EXHIBIT A

VINE TRAIL - OAK KNOLL DISTRICT

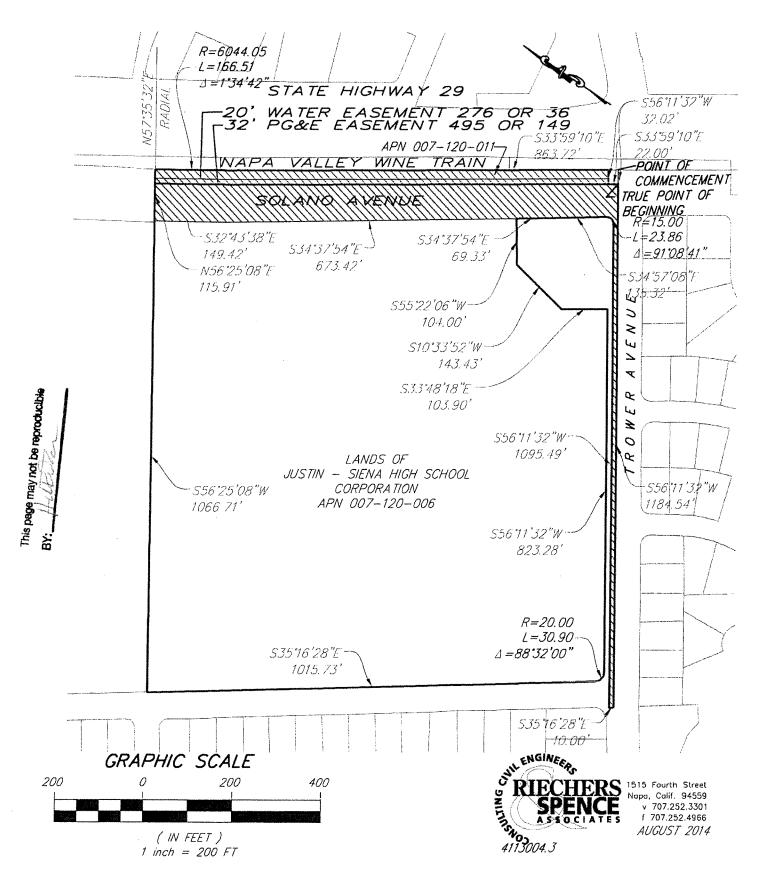


EXHIBIT B

LEGAL DESCRIPTION

A portion of the lands of Justin-Siena High School Corporation

Commencing at a point formed by the intersection of the southwestern line of the Right of Way of the Southern Pacific Railroad Company with the northwestern line of Trower Avenue as described in the Deed to De La Salle Institute, recorded December 23, 1964 in Book 713 of Official Records at page 206, Napa County Records, said point also being the most easterly corner of the Tract of Land described in the Deed to the City of Napa, recorded March 6, 1975 in Book 956 of Official Records at page 719, said Napa County Records; thence along said northwestern line of Trower Avenue South 56° 11' 32" West 32.02 feet to the most southern corner of said Lands of the City of Napa and the True Point of Beginning; thence continuing along said northwestern line of Trower Avenue South 56° 11' 32" West 1184.54 feet to the most southern corner of said Lands of De La Salle Institute; thence along the southwesterly line of said Lands of De La Salle Institute North 35° 16' 28" West 10.00 feet to the most southern corner of the Tract of Land described in the Deed to the City of Napa recorded December 30, 1966 in Book 759 of Official Records at page 134, said Napa County Records; thence parallel with said northwestern line of Trower Avenue and following along the southeastern line of the Tract of Land described in the Deed to the City of Napa recorded December 20, 1966 in Book 758 of Official Records at page 637, said Napa County Records, North 56° 11' 32" East 1095.49 feet and along a curve to the left having a radius of 15.00 feet through a central angle of 91° 08' 41" an arc length of 23.86 feet; thence North 34° 57' 08" West 135.32 feet; thence North 34° 37' 54" West 742.75 feet; thence North 32° 43' 38" West 149.42 feet to the northwestern line of said Lands of De La Salle Institute; thence along said northwestern line North 56° 25' 08" East 115.91 feet to said southwestern line of the Southern Pacific Railroad Company; thence along said southwestern line southeasterly along a nontangent curve to the left, the center of which bears North 57° 35' 32" East, having a radius of 6044.05 feet through a central angle of 1° 34' 42" an arc length of 166.51 feet and South 33° 59' 10" East 863.72 feet to the most northern corner of said Lands of the City of Napa, Book 956 of Official Records page 719; thence along the northwestern and southwestern lines of said Book 956 of Official Records page 719 South 56° 11' 32" West 32.02 feet and South 33° 59' 10" East 22.00 feet to the True Point of Beginning.



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