

AGREEMENT

This agreement is made between the City of Newberg, Yamhill County, Oregon, a municipal corporation of the State of Oregon, hereinafter called "City" and Francis Enterprises Inc.

- WHEREAS, On April 19, 1990 Francis Enterprises, Inc. received approval of a conditional-use permit from the Newberg Planning Commission to replace the movie screen at their drive-in theater (tax lot 3216-2200); and
- WHEREAS, The Planning Commission approved the conditional-use permit with the condition that Francis Enterprises dedicate the south 30 feet of the drive-in theater property for the future extension of Hayes Street; and
- WHEREAS, Drive-in facilities including fencing, landscaping, radio sound wiring, drainage tiles, paved parking, and paved access drives currently exist within the said 30 ft. wide dedication for Hayes Street; and
- WHEREAS, It is the City's intention to allow said drive-in facilities to encroach within the dedicated Hayes Street right-of-way until such time that Hayes Street is improved or the drive-in redevelops for another permitted use.

IT IS HEREBY AGREED AND UNDERSTOOD THAT:

- Section 1. The City will allow the existing drive-in facilities including fencing, landscaping, radio sound, wiring, drainage tiles, paved parking and paved access drives to encroach upon the dedicated right-of-way for Hayes Street provided that the drive-in continues to operate and until Hayes Street is improved.
- Section 2. The City will permit routine maintenance and repair of existing drive-in facilities by Francis Enterprises, Inc. within the Hayes Street right-of-way.
- Section 3. Provided the drive-in continues to exist and operate at the time Hayes Street is improved, the City agrees to remove drive-in facilities that exist within the Hayes Street right-of-way and replace those facilities on Francis Enterprise, Inc. property. Facilities to be replaced include fencing, landscaping, radio-sound wiring, drainage tiles, and paved access drives which are altered or destroyed as a result of the Hayes Street improvement. An access drive from the drive-in to Hayes Street will be provided.
- Section 4. Redevelopment of the subject site for a use other than a drive-in theater shall void the agreement for the replacement of structures

by the City and permitted encroachment of drive-in facilities within the right-of-way. Further, the encroaching structure shall be removed by the developer at their expense upon redevelopment.

Section 5. All assessments for the development of Hayes Street shall be deferred until such time that the drive-in use is discontinued and is replaced by another use permitted in the zoning district.

Section 6. Francis Enterprises, Inc. shall dedicate certain properties to the City for street right-of-way purposes as evidenced by the attached deed marked as Exhibit "A" and incorporated by this reference.

DATED this 12th day of June, 1990.

FRANCIS ENTERPRISES, INC.

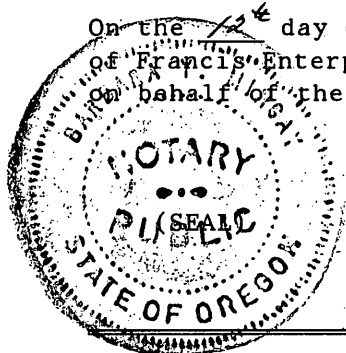
CITY OF NEWBERG

By Joseph T. Francis
Joseph T. Francis, President

By Duane R. Cole
Duane R. Cole, City Manager

State of Oregon)
) ss.
County of Yamhill)

On the 12th day of June, 1990, personally appeared Joseph T. Francis on behalf of Francis Enterprises, Inc. and acknowledged that he had the authority to sign on behalf of the corporation and acts on behalf of said corporation.



Barbara J. Mingay
Notary Public
My commission expires: 9-17-91

After Recording Return To:
City of Newberg
414 E. First Street
Newberg OR 97132

006337

STATE OF OREGON)
) ss.
COUNTY OF YAMHILL)

I hereby certify that this instrument was received and duly recorded by me in Yamhill County records.

Instrument

Charles Stern
CHARLES STERN,
COUNTY CLERK

DEED

KNOW ALL MEN BY THESE PRESENTS, That Francis Enterprises, Inc., hereinafter called the Grantor, does hereby dedicate, grant and convey to the City of Newberg, a Municipal Corporation of the State of Oregon, hereinafter called the Grantee, for dedication of additional right-of-way, the following described real property located in Yamhill County, State of Oregon, to-wit:

A tract of land in the Richard Everest Donation Land Claim No. 52 in the Southwest quarter of Section 16, Township 3 South, Range 2 West of the Willamette Meridian in Yamhill County, Oregon described as follows:

Beginning at a point that is on the East line of the Everest Donation Land Claim 1054.03 feet North of the Southeast corner of the North half of said Donation Land Claim, thence S 76°46'05"W 30.86 feet to an iron rod said point being the TRUE POINT OF BEGINNING; thence S 76°46'05"W 507.67 feet to a 5/8" iron rod; thence N0°06'E 30.83 feet to a point; thence N76°46'05"E 507.62 feet to a point on the West line of Springbrook Road being 30.00 feet West of the East line of the Donation Land Claim; thence South along the West line of said road 30.86 feet to an iron rod and the point of beginning.

Said tract of land containing .35 acres of land more or less.

TO HAVE AND TO HOLD the above described, dedicated, granted and conveyed premises unto said Grantee, its successors and assigns forever.

The true consideration for this conveyance is \$0.00 and/or other value.

THIS INSTRUMENT WILL NOT ALLOW USE OF THE PROPERTY DESCRIBED IN THIS INSTRUMENT IN VIOLATION OF APPLICABLE LAND USE LAWS AND REGULATIONS. BEFORE SIGNING OR ACCEPTING THIS INSTRUMENT, THE PERSON ACQUIRING FEE TITLE TO THE PROPERTY SHOULD CHECK WITH THE APPROPRIATE CITY OR COUNTY PLANNING DEPARTMENT TO VERIFY APPROVED USES.

WITNESS our hand and seals this 12th day of June, 1990.

Francis Enterprises, Inc.
an Oregon Corporation

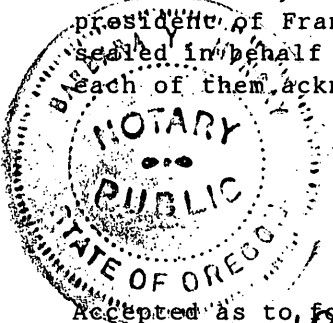
By Joseph T. Francis
Joseph T. Francis

By Robert E. Francis
Robert E. Francis

By Grace J. Francis
Grace Francis

STATE OF OREGON)
 City of Newberg) ss.
 County of Yamhill)

On the 12th day of June, 1990 personally appeared Joseph T. Francis, Grace Francis and Robert E. Francis who, being duly sworn each for himself and not one for the other, did say that they are respectively president, secretary and vice-president of Francis Enterprises, Inc. and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors; and each of them acknowledged said instrument to be its voluntary act and deed.



Barbara M. Mizey
 Notary Public for Oregon
 My Commission Expires: 9-17-91

Accepted as to form and intent by the City of Newberg, a Municipal Corporation.
 Dated this 18 day of June 1990

[Signature]
 City Attorney

After Recording Return To:
 City of Newberg
 414 E. First Street
 Newberg OR 97132

006338

STATE OF OREGON)
)
 COUNTY OF YAMHILL)

I hereby certify that this instrument
 was received and duly recorded
 by me in Yamhill County records.

Instrument #

[Signature]
 CHARLES STERN,
 COUNTY CLERK