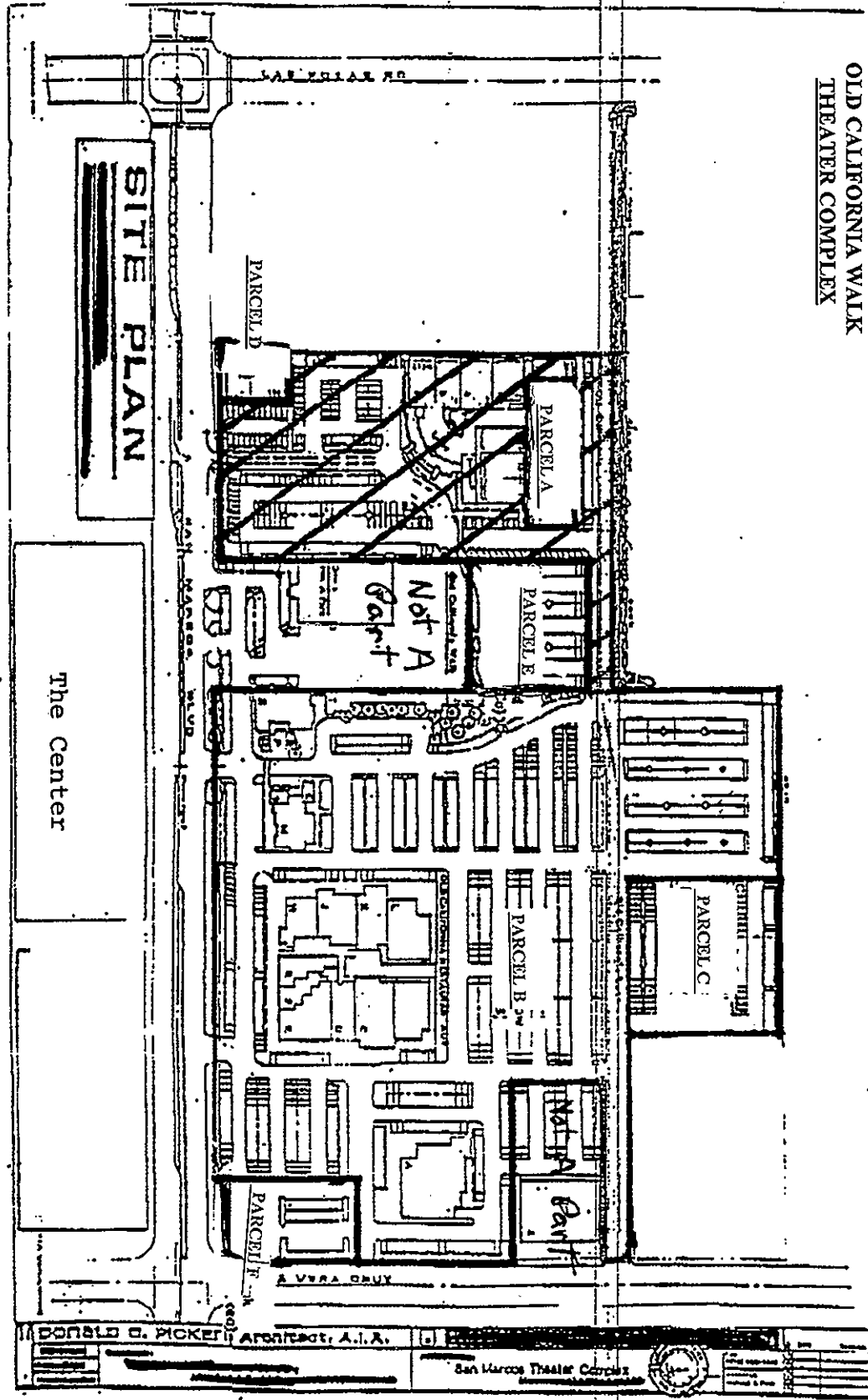
JOHN FRANK,
an individual

By: 

John Frank

1607

OLD CALIFORNIA WALK
THEATER COMPLEX

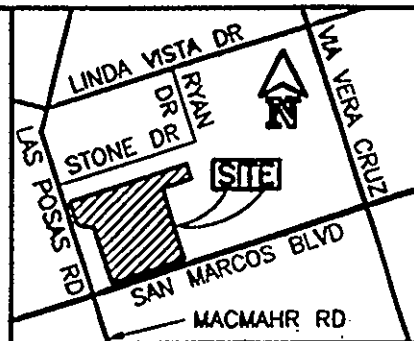


ADJUSTMENT PLAN CITY OF SAN MARCOS

PARCEL 1 OF P.M. 17775, & POR. OF LOT 2 IN BLK 77 OF
RANCHO LOS DE SAN MARCOS, ACCORDING TO MAP 806

EASEMENTS:

- ① 12' DRAINAGE ESM'T TO CITY OF SAN MARCOS PER DOC 80-398292 O.R. REC 11/25/80
- ② 20' UTIL ESM'T TO VWD PER DOC 1991-0099393 O.R. REC 3/7/91
- ③ 12' DRAINAGE ESM'T TO CITY OF SAN MARCOS PER DOC 80-398293 O.R. REC 11/25/80
- ④ 20' UTIL ESM'T TO VWD PER DOC 1991-0147259 O.R. REC 4/2/91
- ⑤ 12' DRAINAGE ESM'T TO CITY OF SAN MARCOS PER DOC 81-251193 O.R. REC 8/7/81
- ⑥ 20' UTIL ESM'T TO VWD PER DOC 1991-0453057 O.R. REC 9/4/91
- ⑦ 17' UTIL ESM'T TO VWD PER DOC 1997-0281171 O.R. REC 6/17/97
- ⑧ UTIL ESM'T TO VWD PER DOC 1997-0435453 O.R. REC 9/9/97
- ⑨ PARCEL 541 CONDEMNATION CASE NO. N47872
- ⑩ CONVEYED TO CITY OF SAN MARCOS PER DEED REC. 11/01/84, F/P NO. 84-413607 O.R.



VICINITY MAP
NO SCALE

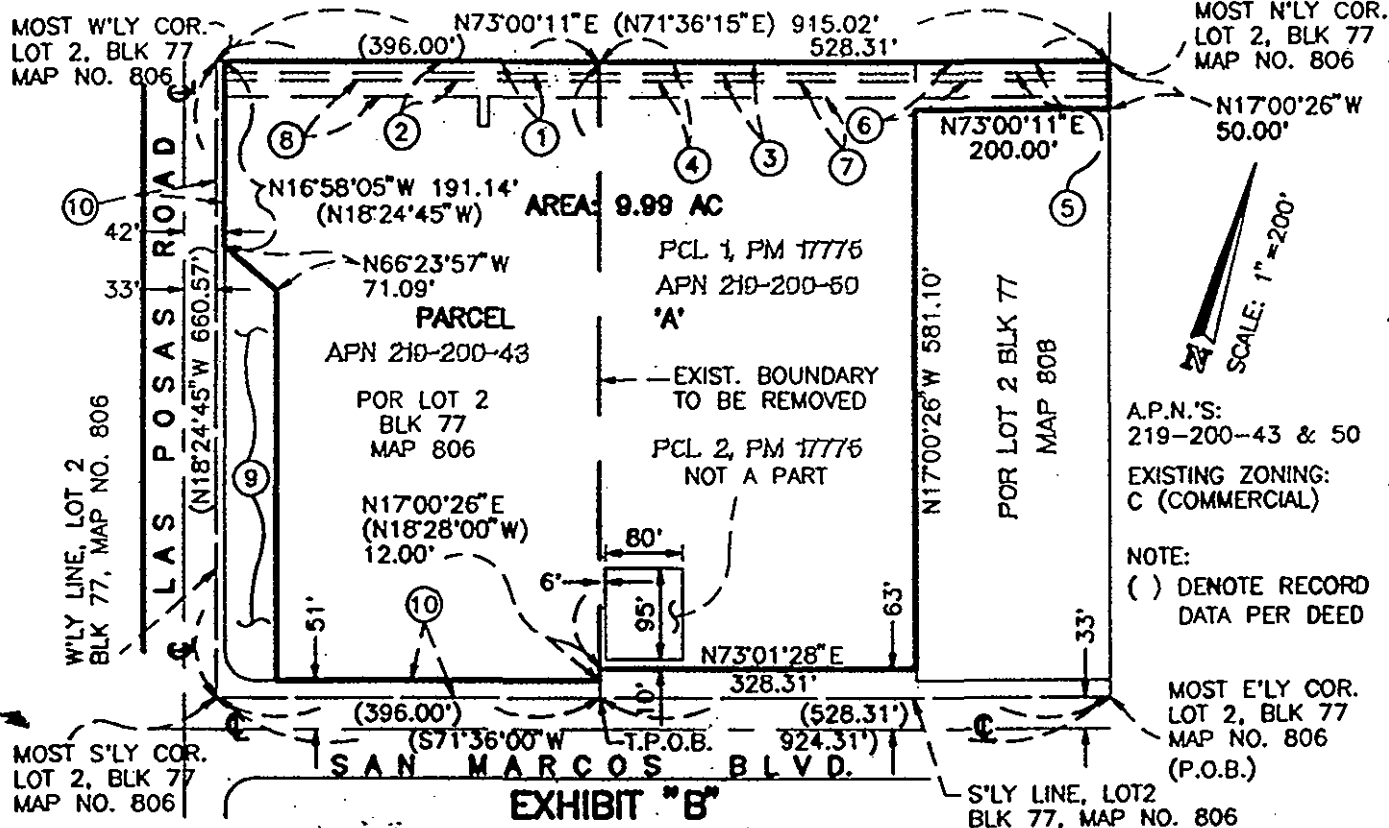


EXHIBIT "B"

HEALTH DEPARTMENT AND UTILITIES CERTIFICATION

NO EXISTING EASEMENTS WILL BE AFFECTED BY THIS
BOUNDARY ADJUSTMENT.

HEALTH DEPARTMENT	N/A
VALLECITOS WATER	LETTER ON FILE
SDG & E	LETTER ON FILE
PACIFIC BELL	LETTER ON FILE
COX CABLE	LETTER ON FILE

FOR DEPARTMENT USE ONLY

PRELIM. FEE _____ FINAL FEE \$200.00
REC. NO. 11071 REC. NO. _____

OWNER: EDWARDS THEATRES CIRCUIT, INC.
PHONE: (714) 640-4600

ADDRESS: 300 NEWPORT CENTER DRIVE
CITY: NEWPORT BEACH, CA 92650

OWNER'S SIGNATURE _____
APPLICANT: EDWARDS THEATRES CIRCUIT, INC.
ADDRESS: 300 NEWPORT CENTER DRIVE
NEWPORT BEACH, CA 92650
PHONE: (714) 640-4600

ENGINEER'S SIGNATURE William C. Yen 1-12-98
MAP PREPARED BY: WILLIAM C. YEN
9265 DOWDY DRIVE, STE 217, SAN DIEGO, CA 92126
PHONE NO. (619) 693-3989 RCE NO. 33730

EXHIBIT "A"

DATE FILED 10/14/97
REC'D BY WLB

PRELIMINARY ACTION BY

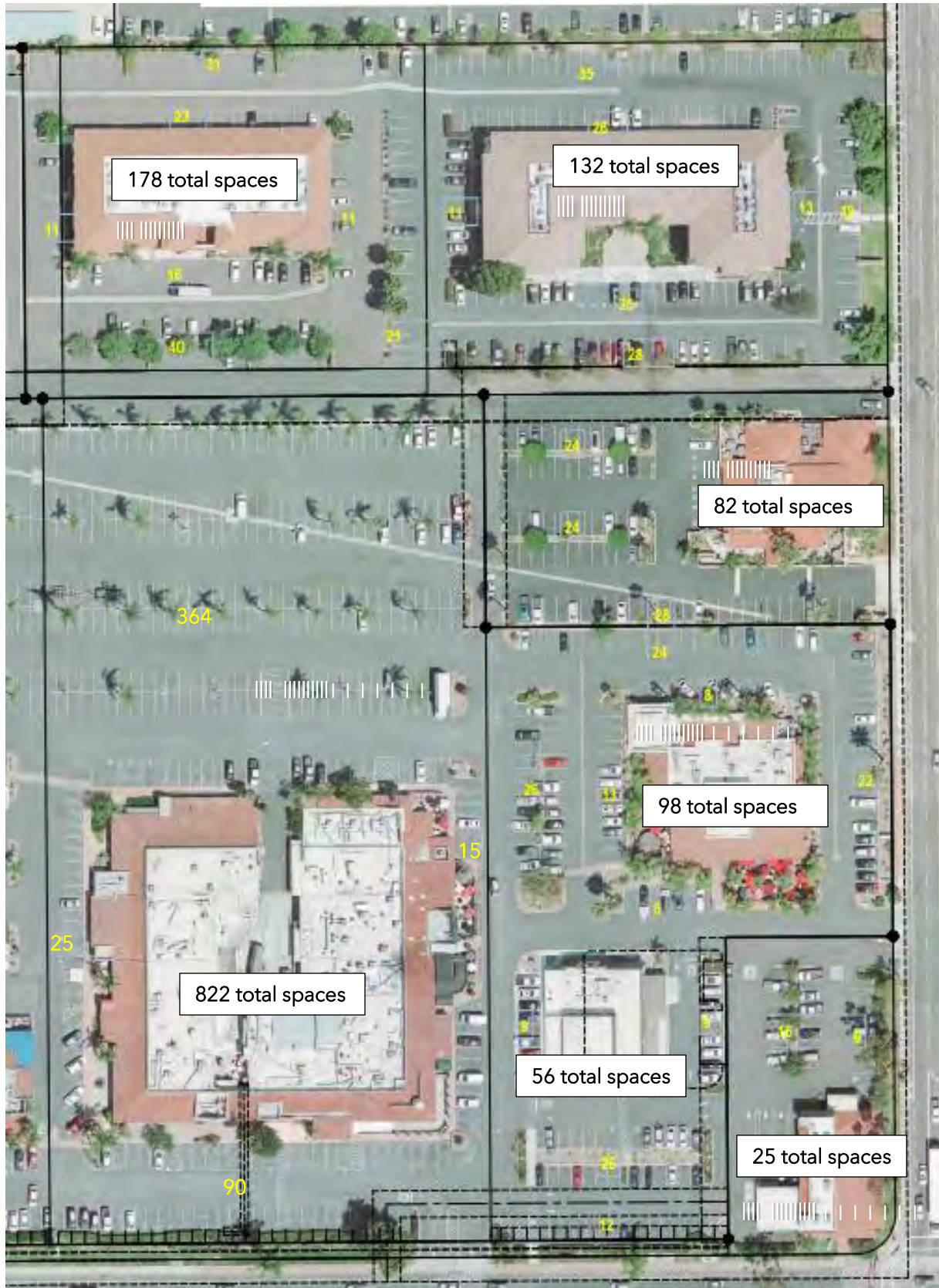
DATE 11/15/98

FINAL ACTION BY

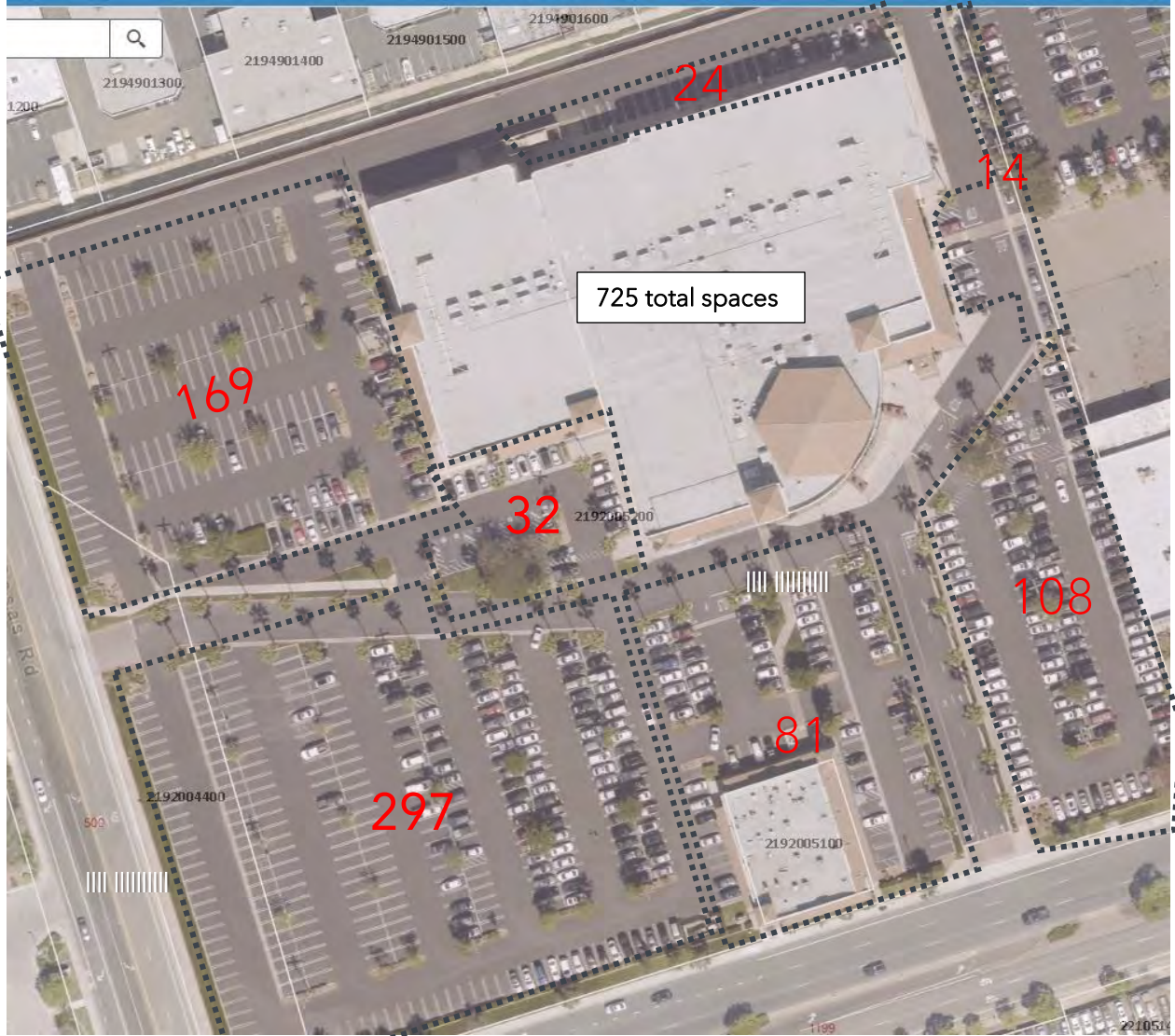
DATE 1/15/98

BA97-112

PLAT NO.







MEMORANDUM

To: David Shepherd, Lennar
From: Stephen Cook, TE, Intersecting Metrics
Date: October 10, 2023
Regarding: Old California Restaurant Row Restaurant Parking Analysis

The purpose of this technical memorandum is to document the observed parking demand of the existing restaurants adjacent to the Old California Restaurant Row (OCRR) Site. The observed parking demand of the existing restaurants can then serve as an analog for the parking requirements for sit-down restaurants that may be included within of the OCRR Re-Development Specific Plan.

To determine the parking demand for the sit-down restaurant uses that may be included within the OCRR Re-Development Specific Plan, a parking occupancy study was performed on the three sit-down restaurants adjacent to the OCRR site (Fish House Vera Cruz, Cocina Del Charro and Buffalo Wild Wings). Hourly parking occupancy counts were conducted for all sites during peak dinner times (between 4:00 PM and 9:00 PM) on Friday April 28, 2023 and Saturday April 29, 2023, as well as on Sunday September 24, 2023 between 9:00 AM and 7:00 PM to capture both the brunch and NFL watching crowds at the restaurants. The observed parking counts are displayed in **Table 1**.

Table 1: Observed Parking Counts

Date	Use	Observed Parking Demand			
		Fish House Vera Cruz	Cocina Del Charro	Buffalo Wild Wings	Total
4/28/2023 (Friday)	4:00 PM	32	66	25	123
	5:00 PM	49	80	39	168
	6:00 PM	59	89	51	199
	7:00 PM	49	83	36	168
	8:00 PM	42	71	29	142
	9:00 PM	22	63	36	121
4/29/2023 (Saturday)	4:00 PM	30	50	34	114
	5:00 PM	31	64	26	121
	6:00 PM	40	78	41	159
	7:00 PM	47	82	38	167
	8:00 PM	33	73	39	145
	9:00 PM	12	58	28	98
9/24/2023 (Sunday)	9:00 AM	2	32	7	41
	10:00 AM	7	61	27	95
	11:00 AM	22	86	51	159
	Noon	31	93	53	177
	1:00 PM	35	72	45	152



Table 1: Observed Parking Counts

Date	Use	Observed Parking Demand			
		Fish House Vera Cruz	Cocina Del Charro	Buffalo Wild Wings	Total
9/24/2023 (Sunday) Continued	2:00 PM	29	68	45	142
	3:00 PM	23	55	48	126
	4:00 PM	34	51	46	131
	5:00 PM	29	51	41	121
	6:00 PM	27	50	36	113
	7:00 PM	42	37	45	124

As shown in the table, the highest observed parking demand, across all three sites, occurred at 6:00 PM on a Friday, April 28th. To determine the parking ratio of the uses, **Table 2** compares the maximum observed parking demand at each restaurant to the total square footage of each site.

Table 2: Restaurant Parking Demand

Restaurant	Size (SF)	Peak Demand
Buffalo Wild Wings	5,445	51
Cocina Del Charro	11,160 ¹	89
Fish House Vera Cruz	9,100	59
Total	25,705	199
Parking Ratio		0.00774

Note:

¹The Cocina Del Charro square footage has been updated to reflect their 1986 Building Permit (PC 86-210).

As shown in Table 2, the 25,705 SF of existing restaurant uses generated a maximum observed parking demand of 199 spaces. This results in a parking demand ratio of approximately 7.74 spaces per 1,000 SF (199 Spaces / 25.705 KSF). Based on these observations and in consideration of the reduced size of the project's commercial tenant spaces, a ratio of 7.5 spaces per 1,000 square feet was determined to be an appropriate requirement for restaurants larger than 2,000 square feet in the Specific Plan area. The commercial spaces within the Specific Plan Area are between 1,140 SF and 2,111 SF in size, thus, is a sit down restaurant is implemented within one of these spaces it will function differently than one of the much larger restaurants that were observed. The ratio of 7.5 spaces per 1,000 SF is close to the parking rate observed at the larger restaurants and it provides a balance between the City's mixed use parking ratio for sit down restaurants (8.5 spaces per 1,000 SF) and take out restaurants (6.5 spaces per 1,000 SF) which is consistent with the types of restaurants that could operate in these spaces.