

while condemnation proceedings are pending, or by act constituting inverse condemnation. The taking shall be considered to take place as of (i) the date possession is taken or damage imposed by the condemnor or (ii) the date on which title is transferred, whichever first occurs.

(2) "Total Taking" means the taking of the fee title to all the properties and the improvements on the Premises used and occupied by Buyer.

(3) "Substantial Taking", where appropriate notice is given under Paragraph 19, means the taking of so much of the premises or improvements or both or of commercially useable access thereto, or of utility services, that a reasonable amount of reconstruction would not make the land and improvements reasonably useable for the business of Buyer or his tenants.

(4) "Partial Taking" means any taking or damaging for public use that is not either a Total Taking or a Substantial Taking.

(5) "Notice of Intended Taking" means any notice or notification, received by a party to this Agreement that any public project has been approved or is planned which will in reasonable probability require the taking of or damage to all or a portion of the premises or appurtenance thereto, or affect its access, which notice reasonably defines the extent or character of the taking.