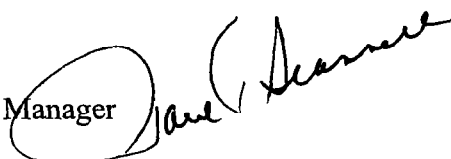


COUNTY OF SAN MATEO**County Manager's Office****DATE:** March 22, 2001**Agenda Date:** April 10, 2001**TO:** Honorable Board of Supervisors**FROM:** Paul T. Scannell, Assistant County Manager**SUBJECT:** Consent to Assignment of Concession Agreement by Woodrow C. Ersted and Mieke Dankers, Trustee to Dankers-Ersted Partnership. San Carlos Airport (No. 1053)Recommendation

Adopt a Resolution authorizing the President of the Board of Supervisors to execute a Consent to Assignment of Concession Agreement by Woodrow C. Ersted and Mieke Dankers, Trustee to Dankers-Ersted Partnership.

Background and Discussion

On July 26, 1966 the County entered into an Agreement for Concession with Woodrow Ersted and Antonius Dankers to lease land including hangars at the San Carlos Airport for the operation of a maintenance shop, flight school and other related activities for the convenience of the public. The concession agreement expires on December 31, 2022.

Antonius Dankers is now deceased. Mr. Ersted and the Danker's heir, Mieke Dankers desire to assign the Concession Agreement to the Dankers-Ersted Partnership. Consent to Assignment of Concession Agreement presented for your approval authorizes the Assistant County Manager to accept or execute on behalf of the County, any and all notices and documents in connection with the Concession Agreement.

The Consent has been reviewed and approved by County Counsel.

The Director of Public Works concurs with our recommendation.

The Honorable Board of Supervisors

March 22, 2001

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Fiscal Impact

There is no fiscal impact associated with the Consent to Assignment for Concession.

cc/enc: D. Penny Bennett, Deputy County Counsel

cc: Neil Cullen, Director, Public Works Department

Attn: Susan Durling, Executive Secretary

Mark Larson, Acting Airport Manager

Lynda Green, Manager, Real Property Services

Carolyn Hamilton, Real Property Agent, Real Property Services

RESOLUTION NO. _____

BOARD OF SUPERVISORS, COUNTY OF SAN MATEO, STATE OF CALIFORNIA

* * * * *

RESOLUTION AUTHORIZING EXECUTION OF A CONSENT TO
ASSIGNMENT OF CONCESSION AGREEMENT
SAN CARLOS AIRPORT
(NO. 1053)

RESOLVED, by the Board of Supervisors of the County of San Mateo, State of California, that

WHEREAS, there has been presented to this Board of Supervisors for its consideration and acceptance a Consent to Assignment of Concession Agreement reference to which is hereby made for further particulars, whereby the County of San Mateo shall consent to the Assignment of Concession Agreement by Woodrow C. Ersted and Mieke Dankers as Trustee of (i) the Jeannette Dankers Trust, also known as Trust B, created under the Last Will and Testament of Jeanette Dankers, and (ii) the A.J Dankers Trust created under Declaration of Trust dated May 21, 1992 (Assignors) to Dankers-Ersted Partnership (Assignees), of its interest in said Concession Agreement, and

WHEREAS, this Board has been presented with a form of such Consent and said Board has examined and approved same as to both form and content and desires to enter into same:

NOW, THEREFORE, IT IS HEREBY DETERMINED AND ORDERED:

1 That the President of this Board of Supervisors be, and is hereby, authorized and directed to execute said Consent to Assignment of Concession for and on behalf of the County of San Mateo, and the Clerk of this Board shall attest to the signature thereto

2 That the Assistant County Manager is hereby authorized to accept or execute on behalf of the County, any and all notices and documents in connection with the Concession Agreement.

* * * * *

CONSENT TO ASSIGNMENT
COUNTY OF SAN MATEO

This Consent to Assignment of Agreement for Concession is made as of _____, 2001, by the COUNTY OF SAN MATEO, a political subdivision of the State of California (hereinafter "County").

Recitals

WHEREAS, under authority of Resolution No 22854 dated July 26, 1966, Woodrow C. Ersted and Antonius J. Dankers entered into an Agreement for Concession with County, and

WHEREAS, said Agreement for Concession has been supplemented and amended by Agreements dates, November 14, 1972, December 20, 1977, and January 24, 1978; and

WHEREAS Antonius J. Dankers is now deceased and his interest in the Agreements has passed to his heirs;

WHEREAS Woodrow C. Ersted and the Heirs of Antonius J. Dankers have requested that the County consent to an assignment of the Agreement to a partnership consisting of Woodrow C. Ersted and the Heirs of Antonius J. Dankers; and

NOW, THEREFORE, County consents to the Assignment as follows:

1. County consents to the Assignment of the Agreement for Concession and all supplements and amendments thereto. Said Assignment is attached hereto and incorporated herein by reference.

2. This Consent does not constitute a consent to any subsequent subletting or assignment and does not relieve Assignee or any person claiming under or through Assignee for the obligation to obtain the consent of County to any future assignment or sublease.

COUNTY

By.

President, Board of Supervisors

Attest:

Clerk of the Board of Supervisors

Recording requested by,
and when recorded mail to

Dankers-Ersted Partnership
c/o Industrial Realty Company of California
1091 Industrial Road Suite 101
San Carlos, CA 94070-4118

ASSIGNMENT OF AGREEMENT FOR CONCESSION

This Assignment of Agreement for Concession is made for reference purposes as of February 13 2001, between Woodrow C. Ersted, and Mieke Dankers as Trustee of (i) the Jeanette Dankers Trust, also known as Trust B, created under the Last Will and Testament of Jeanette Dankers, and (ii) the A.J. Dankers Trust created under Declaration of Trust dated May 21, 1992 (collectively, ' Assignors') and Dankers – Ersted Partnership, a California general partnership (' Assignee"), with all parties agreeing as follows:

1. Recitals. This Assignment of Agreement for Concession is made with reference to the following facts and objectives:

(a) Under authority of Resolution No. 22854 dated July 26, 1966, Woodrow C. Ersted and Antonius J. Dankers (collectively, the "Original Lessees") entered into an Agreement for Concession with the County of San Mateo (the 'County"), which was recorded in the Official Records of San Mateo County at Volume 7561, Pages 35 et seq.

(b) Under authority of Resolution No 31007 dated November 14, 1972, the Original Lessees and the County entered into a First Supplemental Agreement to Agreement for Concession, which was recorded in the Official Records of San Mateo County on January 31, 1973 at Volume 6316, Pages 82 et seq.

(c) Under authority of Resolution No 038087 dated December 20, 1977, the Original Lessees and the County entered into a Second Supplemental Agreement to Agreement for Concession, wherein Woodrow C Ersted and Antonius J. Dankers leased back to the County certain portions of the premises which are subject to the Agreement for Concession;

(d) Under authority of Resolution No 038204 dated January 24, 1978, the Original Lessees and the County entered into an Amendment to Agreement for Concession,

(e) The final termination date under the Agreement for Concession has been established as December 31, 2022, pursuant to a letter dated September 21, 1978 to the Original Lessees from the Director of Public Works of the County;

(f) The Agreement for Concession described above, as modified by the First Supplemental Agreement to Agreement for Concession described above, the Second Supplemental Agreement to Agreement for Concession described above, the Amendment to Agreement for Concession described above, and the letter dated September 21, 1978 described above, is referred to herein as the "Concession Agreement".

(g) Antonius J. Dankers is now deceased. Under the last wills of Antonius J. Dankers and of Jeanette Dankers, his spouse, all right, title and interest of Antonius J. Dankers in and to the Concession Agreement passed to Mieke Dankers as Trustee of (i) the Jeanette Dankers Trust, also known as Trust B, created under the Last Will and Testament of Jeanette Dankers, and (ii) the A.J. Dankers Trust created under Declaration of Trust dated May 21, 1992.

(h) Assignors have operated the property which is the subject of the Concession Agreement through a partnership under the name of Dankers – Ersted Partnership, and now wish to assign to such partnership all right, title and interest in and to the Concession Agreement.

2. Assignment and Assumption. Assignors assign and transfer to Assignee all their right, title, and interest in the Concession Agreement, and Assignee accepts the assignment and assumes and agrees to perform, from the date this Assignment becomes effective, all the provisions of the Concession Agreement.

3. Miscellaneous

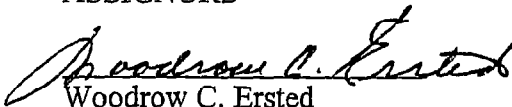
a. Attorneys Fees. If any party commences an action against any of the parties arising out of or, in connection with this assignment of Concession Agreement, the prevailing party or parties shall be entitled to recover from the losing party or party's reasonable attorneys fees and costs of suit.

b. Successors. This Assignment shall be binding on and inure to the benefit of the parties and their successors, and assigns, subject to the further restricts on assignment and subletting set forth in the Concession Agreement.

c. Authority. Each person executing this Assignment on behalf of a corporation, limited liability company, partnership, trust or other entity hereby represents and warrants to the other parties that execution of this Assignment on behalf of such entity has been duly authorized, and the consent or signature of no other person is necessary in order for the entity to enter into and perform its obligations pursuant to this Assignment

In witness whereof, Assignors and Assignee have executed this Assignment of Concession Agreement effective the date first set forth above

ASSIGNORS


Woodrow C. Ersted

Mieke Dankers

Mieke Dankers as Trustee of (i) the Jeanette Dankers Trust, also known as Trust B, created under the Last Will and Testament of Jeanette Dankers, and (ii) the A.J. Dankers Trust created under Declaration of Trust dated May 21, 1992

ASSIGNEE:

DANKERS-ERSTED PARTNERSHIP

By: Woodrow C. Ersted

Woodrow C. Ersted, Trustee of the Ersted Family Trust under trust agreement dated January 5, 1993

Its: General Partner

By: Mieke Dankers

Mieke Dankers, as Trustee of The Mieke Dankers Separate Property Trust dated February 2, 1996

Its: General Partner

By: J.H. Dankers

Johannes H. Dankers

Its: General Partner

By: Martha W. Dankers

Martha W Dankers

Its: General Partner

STATE OF CALIFORNIA)
COUNTY OF Santa Clara) SS

On February 7, 2001, before me Harry L. Fox,
personally appeared Woodrow C. Ersted, personally known to me (or proved to me on the basis
of satisfactory evidence) to be the person whose name is subscribed to the within instrument
and acknowledged to me that he executed the same in his authorized capacity, and that by his
signature on the instrument the person or the entity upon behalf of which the person acted
executed the instrument.

WITNESS my hand and official seal

[Signature]
Signature



STATE OF CALIFORNIA)
COUNTY OF Santa Clara) SS

On February 9, 2001, before me, Harry L. Fox,
personally appeared Mieke Dankers, personally known to me (or proved to me on the basis of
satisfactory evidence) to be the person whose name is subscribed to the within instrument and
acknowledged to me that he executed the same in his authorized capacity, and that by his
signature on the instrument the person or the entity upon behalf of which the person acted,
executed the instrument.

WITNESS my hand and official seal

[Signature]
Signature



STATE OF WASHINGTON)
COUNTY OF SNOHOMISH) SS

On February 13, 2001, before me, Peggy Kitaman,
personally appeared Johannes H. Dankers, personally known to me (or proved to me on the
basis of satisfactory evidence) to be the person whose name is subscribed to the within
instrument and acknowledged to me that he executed the same in his authorized capacity, and
that by his signature on the instrument the person, or the entity upon behalf of which the person
acted, executed the instrument.

WITNESS my hand and official seal

[Signature]
Signature

my Commission EXPIRES: 8/1/01

STATE OF WASHINGTON)
COUNTY OF SNOHOMISH)^{SS}

On February 13, 2001 before me, Peggy K. Hanman, personally appeared Martha W Dankers personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal

Peggy K. Hanman
Signature

My Commission Expires: 8/1/01