

CITY PLANNING COMMISSION

1231 "I" STREET, SUITE 200, SACRAMENTO, CA 95814

APPLICANT	Morton and Pitalo, Inc., 1430 Alhambra Blvd., Sacramento, CA	95816
OWNER	Oak Properties, 2625 Fair Oaks Blvd., Ste 5, Sacramento, CA	95825
PLANS BY	Morton & Pitalo, Inc., 1430 Alhambra Blvd., Sacramento, CA	95816
FILING DATE	6/2/88	ENVIR. DET. Neg. Dec. REPORT BY DH:pe
ASSESSOR'S PCL. NO.	250-240-40, 41, 42	

- APPLICATION:
- A. Negative Declaration
 - B. Tentative Map to establish three lots.
 - C. Variance to provide 28 required parking spaces offsite on an adjacent lot.

LOCATION: South east corner of Winterhaven Avenue and Northgate Boulevard

PROPOSAL: The applicant is requesting the necessary entitlements to establish three lots and provide offsite parking on a common lot restricted for parking.

PROJECT INFORMATION:

General Plan Designation:	Special Planning District
1978 South Natomas Community Plan Designation:	Northgate Boulevard District
Existing Zoning of Site:	Special Planning District (SPD) C-2
Existing Land Use of Site:	Shopping Center and vacant lot for proposed Long John Silver drive-up restaurant

Surrounding Land Use and Zoning:

North:	Mini-Storage; C-2
South:	Vacant, apartment; C-2
East:	Single Family; R-1, C-2
West:	Single Family; R-1

Parking Required:	82 spaces
Parking Provided:	82 spaces
Property Dimensions:	307 ft. x 284 ft.
Property Area:	1.6+ acres total area: Parcel 1 = 20,154 sq.ft. Parcel 2 = 18,980 sq.ft. Parcel 3 = 48,154 sq.ft.
Square Footage of Building:	2,118 sq.ft. Restaurant on Lot 1; 10,800 sq.ft. retail bldg. on Lot 2
Height of Building:	One story
Topography:	Flat
Street Improvements:	Existing
Utilities:	Existing
Exterior Building Materials:	Wood, stucco, tile, masonite for restaurant
Roof Material:	Composition shingle

000616 ~~000815~~

SUBDIVISION REVIEW COMMITTEE RECOMMENDATION: On August 10, 1988, by a vote of six ayes and three absent, the Subdivision Review Committee voted to recommend approval of the tentative parcel map subject to the attached conditions.

BACKGROUND INFORMATION: On June 27, 1985, the Planning Commission approved a lot line merger to combine three lots into a single lot to allow construction of a 10,800 sq. ft. retail building. (P85-224). The merger has not been recorded so that the existing retail building is illegally divided by two property lines. The applicant is aware of the need to file a certificate of compliance merging the lots.

On May 12, 1988, the Planning Commission approved a special permit for a Long John Silver's drive through restaurant on the corner of Northgate Boulevard and Winterhaven Avenue. (P88-152). The applicant now seeks to establish a building pad parcel for Long John Silver's, a separate lot, Parcel 2 for the 10,800 sq. ft. retail building and a third lot, Parcel 3, restricted to parking only for lots 1 and 2. The required 28 parking spaces for the restaurant are to be provided offsite, so therefore, a variance is required.

PROJECT EVALUATION: Staff has the following comments:

A. Land Use and Zoning

The site is designated Special Planning District on the General Plan. The 1988 South Natomas Community Plan designates the site as Northgate Special Planning District. The 1988 South Natomas Community Plan notes that the Northgate Boulevard commercial strip has a history of inconsistent development and commercial development that is incompatible with the adjacent Gardenland residential development. However, the commercial development located on Northgate provides needed services to the immediate neighborhood and the community. Northgate is a major four lane street which connects North and South Natomas with the Central City.

The purpose of the SPD is to encourage commercial uses that will be beneficial to the community and compatible with the adjacent residential development. The SPD encourages uses that have associated drive-up service facilities to locate on corner lots along Northgate Boulevard so that side streets can be utilized for access. The approved fast food restaurant is neighborhood serving and is located on a corner lot, allowing patrons to enter and/or exit off of Winterhaven Avenue.

The site is zoned C-2. The site contains 1.6+ acres and is currently developed with a 10,800 sq. ft. retail center which has several restaurants, a bar/night club and retail shops. Parking required for all uses was determined to be adequate prior to action on the Special Permit for Long John Silvers. A total of 82 spaces were required for the retail center and Long John Silvers. Two additional spaces were added at the southeastern corner of the parking area to bring the total parking up to 82 spaces.

Adjacent land uses include single family to the east and west; a mini-storage facility to the north and vacant and apartments to the south. Adjacent zoning is depicted on the Land Use and Zoning Exhibit.

B. Tentative Map Evaluation

The Subdivision Review Committee expressed concerns over water and sewer lines to Parcel 2 passing over Parcel 3 from Northgate Boulevard. A requirement for separate water and sewer services to each proposed lot will require a separate water service to the landscaping on Parcel 3.

Reciprocal Parking and Access Easements are to be recorded in the deeds to all affected parcels with 28 spaces reserved for Long John Silvers. No additional seating will be allowed without providing additional parking.

The trash enclosure is also provided on Parcel 2 for Parcel 1 so that a maintenance and use agreement is necessary for the joint use of the trash enclosure area.

Parcel 2 will require redesign to front onto Winterhaven. Water and Sewer services are to be provided from Winterhaven and not pass over Parcel 3. Relocation may be necessary as required by Public Works Department. A storm drain line runs from Lot 2 across Lot 3 to Northgate Boulevard. A private utility easement shall be shown on the final parcel to the satisfaction of the City Engineer.

Parcel 3 will be restricted to Not a Building Site and so noted on the Parcel Map in the deed so that it may not be developed. The applicant has stated the owner is willing to restrict the site for parking only and not construct any structures on it.

Staff supports the Tentative Map request subject to conditions as stated.

C. Variance for Offsite Parking

The applicant's original Tentative Map showed seven spaces onsite and 21 spaces offsite. Staff requested that the applicant enlarge the corner lot to include all 28 required parking spaces. However, the owner indicated that the cost to Long John Silver's was prohibitive so that Long John Silver's requested a smaller lot for the building only and a variance to provide all required parking offsite.

Staff normally does not support establishment of uses where parking is not provided onsite. For several South Natomas Shopping Centers which were built with future commercial pads left vacant, some pads allowed all required parking to be shown on the pad and other pads were too small after the building was constructed to provide the required parking. In each case, staff considered the total provided parking for each shopping center and mix of tenant uses. In the case of Long John Silver's, staff observes that the pad is small and that total onsite parking will be adequate for Parcel 1 and 2. With the deed restrictions and reciprocal parking and access agreements, the assured parking availability for both Parcels 1 and 2 will be achieved. Staff therefore supports the variance to provide the required parking offsite subject to conditions.

Agency Comments: Comments were received from various City Departments and are reflected in the Subdivision Review Committee recommendations.

The Public Works Department commented after the August 10, 1988 Subdivision Review Committee that the South Natomas Community Plan, adopted on November 29, 1988 by the City Council, requires participation in the proposed Facilities Benefit Assessment (FBA) District. The following wording is added as a condition to the tentative map request.

"Participate in a Facilities Benefit Assessment (FBA) District or other fair and appropriate financing mechanisms to be formed to finance needed public infrastructure and community facilities in South Natomas. The exact amount of dollar participation in the FBA District for each of the improvements will be specified at the time that the District is formed.

Granging of future discretionary land use entitlements beyond zoning shall be withheld until the FBA or other financing mechanism is in place, unless the applicants agree to participate in the FBA or other equitable funding mechanism to finance needed community facilities at the time of such future discretionary entitlements."

ENVIRONMENTAL DETERMINATION: The Environmental Coordinator has determined that the proposed project will not have a significant adverse effect on the environment and has filed a negative declaration.

RECOMMENDATION: Staff recommends that the Commission take the following actions:

- A. Ratify the Negative Declaration: and
- B. Recommend approval of the tentative map subject to conditions which follow;
- C. Approve the variance subject to conditions and based upon findings of fact which follow.

Conditions - Tentative Map

The applicant shall satisfy each of the following conditions prior to filing the final map unless a different time for compliance is specifically noted:

- 1. Pay off existing assessments, or file the necessary segregation requests and fees to segregate existing assessments;
- 2. Meet all County Sanitation District requirements;
- 3. Dedicate right-of-way along Northgate Boulevard to a 40 foot halfsection and Winterhaven to a 22 ft. half-street.

4. Reciprocal access and parking easement shall be recorded on the final map and deeds to the proposed lots.
5. Show all easements on final map.
6. Extend Parcel 2 to Winterhaven Avenue so that:
 - a. a landlocked parcel is not created;
 - b. each parcel fronts a public water main.
7. Separate sewer and water services shall be provided to each parcel.
8. The following note shall be placed on the Final Map:

The Federal Emergency Management Agency (FEMA) is studying this area to ascertain whether the area is adequately protected from the 100-year flood. If the data developed in the study shows the absence of such protection, the FEMA- 100-year floodplain standards must be satisfied as a condition for issuance of City building permits and other approvals.

9. Parcel 3 shall be recorded as not a building site and reserved for parking only. A note shall be placed on the map and in the deed to Parcel 3 restricting its use to parking for lots 1 and 2. A copy of the recorded deeds to all 3 lots shall be provided the City Planning Department prior to issuance of building permits.
10. *Participate in a Facilities Benefit Assessment (FBA) District or other fair and appropriate financing mechanisms to be formed to finance needed public infrastructure and community facilities in South Natomas. The exact amount of dollar participation in the FBA District for each of the improvements will be specified at the time that the District is formed.*

Granting of future discretionary land use entitlements beyond zoning shall be withheld until the FBA or other financing mechanism is in place, unless the applicants agree to participate in the FBA or other equitable funding mechanism to finance needed community facilities at the time of such future discretionary entitlements.

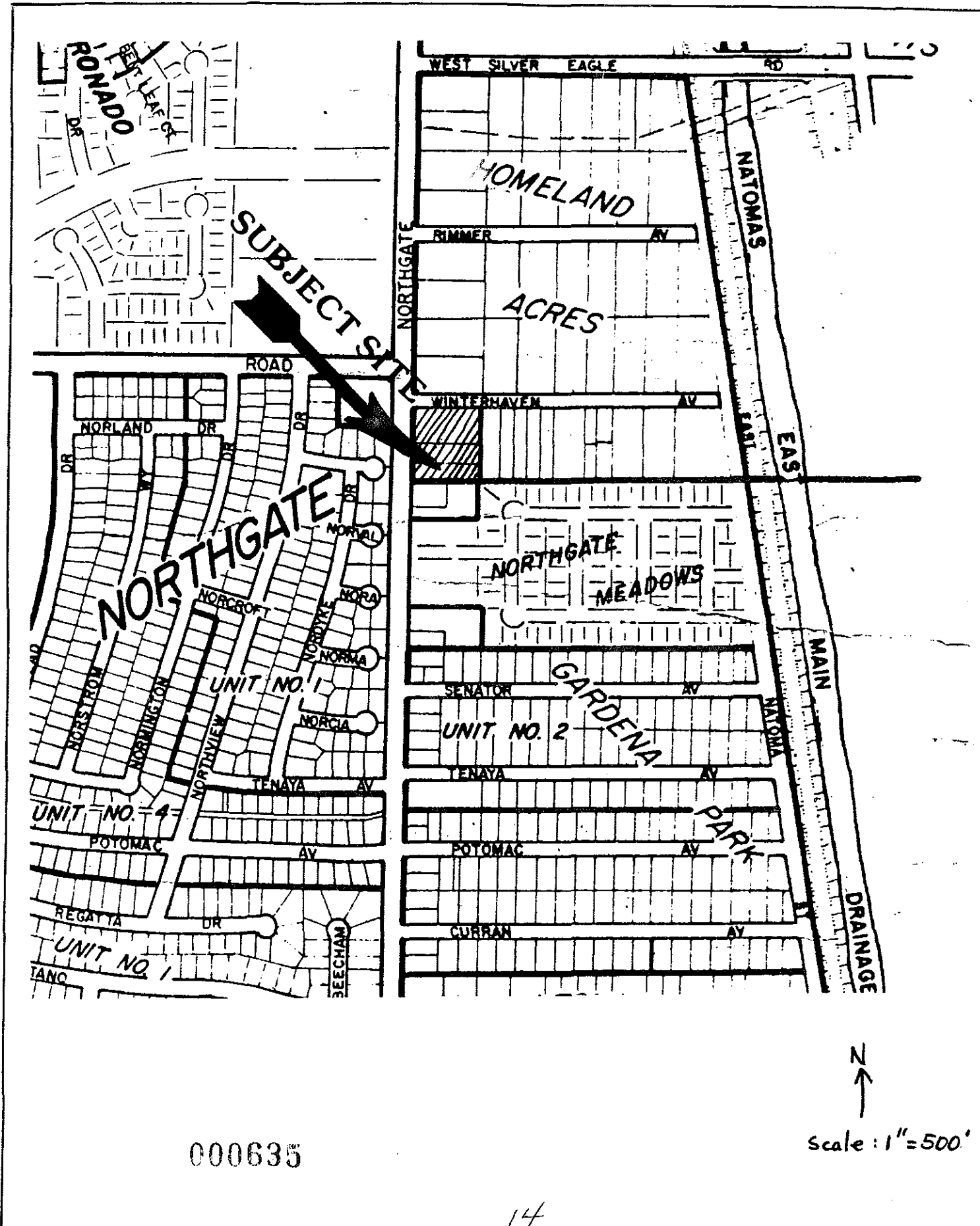
Conditions - Variance

1. The applicant shall comply with conditions of approval of P88-152 Special Permit for Long John Silver's.
2. All parking required for Parcels 1 and 2 shall be identified and so noted on the master plan.

3. Any change in tenants which requires increased parking shall be reviewed and approved by the Planning Director.
4. The Planning Director shall review and approve the deed restrictions on Parcel 3 restricting it to "Not a Building Site" prior to recordation of the deeds.
5. Proof of a joint maintenance and use agreement for the trash enclosure shall be provided to the Planning Staff prior to recordation of the final map and issuance of building permits.
6. All parking and maneuvering areas are required to meet the City Tree Shading Ordinance.
7. If the Parcel Map is not recorded, then a certificate of compliance shall be recorded merging the three lots into one.

Findings of Fact - Variance - Approval

1. Granting the variance does not constitute a special privilege extended to an individual property owner in that commercial centers where retail pad space is limited due to the size of a building, the Commission has allowed required parking to be provided offsite subject to easements and reservations on adjacent property.
2. Granting the variance does not constitute a use variance in that commercial parking is allowed in the General Commercial (C-2) Zone.
3. Granting the variance request will not be injurious to the public welfare nor to properties in the vicinity of the subject site in that all driveway entrances and parking areas will be surfaced in accordance with City standards and the site will be adequately drained.
4. The project is in conformance with the City's General Plan which designates the site for Special Planning District use and the 1988 South Natomas Community Plan which designates the site for Commercial uses in the S.P.D.



000635

N
↑
scale: 1"=500'

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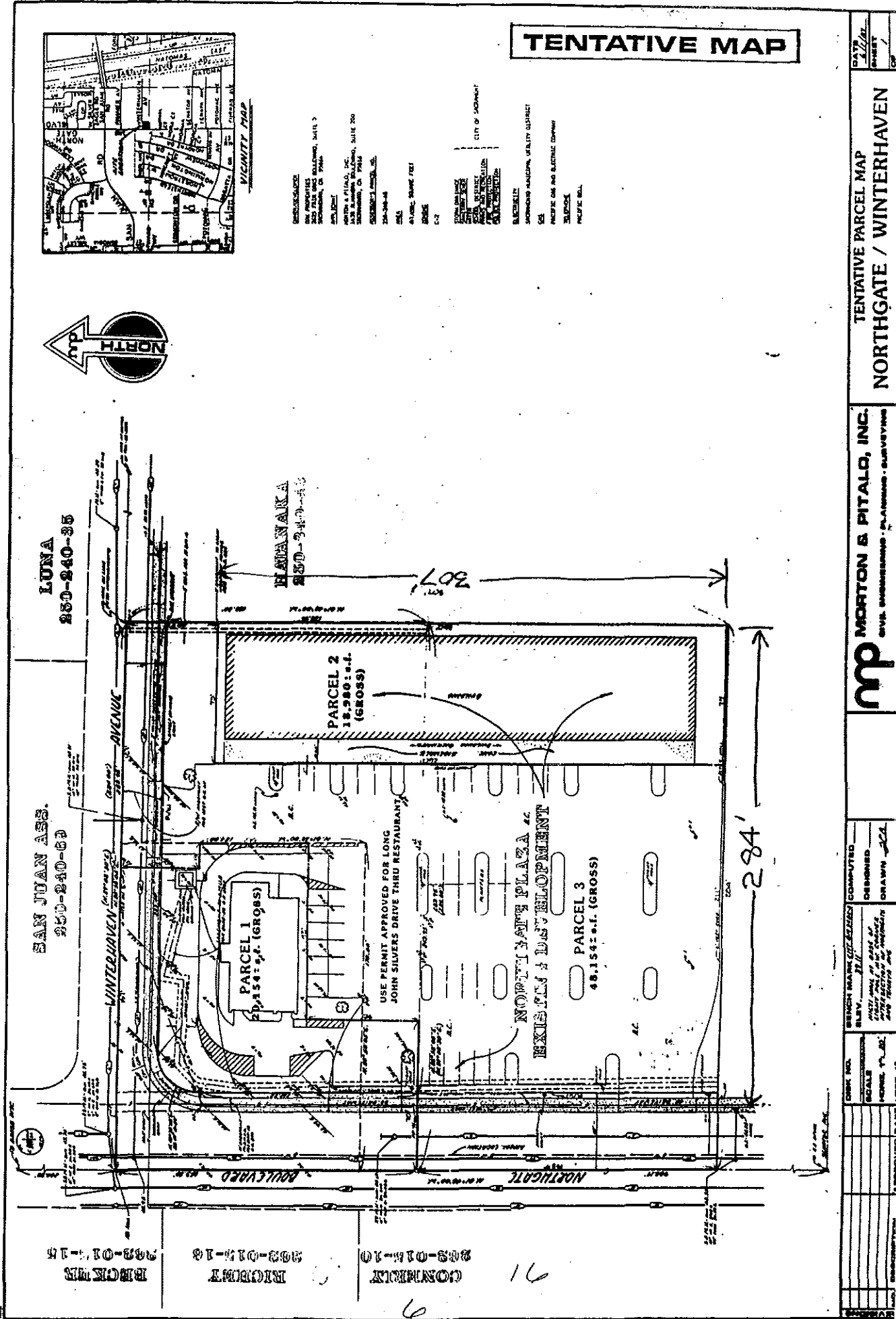
VICINITY MAP

A88-250

000637

1-26-89

item 8



DATE	2/7/89
DRAWN BY	
DESIGNED BY	
COMPUTED BY	
CHECKED BY	
SCALE	
TITLE	TENTATIVE PARCEL MAP
PROJECT	NORTHGATE / WINTERHAVEN
CLIENT	MORTON & PITALO, INC.
ADDRESS	1000 WINTERHAVEN AVENUE, WINTERHAVEN, CA 94095

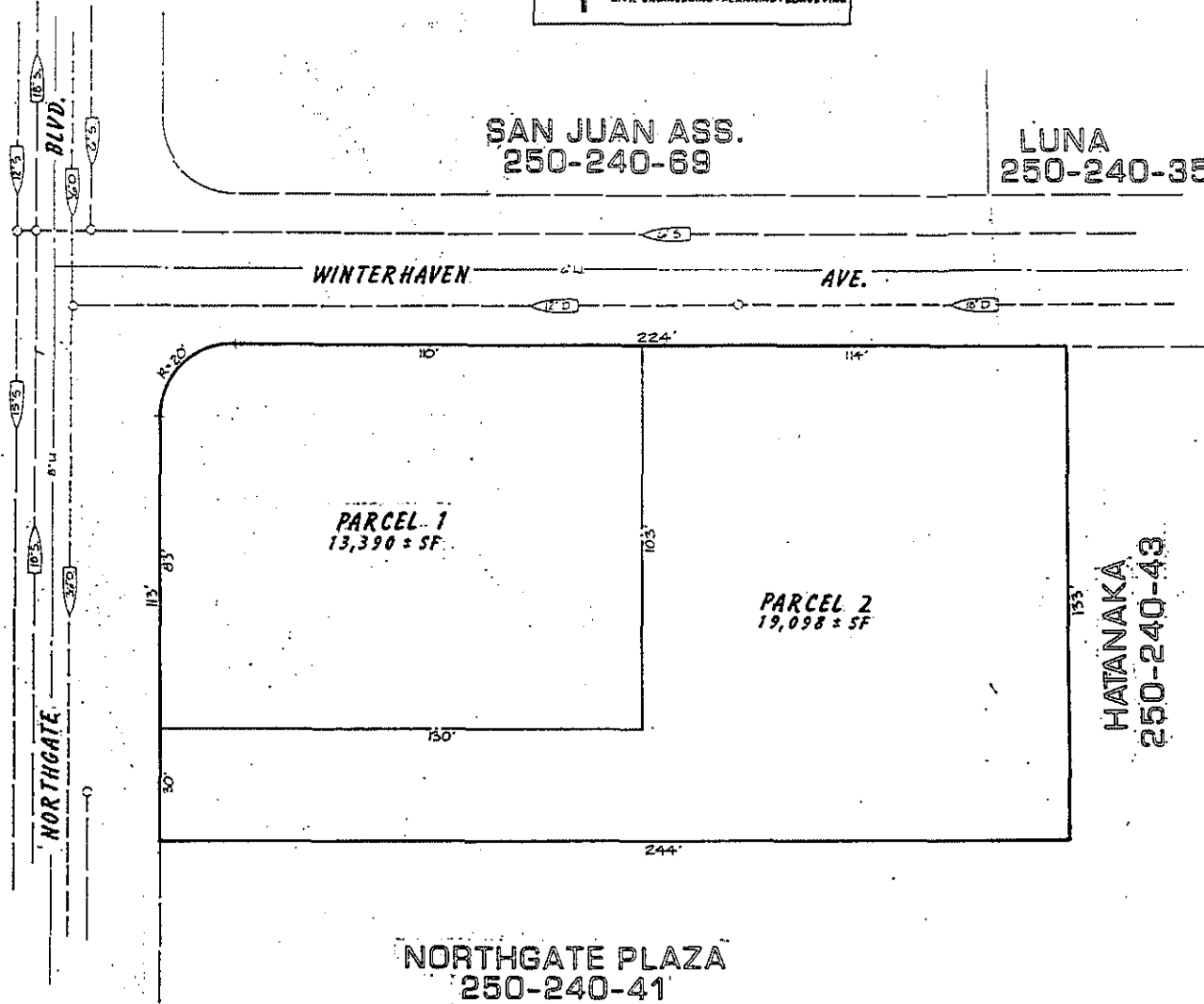


SCALE: 1"=20'

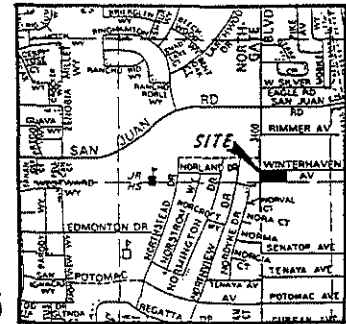
BECKER
262-015-15

RICHEY
262-015-16

CONERLY
262-015-10



TENTATIVE PARCEL MAP
NORTHGATE/WINTERHAVEN
 MAY 1988 CITY OF SACRAMENTO



VICINITY MAP
NO SCALE

OWNER/DEVELOPER

DAK PROPERTIES
2625 FAIR OAKS BOULEVARD, SUITE 5
SACRAMENTO, CA 95864

APPLICANT

MORTON & PITALO, INC.
1430 ALHAMBRA BOULEVARD, SUITE 200
SACRAMENTO, CA 95816

ASSESSOR'S PARCEL NO.

230-240-40

AREA

32,488 SQUARE FEET

ZONING

C-2

STORM DRAINAGE

SANITARY SEWER

WATER

SCHOOL DISTRICT

PARKS AND RECREATION

FIRE PROTECTION

POLICE PROTECTION

CITY OF SACRAMENTO

ELECTRICITY

SACRAMENTO MUNICIPAL UTILITY DISTRICT

GAS

PACIFIC GAS AND ELECTRIC COMPANY

TELEPHONE

PACIFIC BELL

SPECIAL PERMIT
APPROVED SITE
PLAN (P-88-152)

WINTERHAVEN AVE.

NORTHGATE BLVD.

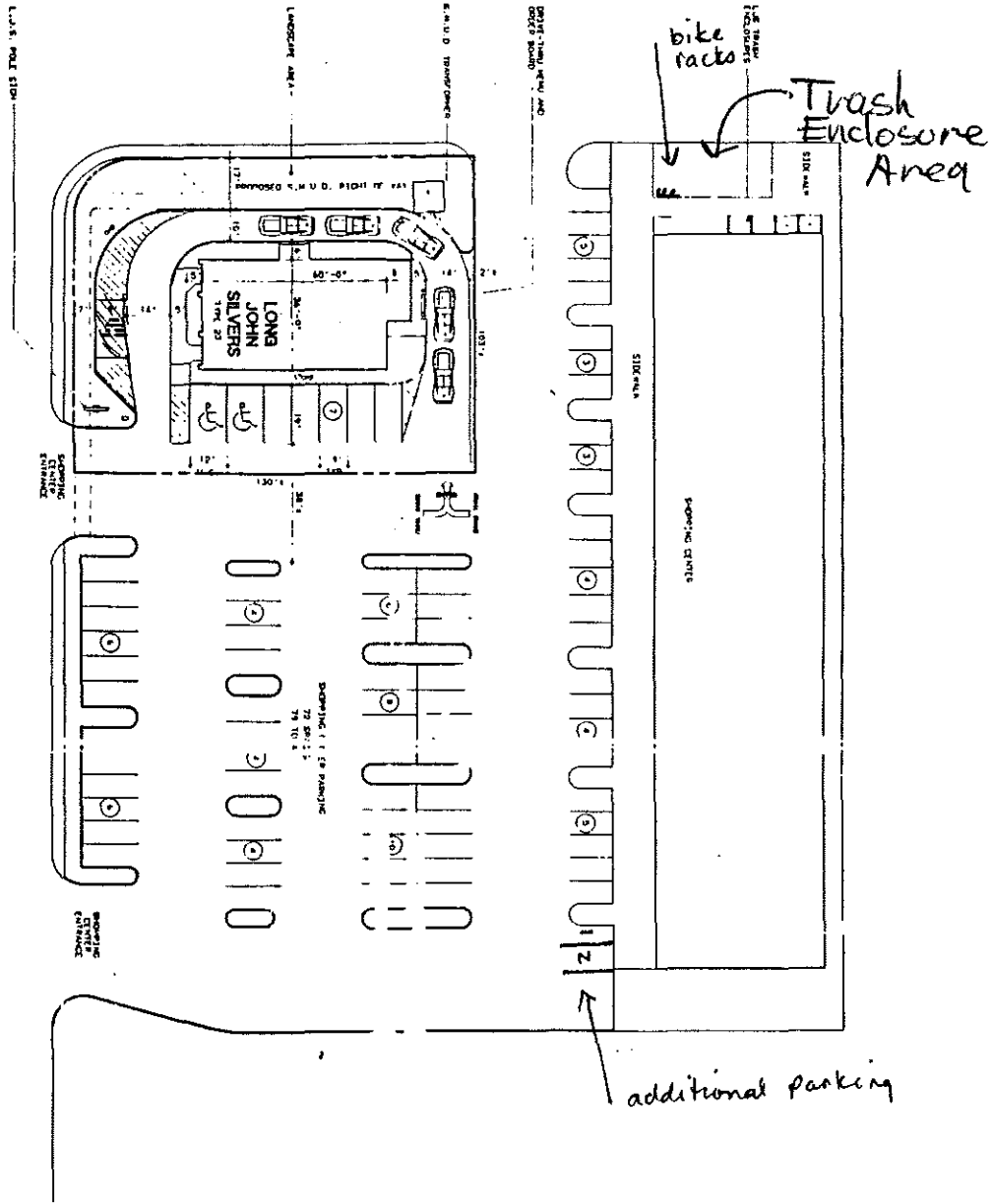


EXHIBIT A
SITE PLAN

1 of 4

000639



LONG JOHN SILVERS
SEAFOOD SHOPPES
 PRELIMINARY DESIGN FOR
 SACRAMENTO, CA.
 NORTHGATE BLVD.
 LAYOUT # _____
 NOT FOR CONSTRUCTION

LEGEND

—	L.J.S. POLE SIGN
⊙	NO. OF PARKING SPACES
□	DUMPSTER PAD AND APRON
○	PARKING LOT LIGHT

<small>THIS DRAWING IS A PRELIMINARY DESIGN FOR CONSTRUCTION. IT IS NOT TO BE USED FOR ANY OTHER PURPOSE. THE CLIENT ACCEPTS ALL RESPONSIBILITY FOR THE ACCURACY OF THE INFORMATION PROVIDED AND THE RESULTS OF ANY PERMITS OBTAINED THEREFROM. THE CLIENT AGREES TO HOLD THE ARCHITECT HARMLESS FROM AND AGAINST ALL CLAIMS, DAMAGES, LOSSES AND EXPENSES, INCLUDING REASONABLE ATTORNEY'S FEES, ARISING OUT OF OR RESULTING FROM THE USE OF THIS DRAWING, WHETHER OR NOT SUCH CLAIMS, DAMAGES, LOSSES AND EXPENSES ARE CAUSED IN WHOLE OR IN PART BY THE NEGLIGENCE OF THE ARCHITECT.</small>	ACCEPTED BY _____	SCALE 1/4" = 20'-0"	REVISION	
	REAL ESTATE REP. _____	BUILDING TYPE 23		
	REP. F.P. REAL ESTATE _____	PARKING FOR 22 CARS	DRAWN BY GJM	
	REGIONAL V.P. OPER. _____	DATE 3/1/88	DRAWING I.D. #	
	DIVISIONAL V.P. OPER. _____	08221.001.1.000301	FORMAT 61819 REV.	

P88-152-250

1-26-89

8

EXHIBIT B

LEGAL DESCRIPTION

All that certain real property situate in the County of Sacramento, State of California, described as follows:

All of Lot 42 of Homeland Acres, as recorded in the Office of the Recorder of Sacramento County, in Book 19 of maps, page 10. Containing 1 acre ±.

P-88-250

18
1-26-89

item 8

CITY PLANNING COMMISSION

1231 'I' STREET, SUITE 200, SACRAMENTO, CA 95814

Rancho, CA 95670

APPLICANT	Michael Hurley/Long John Silvers, Inc. 11070 White Rock Rd. #190		
OWNER	Northgate Plaza/ACA General Partnership, 2625 Fair Oaks Blvd., Sac., CA 95825		
PLANS BY	_____		
FILING DATE	3/27/88	ENVIR. DET.	Ex. 15301 (e) REPORT BY HK/vf
ASSESSOR'S-PCL. NO.	250-0240-040,041 and 042		

APPLICATION: Special Permit to construct a 2,118+ square foot Long John Silvers Restaurant with a drive-up service window.

LOCATION: Southeast corner of Northgate Boulevard and Winterhaven Avenue

PROPOSAL: The applicant is requesting the necessary entitlements to construct a drive through service facility.

PROJECT INFORMATION:

General Plan Designation: Special Planning District
 1978 South Natomas Community
 Plan Designation: Northgate Boulevard District
 Draft 1988 South Natomas
 Community Plan Designation: Northgate Special Planning District
 Existing Zoning of Site: C-2
 Existing Land Use of Site: Shopping Center & Vacant

Surrounding Land Use and Zoning:	Setbacks:	Required	Provided
North: Mini-storage; C-2	Front:	33'	40'
South: Vacant, apartments; C-2			
East : Single Family, Market; R-1, C-2	Side(St):	5'	27'
West : Single Family; R-1			

Parking Required: 82 spaces
 Parking Provided: 80 spaces
 Property Dimensions: 130' x 103' pad; 271' x 244' site
 Property Area: 1.5+ acres
 Square Footage of Building: 2,118 sq. ft.
 Height of Building: 14 feet.
 Topography: Flat
 Street Improvements: Existing
 Utilities: Existing
 Exterior Building Materials: T-111 Siding
 Roof Material: Composition Shingle

BACKGROUND INFORMATION: On June 27, 1985, the Planning Commission approved a lot line merger for this site that combined the three parcels into a single parcel to allow for the construction of a 10,800 square foot retail building and a 3,000 square foot restaurant. The merger was never recorded. Staff recommends that recordation of the merger be required as a condition of approval of the special permit for the drive-up service facility. Presently, the existing shopping center is constructed illegally across property lines. A variance would be required for the fast food restaurant to allow access and parking on adjacent parcels.

appears to have adequate stacking distance for the volume of business.

D. Parking

Tenants in the existing shopping center include a video store, a fast food restaurant (pizza), a bar and dance hall, a liquor store, a beauty salon, and a dry cleaner. Four of the tenants spaces are vacant. The parking requirement for the existing uses and parking for the presently vacant suites, calculated at standard retail use, is 54 spaces. The proposed Long John Silver's restaurant has 84 seats. The parking requirement for restaurants is one parking space for every three seats, which results in 28 required parking spaces.

The shopping center presently has 73 parking spaces. The site plan for Long John Silver's depicts seven parking stalls and one parallel stall. The City does not permit parallel parking stalls, therefore, the total proposed parking for the site is 80 parking stalls. The combined parking required for the shopping center and Long John Silvers is 82 parking spaces.

The two additional parking spaces can be provided at the southeastern corner of the parking area if the existing bike racks are relocated to the northeastern corner of the site, as shown on Exhibit A. The other alternative is that the applicant reduce the capacity of the restaurant by six seats. Staff is not supportive of a variance from the required parking as there is no circumstances unique to this proposal that would justify the granting of a variance and thus, granting of a variance in this situation would be a grant of special privilege.

E. Signage

The Sign Ordinance permits one detached sign for each parcel at one square foot per lineal foot of frontage in the C-2 zone. Parcels with frontage on more than one street are permitted one sign for each street frontage. The shopping center has an existing monument sign fronting on Northgate Boulevard. The applicant could add their name to this sign. A detached sign is also permitted on Winterhaven Avenue. Staff recommends that this sign be a monument sign with a maximum height of 12 feet that shall be compatible with the existing monument sign on the site. The applicant has noted that they intend to install a pole sign, however, no sign elevations for a pole sign were included with the submitted site elevations.

The Sign Ordinance also permits two attached signs for each occupancy at three square feet per front foot of occupancy. The signs depicted on the submitted elevations are in compliance with the requirements.

→ No Vehicle Stacking 6 -

- 6. The entrance and exit for the drive-through lane shall be clearly marked. The signs shall be approved by the Planning Director as a part of the sign program.

Findings of Fact - Special Permit

- 1. The project, as conditioned, is based upon sound principles of land use, in that:

The project is neighborhood serving, is located on a major street and is compatible with the adjacent commercial and residential land uses.

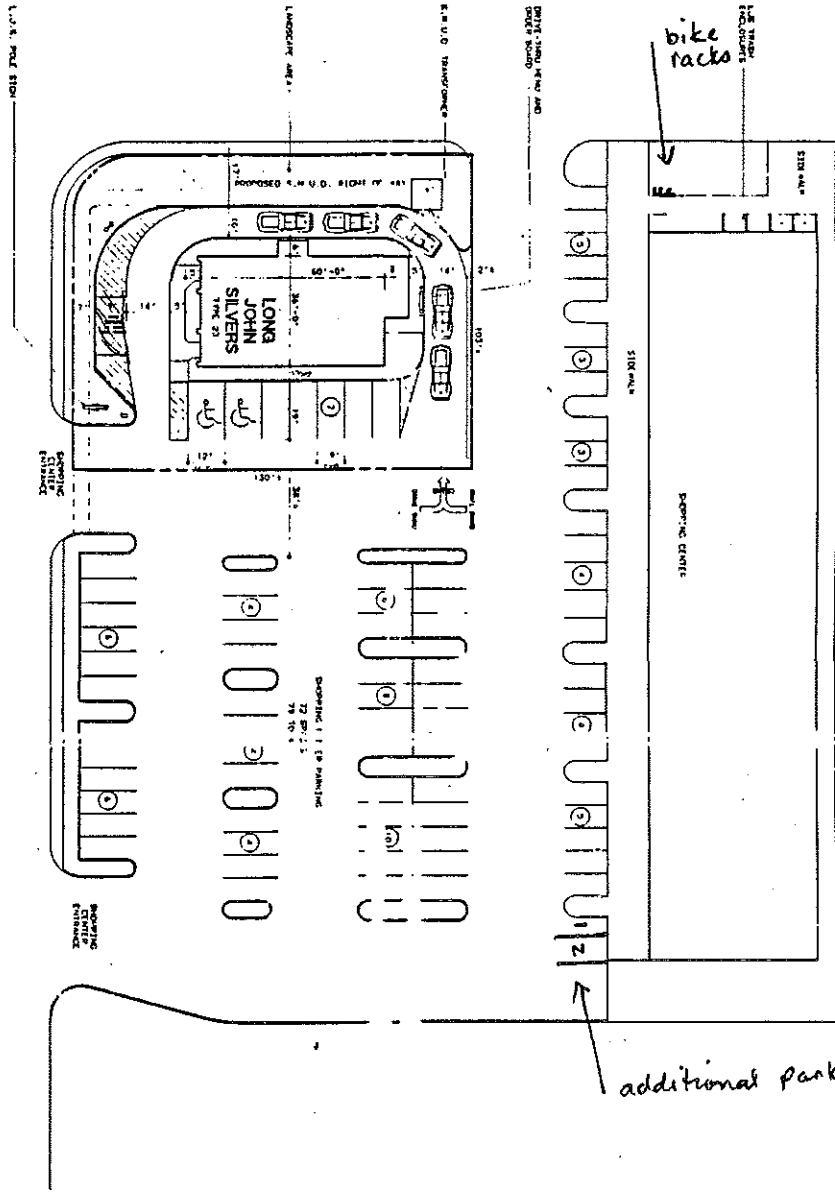
- 2. The project, as conditioned, will not be detrimental to the public health, safety or welfare, nor will it create a nuisance in that:

- a. adequate off-street parking is provided;
- b. adjacent residences are buffered from possible nuisances generated by the drive-up service facility by intervening improvements;
- c. a masonry sound wall was installed on the property boundary adjacent to the residences at the time the shopping center was constructed;
- d. the project, as designed, will have adequate vehicle stacking space;
- e. the design of the project provides for adequate on-site circulation; and
- f. interior landscaping will offset the extensive pavement area devoted to the drive-through lanes.

- 3. The project, as conditioned, is in compliance with the policies and objectives of the General plan and the 1978 South Natomas Community Plan and draft 1988 South Natomas Community Plan.

WINTERHAVEN AVE.

NORTHGATE BLVD.



additional parking

**EXHIBIT A
SITE PLAN**

000668

1 of 4

LONG JOHN SILVERS
SEAFOOD SHOPPER
PRELIMINARY DESIGN FOR
SACRAMENTO, CA.
NORTHGATE BLVD.
LAYOUT # 1
NOT FOR CONSTRUCTION

LEGEND

- L.J.S. POLE SIGN
- (15) NO. OF PARKING SPACES
- DIAPHRAGM PAD AND APRON
- PARKING LOT LIGHT

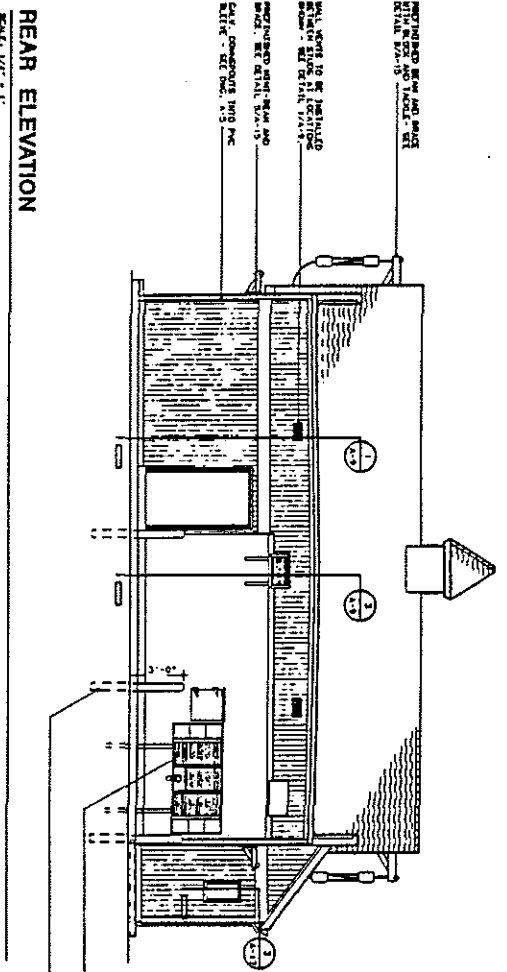
<small>THIS DRAWING IS A PRELIMINARY DESIGN FOR CONSTRUCTION. IT IS NOT TO BE USED FOR PERMITS OR CONTRACTS. ANY CHANGES TO THIS DRAWING MUST BE APPROVED BY THE ARCHITECT. THE ARCHITECT'S OFFICE IS NOT RESPONSIBLE FOR ANY ERRORS OR OMISSIONS. THE CLIENT ACCEPTS ALL RISKS AND LIABILITIES ASSOCIATED WITH THIS DRAWING.</small>	ACCEPTED BY _____	SCALE 1/4" = 20'-0"	REVISION
	CONTROLLED BY _____	BUILDING TYPE 23	
	REAL ESTATE REP. _____	PARKING FOR 23 CARS	
	REP. OF REAL ESTATE _____	DRAWN BY GAN	
	REGIONAL V.P. OPER. _____	DATE 3/1/88	
	DIVISIONAL V.P. OPER. _____	DRAWING I.D. # 88271.001.1.880301	
PROJECT _____	FORMAL 010-000		

P88-152

5-12-88

F17

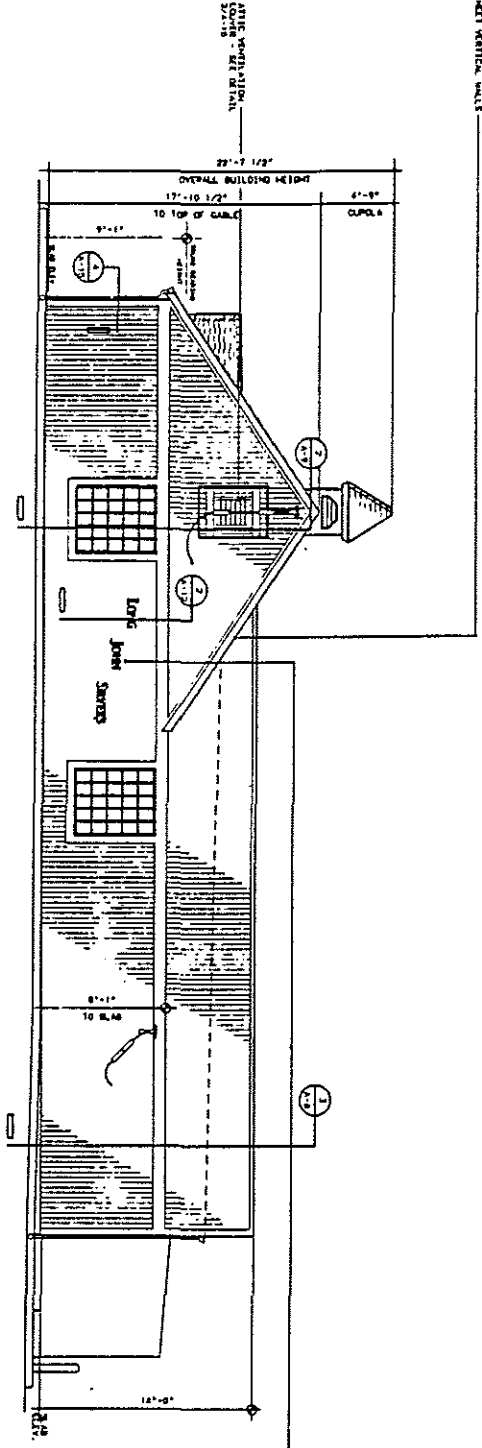
REAR ELEVATION
SCALE: 1/8" = 1'



DO NOT SHOW ELECTRICAL SYMBOLS ON REAR ELEVATION. THIS IS THE FRONT ELEVATION. THE ELECTRICAL SYMBOLS ARE SHOWN ON THE FRONT ELEVATION.

PROVIDE ONE (1) 3/4" STEP FLASHING AT ALL ROOF PENETRATIONS. SEE DETAIL AT ELECTRICAL SYMBOLS.

RIGHT SIDE ELEVATION
SCALE: 1/8" = 1'



DO NOT SHOW ELECTRICAL SYMBOLS ON RIGHT SIDE ELEVATION.

000671

EXHIBIT C
ELEVATIONS

SEE ARCHITECTURAL SHOP
2200 24TH AVE., SUITE 200
SACRAMENTO, CALIF. 95825
916-488-0634

LONG JOHN SILVER'S
SEAFOOD SHOPPES

5-12-88

888-152

17

Exhibit C

RECIPROCAL EASEMENT AGREEMENT

THIS RECIPROCAL EASEMENT AGREEMENT made and entered into this 20th day of April 1988, by and between LONG JOHN SILVER'S, INC., a Delaware corporation, hereinafter called "LJS," and NORTHGATE PLAZA, a California general partnership, hereinafter called "Northgate";

W I T N E S S E T H:

WHEREAS, by deed of even date LJS purchased property from Northgate, located at Northgate Plaza Shopping Center, Sacramento, California, more particularly described as Parcel 1 on Exhibit "A" attached hereto;

WHEREAS, Northgate owns certain land at Northgate Shopping Center, Sacramento, California, more particularly described as Parcel 2 on Exhibit "B" attached hereto, said lands of Northgate being contiguous to the land of LJS and having been developed as a shopping center; and

WHEREAS, the parties hereto desire to create and establish for the benefit of Parcel 1 certain nonexclusive easements, rights and privileges of use for parking and ingress and egress over, across and through any and all of Parcel 2 so designated; and to create and establish for the benefit of Parcel 2 certain nonexclusive easements, rights and privileges of use for parking, ingress and egress over, across and through any and all of Parcel 1 so designated; and to establish and create a general plan for the operation, maintenance and repair of the designated easement areas.

000677

NOW, THEREFORE, in consideration of the sum of ONE DOLLAR (\$1.00) paid by each of the parties to the other, the receipt and sufficiency of which is hereby acknowledged, and of the mutual covenants, agreements, conditions and stipulations herein contained, the parties agree as follows:

1. LJS hereby grants to Northgate, its successors, assigns, agents, employees and invitees a permanent nonexclusive easement, right and privilege for the purpose of parking in all parking areas now or hereafter existing on Parcel 1, and for the purpose of ingress and egress over, across and through any existing or future-created driveways, entrances or exits into and from Parcel 1.
2. Northgate hereby grants to LJS, its successors, assigns, agents, employees and invitees a permanent nonexclusive easement, right and privilege for the purpose of parking in all parking areas now or hereafter existing on Parcel 2 and for the purpose of ingress and egress over, across and through any existing or future-created driveways, entrances or exits into and from Parcel 2, to adjoining thoroughfares, streets and all easement areas appurtenant to Parcel 2.
3. Neither LJS, Northgate nor any other person or entity who has or subsequently may have any interest in Parcels 1 or 2 shall construct any fences, curbs or other barriers on or between Parcel 1 and Parcel 2 which would restrict the rights granted in this document. Nothing shall prevent a party from changing the entrances, exits, driveways or parking spaces on Parcels 1 or 2, provided that after such change there is still reasonable pedestrian and vehicular access to, from and across Parcels 1 and 2 and provided further that Northgate secures from LJS prior written permission for any change that results in the reduction in the total number of parking spaces now available on Parcel 2 as shown on the site plan attached as Exhibit "C" hereto.
4. Each party hereto hereby covenants and agrees to bear and assume the obligations and responsibilities for the operation, maintenance, and repair of that easement area to which each is Grantor, and further covenants and agrees to pay all costs associated with the operation, maintenance and repair of that easement area to which each is Grantor; and to keep the same in good condition and repair.
5. In the event of condemnation, the legal title holder of the parcel condemned shall be solely entitled to any and all of the award proceeds resulting from the condemnation of its parcel, and all other persons or entities who might have had any property interest, tangible or intangible, in said parcel hereby waives any and all rights with respect to such award proceedings.

000678

TO HAVE AND TO HOLD for the nonexclusive uses, benefits, purposes and burdens herein set forth, subject to the following additional terms and conditions:

1. The foreclosure of any mortgage covering all or any portion of the properties described in Exhibit "A" and Exhibit "B" shall in no way affect or diminish any easements granted herein.

2. The obligations, benefits and burdens imposed by this Agreement are those of the present and future owners, tenants and mortgagees of Parcel 1 and Parcel 2. These obligations, benefits and burdens shall run with the land, and shall be binding upon the owners, tenants and mortgagees and their respective heirs, executors, administrators, successors and assigns;

3. The easements herein created are not exclusive and the right is hereby reserved to grant other easements, rights or privileges to such persons and for such purposes as any party hereto in its discretion may select, so long as such purposes do not unreasonably interfere with the easements granted herein.

4. The obligations, benefits and burdens imposed by this Agreement shall become effective when LJS substantially completes the Long John Silver's Seafood Shoppe referenced on Exhibit "C" hereto.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed this 20th day of April, 1988.

LONG JOHN SILVER'S, INC., a
Delaware Corporation

WITNESS:

BY: _____

TITLE:

WITNESS:

Verni T. Maurer
Property Manager

NORTHGATE PLAZA, a California
General Partnership

BY: [Signature]
General Partner/Managing Partner

By: x [Signature]
General Partner

000679

STATE OF KENTUCKY

COUNTY OF FAYETTE

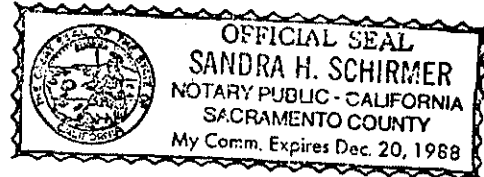
The foregoing instrument was acknowledged before me this _____ day of _____, by _____ of Long John Silver's, Inc. a Delaware corporation, on behalf of the corporation.

My commission Expires: _____

Notary Public, State-at-Large,
Kentucky

STATE OF California

COUNTY OF Sacramento



The foregoing instrument was acknowledged before me this 22nd day of April, 1988 by Harry A. Khasigian, general partner of Northgate Plaza, a California general partnership, on behalf of the partnership.

My commission Expires: 12-20-88

Sandra H. Schirmer
Notary Public, State-at-Large

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