

LEM

ORIGINAL

Decision No. 22941

BEFORE THE RAILROAD COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Application of)
B. W. CAMPBELL, A. B. PETERSON and)
R. F. GUICHARD to sell, and Key Sys-)
tem, Ltd., a corporation, to pur-)
chase, the properties herein de-)
scribed and of Key System, Ltd. to)
issue securities.)

Application No. 16815

Brobeck, Phleger and Harrison, by Herman Phleger
and James S. Moore, Jr., for applicants

BY THE COMMISSION:

OPINION

B. W. Campbell, A. B. Peterson and R. F. Guichard ask permission to sell to Key System, Ltd. all the properties purchased by them at judicial sale on August 6, 1930, which properties were formerly owned by The Key System Transit Company and which are described in Exhibit "A" attached hereto. The Key System, Ltd. asks permission to purchase the aforesaid properties and to assume such obligations as have been incurred by said B. W. Campbell, A. B. Peterson and R. F. Guichard in connection with the operation thereof and to issue 25,000 shares of its capital stock without nominal or par value, or such portion thereof as the Commission may deem proper in exchange for said properties.

It is of record that the Superior Court of the State of California in and for the County of Alameda in an action therein pending entitled "The Oakland Bank, a corporation, Plaintiff, against

Key System Transit Company, a corporation, et al, Defendants, No. 112,516," which action was brought to foreclose the first mortgage and the general and refunding mortgage of Key System Transit Company, entered on June 23, 1930, its judgment and decree of foreclosure and sale. The court ordered the properties of the Key System Transit Company to be sold in parcels, each of which is described in said judgment and decree of foreclosure and sale. (Exhibit No. 3) At the sale of the properties held on August 6, 1930, B.W.Campbell, A. B. Peterson and R. F. Guichard bought Parcel No. 1 of said properties, which is described in Exhibit "A" attached hereto. In so doing they were, and in operating the properties since August 6, 1930, they have been and are now, acting as trustees for the Readjustment Committee of Key System Transit Company, pursuant to the plan of readjustment of Key System Transit Company.

Applications Nos. 16816, 16817 and 16818, which were consolidated with this Application (No. 16815) for the purpose of taking evidence, cover the transfer of other parts of the properties formerly owned by Key System Transit Company. While separate decisions will be entered in each of the applications, we will in this opinion set forth certain facts which relate to the Key System Transit Company and/or to the aforesaid applications, and/or to the Railway Equipment and Realty Company, Ltd., an alleged non-public utility corporation.

The Readjustment Committee, which came into being through the failure of the Key System Transit Company to pay its bond interest, consists of C.O.G.Miller, Chairman, Chas. R. Blyth, Robert W.Cross, Edwin O.Edgerton, Bernard W. Ford, A.J.Lundberg, Alexander McAndrew and John D. McKee. This Committee prepared a plan for readjustment (Exhibit No. 6) and a security holders deposit agreement.(Exhibit No.5)

The testimony of A.J.Lundberg, who was president of the Key System Transit Company, and who is president of Key System, Ltd. shows that the following securities of the Key System Transit Company were deposited with the committee:-

HEAD OF SECURITY	Face amount outstanding	Amount deposited	Percent of total outstanding deposited
<u>A. KEY SYSTEM TRANSIT CO.</u>			
First mortgage bonds	\$ 6,899,000.	\$ 6,850,500.	99.297
General and refunding mortgage bonds. . .	8,862,000.	8,502,500.	95.943
Prior preferred stock certificates	5,909,200.	4,407,400.	74.579
Preferred stock certificates	3,732,100.	2,243,100.	60.103
Common stock certificates	2,309,700.	13,425.	0.582
<u>B. KEY SYSTEM SECURITIES COMPANY</u>			
Collateral trust 6% notes	2,500,000.	2,018,000.	80.72
<u>TOTAL</u>	<u>\$30,212,000.</u>	<u>\$24,034,925.</u>	<u>79.554</u>

Under the reorganization plan the first mortgage bond holders are to receive fifty percent of the principal amount of their bonds in cash and fifty percent in equipment trust certificates, secured by an equipment trust indenture, which will be a lien upon ferry boats and equipment previously owned by Key System Transit Company. To carry this plan out it required that bondholders and security holders junior to the first mortgage bonds should furnish at least \$3,500,000. in cash. This cash was obtained by requiring all security holders who were junior to the first mortgage bonds to subscribe for first preferred stock of Railway Equipment and Realty Company, Ltd. in an amount equal to twenty-five percent of the principal amount of their securities. The holders of general and refunding mortgage bonds who were creditors of Key System Transit Company and who had a mortgage upon all of the properties, including the equipment of Key System Transit Company, subscribed for more than \$2,000,000. of first preferred stock of Railway Equipment and Realty Company, Ltd. and agreed to accept in exchange for their general and refunding mortgage bonds, no-par-value preferred stock of the Railway Equipment and Realty Company, Ltd. which at \$100. per share, would represent the principal amount of their general and refunding bonds. Owners of the junior securities of Key System Transit Company were given the privilege of securing stock in the Railway Equipment and Realty Company, Ltd.

of like relative priority to that previously held, upon subscribing for first preferred stock of Railway Equipment and Realty Company, Ltd. in an amount equal to twenty-five percent of the par value of the stock for collateral trust notes previously held by them. Exhibit No. 16 shows the capitalization of Railway Equipment and Realty Company, Ltd. as of July 1, 1930, had the reorganization plan been then in effect, to be:

Six percent equipment trust certificates due July 1, 1938,	\$3,425,250.
Five and one half percent equipment trust certificates of Key System Transit Company, assumed by Railway Equipment and Realty Company, Ltd.	\$1,025,000.
	<u>No. of shares</u>
First preferred stock, \$1.50 dividend, cumulative from March 3, 1930	140,000
Preferred stock, cumulative from January 1, 1929, Series 1, \$6. dividend	12,972
Series 2, \$5. dividend	70,714
Convertible preferred stock, \$6. dividend, cumulative from January 1, 1929	19,720
Class A stock, \$7. dividend, cumulative from Feb. 15, 1934	47,515
Class B stock, \$7. dividend, cumulative from July 1, 1937	26,926
Class C stock, \$4. dividend, non-cumulative,	22

The Railway Equipment and Realty Company, Ltd.,^{is} organized under the laws of Delaware. It is alleged that it is a non-utility company. All shares of its stock are without nominal or par value. Each share of stock votes, irrespective of the class, and each share has one vote per share.

A. J. Lundberg testified that-

"As a result of the Plan the public utility operations formerly conducted by Key System Transit Company have been separated into four separate public utilities, which in my opinion are in a position to realize the potential values of the properties owned by each, and which in my opinion will have a successful future, which successful future is only made possible by the fact that the common stock of each is owned by a non-utility corporation, which possesses credit and the ability to do further financing. In my opinion these utilities are in a position to and will in the future render adequate public service, something which would have been impossible for the Key System Transit Company.

In further amplification of my opinion that it is in the public interest that the public utility operations conducted as one unit by the Key System Transit Company should hereafter be operated as four units by four separate utilities, I submit the following:-

"(a) As to Key System, Ltd. which it is proposed will own the trans-bay rail lines and will operate the trans-bay system:

The trans-bay operations have always been a unit distinct from the street car operations of Key System Transit Company-

1. The rate bases of the two properties have been separate, and it would not be proper or legal that the public using one should pay a return on the property devoted to the public service of the other.
2. Labor conditions, wages, seniority, etc. are different.
3. There exists and has existed for a long time, a duplication of service between the trans-bay operations of Key System Transit Company and those of the Southern Pacific Company. Not only may great economies (estimated as being in excess of \$600,000 per annum) be achieved by the elimination of this duplication, but the eventual unification (with estimated additional savings in excess of \$400,000. per annum) of the two systems would be distinctly in the public interest. The elimination of such duplication was found to be absolutely impossible so long as the trans-bay operations were connected in ownership with the street railway operations. Ultimate unification was equally impossible under such conditions.

With the segregation of the trans-bay lines from the street railway lines, it is my belief and expectation that within a reasonably short time arrangements will be made which will eliminate substantially all of the existing duplication, and I have expectations, which I believe are reasonable, that in the future it will be possible to bring about unification.

While it is my belief that it will be some time before a trans-bay bridge is completed, such a bridge will undoubtedly be built. The segregation into one unit of the trans-bay operations, together with the prospective elimination of duplication and possible unification of trans-bay lines, is, in my opinion, essential and in the public interest in order that if and when such a bridge is built, intelligent co-operation can be had with the owners of the bridge in order that efficient trans-bay transportation may be provided as justified. This would be out of the question unless the trans-bay lines were separate of the street car lines.

(b) As to the Terminal Company- Key System Transit Company was the owner of a franchise covering a strip 1,000 feet wide extending into the bay approximately two miles from the so-called old charter line. In addition, the ordinance provides for 1,000 ft. fairways to the north and south of this strip. This property, together with the terminals erected thereon possessed great potential value which it was found was impossible of realization because of the fact that it was connected both with a street railway system and a trans-bay system. This property was sold at the foreclosure sale to A. Strandberg, et al, and is being operated by them as a public utility. In my

opinion it is possible to develop this property by the erection of wharves and warehouses and by the creation of switching facilities, etc., so that it will become of substantial increased value, will produce substantial increased revenue, and will permit better service to the public.

It is also my opinion that by the expenditure of a reasonable sum of money, the present terminal facilities can be so improved that the cost of operating the trans-bay service will be greatly reduced, the capacity of the trans-bay service greatly increased, and the time of transit reduced during the time of peak loads by as much as 25 percent. These benefits, while brought about by the improvement of the facilities of the Terminal Company, will redound directly to the benefit of the trans-bay system.

It is my belief and expectation that within a comparatively short time it will be possible for the Terminal Company to enter into advantageous arrangements with main line railroads which will result in the acquisition by such railroads of a substantial portion of the stock of the Terminal Company and which will result in the financing by the Terminal Company of the improvements which have already been mentioned, all of which will result in substantial revenue to that Company and benefits to the public. I have found that it is impossible to interest other railroads or industries in any development of the terminal properties, or in using them on a tenancy basis, unless the terminal properties are entirely separate from the trans-bay operations and the street railway operations.

It is not the plan that the Terminal Company will dispose of its ownership of the franchise for the terminal or that the Railway Equipment and Realty Company, Ltd. will part with stock control of the Terminal Company.

(c) As to the East Bay Street Railways- The street railways are a natural unit and can best be operated and give the best service to the public as such unit. The revenues of the street railways are sufficient to pay all operating expenses, all rental of equipment, and a portion of the depreciation. It is my belief and expectation that over a reasonable period, through economies and through the betterment of service (many of which are now in process of accomplishment) that this Company will earn, in addition to all charges and depreciation, a reasonable return upon the value of the property devoted to public service. This is all distinctly in the public benefit because no public service can be adequately performed by a Company that is not making at least some return.

The attainment of this objective will be immeasurably promoted by the fact that the common stock of the street railways company will be owned by the Railway Equipment and Realty Company, Ltd., which will be in a position to, and will provide for, additions and betterments as justified.

Should the acquisition of the street railway system by the municipalities or the East Bay Municipal Utility District be desired at some future time, this will be greatly facilitated by the separate ownership of the system, as well as by the smaller public bond issue required if it were decided to continue to lease equipment.

(d) As to the Motor Coach Lines- The motor coach lines constitute a logical unit for operation. While it is true that some of them are operated as 'feeders' to the street cars, it is in my opinion to the best interest of the public that they be operated as a unit, and such operation is logical for the following reasons:

1. By operating motor coaches as a motor coach system a tax of only 4-1/4 percent on the gross receipts is payable, instead of the 5-1/4 percent on street car operations.

2. Different wage, labor and seniority conditions apply to the motor coaches than to the street car lines, and only by their segregation can difficulty on this account be prevented.

3. It may be necessary in the future to have fare adjustments on the motor busses that would not be justified nor desirable on the street car system. It has been found that the public is willing to pay a larger fare for transportation on a motor bus than on a street car. The operation of the motor busses as a separate unit will make such fare changes much easier.

It is my opinion that over a reasonable period of time motor bus operations will be profitable in and of themselves. Motor busses possess certain advantages over street cars, and particularly as respects franchises they occupy a much more favorable position. They are not burdened with paving obligations, and they operate under perpetual permits granted by the Commission in most instances; nor are they burdened by ordinance provisions requiring free riding nor the requirement of the payment of gross-receipts tax to cities. Independent operation in my opinion will go a long step forward toward making the motor bus operations profitable, and in my opinion will be distinctly in the public interest.

Railway Equipment and Realty Company, Ltd. is prepared to advance the moneys necessary for the operation of the motor bus lines until it can be definitely determined whether they can be made self-supporting. In my opinion such motor coach operations can be made self-supporting and hold out the possibility in future years of being a valuable property.

In general, the Plan of Reorganization is based upon the belief that the properties owned by the Key System Transit Company were almost valueless when operated as a unit, as a public utility; that by their sale in separate parcels, potential values could be rescued, and public service continued and improved, which would be otherwise impossible; that provided future financing could be obtained, such values would be rescued not only for the public but for the security holders who had invested their money either as lenders or as stockholders in this enterprise. It is my belief that this objective can be obtained.

It is my belief that if this Plan of Reorganization is not consummated that the failure so to do will be a great loss to the public. There was no alternative to this Plan of Reorganization other than receivership and the abandonment of a large portion if not all of the operations, and salvage of the bare bones of the plant."

The Key System, Ltd. proposes to issue 25,000 shares of its capital stock without nominal or par value or such portion thereof as the Commission may deem proper. In Exhibit No. 17 it is reported that the properties which the Key System, Ltd. proposes to acquire appeared on the books of the Key System Transit Company as of June 30, 1930 at \$3,303,467.92. An accrued depreciation against such properties as of the same date is reported in Exhibit No. 21 at \$421,282.76, leaving a net value of \$2,882,185.16. The stock which the company proposes to issue will be acquired by the Railway Equipment and Realty Company, Ltd.

The testimony shows that the Key System, Ltd. will, for the time being, at least, lease the equipment which it needs in its operation from the Railway Equipment and Realty Company, Ltd. It will also lease from that company certain real property which it needs in its operation. The several leases obligate the company to pay in the form of rent the following amounts:-

	: Six per	:	: Total
	: cent on	:	: monthly
	: value	: Depreciation:	: rental
Land leases; Railway Equipment and Realty Company, Ltd.			
Lessor	\$ 5,351.49	\$ 64.98	\$ 5,416.47
Equipment; Railway Equipment and Realty Company, Ltd.,			
Lessor	9,783.00	3,897.61	13,680.61
Miscellaneous rentals, other than Railway Equipment and Realty Company, Ltd.			1,310.81
Total monthly	\$ 15,134.49	\$ 3,962.59	\$ 20,407.89
Total annual	181,613.88	47,551.08	244,894.68

The equipment is leased for its useful life at a rental, payable in dollars, which is approximately equal to six per cent interest on the value of the equipment, plus depreciation. Either party has the option, at the expiration of one year and upon six months' notice, to terminate the lease. A.J. Lundberg testified that the provision to terminate the lease is significant in that if the rental should for any reason become unfair, it can be adjusted by terminating the then existing lease and

that the utility might condemn the property and in that way continue in possession of the property. Theoretically, this may be correct but practically it is hardly conceivable that Key System, Ltd. which will be controlled by Railway Equipment and Realty Company, Ltd., the owner of the equipment, will, so long as that company controls applicant, be successful in having the leases modified or obtain the leased property through condemnation proceedings. The Commission is not asked to approve any of the leases and our references to them should not be construed as an approval thereof. They contain provisions which may or may not prove inimical to the public utility, according to the interpretation that may be given to them. In this connection it may be well to quote from the record-

MR. MOTT: I might state, Mr. Examiner, that the Engineering Department has not had an opportunity to check the rentals as against value, and all that sort of thing in these various leases, and if the Commission is in any way bound, or obligated, inferentially, or otherwise, in any action it may take in this proceeding, by the reasonableness of those rentals, why, we are not prepared to advise the Commission.

MR. PELEGER: Our position, Mr. Examiner, is this, that this is an application by groups of individuals who are presently in possession of and operating certain properties as public utilities to transfer that property to certain corporations in return for the capital stock of those corporations, and it is not our idea, and I attempted to have the testimony so show, that the Commission in any future proceeding, rate or otherwise, would be bound by any of the valuation figures or lease figures.

MR. MOTT: Well, if they are not--

MR. PELEGER: I think that that is so as a matter of law and as a matter of equity I wish to make it clear that we would not take the position that the Commission was committed.

MR. MOTT: I assume that all this material will be available to the Commission for such check for any purposes that it may see fit, or want information on in the future?

MR. PELEGER: These leases and similar documents will be available, yes.

MR. MOTT: And the basic data back of them?

MR. PELEGER: As to the valuation of equipment, yes.

MR. MOTT: Depreciation calculations, and all such matters?

MR. PELEGER: Yes, surely. "

No one appeared to protest the granting of this application or Applications Nos. 16816, 16817 and 16818. The Commission has considered the evidence submitted and is familiar with the

financial difficulties encountered by the Key System Transit Company. A reorganization of its affairs became inevitable. A.J. Lundberg and counsel insist that the plan referred to herein is the only practical way to continue the transportation service formerly given by the Key System Transit Company. While we are willing to grant this application and Applications Nos. 16816, 16817 and 16818, we do not thereby approve the reorganization plan to which reference is made. That plan has been devised by representatives of the holders of securities of Key System Transit Company for the purpose, among others, of enabling them to realize on their investment in the properties. The plan has never been submitted to the Commission for its approval. The reorganization committee and not this Commission is responsible for dividing the properties in the manner indicated in the record in these proceedings.

Such properties have been sold pursuant to an order of the Superior Court of the State of California in and for the County of Alameda. Under ordinary circumstances this Commission will not permit a public utility to sell an important part of its properties used in rendering service to a non-utility corporation and the imposition on the utility of rent which, if not paid, constitutes a default and may deprive the utility of the property which it needs to conduct its operations.

This Commission is primarily concerned with the service to the public and the rates under which such service is rendered. If the Commission will hereafter be called upon to fix rates of Key System, Ltd. or the corporations mentioned in Applications Nos. 16816, 16817 and 16818, the Commission will at that time consider the reasonableness of any charges which may be imposed, directly or indirectly, on Key System, Ltd. or on any of the other corporations by the Railway Equipment and Realty Company, Ltd., irrespective of any action taken in this application or in Applications Nos. 16816, 16817 and 16818.

ORDER

The Railroad Commission having been requested to enter its order, as indicated in the foregoing opinion, a public hearing having been held before Examiner Fankhauser, the Commission being of the opinion that the money, property or labor to be procured or paid for by the issue of the twenty-five thousand shares of stock herein authorized is reasonably required for the purpose specified herein, and that such purpose is not, in whole or in part, reasonably chargeable to operating expenses or to income, and that this application should be granted, as herein provided, therefore,

IT IS HEREBY ORDERED as follows:-

- (1) B. W. Campbell, A. B. Peterson and R. F. Guichard be, and they are hereby, authorized to sell, on or before December 31, 1930, to Key System, Ltd., a corporation, all of the properties purchased by them at judicial sale on the sixth day of August, 1930, such properties being more particularly described in Exhibit "A" attached hereto.
- (2) Key System, Ltd. may, on or before December 31, 1930, acquire the aforesaid properties and assume such obligations as have been incurred by B.W.Campbell, A.B.Peter-son and R.F.Guichard in connection with the operation of the aforesaid properties.
- (3) Key System, Ltd. may, on or before December 31, 1930, issue twenty-five thousand shares of its capital stock, without nominal or par value, in payment for the aforesaid pro- perties.
- (4) Within thirty days after the transfer of the properties herein authorized to be transferred, Key System, Ltd.

shall file with the Railroad Commission a verified copy of the deed or other instrument of conveyance under which it acquires and holds title to the aforesaid properties, and shall also file with the Commission a report such as is required by the Commission's General Order No. 24, which order, insofar as applicable, is made a part of this order.

- (5) The Commission will not, because of the authority herein granted, consider the aforesaid reported cost of the properties described in Exhibit "A", or the aforesaid rentals, as reasonable for the purpose of fixing rates or the issue of additional securities, or for any purpose other than the transfer and security issue herein authorized.
- (6) Key System, Ltd. shall, until otherwise directed, file with the Commission monthly reports, such reports to be filed as soon as available, but in no event later than 45 days after the close of the month for which a report is to be filed, and to be prepared in accordance with the uniform system of accounts for electric railways, prescribed by the Interstate Commerce Commission, and to cover balance sheet, road and equipment, income, profit and loss, operating revenue and operating expense accounts.
- (7) The authority herein granted will become effective ten (10) days after the date hereof.

DATED at San Francisco, California, this 6th day of October, 1930.

W. H. ...
...
Leon O. ...
...
...

Commissioners.

EXHIBIT "A"

All those certain railway routes in the County of Alameda, State of California, together with all the right, title and interest of the Key System Transit Company in and to the tracks, sidings, switches, turnouts and crossings, bonds and bonding cables, bridges, subways, trestles, culverts, drains, signs, signals, interlocking and other protective devices, poles, trolley wires, span wires, guy wires, and suspension wires, telephone and telegraph wires, feeder wires and cables and all other facilities and appurtenances of said structures or any of them, namely:

First: The following described routes in the City of Oakland:

Commencing at a point in Yerba Buena Avenue at the easterly end of the Subway under Southern Pacific Company tracks, said point being 408 feet, more or less, easterly from the easterly line of Beach Street; thence westerly from said point of commencement through Subway under Southern Pacific Company tracks and across private property to the point on the easterly boundary line of that certain strip of land described in Oakland Ordinance No. 3099, dated July 7th, 1910; also

Commencing at a point in Yerba Buena Avenue, said point being the point of commencement of the last hereinabove described line; thence easterly along Yerba Buena Avenue to the Oakland and Emeryville boundary line near Hollis Street; also

Commencing at a point in the last hereinabove described line on Yerba Buena Avenue at a point 406 feet, more or less, from the point of commencement of the last hereinabove described line; thence easterly along Yerba Buena Avenue and across private property to Louise Street; thence southerly along Louise Street to Poplar Street; thence southerly along Poplar Street and across private

property to Twelfth Street; thence easterly along said Twelfth Street to a point at or near the intersection thereof with the easterly line of Union Street; also

Commencing at the point of termination of the last hereinabove described line at or near the intersection of the easterly line of Union Street and Twelfth Street; thence easterly along Twelfth Street to a connection with the lines on Broadway; also

Commencing at a point at or near the intersection of Poplar Street with Twenty-sixth Street; thence easterly along Twenty-sixth Street to a point at or near the intersection thereof with Linden Street; also

Commencing at a point at or near the intersection of Broadway and Twelfth Street; thence easterly along Twelfth Street to First Avenue; thence northerly along First Avenue to a connection with the lines on East Fourteenth Street; also

Commencing at the point of termination of the last hereinabove described line at the intersection of the lines on East Fourteenth Street and First Avenue; thence northerly along First Avenue and across private property and intersecting streets to the southerly line of East Nineteenth Street; also

Commencing at a point in Poplar Street at or near the southerly line of Twenty-fourth Street; thence southerly and easterly along Poplar Street and across private property to Twenty-second Street; thence along Twenty-second Street to the easterly line of Telegraph Avenue; thence easterly across private property to the westerly boundary line of Broadway; thence on Broadway to a connection with the lines on Broadway; also

Commencing at the point of termination of the last hereinabove described line at the intersection of Broadway and Grand Avenue; thence easterly along Grand Avenue to a connection with the

lines on Grand Avenue at Perry Street; also

Commencing at the point of termination of the last hereinabove described line at the intersection of the lines on Grand Avenue at Perry Street; thence easterly along Perry Street to Lake Park Avenue; thence easterly along Lake Park Avenue to Lake Shore Avenue; thence easterly along Lake Shore Avenue to a point at or near the intersection thereof with Long Ridge Road; also

Commencing at the point of termination of the last hereinabove described line on Lake Shore Avenue; thence easterly along Lake Shore Avenue and across private property and intersecting streets (approximately parallel to Long Ridge, Rosemont, Northvale and Underhill Roads) to a point 876 feet, more or less, easterly from the west line of Grosvenor Place; also

Commencing at a point in Spring Street at the westerly boundary line of the City of Oakland; thence easterly along Spring Street to Fortieth Street; thence easterly along Fortieth Street to the east property line of Broadway; thence across private property and intersecting streets to a connection with the lines in Piedmont Avenue at or near the intersection of Forty-first Street; also

Commencing at a point in Piedmont Avenue at the termination of the last hereinabove described line; thence northerly and easterly along Piedmont Avenue and across private property (parallel to Pleasant Valley Avenue) to the easterly boundary line of the City of Oakland at Rose Avenue; also

Commencing at a point on the westerly boundary line of the City of Oakland at or near the southerly line of Fortieth Street; thence northerly across Fortieth Street and private property to Linden Street; thence northerly along Linden Street and across private property and intersecting streets to Adeline Street; thence northerly along Adeline Street to the northerly boundary line of the City of Oakland; also

Commencing at a point in the last hereinabove described line on private property 40 feet, more or less, northerly from the north line of Fifty-third Street; thence northerly across said private property approximately parallel to Lowell Street, to the northerly boundary line of the City of Oakland; also

Commencing at a point at or near the intersection of the westerly boundary line of Oakland and Fortieth Street; thence northerly across Fortieth Street and private property to Linden Street; thence northerly and easterly along Linden Street and across private property and intersecting streets to Fifty-fifth Street; thence easterly along Fifty-fifth Street to the easterly boundary line of Vicente Avenue; thence across private property to Claremont Avenue; thence northerly along Claremont Avenue to the northerly boundary line of the City of Oakland; also

Commencing at a point on the westerly boundary line of the City of Oakland on Domingo Avenue 87 feet, more or less, southerly from the southerly line of Russell Street; thence easterly across Domingo Avenue and private property to a point 243 feet easterly from the easterly line of Domingo Avenue; also

Commencing at a point in Alcatraz Avenue on the westerly boundary line of the City of Oakland; thence easterly along Alcatraz Avenue to the easterly boundary line of the City of Oakland.

Second: The following described routes in the Town of Emeryville:

Commencing at a point on Yerba Buena Avenue on the boundary line of the City of Oakland and the Town of Emeryville; thence easterly along Yerba Buena Avenue to San Pablo Avenue; thence easterly and northerly across private property and intersecting streets to the easterly boundary line of the Town of Emeryville; also

Commencing at a point in the last hereinabove described

line on private property at or near the easterly line of San Pablo Avenue; thence easterly across said private property and intersecting streets to Spring Street; thence along Spring Street to the easterly boundary line of the Town of Emeryville.

Third: The following described route in the City of Piedmont:

Commencing at a point on the westerly boundary line of the City of Piedmont at the intersection of the westerly line of Rose Avenue and private property; thence easterly across said private property and intersecting streets to a point on the northerly boundary line of Arroyo Avenue near the intersection thereof with York Drive; thence southerly across private property and intersecting streets parallel to York Drive, to a point at or near the northerly property line of Oakland Avenue.

Fourth: The following described routes in the City of Berkeley:

Commencing at a point in Adeline Street on the southerly boundary line of the City of Berkeley; thence northerly along Adeline Street to a point at or near the southerly line of Ward Street; also

Commencing at a point in Adeline Street at or near the southerly line of Ward Street; thence northerly along Adeline Street to Shattuck Avenue; thence northerly along Shattuck Avenue to a connection with the lines in University Avenue; also

Commencing at a point in the last hereinabove described line at or near the intersection of Adeline Street and Alcatraz Avenue; thence easterly along Alcatraz Avenue to the easterly boundary line of the City of Berkeley; also

Commencing at a point in Alcatraz Avenue on the westerly boundary line of the City of Berkeley; thence easterly along Alcatraz Avenue to an intersection with the lines on College Avenue; also

Commencing at a point in College Avenue at or near the intersection thereof with Alcatraz Avenue; thence northerly along College Avenue to Bancroft Way; thence westerly along Bancroft Way to a connection with the lines in Shattuck Avenue; also

Commencing at a point in Claremont Avenue on the southerly boundary line of the City of Berkeley; thence northeasterly along Claremont Avenue and across private property to the easterly boundary line of the City of Berkeley; also

Commencing at the point of intersection of Sacramento Street and Alcatraz Avenue; thence southerly along Sacramento Street to the southerly line of Alcatraz Avenue; thence southerly across private property to the southerly boundary line of the City of Berkeley; also

Commencing at the point of commencement of the last hereinabove described line; thence northerly along Sacramento Street to Hearst Avenue; thence northwesterly across private property and intersecting streets to a point in Santa Fe Avenue 65 feet, more or less, southeasterly of the northerly boundary line of the City of Berkeley; also

Commencing at a point in the last hereinabove described line at or near the intersection thereof with Hearst Avenue; thence northerly along Sacramento Street and across private property and intersecting streets to Hopkins Street; thence northeasterly along Hopkins Street to a point at or near the intersection thereof with Eldorado Street.

All those certain franchises, permits, licenses, rights and privileges to construct, lay down, operate and maintain railroads, street railroads and interurban railroads over, along and upon the streets, avenues, roads and highways therein named, which were granted to and conferred upon the grantees named therein, their successors, and assigns, by the City of Oakland and by the Town of Emeryville and

by the City of Berkeley by Ordinances and Resolutions of the respective councils of said City of Oakland and of said Town of Emeryville and of said City of Berkeley and amendments and supplements thereto, which said ordinances and resolutions are designated hereunder by the respective numbers thereof and the respective dates of their approval or passage by the said respective councils of the said City of Oakland and of the said Town of Emeryville and of the said City of Berkeley, all of which appear from the originals of said ordinances and resolutions on file in the office of the Clerk of the said City of Berkeley and of the said Town of Emeryville and of the said City of Oakland, the respective numbers and dates of said franchises being as follows, to-wit:

Franchises in the City of Oakland:

Ordinance	Number			
	1105	Oct.	30,	1889
"	1194	Sept.	15,	1890
"	1431	June	28,	1892
"	1514	Mar.	21,	1893
"	1516	Mar.	23,	1893
"	1523	May	8,	1893
"	2152	Sept.	5,	1902
"	2171	Nov.	15,	1902
"	2177	Dec.	29,	1902
"	2183	Feb.	13,	1903
"	2189	Apr.	15,	1903
"	2204	July	8,	1903
"	2224	Sept.	30,	1903
"	2273	Apr.	28,	1904
"	2274	Apr.	28,	1904
"	2275	May	9,	1904
"	2328	Oct.	5,	1904
"	2411	Nov.	27,	1905
"	2425	Jan.	16,	1906
"	2534	Dec.	21,	1906
"	2602	July	22,	1907
"	2620	Sept.	16,	1907
"	2825	Nov.	30,	1908
"	2870	Apr.	15,	1909
Resolution	36369	Mar.	21,	1910
"	5204 N.S.	Apr.	11,	1913
"	5142 N.S.	Apr.	3,	1913
"	12133 N.S.	Feb.	16,	1916
"	12438 N.S.	Apr.	6,	1916

Franchises in the Town of Emeryville:

	Number		
Ordinance	49	Nov.	17, 1902
"	53	Apr.	13, 1903
"	58	May	23, 1904

Franchises in the City of Berkeley:

	Number		
Ordinance	192-A	Oct.	11, 1899
"	205-A	Mar.	27, 1900
"	258-A	May	12, 1902
"	283-A	Jan.	9, 1903
"	478-A	Mar.	26, 1907
"	543-A	Nov.	17, 1908
Resolution	5290 N.S.	Feb.	18, 1916
"	15426 N.S.	Sept.	1, 1926

All those certain franchises, permits, licenses, rights and privileges to construct, lay down, operate and maintain railroads, street railroads and interurban railroads over, along and upon the streets, avenues, roads and highways therein named, which were granted to and conferred upon the grantees named, their successors and assigns by ordinances by the board of supervisors of the County of Alameda, State of California, which ordinances are designated hereunder by the respective numbers thereof, and by the respective dates of approval of passage thereof, by said board of supervisors of said County of Alameda, State of California, all of which appear from the original of the said ordinances on file in the office of the board of supervisors of the County of Alameda in Oakland, Alameda County, State of California, the respective numbers and dates of said ordinances being as follows, to-wit:

Franchises in the County of Alameda:

	Number		
Ordinance	102	Jan.	2, 1890
"	25	July	16, 1890
"	31	Nov.	30, 1891
"	32	Dec.	14, 1891
"	35	May	9, 1892
"	41	Dec.	27, 1892
"	98	Dec.	14, 1903
Resolution	29956 N.S.	July	10, 1924
"	14345	May	19, 1925

All those certain easements, leases, licenses and privileges next particularly described and referred to, the dates and manner of creation or reservation of said respective easements, licenses, leases and privileges, and the lands and tenements to which the same are attached and appurtenant, and over and upon which the same are servitudes, being set out and embodied in the said description of said easements, licenses, leases and privileges, that is to say:

FIRST: All that right of way and easement acquired by the San Francisco-Oakland Terminal Railways, a corporation, from B. Schapiro and Birdie Schapiro, his wife, by deed dated April 13th, 1914, and recorded April 13th, 1914, in Liber 221 of Deeds, page 246, records of Contra Costa County, California, and which said right of way and easement is over and across portions of Lot Sixty-eight (68) of the San Pablo Rancho, in said County of Contra Costa.

SECOND: All those certain rights reserved to San Francisco-Oakland Terminal Railways, a corporation, in and by that certain deed from said San Francisco-Oakland Terminal Railways, a corporation, to the City of El Cerrito, a municipal corporation, dated October 28, 1922, and duly recorded in the office of the County Recorder of the County of Contra Costa, State of California, conveying:

For the uses and purposes of public roads, highways and streets by opening and extending Waldo Avenue and Stockton Avenue, as said avenues are shown and so designated upon Map of "Berkeley Country Club Terrace (Unit No. 1), Contra Costa County, California," subject to all the rights of the party of the first part therein, an easement over and upon all those certain pieces or parcels of land situate, lying and being in the City of El Cerrito, County of Contra Costa, State of California, and bounded and particularly described as follows, to-wit:

First: Commencing at the point of intersection of the

northeasterly boundary line of that certain strip of land 50 feet in width described in that certain deed from The Realty Syndicate, a corporation, to San Francisco and Bay Counties Railway, a corporation, dated February 27th, 1908, and recorded March 3rd, 1908, in Liber 133 of Deeds, at page 408, in the office of the County Recorder of said County of Contra Costa, with the northwesterly line of Waldo Ave., as said Waldo Ave. is laid down, delineated and so designated upon Sheet No. 1 of that certain map entitled "Berkeley Country Club Terrace (Unit No. 1), Contra Costa County, California," etc., filed September 18th, 1922, in the office of the County Recorder of said County of Contra Costa; and running thence along said northeasterly boundary line of said strip of land 50 feet in width southeasterly on the arc of a circle of forty-seven hundred ninety (4790) feet radius, deflecting to the left or eastward, (the chord of said arc bearing south $34^{\circ} 12' 21''$ east), a distance of 50 and $28/100$ (50.28) feet to the southeasterly line of said Waldo Ave.; thence south $55^{\circ} 56' 05''$ west fifty (50) feet to the point of intersection of the southwesterly boundary line of said strip of land 50 feet in width with said southeasterly line of said Waldo Ave., thence along said southwesterly line of said strip of land 50 feet in width northwesterly on the arc of a circle of forty-eight hundred forty (4840) feet radius, deflecting to the right or northward, (the chord of said arc bearing north $34^{\circ} 08' 41''$ west), a distance of sixty and $33/100$ (60.33) feet to the point of intersection of said southwesterly boundary line of said strip of land 50 feet in width with said northwesterly line of said Waldo Ave., and thence north $67^{\circ} 19' 10''$ east fifty and $96/100$ (50.96) feet to the point of commencement.

Being a portion of Lot Number Three (3), as said lot is laid down, delineated and so designated upon that certain map entitled "Map of the San Pablo Rancho Accompanying and forming a Part of the

Final Report of The Referees in Partition" etc., filed March 1st, 1894, in the office of the County Recorder of said County of Contra Costa.

Second: Commencing at the point of intersection of the northeasterly boundary line of that certain strip of land 50 feet in width described in that certain deed from The Realty Syndicate, a corporation, to San Francisco and Bay Counties Railway, a corporation, dated February 27th, 1908, and recorded March 3rd, 1908, in Liber 133 of Deeds, at page 408, in the office of the County Recorder of said County of Contra Costa, with the northwesterly line of Stockton Ave., as said Stockton Ave. is laid down, delineated and so designated upon Sheet No. 1 of that certain map entitled "Berkeley Country Club Terrace (Unit No. 1) Contra Costa County, California," etc., filed September 18th, 1922, in the office of the County Recorder of said County of Contra Costa; and running thence along said northeasterly boundary line of said strip of land 50 feet in width southeasterly on the arc of a circle of eighteen hundred eighty-five and 80/100 (1885.80) feet radius, deflecting to the left or eastward, (the chord of said arc bearing south 47° 14' 25" east), a distance of fifty and 1/100 (50.01) feet to the point of intersection of said northeasterly boundary line of said strip of land 50 feet in width with the southeasterly line of said Stockton Ave.; thence south 32° 56' 35" west fifty and 61/100 (50.61) feet to the point of intersection of the southwesterly boundary line of said strip of land 50 feet in width with said southeasterly line of said Stockton Ave.; thence along said southwesterly boundary line of said strip of land 50 feet in width northwesterly on the arc of a circle of nineteen hundred thirty-five and 80/100 (1935.80) feet radius, deflecting to the right or northward, (the chord of said arc bearing north

47° 17' 47" west), a distance of sixty-three and 44/100 (63.44) feet to the point of intersection of said southwesterly boundary line of said strip of land 50 feet in width with said northwesterly line of said Stockton Ave., and thence north 48° 16' 25" east fifty and 15/100 (50.15) feet to the point of commencement.

Being a portion of Lot Number Three (3), as said lot is laid down, delineated and so designated upon that certain map entitled "Map of the San Pablo Rancho Accompanying and Forming a Part of the Final Report of the Referees in Partition," etc., filed March 1st, 1894, in the office of the County Recorder of said County of Contra Costa.

THIRD: All those certain rights reserved to Key System Transit Company, a corporation, in and by that certain deed from said Key System Transit Company, a corporation, to the City of Richmond, a municipal corporation, dated March 17th, 1927, and duly recorded in the office of the County Recorder of the County of Contra Costa, State of California, conveying:

For the uses and purposes of a public street and highway all the right, title and interest of said party of the first part in and to all that certain lot, piece or parcel of land situate, lying and being in the City of Richmond, County of Contra Costa, State of California, bounded and particularly described as follows, to-wit:

A strip of land fifty (50) feet in width lying between the southerly line of Macdonald Avenue extended easterly and the center line of Prather Avenue, the center line of which strip of land is described as follows:

Beginning at a point on the center line of Prather Avenue (as said Prather Avenue now exists), said line being also the northern boundary line of Richmond Junction, as shown on map of "Richmond Junction, Contra Costa Co., California, 1913," filed

May 6th, 1913 in the office of the County Recorder of said Contra Costa County, distant thereon south $89^{\circ} 13'$ east three hundred forty-six and $234/1000$ (346.234) feet from the eastern or northeastern line of San Pablo Avenue, as said avenue is shown on map of San Pablo Rancho of record in the office of the County Recorder of said Contra Costa County; thence running southeasterly along the arc of a curve to the left, with a radius of two thousand six hundred fifty-five (2655) feet, and the chord of which arc bears south $26^{\circ} 39' 42''$ east, a distance of four hundred forty-seven and $192/1000$ (447.192) feet to an intersection with the southern or southwestern line of Macdonald Avenue extended easterly.

Being a portion of that certain strip of land fifty (50) feet in width described in the deed dated February 27th, A.D. 1908, from The Realty Syndicate, a corporation, to San Francisco and Bay Counties Railway, a corporation, recorded March 3rd, 1908, in Volume 133 of Deeds, page 408, records of Contra Costa County, California.

FOURTH: All that certain right reserved to the San Francisco, Oakland and San Jose Consolidated Railway, a railroad corporation, predecessor in interest of the Key System Transit Company, a railroad corporation, in and by that certain deed from F. C. Havens and Lila R. Havens, his wife, and F. M. Smith and Evelyn E. Smith, his wife, to the Town of Berkeley, a municipal corporation, dated January 15th, 1909, and which said right was theretofore granted to said San Francisco, Oakland and San Jose Consolidated Railway by Ordinance No. 543A of the Town of Berkeley.

FIFTH: All those rights of way and privileges reserved to the San Francisco, Oakland and San Jose Consolidated Railway, a corporation, predecessor in interest of the Key System Transit Company, a corporation, in and by that certain deed from F. M. Smith and Evelyn E. Smith, his wife, and F. C. Havens and Lila R. Havens,

to the City of Berkeley, a municipal corporation, dated September 28th, 1908, and recorded November 15th, 1909, in Liber 1640 of Deeds, page 431, records of the County of Alameda, State of California, and which said rights of way and privileges were theretofore granted to said San Francisco, Oakland and San Jose Consolidated Railway by Ordinance No. 543A of the Town of Berkeley.

SIXTH: All that certain easement, right and privilege reserved by the San Francisco-Oakland Terminal Railways, a corporation, its successors and assigns, in and by that certain deed from the San Francisco-Oakland Terminal Railways, a corporation, to the City of Berkeley, a municipal corporation, dated March 25th, 1913, and recorded June 9th, 1913, in Liber 2178 of Deeds, page 127, records of the County of Alameda, State of California, and wherein the San Francisco-Oakland Terminal Railways, its successors or assigns, reserved the right and privilege to construct, maintain and operate a double-track railroad along and upon the parcels of land described in said deed upon the terms, in the manner and for the term provided in that certain ordinance numbered 543A of the Town of Berkeley, approved November 17th, 1908, granting a franchise to the San Francisco, Oakland and San Jose Consolidated Railway, a corporation, predecessor in interest to Key System Transit Company.

SEVENTH: All that certain easement, right of way and privilege acquired by the San Francisco-Oakland Terminal Railways, a corporation, by deed from F. W. Frost and Aletta G. Frost, his wife, to San Francisco-Oakland Terminal Railways, a corporation, dated August 30th, 1916, and recorded October 3rd, 1916, in Liber 2492 of Deeds, page 174, records of the County of Alameda, State of California, and wherein the San Francisco-Oakland Terminal Railways, its successors and assigns acquired a perpetual easement, right of way and privilege

to construct, lay down and maintain railroad tracks of standard gauge, with all necessary switches, crossings, sidings, side tracks, connections, poles, wires and other necessary appliances, appendages and adjuncts, and to run, use and operate engines, motors, motor cars, cars and trains thereon and thereover, to be operated by electricity or such other modern mode of operation as may be authorized by law, except steam locomotives, over, upon and along certain lands in the City of Berkeley, County of Alameda, State of California, and more particularly described in the deed last above referred to.

EIGHTH: Commencing at the point of intersection of the easterly line of Sacramento Street with the southerly line of Stanford Street (now known as Cedar Street), as said Sacramento Street and said Stanford Street are laid down, delineated and so designated upon that certain map entitled, "Map of the Teachers' State University Homestead," etc., hereinafter referred to, and running thence easterly along said southerly line of said Stanford Street fifty and $13/100$ (50.13) feet, more or less, to a point distant fifty (50) feet at right angles from said easterly line of said Sacramento Street; thence southerly and parallel to said easterly line of said Sacramento Street one hundred thirty-five (135) feet four and one-half ($4\frac{1}{2}$) inches; thence westerly and parallel with said southerly line of Stanford Street fifty and $13/100$ (50.13) feet, more or less, to said easterly line of said Sacramento Street, and thence northerly along said easterly line of said Sacramento Street one hundred thirty-five (135) feet four and one-half ($4\frac{1}{2}$) inches to the point of commencement.

Being a portion of Lot numbered Five (5) in Block numbered One (1), as said lot and block are laid down, delineated and so designated upon that certain map entitled "Map of the Teachers' State University Homestead," etc. filed April 25th, 1872, in the office of

the County Recorder of said County of Alameda.

And also being portions of Lots numbered Six (6), Seven (7), Eight (8), Nine (9), and Ten (10), as said lots are laid down, delineated and so designated upon that certain map entitled "Teachers' State University Homestead Association Parcels, 3, 4, 5, Block No. 1," filed April 1, 1897, in the office of the County Recorder of said County of Alameda.

NINTH: Commencing at the intersection of the easterly line of Davis Street with the southerly line of Gilman Street, said intersection being the northwest corner of Block Number Three (3) of map hereinafter referred to; thence southerly along the eastern line of said Davis Street forty-one and $7/10$ (41.7) feet to a point; thence on a curve of five hundred ninety-eight and $14/100$ (598.14) feet radius and concave to the left or westward fifty and $81/100$ (50.81) feet to a point on the southern line of said Gilman Street; thence westerly along the said line of said Gilman Street twenty-nine and $13/100$ (29.13) feet to the place of commencement. Containing six hundred (600) square feet, more or less.

Being a portion of that certain real property delineated on that certain map entitled "Map of Miramonte Tract," Berkeley, Alameda County, California, filed June 15th, 1889, in Book 6 of Maps, at page 36, in the office of the County Recorder of said Alameda County.

TENTH: All those certain rights reserved to Key System Transit Company, a corporation, in and by that certain deed from Michele Cianciarulo and Maria Cianciarulo, his wife, to the City of Berkeley, a municipal corporation, dated June 3rd, 1929, and duly recorded in the office of the County Recorder of the County of Alameda, State of California, conveying:

All that certain lot, piece or parcel of land situate, lying and being in the City of Berkeley, County of Alameda, State of California, bounded and particularly described as follows, to-wit:

Beginning at the point of intersection of the northeastern line of California Street (now known as McGee Avenue) with the southeastern line of Hopkins Avenue (now known as Hopkins Street) as said California Street and said Hopkins Avenue are shown and so designated upon that certain map hereinafter referred to; and running thence southeasterly along said northeastern line of California Street (now known as McGee Avenue) twenty-two and $72/100$ (22.72) feet; thence northeasterly along the arc of a curve deflecting to the right or eastward, having a radius of four hundred fifty and $1/10$ (450.1) feet, and the chord of which bears north $45^{\circ} 00' 24''$ east, a distance of one hundred two and $77/100$ (102.77) feet to said southeastern line of Hopkins Avenue (now known as Hopkins Street); thence southwesterly along said southeastern line of Hopkins Avenue, one hundred (100) feet to the point of beginning.

Being a portion of Lot Number One (1) in Block Number 1, as said lot and block are laid down, delineated and so designated upon that certain map entitled "Miramonte Tract, Berkeley, Cal.", etc., filed June 15, 1889 in the office of the County Recorder of said County of Alameda.

ELEVENTH: All that certain right reserved to the San Francisco, Oakland and San Jose Consolidated Railway, a corporation, predecessor in interest of Key System Transit Company, a corporation, to construct, maintain and operate a single or double track railroad under the terms of Ordinance No. 478A of the Town of Berkeley, as described in deed from George E. Pratt and Ada R. Pratt, his wife, to the City of Berkeley, dated May 24th, 1911.

TWELFTH: All that certain right acquired by the San Francisco, Oakland and San Jose Railway, a corporation, predecessor in

interest of the Key System Transit Company, a corporation, from The Realty Syndicate, by deed dated April 17th, 1905, and recorded May 1st, 1905, in Liber 1054 of Deeds, page 72, records of the County of Alameda, State of California, to lay down, construct, maintain and operate a railroad and railroad lines over, across, along and upon portions of Lots Nine (9) and Ten (10), in Block "D", Alpine Tract, Oakland, California.

THIRTEENTH: All that certain easement for railroad purposes acquired by the Oakland Transit Consolidated, a corporation, and the San Francisco, Oakland and San Jose Railway, a corporation, predecessors in interest of the Key System Transit Company, a corporation, by the following deeds:

(a) Deed dated April 28th, 1904, from the Realty Syndicate, a corporation, to Oakland Transit Consolidated, a corporation, and San Francisco, Oakland and San Jose Railway, a corporation, recorded June 15th, 1904, in Liber 975 of Deeds, page 165, Records of the County of Alameda, State of California.

(b) Deed dated April 28th, 1904, from The Realty Syndicate, a corporation, to Oakland Transit Consolidated, a corporation, and San Francisco, Oakland and San Jose Railway, a corporation, recorded June 15th, 1904, in Liber 986 of Deeds, page 141, Records of the County of Alameda, State of California.

All lands covered by said easements now constituting a portion of Spring Street, in the City of Oakland, as said Spring Street is described, dedicated and conveyed by The Realty Syndicate, a corporation, to the City of Oakland, a municipal corporation by deed dated June 27th, 1904, and recorded August 6th, 1904, in the office of the County Recorder of the County of Alameda, State of California.

FOURTEENTH: A leasehold for the purpose of operating and maintaining an office, waiting room and ticket office as described

in that certain lease from Charles K. Brower and Della Brower, his wife, to the Key System Transit Company, a corporation, said lease being dated November 6th, 1924, and recorded November 22, 1924, in Liber 802, at page 293, in the office of the County Recorder of the County of Alameda.

FIFTEENTH: All that certain easement, right of way and privilege to lay down, construct and maintain railroad tracks reserved by the San Francisco, Oakland and San Jose Consolidated Railway, a corporation, predecessor in interest of the Key System Transit Company, a corporation, in and by that certain deed dated March 4th, 1910, from said San Francisco, Oakland and San Jose Consolidated Railway, a corporation, to the City of Oakland, a municipal corporation, and recorded March 28th, 1910, in Liber 1712 of Deeds, page 336, Records of the County of Alameda, State of California, and which said easement, right of way and privilege extends over and across portions of Lots numbered Six (6) and Seven (7), in Block lettered "M", as said lots and block are laid down, delineated and so designated on that certain map entitled "Map of the Lands of the Peralta Homestead Ass'n., Oakland, Alameda Co.", etc., filed April 17th, 1868, in the office of the County Recorder of the County of Alameda, State of California.

SIXTEENTH: All that certain easement and right to construct and maintain a double track railroad under the terms and conditions of Ordinance No. 2425, of the City of Oakland, as conveyed by grant dated April 16th, 1909, from N. Rizzo to San Francisco, Oakland and San Jose Consolidated Railway, a corporation, predecessor in interest of Key System Transit Company, a corporation, and recorded April 17th, 1909, in Liber 1586 of Deeds, page 225, records of the County of Alameda, State of California, and which said easement and right of way extends along and upon a portion of Twenty-second Street in the City of Oakland, at the intersection of said Twenty-second Street with Brush Street.

SEVENTEENTH: All that certain easement and right of way

reserved by the San Francisco, Oakland and San Jose Railway, a corporation, predecessor in interest of the Key System Transit Company, a corporation, by that certain deed dated March 5th, 1907, from said San Francisco, Oakland and San Jose Railway, a corporation, to the City of Oakland, a municipal corporation, and duly recorded in the office of the County Recorder of the County of Alameda, State of California, and which said easement and right of way extends over and across certain lands located at the northwesterly corner of San Pablo Avenue and Twenty-second Street, in the City of Oakland, County of Alameda, State of California, and which said lands now form a portion of said Twenty-second Street.

EIGHTEENTH: All those certain rights and easements acquired by Webster Street and Park Railway, a corporation, predecessor in interest of the Key System Transit Company, a corporation, from Edson F. Adams et al., by deed dated July 28th, 1904, and recorded September 19th, 1904, in Liber 1005 of Deeds, at page 37, records of the County of Alameda, State of California, for street railroad purposes over a strip of land twenty-one (21) feet in width as described in the deed above referred to and subject to the conditions in said deed contained.

NINETEENTH: All that certain easement, being the right to maintain and operate a street railroad, reserved by the Key System Transit Company, a corporation, by that certain deed dated July 27, 1928, from said Key System Transit Company, a corporation, to the City of Oakland, and duly recorded in the records of the County of Alameda, State of California, and which said easement extends over and across that certain piece or parcel of land situate at the southeasterly corner of Second Avenue and Foothill Boulevard, and more particularly bounded and described as follows:

Beginning at the intersection of the northeastern line of

Foothill Boulevard, formerly East Sixteenth Street, with the southeastern line of Second Avenue; and running thence southeasterly along the northeastern line of Foothill Boulevard 76.92 feet; thence leaving said line of Foothill Boulevard northwesterly in a direct line to a point on the southeastern line of Second Avenue distant thereon 32.3 feet northeasterly from said northeastern line of Foothill Boulevard; and thence southwesterly, along the southeastern line of Second Avenue, 32.3 feet to the point of beginning.

All right, title and interest of the Key System Transit Company in and to those certain spur and industrial tracks constructed under the following agreements, to-wit:

Agreement dated January 8th, 1909, between San Francisco, Oakland and San Jose Consolidated Railway and Rensome-Crummey Company.

Agreement dated February 28th, 1912, between San Francisco, Oakland and San Jose Consolidated Railway and E. A. Majors.

Agreement dated April 12th, 1913, between San Francisco-Oakland Terminal Railways and Union Ice Company.

Agreement dated July 8th, 1913, between San Francisco-Oakland Terminal Railways and Oakland Brewing and Malting Company.

Agreement dated January 25th, 1915, between San Francisco-Oakland Terminal Railways and Shredded Wheat Company.

Agreement dated October 15, 1915, between San Francisco-Oakland Terminal Railways and Martin Bekins.

Agreement dated July 31st, 1917, between San Francisco-Oakland Terminal Railways and East Bay Water Company.

Agreement dated June 24th, 1919, between San Francisco-Oakland Terminal Railways and West Coast Soap Company.

Agreement dated July 12th, 1923, between San Francisco-Oakland Terminal Railways and John Breuner Co.

Agreement dated May 20th, 1923, between San Francisco-

Oakland Terminal Railways and Gladding McBean Co.

Agreement dated July 25th, 1924, between Key System
Transit Company and Koken Companies, Inc.

Agreement dated July 30, 1925, between Key System Transit
Company and Laher Auto Spring Company.