

RECORDING REQUESTED BY
FIRST AMERICAN TITLE

RECORDING REQUESTED BY AND
WHEN RECORDED MAIL TO:

SANGER & OLSON
One Embarcadero Center, Suite 1200
San Francisco, CA 94111-3617

Attention: John M. Sanger, Esq.



FIRST AMERICAN TITLE
01/19/2000 08:38 A2S
RECORDING FEE: 15.00

2000015417

OFFICIAL RECORDS OF
ALAMEDA COUNTY
PATRICK O'CONNELL
4 PGS

SPB157917

No Tax Due

NOTICE OF ENVIRONMENTAL RESTRICTION
(Civil Code Section 1471)

THIS NOTICE OF ENVIRONMENTAL RESTRICTION is made as of December 30, 1999 by WIND RIVER SYSTEMS, INC., a Delaware corporation ("WRS"), the owner of that certain property situated in the City and County of Alameda, California, more particularly described as follows (the "Property"):

Parcel 1 as described on that certain Parcel Map 7374 dated January 6, 1999 and recorded March 23, 1999, in the Records of Alameda County in Map Book 244 at Pages 19, 20 and 21.

A. URS Greiner Woodward Clyde ("URSGWC") has prepared a risk management plan dated July 1, 1997, as amended by Addenda dated September 1, 1997 and November 24, 1998 ("RMP"), which provides for on-site management of soil impacted by total petroleum hydrocarbons from motor oil ("TPH-motor oil") present on a portion of the Property in a manner consistent with the planned commercial/industrial land use and protective of human health and the environment.

B. It is intended that, when development of the Property is complete, buildings, asphalt parking lots, landscaping and access drives and paths will cover the entire site and any residual TPH-motor oil contamination.

C. Areas of the Property known to contain soil with TPH-motor oil contamination at levels exceeding 1,000 mg/kg are delineated on Exhibit A attached hereto (the "Delineated Area"). Soils in the Delineated Area require management in accordance with the RMP.

1. Restriction. WRS hereby covenants, for the benefit of the City of Alameda and on behalf of itself and all successive owners of the Property, that WRS, while it is the owner, and all successive owners shall, prior to disturbing soils in the Delineated Area, notify the City of Alameda and the County of Alameda Department of Environmental Health, and will conduct any activities that could disturb soils in the Delineated Area in accordance with the RMP. This covenant shall run with the land and be binding on successive owners of all or any portion of the Property for the benefit of the City of Alameda pursuant to Civil Code Section 1471, or any successor statute.

2. **Acknowledgement of Owners Presumed.** All purchasers, lessees, or possessors of any portion of the Property shall be deemed by their purchase, leasing, or possession of such Property, to have acknowledged the foregoing and to agree for and among themselves, their heirs, successors and assignees, and the agents, employees and lessees of such owners, heirs, successors and assignees, that the restriction herein set forth has been read and understood by them and that they have undertaken such further investigation of the Property including, but not limited to, investigation of the City of Alameda and Alameda County Department of Environmental Health files pertaining to the Property, and that their interest in the Property shall be subject to the foregoing restriction. This statement is not a declaration that a hazard exists at, in, under or upon the Property.

3. **Conveyance of the Property.** Neither the City of Alameda nor the Alameda County Department of Environmental Health, by reason of this instrument, shall have authority to approve, disapprove, or otherwise affect any sale, lease or other conveyance of the Property except as otherwise provided by law.

4. **No Dedication Intended.** Nothing set forth herein shall be construed to be a gift or dedication, or offer of a gift or dedication, of the Property or any portion thereof to the general public.

5. **File Review.** Persons who wish to review the Alameda County Department of Environmental Health files pertaining to the Property may do so by contacting the Alameda County Department of Environmental Health at 1131 Harbor Bay Parkway, Alameda, California 94503.

IN WITNESS WHEREOF, the undersigned has executed this Notice of Environmental Restriction as of the date first set forth above.

WIND RIVER SYSTEMS, INC.,
a Delaware corporation

By:



Tom St. Dennis

Its: President and Chief Executive
Officer

ACCOMMODATION RECORDING
THIS INSTRUMENT FILED BY FIRST AMERICAN
TITLE GUARANTY COMPANY AS AN ACCOMMO-
DATION ONLY. IT HAS NOT BEEN EXAMINED
AS TO ITS EXECUTION AND NO LIABILITY IS
ASSUMED AS TO ITS EFFECT UPON THE TITLE.

STATE OF CALIFORNIA)
COUNTY OF Alameda) SS.

On January 6, 2000, before me, the undersigned, a Notary Public for the State of California, personally appeared TOM ST. DENNIS, proved to me on the basis of satisfactory evidence (or personally known to me) to be the person(s) whose name(s) are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacities, and that by his/her/their signatures on the instrument the person(s) or the entity on behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Deanna R. Melunye
Notary Public
My Commission Expires: 6-29-2003

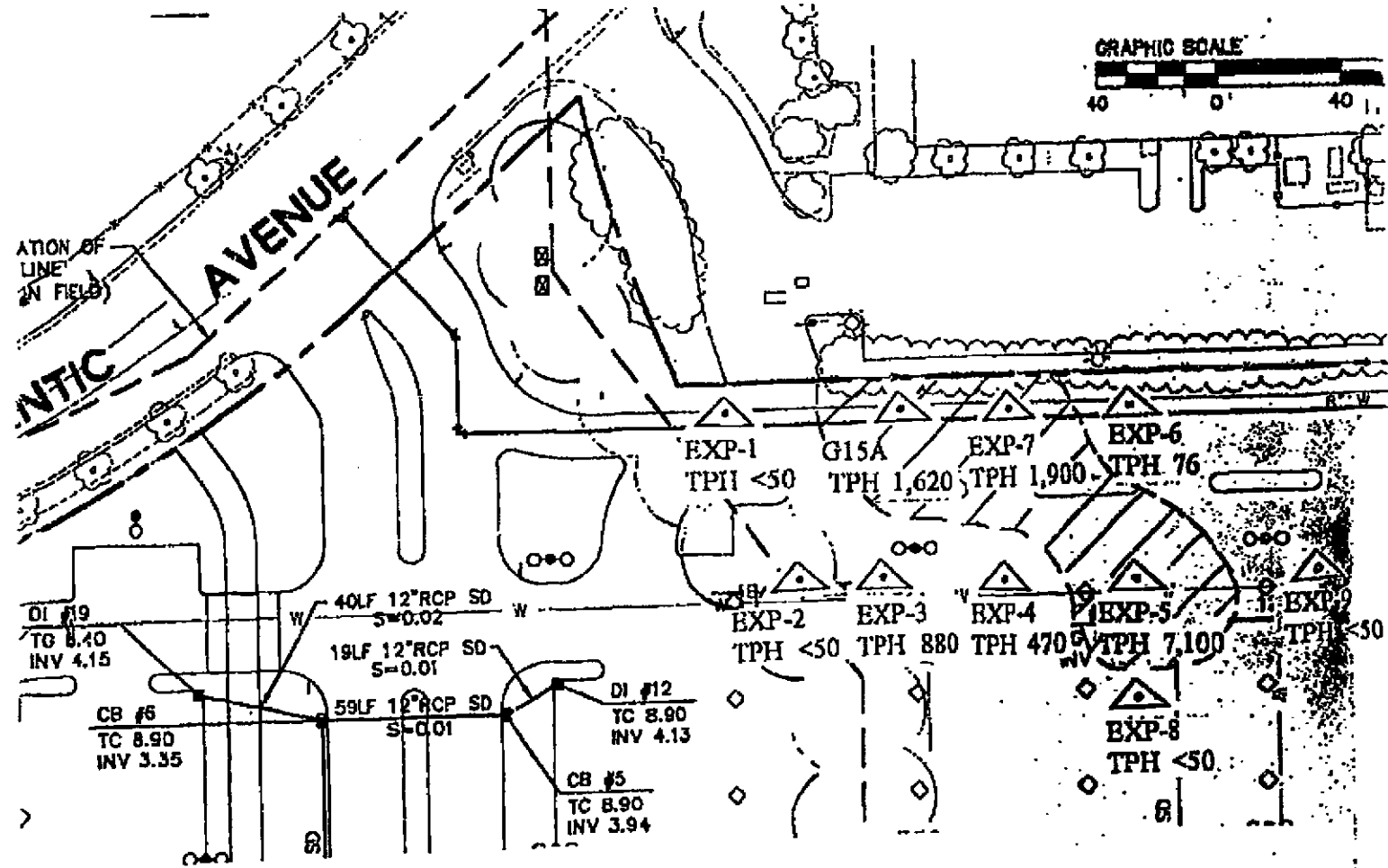
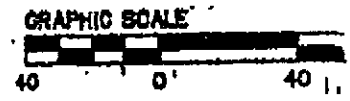
OPTIONAL

THIS CERTIFICATE IS TO BE ATTACHED TO
THE DOCUMENT DESCRIBED AT RIGHT:
[Not required by law but recommended to
avoid fraudulent reattachment.]

TITLE OR TYPE OF DOCUMENT Notice of Environmental
Restriction

NUMBER OF PAGES 3 DATE OF DOCUMENT 12-30-99

1" = 40'



TPH Motor oil > 1,000mg/kg



Shallow soil location

Project No. M1163NB	Wind River Systems
Woodward-Clyde	

EXHIBIT A