



**PACIFIC IMPERIAL RAILROAD, INC.
ASSET PURCHASE DUE DILIGENCE
VIRTUAL SPACE INDEX**

I.) Operative Agreements

- a. Amended and Restated Desert Line Lease and Operating Agreement
- b. Desert Line Lease and Operating Agreement- Amendment 2
- c. Cali-Baja Joint Venture Sublease and Operating Agreement

II.) Engineering & Legal Consultants

- a. J.L. Patterson & Associates
 - i. Executive Summary of Field Reports
 - ii. Appendix A
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 - vi. Appendix E
- b. Thomas McFarland
 - i. RE: Federal Preemption for an Intermodal Facility at Coyote Wells
 - ii. RE: Pacific Imperial Railroad, rail operating authority
- c. R.L. Banks & Associates
 - i. Statement of Qualifications
 - ii. Report to MTS, Recommendations Regarding: Desert Line Startup Interchange and Operating Agreements
 - iii. Leasing Precedents Investigation
 - iv. Proposal for Pro-Forma Economic Analysis of the Prospective Intermodal Terminal at Coyote Wells, CA on the Pacific Imperial Railroad
 - v. Short Line Operating Ratio Comparison Slides
 - vi. Institutional Arrangements of Pacific Imperial Railroad and Inter-zone, Inc.
- d. Wilson & Co.
 - i. Coyote Wells Intermodal Facility Features
 - ii. Coyote Wells Conceptual Site Plan
- e. Railworks Track Services, Inc.
 - i. Desert Line Track Proposal for Intermodal Segment
- f. Aspen Environmental Group
 - i. Exhibit A, Scope of Work and Proposal
 - ii. Exhibit B, Budget
 - iii. Anticipated Environmental Review and Permitting Requirements for Pacific Imperial Railroad Intermodal Facility
- g. BJRR Desert Line Reconstruction Plan

III.) Relevant Internal Work Product

- a. Capital Improvements Estimates Summary
- b. Desert Line Reconstruction Plan- Amendment 1
- c. Memorandum Regarding the Desert Line: A Review of Physical Characteristics, Operating Expense Assumptions, & Rationale for Renegotiating Obligations to MTS



Pacific Imperial Railroad

d. Executive Summary Presentation

IV.) Land Entitlements

- a. Lease Agreement with Option to Purchase, Parcel Number: 033-390-021-000
- b. Lease Agreement- Amendment 1, Parcel Number: 033-390-021-000
- c. Grant Deed, Parcel Number: 033-620-020-000
- d. Grand Deed, Parcel Number: 033-620-019-000
- e. Grant Deed, Parcel Numbers: 033-630-29-01, 033-620-08-01, 033-610-10-01, 033-610-07-01, 033-610-11-01

V.) Relevant Studies

- a. Cali-Baja Mega Region Initiative_ Jobs Without Borders Report, 2014
- b. Feasibility Study for the Tijuana Intermodal Terminal Project, 2004
- c. Brookings & JPMorgan Chase, Go Global, San Diego's Global Trade and Investment Initiative, 2015
- d. San Diego Association of Governments, Baja California Border Crossings and Trade Statistics, 2014
- e. San Diego Association of Governments, Otay Mesa East Port of Entry Investment Grade Traffic and Revenue Study
- f. Southern California Association of Governments, Assessment of Truck Border Crossing at Imperial County Port of Entry, 2012
- g. Southern California Association of Governments, Goods Movement Border Crossing Study and Analysis, 2012
- h. Southern California Association of Governments, Regional Transportation Plan and Sustainable Communities Strategy, Goods Movement Appendix, 2016