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CALENDAR ITEM

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7/21/83
WP 1639
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ASSIGNMENT AND AMENDMENT OF
LEASE PFC 1639.1
APPROVAL OF ENCUMBRANCING OF LEASL

ASSIGNOR: Gulf Oil Corporation
P. O. Box 2109
Santa Fe Springs, California 90670
Attention: Mr. Eugene Schoeberlein

ASSIGNEE: Colden West Refining Company
1801 Avenue of the Stars
Los Angeles, California 90067
Attention: Ms. Barbara Biles

AREA, TYPE LAND AND LOCATION:
A 116.75-acre parcel of tide and submerged
land, located in the Pacific Ocean offshore
from Huntington Beach, Orange County.

LAND USE: Marine terminal for transport of crude
oil, products and derivatives.

TERMS OF ORIGINAL LEASE:
Initial period: 49 years from January 25,
1956.

Consideration: \$1,022.25 total rental.

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-1-

MINUTE PAGE	125
MINUTE PAGE	1609

CALENDAR ITEM NO. 26 (CONT'D)

TERMS OF PROPOSED ASSIGNMENT AND AMENDMENT:

Surety bond: \$1,000,000, irrevocable
surety bond.

Public liability insurance: Noncancellable
combined single limit
coverage of \$10,000,000.

Special: The assignment and amendment
will require Golden West
Refining Company be a
member of "Clean Coastal
Waters", an oil spill
contingency cooperative.
The land description
is also being amended
to more accurately reflect
the area covered by existing
operations. Amendment
of other terms and conditions
in conformance with the
Commission's current
leasing policy.

CONSIDERATION: \$300,000 total rental for the remainder
of the lease term.

BASIS FOR CONSIDERATION:

Pursuant to 2 Cal. Adm. Code 2003.

PREREQUISITE TERMS, FEES AND EXPENSES:

Applicant is permittee of upland.

STATUTORY AND OTHER REFERENCES:

A. P.R.C.: Div. 6, Parts 1 and 2; Div. 13.

B. Cal. Adm. Code: Title 2, Div. 3; Title 14,
Div. 6.

A.B 884: N/A.

OTHER PERTINENT INFORMATION:

1. Golden West Refining Company was incorporated
in 1978 in the State of California
for the purpose of owning and operating
a refinery. It has been inactive until
this year when the opportunity arose
to purchase Gulf's Coast refining and

(Revised 7/21/83)

-2-

CALENDAR PAGE	125.1
MINUTE PAGE	1610

CALENDAR ITEM NO. 23 (CONTD)

terminal assets. Therefore financial reports were not available for Golden West.

Golden West has informed staff of the assets it will acquire upon completion of the sale from Gulf Oil Corporation to Golden West Refining. These will include, among others, Gulf's Santa Fe Springs refinery, storage facilities and product terminal, marine terminal and berth located at Terminal Island in Los Angeles, product terminals located at San Diego and Colton, California, Tuscon and Phoenix, Arizona, and Las Vegas, Nevada and various pipelines, easements, rights-of-way etc.

2. Gulf Oil Corporation has requested that it be named as a secured party-lender under the subject lease.
3. This activity is exempt from CEQA because it is an assignment of a lease which is not a project having a significant environmental effect pursuant to 14 Cal. Adm. Code, Div. 6, Section 15060.
4. The project is situated on lands identified as possessing environmental values pursuant to P.R.C. §370.1, and is classified in a use category "C" which authorizes Multiple Use. The project as proposed will not have a significant effect upon the identified environmental values.
5. The effective date of the assignment and amendment is July 29, 1983.

EXHIBITS:

- A. Land Description.
- B. Location Map.

IT IS RECOMMENDED THAT THE COMMISSION:

1. DETERMINE THAT AN ENVIRONMENTAL DOCUMENT HAS NOT BEEN PREPARED FOR THIS ACTIVITY AS SUCH DOCUMENT IS NOT REQUIRED UNDER THE PROVISIONS OF P.R.C. 21065, 14 CAL. ADM. CODE 15037 AND 15060, AND FIND THAT THE PROJECT IS CONSISTENT WITH ITS USE CLASSIFICATION.

(Revised 7/21/83)

-3-

SEARCHED	125.2
INDEXED	1611

CALENDAR ITEM NO. 26 (CONTD)

2. AUTHORIZE THE ASSIGNMENT AND AMENDMENT OF LEASE PRC 1639.1, FROM GULF OIL CORPORATION TO GOLDEN WEST REFINING COMPANY; IN CONSIDERATION OF RENT IN THE TOTAL AMOUNT OF \$300,000 FOR THE REMAINDER OF THE LEASE TERM; PROVISION OF AN IRREVOCABLE \$1,000,000 SURETY BOND; PROVISION OF NONCANCELLABLE PUBLIC LIABILITY INSURANCE FOR COMBINED SINGLE LIMIT COVERAGE OF \$10,000,000; FOR OPERATION OF A MARINE TERMINAL FOR THE TRANSPORT OF CRUDE OIL, PRODUCTS AND DERIVATIVES ON THE LAND DESCRIBED ON EXHIBIT "A" ATTACHED AND BY REFERENCE MADE A PART HEREOF.
3. AUTHORIZE THE STAFF TO NEGOTIATE THE TERMS OF THE ASSIGNMENT AND AMENDMENT WITHIN THE GUIDELINES SET FORTH ABOVE.
4. AUTHORIZE AN AGREEMENT AND CONSENT TO ENCUMBRANCING OF ASSIGNEE'S RIGHTS, TITLE AND INTERESTS IN LEASE PRC 1639.1 IN FAVOR OF GULF OIL CORPORATION.

CALENDAR	125.3
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EXHIBIT "A"

LAND DESCRIPTION

WP 1639

A strip of land one hundred (100) feet in width, being fifty feet on either side of the following described center line, to wit:

Beginning at the intersection of the centerline of Hampshire Avenue (also known as State Highway 39) and the centerline of Ocean Avenue (also known as U.S. 101 Alternate) in Huntington Beach, Orange County; thence along the centerline of said Ocean Avenue N 53° 6' W, 930.52 feet to a point; thence S 36° W, 385 feet, more or less, to a point on the line of ordinary high tide of the Pacific Ocean, said point being the true point of beginning; thence S 36° W, 6,815 feet.

TOGETHER WITH a circular parcel of submerged land, having a radius of 1200 feet, the radius point being the southwesterly terminus of the above described centerline.

END OF DESCRIPTION

REVISED JUNE 28, 1983 BY BOUNDARY AND TITLE UNIT, LEROY WEED, SUPERVISOR.

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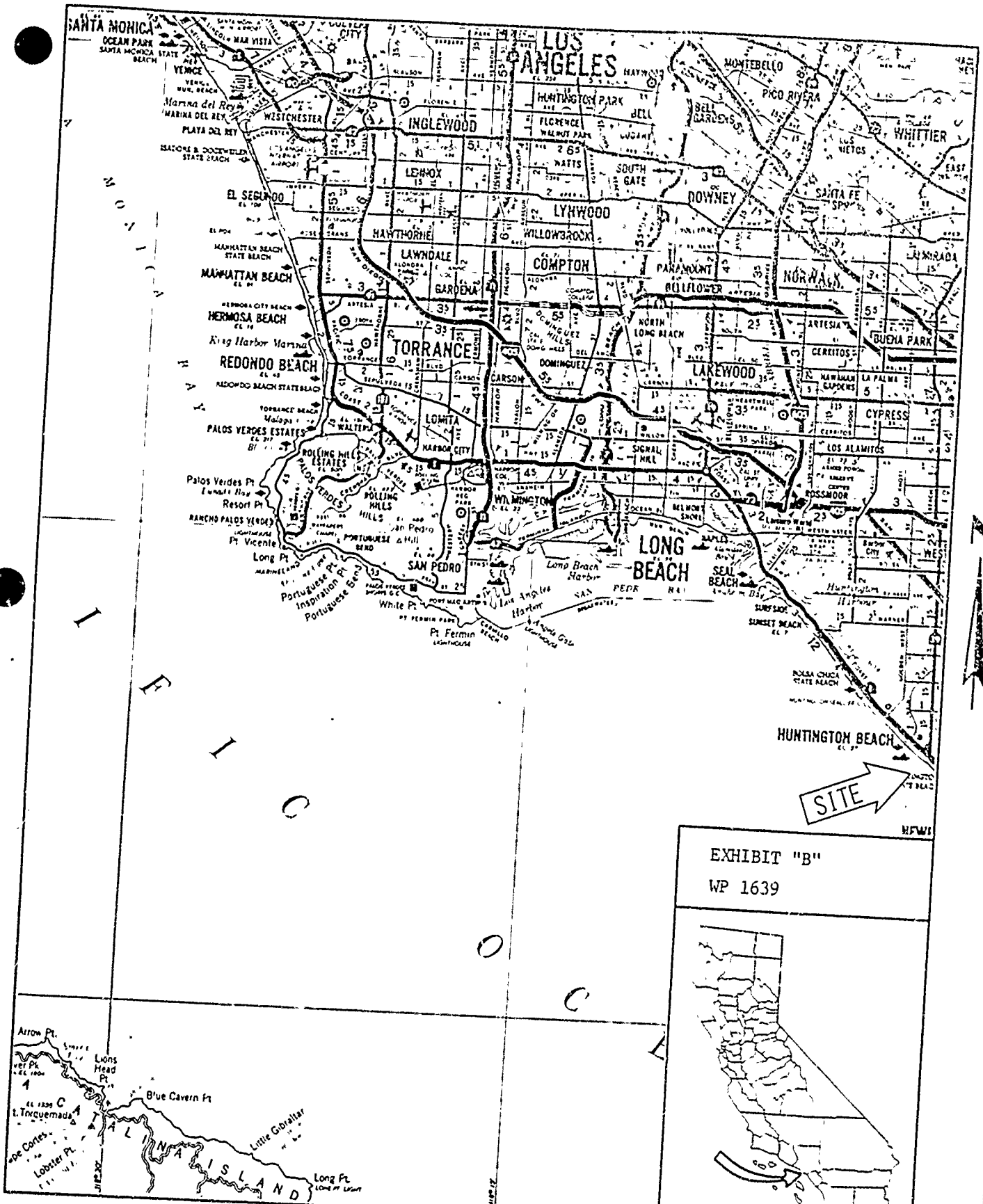


EXHIBIT "B"
 WP 1639

125.5
 1614