

**RECORDING REQUESTED BY AND
WHEN RECORDED, RETURN TO:**

Laura Giraud, Real Estate Manager
Sonoma-Marin Area Rail Transit District
5401 Old Redwood Highway, Ste. 200
Petaluma, CA 94954

Exempt from Documentary Transfer Tax
(Revenue & Taxation Code Section 11922)
Exempt from Recording Fees
(Government Code Section 1603)

(Space above for Recorder's use only)

QUITCLAIM DEED

FOR VALUE RECEIVED, NORTH COAST RAILROAD AUTHORITY ("NCRA"), a local agency created by the California legislature ("Grantor"), REMISES, RELEASES and QUITCLAIMS to the SONOMA-MARIN AREA RAIL TRANSIT DISTRICT, a public agency created under California law ("Grantee"), and its successors and assigns, all of the Grantor's right, title and interest in and to certain real and personal property (the "Property") in the Counties of Marin, Sonoma, and Napa, State of California, including but not limited to fee interests, leases, easements, licenses, operating agreements, contracts and interests in real estate of every kind and nature, with all appurtenances, improvements, fixtures, trackage and all trackage rights and appurtenances, of whatsoever kind and nature, as more particularly described in Schedule 1, attached hereto and made a part hereof.

IN WITNESS WHEREOF, Grantor has executed this Quitclaim Deed as of this _____
day of _____, 2020.

NORTH COAST RAILROAD AUTHORITY
("NCRA"), a local agency created by the California
legislature

By: _____

Title: _____

CERTIFICATE OF ACCEPTANCE

This is to certify that the interest in real property conveyed by the Quitclaim Deed dated the _____ day of _____, 2020, executed on behalf of the NORTH COAST RAILROAD AUTHORITY (“NCRA”), a local agency created by California legislature, to the Sonoma-Marín Area Rail Transit District, a California public agency, (“SMART”), is hereby accepted by SMART, and that SMART consents to recordation of the Quitclaim Deed by its duly authorized officer.

SONOMA-MARIN AREA RAIL
TRANSIT DISTRICT

Dated _____, 2020

By: _____
Farhad Mansourian, General Manager

APPROVED AS TO FORM:

By: _____
Thomas Lyons, General Counsel

QUITCLAIM DEED
North Coast Railroad Authority
To
Sonoma-Marín Area Rail Transit District

SCHEDULE 1

All right, title and interest of the Grantor in the real property described herein in the State of California, including but not limited to fee interests, leases, easements, licenses, operating agreements, contracts and interests in real estate of every kind and nature, with all appurtenances, improvements, fixtures, trackage and all trackage rights and appurtenances, of whatsoever kind and nature.

Said real property includes, but is not limited to, portions of the line of the former Northwestern Pacific Railroad Company, a California corporation incorporated in 1907, ("NWP"), and is described as follows:

Healdsburg Segment: That portion of the former NWP line generally extending from NWP MP 68.22 near Healdsburg, California, to NWP MP 26.96 near the centerline of Novato Creek in Novato, California; and between said MP 26.96 in Novato, to MP 25.57 at Ignacio, California, a total distance of approximately 41 miles.

Lombard Segment: That portion of the former NWP line generally extending from NWP MP 25.57 at Ignacio, California, to NWP MP 40.6 near Schellville, California, thence from said NWP MP 40.6, also known as Southern Pacific Railroad ("SP") MP 72.59663 (Schellville Branch to Napa Junction), as shown on SP Valuation Map V-82/4, to SP MP 63.4, between the Brazos Junction Station and Lombard, in Napa County, California, a total distance of approximately 25.3 miles.

Willits Segment from NWP MP 89, to NWP MP 68.22: That portion of the former NWP line generally extending from the point where the northern boundary line of Sonoma County, California, intersects the centerline of the railroad right of way, at or near NWP MP 89, to NWP MP 68.22, near Healdsburg, California, which is a portion of the interest conveyed to Grantor by Southern Pacific Transportation Company, a Delaware corporation, by Document Number 1996-0038424 of the Official Records of Sonoma County, recorded on April 30, 1996, as described in Attachment A.

Said real property also includes, but is not limited to, the real property described in the following instruments:

MARIN COUNTY:

Grant of Easement Agreement dated April 30, 1996, by and between the Northwestern Pacific Railroad Authority, a California joint powers authority, and the North Coast Railroad Authority, a California public agency, conveying a perpetual, exclusive easement for the operating of freight service over the real property of the Grantor in Marin County, California, as described in Exhibit A to the Agreement. Said Grant was recorded April 30, 1996, as Document 1996-022008, Official Records of Marin County, California.

Grant of Easement Agreement dated April 30, 1996, by and between the Northwestern Pacific Railroad Company, a California joint powers authority, and the North Coast Railroad Authority, a California public agency, conveying a perpetual, exclusive easement for the operation of passenger excursion and regional intercity service over the real property of the Grantor in Marin County, California, as described in Exhibit A to the Agreement. Said Grant was recorded April 30, 1996, as Document 1996-021702, Official Records of Sonoma County, California.

SONOMA COUNTY:

Grant of Easement Agreement dated April 30, 1996, by and between the Northwestern Pacific Railroad Authority, a California joint powers authority, and the North Coast Railroad Authority, a California public agency, conveying a perpetual, exclusive easement for the operating of freight service over the real property of the Grantor in Sonoma County, California, as described in Exhibit A to the Agreement. Said Grant was recorded April 30, 1996, as Document 1996-038423, Official Records of Sonoma County, California.

Grant of Easement Agreement dated April 30, 1996, by and between the Northwestern Pacific Railroad Authority, a California joint powers authority, and the North Coast Railroad Authority, a California public agency, conveying a perpetual, exclusive easement for the operation of passenger excursion and regional intercity service over the real property of the Grantor in Sonoma County, California, as described in Exhibit A to the Agreement. Said Grant was recorded April 30, 1996, as Document 1996-0038420, Official Records of Sonoma County, California.

NAPA COUNTY

Grant of Easement Agreement dated April 30, 1996, by and between the Northwestern Pacific Railroad Authority, a California joint powers authority, and the North Coast Railroad Authority, a California public agency, conveying a perpetual, exclusive easement for the operating of freight service over the real property of the Grantor in Napa County, California, as described in Exhibit A to the Agreement. Said Grant was recorded May 3, 1996, as Document 1996-010855, Official Records of Napa County, California.

Grant of Easement Agreement dated April 30, 1996, by and between the Northwestern Pacific Railroad Authority, a California joint powers authority, and the North Coast Railroad Authority, a California public agency, conveying a perpetual, exclusive easement for the operation of passenger excursion and regional intercity service over the real property of the Grantor in Napa County, California, as described in Exhibit A to the Agreement. Said Grant was recorded April 30, 1996, as Document 1996-010457, Official Records of Napa County, California.