

PLEASE RECORD, AND  
AFTER RECORDATION RETURN TO:

Jones Hall,  
A Professional Law Corporation  
475 Sansome Street, Suite 1700  
San Francisco, CA 94111  
Attn: Scott R. Ferguson, Esq.

THIS TRANSACTION IS EXEMPT FROM CALIFORNIA DOCUMENTARY TRANSFER TAX PURSUANT TO SECTION 11929 OF THE CALIFORNIA REVENUE AND TAXATION CODE. THIS DOCUMENT IS EXEMPT FROM RECORDING FEES PURSUANT TO SECTION 27383 OF THE CALIFORNIA GOVERNMENT CODE.

### **TERMINATION AGREEMENT**

This Termination Agreement is dated as of \_\_\_\_\_ 1, 2018, and is by and among the SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF SUNNYVALE, a public entity and agency duly organized and existing under and by virtue of the State of California (the "Agency"), the CITY OF SUNNYVALE, a municipal corporation duly organized and existing under the laws of the State of California (the "City"), and U.S. BANK TRUST NATIONAL ASSOCIATION, a national banking association duly organized and existing under the laws of the United States of America, as trustee (the "Trustee").

#### *WITNESSETH:*

WHEREAS, the City and the Agency have previously entered into a Facility Lease dated as of March 1, 1998, which was recorded on April 1, 1998, as Instrument No. 14120789 in Official Records of the Office of the Santa Clara County Recorder, as amended by a First Amendment to Facility Lease dated as of April 1, 2000, which was recorded as Instrument No. 15261168 in Official Records of the Office of the Santa Clara County Recorder on May 25, 2000, and by a Second Amendment to Facility Lease dated as of July 1, 2005, which was recorded as Instrument No. 18491888 in Official Records of the Office of the Santa Clara County Recorder on July 26, 2005 (as amended, the "Facility Lease"); and

WHEREAS, pursuant to Section 2.06 of the Facility Lease, the City has exercised its option to remove property which was previously leased by the Agency to the City pursuant to the Facility Lease (the "Former Property"); and

WHEREAS, pursuant to an Assignment Agreement, dated as of March 1, 1998 (the "Assignment Agreement"), by and between the Agency and the Trustee, recorded on April 1, 1998 as Instrument No. 14120790 in the Office of the Santa Clara County Recorder (the

“Assignment Agreement”), the Agency has assigned certain of its rights under the Facility Lease to the Trustee; and

WHEREAS, the City and the Agency wish to discharge and terminate the Facility Lease and the Assignment Agreement with respect to the Former Property in connection with the removal of the Former Property;

NOW, THEREFORE, in consideration of the foregoing and for other consideration the receipt and sufficiency of which are hereby acknowledged, the parties hereto do hereby agree:

*Section 1. Termination.* The Facility Lease and the Assignment Agreement shall be, and are hereby terminated with respect to the Former Property. The City and the Agency shall cause an executed copy of this Termination Agreement to be recorded in the Office of the Santa Clara County Recorder promptly following the execution and delivery hereof.

*Section 2. Execution in Counterparts.* This Termination Agreement may be executed in any number of counterparts, each of which shall for all purposes be deemed to be an original and all of which shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties have executed this Termination Agreement by their officers thereunto duly authorized as of the day and year first written above.

CITY OF SUNNYVALE, as Lessee

SUCCESSOR AGENCY TO THE  
REDEVELOPMENT AGENCY OF THE CITY  
OF SUNNYVALE, as Lessor

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TIM KIRBY  
Director of Finance

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KENT STEFFENS  
Executive Director

Attest:

Attest:

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KATHLEEN FRANCO SIMMONS  
City Clerk

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KATHLEEN FRANCO SIMMONS  
Secretary

APPROVED AS TO FORM:

APPROVED AS TO FORM:

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JOHN A. NAGEL  
City Attorney

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JOHN A. NAGEL  
Counsel to the Agency

U.S. BANK TRUST NATIONAL  
ASSOCIATION, as Trustee

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Authorized Officer

## NOTARY FORMS

**EXHIBIT A**

**DESCRIPTION OF THE PROPERTY BEING REMOVED  
FROM THE FACILITY LEASE**

All that certain real property in the City of Sunnyvale, County of Santa Clara, State of California, described as follows:

All of Lot 1 of Block 6 of Tract No. 9925, entitled "Sunnyvale Town Center", filed October 1, 2007 in Book 818 of Maps at Page 45 through 55 inclusive, Records of Santa Clara County.